



Increase the potential for sustainable growth

One Report 2021

Asian Sea Corporation Public Company Limited



Contents

004	Vision, Mission, and ASIAN Values
006	ASIAN Information
007	Financial Highlights
010	Key Performance in 2021
013	Awards and Recognition
014	Message from Chairman and Chief Executive Officer

Part 1 Business Operations and Performance

017	1. Structure and Business Operations of ASIAN
037	2. Risk Management
047	3. Driving Business for Sustainability
071	4. Management without Discussion and Analysis (MD&A)
089	5. General Information and Other Important Information

Part 2 Corporate Governance

091	6. Corporate Governance Policy
111	7. Governance Structure and Key Data on the Board of Directors, Specific Committees Management, Employees and Others.
130	8. Report on Compliance with the Principles of Corporate Governance Milestones.
142	9. Internal Control and Connected Transaction

Part 3 Financial Report

147	Financial Report
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Attachment

227	Attachment 1	Details about the directors, executives, controlling persons of the Company, persons assigned to the highest responsibility in accounting and finance, persons assigned the direct responsibility for accounting supervision, and company secretary
238	Attachment 2	Details of the Directors of the Subsidiaries
239	Attachment 3	Details of the Head of the Internal Audit
240	Attachment 4	Business Assets and Details on Asset Valuation

Vision, Mission and ASIAN Values

Vision

To be a food and pet food manufacturer worldwide with quality, safety, social responsibility, and environmental sustainability.

WE



THE RIGHT CHOICE!



Mission



To deliver good and returns to stakeholders and maintain a good relationship with business partners for mutual sustainable growth.



To produce foods at the international standards and at competitive prices.



To improve skills and knowledge of work forces and foster positive attitude to the organization.



To operate business in compliance with applicable laws, good labor standards, and anti-corruption practices.



To be an organization that is good to society and environment, and has a healthy, happy workforce.



To innovate products in order to satisfy customer demand and manufacturing processes in order to maximize work efficiency.



To provide sufficiently modern information technology for communication and management.



To adopt corporate social responsibility and environment sustainability policies.

A

AMBITION

S

SKILLS

I

INTEGRITY

A

ADAPTABLE

N

NEW IDEAS



ASIAN Information



Name

Asian Sea Corporation Public Company Limited

Abbreviation

ASIAN

Registered Number

0107536001061

Type of Business

Engages in distribution and exports of processed frozen seafood under its own brands and OEM brand. The Company now has production capacity of around 7,800 tons of finished products per year. The Company's main products can be divided into the following two major categories

1. Frozen Sillago fish products comprise Sillago butterfly fillet and breaded Sillago fish fillet.
2. Frozen ready-to-cook seafood product such as frozen breaded shrimp, frozen fried breaded shrimp and frozen fried breaded squid

Registered Capital

814,091,323.00 baht (Eight hundred fourteen million ninety one thousand three hundred twenty-three baht only)

Issued and Fully Paid-up

814,087,559.00 baht (Eight hundred fourteen million eighty-seven thousand five hundred fifty nine baht only)

Head Office

55/2 Moo 2 Rama 2 Road, Bangkrajao, Muang, Samutsakhon 74000

References

• Registrar

Office : The Thailand Securities Depository Company Limited
93 Ratchadaphisek Road, Dindaeng Sub-District, Dindaeng District, Bangkok 10400, Thailand

Telephone : 02-009-9000

Fax : 02-009-9991

SET Contact Center : 02-009-9999

Email : SETContactCenter@set.or.th

Website : <http://www.set.or.th/tsd>

• Auditor

Ms. Sumalee Reewarabandith

Certified Public Accountant (Thailand) No. 3970

Office : EY OFFICE COMPANY LIMITED
193/136 137 Lakeratchada Building
Fl 33rd Floor, Ratchadaphisek Rd,
Klongtoey, Bangkok 10110, Thailand

Telephone : 02-264-9090

Fax : 02-264-0789

Financial Highlights



Consolidated Financial Statements

2019

2020

2021

Statement of Comprehensive Income (THB million)

Sales and Services Revenue	8,194	8,645	9,488
Gross Profit	653	1,393	1,883
Profit before taxes	138	852	1,153
Profit for the year	133	818	1,044

Statement of Financial Position (THB million)

Total Assets	5,823	6,232	7,355
Total Liabilities	3,012	2,734	3,311
Total Shareholders' Equity	2,811	3,498	4,044
Issued and Paid up Share Capital	543	543	814

Key Financial Ratios

Current Ratios	1.71	1.65	1.75
Debt to Equity Ratio	1.07	0.78	0.82
Net Debt to Equity Ratio	0.74	0.47	0.52
Gross profit margin (%)	7.96	16.11	19.85
Net profit margin (%)	1.62	9.48	11.00

Performance per share (baht per share)

Earnings per share	0.24	1.51	1.28
Book value per share	5.18	6.45	4.97

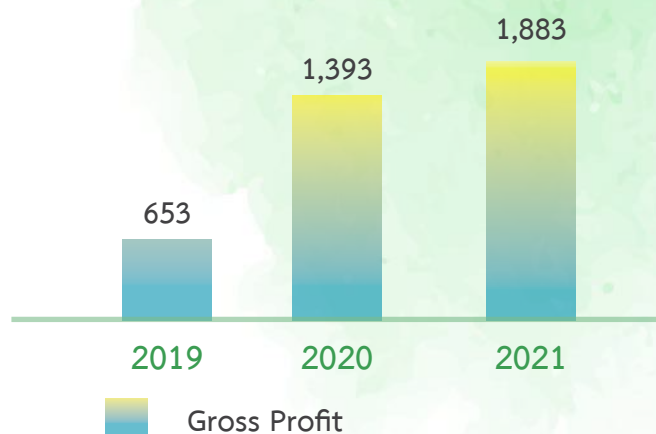
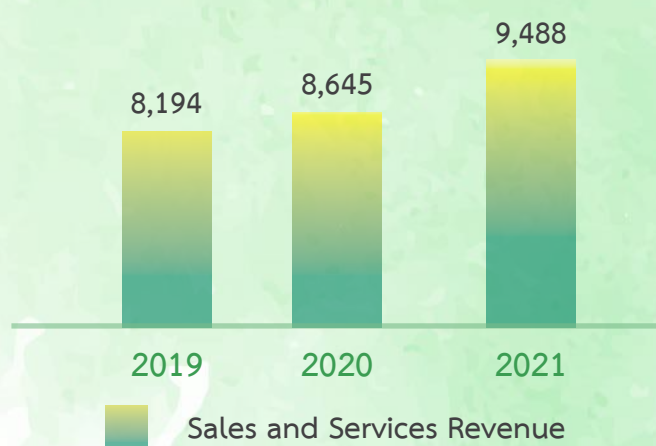
Financial Highlights

Statement of Comprehensive Income

Unit : Million Baht

9,488

THB million

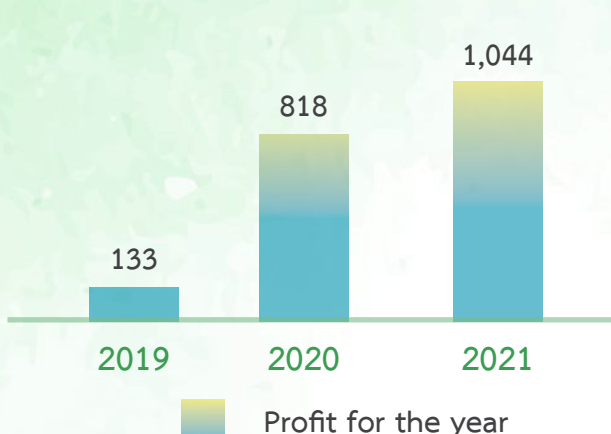


Total Shareholders' Equity

Unit : Million Baht

4,044

THB million

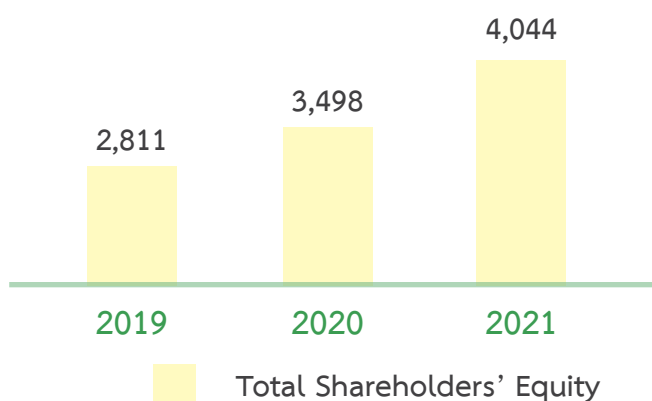
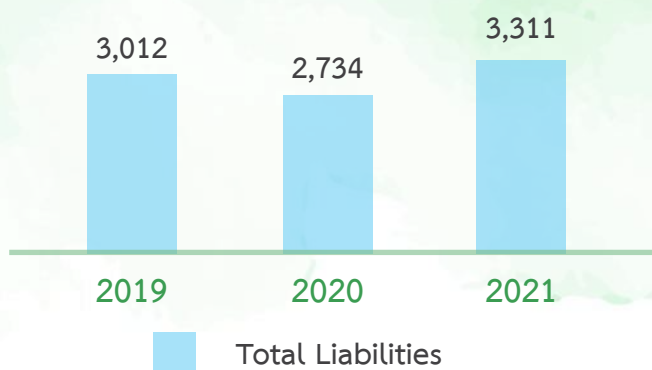
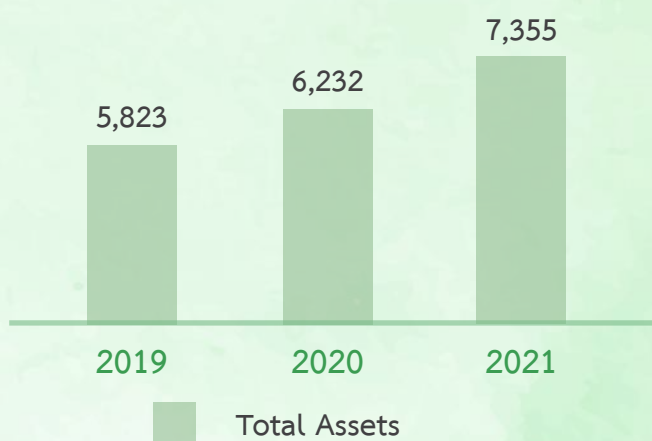


Statement of Financial Position

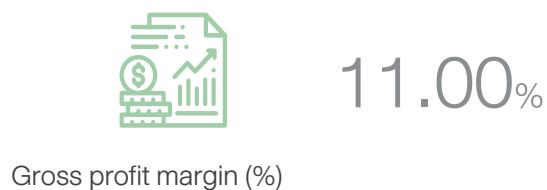
Unit : Million Baht

7,355

THB million



Key Financial Ratios



Key Performance in 2021

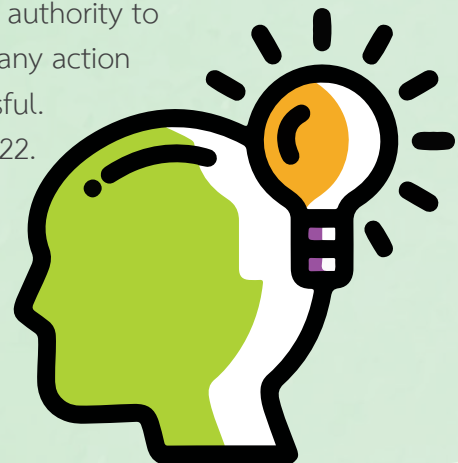


Business Performance

In April 2021, the Company completed the ready-to-cook and frozen food production capacity expansion project resulting in an increase in production capacity from approximately 7,800 tons of finished goods per year to approximately 8,600 tons of finished goods per year. Such operation is following the strategic plan of the Company to expand the Value Added Product market to increase profitability and reduce risks from fluctuations in raw material prices and exchange rates.

In May 2021, the Board of Directors resolved in the 2nd Board of Directors Meeting 2021 to restructure the shareholding of the pet food business group under ASIAN to make the business structure of the Group Companies and the ASIAN Group clearer by bringing all pet food companies that ASIAN, directly and indirectly, hold shares, consisting of (1) Asian Pets Care Corporation Co., Ltd. (2) Thaiya Corporation (Shanghai) Co., Ltd. (3) Asian Group SCS Europe GmbH (4) Inter Petrina Co., Ltd. and (5) Shangdong Thaiya Meisi Pet Food Co., Ltd. under the management of Asian Alliance International Co., Ltd. As a result, the implementation of strategic plans in the pet food business is more consistent and flexible in the same direction.

In October 2021, the 4th Board of Directors Meeting 2021 considered and unanimously resolved to approve the first issuance and Initial Public Offering (IPO) of newly issued ordinary shares of AAI, including the shareholders of Company with Pre-emptive Rights; listing AAI in the Stock Exchange of Thailand; and authorizing the Chief Executive Officer or the person authorized by the Chief Executive Officer to determine the rules, conditions, and other details related to the Spin-Off Plan. In addition, this person has the authority to consider and sign any relevant documents, including taking any action related to and necessary for the Spin-Off Plan to be successful. The Company expects to complete this operation within 2022.





Brand Development Performance

Throughout the year 2021, APCC has continued to proactively expand distribution channels and resulted in more than 500 pet stores selling products under the Monchou, Monchou Balanced, and Hachiko brands by the end of 2021. APCC sales increase more than 300%, compared to 2020.

In May 2021, Asian Pets Care Corporation (APCC) Co., Ltd. launched the monchou balanced Brand of pet food products at a more affordable price than the monchou brand as an alternative product for pet owners. The first group of products is wet pet food products in pouches. The products have received great feedback from domestic consumers, with sales of more than 24 million baht by 2021.



**monchou balanced sales
were more than 30% of
total brand sales 2021**

In November, APCC also released Cat Mousse Snacks under the Monchou Brand. The products have gained much attention from consumers and made the Monchou Products more diverse. We are also adding new flavors of pouch dog food products to provide more choices for customers.



monchou  TM

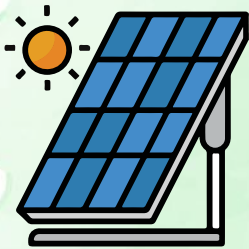


Sustainability Strategic Performance

In 2021, Asian is committed to implementing the sustainability strategy of the Company. The important developments are:

1

Setting short-term and long-term sustainability goals.

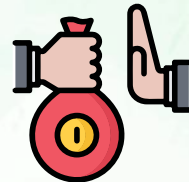


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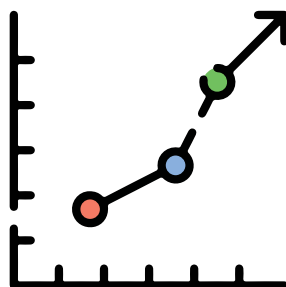
The completed project implementation to generate electricity from solar energy by the installation of solar panels on the roof of the plants to replace the use of electricity from the transmission line system of the Company 2 projects, including a project on the roof of the cold room of the Company and a project on the roof of our pet food plant at Ban Bo Subdistrict, Samut Sakhon Province. These projects are considered pilot projects. The Company also has plans to expand the projects to our plants in Bang Krachao Subdistrict, Samut Sakhon Province, and Phunphin District, Surat Thani Province, within 2022.

3

Accredited as a member of the Thai Private Sector Collective Action Coalition Against Corruption as reported in the Sustainable Development Report section of this report.



The Corporate Governance and Sustainability Management Committee of the ASIAN Group and the Board of Directors also monitor normal operations critical to the sustainability of the organization, including Quality and Food Safety Standards Control, Product Research and Development, Personnel Management and Human Rights, Risk Management, and Performance Improvement across the organization as reported in the Sustainable Development section of this report.



Awards and Recognition

Asian Sea Corporation Public Company Limited or ASIAN has been selected to be a list of listed companies that are attractive to invest according to environmental, social and governance assessment criteria. (Environmental, Social and Governance: ESG) ESG Emerging Group 2021 from Thaipat Institute. The ESG rating agency has selected 100 securities with outstanding performance in environmental, social and governance known as the ESG100 Securities Group. Year 2021 to be used as input data in the calculation of Thaipat ESG Index or Thaipat ESG index for use as a benchmark index and used as a reference index for investments for investment management companies that ESG-themed investment products are provided.



Asian Sea Corporation Public Company Limited or ASIAN has been selected to be in the list of sustainable stocks or Thailand Sustainability Investment (THSI) for the year 2021. Environmentally outstanding especially to set quantitative goals and disclose information on reducing greenhouse gas emissions. To join in solving climate change problems and be a part of driving Thailand towards a low-carbon society. It clearly shows that there is a comprehensive crisis management approach to cope with the epidemic situation clearly by applying the New Normal factors such as Digital Transformation issues, and changing consumer behavior to consider as part of Emerging Risk in order to adapt and meet

the challenges of the future. Health care and safety of employees are also taken into account in order to keep the business running, and maintain operational efficiency (Operational Efficiency), including helping society Stakeholders, both customers and partners to move through the situation together.



Message from Chairman and Chief Executive Officer



(Mr. Somsak Amornrattanachaikul)
Chief Executive Officer

(Mr. Suriya Prasatbuntitya)
Chairman

Dear Shareholders and Stakeholders

Asian Sea Corporation Public Company Limited operates frozen seafood business, tuna, pet food, and aquaculture feed businesses. The Company always gains confidence from customers for its quality of products in both export and domestic market. In addition, the flexibility and responsiveness to the needs of customers is a hallmark of continuous credibility. One of the key goals is to operate a sustainable development business, in line with the CHEERS! strategy for the quality, safety, and verifiability of products to customers. Also, the Company maintains human resource development to enhance working capacity, responsibility for efficient use of resources and environmental impacts, as well as continuous adherence to human rights principles and corporate governance. This can be a proven track of record by anti-corruption policies and concrete promotion of working in the organization among executives and employees to conduct business with honesty, ethics, and social responsibility. In 2021, we have been a member of Thailand's Private Sector Collective Action Coalition Against Corruption ("CAC"). As well, the Company was one of 146 listed companies with outstanding performance on Environmental, Social, and Governance or ESG under the project of "Thailand Sustainability Investment (THSI)". Moreover, the Company was selected in the ESG100 by ThaiPat Institute.

The COVID-19 epidemic in 2021 was a severe outbreak from the Delta strain with a low number of vaccinated people. Meanwhile, the Company took strict preventive measures and well cooperated with the government, including the preparation of an area for patients in the factory which required a number of beds not less than 10% of the total workforce as the Factory Accommodation Isolation "FAI", under the doctor supervision. Particularly, we were one of the major operators in the Samut Sakhon area with the participation in the "Factory Sandbox" project. Our rapid adaptation to this pandemic situation was accomplished with cooperation from the Board of Directors, executives, and employees at all levels, as the Company's key ability to cope with the crisis in all dimensions. Nonetheless, the year 2021 was another year of more profitable than the previous year, including consistent dividends payment. In particular, the management team prepared well for the upcoming economic recovery and adjustments towards a stable and efficient revenue structure with a potential of growth in every situation.

The year 2021 was also another important step. The Board of Directors resolved to offer the ordinary shares of Asian Alliance International Company Limited ("AAI") to the general public for the first time (IPO) and prepared the listing of AAI on the Stock Exchange of Thailand. This was marked as one of the main strategic plans for AAI to be

the leading pet food company in Thailand with worldwide recognition of the standards and quality of contract products under the Company's own brand according to its potential growth plans.

In 2021, the Company maintained its continuous growth of revenue and net profit with total revenue of 9,488 million baht, or an increase of 9.8%, and net profit of 1,044 million baht, or an increase of 27.7%, due to the operating results of each business line as follows:

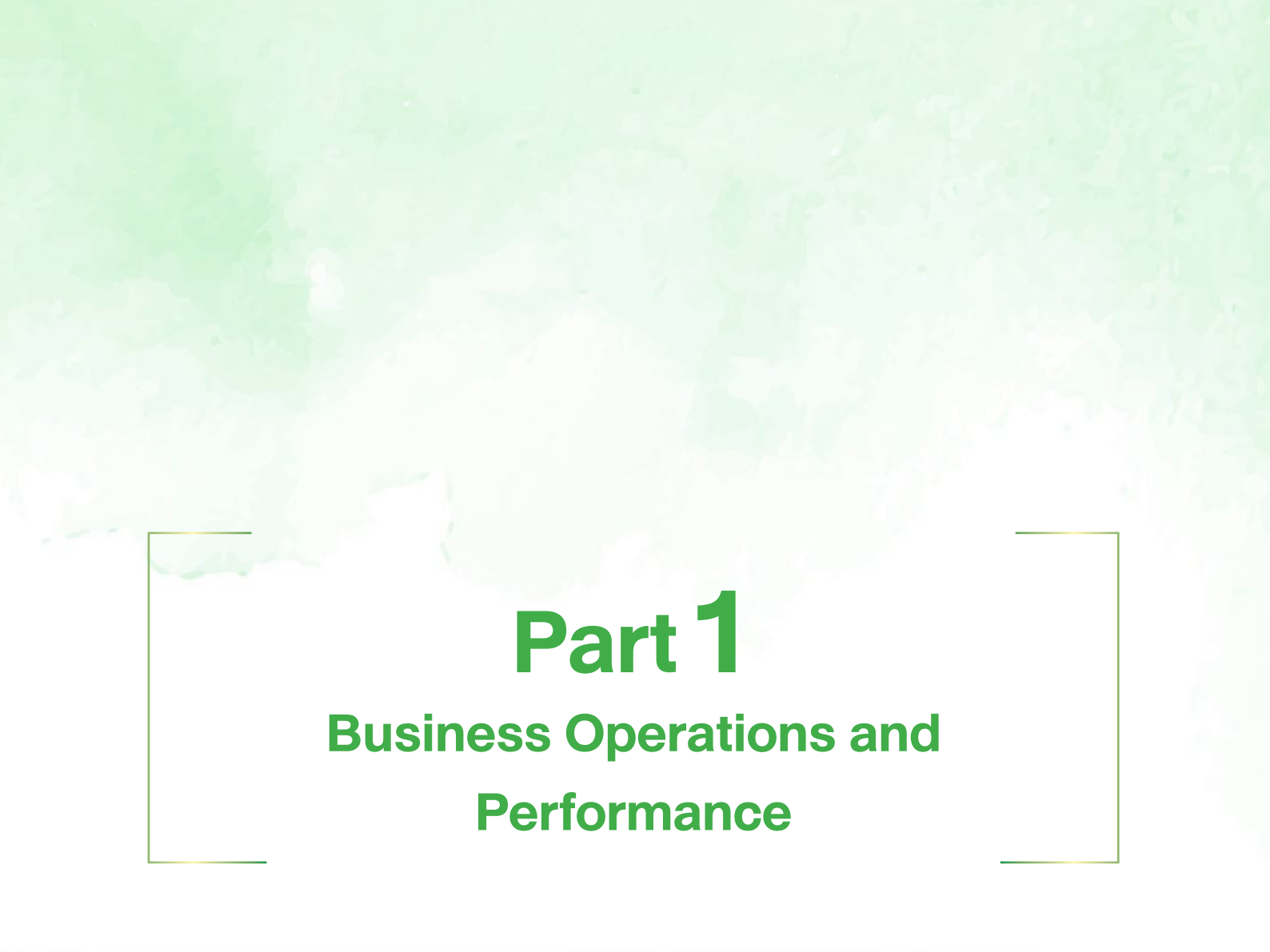
1. Pet Food Business: In 2021, the company's pet food export volume grew by 17% from 38,000 tons of wet pet food production capacity, with cup packaging as the remaining dominant share of exports, while the growth of bag packaging at a high rate. Meanwhile, the pet food under Monchou brand became more popular and well known. There were more than 400 stores selling our products. In China, the strategic planning was adjusted to match a higher competitive market.

2. Frozen Business: The value added product segment continued to grow at 35% of total revenue, coupled with an increasing sales of frozen squids after the European market relaxed the strict measures from the epidemic of COVID-19.

3. Tuna Business: Due to the continuous increase in raw material prices throughout the year with higher freight costs and a short supply of containers due to the impact of the COVID-19 epidemic. Following the aforementioned circumstances and constraints, our sales volume was decreased by 29% from the previous year.

4. Aquaculture Feed Business: The production of farmed shrimp in 2021 was 280,000 tons, a slight increase from 270,000 tons in 2020. Most farmers still faced with epidemic problems, such as white feces, red and white spots, and early mortality, which affected the efficiency of farming and became hidden costs of farmers. The decline in farmed fish production was due to lower domestic consumption which caused by lockdown measures to prevent the spread of COVID-19. Therefore, the revenue of aquatic feed business was declined to 7% from the year 2020.

On behalf of the Board of Directors, I would like to thank all stakeholders for the continuous support, trust, and confidence, including all executives and employees who have been working together towards our mission and goals. The Company is committed to business operations with stability, sustainability, and fairness according to good corporate governance principles.



Part 1

Business Operations and Performance



1. Structure and Business Operations Of ASIAN

1.1 Business Policy and Overview

Background

Asian Group has engaged in food manufacturing industry and distribute to customers around the world for over 40 years. We initially incorporated as a family-owned business which supplied seafood to restaurants and cold storage operators since 1964. The group has strived to expand and develop business and listed as **“Asian Seafoods Coldstorage Public Company Limited”**, with a registered capital of 200 million baht at that time, on the Stock Exchange of Thailand (SET) in 1994 using its symbolic name as “ASIAN”. The Company changed its name to **“Asian Sea Corporation Public Company Limited”** on 11th November 2019.

Asian Group expanded and developed continuously and currently has business in 4 segments which are Frozen business, Pet Food business, Tuna business, and Aquaculture Feed business. Asian Group also aim to develop products under its own brands, started with Pet food Products and so on. Currently, Asian Sea Corporation Public Company Limited has registered and paid up capital of 814 million baht. The Company’s annual sales revenue amounts to more than 9 billion baht with more than 5,000 employees.

Asian Group intend to develop and grow its own business sustainably by took responsibility in every business process. Asian Group will use its experience, expertise, together with effective operation to serve the best to our customers, cause Asian, we are the right choice!



1.1.1 Vision, Strategies and Business Directions of ASIAN

WE  THE RIGHT CHOICE

Objectives and Goals

Asian Sea Corporation Public Company Limited and its subsidiaries (Asian) are food manufacturers who are trusted by their consumers in quality, food safety, and responsibility to society and environment. Moreover, Asian focuses on using technology efficiently and using natural resources worthfully. Asian also develop its policies to improve its human resources, build up loyalty, including increase Asian's potential to secure good return sustainably. Asian develop its strategies in order to achieve its goals which are as follows

Goals by Business

Pet Food Business:

to be wet and dry pet food manufacturers which invest continuously for sustainable growth and better competitive advantage. Asian focus on being “co-developer” who understand customer's desire and could maximize customer satisfaction using innovation via variety of new products. Asian will continuously develop pet food products under its own brands, both wet pet food and dry pet food, to sell and distribute both domestically and internationally.

Tuna Business:

To be trusted by our partners to produce canned and pouch tuna products as well as to develop and produce ready-to-eat products focusing on quality and competitive advantage to ensure satisfied profit.

Aquaculture Feed Business:

To be manufacturer and distributor who can service its customer on health and water quality analysis, in order to support its customers to improve their farm performance. Asian expanded the business to produce shrimp larvae to expand its shrimp farmer customer base steadily. Moreover, as Asian is able to produce non-IUU fishmeal using tuna by-products from its affiliated companies, Asian can produce shrimp feed using those non-IUU fishmeal and is able to develop its own cluster that is free of forced labor, illegal fishing, unreported fisheries and uncontrolled fisheries throughout the supply chain in the shrimp industry.

Frozen Food Business:

To be a manufacturer and exporter of frozen food products that have been recognized for the use of quality raw materials in both premium commodities and ready to cook products. To be the market leader for sillago fish and frozen squid and has a brand that is well-known and trusted among the customers who are entrepreneurs (Business to Business Brand).

Business Strategy

Asian keep on developing under the concept of “Closer to Consumers and Efficiency” to achieve its goals and ambitions to be world leader of food manufacturer and sustainability, which can be summarized as follows:

1. CHEERS! Strategy

To grow Asian’s business sustainably and successfully according to its vision, Asian has developed its “C-h-e-e-r-s-!” strategy to drive its operation sustainably and stably. Cheers! Strategy stand for the key strategies that all are important components for Asian’s sustainable growth. In summary, Asian will operate with 6 responsibilities as follow:

C Consumers » Asian must serve responsibly to its consumers providing products with quality, safety, and worthy for value in comparison with virtue, including traceability and product research and development.

H Human Development » Asian developed a Human Resources Management Policy in order to elevate employee’s ability academically and the working culture. Under such a policy, Asian ensures its employees that Asian’s compensation and welfare should be able to compare within the same industry. Promotion and Performance evaluation systems have been clarified and communicated to employees. In addition, good and safe working environment in Asian has been implement.

E Efficiency » Asian must operate responsibly using all operational resources efficiently, increase its productivity using technologies and automation to replace labor, improve energy efficiency, and reduce, reuse and recycle production waste.

E Environment » Asian is aware of climate change problems, severe natural disasters that damage life, property, and natural resources. Therefore, the company has determined ways to relieve the environment problems, such as using “clean energy” to reduce energy use per ton produced, reduce water consumption in its production, improve waste water treatment systems and water recycling, air pollution management, green-waste management policy in accordance with Reduce Reuse Recycle concept.

R Rights of Human » Asian has been developed its Human Right Management policy, which will treat all employees with equal respect and dignity. Asian is one of the parties that signed an MOU with Thai’s government agencies committed that it would avoid illegal fishing, and purchasing, importing, exporting, transiting and distributing aquatic animals and related products obtained through illegal fishing and labor, and human trafficking. Moreover, Asian developed and actively activated its Anti-corruption Policy, including a whistle blow policy with measures to protect the complainant or the person reporting the information or giving the clue in the investigation.

S Stakeholders » Asian operates under Good Governance Policy and Code of Conduct. Business Risks have been identified, measured, and reduced or avoided systematically using a Risk Management System. A Code of Conduct has been communicated throughout the organization to provide such a guideline for all stakeholders. In the very next future, Asian aim to expand the scope to support its partners along with Asian Supply Chain Management to grow business together.

2. Business Expansion Strategy

Expand the core business horizontally and vertically along the supply chain for the company sustainable growth and profitability, in order to move closer more to its customers. As the OEM manufacturers, Asian aim to grow in every business, especially in pet food and value-added frozen product. In term of vertically expansion, Asian has developed pet food products under its own brand, distributed and marketed in both Thailand and China and expanding the aquaculture business to shrimp larvae production to support shrimp feed market to grow steadily.

3. Operation Efficiency Improvement Strategy

Efficiency improvement in operation management has been focus throughout the organization, every business was involved, including raw material sourcing, production line management, stock planning and storage, internal operation, and management information system. Human development was another area that has been focus to ensure the business growth, the main focus are on recruitment, fine compensation and benefit, clear and fair evaluation process to motivate its human resources.



1.1.2 Milestone Development



2021

- TRIS confirm “BBB-” outlook “stable”
- Be selected to be in Thailand Sustainability Investment 2021 (THSI) from SET and be selected to be in ESG Emerging list from Thaipat
- Monchou has seen significant sales growth, launching Monchou balanced to increase consumer choice.
- Be selected to be in Thai Private Sector Collective Action Against Corruption (CAC)

2020

- Launched “CHEERS !” Strategy and Sustainability goal.
- Frozen turnaround based on VAP (Value-Added Product).
- Recorded High Net Profit per year due to good performance in every Business segment amid the crisis during the Covid-19 epidemic.
- Lunched Hajiko.

2018

- Founded Asian Pets Care Co.,Ltd.
- Invest in Asian Group SCS Europe GmbH.
- Invest in Inter Petrina Co.,Ltd. for “Maria” brands.
- Founded Thaiya corporation (Shanghai) Co.,Ltd. in China.

2019

- Launched Monchou
- Rate “BBB-” outlook “stable” from TRIS Rating
- Invest 51% in Dry Feed Factory in China.
- Stop Frozen Commodity aim to expand Frozen VAP.

2017

- Rapid Growth in Pet food & Aqua Feed.
- Expand Pet Food Capacity.
- Launch concept “Closer to consumer and efficiency” and set up strategies.

2016

- Implement ERP.
- Launch Sustainable sourcing & Good Labor Practice.
- Established Nutrition Database in Pet Food & Feed.
- Launch “Ambition 2020” as the business strategy.

2013

- AAI invested in Premium Pet Food Line.

2012

- Founded Asian Food Co.,Ltd., domestic trader company of the group.
- Asian Feed invested in Extruder to diversify into Fish Feed Business after EMS Outbreak in Shrimp.

2015

- Quadruple Growth in Pet Food.
- Turnaround of Asian Feed Co.,Ltd.

1994

- ASIAN Listed in SET.

1993

- Founded Asian Seafoods Coldstorage (Suratthani) Co.,Ltd.

1964

- Start Frozen Business.



2006

- Acquired Asian Feed Co.,Ltd. diversify into Shrimp Feed Business.

2005

- Founded Asian Alliance International Co., Ltd., diversify into Tuna Business.

1.1.3 Use of Proceeds

-None-

1.1.4 ASIAN'S Obligations According to Bond Issuance

-None-

1.2 Nature of Business

1.2.1 Revenue Structure by Business Segment

Segment	Company	ASIAN % Shareholding	2019		2020		2021	
			Domestic	Export	Domestic	Export	Domestic	Export
Frozen Business	ASIAN	-	431	1,394	343	1,258	287	1,267
	SURAT	100	128	1,670	77	1,256	57	1,756
	AFOOD	100	351	-	179	-	220	-
Tuna Business	AAI	100	168	932	121	970	12	839
Pet Food Business	AAI	100	180	2,304	228	3,170	286	3,822
	APCC	100	12	-	13	-	67	-
	THAIYA*	100	-	7	-	17	-	27
Aquaculture Feed Business	AFEED	100	1,090	5	1,378	1	1,269	-
Deduct intercom			(472)	(5)	(358)	(7)	(418)	(3)
Total			1,888	6,307	1,981	6,665	1,780	7,708

Note:

ASIAN Refer to Asian Sea Corporation PLC.

SURAT Refer to Asian Seafoods Coldstorage (Suratthani) Co., Ltd.

AAI Refer to Asian Alliance International Co., Ltd.

APCC Refer to Asian Pets Care Corporation Co., Ltd.

AFEED Refer to Asian Feed Co., Ltd.

AFOOD Refer to Asian Food Co., Ltd.

THAIYA Refer to Thaiya Corporation (Shanghai) Co., Ltd.

* Held by Asian Pets Care Corporation Co., Ltd.

1.2.2 Nature of business

Asian Sea Corporation Public Company Limited

Asian Sea Corporation Public Company Limited was established on 27 September 1982 with registered capital of 814 million baht. Engages in distribution and exports of processed frozen seafood under its own brands and OEM brand. The Company now has production capacity of around 8,600 tons of finished products per year.

The Company's main products can be divided into the following two major categories

1. Frozen Sillago fish products comprise Sillago butterfly fillet and breaded Sillago fish fillet.
2. Frozen ready-to-cook seafood product such as frozen breaded shrimp and frozen fried breaded shrimp and squid.

Other Important Information

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Tel : (034) 822700-4 Fax : (034) 822699

Office : 742 Soi Kluaynamthai, Ardnarong Road, Khlong Toei, Khlong Toei, Bangkok 10110

Tel : (02) 249-7113, (02) 249-5255, (02) 249-9324 Fax : (02) 249-5256

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Asian Seafoods Coldstorage (Suratthani) Co. Ltd.

Asian Seafoods Coldstorage (Suratthani) Co. Ltd. is the first subsidiary company, established on 18 August 1993, with registered capital of 100 million baht, in which the company holds 100 percent of the shares. Engages in the processed frozen aquatic animal business, with an annual production capacity of around 7,800 tons of finished products per year. It distributes and exports products under both its own brands and OEM brands.

The Company's main products can be divided into the following four major categories

1. Frozen squid products comprise whole round, cleaned and fillet.
2. Frozen shrimp products which are frozen raw shrimp. frozen cooked shrimp and Sushi shrimp.
3. Ready-to-cook seafood mixed products.
4. Shishamo Product.

Other Important Information

Address : 57 Moo 4 Tha Sathon, Phun Phin, Suratthani, 84130

Tel : (077) 276-888 Fax : (077) 276-811, (077) 276-822, (077) 276833

Asian Feed Co., Ltd.

Asian Feed Co., Ltd. is the third subsidiary company, established on 19 August 1988, with registered capital of 800 million baht, in which the company holds 100 percent of the shares. Operates manufactures and distributes both sinking and floating aquaculture feed under its own trademarks comprising Asian Feed, Rambo, Super Hero, Hero, Victor, Allstar, Faster, Champ and “Ruay Puan”. The Company has an advanced laboratory and academic expertise to provide water quality analysis inspection, aquatic animal quality evaluation, food quality development, technique advisory for rearing and solution for diseases in aquatic animals.

The Company’s seven types of machinery for sinking feed pellet manufacturing have a combined production capacity of 60,000 tons a year and another one for floating feed pellet manufacturing with a capacity of 36,000 tons per year.

The Company’s main products consist of two major types as follows:

1. Sinking feed products are feeds for black-tiger shrimp and vennamei shrimp, fresh water shrimp and sinking pellet for fish feed.
2. Floating feed products are feeds for sea bass fish, nile tilapia, snake-head fish, catfish, frog, and crab.

Other Important Information

Address : 293 Moo 3 Petchkasem Road km. 180-181, Thayang, Muang, Phetchaburi 76130

Tel : (032) 437922 Fax : (032) 437135

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Asian Food Co., Ltd.

Asian Food Co., Ltd. is the fourth subsidiary company, established on 12 September 2012, with registered capital of 1 million baht, in which the company holds 100 percent of the shares. Engages in procuring frozen food products from both locally and internationally to distribute in the domestic market. The Company’s main customers are food business and modern trade operators.

Other Important Information

Address : 742 Soi Kluaynamthai, Ardnarong Road, Khlong Toei, Khlong Toei, Bangkok 10110

Tel : (02) 249-7113, (02) 249-5255 Fax : (02) 249-5256

Asian Alliance International Co., Ltd.

Asian Alliance International Co., Ltd. is the second subsidiary company, established on 15 March 2005, with registered capital of 1,700 million baht, in which the company holds 100 percent of the shares. Operates a manufacturer and distributor of process tuna products and exporters of OEM human and pet food products. The Company's capacity is as follows:

- Tuna products or human foods with an annual production capacity of 17,500 tons of finished products.
- Wet pet food products with an annual production capacity of 38,000 tons of finished products.
- Fishmeal products with an annual production capacity of 6,000 tons.

The Company's main products can be categorized into the following 4 major types

1. Canned and pouch tuna products.
2. Canned and pouch Ready to eat products.
3. Wet pet food in can, pouch, and plastic cup.
4. Fishmeal product for animal feed.

Other Important Information

Address : 8/8 Moo 3 Rama 2 Road, Banbor, Muang, Samutsakhon 74000

Tel : (034) 845575-91 Fax : (034) 845546, (034) 845593

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Asian Pets Care Corporation Co., Ltd.

Asian Pets Care Corporation Co., Ltd. is the fifth subsidiary company, established on 11 January 2018, with registered capital of 200 million baht, in which Asian Alliance International Co., Ltd. holds 100 percent of the shares. Operates the developing, marketing and distributing pet product under its own brand under the strategies of various companies in foreign markets.

Other Important Information

Address : 742 Soi Sukhumvit 42, Khlong Ton, Khlong Toei, Bangkok 10110

Tel : (02) 367-5021 Fax : (02) 249-5256

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Thaiya Corporation (Shanghai) Co., Ltd.

Thaiya Corporation (Shanghai) Co., Ltd. is a subsidiary of Asian Pets Care Corporation Co., Ltd., established in China on 21 December 2018, with registered capital of 700,000 USD, in which Asian Pets Care Corporation Co., Ltd. holds 100 percent of the shares. The Company is to operate a pet food distribution business under the brand of Asian Pets Care Corporation Co., Ltd. as well as to invest in shares of other relevant businesses in China.

Other Important Information

Address: Yingke Zhi Gu tower 12 (1st floor), 67 Dongpu Road, Tianhe District, Guangzhou City, Guangdong Province.

Shangdong Thaiya Meisi Pet Food Co., Ltd.

Shangdong Thaiya Meisi Pet Food Co., Ltd. is the joint venture in China invest with Shangdong Meisi Pet Food Co., Ltd., established in China on 19 April 2019, with registered capital of 20,000,000 RMB, in which Thaiya Corporation (Shanghai) Co., Ltd. holds 10 percent and Asian Pets Care Corporation Co., Ltd. holds 41 percent of the shares. To produce OEM dry pet food products under the customer's trademark for distribution in China.

Other Important Information

Address : No. 19, Xing'an Road, Economic Development Zone, Shounguang City, Weifang City, Shangdong Province.

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Asian Group SCS Europe GmbH

Asian Group SCS Europe GmbH is the first joint venture that Asian Pets Care Corporation Co., Ltd. invests with Dormeo Handels GmbH, established in Germany on 11 May 2018, with registered capital of 25,000 Euros, in which Asian Alliance International Co., Ltd. holds 60 percent of the shares. The company is to expand the market of Asian Alliance International Co., Ltd. abroad especially in Europe.

Other Important Information

Address : Toebele 1, 73098 Rechberghausen, Germany.

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Inter Petrina Co., Ltd.

Inter Petrina Co., Ltd. is the Associated that Asian Pets Care Corporation Co., Ltd. invests with Inter Pharma Co., Ltd., established on 15 May 2018, with registered capital of 4 million baht, in which Asian Alliance International Co., Ltd. holds 40 percent of the shares. To develop, sell and distribute pet food under brand "MARIA" within CLMVT. The products produced by Asian Alliance International Co., Ltd.

Other Important Information

Address : 140/9 ITF Tower, 9th Floor, Silom Road, Suriyawong, Bangrak, Bangkok.

1.2.3 Marketing and Competition

The global economic situation and national economy during 2021 were still significantly affected from the COVID-19 pandemic from 2020. Transportation, travel, restaurant and nightclub businesses were still at a low although the situation was likely to be better at the end of the year because several countries had reduced the lockdown and travel restriction measures. Additionally, although the import sector seemed to grow properly, the manufacturing sector was still pressured from a higher-cost problem, caused by supply constraints in almost all industries. This has continually affected the product costs. The cost of sea freight was historically higher since the number of ship suppliers and containers was less than the dramatic demand growth, together with the delay of transportation due to the pandemic. These factors caused the shipping fee to be high all year long and this problem might continue to be a significant obstacle in 2022.

The pet food business still grew consecutively in 2021 from the previous year. The behavior of raising pets as family members is clearer and clearer, partly because of the COVID-19 pandemic, which made people raise pets more and be likely to spend more to make their pets live better and happier. This makes the value of the global pet-related business market in the next 5 years expected to grow at the rate of not less than 7% per year. In addition, the Asia-Pacific market is expected to be one of the outstanding markets for growth. The pet food market in Thailand is expected to grow by more than 8% per year as one of the

necessary expenses of pets is food. The pet owners are likely to demand premium food more; value the nutritional value, quality and standard of pet food more; require the food with benefits similar to human food, such as maintaining the digestive system or excretory system, nurturing the skin and hair, nurturing mouth and teeth and maintaining the bones and joints; and demand natural food without chemicals, and organic food. This leaves room for global premium pet food to grow considerably, which will be an opportunity for Thai entrepreneurs of pet food to expand their business both domestically and internationally. Currently, Thailand is ranked third of global pet food exporters, following Germany and the United States. The growth value of Thai pet food exporters was over 20% in 2021, which was higher than the growth value of the global pet food export market, which was approximately 15%, because Thai products are up to the standards and the entrepreneurs have developed the higher-value products to respond to the needs of specific groups of customers.

Apart from the mentioned issues, the pet food industry is likely to value the alternative protein and environmentally friendly food, in order to support the sustainability of the world. The pet food industry in the sector of retailing had more online purchases obviously in several markets around the world and is expected to grow continually, partly because the biggest potential customer group is millennials, or people who are aged between 18 to 34 years old, who prefer to purchase the products online.



The main obstacles of the pet food industry last year was higher sea freight fee, which is expected to continually be higher throughout 2022, and the fluctuating material costs, which caused the entrepreneurs and the brand owners of pet food to bear higher costs and stock more inventory to compensate for transportation uncertainty.

Tuna business and instant food are the products that respond to the needs of consumers during the COVID-19 pandemic as they can be kept for long. Meanwhile, the fluctuation of tuna cost has become the main constraint of business growth, together with the popularity of vegetarian food and plant-based protein, which all affect the future expansion of the business. Moreover, the dramatically higher sea freight fee, which is expected to continually grow throughout 2022, causes higher costs for entrepreneurs and brand owners and affects the overall market substantially. The entrepreneurs or brand owners need to adapt by developing the products to gain higher value and developing the products based on an eco-friendly approach, and to maintain the opportunity of future growth.

The frozen food business in the group of instant frozen food has grown significantly, especially in the retailing market through modern trade or supermarkets as it's easy to self-cook at home and can be kept for long periods. The manufacturers must focus on developing conveniently cooked products for the characteristics of each market. For example, consumers in some countries prefer to recook by microwave while some prefer to use ovens or air fryers. The entrepreneurs of chain restaurants tend to develop their own instant products to reduce costs and time for cooking, along with controlling the quality of branch stores easily. Furthermore, the popularity of healthy food, vegetarian food or plant-based food is growing as the consumers value healthiness more. There are also trends of environmental preservation and animal welfare realization when food technology and innovation play an important role. The frozen food of plant-based meals is likely to grow from the behaviors of consumers who require convenience and speed in eating but still need to be healthy.

The frozen seafood business in the group of processed materials, such as fresh shrimp, boiled shrimp, frozen shrimp and frozen squid, was also on the rise last year, especially at the beginning of 2021, as the market

demand increased due to the lockdown measure reduction in many countries while the cost of materials in this group, such as shrimp, squid and fish, was higher domestically as the market demand was low. The cost of sea freight was still high, so the overall costs were higher, dramatically affecting the competitive potential. The cost problem is expected to still be a significant obstacle in 2022.

The aquaculture feed business in domestic market was better at the beginning of 2021. It was expected that the farming sector would expand more, but the domestic demand was drastically lower due to the COVID-19 pandemic, which became more serious during the middle of the year. This caused the costs of shrimp and fish to become lower, causing farming during the second half of the year to shrink dramatically. Shrimp production from the farms was less than the previous year. Although the shrimp price was higher at the end of the year due to increasing demand and low supply in the market, the producers still faced the obstacles resulting from higher material costs, which affected the price raising during the beginning of 2022, when the market was still in demand of quality products, so the producers need to strengthen the immunity for sea animals to be more disease resistant.



1.2.4 Business Assets

Assets of Asian Sea Corporation PLC. as of 31st December 2021

Type of Assets	Book Values (THB Million)
1. Land	431
2. Building and Land Development	222
3. Machines and Equipment	130
4. Furniture and Office Supplies	10
5. Vehicles	5
6. Machine under installation process	9
Total	807

Assets of Asian and its subsidiaries. as of 31st December 2021

Type of Assets	Book Values (THB Million)
1. Land	1,057
2. Building and Land Development	705
3. Machines and Equipment	1,050
4. Furniture and Office Supplies	35
5. Vehicles	16
6. Machine under installation process	132
Total	2,995

Assets as the Collateral of Loans

According to the Consolidated Financial Statement as of 31st December 2021, Asian Sea Corporation PLC. uses its and its subsidiaries property as the collateral as follow:



Use the buildings belong to Asian Alliance International Co., Ltd. and the land Asian Alliance International Co., Ltd. located on, which is belong to Asian Sea Corporation PLC. as the collateral to 2 term loans facilities form Kasikornbank Public Company Limited. which are

1. Long-term loans of 1,500 million baht which was approved in 2017
2. Long-term loans of 500 million baht which was approved in 2020



Use the land belong to Asian Feed Co., Ltd. as the collateral to 2 term loans facilities form TMB Bank Public Company Limited. which are

1. Long-term loans of 550 million baht which was approved in 2018
2. Long-term loans of 300 million baht which was approved in 2019

Note: Due to the Board of Directors' resolution to offer the ordinary shares of Asian Alliance International Company Limited ("AAI") to the general public for the first time (IPO) and listing AAI in the Stock Exchange of Thailand The company is in the process of redemption before the said collateral. where AAI is located, and plans to mortgage the new collateral by the land that it owns and houses the company instead.

Property Reappraisal Details

In the fiscal year 2021, the company and its subsidiaries have not appraised or re-value their assets.

Policy for the Investment in and Corporate Governance of Subsidiaries and Associate Companies

Please scan the QR code to find more details on Policy for the Investment in and Corporate Governance of Subsidiaries and Associate Companies



1.2.5 Outstanding of Undelivered Project

-None-

1.2.6 Environment Impact

The Company emphasizes the cost-effective use of natural resources in the production process, maximizing productivity but producing the lowest waste and pollution, and focusing on traceable sources of raw materials. In particular, the raw materials obtained from the fishing industry must not be illegal, lack of reporting or lack of control, aim to develop and improve production processes to enable cost-effective and efficient use of limited energy, including various processes in environmental management to reduce the impact on the environment and surrounding communities. Until now, the Company has never been fined for violating any environmental law. In addition, the company has established guidelines for energy management, water management, waste management, as well as guidelines for greenhouse gas management under the CHEERS! strategic plan.

In 2021, the Company has taken significant environmental impact reduction efforts, including determining the greenhouse gas emissions reduction per ton of production, targeting studies on carbon offset schemes to achieve the Carbon Neutral goals by 2030 (B.E.2573), and achieving the Net Zero Emission goals by 2050 (B.E.2593). It is to express our commitment to participate in maintaining the increase

in global average temperature to no more than 2°C and respond to the Global Sustainable Development Goals 13 (SDG 13).

The Company also operates the project to generate electricity from solar power on the roof at Asian Alliance International Co., Ltd. and the Company cold room with a total production capacity of 6,197,070 kWh per year. This project is the first step towards the implementation of the Company goals of requiring at least 50% of available energy from clean energy sources 50% by 2030 (B.E.2573).

In addition to complying with relevant environmental laws and implementation of the CHEERS! strategic plan, our plants are also committed to environmental performance with certifications, such as Green Industry Level 3, ISO 14001:2015, etc. Moreover, our subsidiary's plants have received environmental certifications, such as Asian Feed Co., Ltd. has been certified according to the environmental governance assessment criteria and the Green Industry Level 2, Asian Seafood Coldstorage (Suratthani) Co., Ltd. has been certified according to ISO 14001:2015.



1.2.7 Important Research and Development

Although the main business of Asian in the pet food business, frozen seafood business of processed and ready-to-cook food, and tuna business is the contract manufacturing business, product research and development is one of the key success factors of our company. By focusing on the research and development of pet food products through the upgrading strategy from contract manufacturer to Co-Developer, the Company perfectly responds to the needs of customers. The behavior trend of treating pets like family members has made pet owners want their pets to have an increased quality of life and happiness. It has allowed our pet food business to grow steadily.

The Company has implemented the Co-Developer strategy to expand the Frozen Ready-to-Cook Food Businesses. It has allowed such businesses to grow steadily, achieve a leap in performance, and focus on the use of various raw materials. In addition, the Company also emphasizes the development of plant-based food products as it is an attractive alternative to creating added value for the Company products and supporting global food trends from health-conscious consumer behavior and Flexitarian. We are committed to the simplicity and convenience of living in this era while recognizing Animal Welfare and the cost-effective use of resources.

For the aquaculture feed product group, the Company manufactures and distributes products under its brand. Over the years, the Company has developed many formulas suitable for each aquatic animal species to meet the changing needs of the environment and aquaculture farmers in each area.

The important research and development of the Company in 2021 can be summarized as follows:

Pet Food Products

- Complete Nutritious Pet Food Products for Cats (from the Remainder of Tuna Business) under the Monchou Balanced Brand
- Small Vacuum-Sealed Cat Snacks Products under the Monchou Brand
- Dog Snacks Products in 2-Layer Mousse Form
- Booster Products for Kittens, used as Mother Cat Replacement Milk

Frozen Ready-to-Cook Food Products

- Frozen Battered Shrimp, Shrimp Tempura and Seasoned Squid Product Group under the Asian brand
- Gluten-Free Battered Shrimp and Fried Fish Product Group
- Plant-Based Food Products: Frozen Ready-to-Cook Fried Snacks Group
- Plant-Based Food Products: Frozen Ready-to-Cook Burgers Group
- Frozen Vegetarian Food Products (including Plant-Based Food), such as Yakisoba or Fried Rice
- Frozen Keto Diet Products
- Frozen Shrimp Fried Rice Products

Aquaculture Feed Products

- Pigment and Muscle Building Supplements and Reducing Stress for Pacific White Shrimp and Giant Tiger Prawn. Aquaculture farmers can distribute live shrimp at higher prices, and processing plants can increase the market share of premium shrimp exported abroad.
- Immune Boosting Supplements by Easily Digested and Absorbed Nutrients for Shrimps and Immune Stimulating by Balancing Minerals can significantly reduce the incidence of White Feces Syndrome in farming.

In addition to product development, the Company focuses on improving and developing production processes through investments in technology and automation to increase operational efficiency, reduce dependence on labor, and manage costs more efficiently. We have the department specifically responsible for improving production efficiency in the production processes analysis to apply new methods,

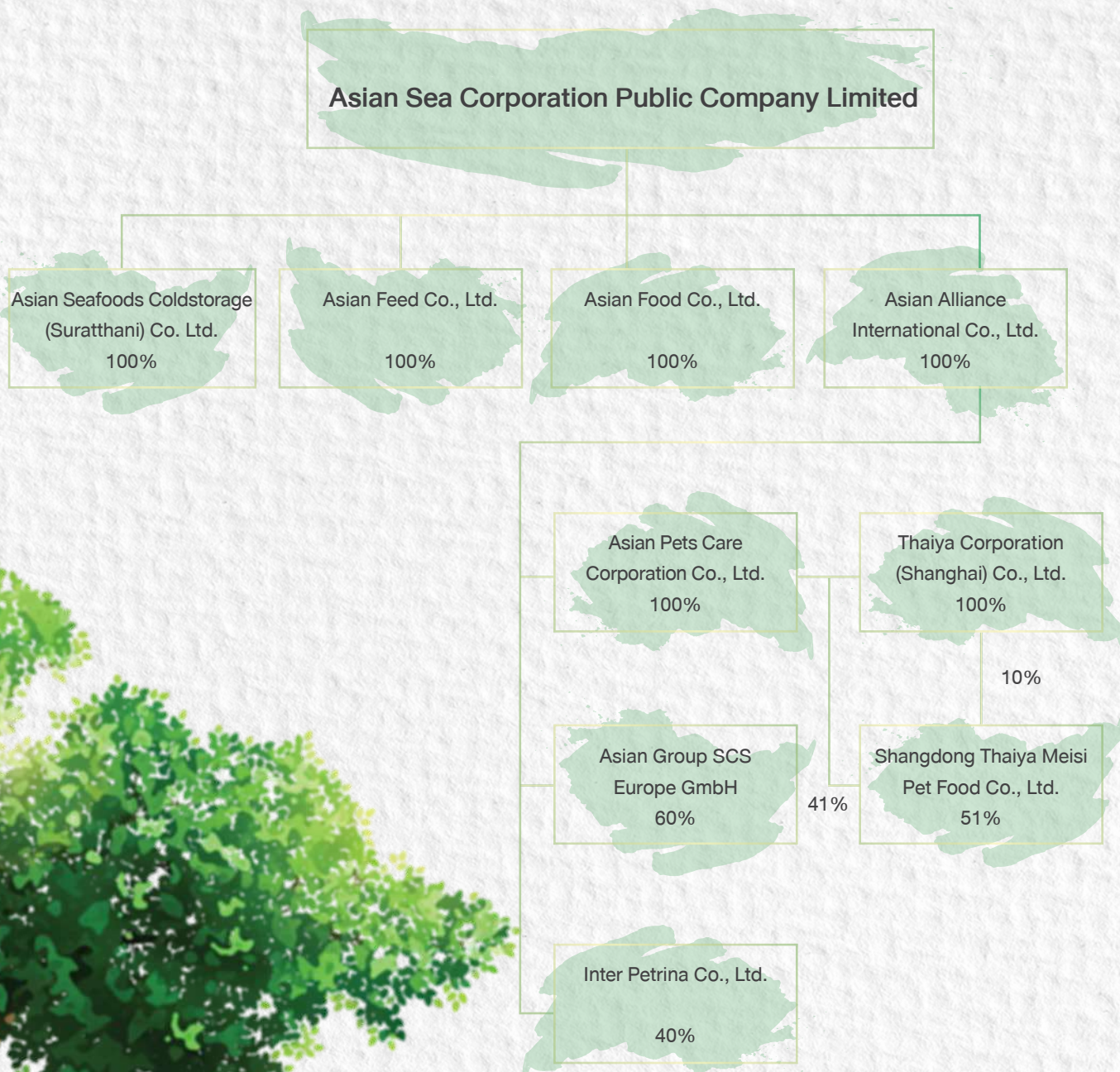
machines, or technologies to increase production efficiency. In the past, the Company has used machines to replace human labor in many production processes, for example, the Robotic Arm to replace human labor in the packing process of Pet Food and Aquaculture Feed Business Group, the Auto Warehouse System to store finished goods, etc.

	Petfood business		Tuna & ready-to-eat business		Owned pet food brands		Frozen business		Feed business	
	New SKU	% Revenue	New SKU	% Revenue	New SKU	% Revenue	New SKU	% Revenue	New SKU	% Revenue
2020	234	7.33%	41	18.04%	30	51.00%	18	6.73%	17	5.44%
2021	253	11.98%	8	8.18%	28	36.96%	40	4.07%	14	8.94%



1.3 Shareholding Structure of ASIAN Group

1.3.1 Shareholding Structure of ASIAN Group



1.3.2 Parties with Conflict of Interest

-None-

1.3.3 Relation with Major Shareholders' Business Group

-None-

1.3.4 Shareholders

Top 10 shareholders (as of December 31,2021) are as follow:

No.	Name	Shares	%
1.	Mr. Somsak Amornrattanachaikul	410,532,506	50.43
2.	Mr. Somchai Amornrattanachaikul	90,772,500	11.15
3.	Thai NVDR Company Limited	25,394,938	3.12
4.	Ms. Siripat Amornrattanachaikul	20,031,401	2.46
5.	Ms. Jiranya Amornrattanachaikul	19,091,175	2.35
6.	NORTRUST NOMINEES LIMITED-THE NORTHERN TRUST COMPANY RE IEDU UCITS CLIENTS 10 PCT ACCOUNT	16,347,900	2.01
7.	STATE STREET EUROPE LIMITED	10,482,300	1.29
8.	BBHISL NOMINEES LIMITED	9,384,100	1.15
9.	BBHISL NOMINEES LIMITED	9,015,300	1.11
10.	Mr. Somkiet Limsong	4,865,700	0.60
Total		615,917,820	75.66

Note:

- Amornrattanachaikul family consisting of Mr. Somsak Amornrattanachaikul, Mr. Somchai Amornrattanachaikul and Mrs. Jiranya Amornrattanachaikul hold shares in total of 520,396,181 shares, which is 64%
- Thai Nationality Shareholder hold shares in total of 751,742,259 shares, which is 92.34%
- Other Nationality Shareholder hold shares in total of 62,345,300 shares, which is 7.66%

1.4 Registered and Paid-up Capital

1.4.1 Common Shares

As of December 31, 2021 ASIAN's registered capital totaled THB 814,091,323. These shares represented THB 814,087,559 in paid-up capital, or 814,087,559 common shares at a par value of one Baht each.

1.4.2 Other Shares with Different Terms or Right from Common Shares

-None-

1.4.3 Asian's Shares or Convertible Securities as Underlying Securities for Issuing Mutual Funds for Foreign Investors

-None-

1.5 Issuance of Other Securities

-None-

1.5.1 Convertible Securities

-None-

1.5.2 Debt Securities

-None-

1.6 Dividend Policy

1. Company's Dividend Policy

Asian Sea Corporation Public Company Limited ("Company") shall provide a dividend payment for not less than 50% of the net profit of the consolidated financial statement after tax deduction and all funding reserves as required by laws and specified by the company in each year. This dividend ratio may be changed depending on the performance, financial status, liquidity, investment requirements, additional investment, business expansion, cash reserved for loan repayment or working capital within the company, terms and other restrictions as mentioned in the loan contract and other factors related to the administration as deemed appropriate by the Board of Directors and/or the shareholders. Therefore, the dividend payment must not be more than the retained earnings in the separate financial statement of the company. In the year the company requires some fund for investment or working capital, then the Board of Directors may propose to the shareholders' meeting to determine the dividend payment in another way.

Once the Board of Directors has given its consent for the annual dividend payment, it must be proposed to the shareholders' meeting for approval unless it is the interim dividend payment for which the Board of Directors is authorized to approve for the payment from time to time when there is a sufficient amount of profit and this must be reported to the shareholders' meeting for acknowledgement in the next meeting.

2. Dividend Payment for Subsidiary Companies

The subsidiary companies may provide the dividend from the net profit in the separate financial statement after tax deduction and all kinds of funding reserve as required by laws and specified by the company each year. Therefore, the dividend ratio may be considered from the performance, financial status, liquidity, investment requirements, additional investment, business expansion, cash reserved for loan repayment or working capital within the company, terms and other restrictions as mentioned in the loan contract and other factors related to the administration.

The Board of Directors of the subsidiary may consider the annual dividend payment for the subsidiary by obtaining consent from the shareholders' meeting of the subsidiary unless it is the interim dividend payment for which the Board of Directors of the subsidiary is authorized to approve for payment from time to time when the subsidiary has sufficient profit; this must be reported to the shareholders' meeting of the subsidiary for acknowledgements in the next meeting.

ASIAN Dividend Payment

Board Date	X-Date	Payment Date	Dividend Type	Dividend Per share	Operation Period	EPS (Baht)
10/08/21	23/08/21	09/09/21	Cash Dividend	0.25 (per share)	01/01/21-30/6/21	0.62
25/02/21	29/04/21	17/05/21	Stock Dividend	2:01 (Existing share : stock dividend)	Retained Earnings	1.51
25/02/21	29/04/21	17/05/21	Cash Dividend	0.55 (per share)	Retained Earnings	
25/02/20	05/05/20	22/05/20	Cash Dividend	0.20 (per share)	Retained Earnings	0.24
20/02/19	03/05/19	21/05/19	Cash Dividend	0.25 (per share)	01/01/18-31/12/18	0.67

2. Risk Management

2.1 Risk Management Policy and Plan

Risk Management

The Company realizes the importance of risk management as part of Good Corporate Governance to drive the organization to sustainable success and cope with changing conditions from internal and external factors that the Company is constantly exposed to. These factors may affect the ability to achieve the goals of the organization. Therefore, the Company conducted an analysis and assessment of risk factors and the likelihood of occurrence, risk management, and risk monitoring, as well as communicating relevant information within the Company regularly. The Company determines the Risk Management Policy and Guidelines for Management as follows:

Risk Management Structure



The Risk Management Committee has the roles in supervising the risk analysis and management successively, raising risk awareness among employees at all levels, promoting risk management throughout the organization until becoming the Company culture, encouraging employees to gain knowledge about risk management, reviewing risk management reports, and working to ensure that the Company manages risks adequately and appropriately. It is also responsible for managing risks to an acceptable level continually, developing and reviewing risk management systems for efficiency and effectiveness by evaluating and monitoring risk management processes under established policies, as well as giving advice, making decisions about key problems in the risk management process, and reporting the performance of the Risk Management Committee to the Board of Directors.

The Working Group will present risk information and risk management methods to the Risk Management Committee for approval, as well as propose risks that may not be managed to the Risk Management Committee to consider and determine management guidelines, assess risk management, educate various departments to understand the criteria for risk analysis, assessment, and management.

Risk Management Policy

Risk Management Policy of the group of companies can be summarized as follows:

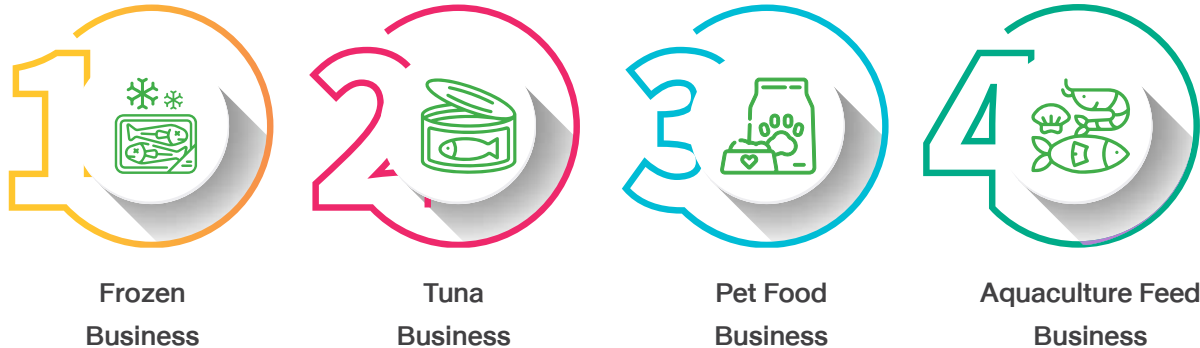
1. The Company assigns the executives and employees in various departments responsible for risk management. They must play a role and participate in the development of the risk management of the Company and understand the responsibilities involved in risk management.
2. Provide efficient risk management processes in every operating procedure following the principles of Good Corporate Governance and integrate risk management with information technology management for good management.
3. Implement and support successful risk management across the organization by effectively using limited resources to identify, assess and manage risks appropriately.
4. Promote and encourage risk management as an organizational culture by raising awareness of the risk management importance.
5. All employees are obliged to comply with the risk management guidelines as prescribed by the Risk Management Committee.
6. The Risk Management Committee and the executives have to verify, monitor, and measure the performance to manage the risk of the organization appropriately.

Guidelines for Management

1. The Risk Management Committee has established the policy framework and overall risk management guidelines of the Company and its subsidiaries to serve as a framework for the risk management process of everyone in the organization.
2. The Company organizes training, education, and workshop activities for employees to understand and find out the risks & risk factors within the departments.
3. Risk Analysis
 - 3.1) Analyze the Likelihood of risk by defining it into five levels.
 - 3.2) Analyze the Consequence of risk by defining it into five levels.
 - 3.3) Set risk assessment rules by considering the likelihood of an incident and the level of impact of each factor, then consider the relationship between the level of incidence and the consequence defined in four levels: Low, Moderate, Significant, and High.
4. Risk Assessment is an assessment of the opportunity and impact of the incident by identifying the risks and the resulting risks.
5. Risk Management after Risk Assessment is the application of analysis results to plan and control by four Risk Responses [Accept, Pass-On, Reduce, and Terminate].
6. Risk Monitoring at the Board of Directors meeting to acknowledge progress and implementation of the risk management plan implements internal control limitations, resource constraints, or other obstacles.

2.2 Risk Factors for Business Operations of the Company

The Board of Directors realizes that any business is subject to various internal and external risks. All of these factors can affect the business of the company. At present, the Company operates in 4 main business types:



Each type of business has different internal and external risk factors.

The following risk factors are some significant risk factors that may affect the Company and its share value. However, there may be other risk factors that the Company is not currently aware of, or the Company believes to be non-significant could damage the Company's business, financial position, operating results, and business opportunities in the future. These risk factors could have a significant negative impact on the Company's business, financial position, operating results, and business opportunities. Moreover, Forward-Looking Statement appearing in this document is subject to risks and uncertainties. The actual performance of the Company may differ materially from the estimates stated by various factors, including risk factors detailed in this section. Therefore, investors should consider the information contained herein together with the forward-looking statements.

Risk Factors of the Company can be divided into 4 types:



2.2.1 Current and Potential Business Risks of the Company or the Group of Companies (Emerging Risk)

Strategic Risk

For the Company and its subsidiaries to grow sustainably, the Company and its subsidiaries have formulated corporate business strategies by focusing on expanding the business along the supply chain of each business and continually improving the efficiency within the organization covering all aspects to compete in the market with potential. The Company analyzes the Company has analyzed internal and external factors that may affect the business, based on forecasts and experience. However, unforeseen events or factors may occur, preventing the implementation of the established strategic plan or not achieving the expected results. These risks include:

1) The Risk of an Economic Downturn

The risk of an economic downturn has a critical effect on the implementation of the Company strategic plan, especially the strategy focusing on expanding according to the supply chain of each business. Moreover, in 2020, when the world economy has been affected by the COVID-19 epidemic, the lockdown measures in almost country in the world cause social change affecting many businesses. The Company focuses on risk management by balancing the revenue in each business type, whether it is the frozen food business, pet food business, tuna business, and aquaculture feed business; balancing the customer base covering the countries with high potential and purchasing power; increasing the customer base of brand owners in the retail market; and reducing dependence on the existing customer base of the Company (HoReCa Group), especially in the frozen food business.

2) The Risk of Dependence on Export Markets concentrated in Certain Regions

Most income of the Company comes from exporting products to foreign countries (more than a percentage of 70), mainly the United States. The main products exported to the United States are wet pet food products and frozen ready-to-cook food products. Therefore, the Company is at risk of adverse events are affecting the United States export market reduced

the product purchasing volume of the Company such as changes in economic conditions, changes in relevant laws and regulations, changes in exchange rates, etc. All of the above changes may affect the performance of the Company. The Company has established a department responsible for closely monitoring the news, economic situation, political, and trade policies of the leading export countries in order to formulate strategies and operational guidelines following the requirements, the laws, and the changing economic, social, and political situation of the leading export countries.

In addition, the Company also emphasizes the distribution of sales into different regions to reduce the risk of dependence on exporting to a specific region or country. For pet food products, the Company plans to expand the export market in the European region, Japan, and China by acquiring new customers and increasing sales volume to existing customers. For ready-to-eat food products in sealed containers, the current main customers of the Company are customer groups in the Middle East region which is the region with better selling prices than customers in other regions. However, one of the key strategies used by the Company to expand the export market of our pet food products is the establishment of subsidiaries and joint venture companies with business partners in the target country or region. The Company entered into an investment in AGE, established in Germany in 2018, as a broker to acquire customers in the European region. In 2018, THAIYA was established in China to pioneer pet food marketing and distribution under the Monchou Brand (our pet food brand) and jointly invested in MEISI. MEISI is our pet food pellet manufacturing base, established in China in 2019. It manufactures products for the brand owners interested in expanding the pet food pellet market in China, including the Monchou brand of the Company.

For the frozen ready-to-cook food business, the Company plans to expand the market in Japan; look for new opportunities in Europe, which is the main market for Premium Commodity in the ready-to-cook food (fried food) and plant-based food in trend; and look for more opportunities in the domestic market.

3) The Risk of Changing Consumer Behavior

Consumer behavior is changing rapidly, especially after the COVID-19 outbreak. Consumers are increasingly focusing on Health Conscious, including consumer sustainability and responsibility. Consumers also tend to choose healthy products, biodegradable products, or products with environmentally friendly packaging. They also purchase products from companies with good governance and more sustainable business practices. It means that the Company is at risk if not adapting or offering the products that meet the changing needs or behavior of consumers that affect the business operations of the Company significantly.

The Company has realized and given importance to the sustainable business operations (Environmental, Social, Governance: ESG) by initiating the sustainability strategic plan development since 2019, based on the commitment to Sustainable Development Goals (SDGs) of the United Nations and continuously performed the environmental social work (Please see more details in Section 2.2 – 3: Driving Business for Sustainability).

In order to cope with the rapid changes in consumer behavior today, the Company regularly monitors and analyzes changes in consumer behavior and needs to formulate operational strategies and adapt to the situation on time. The Company also focuses on the study, research, and development of the new products and packaging continually, for example, plant-based food, eco-friendly packaging, etc., to meet the needs of customers as much as possible.

Operational Risk

1) The Risk of Raw Material Shortages and Raw Material Price Volatility

The Company uses natural raw materials in the production process of pet food business, tuna business, and ready-to-eat food business. The frozen food business and the aquaculture feed business are mainly agricultural products (Commodity Product). Therefore, there is high price volatility according to the market demand and supply, such as tuna, shrimp, squid, and silago, as well as the risk of raw material shortages at certain periods. The Asian Sea Group can mitigate such risks by relying on long-standing business experience, knowledge of various raw material procurement channels within and outside the country, personnel with expertise in raw material sourcing, and information sources to monitor the raw material situation. Such information will be used for analysis, forecasting, and presenting to executives for decision making in balancing raw material management between reducing price volatility and preventing raw material shortages with efficient raw material turnover in accordance with the volume of purchases. In addition, the development of new products, especially the value-added products that reduce the proportion of raw material costs in the product, is also used to formulate the policies to increase the variety of raw materials used.

2) The Risk of Labor

The business operations of the Company are highly dependent on labor in production (Labor-Intensive), especially in the process of preparing raw materials. Most of our workers are migrants. However, the labor shortage problem in the industrial sector tends to increase by the number of the working-age population that tends to decrease nowadays while the demand for labor in the industrial sector tends to increase. In addition, the announcement of various emergency measures from the government to control the spread of COVID-19, limit the recruitment of migrant workers, and limit the movement of workers between provinces, resulted in increased restrictions on labor recruitment and the risk of labor shortages. All of these may affect the production operations of the Company.

Therefore, the Company is at risk if it is unable to maintain existing labor and provide sufficient additional or replacement labor to support the production plans of the Company. The Company is also at risk if wage costs will increase in the future, which may be affected by the minimum wage requirements, as well as the laws and regulations related to the employment of migrant workers. All of these may affect the competitiveness and profitability of the Company.

The Company emphasizes human resource management through the manpower plan following the growth plan of the Company and various recruiting channels, such as registration for migrant workers with the Department of Employment, recruiting employees through the recruitment websites, recruitment announcements on the Company website and in front of the plants, etc. The Company also formulates the training plans to develop individual personnel in the Company and succession plans for important job titles, including the monetary compensation and appropriate benefits. It requires periodic surveys of compensation and benefits consistent with the labor market and a fair evaluation system to incentivize personnel to join the Company through enhancing the good relationship between personnel, organizational culture, and good working environment.

For overall production cost control, the Company has focused on studying and improving operational efficiency across the organization by continually improving production processes, using more technology and automation for production to reduce the dependency on manpower in the manufacturing sector, and managing production costs more efficiently. It has also invested in an automated warehouse system (Auto Warehouse) to increase efficiency in inventory management. Moreover, the Company emphasizes the continuous training of employees on production processes, skills needed in each department, and the food safety standards to enhance effectiveness (Productivity) in the performance of employees. It also monitors the effectiveness (Productivity) of employees in each department according to the standards for measuring employee effectiveness.

3) The Risk of Unable Customer Billing within the Specified Period

The Company is obliged to give a credit period to customers, posing a risk of unable customer billing within the specified period, especially the domestic groups of shrimp farmers and fish farmers. It causes by the inability to harvest the desired output or the mismanagement of the debtor affecting the ability to pay. To cope with such risks, the Company has established the Credit and Debt Committee to supervise and formulate the credit policies by considering the financial status of customers, analyzing the risks according to the types of businesses and customers before the credit limit approval, strictly monitoring debt quality, and enforcing appropriate legal measures in case of problems. In addition, the Company also insures the default risk on payment of customers, if possible.

4) The Risk of Business Interruption

Due to the COVID-19 pandemic situation from December 2019 until now, the global economy has had a widespread impact and disruption in business activities, travel, and transportation, as well as supply chain systems around the world and in Thailand. The announcement of various emergency measures from the government to control the spread of COVID-19, limit the recruitment of migrant workers, and limit the movement of workers between provinces, affected the operational production of the Company.

It means that the Company is at risk of interrupting production operations or temporary closures in the event of the COVID-19 outbreak in the Company factories. The Company faces a labor shortage because some employees have to stop working temporarily, the employees close to infected people must quarantine to prevent the spread of the disease, and some employees are unable to work due to the impact of travel restrictions or measures, according to control the spread of COVID-19. All of these may directly affect the production plans of the Company. The Company can deliver the products on time as scheduled by the customer.

The Company gives the highest priority to the health and safety of employees by establishing the COVID-19 Situation Management Team to monitor the situation, determine the necessary measures, and monitor the enforcement of various measures, including Employee Travel Restrictions, Cleaning & Disinfection Measures, Social Distancing Measures, Screening & Quarantine Measures, and Employee Information & Communication Measures, ensuring that the workplace of the Company is safe from the spread of COVID-19. It also builds trust among employees, third parties, and business partners required to perform their duties in the Company establishment. The Company requires some employees to work from home to reduce the risk of the virus spreading. During the rapid spread of COVID-19, the Company established the field hospital (Factory Accommodation Isolation: FAI) to control the disease in factories or establishments according to the measures of government agencies. By adhering to such strict measures, the Company can operate normally. It is not affected by the business activities disruption of the Company.

The export impact of travel restrictions in some countries and the halt of freight forwarders have led to container shortages and significantly higher freight rates. Some customers have delayed the retrieval of the products; therefore, the Company was unable to deliver some products. The products must store longer in the warehouse of the Company. For the procurement of raw materials, the Company may be affected by problems in the supply chain of raw materials in the production processes, especially the imported raw materials; for example, tuna raw materials, other types of fish raw materials, etc. The Company may receive the raw materials later than planned. It will affect the production processes and the delivery of goods to customers. However, the Company regularly coordinates with each raw material supplier to closely monitor the situation of the delivery times and formulate the production plans and raw material procurement plans consistent with the situation at each moment.

5) The Risk of Information Technology System Disruption or Cyber Threats

The Company uses information technology to process, communicate, store, manage, and support business

processes in all sectors, including research and development, production, inventory management, sales, human resource management, finance, accounting, and corporate administration. When the information technology system disrupts from power outages, natural disasters, computer or telecommunication network failures, or damage from cyber threats, such as computer viruses and unauthorized system intrusion (Hacking), etc., may result in the loss of important data or the disruption of the business operations of the Company. Any breach of confidential information may result in credibility losing of the Company and incurring the costs of remediation and liability.

However, the Company realizes the importance of information technology systems; therefore, we have established strict control measures for information technology security, such as determining the Right of Access to User Data, verifying access to user data, installing the computer security system (Firewall), preparing an annual test plan for information technology systems, etc. In addition, the Company also prepares the Information Technology Disaster Recovery Plan and establishes the standard backup system to prevent data loss and support emergencies to business continuity. It also constantly develops and improves the computer security, including information technology systems of the Company to keep pace with the changing cyber threat patterns and develop information technology systems that meet the needs and support the growth of the Company.

6) The Risk of Climate Change

The rapidly changing climate and current global warming have a wide spectrum of impacts around the world. These events create various environmental risks; for example, temperature changes affecting the survival of marine life, which is the main source of raw materials of the Company, and various natural disasters, e.g., flooding from sea level rise due to sea ice melting, fire & drought from rising temperatures, etc., that may affect the raw material procurement, production, and sustainability business operations of the Company in the future.

The Company is aware of the problems and impacts of climate change. The climate change problem causes mainly by greenhouse gas emissions from

industrial production processes, energy consumption, and fossil fuel transportation. In 2020, the Company participated in expansion projects to promote the creation of carbon footprint for industrial organizations, phase 9. We can quantify greenhouse gas emissions and identify greenhouse gas-generating activities. Our goals are effectively managing and continually reducing the greenhouse gas emissions of the organizations by identifying significant greenhouse gas emissions within the business processes to find guidelines for reducing greenhouse gas emissions from the sources. In addition, the Company has set the goals to reduce the greenhouse gas emissions per ton of production and learn the carbon offset guidelines following the Carbon Neutral by 2030 (B.E.2573) and the Net Zero Emission by 2050 (B.E.2593). This is to express our commitment to participate in maintaining the increase in global average temperature to no more than 2°C and respond to the World Sustainable Development Goal.

Financial Risk

1) Risk of Exchange Rate Fluctuations

The main income of the Company comes from the export of goods to foreign countries, with the proportion of export revenue for more than 70% of the total revenue of the Company. The Company and its customers generally agree to use US Dollars for payment of goods while the cost of sales of the Company is mainly in Thai Baht. However, although the Company has managed the risk of exchange rate fluctuations by requiring revenue and cost of sales in the same currency (Natural Hedge), most of them are denominated in US Dollars, it is still at risk from the inconsistency of the revenue and cost of sales in US Dollars. Therefore, if the exchange rate of the Thai Baht against the US Dollar fluctuates significantly, it may affect the performance of the Company.

However, the Company realizes the risk of exchange rate fluctuations and emphasizes the management of such risk by using a financial instrument like Currency Forward Contract in US Dollars. The Company periodically assesses foreign exchange risk then entering into currency forward contracts to cover all risks from changes in the exchange rate of Thai Baht against US Dollar for the difference between (1) the

value of trade accounts receivable, (2) the value of trade accounts payable, and (3) the value of outstanding borrowings in US Dollars. In addition, the Company also considers entering into Currency Forward Contract in US Dollars for the difference between the value of orders from foreign customers and the value of orders from the Company against the foreign trade payables who have submitted orders but have not yet delivered the goods. The Company will consider the value of entering into currency forward contracts based on the trend of exchange rates, periods for delivery of goods, periods for receive payment, and credit terms of trade accounts receivable and payable, including other factors that may affect the exchange rate in the future.

2) Risk of Interest Rate Volatility

The movement of interest rates is one of the factors affecting the performance and cash flow of the Company because the Company uses part of the funds from the lending of financial institutions such as Trade Credit and Long-Term Credit Line in the investment activities of the Company. Trade Credit is a short-term credit with interest rates varying according to the market rates. It means that the Company is at risk from the increased interest burden. The Company manages this risk by closely monitoring the interest rate volatility to achieve the most effective financial management. It also determines the policies to financing from long-term funding sources with a fixed interest rate, not less than 50 percent of the total loan used by the Company.

Compliance Risk

1) Risk of Corruption from Purchasing, Selling, and Contacting the Government Agencies

Bribery, the use of authority, position, or information obtained from work to do anything that benefits oneself, ally, or another person, whether it is giving or receiving bribes, may affect the images and trusts in the business operations of the Company. To mitigate such risks, the Company has established rules and guidelines that are transparent, concise, and stringent, including conflicts of interest monitoring, such as purchasing and selling. It also announces the anti-corruption policy and reviews & improves the corporate governance policy to cover and comply with Good Corporate Governance and business ethics.

2) Risks related to the Environmental Impacts on Surrounding Communities

The Company is at risk if the production processes of the Company cause pollution or affect the environment and communities surrounding the plants. Environmental and social activism can affect the continuity of business & reputation of the Company or increase the compensation cost for various damages. The Company realizes the potential risks and consequences; therefore, we emphasize the importance of using cost-benefit natural resources in the production process to achieve maximum productivity but the lowest waste and pollution. In

addition, the Company also determined guidelines for energy management by starting the projects to generate electricity from solar power on the roof of the plants, as well as wastewater management from production processes, air pollution management, and waste management according to the 3R Principle, include Reduce, Reuse, and Recycle, to reduce the impact of the production processes on the environment and the communities as much as possible. Over the years, the Company has never been fined for violating any environmental law.

2.2.2 Risks to Investment of Securities Holders

Risks from the Major Shareholder having control over the Company Management

The major shareholder of the Company is the Amornrattanachaikul family, who hold approximately 64% of the total issued shares of the Company. The Amornrattanachaikul family is also the Executives and Authorized Director of the Company. Such major shareholder has the power to manage and control the majority of the shareholders' meeting in some important resolutions; for example, Appointment of directors or requesting resolutions on other matters requiring majority votes in the meeting, except for the matters requiring not less than three-fourths of the votes from shareholders attending the meeting and having the right to vote by law or the Company regulations. As a result, the minority shareholders cannot collect votes to check and balance the matters proposed by the major shareholder.

The Company manages and operates business transparently under the Good Corporate Governance, with the management structure of personnel with knowledge and abilities, including the scope of operations, duties, and responsibilities, as well as the delegation of powers to directors and executives clearly and transparently. The Company also stipulates measures for transactions related to directors, major shareholders, controlling persons, including persons who have conflicts of interest. Such persons will not have the right to vote on the approval of such transactions.

The Company Management Structure consists of seven committees and sub-committees as follows:

1. Board of Directors
2. Executive Committee
3. Audit Committee
4. Nomination and Remuneration Committee
5. Risk Management Committee
6. Credit and Debt Committee
7. Corporate Governance and Sustainability Management Committee

Each committee has a clear scope of authority to ensure that the operating system of the Company is standardized and verifiable. In addition, the structure of the Board of Directors consists of 3 independent directors out of a total of 9 directors. Such three independent directors also serve as Audit Committees of the Company. All of them are competent and responsible for reviewing the operation of the Company to be transparent as well as balancing powers and presenting the matters for consideration in the shareholders' meeting at a certain level. All of the above is to assure the minority shareholders and other stakeholders that the management of the Company has the proper balance of power, transparency, and effective management. Any action or transaction must be in the best interests of the Company and can be verified.

Risks from Reliance on the Key Executive Officers

The main business of the Company requires high-level executives with knowledge, skills, and expertise with extensive experience to manage and drive the financial stability, growing profits, and reputation of the Company. Failure to recruit such qualified candidates may affect continuity in management and performance of the Company.

Currently, the management structure of the Company is appropriate and decentralized. The scope of duties and responsibilities distributes to the executives in various fields according to their knowledge, ability, and experience. The Company also continuously promotes and develops competence and leadership skills to the executives. It has implemented the succession plan guidance and the policy of recruiting competent personnel to work with the Group following the business expansion plan to prevent such risks.

2.2.3 Risks Facing Investing in Foreign Securities

-None-

3. Driving Business for Sustainability

3.1 Policies and Goals for Sustainable Management

Policies for Sustainable Management and Social Responsibility

The Company has started developing the strategy for sustainability since 2019 with the committee consisting of the Chief Executive Officer of all subsidiaries of the Group. It is to ensure that the sustainability strategy of the Asian Group is consistent with the operations of all business groups and subsidiaries of the Group and practically implement the strategic plan of sustainability.

At the end of 2021, the Board of Directors resolved to extend the scope of duties of the Sustainability Management Committee of the ASIAN Group to the corporate governance work as part of the CHEERS! strategic plan, and change the name to Corporate Governance and Sustainability Management Committee. The committee adheres to guidelines for driving sustainable business according to the international principles of the United Nations or the Sustainable Development Goals (SDGs) and also become a member of the United Nations Global Compact (UNGC) to develop sustainable business according to the 10 principles of human rights, including labor, environment, and anti-corruption. In addition, the Company has been certified as a member of the Thai Private Sector Collective Action Coalition Against Corruption.

For details of the Sustainable Development and Social Responsibility Policies of the Company, Please visit:



Goals for Sustainable Management

ASIAN emphasizes corporate sustainability management at all levels covering economic, social, and environmental aspects by applying the internal and external changing factors, global sustainability trends and directions, and expectations of all stakeholders. The Company will consider goals, strategies, and plans to respond to various important sustainability issues through the work of the Corporate Governance and Sustainability Management Committee.

Corporate Governance and Sustainability Management Committee has established the strategic plan of sustainability that corresponds to the business growths, global sustainability directions, and expectations of all stakeholders under the CHEERS! strategic plan. The CHEERS! strategic plan is the core sustainability strategy of the Group under the concept that business sustainability comes from responsible business practices. Responsible business practices are divided into six areas as follows:

C Consumers	H Human Development	E Efficiency	E Environment	R Rights of human	S Stakeholders
Conduct Business with Responsibility to Consumers	Conduct Business with Responsibility to Human Development of the Organization	Conduct Business with Responsibility to Resources Efficiency	Conduct Business with Responsibility to Environment	Conduct Business with Responsibility to the Rights of human	Conduct Business with Responsibility to all stakeholders
<ul style="list-style-type: none"> Quality and Safety Traceability Product Research and Development 	<ul style="list-style-type: none"> Workplace Safety Fair Compensation with Systematic and Transparent Measurement Training and Creating Opportunities for Career Growth 	<ul style="list-style-type: none"> Using Natural Raw Materials for Maximum Benefit Using Machines to Replace Human Labor Continuous Optimization of the Production Process 	<ul style="list-style-type: none"> Using Energy from Clean Energy Sources Air Pollution Management Waste Management according to 3R Principles Reducing Green house Gas Emissions 	<ul style="list-style-type: none"> Respecting the Human Rights Stop Using Illegal Labor. Stop Engaging in Forced Labor or Illegal Fishing Anti-Corruption Handling Complaints with Transparency and Fairness 	<ul style="list-style-type: none"> Compliance with the Law and the Code of Business Conduct Risk Management Supply Chain Management Community Participation and Development

3.2 Impact Management on Stakeholders in the Business Value Chain

3.2.1 Business Value Chain

Business operations of the Company are divided into 6 main activities and related to the stakeholders in various activities as follows:

(1) Research and Development

The Company continuously researches and develops our products. The information of the Company and customer will share in terms of product development, market trends, and consumer demand trends in each region to meet the needs of consumers precisely and the sustainable growth of the Company and its customers. In addition, the Company has determined the revenue proportion of new products to total product value each year and the number of new products sold as the performance indicator of the Research and Development Department.

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(2) Raw Material Procurement

The Company purchases quality and safe raw materials from sources that comply with the sustainable development guidelines and Traceability. The quality of raw materials is tested from the supplier selection process to the raw material acceptance in order to ensure that the raw materials used in production are high in quality and properties according to the standard. The Company also emphasizes equal and fair partnerships in business, considering Good Corporate Governance, social and environmental responsibility, and partnership evaluation to develop sustainable business cooperation.

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(3) Production Process

The Company uses resources in the production process cost-effectively to the maximum benefit. Raw material use and production process development are more efficient by investing in technology and automation. The Company emphasizes product quality control by controlling and checking the quality at every production process to obtain products according to the specified standards. The Company has been certified for the production standards from domestic and international agencies so consumers can trust the safety and quality of the Company products according to international standards.

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(4) Distribution

The Company distributes the goods through its logistics operations and contracts for timely deliveries. In addition, the Company also emphasizes the environmental impact by issuing measures to manage pollution caused by the transportation process, applicable to the transport vehicles of the Company and the transport operators hired by the Company.

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(5) Sales

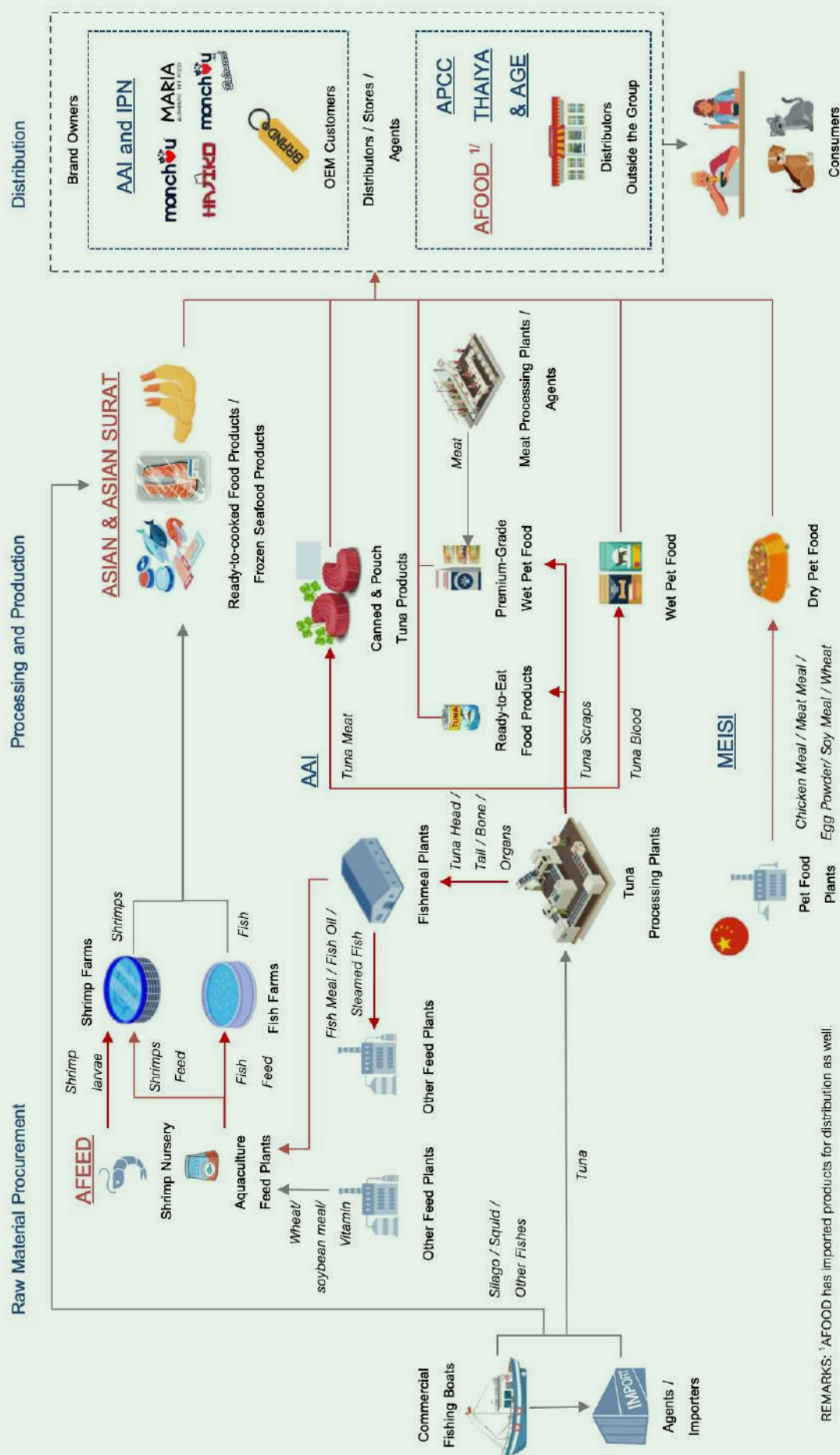
The Company sells various products under the main trademark of the customer by contacting customers through many channels, including direct customer sales, sales through import-export agents, and sales through sales brokers. The Company treats all customers equally and sets reasonable prices for each type of product following the Good Corporate Governance. In addition, the Company also discloses complete, accurate, and adequate product information to customers without concealing or distorting the content.

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(6) After Sales Service

The Company has a traceability system from the source of raw materials to the final consumer, ensuring consumers in product quality standards of the Company. In addition, the Company also emphasizes customer relationship management by conducting customer satisfaction surveys and establishing complaint channels about product quality for product and service development of the Company.

Value Chain for Asian group



REMARKS: ¹AFOOD has imported products for distribution as well.

3.2.2 Analysis of Stakeholders in the Business Value Chain

Asian defines and divides the stakeholders into nine groups, including Shareholders, Customers, Partners, Creditors, Employees, Competitors, Society & community, Government Agencies, Independent Organizations, and other Organizations in Society. The determinations of stakeholder rights and guidelines for stakeholders state in the Corporate Governance Policy and Business Ethics of Asian. Moreover, it emphasizes strict compliance with intellectual property management and anti-corruption policies.

Asian operates the business in response to stakeholders on key sustainability issues, along with creating value to society and the environment through the selection process of key issues based on the expectations of each stakeholder group and impacting issues to the organization.

In 2021, the Company identified the Materiality on sustainability by data collection of sustainability issues from internal factors, including Materiality on Business Plans, Business Goals, and Risks affecting the organization in short-term and long-term; and external factors, including Sustainability Trends and Directions following the Sustainable Development Goals (SDGs) and expectations of nine stakeholder groups of the Company by analyzing significant issues to the organization and stakeholders from the Materiality Matrix table as shown below.



Economic and Governance Dimension (12 issues)	Social Dimension (6 issues)	Environmental Dimension (8 issues)
1. Corporate Governance	13. Food Quality and Safety	19. Environmental Compliance
2. Regulatory Compliance	14. Respect for Human Rights and Labor Practices	20. Climate Change Management
3. Anti-Corruption	15. Occupational Safety and Health	21. Biodiversity
4. Risk Management	16. Human Resources Management	22. Raw Material Management
5. Operating Result, Business Growth and Business Strategy	17. Diversity and Gender Equality	23. Power Management
6. Supply Chain Management	18. Community Participation and Development	24. Water and Wastewater Management
7. Innovation, Technology and Product Development		25. Greenhouse Gas Management
8. Cyber Security		26. Waste Management
9. Personal Data Protection		
10. Responsible Marketing and Product Labels		
11. Sales that rely on a small number of Large Trading Partners		
12. Business Disruption in times of Crisis		

Engagement Channels with Stakeholders for 2021

The Company defines and divides the stakeholders into nine groups, including Shareholders, Customers, Partners, Creditors, Employees, Competitors, Society & community, Government Agencies, and other Independent Organizations. The determinations of stakeholder rights and guidelines for stakeholders state in the Corporate Governance Policy and Business Ethics of the Company. In 2021, the Company communicated with all stakeholder groups using different stakeholder engagement channels based on the nature of a relationship. The responses, expectations, and concerns of the stakeholders to the Company will vary according to the table presented below.

Groups of Stakeholder	Communications & Channels	Expectations	Responses
Shareholders	<ul style="list-style-type: none"> • Annual General / Extraordinary General Meeting • IR Activity, e.g., Analyst Meeting / SET Opportunity Day / Company Visit / Telephone / Email / Interview and Statement • Website • Disseminate news through the SET Portal system 	<ul style="list-style-type: none"> • Good Performance • Transparency in Operations • Sustainable Business Growth • Information Disclosure, Image, and Social Acceptance 	<ul style="list-style-type: none"> • Determine Strategic Plans for Business Operations in short-term and long-term (5 years) and Strategic Plans for Sustainable Business Growth • Issue Corporate Governance, Anti-Corruption, Information Disclosure, and Insider Information Policies • Investor Relations Team / Quarterly Meeting to provide information and disseminate news
Customers	<ul style="list-style-type: none"> • Product Research and Development Team / Develop products with customers • Customers inspect the plants / products • Listen to opinions through various channels, e.g., Email / Telephone, etc. • Negotiate sales of goods and services 	<ul style="list-style-type: none"> • Quality and Food Safety of products • Develop new products by the trends customers want • Delivery of Products on schedule • Reasonable Price, Product Prices not increase, Credit Term • Discounts, Promotions • Retain Customer Personal Information 	<ul style="list-style-type: none"> • Quality system certified according to international standards as requested by customers • Potential Research and Development Team with continuous knowledge development training and release new product ability • Improve the efficiency of production processes by using more automated machines, reduce dependence on human labor, reduce production costs • Systematic Measures to Prevent Information Leakage
Partners	<ul style="list-style-type: none"> • Supplier Assessment Form • Negotiate purchase • Listen to opinions through various channels, e.g., Email / Telephone, etc. 	<ul style="list-style-type: none"> • Procurement with transparent, fair, and verifiable • Sell high-priced, profitable products • Good & Fast Payment System with Financial Stability • Consistency and Growth of Business Size 	<ul style="list-style-type: none"> • Conflict of Interest Prevention Policy • Operate in accordance with the Anti-Corruption Policy • Responsible Supply Chain Management
Creditors	<ul style="list-style-type: none"> • Periodic Performance Reports 	<ul style="list-style-type: none"> • Financial Stability • Comply with the terms and conditions of the Loan and Debenture Agreements 	<ul style="list-style-type: none"> • Strictly comply with the rules of Financial Institutions issued by Government Agencies • Answer inquiries to Credit Analysts accurately and quickly
Employees	<ul style="list-style-type: none"> • Provide the Comment Box and answer inquiries via Email or Broadcasting • Electronic Communication in Organization • Monthly Meeting / Morning Talk • Public Relations Forums 	<ul style="list-style-type: none"> • Good Welfare comparable to companies in the same industry, Operational Safety • Systematic Performance Appraisal, Promotion, and Salary Increase with transparent, non-discriminatory, and listen to opinions • Talent Development Project, Training, and Seminar 	<ul style="list-style-type: none"> • Improve the structure of salary, compensation, and benefits comparable to companies in the same industry • Determine Training Plans to develop knowledge and abilities • Clear and Transparent Performance Appraisal System • Allocate budgets for Recreational Activities based on Business Profits

Groups of Stakeholder	Communications & Channels	Expectations	Responses
Competitors	<ul style="list-style-type: none"> Follow the news of the Competitors from external media Join the Trade Association 	<ul style="list-style-type: none"> Provide marketing information unaffecting the Competitors Cooperate to develop our industry to prosper and solve problems related to the industry Operate the business with transparency under Fair Trade and Competition 	<ul style="list-style-type: none"> No Complaints from Competitors in Unfair Trade Operate the business continually under Free Trade Competition
Society, Community, and Environment	<ul style="list-style-type: none"> Participate in activities with temples, schools, and communities Take the survey and questionnaire subject to the Plant Impact on Communities Meet the Community Leaders, attend meetings to hear the opinions periodically Various communication channels of the Company, e.g., Line, Facebook, Mailing, Telephone 	<ul style="list-style-type: none"> Support budget for community development activities Focus on the environment and communities, e.g., Wastewater, Smoke, Odors, etc. Disseminate the organizational knowledge to the community Promote communities to generate income and career opportunities 	<ul style="list-style-type: none"> Strict Environmental Compliance and Remedial Measures of Community Impact Allocate budgets for assist or develop communities Organize projects for communities to generate income by selling agricultural products to employees within the plants
Government Agencies	<ul style="list-style-type: none"> Participate in activities with Government Agencies, e.g., Subdistrict Administrative Organization Participate in community meetings, seminars Plant Visit 	<ul style="list-style-type: none"> Regulatory Compliance Cooperate with Government Agencies Cooperate and provide truthful information for improvement and development in the right direction Participate in expressing opinions and responding to Government Policies 	<ul style="list-style-type: none"> No Illegal Action Cooperate with Government Agencies in Plant Visit and provide accurate and truthful information Representatives to participate in various Government Activities
Independent Organizations and other Organizations in Society	<ul style="list-style-type: none"> Employee Meeting to provide knowledge Provide support for activities 	<ul style="list-style-type: none"> Strictly comply with the labor laws Employee Safety Equality of Rights and Liberties in the Workplace 	<ul style="list-style-type: none"> No Illegal Action Formulate Safety Measures in the Workplace and Measures related to COVID-19 Pandemic Situation / Committee on Occupational Health, Safety, and Environment in the Workplace (OHS) Welfare Committee

3.3 ASIAN with the Operations on Environmental Dimension

Asian's sustainability strategy : Environment

The Company realizes the importance of using cost-benefit natural resources in the production process to achieve maximum productivity but the lowest waste and pollution. We are committed to developing and improving our production processes for cost-effective and efficient use of limited energy and environmental management processes for environmental and community impacts. Our goal is to achieve the Green Factory Standard Level 4 for the factories of the Company and its subsidiaries by 2024. Over the years, the Company has never been fined for violating any environmental law. In addition, the Company has established the guidelines for energy management, water management, waste management, as well as greenhouse gas management as follows:

Maximizing of using Natural Raw Materials

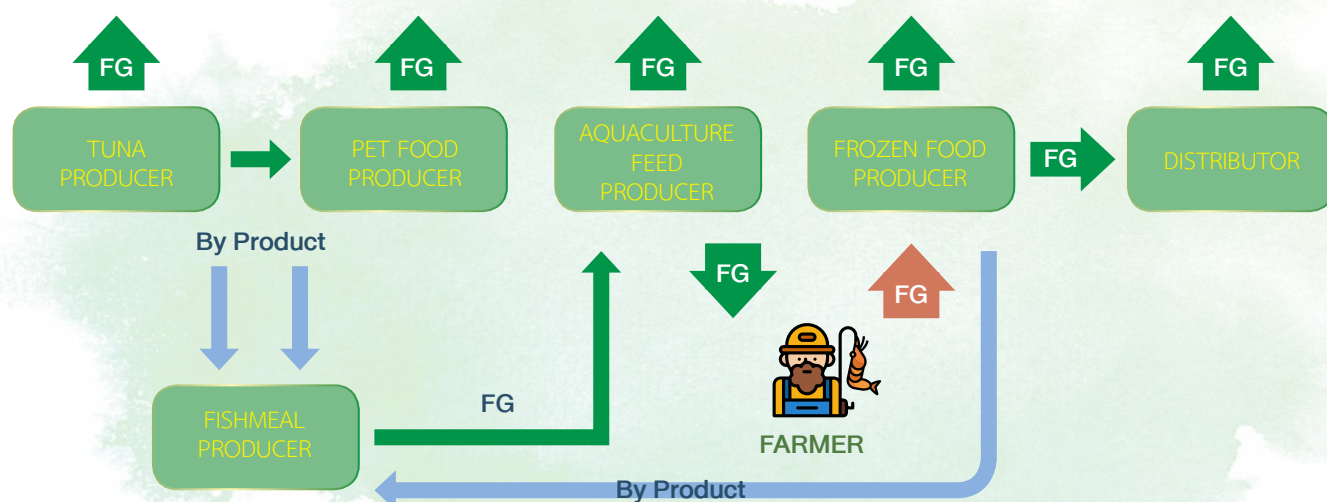
ASIAN has been following the concept of resource efficiency from business expansion policies to related activities or businesses for the cost-benefit of natural resources.

For the production process, the Company uses the whole tuna to produce tuna products. By the processing process, the Company uses tuna meat to produce ready-to-eat food products, including canned tuna, pouch tuna, and other shelf -stand ready-to-eat products. Waste meat and blood are used as the raw materials for wet pet food products. Residues, like heads, tailbones, and process waste, such as all remaining tuna scraps and wastewater from the tuna steaming process, will be used to produce fish meal products, concentrated tuna sauce, and tuna oil for sale to Asian Feed Co., Ltd. for the aquaculture production. The in-house production capability of the Group ensures the sources and quality of the products. Moreover, the long-lasting relationship between Asian and the group of farmers makes it possible to buy quality products from farms to produce frozen food products. Our personnel support the farmers by providing advice on food types and farming systems and service in quality control to ensure quality farm products.

In 2021, the Company also set the goals to increase total revenue per volume of natural raw material consumption by at least 20% by 2026 through the research and development process to create more added value for the product and improve production efficiency to reduce waste from the production process.

Asian link

Domestic And Export Sales And distributions



Reducing Greenhouse Gas Emissions

The Company is aware of the problems and impacts of climate change that are critical issues of sustainability and the world risks affecting and changing our lives, environments, assets, and business operations. The problems of climate change are primarily caused by greenhouse gas emissions from industrial production processes, power consumption, and fossil fuel transportation. In 2020, the Company participated in the Carbon Footprint Promotion Project of Industrial Organizations, Phase 9. Then, we can quantify the greenhouse gas emissions and identify the activities generating greenhouse gases. The goals of this project are efficient management and continual reduction of the greenhouse gas emissions of the organization by searching for significant greenhouse gas emissions within the business processes to determine guidelines for reducing greenhouse gas emissions from different sources. The Company believes that the Low-Carbon approach will become the new Business Norm based on the balancing concept of business rewards with environmental and social impacts. We also believe that reducing GHG emissions to the low level will create a competitive advantage over similar products with higher GHG emissions, create growth opportunities, and trade negotiation benefits. Moreover, it will reduce the pressure from more intensive environmental measures or trade regulations in the major trading partners of the Company, including the United States, the European Union, China, Japan, etc.

In addition, the Company has set the goals to reduce the greenhouse gas emissions per ton of production and learn the carbon offset guidelines following the Carbon Neutral by 2030 (B.E.2573) and the Net Zero Emission by 2050 (B.E.2593). This is to express our commitment to participate in maintaining the increase in global average temperature to no more than 2°C and respond to the World Sustainable Development Goal 13 (SDG 13).

				Changes Between 2020 Compared to 2021
Indicators	Unit	2020	2021	
Greenhouse Gas Emissions				
Greenhouse Gas Emissions Scope 1	Ton of Carbon Dioxide Equivalent	35,285.1	42,370.0	20.1%
Greenhouse Gas Emissions Scope 2	Ton of Carbon Dioxide Equivalent	20,364.4	25,432.8	24.9%
Sum of Greenhouse Gas Emissions Scope 1&2	Ton of Carbon Dioxide Equivalent	55,649.5	67,802.9	21.8%
Intensity of Greenhouse Gas Emissions Scope 1&2*	Ton of Carbon Dioxide Equivalent /Ton of Production	1.7	3.4	94.1%

* Greenhouse Gas Emissions data for 2021 are pending approval from external auditors.

Using Renewable Energy

The Company has set the goals to use at least 50% of clean energy sources by 2030. In 2020, the Company had operated the project to generate electricity from solar energy on the roof of the plants. It is divided into two projects as follows:

1. On the cold room side, total installed power of the system is 999.24 kW. It can generate electricity for 1,408,400 kWh per year, save 5,065,062 in electricity prices per year, and reduce greenhouse gas emissions by approximately 801.66 tons of carbon dioxide equivalent per year. Currently, the operation was completed in November 2020 and started supplying electricity in December 2020.

2. On the tuna processing plant side, total installed power of the system is 3,531 kW. It can generate electricity for 4,788,670 kWh per year, save 17,221,605 in electricity prices per year, and reduce greenhouse gas emissions by approximately 2,725.71 tons of carbon CO₂ equivalent per year. Currently, the operation was completed in April 2021 and started supplying electricity in May 2021.



		Total			Changes Between 2020 Compared to 2021
Indicators	Unit	2019	2020	2021	
Energy Management					
Intensity of Total Energy Consumption	Gigajoule / Ton of Production	26.1	35.8	36.4	1.8%
Total Energy Consumption	Gigajoule	487,163.6	626,806.8	632,704.9	0.9%
Total Direct Energy Consumption	Gigajoule	342,180.0	435,012.1	447,147.8	2.8%
Coal	Gigajoule	284,428.9	349,618.2	366,451.2	4.8%
Natural Gas	Gigajoule	-	-	-	-
Solar Panel	Gigajoule	-	-	9,926.3	100.00%
fuel oil	Gigajoule	57,751.0	85,393.9	70,770.40	-17.1%
Others (Fuel Oil C)		-	-	-	-
Total Indirect Energy Consumption (Electricity)	Gigajoule	144,983.7	191,794.7	185,557.1	-3.3%

Waste Management according to the 3R Principle

The Company has set the goals to operate the business according to the Zero Waste approach by applying the 3Rs concept, including Reduce, Reuse, and Recycle, starting from product design, production planning, production procedures/methods, and waste management to achieve the most efficient rotation and sharing of resources. We expect that waste management, according to the 3R Principle, will improve operational efficiency, reduce production costs, create positive images & feelings for customers, and create positive attitudes and acceptance of the surrounding community. The Company has established the waste disposal measures covering waste segregation and disposal methods for general waste, contaminated waste, and hazardous waste, as well as Measures for the external company selection to dispose of the Group waste.

		Total			Changes Between 2020 Compared to 2021
Indicators	Unit	2019	2020	2021	
Non-Hazardous Waste Disposal					
Reuse	Kilogram	-	-	-	-
Recyle	Kilogram	476,441.0	875,697.0	717,348.0	-18.1%
Fermentation	Kilogram	-	-	-	-
Transformation	Kilogram	30,050.0	23,710.0	-	-
Incineration without Transformation	Kilogram	-	-	-	-
Landfill	Kilogram	732,090.0	1,569,160.0	1,719,380.0	9.6%
Other Waste Disposal Methods	Kilogram	899,847.5	1,325,421.6	1,429,070.2	7.8%
Total	Kilogram	144,404.0	247,795.0	437,084.0	76.4%

		Total			Changes Between 2020 Compared to 2021
Indicators	Unit	2019	2020	2021	
Hazardous Waste Disposal					
Landfill	Kilogram	-	-	1,000.00	100.0%
Other Waste Disposal Methods	Kilogram	3,480.00	422.08	3,382.44	701.4%
Total	Kilogram	2,820.00	422.08	3,382.44	701.4%

Water Management

The Company uses high volumes of water in the production process, so the amount of wastewater from the production process is a significant impact. The Company provides wastewater treatment using biological processes to remove contaminants from the wastewater until the quality meets the standards according to Notification of the Ministry of Industry Re: Determination of Standards for Controlling the Discharge of Wastewater Effluent from a Factory B.E.2560 (2017) before being released into the external environment. In addition, BOD online is installed, and the results are delivered in real-time to the Department of Industrial Works continuously. The wastewater treatment system and equipment are regularly controlled and monitored by the competent officers from the Maintenance Department.

In addition, the Company has set the goals to manage water extensively from evaluating the sufficiency of water resources & water quality, reducing water consumption & wastewater per ton of production, treating wastewater, and recycling water guidelines.

		Total			Changes Between 2020 Compared to 2021
Indicators	Unit	2019	2020	2021	
water use					
Intensity of Water Consumption	Cubic Meter / Ton of Production	89.0	80.2	92.2	15.0%
Tap Water	Cubic Meter	694,608.1	732,501.9	1,083,068.4	47.9%
Groundwater	Cubic Meter	314,715.8	267,291.0	245,439.0	-8.2%
Recycled Water	Cubic Meter	1,126.0	10,319.8	12,046.0	16.7%

Air Pollution Management

The Company emphasizes the effect of air quality released to the air on employees, communities, and the surrounding environment of the plants. Over the years, we have never received any air pollution complaints. The Group has monitored the air pollution problems in two major issues as the following measures implemented since 2020:

1. Reduce air pollution, dust, and vapor (Contaminants) from fuel consumption by measuring contaminants in exhaust air according to Notification of the Ministry of Industry Re: Determination of the Quantity of Contaminants B.E.2549 (2006), clean the chimney at least twice a year and take surveillance measures by installing the PM2.5 dust particles measuring device at the chimney, as necessary.
2. Issue regulations on prohibiting parking with power on in the Company establishment area and enforce the transport operators, either the transport vehicles of the operators hired by the Company, or the trading partners entering the establishment must not emit black smoke. Evidence of vehicle inspection must provide if requested.

3.4 Asian and the Implementation of Community and Society Dimension

Asian's sustainability strategy : Social

The Company conducts the business with social responsibility by defining policies on sustainable development and social responsibility emphasizing social responsibility operations, details as follows:

Conducting Business with Fairness

The Company determines guidelines for managing stakeholders in the Code of Conduct by considering the responsibility to all groups of stakeholders. It also promotes free and fair trade competition, avoids operations, causing conflicts of interest and violations of intellectual property, including anti-corruption of all kinds. Details are as follows:

1. Corporate Governance

The Group of Companies is committed to conducting the business properly with honesty, fairness, transparency, disclosure of important information, and verifiable. While the Company has the policy to conduct the business under ethical principles for fairness to all stakeholders, as well as using the principles of the Good Corporate Governance as guidelines for maintaining the balance of operations in terms of economy, community, society, and environment.

2. Responsibility to the Community and Society

The Company has the policy to conduct business for the benefit of the economy and society, behaving like a good citizen, and complying with all relevant laws and regulations. The Group is committed to developing, promoting, and enhancing the quality of life of society and communities through promoting knowledge, creating jobs, and distributing income, as well as supporting activities and raising awareness of Social Responsibility Consciousness concretely. In addition, the Company will regularly inspect the community and society surrounding our business location to consider the level of impact from our business operations and take corrective action, improvement, and community development directly and indirectly. The Company also



provides opportunities for stakeholders affected by our business operations to communicate, suggest, or file complaints through the channels provided by the Company.

3. Governance and Compliance with Laws, Rules and Regulations

The Company focuses on compliance with laws, rules & regulations related to the environment, occupational health, and safety, including the Code of Conduct, by requiring directors, executives, and employees to act within the framework of laws, rules & regulations, as well as not knowing, assisting, or committing any infringement, violation of laws, and other related regulations.

4. Governance and Compliance with Intellectual Property Laws

The Company does not support any act of infringement of intellectual property by requiring directors, executives, and employees to act within the framework of laws, rules & regulations, as well as not knowing, assisting, or committing any infringement, violation of laws, and other regulations related to intellectual property rights.

Conducting Business with Respect to the Human Rights Principles

1. Respect to the Human Rights Principles

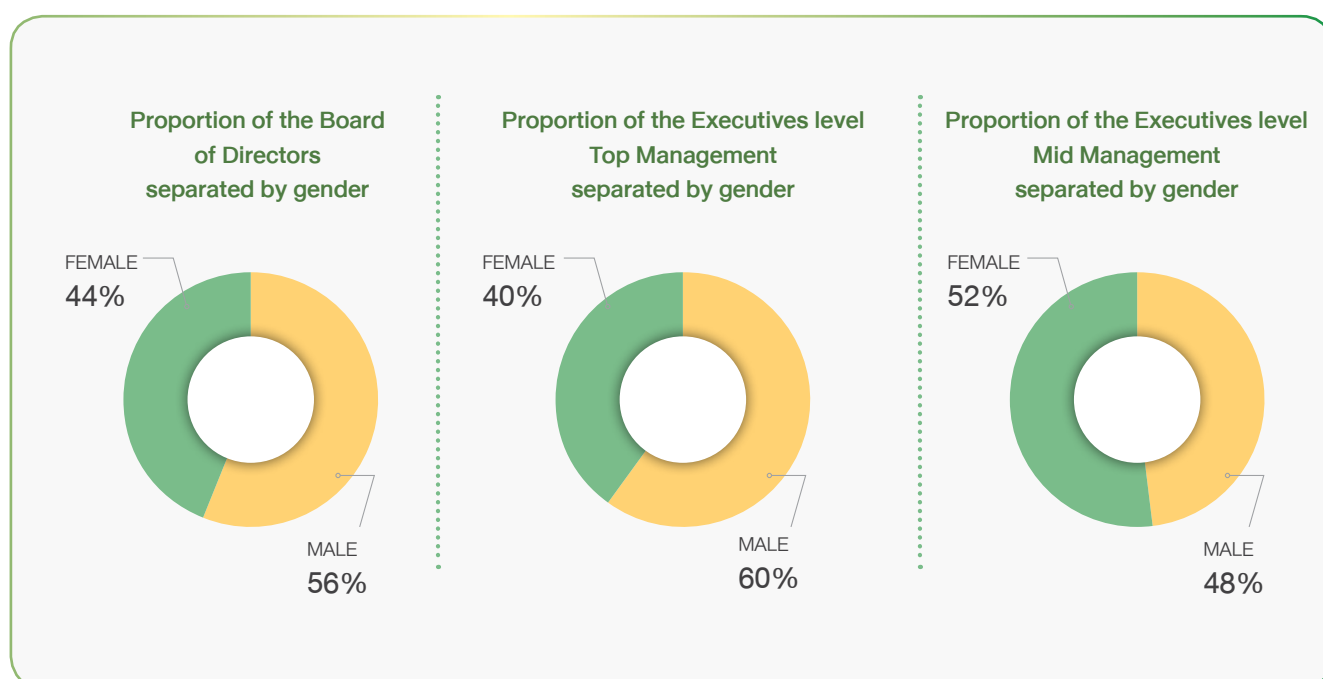
The Company has always focused on human rights issues, especially issues related to the treatment of labor. Recently, the Company has taken several important actions to express the intentions, such as stating in conjunction with the Asian Group regarding the Asian Group Policies and Actions on Sustainable Development and Employment Standards; policy reviewing on Regulatory Compliance & human rights principles and the signing of a Memorandum of Cooperation (MOU); legal fishing, without buying, importing, exporting, transiting, distributing aquatic animals and aquatic animal products from illegal fishing, illegal labor and human trafficking between government agencies fisheries operators; and establishing policies for evaluating performance, promotion, and compensation equally, without distinction by race, nationality, gender, and religion. The Company has not had any complaints related to human rights.

2. Fair Treatment of Labor

The Group of Companies recognizes the importance of human resource development and fair treatment of labor, which are the factors that increase business value, enhance competitiveness, and sustainable growth of the Group in the future. We have established guidelines as follows:

- Respect the rights of employees according to human rights principles and comply with the labor laws.
- Provide fair employment processes and conditions, remuneration, and performance considerations & appraisal.
- Promote personnel development by organizing training, seminars, or sending personnel to attend seminars and academic training in various fields to develop knowledge, abilities, and potential of personnel, including cultivating good attitudes, morality, ethics, and teamwork among personnel.
- Provide appropriate welfare benefits for employees, including statutory benefits and benefits other than those required by law.
- Operate employees to work safely with good workplace hygiene by providing measures to prevent accidents and enhancing safety awareness among employees, including organizing training, promoting good hygiene for employees, and maintaining a healthy & safe workplace.
- Provide channels for personnel to express opinions or complain about unfair practices or improper actions in the Company or its subsidiaries; and provide protection for complainants or informants.

The Company has the proportion of male and female executives as follows:



Number of Employees separated Male / Female for the past three years

COMPANY	MONTHLY EMPLOYEE						DAILY EMPLOYEE					
	2019		2020		2021		2019		2020		2021	
	MALE	FEMALE	MALE	FEMALE	MALE	FEMALE	MALE	FEMALE	MALE	FEMALE	MALE	FEMALE
Asian Sea Corporation Public Co., Ltd.	120	203	90	158	93	139	168	694	150	538	146	497
Asian Seafoods Coldstorage (Suratthani) Co., Ltd.	71	155	68	116	63	114	248	611	175	358	195	387
Asian Feed Co., Ltd.	176	60	190	65	131	58	27	3	37	2	14	5
Asian Alliance International Co., Ltd.	201	285	209	305	231	347	981	1,459	1,148	1,636	1,367	1,937
Asian Pets Care Corporation Co., Ltd.	3	8	3	10	8	8	-	-	-	-	-	-
Thaiya Corporation (Shanghai) Co., Ltd.	-	-	5	4	24	10	-	-	-	-	-	-
TOTAL	571	711	565	658	550	676	1,424	2,767	1,510	2,534	1,722	2,286

Monetary Incentives for Employees for the past three years

COMPANY	MONTHLY EMPLOYEE			DAILY EMPLOYEE		
	2019	2020	2019	2020	2019	2020
Asian Sea Corporation Public Co., Ltd.	96.65	90.45	103.16	127.89	98.29	83.14
Asian Seafoods Coldstorage (Suratthani) Co., Ltd.	51.96	47.37	47.94	105.91	75.22	70.87
Asian Alliance International Co., Ltd.	139.15	150.97	184.32	344.38	395.34	462.95
Asian Feed Co., Ltd.	53.84	63.45	58.31	4.06	4.45	2.19
Asian Pets Care Corporation Co., Ltd.	7.62	9.91	13.46	0	0	0
Thaiya Corporation (Shanghai) Co., Ltd.	4.89	9.19	14.99	0	0	0
TOTAL	354.11	371.34	393.73	582.24	573.3	619.15

For performance appraisal, the Company has different performance appraisal systems according to the operational levels as follows: (1) Employees and Supervisors - Operating Level get performance appraisal based on performance and behavior; (2) Executives - Mid Management Level get performance appraisal based on KPIs, performance, and behavior; and (3) Executives - Top Management Level get performance appraisal based on KPIs. The results of the annual performance appraisal will be used to determine compensation and promotion for the next year.

	MALE EMPLOYEES	FEMALE EMPLOYEES
Promotion Rate (Percentage)	4.8	5.0

Labor Dispute

Asian Sea Corporation Public Co., Ltd. has no significant labor disputes during the past 3 years.

Employee Training and Development

The Company recognizes that the employees are the most important and valuable factor for the success, progress, and stable growth of the Company. Therefore, we empower our employees to excel in academic management and work culture under the Human Resource Management Policy that focuses on creating good and talented people, as well as importance and values in employees according to ASIAN's values. The Company formulates the Employee Development Plans for Monthly and Daily Employees that each employee has trained at least 6 hours per person to comply with the Skill Development Plan of the Department of Labor Protection and Welfare. Such courses include internal courses, which are fundamental courses necessary to practices, covering the Company regulations, safety, and quality management, and external courses to increase the potential by focusing on skills, expertise, and additional knowledge.

Performance in Training for 2021

LEVEL	GOALS	Number of Employees Trained	Number of Courses Approved	Number of Courses Trained	Number of Courses Trained per Approved (Percentage)
New Employees	Orientation Course	1,361	-	-	100.00
All Employees	Courses as approved in 2021	1,891	98	65	66.32

However, due to the impact of the COVID-19 pandemic situation, our training did not go as planned.

Moreover, in 2021 the Board of Directors, by the presentation of the Nomination and Remuneration Committee, has approved the Succession Plans following guidelines by the parent company, evaluated, and identified key positions, including targeting successors and the Successor Development Plans within 2022. For effective human resource development, the Company will establish a particular sector to improve the quality of employees and labors of the organization by 2024 and initiate the implementation of the Regrettable Churn approach by 2022.

Safety in the Workplace

Employee Safety is an issue that the Company always emphasizes and intensely operates to ensure Safety in the Workplace. The Company has measures and regulations for working, emergency response measures, regulations for working in risk areas, for example, working in confined spaces, working with toxic substances, and working with dangerous machinery. The Company conducts employee training by professionals and experienced supervisors to provide employees with the necessary basic information. In addition, it also collects the accident data and investigates its causes to formulate systematic preventive measures. The Company targets to reduce the Injury Frequency Rate (IFR) and Injury Severity Rate (ISR) of employees to 0 person per million hours worked and 0 days per million hours worked, respectively. The Company monitors the Injury Frequency Rate (IFR) and Injury Severity Rate (ISR) of employees and uses such data as the safety management indicators of the Company.

	2019			2020			2021		
	MALE	FEMALE	TOTAL	MALE	FEMALE	TOTAL	MALE	FEMALE	TOTAL
INJURY FREQUENCY RATE (IFR)									
• EMPLOYEES	5.55	1.4	2.91	5.93	2.08	4.20	8.66	2.08	4.63
• CONTRACTORS	0	0	0	0	0	0	0	0	0
TOTAL	5.55	1.4	2.91	5.93	2.08	4.20	8.66	2.08	4.63
INJURY SEVERITY RATE (ISR)									
• EMPLOYEES	5.55	6.37	6.07	3.81	1.56	2.86	5.39	3.42	2.09
• CONTRACTORS	0	0	0	0	0	0	0	0	0
TOTAL	5.55	6.37	6.07	3.81	1.56	2.86	5.39	3.42	2.09

Based on the above information, the Company takes the measures to cause investigation and applies lessons learned from defects to improve performance and intensify operational control for preventing recurrence. Additionally, accident data is required to report to the Top Management and the Occupational Health and Safety Committee.

The Company also continually organizes activities to promote Safety in the Workplace, such as Fire Evacuation Drills, evacuation drills in case of Ammonia leakage, participation in safety activities with government agencies and private organizations, etc. It also provides the Disease Risk Assessments related to chemical, light, sound, and heat operations, including the benefits of Annual Health Check-Up and special examinations according to the risks experienced by the medical professional in occupational medicine, and then report the results to the Provincial Department of Labor Protection and Welfare as required by law. For allocating workplace, places with noise must be isolated, put on the Safety Sign to warn of the hazardous areas, and provide Personal Protective Equipment (PPE) to prevent noise for employees on duty in that area.

Protecting Employees and Establishments from COVID-19 pandemic

The COVID-19 Pandemic in Thailand has occurred since March 2020. The management of the Company, under the exercise of the COVID-19 Pandemic Situation Management Team (Asian Group), has issued Safety Measures for all establishments of the Group. It covers all measures, including Employee Deterrent Measures to avoid traveling in the high-risk location according to government announcements or gathered location with large groups of people; Screening Measures before entering the workplace; and Employee Quarantine Measures in case of high risks from illness, close contact with an infected person, or traveling history to the high-risk location. In addition, we have increased the measures to maintain cleanliness by disinfectant, especially in highly touched areas; for example, stair railings, handles or doorknobs, etc., as well as improving the plants according to Social Distancing Measures by providing a distance in the areas and partitions at the desks & dining tables. The employees must wear surgical masks to work, and some employees must “Work From Home” to reduce the number of employees in the office.

The Company also operates to ensure that measures of the Group have been communicated to employees at all levels, including correct knowledge and advice on self-care in the COVID-19 situation, as well as announcements in the public relations board in Thai and Myanmar languages. This is to ensure that all employees of the Company and its subsidiaries are aware of and strictly comply with the announcements of the Company. Employees will not circumvent, conceal, violate, or provide false information because such acts are disciplinary and legal offenses. The Company will punish offenders with the highest penalties.



In 2021, our company, under the exercise of the Asian Group Joint Committee will arrange a screening for the COVID-19 cases periodically as needed by examining 100% of the total number of employees by RT-PCR method and randomly checking with the manual test kits or ATK to reassure employees that there is the low-risk within the establishment. It also provides immunization vaccines for employees at all levels of the company. We established the Factory Accommodation Isolation (FAI), which passed the standards for a 430-bed Quarantine Facility. The Company also prepares Andrographis Paniculata herbal medicine for use in case of employees infected with COVID-19 according to the measures of Samut Sakhon Province to properly accommodate infected people who are employees under the Group and provides vaccines for immunization against COVID-19 to all employees.

3. Anti-Corruption

The Company manages the business on the basis of transparency, ethics, adherence to the Good Corporate Governance, and compliance with laws related to prevention and anti-corruption, as well as giving or accepting bribes with the government or private officials. The Company has a specific Anti-Corruption Policy to effectively Anti-Corruption. In 2021, the Company had been certified by “**Thai Private Sector Collective Action Against Corruption**” for our commitment against all forms of corruption, and the Company has not had any complaints of corruption.

The Company provides opportunities for internal and external stakeholders to file whistleblowing or complaints about suspected violations of law, the Good Corporate Governance, rules & regulations of the Company, policies, business ethics, inaccurate financial reporting, or defective internal control system of the Company by defining channels, methods, procedures for investigation and protection of the rights of complainants and informants under the Whistleblowing and Complaints Policy. In addition, there are measures to protect the complainants or informants for a clear investigation through the following channels for receiving complaints:

Channels for Receiving Whistleblowing and Complaints

No.	Channels	Telephone	Email	Mailing Address	Others
1	Complaint Hotline (24 hours)	095-372-0144	-	-	-
2	Company Secretary	034-822704 Ext. 2306	Asian-Secretary@asiansea.co.th	Asian Sea Corporation Public Company Limited 55/2 Rama 2 Road, Bang Krachao Subdistrict, Mueang District, Samut Sakhon Province 74000	-
3	Internal Audit Office	034-822704 Ext. 2420	Asian-IA@asiansea.co.th	Asian Sea Corporation Public Company Limited 55/2 Rama 2 Road, Bang Krachao Subdistrict, Mueang District, Samut Sakhon Province 74000	Red Box (for Employees)
4	Chief Executive Officer	-	Asian-Whistleblowing@asiansea.co.th	Asian Sea Corporation Public Company Limited 55/2 Rama 2 Road, Bang Krachao Subdistrict, Mueang District, Samut Sakhon Province 74000	-
5	Audit Committee	-	Asian-Audit@asiansea.co.th	Asian Sea Corporation Public Company Limited 55/2 Rama 2 Road, Bang Krachao Subdistrict, Mueang District, Samut Sakhon Province 74000	-

Conducting Business with Responsibility to Customers and Consumers

The Company puts customers first. We have accumulated trust and credibility from our customers for a long time. Most customers of the Company are the brand owners and rely on us to produce and supply products to meet market demand. Being a reliable manufacturer capable of delivering quality and safe products to consumers is the key reason for the Company's growth with potential global customers. In this regard, the Company has established guidelines for treating customers as follows:

- Produce and sell products with quality, standards, and safety to create the highest satisfaction for customers.
- Provide information about goods and services with accuracy, sufficient, non-distorting, vague, or exaggerated advertisements to provide customers with accurate and sufficient information for decision-making.
- Respond to customer needs quickly and efficiently. Provide various systems and channels for customers to make complaints about goods and services conveniently and quickly. Prevent & solve problems for customers and use such information to improve or develop the goods and services of the Group.
- Treat customers fairly without discrimination and keep customer information confidential, as well as not misusing such information.

In 2021, there are no products of the Company recalled from the market, and the Company was certified by the international quality system as follows:

- Asian Sea Corporation Public Company Limited

No.	Certificates	Institutions	Year of Certification	Year of Expiration
1	GMP	Department of Fisheries	2021	2022
2	HACCP	Department of Fisheries	2021	2022
3	HALAL	Central Islamic Council of Thailand	2021	2022
4	BRC	NSF	2021	2022
5	BAP	NSF	2021	2022
6	ISO 9001 : 2015	TQCS	2019	2022
7	ISO 14001 : 2015	British Assessment Bureau	2020	2022
8	ISO 17025 : 2017	Ministry of Agriculture and Cooperatives	2021	2025
9	COVID-19 Prevention Best Practice	Ministry of Health	2021	2022
10	MSC Chain of Custody	SGS Company	2021	2024

- Asian Seafood Coldstorage (Suratthani) Company Limited

No.	Certificates	Institutions	Year of Certification	Year of Expiration
1	BRC, version 8.0	Intertek Certification Limited	2021	2022
2	ISO 14001 : 2015	ACS Registrars	2021	2024
3	ISO 9001 : 2015	ACS Registrars	2021	2024
4	ISO 45001 : 2018	ACS Registrars	2021	2024
5	GMP	Department of Fisheries	2021	2022
6	HACCP	Department of Fisheries	2021	2022
7	MSC Chain of Custody	SGS Company	2021	2024

- Asian Alliance International Company Limited

No.	Certificates	Institutions	Year of Certification	Year of Expiration
1	BRC	BSI	2021	2022
2	HACCP	Department of Livestock Development	2021	2024
3	GMP	Department of Livestock Development	2021	2024
4	HACCP	Department of Fisheries	2021	2022
5	GMP	Department of Fisheries	2021	2022
6	Dolphin Safe	Earth Island Institute	2021	2022
7	HALAL	Central Islamic Council of Thailand	2021	2022
8	Kosher	K Meshulash / Triangle K INC.	2021	2022
9	SEDEX	Intertek	2021	2022
10	TLS 8001 - 2010 : Basic Level	Department of Labour Protection and Welfare Ministry of Labour	2021	2023

- Asian Feed Company Limited

No.	Certificates	Institutions	Year of Certification	Year of Expiration
1	ISO9001 : 2015	Bureau Veritas	2020	2022
2	GMP	Department of Fisheries	2020	2022
3	BAP	Lloyd's Register	2020	2022
4	HACCP	Department of Fisheries	2020	2022

For the food production processes, besides the international standards of quality and food safety, the product traceability process is one of the most important standards for the trust in the Company products to the end customer and consumer. The Company has the Audit Policy to completely and quickly trace all products manufactured and sold by the Company within the specified period. The system can effectively audit the Forward Traceability and Backward Traceability. It can also be traceable to supplier/vendor, raw materials, packages, and components delivered to the Company.

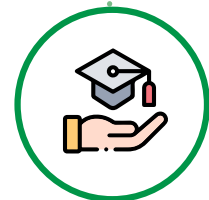
The Company has comprehensive traceability measures, including:

- 1) Identification of raw materials, packages, In-Process Products, Finished Products, Non-Conforming Materials or Products, including Rework, as well as delivery of raw materials, packages, components, and everything to the Group.
- 2) Keeping records of identification and traceability (Document Keeping)
- 3) Determine the frequency of traceability testing at least once a year from the raw materials and Primary Packaging to Finished Products and vice versa from Finished Products to raw materials and Primary Packaging.
- 4) Determine the Traceability Period appropriate to the type of business, industry standards, and customer needs.
- 5) Traceability Exercise of the products must test covering every production process.
- 6) Traceability Exercise must define the Mass Balance within the acceptance criteria of 95 -105%.

CSR Activities

In 2021, the world was experiencing the crisis of the global COVID-19 pandemic situation for the second year in a row, causing the number of people affected; including economic and social activities expand greatly. Therefore, in addition to managing safety in the organization and maintaining continuity in the production process and various business processes at full capacity, the Company also participates in many social activities as follows:

1) Awarding 186 scholarships for success and commitment to students in Grade 12, 3rd year of Vocational Certificate, and 2nd year of High Vocational Certificate from 18 institutions in Samut Sakhon province, and the total value is 1,029,000 baht only. The selection criteria for scholarship students are good behavior but poverty and perseverance to get expenses for education until graduated at that level. The Company is a representative of society to reward and encourage the youth for those commitments and efforts. It is also tangible proof to the youth who are the vital force of the family, society, and country that the commitment of the youth is valuable. Furthermore, the scholarship recipient can use the scholarship for activities that are in the best interests of the recipient without any obligation.



2) Operation support of various agencies in Samut Sakhon province for the COVID-19 pandemic crisis with the people of Samut Sakhon Province. Samut Sakhon province is the location of the Company, and it is also a province that has been severely affected by the pandemic since it was the beginning of a new wave of outbreaks at the end of 2020 from the group of infected migrant workers in the provincial shrimp market. Over the year 2021, the Company provides a total budget of 5,815,142 baht to perform the following activities:

• Provide Necessary Equipment for Health Workers and Volunteers	TOTAL VALUE	1,763,525	BAHT
• Improve the Provincial Covid-19 Crisis Management Center	TOTAL VALUE	1,770,090	BAHT
• Build the Field Hospital	TOTAL VALUE	1,881,598	BAHT
• Provide Lunch for Patients and Workers	TOTAL VALUE	399,929	BAHT

3) Budget support for the COVID-19 crisis to purchase medical equipment, including canned tuna for health workers and affected communities in other areas that request help as follows:

- Purchased 5 Ventilators for Maharaj Hospital, Nakhon Ratchasima Province
TOTAL VALUE 1,000,000 BAHT
- Supported Budget to Purchase the Ventilators and Oxygen Concentrators for Pak Chong Nana Hospital, Nakhon Ratchasima Province
TOTAL VALUE 1,000,000 BAHT
- Purchased Canned Tuna for Duang Prateep Foundation to provide Survival Bags for Communities in Khlong Toei District
TOTAL VALUE 1,008,000 BAHT
- Purchased PPE Kits, Surgical Masks, Alcohol Gel, and Canned Tuna for the Khlong Toei District Office to help People in Khlong Toei District
TOTAL VALUE 401,240 BAHT
- Supported Budget to Purchase the Ventilators and Purchased Canned Tuna for the COVID-19 Center, Surat Thani Province
TOTAL VALUE 342,800 BAHT



- Purchased PPE Kits, N-95 Masks, and Canned Tuna for Bang Khla Hospital, Chachoengsao Province
TOTAL VALUE 268,000 BAHT
- Purchased Air Purifiers for Health Workers of Buddhasothon Hospital, Chachoengsao Province
TOTAL VALUE 100,000 BAHT
- Supported Donations to Samut Prakan Hospital
TOTAL VALUE 100,000 BAHT
- Purchased Canned Rice and Tuna for the Food For Fighter project “Khao Pheu Mor”
TOTAL VALUE 240,000 BAHT



4) The Company has the policy to donate the products under the Company brand to charities for dogs or cats. In 2021, the Company had donated premium-grade pet food products under the Monchou Brand to various foundations, including Dog Island Phutthamonthon Park, Cat's Eyes Hotel, and Facebook Fanpage “Baan Lung Yhee”.



5) The executives of the Company were invited as the guest speakers to the Stock Exchange of Thailand at the SD Professional Sharing 4/2021: Business and Human Rights in One Report seminar, held on November 22, 2021, via the online system, and join as one of the SET ESG Expert in the “SET ESG Expert Pool Generation 1” project to:

- Be the ESG Change Agent for the organizations to drive change by transferring knowledge and experience of belief, inspiration, and spirit of the Sustainability: From Mindset to Action approach.
- Be the Volunteer speakers and/or consultants in various activities/projects initiated by the SET to develop relevant personnel of stakeholders in the internal capital market, such as Listed Companies, Intermediary Institutions, Investors, etc., including other stakeholders in the external capital market, such as SMEs, social enterprises, educational institutions, communities, and societies, etc.
- Provide opinions and suggestions on the development of various types of ESG learning tools to the SET, such as Training Courses, Operational Guidelines & Instructions, Practice Guidelines, Case studies, etc.
- Participate with SET ESG Expert Pool Network through communication channels provided by the SET regularly to create the atmosphere to share knowledge and exchange experiences & constructive opinions among members.



4. Management Discussion and Analysis

Summary of Audit Report

1. The Financial Statement for 2019 was audited by Ms. Sumalee Reewarabandith, Certified Public Accountant license no. 3970, from EY Office Company Limited

The auditor has audited the Financial Statement of the company and its subsidiaries (“the Group”), which comprise the consolidated financial position as at 31 December 2019, Consolidated statement of Comprehensive Income, Changes in Shareholders’ Equity and Statement of Cash Flows for the year then ended, with notes to the consolidated financial statements, including a summary of key significant accounting policies, and has audited the separated Financial Statement of Asian Sea Corporation Public Company Limited. The auditor expressed the opinion that the statements present fairly, in all material aspects, the Financial Statement consistent with generally certified accounting principles and Thai financial reporting standards

2. The Financial Statement for 2020 was audited by Ms. Sumalee Reewarabandith, Certified Public Accountant license no. 3970, from EY Office Company Limited.

The auditor has audited the Financial Statement of the company and its subsidiaries (“the Group”), which comprise the consolidated financial position as at 31 December 2020, Consolidated statement of Comprehensive Income, Changes in Shareholders’ Equity and Statement of Cash Flows for the year then ended, with notes to the consolidated financial statements, including a summary of key significant accounting policies, and has audited the separated Financial Statement of Asian Sea Corporation Public Company Limited. The auditor expressed the opinion that the statements present fairly, in all material aspects, the Financial Statement consistent with generally certified accounting principles and Thai financial reporting standards.

3. The Financial Statement for 2021 was audited by Ms. Sumalee Reewarabandith, Certified Public Accountant license no. 3970, from EY Office Company Limited

The auditor has audited the Financial Statement of the company and its subsidiaries (“the Group”), which comprise the consolidated financial position as at 31 December 2021, Consolidated statement of Comprehensive Income, Changes in Shareholders’ Equity and Statement of Cash Flows for the year then ended, with notes to the consolidated financial statements, including a summary of key significant accounting policies, and has audited the separated Financial Statement of Asian Sea Corporation Public Company Limited. The auditor expressed the opinion that the statements present fairly, in all material aspects, the Financial Statement consistent with generally certified accounting principles and Thai financial reporting standards.

Audit fee	The Company			Subsidiaries		
	2019	2020	2021	2019	2020	2021
Audit fee for quarter and year ended statement	1,950,000	1,950,000	1,950,000	3,200,000	3,200,000	3,450,000
Other Services	The Company			Subsidiaries		
	2019	2020	2021	2019	2020	2021
BOI Certificate Review (Pre Certificate)	80,000	80,000	80,000	80,000	80,000	80,000

4.1 Analysis of operations and financial position

Statement of financial position

Unit: Million Baht	Y2019	%	Y2020	%	Y2021	%
Assets						
Current Assets						
Cash and cash equivalents	102.9	1.8	207.4	3.3	88.7	1.2
Trade and other receivables	822.9	14.1	986.2	15.8	1,166.5	15.9
Inventories	1,738.3	29.9	1,915.9	30.7	2,691.0	36.6
Other current financial assets	0.0	0.0	13.1	0.2	0.0	0.0
Other current assets	54.4	0.9	55.8	0.9	113.5	1.5
Total current assets	2,718.4	46.7	3,178.5	51.0	4,059.7	55.2
Non-current assets						
Restricted bank deposits	18.5	0.3	18.5	0.3	18.6	0.3
Investments in joint ventures	43.6	0.7	42.5	0.7	40.5	0.6
Long-term loans to joint ventures	7.4	0.1	11.8	0.2	15.8	0.2
Long-term loans to associate	0.6	0.0	1.5	0.0	2.4	0.0
Investment properties	47.8	0.8	50.0	0.8	50.1	0.7
Property, plant and equipment	2,844.7	48.9	2,779.5	44.6	2,994.5	40.7
Right-of-use assets	0.0	0.0	28.9	0.5	27.5	0.4
Intangible assets	40.7	0.7	51.0	0.8	74.9	1.0
Deferred tax assets	76.7	1.3	43.0	0.7	23.8	0.3
Other non-current assets	23.9	0.4	26.7	0.4	46.9	0.6
Total non-current assets	3,103.9	53.3	3,053.4	49.0	3,295.0	44.8
Total assets	5,822.2	100.0	6,231.8	100.0	7,354.7	100.0

Unit: Million Baht	Y2019	%	Y2020	%	Y2021	%
Liabilities and shareholders' equity						
Current liabilities						
Bank overdrafts and short-term loans from banks	333.4	5.7	573.5	9.2	916.4	12.5
Trade and other payables	610.2	10.5	670	10.8	784	10.7
Current portion of long-term loans	618.3	10.6	638.3	10.2	508.5	7.0
Current portion of lease liabilities	0.6	0.0	16.1	0.3	11.9	0.2
Income tax payable	0.4	0.0	0.0	0.0	29.9	0.4
Other current financial liabilities	0.0	0.0	0.2	0.0	24.4	0.3
Other current liabilities	26.9	0.5	27.1	0.4	41.2	0.6
Total current liabilities	1,589.80	27.3	1,925.10	30.9	2,316.20	31.5
Non-current liabilities						
Long-term loans	1,243.2	21.4	604.9	9.7	776.4	10.6
Lease liabilities	0.4	0.0	12.0	0.2	14.9	0.2
Provision for long-term employee benefits	66.5	1.1	67.4	1.1	83.6	1.1
Deferred tax liabilities	111.1	1.9	111.7	1.8	113.0	1.6
Other non-current financial liabilities	0.0	0.0	11.8	0.2	5.5	0.1
Other non-current liabilities	0.9	0.0	1.0	0.0	1.0	0.0
Total non-current liabilities	1,422.2	24.4	808.8	13.0	994.5	13.5
Total liabilities	3,011.9	51.7	2,733.9	43.9	3,310.7	45.0
Shareholders' equity						
Share capital						
Issued and paid-up						
542,727,549 ordinary shares of Baht 1 each	542.7	9.3	542.7	8.7		
814,087,559 ordinary shares of Baht 1 each					814.1	11.1
Premium on ordinary shares	552.8	9.5	552.8	8.9	552.8	7.5
Retained earnings						
Appropriated - statutory reserve - The Company	54.0	0.9	54.3	0.9	81.4	1.1
- statutory reserve - Subsidiaries	25.0	0.4	25.0	0.4	68.0	0.9
Unappropriated	1,172.1	20.0	1,854.4	29.7	2,046.9	27.8
Other components of shareholders' equity	463.7	8.0	468.7	7.5	480.7	6.5
Total shareholders' equity	2,810.3	48.3	3,497.9	56.1	4,044.0	55.0
Total liabilities and shareholders' equity	5,822.2	100.0	6,231.8	100.0	7,354.7	100.0

Statement of comprehensive income

Unit: Million Baht	Y2019	%	Y2020	%	Y2021	%
Revenues						
Sales	8,180.0	98.3	8,631.0	97.8	9,478.3	98.9
Cold storage service income	14.0	0.2	14.3	0.2	9.9	0.1
Other income	131.6	1.6	176.0	2.0	98.9	1.0
Total revenues	8,325.6	100.0	8,821.3	100.0	9,587.1	100.0
Expenses						
Cost of sales and services	7,541.8	90.6	7,252.4	82.2	7,604.9	79.3
Selling and distribution expenses	236.5	2.8	270.2	3.1	320.9	3.4
Administrative expenses	303.6	3.6	372.5	4.2	445.1	4.6
Total expenses	8,081.8	97.1	7,895.1	89.5	8,370.9	87.3
Operation profit (loss)	243.7	2.9	926.2	10.5	1,216.2	12.7
Share of loss from investments in joint ventures	-5.3	-0.1	-2.3	0.0	-2.8	0.0
Share of loss from investment in associate	-2.6	0.0	-0.7	0.0	0.9	0.0
Finance income	5.2	0.1	5.8	0.1	6.1	0.1
Finance cost	-103.2	-1.2	-76.7	-0.9	-67.8	-0.7
Profit (loss) before tax income (income tax expenses)	137.9	1.7	852.3	9.7	1,152.6	12.0
Tax income (income tax expenses)	-5.2	-0.1	-34.3	-0.4	-108.3	-1.1
Profit (loss) for the year	132.7	1.6	818.1	9.3	1,044.3	10.9
Other comprehensive income for the year	47.9	0.6	5.1	0.1	3.8	0.1
Total comprehensive income for the year	180.6	2.2	823.1	9.3	1,048.1	10.9
Basic earnings per share	0.24		1.51		1.28	

Cash flow statement

Unit: Million Baht	Y2019	%	Y2020	%	Y2021	%
Cash flows from operating activities						
Profit (loss) before tax	137.9	12.4	852.3	101.8	1,152.6	232.8
Adjustments:						
Depreciation and amortization	207.5	18.6	248.0	29.6	259.1	52.4
Reversal of allowance for expected credit losses for trade and other receivables	-10.2	-0.9	-3.2	-0.4	-11.2	-0.2
Bad debts written-off					12.2	2.5
(Reversal of) reduction of cost of inventories to net realizable value	-22.4	-2.0	18.5	2.2	-34.2	-6.9
Reversal of allowance for impairment loss on land and buildings	1.1	0.1	-0.3	0.0	0.0	0.0
Reversal of allowance for impairment loss on investment properties	0.0	0.0	-0.6	-0.1	0.0	0.0
Withholding income tax written-off	0.5	0.0	0.1	0.0	0.4	0.1
(Gain) loss on sales/write-off of buildings and equipment	-1.7	-0.2	1.7	0.2	-5.5	-1.1
Long-term employee benefit expenses	20.9	1.9	7.6	0.9	8.6	1.7
Unrealised loss (gain) on exchange rate	2.0	0.2	-3.4	-0.4	0.2	0.1
Unrealised loss (gain) on forward foreign exchange contracts	-0.4	0.0	-11.5	-1.4	37.4	7.5
Unrealised gain on interest rate swaps contracts	0.0	0.0	-15.3	-1.8	-6.3	-1.3
Share of loss from investments in joint ventures	5.3	0.5	2.3	0.3	2.8	0.6
Share of (profit) loss from investment in associate	2.6	0.2	0.7	0.1	-0.9	-0.2
Finance income	-5.2	-0.5	-5.8	-0.7	-6.1	-1.2
Finance cost	103.2	9.3	76.7	9.2	67.8	13.7
Profit from operating activities before changes in operating assets and liabilities	441.0	39.6	1,167.7	139.4	1,476.9	300.4
Operating assets (increase) decrease						
Trade and other receivables	306.4	27.5	-170.9	-20.4	-180.5	-38.5
Inventories	638.5	57.4	-196.1	-23.4	-740.9	-149.7
Other current assets	17.0	1.5	-1.4	-0.2	-57.7	-11.7
Other non-current assets	-0.8	-0.1	2.1	0.2	-1.2	-0.2

Unit: Million Baht	Y2019	%	Y2020	%	Y2021	%
Trade and other payables	-154.3	-13.9	119.9	14.3	106.0	21.4
Other current liabilities	-17.4	-1.6	0.2	0.0	14.1	2.9
Cash paid for long-term employee benefits	-13.1	-1.2	-6.7	-0.8	-2.7	-0.6
Other non-current liabilities	0.0	0.0	0.0	0.0	0.0	0.0
Cash flows from operating activities	1,217.2	109.4	914.7	109.2	614.2	124.1
Interest received	2.1	0.2	7.2	0.9	6.0	1.2
Cash paid for interest	-105.4	-9.5	-79.0	-9.4	-67.7	-13.7
Cash paid for income tax	-6.0	-0.5	-5.4	-0.6	-57.5	-11.6
Cash received from withholding income tax	4.9	0.4	0.0	0.0	0.0	0.0
Net cash flows from operating activities	1,112.8	100.0	837.5	100.0	495.0	100.0
Cash flows from operating activities						
Increase in restricted bank deposits	-18.5	6.1	0.0	0.0	0.0	0.0
Cash payments for acquisitions of building and equipment	-231.7	76.8	-239.1	102.0	-438.7	91.2
Cash payments for acquisitions of computer software and trademark	-4.0	1.3	-4.6	1.9	-32.1	6.7
Cash payments for deposits of machinery and equipment					-19.0	4.0
Proceeds from sales of equipment	10.7	-3.5	12.0	-5.1	9.2	-1.9
Proceeds from sales of investment properties	0.0	0.0	2.0	-0.9	0.0	0.0
Cash paid for investments in joint ventures	-44.5	14.7	0.0	0.0	0.0	0.0
Increase in long-term loans to joint ventures	-12.0	4.0	-3.1	1.3	-0.4	0.1
Increase in long-term loan to associate	-1.6	0.5	-1.6	0.7	0.0	0.0
Net cash flows from (used in) investing activities	-301.6	100.0	-234.3	100.0	-481.0	100.0
Cash flows from financing activities						
Increase in bank overdrafts and short-term loans from banks	-727.0	90.7	243.8	-48.6	342.9	-252.6
Cash received from long-term loans	600.0	-74.8	0.0	0.0	700.0	-515.6
Repayment of long-term loans	-538.6	67.2	-618.5	123.2	-658.5	485.1
Payment of principal of lease liabilities	-0.9	0.1	-19.1	3.8	-18.2	13.4
Dividends paid	-135.4	16.9	-108.3	21.6	-502.0	369.8
Net cash flows from (used in) financing activities	-801.9	100.0	-502.1	100.0	-135.7	100.0
Net (decrease) increase in cash and cash equivalents	6.1		104.5		-118.7	
Cash and cash equivalents at beginning of year	96.8		102.9		207.4	
Cash and cash equivalents at end of year	102.9		207.4		88.7	

Financial Ratio

Unit: Million Baht		Y2019	Y2020	Y2021
Liquidity Ratio				
Current ratio	time	1.7	1.7	1.7
Quick ratio	time	0.6	0.6	0.6
Accounts receivable turnover ratio	time	10.4	9.2	8.8
Average debt collection	day	35.1	39.6	41.4
Accounts payable turnover ratio	time	18.5	16	10.5
Average debt repayment	day	19.7	22.8	34.9
Inventory turnover ratio	time	4.3	3.8	3.3
Average sales of goods	day	84.1	96.4	110.6
Cash cycle	day	99.5	113.3	117.1
Profitability ratio				
Gross profit margin	%	8.0	16.1	19.9
Net profit margin	%	2.2	9.3	10.9
Return on equity	%	13.1	23.4	25.8
Efficiency ratio				
Return on assets	%	2.3	13.1	14.2
Return on fixed assets	%	4.3	26.8	3.3
Asset turnover ratio	time	1.4	1.4	1.3
Financial ratio				
Debt to equity ratio	time	1.1	0.8	0.8
Net debt to equity ratio	time	0.7	0.5	0.5
Interest coverage ratio	time	4.4	15.3	18.0
Dividend payment	%	102.0	13.2	74.1

Management Discussion and Analysis

Overview of recent operations

Total operating performance

Unit: Million Baht	Y2019	%	Y2020	%	Y2021	%
The main income from sales and cold storage service	8,194.0	100.0	8,645.3	100	9,488.2	100.0
gross profit	652.3	8.0	1,392.9	16.1	1,883.3	19.8
net profit	132.7	1.6	818.1	9.5	1,044.3	11.0
Earnings per share (Baht)*	0.16		1.00		1.28	

*Number of ordinary shares used to calculate earnings per share equals 814,087,559 shares

Asian's sales & services revenues for 2019, 2020, and 2021 were reported at THB 8,194.0 million, THB 8,645.3 million, and THB 9,488.2 million consecutively. 2019 sales & services revenues decrease THB 1,455.5 million or around 21.6% compared to 2018. The main reason was sales drop in both Frozen and Pet Food business. Sales & services revenues were picking up in 2020 and 2021 for THB 451.3 million and THB 842.9 million or at around 5.5% and 9.8% consecutively, mainly from sales growth in Pet Food business.

Gross profit for 2019, 2020, and 2021 were at THB 652.3 million, THB 1,392.9 million, and THB 1,883.3 million orderly. (Gross profit margin for the year were at 8.0% in 2019, 16.1% in 2020, and 19.8% in 2021).

Net profit for 2019, 2020, and 2021 were at THB 132.7 million, THB 818.1 million, and THB 1,044.3 million orderly. Net profit margin for the year were at 1.6% in 2019, 9.5% in 2020, and 11.0% in 2021. Earnings per share was at 0.16, 1.00, and 1.28 baht per share consecutively.

Total revenues

Unit: Million Baht	Y2019	%	Y2020	%	Y2021	%
Sales	8,180.0	98.3	8,631.0	97.8	9,478.3	98.8
Coldstorage service income	14.0	0.2	14.3	0.2	9.9	0.1
Other income	131.6	1.6	176.0	2.0	98.9	1.0
Total revenues	8,325.6	100.0	8,821.3	100.0	9,587.1	100.0

Total revenues in 2019, 2020 and 2021 were at THB 8,325.6 million, THB 8,821.3 million, and THB 9,587.1 million baht respectively. Total revenues consist of revenue from sales, cold storage services income, and other income. The main component is revenues from sales which contribute around 98.3%, 97.8% and 98.8% in 2019, 2020, and 2021 consecutively. Sales growth decreased around 15.1% in 2019 compared to 2018 but increased at around 5.5% and 9.8% in 2020 and 2021 compared to the previous year.

The key drivers for sales revenues increase in 2021 were as follows:

1. Pet food sales revenues increased as demand in pet food were push from pet humanization trend.
2. Pre-fried Frozen food sales increased as the demand of ready-to-cook product grow during covid-19 pandemic as the products have long shelf-life, and easy to cook with good taste.
3. Sales revenues increase were partially offset by decrease in aquaculture feed and tuna sales. The aquaculture feed demand dropped rapidly, especially in fish feed, as local consumption drop rapidly due to severe pandemic throughout the year. Meanwhile, tuna sales were pressured from container shortage and high freight fee.

Revenue from sales increased in 2020 to THB 8,631.0 million from THB 8,180.0 million in 2019, a result of increased revenues from selling pet food and fishmeal, due to pet food industry growth. Aquaculture feed sales also increased as the market share increased.

Sales revenues in 2019 decrease compared to 2018 mainly because of average selling price of frozen products, pet food and fishmeal decline due to the weaken of USD against baht. Pet Food sales decreased as main customer reduced order temporarily due to their policy change. Moreover, the company's strategy to expand the ready-to-cook frozen product and stop selling commodity shrimp frozen product to USA was not achieved as expected.

Other incomes for the year 2019, 2020, and 2021 were at THB 131.6 million, THB 176.0 million, and THB 98.9 million respectively. In 2020, other incomes increased mainly from increase in gain on derivatives around THB 26.8 million and increased in foreign exchanges gain around THB 10.3 million. Other incomes declined in 2021 mainly because of as high as THB 102.9 million foreign exchange gain in 2020 compared to THB 52.8 million loss from foreign exchange which booked in administration expenses.

Revenue and Sales Volume by Business Group

Unit: Million Baht	Y2019	Y2020	Increase (Decrease) %	Y2021	Increase (Decrease) %
Volume (Mt)					
Pet Food & Fishmeal Business	20,065.5	26,915.2	34.1	31,435.7	16.8
Tuna Business	8,749.0	8,708.0	(0.5)	6,169.4	(29.1)
Aquaculture Feed Business	38,652.5	48,106.7	24.5	40,915.8	(14.9)
Frozen business	17,843.1	12,669.5	(29.0)	13,144.9	3.7
Total sales volume (tons)	85,310.1	96,399.4	9.4	91,665.7	4.9
Sales*					
Pet Food & Fishmeal Business	2,440.6	3,338.3	36.8	4,161.8	24.7
Tuna Business	1,102.7	1,089.5	(1.2)	849.4	(22.1)
Aquaculture Feed Business	1,089.9	1,373.1	26.0	1,265.4	(7.8)
Frozen business	3,546.7	2,830.1	(20.2)	3,201.7	13.1
Total sales revenue (million baht)	8,180.0	8,631.0	5.5	9,478.3	9.8

* Excluding intercompany items



Pet food and fishmeal business

Pet food sales volumes for 2019, 2020, and 2021 were at 20,065 tons, 26,915 tons, and 31,435 tons respectively. In 2019, sales volumes decreased around 1.3% compared to the previous year, but increased 34.1% and 16.8% in 2020 and 2021 consecutively. Pet food sales revenues for 2019, 2020, and 2021 were at THB 2,440.6 million, THB 3,338.3 million, and THB 4,181.8 million orderly, which were the decrease of 20.1% in 2019, and increase of 36.8% and 24.7% in 2020 and 2021 respectively.

In 2021, demand in pet food increased continuously from pet humanization trend and increase in pet population globally. Pet's owners were willing to pay more for premium pet food. Therefore, there are opportunity for Thailand to expand pet food export and becomes number 3 pet food exporters of the world in 2022. The main obstacles are high freight fee, high energy cost, and more competitors, especially Vietnam.

The company capacity expansion project is ongoing in order to be able to serve more orders. The maximum capacity will increase to 42,000 tons per year (exclude fishmeal capacity). The project expected to be complete in Q2 2022.

In 2021, plastic cup product contributed as high as 49% of total pet food revenue, increased around 4%. Pouch and canned products contributed 15% and 32% respectively. Total pet food revenue portion to total revenues drove to 43% compared to around 39% in the previous year.

In 2020, pet food sales growth rate was at the recorded high, 36.8% compare to 2019. Demand has been driven from change in behavior due to covid-19 pandemic. Sales growth drove from both current customers and new potential customers from Japan and EU during the year. The strongest growth product group was pouch products, as it was in trend and convenient to use.

Pet Food sales volumes in 2019 was at around the same level compared to 2018 because of key customer reduced its order for the first 9 months of the year due to their internal policy change. Their order was picking

up in late 2019. Sales revenues declined around 20% partly because of weaken USD against baht, others because of change in product-mix.

“monchou”, the company's premium pet food brand, could sales more in 2021 as it was distributed via more than 500 pet shops all over Thailand. “monchou” sales contributed around 1% of total revenues of Asian Group.

In 2020, “Hajiko”, the company's economy dog food brand, was launched and distributed since September 2020. Meanwhile, Thaiya Meisi, the company's dry pet food joint venture in China was impacted strongly from covid-19 pandemic, shortage in dry pet food raw material in the first half of the year led to high price in the second half.



Tuna business

Tuna sales volumes in 2019, 2020, and 2021 were at 8,749 tons, 8,708 tons, and 6,169 tons respectively. The volumes growth was at 25% in 2019, but declined at around 0.5% and 29.1% in 2020 and 2021 orderly. Tuna sales revenues for 2019, 2020, and 2021 were at THB 1,102.7 million, THB 1,089.5 million, and THB 849.4 million consecutively, an increased rate of around 8% in 2019 but decreased at around 1.2% and 22.1% in 2020 and 2021 respectively.

In 2021, Tuna sales volumes decreased rapidly from high freight cost and persistent shortage of containers as well as shortage of worker then ASIAN maximize the resource limitation by moving to pet food production instead. In 2020, sales volume decreased around 6%, even though demand for the products remained at a good level. Labor shortage from the covid-19 pandemic limit production capacity. Moreover, there were also shortages of raw material from the same cause. Concerning labor limitations in particular, the company was rather determined to increase production capacity in the pet food.

In 2019, sales volumes increased by 25% compared to 2018, from the customers demanding more sophisticated products than plain canned tuna, and that is solid growth. Revenues from sales increased by approximately 8%, because of currency values and the

average sale price of tuna being less than in 2018, particularly in the fourth quarter, when the price of tuna hit a historical low of approximately 900 USD per ton.



Aquaculture feed business

Aquaculture feed sales volume for 2019, 2020, and 2021 were at 38,652 tons, 48,107 tons, and 40,916 tons consecutively. Sales volume of 2019 was in line with 2018. Sales volumes increased as high as 24.5% in 2020, but decreased around 14.9% in 2021. Sales revenues for 2019, 2020, and 2021 were at THB 1,089.9 million, THB 1,373.1 million, and THB 1,265.4 million respectively which were in line with volumes. Revenues had no change in 2019. However, increased 26% in 2020 and decreased 7.8% in 2021.

In 2021, fish feed sales declined rapidly due to lower demand from fish farmers as covid-19 pandemic pressured the consumption in the second half of the year.

In 2020, sales volumes of aquaculture feed increased by about 24% y.o.y. Shrimp feed sales increased against market down trend. Market share increased since the company could provided good quality shrimp larvae to the farmers. Meanwhile, fish feed sales were pressured from low fish consumption domestically due to lock down policy during covid-19 pandemic.

In 2019, Sales volumes and values quite similar to the previous years as the farm productivity was at around the same level yoy.



Frozen business

Frozen sales volume for 2019, 2020, and 2021 were at 17,843 tons, 12,670 tons, and 13,145 tons consecutively, at the declined of 16.6% and 29.0% in 2019 and 2020 but increased at around 3.7% in 2021. Sales values were at THB 3,546.7 million, THB 2,830.1 million, and THB 3,201.7 million for 2019, 2020, and 2021 respectively. Sales values decreased at around 18.2% and 20.2% in 2019 and 2020 orderly, and increased 13.1% in 2021.

Revenue growth in 2021 mainly drove from increase in squid and pre-fried sales volume. Demand recovered from both US and EU market due to covid-19 pandemic relief as vaccination rate increased. Squid and pre-fried volume contributed as high as 64% of total Frozen sales.

Revenue from sales and sales volumes for 2020 were greatly reduced by 20.2% and 29.0% respectively compared to 2019. This was a result of the policy of stop selling the frozen commodity products to the US market and focus more on value added products such as pre-fried frozen products, for which the current core market is in the USA. In contrarily, the profit margins for frozen business improved rapidly due to greater proportion of value-added products, and greater profit margin on squid products.

In 2019, frozen sales volumes decreased around 16.6%. This was a result of the policy of stop selling the frozen commodity products to the US together with the declined in Sillago sales to Japan. Both were in very competitive market as the production cost in Thailand was quite high compared to others. Pre-fried product (value added product) also just initially introduce to the customers.

Gross profits

Unit: Million Baht	Y2019	%	Y2020	%	Y2021	%
Revenues						
Sales	8,180.0	98.3	8,631.0	97.8	9,478.3	98.9
Coldstorage service income	14.0	0.2	14.3	0.2	9.9	0.1
Total revenues	8,194.0	100.0	8,645.3	100.0	9,488.2	100.0
Cost of sales and services	7,541.8	90.6	7,252.4	82.2	7,604.9	79.3
Gross Profit	652.3	8.0	1,392.9	16.1	1,883.3	19.8

According to all business performance above, the company gross profit and gross profit margin increased continuously. The gross profit for 2019, 2020, and 2021 were at THB 652.3 million, THB 1,392.9 million, and THB 1,883.3 million consecutively, with the gross profit margin at 8.0%, 16.1% and 19.8% orderly.

Selling Expenses

In 2021, selling expenses was at THB 320.9 million, which was around 3.4% to total revenues. An increase of THB 50.7 million or 18.8% due to the increase of marketing and selling expenses and increase in sales team expenses of “Monchou”, the company’s own brand.

In 2020, selling expense was at THB 270.2 million, which was around 3.1% of total revenues. An increase of THB 33.7 million from 2019 or 14.2% due to tuna commission increased.

In 2019, selling expenses was at THB 236.5 million or 2.8% of total revenues, THB 57.1 million decreased compared to 2018.

Administrative Expenses

In 2021, administrative expenses were at THB 445.1 million, which was around 4.6% of total revenues, THB 72.6 million increased mainly from THB 52.8 million loss from foreign exchange and THB 12.2 million more allowance for doubtful debt.

In 2020, administrative expenses increased THB 68.9 million or 22.7%, from THB 303.6 million in 2019 to THB 372.5 million which accounted for 4.2% to total revenues due to higher allowance for obsolete stocks.

In 2019, administrative expenses were at THB 303.6 million, which was around 3.6% of total revenues, THB 62.4 million decreased mainly because allowance for doubtful debt could maintain and allowance for obsolete decreased.

Financial Cost

Financial cost for 2019, 2020, and 2021 were at THB 103.2 million, THB 76.7 million, and THB 67.8 million. The decreased mainly drove from long term re pay since 2019.

Taxed Expenses (Income)

The company had taxed expenses since 2020 as the performance improve rapidly and accumulative loss and BOI benefit had been used up. In 2019, 2020, and 2021, the company tax expenses were at THB 5.2 million, THB 34.3 million, and THB 108.3 million consecutively.

Net Profit

Net Profit for the year 2019, 2020, and 2021 were at THB 132.7 million, THB 818.1 million, and THB 1,044.3 million respectively. Net profit declined at 63.4% in 2019 yoy. However, net profit increased 516.5% and 27.7% in 2020 and 2021 orderly.

Financial Position

Asset

(Unit: Million Baht)

	Y2019	Y2020	Y2021
Total Assets	5,822.2	6,231.8	7,354.7
Increase/(Decrease) from previous year	(719.5)	409.6	1,122.9
Increase/(Decrease) %	(11.0)	7.0	18.0

ASIAN had total assets of THB 7,354.7 million as of 31 December 2021, an increase of THB 1,122.9 million or up 18% from THB 6,231.8 million at the end of 2020. The followings are the main contributors:

1. Inventories, as of 31 December 2021, was THB 2,691 million increased by THB 775 million mainly due to finished goods of petfood by THB 382 million corresponding to the increased from orders that are due for delivery in the first quarter of this year and stocked up raw material of petfood and seafood products to support demand from the market.
2. Trade and other Receivables totaled THB 1,167 million, up 181 million was primarily from an increase in sales of frozen seafood and petfood.
3. Property, plant and equipment as of 31 December 2021 was in the amount of THB 2,995 million increased by THB 215 million or 7.7% when compare with end of 2020. This was due to ASIAN has expanded capacity in pouch line of petfood and additional line of pre-fried frozen seafood and invested in operation process improvement.

In 2020, total assets increased, mainly from an increase in current assets, in turn due to cash in hand and equivalents of THB 104.5 million, accounts receivable of THB 163.3 million and inventory of THB 177.7 million.

In 2019, total assets decreased, mainly from a reduction in current assets, which were reduced accounts receivable of THB 302.4 million and reduced inventory of THB 616.2 million.

Trade Receivables

Unit: Million Baht	Y2019		Y2020		Y2021	
	Y2019	%	Y2020	%	Y2021	%
Not yet due	506.8	51.3	625.5	57.4	747.0	59.6
Past due						
Up to 3 months	228.9	23.2	224.9	20.6	296.1	23.6
3-6 months	8.5	0.9	37.1	3.4	33.6	2.7
6-12 months	21.3	2.2	23.9	2.2	8.8	0.7
Over 12 months	222.6	22.5	178.5	16.4	167.4	13.4
Total	988.1	100.0	1,089.8	100.0	1,253.0	100.0
Less: Allowance for expected credit losses (2019: Allowance for doubtful accounts)	(197.0)	-19.9	(150.4)	-13.8	(149.3)	(12.0)
Total Trade Receivables - net	791.0		939.4		1,103.7	

Accounts receivables were mostly on due or not overdue by more than 3 months. In 2019, 2020, and 2021, total accounts receivables before allowance for doubtful debt were at a ratio of 74%, 78%, and 83% orderly.

Inventory

(Unit: Million Baht)

	Y2019	Y2020	Y2021
Inventories	1,738.3	1,915.9	2,691
Increase/(Decrease) from previous year	(616.2)	177.7	775.1
% of Total Assets	29.9	30.7	36.6

Inventory was increased continuously for the pass 3 years. In 2019, 2020, and 2021, the inventory was at THB 1,738.3 million, THB 1,915.9 million, and THB 2,691.0 million consecutively. The inventory contributed 29.9%, 30.7% and 36.6% of total assets in 2019, 2020 and 2021 respectively. The increase was mainly to support increase in sales revenues.

Liquidity

Cashflows

Cash from operations has been spent with great caution by the company for the greatest benefit. It has considered investment in increasing production capacity and increasing production efficiency in line with business growth and including the repayment of loans. The company has a policy of managing cash in hand or equivalents to be at a suitable level according to business operating conditions

(Unit: Million Baht)

	Y2019	Y2020	Y2021
Net cash flows from operating activities	1,112.8	837.5	495.0
Net cash flows from (used in) investing activities	(301.6)	(234.3)	(481)
Net cash flows from (used in) financing activities	(801.9)	(502.1)	(135.8)
Net increase (decrease) in cash and cash equivalents	9.3	101.1	(121.7)

In 2021, the company cash on hand and cash equivalents had been decreased THB 121.7 million due to receivables and inventory increase to support sales growth in 2022. Cash from operation increased only THB 495.0 million. THB 481.0 million has been used on investment activities, to expand capacity and improve efficiency in pet food and frozen, including ERP system rollout in frozen and feed business.

In 2020, the company had cash on hand and cash equivalents increased by THB 101.1 million, increased from operations by THB 837.5 million, and use of THB 234.3 million on investment activities, and THB 502.1 million used on financing activities.

In 2019, the company had cash on hand and cash equivalents increased by THB 9.3 million, increased from operations by THB 1,112.8 million, and spending THB 301.6 million on investment activities, and spending THB 801.9 million on financing activities.

Cashflow from Operation

For 2021 cash flows from operating activities was THB 495.0 million increased. The operation profit for the year was at THB 1,477.0 million, while receivable and inventory increased around THB 921.4 million and partially offset by increasing of Liabilities, trade liabilities increased for THB 106.0 million, result in operating cash before interest and tax was at THB 614.2 million.

In 2020, cash flows from operations increased to THB 837.5 million. This increase was significantly from earnings before tax of THB 852.3 million, increased by depreciation of THB 248.0 million, reduced from accounts receivable increased by THB 170.9 million, and reduced from inventories increased by THB 196.1 million.

In 2019, cash flows from operations increased to THB 1,112.8 million. This increase was significantly from earnings before tax of THB 137.9 million, increased by depreciation of THB 207.5 million, and increased from the reduction of accounts receivable of THB 306.4 million, and increased from inventories reduced by THB 638.5 million.

Cash flows from investment activities

Cash flow used in investing activities was THB 438.7 million which mainly was from enhancing capacity of petfood and frozen value-added seafood, including ERP roll out of THB 32.1 million.

In 2020, THB 234.3 million was spent, mostly for machinery and equipment which accounted for THB 239.1 million, including the payment of the last tranche for the Automatic Warehouse system.

In 2019, THB 301.6 million baht was spent, mostly to invest in machinery and equipment of THB 231.7 million for the Automatic Warehouse system. Another THB 44.5 million had been invest in Shandong Thaiya Meisi Pet Foods Co., Ltd. In China.

Cash flows from financing activities

In 2021, short-terms loan increased THB 342.9 million. Long-term loan increased THB 700 million off set with long-term loan repay of THB 635.5 million. Then, after dividend payout of THB 502.0 million, the company net cash used in financing activities was THB 135.8 million.

In 2020, THB 502.1 million was spent. THB 618.5 million used to repay long-term loans with another THB 108.3 million had been paid as dividend payments. THB 243.8 million more short-term loans from the bank were received in the category of export credit and trust receipts.

In 2019, THB 801.9 million was spent. THB 538.6 million has been used to repay long-term loans. THB 727.0 million has been used to repay short-term loans. THB 135.4 million spent as dividend payments. Additional long-term loans were received of THB 600.0 million.

Sources of capital

(Unit: Million Baht)

	Y2019	Y2020	Y2021
Total Liabilities	3,011.9	2,733.9	3,310.7
Increase/(Decrease) from previous year	(764.7)	(278.1)	576.8
Bank overdrafts and short-term loans from banks	333.4	573.5	916.4
Current portion of long-term loans	618.3	638.3	508.5
Long-term loans	1,243.2	604.9	776.4

Liabilities

As of 31 December 2021, ASIAN had total liabilities of THB 3,310.7 million, increased of THB 576.8 million or 21.1%, mainly from an increase of short-term borrowings to support ASIAN working capital by THB 343 million and increase of long-term loans by THB 171 million.

As of 31 December 2020, total liabilities of the company decreased THB 278.1 million from 2019, mainly from long-term loans reduced by THB 638.3 million, while overdrafts and short-term loans from the bank were increased by THB 240.0 million.

As of 31 December 2019, total liabilities of the company decreased THB 764.7 million from 2018, reduced from repayment of overdrafts and short-term loans of THB 727.5 million.

Debt to Equity ratios at the end of 2019, 2020, and 2021 were at 1.1, 0.8, and 0.8 respectively.

Short-term loans from the bank

At the end of 2021, short-term loans from the bank increased to THB 916.4 million, an increase of 59.8% mainly from THB 247.8 million promissory note and THB 173.9 million trust receipt while packing credit decreased by THB 82.5 million.

As of the end of 2020, the company had short-term loans from the bank increased from THB 333.4 million in the previous year to THB 573.5 million, an increase of 72%. This was an increase of THB 180 million export credits, an increase of THB 32.8 million trust receipts. Promissory notes also increased by THB 21.5 million.

As of the end of 2019, the company short-term loans from the bank reduced by THB 727.5 million or 69% decreased. The promissory notes decreased THB 354.8 million and trust receipt decreased THB 372.2 million.

Long-term Loans

(Unit: Million Baht)

Loan	Interest Rate%	Maturity	Y2019	Y2020	Y2021
1	THBFIX 6M+1.90	May 2022	880.0	540.0	180.0
2	Fixed 2.94%	June 2025	432.1	353.6	275.0
3	Fixed 2.57%	September 2022	275.0	175.0	75.0
4	THBFIX 3M+2.00	September 2022	275.1	175.1	75.1
5	MLR-1.97%	May 2025			480.0
6	Prime Rate-2.75%	December 2026			200.0
			1,862.2	1,243.6	1,285.1

By the end of 2021, the company long-term loans increased THB 41.5 million to THB 1,285.1 million, THB 508.5 million will be due in 2022. The new long-term in 2021 was THB 700.0 million, offset with the THB 658.5 million repay during the year.

As of the end of 2020, the company had long-term loans of THB 1,243.6 million, THB 638.3 million will be due in 2021. During the year, the amount redeemed according to the terms was THB 618.6 million.

As of the end of 2019, the company had long-term loans of THB 1,862.2 million, THB 618.6 million will be due in 2020. During the year, an additional loan contract was made of THB 600 million, and the amount redeemed according to the terms was THB 538.6 million.

As of 31 December 2021, the company had long-term loans under the undrawn loan contract THB 150 million.

Shareholder Equity

As of 31 December 2021, ASIAN had shareholders' equity of THB 4,044.0 million, an increase of THB 546.1 million which was from ASIAN profit for the year of THB 1,036.1 million and offset with dividend paid of THB 773.4 million and THB 70.2 million legal reserve.

As of 31 December 2020, the company had shareholders' equity of THB 3,497.9 million, increased from 2019 by THB 687.6 million. This was an increase from comprehensive earnings of THB 823.1 million. There were dividend payments in the year of THB 108.3 million, and an item of retained earnings from changes in accounting policy of THB 27.2 million.

As of 31 December 2019, the company had shareholders' equity of THB 2,810.3 million baht, increased slightly from 2018 by THB 45.1 million baht. This was an increase from comprehensive earnings of THB 180.6 million. There were dividend payments in the year of THB 135.4 million.

Key Financial Ratios Analysis

Liquidity Ratios

At the end of 2019, 2020, and 2021, the company current ratios were at 1.7, quick ratios were at 0.6. Current assets mostly consist of cash and cash equivalent, receivables, and inventory. Current Liabilities mostly consist of short-term loans, trade liabilities, and current portion of long-term loans.

Interest coverage ratio

As the performance has been improve continuously, interest coverage ratio as of the end of 2021 was at 18.0, increased from 15.3 in 2020. The interest coverage ratio in 2019 was at 4.4. The interest coverage ratio is calculated from earnings before interest, tax, depreciation, and amortization (EBITDA) divided by interest expense.

Debt to equity ratio

Debt to Equity ratios at the end of 2019, 2020, and 2021 were at 1.1, 0.8, and 0.8 respectively as the profit increased each year.

Bank's covenants

For the company's long-term loans, there is an agreement that the debt to equity ratio must be maintained to not exceed 2.0, the current ratio must not be less than 1.2, and dividends or other benefit may not be paid to shareholders in the case that the debt service coverage ratio is less than 1.2.

Regarding this, from 2019 to 2021 the company was able to maintain these financial ratios according to the criteria and conditions stipulated.

5. General Information and Other Important Information

5.1 Other Important Information

Description, general information, name, location, telephone, fax of other references : Details as specified under ASIAN Information.

5.2 Legal Disputes

- None-

5.3 Secondary Market

- None-

5.4 Regularly Contacted Financial Institutions (Only in the case of debt instruments)

- None-



Part 2

Corporate Governance



6. Corporate Governance Policy

6.1 Overview of Corporate Governance Policies and Practices

Asian as a listed company on the Stock Exchange of Thailand realized the important mission in terms of good management, transparency and creating equality for all stakeholders. Asian is determined to develop the organization in terms of good corporate governance with the belief that good corporate governance is a management system that creates fairness, confidence in investment, long-term value for shareholders and confidence with all stakeholders, enables the organization to have proper management with the highest efficiency and effectiveness as well as promoting competitiveness of the organization for sustainable growth.

In 2021, the Company improved corporate governance work by assigning the Sustainability Management Committee which changed the name of the faculty to the Corporate Governance and Sustainability Management Committee to consider the policy framework and guidelines for the development of corporate governance and corporate social responsibility in order to operate the business of the Company and its subsidiaries to be transparent and fair to all stakeholders, which will support the policy of sustainable growth of the organization in line with the principles of good corporate governance. In addition, the Board of Directors has reviewed and improved the good corporate governance policy to raise the standard of operations in accordance with the principles of good corporate governance of the Securities and Exchange Commission, Thailand (SEC Office), the Stock Exchange of Thailand (SET) and the current edition is the 3rd revision / 2021.

Corporate Governance Policy

The Board of Directors of Asian Sea Corporation Public Company Limited takes into account the obligations and responsibilities towards the best interests of the shareholders including impacts on society, community, environment and the nation as well as other stakeholders, comprising customers, trading partners, creditors, employees and competitors. Therefore, the Board sets a policy for corporate governance in order for the strict practice of directors, executives and employees of the Company to have transparency and fairness to stakeholders. There are 5 important corporate governance policies as follows:

Section 1. Rights of Shareholders

The Company's shareholders have their ownership rights by controlling the company through the appointment of the Board of Directors to act on their behalf and have the right to make decisions for significant changes of the Company as follows:

- 1) The right to register as the owners of the Company's shares
- 2) The right to change hands or transfer of rights in shares except for the transfer of shares causing foreigners' holding more than 20 percent of the total issued shares of the Company
- 3) The right to receive the Company's significant information regularly and sufficiently
- 4) The right to attend the meeting to vote in the shareholders' meeting of the Company
- 5) The right to appoint or remove the Company's directors
- 6) The right to consider the remuneration of the Company's directors
- 7) The right to appoint an auditor and consider the auditor's remuneration
- 8) The right to consider appropriation of profits and receive revenue sharing of the Company
- 9) The right to participate in decision making and know the results of the Company's decision relating to changes in the fundamentals of the Company, including:
 - Sale or transfer of the entire business of the Company or some important parts to other people
 - Purchasing or accepting business transfers of other companies to be owned by the Company
 - Making, amending or terminating contracts relating to the leasing of all or substantial parts of the Company's business as well as assigning other people to manage the Company's business or a merger with other persons for the purpose of sharing profit and loss
 - Changes to the Memorandum of Association or the Articles of Association of the Company
 - Capital increase or reduction of the Company's capital
 - Merger or the dissolution of the company
 - Issuance of debentures
 - Other extraordinary events that are not normal events

The Company supports all groups of shareholders including institutional shareholders to have full opportunities in exercising the right to attend the shareholders' meeting and voting in the meeting equally and will not have any actions as restriction to their rights to access the Company's information or attend the shareholders' meeting by performing various actions related to the shareholders' meeting as follows:

Before the Shareholders' Meeting

1. Prepare the invitation letters for the shareholders' meeting and supporting documents with complete, clear, important information in both Thai and English version.
2. Publish the invitation letters for the shareholders' meeting and meeting supporting documents at least 14 days in advance before the meeting date via the Stock Exchange of Thailand's news system and the Company's website.
3. Dispatch the invitation letters for the shareholders' meeting and other meeting documents including the proxy form (in case of some shareholders who do not have an intention to attend the meeting in person) to the shareholders at least 14 days in advance of the meeting date in order for the shareholders to have enough time to study the information for various voting decisions.
4. Provide a channel for shareholders to inquire about the agendas of the shareholders' meeting or send questions in advance to the Company Secretary via email: Asian-Secretary@asiansea.co.th.

The Shareholders' meeting date

1. Determine the date, time and place of holding the shareholders' meeting at the locality where the Company's head office is located or nearby provinces for the convenience of the shareholders to attend the meeting.

2. The Company uses a computer system for the shareholders' registration including allocation of sufficient registration time.
3. Support the shareholders to use ballots in every agendas.
4. The shareholders who are unable to attend the meeting in person can vote by appointing a proxy to a person who the shareholders deem appropriate to attend the meeting and vote on their behalf.
5. Inform the shareholders of the rules used for voting clearly at the beginning of the meeting.
6. Do not add any agendas other than those specified in the invitation letters for the shareholders' meeting or change important information without notifying the shareholders in advance.
7. Directors and executives of the Company have to attend the shareholders' meeting and giving the shareholders opportunities to ask questions, comment and request clarification from the Board of Directors, the executives or the auditor in the relevant agendas before voting for approval on various agendas.
8. Provide opportunities for shareholders to vote for the election of directors in persons .
9. Count the votes and disclose the voting in each agendas to the shareholders' meeting clearly and transparently by inviting the representatives of shareholders to witness the counting.

After the Shareholders' Meeting

1. Notify the resolution of the meeting and voting results for each agendas via the Stock Exchange of Thailand's news system and the Company's website within the next business day.
2. Prepare the minutes of meetings with complete significance to submit to the Stock Exchange of Thailand and publish on the Company's website within 14 days from the date of the meeting.
3. Publish the minutes of the shareholders' meeting on the Company's website which is notified via the Stock Exchange of Thailand's news system.

Section 2. Equitable Treatment of the Shareholders

The Company has a policy to treat all shareholders : retail investors, institutional domestic and international investors equally and fairly in exercising their rights. The Company has the following policies:

Providing Information before the Shareholders' Meeting

1. Notify the meeting schedule with the agendas and the opinion of the Board of Directors to the Stock Exchange of Thailand and publish in both Thai and English version via the Company's website at least 14 days before the date of the meeting of shareholders.
2. Inform the shareholders of the rules and regulations used in the meeting, voting process including voting rights for each types of shares before the meeting and publish on the Company's website.

Protection of the Minority Shareholders' Rights

1. Do not add any agendas other than those specified in the invitation to the shareholders' meeting or change important information without notifying the shareholders in advance.
2. Provide opportunities for shareholders to vote for individual directors.
3. The shareholders who hold shares in aggregate not less than 5 percent of the total voting rights of the Company are able to sign together to make the same letter. It is possible to add an agenda to the general meeting of shareholders. That letter can be sent to the Company Secretary Office via email : Asian-Secretary@asiansea.co.th
4. The shareholders who hold shares in aggregate not less than one-fifth of the total number of shares sold or not less than twenty-five shareholders who hold shares in aggregate not less than one-tenth of the total number of shares sold are able to sign together to make the same letter and nominate a person to be a director with information for consideration of qualifications and consent of the nominated to the Board of Directors. The letter must be sent through the Company's Secretary Office not less than 120 days prior to the meeting date via e-mail : Asian-Secretary@asiansea.co.th.

Preventing the Use of Inside Information

1. The directors, executives and all employees of the Company are strictly prohibited not to use inside information of the Company which is important and has not been disclosed to the public for the benefit of themselves and others.
2. The directors, executives and all employees of the Company are strictly prohibited not to disclose business sensitive information as well as important information about the various stakeholders of the Company to those who have no both inside and outside relation with the Company in spite of retirement, resignation, or the end of working with the company except the persons in accordance with the regulations by law or the resolution of the Board of Directors.
3. The directors, executives and employees of the Company should always realized that disclosure of critical business information must be carried out by only an authorized company personnel. When asked about critical business information, an unauthorized personnel has no duty to disclose that information. The questioner should be advised to contact the persons responsible for disclosure.
4. The directors, executives and employees of the Company have rights and freedoms to invest and trade in the Company's securities. However, in order to prevent conflicts of interest, the directors, executives and employees, including their spouses and minor children must prepare and disclose securities holding reports, as well as reports on changes in securities holdings and submit to the Company Secretary to collect and present to the Board of Directors' meeting at least 14 days prior to the date of the Board of Directors' meeting.

The Stake of Directors

1. The Company prohibits the directors, executives and employees to operate a business that competes with the Company either directly or indirectly.
2. Avoid making transactions that are related to oneself, related individuals or juristic persons which may cause conflicts of interest with the Company.
3. Board of Directors is responsible for ensuring that the Company complies with the rules, procedures and disclosure of related party transactions as strictly required by law or regulatory authorities.
4. Stakeholders must not take part in considering the transactions on which they have conflicts of interest.
5. In case, it is necessary to make related party transactions. Those transactions must be in accordance with the general trading conditions, the principles approved by the Board of Directors with transparency and fairness and as the same as the principles treated to outsiders with consideration of best interest of the Company.
6. Related party transactions that do not comply with the general trading conditions and the principles approved by the Board of Directors which may cause conflicts of interest must be reviewed and commented by the Audit Committee before submitting for approval by the Board of Directors or shareholders.
7. The nature and sizes of the related party transactions which are not under the authority of the Executive Committee must be reviewed and commented from the Audit Committee before submitting for approval by the Board of Directors or request shareholders' resolution.
8. The directors and executives of the Company have a duty to report their own interests and those of involved persons which are the stakes related to the management of the Company's business in accordance with the rules, conditions and procedures prescribed by the Capital Market Supervisory Board. The Company Secretary is responsible for collecting and submitting a copy of the stakeholder report to the Chairman of the Board and the Chairman of the Audit Committee for acknowledgment in the Board of Directors' meeting and the nearest Audit Committee's meeting from the date of receipt of the report. Moreover, the conflict of interest must be reported at least before the consideration of that agenda and directors who have interests must refrain from participating in the meeting to consider that agenda as well.

Section 3. Rights of different groups of stakeholders

The Company has established a policy to treat each stakeholder group with the consideration of the rights of such stakeholders as required by law by taking into account the mutual benefits between the Company and various groups of stakeholders as significantly as follows:

➤ **Shareholders** Create good and sustainable returns for shareholders through efficient management and good performance, operate the business with transparency, honesty and fairness and respect the rights of shareholders to obtain accurate, truthful and fair information with equality.

➤ **Customers** Create innovation in the Company's products and production processes continually to enable to produce quality, safe products with low cost and provide good service including giving complete and accurate information about the product to meet customer and consumer's satisfaction.

➤ **Partners** Treat trade partners with equality and consideration for mutual benefits. Develop and maintain lasting relationships as a business partner by treating all trading partners in accordance with procurement regulations which has clearly defined processes and procedures.

➤ **Creditors** Control repayment of loans and interest to all types of creditors in full on time and comply with the terms of the loan agreement completely.

➤ **Employees** Take care and treat employees at all levels appropriately, provide sufficient resources for operation, consider of compensation, migration, potential development, promotion with transparency, fairness and take care of the working environment to be safe for employees' lives and properties according to international standards. Open to listen to opinions and suggestions from employees to build positive attitude towards work and organization for sustainable business operations.

➤ **Trading competitors** The Company competes in business in good faith without infringement of the intellectual properties of others or trading competitors including not seeking confidential information of competitors by improper ways.

➤ **Society, community and environment** Comply with applicable laws and / or regulations, pay attention to power saving, carry out activities for the benefit of society and environment to create good interactions, improve quality of life for people in the community, support education and protect environment.

➤ **The government sector** Cooperate and support government policies for the benefit of the nation under relevant laws and regulations.

➤ **Independent organizations and other organizations in society** Cooperate and exchange information with independent organizations and other organizations in the society to jointly develop society and country.

In addition, to demonstrate the company's commitment in business operation under the Company's business ethics to build good conscience and operate with transparency, honesty and fairness, the Company has set up an anti-corruption policy and the policy on receiving complaints as well as protecting the rights of complainants for receiving suggestions and complaints related to the Company's business operations according to the Company's motto :



Section 4. Disclosure and Transparency

The Company places importance on the disclosure of accurate, complete, transparent, thorough and timely information, both financial and non-financial information, to provide investors and all stakeholders with reliable and sufficient information for decision-making on a regular basis according to the regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand via the Company's website and news notification system through the Stock Exchange of Thailand. Significant information which is disclosed to the public such as an annual registration statement (Form 56-1), an annual report (Form 56-2), financial information, information about shareholders' structure, information of the Board of Directors and various sub-committees, dividend policy, corporate governance policy of the Company, ethics in business operation and company activities, etc.

The Company requires the President or the delegated persons by the President to disclose the Company's information and Company Secretary Office is responsible for disclosing important information to the Stock Exchange of Thailand, the Securities and Exchange Commission, Thailand, shareholders and investors, coordinating with top management in the finance department, providing information and answering questions of shareholders, investors, securities analysts and general people about financial information performance, nature of business operations, company policies, plans and investment including factors that may affect the changes of important operating results by adhering to the principles of accuracy, completeness, timeliness and equality.

The Auditors and Preparation of Financial Reports

The Board of Directors must provide reporting for the operating results and disclose important information with transparency and adequacy through the financial statements of the Company and its subsidiaries by reporting to the Securities and Exchange Commission, Thailand and the Stock Exchange of Thailand continuously for the benefit of shareholders and investors. The Company's financial statements and its subsidiaries are audited by independent auditors who have expertise, are qualified and appointed by the resolution of the general meeting of shareholders to ensure that financial statements of the Company and its Subsidiaries are generated in accordance with generally accepted accounting standards and principles by using appropriate accounting policies in accordance with the principles of caution, accuracy and completeness, reflecting the Company's financial position and operating results according to the facts.

In addition, the Company also determines that the Company's Audit Committee is responsible for reviewing the reliability and accuracy of financial reports including internal control system to be sufficient and appropriate to ensure that the company's financial statements can be reliable.

Section 5 . Responsibilities of the Board of Directors

The Board of Directors

The Board of Directors' Structure

- Board of Directors consists of at least 5 directors but not more than 12 members, which must consist of independent directors of not less than one-third of the total number of directors but not less than 3 members and not less than half of the total number of directors must reside in the Kingdom.
- The Board of Directors elects directors together as the Chairman of the Board of Directors and may elect a Vice Chairman, a Managing Director or other positions as deemed appropriate.
- Chairman of the Board and Chief Executive Officer must not be the same person.
- Board of Directors must have a variety of professional skills, expertise and no gender restrictions.

Appointment of the Company's Directors

- Appointment of new directors or a director to replace a director who has retired from office requires the resolution of the shareholders' meeting. The person to be appointed as a director must receive a majority vote of the shareholders who attend the meeting and vote. If there are equal votes, the chairman of the meeting shall have the casting vote.
- In case that a director's position becomes vacant due to reasons other than the expiration of the term, the committee shall select qualified persons who do not have any prohibited characteristics under the law of a public limited company to become a replacement director in the next Board of Directors' meeting unless the remaining term of the director is less than 2 months and the person who replaces the director shall hold office only for the remaining term of the director whom he replaces; however, the votes of not less than three-fourths of the remaining directors must be received.

Term of Office of the Company's Director

- In every annual general meeting, directors must retire at least one third of the total number of directors. If the number of directors cannot be divided into three parts, the number closest to one-third shall be settled.
- Directors who retire from office may be reelected.
- In addition to vacating office by rotation, directors may vacate office upon
 - 1) dead.
 - 2) resign.
 - 3) lacking qualifications or having prohibited characteristics under the law of a public limited company.
 - 4) a resolution of the shareholders' meeting to leave with a vote of not less than three-fourths of the number of shareholders who attend the meeting and have the right to vote as well as holding shares in aggregate not less than half of the number of shares held by the shareholders who attend the meeting and have the right to vote.
- The court has issued an order because of the action or refraining from acting which is considered a violation of the law and causes damage to the Company or may cause damage to the Company.
- Directors who wish to resign from the position must submit a resignation letter to the Company. The resignation is effective from the date on which the resignation letter reaches the Company.

Qualifications of the Company's Directors

- must be an individual and
 - 1) legal age.
 - 2) not bankruptcy or ordered by the court to be an incompetent person or virtual incompetence.
 - 3) has never been sentenced to imprisonment by a final judgment of imprisonment for an offense related to property committed dishonestly.
 - 4) has never been fired or dismissed from government services or organizations or government agencies in malpractice base.

- 5) must not have any traits of lack of trust under Section 89/3 of the Securities and Exchange Act B.E. 2535 (as amended) and the notification of the Securities and Exchange Commission, Thailand No. KorJor. 8/2553 Re: Determination of Untrustworthy Characteristics of Company Directors and Executives.
- Directors must have capabilities and experiences that are beneficial to business operations and have enough time to devote fully to the performance of the director's duties. By stipulating that directors should not hold director positions in more than 5 listed companies.
 - Directors can hold directorship positions in other businesses but must not be a company that operates the same business and competes with the Company unless there is notification to the shareholders' meeting prior to the resolution to appoint a director.
 - Independent Director must not be a significant partner in a partnership or being a director who takes part in the management, a worker, an employee, a consultant who receives a regular salary or holding more than one percent of the total number of shares with voting rights of other companies which operates businesses with the same condition and is significant competition with the Company's business or its subsidiaries even though there is notification to the shareholders' meeting before the appointment.

Director's Remuneration

Director's pension and remuneration depends on the shareholders' meeting to determine year by year with supporting vote of not less than two-thirds of the total number of votes of the shareholders who attend the meeting.

Duties and Responsibilities of the Board of Directors

1. Responsible for managing all affairs of the Company and have authority to operate within the scope of the laws, the objectives and the Articles of Association of the Company and according to the resolution of the general meeting of shareholders.
2. Set up policies and directions for administration and follow up the performance of the sub-committees especially the Executive Committee to be in accordance with the specified policy under two important criteria namely maximum benefits for the Company and being within the framework of relevant laws and regulations.
3. Provide information disclosure to shareholders and all groups of stakeholders that is accurate, complete, transparent, and reliable as required by laws.
4. Provide an appropriate and efficient risk management process, internal control system and internal audit process which is efficient, standardized and capable of assessing critical risks and managing risks.
5. Set up an appropriate corporate governance policy based on good corporate governance.
6. Appoint a Company Secretary to help take care of various activities of the Board of Directors and support the Board of Directors and the Company to comply with relevant laws and regulations.
7. Establish a business ethics for directors, executives and employees to serve as a standard for the Company's business operations.
8. Arrange operation in accordance with the principles of good corporate governance and encourage communication to everyone in the Company to acknowledge and adhere to the principles.
9. Provide clear and transparent processes regarding related party transactions.
10. Provide a clear process for reporting the Audit Committee to the Board of Directors when they find or have doubts about transactions or actions which may have an impact with materiality to the financial position and performance of the Company. The Board of Directors must take corrective action within the period as the Audit Committee deems appropriate.
11. Arrange for the review and improvement of significant various policies and plans to be update and appropriate to the business conditions on a regular basis.
12. Perform any other duties in relation to the Company's business as assigned by the shareholders.

Authorization of the Board of Directors

1. Consider approve important transactions in accordance with the scope of power authority of the Board of Directors as stipulated by the law and the Company's Articles of Association, investment in other businesses, venture capital, company set-up and investment expansion.
2. Consider approve loan or lending or requesting any credit from financial institutions or becoming a guarantor in the amount of more than 300 million baht per contract.
3. Consider approve investment in normal business with credit limit of more than 15 million baht for the purpose of business size expansion or business process improvement.
4. Consider the appointment or removal of various sub-committees to support the performance of the Board of Directors' responsibilities as appropriate and necessary, follow-up operating performance and evaluate the performance of the sub-committees regularly.

Chairman of the Board of Directors

Appointment of the Chairman of the Board of Directors

Chairman of the Board Appointed by the Board of Directors

Term of Office of the Chairman of the Board of Directors

Term of office of Chairman of the Board of Directors is equal to the remaining term of the Company's directorship.

Duties and Responsibilities of the Chairman of the Board of Directors

1. Calling the Board of Directors' Meeting and the Shareholders' Meeting and being the Chairman of the Board of Directors' meetings and shareholders' meetings which complies with the Company's Articles of Association.
2. To be the casting vote in case that the Board of Directors' meeting has a vote and the votes of both parties are equal.
3. Play a role in controlling the meeting effective and in accordance with the Company's regulations, supporting and giving the directors an opportunity to express their opinions independently.
4. Support and encourage the Board of Directors to perform their duties to the best of their ability according to the power of authority and responsibilities and in accordance with the principles of good corporate governance.
5. Responsible as the leader of the Board of Directors in regulating, monitoring and supervising the administration of the Board of Directors and other sub-committees to achieve the set-up objectives and work plans.
6. Supervise the use of the policy and strategic operational guidelines of management and give advice and support to business operations of management.
7. Act as a leader and be a role model in accordance with the Company's ethical and business code of conduct, promote, monitor administration based on sustainability principles, social responsibility and comply with anti-corruption measures and practices.

The Sub-Committees

The Audit Committee

Appointment of the Audit Committee

The Audit Committee consists of the Company's directors who are not involved in routine management and appointed by the Board of Directors with no more than 4 people.

Term of Office of the Audit Committee

1. The Audit Committee's term is for the remainder of the Company's directorship. A member of the Audit Committee who vacates office upon the expiration of the term may be reappointed.
2. In case that the audit committee position becomes vacant due to reasons other than retirement by rotation, the Board of Directors shall appoint a person with full qualifications to be an audit committee member so that the number of audit committee members is at least as specified by the Stock Exchange of Thailand; by the person who becomes the audit committee instead can hold office only for the remaining term of the Company's directorship.

Duties of the Audit Committee

1. Review the Company's financial report to be accurate and sufficient.
2. Review the Company's internal control system and internal audit system that are appropriate and effective, and consider the independence of an Internal Audit Office.
3. Review the Company's compliance with the Securities and Exchange Act., the Stock Exchange's regulations and laws related to the Company's business.
4. Consider related party transactions or transactions which may have conflicts of interest in accordance with the laws and regulations of the Stock Exchange of Thailand to ensure that these transactions are reasonable and in the best interests of the Company.
5. Prepare the Audit Committee's report to be disclosed in the Company's annual report. This report must contain information on rules and regulations of the Stock Exchange of Thailand and signed by the Chairman of the Audit Committee.
6. Perform any other acts as assigned by the Board of Directors with the approval of the Audit Committee.

Authorization of the Audit Committee

1. Consider the selection and nomination of independent persons to act as the Company's auditor, propose termination of employment, propose auditor's remuneration and attend a meeting with the auditor without the management meeting at least once a year.
2. Approve the appointment, transfer and dismissal of the head of the Internal Audit Office or any other department who is responsible for internal audit.

The Executive Committee

Appointment of the Executive Committee

The Executive Committee consists of directors and executives who are involved in the routine management and/or authorized directors who are appointed by the Board of Directors to sign to bind the Company.

Term of Office of the Executive Committee

The Executive Committee has a term of office of 3 years.

Duties of the Executive Committee

1. Establish operational guidelines and business plans and follow up on such performance in accordance with the Company's policies and plans.
2. Monitor, supervise and audit the performance of the Managing Director and various management departments. to be in accordance with the policies and business plans.
3. Perform other duties as assigned by the Board of Directors.

Authorization of the Executive Committee

1. Consider approve in various matters related to the normal business operations of the Company or propose to the Board of Directors for consideration and approval on matters affecting significant changes to the Company.
2. Consider approve the annual budget plan.
3. Consider approve loan or lending or requesting any credit from financial institutions or becoming a guarantor in the amount not exceeding 300 million baht per contract.
4. Consider approve investment in normal business with a limit of less than 15 million baht for the purpose of business size expansion or business process improvement.
5. Consider assigning one or more people have the authority to sign related documents to each financial disbursement transactions including setting the approval limit for each disbursement according to the specified power of authority.

The Chief Executive Officers

Appointment of the Chief Executive Officers

The Chief Executive Officers are appointed by the Board of Directors.

Term of Office of the Chief Executive Officers

The Chief Executive Officers have a term of office of 3 years.

Duties of the Chief Executive Officers

1. Manage the Company's business including the supervision and control of the overall operation to meet the objectives, articles of association, policies, rules, regulations, orders, business strategies, goals and action plans, financial goals, budgets and resolutions of the Board of Directors' meeting and/or the resolutions of the shareholders' meeting of the Company.
2. Execute the preparation and distribution of the Company's business policy including plans and budgets to be proposed to the Board of Directors for approval and report the progress according to the approved work plan and budget to the Board of Directors on a regular basis.
3. Carry out or assign administrative power of authority in order to operate in accordance with the policy, work plans and budgets approved by the Board of Directors with efficiency and effectiveness which is based on the principle of systematic internal control and has regular risk management.
4. Set an organization structure, a method of administration including selection, training, hiring and termination of employees and determine the rate of wages, salaries, compensation, bonuses and other fringe benefits for employees.
5. Supervise, contact, order, implement and sign juristic acts, contracts, order documents, any notices or letters used in contact with other agencies or persons in order for the operation of the Company to accomplish with efficiency and effectiveness.
6. Have authorization to sub-authorize and/or delegate other persons to perform specific tasks on their behalf by sub-authorization and/or delegation under the scope of the authorization as the power of attorney and/or in accordance with the rules, regulations or orders as specified by the Board of Directors and/or the Company.
7. Act as the leaders and be the role models in accordance with the Company's ethical and business code of conduct, promote, monitor administration based on sustainability principles, social responsibility and comply with anti-corruption measures and practices.
8. Play a role in setting the agenda to ensure that important matters are included in the Board of Directors' meeting agenda.
9. Have any powers, duties and responsibilities as delegated or in accordance with the policies assigned by the Board of Directors.

Credit and Debt Acceleration Committee

Appointment of the Credit and Debt Acceleration Committee

Credit and Debt Acceleration Committee consists of directors and executives who are involved in the routine management are appointed by the Board of Directors.

Term of Office of the Credit and Debt Acceleration Committee

Credit and Debt Acceleration Committee has a term of office of 3 years.

Duties of the Credit and Debt Acceleration Committee

1. Control to ensure compliance with the policy or guidelines approved by the Board of Directors to improve the efficiency of debtor management of the Company's group.
2. Review account receivable data on a monthly basis, report to the Board of Directors at the Board of Directors' meeting along with suggesting ways to improve.
3. Consider reducing debt to solve the problem of overdue debtors in the amount not exceeding 1,000,000 baht.
4. Report operating results to the Board of Directors for approval.
5. Perform other duties as assigned by the Board of Directors.

Authorization of the Credit and Debt Acceleration Committee

1. Consider approve and announce the policy as well as regulations for opening new customers for the customers of the Company's group.
2. Consider approve the credit limit and control the debt ceiling.
3. Consider improve the rules and procedures for solving overdue debt problem and set guidelines for debt acceleration to receive repayment.
4. Consider appointing and changing directors and/or any persons to perform duties.

The Risk Management Committee

Appointment of the Risk Management Committee

The Risk Management Committee consists of directors and executives who are involved in the routine management and one director who are not involved in the routine management (Independent Director) is appointed by the Board of Directors.

Term of Office of the Risk Management Committee Member

Risk Management Committee has a term of office of 3 years.

Responsibilities of the Risk Management Committee

1. Supervise and support the implementation of corporate risk management in accordance with the strategies and business goals including changing circumstances.
2. Provide recommendations for guidelines, follow-up and evaluate risk management and internal control.
3. Consider reporting the results of corporate risk management and comment on possible risks including guidelines for determining control measures for continuous efficiency.
4. Report performance results to the Board of Directors for approval.
5. Perform other duties as assigned by the Board of Directors.

Authorization of the Risk Management Committee

1. Consider approve policies, announcements, regulations or orders and determine related plans.
2. Consider scrutinizing risks, risk factors, measures, indicators and responsible persons.
3. Consider reviewing the risk management framework.
4. Consider appointing, changing directors and/or any person to perform duties.

The Corporate Governance and Sustainability Management Committee

Appointment of the Corporate Governance and Sustainability Management Committee

The Corporate Governance and Sustainability Management Committee consists of directors and executives who are involved in the routine management which is appointed by the Board of Directors.

Term of Office of the Corporate Governance and Sustainability Management Committee

The Corporate Governance and Sustainability Management Committee has a term of office of 3 years.

Responsibilities of the Corporate Governance and Sustainability Management

1. Give a comment, recommendations and approve the sustainability management plan of ASIAN group.
2. Promote, support and give advice on various matters in order that the operation of the ASIAN Sustainability Management Committee is in accordance with the framework and predetermined directions.
3. Follow up and expedite the implementation of sustainability management in accordance with the goals, objectives and plans effectively.
4. Conduct an audit to measure the level of success , review and improve continually.
5. Report operating results to the Board of Directors for approval.
6. Perform other duties as assigned by the Board of Directors.

Authorization of Corporate Governance and Sustainability Management

1. Consider approve policies, announcements, regulations or orders.
2. Consider objectives, goals.
3. Consider assigning tasks according to the policy.
4. Consider following up and controlling operating plans.
5. Consider appointing ,changing directors and/or any person to perform duties.

The Nomination and Remuneration Committee

Appointment of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee consists of directors and executives who are involved in the routine management. and one director who is not involved in the routine management (Independent Director) is appointed by the Board of Directors.

Term of Office of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee has a term of office of 3 years.

Roles, Authorities and Responsibilities of the Nomination and Remuneration Committee

1. Set up policies and criteria for determining the remuneration of directors and top executives, which means the Chief Executive Officer, Executive Director, Managing Director and Deputy Managing Director.
2. Recruit, select and nominate suitable candidates for the Board of Directors or the shareholders' meeting to consider and approve, as the case may be.
3. Evaluate the Managing Director's performance for appropriate remuneration to the duties and responsibilities and in accordance with the Company's performance and propose to the Board of Directors for approval.
4. Propose a succession plan for the Managing Director to the Board of Directors to consider and supervise for the Company to have a succession plan of other executives including important positions by considering the persons with expertise and suitability in various fields and the preliminary legal requirements, the Articles of Association and good corporate governance principles.
5. Consider scrutinizing and give an opinion to the Board of Directors in considering the appointment, transfer, recruitment, and removal of employees at the Company's top management level: the Chief Executive Officer, Executive Director, Managing Director and Deputy Managing Director.
6. Consider scrutinizing the structure of remuneration and other employee's benefits for submission to propose to the Board of Directors for approval.
7. Perform other duties as assigned by the Board of Directors.

The Company Secretary

Duties and Responsibilities of the Company Secretary

The Company Secretary is responsible for performing duties as stipulated in Section 89/15 and Section 89/16 of the Securities and Exchange Act (No. 4) B.E. 2551 which entered into force on 31st August 2008 with responsibilities, caution and honesty as well as complying with laws, objectives, the articles of association, the Board of Directors' resolutions and the resolutions of the shareholders' meeting. The legal duties of the Company Secretary are as follows:

- 1) Prepare and maintain the following documents:
 - a. Director registration.
 - b. Notice of meeting of the Board of Directors, Minutes of the Board of Directors Meeting and the Company's annual reports.
 - c. Notice of the shareholders' meeting and the minutes of the shareholders' meeting.
- 2) Keep stakeholder reports which are reported by the directors or executives.
- 3) Submit a copy of the report on the interests of the directors and executives or related persons to the Chairman of the Board of Directors and the Chairman of the Audit Committee for acknowledgment within 7 business days from the date that the Company receives the report.
- 4) Supervise the disclosure of information and information reports in the part responsible for the regulatory agencies according to the regulations. and requirements of government agencies.
- 5) Perform other actions as announced by the Capital Market Supervisory Board.
- 6) Other duties as assigned by the Company (or the Board of Directors)

Penalties

1. The Company will punish those who violate this policy including direct supervisors who ignore wrongdoing or acknowledge that there is an offense but not managing properly, which has penalties under the relevant laws as well as disciplinary penalties up to the level of dismissal. Ignorance of this policy and/or relevant laws cannot be an excuse for non-compliance.
2. Any agents, business intermediaries, business partners of the Company who violates the rules under this policy or acknowledge actions contrary to this policy but not reporting to the executives or provide inaccurate information when the Company's investigators ask for information relating to actions that may be contrary to this policy may be terminated.

6.2 Code of Conduct

Asian Seafoods Coldstorage Public Company Limited believes that the Code of Business Conduct will lead to security and sustainable growth and development. Therefore, “Code of Asian Conduct”, a good practice guideline for conducting business, is mandatory and applied to the Company’s Directors, Executives, and all employees in order to make all sections to perform duties in the same direction with ethics, honesty and integrity, transparency which can be examined, and ensure quality of people and learning. The Company sets out Code of Conduct as follows

Code of Conduct for Directors and Executives

1. Performing duties as prescribed by laws, objectives, rules, and regulations, related policies and resolutions of shareholders’ meeting.
2. Performing duties with honesty and integrity, caution and prudence for optimal benefits of the Company and all stakeholders with a concern about fairness and justice in accordance with human rights both at present and in the future, as well as the Company’s good image.
3. Carrying out business in a politically neutral manner, and not supporting any particular party or faction and be under influence of any specific political party
4. Avoiding or not getting involved in accepting and offering inappropriate assets or benefits to those who have vested interests in the Company, leading to a conflict of interests with the Company, for personal and family’s benefits. For examples, not accepting entertainment, gifts, tickets, other tickets for recreation, accommodation or proposals that exceed custom or tradition.
5. Not exploiting authorities for personal gains both directly and indirectly.
6. Not becoming director of the Company’s competitors and not have vested interests in the business of which nature, directly and indirectly, competes with the Company in order to avoid conflict of interests and ensure that business is managed with full capability and efficiency.
7. Refraining from performing any actions in a manner that manages or handles affairs of other companies which can undermine the Company’s benefits or is in favor of any persons or juristic persons regardless that such acts are for personal or others’ benefits.
8. Not using the Company’s secret in an inappropriate manner and keeping confidential information of the Company and stakeholders to prevent leaking to others who are not related. The Aforesaid confidentiality obligation does not terminate when the employee leaves a job, but it is exceptionally permitted when the information disclosure is abiding by laws or obligation.
9. Dedicating time to perform duties to the best of capability for the Company’s utmost benefits.
10. Upholding their own honor to be accepted by social and behaving to be suitable for roles, duties, and time and place.
11. Action with care and respect for other rights and honor.
12. Not acquiring, divesting, transferring and receiving transfer of the Company’s securities by taking advantage of insider information which is not disclosure for their own and others’ benefits

Code of Conduct for Employees

1. Performing duties in compliance with laws, objectives, rules, and regulations, and relevant policies as well as good custom and tradition, regardless of whether it is written.
2. Upholding honesty and integrity, fairness and ethics in performing duties
3. Taking responsibilities, prudence and dedication. The Company’s optimal benefit is an important factor that must be taken into account.
4. Seeking knowledge and experience to upgrade as a knowledgeable person, and regularly finding out ways to improve efficiency and effectiveness of works under responsibilities.
5. Making optimal use of the Company’s assets, preventing damages or loss of assets and not using such assets for personal benefits.

6. Upholding honor to be accepted by society and behaving abstaining from all vices and drugs and not behaving in a manner that disgrace and taint the reputation of oneself and the Company.
7. Treating others with kindness, respecting others' rights and dignity, and honoring each other.
8. Listening to others' opinions with reason and without bias.
9. Building unity and helping one another for the sake of works, society and the country as a whole.
10. Abstaining from immorality or any acts of sexual harassment of other employees as such actions contribute to annoyance or hostile environment in the workplace which erode morale, trigger emotional adversary or aggressive behavior, and annoy other employees without reason. Such behaviors include sexual assault, obscenity, woo, or indecency either verbally or physically.
11. Not using the Company's secret in an inappropriate manner and keeping confidential information of the Company and stakeholders to prevent leaking to others who are not related. The Aforesaid confidentiality obligation does not terminate when the employee leaves a job, but it is exceptionally permitted when the information disclosure is abiding by laws or obligation.
12. Not exploiting information obtaining from performing duties for improper benefits of oneself and others both directly and indirectly.
13. Not taking part in any acts or concealing any actions which may lead to a conflict of interests with the Company or failure to perform duties with fairness or getting involved in concealing any illegal actions.
14. Not making a career or profession or doing any acts which affect carrying out duties or reputation of oneself and the Company.
15. Avoiding any acts or to express opinions in any issues which may hurt the organization's reputation or image to outsiders, media, social media or any forms of social network.
16. Not taking credit for works of others who are both insider and outsider.

Code of Conduct for Stakeholders

The Company realizes the importance of all groups of stakeholders to the success of the Company's operations, Code of Conduct for stakeholders then applies to Directors, Executives, and all employees. Practice guidelines are as follows

- **Treatment to Shareholders**

1. Determining to be shareholders' representative by conducting business transparently with reliable accounting and financial system.
2. Performing duties with honesty and integrity for the benefits of all related parties as a whole and strictly pursuing shareholder meeting's resolutions. In case that shareholder meeting's resolutions cannot be followed, shareholders shall be informed of this without delay or shareholder meeting shall be called to consider and approve carrying out material matters which Board of Directors and Executive Board have no authority to make a decision.
3. Taking care of and protecting all shareholders to be treated equally under basic rights.
4. Determining to create quality and stable growth to ensure that shareholders will receive sustainable returns from the Company's efficient performance and good operating results.
5. Disclosing information to shareholders in a complete, accurate and timely manner.

- **Treatment to Customers**

1. Satisfying customers by delivering quality products and services with safety in health and sanitary, life and assets.
2. Complying with customers' contracts and agreements with fairness. Negotiation in advance with customers must be held in a rapid manner, in case it fails to abide by contracts and agreements, to jointly seek solutions and protect damages.
3. Not asking, accepting or offering improper benefits to customers.
4. Committing to equal and fair treatment for all customers without bias.

5. Disclosing accurate, complete and adequate information about products to customers without concealing, distorting content, giving false information and misleading communicated information.
6. Committing to strictly keep customers secrecy and not exploiting such information for improper benefits of oneself and others.
7. Not using pictures or contents that causes negative attitude, social segregation, and inappropriate value, sexual and morale in particular, in the Company's promotion activities.
8. Maintaining environment, and internal and surrounding areas of property under the Company's management in safety conditions for health, sanitary, life and assets.
9. Providing communication channels for customers in making complains about product quality and responding customer demand swiftly.

- **Treatment to Trade Partners**

1. Complying with trade partners' contracts and agreements with fairness. Negotiation in advance with trade partners must be held in a rapid manner, in case it fails to abide by contracts and agreements, to jointly seek solutions and protect damages.
2. Keeping a long relationship with trade partners and building co-operation in aspects of economy, society, and environment.
3. Overseeing transparency in the procurement system for goods and services by treating every trade partner equally and fairly in compliance with the Company's regulations.
4. In the procurement process, goods and services shall not be specified for a particular trade partner or deliberately acts in favor of particular products and services, but it is exceptionally permitted if necessary in case that it has enough reasons to support.
5. Providing the same details, information, and conditions to every trade partner.
6. Not asking, accepting or offering improper benefits for trade to trade partners.
7. Inspecting goods and works and paying goods and services on-time and correctly.

- **Treatment to Creditors**

1. Strictly fulfill contracts or agreements signed with creditors. Promptly negotiate with creditors in advance in case of inability to meet obligations in order to find out resolutions and prevent any damages.
2. Conducting works to assure creditors that the Company's financial position and debt-servicing ability are sound.
3. Utilizing proceeds arising from borrowing to be in accordance with objectives and not using the proceeds in a way that could damage the Company.
4. Disclosing information to creditors in an accurate, complete and timely manner.
5. Not requesting, accepting or offering improper benefits to creditors.

- **Treatment to Employees**

1. Providing fair employment conditions to ensure employees receive appropriate compensation based on their ability, potential, work performance, and the Company's operating results. Compensation is also in line with what other companies in the same industry is offering.
2. Providing transparent, fair and integrity, and accountable process of consideration, selection, appointment and reshuffle, welfare offers, rewards, employment termination, and punishment.
3. Strictly complying with laws, rules, and regulations related to employees.
4. Encouraging employees to develop and exchange knowledge and ability thoroughly and regularly.
5. Guarding working environment to be regularly safe for employees' health, sanitary, life and assets.
6. Encouraging discussions and cooperation between the Company and employees and proposing information about the improvement of working life quality to those who have authorities in making decisions for mutual development.

7. Respecting equal and equitable rights of employees at all levels in showing opinions without intervention and providing an appropriate and fair hearing and complaint processes.

- **Treatment to Trade Competitors**

1. Not using improper means in obtaining trade secrets of trade competitors.
2. Behaving and complying with the framework of fair competitions, prohibiting from ruining trade competitors' reputation by using false information or inappropriate means.
3. Enhancing and supporting exchanging useful information for business to strengthen business and help sustainable development of the economy, social, environment, and the country.

- **Treatment to society, communities, and environment**

1. Adhering to laws, rules, and regulations, and orders strictly and striving to upgrade compliance to the higher standards if it is useful to society, communities, environment and the nation.
2. Preventing society, community, and environment from being damaged by the Company's operations.
3. Instilling conscience to the Company's personnel at all levels and stakeholders to make them realize about responsibilities toward society, community, and environment.
4. Operating business with a concern about efficient use of resources and an appreciation of value.
5. Carrying out business in parallel to making society, community and all stakeholders conduct good practices and have culture and morale, supporting educational activities and public benefits, saving energy and protecting the environment.
6. Applying knowledge from experiences in executing works related to social responsibility to develop and create new innovations to add value to business and society.
7. Cooperate with public sector and departments related to any incidents stemmed from the Company's operations and affected society, community, and environment.
8. Adhering to democratic regime of which the King is head of state and prompting the Company's personnel to exercise their rights under the Kingdom's constitution. The company has no policy to provide both, directly and indirectly, financial or activity supports any politicians or political parties.
9. Setting up complaints system for any matters which may affect communities in order to examine, find out causes, improve and address problems, and inform progress to complainants in an appropriate period.

- **Treatment to the Public Sector**

1. Coordinating with the public sector by strictly complying with laws, rules, and regulations related to business operations and not using forced and child labor
2. Supplying information about relevant laws in order to use as a reference, regularly updating information, and facilitating employees to easily access information.
3. Cultivating conscience of responsibilities to the pursuit of laws and the Company's rules and regulations to employees at all levels continuously.
4. Committing to carrying out projects which are a boon to the public regardless they are policy assigned by the public sector or initiated by the Company.

- **Treatment to independent and other social organizations**

1. Disclosing and exchanging information about economic, social and environment with independent and other social organizations.
2. Supporting activities held by independent and other organizations in order to enhance sustainable development and response to social expectations.
3. Taking impacts on economic, social and environment into account when joining forces with independent and other social organizations.

Governance the Code of Conduct

Asian Sea Corporation Public Company Limited is committed to creating an organizational culture under the Asian Code of Conduct, as well as governance the implementation of various policies on a regular basis, thus defining the duties and responsibilities of Asian people to the Code of Conduct, policies, and guidelines as follows:

Duties and Responsibilities of Asian Personnel to the Code of Conduct and Policies

1. The Board of Directors has duties and responsibilities in formulating policies and governance systems to support effective implementation of various policies, as well as establishing measures, procedures, whistleblowing channels, investigations, penalties, communication methods, and training for all employees and stakeholders.
2. Directors and executives of the Company must lead the implementation of the Code of Conduct and policies, as well as give recommendations to personnel under their command regarding the Code of Conduct and policies.
3. Employees and related personnel must study, understand and perform their duties strictly, report suspected violations or omissions in compliance with the Code of Conduct & the Company policies, and cooperate in cases requiring investigations.
4. The Internal Audit Office has duties and responsibilities in auditing and reviewing the operation to ensure the accuracy and follows the policies, guidelines, authority, regulations, and laws, including appropriate and adequate control systems. In addition, the investigation of whistleblower cases must be done and reported to the directors and executives of the Company.

Practice Guidelines

1. Directors, executives, and employees of the Company at all levels must strictly adhere to the Asian Code of Conduct and other policies.
2. Directors, executives, and employees of the Company at all levels must not neglect or ignore when found actions that are considered violations of the Code of Conduct or policies related to the Company by notifying the supervisor or responsible person and cooperating in the investigation of various facts. If there are any doubts or inquiries, please consult the supervisor or the person designated to be responsible through the designated channels.
3. The Company will provide fairness and protection to the employees who refuse to any breach of the Code of Conduct / any violation of the Policies or report a potential violation of the Code of Conduct or Policies through the Safeguard Measures for complainants or co-operators in reporting potential violations as set forth in various policies on receiving complaints, protection, and fairness to whistleblowers regarding corruption or non-compliance with laws, regulations, articles of association, policies, and the Code of Conduct of the Company.
4. Offender against the Code of Conduct and policies is considered a violation of the regulations of the Company. It is subject to disciplinary action under established regulations and may be subject to legal penalties if the act is illegal.
5. The Company is committed to creating and maintaining an organizational culture under the Asian Code of Conduct, as well as the Corporate Governance Policy. We also focus on disseminating, educating, and understanding others who are obliged to perform their duties concerning the Company on the implementation of the Asian Code of Conduct and policies.

In 2021, the Company has not had any violations of the Code of Conduct.

6.3 Significant Changes and Developments in Policies, Practices, and Systems of the Corporate Governance over the past year

Important Developments in Policies over the past year

Important Developments in Policies over the past year

In 2021, the Board of Directors approved major review and improvement of the Corporate Governance Policy as follows:

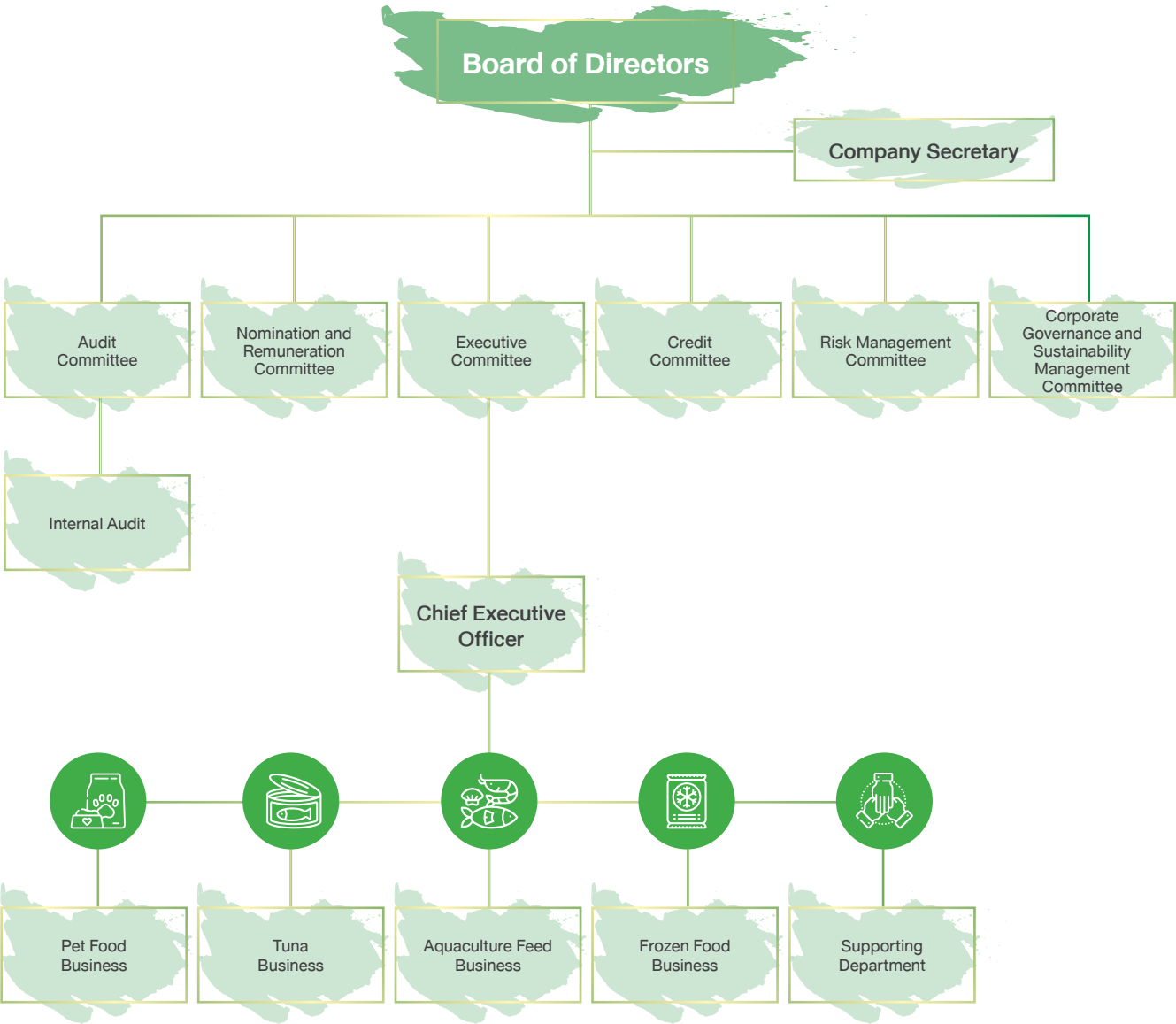
- Defined “Chairman of the Board of Directors and Chief Executive Officer must not be the same person” in the Structure of the Board of Directors.
- Defined the appointment, tenure of office, duties, and responsibilities of the Chairman of the Board of Directors.
- Defined the appointment & tenure of office, and increased duties & responsibilities of the Chief Executive Officer.
- Edit the appointment of the Directors and tenure of office of the Sub-Committee.
- Revised the name of the ASIAN Sustainability Management Committee to be the Corporate Governance and Sustainability Management Committee and expanded the scope of the work of the Committee to cover the Environmental, Social, and Corporate Governance Dimensions.

7. Governance Structure and Key Data on the Board of Directors, Specific Committees, Management, Employees and Others

7.1 Governance Structure

The Board of Directors and the management perform in the best interests of ASIAN and its shareholders under a clear, balanced, and accountable management structure. The Board monitors and ensures that the management implements its policies, plans and strategies, and that there is clear distinction of roles and responsibilities between the Board and the management.

As of 31 December 2021, the management structure of Asian Sea Corporation Public Company Limited was as follows.



7.2 Board of Directors

7.2.1 Composition of the Board

Under ASIAN's Corporate Governance Policy, defines the structure of the Board of Directors as follows:

- Board of Directors comprises of at least 5 but not exceeding 12 members and Independent Directors account for at least one third of all directors or at least 3. At least a half of Board of Directors' members must be domiciled in the Kingdom.
- Board of Directors elects the Company's Chairman from directors and may select Vice Chairman, Managing Director and other positions as deemed appropriate.
- The Chairman of the Board and The Chief Executive Officer shall not be the same person.
- Board of Directors must have a variety of professional skills, specialized expertise and there is no sex restriction.

The Board of Directors of Asian Corporation Public Company Limited as of December 31, 2021, there are 9 directors consist of

- 5 executive directors
(55.56% of the entire Board)
- 1 non-executive directors
(11.11% of the entire Board)
- 3 independent directors
(33.33% of the entire Board)
- 4 female directors
(44.44% of the entire Board)
- 5 male directors
(55.56% of the entire Board)
- Term of office 0-9 years, 5 persons
(55.56% of the entire Board)
- Term of office more than 9 years, 4 persons
(44.44% of the entire Board)

Policy on the Board of Director's Diversity

The Company recognizes the importance of requirements regarding the composition of the Board of Directors (Board Diversity). In determining the Board diversity, the Company is confident that the requirements on the Board Diversity are important factors that help create balance in terms of ideas, quality of work as well as the Board's efficiency in making decision, which is beneficial to the Company's business.

Name / Specific Skills	Engineering	Marketing Strategy and Competitiveness	Accounting, Finance and Banking	Trade economics	Tuna Business	Food and Agricultural Commodity Business	Laws Relating to Business	Risk Management	Good Corporate Governance	Human Rights
1. Mr. Suriya Prasatbuntitya				✓			✓	✓	✓	✓
2. Mr. Somsak Amornrattanachaikul		✓			✓	✓			✓	✓
3. Mr. Somchai Amornrattanachaikul	✓	✓			✓	✓				
4. Mrs. Suree Jansawat						✓	✓	✓	✓	✓
5. Mr. Wallop Lomlim		✓				✓			✓	✓
6. Ms. Prapa Puranachote		✓	✓	✓		✓	✓	✓	✓	✓
7. Mrs. Sunanta Tiasuwan			✓				✓		✓	✓
8. Mrs. Yaowanee Kruo-ongarjnukool			✓					✓	✓	
9. Mr. Somboon Phaobanchong		✓				✓		✓	✓	

7.2.2 The Current Board of Directors

The Board of Directors of Asian Corporation Public Company Limited as of December 31, 2021, consist of

Name	Position	Appointment Date	Directorship term	Holding the Position of Director in Other Listed Company
1 Mr. Suriya Prasatbuntitya	Chairman of the Board	11 May 2016	5	-
2 Mr. Somsak Amornrattanachaikul	Director	27 September 1993	28	-
3 Mr. Somchai Amornrattanachaikul	Director	27 September 1993	28	-
4 Mrs. Suree Jansawat	Director	16 November 2009	12	-
5 Mr. Wallop Lomlim	Director	25 April 2018	3	-
6 Ms. Prapa Puranachote ⁽¹⁾	Director	23 April 2020	1	2
7 Mrs. Sunanta Tiasuwan ⁽²⁾	Independent Director / Chairman of Audit Committee	27 March 2012	9	2
8 Mrs. Yaowanee Kruo-ongarjnucool	Independent Director / Audit Committee	15 May 2008	13	-
9 Mr. Somboon Phaobanchong	Independent Director / Audit Committee	25 October 2012	9	-

Noted ⁽¹⁾ Ms. Prapa Puranachote holding the position of Director in Padaeng Industry PLC. and MFC Asset Management PCL.

⁽²⁾ Mrs. Sunanta Tiasuwan holding the position of Director in Pranda Jewelry PCL. and Eastern Star Real Estate PCL.

7.2.3 Authorities, Duties and Responsibilities of the Board

Structure of the Board of Directors

- Board of Directors comprises of at least 5 but not exceeding 12 members and Independent Directors account for at least one third of all directors or at least 3. At least a half of Board of Directors' members must be domiciled in the Kingdom.
- Board of Directors elects the Company's Chairman from directors and may select Vice Chairman, Managing Director and other positions as deemed appropriate.
- The Chairman of the Board and The Chief Executive Officer shall not be the same person.
- Board of Directors must have a variety of professional skills, specialized expertise and there is no sex restriction.

Appointment of the Board of Directors

- Appointment of new directors or directors who replace the retiring directors is subject to shareholders' resolution. Persons who are appointed as directors must receive a majority vote from shareholders who attend the meeting and cast vote. Chairman at the meeting shall have mandate to elect directors in case that candidates receive the equal vote.
- Board of Directors appoints persons who are qualified, and their characters are not prohibited under Public Limited Companies Act as directors to fill the vacancy resulted from reasons other than retirement upon term completion. The appointed directors serve the remaining term of whom are replaced. The appointment takes into effect from the next meeting with exception that the remainder of term is less than 2 months. The appointment of directors in this case requires votes of at least three-fourths of the remaining directors.

Office Term of the Board of Directors

- In each year of Annual General Meeting, at least one-third of the total directors must retire by rotation. In case that number of directors cannot be divided into three parts, a number nearest to one-third is required to retire.
- Retiring director is eligible to re-elect.
- Apart from retirement upon term completion, directorship can be terminated when,
 - 1) Died
 - 2) Resigned
 - 3) Disqualified or has prohibited characteristics prescribed by Public Limited Companies Act.
 - 4) Shareholder meeting has a resolution to remove. To approve the resolution, it requires vote from three-fourths of attending shareholders who have voting rights and collectively hold at least a half of shares owned by attending shareholders who have voting rights.
- Revoked by court as the director acts or malfeasances which causes or probably causes damages to the Company.
- Director who intends to resign must tender a resignation letter to the Company. Resignation comes into effect when the Company receives the letter.

Qualification of the Board of Directors

- Must be a natural person and
 - 1) Come of age.
 - 2) Do not go bankrupt or are ruled by court as incompetent or quasi-incompetent person.
 - 3) Never been sentenced imprisonment by court's verdict which reaches its finality on charge of fraudulent.
 - 4) Never been fired or dismissed by government offices, organizations, or state agencies on charge of fraudulent.
 - 5) No untrustworthy characteristics as prescribed by Section 89/3 of the Securities and Exchange Act B.E. 2535 (amendments) and Notification of the Securities and Exchange Commission Kor Chor. 8/2553 Re: Determination of Untrustworthy Characteristics of Company.
- Directors and Executives must be capable person, and has experience, which benefits to business operations, and adequate time to fully dedicate to perform duties of director. Each person shall not serve as director of more than 5 listed companies at the same time.
- Enable to be director of other companies which do not operate with the similar nature to and competition with the Company. However, it is exceptionally permitted if shareholders are informed ahead of the appointment.
- Independent Director must not hold a significant stake in any partnerships or be director who has taken part in management, worker, employee, advisor who receive salary, or shareholder who own exceeding 1% of voting shares of company with the similar nature to and significant competition with the Company or subsidiaries. A person in this category cannot be appointed as a director even in the case that shareholders are informed prior to the appointment.

The Director's remuneration

Directors' Pension and Remuneration are determined by shareholder meeting, and they are reviewed annually. The approval requires at least two-thirds of shareholders attending the meeting.

Duties and Responsibilities of Board of Directors

1. Be responsible for all affairs of the Company and has authority to perform duties under scope of laws, the Company's objectives and regulations, resolutions of shareholder meetings.
2. Determine policies and management direction, and oversee performance of sub-committees, Executive Directors in particular, to act in accordance with policies set under two major criteria – maximizing benefits to the Company and complying with laws and relevant requirements.
3. Bound to conduct information disclosure to shareholders and all groups of stakeholders accurately, completely, transparently, and reliably as prescribed by laws.
4. Arrange appropriate and efficient risk management process, and efficient and standardized internal control and audit systems to be able to evaluate major risks and manage risks.
5. Arrange appropriate corporate governance policy in compliance with Good Corporate Governance Principles.
6. Appoint the Company's Secretary to help overseeing the Board of Directors' activities and facilitate the Company and Board of Directors to comply with laws and relevant requirements.
7. Provide Code of Business Conduct for Directors, Executive Management and employees to be guidelines for the Company's business operations.
8. Carrying out business to be compliance with Good Corporate Governance and encourage all person in the Company to acknowledge and strictly follow through communication.
9. Arrange a clear and transparent process concerning connected transactions.
10. Arrange a clear reporting process of the Audit Committee to the Board of Directors when suspicious transactions or actions which could a significant effect on the Company's financial position and operating performance are found, and the Board of Directors must address the problems within duration Audit Committee deemed appropriate.
11. Arrange to review and improve important policies and plans to be updated and suitable for business circumstance regularly.
12. Perform other duties associated with the Company's business as assigned by shareholders.

Approval power of the Board of Directors

1. Consider and approve material transactions under scope of duties of Board of Directors as prescribed by laws and the Company's requirements, and investment in other business, joint venture, incorporation of new companies and investment divestment.
2. Consider and approve borrowing, lending, seeking credit facilities from financial institutions or becoming guarantor for amount exceed 300 million baht per contract.
3. Consider and approve investment transactions worth more than 15 million baht under normal course of business with aims at expanding business and improving business operations.
4. Consider and appoint/remove sub-committees to support the works of The Company's Board of Directors as deemed appropriate and necessary, and supervising and evaluating performances of sub-committees regularly.

Chairman of the Board of Directors.

Appointment of the Chairman of the Board of Directors.

The Chairman of the Board of Directors is appointed.

Office Term of the Chairman of the Board of Directors

The Chairman of the Board of Directors has the term of office equal to the remaining term of office of the Board of Directors.

Duties and Responsibilities of the Chairman of the Board of Directors

1. To call for a meeting of the Board of Directors of the company and the meeting of shareholders and to chair the meeting of the Board of Directors of the company and the meeting of shareholders in compliance with the regulations of the company.
2. To cast a decisive vote if the votes are on par in the meeting of the Board of Directors of the company.
3. To take a role to control the meeting efficiently in accordance with rules and regulations of the company and to support and provide an opportunity to the directors of the company to express their opinion independently.
4. To encourage and support the Board of Directors of the company to perform its duties at full capacity within the scope of authority, duty, and responsibility and in accordance with the good corporate governance principles.
5. To take responsibility as a leader of the Board of Directors of the company to supervise, monitor and look after the management of the Board of Directors of the company and other sub-committee to achieve the objectives and plan provided.
6. To supervise the policy and guidelines on strategic work of the management and to provide recommendations and support to the business undertaken by the management.
7. To be a leader and role model on business conduct and ethics of the company and to promote, supervise and monitor the management with respect to sustainable principle, social responsibility and to comply with the anti-corruption measures and guidelines.

Authorized Director to Sign and Bind for ASIAN

According to ASIAN's Company Certificate, the directors whose signatures are authorized to sign and bind ASIAN is Mr. Somsak Amornrattanachaikul or Mr. Somsak Amornrattanachaikul sign their names with the company's common seal being affixed.

7.3 Information about sub-committees

1. The Audit Committee

Each quarter the Audit Committee, together with the Financial and Accounting functions and the external auditor (EY Office Co., Ltd.), reviews ASIAN's financial reports. The Board is accountable for ASIAN Group's consolidated financial statements as well as other financial information presented in the annual report. The financial reports are prepared under generally accepted accounting principles and are audited and certified by Ms. Sumalee Reewarabandith, C.P.A. No. 3970, of EY Office Co., Ltd. Material information, financial and non-financial, is accurately, completely, and consistently disclosed.

As of December 31, 2021, the Audit Committee consists of 3 independent directors as follows:

Name	Position	Remarks
1. Mrs. Sunanta Tiasuwan	Chairman	Independent Director
2. Mrs. Yaowanee Kruo-ongarjnukool	Member	Independent Director
3. Mr. Somboon Phaobanchong	Member	Independent Director

Appointment of the Audit Committee

Audit Committee must not involve in daily operation of the company and must be appointed by the Board of Directors. Not exceeding 4 persons.

Office Term of the Audit Committee

1. Audit Committee member serves the remaining term of member in the Company's Board of Directors. Audit Committee members who retire upon term completion may be re-elected.
2. In case of vacancy due to reasons other than retire upon term completion, the Company's Board of Directors has duty to appoint qualified persons as Audit Committee to at least meet a minimum number required by the SET. Those who fill the vacancy serve the remaining term of members in the Company's Board of Directors.

Duties and Responsibilities of the Audit Committee

1. Review the Company's financial reporting process to ensure that it is accurate and adequate.
2. Review the Company's internal control system and internal audit system to ensure that they are suitable and efficient, consider an internal audit unit's independence, as well as approve appointment, transfer and dismissal of head of internal audit unit or any other unit in charge of internal audit tasks.
3. Review the Company's compliance with Securities and Exchange Act, the SET regulations and laws related to the Company's business.
4. Review Connected Transactions, or transactions that may cause conflict of interest to be compliance with laws and the SET's regulations to ensure that such transactions are reasonable and for the highest benefit of the Company.
5. Arrange report of the Company's audit committee and disclose in the Company's annual report. Audit committee's report consists of the SET's criteria and regulations and is signed by Audit Committee's Chairman.
6. Perform any other duties as assigned by the Company's Board of Directors with consent of Audit Committee.

Approval power of the Audit Committee

1. Select and nominate independent persons as external auditors and make recommendations on their dismissal, fees, and hold a meeting with them in the absence of the management at least once a year.
2. Comments on the Internal Auditor Manager nomination, transfer, or termination, or other function relevant to internal auditor responsibilities.

2. The Nomination and Remuneration Committee

The Nomination and Remuneration Committee is responsible for determine the criteria and method to nominate and select the qualified persons to serve as the directors, sub-committee members and senior management (“senior management” may refer to the Managing Director, Deputy Managing Director and Chief Financial Officer) as well as to identify the structure and criteria to compensate the directors, sub-committee members and senior management and to propose to the company’s Board of Directors and/or to present to the shareholders’ meeting for approval (as the case may be) including to identify the remuneration structure and other benefits for company’s employees and its subsidiary’s employees.

As of December 31, 2021, the Nomination and Remuneration Committee consists of 3 members as follows:

Name	Position	Remarks
1. Ms. Prapa Puranachote	Chairman	Director
2. Mr. Suriya Prasatbuntitya	Member	Chairman of the Board
3. Mr. Somboon Phaobanchong	Member	Independent Director

Appointment of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee consists of directors and high-ranking executives whose roles are related to routine management and one independent director who are appointed by the Executive Committee.

Office Term of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee has the term of office of 3 years.

Role, Authority, Duty and Responsibility of the Nomination and Remuneration Committee

1. To formulate policies and criteria for remuneration for directors and top management, which means Chief Executive Officer, Executive Director, Managing Director and Deputy Managing Director.
2. To recruit select and nominate persons who should be appointed for the Board of Directors or the shareholders’ meeting for approval.
3. To evaluate the performance of the Managing Director to receive compensation that is suitable for his duties and responsibilities, as well as in accordance with the Company’s performance and proposes to the Board of Directors for approval.
4. To propose a succession plan for the Managing Director for the Board of Directors to consider and ensure that the company has a Succession Plan for other senior executives. Including positions that are important to the company by considering people who are knowledgeable, competent, and suitable in various fields.
5. To consider, screen and propose opinions to the Board of Directors in considering the appointment, transfer, placement, and removal of employees at the senior management level of the company, which means the Chief Executive Officer, Executive Director, Managing Director and Deputy Managing Director.

6. To consider and scrutinize the compensation structure and other benefits of employees to propose to the Board of Directors for approval.
7. Perform other duties as assigned by the Board of Directors.

3. The Executive Committee

The Executive Committee is responsible for supporting the Board of Directors in managing the Company's business in accordance with the Company's policies and plans. including any commands As assigned by the Board of Directors

As of December 31, 2021, the Executive Committee consists of 13 directors as follows:

Name	Position	Remarks
1. Mr. Somsak Amornrattanachaikul	Chairman	Director
2. Mr. Somchai Amornrattanachaikul	Member	Director
3. Mr. Suriya Prasatbuntitya	Member	Chairman of the Board
4. Mr. Somchai Kuvijitsuwan	Member	-
5. Ms. Prapa Puranachote	Member	Director
6. Mr. Hendrikus Van Westendorp	Member	-
7. Mr. Akamon Prasoppolsujarit	Member	-
8. Mr. Aekarat Punnasung	Member	-
9. Mrs. Suree Jansawat	Member	Director
10. Mr. Wallop Lomlim	Member	Director
11. Mr. Nattharath Puangsuda	Member	-
12. Ms. Sirirat Wongmathawee	Member	-
13. Mrs. Somporn Sanguanngoen	Member	-

Appointment of the Executive Committee

The Executive Committee consists of directors and high ranking Executives whose roles are related to routine management and/or authorized signatory directors who are appointed by the Board of Directors.

Office Term of the Executive Committee

The Executive Committee has the term of office of 3 years.

Duties and Responsibilities of the Executive Committee

1. Formulate the Company's business plan and working guidelines and oversee performance to be in accordance with the Company's policies and plans.
2. Supervise, oversight, and examine performance of Managing Director and executives to ensure that it is in accordance with policies and business plans.
3. Perform any other duties as assigned by the Company's Board of Directors.

Approval power of the Executive Committee

1. Consider and approve matters related to the Company's normal business operations or seek an approval from the Company's Board of Directors for matters which significantly affect the Company.
2. Consider and approve annual budget.
3. Consider and approve borrowing, lending, seeking credit facilities from financial institutions or becoming guarantor for amount not exceeding 300 million baht per contract.
4. Consider and approve investment transactions worth lower than 15 million baht under normal course of business with aims at expanding business and improving business operations.
5. Consider and approve delegating a particular or several persons the authority to sign documents related to money withdrawal of each transaction as well as limit amount those persons are authorized to approve for each withdrawal.

Chief Executive Officer (CEO)

Appointment of the Chief Executive Officer (CEO)

The Chief Executive Officer (CEO) is appointed by the Board of Directors.

Office Term of the Chief Executive Officer (CEO)

The Chief Executive Officer (CEO) has the term of office of 3 years.

Duties and Responsibilities of the Chief Executive Officer (CEO)

1. To manage the business of the company, to supervise and control the overall operation in accordance with the objectives, rules, policies, regulations, requirements, orders, business strategies, targets and operating plans, financial targets, budgets and resolutions of the meeting of the Board of Directors of the company and/or resolutions of the meeting of shareholders.
2. To prepare and submit the business policy of the company, including plan and budget to the Board of Directors of the company for approval and to report the progress in accordance with the plan and budget approved by the board of directors of the company.
3. To undertake or determine the management authority to ensure that the operation is undertaken in accordance with the policies, plan and budget approved by the board of directors of the company efficiently and effectively based on the internal control concept systematically and consistent risk management.
4. To determine the organization structure, management method and to select, train employ and dismiss the employees and to determine the wage, salary, reward, bonus and welfare for the employees.
5. To direct, contact, command, undertake and sign in the juristic act, agreement, order, notice or any letter used to contact with other agencies or persons to ensure that the work of the company is accomplished efficiently and effectively.
6. To have authority to provide the authority to the substitute and/or assign the other person to undertake the specific work for him through substitution and/or assignment within the scope of authority in accordance with the power of attorney and/or in accordance with the regulations, requirements or orders made by the Board of Directors of the company or the company.
7. To be a leader and role model on business conduct and ethics of the company and to promote, supervise and monitor the management with respect to sustainable principle, social responsibility and to comply with the anti-corruption measures and guidelines.
8. To play a role in setting the agenda of the meeting. To ensure that important matters are included in the agenda of the Board of Directors' meetings.
9. To have the authority, duty and responsibility assigned or in accordance with the policy assigned by the Board of Directors of the company.

4. The Credit Committee

The Credit and Liability Acceleration Committee serves the Board of Directors. To consider credit and manage the company's debt efficiently which will bring the best benefits to investors and all parties involved.

As of December 31, 2021, the Credit and Acceleration Committee consists of 6 members as follows:

Name	Position	Remarks
1. Mr. Suriya Prasatbuntitya	Chairman	Chairman of the Board
2. Mr. Akamon Prasoppolsujarit	Member	-
3. Mr. Aekarat Punnasung	Member	Director
4. Mrs. Suree Jansawat	Member	Director
5. Mr. Wallop Lomlim	Member	Director
6. Mr. Nattharath Puangsuda	Member	-

Appointment of the Credit Committee.

The Credit Committee consists of directors and senior management whose roles are related to routine management who are appointed by the Executive Committee.

Office Term of the Credit Committee.

The Credit Committee has the term of office of 3 years.

Duties and Responsibilities of the Credit Committee

1. Steer the related unit to uphold policies or guidelines approved by the Company's Board of Directors to improve efficiency in managing the group of companies' debtors.
2. Review domestic debtors credit data on monthly basis in order to report to the Company's Board of Directors at meeting and propose solutions.
3. Consider debt reduction to resolve the overdue debt problem in the amount not exceeding 1,000,000 baht.
4. Report the performance to the Board of Directors for approval.
5. Perform other duties as assigned by the Board of Directors.

Approval power of the Credit Committee

1. Consider, determine, and announce policies and procedures to access to new customers who are customers of the group.
2. Consider and determine policies of credit line and control credit ceiling.
3. Consider revising the rules and procedures for resolving the problem of overdue debt and establishing guidelines for debt tracking in order to receive repayment.
4. Consider the appointment, change of directors and/or any person to perform their duties.

5. The Risk Management Committee

The Risk Management Committee is an important mechanism of good corporate governance to oversee the implementation of risk management throughout the organization. to reduce the impact of various risk factors that may occur in the business of the company both outside and within the organization, which will create the best benefits for investors and all parties involved.

As of December 31, 2021, the Risk Management Committee consists of 10 members as follows:

Name	Position	Remarks
1. Mr. Suriya Prasatbuntitya	Chairman	Chairman of the Board
2. Mr. Somboon Phaobanchong	Member	Independent Director
3. Mr. Somchai Kuvijitsuwan	Member	-
4. Mr. Akamon Prasoppolsujarit	Member	-
5. Mr. Somsak Sthidthumrong	Member	-
6. Ms. Sirirat Wongmathawee	Member	-
7. Mr. Bundit Pichetpongsa	Member	-
8. Mr. Nattharath Puangsuda	Member	-
9. Ms. Varanratch Assanupong	Member	-
10. Mr. Pallop Chewpraditkun	Member	-

Appointment of the Risk Management Committee

The Risk Management Committee consists of directors and high-ranking executives whose roles are related to routine management and one independent director who are appointed by the Executive Committee.

Office Term of the Risk Management Committee

The Risk Management Committee has the term of office of 3 years.

Duties and Responsibilities of the Risk Management Committee

1. Control and support risk management in according with the company strategy, target, and changing in business environment.
2. Recommend, follow up and evaluate risk management and internal control.
3. Report works under risk management issues and recommendations, including with appropriate procedure in order to control risk efficiently.
4. Report the performance to the Board of Directors for approval.
5. Perform other duties as assigned by the Board of Directors.

Approval power of the Risk Management Committee

1. Consider and approve policies, announcements, regulations, or orders and specify relevant plans.
2. Consider screening risks, risk factors, measures, indicators, and responsible persons.
3. Review the risk management framework.
4. Consider the appointment, change of directors and/or any person to perform their duties.

6. The Corporate Governance and Sustainability Management Committee

The Corporate Governance and Sustainability Management Committee is responsible for considering the policy framework and guidelines for the development of corporate governance and corporate social responsibility in order to ensure transparency and accountability of the business operations of the Company and its subsidiaries. Fairness to all stakeholders, which will support the sustainable growth policy of the organization. in line with the principles of good corporate governance

As of December 31, 2021, the Corporate Governance and Sustainability Management Committee consists of 9 members as follows:

Name	Position	Remarks
1. Mr. Suriya Prasatbuntitya	Chairman	Chairman of the Board
2. Mr. Akamon Prasoppolsujarit	Member	-
3. Mr. Aekarat Punnasung	Member	Director
4. Mrs. Suree Jansawat	Member	Director
5. Mr. Wallop Lomlim	Member	Director
6. Mr. Nattharath Puangsuda	Member	-
7. Ms. Varanratch Assanupong	Member	-
8. Mr. Kitti Treeprapaporn	Member	-
9. Ms. Wijitra Thiangtham	Member	-

Appointment of the Corporate Governance and Sustainability Management Committee

The Corporate Governance and Sustainability Management Committee consists of directors and high-ranking executives whose roles are related to routine management who are appointed by the Executive Committee.

Office Term of the Corporate Governance and Sustainability Management Committee

The Corporate Governance and Sustainability Management Committee has the term of office of 3 years.

Duties and Responsibilities of the Corporate Governance and Sustainability Management Committee

1. Giving opinions, suggestions and approving the ASIAN Sustainability Management Action Plan means Asian Sea Public Company Limited and its subsidiaries.
2. Support and provide advice and recommendations in various matters to ensure the implementation of the ASIAN Sustainability Management Committee by the established guidelines and directions.
3. Monitor and expedite the management of sustainability to meet the goals, objectives, and plans with efficiency.
4. Conducting audits to measure success levels, and continually revising and improving.
5. Report the performance to the Board of Directors for approval.
6. Perform other duties as assigned by the Board of Directors.

Approval authority of the Corporate Governance and Sustainability Management Committee

1. Consider and approve policies, announcements, regulations or orders
2. Consider the objectives, goals
3. Consider assigning tasks according to the policy
4. Consider following up on the implementation and control plan.
5. Consider appointing Change of worker and/or any person to perform duties

7.4 Management

7.4.1 Management Team Members as of December 31, 2021

(ASIAN Management Structure as in the organization chart is detailed under “7.1 Governance Structure”)

No.	Name	Position
1	Mr. Suriya Prasatbuntitya	Executive Vice President / Chairman of the Board / Member of the Nomination and Remuneration Committee / Member of the Executive Committee / Chairman of the Credit Committee / Chairman of the Risk Management Committee / Chairman of the Corporate Governance and Sustainability Management Committee
2	Mr. Somsak Amornrattanachaikul	Chief Executive Officer / Director / Chairman of Executive Committee
3	Mr. Somchai Amornrattanachaikul	Senior Executive Director / Director / Member of the Executive Committee
4	Mrs. Suree Jansawat	Managing Director / Director / Member of the Executive Committee / Member of the Credit Committee / Member of the Corporate Governance and Sustainability Management Committee
5	Mr. Wallop Lomlim	Managing Director (Asian Feed Co.,Ltd.) / Director / Member of the Executive Committee / Member of the Credit Committee / Member of the Corporate Governance and Sustainability Management Committee
6	Ms. Prapa Puranachote	Corporate Governance Counselor / Director / Chairman of the Nomination and Remuneration Committee / Member of the Executive Committee
7	Mrs. Sunanta Tiasuwan	Independent Director / Chairman of the Audit Committee
8	Mrs. Yaowanee Kruo-ngarjnuakool	Independent Director / Member of the Audit Committee
9	Mr. Somboon Phaobanchong	Independent Director / Member of the Audit Committee / Member of the Nomination and Remuneration Committee / Member of the Risk Management Committee
10	Mr. Nattharath Puangsuda	Assistant Managing Director Legal Department / Company Secretary / Member of the Executive Committee / Member of the Credit Committee / Member of the Risk Management Committee / Member of the Corporate Governance and Sustainability Management Committee Member
11	Mr. Akamon Prasoppolsujarit	Chief Financial Officer / Member of the Executive Director / Member of the Credit Committee / Member of the Risk Management Committee / Member of the Corporate Governance and Sustainability Management Committee
12	Mr. Aekarat Punnasung	Managing Director (Asian Alliance International Co.,Ltd.) / Member of the Executive Committee / Member of the Credit Committee / Member of the Corporate Governance and Sustainability Management Committee
13	Mr. Hendrikus Van Westendorp	Strategic Planning Advisor / Member of the Executive Committee
14	Mr. Somchai Kuvijitsuwan	Legal Advisor / Member of the Executive Committee / Member of the Risk Management Committee
15	Ms. Sirirat Wongmathawee	Assistant Managing Director (Asian Seafood Coldstorage Co., Ltd. (Suratthani)) / Member of the Executive Committee / Member of the Risk Management Committee
16	Mrs. Somporn Sanguanngoen	Accounting Manager / Member of the Executive Committee
17	Ms. Varanratch Assanupong	Chief Financial Officer (Asian Alliance International Co.,Ltd.) / Member of the Risk Management Committee / Member of the Corporate Governance and Sustainability Management Committee
18	Mr. Somsak Sthidthumrong	Assistant Managing Director / Member of the Risk Management Committee
19	Mr. Bundit Pichetpongsa	Assistant Managing Director / Member of the Risk Management Committee
20	Mr. Pallop Chewpraditkun	Information Systems Manager / Member of the Risk Management Committee
21	Mr. Kittit Treeprapaporn	Engineering Manager / Member of the Corporate Governance and Sustainability Management Committee
22	Ms. Wijitra Thiangtham	Human Resources Manager (Asian Alliance International Co.,Ltd.) / Member of the Corporate Governance and Sustainability Management Committee

7.4.2 Management's Remuneration Policy

Management's Remuneration

The Company's Nomination and Remuneration Committee is responsible for reviewing the Company's management's remuneration criteria linked to the Company's performance, jointly determined by the Chief Executive Officer and the Chief Financial Officer. Measures each year by the Nomination and Remuneration Committee to consider and approve by such indicators. It covers both financial results, internal processes, and organizational development in all dimensions according to sustainable development guidelines.

The total remuneration of 4 executives according to the SEC definition, according to their position, are as follows:

Total Remuneration Paid to Top Management according to SEC's Definition (4 persons) in 2020

Unit : THB

Remuneration	Person	Amount (THB)
Salary	4	12,360,000
Bonus	4	4,955,000
Total		17,315,000

7.5 Employees

Manpower of the company and its subsidiaries as of December 31st, 2021 are as follows:

Unit : Person

Company	Monthly Employee						Daily Employee					
	2019		2020		2021		2019		2020		2021	
	Male	Female	Male	Female	Male	Female	Male	Female	Male	Female	Male	Female
Asian Sea Corporation Public Company Limited	120	203	90	158	93	139	168	694	150	538	146	497
Asian Seafoods Coldstorage (Suratthani) Co., Ltd.	71	155	68	116	63	114	248	611	175	358	195	387
Asian Alliance International Co., Ltd.	176	60	190	65	131	58	27	3	37	2	14	5
Asian Feed Co., Ltd.	201	285	209	305	231	347	981	1,459	1,148	1,636	1,367	1,937
Asian Pets Care Corporation Co., Ltd.	3	8	3	10	8	8	-	-	-	-	-	-
Thaiya Corporation (Shanghai) Co.,Ltd	-	-	5	4	24	10	-	-	-	-	-	-
Total	571	711	565	658	550	676	1,424	2,767	1,510	2,534	1,722	2,286

Salary and Wages paid as of December 31st, 2021 are as follows:

Unit : Million Baht

Company	Monthly Employee			Daily Employee		
	2019	2020	2021	2019	2020	2021
Asian Sea Corporation Public Company Limited	96.65	90.45	103.16	127.89	98.29	83.14
Asian Seafoods Coldstorage (Suratthani) Co., Ltd.	51.96	47.37	47.94	105.91	75.22	70.87
Asian Alliance International Co., Ltd.	139.15	150.97	184.32	344.38	395.34	462.95
Asian Feed Co., Ltd.	53.84	63.45	58.31	4.06	4.45	2.19
Asian Pets Care Corporation Co., Ltd.	7.62	9.91	13.46	0	0	0
Thaiya Corporation (Shanghai) Co., Ltd.	4.89	9.19	14.99	0	0	0
Total	354.11	371.34	393.43	582.24	573.3	619.15

Provident Fund

As of December 31, 2021, employees have joined the provident fund as follows:

Unit : Person

Company	Monthly employee		
	2019	2020	2021
Asian Sea Corporation Public Company Limited	151	138	126
Asian Seafoods Coldstorage (Suratthani) Co. Ltd.	211	172	147
Asian Alliance International Co., Ltd.	345	354	401
Asian Feed Co., Ltd.	135	152	132
Asian Pets Care Corporation Co., Ltd.	5	2	15
Thaiya Corporation (Shanghai) Co., Ltd.	-	-	-
Total	847	818	849

Other Compensation

The Company provides welfare and compensation other than salary, bonus, and provident fund contributions to executives and employees as appropriate to the economic conditions of living to be competitive and comparable to the standards of the companies at the same level and industry group, as well as the performance of the Company. The Nomination and Remuneration Committee reviews it at least once a year and proposes to the Board of Directors for approval as appropriate.

Personnel Development

The Company realizes that employees are the most important and valuable factor for success, progress, and stable growth; therefore, we are committed to enhancing the capability of employees to excellence and developing personnel in academic management and work culture under the Human Resources Management Policy. This policy emphasizes being a good and talented person, creating importance and values in employees according to the “ASIAN” values with performance appraisal system, transparent promotion, including compensation and benefits comparable to similar businesses. It also creates a good atmosphere and working environment with the highest safety for life.

For more details on Human Resource Development, please see Part 1, Section 3.4: Social Dimension Management (Personnel Training and Development).

7.6 Other Information

Company Secretary

To comply with the CG principles of listed companies under the category of directors’ responsibility and the terms of the Securities and Exchange Act, the Board appointed a Company Secretary to provide the Board with legal advice and remind them of assorted regulations that they need to know and comply with; hold meetings; supervise assorted Board activities to enable them to perform efficiently and effectively in the best interests of ASIAN; prepare and maintain key documents, including directors’ registration, Board meeting notices and minutes, annual reports, issue shareholders’ meeting notices and minutes; and keep reports on vested interests reported by directors or management

The Board has appointed Mr. Nattharath Puangsuda serves as the Company Secretary. More profile details appear in Attachment 1.

The person supervising accounting

The person who is directly responsible for accounting supervision of Asian Sea Corporation Public Company Limited is the person holding the position of Accounting Manager, which is Mrs. Somporn Sanguanngoen. More profile details appear in Attachment 1.

Head of Internal Audit

The person assigned to be responsible for the Head of Internal Audit of Asian Sea Corporation Public Company Limited is the person holding the position of Internal Audit Manager, which is Phastrawan Prichapanuwat. More profile details appear in Attachment 3.

Head of Compliance

The person assigned to be responsible for the Compliance of Asian Sea Corporation Public Company Limited is the person holding the position of Executive Vice President, which is Mr. Suriya Prasatbuntitya. More profile details appear in Attachment 1.

Head of Investor Relations

The person assigned to the position of Head of Investor Relations is Mr. Akamon Prasoppolsujarit. who holds the position of Chief Financial Officer. Investors or the general public can contact the Investor Relations Department at



Mobile : 063-215-5553



Email : Akamon.p@asiansea.co.th



Website : www.asiansea.co.th

Audit Fee

Audit Fee	ASIAN			Subsidiaries		
	2019	2020	2021	2019	2020	2021
Audit fee for quarter and year ended statement	1,950,000	1,950,000	1,950,000	3,200,000	3,200,000	3,450,000
Other Services	ASIAN			Subsidiaries		
	2019	2020	2021	2019	2020	2021
BOI Certificate Review (per certificate)	80,000	80,000	80,000	80,000	80,000	80,000

8. Report on compliance with the principles of Corporate Governance

Asian has already prepared five categories of corporate governance policy under “Section 6.1 Overview of Corporate Governance Policy and Guidelines”. The Board of Directors emphasizes the principles of corporate governance, operates according to established policies, adheres to business code of conduct, as well as determines measures to control various operations by reporting separate operations for each category as follows:

1. Rights of Shareholders

The shareholders of the Company exercise their ownership rights by controlling the Company through the appointment of the Board of Directors acting on their behalf. In the past year 2021, the shareholders exercised their rights as stipulated in the corporate governance policy of the Company. In this regard, the Company has held general meetings and extraordinary general meetings of shareholders by the specified policies under the requirements of the laws and regulations of the Stock Exchange of Thailand, including the Securities and Exchange Commission (SEC) as follows:

1) Before the Meeting of Shareholders

The Company has prepared the meeting invitation letter and supporting documents containing complete important information, including the proxy form in Thai and English, published via the website of the Company and sent a copy to the shareholders by post, as follows:

- The 2021 Annual General Meeting of Shareholders held on Thursday, April 22, 2021, 2:00 PM at Chao Phraya Room, Montien Riverside Hotel, No. 372 Rama 3 Road, Bang Kelo Sub-district, Bang Kho Laem District, Bangkok 10210.
- Publish on the website of the Company on March 30, 2021.
- Send a copy to the shareholders by post on April 5, 2021.

2) Meeting of Shareholders Day

- General Meeting of Shareholders at Chao Phraya Room, Montien Riverside Hotel, No. 372 Rama 3 Road, Bang Kelo Sub-district, Bang Kho Laem District, Bangkok 10210
- Use the computer system to register and use ballots in every agenda for the shareholders voting in person and through proxies.
- Clarify the voting criteria before the meeting begins, check the vote-counting transparently with the representative of the shareholder volunteer to witness the counting, and disclose the votes in each agenda.
- There is no additional agenda other than those stated in the invitation letter.
- In The 2021 Annual General Meeting of Shareholders, directors, and executives of the Company attended a quorum and provided opportunities for the shareholders to ask questions, express opinions, and request clarifications from the Board of Directors, the Executive Committee, or the auditor in the relevant agenda before the approval resolutions.
- The election of the Board of Directors is an individual vote.
- Notify the resolutions and voting results of each agenda in the 2021 Annual General Meeting of Shareholders via the news system of the Stock Exchange of Thailand on April 22, 2021.
- Prepare the meeting minutes with all important matters, send to the Stock Exchange of Thailand as scheduled, and disseminate through the website of the Company.

2. Equitable Treatment of Shareholders

The Company has the policy to treat all shareholders, who are retail investors and institutional investors, domestically and internationally, equitably and fairly in exercising their rights as stipulated in the corporate governance policy. Equitable treatment includes providing information before the meeting, protecting the rights of minority shareholders by informing shareholders to propose meeting agendas, nominating candidates to be elected as directors, and submitting inquiries in advance, as well as preventing the use of inside information, and the interests of the Board of Directors.

3. Rights of Different Groups of Stakeholders

The Company has established the policy to treat each stakeholder group by considering the rights of such stakeholders as required by law, including mutual benefits between the Company and the stakeholders as discussed in the Corporate Governance Policy.

Moreover, the Company also operates on the principle that all employees must perform their duties in the best interests of the Company. Therefore, any actions and decisions must be free from the influence of a person, family, relative, or another person known personally following the regulations of the Company with the same standard.

4. Disclosure and Transparency

1) Internal Control and Audit System

The Internal Audit Office has set up a control system and recommended improvements for the audited departments to increase the efficiency of internal control, prevent potential risks to damage the Company and create added value in audited systems.

2) Investor Relations

The Company has created a website of the Company under the name www.asiansea.co.th, then disclosed financial statements, including information via the Online system of the Stock Exchange of Thailand to investors. Investors can communicate with the Company at the Finance and Investor Relations Department, Telephone (034) 822700-4 ext. 2306 and Email Asian-ir@asiansea.co.th, or at the Investor Relations page of the website of the Company.

In addition, the company also organizes activities to meet with Securities Analysts and participate in Opportunity Day activities of the Stock Exchange of Thailand continuously every quarter, when reporting the earnings by scheduling such activities in the year 2021 as shown in the table.

Quarter / Year	Opportunity Day	Analyst Meeting
Quarter 4 / 2020	25 March 2021	2 March 2021
Quarter 1 / 2021	13 May 2021	13 May 2021
Quarter 2 / 2021	13 August 2021	13 August 2021
Quarter 3 / 2021	12 November 2021	12 November 2021

3) Reporting on the Company Shareholding of Directors and Senior Management

In 2021, the Company shareholding of directors and senior management were as follows:

Name	Number of Shares as of 31 DEC 2020	Share Possession (%)	Number of Shares as of 31 DEC 2021	Share Possession (%)	Changes in 2021 Increase (Decrease)
1. Mr. Suriya Prasatbuntitya	-	-	-	-	-
2. Mr. Somsak Amornrattanachaikul	279,633,071	51.52	410,532,506	50.43	130,899,435
3. Mr. Somchai Amornrattanachaikul	60,515,000	11.15	90,772,500	11.15	30,257,500
4. Mrs. Suree Jansawat	80,000	0.01	20,225	0.002	(59,775)
5. Mr. Wallop Lomlim	-	-	-	-	-
6. Ms. Prapa Puranachote	-	-	-	-	-
7. Mrs. Sunanta Tiasuwan	-	-	-	-	-
8. Mrs. Yaowanee Kruo-ongarjnukool	-	-	-	-	-
9. Mr. Somboon Phaobanchong	-	-	-	-	-
	340,228,071	62.69	501,325,231	61.58	

5 Responsibilities of Directors

The Company clearly defines the duties, responsibilities, and approval authority of the Board of Directors, the Executive Committee, the Audit Committee, the Risk Management Committee, the Credit and Debt Committee, and other Sub-Committees in the Corporate Governance Policy of the Company. The Executive Committee is assigned to monitor the performance of the management monthly and consider the operational plans of the Company and its subsidiaries to determine consistent business practices.

The appointment of the Board of Directors of the Company is in accordance with the resolutions of the Annual General Meeting of Shareholders by the consideration of the Board of Directors under the Articles of Association of the Company.

In 2021, the Company had nine members of the Board of Directors, consisting of six management directors and three non-management directors.

Although the Board of Directors consists of three non-management directors, these are knowledgeable, competent, and work independently to express their opinions.

The Company has appointed the Chairman of the Board of Directors and the Chief Executive Officer to be different persons to comply with the principles of Good Corporate Governance.

- **Meetings of the Board of Directors and Sub-Committees**

The Company determines the schedule of meetings of the Board of Directors and Sub-Committees once a year by scheduling meetings of the Board of Directors and the Audit Committee at least once per quarter, with additional meetings on special agendas as appropriate. The Company Secretary will send the meeting invitation letter, including the meeting agenda with complete and sufficient details for the decision of the directors seven days in advance of the meeting for studying information before the meeting.

For the Board of Directors Meeting under the corporate governance policy, the directors related to or have interests in each agenda will leave the meeting room or abstain from voting on that agenda every time. The chairman of the Board will allow each director to express the opinion independently and clarify any questions before voting. The resolutions must make by not less than two-thirds of all directors. Opinions of the directors will be recorded in minutes of the meeting and presented to the Board of Directors for approval at the next meeting. Approving meeting minutes with the supporting documents are systematically stored for easy reference and confidentiality hierarchy of access.

Meeting Attendance of the Board of Directors and Sub-Committees in 2021

Name of Director / Committee	Board of Directors Total 6 times	Audit Committee Total 5 times	Nomination and Remuneration Committee Total 1 times	Executive Committee Total 12 times	Risk Management Committee Total 5 times	Credit Committee Total 12 times	Corporate Governance and Sustainability Management Committee Total 2 times
1. Mr. Suriya Prasatbuntitya	6/6	-	1/1	11/12	5/5	11/12	2/2
2. Mr. Somsak Amornrattanachaikul	6/6	-	-	11/12	-	-	-
3. Mr. Somchai Amornrattanachaikul	6/6	-	-	12/12	-	-	-
4. Mrs. Suree Jansawat	6/6	-	-	12/12	-	12/12	2/2
5. Mr. Wallop Lomlim	6/6	-	-	12/12	-	12/12	2/2
6. Ms. Prapa Puranachote	6/6	-	1/1	12/12	-	-	-
7. Mrs. Sunanta Tiasuwan	6/6	5/5	-	-	-	-	-
8. Mrs. Yaowanee Kruo-ongarjnukool	6/6	5/5	-	-	-	-	-
9. Mr. Somboon Phaobanchong	6/6	5/5	1/1	-	5/5	-	-

Self-Assessment of the Board of Directors

Criteria

The Company conducts self-assessment of the Board of Directors and Sub-Committees on an individual basis and summarizes the results on a group basis once a year. Self-assessment of the Chief Executive Officer and Chief Financial Officer will use the Self-Assessment Form of the Stock Exchange of Thailand Board as a model.

Assessment Process

The Company Secretary will deliver the Self-Assessment Form and compile the Summary Report to the Board of Directors Meeting for consideration and further improvements.

Assessment Result

The Percentage calculated from the Full Score is:

More than 85 percent	=	Excellent.
More than 75 percent	=	Very Good.
More than 65 percent	=	Good.
More than 50 percent	=	Fair.
Less than / Equal to 50 percent	=	Should Improve.

The Performance Appraisal Results of the Board of Directors and Sub-Committees for the year 2021 are shown in the table below.

No.	Name of Director / Committee	Percentage
1	CEO	99.07
2	CFO	95.83
3	Board of Directors	95.72
4	Audit Committee	98.33
5	Executive Committee	95.26
6	Nomination and Remuneration Committee	96.11
7	Credit and Debt Committee	97.22
8	Risk Management Committee	91.67
9	Corporate Governance and Sustainability Management Committee	95.00

Succession Plan

Asian focuses on the development of personnel and the effective workforce management system in terms of workforce planning, personnel capacity development in the organization, and increasing the overall efficiency of organization management by preparing short-term and long-term replacements for personnel to respond as well as support the growths and/or changes effectively. Succession Plan is the guidelines for recruiting and selecting “Successor” to fill in the “Key Position” that may be vacant in the future appropriately following the management direction and implementation of the Corporate Strategic Plan.

Please scan the QR Code for more details on the Succession Plan Policy.



Director Orientation

The Company realizes the importance of performing the duties of new directors. Therefore, an overview orientation of the Company and its subsidiaries has been organized to understand the business relationship and shareholding structure. It also provides the important and necessary information to perform duties of the directors; for example, Management Structure, Company Regulations, Company Objectives, Corporate Governance Policy, Business Code of Conduct, Relevant Laws, Operating Results and Company Development, etc. In addition, meetings with the Chairman of the Board of Directors, Board of Directors, and Sub-Committees of the Company are also arranged.

In 2021, there were no new directors.

Director Development

Training / Seminar

The Company has given importance to regularly attending training courses and seminars related to the development of knowledge and abilities of directors. But in 2021, the crisis of the COVID-19 outbreak caused various training institutions to cancel their activities. However, there are seminars on many topics via online channels where executives have also attended much online training.

The Audit Committee Report

Dear Shareholders,

The Audit Committee of Asian Sea Corporation Public Company Limited currently consists of three honorary independent directors who are independent and experienced with all qualifications as specified by the Stock Exchange of Thailand. The names and details of the number of meetings attended are as follows:

List of the Audit Committee	Position	Number of meeting times/total number of meetings
Mrs. Sunanta Tiasuwan	The Chairman of the Audit Committee	5/5
Mrs. Yaowanee Kruo-ongarjnukool	The Audit Committee	5/5
Mr. Somboon Phaobanchong	The Audit Committee	5/5

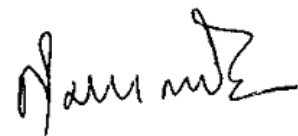
The Audit Committee has Miss Phastrawan Prichapanuwat acting as the secretary of the Audit Committee

Summary of important matters of the Audit Committee's performance in the year 2020 are as follows:

1. Review the quarterly financial statements and the yearly financial statements 2021 of the Company and its subsidiaries by asking and listening to clarifications from the executives and the auditors regarding the accuracy and completeness of the financial statements and the adequacy of information disclosure. The Audit Committee has an opinion consistent with the auditors that the financial statements of the Company and its subsidiaries have presented accurate transactions in materiality in accordance with Thai Financial Reporting Standards, which are reliable and benefit to users of financial statements.
2. Review and give opinions on related party transactions or transactions that may have conflicts of interest including the disclosure of these transaction according to the regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission, Thailand. The auditor is of the opinion that the related party transactions with materiality have been disclosed and presented in the financial statements and the notes to the financial statements. In addition, the Audit Committee's opinion is consistent with the auditor.
3. Review the internal control system and internal audit work. Consider approve the internal auditor's annual audit plan that has been developed, improved to be efficient and covered important tasks/units. Review the internal audit report of the Company and its subsidiaries with the starting from planning, reporting and following up the operation of the Company as the internal auditors' recommendations for effectiveness. The Audit Committee finds that Internal audits are conducted with adequacy, appropriateness as well as complete effectiveness and internal controls of the Company and its subsidiaries are at a satisfactory level.
4. Consider selecting, nominating the auditors and specifying audit fees. The Audit Committee considers selecting the auditors for the year 2021 based on their performance, qualifications skills, knowledge, capabilities. and work experience and proposes to appoint EY Office Company Limited as the Company's auditor for the year 2021 and to approve the audit fee for the year 2021.
5. Review for the Company and its subsidiaries to comply with all relevant accounting standards, laws, regulations of the Stock Exchange of Thailand and laws related to the businesses of the Company and its subsidiaries completely, accurately, in accordance with the principles of good corporate governance.

6. Follow up the operations of the Company's executives in the Declaration of Intent to join the project of Thai private sector collective action coalition against corruption to comply with the requirements and recommendations of the Thai Institute of Directors Association (IOD). From the review, it is found that the Company set up a policy to be consistent with the project and encouraged employees in the organization to acknowledge and understand good practice and comply with the principles of corporate governance in accordance with the guidelines of the Stock Exchange of Thailand and the Thai Institute of Directors Association (IOD) and received a certificate until being certified as a member of the Thai private sector collective action coalition against corruption in 2021.
7. Review the adequacy of the Company's risk management process and conduct an audit as available risks with Mr. Somboon Paobanchong as the representative of the Audit Committee, as well as the Risk Management Committee. It is intended to develop the Company's risk management work more intensively.
8. Support the development of internal auditors and develop guidelines for internal audits to achieve quality in accordance with international standards. The goal is for the internal audit office to train and develop knowledge about standards or even relevant laws, such as the Personal Data Protection Act 2019 , etc.

The Audit Committee has performed its duties in 2020 with prudence, cautiousness, and sufficient independence and recommends that the Company has performed financial and operating reports accurately, internal control system, internal audit and disclosure of related party transactions correctly, and operation in accordance with the good, sufficient, reliable corporate governance system which is sufficient, reliable, including development to improve the operating system to be better quality and continuously suitable for the environment business. In addition, the Audit Committee has reviewed the Audit Committee Charter, evaluated the overall performance of the Audit Committee in types of faculty and individual self-assessment in accordance with the best practices of the Stock Exchange of Thailand to ensure that the Audit Committee's performance is efficient and achieves the results as specified. The overall assessment results for the faculty and the individual are in good criteria and the performance results have been reported to the Board of Directors on a quarterly basis.



Mrs. Sunanta Tiasuwan
Chairman of the Audit Committee

Report of the Nomination and Remuneration Committee

Dear Shareholder,

The Nomination and Remuneration Committee of Asian Sea Corporation Public Company Limited currently consists of three qualified and experienced directors. One is the independent director and full qualifications as specified by the Stock Exchange of Thailand, as listed and details of the number of meeting attendance as follows:

List of Directors	Position	Number of Meeting Attendance / Total Number of Meetings
Ms. Prapa Puranachote	Chairman of Committee	1/1
Mr. Suriya Prasatbuntitya	Committee Member	1/1
Mr. Somboon Phaobanchong	Committee Member	1/1

The Nomination and Remuneration Committee has performed the duties assigned by the Board of Directors with prudence, transparency, and fairness, as well as improving the operational guidelines to be consistent with the current and business strategy of the Company and realize the best interests of shareholders and stakeholders. In 2021, the Nomination and Remuneration Committee had considered the important matters and operations that can be summarized as follows:

1. Propose to the Board of Directors Meeting to propose to the Annual General Meeting of Shareholders for considering and approving the re-appointment of directors who retire by rotation to resume their former positions as the retired committee is still qualified according to relevant law, rules, regulations, and the principles of Good Corporate Governance of the Company, as well as the knowledge, abilities, and experiences that are appropriate and responsive to the implementation of the strategic plans of the Company according to the Board Skill Matrix.
2. Consider determining the remuneration for the Board of Directors and Sub-Committees for the year 2021, based on business turnover & size of the Company, practices of listed companies in the same industry, including the responsibilities of the Board of Directors, along with the evaluation results of the Committee on various specified subjects. The Committee has proposed to the Board of Directors and the 2021 Annual General Meeting of Shareholders for approval.
3. Consider the evaluation guidelines for determining the remuneration of the Chief Executive Officer and Chief Financial Officer from various factors; for example, performance, management ability, and leadership, along with the self-assessment of the Chief Executive Officer and Chief Financial Officer, as well as acknowledge and give feedback on the performance appraisal.
4. Consider reviewing the guidelines for employee performance appraisal, including the guidelines for considering annual bonuses of the employees and executives.
5. Consider and review the compensation and benefits of affiliated companies, as well as improve employee health insurance benefits to accommodate the current situation and provide the employees with good morale and encouragement to perform their duties to the best of their ability.

In 2021, the Committee had allowed minority shareholders to nominate suitable persons to the selection process of directors. However, it appears that the shareholders do not nominate persons to participate in the selection process of directors at the 2021 Annual General Meeting of Shareholders. Remuneration of the directors, sub-committees, and executives has been disclosed for transparency in the audit as shown in this Annual Registration Statement / Annual Report (FORM 56-1 One Report).

In this regard, the Nomination and Remuneration Committee has performed duties independently following the principles of Good Corporate Governance for transparency in the nomination and remuneration processes and reliability of all shareholders and stakeholders.



Ms. Prapa Puranachote

Chairman of the Nomination and Remuneration Committee

Report of the Risk Management Committee

Dear Shareholder,

In 2021, the Risk Management Committee held a total of five meetings, which were summarized the key points of the past operations as follows:

1. Determine the risk management plan for the year 2021 and govern the implementation of risk management according to the plan.
2. Review the annual corporate risk, register new risks that may materially affect the operations of the Group, consider appropriate risk management plan, and assign responsibilities to the relevant departments for managing such risks.
3. Acknowledge the business unit level risk assessment report and require that proper risk management monitoring has been taken, especially high-risk and/or subjective business-level risks for every business.
4. Review the risk measurement criteria to ensure that active risk measurement criteria are accurate and consistent with the current situation.
5. Organize meetings with the Audit Committee to exchange important ideas and recommendations for the effective development of the risk management of the Company.
6. Report the results of risk management to the Board of Directors at the Board of Directors Meeting.

With the above operations, the Risk Management Committee believes that the risk management of the Group is efficient and effective following the principles of Good Corporate Governance, and it is an important tool for leading an organization through various risks and uncertainties from internal and external factors. In addition, it also mitigates the effects of uncertainty in the business environment, builds trust and credibility for all shareholders and stakeholders, including ensures that emerging risks are carefully considered and best prepared to cope with those risks.



Mr. Suriya Prasatbuntitya

Chairman of the Risk Management Committee

Report of the Corporate Governance and Sustainability Management Committee

Dear Shareholder,

In the past 2021, the Board of Directors has considered expanding the scope of work of the Sustainability Management Committee to cover the following tasks: Environmental Dimension, Social Dimension, and Corporate Governance Dimension, for the sub-committees of the Company to support the work of the Board of Directors completely, at the same time, the name of this committee was changed to the Corporate Governance and Sustainability Management Committee.

The Corporate Governance and Sustainability Management Committee implements the policy of the Board of Directors that is committed to business development in parallel with creating a balance of economy, society, and environment, being the Good Corporate Citizen for sustainable business growth under the Corporate Social Responsibilities based on ethics and principles of the Good Corporate Governance, and taking action to support the achievement of the United Nations Sustainable Development Goals (SDGs) in response to the climate change and effectively generating returns to the shareholders by considering the impact of business operations on those involved in the Group in all aspects.

In 2021, the Corporate Governance and Sustainability Management Committee of the Asian Group held two meetings and important operations, which were summarized in brief as follows:

1. Prepare the Sustainability Plan for the Group by gathering the needs of each stakeholder group, assessing issues critical to sustainability of the Company (Materiality Matrix), and review the key points according to the strategic plan.
2. Set short-term and long-term goals for issues critical to sustainability of the Company and consider operational guidelines to achieve goals effectively.
3. Encourage further knowledge acquisition, exchange of knowledge, and guidelines for project implementation according to the Sustainability Plan among the Group through sub-team work.
4. Follow up on various operations to report progress to the Board of Directors on a quarterly basis.

With the commitment of all committees to drive the CHEERS! strategic plan and the collaboration of employees at all levels, the Company received two sustainability awards in 2021: Sustainable Stock of THSI and Thaipat Institute. The success of this year will be an important driving force for the Board of Directors and employees at all levels of the Company to develop the sustainability management of the Asian Group for the sustainability of the Company in the future.



Mr. Suriya Prasatbuntitya

Chairman of the Corporate Governance and
Sustainability Management Committee

Report of the Credit Committee

Dear Shareholder,

Amid the ongoing COVID-19 pandemic for most of the year, operations of the Credit and Debt Committee in 2021 faced various challenges, especially in the aquaculture feed business, where most customers of the Company are domestic farmers, and they are severely affected by the shrinking domestic consumption. The prices of shrimp and fish fell relatively low and affected the ability to repay the debts of customers.

The Credit and Debt Committee is committed to creating the balance between mitigating customer problems and reducing potential risks from non-performing debt problems. In the past 2021, the Credit and Debt Acceleration Committee held a total of 12 meetings. The Committee attended the meetings and completed a quorum every time at every meeting and the important operations were summarized as follows:

1. Review the adequacy of the credit limit determination process, assess the financial status of customers, follow up on outstanding debts, and request for collateral from customers in case of the high credit limit or customer risk.
2. Follow up on overdue debtors with outstanding debts of more than 1 million baht in all cases for the management to report on the raising situation of debtors and assess the debtor potential to set guidelines for debtors on each case.
3. Follow up and verify operations of the Legal Department to ensure compliance with the system and improve the guidelines to a more intense level by sending notices in writing for debt overdue more than 60 days from the original 90 days to reduce damage. If the debtors fail to pay debts.
4. Follow up on outstanding debts in court proceedings, and set guidelines for the legal department at the level of mediation or enforcement for the best interests of the Company.
5. Propose the Board of Directors to consider and approve the writing off bad debts for tax purposes, totaling 12,221,874.69 baht.
6. Report on the performance of the Committee to the Board of Directors on a quarterly basis.

Due to the dedication of the Credit and Debt Committee, the Company has set aside a small amount of allowance for doubtful accounts.



Mr. Suriya Prasatbuntitya
Chairman of the Credit Committee

9. Internal Control and Connected Transaction

9.1 Internal control

The Company realizes the importance of good internal control, so it emphasizes on appropriately sufficient and efficient internal control in consistent with risk management that the Company's Board of Director to minimize risk to the acceptable level in order to achieve business operational goals and add value to stakeholders by adhering to good corporate governance principles. The Company's Board of Directors delegates the Audit Committee and Internal Audit Department to regularly review and follow up outcomes to be in line with situation and the changing risks and ensure that the Company's internal control system has business efficiency and effectiveness.

Control Environment

- The Company sets the clear and measurable goals for business operations and defines the Company's corporate governance policy and code of ethics in writing to safeguard against conflicts of interest with concerns over fairness to all stakeholders.
- The Company identifies the clear organization structure and line of command to set up checks and balances and create a written handbook for scope of authority of all parties to be guideline for practices with respect to duties and responsibilities, and internal control system.

Control Activities

- The Company sets control standards as seemed appropriate to risks in each operational system by taking the proper types of control activities either preventive or detective controls into a consideration.
- The Company sets policy in approving transactions or other items with concerns over the maximum benefits and transparency as importance matters.

Information & Communication

- The Company has an appropriate and effective information and communication system and communication channels for both internal and external stakeholders to facilitate carrying out internal controls as specified.
- The Company has an effective control system for accessibility and usage of information system, and regularly reports material information to management and the Company's Board of Directors for making any decisions. Besides, the Company has invested in information system or SAP to improve effectiveness of the Company's information system and make internal control more stringent.

Monitoring Activities

- The Company appropriately and regularly sets monitoring system, performance and code of business conduct evaluation system, in order to achieve the specified goals via regularly Risk Management Committee meeting.
- The Company requires internal control office to coordinate with internal audit company in inspecting systems with respect to risk factors, and report inspection results and progress of monitoring to the Audit Committee and the high-ranking management.
- The Audit Committee reviewed and assessed the Company's internal control system and opined that the Company's internal control system is appropriate and sufficient for carrying out business to meet objectives and goals efficiently. The Audit Committee also found no significant shortcomings.



Responsibilities associated with internal control system

- 1) The Company's Board of Directors sets out policy and oversees to have good and appropriate internal control system, as well as requires regular monitoring and evaluation.
- 2) The Audit Committee, in capacity of the Company's Board of Directors, performs duties and responsibilities concerning oversights of a review of internal control system, and report performances to the Company's Board of Directors and shareholders.
- 3) Management has duties and responsibilities in overseeing and inspecting working system under supervisions that it is effective and accurate in accordance with regulations governing working by reviewing performing functions in accordance with the existing internal control system and tightening internal control system, as well as instilling good disciplines and consciousness concerning internal control to subordinates.
- 4) Personnel at all levels must continuously and constantly comply with rules, regulations, instructions, measures and internal control system which set by the Company.
- 5) Internal audit office directly takes responsible for an evaluation of adequacy, effectiveness and efficiency of internal control system, and inspects practices to be in line with the system to improve internal control measures to be appropriate to the changing situation, environment and risk factors so that effectiveness and efficiency of the Company's performance are increased.

9.2 Related Party Transactions

Definition of Related Party Transactions

Related parties comprise individuals or enterprises 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 or enterprises 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 operation.

The related company and relationship

Company Name	Type of Business	Relationship
Asian Seafoods Coldstorage (Suratthani) Co., Ltd.	Frozen Food Processor	The company's subsidiary.
Asian Alliance International Co., Ltd.	Tuna Frozen and Canning Processor and by-product such as Canned Pet Food and Fishmeal.	The company's subsidiary.
Asian Feed Co., Ltd.	Aquaculture Feed Processor Chemical.	The company's subsidiary.
Asian Seafoods Coldstorage (Sriracha) Co., Ltd.	Frozen fish and processing frozen fish.	Asian Feed Co., Ltd.'s subsidiary. (Registration of cessation completed since May 30th, 2014. The subsidiary is pending liquidation process.)
Asian Food Co., Ltd.	Frozen Food for Domestic Distribute.	The company's subsidiary.
Asian Pets Care Corporation Co., Ltd.	Operates the business of providing management and marketing services to affiliated companies.	The company's subsidiary.
Thaiya Corporation (Shanghai) Co., Ltd	Market, sale and distribute pet food and frozen product of ASIAN group, including invest to expand the business in China.	Asian Pets Care Corporation Co., Ltd.'s subsidiary.
Inter Petrina Co., Ltd.	Sale, and distribute pet food products under the Company's brand (MARIA)	Joint venture that holds 40% shares by Asian Pets Care Corporation Co., Ltd.
Asian Group SCS Europe GmbH	Market, sale, and distribute pet food and frozen products of ASIAN group.	Joint venture that holds 60% shares by Asian Pets Care Corporation Co., Ltd.
Shangdong Thaiya Meisi Pet Food Co., Ltd.	OEM of dry pet food in China.	Joint venture that holds 41% shares by Asian Pets Care Corporation Co., Ltd. and 10% shares by Thaiya Corporation (Shanghai) Co., Ltd

Transfer pricing policy

Sales	Cost plus margin
Cold storage service income	Contract price
Rental income	Contract price
Management fee income	Mutually agreed price
Interest income	2.85 – 3.08 % per annum
Other income	Cost plus margin and mutually agree price
Purchases of raw materials	Cost plus margin
Purchases of services	Cost plus margin and mutually agreed price
Interest expense	2.45 – 2.90 % per annum
Other expense	Cost plus margin and mutually agreed price

During the year, the company had business transactions with its subsidiaries. Such transactions, which are summarized below, were concluded on commercial terms and bases agreed upon between the company and its subsidiaries

Revenues from its subsidiaries	Separate Financial Statements		
	2019 Baht	2020 Baht	2021 Baht
Sales	4,849,526.30	8,132,639.79	8,690,247.65
Cold storage service income	74,172,609.90	77,735,379.12	75,044,730.80
Rental income	19,200,000.00	15,840,000.00	15,840,000.00
Management fee income	63,130,000.80	73,859,999.96	51,849,999.96
Interest income	10,690,883.68	12,584,880.61	4,153,109.01
Other income	8,512,739.30	8,620,306.17	9,308,191.18
	123,738,759.26	196,773,205.65	164,886,278.60

Expenses to its subsidiaries	Separate Financial Statements		
	2019 Baht	2020 Baht	2021 Baht
Purchased of raw materials	166,827,435.33	142,009,846.31	121,112,998.28
Interest expense	13,880,367.41	23,705,829.71	16,146,015.37
Other expenses	4,213,127.95	9,485,093.54	10,203,729.99
	184,920,930.69	175,200,769.56	147,462,743.64

Related parties' receivables	Separate Financial Statements		
	2019 Baht	2020 Baht	2021 Baht
Trade receivable	8,168,626.83	6,978,667.17	7,613,015.83
Accrued interest receivable	1,071,260.51	399,787.23	267,330.58
Others receivable	14,873,204.23	15,391,373.37	7,581,062.66
	24,113,092.23	22,769,829.77	15,461,409.07

Loan to related parties	Separate Financial Statements		
	2019 Baht	2020 Baht	2021 Baht
Short-term loan	322,079,053.79	136,446,121.70	93,100,000
deduct Allowance for doubtful debts	(41,836,226.35)	-	-
	280,242,827.44	136,446,121.70	93,100,000

(Short-term loan to its subsidiaries matures at call with no collateral. Interest rate were 2.85 % to 3.08 % (3.11% to 3.75% in 2020)

Related parties' payables	Separate Financial Statements		
	2019 Baht	2020 Baht	2021 Baht
Trade payables	6,052,843.70	5,186,587.00	209,185
Accrued interest expenses	1,400,702.24	2,344,927.87	595,604.17
Other payables	263,688.35	3,177,995.10	942,697.55
	7,717,234.29	10,709,509.97	1,747,486.72

Loan from Subsidiaries	Separate Financial Statements		
	2019 Baht	2020 Baht	2021 Baht
Short-term loan	458,237,327.51	963,072,485.31	281,508,503.17

(Short-term loan from its subsidiaries was mature at call with no collateral. Interest rate were 2.45 % to 2.90 % (2.57 % to 3.85% in 2020)

Part 3

Financial Report



Declaration of the Directors' Responsibility for the Financial Statements

The Board of Directors of Asian Sea Corporation Public Company Limited recognizes its responsibility for financial statements of the Company and its subsidiaries – including financial information that appears in the annual report of 2021.

The financial statements have been prepared under generally accepted accounting standards, which regularly complies with a suitable accounting policies and due and reasonable discretion exercised in the preparation of financial statements. Adequate significant information has been disclosed in the notes to these financial statements for transparent use by shareholders and investors at large.

The Board has instituted and maintained effective internal control system, internal auditing risk management, and effective governance to become reasonably confident of accurate, complete, and adequate accounting information to retain Company assets and prevent frauds or significant anomalies in operation.

The Board of Directors has appointed the Audit Committee comprising 3 independent directors to oversee and review the accounting policies and the quality of financial reports, including the internal control system and internal audits to ensure that they are adequate and effective. as well as considering the disclosure of related party transactions.

It is our view that the Company's overall internal control system is satisfactory and can reasonably ensure that the financial statements of the Company and its subsidiaries for the year ended December 31, 2021, it is accurate sufficient reliable and in accordance with generally accepted accounting standards as well as in accordance with relevant laws and regulations.



Mr. Suriya Prasatbuntitya
Chairman of the Board

Independent Auditor's Report

To the Shareholders of Asian Sea Corporation Public Company Limited and its subsidiaries

Opinion

I have audited the accompanying consolidated financial statements of Asian Sea Corporation Public Company Limited and its subsidiaries ("the Group"), which comprise the consolidated statement of financial position as at 31 December 2021, and the related consolidated statements of 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 Asian Sea Corporation 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 Asian Sea Corporation Public Company Limited and its subsidiaries and of Asian Sea Corporation Public Company Limited as at 31 December 2021, and 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 the Code of Ethics for Professional Accountants as issued by the Federation of Accounting Professions as relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key Audit Matters

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the 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 for each matter are described below.

Revenue recognition

The Group is principally engaged in the production of processed frozen and canned food products, and feedstuff. Revenue from export sales is the most significant amount representing 81% of total revenues and there is a variety of conditions in these sales and delivery. As a result, the Group has to consider the conditions in each case of sales and delivery in its revenue recognition. There are therefore risks with respect to the amount and timing of revenue recognition.

I have examined the revenue recognition of the Group by

- Assessing and testing the Group's internal controls with respect to the revenue cycle by making enquiry of responsible executives, gaining an understanding of the controls and selecting representative samples to test the operation of the designed controls, and with special consideration given to expanding the scope of the testing of the internal controls which respond to the above risks.
- Applying a sampling method to select sales documents to assess whether revenue recognition was consistent with the conditions of the relevant documents, 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 that the Group issued after the period-end.
- Performing analytical procedures on disaggregated data to detect possible irregularities in sales transactions throughout the period, particularly for accounting entries made through journal vouchers.

Allowance for expected credit losses for trade receivables

As discussed in Note 8 to the financial statements, as at 31 December 2021, the Group had an outstanding balance of trade receivables over 12 months, amounting to Baht 167 million, while allowance for expected credit losses of Baht 149 million, representing 12% of total trade receivables, has been recorded. The management is required to exercise considerable judgement in determining the allowance for expected credit losses for these long-outstanding debtors. There are therefore risks with respect to the amount of the allowance for expected credit losses for trade receivables.

I assessed and tested the internal controls of the Group relating to the approval on recording transaction and following up of debts including determining allowance for expected credit losses for trade receivables. I also assessed the key information, assumptions and methods used by the Group in calculating allowance for expected credit losses for trade receivables by applying the following procedures:

- Gaining an understanding of the Group's assumptions used in both the collective and individual allowance calculations to my own assessments in relation to key inputs.
- Assessing the Group's revisions to estimates and assumptions which the Group applied together with the observation period for historical default rates.
- Analysing and assessing the Group's assumptions on the expected future cash flows, including the realisable value of collateral, based on my own understanding and available market information.

Impairment on investments in subsidiaries

Because some subsidiaries had consistent operating losses in the past and had deficits, the process of determining the impairment loss of investments in the subsidiaries, requires significant management judgement with respect to the projections of future operating performance of the subsidiaries, and determination of an appropriate discount rate and key assumptions. There is thus a risk with respect to the amount of impairment loss recorded on investments in subsidiaries.

I gained an understanding of management's determination process and assessed the following:

- The assumptions applied in preparing 5-year plans and cash flow projections for the subsidiaries, based on the understanding I gained of the process by which the figures were arrived at, comparison of past cash flow projections with actual operating results in order to assess the exercise of management judgement in estimating cash flow projections, and comparison of the long-term growth rate of the subsidiaries with economic and industry forecasts.

- The discount rate, based on comparison of the average cost of capital and other data with those used by comparable organisations.
- Considering the scope and probability of potential changes in the key assumptions.

Other Information

Management is responsible for the other information. The other information comprises 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.



Sumalee Reewarabandith

Certified Public Accountant (Thailand) No. 3970

EY Office Limited

Bangkok: 21 February 2022

Asia Sea Corporation Public Company Limited and its subsidiaries

Statement of financial position

As at 31 December 2021

(Unit: Baht)

		Consolidated financial statements		Separate financial statements	
	Note	2021	2020	2021	2020
Assets					
Current assets					
Cash and cash equivalents	7	88,662,102	207,401,133	17,228,019	52,715,751
Trade and other receivables	8	1,166,536,410	986,211,530	237,383,485	205,772,914
Short-term loans to related parties	6	-	-	93,100,000	136,446,122
Inventories	9	2,690,963,015	1,915,912,015	417,548,141	336,423,813
Other current financial assets	36.1	-	13,134,396	-	3,811,073
Other current assets		113,493,893	55,799,677	14,234,786	11,387,403
Total current assets		4,059,655,420	3,178,458,751	779,494,431	746,557,076
Non-current assets					
Restricted bank deposits	10	18,561,579	18,543,217	-	-
Investments in subsidiaries	11	-	-	2,464,993,000	2,664,993,000
Investments in joint ventures	12	40,549,799	42,492,832	-	-
Investment in associate	13	-	-	-	-
Long-term loans to joint ventures	6	15,807,988	11,778,964	-	-
Long-term loan to associate	6	2,432,983	1,502,205	-	-
Investment properties	14	50,062,557	50,022,557	415,620,000	-
Property, plant and equipment	15	2,994,552,220	2,779,499,675	806,446,715	1,207,384,645
Right-of-use assets	20	27,502,046	28,888,451	1,325,701	6,632,452
Intangible assets	16	74,881,022	50,986,599	57,017,305	34,862,343
Deferred tax assets	28	23,797,860	42,977,010	-	-
Other non-current assets		46,894,173	26,661,990	22,501,247	22,479,247
Total non-current assets		3,295,042,227	3,053,353,500	3,767,903,968	3,936,351,687
Total assets		7,354,697,647	6,231,812,251	4,547,398,399	4,682,908,763

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

Asia Sea Corporation Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 December 2021

(Unit: Baht)					
		Consolidated financial statements		Separate financial statements	
	Note	2021	2020	2021	2020
Liabilities and shareholders' equity					
Current liabilities					
Bank overdrafts and short-term loans from banks	17	916,410,021	573,482,155	235,375,595	196,722,208
Short-term loans from related parties	6	-	-	281,508,503	963,072,485
Trade and other payables	18	783,962,123	669,956,474	80,184,995	89,872,071
Current portion of long-term loans	19	508,487,359	638,270,324	433,571,428	538,571,428
Current portion of lease liabilities	20	11,845,751	16,137,789	382,718	6,670,605
Income tax payable		29,922,242	-	4,831,535	-
Other current financial liabilities	36.1	24,384,019	171,743	885,266	-
Other current liabilities		41,191,286	27,050,556	5,392,846	8,390,259
Total current liabilities		2,316,202,801	1,925,069,041	1,042,132,886	1,803,299,056
Non-current liabilities					
Long-term loans	19	776,428,574	604,915,933	776,428,574	530,000,002
Lease liabilities	20	14,918,135	12,033,494	969,405	71,047
Provision for long-term employee benefits	21	83,591,500	67,363,967	30,488,391	28,000,907
Deferred tax liabilities	28	112,998,994	111,717,415	83,994,211	88,331,148
Other non-current financial liabilities	36.1	5,538,571	11,821,520	5,538,571	11,821,520
Other non-current liabilities		1,025,095	961,811	1,017,895	954,100
Total non-current liabilities		994,500,869	808,814,140	898,437,047	659,178,724
Total liabilities		3,310,703,670	2,733,883,181	1,940,569,933	2,462,477,780

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

Asia Sea Corporation Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 December 2021

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2021	2020	2021	2020
Shareholders' equity					
Share capital					
Registered	22				
814,091,323 ordinary shares of Baht 1 each					
(2020: 542,727,549 ordinary shares					
of Baht 1 each)		814,091,323	542,727,549	814,091,323	542,727,549
Issued and paid-up					
814,087,559 ordinary shares of Baht 1 each					
(2020: 542,727,549 ordinary shares					
of Baht 1 each)		814,087,559	542,727,549	814,087,559	542,727,549
Premium on ordinary shares		552,813,994	552,813,994	552,813,994	552,813,994
Retained earnings					
Appropriated					
Statutory reserve - the Company	23	81,408,756	54,272,755	81,408,756	54,272,755
Statutory reserve - subsidiaries	23	68,048,446	25,000,000	-	-
Unappropriated		2,046,892,269	1,854,392,039	747,012,734	663,872,302
Other components of shareholders' equity		480,742,953	468,722,733	411,505,423	406,744,383
Total shareholders' equity		4,043,993,977	3,497,929,070	2,606,828,466	2,220,430,983
Total liabilities and shareholders' equity		7,354,697,647	6,231,812,251	4,547,398,399	4,682,908,763

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

Director

Asia Sea Corporation Public Company Limited and its subsidiaries

Statement of comprehensive income

For the year ended 31 December 2021

		(Unit: Baht)			
		Consolidated financial statements		Separate financial statements	
Note		2021	2020	2021	2020
Profit or loss:					
Revenues					
Sales	31	9,478,330,520	8,630,953,365	1,469,087,782	1,509,495,803
Coldstorage service income	31	9,855,368	14,299,906	84,900,099	92,035,286
Dividend income	11	-	-	790,496,745	-
Other income	25	98,897,034	176,002,508	88,947,082	136,403,784
Total revenues		9,587,082,922	8,821,255,779	2,433,431,708	1,737,934,873
Expenses					
Cost of sales and services		7,604,875,853	7,252,371,315	1,237,249,941	1,374,661,812
Selling and distribution expenses		320,932,636	270,191,883	23,586,082	28,766,657
Administrative expenses		445,114,655	372,509,129	159,629,664	105,590,559
Loss on sale of investment in subsidiary	11	-	-	69,200,000	-
Total expenses		8,370,923,144	7,895,072,327	1,489,665,687	1,509,019,028
Operating profit		1,216,159,778	926,183,452	943,766,021	228,915,845
Share of loss from investments in joint ventures	12	(2,787,478)	(2,277,141)	-	-
Share of profit (loss) from investment in associate	13	930,779	(666,531)	-	-
Finance income		6,058,785	5,826,903	4,602,624	12,969,333
Finance cost	26	(67,797,335)	(76,744,064)	(58,435,325)	(74,338,275)
Profit before income tax expenses		1,152,564,529	852,322,619	889,933,320	167,546,903
Income tax expenses	28	(108,248,601)	(34,266,104)	(5,211,493)	(801,413)
Profit for the year		1,044,315,928	818,056,515	884,721,827	166,745,490

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

Asia Sea Corporation Public Company Limited and its subsidiaries

Statement of comprehensive income (continued)

For the year ended 31 December 2021

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2021	2020	2021	2020
Other comprehensive income:					
<i>Other comprehensive income to be reclassified to profit or loss in subsequent periods</i>					
Exchange differences on translation of financial statements in foreign currency		7,259,180	5,063,920	-	-
Other comprehensive income to be reclassified to profit or loss in subsequent periods		7,259,180	5,063,920	-	-
<i>Other comprehensive income not to be reclassified to profit or loss in subsequent periods</i>					
Surplus on revaluation of land - net of income tax	24	4,761,040	-	4,761,040	-
Actuarial loss - net of income tax	21	(8,256,175)	-	(1,070,318)	-
Other comprehensive income not to be reclassified to profit or loss in subsequent periods - net of income tax		(3,495,135)	-	3,690,722	-
Other comprehensive income for the year		3,764,045	5,063,920	3,690,722	-
Total comprehensive income for the year		1,048,079,973	823,120,435	888,412,549	166,745,490
Earnings per share	30				
Basic earnings per share					
Profit attributable to equity holders of the Company		1.28	1.00	1.09	0.20
					(Unit: Share)
Weighted average number of ordinary shares		814,087,559	814,087,559	814,087,559	814,087,559

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

Asia Sea Corporation Public Company Limited and its subsidiaries

Statement of changes in shareholder's equity

For the year ended 31 December 2021

	Consolidated financial statements										(Unit: Baht)
	Retained earnings					Other components of equity					
	Appropriated					Other comprehensive income			Total other components of shareholders' equity	Total	
	Issued and paid-up share capital	Premium on ordinary shares	The Company	Statutory reserve	Subsidiaries	Exchange differences on translation of financial statements in foreign currency	Surplus on revaluation of land				
Balance as at 1 January 2020	542,727,549	552,813,994	54,000,000	25,000,000	25,000,000	1,144,952,509	(2,765,547)	466,424,360	463,658,813	2,783,152,865	
Profit for the year	-	-	-	-	-	818,056,515	-	-	-	818,056,515	
Other comprehensive income for the year	-	-	-	-	-	-	5,063,920	-	5,063,920	5,063,920	
Total comprehensive income for the year	-	-	-	-	-	818,056,515	5,063,920	-	5,063,920	823,120,435	
Dividend paid (Note 33)	-	-	-	-	-	(108,344,230)	-	-	-	(108,344,230)	
Transferred unappropriated retained earnings to statutory reserve (Note 23)	-	-	272,755	-	-	(272,755)	-	-	-	-	
Balance as at 31 December 2020	542,727,549	552,813,994	54,272,755	25,000,000	25,000,000	1,854,392,039	2,298,373	466,424,360	468,722,733	3,497,929,070	
Balance as at 1 January 2021	542,727,549	552,813,994	54,272,755	25,000,000	25,000,000	1,854,392,039	2,298,373	466,424,360	468,722,733	3,497,929,070	
Profit for the year	-	-	-	-	-	1,044,315,928	-	-	-	1,044,315,928	
Other comprehensive income for the year	-	-	-	-	-	(8,256,175)	7,259,180	4,761,040	12,020,220	3,764,045	
Total comprehensive income for the year	-	-	-	-	-	1,036,059,753	7,259,180	4,761,040	12,020,220	1,048,079,973	
Increased share capital (Note 22)	271,360,010	-	-	-	-	-	-	-	-	271,360,010	
Dividend paid (Note 33)	-	-	-	-	-	(773,375,076)	-	-	-	(773,375,076)	
Transferred unappropriated retained earnings to statutory reserve (Note 23)	-	-	27,136,001	-	-	(27,136,001)	-	-	-	-	
Transferred unappropriated retained earnings to statutory reserve - subsidiaries (Note 23)	-	-	-	43,048,446	(43,048,446)	-	-	-	-	-	
Balance as at 31 December 2021	814,087,559	552,813,994	81,408,756	68,048,446	68,048,446	2,048,892,269	9,557,553	471,185,400	480,742,953	4,043,993,977	

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

Asia Sea Corporation Public Company Limited and its subsidiaries
Statement of changes in shareholder's equity (continued)

For the year ended 31 December 2021

	Separate financial statements					(Unit: Baht)	
	Issued and paid-up share capital	Premium on ordinary shares	Retained earnings		Other components of equity		
			Appropriated - statutory reserve	Unappropriated	Surplus on revaluation of land		Other comprehensive income
Balance as at 1 January 2020	542,727,549	552,813,994	54,000,000	605,743,797	406,744,383	2,162,029,723	
Profit for the year	-	-	-	166,745,490	-	166,745,490	
Other comprehensive income for the year	-	-	-	-	-	-	
Total comprehensive income for the year	-	-	-	166,745,490	-	166,745,490	
Dividend paid (Note 33)	-	-	-	(108,344,230)	-	(108,344,230)	
Transferred unappropriated retained earnings to statutory reserve (Note 23)	-	-	272,755	(272,755)	-	-	
Balance as at 31 December 2020	542,727,549	552,813,994	54,272,755	663,872,302	406,744,383	2,220,430,983	
Balance as at 1 January 2021	542,727,549	552,813,994	54,272,755	663,872,302	406,744,383	2,220,430,983	
Profit for the year	-	-	-	884,721,827	-	884,721,827	
Other comprehensive income for the year	-	-	-	(1,070,318)	4,761,040	3,690,722	
Total comprehensive income for the year	-	-	-	883,651,509	4,761,040	888,412,549	
Increased share capital (Note 22)	271,360,010	-	-	-	-	271,360,010	
Dividend paid (Note 33)	-	-	-	(773,375,076)	-	(773,375,076)	
Transferred unappropriated retained earnings to statutory reserve (Note 23)	-	-	27,136,001	(27,136,001)	-	-	
Balance as at 31 December 2021	814,087,559	552,813,994	81,408,756	747,012,734	411,505,423	2,606,828,466	

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

Asia Sea Corporation Public Company Limited and its subsidiaries

Cash flow statement

For the year ended 31 December 2021

	(Unit: Baht)			
	Consolidated financial statements		Separate financial statements	
	2021	2020	2021	2020
Cash flows from operating activities				
Profit before tax	1,152,564,529	852,322,619	889,933,320	167,546,903
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities				
Depreciation and amortisation	259,124,660	247,963,580	56,888,545	56,713,799
Reversal of allowance for expected credit losses for trade and other receivables	(11,152,592)	(3,192,886)	(51,217)	(373,485)
Bad debts written-off	12,221,875	-	-	-
Reversal of allowance for expected credit losses for short-term loans to related party	-	-	-	(41,836,226)
(Reversal of) reduction of cost of inventories to net realisable value	(34,176,965)	18,457,228	(4,368,846)	3,557,006
Reversal of allowance for impairment loss on land and buildings	-	(282,945)	-	-
Reversal of allowance for impairment loss on investment properties	-	(623,382)	-	-
Withholding income tax written-off	437,036	149,847	-	-
(Gain) loss on sales/write-off of buildings and equipment	(5,489,652)	1,653,949	(2,528,788)	(980,451)
Loss on sales of investment properties	-	24,082	-	-
Loss on intangible asset written-off	-	9,056	-	9,056
Long-term employee benefit expenses	8,605,373	7,552,071	1,799,386	2,595,221
Unrealised loss (gain) on exchange rate	186,405	(3,375,593)	(808,005)	98,923
Unrealised loss (gain) on forward foreign exchange contracts	37,346,672	(11,460,389)	4,696,338	(3,422,827)
Unrealised gain on interest rate swaps contracts	(6,282,950)	(15,298,845)	(6,282,950)	(15,298,845)
Loss on sale of investment in subsidiary	-	-	69,200,000	-
Dividend income	-	-	(790,496,745)	-
Share of loss from investments in joint ventures	2,787,478	2,277,141	-	-
Share of (profit) loss from investment in associate	(930,779)	666,531	-	-
Finance income	(6,058,785)	(5,826,903)	(4,602,624)	(12,969,333)
Finance cost	67,797,335	76,744,064	58,435,325	74,338,275
Profit from operating activities before changes in operating assets and liabilities	1,476,979,640	1,167,759,225	271,813,739	229,978,016
Operating assets (increase) decrease				
Trade and other receivables	(180,491,679)	(170,863,708)	(30,901,785)	(40,632,251)
Inventories	(740,874,035)	(196,113,287)	(76,755,482)	(88,394,593)
Other current assets	(57,694,216)	(1,444,299)	(2,847,383)	(1,647,332)
Other non-current assets	(1,161,460)	2,058,118	(22,000)	1,017,521

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

Asia Sea Corporation Public Company Limited and its subsidiaries

Cash flow statement (continued)

For the year ended 31 December 2021

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2021	2020	2021	2020
Operating liabilities increase (decrease)				
Trade and other payables	105,969,763	119,853,220	(4,508,526)	(5,330,980)
Other current liabilities	14,140,730	184,822	(2,997,413)	4,841,159
Cash paid for long-term employee benefits	(2,698,059)	(6,697,281)	(649,800)	(5,137,845)
Other non-current liabilities	19,990	22,501	20,501	22,499
Cash flows from operating activities	614,190,674	914,759,311	153,151,851	94,716,194
Interest received	6,035,186	7,169,539	4,735,083	13,640,804
Interest paid	(67,691,108)	(78,991,510)	(60,683,381)	(75,417,327)
Income tax paid	(57,524,088)	(5,438,700)	(5,639,576)	(4,643,014)
Net cash flows from operating activities	495,010,664	837,498,640	91,563,977	28,296,657
Cash flows from investing activities				
Cash payments for acquisitions of buildings and equipment	(438,717,785)	(239,078,951)	(55,708,522)	(39,815,275)
Cash payments for deposits of machinery	(18,975,517)	-	-	-
Cash payments for acquisitions of computer software	(32,123,630)	(4,558,561)	(28,711,943)	(207,522)
Proceeds from sales of equipment	9,216,037	11,994,574	3,077,386	5,763,965
Proceeds from sales of investment properties	-	2,020,000	-	-
Decrease in short-term loans to related parties	-	-	43,346,122	185,632,931
Cash paid for investment in subsidiary	-	-	-	(190,000,000)
Increase in long-term loans to joint venture	(377,652)	(3,102,571)	-	-
Increase in long-term loan to associate	-	(1,600,000)	-	-
Net cash flows used in investing activities	(480,978,547)	(234,325,509)	(37,996,957)	(38,625,901)
Cash flows from financing activities				
Increase in bank overdrafts				
and short-term loans from banks	342,927,866	243,834,990	38,653,387	185,052,383
Increase in short-term loans from related parties	-	-	239,732,763	504,835,158
Cash received from long-term loans	700,000,000	-	700,000,000	-
Repayment of long-term loans	(658,531,428)	(618,531,428)	(558,571,428)	(518,571,428)
Payment of principal of lease liabilities	(18,185,289)	(19,069,001)	(6,897,702)	(6,799,033)
Dividends paid	(501,971,772)	(108,321,741)	(501,971,772)	(108,321,741)
Net cash flows from (used in) financing activities	(135,760,623)	(502,087,180)	(89,054,752)	56,195,339
Increase in exchange differences on				
translation of financial statements in foreign currency	2,989,475	3,438,884	-	-
Net (decrease) increase in cash and cash equivalents	(118,739,031)	104,524,835	(35,487,732)	45,866,095
Cash and cash equivalents at beginning of year	207,401,133	102,876,298	52,715,751	6,849,656
Cash and cash equivalents at end of year	88,662,102	207,401,133	17,228,019	52,715,751

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

Asia Sea Corporation Public Company Limited and its subsidiaries

Cash flow statement (continued)

For the year ended 31 December 2021

	(Unit: Baht)			
	Consolidated financial statements		Separate financial statements	
	2021	2020	2021	2020
Supplemental cash flows information				
Non-cash transactions				
Decrease (increase) in other payables for acquisitions of equipment	(9,342,026)	57,125,737	384,251	(1,213,621)
Decrease (increase) in other payables for acquisitions of computer software	2,528,263	(2,528,263)	2,528,263	(2,528,263)
Increase in dividend payable	43,294	22,489	43,294	22,489
Stock dividend paid	271,360,010	-	271,360,010	-
Dividend income received by deducting short-term loans from subsidiary	-	-	790,496,745	-
Decrease in short-term loans from subsidiary due to sales of investment in subsidiary	-	-	130,800,000	-
Increase in right-of-use assets	16,777,892	46,263,773	1,508,173	13,311,728
Surplus on revaluation of land	5,951,300	-	5,951,300	-
Investment properties received from proceeds on sales of goods	40,000	3,629,400	-	-
Actuarial loss	10,320,219	-	1,337,898	-
Reclassified from property, plant and equipment to investment properties	-	-	415,620,000	-
Reclassified from property, plant and equipment to right-of-use assets	-	2,284,243	-	1,349,651
Reclassified from property, plant and equipment to intangible assets	-	7,760,688	-	-

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

1. General information

1.1 Corporate information

Asian Sea Corporation Public Company Limited ("the Company") is a public company incorporated and domiciled in Thailand. The Company is principally engaged in the production of processed frozen seafood and provision of cold storage services. The registered office of the Company is at 55/2 Rama II Road, Bangkachao, Muang Samudhsakorn, Samudhsakorn. There are 8 branches located in Bangkok, Samudhsakorn, and Songkhla.

1.2 Coronavirus disease 2019 Pandemic

The Coronavirus disease 2019 pandemic is currently impacting most businesses and industries. This situation may bring uncertainties and have an impact on the environment in which the Group operates. The Group's management has continuously monitored ongoing developments and assessed the financial impact in respect of the valuation of assets, provisions and contingent liabilities, and has used estimates and judgement in respect of various issues as the situation has evolved.

1.3 The restructuring of the Group

- a) On 31 May 2021, Asian Alliance International Co., Ltd. (the Company's subsidiary) acquired a 100% shareholding in Asian Pets Care Corporation Co., Ltd. (the Company's subsidiary) at a price of Baht 130.8 million. This acquisition of Asian Pets Care Corporation Co., Ltd. is under common control of the Company before and after the acquisition. Following the acquisition, Asian Pets Care Corporation Co., Ltd. became a subsidiary in which Asian Alliance International Co., Ltd. holds a 100% interest, and the Group's shareholding in Asian Pets Care Corporation Co., Ltd. remains unchanged at 100% (calculated the shareholding through Asian Alliance International Co., Ltd.).
- b) On 28 June 2021, Asian Alliance International Co., Ltd. acquired all ordinary shares of Inter Petrina Co., Ltd. (Asian Pets Care Corporation Co., Ltd.'s associate) from Asian Pets Care Corporation Co., Ltd., at a price of Baht 1.6 million. This acquisition of Inter Petrina Co., Ltd. is under common control of the Company before and after the acquisition. Following the acquisition, Inter Petrina Co., Ltd. became an associated company of Asian Alliance International Co., Ltd., which holds a 40% interest and the Group's shareholding in Inter Petrina Co., Ltd. remains unchanged at 40% (calculated the shareholding through Asian Alliance International Co., Ltd.).

- c) On 23 December 2021, Asian Alliance International Co., Ltd. acquired all ordinary shares of Asian Group SCS Europe GmbH (Asian Pets Care Corporation Co., Ltd.'s joint venture) from Asian Pets Care Corporation Co., Ltd., at a price of Euro 15,000. The acquisition of Asian Group SCS Europe GmbH is under common control of the Company before and after the acquisition. Following the acquisition, Asian Group SCS Europe GmbH became a joint venture of Asian Alliance International Co., Ltd., which holds a 60% interest and the Group's shareholding in Asian Group SCS Europe GmbH remains unchanged at 60% (calculated the shareholding through Asian Alliance International Co., Ltd.).
- d) On 30 May 2014, Asian Seafoods Coldstorage (Sriracha) Co., Ltd., which was a subsidiary of Asian Feed Co., Ltd. (the Company's subsidiary) and had a registered share capital of Baht 300 million, registered its dissolution with the Ministry of Commerce. Its liquidation process was completed on 21 April 2021.

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 and their presentation 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 Asian Sea Corporation Public Company Limited and the following subsidiaries (hereinafter called as "the Group").

Company's name	Nature of business	Country of incorporation	Percentage of shareholding	
			2021	2020
			Percent	Percent
<u>Subsidiaries directly held by the Company</u>				
Asian Seafoods Coldstorage (Suratthani) Co., Ltd.	Production of processed frozen seafoods	Thailand	100	100
Asian Alliance International Co., Ltd.	Production of packaged seafoods, animal feeds and fishmeal	Thailand	100	100

Company's name	Nature of business	Country of incorporation	Percentage of shareholding	
			2021	2020
			Percent	Percent
Asian Feed Co., Ltd.	Production of feedstuff	Thailand	100	100
Asian Food Co., Ltd.	Domestic distribution of frozen seafoods	Thailand	100	100
Asian Pets Care Corporation Co., Ltd.	Distribution of animal feeds, marketing and management activities, including investing in other business	Thailand	-	100
<u>Subsidiary held by Asian Alliance International Co., Ltd.</u>				
Asian Pets Care Corporation Co., Ltd.	Distribution of animal feeds, marketing and management activities, including investing in other business	Thailand	100	-
<u>Subsidiary held by Asian Feed Co., Ltd.</u>				
Asian Seafoods Coldstorage (Sriracha) Co., Ltd.	Completed liquidation	Thailand	-	100
<u>Subsidiary held by Asian Pets Care Corporation Co., Ltd.</u>				
Thaiya Corporation (Shanghai) Co., Ltd.	Marketing service and distribution of animal feeds and frozen seafoods	China	100	100

- b) The Company is deemed to have control over an investee or subsidiaries 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) Subsidiaries are fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.
- d) The financial statements of the subsidiaries are prepared using the same significant accounting policies as the Company.
- e) The assets and liabilities in the financial statements of overseas subsidiary are translated to Baht using the exchange rate prevailing on the end of reporting period, and revenues and expenses translated using monthly 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 balances and transactions between the Group have been eliminated from the consolidated financial statements.

- 2.3 The separate financial statements present investments in subsidiaries 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 and interpretations which are effective for fiscal years beginning on or after 1 January 2021. 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 2022

The Federation of Accounting Professions issued several revised financial reporting standards, which are effective for fiscal years beginning on or after 1 January 2022. 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, for some standards, providing temporary reliefs or temporary exemptions for users.

The management of the Group is currently in process of evaluating the plan to be executed and considering the impact of these standards on the financial statements in the year when they are adopted.

3.3 Impact of discontinuing Accounting Guidance on Temporary Relief Measures for Accounting Alternatives in Response to the Impact of the COVID-19 Pandemic

During the year, the Group has assessed the financial impact of the uncertainties of the COVID-19 Pandemic on the valuation of land and expected credit losses, since the temporary relief measures on accounting alternatives ended on 31 December 2020. It was found that the end of these temporary relief measures did not have any significant impact on the Group's financial statements.

4. Significant accounting policies

4.1 Revenue and expense recognition

Sales of goods and rendering of transportation services

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 upon the condition of sales, generally on delivery of the goods. Revenue is measured at the amount of the consideration received or receivable, excluding value added tax, of goods supplied following the invoiced value after deducting returns, discounts and allowances.

Rendering of transportation services

Upon the condition of sales which included transportation services, revenue arrangements with multiple deliverables are allocated between the element in proportion to the delivered products and the obligations to be performed in providing transportation services that are included in the contract using the basis of standalone selling prices of different products or services as obligated in the contract. Transportation service revenue is recognised as revenue over the periods.

The obligation to transfer services to a customer for which the Group has received consideration or an amount of consideration due from the customer is presented under the caption of "Other current liabilities" in the statement of financial position, which are recognised as revenue over the period of transportation services.

Cold storage service income and other service income

Cold storage service income and other service income is recognised on an accrual basis over the service period and the rates agreed by counterparties.

Interest income

Interest income is calculated using the effective interest method and recognised on an accrual basis. The effective interest rate is applied to the gross carrying amount of a financial asset, 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).

Finance cost

Interest expense from financial liabilities at amortised cost is calculated using the effective interest method and recognised on an accrual basis.

Dividend income

Dividend income are recognised when the right to receive the dividends is established.

Export incentives

Export incentives, which are received in the form of tax coupons, are recognised as income when the Group exports the goods.

4.2 Cash and cash equivalents

Cash and cash equivalents consist of cash in hand and 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 average cost and net realisable value. The cost of inventories includes raw material costs, labor costs and attributable factory overheads.

Raw materials, packing materials, spare parts and factory supplies are valued at the lower of average cost and net realisable value and are charged to production costs whenever consumed.

4.4 Investments in subsidiaries, joint ventures and associate

Investments in joint ventures and associate are accounted for in the consolidated financial statements using the equity method.

Investments in subsidiaries are accounted for in the separate financial statements using the cost method net of allowance for loss on impairment (if any).

4.5 Investment properties

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and allowance for loss on impairment (if any).

On disposal of investment properties, the difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the year when the asset is derecognised.

4.6 Property, plant and equipment and depreciation

Land is stated at revalued amount. Buildings and equipment are stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any).

Land are initially recorded 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 the carrying amount of land is increased as a result of a revaluation, the increase is credited directly to the other comprehensive income and the cumulative increase is recognised in equity under the heading of "Surplus on revaluation of land". 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 the carrying amount of land is decreased as a result of a revaluation, 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 "Surplus on revaluation of land" in respect of the same asset.

Depreciation of plant and equipment is calculated by reference to their costs on the straight-line basis over the following estimated useful lives.

Land improvement	3 - 25 years
Buildings and building improvement	2 - 30 years
Machinery and equipment	2 - 21 years
Furniture, fixtures and office equipment	2 - 20 years
Motor vehicles	3 - 10 years

Depreciation is included in determining income. No depreciation is provided on land and assets under installation and 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.

4.7 Intangible assets

Intangible assets are carried at cost less accumulated amortisation and loss on impairment of assets (if any).

Intangible assets with finite lives are amortised on the straight-line over the economic useful life and tested for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method of such intangible assets are reviewed at least at each financial year end. The amortisation expense is charged to profit or loss.

A summary of the intangible assets with finite useful lives is as follows.

Trademark	10 years
Computer software	3 - 15 years

No amortisation is charged for computer software under installation.

4.8 Leases

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

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

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	3 years
Buildings	2 and 3 years
Factory equipment	2 - 5 years
Office equipment	3 - 5 years
Motor vehicles	3 and 4 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.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate, which is determined by referring to the government bond yield adjusted with risk premium depending on the lease term, at the lease commencement date if the interest rate implicit in the lease is not readily determinable. 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 or a change in the lease payments.

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.

The Company as a lessor

A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset to a lessee. Lease receivables from operating leases is recognised as income in profit or loss on a straight-line basis over

the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying assets and recognised as an expense over the lease term on the same basis as the lease income.

4.9 Related party transactions

Related parties comprise individuals or enterprises that control, or are controlled by, the Company, whether directly or indirectly, or which are under common control with the Company.

They also include associates and individuals or enterprises 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 operations.

4.10 Foreign currencies

The consolidated and separate financial statements are presented in Baht, which is also the Group's functional currency.

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 rate are included in determining income.

4.11 Impairment of non-financial assets

At the end of each reporting period, the Group performs impairment reviews in respect of the property, plant and equipment, right-of-use assets, investment properties and other 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.

An impairment loss is recognised in profit or loss. However, in cases where lands were 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 a revalued amount, in which case the reversal, which exceeds the carrying amount that would have been determined, is treated as a revaluation increase.

4.12 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 Group and its employees have jointly established a provident fund. The fund is monthly contributed by employees and by the Group. The fund's assets are held in a separate trust fund and the Group's contributions are recognised as expenses when incurred.

Defined benefit plans

The Group has obligations in respect of the severance payments it must make to employees upon retirement under labor law. The Group treats these 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.

4.13 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.

4.14 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 all taxable temporary differences while it recognises deferred tax assets for all deductible temporary differences and tax losses carried forward to the 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 each reporting date, 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 asset 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.

4.15 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, for trade receivables that do not contain a significant financing component, the Group will measure financial assets 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 FVTPL

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

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.

The Group may elect to measure financial liabilities at FVTPL if doing so eliminates, or significantly reduces a recognition inconsistency.

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 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.

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 30 days past due and considers a financial asset as credit impaired or 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.

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.

4.16 Derivatives

The Group uses derivatives, such as forward foreign exchange contracts and interest rate swaps to hedge its foreign currency risks and interest rate risks, respectively.

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.

4.17 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between buyer and seller (market participants) at the measurement date. The Group applies a quoted market price in an active market to measure its 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 is 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 categories of input to be used in fair value measurement as follows.

- Level 1 - Use of quoted market prices in an observable 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 determines 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.

Leases

Lease classification - The Company as lessor

In determining whether a lease is to be classified as an operating lease or finance lease, the management is required to exercise judgement as to whether significant risk and rewards of ownership of the leased asset has been transferred, taking into consideration terms and conditions of the arrangement.

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.

Provision for diminution in the value of inventories

In determining a provision for diminution in the value of inventories, the management needs to make judgement and estimates for slow-moving and obsolete inventories based upon, among other things, the product life cycle, the competitive environment, economic circumstances and the situation within the industry.

Fair value of financial instruments

In determining the fair value of financial instruments recognised in the statement of financial position that are not actively traded and for which quoted market prices are not readily available, the management exercises judgement, using a variety of valuation techniques and models. The input to these models is taken from observable markets, and includes consideration of credit risk, liquidity, correlation and longer-term volatility of financial instruments. Change in assumptions about these factors could affect the fair value recognised in the statement of financial position and disclosures of fair value hierarchy.

Property, plant and equipment and right-of-use assets/depreciation and intangible assets/amortisation

In determining depreciation of plant and equipment and right-of-use assets and amortisation of intangible assets, the management is required to make estimates of the useful lives and residual values of the assets and to review estimate useful lives (if any) 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 15 to the financial statements.

In addition, the management is required to review property, plant and equipment, right-of-use assets and intangible assets for impairment on a periodical basis and record impairment losses when it is determined that their recoverable amounts are lower than the carrying amounts. This requires judgements regarding forecast of future revenues and expenses relating to the assets subject to the review.

Deferred tax assets

Deferred tax assets are recognised for deductible temporary differences and unused tax losses to the extent that it is probable that taxable profit will be available against which the temporary differences and losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of estimate future taxable profits.

Impairment of investments in subsidiaries

The Company records provision for impairment loss on investments in subsidiaries when the indicator of impairment exists. This requires the management judgement with respect to its projections of future performance of the subsidiaries. The Group used a discounted cash flow model, based on projected information for the next 5 years and excluding any restructuring activities to which the Group is not yet committed or significant future investments that will enhance the performance of the assets.

Post-employment benefits under defined benefit plans

The obligation under the defined benefit plan is determined based on actuarial techniques. Such determination is made based on various assumptions, including discount rate, future salary increase rate, mortality rate and staff turnover rate.

6. Related party transactions

During the year, the Group had significant business transactions with related parties. Such transactions, which are summarised below, arose in the ordinary course of business and were concluded on commercial terms and bases agreed upon between the Group and these related parties.

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements		Pricing policy
	2021	2020	2021	2020	
Transactions with subsidiaries					
(eliminated from the consolidated financial statements)					
Sales	-	-	8,690	8,133	Cost plus margin
Cold storage service income	-	-	75,045	77,735	Contract price
Rental income	-	-	15,840	15,840	Contract price
Management fee income	-	-	51,850	73,860	Mutually agreed price
Interest income	-	-	3,781	12,585	2.85% - 3.08% per annum (2020: 3.11% - 3.75% per annum)
Other income	-	-	9,308	8,620	Cost plus margin and mutually agreed price
Purchases of raw materials	-	-	121,113	142,010	Cost plus margin
Interest expense	-	-	16,146	23,706	2.45% - 2.90% per annum (2020: 2.57% - 3.85% per annum)
Other expenses	-	-	10,204	9,485	Cost plus margin and mutually agreed price
Sales of investment in subsidiary	-	-	130,800	-	Contract rice
Dividend income	-	-	790,497	-	As declared
Transactions with joint ventures					
Interest income	989	842	-	-	4.00% - 5.00% per annum
Commission expenses	9,227	4,767	-	-	Mutually agreed price
Transactions with associate					
Sales	28,050	21,416	-	-	Cost plus margin
Interest income	191	184	-	-	4.00% per annum
Other expenses	-	36	-	-	Mutually agreed price
Transactions with related parties					
Interest income	-	-	372	-	2.85% - 3.08% per annum

As at 31 December 2021 and 2020, the balances of the accounts between the Group and those related parties are as follows.

	Consolidated		(Unit: Thousand Baht)	
	financial statements		Separate	
	2021	2020	2021	2020
Trade receivables - related parties (Note 8)				
Subsidiaries	-	-	7,613	6,979
Associate	268	2,495	-	-
Total	268	2,495	7,613	6,979
Other receivables - related parties (Note 8)				
Subsidiaries	-	-	7,848	15,791
Joint ventures	1,349	1,317	-	-
Associate	49	75	-	-
Total	1,398	1,392	7,848	15,791
Trade payables - related parties (Note 18)				
Subsidiaries	-	-	209	5,187
Total	-	-	209	5,187
Other payables - related parties (Note 18)				
Subsidiaries	-	-	1,539	5,523
Total	-	-	1,539	5,523

Short-term loans to related parties and short-term loans from related parties

Short-term loans to and short-term loans from related parties are due at call and unsecured. During the current year, their movements are as follows.

Short-term loans to	Interest rate (percent per annum)	(Unit: Thousand Baht)			
		Separate financial statements			
		31 December 2020	Increase during the year	Decrease during the year	31 December 2021
Asian Seafoods Coldstorage (Suratthani) Co., Ltd.	3.00 - 3.05	-	245,932	(245,932)	-
Asian Feed Co., Ltd.	2.85 - 3.08	122,500	432,350	(461,750)	93,100
Asian Food Co., Ltd.	3.08	10,993	26	(11,019)	-
Asian Pets Care Corporation Co., Ltd.	2.85 - 3.08	2,953	55,686	(58,639)	-
Total		136,446	733,994	(777,340)	93,100

(Unit: Thousand Baht)

Short-term loans from	Interest rate (percent per annum)	Separate financial statements			
		31 December 2020	Increase during the year	Decrease during the year	31 December 2021
Asian Seafoods Coldstorage (Suratthani) Co., Ltd.	2.51 - 2.90	172,772	968,117	(918,715)	222,174
Asian Alliance International Co., Ltd.	2.45 - 2.70	790,300	741,100	(1,531,400)	-
Asian Food Co., Ltd.	2.73 - 2.87	-	193,643	(134,308)	59,335
Total		963,072	1,902,860	(2,584,423)	281,509

Long-term loans to joint ventures

In May 2018, Asian Pets Care Corporation Co., Ltd. entered into a joint venture agreement with another company to establish Asian Group SCS Europe GmbH (the joint venture). The joint venture agreement indicated that Asian Pets Care Corporation Co., Ltd. and the other company have provided loans of Euro 240,000 and Euro 160,000, respectively, to Asian Group SCS Europe GmbH. Asian Group SCS Europe GmbH is entitled to request approval of additional loans. The principal and interest are to be repaid when the joint venture has sufficient income to repay the loan, which carries interest at a rate of 4% per annum and is not secured.

As at 31 December 2021 and 2020, Asian Pets Care Corporation Co., Ltd. has a loan of Euro 250,000 to the joint venture (Asian Group SCS Europe GmbH) and classified this as long-term loan, in accordance with the terms and conditions of principal repayment in the agreement.

In August 2019, Thaiya Corporation (Shanghai) Co., Ltd. (Subsidiary of Asian Pets Care Corporation Co., Ltd.) and another company entered into a joint venture agreement to establish Shandong Thaiya Meisi Pet Foods Co., Ltd. (the joint venture) and a long-term loan agreement granting a loan of RMB 5 million to Shandong Thaiya Meisi Pet Foods Co., Ltd. The loan principal is to be repaid within 3 years after the loan is received. Thaiya Corporation (Shanghai) Co., Ltd. and the other company are to provide loans of RMB 2.55 million and RMB 2.45 million, respectively, to Shandong Thaiya Meisi Pet Foods Co., Ltd. This loan is unsecured and carries interest at a rate of 5% per annum. The interest is to be paid in specified installments as prescribed in the agreement.

As at 31 December 2021, Thaiya Corporation (Shanghai) Co., Ltd. has granted a long-term loan of RMB 2.5 million (2020: RMB 2.4 million) to the joint venture (Shandong Thaiya Meisi Pet Foods Co., Ltd.).

During the current year, movements in the long-term loans to joint ventures account are as follows.

(Unit: Thousand Baht)

Consolidated financial statements						
Long-term loans to	31 December 2020	Increase during the year	Unrealised gain on exchange rate	Recognised share of profit	Recognised share of translation of financial statements in foreign currency	31 December 2021
Asian Group SCS Europe GmbH	599	-	253	2,102	(255)	2,699
Shandong Thaiya Meisi Pet Foods Co., Ltd.	11,180	378	1,551	-	-	13,109
Total	11,779	378	1,804	2,102	(255)	15,808

Long-term loan to associate

In May 2018, Asian Pets Care Corporation Co., Ltd. (Subsidiary of Asian Alliance International Co., Ltd.) entered into a joint venture agreement with another company to establish Inter Petrina Co., Ltd. (an associate). The joint venture agreement indicated that Asian Pets Care Corporation Co., Ltd. and the other company have provided loans of Baht 1.6 million and Baht 2.4 million, respectively to Inter Petrina Co., Ltd. Inter Petrina Co., Ltd. is entitled to request approval of additional loans. The principal is to be repaid when the associate's operating results are good enough, as approved by meetings of both shareholders. The loan is not secured and carries interest at a rate of 4% per annum, interest is to be paid in specified installments as prescribed in the agreement. During the year 2021, Asian Alliance International Co., Ltd. acquired all ordinary shares of the associate from Asian Pets Care Corporation Co., Ltd. and received all rights of claim in the loan receivables.

As at 31 December 2021, the Group has granted a loan of Baht 4.8 million (2020: Baht 4.8 million) to the associate (Inter Petrina Co., Ltd.) and classified this as long-term loan to, in accordance with the terms and conditions of principal repayment in the joint venture agreement.

During the current year, movements in the long-term loans to associate account are as follows.

(Unit: Thousand Baht)

Consolidated financial statements			
Long-term loan to	31 December 2020	Recognised share of profit	31 December 2021
Inter Petrina Co., Ltd.	1,502	931	2,433
Total	1,502	931	2,433

Directors and management's benefits

During the years ended 31 December 2021 and 2020, the Group had employee benefit expenses payable to its directors and management as below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Short-term employee benefits	32,770	21,824	17,904	10,270
Post-employment benefits	607	708	271	287
Total	33,377	22,532	18,175	10,557

Guarantee obligations with related parties

The Company has guaranteed bank credit facilities of the subsidiaries as described in Notes 17 and 34.3 c) to the financial statements without charging guarantee fee.

The Company's bank overdraft and short-term bank loan facilities are guaranteed by Asian Seafoods Coldstorage (Suratthani) Co., Ltd. without charging guarantee fee.

The Company's long-term loan facilities are secured by the mortgage of the buildings of Asian Alliance International Co., Ltd. and secured by the mortgage of the land and the buildings of Asian Feed Co., Ltd. without charging guarantee fee.

7. Cash and cash equivalents

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Cash	598	644	34	35
Bank deposits	88,064	206,757	17,194	52,681
Total	88,662	207,401	17,228	52,716

As at 31 December 2021 and 2020, bank deposits in savings accounts carried interests between 0.13% and 0.25% per annum.

8. Trade and other receivables

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
<u>Trade receivables - related parties (Note 6)</u>				
Aged on the basis of due dates				
Not yet due	268	2,495	5,884	5,626
Past due up to 3 months	-	-	1,729	1,353
Total trade receivables - related parties	268	2,495	7,613	6,979
<u>Trade receivables - unrelated parties</u>				
Aged on the basis of due dates				
Not yet due	746,957	622,976	155,796	116,302
Past due				
Up to 3 months	296,115	224,853	58,081	27,685
3 - 6 months	33,611	37,077	13	19,813
6 - 12 months	8,832	23,919	6	14,798
Over 12 months	167,435	178,450	5,267	5,322
Total	1,252,950	1,087,275	219,163	183,920
Less: Allowance for expected credit losses	(149,278)	(150,382)	(5,270)	(5,322)
Total trade receivables - unrelated parties, net	1,103,672	936,893	213,893	178,598
Total trade receivables - net	1,103,940	939,388	221,506	185,577
<u>Other receivables</u>				
Other receivables - related parties (Note 6)	-	-	7,581	15,391
Other receivables - unrelated parties	113,949	98,149	8,029	4,405
Interest receivable from related parties (Note 6)	1,398	1,392	267	400
Total	115,347	99,541	15,877	20,196
Less: Allowance for expected credit losses	(52,751)	(52,717)	-	-
Total other receivables - net	62,596	46,824	15,877	20,196
Total trade and other receivables - net	1,166,536	986,212	237,383	205,773

The normal credit term is 0 day to 180 days

Set out below is the movement in the allowance for expected credit losses of trade and other receivables.

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2021	2020	2021	2020
Beginning balance	203,099	247,467	5,322	5,849
Provision for expected credit losses (Reversal)	9,826	(2,419)	32	3
Amount written-off	(12,222)	(41,175)	-	(154)
Amount recovered	(124)	(726)	(84)	(376)
Effect from foreign exchange	1,450	(48)	-	-
Ending balance	202,029	203,099	5,270	5,322

9. Inventories

(Unit: Thousand Baht)

	Consolidated financial statements					
	Reduce cost to net					
	Cost		realisable value		Inventories - net	
	2021	2020	2021	2020	2021	2020
Finished goods	1,310,010	942,720	(36,868)	(57,148)	1,273,142	885,572
Work in process	184,531	108,926	-	-	184,531	108,926
Raw materials	862,342	581,879	(1,438)	(10,408)	860,904	571,471
Packing materials	223,125	161,889	(3,906)	(8,833)	219,219	153,056
Spare parts and factory supplies	34,424	43,595	-	-	34,424	43,595
Goods in transit	118,743	153,292	-	-	118,743	153,292
Total	2,733,175	1,992,301	(42,212)	(76,389)	2,690,963	1,915,912

(Unit: Thousand Baht)

	Separate financial statements					
	Reduce cost to net					
	Cost		realisable value		Inventories - net	
	2021	2020	2021	2020	2021	2020
Finished goods	153,218	142,113	(7,320)	(11,741)	145,898	130,372
Work in process	118,751	107,552	-	-	118,751	107,552
Raw materials	141,718	78,052	(1,401)	(836)	140,317	77,216
Packing materials	5,483	6,590	-	(513)	5,483	6,077
Spare parts and factory supplies	2,035	1,345	-	-	2,035	1,345
Goods in transit	5,064	13,862	-	-	5,064	13,862
Total	426,269	349,514	(8,721)	(13,090)	417,548	336,424

During the year 2021, the Group reduced cost of inventories by Baht 2 million (2020: Baht 27 million) (Separate financial statements 2020: Baht 4 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 36 million (2020: Baht 9 million) (Separate financial statements Baht 4 million), and reduced the amount of inventories recognised as expenses during the year.

10. Restricted bank deposits

These represent savings deposits of a subsidiary pledged with the bank to secure credit facilities.

11. Investments in subsidiaries

Details of investments in subsidiaries as presented in the separate financial statements are as follows.

Company	Paid-up capital		Shareholding percentage		Cost		(Unit: Thousand Baht) Dividend received during the year	
	2021	2020	2021	2020	2021	2020	2021	2020
			(%)	(%)				
Asian Seafoods Coldstorage (Suratthani) Co., Ltd.	100,000	100,000	100	100	100,000	100,000	-	-
Asian Alliance International Co., Ltd.	1,700,000	1,700,000	100	100	1,699,993	1,699,993	790,497	-
Asian Feed Co., Ltd.	800,000	800,000	100	100	775,000	775,000	-	-
Asian Food Co., Ltd.	1,000	1,000	100	100	1,000	1,000	-	-
Asian Pets Care Corporation Co., Ltd.	-	200,000	-	100	-	200,000	-	-
Total					2,575,993	2,775,993	790,497	-
Less: Allowance for impairment loss					(111,000)	(111,000)		
Investments in subsidiaries - net					2,464,993	2,664,993		

As mentioned in Note 1.3 to the financial statements, on 31 May 2021, Asian Alliance International Co., Ltd. acquired a 100% of shareholding in Asian Pets Care Corporation Co., Ltd. from the Company at a price of Baht 130.8 million. The Company recognised a loss on the sale of this investment in subsidiary of Baht 69.2 million in profit or loss for the year. Following the acquisition, Asian Pets Care Corporation Co., Ltd. became a subsidiary in which Asian Alliance International Co., Ltd. holds a 100% interest.

12. Investments in joint ventures

12.1 Details of investments in joint ventures

Investments in joint ventures represent investments in entities which are jointly controlled by the Group and other companies. Details of these investments are as follows.

(Unit: Thousand Baht)

Joint venture	Nature of business	Country of incorporation	Consolidated financial statements					
			Shareholding percentage		Cost		Carrying amounts based on equity method	
			2021	2020	2021	2020	2021	2020
			(%)	(%)				
Asian Group SCS Europe GmbH	Marketing and distribution of the Group's products outside Thailand	Germany	60	60	572	572	-	-
Shandong Thaiya Meisi Pet Foods Co., Ltd.	Producing pet food pellets in China	China	51	51	44,487	44,487	40,550	42,493
Total					45,059	45,059	40,550	42,493

As mentioned in Note 1.3 to the financial statements, on 23 December 2021, Asian Alliance International Co., Ltd. acquired all ordinary shares of Asian Group SCS Europe GmbH (Asian Pets Care Corporation Co., Ltd.'s joint venture) from Asian Pets Care Corporation Co., Ltd., at a price of Euro 15,000. Following the acquisition, Asian Group SCS Europe GmbH became a joint venture company of Asian Alliance International Co., Ltd. (subsidiary), which holds a 60% interest.

12.2 Share of profit or loss and share of comprehensive income and dividend received

During the years ended 31 December 2021 and 2020, the Group recognised its share of profit or loss and share of comprehensive income from investments in joint ventures in the consolidated financial statements as follows.

(Unit: Thousand Baht)

Joint ventures	Consolidated financial statements			
	Share of profit (loss)		Share of other comprehensive income	
	2021	2020	2021	2020
Asian Group SCS Europe GmbH	2,102	547	(255)	(778)
Shandong Thaiya Meisi Pet Foods Co., Ltd.	(4,889)	(2,824)	2,946	1,694
Total	(2,787)	(2,277)	2,691	916

The Group recognised cumulative share of losses from investment in a joint venture until the value of the investment approached zero. Subsequent cumulative share of losses incurred by the joint venture have been recognised as deductions from the balance of long-term loan receivable since the Group has obligations, whether legal or constructive, to make any payments on behalf of the joint venture (as mentioned in Note 6 to the financial statements).

The joint ventures did not pay any dividend in the years 2021 and 2020.

12.3 Summarised financial information of material joint ventures

Summarised information of financial position

	(Unit: Million Baht)			
	Asian Group SCS Europe GmbH		Shandong Thaiya Meisi Pet Foods Co., Ltd.	
	2021	2020	2021	2020
Cash and cash equivalents	2	1	1	3
Trade and other receivables	2	1	7	4
Inventories	-	-	8	7
Other current assets	1	1	2	1
Property, plant and equipment	-	-	56	56
Other non-current assets	-	-	1	1
Total assets	5	3	75	72
Trade and other payables	-	1	7	6
Other current liabilities	-	1	2	1
Long-term loans	16	15	23	18
Total liabilities	16	17	32	25
Net assets (liabilities)	(11)	(14)	43	47
Shareholding percentage (%)	60	60	51	51
Carrying amounts of joint ventures based on equity method (liabilities)	(7)	(8)	22	24

Summarised information of comprehensive income

	(Unit: Million Baht)			
	Asian Group SCS		Shandong Thaiya Meisi	
	Europe GmbH		Pet Foods Co., Ltd.	
	2021	2020	2021	2020
Revenue	10	8	117	96
Cost of sales	-	-	(112)	(88)
Selling and distribution expenses	-	-	(3)	(4)
Administrative expenses	(6)	(6)	(11)	(9)
Finance cost	(1)	(1)	(1)	(1)
Profit (loss)	3	1	(10)	(6)
Shareholding percentage (%)	60	60	51	51
Share of profit (loss) from investments in joint ventures	2	1	(5)	(3)

The share of profit (loss) from investments in joint ventures for the year ended 31 December 2021 have been accounted for based on the financial information prepared by the management of those companies, which has not been audited by their auditors. However, the Group's management believes that there would be no material discrepancies if those financial information had been audited by the joint ventures' auditors.

13. Investment in associate

13.1 Details of investment in associate

(Unit: Thousand Baht)								
Associate	Nature of business	Country of incorporation	Consolidated financial statements					
			Shareholding percentage		Cost		Carrying amounts based on equity method	
			2021	2020	2021	2020	2021	2020
			(%)	(%)				
Inter Petrina Co., Ltd.	Distribution of animal feeds	Thailand	40	40	1,600	1,600	-	-
Total					1,600	1,600	-	-

As mentioned in Note 1.3 to the financial statements, on 28 June 2021, Asian Alliance International Co., Ltd. acquired all ordinary shares of Inter Petrina Co., Ltd. (Asian Pets Care Corporation Co., Ltd.'s associate) from Asian Pets Care Corporation Co., Ltd., at a price of Baht 1.6 million. Following the acquisition, Inter Petrina Co., Ltd. became an associated company of Asian Alliance International Co., Ltd., which holds a 40% interest.

13.2 Share of profit or loss and dividend received

During the years ended 31 December 2021 and 2020, the Group recognised its share of profit (loss) from investment in associate in the consolidated financial statements as follows.

Associate	(Unit: Thousand Baht)	
	Consolidated financial statements	
	Share of profit (loss)	
	2021	2020
Inter Petrina Co., Ltd.	931	(667)
Total	931	(667)

The Group recognised cumulative share of losses from investment in an associate until the value of the investment approached zero. Subsequent cumulative share of losses of Baht 0.7 million incurred by the associate has been recognised by deducting from the balances of long-term loan receivables since the Group has obligations, whether legal or constructive, to make any payments on behalf of the associate (as mentioned in Note 6 to the financial statements).

The associate did not pay any dividend in the years 2021 and 2020.

13.3 Summarised financial information of material associate

Summarised information about financial position

	(Unit: Million Baht)	
	Inter Petrina Co., Ltd.	
	2021	2020
Cash and cash equivalents	6	6
Trade and other receivables	6	4
Inventories	4	6
Equipment	2	-
Total assets	18	16
Trade and other payables	12	12
Long-term loans	12	12
Total liabilities	24	24
Net liabilities	(6)	(8)
Shareholding percentage (%)	40	40
Carrying amounts of associate based on equity method (liabilities)	(2)	(3)

Summarised information of comprehensive income

	(Unit: Million Baht)	
	Inter Petrina Co., Ltd.	
	2021	2020
Revenue	39	27
Cost of sales	(30)	(20)
Selling and distribution expenses	(7)	(7)
Administrative expenses	(1)	(1)
Finance cost	(1)	(1)
Tax income	2	-
Profit (loss)	2	(2)
Shareholding percentage (%)	40	40
Share of profit (loss) from investment in associate	1	(1)

The share of profit from investment in associate for the year ended 31 December 2021 has been accounted for based on the financial information prepared by the management of that company, which has not been audited by its auditor. However, the Group's management believes that there would be no material discrepancies if those financial information had been audited by the associate's auditor.

14. Investment properties

All investment properties are land. Some is land that the Group seized from its debtors as settlement, which is currently held for an undetermined future use. It also includes the Company's land that was reclassified as investment property for a subsidiary to lease for use in its operations during the year 2021, with a net book value of Baht 415.6 million. The fair values of the investment properties as at 31 December 2021 and 2020 amounted to Baht 94.6 million (Separate financial statements Baht 415.6 million), which had been determined based on valuation performed by an accredited independent valuer using the market approach.

A reconciliation of the net book value of investment properties for the years 2021 and 2020 is presented below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Net book value at beginning of year	50,023	47,814	-	-
Addition	40	3,629	-	-
Disposals	-	(1,420)	-	-
Reclassified from land	-	-	415,620	-
Net book value at end of year	<u>50,063</u>	<u>50,023</u>	<u>415,620</u>	<u>-</u>

As at 31 December 2021, the Company has pledged its land which are investment properties with net book value of Baht 415.6 million (2020: none) as collateral to secure credit facilities received from bank as described in Note 19 to the financial statements.

15. Property, plant and equipment

(Unit: Thousand Baht)

	Consolidated financial statements							
	Revaluation	Cost basis						
	basis						Assets	
			Buildings	Machinery	Furniture,		under	
		Land	and building	and	fixtures and	Motor	installation	
		improvement	improvement	equipment	office	vehicles	and	
					equipment		construction	Total
Cost / Revalued amount								
1 January 2020	1,051,908	122,298	1,630,709	2,229,244	109,230	135,258	269,505	5,548,152
Reclassified to right-of-use assets	-	-	-	-	-	(3,522)	-	(3,522)
Additions	-	733	21,083	114,808	11,206	601	33,522	181,953
Disposals/write-off	-	(7,389)	(15,260)	(50,570)	(11,218)	(5,726)	(2,938)	(93,101)
Adjusted	-	-	-	-	-	1,982	(7,761)	(5,779)
Transfer in (out)	-	68	111,308	143,037	811	-	(255,224)	-
Translation adjustments	-	-	-	-	13	-	-	13
31 December 2020	1,051,908	115,710	1,747,840	2,436,519	110,042	128,593	37,104	5,627,716
Additions	-	2,430	47,190	264,032	18,894	48	115,466	448,060
Revaluations	5,951	-	-	-	-	-	-	5,951
Disposals/write-off	-	(900)	(2,159)	(15,591)	(325)	(23,093)	(50)	(42,118)
Transfer in (out)	-	358	3,682	16,065	531	-	(20,636)	-
Translation adjustments	-	-	-	-	28	-	-	28
31 December 2021	1,057,859	117,598	1,796,553	2,701,025	129,170	105,548	131,884	6,039,637
Accumulated depreciation								
1 January 2020	-	(74,009)	(1,002,330)	(1,424,495)	(88,467)	(113,088)	-	(2,702,389)
Accumulated depreciation of those reclassified to right-of-use assets	-	-	-	-	-	1,238	-	1,238
Depreciation for the year	-	(8,931)	(71,775)	(134,971)	(7,318)	(2,010)	-	(225,005)
Depreciation on disposals/write-off	-	7,369	12,981	42,500	10,919	5,684	-	79,453
Adjusted	-	-	-	-	-	(710)	-	(710)
Translation adjustments	-	-	-	-	(3)	-	-	(3)
31 December 2020	-	(75,571)	(1,061,124)	(1,516,966)	(84,869)	(108,886)	-	(2,847,416)
Depreciation for the year	-	(8,558)	(66,847)	(148,977)	(9,617)	(1,246)	-	(235,245)
Depreciation on disposals/write-off	-	900	2,041	14,980	303	20,167	-	38,391
Translation adjustments	-	-	-	-	(15)	-	-	(15)
31 December 2021	-	(83,229)	(1,125,930)	(1,650,963)	(94,198)	(89,965)	-	(3,044,285)

(Unit: Thousand Baht)

Consolidated financial statements

	Revaluation	Cost basis						Assets under installation and construction	Total
	basis	Land	Land improvement	Buildings and building improvement	Machinery and equipment	Furniture, fixtures and office equipment	Motor vehicles		
Allowance for impairment loss									
31 December 2020	(800)	-	-	-	-	-	-	-	(800)
31 December 2021	(800)	-	-	-	-	-	-	-	(800)
Net book value									
31 December 2020	1,051,108	40,139	686,716	919,553	25,173	19,707	37,104	2,779,500	
31 December 2021	1,057,059	34,369	670,623	1,050,062	34,972	15,583	131,884	2,994,552	
Depreciation for the years									
2020 (Baht 194 million included in manufacturing cost, and the balance in selling and administrative expenses)								225,005	
2021 (Baht 224 million included in manufacturing cost, and the balance in selling and administrative expenses)								235,245	

(Unit: Thousand Baht)

Separate financial statements

	Revaluation	Cost basis						Assets under installation and construction	Total
	basis	Land	Land improvement	Buildings and building improvement	Machinery and equipment	Furniture, fixtures and office equipment	Motor vehicles		
Cost / Revalued amount									
1 January 2020	840,274	45,589	698,187	535,492	27,241	42,488	1,186	2,190,457	
Reclassified to right-of-use assets	-	-	-	-	-	(1,982)	-	(1,982)	
Additions	-	150	5,779	26,584	5,322	167	3,027	41,029	
Disposals/write-off	-	(7,389)	(14,064)	(28,382)	(8,787)	(4,869)	-	(63,491)	
Adjusted	-	-	-	-	-	1,982	-	1,982	
Transfer in (out)	-	-	-	646	-	-	(646)	-	
31 December 2020	840,274	38,350	689,902	534,340	23,776	37,786	3,567	2,167,995	
Reclassified to investment properties	(415,620)	-	-	-	-	-	-	(415,620)	
Additions	-	-	10,051	32,137	4,950	-	8,185	55,323	
Revaluations	5,951	-	-	-	-	-	-	5,951	
Disposals/write-off	-	(900)	(2,059)	(9,419)	(294)	(6,797)	-	(19,469)	
Transfer in (out)	-	-	398	1,763	344	-	(2,505)	-	
31 December 2021	430,605	37,450	698,292	558,821	28,776	30,989	9,247	1,794,180	

(Unit: Thousand Baht)

Separate financial statements

	Revaluation basis		Cost basis					Assets under installation and construction	Total
	Land	Land improvement	Buildings and building improvement	Machinery and equipment	Furniture, fixtures and office equipment	Motor vehicles			
Accumulated depreciation									
1 January 2020	-	(34,046)	(452,357)	(425,302)	(24,027)	(36,751)	-		(972,483)
Accumulated depreciation of those reclassified to right-of-use assets	-	-	-	-	-	632	-		632
Depreciation for the year	-	(1,255)	(24,687)	(18,291)	(1,674)	(849)	-		(46,756)
Depreciation on disposals/write-off	-	7,369	12,226	25,501	8,742	4,869	-		58,707
Adjusted	-	-	-	-	-	(710)	-		(710)
31 December 2020	-	(27,932)	(464,818)	(418,092)	(16,959)	(32,809)	-		(960,610)
Depreciation for the year	-	(1,180)	(22,984)	(19,226)	(2,496)	(159)	-		(46,045)
Depreciation on disposals/write-off	-	900	1,994	8,949	282	6,797	-		18,922
31 December 2021	-	(28,212)	(485,808)	(428,369)	(19,173)	(26,171)	-		(987,733)
Net book value									
31 December 2020	840,274	10,418	225,084	116,248	6,817	4,977	3,567		1,207,385
31 December 2021	430,605	9,238	212,484	130,452	9,603	4,818	9,247		806,447
Depreciation for the years									
2020 (Baht 42 million included in manufacturing cost, and the balance in selling and administrative expenses)									46,756
2021 (Baht 42 million included in manufacturing cost, and the balance in selling and administrative expenses)									46,045

The Group arranged for an independent professional valuer to appraise the value of land in 2021 using the market approach.

Key assumptions used in the valuation are summarised below.

	Consolidated financial statements	Separate financial statements	Result to fair value where as an increase in assumption value
Price per square wah (Baht)	300 - 31,000	4,000 - 31,000	Increase in fair value

Had the land been carried in the financial statements on a historical cost basis, their net book values as of 31 December 2021 and 2020 would have been as follows.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Land	468,878	468,878	219,782	331,844

As at 31 December 2021, 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 Baht 1,435 million (2020: Baht 1,348 million) and Separate financial statements: Baht 516 million (2020: Baht 524 million).

As at 31 December 2021, the Group has pledged its land and buildings with net book value of Baht 783 million (2020: Baht 792 million) as collateral to secure credit facilities received from banks as described in Note 19 to the financial statements and Separate financial statements: the Company's land with net book value of Baht 91 million (2020: Baht 507 million).

During the year 2021, the Company reclassified land with net book value of Baht 415.6 million that was to be leased to a subsidiary for use in its operations to investment property, as described in Note 14 to the financial statements.

16. Intangible assets

	(Unit: Thousand Baht)						
	Consolidated financial statements				Separate financial statements		
	Trademark	Computer software	Computer software under installation	Total	Computer software	Computer software under installation	Total
Cost							
1 January 2020	1,140	51,834	3,208	56,182	49,121	-	49,121
Additions	-	4,431	2,656	7,087	208	2,528	2,736
Disposal/amortisation	-	(50)	-	(50)	(50)	-	(50)
Adjusted	-	-	7,761	7,761	-	-	-
Transfer in (out)	-	10,914	(10,914)	-	-	-	-
Translation adjustments	-	8	-	8	-	-	-
31 December 2020	1,140	67,137	2,711	70,988	49,279	2,528	51,807
Additions	-	29,242	353	29,595	26,183	-	26,183
Transfer in (out)	-	2,656	(2,656)	-	2,528	(2,528)	-
Translation adjustments	-	25	-	25	-	-	-
31 December 2021	1,140	99,060	408	100,608	77,990	-	77,990

(Unit: Thousand Baht)

	Consolidated financial statements				Separate financial statements		
		Computer				Computer	
	Trademark	Computer software	software under installation	Total	Computer software	software under installation	Total
Accumulated amortisation							
1 January 2020	(57)	(15,413)	-	(15,470)	(13,786)	-	(13,786)
Amortisation for the year	(114)	(4,456)	-	(4,570)	(3,200)	-	(3,200)
Disposal/amortisation	-	41	-	41	41	-	41
Translation adjustments	-	(2)	-	(2)	-	-	-
31 December 2020	(171)	(19,830)	-	(20,001)	(16,945)	-	(16,945)
Amortisation for the year	(113)	(5,602)	-	(5,715)	(4,028)	-	(4,028)
Translation adjustments	-	(11)	-	(11)	-	-	-
31 December 2021	(284)	(25,443)	-	(25,727)	(20,973)	-	(20,973)
Net book value							
31 December 2020	969	47,307	2,711	50,987	32,334	2,528	34,862
31 December 2021	856	73,617	408	74,881	57,017	-	57,017

17. Bank overdrafts and short-term loans from banks

(Unit: Thousand Baht)

	Interest rate		Consolidated		Separate	
	(percent per annum)		financial statements		financial statements	
	2021	2020	2021	2020	2021	2020
Bank overdrafts	MOR	MOR	3,784	-	3,666	-
Promissory notes	2.60 - 2.80	2.75 - 2.90	461,665	213,891	140,000	-
Trust receipt	2.25 - 2.83	1.98 - 2.95	353,461	179,591	57,710	16,722
Packing credit	2.10 - 2.25	2.50	97,500	180,000	34,000	180,000
Total			916,410	573,482	235,376	196,722

The Company's bank overdraft and short-term loan facilities are guaranteed by Asian Seafoods Coldstorage (Suratthani) Co., Ltd.

The subsidiaries' bank overdraft and short-term loan facilities are guaranteed by the Company as mentioned in Note 34.3 c) to the financial statements.

18. Trade and other payables

(Unit: Thousand Baht)				
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Trade payables - related parties (Note 6)	-	-	209	5,187
Trade payables - unrelated parties	502,489	452,102	20,087	19,959
Other payables - related parties (Note 6)	-	-	943	3,178
Other payables - unrelated parties	97,171	67,060	16,653	13,687
Interest payable to related parties (Note 6)	-	-	596	2,345
Accrued expenses	184,302	150,794	41,697	45,516
Total	<u>783,962</u>	<u>669,956</u>	<u>80,185</u>	<u>89,872</u>

19. Long-term loans

(Unit: Thousand Baht)						
Loan	Interest rate (percent per annum)	Repayment schedule of principal and interest	Consolidated		Separate	
			financial statements		financial statements	
			2021	2020	2021	2020
1	THBFIX 6M +1.90	Quarterly repayment as from February 2018 until May 2022	180,000	540,000	180,000	540,000
2	2.94	Quarterly repayment as from September 2018 until June 2025	275,000	353,572	275,000	353,571
3	2.57	Quarterly repayment as from December 2019 until September 2022	75,000	175,000	75,000	175,000
4	THBFIX 3M +2.00	Monthly repayment as from October 2019 until September 2022	75,090	175,050	-	-
5	MLR-1.97	Quarterly repayments as from August 2021 until May 2024	480,000	-	480,000	-
6	For first year after receiving the loan, PrimeRate - 2.75 and subsequently PrimeRate - 2.30	Quarterly repayments as from March 2022 until December 2026	200,000	-	200,000	-
Total			<u>1,285,090</u>	<u>1,243,622</u>	<u>1,210,000</u>	<u>1,068,571</u>
Less: Deferred financial fee			(174)	(436)	-	-
Less: Portion due within one year			<u>(508,487)</u>	<u>(638,270)</u>	<u>(433,571)</u>	<u>(538,571)</u>
Portion due more than one year			<u>776,429</u>	<u>604,916</u>	<u>776,429</u>	<u>530,000</u>

The Company swapped interest of loan No.1 to fixed rate of 3.95% per annum. The loan is secured by the mortgage of the Company's land and the buildings of Asian Alliance International Co., Ltd.

The Company swapped interest rate of loan No.2 to floating rate of THBFIX 6M plus 2.95% per annum. The loan is secured by the mortgage of the land and the buildings of Asian Feed Co., Ltd.

The Company swapped interest rate of loan No.3 to floating rate of THBFIX 6M plus 1.88% per annum. The loan is secured by the mortgage of the land and the buildings of Asian Feed Co., Ltd.

Asian Alliance International Co., Ltd. entered into loan agreement No.4 with a bank. The loan is secured by guarantees provided by Asian Seafoods Coldstorage (Suratthani) Co., Ltd. and Asian Feed Co., Ltd., the pledge of bank deposits stipulated in the loan agreement, and the transfer of the rights to receive payment from a list of authorised customers to a debt service account set aside for repayment of this loan.

The Company entered into loans agreement No. 5 with a bank. The loan is secured by the mortgage of the Company's land and the buildings of Asian Alliance International Co., Ltd.

Movement of the long-term loans account during the years ended 31 December 2021 and 2020 are summarised below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Beginning balance	1,243,622	1,862,153	1,068,571	1,587,143
Add: Additional borrowings	700,000	-	700,000	-
Less: Repayments	(658,532)	(618,531)	(558,571)	(518,572)
Deferred financial fee	(174)	(436)	-	-
Ending balance	<u>1,284,916</u>	<u>1,243,186</u>	<u>1,210,000</u>	<u>1,068,571</u>

The loan agreements contain several covenants which, among other things, require the Group to maintain debt-to-equity ratio and debt service coverage ratio at the rates prescribed in the agreements.

As at 31 December 2021, the Group has no long-term loan facilities which have not yet been drawn down (2020: Baht 500 million) (Separate financial statement 2020: Baht 500 million).

20. Leases

20.1 The Group as a lessee

The Group has lease contracts for assets used in its operations with the lease terms between 2 and 5 years.

a) Right-of-use assets

Movements of right-of-use assets for the years ended 31 December 2021 and 2020 are summarised below.

(Unit: Thousand Baht)

	Consolidated financial statements					
	Land	Buildings	Factory equipment	Office equipment	Motor vehicles	Total
1 January 2020	13,100	2,955	14,558	238	2,284	33,135
Additions	-	135	6,129	106	9,043	15,413
Depreciation for the year	(6,559)	(2,535)	(7,549)	(124)	(1,621)	(18,388)
Adjusted	-	-	-	-	(1,272)	(1,272)
31 December 2020	6,541	555	13,138	220	8,434	28,888
Additions	-	2,351	10,640	97	3,690	16,778
Depreciation for the year	(6,541)	(937)	(7,576)	(100)	(3,010)	(18,164)
31 December 2021	-	1,969	16,202	217	9,114	27,502

(Unit: Thousand Baht)

	Separate financial statements					
	Land	Buildings	Factory equipment	Office equipment	Motor vehicles	Total
1 January 2020	13,100	-	78	28	1,350	14,556
Additions	-	-	-	106	-	106
Depreciation for the year	(6,559)	-	(78)	(43)	(78)	(6,758)
Adjusted	-	-	-	-	(1,272)	(1,272)
31 December 2020	6,541	-	-	91	-	6,632
Additions	-	-	-	97	1,411	1,508
Depreciation for the year	(6,541)	-	-	(36)	(237)	(6,814)
31 December 2021	-	-	-	152	1,174	1,326

b) Lease liabilities

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Lease payments	28,312	29,488	1,449	6,837
Less: Deferred interest expenses	(1,548)	(1,317)	(97)	(95)
Total	26,764	28,171	1,352	6,742
Less: Portion due within one year	(11,846)	(16,138)	(383)	(6,671)
Portion due more than one year	14,918	12,033	969	71

Movements of the lease liabilities account during the years ended 31 December 2021 and 2020 are summarised below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Balance at beginning of year	28,171	31,828	6,742	13,435
Additions	16,778	15,412	1,508	106
Accretion of interest	1,005	1,118	133	296
Payments of lease	(19,190)	(20,187)	(7,031)	(7,095)
Balance at end of year	26,764	28,171	1,352	6,742

A maturity analysis of lease payments is disclosed in Note 36 to the financial statements under the liquidity risk.

c) Expenses relating to leases those are recognised in profit or loss

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Depreciation expense of right-of-use assets	18,164	18,388	6,814	6,758
Interest expenses on lease liabilities	1,005	1,118	133	296
Expenses relating to short-term leases	6,118	11,611	2,518	2,139
Expenses relating to leases of low-value assets	490	603	-	-

20.2 The Company as a lessor

The Company has entered into operating leases for its investment properties which are land (as mentioned in Note 14 to the financial statements) with a lease term of 3 years.

The Company has future minimum rental receivables under operating leases as at 31 December 2021 and 2020 as follows.

	(Unit: Thousand Baht)	
	Separate financial statements	
	2021	2020
Within 1 year	15,840	15,840
Over 1 and up to 5 years	11,880	27,720
Total	27,720	43,560

21. 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		Separate	
	financial statements	financial statements	financial statements	financial statements
	2021	2020	2021	2020
Provision for long-term employee benefits at beginning of year	67,364	66,509	28,001	30,544
Included in profit or loss:				
Current service cost	7,098	6,561	2,338	2,188
Interest cost	1,094	991	443	407
Past service costs	414	-	325	-
Transfer employee	-	-	(1,307)	-
Included in other comprehensive income:				
Actuarial loss (gain) arising from				
Demographic assumptions changes	10,628	-	2,883	-
Financial assumptions changes	(6,472)	-	(1,841)	-
Experience adjustments	6,164	-	296	-
Benefits paid during the year	(2,698)	(6,697)	(650)	(5,138)
Provision for long-term employee benefits at end of year	83,592	67,364	30,488	28,001

As at 31 December 2021, the Group expects to pay Baht 5 million of long-term employee benefits during the next year (2020: Baht 4 million) and Separate financial statements: Baht 1 million (2020: Baht 2 million).

As at 31 December 2021, the weighted average duration of the liabilities for long-term employee benefits of the Group is 15 years (2020: 13 years) (the Company only: 15 years, 2020: 13 years).

Significant actuarial assumptions are summarised below.

	(Unit: percent per annum)	
	Consolidated/Separate financial statements	
	2021	2020
Discount rate	0.52 - 3.56	1.19 - 2.50
Salary increase rate	3.00 - 5.00	3.50 - 5.00
Employee turnover rate	0 - 50	0 - 50

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligations are summarised below.

	(Unit: Thousand Baht)			
	As at 31 December 2021			
	Consolidated financial statements		Separate financial statements	
	Increase 1%	Decrease 1%	Increase 1%	Decrease 1%
Discount rate	(8,066)	9,355	(2,587)	2,942
Salary increase rate	9,168	(8,023)	2,886	(2,570)
	Increase 20%	Decrease 20%	Increase 20%	Decrease 20%
Employee turnover rate	(6,903)	8,281	(2,068)	2,435

	(Unit: Thousand Baht)			
	As at 31 December 2020			
	Consolidated financial statements		Separate financial statements	
	Increase 1%	Decrease 1%	Increase 1%	Decrease 1%
Discount rate	(6,334)	7,371	(2,344)	2,684
Salary increase rate	8,531	(7,400)	3,170	(2,792)
	Increase 20%	Decrease 20%	Increase 20%	Decrease 20%
Employee turnover rate	(8,730)	11,185	(3,160)	3,946

22. Share Capital

On 22 April 2021, the 2021 Annual General Meeting of the Company's shareholders approved the increase of the Company's registered share capital by Baht 271,363,774 from the existing registered share capital of Baht 542,727,549 to Baht 814,091,323 by issuing 271,363,774 newly issued ordinary shares, with a par value of Baht 1 each, to accommodate the stock dividend payment. Subsequently, the Company paid the stock dividend of 271,360,010 new ordinary shares, as mentioned in Note 33 to the financial statements, increasing the Company's issued and paid-up share capital to Baht 814,087,559. The Company registered the increase in its registered capital and paid-up capital with the Ministry of Commerce on 29 April 2021.

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% of its net profit after deducting accumulated deficit brought forward (if any), until the reserve reaches 10% of the registered capital. The statutory reserve is not available for dividend distribution. At present, the statutory reserve has fully been set aside.

According to the Thai Civil and Commercial Code, the subsidiaries are required to set aside to a statutory reserve an amount equal to at least 5% of their net profit each time the subsidiaries pay out a dividend, until such reserve reaches 10% of their registered share capital. The statutory reserve cannot be used for dividend payment.

24. Surplus on revaluation of land

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Balance - beginning of year	583,030	583,030	508,431	508,431
Revaluation	5,951	-	5,951	-
Balance - end of year	588,981	583,030	514,381	508,431
Balance - end of year - net of income tax	471,185	466,424	411,505	406,744

During the year 2021, the Company reclassified land to be leased to a subsidiary for use in its operations to investments property, as described in Note 14 to the financial statements. As at 31 December 2021 and 2020, there was surplus on revaluation of this land of Baht 259.1 million, which is included in other comprehensive income.

The surplus on revaluation of land can neither be offset against deficit nor used for dividend payment.

25. Other income

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Gain on derivatives	-	26,759	-	18,722
Gain on exchange rate	-	75,507	-	8,572
Management fee income	-	-	51,850	73,860
Rental income	4,171	5,111	17,448	17,925
Gain on sales of assets	5,490	-	2,529	971
Export incentives	37,748	34,490	1,395	1,175
Claims income	22,189	-	-	-
Others	29,299	34,136	15,725	15,179
Total	98,897	176,003	88,947	136,404

26. Finance cost

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Interest expenses on borrowings	31,395	27,070	22,904	25,486
Interest expenses on lease liabilities	1,005	1,118	134	296
Interest paid on interest rate swap agreements	35,397	48,556	35,397	48,556
Total	67,797	76,744	58,435	74,338

27. Expenses by nature

Significant expenses classified by nature are as follows.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Salaries, wages and other employee benefits	1,232,139	1,102,699	229,488	227,810
Depreciation	253,409	243,393	52,859	53,514
Amortisation	5,715	4,570	4,028	3,200
Transport expenses	260,131	174,557	58,020	38,236
Raw materials and consumables used	6,053,649	5,599,622	910,770	985,283
Changes in inventories of finished goods and work in process	(442,895)	(148,719)	(22,304)	(59,769)

28. Income tax

Income tax expenses for the years ended 31 December 2021 and 2020 are made up as follows.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Current income tax				
Current income tax charge	86,914	-	10,470	-
Deferred tax				
Relating to origination and reversal of temporary differences	21,335	34,266	(5,259)	801
Income tax expenses reported in profit or loss	<u>108,249</u>	<u>34,266</u>	<u>5,211</u>	<u>801</u>

The amounts of income tax relating to each component of other comprehensive income for the years ended 31 December 2021 and 2020 are as follows.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Deferred tax relating to				
Surplus on revaluation of land	1,190	-	1,190	-
Actuarial loss	(2,064)	-	(268)	-
Total	<u>(874)</u>	<u>-</u>	<u>922</u>	<u>-</u>

The reconciliation between accounting profit and income tax expenses is shown below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Accounting profit before tax	1,152,565	852,323	889,933	167,547
Applicable tax rate	20%	20%	20%	20%
Accounting profit before tax multiplied by income tax rate	230,513	170,465	177,987	33,509
Share of loss from investments in joint ventures and associate	371	589	-	-
Effects of eliminated entries	105,001	8,370	-	-
Deferred tax assets relating to tax losses	(26,690)	(13,404)	(24,872)	(23,709)
Effects of:				
Promotional privileges (Note 29)	(101,035)	(127,112)	-	-
Revenue subject to tax	662	(579)	475	386
Exempted revenues and non-deductible expenses	(99,755)	(3,968)	(148,316)	(9,307)
Additional expense deductions allowed	(2,618)	(95)	(63)	(78)
Total	(200,946)	(131,754)	(147,904)	(8,999)
Income tax expenses reported in profit or loss	108,249	34,266	5,211	801

The components of deferred tax assets and deferred tax liabilities are as follows.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Deferred tax assets				
Allowance for expected credit losses	38,246	37,560	1,054	-
Provision for diminution in value of inventories	8,442	6,355	1,744	-
Allowance for impairment loss on investments in subsidiaries	-	-	22,200	22,200
Allowance for impairment loss on assets	160	160	-	-
Provision for long-term employee benefits	16,718	13,384	6,098	5,600
Unrealised loss from derivatives	5,985	-	1,285	-
Unused tax losses	19,193	49,424	-	-
Total	88,744	106,883	32,381	27,800

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Deferred tax liabilities				
Surplus on revaluation of land	(125,110)	(123,919)	(102,876)	(101,686)
Depreciation	(52,835)	(49,077)	(13,499)	(13,683)
Unrealised gain from derivatives	-	(2,627)	-	(762)
Total	(177,945)	(175,623)	(116,375)	(116,131)
Net	(89,201)	(68,740)	(83,994)	(88,331)

As at 31 December 2021, the Group has deductible temporary differences and unused tax losses amounting to Baht 55 million (2020: Baht 349 million) (Separate financial statements 2020: Baht 215 million), on which deferred tax assets have not been recognised as the Group believes future taxable profits may not be sufficient to allow utilisation of the temporary differences and unused tax losses.

As at 31 December 2021, the unused tax losses of the Group amounting to Baht 53 million (2020: Baht 285 million) (the Company only 2020: Baht 184 million) will gradually expire in 2026.

29. Promotional privileges

Certificate No.	Asian Sea Corporation Plc.	Asian Seafoods Coldstorage (Suratthani) Co., Ltd.		Asian Alliance International Co., Ltd.	
	1982(3)/2554	2938(5)/2555	64-0552-1-00-1-0	63-0035-1-05-1-0	64-0635-1-00-1-0
Promoted operations	Coldstorage services	Production of processed frozen seafood	Production of processed frozen seafood	Production of packaged seafoods, animal feeds and fishmeal	Production of packaged animal feeds
<u>Promotional privileges for</u>					
1. Exemption from corporate income tax for a period of 8 years, commencing from the date the promoted operations commenced generating revenues.	Granted	-	-	-	-
Period of corporate income tax exemption	13 Jul 2012 - 12 Jul 2020	-	-	-	-

Certificate No.	Asian Sea Corporation Plc.	Asian Seafoods Coldstorage (Suratthani) Co., Ltd.		Asian Alliance International Co., Ltd.	
	1982(3)/2554	2938(5)/2555	64-0552-1-00-1-0	63-0035-1-05-1-0	64-0635-1-00-1-0
Promoted operations	Coldstorage services	Production of processed frozen seafood	Production of processed frozen seafood	Production of packaged seafoods, animal feeds and fishmeal	Production of packaged animal feeds
2. Exemption from corporate income tax for net profit from the promoted operation equal to 100% of the investment made in automatic warehouses or robotic machines for a period of 3 years, commencing from the date the promoted operations commenced generating revenues Period of corporate income tax exemption	-	Granted 14 Jan 2013 - 13 Jan 2021	-	Granted 10 Jan 2020 - 9 Jan 2023	-
3. Exemption from corporate income tax for net profit from the promoted operation does not exceed 100% of investment capital exclusive of land and working capital for a period of 5 years, commencing from the date the promoted operations commenced generating revenues Period of corporate income tax exemption	-	Granted	Granted	-	Granted
4. Utilisation of net loss incurred during the exemption period as a deduction from net profit incurred subsequent to such period for another 5 years.	Granted	Granted	30 Aug 2021 - 29 Aug 2026	Granted	7 Sep 2021 - 6 Sep 2026
5. Exemption from income tax on dividend that is distributed from the promoted operations.	Granted	Granted	Granted	Granted	Granted
6. Exemption from import duty on machinery as approved by the Board of Investment.	Granted	Granted	Granted	Granted	Granted
7. Exemption from import duty on imported essential raw materials used in manufacturing for export sales for a period of 1 year commencing from the first importation date.	-	-	-	-	Granted
8. Exemption from import duty on imported articles for re-export for a period of 1 year commencing from the first importation date.	-	-	-	-	Granted

The Group's operating revenues for the years ended 31 December 2021 and 2020, divided between promoted and non-promoted operations, are summarised below.

(Unit: Thousand Baht)

	Consolidated financial statements					
	Promoted operations		Non-promoted operations		Total	
	2021	2020	2021	2020	2021	2020
Sales and services						
Domestic sales and services	106,283	289,605	1,677,253	1,690,941	1,783,536	1,980,546
Export sales	2,109,103	4,826,091	5,595,547	1,838,616	7,704,650	6,664,707
Total	2,215,386	5,115,696	7,272,800	3,529,557	9,488,186	8,645,253

(Unit: Thousand Baht)

	Separate financial statements					
	Promoted operations		Non-promoted operations		Total	
	2021	2020	2021	2020	2021	2020
Sales and services						
Domestic sales and services	-	-	286,850	343,080	286,850	343,080
Export sales	-	-	1,267,138	1,258,451	1,267,138	1,258,451
Total	-	-	1,533,988	1,601,531	1,553,988	1,601,531

30. Earnings per share

Basic earnings per share is calculated by dividing profit for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year, after adjusting the number of ordinary shares used to calculate earnings per share for the years ended 31 December 2021 and 2020 in proportion to the change in the number of shares as a result of the distribution of the stock dividend on 29 April 2021 of 271,360,010 shares as if the stock dividend had been issued at the beginning of the earliest period reported.

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 organised into business units based on its products and services and has 3 reportable segments as follows.

- Frozen and canned food products
- Feedstuff
- Other business is coldstorage services

No operating segments have been aggregated to form the above reportable operating segments.

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 basis of accounting for any transactions between reportable segments is consistent with that for third party transactions.

Geographic information

Revenues from external customers are based on locations of customers as follows.

	(Unit: Thousand Baht)	
	Consolidated financial statements	
	2021	2020
Revenues from external customers		
Thailand	1,783,537	1,980,546
United States of America	3,928,282	3,225,872
Japan	760,158	777,957
Italy	928,864	583,199
United Kingdom	914,494	796,064
Others	1,172,851	1,281,615
Total	9,488,186	8,645,253

In the year 2021, the Group had two major customers with revenue of more than 10% of its revenues amounting to Baht 794 million, arising from frozen and canned food and feedstuff segments (2020: a major customer amounting to Baht 1,527 million, arising from feedstuff segment).

214 Asian Sea Corporation Public Company Limited

Frozen and canned food products												(Unit: Million Baht)					
			Feedstuff		Other business		Total		Eliminations		Consolidated						
	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020					
	7,065	7,352	2,687	2,053	696	713	10,448	10,118	(3,093)	(3,886)	7,355	6,232					
Total assets																	

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Timing of revenue recognition				
Revenue recognised at a point in time	9,332,795	8,560,116	1,418,666	1,477,618
Revenue recognised over time	155,391	85,137	135,322	123,913
Total revenues from contracts with customers	9,488,186	8,645,253	1,553,988	1,601,531

32. Provident fund

The Group and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. Both employees and the Group contribute to the fund monthly at the rate of 2% of basic salary. The fund, which is managed by MFC Asset Management Public Company Limited, will be paid to employees upon termination in accordance with the fund rules. The contributions for the year 2021 amounting to Baht 4.5 million (2020: Baht 3.9 million) were recognised as expenses and Separate financial statements: Baht 1 million (2020: Baht 0.9 million).

33. Dividends paid

On 22 April 2021, the 2021 Annual General Meeting of the Company's shareholders approved the dividend payment from the Company's retained earnings at the rate of Baht 1.05 per share. The dividend was paid on 17 May 2021 in stock dividend and cash dividend as follows.

- Stock dividend of 271,363,774 ordinary shares with a par value of Baht 1 each, issued at a rate of 1 dividend share for every 2 existing shares, in the total amount of Baht 271,363,774, or equivalent to a dividend payment of Baht 0.50 per share. If there are fractions from calculation, the Company will pay by cash at Baht 0.5 per share instead.
- Cash dividend at the rate of Baht 0.55 per share or in the total amount of Baht 298,500,152.

On 10 August 2021, the meeting of the Company's Board of Directors approved the payment of an interim dividend to the Company's ordinary shareholders from its operating profit for the first half of year 2021 at the rate of Baht 0.25 per share, in the total amount of Baht 203,518,815.

On 23 April 2020, the 2020 Annual General Meeting of the Company's shareholders approved the dividend payment from the Company's retained earnings at the rate of Baht

34. Commitments and contingent liabilities

34.1 Capital commitment

As at 31 December 2021, the Group had outstanding capital commitment of Baht 136.5 million in respect of building construction and acquisition of machine (2020: Baht 25.0 million in respect of acquisition of computer software).

34.2 Investment commitment

As at 31 December 2020, Asian Pets Care Corporation Co., Ltd. has outstanding commitment of USD 0.65 million in respect of uncalled portion of investment in Thaiya Corporation (Shanghai) Co., Ltd. During the year 2021, Asian Pets Care Corporation Co., Ltd. paid the uncalled portion of investment in full.

34.3 Guarantees

- a) As at 31 December 2021, there were outstanding bank guarantees of Baht 33.9 million and USD 0.2 million (2020: Baht 32.8 million and USD 0.2 million) and Separate financial statements: Baht 17.2 million and USD 0.2 million (2020: Baht 17.4 million and USD 0.2 million) issued by banks on behalf of the Group to guarantee electricity use and letter of credit facilities.
- b) As at 31 December 2021 and 2020, the Company had pledged cheques amounting to Baht 20.0 million to guarantee its purchase of raw materials.
- c) As at 31 December 2021, the Company had provided guarantees to secure the subsidiaries' credit facilities obtained from banks amounting to Baht 1,060.0 million (2020: Baht 1,160.0 million).

35. Fair value hierarchy

As at 31 December 2021 and 2020, the Group had the following assets and liabilities that were measured or disclosed at fair value using level 2 (fair value is measured using other observable inputs for such assets and liabilities, whether directly or indirectly) as follows.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Assets measured at fair value				
Derivatives				
Forward foreign exchange contracts	-	13,134	-	3,811
Land	1,057,059	1,051,108	430,605	840,274

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Liabilities measured at fair value				
Derivatives				
Forward foreign exchange contracts	24,384	172	885	-
Interest rate swap contracts	5,539	11,822	5,539	11,822
Assets for which fair value are disclosed				
Investment properties	94,635	94,595	415,620	-

During the current year, there were no transfers within the fair value hierarchy.

36. Financial instruments

36.1 Derivatives

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2021	2020	2021	2020
Derivative assets				
Derivative assets not designated as hedging instruments				
Forward foreign exchange contracts	-	13,134	-	3,811
Total	-	13,134	-	3,811
Derivative liabilities				
Derivative liabilities not designated as hedging instruments				
Forward foreign exchange contracts	24,384	172	885	-
Interest rate swap contracts	5,539	11,822	5,539	11,822
Total	29,923	11,994	6,424	11,822

Derivatives not designated as hedging instruments

- The Group uses foreign exchange forward contracts to manage foreign currency exposure from import or export of products. The contracts are entered into for periods consistent with foreign currency exposure of the underlying transactions, generally of 2 to 6 months.
- The Group uses interest rate swap contracts to manage its interest rate risk. The contracts are entered into consistent with the underlying transactions.

36.2 Financial risk management objectives and policies

The Group's financial instruments principally comprise cash and cash equivalents, trade and other receivables, other current financial assets, short-term loan to related parties and long-term loans to joint ventures and associate, trade and other payables, short-term loan from related parties, long-term loans from banks and other financial liabilities. The financial risks associated with these financial instruments and how they are managed is described below.

Credit risk

The Group is exposed to credit risk primarily with respect to trade accounts receivable, 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 and other 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 and any shipments to major customers are covered by credit insurance obtained from the banks. In addition, the Group does not have high concentrations of credit risk since it has a large and various customer base.

An impairment analysis is performed at each reporting date to measure expected credit losses for groups of receivables with similar credit risk characteristics, with the rate of provision for expected credit losses used in the calculation based on age of the outstanding receivables for each group. The calculation reflects the reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. Generally, trade and other receivables are written-off in accordance with the Group's policy, when appropriate.

Financial instruments and cash deposits

Credit risk associated with balances at banks is managed in accordance with the Group's policy. Investments are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits may be updated throughout the year. The credit limits are set to minimise risk of concentrations and risk of losses as a result of counterparty's potential failure to make payments.

The Group's credit risk in derivative is relatively low since the counterparties are the bank which have high credit rating, assessed by international credit rating agency.

Market risk

Foreign currency risk

The Group's exposure to the foreign currency risk relates primarily to its purchasing and selling of goods transactions that are denominated in foreign currencies. The Group seeks to reduce this risk by entering into foreign exchange forward contracts. Generally, the forward contracts mature within one year.

As at 31 December 2021 and 2020, the balances of financial assets and liabilities denominated in foreign currencies are summarised below.

Foreign currency	Consolidated financial statements					
	Financial assets		Financial liabilities		Average exchange rate	
	2021	2020	2021	2020	2021	2020
	(Thousand)	(Thousand)	(Thousand)	(Thousand)	(Baht per 1 foreign currency unit)	
US dollar	24,225	18,428	3,953	10,308	33.42	30.04
Japanese yen	-	-	-	13,479	-	0.29
Euro	250	270	-	-	37.51	36.49
Australian dollar	-	189	-	-	-	22.52
Pound	213	173	-	-	44.65	40.20
New Zealand dollar	-	-	-	185	-	21.84

Foreign currency	Separate financial statements					
	Financial assets		Financial liabilities		Average exchange rate	
	2021	2020	2021	2020	2021	2020
	(Thousand)	(Thousand)	(Thousand)	(Thousand)	(Baht per 1 foreign currency unit)	
US dollar	4,704	2,529	150	582	33.42	30.04
Japanese yen	-	-	-	11,193	-	0.29

Foreign currency sensitivity

There is no significant impact on the Group's profit before tax arising from the change in the fair value of monetary assets and liabilities due to the possible change in exchange rates of assets and liabilities that are denominated in foreign currencies.

Interest rate risk

The Group's exposure to interest rate risk relates primarily to its deposits at banks, short-term and long-term loans to related parties, bank overdrafts and short-term loans from banks, short-term loans from related parties, long-term loans from banks and lease liabilities. 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 an appropriate portfolio of fixed and variable rate loans and borrowings. To manage this, the Group enters into interest rate swap contracts, in which it agrees to exchange, the difference between fixed and variable rate of interest amounts calculated by reference to an agreed-upon notional principal amount.

As at 31 December 2021 and 2020, significant financial assets and liabilities classified by type of interest rate are summarised in the table below, with those financial assets and liabilities that carry fixed interest rate further classified based on the maturity date, or the repricing date if this occurs before the maturity date.

(Unit: Thousand Baht)

Consolidated financial statements						
As at 31 December 2021						
	Fixed interest rate		Floating interest rate	Non- interest bearing	Total	Effective interest rate (% per annum)
	Within 1 year	1-5 years				
Financial assets						
Cash and cash equivalents	-	-	66,471	22,191	88,662	Note 7
Trade and other receivables	-	-	-	1,166,536	1,166,536	-
Restricted bank deposits	-	18,562	-	-	18,562	0.25
Long-term loans to joint ventures	-	15,808	-	-	15,808	Note 6
Long-term loans to associate	-	2,433	-	-	2,433	Note 6
	-	36,803	66,471	1,188,727	1,292,001	
Financial liabilities						
Bank overdrafts and short-term loans from banks	916,410	-	-	-	916,410	Note 17
Trade and other payables	-	-	-	783,962	783,962	-
Long-term loans	153,397	196,429	935,090	-	1,284,916	Note 19
Lease liabilities	11,846	14,918	-	-	26,764	3.05 - 5.01
	1,081,653	211,347	935,090	783,962	3,012,052	

(Unit: Thousand Baht)

Consolidated financial statements						
As at 31 December 2020						
	Fixed interest rate		Floating interest rate	Non- interest bearing	Total	Effective interest rate (% per annum)
	Within 1 year	1-5 years				
Financial assets						
Cash and cash equivalents	-	-	206,757	644	207,401	Note 7
Trade and other receivables	-	-	-	986,212	986,212	-
Restricted bank deposits	-	18,543	-	-	18,543	0.25
Long-term loans to joint ventures	-	11,779	-	-	11,779	Note 6
Long-term loans to associate	-	1,502	-	-	1,502	Note 6
	-	31,824	206,757	986,856	1,225,437	

(Unit: Thousand Baht)

Consolidated financial statements

As at 31 December 2020

	Fixed interest rate		Floating interest rate	Non- interest bearing	Total	Effective interest rate (% per annum)
	Within 1 year	1-5 years				
Financial liabilities						
Bank overdrafts and short-term loans from banks	573,482	-	-	-	573,482	Note 17
Trade and other payables	-	-	-	669,956	669,956	-
Long-term loans	360,000	180,000	703,186	-	1,243,186	Note 19
Lease liabilities	16,138	12,033	-	-	28,171	3.05 - 4.00
	<u>949,620</u>	<u>192,033</u>	<u>703,186</u>	<u>669,956</u>	<u>2,514,795</u>	

(Unit: Thousand Baht)

Separate financial statements

As at 31 December 2021

	Fixed interest rate		Floating interest rate	Non- interest bearing	Total	Effective interest rate (% per annum)
	Within 1 year	1-5 years				
Financial assets						
Cash and cash equivalents	-	-	15,201	2,027	17,228	Note 7
Trade and other receivables	-	-	-	237,383	237,383	-
Short-term loans to related parties	93,100	-	-	-	93,100	Note 6
	<u>93,100</u>	<u>-</u>	<u>15,201</u>	<u>239,410</u>	<u>347,711</u>	
Financial liabilities						
Bank overdrafts and short-term loans from banks	235,376	-	-	-	235,376	Note 17
Short-term loans from related parties	281,509	-	-	-	281,509	Note 6
Trade and other payables	-	-	-	80,185	80,185	-
Long-term loans	153,571	196,429	860,000	-	1,210,000	Note 19
Lease liabilities	383	969	-	-	1,352	4.39 - 4.56
	<u>670,839</u>	<u>197,398</u>	<u>860,000</u>	<u>80,185</u>	<u>1,808,422</u>	

(Unit: Thousand Baht)

	Separate financial statements					
	As at 31 December 2020					
	Fixed interest rate					
	Within	1-5	Floating	Non- interest		Effective
	1 year	years	interest rate	bearing	Total	interest rate
						(% per annum)
Financial assets						
Cash and cash equivalents	-	-	52,681	35	52,716	Note 7
Trade and other receivables	-	-	-	205,773	205,773	-
Short-term loans to related parties	136,446	-	-	-	136,446	Note 6
	136,446	-	52,681	205,808	394,935	
Financial liabilities						
Bank overdrafts and short-term						
loans from banks	196,722	-	-	-	196,722	Note 17
Short-term loans from						
related parties	963,072	-	-	-	963,072	Note 6
Trade and other payables	-	-	-	89,872	89,872	-
Long-term loans	360,000	180,000	528,571	-	1,068,571	Note 19
Lease liabilities	6,671	71	-	-	6,742	3.05
	1,526,465	180,071	528,571	89,872	2,324,979	

Interest rate sensitivity

The following table demonstrates the sensitivity of the Group's profit before tax to a reasonably possible change in interest rates on that portion of floating rate financial assets and long-term loans affected as at 31 December 2021 and 2020, with all other variables held constant.

Consolidated financial statements			Separate financial statements		
Increase/ decrease	Effect on profit before tax		Increase/ decrease	Effect on profit before tax	
	2021	2020		2021	2020
(%)	(Thousand Baht)	(Thousand Baht)	(%)	(Thousand Baht)	(Thousand Baht)
+1.0	(11,046)	(9,643)	+1.0	(9,751)	(8,353)
-1.0	11,046	9,643	-1.0	9,751	8,353

This information is not a forecast or prediction of future market conditions and should be used with care.

Liquidity risk

As of 31 December 2021, 67.1% of the Group's liabilities were set to mature within one year, based on the carrying value of borrowings reflected in the financial statements (2020: 69.4%) and Separate financial statements: 38.6% (2020: 33.8%). The Group has assessed the concentration of risk with respect to refinancing its debt and concluded the risk is low. Furthermore, the Group has access to a sufficient variety of sources of funding.

The table below summarises the maturity profile of the Group's non-derivative financial liabilities and derivative financial instruments as at 31 December 2021 and 2020 based on contractual undiscounted cash flow.

(Unit: Thousand Baht)

Consolidated financial statements				
As 31 December 2021				
	On demand	Less than 1 year	1 to 5 years	Total
Non-derivatives				
Bank overdrafts and short-term loans				
from banks	-	921,392	-	921,392
Trade and other payables	-	871,180	-	871,180
Long-term loans	-	541,967	817,548	1,359,515
Lease liabilities	-	11,846	14,918	26,764
Total non-derivatives	-	2,346,385	832,466	3,178,851
Derivatives				
Derivative liabilities: net settled	-	24,384	5,539	29,923
Total derivatives	-	24,384	5,539	29,923

(Unit: Thousand Baht)

Consolidated financial statements				
As 31 December 2020				
	On demand	Less than 1 year	1 to 5 years	Total
Non-derivatives				
Bank overdrafts and short-term loans				
from banks	-	577,641	-	577,641
Trade and other payables	-	667,515	-	667,515
Long-term loans	-	664,368	623,096	1,287,464
Lease liabilities	-	16,883	12,605	29,488
Total non-derivatives	-	1,926,407	635,701	2,562,108
Derivatives				
Derivative liabilities: net settled	-	172	11,822	11,994
Total derivatives	-	172	11,822	11,994

(Unit: Thousand Baht)

	Separate financial statements			
	As 31 December 2021			
	On demand	Less than 1 year	1 to 5 years	Total
Non-derivatives				
Bank overdrafts and short-term loans from banks	-	235,948	-	235,948
Short-term loans from related parties	282,104	-	-	282,104
Trade and other payables	-	78,792	-	78,792
Long-term loans	-	466,129	817,548	1,283,677
Lease liabilities	-	383	969	1,352
Total non-derivatives	<u>282,104</u>	<u>781,252</u>	<u>818,517</u>	<u>1,881,873</u>
Derivatives				
Derivative liabilities: net settled	-	885	5,539	6,424
Total derivatives	-	885	5,539	6,424

(Unit: Thousand Baht)

	Separate financial statements			
	As 31 December 2020			
	On demand	Less than 1 year	1 to 5 years	Total
Non-derivatives				
Bank overdrafts and short-term loans from banks	-	198,235	-	198,235
Short-term loans from related parties	965,417	-	-	965,417
Trade and other payables	-	86,231	-	86,231
Long-term loans	-	561,499	547,309	1,108,808
Lease liabilities	-	6,764	72	6,836
Total non-derivatives	<u>965,417</u>	<u>852,729</u>	<u>547,381</u>	<u>2,365,527</u>
Derivatives				
Derivative liabilities: net settled	-	-	11,822	11,822
Total derivatives	-	-	11,822	11,822

36.3 Fair values of financial instruments

Given that some of the Group's financial assets and financial liabilities are short-term or bear interest at rates close to market rates, and loans denominated in Thai Baht carry interest at market rates, the Group's management believes that the fair values of those financial assets and financial liabilities closely approximate their carrying values in the statement of financial position.

37. Capital management

The primary objective of the Group's capital management is to ensure that it has appropriate capital structure in order to support its business and maximise shareholder value. As at 31 December 2021, the Group's debt-to-equity ratio was 0.8:1 (2020: 0.8:1) and the Company's was 0.7:1 (2020: 1.1:1).

38. Events after the reporting period

38.1 On 17 February 2022, the Board of Directors' meeting of Asian Alliance International Co., Ltd. (subsidiary) passed the following resolutions to propose to the Annual General Meeting of shareholders to be held in March 2022.

- a) Payment of a dividend from the company's retained earnings at a rate of Baht 1.88 per share, or a total of Baht 320 million. The dividend will be paid in March 2022.
- b) Setting aside of retained earnings of Baht 35 million to the statutory reserve.
- c) A decrease in the par value of the company's shares from Baht 10 each to Baht 1 each, resulting in an increase in the number of shares from 170 million shares to 1,700 million shares, consisting of 1,700 million ordinary shares.
- d) The change of the company's name from "Asian Alliance International Co., Ltd." to "Asian Alliance International Public Company Limited".
- e) An increase in the company's registered share capital of Baht 425 million, from Baht 1,700 million to Baht 2,125 million, by issuing up to 425 million new ordinary shares with a par value of Baht 1 each.
- f) The revision of the memorandum of association of the company to reflect the changes in the company's name, the par value of the company's shares and the company's registered share capital
- g) Conversion from a juristic person under the Civil and Commercial Code to a juristic person under the Public Limited Companies Act B.E. 2535.

38.2 On 21 February 2022, the Board of Directors' meeting of the Company passed the following resolutions to propose to the Annual General Meeting of shareholders to be held in April 2022.

- a) The payment of a cash dividend of Baht 0.65 per share, or a total of Baht 529.2 million, to the shareholders from the 2021 profit and the retained earnings. During the year 2021, the Company already paid an interim dividend of Baht 0.25 per share, or a total of Baht 203.5 million. The remaining dividend of Baht 0.40 per share, or a total of Baht 325.6 million, will be paid and recorded after it is approved by the Annual General Meeting of the Company's shareholders.

- b) Setting aside of net profit of Baht 27.1 million to the statutory reserve, which will total Baht 81.4 million.
- c) A decrease in the Company's registered capital from Baht 814,091,323 to Baht 814,087,559, by canceling the 3,764 ordinary shares with a par value of Baht 1 each remaining from allocation to pay a stock dividend in accordance with a resolution of the Annual General Meeting of Shareholders for the year 2021, and the amendment of the Company's Memorandum of Association to be consistent with the capital decrease.
- d) The issue and offer for sale of additional ordinary shares of Asian Alliance International Co., Ltd. to directors, executives and/or employees of Asian Alliance International Co., Ltd. and/or subsidiaries of Asian Alliance International Co., Ltd. (ESOP).

39. Approval of financial statements

These financial statements were authorised for issue by the Company's Board of Directors on 21 February 2022.



Annex 1

Details about the directors, executives, controlling persons of the Company, persons assigned to the highest responsibility in accounting and finance, persons assigned the direct responsibility for accounting supervision, and company secretary.

The Board of Directors as of December 31, 2021



1. Mr. Suriya Prasatbuntitya (68 years old)

Position

Chairman of the Board of Directors,
Executive Committee,
Chairman of the Credit Committee,
Chairman of the Risk Management Committee,
Chairman of the Corporate Governance and
Sustainability Management Committee,
Nomination and Remuneration Committee,
Assistant Managing Director,
Asian Sea Corporation Public Company Limited.

Educations

Master of Development Administration in Public
Administration, National Institute of Development
Administration.

Certifications

- Professional Development : Risk Management and Internal Audit Program (23/07/2019), Thai Listed Companies Association (TLCA).
- IT Governance & Cyber Resilience (ITG 10/2019), Thai Institute of Directors (IOD).
- Risk Management Program for Corporate Leaders class 14/2018, Thai Institute of Directors (IOD).
- Social Enterprise, The Stock Exchange of Thailand (SET).
- Director Certificate Program class DCP 250/2017, Thai Institute of Directors (IOD).
- Risk Management and Internal Control Program, Thai Listed Companies Association (TLCA).

Share Possession (%)

None

Work Experiences

- 2012 - 2015 : The Governor of Chiang Mai,
The Governor of Tak.
- 2007 - 2012 : Deputy Governor of Samut Sakhon
and Pathum Thani Province.
- 2004 - 2007 : Director of the Bureau in the
Department of Disaster Prevention
and Mitigation.



2. Mr. Somsak Amornrattanachaikul (63 years old)

Position

Director and Chief Executive Officer, Asian Sea Corporation Public Company Limited and Subsidiaries.

Educations

Bachelor of Arts (Political Science), Ramkhamhaeng University.

Certifications

Role of Chairman Program class 9/2003, Thai Institute of Directors (IOD).

Share Possession (%)

51.25 %

Work Experiences

2019 - Present : Director and Chief Executive Officer, Asian Sea Corporation Public Company Limited.

3. Mr. Somchai Amornrattanachaikul (68 years old)

Position

Director and Senior Managing Director, Asian Sea Corporation Public Company Limited and Subsidiaries.

Educations

Junior High School, Wat Mahathat School.

Certifications

-

Share Possession (%)

11.15 %

Work Experiences

1992 - Present : Director and Senior Managing Director, Asian Sea Corporation Public Company Limited and Subsidiaries.



4. Mrs. Suree Jansawat (60 years old)

Position

Director,
Executive Committee,
Credit and Debt Committee,
Corporate Governance and Sustainability
Management Committee,
Asian Sea Corporation Public Company Limited /
Managing Director,
Asian Seafoods Coldstorage (Suratthani) Co., Ltd.

Educations

Bachelor of Business Administration,
Suratthani Rajabhat University.

Certifications

- “Asian Seafoods (Ex-com Development), Pencil Sharpener Co., Ltd.
- Chula Mini MBA @ Chachoengsao class 2, Chulalongkorn University.
- Director Certificate Program class DCP 144/2011, Thai Institute of Directors (IOD).

Share Possession (%)

0.01%

Work Experiences

2013 - 2014 : Managing Director, Asian Feed Co., Ltd. And Assistant Managing Director, Asian Seafoods Coldstorage (Suratthani) Co., Ltd.

2012 - 2013 : Assistant Senior Managing Director, Asian Seafoods Coldstorage PCL.

1999 - 2011 : Assistant Managing Director Purchasing), Asian Seafoods Coldstorage PCL /Assistant Managing Director (Purchasing: Raw Materials- General), Asian Seafoods Coldstorage (Suratthani) Co., Ltd.

5. Mr. Wallop Lomlim (56 years old)

Position

Director,
Executive Committee,
Credit Committee,
Corporate Governance and Sustainability Management
Committee,
Asian Sea Corporation Public Company Limited /
Managing Director,
Asian Feed Co., Ltd.

Educations

Bachelor of Science (Agro-Industry), Prince of Songkla University

Certifications

- “Asian Seafoods (Ex-com Development), Pencil Sharpener Co., Ltd.
- Chula Mini MBA @ Chachoengsao class 2, Chulalongkorn University.

Share Possession (%)

None

Work Experiences

2008 - 2014 : Assistant Managing Director, Asian Seafoods Coldstorage PCL. and Asian Feed Co., Ltd.

2000 - 2007 : Factory Manager, Asian Seafoods Coldstorage (Suratthani) Co., Ltd.

1996 - 1999 : Factory Manager, Sea Royal Marine Food Product Co., Ltd.



6. Ms. Prapa Puranachote (68 years old)

Position

Director,
Executive Committee,
Credit Committee,
Chairman of the Nomination and Remuneration Committee,
Asian Sea Corporation Public Company Limited.

Educations

Master of Business Administration, National Institute of Development Administration (NIDA).

Certifications

- Science Management Program for Senior Executives (SSE 2), National Institute of Development Administration (NIDA).
- Global Business Leader Program (GBL), Lead Business Institute.
- Corporate Governance for Capital Market Intermediaries (CGI) class 14/2016, Thai Institute of Directors (IOD).
- Public Economic Management Program for Senior Executives class 7 (CPE 7), King Prajadhipok's Institute.
- Director Certificate Program class DCP 148/2011, Thai Institute of Directors (IOD).
- Senior Executive Program class 14 (SCM 14), Capital Market Academy, The Stock Exchange of Thailand.
- Senior Executive Program "Thammasat Leadership Program" class 2 (ETU 2), Alumni Relations Office, Thammasat University.
- Senior Executive Program in Energy Science class 6 (ESE 6), Institute of Energy Science.

Share Possession (%)

None

Work Experiences

3 MAR 2011 - Director, Executive Committee, Risk
5 SEP 2019 Management Committee, Good
Corporate Governance Committee,
and Managing Director, MFC Asset
Management PCL.

1 FEB 2015 - Independent Director and Audit
5 APR 2018 Committee, Ratchaburi Electricity
Generating Holding PCL.

JUL 2004 - Deputy Managing Director and
FEB 2011 Executive Officer, Provident Fund
Division, Krung Thai Asset Management PCL.

7. Mrs. Sunanta Tiasuwan (72 years old)

Position

Independent Director,
Chairman of the Audit Committee,
Asian Sea Corporation Public Company Limited.

Educations

Ordinary National Diploma in Business Studies and
Administration University of Westminster (UK)

Certifications

- Director Certificate Program class DCP 22/2002, Thai Institute of Directors (IOD).
- Senior Executive Program, Capital Market Academy class 11/2010-2011

Share Possession (%)

None

Work Experiences

2007 - Present : Audit Committee of Eastern Star
Real Estate PCL.

- 2004 - Present : Director of Bridge View Co., Ltd.
- 1998 - Present : Director of Pranda Jewelry PCL.



8. Mrs. Yaowanee Kruo-ongarjnukool (69years old)

Position

Independent Director,
Audit Committee,
Asian Sea Corporation Public Company Limited.

Educations

Master of Accountancy (Banking and Finance),
Chulalongkorn University.

Certifications

Director Certificate Program class DCP 150/2011,
Thai Institute of Directors (IOD).

Share Possession (%)

None

Work Experiences

2006 - 2007 : Accounting and Tax Planning Manager,
The Siam Cement PCL.

2003 - 2005 : Senior Auditor, The Siam Cement PCL.

9. Mr. Somboon Phaobanchong (66 years old)

Position

Independent Director,
Audit Committee,
Risk Management Committee,
Nomination and Remuneration Committee,
Asian Sea Corporation Public Company Limited.

Educations

Master of Arts in Political Science, Kasetsart University.

Share Possession (%)

None

Work Experiences

Present : Executive Director, Thai Eak Farm Co.,
Ltd. / Executive Director, Yuen Yong
Layer Farm Co., Ltd.



1. Mr. Nattharath Puangsuda (54 years old)

Position

Executive Committee,
Credit Committee,
Risk Management Committee,
Corporate Governance and Sustainability
Management Committee,
Company Secretary,
Asian Sea Corporation Public Company Limited /
Assistant Managing Director,
Asian Feed Co., Ltd.

Educations

Bachelor of Laws, Ramkhamhaeng University.

Certifications

- Asian Seafoods (Ex-com Development), Pencil Sharpener Co., Ltd.

Share Possession (%)

None

Work Experiences

- 2016 - 2018 : Assistant Managing Director of Legal Department, Asian Seafoods Coldstorage PCL.
- 2016 : Deputy Manager of Legal Department, Metro Systems Corporation PCL.
- 2005 - 2015 : Audit Committee Member, Metro Systems Corporation PCL.
- 1997 - 2016 : Corruption Audit Committee Member, Metro Systems Corporation PCL.
- 1994 - 2016 : Lawyer, Metro Systems Corporation PCL.

2. Mr. Akamon Prasoppolsujarit (55 years old)

Position

Chief Financial Officer,
Executive Committee,
Credit Committee,
Risk Management Committee,
Corporate Governance and Sustainability
Management Committee,
Asian Sea Corporation Public Company Limited.

Educations

Master of Accounting and Finance, Chulalongkorn University.

Certifications

- Strategic CFO in Capital Market class 7 by the Stock Exchange of Thailand.
- Director Certification Program (DCP) 2009, Thai Institute of Directors (IOD).
- CFO Refresher class 2/2021 Stock Exchange of Thailand
- Key Points and Notes on TFRS for PAEs Requirement and Amendments in 2021 Stock Exchange of Thailand.

Share Possession (%)

None

Work Experiences

- 2017 - 2018 : Director, Dusit Management Company Limited
- 2017 - 2018 : Director, Dusit Overseas Co., Ltd.
- 2017 - 2018 : Supervisor, Dusit Fudu Hotel Management (Shanghai) Co., Ltd.
- 2016 - 2018 : Chief Accounting and Finance Officer - Special Project, Acting Chief Accounting and Finance Officer, Dusit Thani PCL.
- 2008 - 2016 : Director of Finance - Southeast Asia Region, Property Care Services (Thailand) Co., Ltd. And The Minor Food Group PCL (The Pizza Company).



3. Mr. Aekarat Punnasung (52 years old)

Position

Director,
Executive Committee,
Credit Committee,
Corporate Governance and Sustainability
Management Committee,
Asian Sea Corporation Public Company Limited
Managing Director,
Asian Alliance International Co., Ltd.

Educations

Master of Business Administration in Marketing,
Newcastle University, United Kingdom

Certifications

- “Asian Seafoods (Ex-com Development), Pencil Sharpener Co., Ltd.
- Director Certificate Program class DCP 150/2011, Thai Institute of Directors (IOD).

Share Possession (%)

None

Work Experiences

- 2012 - 2014 : Assistant Managing Director, Asian Seafoods Coldstorage PCL.
- 2010 - 2012 : Assistant Managing Director of Marketing, Asian Seafoods Coldstorage PCL.
- 2009 - 2010 : Assistant Managing Director, Asian Alliance International Co., Ltd.
- 2004 - 2011 : Assistant Managing Director, Asian Seafoods Coldstorage (Suratthani) Co., Ltd.

4. Mr. Hendrikus Van Westendorp (58 years old)

Position

Executive Committee,
Strategic Planning Advisor,
Asian Sea Corporation Public Company Limited.

Educations

Senior Executive Program Harvard Business School - Tsing Hua - CEIBS (2009).

Share Possession (%)

None

Work Experiences

- 2011 - 2015 : Chief Financial Officer, Nutreco Asia.
- 2009 - 2011 : Managing Director Skretting Asia, Shanghai, China (Nutreco).
- 2005 - 2009 : Managing Director Skretting Japan, Fukuoka, (Nutreco).
- 2002 - 2005 : Projects Director Europe Marine Harvest Europe, Amersfoort, Netherlands (Nutreco).
- 2000 - 2001 : Post - Merger Integration Manager Marine Harvest Europe, Bergen, Norway (Nutreco).



5. Mr. Somchai Kuvijitsuwan (71 years old)

Position

Executive Committee,
Risk Management Committee,
Legal Advisor,
Asian Sea Corporation Public Company Limited.

Educations

Master of Public Administration in Public Sector
Management, National Institute of Development
Administration (NIDA)

Certifications

- Senior Executive Program in Energy Science (ESE 2), Institute of Energy Science.
- Training for the Role of the Chairman Program (RCP), Thai Institute of Directors (IOD).
- Training for the Role of the Nomination and Governance Committee, Thai Institute of Directors (IOD).
- Senior Executive Program (CMA 9), Capital Market Academy
- Director Certification Program (DCP) class 76, Thai Institute of Directors (IOD).
- Provincial Attorney Program, Director-General of the Office of the Attorney General.

Share Possession (%)

None

Work Experiences

2013 - 2015 : Attorney General Director of the Office of Economic and Resource Litigation.
2011 - 2013 : Attorney General Director of the Office of the Board of Attorneys.
2008 - 2011 : Attorney General Director of District 9 High Court Case / Attorney General Director of the Strategic and Budget Policy Office.
2005 - 2008 : Deputy Attorney General Director of the Intellectual Property and International Trade Litigation / Deputy Attorney General Director of the Southern Bangkok Criminal Case / Deputy Attorney General Director of the Board of Attorneys.

6. Ms. Sirirat Wongmathawee (52 years old)

Position

Risk Management Committee,
Asian Sea Corporation Public Company Limited /
Assistant Managing Director,
Asian Seafoods Coldstorage (Suratthani) Co., Ltd.

Educations

Master of Business Administration, Assumption
University.

Certifications

- “Asian Seafoods (Ex-com Development), Pencil Sharpener Co., Ltd.

Share Possession (%)

None

Work Experiences

Before 2015 : International Marketing Manager, Asian Seafoods Coldstorage (Suratthani) Co., Ltd.
: Deputy International Marketing Manager, Asian Seafoods Coldstorage (Suratthani) Co., Ltd.



7. Mrs. Somporn Sanguanngoen (57 years old)

Position

Executive Committee,
Accounting Manager,
Asian Sea Corporation Public Company Limited.

Educations

Bachelor of Accountancy, Bangkok University.

Certifications

- Update TFRSs for PAEs and TFRS for NPAEs Required and Changes in 2021.
- Risk Analysis of TRANSFER PRICING Audits.
- Ready for the Tax Inspection by the Revenue Officer at any time.
- FINANCIAL REPORTING TRENDS 2021

Share Possession (%)

None

Work Experiences

1990 - Present : Asian Sea Corporation Public Company Limited.

8. Ms. Varanratch Assanupong (46 years old)

Position

Risk Management Committee,
Corporate Governance and Sustainability
Management Committee,
Asian Sea Corporation Public Company Limited /
Chief Financial Officer,
Asian Alliance International Co., Ltd.

Educations

Master of Business Administration (Finance), New
York Institute of Technology (NYIT), USA

Certifications

- Training history Course “Asian Seafoods (Ex-com Development) Pencil Sharpener Company Limited
- How to Develop Risk Management Plan course (HRP) Class HRP 19/2018 Thai Institute of Directors Association (IOD)
- Business Strategy for IR course Stock Exchange of Thailand
- IR Professional Development Program Thai Listed Companies Association
- Funding courses to add sustainable business value.
- The Role of Company Secretary Courses Stock Exchange of Thailand
- Sustainability Reporting Courses by Industry Groups Stock Exchange of Thailand
- GRI Professional Certification Program, Thaipat Institute
- Foundation in Responsible Investment Course, PRI Institute

Share Possession (%)

None

Work Experiences

2014 - 2017 : Company Secretary and Finance
Manager, Asian Seafoods ColdStorage PCL.
2013 - 2014 : Financial Analyst, Central Pattana
Public Company Limited (CPN).
2011 - 2013 : Financial Analyst, Rama 3 Honda Cars
Co., Ltd.



9. Mr. Somsak Sthidthumrong (56 years old)

Position

Risk Management Committee Assistant Managing Director,
Asian Sea Corporation Public Company Limited.

Educations

Master of Business Administration, Assumption University.

Certifications

- “Asian Seafoods (Ex-com Development), Pencil Sharpener Co., Ltd.
- Director Certificate Program class DCP 144/2011, Thai Institute of Directors (IOD).

Share Possession (%)

0.02%

Work Experiences

2007 - 2016 : Director, Asian Seafoods Cold Storage PCL.

1998 - 2011 : Assistant Managing Plant Director,
Asian Seafoods Cold Storage PCL.
Overseas Marketing Officer,
Asian Seafoods Coldstorage
(Suratthani) Co., Ltd.
Executive Secretary of Managing
Director, Asian Seafoods Cold Storage
PCL.

10. Mr. Bundit Pichetpongsa (45 years old)

Position

Risk Management Committee,
Asian Sea Corporation Public Company Limited
Assistant Managing,
Director,
Asian Alliance International Co., Ltd.

Educations

Master of Business Administration, University of South Australia

Certifications

- “Asian Seafoods (Ex-com Development), Pencil Sharpener Co., Ltd.
- How to Develop Risk Management Plan (HRP) class HRP 19/2018, Thai Institute of Directors (IOD).

Share Possession (%)

None

Work Experiences

2014 - 2016 : Commercial Manager, Asian Alliance International Co., Ltd.

2013 : Assistant Managing Director,
Asian Seafoods Cold Storage PCL.

2012 - 2013 : Plant Manager, Asian Alliance International Co., Ltd. / Marketing Manager, Asian Alliance International Co., Ltd.



11. Mr. Pallop Chewpraditkun (49 years old)

Position

Risk Management Committee,
Asian Sea Corporation Public
Company Limited.
Information Technology Manager,
Asian Alliance International Co., Ltd.

Educations

Master of Business Administration in
Marketing, Southeast Asia University.

Share Possession (%)

None

Work Experiences

2014 - 2017 : Namheng Concrete
(1992) Co., Ltd.

2011 - 2013 : EMC Public Company
Limited.

2010 - 2011 : Pornpiyanan Transport
Co., Ltd.

12. Mr. Kitti Treepraporn (49 years old)

Position

Corporate Governance and
Sustainability Management Committee,
Engineering Manager,
Occupational Health and Safety
Officer (Professional Level),
Asian Sea Corporation Public
Company Limited.

Educations

Bachelor of Technology in Industrial
Management Technology,
Bansomdetchaopraya Rajabhat
University

Certifications

- “Technical and Academic
Potential Development” class 1
(Fire), Occupational Safety and
Health Administration.
- “Establishment of Environmental
Management System for Industrial
Plants and Empowerment the
Production Potential of the
Plants”, Department of Industrial
Works.
- “Pre CSR-DIW 2016”, Ministry of
Industry.
- “Sustainable Social Training”,
ISET (Thailand) Co., Ltd.

Share Possession (%)

None

Work Experiences

1999 : Occupational Health and
Safety Officer
(Professional Level)

13. Ms. Wijitra Thiangtham (46 years old)

Position

Corporate Governance and
Sustainability Management Committee,
Asian Sea Corporation Public Company
Limited
Human Resources and Administration
Manager,
Asian Alliance International Co., Ltd.

Educations

Bachelor of General Management,
Nakhon Pathom Rajabhat University.

Certifications

- GMP/HACCP
- BRC
- ISO 9001:2008
- Internal Auditor, TLS 8001-2553
- GLP
- Labor Law and Personnel
Management
- Executive Occupational Health
and Safety Officer

Share Possession (%)

None

Work Experiences

2014 - 2018 : Human Resources
Manager, Nanyang
Garment Co., Ltd.

2006 - 2013 : Head of Human
Resources Department,
Thepmanee Cold
Storage (Mahachai)
Co., Ltd.

2005 - 2006 : Head of Human
Resources Department,
First Rubber Co., Ltd.



Attachment 2

Details of Directors and Subsidiaries

Directors of all 5 subsidiaries

Directors Name	Subsidiaries				
	SURAT	AAI	FEED	FOOD	APCC
1. Mr. Somsak Amornrattanachaikul	x, /	/	x, /	x, /	x, /
2. Mr. Somchai Amornrattanachaikul	/		/	/, //	/
3. Mr. Vichai Assarasakorn		x			
4. Mr. Suriya Prasatbuntitya		/			
5. Mrs. Suree Jansawat	//	-	-	-	-
6. Mr. Wallop Lomlim	-	-	//	-	//
7. Mr. Aekarat Punnasung	-	/, //	-	-	-

Note:

X = Authorized Chairman

/ = Authorized Director

// = Managing Director

SURAT = Asian Seafoods Coldstorage (Suratthani) Co., Ltd.

AAI = Asian Alliance International Co., Ltd.

FEED = Asian Feed Co., Ltd.

FOOD = Asian Food Co., Ltd.

APCC = Asian Pets Care Corporation Co., Ltd



Attachment 3

Details of Head of Internal Audit

Head of Internal Audit

Name	▶ Miss Phastrawan Prichapanuwat
Ages	▶ 39 Years
Position	▶ Internal audit department manager
Date of Appointment	▶ May 8, 2017
Educations	▶ Master's degree (MBA), Major in Accounting, (Ramkhamhaeng University)
Percentage of Shares Hold	▶ None
Work Experience	▶ <ul style="list-style-type: none">• 2017- Present : Asian seafood cold storage public company limited• 2016 : T.C. pharmaceutical industries Co., Ltd. and Red Bull Beverage Co., Ltd.• 2008-2015 : Ajinomoto (Thailand) Co., Ltd.• 2005-2008 : S.K. accountant services Co., Ltd.
Training	▶ <ul style="list-style-type: none">• Personal Data Protection (PDPA)• Professional Forensic Accounting• Corruption Risk & Control technical update (CRC5/2020)• Fraud risk management and internal auditing of financial institution (The institute of internal auditors of Thailand)• Technical insight into modern integrated risk management (National Institute of Development Administration)• COSO-ERM (Federation of accounting professions)• Internal Audit Program: Prepared Course for Certified Internal Auditor: Pre – CIA (Faculty of commerce and accountancy, Chulalongkorn University)• J-SOX Flash Report



Attachment 4

Business Assets and Details on Asset Valuation


In the year 2021, the company and its subsidiaries assessed and appraised the assets during the accounting period as in the table below


Company	Existing appraised value	New appraised value
	(Million Baht)	(Million Baht)
Asian Sea Corporation Public Company Limited	840.27	846.23
Asian Seafoods Coldstorage (Suratthani) Co. Ltd.	70.20	70.20
Asian Feed Co., Ltd.	140.64	140.64



Asian Sea Corporation Public Company Limited

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