



Asian Sea Corporation Public Company Limited



ONE REPORT **2022**



**BETTER
ASIAN**



Contents

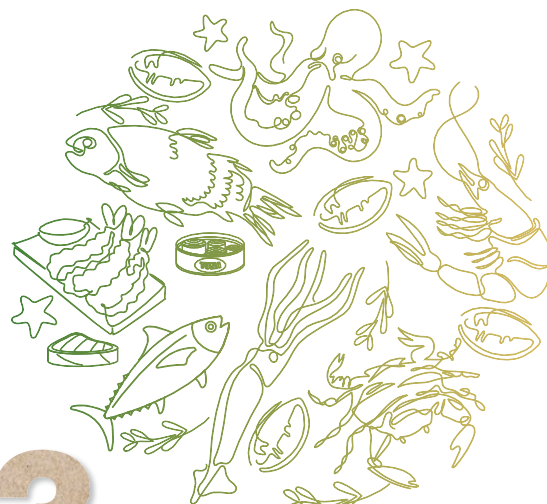
Message from the Chairman of the Board of Directors and Chairman of the Executive Committee	02
Company Profile	04
Financial Highlights	06
Key Performance in 2022	08
Achievement Awards in 2022	10

1 Business Operations and Performance

1. Structure and Business Operation of ASIAN	13
2. Risk Management	40
3. Driving Business for Sustainability	47
4. Management Discussion and Analysis (MD&A)	65
5. General information and other important information	79

2 Corporate Governance

6. Corporate Governance Policy	84
7. Governance Structure and Key Data on the Board of Directors, Specific Committees, Management, Employees and Others	86
8. Corporate Governance Report	103
9. Internal Control and Related Party Transactions	119



3 Financial Report

Financial Report	124
------------------	-----



Attachment

Attachment 1	Details of directors, executives, controlling persons of the company, the person assigned to the highest responsibility in accounting and finance, the person assigned to be directly responsible for supervising accounting, the company secretary	202
Attachment 2	Details of Directors and Subsidiaries	224
Attachment 3	Detail of Head of Internal Audit	225
Attachment 4	Business Assets and Details on Asset Valuation	226

Message From the Chairman of the Board



A handwritten signature in black ink, reading "Suriya P.".

(Mr. Suriya Prasatbuntitya)
Chairman of the Board

Dear Shareholders

The year 2022 was still burdened with the spread of the COVID-19 virus, with new variants still forcing many countries to go into lockdown early last year, causing the economy to halt. But with the steadily increasing vaccination rate, the severity of the disease has decreased and become endemic as common flu in developed countries such as the United States of America and European countries. The production line sector was still unable to return to work as before the outbreak. The conflict between Russia and Ukraine, which were important sources of commodity production, has disrupted the global production chain. It also caused prices of goods and services worldwide to rise, causing inflation to increase gradually. Thus, middle-income and low-income countries were affected by higher inflation to some degree. In addition, the Federal Reserve (FED) has continuously raised the reference interest rate, causing capital to flow back to the United States and affecting the financial system's stability in some countries. Asian Sea, an exporter of various food products, whether frozen seafood, tuna, or pet food, has adapted to cope well with volatile and uncertain changes. And as Asian Sea has built a corporate culture to be a company that focuses on sustainable development by setting operational strategies that are ready to move forward and able to respond to current and future changes, volatility, and uncertainty, it can be considered a significant achievement that allows Asian Sea to overcome obstacles and grow according to the business plan, as well as having strong financial health.

Another pride in 2022 was that Asian Sea successfully brought its subsidiary, Asian Alliance International Public Company Limited, to be listed on the Stock Exchange of Thailand. This will encourage Asian Alliance International Public Company Limited to grow steadily and increase acceptance. It is a company in the pet food business that has more than 15 years of experience, is able to generate income to grow continuously, and is highly accepted by leading pet food brand customers.

In the past business operations, Asian Sea has continued to focus on and strive to be a company that creates sustainability and is a leader in world-class production. It has adopted the management approach according to the sustainability strategy "CHEERS" in giving importance

to consumers who must receive quality, safe, and traceable products. Personnel development to enhance the ability to work, responsibility for efficient use of resources, paying attention to and considering the impact on the environment, adherence to human rights principles, and continuous adherence to corporate governance have empirical achievement by formulating a policy against corruption along with promoting work in the organization in a concrete way in order for executives and employees to conduct business with honesty, ethics, and social responsibility and use it together with the sustainability guidelines of the Stock Exchange of Thailand (ESG: Environmental, Society, and Governance).

For 2023, a "Better ASIAN" growth strategy has been established along with a sustainability strategy. The goal is to make ASIAN stronger by developing four areas that are the core of ASIAN's business operations, which are: (1) Better Business Structure: "Strengthening the business structure" by arranging a business structure that enables full potential use, is ready to generate stable growth, and generates better returns for shareholders; (2) Better Product Mixed: "Improve the product mixed" to increase the proportion of value-added products to ensure that consistent and sustainable returns can be maintained; (3) Better Value Customer Portfolio: "Increase customer base, increase more potential customers" is based on growing with customers as a result of product upgrades and greater responsiveness to demand; and (4) Better Future of us: "CHEERS" "Moving forward sustainably according to the CHEERS approach." Asian Sea is committed to building an organization towards excellence, focusing on operating with regard to social responsibility and the environment in a sustainable way.

Finally, on behalf of the Board of Directors of Asian Sea Corporation Public Company Limited, I would like to thank all shareholders, business partners, financial institutions, and customers who have always supported and trusted the Company, as well as the executives and employees of the Company that help drive together to move forward according to the mission and operating plans of the Company. Please be assured that Asian Sea continues to operate by adhering to the principles of good corporate governance to create sustainable returns for all shareholders and stakeholders forever.

Message From the CEO



A handwritten signature in black ink, appearing to read 'Somsak Amornrattanachaikul'.

(Mr. Somsak Amornrattanachaikul)
Chief Executive Officer

Dear Shareholders

The spread of COVID-19 continues to affect the global economy, people's way of life, as well as affecting business operations in many companies. This was coupled with a geopolitical conflict between Ukraine and Russia at the beginning of the year. As a result, essential commodities are in short supply as they must be sourced elsewhere. Consequently, the cost of goods has continuously increased, contributing to the ongoing rise of the inflation rate and causing many countries to be affected, some more, some less. The Executive Committee was aware of the problems that had arisen during the past year. The impact has been assessed and we have prepared to cope with global economic conditions that may enter a recession in 2023 and face an accelerating inflation rate. The strategy has been adjusted to be flexible for constantly changing business operations, customer retention, cash flow management, adjustment of investment plans to be worthwhile and appropriate returns, as well as employee care.

The Company gives importance to the development and maintenance of product quality for all business groups to be able to respond to customer needs and be accepted internationally. Therefore, the Company has focused and operated to be a highly efficient organization, covering all aspects, including products, processes, and management, in order to create a competitive advantage and the ability to adapt the organization sustainably. This has helped to shape the organization's culture, which is vital for the Company to grow sustainably, always be prepared for change, and still adhere to good corporate governance principles.

The year 2022 was another important year. The Company is proud of the success in bringing its subsidiary, "Asian Alliance International Public Company Limited (AAI)," successfully listed on the Stock Exchange of Thailand according to the main strategic plan in precipitating AAI, to be a leading pet food production company in Thailand, and be accepted for the standard and quality of the products that are contracted and under the Company's own brand. The Company was also able to generate income and profits at a satisfactory level even in the midst of change and uncertainty. The Company had a total income of 11,164 million baht, compared to the year 2021 with a total income of 9,488 million baht, an increase of 1,676 million baht, a growth of approximately 17.7%, and a net profit of 1,034 million baht compared to the year 2021 with a net profit of 1,044 million baht, a decrease of about 10 million baht. The Board of Directors has resolved to propose a dividend payment at the rate of 0.65 baht per share, which will be proposed to the 2023 Annual General Meeting of Shareholders for approval. The results of operations by business lines are as follows:

1. Pet Food Business: Businesses in this group are growing rapidly by relying on factors from changing lifestyles of people worldwide who prefer raising pets as family members. They focus on selecting pet food as well as paying particular attention to the consumption behavior of pets. Pet owners in this group are ready to buy

high-quality food for their pets. The Company's export volume increased from the previous year by 23% from the existing production capacity of 42,000 tons in 2022. Cup packaging and canning are still the main proportion of exports. Pet food under the Company's brands, "monchou" and "Hajiko," saw significant growth due to more aggressive marketing. Presenters were hired to help build brand awareness and recognition and got an excellent response. In addition, a new brand, "Pro," was launched to cover all segments of the pet food market. Moreover, the number of stores that sell our products currently is more than 500 stores. The Company will continue to expand channels and provide convenience for purchasing branded products of the Company. In 2023, the Company will focus on in-depth marketing and reach out to more pet owners. The growth trend of pet food market continues to grow in the form of healthy food, special formula pet food, and other forms of premium pet food.

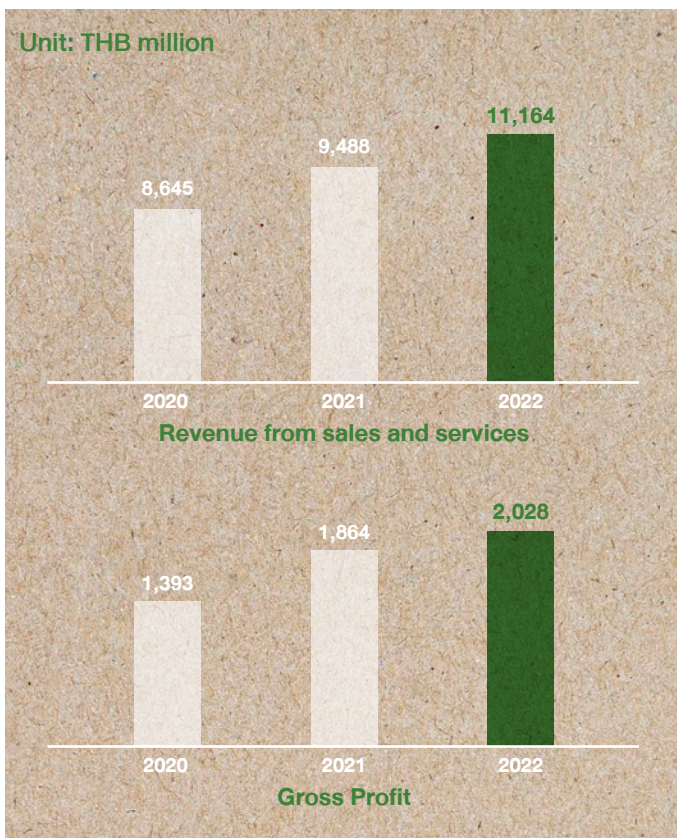
- 2. Frozen Seafood Business:** At the beginning of the year, the European market was affected by the conflict between Russia and Ukraine, resulting in higher energy and raw materials costs. As a result, the volume of exports, especially squid, has reduced volume. The US market, which is the main market for exporting value-added products, has a slower growth rate, especially in the last quarter of the year, as a result of inflation and large quantities of existing inventory. But the Japanese market has started to increase due to the relief of the COVID-19 epidemic, causing the Company to increase export volume, especially sandfish, with a growth rate of 36%.
- 3. Tuna Business:** The Company has increased export volume from markets in Middle Eastern countries, especially Saudi Arabia and Israel, although raw material prices remained at a high level throughout the year.
- 4. Aquaculture Feed Business:** It was the year that the Company emphasized the importance of the quality of shrimp and fish feeds, optimized the customer base ratio, and adjusted the structure of the sales team to make it more stable. As a result, the sales volume of both shrimp and fish feeds decreased from 2021 by 32%. In 2023, the Company expects that the sales volume of aquaculture feed will be the same as in 2020 due to properly improving the quality and adjusting the structure of the sales team and the customer base.

The success of the past year can be regarded as the dedication and hard work of all employees and executives, as well as receiving support from all stakeholders. On behalf of the Executive Committee, I would like to thank all employees, executives, shareholders, business partners, and stakeholders who supported the Company in growing sustainably. Therefore, we sincerely hope that the Company will continue to receive support from all parties.

Financial Highlights

Consolidated Financial Statements			
	2020	2021	2022
Statement of Comprehensive Income (THB million)			
Sales and Services Revenue	8,645	9,488	11,164
Gross Profit	1,393	1,864	2,028
Profit before taxes	852	1,153	1,253
Profit for the year	818	1,044	979
Statement of Financial Position (THB million)			
Total Assets	6,232	7,355	9,946
Total Liabilities	2,734	3,311	2,119
Total Shareholders' Equity	3,498	4,044	7,827
Issued and Paid-up Share Capital	543	814	814
Key Financial Ratios			
Current Ratios	1.7	1.8	4.7
Debt to Equity Ratio	0.8	0.8	0.3
Net Debt to Equity Ratio	0.5	0.5	(0.1)
Gross profit margin (%)	16.1	19.7	18.2
Net profit margin (%)	9.5	11.0	8.8
Performance per share (baht per share)			
Earnings per share	1.5	1.3	1.2
Book value per share	6.4	5.0	9.6





Key Financial Ratios

Current Ratios



4.7%

Debt to Equity Ratio



0.3%

Gross profit margin



18.2%

Net profit margin



8.8%

Key performance in 2022

Asian Sea Corporation Public Company Limited



Performance in 2022

The Company had sales revenue of

11,157.6 million baht,

an increase of **17.7%** from

the previous year (in 2021, Sales revenue was 9,478.7 million baht),

by business types as follows:



Pet Food and Fishmeal Business

Total revenue in 2022 was 6,048.0 million baht*, a 45.3% increase from the previous year due to continued growth in demand for wet pet food. A cat food group is a group with a high growth rate. The major markets are still the US market and the European market.

↑ 45.3%



Tuna Business

Revenue in 2022 was 1,024.0 million baht*, an increase of 20.6% from the previous year due to higher tuna costs and the baht exchange rate against the United States depreciated compared to the previous year. The major market is still the countries in the Middle East. The Company separates the pet food and fishmeal business from the tuna business, which is operated by its subsidiary "Asian Alliance International Public Company Limited ('AAI')," which was listed on the Stock Exchange of Thailand on November 1st to prepare for production capacity expansion in the next 3–4 years ahead and to be able to support the growing trend of pet food.

↑ 20.6%



Frozen Seafood Business

Revenue in 2022 was 3,154.8 million baht*, a decrease of 1.5% compared to the previous year. This is mainly due to the decline in demand for products in the European and American markets, which are the main markets, in the last quarter.

↓ 1.5%



Aquaculture Feed Business

Revenue in 2022 was 930.7 million baht*, a decrease of 26.5% compared to the previous year due to the quality control of shrimp and fish feed products and adjusting the customer base with the ability to pay.

↓ 26.5%

*This revenue exclude related party transactions.

Results of Sustainability Strategic Plan Implementation

In 2022, the Company was committed to continue implementing the sustainability strategic plan. Among the significant developments are the following:

1. Review of short-term and long-term sustainability goals
2. Approval of solar energy projects for electricity generation, installing solar panels on the factory roof by reducing the amount of electricity consumed by the Company's transmission system. There are three projects, namely the project on the roof of the Company's cold storage in Samut Sakhon Province, Surat Thani Province, and at the Klongtoey office, Bangkok. The projects are expected to be completed in 2023.
3. Implementation of a new boiler installation project at the aquaculture feed factory in order to use biomass energy instead of fuel oil. It is expected to be completed in the middle of 2023.
4. Certified as a Green Industry Level 3: Green Activity from the Department of Industrial Works, Ministry of Industry, which means the implementation of activities to reduce the environmental impact was a success according to the set commitment.
5. Created a carbon footprint for wet pet food products under the brand monchou by completing three items as follows:

	TGO CFP FY23-007-0025 ปลากระป๋องรสเค็มรสอ่อน 80 กรัม ตรามอนชู บริษัท โต๊ะหมู่ จำกัด มีส่วนร่วมในการจัดทำ (การขาด) 9 สิงหาคม 2566	ปริมาณ CO ₂ 191 กรัม	
	TGO CFP FY23-007-0024 ปลากระป๋องรสเค็มรสอ่อน 80 กรัม ตรามอนชู บริษัท โต๊ะหมู่ จำกัด มีส่วนร่วมในการจัดทำ (การขาด) 9 สิงหาคม 2566	ปริมาณ CO ₂ 225 กรัม	
	TGO CFP FY23-007-0023 ปลากระป๋องรสเค็มรสอ่อน 80 กรัม ตรามอนชู บริษัท โต๊ะหมู่ จำกัด มีส่วนร่วมในการจัดทำ (การขาด) 9 สิงหาคม 2566	ปริมาณ CO ₂ 212 กรัม	



Please scan the QR Code to find more details.

Achievement award 2022



Selected as a sustainable stock in THIS for the second consecutive year

In 2022, Asian Corporation Public Company Limited or ASIAN was selected to be listed in the Thailand Sustainability Investment (THIS) 2022 for the second consecutive year with a commitment to improving operations of the company for sustainable growth through the company's sustainability strategy called "CHEERS", it is conducting business with responsibility for all stakeholders. The company continues to pursue sustainability goals continuously, including reducing greenhouse gas emissions, waste management, operating under respect for human rights, anti-corruption and management guidelines of the company according to the principles of corporate governance.



Be "Sustainable Model Organization in the Thai capital market for outstanding support for persons with disabilities."

To promote equality to reduce social disgrace

In 2022, Asian Sea Corporation Public Company Limited or ASIAN received the certificate of "Sustainable Model Organization in the Thai Capital Market for outstanding support for persons with disabilities" organized by The Securities and Exchange Commission (SEC) in collaboration with the Ministry of Labor, Department of Skill Development Department of Employment Department of Empowerment and Development of Persons with Disabilities, Thai Listed Companies Association and the Association of Disabled Persons Council of Thailand according to the company's sustainable growth guideline to support and promote employment and careers for people with disabilities in career development and create opportunities to reduce inequality and grow sustainably.



Business operations with responsibility for the human development.

Asian Alliance International Public Company Limited, a subsidiary of the company, had received Outstanding Factory of the Country in Welfare and Labor Relation for the first year from The Ministry of Labor of Thailand.

Certificate for Qualified/Blue factory in Factory Sandbox Project

For the year 2022, Asian Alliance International Public Company Limited had received Certificate for Qualified/Blue factory in Factory Sandbox Project (audit, maintain, control, and supervise) from The Office of the Board of Investment, Social Security Office, Ministry of Labor of Thailand.

CSR-DIW Continuous Award 2022

Asian Feed Co., Ltd., a subsidiary of the company operates aquaculture feed product, received the CSR-DIW Continuous Award 2022 from the Department of Industrial Works. The above award reward on Tuesday, August 24, 2022, to the enterprises that promote its corporate social responsibility (CSR) that comply with the standards. This award reflects the standards of work under the standards of responsibility of industrial operators. Considering social responsibility, environment and participation in sustainable community development covering 7 approaches, namely corporate governance, human rights, labor practices caring for the environment operating fairly consumer attention and participation in community development.



1

Business Operations and Performance



1. Structure and Business Operations Of ASIAN

1.1 Business Policy and Overview

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 ten billion baht per year 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, Mission, ASIAN Values, Goals, Strategies

Vision

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

Mission



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



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



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



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



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



To provide sufficiently modern information technology for communication and management.



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



To adopt corporate social responsibility and environment sustainability policies.

ASIAN Values



Goals

Asian Sea Corporation Public Company Limited and its subsidiaries 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

The company is an original equipment manufacturer that covers both wet and dry pet foods. There is a continuous investment for long-term sustainable growth and to increase competitiveness by developing product research and development, having innovations in the products to offer a variety of products to be suitable, being strategic partners understanding the needs of partners and making partners trust to grow together. The company also sets a goal to develop pet food products for dogs and cats under its own product brand to have a variety of products, both wet and dry pet foods, covering the needs of customers in all market segments for distribution both domestically and internationally.

Shelf-stable Human Food Business

The company is an original equipment manufacturers of shelf-stable human food in cans, pouch , and plastic cups, both products using tuna as the main raw material and other products with a focus on improving quality and competitiveness in order to maintain good and satisfactory performance.

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 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 Value Added Products (VAP) such as Shrimp tempura, Shrimp cake, Spring rolls. 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. C H E E R S ! 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 stands 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 wastewater 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 Strategies

The core business of the company is both production and contract manufacturing. The strategy for the growth of each business is focused on revenue growth, which is mainly related to the market and market share. The approach to increasing the market share within the company's existing market is to increase sales to current customers by developing new products to sell in existing markets coupled with expanding into new markets such as the Asia-Pacific or the Middle East. The company places equal importance on both horizontal and vertical growth by expanding along the supply chain to increase its potential for sustainable competition and improve its ability to reach more consumers.

3. Strategies to Improve Efficiency in Management

The Company has always foreseen the importance of increasing efficiency in management for every business operation, from sourcing raw materials to production management, inventory control, finished goods warehousing, and process optimization to increase productivity. This can be achieved by implementing information technology systems, such as computerized management systems or automated production processes. Developing management systems, such as online management systems, internal communication systems within the organization, personnel development, training, developing and enhancing employees' skills and knowledge, and step-by-step approach to performance-based compensation management, and a fair and transparent process and provable evaluation criteria are essential. More importantly, planning the optimal use of available resources, such as setting appropriate budgets and using the funds effectively, selecting suitable technology, and developing efficient business plans are vital for success.

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).
- Recorded High gross Profit Margin in 2nd Quarter 2021.

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.
- Launched Hajiko.

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.



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.



2016

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



2017

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



2015

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

2005

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

2013

- AAI invested in Premium Pet Food Line.



1994

- ASIAN Listed in SET

1993

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

2006

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



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.



1964

- Start Frozen Business.



1.1.3 Use of Proceeds

-None-

1.1.4 ASIAN'S Obligations According to Bond Issuance

-None-

1.1.5 ASIAN Information

Name	Asian Sea Corporation Public Company Limited
Abbreviation	ASIAN
Registered Number	0107536001061
Registered Capital	814,087,559.00 baht (Eight hundred fourteen million eighty-seven thousand five hundred fifty-nine baht only)
Issued and fully paid-up capital	814,087,559.00 baht (Eight hundred fourteen million eighty-seven thousand five hundred fifty-nine baht only)

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 8,600 tons of finished products per year.

Products

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.

Head Office and Factory

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

Website

www.asiansea.co.th



1.2 Nature of Business

1.2.1 Revenue Structure by Business Segment

Segment	Company	ASIAN % Shareholding	2020		2021		2022	
			Domestic	Export	Domestic	Export	Domestic	Export
Frozen Business	ASIAN	-	343	1,258	287	1,267	278	1,036
	SURAT	100	77	1,256	57	1,756	49	1,829
	AFOOD	100	179	-	220	-	374	-
Tuna Business	AAI ^a	70	121	970	12	839	38	987
Pet Food Business	AAI ^a	70	228	3,170	286	3,822	418	5,578
	APCC*	100	13	-	67	-	126	-
	THAIYA**	100	-	17	-	27	-	25
Aquaculture Feed Business	AFEED	100	1,378	1	1,269	-	933	-
Deduct intercom			(358)	(7)	(418)	(3)	(502)	(5)
Total			1,981	6,665	1,780	7,708	1,715	9,450

Note:

ASIAN Refer to Asian Sea Corporation PLC.

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

AAI Refer to Asian Alliance International PLC.

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

AFEED Refer to Asian Feed Co., Ltd.

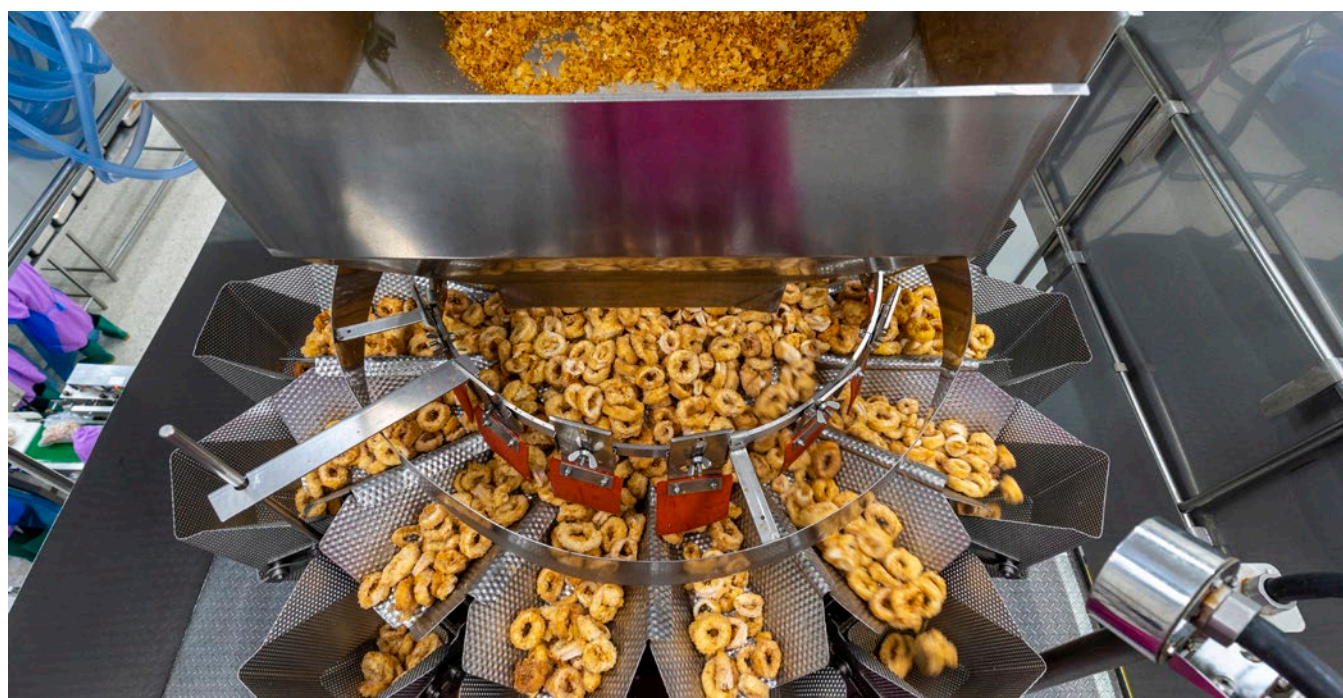
AFOOD Refer to Asian Food Co., Ltd.

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

* Held by Asian Alliance International PLC.

** Held by Asian Pets Care Corporation Co.,

^a ASIAN holds 100% of AAI'S shares in 2021-2022.



1.2.2 Product Information

(1) Product Characteristics

The Group's products consist of four main product groups:

1) Pet Food Products

Wet pet food products

The company's wet pet food products for dogs and cats cover the complete range of nutritious pet food products and complementary pet food products. The company's wet pet food products come in a variety of forms, including gravy, jelly, soup, and mousse. They are packaged in cans, vacuum-sealed bags, and plastic cups of various sizes according to customers' requirements.

Most of the revenue from the company's wet pet food products comes from the original equipment manufacturer (OEM) under the customer's product brand, which is mainly customers who own pet food products internationally. In addition, the company also markets and distributes pet food products under the company's product brands, including Monchou, Monchou Balanced, and Maria, for both dogs and cats.

Dry Pet Food Products

The company currently has a production and distribution plant for dry pet food products in China under the operation of MEISI, a joint venture in China that is an original equipment manufacturer (OEM) under the product brand of customers in China, as well as production of dry pet food under the company's brand Monchou for distribution in China.

The pet food products that the company markets and distributes in Thailand under its pet food brand are Monchou, Monchou Balanced, and Pro for both dogs and cats, and Hajiko for dogs. The company has hired a third party to produce them.

By-products of Tuna Processing

The company's tuna processing by-products include fish steamed water and tuna meal products. Fish meal products are commonly used as an important raw material in the production of economic aquatic feed.

The company's fish meal products are certified by the IFFO (RS Global Standard for Responsible Supply of Marine Ingredients, Version 2.0), which is the standard for sustainable production of fishmeal products in accordance with the FAO's Code of Conduct for Responsible Fisheries. They can be used for the production of aquatic feeds and export aquaculture economies where food sourced from responsibly managed fisheries is required, traceable to the source of raw materials internationally, and not from illegal fishing.





2. Frozen Products

The company's frozen products are produced from processing raw materials such as shrimp, squid, and fish. (Sillago fish is majority in fish product portfolio). The product are sales both domestically and internationally under company own brands and customers brand for example,

Frozen ready-to-cook seafood product (pre-fried product)

Frozen ready-to-cook seafood products that the company uses marine raw materials such as shrimp and squid seasoning, fried before freeze and packed such as frozen breaded shrimp and frozen fried breaded shrimp and squid. Mostly, it distributes and exports products under customers' brands.

Frozen Sillago fish products

Frozen Sillago fish products comprise Sillago butterfly fillet and breaded Sillago fish fillet which the company produces and exports mainly under company's own brands which is SAKURA, KIKU, and TCC

Frozen ready-to-eat products

Including cooked frozen shrimp and sushi shrimp which the company produces and exports mainly under customers' brands.

Frozen shrimp and squid products

Including frozen squid products in various forms such as whole round, cleaned and fillet which the company produces and exports under customers' brands and own brand which is ASIAN SURAT while product from Amaebi shrimp and Shisamo fish company produce and exports under customers' brands.

3) Shelf-Stable Products (ready-to-eat food)

The company's shelf-stable products which sealed containers use Tuna Loin as the main raw material to cook and adjust according to the desired characteristics and add seasoning water ingredients, including brine, mineral water, oil, vegetable boiled water, and various types of seasoning sauces, such as tomato or mayonnaise sauce, according to each production recipe, for example, tuna in brine, mineral water, sunflower oil, chili oil, vegetable juice, and olive oil.

In addition to tuna products in seasoning water and seasoning sauces, the company also offers ready-to-eat food products, such as fried rice and tuna in Thai curry paste, in the form of canned packaging, vacuum-sealed bags, and plastic cup packaging in various sizes according to the needs of customers. This can be stored for a long time without refrigeration or freezing (shelf-stable food). The original equipment manufacturer (OEM) packages all ready-to-eat food products under the customers' brand of products.

4) Aquaculture feed products

Sinking feed products

Sinking feed products are feeds for black-tiger shrimp and vennamei shrimp, giant freshwater prawns, and sinking pellet for fish feed which the company manufactures and distributes mainly sales in domestic under its own brand such as ASIAN, RAMBO, Hero, Hero Gold, VICTOR, ALL STAR.

Floating feed products

Floating feed products are feeds for seabass fish, tilapia, red tilapia fish, snake-head fish, catfish, herbivorous fish, and frog which the company manufactures and distributes mainly sales in domestic under its own brand which is ASIAN.

Important Licenses to Conduct Business

1. Asian Sea Corporation Public Company Limited

The company is licensed to conduct business by several regulatory agencies in Thailand. The details are as follows:

No.	License	Agency Issuing License	Date of Issue	Date of Expiration
Frozen Business				
1.	Factory Operation Permit (Ror Ngor. 4)	Department of Industrial Works	15 Oct 2022	15 Oct 2023
2.	Food production license (Aor.2)	Food and Drug Administration	31 Dec 2022	31 Dec 2025
3.	License import or ordering of food into the Kingdom (Aor. 7)	Food and Drug Administration	1 Jan 2021	31 Dec 2023
4.	Cold Storage Business License (Hor. Yor.1)	Department of Internal Trade of Thailand	27 Jun 2021	1 Jun 2024
5.	Fisheries Operations License, Cold Storage (Tor. Bor.2)	Department of Fisheries	7 Oct 2021	6 Oct 2024
6.	Fisheries Operations License, Import-Export aquatic animals (Tor. Bor.2)	Department of Fisheries	7 Oct 2021	6 Oct 2024
7.	Operation License for Health Hazardous Business (Aor Por 2)	Bang Krachao Subdistrict Administrative Organization, Samut Sakhon Province	31 Dec 2022	31 Dec 2023

2. Asian Alliance International Public Company Limited

The company is licensed to conduct business by several regulatory agencies in Thailand. The details are as follows:

No.	License	Agency Issuing License	Date of Issue	Date of Expiration
Factory 1: Wet Pet Food and Ready-to-eat Food Products Packed in Sealed Containers				
1.	Factory Operation Permit (Ror Ngor. 4)	Department of Industrial Works	5 Oct 2022	5 Oct 2023
2.	Production License for Specially Controlled Animal Feed (Bor.Phor.Sor.1)	Department of Livestock Development	6 May 2022	24 Feb. 2025
3.	Food Production License (Aor.2)	Food and Drug Administration	20 Apr 2022	31 Dec 2023
4.	Operation License for Health Hazardous Business (Aor Por.2) of Canned Fish, Frozen Fish, and Fish Meal Production	Ban Bo Subdistrict Administrative Organization Samut Sakhon Province	1 Apr 2022	31 Mar 2023
5.	License to Bring or Order Food into the Kingdom (Aor.7)	Food and Drug Administration	20 Apr 2022	31 Dec. 2023
6.	License to Trade or Profit in the Form of an Intermediary in the Animal Carcass	Department of Livestock Development	30 Sep 2021	2 Aug 2023

No.	License	Agency Issuing License	Date of Issue	Date of Expiration
Factory 2: Wet Pet Food Production				
7.	Factory Operation Permit (Ror Ngor. 4)	Department of Industrial Works	18 Jul 2022	18 Jul 2023
8.	Production License for Specially Controlled Animal Feed (Bor.Phor.Sor.1)	Department of Livestock Development	6 May 2022	24 Jul 2024
9.	Operation License for Heath Hazardous Business (Aor Por.2) of Production of Finished Animal Feed	Ban Bo Subdistrict Administrative Organization Samut Sakhon Province	1 Apr 2022	31 Mar 2023
10.	License to Trade or Profit in the Form of an Intermediary in the Carcass	Department of Livestock Development	30 Sep 2021	2 Aug 2023
Fish Meal Production Factory				
11.	Factory Operation Permit (Ror Ngor. 4)	Department of Industrial Works	11 Jul 2012	11 Jul 2023
12.	Operation License for Heath Hazardous Business (Aor Por.2) of Production of Finished Animal Feed (Fish Meal)	Ban Bo Subdistrict Administrative Organization Samut Sakhon Province	1 Apr 2022	31 Mar 2023

3. Asian Seafoods Coldstorage (Suratthani) Co., Ltd.

The company is licensed to conduct business by several regulatory agencies in Thailand. The details are as follows:

No.	License	Agency Issuing License	Date of Issue	Date of Expiration
Frozen Business				
1.	Factory Operation Permit (Ror Ngor. 4)	Department of Industrial Works	14 Sep 2022	14 Sep 2023
2.	Food production license (Aor.2)	Surat Thani Provincial Health Office	4 Nov 2021	31 Dec 2024
3	License import or ordering of food into the Kingdom (Aor. 7)	Surat Thani Provincial Health Office	26 Oct 2021	31 Dec 2024
4	Operation License for Health Hazardous, Frozen Business (Aor Por 2)	Tasaton Subdistrict Administrative Organization	4 Feb 2022	4 Feb 2023
5	License to produce regulated energy	Energy Regulatory Commission-ERC	10 Sep 2021	09 Sep 2025
6	Factory Operation Permit fuel storage facility Oil storage facility, type three (Thor. Por. Nor.2)	Provincial energy office of Suratthani	25 Jan 2023	31 Dec 2023
7	Certificate of Notification of Pathogen and Animal Toxin Production (Form Jor Por 2)	Department of Medical Sciences	03 Jan 2023	31 Dec 2023
8	Identification card for fisheries operator's Aquatic animal processing plants and products (tor. bor.2)	Surat Thani Provincial Fisheries office	28 Jan 2022	27 Jan 2025
9	Identification card for fisheries operators Importer-exporter of aquatic animals (tor. bor.2)	Surat Thani Provincial Fisheries office	28 Jan 2022	27 Jan 2025

4. Asian Feed Co., Ltd.

The company is licensed to conduct business by several regulatory agencies in Thailand. The details are as follows:

No.	License	Agency Issuing License	Date of Issue	Date of Expiration
Aquaculture Feed				
1.	Factory Operation Permit (Ror Ngor. 4)	Department of Industrial Works	18 Jul 2022	9 Jun 2023
2.	License to produce specially controlled animal feed (Bor.Por.Sor.1)	Department of Livestock Development	23 Nov 2020	2 Dec 2023
3.	License to import specially controlled animal feed (Bor.Nor.Sor.1)	Department of Livestock Development	24 Jun 2022	19 Aug 2023
4.	License to sell specially controlled animal feed (Bor.Khor.Sor.1)	Department of Livestock Development	16 Nov 2022	31 Dec 2023
5.	Operation License for Health Hazardous (Aor Por 2)	Ta-yang Subdistrict Administrative Organization, Phetchaburi Province	26 Sep 2022	25 Sep 2023

5. Shandong Thaiya Meisi Pet Food Company Limited

The company is licensed to conduct business by several regulatory agencies in China. The details are as follows:

No.	License	Agency Issuing License	Date of Issue	Date of Expiration
1.	License for the Business of Manufacturing and Distributing Pet Food Products and Feed Additives and Distributing Pet Accessories	Shouguang Market Supervision Administration Bureau	6 Aug 2019	No Expiration
2.	GS1 Membership License in China	GS1 China	19 Jul 2022	19 Jul 2023
3.	Food Production License	Shandong Animal Husbandry and Veterinary Bureau	30 Apr 2019	29 Apr 2024

Quality Standards and Certificates Received by the Company

The Company aims to enhance and improve the quality of its products and sustainable working standards, including developing and improving production processes to meet international standards and the needs of both domestic and international customers. The international quality standards and certificates received by the Company from accredited institutions are as follows:

1. Asian Sea Corporation Public Company Limited

No.	Certificates	Institutions	Year of Certification	Year of Expiration
1	GMP	Department of Fisheries	16 Dec 2022	15 Dec 2023
2	HACCP	Department of Fisheries	7 Jun 2022	15 Dec 2023
3	BRC	NSF	20 Sep 2022	17 Jul 2022
4	BAP	SGS	2022	28 Jul 2023
5	ISO 14001: 2015	British Assessment Bureau	20 Sep 2022	11 Sep 2023
6	ISO 17025: 2017	Bureau of Laboratory Quality Standards Ministry of Health	19 Jul 2021	18 Jul 2026
7	COVID-19 Prevention Best Practice	Ministry of Agriculture and Cooperatives	2 Oct 2022	1 Oct 2023
8	HALAL	Central Islamic Council of Thailand	7 Nov 2022	6 Nov 2023

2. Asian Alliance International Public Company Limited

No.	Standard/Certificate	Month and Year of the First Certificate Given	Institution	Date of Expiration	Renewal
General Standards and Certificates					
1	Dolphin safe	November 2014	Eart Island In-stitute	February 2023	Every Year
2	BRC Global Standard for Food Safety Issue 8	November 2008	BSI Group	11 November 2023	Every Year
3	Sedex	February 2015	BSI Group	May 2023	Every Year
4	TLS 8001	April 2019	Department of Labor Protec-tion and Wel-fare, Ministry of Labor	22 Jul 2023	Every Two Years
5	Green Industry	30 May 2022	Ministry of In-dustry	29 May 2025	Every Three Years
Quality Standards and Certificates for Pet Food Products					
6	Hazard Analysis and Critical Control Point (HACCP)	February 2010	Department of Livestock Development	2 August 2024	Every Three Years
7	Good Manufacturing Practice (GMP)	February 2010	Department of Livestock Development	2 August 2024	Every Three Years
8	CFIA	November 2011	Canadian Food Inspection Agency	No Expiration	-
Quality Standards and Certificates for Tuna Products					
9	Hazard Analysis and Critical Control Point (HACCP)	2006	Department of Fisheries	1 May 2023	Every Year
10	Good Manufacturing Practice (GMP)	2006	Department of Fisheries	1 May 2023	Every Year
11	Kosher	January 2015	K Meshulash / Triangle K INC	1 November 2023	Every Year
12	HALAL	August 2008	The Central Islamic Council of Thailand	13 August 2023	Every Year
Quality Standards and Certificates for Fish Meal and Fish Oil Products					
13	MarinTrust Standard for Responsible Supply of Marine Ingredients Version 2.0	July 2018	Global Trust Certification	1 May 2023	Every Three Years

3. Asian Seafoods Coldstorage (Suratthani) Co., Ltd.

No.	Certificates	Institutions	Year of Certification	Year of Expiration
1	GMP Certificate	Department of Fisheries	2022	2023
2	HACCP Certificate	Department of Fisheries	2022	2023
3	BRC version 8.0	Intertek Certification Limited	2022	2023
4	ISO 14001: 2015	ACS Registrars	2022	2024
5	ISO 45001: 2018	ACS Registrars	2022	2024
6	MSC Chain of Custody	SGS	2022	2024
7	CFO	Thailand Greenhouse Gas Management Organization (Public Organization: TGO)	2022	2022

No.	Certificates	Institutions	Year of Certification	Year of Expiration
8	SMETA	Intertek Certification Limited	2022	2023
9	CFP	Thailand Greenhouse Gas Management Organization (Public Organization: TGO)	2023	2026

4. Asian Feed Co., Ltd.

No.	Certificates	Institutions	Year of Certification	Year of Expiration
1	ISO9001:2015	Bureau Veritas	2022	2025
2	GMP	Department of Fisheries	2022	2025
3	HACCP	Department of Fisheries	2022	2025
4	EMS-DIW level 2	Department of Industrial Works	2022	2025
5	CSR-DIW	Department of Industrial Works	2022	2025
6.	Basic Environmental management system level 2	Department of Industrial Works	2022	2025
7	CFO	Thailand Greenhouse Gas Management Organization (Public Organization: TGO)	2022	2022

5. MEISI Factory

Standard/Certificate	Description	Duration of Latest Certification
BRC Global Standard for Food Safety Issue 8	Certified for international food safety standard by the UK Retailers Association from SGS United Kingdom Ltd.	June 2022 – June 2023
ISO 9001:2015	Certified for quality management system for dry pet food products in the category of complete nutrition for dogs and cats by SGS United Kingdom Ltd.	June 2020 – June 2023
ISO 22000:2018	Certified for food safety management system in the category of complete nutritious dry pet food for dogs and cats by SGS United Kingdom Ltd.	June 2020 – June 2023
Hazard Analysis and Critical Control Point (HACCP)	Certified for hazard analysis and critical control point system for dry pet food products in the category of complete nutrition for dogs and cats by SGS-CSTC Standards Technical Services Co., Ltd.	June 2020 – June 2023
Good Manufacturing Practice (GMP)	Certified for good hygiene management in the establishment for dry pet food products in the category of complete nutrition by SGS Nederland B.V.	June 2020 – June 2023

Investment Promotion Card

The company has received 6 investment promotion cards from the Board of Investment that has not expired and can use tax benefits. (Details in Section 3 Financial Reports notes to the financial statements, item 29)

Business Innovation Development

Product research and development is one of the key success factors of the company. The starting point was that the company focused on developing research and development of pet food products until becoming a "Co-developer", the company to respond to the needs of customers well. The company also adheres to product research and development, and extending it to be used in the frozen ready-to-cook business, causing the company's frozen ready-to-cook food business have grown up and have better operating results as well as developing products under its own brand and sell in domestic. While in the aquaculture food business, the company produces and distributes under its own brand. The company has always developed and modified food recipes to meet the changing needs of the environment and the needs of farmers in each area.

For the year 2022, the company has researched and developed products in various areas. It can be summarized as follows:

- Pet Food Products
 1. Kitten food products are completely nutritious in the form of a cream, packed in a vacuum-sealed bag with a new colorful lid, and easier to open.
 2. Cat food products contain natural ingredients non-chemical and natural flavoring packed in transparent vacuum-sealed bags.
- Frozen Food Products
 1. Surimi based products (fish meat processed into various forms) such as Fish Cake, Shrimp chips, Fish chips under its own brand.
- Aquaculture feed product
 1. Development of various types of Enzyme supplemented aquaculture feed products that shrimp can use to help digest nutrients necessary for growth and utilize more. As a result, shrimp are healthy and strong. Better absorption of nutrients in the digestive system affects the growing growth and reduces waste in the pond to Control the PH of the water to be constant.
 2. The product helps boost immunity with vitamin MOS Beta-glucan to reduce stress and boost strength for the aquatic (shrimp). The aquatic body is strong against pathogens in the environment of dense rearing areas. And epidemics in the area with the current epidemic.
 3. Products are supplemented with Post-biotics that enhance the digestive system of aquatic. Resulting in a higher survival rate. Increase the amount of yield per rearing cycle and shorten the farming time. Helps reduce costs and generate profits for aquaculture (fish) farmers.

In addition to product development, the company also focuses on improving the production process through investment in automation technologies and machines to increase operational efficiency, reduce labor dependence, and help the company manage costs more efficiently. The company has departments responsible for improving production efficiency through the analysis of production processes, especially by adopting new methods, machines, or technologies to increase production efficiency. In the past, the company used machines to replace labor in many manufacturing processes, such as using robotic arm machines instead of manual labor in the packaging process and using automated warehouse systems for the storage of finished goods.

(2) Marketing and Competition

In 2022, the Thai economy expanded from the same period of the previous year, as a result of opening the country, economic recovery, and government support measures, despite high costs. The export sector grew, while sea transportation issues improved, particularly in the latter part of the year. In addition, businesses that exported to the United States market slowed down in the last quarter of the year, as the time to deliver goods returned to normal, resulting in an increase in products entering the US market. Producers and importers had to adjust quickly to the situation.

In addition, COVID-19 has accelerated the global focus on sustainable business development, addressing climate change issues, and the trend towards net-zero emissions. This has prompted the agriculture and food sectors, particularly the exports sector reliant on European and US markets, to urgently adapt to the net-zero emission trend as consumer behavior around the world places greater emphasis on the impact of the food industry on climate change. At the same time, exporters must prepare themselves while major importing countries introduce new trade regulations that focus on reducing greenhouse gas emissions. This could pose a challenge for exports if businesses fail to adapt in time.

1. Pet Food Business

The global pet food market continues to show a continuous trend of growth, driven mainly by the increasing demand for pet ownership. This is due to a shift in population towards the millennial and generation Z groups, who have a greater love for animals and a stronger desire to own pets than the older generation. Additionally, urbanization and an increasing middle-class population in developing countries also contribute to this trend. Pet owners now place greater importance on the health of their pets, selecting pet food mainly based on quality, nutritional value, and health benefits to their pets. They also tend to choose pet food that resembles human food that they themselves consume, as pets are increasingly considered as family members (Pet Humanization). Furthermore, due to the fast-paced lifestyle of people today, pet owners prefer pet food products that offer greater convenience.

In the past year of 2022, the competition in the pet food industry for dogs and cats mainly took place in foreign markets, and there has been strong growth in almost all regions. Brand competitions have been intense, and new entrepreneurs have continuously entered the pet food industry, both as manufacturers of pet food in various groups and as their own brand of pet food. Among manufacturers, experienced, large-sized, and capable operators still have a competitive advantage and are more widely accepted. Meanwhile, pet food brands focus on capturing market share in the growing market by creating unique selling points and seizing markets where they have a competitive advantage.

In Thailand, the pet food brands are highly dynamic, adapting to the relaxation of measures related to the COVID-19 pandemic. They have introduced new products, promotions, marketing activities, and advertising campaigns, featuring popular artists and actors, in both online and offline channels.

2. Frozen Food Business

In 2022, the market for frozen food products for frozen ready-to-cook products in the United States, particularly in the retail market through modern trade or supermarkets, continued to grow from the previous year. This was due to the ease of preparing and storing food at home. Meanwhile, chain restaurant operators were inclined to develop their own ready-to-prepare products to reduce costs and time in cooking, as well as having better control over product quality in their branches. In addition, the trend towards health foods, vegetarian or plant-based foods made from protein-rich plants, was a market of interest for manufacturers due to the increasing importance placed by consumers on health and convenience. However, the market for frozen seafood products and processed raw materials such as frozen raw and boiled shrimp and frozen squid had high raw material costs and low consumption in the market, which greatly affected their competitiveness.

3. Sealed Canned Tuna Business

The global market value of canned tuna is expected to continue to expand in the future, despite a slight decrease in the global market value of canned tuna in the previous period, due to reduced consumer demand during the COVID-19 pandemic because of important factors of increased transportation costs.

The growth of the canned tuna market worldwide is mainly due to the increasing trend of health consciousness today. This has resulted in people paying more attention to what they consume. Tuna is considered a good seafood option that meets this demand well because it is high in protein, low in fat, low in calories, and has a mild taste and aroma. It can be prepared in many different ways. In addition to the growing trend of health consciousness, another important factor that affects the growth of the canned tuna market is the long shelf life of canned tuna products and their reasonable prices. This is especially important in today's changing lifestyles and increasing urbanization, which has resulted in more women working outside the home and having less time to cook. Therefore, they seek convenient and easy-to-prepare food options.

These factors result in the increased popularity of canned tuna because they are a high-quality protein source that can be easily stored and stored for a long time without refrigeration. Furthermore, the increasing popularity of online shopping is also expected to contribute to the growth of the canned tuna market as it provides a convenient way to purchase the products, resulting in consumers being able to access processed food products easier.

The competition in the tuna industry is mainly in foreign markets, as the important markets for companies and other producers in Thailand are all foreign customers. Ecuador is the main competitor of Thailand. In 2022, the sales of canned tuna products of the company increased compared to the previous year, reaching the strategic target of the company. This is due to the demand from countries in the Middle East region, which has increased after the shipping costs began to trend downward, while the company still has remaining production capacity and can produce according to the specific requirements of customers in those countries.

4. Domestic Aquatic Feed Business

In the year 2022, the quantity of aquatic animal farming in the country decreased, although the tourism and domestic consumption sectors have recovered. Shrimp production from farms decreased lower than the previous year, and although shrimp prices have adjusted higher, farmers' production costs increased due to higher food prices because food manufacturers are still encountering obstacles from a higher cost of raw materials in food production. This is because food producers are still facing challenges from the impact of the situation between Russia and Ukraine. Meanwhile, the market trend demands for quality products that help to build up immunity for aquatic animals against diseases.

(3) Procurement of Products and Services

Production Base and Production Capacity

At present, the company has five production factories with details as follows:

1. Frozen ready-to-eat food factory, Samut Sakhon province

This factory is located on an area of approximately 40 rai 3 ngan 56.8 square wah. The Samut Sakhon factory is suitable for food production and ready-to-eat food processing businesses, due to its location in the suburban area, which has good basic infrastructure, as well as favorable factors for production, such as raw material sources, labor, and transportation logistics.



The factory has a total production capacity of 8,600 tons per year, with a production utilization rate in 2022 of approximately 43%. Additionally, there is sufficient warehouse and cold storage space for storing raw materials and finished products within the area.

2. Wet pet food, tuna, and ready-to-eat food in sealed containers production factory, Samut Sakhon province

This factory is located on approximately 97 rai and 3.5 square wah of land. The Samut Sakhon factory is suitable for producing wet pet food and ready-to-eat food products packaged in sealed containers. The factory's location is in the suburban area which has good infrastructure, and there are also suitable factors supporting production such as labor and transportation.

Photographs of the factory area and main machinery of the Samut Sakhon factory.



The area around the Samut Sakhon factory.



The main machinery of the Samut Sakhon factory.



The main machinery of the Samut Sakhon factory.

The Samut Sakhon factory has a total production capacity of 65,500 tons per year, which can be divided into (1) a production capacity of 42,000 tons per year for wet pet food with a production utilization rate of approximately 85% in 2022, (2) a production capacity of 17,500 tons per year for ready-to-eat food products packaged in sealed containers with a production utilization rate of approximately 30% in 2022, and (3) a production capacity of 6,000 tons per year for processing tuna into canned products with a production utilization rate of approximately 50% in 2022.

In addition, this factory area has a warehouse sufficient for storing raw materials used in production, and an automated warehouse (Auto Warehouse) that can store more than 15,000 pallets of products in 2018. There is also a large cold room within the factory area that can accommodate necessary reserve raw materials that need to be stored at freezing temperatures.

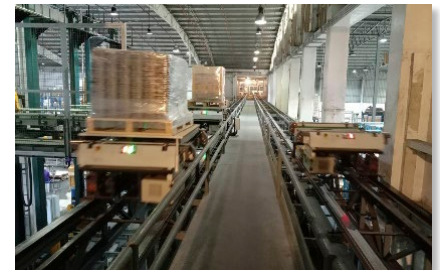
Photographs of the company's warehouse and the automatic storage system (Auto Warehouse).



The exterior of the company's warehouse building.



The interior of the company's warehouse.



Automated Storage and Retrieval System (ASRS)

3) Frozen processed seafood products factory, Surat Thani Province

This factory is located on an area of approximately 182 rai 2 ngan 23 square wah, and is suitable for the business of frozen processed seafood products. The factory is situated in a shrimp farm area with high-quality shrimp, which can be processed at the factory while still fresh, allowing for the production of fresh, high-quality raw, boiled, and frozen seafood. The factory also has good infrastructure and favorable production factors, including labor and transportation.



The factory has a total production capacity of 7,800 tons per year, with a production utilization rate of approximately 62% in 2022. Additionally, there are sufficient warehouses and cold storage rooms for storing raw materials and finished products within the area.

4) Aquatic feed factory, Phetchaburi Province

This factory is located on an area of approximately 41 rai and 41 square wah, and is suitable for the business of producing aquatic animal feed, due to its location which is in an area with good infrastructure. In addition, there are supporting factors for production, both in terms of labor and transportation.



The factory has a total production capacity of 96,000 tons per year, divided into (1) production capacity of sinking pellet food at 60,000 tons per year, with a production utilization rate of approximately 34% in 2022, and (2) production capacity of floating pellet food at 36,000 tons per year, with a production utilization rate of approximately 20% in 2022. Additionally, there is sufficient storage space for raw materials and finished products within the area.

5) Pellets Pet Food Factory, China

It is a factory that produces animal feed in the form of pellets, operated by MEISI, which is a joint venture within a group of companies, located on approximately 12 rai 2 ngan of land. The MEISI factory provides contract manufacturing of pellet animal feed to customers who own product brands in China primarily and pellets pet food under the brandname monchou for sales within China.

Photographs of the factory area and main machinery of the MEISI factory



Main machinery of the MEISI factory.



Inside the machinery control room.



Inside the warehouse building of the MEISI factory.

The MEISI factory has a production capacity of approximately 20,000 tons of pellet animal feed per year, with a production utilization rate of around 20% in 2022.

The company operates primarily as a contract manufacturer, so its production is mainly based on customer orders. The company is committed to meeting the needs of its customers on time, so efficiency in production is highly emphasized. Over time, the company has continuously improved and increased the efficiency of its production lines by adopting various technologies, such as using machines and robots in various processes, in order to increase production efficiency and support business expansion in the future. In addition, the company focuses on continuous preventive maintenance by following monthly and annual maintenance plans for each type of machinery in order to reduce the risk of machinery malfunctions that can occur. The company also aims to develop the factory area to maximize its benefits in supporting future production expansion.

Research and development of products (for new production formulas or new products)

For customers who are brand owners of the company's products and wish to have the company develop new manufacturing formulas or new products, for customers of pre-prepared frozen food, wet pet food, dry pet food (only in China), and canned packaged tuna and ready-to-eat food, customers will provide basic details such as product design, desired ingredients, nutritional value, and packaging format. The company's research and development department will then carry out the ideation, research, and development of manufacturing formulas or products until a sample product is produced and tested. At each stage, the research and development team will collaborate with customers and other departments within the company, such as sales and marketing, procurement, production, and quality control. After the formulation development is completed, the research and development team will finalize the manufacturing formula and produce sample products for customer approval. Once the sample product is approved by the customer, the company will provide the product specifications and pricing for the customer's consideration and confirmation of the purchase order even though the developed manufacturing formula will be the customer's own formulation.

For products that are branded by the company, the company's research and development department will innovate, conduct research, develop formulas, and carry out operations in the same way as for customer products, in order to produce high-quality and standardized products that meet market requirements and enable competitiveness.

Procurement of Raw Materials Used in Production

1. Procurement of Raw Materials Used in the Production of Processed Seafood and Frozen Ready-to-Eat Foods

The procurement of raw materials for the production of the company's frozen ready-to-eat products involves sourcing raw materials and packaging from both local and foreign suppliers. The raw materials used in the company's production can be divided into four groups: (1) shrimp, (2) squid, (3) sandfish and other types of fish (collectively referred to as "fish raw materials"), and (4) packaging.

The company continuously and regularly orders raw materials. There is a plan for advance ordering based on estimated customer orders and seasonal availability of raw materials depending on the type. The company requires suppliers to deliver raw materials regularly to ensure the quality and freshness of the materials.

In addition, the company places great importance on determining appropriate minimum stock levels (safety stock) for each type of raw material. The company considers factors such as the amount of raw materials used each month, lead time for ordering, and market conditions for each type of raw material and packaging, in order to ensure that the company has sufficient raw materials and packaging for production.

The details of the company's procurement of raw materials and packaging can be summarized as follows:

1. Shrimp Raw Material

Shrimp is a primary ingredient used in the production of the company's pre-cooked and frozen processed seafood products. The shrimp used by the company include white vannamei shrimp and black tiger shrimp.

The company emphasizes the importance of sourcing raw materials from sustainable fishing. All shrimp used by the company have been certified with an Aquaculture Product Purchasing Document (APPD) which verifies that they were sourced from legal and properly reported fishing practices and were not obtained through illegal, unreported, or unregulated fishing (IUU Fishing). The company sources all of its shrimp from domestic suppliers, mostly from shrimp farms and also from the shrimp market.

2. Squid Raw Material

Squid is another important main ingredient used in the company's manufacturing of ready-to-eat foods and frozen processed seafood products. The types of squid used by the company include banana squid, arrow squid, etc.

A company sources squid raw materials by purchasing them from multiple certified fishing operators throughout the country. The operators have been verified with a Marine Catch Purchasing Document (MCPD), which certifies that the raw materials were sourced from legal fishing activities and are not associated with illegal, unreported, and unregulated fishing (IUU Fishing).

3. Sandfish and Other Types of Fish Raw Material

The company uses sandfish as the main raw material, which it purchases from domestic fishing operators, and occasionally imports when the domestic supply is low. The company is one of the top sandfish buyers in Thailand.

The company sources other types of fish, such as snapper, dory fish, and various types of shellfish, from both domestic and international sources for both production and export for domestic sales.

4. Packaging

The packaging for frozen food products is mainly done using plastic bags and paper boxes. The company sources various packaging formats from multiple suppliers within the country, with 5–6 main suppliers. The company places a one-time purchase order for packaging materials based on the received order quantity. As it is a domestic purchase the delivery time is relatively short.

2) Procurement of Raw Materials Used in the Production of Wet Pet Food, Canned Ready-to-Eat Food, and Fish Meal

The procurement of raw materials for the production of wet pet food and canned ready-to-eat food involves sourcing materials and packaging from both domestic and foreign suppliers. The raw materials used by the company can be divided into four main categories: (1) tuna, (2) chicken, (3) other types of fish such as sardines and mackerel (collectively referred to as “primary raw materials”), and (4) packaging.

The company continuously and regularly orders raw materials. There is a plan for advance ordering based on estimated customer orders according to the semi-annual and quarterly plan. The company requires suppliers to deliver raw materials regularly to ensure the quality and freshness of the materials.

In addition, the company places great importance on determining appropriate minimum stock levels (safety stock) for each type of raw material. The company considers factors such as the amount of raw materials used each month, lead time for ordering, and market conditions for each type of raw material and packaging, in order to ensure that the company has sufficient raw materials and packaging for production.

The details of the company’s procurement of raw materials and packaging can be summarized as follows:

1. Tuna Raw Material

Tuna is considered a primary ingredient used in the production of wet pet food and canned ready-to-eat food products. The main breed of tuna used is Skipjack Tuna.

The company places great importance on sourcing raw materials from sustainable fishing practices. The company’s raw material, tuna, has been awarded with the Dolphin-Safe Certificate, which is a regulation that applies to the importation of canned tuna into the United States. This certification guarantees that the tuna raw material is sourced from fishing methods that are not harmful to dolphins. The company imports almost all of its tuna raw material from foreign suppliers, with 3–4 main suppliers, and regularly places one-time purchase orders for a relatively consistent amount each month. The company agrees on the quantity and price of the tuna, as well as the delivery date with the suppliers, usually 30–45 days in advance. As part of its policy, the company maintains a buffer stock of tuna raw material that is sufficient for at least 2–3 months of production.

2. Chicken Raw Material

Chicken is another important ingredient used in the production of wet pet food products. The company sources all of its fresh chicken meat from suppliers in the country who are certified by the Department of Livestock Development. There are three main suppliers, and the company places forward orders on a quarterly basis and gradually calls in fresh chicken meat on a daily basis for use in the production process. Additionally, the company orders extra frozen chicken meat as a buffer stock in sufficient quantities for approximately one month of production ahead. Since chicken meat can be sourced domestically, the lead time for ordering is relatively short.

3. Other Types of Fish Raw Material

The company uses other types of fish ingredients, such as sardines and mackerels, in the production of wet pet food products. These ingredients are sourced from multiple suppliers in different countries. The company also has a policy to maintain a buffer stock of other types of fish ingredients that is sufficient for production for 1–2 months in advance.

4. Packaging

The company’s wet pet food and sealed ready-to-eat food products are packaged in three types of packaging: cans, air-tight sealed bags, and plastic cups. The company sources these packaging materials from nearly all local suppliers, with 5–6 main suppliers. The company typically orders packaging materials on a one-time basis of purchase orders according to the quantity of orders received.

3. Procuring Raw Materials for the Production of Aquatic Animal Feed Products

The company sources raw materials and packaging for the production of aquatic animal feed from multiple suppliers, with a focus on domestic suppliers. The company mostly purchases fish meal from Asian Alliance International Public Company Limited. The company orders raw materials continuously and regularly according to its production plan. In addition, the company also maintains buffer stocks of various types of raw materials to ensure that it has sufficient raw materials and packaging for production and can continue operations continuously.

4. Procuring Raw Materials for the Production of Pellets Pet Food in China

The company sources raw materials and packaging for its pellets pet food products from various suppliers within China. The company places continuous and regular orders based on customer demand. In addition, the company maintains a buffer stock of various types of raw materials to ensure that it has sufficient raw materials and packaging for production and can continue operations continuously.

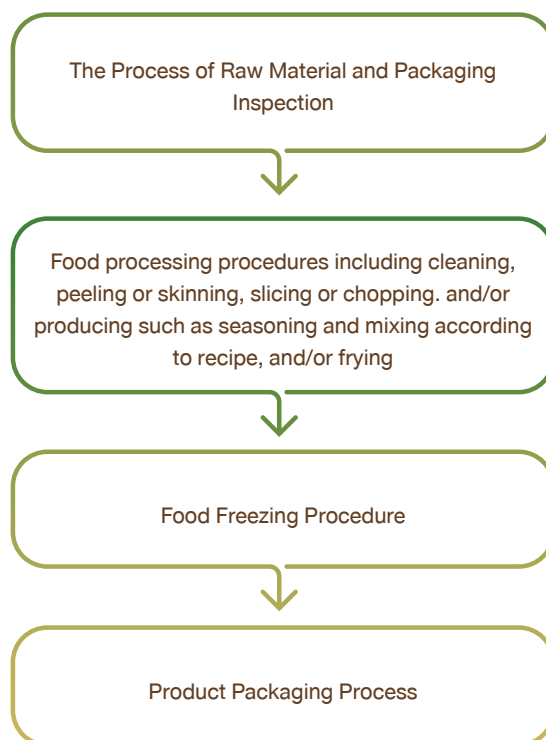
Production Process

1. The Production Process for Frozen Ready-to-Eat Food and Frozen Processed Seafood Products

1. Production Planning

Normally, the company receives orders in advance from customers with details of the product, quantity, and delivery time, so that the planning department can plan production in advance for at least about 1 month and prepare a raw material procurement plan for the purchasing department. The planning department will prepare a detailed production plan on a weekly and daily basis and send it to the relevant departments, such as the purchasing department, cold room, production department, quality control department, and warehouse department, to inform them of the production schedule and related operations. This is to ensure that the company can deliver products on time according to the schedule.

2. Production Process



3. Product Storage

The finished products that have been arranged on pallets will be returned to the company's cold storage room for storage until the delivery date to customers. The company will retrieve those pallets and transport them using a refrigerated transport vehicles.

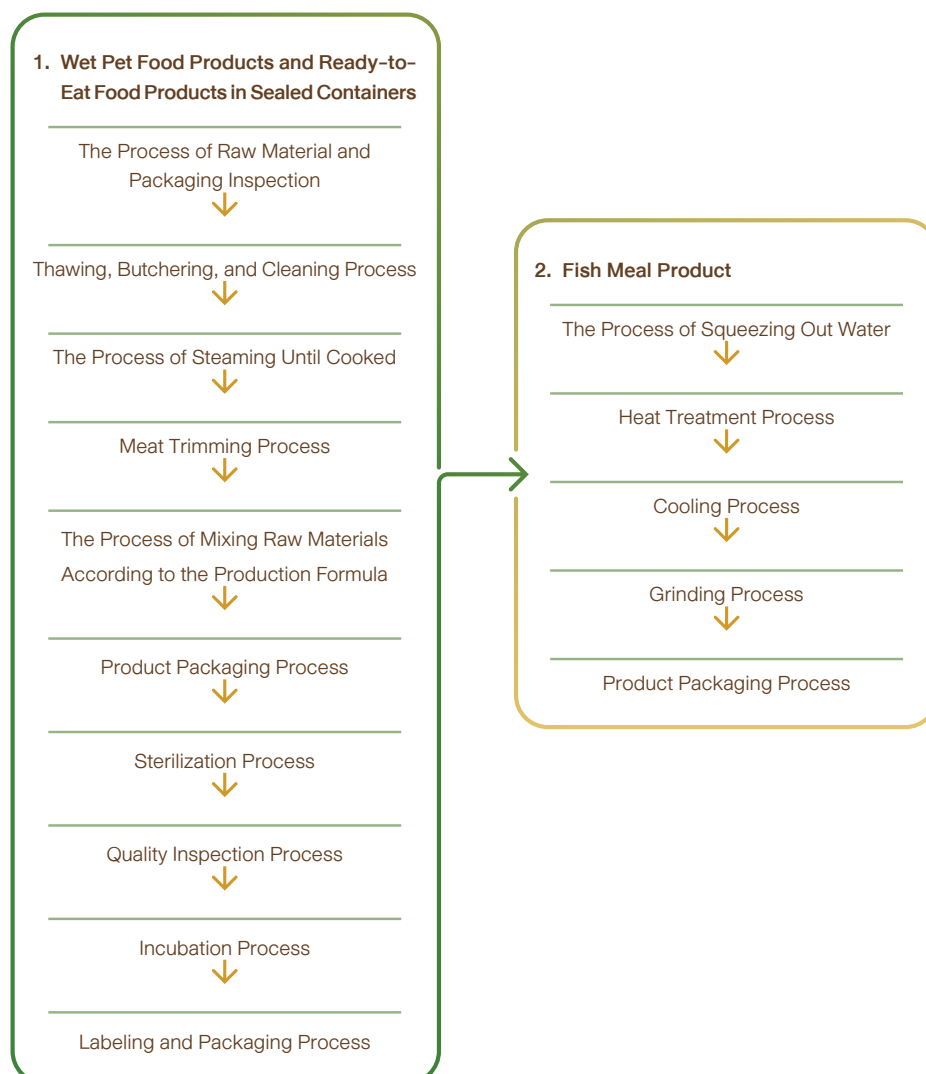
2. The production process for wet pet food products, ready-to-eat food packaged in sealed containers, and fish meal products.

1. Production Planning

When the company receives a purchase order from a customer, it coordinates with the customer, who is typically a recurring customer, to request an estimate of the order in advance. The details of the product, quantity, and delivery time are provided to allow the production planning department to plan production in advance, at least approximately 3 months ahead. The department will also prepare a raw material procurement plan for the purchasing department. The planning department will once again create a detailed production plan on a monthly, weekly, and daily basis, and shared with the relevant departments, such as the cold room, production, quality control, and inventory departments, to inform them of the production schedule and relevant operations, ensuring that the delivery schedule can be met with confidence.

For planning the production of fish meal products, the planning department will consider the amount of raw materials of tuna that is expected to be used in the production of wet pet food and ready-to-eat food products in sealed containers according to the production plan. This is because the raw materials used for the production of fish meal products are the leftover materials from the tuna processing of the company, and the company does not purchase additional raw materials from external sources.

2. Production Process



3. Product Storage

The finished products that are arranged on pallets will be taken back to the company's finished goods warehouse by an Automatic Warehouse system for storage, until the delivery date to customers. When it's time for delivery, the company will retrieve the pallets and store them in the products storage area for the next shipment.

3. Production Process for Aquatic Feed Products and Pellets Pet Food

1. Production Planning

The planning department will start planning production at least 3–4 days in advance according to the sales plan and customer orders. Another detailed production plan will also be created before actual production begins.

2. Production Process

When the production department receives the raw materials to be used in production, they inspect the quality of the raw materials every time before entering them into the following processes: (1) The process of grinding and mixing raw materials according to the production formula involves weighing the raw materials according to the specified formula before grinding them into powder and mixing them with the ingredients according to the production formula, and then stirring them together until they become a uniform mixture. (2) The process of heat treatment and compressing into pellets involves taking the product and baking it with heat before feeding it into a pelletizer to achieve the desired shape. (3) The drying process is used to reduce the moisture content of the pellets by baking it until it is dry. This allows the pellets to be stored for a longer period of time without losing quality, before being allowed to cool down. (4) The process of sizing and coating is a process of sizing food pellets to meet the standard size requirements before coating them with oil and flour. (5) The packaging process is the process of taking food pellets and putting them into packaging bags of the type and size specified by the customer before sealing the bag.

During production, the company controls the quality of the product at various stages of the production process, such as inspecting the quality of raw materials, weighing the raw materials, checking temperature and humidity, sizing food pellets, and inspecting for foreign objects with a metal detector before packaging the product into containers.

3. Product Storage

After the packaging process, the finished products will be stored in the company's finished goods warehouse, waiting to be transported to the next customer.

(4.) Business Assets

Assets of Asian Sea Corporation PLC. as of 31st December 2022

Type of Assets	Book Values (THB Million)
1. Land	440
2. Building and Land Development	217
3. Machines and Equipment	131
4. Furniture and Office Supplies	10
5. Vehicles	4
6. Machine under installation process	22
Total	824

Assets of Asian and its subsidiaries as of 31st December 2022

Type of Assets	Book Values (THB Million)
1. Land	1,067
2. Building and Land Development	808
3. Machines and Equipment	1,146

Type of Assets	Book Values (THB Million)
4. Furniture and Office Supplies	44
5. Vehicles	13
6. Machine under installation process	273
Total	3,351

Assets as the Collateral of Loans

According to the Consolidated Financial Statement as of 31st December 2022, Asian Sea Corporation PLC. uses its property as the collateral as follow:

- Use the land belong to Asian Feed Co., Ltd. as the collateral to 2 term loans facilities form ttb 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: The above collateral, the company has already signed the collateral release agreement in February 2023 and is in the process of redeeming the collateral, which is expected to be completed within the first quarter of 2023.

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

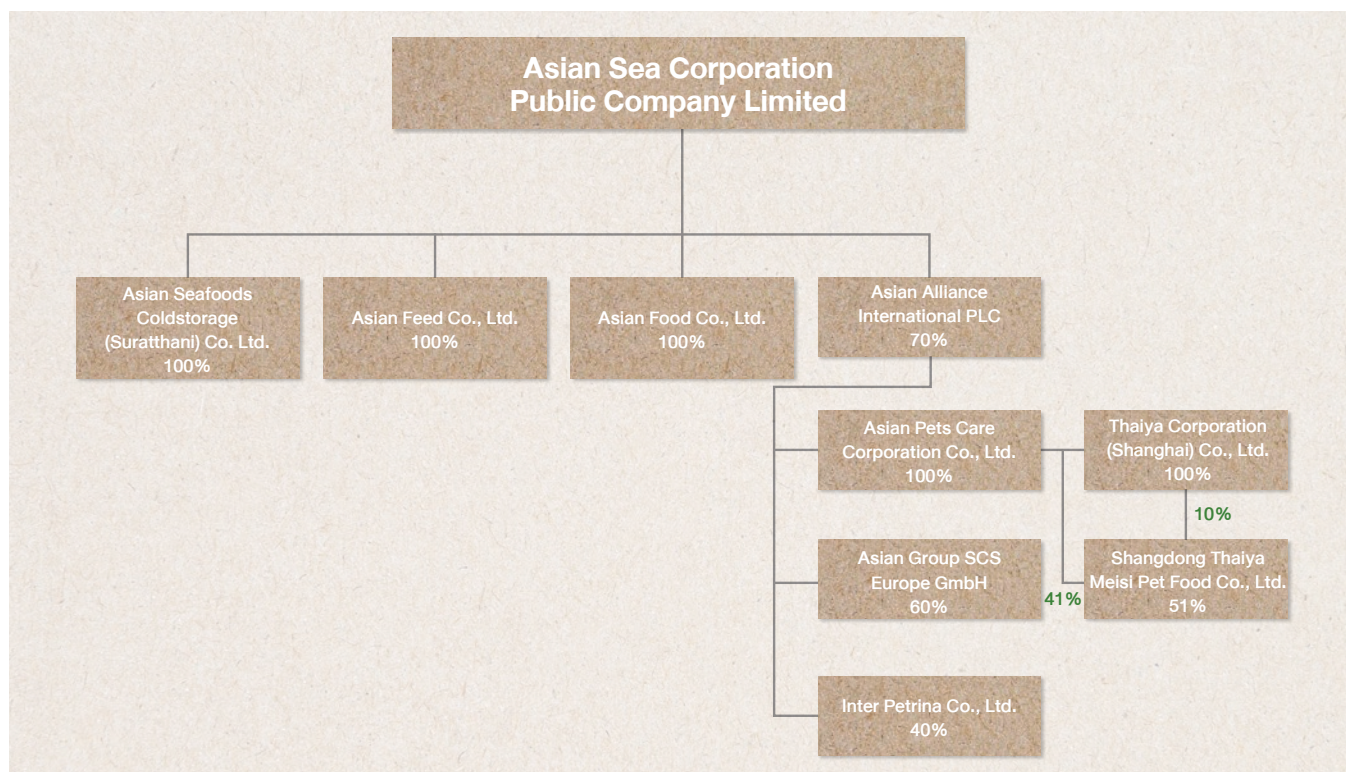


(5.) Outstanding of Undelivered Project

-None-

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 31,2022) are as follow:

No.	Name	Shares	%
1.	Mr. Somsak Amornrattanachaikul	411,694,406	50.57
2.	Mr. Somchai Amornrattanachaikul	90,772,500	11.15
3.	Ms. Siripat Amornrattanachaikul	21,314,601	2.61
4.	Ms. Jiranya Amornrattanachaikul	18,941,175	2.32
5.	Thai NVDR Company Limited	16,288,323	2.00
6.	Krungsri Dividend Stock Fund (KFSDIV)	15,461,900	1.89
7.	NORTRUST NOMINEES LIMITED-THE NORTHERN TRUST COMPANY RE IEDU UCITS CLIENTS 10 PCT ACCOUNT	10,581,200	1.3
8.	BBHISL NOMINEES LIMITED	10,321,000	1.26
9.	BBHISL NOMINEES LIMITED	9,996,200	1.22
10.	Krungsri All Stars Dividend LTF (KFLTFAST-D)	5,102,400	0.62
Total		610,473,705	74.94

Note:

- 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, 2022 ASIAN's registered capital totaled THB 814,087,559. 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

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)
08/08/22	19/08/22	07/09/22	Cash Dividend	0.25 (per share)	01/01/22-30/6/22	0.63
21/02/22	29/04/22	18/05/22	Cash Dividend	0.40 (per share)	01/07/21-31/12/21	0.66
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

For 2022 operational results, the Board of Directors resolved to propose to the 2023 Annual General Meeting of Shareholders to consider and approve the payment of dividends for the 2022 operating performance at the rate of 0.65 baht per share which has already paid interim dividends for the period 1 January - 30 June 2022 at the rate of 0.25 baht per share on 7 September 2022 and will pay dividends for the period 1 July - 31 December 2022 at the rate of 0.40 baht per share, paid as a cash dividend at the rate of 0.40 baht per share, totaling money 325,635,023.60 baht (three hundred twenty five million six hundred thirty five thousand twenty three baht and sixty satang) All dividends will pay from Non-BOI operation If the dividend payment was approved by the Annual General Meeting of Shareholder on 27 April 2023, the Company will pay dividends to shareholders on 24 May 2023 and the Board of Directors resolved to determine the list of shareholders who are entitled to receive dividends (Record Date) on 9 May 2023. In order to comply with the law, all dividends will be subject to withholding tax at the rate stipulated by law.



2. Risk Management

2.1 Risk Management Policy and Plan

Risk Management

The Board of Directors has appointed a risk management committee, which consisting of directors and executives to manage risks or deal with various crises. To be capable of dealing with a variety of circumstances which may affect business operations and ability to achieve goals. The company has a working group that will help to supervise the operations in various matters related to the operations of the company can be done continuously and to see the importance and necessity of administration and management When encountering risk issues or risk problems It can be implemented systematically and efficient.

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:

1. Assigning risk management to be the responsibility of executives and employees in various departments, they must be aware of the risks that they will have in working in their departments and in the company. and most importantly, to manage various risks to be managed under the systematic internal control at an adequate and appropriate level
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. 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 must verify, monitor, and measure the performance to manage the risk of the organization appropriately.

Risk Management Structure



Board of Directors



Risk Management
Committee



Working Group

Risk Management Committee has a role 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 system for efficiency and effectiveness by evaluating and monitoring risk management process under established policies, as well as giving advice, making decisions about the key problems in the risk management process, and report on the performance of the Risk Management Committee to the Board of Directors.

The working group is responsible for proposing risk information and risk management methods to the Risk Management Committee for approval, as well as proposed risks that may not be manageable to the Risk Management Committee to consider and determine management guidelines, access risks management, educate various departments to understand the criteria for risk analysis, assessment and management.

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 de-partments.
3. Risk Analysis
 - a) Analyze the Likelihood of risk by defining it into five levels.
 - b) Analyze the Consequence of risk by defining it into five levels.
 - c) 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 give importance to the risks that affect business operations according to the good corporate governance. Therefore, the Risk Management Committee which has the duty to consider risk management plan systematically, monitoring and determination of risk management guidelines, as well as the standard to deal with possible impacts including the promoting and supporting the risk management process and guidelines for responding to risks in each business in order to reduce the impact and opportunity that may occur appropriately and every business can be measure the performance to manage the risk of the organization effectively.

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

- 1) Strategic Risk: S
- 2) Operation Risk: O
- 3) Financial Risk: F
- 4) Compliance Risk: C

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

Strategic Risk

The Company has formulated corporate business strategies to grow sustainably 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 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

According to the company involved in the supply chain of each business. Therefore, there is an inevitable of an Economic Downturn. Currently, global economic growth is facing a severe slowdown from events such as the US economic slowdown. European economic volatility due to conflict between Russia and Ukraine, China's Zero-Covid policy, which affects consumption levels. Even though, the company may affect from those risk issues but from monitoring the situation closely along with establishing appropriate risk management guidelines as well as consider adjusting strategies to keep up with the situation by focusing both balancing the revenue in each business type and balancing the customer base to cover and suit the economic situation.

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 84), mainly the United States. The main products 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 or changes in exchange rates.

However, For the appropriate risk management the Company has established a department responsible for closely monitoring the news, policies, rules, regulations of partner countries closely and regularly in order to formulate strategies and operational guidelines to be in line with the aforementioned policy requirements in a timely manner.

In addition, the Company also has established a policy focusing on risk diversification and expansion of each type of business according to long-term plans. By balancing the revenue in each business type, whether it is the frozen food business, pet food business, tuna business, and aquaculture feed business and expanding the business to cover various regions including Europe, America, the Middle East and Asia Pacific. to reduce dependence on exports from any one region or any country and the important thing is to expand the pet food business and ready-to-cook frozen seafood by focusing on new markets with high purchasing power and potential.

3. The Risk of Changing Consumer Behavior

Due to the consumer behavior is changing rapidly along with the COVID-19 outbreak. Customers have become more aware of safety and convenient. Including consumer sustainability and responsibility causing consumer behavior trends to change according to the New Normal. 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 tends to affect the company's business operations significantly if the company not adapting or offering the products that meet the changing needs or behavior of consumers that affect the business operations of the Company significantly.

Management guidelines, 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. For the significant guideline 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. Moreover, The Company also focuses on the study, research, and development of the products and packaging continually, for example consumer trends are beginning to favor alternative protein foods and products with environmentally friendly packaging so Plant-Based Protein Food product and the packaging with environmentally friendly are the part which the company has been studying and researching.

Operational Risk

1. Risk from raw material procurement and raw materials price volatility

The main raw materials used in the production of the company's products will be natural raw materials and from agricultural products. The

amount of production depends on the climate and season. As a result, there is a risk of a shortage of raw materials used in production. Both in pet food business, tuna business, ready-to-eat food, frozen food business and aquaculture feed business There will be fluctuations in price according to the demand and supply of the market. which the company has reduced such risk by estimating the amount of raw materials that must be used by personnel with expertise gained from years of experience in this industry and expertise in sourcing raw materials from various sources of raw materials both domestically and internationally Including closely following news and situations. 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 Shortage

Labor shortage and changes in labor costs are important factors that the company is aware of because the company's business operations are labor intensive with regards to production especially in the preparation of raw materials, which mainly involves foreign labor, while the proportion of the working-age population has been decreasing. At the same time, the demand for labor in the industrial sector has been increasing, leading to a higher trend of labor shortages.

As a result, the company has proceeded to minimize the impact of these risks as much as possible, by increasingly focusing on investing into automated machines to reduce the problem of labor shortage and most importantly, to not affect the production capacity that has been established. In addition, the appropriate number of manpower has been specified in accordance with the company's growth plan and there are various channels of recruiting employees such as making a registration for migrant workers to work through the Department of Employment, recruiting employees through recruitment websites, employee recruitment announcements on the company's website, the closing of such recruitment announcements in front of factories, etc. Furthermore, a training system is developed to attain competent employees and devising succession plans for various key roles to meet the demand without impacting business operations. There is also a determination of appropriate monetary compensation and remunerations and a survey of compensation and remunerations that regularly align with the labor market, including having a fair evaluation system that can be clearly measured and motivates personnel to work with the company through the building of positive personal relationships amongst employees and the creation of work culture and environment.

Emphasizing on organization-wide efficiency improvement It is the part that helps to control production costs appropriately. There are continuous improvement production processes. By using more technology and automation for production to reduce the dependency on manpower in the manufacturing sector and managing production costs more efficiently. Also has 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 from Being Unable to Collect Money as Specified

The business of aquatic animal feed is a business that fluctuates in obtaining products both in the quantity and the price desired. This affects the ability to pay for aquatic animal feed according to the debt repayment period. Aquatic animal feed is the breeder's main cost, so the company has reduced the risk from being unable to collect money on the payment period by assigning the Credit and Debt Acceleration Committee to oversee and specify credit policies, consider the quality of the debtors, and analyze and evaluate the debtor's risk status whether in terms of financial status, business management, credit limit approval, and by monitoring debtors. It uses legal procedures and processes to appropriately make this assessment. When there is an opportunity for defaulting on debts over a long period and considering the risk of defaulting by providing insurance. The amount of money should be considered to make this assessment.

4. The Risk from Business Interruption

The risk of business interruption is the highest because it has a significant impact on the loss of income. Several warning signs have occurred for the causes that may lead to an interruption. The damage caused is not only physical or some may be intangible risks, such as cyber threats, work stoppages, terrorism, natural disasters, political violence, or epidemics, which are events that cause widespread impacts. Since the spread of COVID-19 at the end of 2019, although the current situation has largely improved, over the past 3 years there has been a significant interruption to certain businesses such as travel, transportation, and supply chain systems both domestically and internationally. The company has implemented a plan to prepare for this situation. A management team has been assigned to manage the situation of the spread of COVID-19.

The management team is responsible for monitoring the situation and determining necessary measures, including monitoring the enforcement of various measures such as employee travel restrictions, hygiene measures, social distancing measures, screening and quarantine measures, as well as providing timely and comprehensive communication to employees. This is to ensure that all businesses of the company are safe from the spread of COVID-19, even during times of rapid outbreaks, the company established a field hospital in the factories (FAI: Factory Accommodation Isolation) as part of the government's measures to control the disease. These measures help reduce the impact of work interruptions, and provide customers and affected parties with confidence in the company's capabilities.

5. The risk of malfunction or cyber threats that may arise from information technology systems.

Currently, the company's business operations rely on information technology systems to process, communicate, store data, and manage operations, which support processes across all departments, from research and development, production, inventory management, sales, human resources, finance and accounting. However, new risks may arise if the information technology system fails due to power outages, natural disasters, computer or telecommunication failures, or cyber threats such as theft of business data and personal customer or employee data, which may affect the company's financial performance, reputation, and credibility.

The company emphasizes the importance of information technology systems, so it has implemented strict security measures. This includes controlling information access, setting user privileges, and maintaining network security. The company also conducts annual technology system tests. Moreover, they have established emergency plans to support incidents, with standardized and sufficient backup data to prevent data loss and to avoid interruptions to business operations.

The company is still developing, maintaining and stabilizing its information technology systems and improving its computer network security systems and information technology systems consistently to adapt to the changing cyber threats with a system that is compatible with user requirements and is able to support the company's growth.

6. The Risk of Climate Change

Climate change is becoming more critical. This results in widespread disasters in many areas around the world, whether it be flash floods, droughts, wildfires from the dry season or temperature changes. It will affect the survival of marine life. Which is the main source of raw materials used by the company. Stakeholders and investors also have needs and expectations for the private sector more emphasize and consider the environment, society and good governance (ESG: Environmental Social Governance) in business operations. There should be management, management and disclosure of information related to climate change risks. The Company understands and realizes such impacts. 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.

1. The Company has set the goals to reduce the greenhouse gas emissions per ton of production.
2. The Company has set the goals to the Carbon Neutral by 2030.
3. 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.
4. Increase the use of alternative fuels and alternative energy such as using biomass fuel instead of fuel oil, using electricity from solar energy.

Financial Risk

1. Risk of Exchange Rate Fluctuations

The change of the baht against the US dollar has a direct impact on the company due to the main income of the Company comes from the export of goods to foreign countries, with the proportion of export revenue for more than 80% of the total revenue of the Company and most payments are made in US dollars. Most of the cost and raw materials of the Company come from domestic. Therefore, risk management measures to mitigate those exchange rate volatility by requiring revenue and cost of sales in the same currency (Natural Hedge). However, the company is also exposed to the risk of inconsistent structure in terms of revenue and cost of sales referring to the same foreign currency. The Company using a financial instrument like Currency Forward Contract in US Dollars. By entering into a Currency Forward Contract. The risk from exchange rate fluctuations must be assessed periodically and has been supervised, approved and reviewed by the management team.

To ensure compliance with the policy and reduce the impact at an acceptable level by offsetting the risk of exchange rate fluctuations in the part that occurs between amount of debt of trade and other receivables amount of debt of trade payables. Including the outstanding amount of the loan in US dollars (if any). 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 Company's business operations require working capital and significant investment. The company has financial liabilities from the lending of financial institutions and Trade Credit As of December 31, 2022 in the amount of 68 million baht and as of December 31, 2021 in the amount of 916 million baht. Most of them are short-term loans with floating interest rates. Therefore, if market interest rates are rising. The company will have a burden to pay higher interest. So that the Company manages the risk to mitigate interest rate volatility by closely monitoring the interest rate volatility to achieve the most effective financial management. It also determines the policies to financing from funding sources Whether funding in the capital market or the bond market.

Compliance Risk

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

Corruption is a serious problem and obstacle of the Company's sustainability which affect both financial and non-financial loss such as images and trusts in the business operations of the Company Corruption may occur at anytime. Whether 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 by the rigorous and strict internal control with rules and practices that are transparent and balanced both 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, Occupational health and safety impacts on Surrounding Communities

The company has given importance to operating business with responsibility and appropriate management on the risk issues that may arise from the company's production process. Whether 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 has measures to reduce risks and impacts that may occur by giving importance and responsibility on using cost-benefit natural resources in the production process to achieve maximum productivity but the lowest waste and pollution also developing the production process to maximize the use of limited resources. 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. (Please see more details on environmental operations in Section 3: Driving Business for Sustainability)

2.2.2 Risks to Investment of Securities Holders

Risks from the Major Shareholder having control over the Company Management

As of 31 December 2022, the Company has a shareholding structure with the Amornrattanachaikul Family who is a major shareholder of the Company representing 64.05 percent of the registered and paid-up capital. The Amornrattanachaikul family is also the Executives and Authorized Director of the Company. Therefore, it is a group that has influence on the selection of persons to be elected as directors. There is a majority that can be controlled, issue the administrative policies including the appointment of executives and because the shareholding ratio is close to three-fourths of the total number of paid-up shares, therefore able to control almost all resolutions of the shareholders' meeting and can control policies Including the determination of management guidelines in the company which other shareholders may not be able to gather votes to check and balance the matters proposed by the group of major shareholders who have control power.

However, The Board of Directors has given importance to the operates business to transparently and establish the Good Corporate Governance policy. The Board of Directors has appointed competent and independent Audit Committee to check and balance decisions before proposing to the shareholders' meeting to prevent any transactions that may cause conflicts of interest. In addition, the Audit Committee has appointed an internal control auditor and an independent auditor to audit the internal control system and assess risks, including verifying that accounting transactions are accurate and, on a validation basis, correspond to the standards also places great importance on the development of good corporate governance guidelines based on standards and in accordance with criteria and procedures as well as reliable standards For the shareholders to be confident in the transparency of the management of the company. Moreover, there is a management structure of personnel with knowledge and ability, including the scope of management, duties, and responsibilities as well as the delegation of authority to directors and executives is clearly. The company also stipulates measures for transactions related to directors, major shareholder, controlling persons including persons who have conflicts of interest. Such person will not have the right to vote on the approval of such transaction. The Company Management structure consists of 7 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 clear scope of authority to ensure that the operating system of the company is standardized and verifiable.

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.

The Corporate Governance and Sustainability Management Committee proceed with the development of corporate governance and sustainability management of the Group according to CHEERS! strategic plan. 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

The ASEAN Group 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
Responsible for Consumers	Responsible for Human Development	Responsible for Efficiency	Responsible for Environment	Responsible fo Rights of Human	Responsible for 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 Greenhouse 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.

(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.

(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.

(4) Production 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.

(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.

(6) After Sales Service

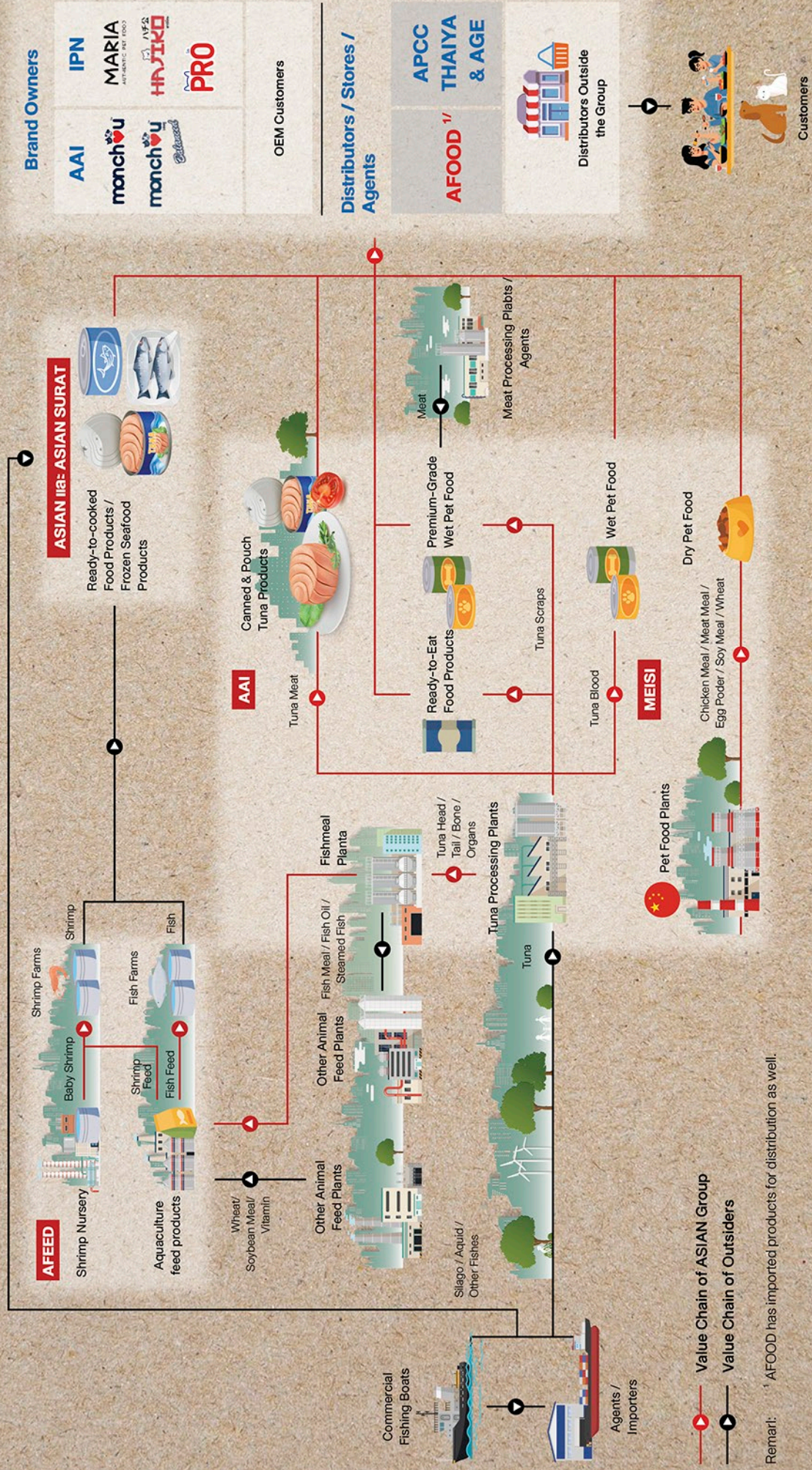
The Company has a traceability system from the source of raw materials to the final consumer, ensuring consumers in product quality standards of the Company. In addition, the Company also emphasizes customer relationship management by conducting customer satisfaction surveys and establishing complaint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

Value Chain of ASIAN Group

Raw Material Procurement

Processing and Production

Distribution

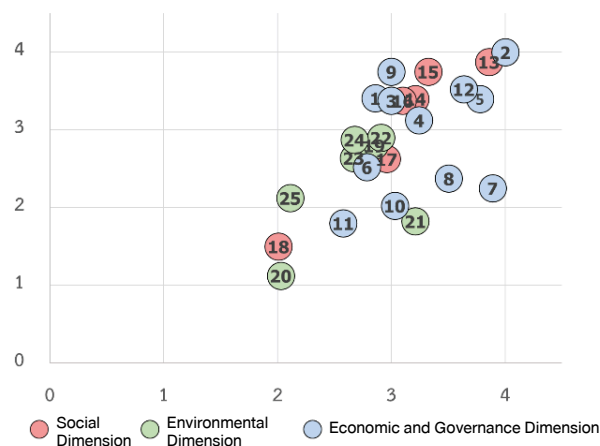


3.2.2 Analysis of Stakeholders in the Business Value Chain

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 stakeholder's 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 2022, 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.



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

Engagement Channels with Stakeholders

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 Envi-ronment	<ul style="list-style-type: none"> Participate in activities with temples, schools, and commu-nities Take the survey and question-naire subject to the Plant Im-pact on Communities Meet the Community Leaders, attend meetings to hear the opinions periodically Various communication chan-nels 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 Operations on Environmental Dimension

3.3.1 Environmental policies and guidelines

From the commitment to develop a business alongside the economic, social and environmental balance Especially the attention to climate change problems, the company therefore sets the environmental operation policy by focusing on the conservation of the environment and natural resources as follows:

1. Business operations by effective resources

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. Including communication, providing knowledge, support and awareness of the executives and employees at all levels in the organization in the management of existing resources to maximize the benefits to the organization as well as promoting continuous improvement in every work process to be an important culture of the organization In order to maintain the potential of business operations.

2. Business operations with environmental responsibility

The company promotes the laws related to the environmental maintenance strictly in the company's work process. For the safety of society, community and environment in which the company will operate a business with a standardized operation system and has good control There is a process for environmental management to reduce the impact on the environment and the surrounding community. Cultivate awareness of social and environmental responsibility for employees at all levels. As well as supporting activities that are involved in environmental conservation with the community External organizations as appropriate for everyone in the organization to cooperate with environmentally friendly in all aspects of operation Until becoming part of the culture in the organization. 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.

3.3.2 Environmental performance

1. Using Natural Raw Materials for Maximum Benefit

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 processed tuna products. For the processing process, the Company uses tuna meat to produce ready-to-eat food products, including the product groups of canned tuna, pouch tuna, and other ready-to-eat products in sealed containers. 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.



2. 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.

The company began to measure and report the greenhouse gas emissions and specify the activities that cause greenhouse gas since 2020. 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.

Indicators	Unit	2020	2021	2022	Changes between 2021 compared to 2022
Greenhouse Gas Emissions					
Greenhouse Gas Emissions Scope 1	Ton of Carbon Dioxide Equiva-lent	43,162.30	62,205.87	47,514.08	▼ -23.6%
Greenhouse Gas Emissions Scope 2	Ton of Carbon Dioxide Equiva-lent	26,837.78	29,634.66	28,006.94	▼ -5.5%
Sum of Greenhouse Gas Emissions Scope 1&2	Ton of Carbon Dioxide Equiva-lent	70,000.08	83,149.24	69,801.02	▼ -16.1%
Intensity of Greenhouse Gas Emissions Scope 1&2	Ton of Carbon Dioxide Equiva-lent /Ton of Production	0.77	0.93	0.89	▼ -3.4%

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).

3. Using Renewable Energy

The Company has set the goals to use at least 50% of clean energy sources by 2030. By the Company had operated the project to generate electricity from solar energy on the roof of the plants since 2020. Also has a policy to continue to operate until all factories and expected to be completed in the middle of 2023



Indicators	Unit	2020	2021	2022	Changes between 2021 compared to 2022
Energy Management					
Intensity of Total Energy Consumption	Gigajoule / Ton of Production	6.74	7.13	8.71	▲ 22.1%
Total Energy Consumption	Gigajoule	614,687.83	641,044.55	679,862.57	▲ 6.1%
Total Direct Energy Consumption	Gigajoule	422,629.39	455,532.76	509,244.06	▲ 11.8%
Coal	Gigajoule	349,618.21	366,451.18	423,694.18	▲ 15.6%
Solar Panel	Gigajoule	-	9,926.25	16,427.41	▲ 65.5%
Other (Fuel oil, diesel,gasoline)	Gigajoule	73,011.18	79,155.33	69,122.47	▼ -12.67%
Total Indirect Energy Consumption (Electricity)	Gigajoule	192,058.43	183,511.79	170,618.51	▼ -8.0%

4. Waste Management according to the 3R Principle

Indicators	Unit	2020	2021	2022	Changes between 2021 compared to 2022	
Non-Hazardous Waste Disposal						
Reuse	Kilogram	-	-	7,235.25		0.00%
Recycle	Kilogram	1,558,535.29	1,697,778.60	1,907,832.04	▲	12.4%
Fermentation	Kilogram	408,760.00	334,940.00	272,143.00	▼	-18.8%
Other Waste Disposal Methods (eliminated by Supplier /Municipality Legally)	Kilogram	3,012,523.30	3,121,895.90	3,493,709.70	▲	11.91%
Total	Kilogram	7,979,818.59	5,154,614.50	5,680,919.99	▲	10.21%

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.

Indicators	Unit	2020	2021	2022	Changes between 2021 compared to 2022	
Hazardous Waste Disposal						
Other Waste Disposal Methods (eliminated by Supplier / Municipality Legally)	Kilogram	3,208.00	8,567.00	3,346.00	▼	-60.9%
Total	Kilogram	3,208.00	8,567.00	3,346.00	▼	-60.9%

5. 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.

In 2022 the Company has increased intensity of water consumption. Because the Proportion of a quaculture feed production is reduced, while those production uses the least amount of water.

Indicators	Unit	2020	2021	2022	Changes between 2021 compared to 2022
Water use					
Intensity of Water Consumption	Cubic Meter / Ton of Production	10	14	19	▲ 30.5%
Tap Water	Cubic Meter	554,915	861,784	813,914	▼ -5.6%
Groundwater	Cubic Meter	267,291	245,439	376,978	▲ 53.6%
Recycled Water	Cubic Meter	157,660	169,041	181,751	▲ 7.5%
Water from other natural sources	Cubic Meter	177,589	218,418	319,200	▲ 46.1%

6. 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

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

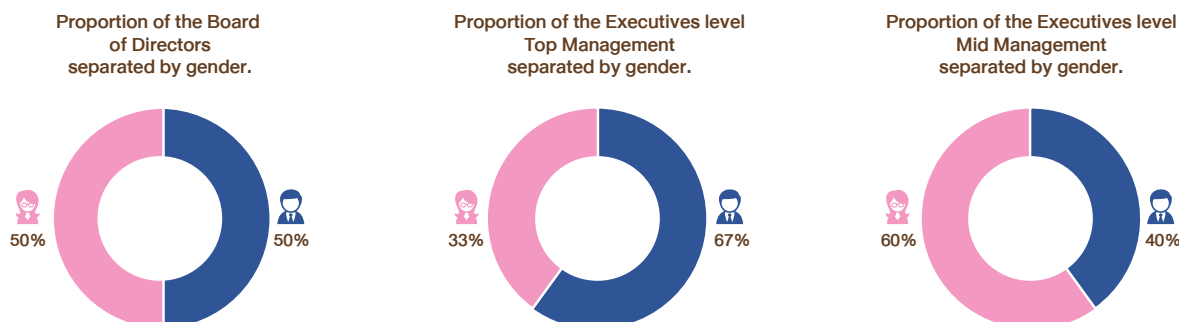
The Company has always focused on human rights issues, especially issues related to the treatment of labor. Recently, the Company has taken several important actions to express the intentions, such as stating in conjunction with the Asian Group regarding the Asian Group Policies and Actions on Sustainable 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. 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					
	2020		2021		2022		2020		2021		2022	
	Male	Female	Male	Female	Male	Female	Male	Female	Male	Female	Male	Female
Asian Sea Corporation Public Co., Ltd.	92	171	96	141	94	139	149	538	147	497	154	468
Asian Coldstorage (Surat Thani) Co., Ltd.	68	116	63	115	62	114	176	357	195	387	191	406
Asian Feed Co., Ltd.	147	56	117	57	103	41	37	2	14	1	4	1
Asian Alliance International Public Co., Ltd.	209	305	231	347	251	369	1,148	1,636	1,367	1,937	1,619	2,397
Asian Pets Care Corporation Co., Ltd.	6	7	9	9	8	9	-	-	-	-	-	-
Thaiya Corporation (Shanghai) Co., Ltd.	5	4	24	10	10	8	-	-	-	-	-	-
TOTAL	527	659	540	679	528	680	1,510	2,533	1,723	2,822	1,968	3,272

Monetary Incentives for Employees separated Male / Female for the past three years.

COMPANY	Monthly Employee			Daily Employee		
	2020	2021	2022	2020	2021	2022
Asian Sea Corporation Public Co., Ltd.	90.00	94.06	90.50	98.75	92.12	82.86
Asian Coldstorage (Surat Thani) Co., Ltd.	47.37	47.94	50.35	75.22	70.88	77.90
Asian Alliance International Public Co., Ltd.	151.19	175.69	198.47	395.11	468.10	546.34
Asian Feed Co., Ltd.	63.45	58.31	38.05	4.45	2.19	1.01
Asian Pets Care Corporation Co., Ltd.	9.91	13.46	13.95	-	-	-
Thaiya Corporation (Shanghai) Co., Ltd.	9.19	14.99	18.69	-	-	-
TOTAL	371.10	404.45	410.01	573.3	633.2	708.12

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.

Promotion Rate (Percentage)	Male Employee	Female Employee	Male Employee	Female Employee
	2021		2022	
	4.8	5.0	4.3	4.6

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 "AAI'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 2022

No.	Level	Goals	Number of Employees Trained	Percentage (%)		Number of Courses Approved		Number of Courses Trained	
				internal	external	internal	external	internal	external
1	New Employees	Orientation Course - Rules and regulations and various welfare of the company - Whistle Blowing - Safety at work	2,011	100%	-	-	-	-	-
2	All Employees by level								
	operational	Courses as approved in 2022	4,110	74%	98%	91	59	67	58
	supervisor		591	-	-	-	-	-	-
	manager		471	-	-	-	-	-	-

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

Moreover, in 2022 the Board of Directors, by the presentation of the Nomination and Remuneration Committee, has evaluate and identify key position, including targeting successors and the Successor Development Plans within 2022. Due to business adjustment and the listing of the subsidiary in the stock market causing restructuring within the organization in many departments the Nomination and Remuneration Committee. Therefore, assigned the management to assess and identify key positions, as well as determine or review successors and the Successor Development Plans in 2023.

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.

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.

	2020			2022			2023		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Injury Frequency Rate (IFR)									
• Employees	5.5	1.7	3.1	7.6	1.9	4.1	8.5	3.4	5.4
• Contractors	-	-	-	-	-	-	-	-	-
TOTAL	5.5	1.7	3.1	7.6	1.9	4.1	8.5	3.4	5.4
Injury Severity Rate (ISR)									
• Employees	29.0	13.6	19.5	38.1	6.6	19.0	27.2	12.0	18.0
• Contractors	-	-	-	-	-	-	-	-	-
TOTAL	29.0	13.6	19.5	38.1	6.6	19.0	27.2	12.0	18.0

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.

Anti-Corruption

The Company manages the business based on 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 2022, 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)	09-5372-0144			
2	Company Secretary	0-3482-2704 ต่อ 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	0-3482-2704 ต่อ 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	Complaint Boxes (for Employees)
4	Chief Executive Of-ficer		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 2022, 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	16 Dec 2022	15 Dec 2023
2	HACCP	Department of Fisheries	7 Jun 2022	15 Dec 2023
3	BRC	NSF	20 Sep 2022	17 Jul 2022
4	BAP	SGS	2022	28 Jul 2023
5	ISO 14001: 2015	British Assessment Bureau	20 Sep 2022	11 Sep 2023
6	ISO 17025: 2017	Bureau of Laboratory Quality Standards Ministry of Health	19 Jul 2021	18 Jul 2026
7	COVID-19 Prevention Best Practice	Ministry of Agriculture and Cooperatives	2 Oct 2022	1 Oct 2023
8	HALAL	Central Islamic Council of Thailand	7 Nov 2022	6 Nov 2023

- Asian Seafood Coldstorage (Surat Thani) Company Limited

No.	Certificates	Institutions	Year of Certification	Year of Expiration
1	GMP Certificate	Department of Fisheries	2022	2022
2	HACCP Certificate	Department of Fisheries	2022	2022
3	BRC version 8.0	Intertek Certification Limited	2022	2022
4	ISO 14001: 2015	ACS Registrars	2022	2024
5	ISO 45001: 2018	ACS Registrars	2022	2024
6	MSC Chain of Custody	SGS	2022	2024
7	CFO	Thailand Greenhouse Gas Management Organization (Public Organization: TGO)	2022	2023
8	SMETA	Intertek Certification Limited	2022	2023
9	CFP	Thailand Greenhouse Gas Management Organization (Public Organization: TGO)	2023	2026

- Asian Alliance International Public Company Limited

No.	Standard/Certificate	Month and Year of the First Certificate Given	Institution	Date of Expiration	Renewal
-----	----------------------	---	-------------	--------------------	---------

General Standards and Certificates

1	Dolphin safe	November 2014	Eart Island Institute	February 2023	Every Year
2	BRC Global Standard for Food Safety Issue 8	November 2008	BSI Group	11 November 2023	Every Year
3	Sedex	February 2015	BSI Group	May 2023	Every Year
4	TLS 8001	April 2019	Department of Labor Protec-tion and Welfare, Ministry of Labor	22 Jul 2023	Every Two Years
5	Green Industry	30 May 2022	Ministry of In-dustry	29 May 2025	Every Three Years

Quality Standards and Certificates for Pet Food Products

6	Hazard Analysis and Critical Control Point (HACCP)	February 2010	Department of Livestock Development	2 August 2024	Every Three Years
7	Good Manufacturing Practice (GMP)	February 2010	Department of Livestock Development	2 August 2024	Every Three Years
8	CFIA	November 2011	Canadian Food Inspection Agency	No Expiration	-

Quality Standards and Certificates for Tuna Products

9	Hazard Analysis and Critical Control Point (HACCP)	2006	Department of Fisheries	1 May 2023	Every Year
10	Good Manufacturing Practice (GMP)	2006	Department of Fisheries	1 May 2023	Every Year
11	Kosher	January 2015	K Meshulash / Triangle K INC	1 November 2023	Every Year
12	HALAL	August 2008	The Central Islamic Council of Thailand	13 August 2023	Every Year

Quality Standards and Certificates for Fish Meal and Fish Oil Products

13	MarinTrust Standard for Responsible Supply of Marine Ingredients Version 2.0	July 2018	Global Trust Certification	1 May 2023	Every Three Years
----	--	-----------	----------------------------	------------	----------------------

- Asian Feed Company Limited

No.	Certificates	Institutions	Year of Certification	Year of Expiration
1	GMP Certificate	Department of Fisheries	2022	2025
2	HACCP Certificate	Department of Fisheries	2022	2025
3	BRC version 8.0	Intertek Certification Limited	2022	2025
4	ISO 14001: 2015	ACS Registrars	2022	2025
5	ISO 45001: 2018	ACS Registrars	2022	2025
6	MSC Chain of Custody	SGS	2022	2025
7	CFO	Thailand Greenhouse Gas Management Organization (Public Organization: TGO)	2022	2025
8	SMETA	Intertek Certification Limited	2022	2025
9	CFP	Thailand Greenhouse Gas Management Organization (Public Organization: TGO)	2022	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%.

Social Activities

In 2021, the Company and its subsidiaries participates in many social activities as follows:

1. Awarding 100 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 1,000,000 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 the Special Olympic Sports Association of Thailand total value 200,000 baht in organizing a friendly Charity Match football between Muang Thong United Club and Bangkok United Club on Saturday, July 30, 2022 from 5:30 p.m. at the Thunder Dome Stadium Muang Thong
3. The Company has the policy to donate the products under the Company brand to charities for dogs or cats. In 2022, the Company had donated pet food products under the PRO Brand to to the Disabled Animal Foundation, total value 250,000 baht.



4. The executives of the Company were invited as the guest speakers to the Mahidol University Student Leadership Training Program, Class 12, held on June 27, 2022 via the online system, and join as one of the SET ESG Expert in the “SET ESG Expert Pool Generation 1”



5. The Company and Subsidiaries Participate in activities and support the activities of surrounding communities. Both in festival activity, Activities to carry on the tradition and periodic public service activities using a total budget of more than 1,600,000 baht



4. Management Discussion and Analysis

Summary of Audit Report

1. 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.

2. 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.

3. The Financial Statement for 2022 was audited by Ms. Vilailak Laohasrisakul, Certified Public Accountant license no. 6140, 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 2022, 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.

Auditor's fee

Audit fee	The Company			Subsidiaries		
	2020	2021	2022	2020	2021	2022
Audit fee for quarter and year ended statement	1,950,000	1,950,000	1,950,000	3,200,000	3,450,000	3,790,000
Other Services						
BOI Certificate Review (Pre Certificate)	80,000	80,000	80,000	80,000	80,000	80,000

4. Management's Discussion and Analysis (MD&A)

4.1 Analysis of operations and financial position.

Overview of Past Operations

Overall Performance Results

(Unit: Million THB)	2020	%	2021*	%	2022	%
Revenue from sales and services.	8,645.3	100.0	9,488.2	100.0	11,163.6	100.0
Gross Profit	1,392.9	16.1	1,864.5	19.7	2,027.6	18.2
Profit for the Year	818.1	9.5	1,044.3	11.0	978.8	9.3
Earnings per share (baht)*	1.00		1.28		1.20	

* The number of common shares used to calculate earnings per share is 814,087,559 shares.

** In the year 2022, there was a reclassification of accounts for outdated merchandise costs from management expenses to product and services costs, and this list was adjusted in 2021 for comparison purposes. This had no impact on the company's profit and loss statement.

The company's revenue from sales and services has been steadily growing for three consecutive years. The revenue from sales and services for 2020, 2021, and 2022 was 8,645.3 million baht, 9,488.2 million baht, and 11,163.6 million baht, respectively. Revenue growth in 2022 increased by 1,675.4 million baht, representing a growth rate of 17.7% compare to 2021. Most of the growth came from pet food and tuna businesses, even though the revenue from the aquatic feed business decreased due to quality issues with the aquatic feed and a decrease in shrimp production.

Gross profit for the years 2020, 2021, and 2022 was 1,392.9 million baht, 1,864.5 million baht, and 2,027.6 million baht, respectively, calculated as gross profit margins of 16.1%, 19.7%, and 18.2%, respectively. However, in 2022 the gross profit margin decreased around 1.5% due to a decrease in sales volume in the aquatic feed business and an increase in the cost of raw materials.

Net profits for the years 2020, 2021, and 2022 was 818.1 million baht, 1,044.3 million baht, and 978.8 million baht, respectively. The net profit margin was 9.5%, 11.0%, and 8.7% for the respective years. The main reason for the reduction in the net profit margin in 2022 due to a reduction in gross profit. Earnings per share were 1.00 baht per share, 1.28 baht per share, and 1.20 baht per share respectively.

Total Revenue

(Unit: Million THB)	2020	%	2021*	%	2022	%
Revenue from Sales	8,631.0	97.8	9,478.3	98.9	11,157.6	99.0
Cold storage service income	14.3	0.2	9.9	0.1	6.0	0.1
Other Revenue	176.0	2.0	98.9	1.0	110.5	1.0
Total Revenue	8,821.3	100.0	9,587.1	100.0	11,274.1	100.0

In the years 2020, 2021, and 2022, the company's total income was 8,821.3 million baht, 9,587.1 million baht, and 11,274.1 million baht respectively. This total income includes revenue from sales, cold storage service income, and other revenue. Revenue from sales has been consistently growing, while revenue from cold storage service income was in decreasing trend. In fiscal year 2022 over 99% of total revenue came from sales, while cold storage service income accounted for only 0.1%, and other revenue accounted for 1%. The majority of the other revenue in 2022 included compensation for exports, indemnity revenue, and others.

Revenue from sales in 2022 increased due to the following reasons:

1. The sales of pet food continue to increase continuously due to the growing market demand, especially in the United States market, where keeping pets as family members trend. also pet owners have a better understanding of pet nutrition. In additionally, the company has expanded its production capacity for wet pet food in the year 2022 from 36,000 tons to 42,000 tons.

- Sales of tuna have increased in the Middle Eastern market due to the higher demand for shelf-stable human food, despite the higher cost of tuna.
- Sales of frozen seafood products have decreased slightly, due to a decrease in demand for value-added frozen seafood products (VAP) in the US market, resulting from a surplus of inventory due to COVID-19 pandemic-related storage, as well as a decrease in the purchasing of frozen seafood commodities from Europe caused by recession.
- The decrease in sales of aquatic feed is due to the issues with the quality of aquatic feed and the reduction in the quantity of shrimp production.

Revenue and sales volume by business	2020	2021	Increase (Decrease) %	2022	Increase (Decrease) %
Sales Volume					
Pet Food and Fishmeal	26,915.2	31,435.7	16.8	37,860.0	20.4
Tuna	8,708.0	6,169.4	(29.1)	6,349.6	2.9
Aquaculture Feed	48,106.7	40,915.8	(14.9)	27,718.0	(32.3)
Frozen Seafood	12,669.5	13,144.9	3.7	12,669.7	(3.6)
Total Sales Volume (Tons)	96,399.4	91,665.7	4.9	84,597.2	(7.7)
Revenue from Sales*					
Pet Food and Fishmeal Products	3,338.3	4,161.8	24.7	6,048.0	45.3
Tuna	1,089.5	849.4	(22.1)	1,024.0	20.6
Aquaculture Feed	1,373.1	1,265.4	(7.8)	930.7	(26.5)
Frozen Seafood	2,830.1	3,201.7	13.1	3,154.8	(1.5)
Total revenue from sales (million baht)	8,631.0	9,478.3	9.8	11,157.6	22.3

* Revenue from sales excluding inter-company sales.

Pet Food and Fishmeal Business

In terms of sales volume, for the years 2020, 2021, and 2022, the sales volume were 26,915 tons, 31,436 tons, and 37,860 tons, respectively. There was a consecutive increase in sales volume in 2021 and 2022 by 16.8% and 20.4%, respectively. The revenue from sales of pet food and fishmeal were 3,338.3 million baht, 4,161.8 million baht, and 6,048.0 million baht, for the years 2020, 2021, and 2022, respectively. In 2021 and 2022 years, there was a growth in revenue of 24.7% and 45.3%, respectively.

In 2022, the demand for pet food continues to increase same as proportion of the increasing in pet ownership worldwide, especially in the United States and Europe, driven by the trend of “pet humanization”. This trend involves feeding pets with both high-quality food and high nutritional as premium pet food. In the year 2022, the company has increased production capacity to 42,000 tons. In addition, the company still plans to increase its production capacity to accommodate the continued growth of demand in the next 4–5 years. Furthermore, the company has begun to market its own brand in the domestic market by using presenter and various advertising media for the brands “monchou,” “Hajiko,” and “Pro,” which have received positive feedback from domestic pet owners.

In 2021, the demand for pet food increased steadily within the group due to the increase in the number of pets globally, along with the trend of pet owners treating their pets as family members, leading to a willingness to buy more premium pet food. This is a supportive factor for Thailand to have the opportunity to become the world's third-largest exporter of pet food in 2022. However, significant obstacles include the high cost of shipping, energy costs, and increased competition from major competitors, especially Vietnam.

For the year 2020, there was a significant growth rate in the pet food business, with sales in 2020 increasing by 36.8% compared to 2019. This growth comes from the demand for wet pet food, which continues to grow despite changing consumer behavior due to the COVID-19 pandemic. The increase in sales comes from both current customers and new customers in Japan and Europe who have started doing business during the pandemic. The product category with the highest growth rate was pet food packaged in pouches, which is popular due to its convenience.

Tuna Business

This is a business that processes tuna meat to produce shelf-stable food and also uses some of the tuna meat as a key ingredient in wet pet food production. The sales volume for the years 2020–2022 was 8,708.0 tons, 6,169.4 tons, and 6,349.6 tons, respectively, with revenues from sales (excluding intercompany transactions) of 1,089.5 million baht, 849.4 million baht, and 1,024.0 million baht, respectively. In 2022, there was a growth of 20.6% compared to the previous year or a growth rate of 2.9%. This was due to the increase in the cost of raw tuna, which led to a price adjustment, and the company's focus on value-added products (VAP) such as tuna fried rice, and spaghetti.

Sales volume in 2021 decreased due to main factors, which are the increased of shipping cost and the labor shortage. This led to a limited allocation of available labor in the production of pet food.

In 2020, sales volume decreased by 6% compared to 2019, despite the demand for the product remaining at a good level. However, the limited labor force due to the COVID-19 pandemic was an obstacle to increasing production capacity. There were also issues with the insufficient raw materials, especially due to the aforementioned labor shortages. As a result, the company aimed to increase production capacity in the pet food product group.

Aquaculture Feed Business

Sales volume of aquatic feed during 2020 and 2022 was 48,106.7 tons, 40,915.8 tons, and 27,718.0 tons, respectively. In 2022, the sales volume of aquatic feed decreased by 32.3% compared to the previous year. While consider the revenue from selling aquatic animal food, the revenue was 1,373.1 million baht, 1,265.4 million baht, and 930.7 million baht, respectively. In 2022, the revenue decreased by 26.5%. The decrease in sales volume and revenue was caused by the main problems such as the quality of fish food. The production of aquatic feed requires natural raw ingredients which needed constant adjustment of the formula to get the nutritional supplement reached standard. When the formula was adjusted and the quality problem occurred, it affected the confidence of the breeders. The company has solved these issues, and expected that the sales volume will gradually recover. In 2022 shrimp production also temporary reduced due to breeding trend. The company also improved its commercial credit selection policy for breeders, which was also a reason for the decrease in revenue for the aquatic feed business.

In 2021, the total revenue from selling aquatic feed decreased by approximately 7 percent. This was due to a significant decrease in revenue from selling fish feed in 2021 compared to 2020, which was caused by a reduction in demand for fish feed from farms affected by the COVID-19 pandemic. As a result, the overall sales volume of aquatic feed decreased, with the most significant cause being a decrease in demand during the second half of the year.

In 2020, the sales volume of aquatic feed increased by around 24% compared to the previous year, driven by an increase in sales of shrimp feed, which was in contrast to the contraction of the market. Meanwhile, the company's market share increased because it started selling shrimp to farmers and produced high-quality products. However, sales of fish food were under pressure from reduced domestic consumption, particularly in restaurants and hotel businesses due to the spread of COVID-19.

Frozen Food Business

In 2020–2022, the sales volume of frozen food were 12,669.5 tons, 13,144.9 tons, and 12,669.7 tons respectively. In 2022, the sales volume decreased by approximately 3.6% compared to the previous year. If consider the revenue from sales, it was 2,830.1 million baht, 3,201.7 million baht, and 3,154.8 million baht respectively. The revenue decreased by approximately 1.5% compared to the previous year, mainly due to the decrease in demand for value-added products (VAP), particularly in the United States market, as there was a surplus of products that needed to be cleared out. Additionally, the sales volume of squid decreased due to the decrease in demand for products in the European market, which was caused by the conflict between Russia and Ukraine. This led to higher inflation rates due to the pressure on energy prices, food, and other consumer goods, affecting the overall economy of the European market. In 2022, the United States market remained the largest market with a sales share of approximately 37%, followed by the Italian market with a sales share of approximately 29%.

The growth in revenue in 2021 was due to an increase in sales volume of squid and frozen fried products, driven by the recovery of demand in both the US and European markets from the easing of COVID-19 measures and increased vaccination rates. Products in the squid and frozen fried categories accounted for approximately 64% of total frozen food sales.

Revenue and sales volume for the year 2020 decreased by 20.2% and 29.0%, respectively, compared to 2019 due to the discontinuation of production of frozen commodity shrimp products for the US market and a shift towards higher value-added products such as flour-based, fried and frozen food products. Currently, the primary market for frozen food products is in the United States. However, the profit margin of the frozen food product group has significantly improved due to the increased proportion of higher value-added products and better profitability of ink products.

Gross Profit

(Unit: Million THB)	2020	%	2021*	%	2022	%
Revenue						
Revenue from Sales	8,631.0	99.8	9,478.3	99.9	11,157.6	99.9
Cold Room Servicing Revenue	14.3	0.2	9.9	0.1	6.0	0.1
Total Revenue from Sales and Services	8,645.3	100.0	9,488.2	100.0	11,163.6	100.0
Cost of Sales and Services	7,252.4	82.2	7,623.7	80.3	9,136.0	81.8
Gross Profit	1,392.9	16.1	1,864.5	19.7	2,027.6	18.2

* In the year 2022, there was a reclassification of accounts for outdated merchandise costs from management expenses to product and service costs, and this list was adjusted in 2021 for comparison purposes. This had no impact on the company's profit and loss statement.

Based on the operating results of each business mentioned earlier, In 2020, 2021, and 2022, the gross profits were 1,392.9 million baht, 1,864.5 million baht, and 2,027.6 million baht respectively. This corresponds to gross profit margin of 16.1%, 19.7%, and 18.2% respectively.

Selling and Distribution Expenses

In 2022, the selling and distribution expenses amounted to 372.3 million baht, equivalent to 3.3% of the revenue from sales and services. This increased by 51.3 million baht from 2021, mainly due to marketing expenses and activities in distributing pet food products under the company's brand. Meanwhile, in 2021, the selling and distribution expenses amounted to 320.9 million baht, equivalent to 3.4% of the revenue from sales and services.

Management Expenses

For the management expenses in 2022, it amounted to 449.5 million baht, accounting for 4.0% of the revenue from sales and services. The management expenses increased by approximately 23.2 million baht from 2021.

The management expenses in 2021 was 426.3 million baht, calculated as a percentage of 4.2% of the revenue from sales and services. This increased from 2020, mainly due to losses from exchange rates of 52.8 million baht, and the provision for doubtful accounts increased by 12.2 million baht.

In 2020, management expenses increased by 68.9 million baht or by 22.7% from 303.6 million baht in 2019 to a total of 372.5 million baht, which is equivalent to 4.2% of the revenue from sales and services. This increase was due to the setting aside of reserves for deteriorated inventory and damaged goods.

Financial Cost

In 2020, 2021, and 2022, the company's financial cost were 76.7 million baht, 67.8 million baht, and 71.7 million baht, respectively. The financial costs arise from used of financial working capital to support business operations. In 2022, the use of financial working capital increased as business growth, resulting to higher financial costs.

Income Tax

The company's income tax for the years 2020, 2021, and 2022 were 34.3 million baht, 108.2 million baht, and 219.3 million baht, respectively. The increase in income tax expenses in 2022 was due to the company's increased profits and the expiration of tax privileges under investment promotion certificates by the Board of Investment (BOI).

Net Profit

The company's net profits for the years 2020, 2021, and 2022 are 818.1 million baht, 1,044.3 million baht, and 978.8 million baht, respectively. This represents a net profit margin of 9.3%, 10.9%, and 8.7% of total revenue, respectively. However, in 2022, the net profit margin decreased by approximately 2.2% due to a decrease in the gross profit.

Financial Position

Assets

(Unit: Million THB)

	2020	2021	2022
Total Assets	6,231.8	7,354.7	9,945.6
Increase (Decrease) from the previous year	409.6	1,122.9	2,590.9
Increase (Decrease) Per-centage	7.0	18.0	35.2

In 2022, the total assets amounted to 9,945.6 million baht, increasing by 2,590.9 million baht or approximately 35% from 7,354.7 million baht at the end 2021, mainly due to changes as follow:

1. Cash amount of 1,876 million baht increased by 1,787 million baht, mostly from raising funds from IPO to expand wet pet food production capacity for the next 2–3 years.
2. Trade and other receivables amounting to 1.391 billion baht increased by 224 million baht, mostly due to an increase in sales of pet food.
3. Inventories amount of 2,811 million baht increased by 120 million baht, mostly due to an increase in raw materials and finished good (wet pet food). Meanwhile, inventories of frozen and aquatic feed decreased.
4. Land, buildings, and equipment amount of 3,351 million baht increased by 356 million baht or 11.9% from 2021. Most of the increase was due to additional investment in the pouches production line of pet food, building renovations, and process improvements.

In 2021, total assets increased due to the growth in sales, with the majority of the increase coming from an increase in inventory of 775 million baht, trade and other receivables increasing by 181 million baht, and land, buildings, and equipment increasing by 215 million baht from expanding production capacity of the pet food business and the VAP line for frozen seafood business, as well as efficiency improvements.

For the year 2020, total assets increased mainly from an increase in current assets, which came from cash and cash equivalents of 104.5 million baht, trade receivables of 163.3 million baht, and inventory of 177.7 million baht.

Trade Receivables

	2020		2021		2022	
	Million Baht	%	Million Baht	%	Million Baht	%
Not Yet Due	625.5	57	746.9	59	1,100.1	76
Past Due						
No more 3 months	224.9	21	296.1	24	147.8	10
3–6 months	37.1	3	33.6	3	23.6	2
6–12 months	23.9	2	8.8	1	12.1	1
Over 12 months	178.5	16	167.4	13	172.5	12
Total	1,089.8	100	1,252.9	100	1,456.1	100
Deduct Allowance for Expected Credit Losses	(150.4)	(14)	(149.3)	(12)	(133.4)	(9)
Total Trade Receivables – Net	939.4		1,103.7		1,322.7	

The majority of the company's trade receivables are those who have not yet reached their payment due date and those who are overdue by no more than 3 months. In 2020, 2021, and 2022, the total trade receivables before deducting expected credit losses were 78%, 83%, and 86% respectively. The proportion of trade receivables overdue for more than 3 months has consistently decreased, as the company has improved its policy for selecting and providing credit to customers, particularly customers in the aquatic feed business.

Inventories

(Unit: Million THB)

	2020	2021	2022
Inventories	1,915.9	2,691.0	2,810.6
Increase (Decrease) from the previous year	177.7	775.1	119.6
As a percentage of total assets	30.7	36.6	28.3

The company's inventories has increased over the past 3 years, with amounts for 2020, 2021, and 2022 was 1,915.9 million baht, 2,691.0 million baht, and 2,810.6 million baht, respectively. These amounts represent 30.7%, 36.6%, and 28.3% of total assets respectively. The increase of inventories was mainly from finished goods and raw materials to support sales growth.

Liquidity

Cash flows

(Unit: Million THB)

	2020	2021	2022
Net Cash from Operating Activities	837.5	495.0	836.7
Net Cash from (used in) Investing Activities	(234.3)	(481.0)	534.2
Net Cash from (used in) Financing Activities	(502.1)	(135.7)	419.6
exchange differences on translation of financial statements in foreign currency	3.4	3.0	(3.3)
Net increase (decrease) in cash and cash Equivalents	104.5	(118.7)	1,787.2

In 2022, the company had an increase in cash and cash equivalents of 1,787.2 million baht. The reason was due to an increase in net cash from operating activities of 836.7 million baht, mainly from operating profits. The net cash from investing activities increased by 534.2 million baht, mainly from cash received from the sale of investments in subsidiaries. The net cash used in financing activities increased by 419.6 million baht, mainly from the capital raised by subsidiaries through IPO and registration on the Stock Exchange of Thailand, as well as the partial repayment loans and dividend payments.

In 2021, the company's cash and cash equivalents decreased by 118.7 million baht due to an increase in accounts receivable and inventory to support the growth of each business in 2022. Therefore, net cash from operating activities increased by only 495.0 million baht. The company used the cash in investing activities of 481.0 million baht, which included increasing production capacity and improving production efficiency for the pet food and frozen seafood businesses. Additionally, the company invested in an ERP system: SAP for the frozen seafood and aquatic feed businesses.

In 2020, the company's cash and cash equivalents increased by 104.5 million baht, mainly from operating activities which generated 837.5 million baht. The company used 234.3 million baht for investing activities and 502.1 million baht for financing activities.

Source of Funds

(Unit: Million THB)

	2020	2021	2022
Total Liabilities	2,733.9	3,310.7	2,118.6
Increase (Decrease) from previous year	(278.1)	576.8	(1,192.1)
Bank overdrafts and short-term loans from banks	573.5	916.4	68.5
Current portion of long-term loans	638.3	508.5	288.6
Long-term loans	604.9	776.4	512.9

Liabilities

As of December 31, 2022, the company's total liabilities amount of 2,118.6 million baht, a decrease of 1,192.1 million baht or 36.0% from the previous year. This decrease was mainly due to a reduction in short-term loans of 847.9 million baht and long-term liabilities of 263.5 million baht.

As of December 31, 2021, the company had total liabilities of 3,310.7 million baht, an increase of 576.8 million baht or 21.1%, which came from an increase in short-term loans to support working capital of 343 million baht and an increase in long-term liabilities of 171 million baht.

As of December 31, 2020, the company's total liabilities decreased from 2019 by 278.1 million baht, mainly due to a decrease in long-term loans of 638.3 million baht, while overdrafts and short-term loans from banks increased by 240.0 million baht.

Short-term loans from banks

At the end of 2022, the short-term loans from the bank amounted to THB 68.5 million, a significant decrease, as the company had spun off its subsidiary, Asian Alliance International PLC. which operates a wet pet food and tuna production business, and offered its shares for sale in an initial public offering (IPO) and listed on the Stock Exchange of Thailand to raise funds for production capacity expansion. The company used some of funding repay both short-term and long-term loans, resulting in a reduction in short-term loans.

As end of 2021, short-term loans from banks increased to 916.4 million baht, an increase of 59.8%, which came from an increase in promissory notes of 247.8 million baht, trust receipts of 173.9 million baht, but export credits decreased by 82.5 million baht.

At the end of 2020, the company's short-term bank loans increased from 333.4 million baht the previous year to 573.5 million baht, an increase of 72%. This was due to an increase in export credit of 180 million baht, an increase in trust receipt of 32.8 million baht, and an increase in promissory notes of 21.5 million baht.

Long-term loans

(Unit: Million THB)

Loans	Interest Rate %	Due Date	2020	2021	2022
1	THBFIX 6M+1.90	May 2022	540.0	180.0	-
2	Fixed 2.94%	June 2025	353.6	275.0	196.4
3	Fixed 2.57%	September 2022	175.0	75.0	-
4	THBFIX 3M+2.00	September 2022	175.1	75.1	-
5	MLR-1.97%	May 2025		480.0	-
6	First-year Prime Rate -2.75%, After that Prime Rate -2.3%	December 2026		200.0	160.0
7	THOR rate + 0.968	September 2024			175.0
8	First-year fixed 3.25, after that MLR-1.75	August 2025			270.0
Total			1,243.6	1,285.1	801.4

End of 2022, the total long-term loans amount of 801.4 million baht, a decrease from 2021 by 483.7 million baht. The decrease was due to regular repayments and the repayment of the principal by using funds raised from the IPO of Asian Alliance International PLC. and the sale of some of the company's existing shares held in Asian Alliance International PLC. to repay long-term loans. During the year, the company also obtained two new long-term loans.

At the end of 2021, the long-term loans increased to 1,285.1 million baht, an increase of 41.5 million baht, or 700 million baht. The amount due for payment in 2022 is 508.5 million baht, and there were redemptions during the year according to the schedule, totaling 658.5 million baht.

At the end of 2020, the company had long-term loans of 1,243.6 million baht, with 638.3 million baht due for repayment in 2021. During the year, there were redemptions according to the scheduled timeline, amounting to 618.6 million baht.

Shareholders' Equity

As of December 31, 2022, the shareholders' equity amount of 7,827.0 million baht, an increase of 3,783.0 million baht. The majority of the increase resulted from the surplus arising from changes in equity of subsidiaries, amounting to 1,826.1 million baht, and a net profit of 1,032.9 million baht.

As of December 31, 2021, the shareholders' equity amounted to 4,044.0 million baht, an increase of 546.1 million baht. The increase was mainly from total net income of 1,036.1 million baht, with a dividend payment of 773.4 million baht and an allocation of statutory reserves of 70.2 million baht.

As of December 31, 2020, the company had shareholders' equity of 3,497.9 million baht, an increase of 687.6 million baht from 2019. The increase was due to net profit of 823.1 million baht. Dividends of 108.3 million baht were paid in the year, and there were cumulative results of changes in accounting policies of 27.2 million baht.

Key Financial Policy Ratios

Liquidity Ratios

At the end of the 2020, 2021, and 2022, the liquidity ratios were 1.7, 1.8, and 4.7 times, respectively, while the quick ratios were 0.6, 0.5, and 2.4 times, respectively. In 2022, the company's liquidity position improved due to funds raised from the IPO of a subsidiary.

Interest Coverage Ratios

The interest coverage ratio of the company for the years 2020, 2021, and 2022 were 12.1 times, 18.0 times, and 15.2 times, respectively. The company has a good interest coverage ratio.

Debt to Equity Ratios

At the end of 2020, 2021, and 2022, the debt-to-equity ratio was 0.8, 0.8, and 0.3 times respectively. The ratio decreased due to the company's consecutive profitability, which increased the shareholder's equity. Additionally, in 2022, the company repaid some of its short-term and long-term loans, reducing its debt burden.

Maintaining financial ratios in accordance with the conditions set by the bank.

The company's long-term credit line is subject to maintaining financial ratios as follows:

Debt to equity ratio less than or equal to 2.0 times.

Debt Service Coverage Ratio (DSCR) is not less than 1.2 times.

Current Ratio not less than 1.2 times

During the years 2020–2022, the company was able to maintain its financial ratios in accordance with the criteria and conditions that have been established.

4.2 Factors or events that may have significant forward-looking implications for financial status or operations.

- None -

4.3 Financial Information Performance

Statement of financial position

Assets	2020	2021	2022	2020	2021	2022
Current Assets						
Cash and cash equivalents	207.4	88.7	1,875.8	3.3%	1.2%	18.9%
Trade and other receivables	986.2	1,166.5	1,390.6	15.8%	15.9%	14.0%
Inventories	1,915.9	2,691.0	2,810.6	30.7%	36.6%	28.3%
Other current financial assets	13.1	-	115.9	0.2%	0.0%	1.2%
Other current assets	55.8	113.5	144.0	0.9%	1.5%	1.4%
Cash and cash equivalents	3,178.5	4,059.7	6,337.0	51.0%	55.2%	63.7%
Non-current assets						
Restricted bank deposits	18.5	18.6	-	0.3%	0.3%	0.0%
Investments in joint ventures	42.5	40.5	34.2	0.7%	0.6%	0.3%
Long-term loans to joint ventures	11.8	15.8	14.5	0.2%	0.2%	0.1%
Long-term loans to associate	1.5	2.4	3.7	0.0%	0.0%	0.0%
Investment Properties	50.0	50.1	49.0	0.8%	0.7%	0.5%
Property, plant, and equipment	2,779.5	2,994.6	3,350.8	44.6%	40.7%	33.7%
Right-of-use assets	28.9	27.5	40.9	0.5%	0.4%	0.4%
Intangible assets	51.0	74.9	69.7	0.8%	1.0%	0.7%
Deferred tax assets	43.0	23.8	0.1	0.7%	0.3%	0.0%
Other non-current assets	26.7	46.9	45.8	0.4%	0.6%	0.5%
Total non-current assets	3,053.4	3,295.0	3,608.6	49.0%	44.8%	36.3%
Total assets	6,231.8	7,354.7	9,945.6	100.0%	100.0%	100.0%

Liabilities and shareholders' equity	2020	2021	2022	2020	2021	2022
Current liabilities						
Bank overdrafts and short-term loans from banks	573.5	916.4	68.5	9.2%	12.5%	0.7%
Trade and other payables	670.0	784.0	696.3	10.8%	10.7%	7.0%
Current portion of long-term loans	638.3	508.5	288.6	10.2%	6.9%	2.9%
Current portion of lease liabilities	16.1	11.8	18.2	0.3%	0.2%	0.2%
Income tax payable	-	29.9	232.7	0.0%	0.4%	2.3%
Other current financial liabilities	0.2	24.4	-	0.0%	0.3%	0.0%
Other current liabilities	27.1	41.2	51.8	0.4%	0.6%	0.5%
Total current liabilities	1,925.1	2,316.2	1,356.0	30.9%	31.5%	13.6%
Non-current liabilities						
Long-term loans	604.9	776.4	512.9	9.7%	10.6%	5.2%
Lease liabilities	12.0	14.9	22.7	0.2%	0.2%	0.2%
Provision for long-term employee benefits	67.4	83.6	81.3	1.1%	1.1%	0.8%
Deferred tax liabilities	111.7	113.0	137.9	1.8%	1.5%	1.4%

Liabilities and shareholders' equity	2020	2021	2022	2020	2021	2022
Other non-current financial liabilities	11.8	5.5	6.7	0.2%	0.1%	0.1%
Other non-current liabilities	1.0	1.0	1.1	0.0%	0.0%	0.0%
Total non-current liabilities	808.8	994.5	762.6	13.0%	13.5%	7.7%
Total liabilities	2,733.9	3,310.7	2,118.6	43.9%	45.0%	21.3%
Shareholders' equity						
Registered capital	542.7	814.1	814.1	8.7%	11.1%	8.2%
Issued and paid-up	542.7	814.1	814.1	8.7%	11.1%	8.2%
Premium on ordinary shares	552.8	552.8	552.8	8.9%	7.5%	5.6%
Premium on capital from change in ownership interests in subsidiaries	-	-	1,826.1	0.0%	0.0%	18.4%
Retained earnings						
- statutory reserve - The Company	54.3	81.4	81.4	0.9%	1.1%	0.8%
- statutory reserve - Subsidiaries	25.0	68.0	148.2	0.4%	0.9%	1.5%
Unappropriated	1,854.4	2,046.9	2,419.4	29.8%	27.8%	24.3%
Other components of shareholders' equity	468.7	480.7	476.9	7.5%	6.5%	4.8%
Company shareholders' equity	-	4,044.0	6,318.9	0.0%	55.0%	63.5%
Non-controlling interests of subsidiaries' equity	-	-	1,508.0	0.0%	0.0%	15.2%
Total shareholders' equity	3,497.9	4,044.0	7,827.0	56.1%	55.0%	78.7%
Total liabilities and shareholders' equity	6,231.8	7,354.7	9,945.6	100.0%	100.0%	100.0%

Statement of comprehensive income

Statement of comprehensive income (Million Baht)	2020	2021*	2022	2020	2021*	2022
Sales	8,631.0	9,478.3	11,157.6	97.8%	98.9%	99.0%
Cold storage service income	14.3	9.9	6.0	0.2%	0.1%	0.1%
Other income	176.0	98.9	110.5	2.0%	1.0%	1.0%
Total revenues	8,821.3	9,587.1	11,274.1	100.0%	100.0%	100.0%
Expenses						
Cost of sales and services	7,252.4	7,623.7	9,136.0	82.2%	79.5%	81.0%
Selling and distribution expenses	270.2	320.9	372.3	3.1%	3.3%	3.3%
Administrative expenses	372.5	426.3	449.5	4.2%	4.4%	4.0%
Loss on sales of investments in subsidiaries	0.0	0.0	0.0	0.0%	0.0%	0.0%
Total expenses	7,895.1	8,370.9	9,957.8	89.5%	87.3%	88.3%
Operation profit	926.2	1,216.2	1,316.3	10.5%	12.7%	11.7%
Share of loss from joint ventures	(2.3)	(2.8)	(0.7)	(0.0%)	(0.0%)	(0.0%)
Share of profit from joint ventures	(0.7)	0.9	1.2	(0.0%)	0.0%	0.0%
Finance income	5.8	6.1	8.0	0.1%	0.1%	0.1%
Finance cost	(76.7)	(67.8)	(71.7)	(0.9%)	(0.7%)	(0.6%)
Profit before income tax expenses	852.3	1,152.6	1,253.2	9.7%	12.0%	11.1%
income tax expenses	(34.3)	(108.2)	(219.3)	(0.4%)	(1.1%)	(1.9%)
Profit for the year	818.1	1,044.3	1,033.8	9.3%	10.9%	9.2%

Statement of comprehensive income (Million Baht)	2020	2021*	2022	2020	2021*	2022
Other comprehensive income:						
Other comprehensive income for the year	5.1	3.8	(0.9)	0.1%	0.0%	(0.0%)
Other comprehensive income for the year	823.1	1,048.1	1,032.9	9.3%	10.9%	9.2%
Profit sharing						
Company shareholders' equity	818.1	1,044.3	978.8	9.3%	10.9%	8.7%
Non-controlling interests of subsidiaries' equity	0.0	0.0	55.0	0.0%	0.0%	0.5%
	818.1	1,044.3	1,033.8	9.3%	10.9%	9.2%
Total sharing comprehensive income for the year						
Company shareholders' equity		1,048.1	977.9	0.0%	10.9%	8.7%
Non-controlling interests of subsidiaries' equity		0.0	55.0	0.0%	0.0%	0.5%
	823.1	1,048.1	1,032.9	9.3%	10.9%	9.2%
Earnings per share of company shareholders' equity	1.00	1.28	1.20			

* Year 2022 has classified the allowance for obsolete inventory from the category of administrative expenses into a category of cost of goods and services. And this list has been adjusted in 2021 for comparison. Which has no effect on the Company's profit and loss statement.

Cash flow Statement

Cash flow Statement (Million Baht)

Cash flow from operating activities	2020	2021	2022	2020	2021	2022
Profit before tax	852.3	1,152.6	1,253.2	101.8%	232.8%	149.8%
Depreciation and amortization	248.0	259.1	296.3	29.6%	52.3%	35.4%
Reversal of allowance for expected credit losses for trade and other receivables	(3.2)	(11.2)	(15.4)	(0.4%)	(2.3%)	(1.8%)
Bad debts written-off	0.0	12.2	0.0	0.0%	2.5%	0.0%
(Reversal of) reduction of cost of inventories to net realizable value	18.5	(34.2)	19.2	2.2%	(6.9%)	2.3%
Reversal of allowance for impairment loss on land and building	(0.3)	0.0	0.0	(0.0%)	0.0%	0.0%
Withholding income tax written-off	0.1	0.4	0.2	0.0%	0.1%	0.0%
Reversal of allowance for impairment loss on investment properties	(0.6)	0.0	(0.1)	(0.1%)	0.0%	(0.0%)
Profit from the sale of investment properties	0.0	0.0	(0.1)	0.0%	0.0%	(0.0%)
(Gain) loss on sales/written-off of buildings and equipment	1.7	(5.5)	1.1	0.2%	(1.1%)	0.1%
Loss on amortization of intangible assets	0.0	0.0	0.9	0.0%	0.0%	0.1%
Long-term employee benefit expenses	7.6	8.6	7.0	0.9%	1.7%	0.8%
Unrealised loss (gain) on exchange rate	(3.4)	0.2	33.3	(0.4%)	0.0%	4.0%
Unrealised loss (gain) on forward foreign exchange contracts	(11.5)	37.3	(140.3)	(1.4%)	7.5%	(16.8%)
Unrealised gain on interest rate swaps contracts	(15.3)	(6.3)	1.2	(1.8%)	(1.3%)	0.1%
Expenses from share-based payments	0.0	0.0	4.9	0.0%	0.0%	0.6%
Share of loss from investments in joint ventures	2.3	2.8	0.7	0.3%	0.6%	0.1%
Share of (profit) loss from investment in associate	0.7	(0.9)	(1.2)	0.1%	(0.2%)	(0.1%)
Finance income	(5.8)	(6.1)	(8.0)	(0.7%)	(1.2%)	(1.0%)
Finance cost	76.7	67.8	71.7	9.2%	13.7%	8.6%

Cash flow from operating activities	2020	2021	2022	2020	2021	2022
Profit from operating activities before changes in operating assets and liabilities	1,167.8	1,477.0	1,524.6	139.4%	298.4%	182.2%
Operating assets (increase) decrease						
Trade and other receivables	(170.9)	(180.5)	(239.5)	(20.4%)	(36.5%)	(28.6%)
Inventories	(196.1)	(740.9)	(138.8)	(23.4%)	(149.7%)	(16.6%)
Other current assets	(1.4)	(57.7)	(30.6)	(0.2%)	(11.7%)	(3.7%)
Other non-current assets	2.1	(1.2)	(3.1)	0.2%	(0.2%)	(0.4%)
Operating liabilities increased (decreased)						
Trade and other payables	119.9	106.0	(73.9)	14.3%	21.4%	(8.8%)
Other current liabilities	0.2	14.1	10.6	0.0%	2.9%	1.3%
Cash paid for long-term employee benefits	(6.7)	(2.7)	(4.5)	(0.8%)	(0.5%)	(0.5%)
Cash flows from operating activities	914.8	614.2	1,044.7	109.2%	124.1%	124.9%
Interest received	7.2	6.0	5.6	0.9%	1.2%	0.7%
Cash paid for interest	(79.0)	(67.7)	(73.5)	(9.4%)	(13.7%)	(8.8%)
Cash paid for income tax	(5.4)	0.0	5.7	(0.6%)	0.0%	0.7%
Cash paid for income tax	0.0	(57.5)	(145.8)	0.0%	(11.6%)	(17.4%)
Net cash flows from operating activities	837.5	495.0	836.7	100.0%	100.0%	100.0%
Cash flows from operating activities						
Increase in restricted bank deposits	0.0	0.0	18.6	0.0%	0.0%	3.5%
Cash payments for acquisitions of buildings and equipment	(239.1)	(438.7)	(627.0)	102.0%	91.2%	(117.4%)
Cash payments for deposits of machinery and equipment	0.0	(19.0)	(20.7)	0.0%	3.9%	(3.9%)
Cash payments for acquisitions of computer software and trademark	(4.6)	(32.1)	(2.6)	1.9%	6.7%	(0.5%)
Proceeds from sales of investment properties	2.0	0.0	1.3	(0.9%)	0.0%	0.2%
Proceeds from sales of equipment	12.0	9.2	7.3	(5.1%)	(1.9%)	1.4%
Cash paid for investments in joint ventures	0.0	0.0	1,152.0	0.0%	0.0%	215.7%
Increase in long-term loans to joint ventures	(3.1)	(0.4)	(0.2)	1.3%	0.1%	(0.0%)
Increase in long-term loan to associate	(1.6)	0.0	5.5	0.7%	0.0%	1.0%
Net cash flows from (used in) investing activities	(234.3)	(481.0)	534.2	100.0%	100.0%	100.0%
Cash flows from financing activities						
Increase in bank overdrafts and short-term loans from banks	243.8	342.9	(847.9)	(48.6%)	(252.6%)	(202.1%)
Cash received from long-term loans	0.0	700.0	620.0	0.0%	(515.6%)	147.8%
Repayment of long-term loans	(618.5)	(658.5)	(1,103.7)	123.2%	485.1%	(263.0%)
Payment of principal of lease liabilities	(19.1)	(18.2)	(18.9)	3.8%	13.4%	(4.5%)
Cash received from capital increase of subsidiaries	0.0	0.0	2,353.8	0.0%	0.0%	561.0%
Payment of direct expenses for the offering of shares of subsidiaries	0.0	0.0	(54.7)	0.0%	0.0%	(13.0%)

Cash flows from financing activities	2020	2021	2022	2020	2021	2022
Dividends paid	(108.3)	(502.0)	(529.1)	21.6%	369.7%	(126.1%)
Net cash flows from (used in) financing activities	(502.1)	(135.8)	419.6	100.0%	100.0%	100.0%
Variance from financial statement conversion (decrease) increase	3.4	3.0	(3.3)			
Conversion	2020	2021	2022			
Cash and cash equivalents net increase (decrease)	104.5	(118.7)	1,787.2			
Cash and cash equivalents at the beginning of the year	102.9	207.4	88.7			
Year-end cash and cash equivalents	207.4	88.7	1,875.8			

Financial Ratio

		2020	2021	2022
Liquidity Ratio				
Current ratio	time	1.7	1.8	4.7
Quick ratio	time	0.6	0.5	2.4
Accounts receivable turnover ratio	time	9.6	8.8	8.7
Average debt collection	day	38.2	41.4	41.8
Accounts payable turnover ratio	time	11.3	10.5	12.3
Average debt repayment	day	32.2	34.8	29.6
Inventory turnover ratio	time	4.0	3.3	3.3
Average sales of goods	day	92.0	110.3	109.9
Cash cycle	day	98.0	116.9	122.1
Profitability ratio				
Gross profit margin	%	16.1	19.7	18.2
Net profit margin	%	9.5	11.0	8.8
Return on equity	%	23.5	25.8	15.5
Efficiency ratio				
Return on assets	%	15.4	17.9	15.2
Return on fixed assets	%	32.9	42.1	41.5
Asset turnover ratio	time	1.4	1.3	1.1
Financial ratio				
Debt to equity ratio	time	0.8	0.8	0.3
Net debt to equity ratio	time	0.5	0.5	(0.1)
Interest coverage ratio	time	12.1	17.9	18.5
Dividend payment*	%	36.3	50.7	54.1

* The 2022 dividend payment rate is still uncertain. Because it must be approved by the Annual General Meeting of Shareholders for the year 2023 first.

5. General Information and Other Important Information

5.1 General Information

1. Name :	Asian Sea Corporation Public Company Limited
Head Office :	55/2 Moo 2 Rama 2 Road, Bangkrajao, Muang, Samutsakhon 74000
Factory :	55/2 Moo 2 Rama 2 Road, Bangkrajao, Muang, Samutsakhon 74000
Telephone :	034 822 700-4
Fax :	034 822 699
Website :	www.asiansea.co.th
Registrar :	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
Auditor :	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
2. Name :	Asian Seafoods Coldstorage (Suratthani) Co., Ltd.
Percentage of the company's shares held :	100%
Registration Number :	0745536001136
The Registered Capital :	100,000,000.00 baht (one hundred million baht only)
Issued and paid-up Capital :	100,000,000.00 baht (one hundred million baht only)
Type of business :	Manufacture of chilled or frozen fish and fish products
Head Office :	55/2 Moo 2 Rama 2 Road, Bangkrajao, Muang, Samutsakhon 74000
Factory :	57 Moo 4 Tha Sathon, Phun Phin, Surat Thani, 84130
Telephone :	(077) 276 888
Fax :	(077) 276 276-811, (077) 276-822, (077) 276833

3. Name : Asian Feed Co., Ltd.

Percentage of the company's shares held : 100%

Registration Number : 0105531063678

The Registered Capital : 800,000,000.00 baht (eight hundred million baht only)

Issued and paid-up Capital : 800,000,000.00 baht (eight hundred million baht only)

Type of business : production of ready-to-eat feed for livestock on the farm.

Head Office : 55/2 Moo 2 Rama 2 Road, Bangkrajao, Muang, Samutsakhon 74000

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

Telephone : (032) 437922

Fax : (032) 437135

4. Name : Asian Food Co., Ltd.

Percentage of the company's shares held : 100%

Registration Number : 0745555005109

The Registered Capital : 1,000,000.00 baht (one million baht only)

Issued and paid-up Capital : 1,000,000.00 baht (one million baht only)

Type of business : Manufacture of chilled or frozen fish and fish products

Head Office : 55/2 Moo 2 Rama 2 Road, Bangkrajao, Muang, Samutsakhon 74000

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

Telephone : (02) 249-7113, (02) 249-5255

Fax : (02) 249-5256

5. Name : Asian Alliance International Public Co., Ltd.

Percentage of the company's shares held : 70%

Registration Number : 0107536001061

The Registered Capital : 2,125,000,000.00 baht (two thousand one hundred and twenty five million baht only)

Issued and paid-up Capital : 2,125,000,000.00 baht (two thousand one hundred and twenty five million baht only)

Head Office : 55/2 Moo 2 Rama 2 Road, Bangkrajao, Muang, Samutsakhon 74000

Factory : 5/5, 8/8, 8/9 Moo 3 Rama 2 Road, Banbor, Muang, Samutsakhon 74000

Telephone : 034 845 575-87

Fax : 034 845 546

Website : www.asianalliance.co.th

Registrar : 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

Auditor : **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

6. Name : **Asian Pets Care Corporation Co., Ltd.**

Percentage of the company's shares held : 100% (held by Asian Alliance International PLC.)

Registration Number : 0105561005480

The Registered Capital : 200,000,000.00 baht (two hundred million baht only)

Issued and paid-up Capital : 200,000,000.00 baht (two hundred million baht only)

Type of business : Distributing pet products under its own brand according to the group's strategic plan. as well as investing for the objective is to expand the market for pet products under its own brand overseas.

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

Telephone : (02) 367-5021

Fax : (02) 249-5256

Website : www.asianpetcare.com

7. Name : **Thaiya Corporation (Shanghai) Co., Ltd.**

Percentage of the company's shares held : 100% (held by Asian Pets Care Corporation Co., Ltd.)

Registration Number : 91310000MA1G0RF889

The Registered Capital : \$5,000,000 (five million dollars)

Issued and paid-up Capital : \$5,000,000 (five million dollars)

Type of business : Operates Business of distributing pet food under the brand of the group of companies as well as to invest in stocks or other related businesses in China.

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

Website : <https://www.monchou.cn/>

8. Name : **Shangdong Thaiya Meisi Pet Food Co., Ltd.**

Percentage of the company's shares held : 51% (held by Asian Pets Care Corporation Co., Ltd. 41% held by Thaiya Corporation (Shanghai) Co., Ltd. 10% and held by Shangdong Meisi Pet Food Co., Ltd. 49%)

Registration Number : 91370783MA3PKW7496

The Registered Capital : 20,000,000.00 yuan (twenty million yuan)

Issued and paid-up Capital : 20,000,000.00 yuan (twenty million yuan)

Type of business : To be contracted to produce granular pet food products under the customer's trademark for distribution in China

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

9. Name : Asian Group SCS Europe GmbH

Percentage of the company's shares held : 60% (held by Asian Alliance International PCL 60% held by Inter Pharma Company Limited)

Registration Number : HRB 736061

The Registered Capital : 25,000 euros (twenty-five thousand euros)

Issued and paid-up Capital : 25,000 euros (twenty-five thousand euros)

Type of business : To be a distributor of the group's products to expand overseas markets especially in Europe.

Head Office : Toebele 1, 73098 Rechberghausen, Germany.

10. Name : Inter Petrina Co., Ltd.

Percentage of the company's shares held : 40% (held by Asian Alliance International PCL 60% held by Inter Pharma Company Limited)

Registration Number : 0105561050612

The Registered Capital : 4,000,000 baht (four million baht)

Issued and paid-up Capital : 4,000,000 baht (four million baht)

Type of business : Operate pet food business produced by Asian Alliance International Public Company Limited under trademark "MARIA" by distributing both domestically and exported to Cambodia, Laos, Malaysia and Vietnam (CLMVT).

Head Office : 140/9 ITF Tower, 9 Floor, Silom Road, Suriyawong, Bangrak, Bangkok.

Website : www.mariapetfood.com

5.2 Other Important Information

5.2.1 Other information that may significantly affect the decision of investors.

None

5.2.2 Restrictions on foreign shareholders (In case that the company has a policy to request a resolution from the shareholders' meeting for the offering of capital increase shares or issuing a depository right to purchase newly issued shares that can be transferred (Transferable Subscription Rights or TSR) to shareholders in proportion to their shareholding without issuing and offering to shareholders that would make the company liable under foreign law)

None

5.3 Legal Disputes

- None-

5.4 Secondary Market

- None-

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

- None-

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 2022, the Company improved Corporate Governance Policy to be in line with the latest revised good corporate governance policy of the Securities and Exchange Commission (SEC) by adjusting from 5 categories to 8 categories and assigning 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), the Stock Exchange of Thailand (SET) and the current edition is the 1st revision / 2022.

Corporate Governance Policy (revised edition 2022)

Asian Sea Corporation Public Company Limited (“**Company**”) 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. As well as adhering to The Principles of Good Corporate Governance of Listed Companies 2017 in accordance with the guidelines of the Office of the Securities and Exchange Commission (“SEC”) has therefore established the Company's good corporate governance policy. To be a guideline for the operations of the Company and its subsidiaries and to have transparency and fairness to stakeholders. There are 8 important corporate governance policies as follows:

- | | |
|--------------|---|
| Principle 1: | Role and Responsibilities of the Board of Director |
| Principle 2: | Define Objectives that Promote Sustainable Value Creation |
| Principle 3: | Strengthen Board Effectiveness |
| Principle 4: | Ensure Effective CEO and People Management |
| Principle 5: | Nurture Innovation and Responsible Business |
| Principle 6: | Strengthen Effective Risk Management and Internal Control |
| Principle 7: | Ensure Disclosure and Financial Integrity |
| Principle 8: | Ensure Engagement and Communication with Shareholders |

Full version of Corporate Governance Policy please visit:



6.2 Code of Conduct

Asian Sea Corporation 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.

In 2022, the Company has not had any violations of the Code of Conduct.

For detail of the Code of Conduct Please visit



6.3 Significant changes and developments in corporate governance policies, practices and systems in the past year

Significant developments in the policy over the past year

In 2022, the Board of Directors approved a review and update of the corporate governance policy as follows:

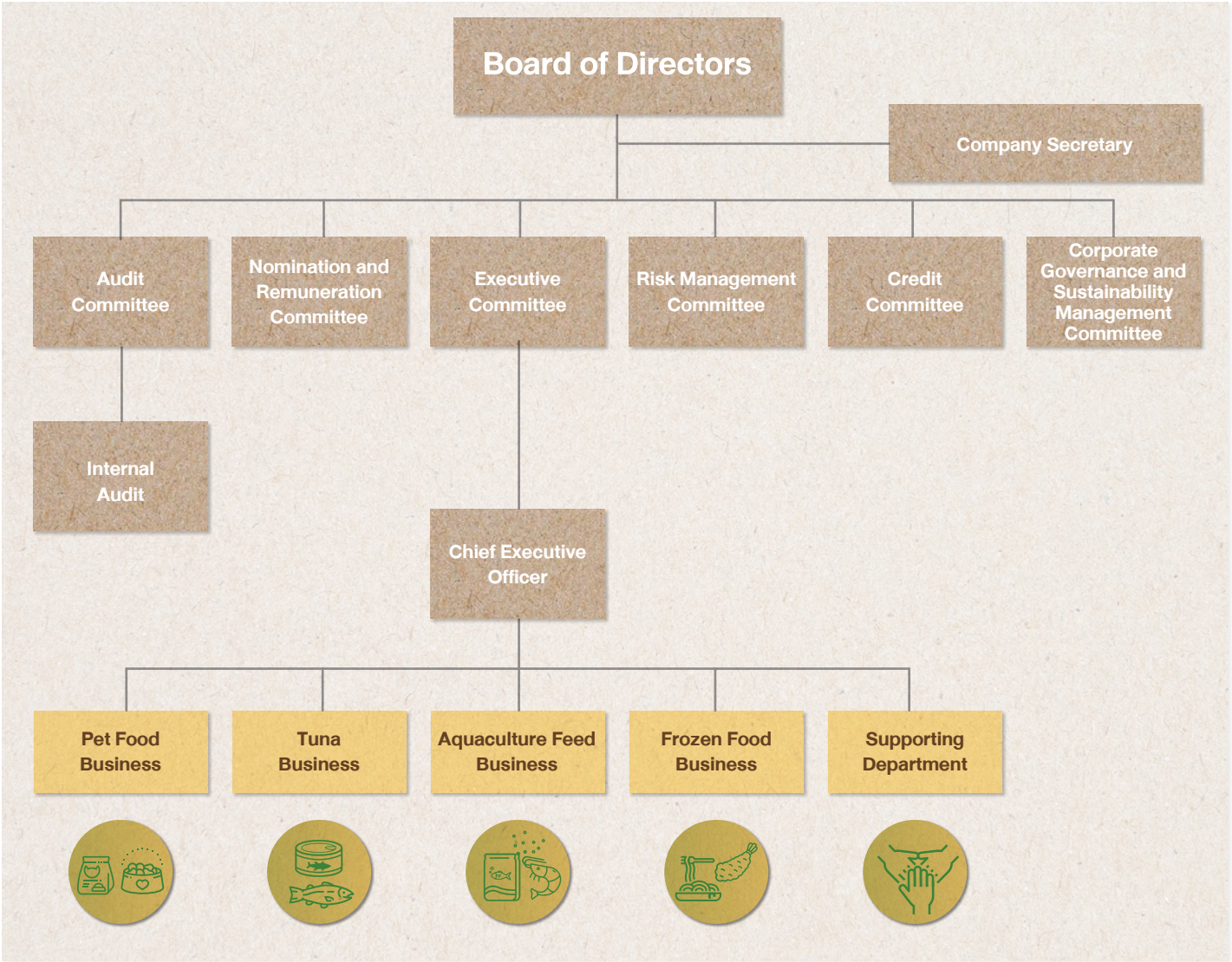
- Considered and approved the Good Corporate Governance Policy (Revised Edition B.E. 2565 (2022)) in accordance with the latest version of the Good Corporate Governance Policy of the Office of the Securities and Exchange Commission, which has been adjusted from the original five categories to eight categories.
- Considered and approved the Charter of the Board of Directors and its subcommittees in order to comply with the Principles of Good Corporate Governance, (Revised Edition B.E. 2565 (2022)).
- Considered and approved the personal data protection policy to protect the rights of data subjects under the Personal Data Protection Act, B.E. 2562 (2019).
- Considered and approved the policy of entering into connected transactions and related transactions of the Company and its subsidiaries. In making connected transactions and related transactions of the Company and its subsidiaries, the Company shall comply with the rules of the Securities and Exchange Act B.E. 2535 (1992) (including amendments), regulations, announcements, orders, and related criteria of the Capital Market Supervisory Board and/or the Securities and Exchange Commission and/or the Stock Exchange of Thailand, as well as compliance with the requirements regarding the disclosure of connected transactions in the notes to the financial statements audited by the auditors of the Company and its subsidiaries and the One Report/annual report for transparency and fairness.
- Considered and approved the connected transaction procedure to be an important tool and mechanism that gives the Company good corporate governance to ensure that all related transactions of the Company or its subsidiaries are transparent, free of conflicts of interest, and in the best interest of the Company and all shareholders.
- Considered and approved the policy of the Credit and Accelerated Liability Committee, Amendment No. 1 for the year 2022. This is because when Asian Alliance International Public Company Limited, or AAI, becomes listed on the Stock Exchange of Thailand (spin off), the credit line approval structure has been revised and the debt tracking criteria have been updated to be more modern and consistent with the current situation.
- Considered and approved the policy to prevent doing business with customers with credit problems or fraudulent behavior because the Company is aware of the importance of credit risk management. To have appropriate actions and be at the Company’s risk appetite according to the Company’s operating framework, the Company has established criteria and the clear separation of duties, responsibilities, and reporting lines in accordance with good internal control principles to meet the same standards.
- Considered and approved the scope of authority, duties, and responsibilities of the Company Secretary in order to comply with the principles of good corporate governance.

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 2022, the management structure of Asian Sea Corporation Public Company Limited was as follows.



7.2 Supporting Department

7.2.1 Composition of the Board

The Board of Directors consists of persons with knowledge, competence and experience that are beneficial to the business operation. The Board of Directors plays an important role in supervising the management of the company. As a leader in setting strategies, operating policies as well as allocate important resources, assign, and monitor the operations of sub-committees and management. To achieve objectives and goals to create sustainable value for the business. For the best interest of the company in accordance with policies, laws, objectives, and regulations of the Company Resolutions of the Board of Directors and resolutions of the shareholders' meeting with careful responsibility and honest.

As of 31 December 2022, The Board of Directors of Asian Corporation Public Company Limited consist of 8 directors, 5 of which are executive directors (62.5 of the entire Board) 3 non-executive directors (37.5% of the entire Board) and 3 independent directors (37.5% of the entire Board), not less than one-third of the number of directors. all and all 3 independent directors are qualified according to the relevant laws and regulations. In addition, the Company has 4 female directors (50.0% of the entire Board) and 4 male directors (50.0% of the entire Board) and term of office 0-9 years for 3 persons (37.5% of the entire Board) term of office more than 9 years for 5 persons (62.5% 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.

7.2.2 The Current Board of Directors

The Board of Directors of Asian Corporation Public Company Limited as of December 31, 2022, consist of

Name		Position	Holding the Position of Director in Other Listed Company
1	Mr. Suriya Prasatbuntitya ⁽¹⁾	Chairman of the Board	1
2	Mr. Somsak Amornrattanachaikul ⁽²⁾	Director	1
3	Mr. Somchai Amornrattanachaikul	Director	-
4	Mrs. Suree Jansawat	Director	-
5	Ms. Prapa Puranachote ⁽³⁾	Director	1
6	Mrs. Sunanta Tiasuwa ⁿ⁽⁴⁾	Independent Director / Chairman of Audit Committee	2
7	Mrs. Yaowanee Kruo-Ongarjnukool	Independent Director / Audit Committee	-
8	Mr. Keerin Chutumstid ⁽⁵⁾	Independent Director / Audit Committee	2

Noted

⁽¹⁾ Mr. Suriya Prasatbuntitya holding the position of Director in Asian Alliance International Public Company Limited

⁽²⁾ Mr. Somsak Amornrattanachaikul holding the position of Director in Asian Alliance International Public Company Limited

⁽³⁾ Ms. Prapa Puranachote holding the position of Director in in Asian Alliance International Public Company Limited

⁽⁴⁾ Mrs. Sunanta Tiasuwan holding the position of Director in Pranda Jewelry Public Company Limited and Eastern Star Real Estate Public Company Limited

⁽⁵⁾ Mr. Keerin Chutumstid holding the position of Director in Kiattana Transport Public Company Limited and Unimit Engineering Public Company Limited.

Authorized Director to Sign and Bind for ASIAN

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

7.2.3 Authorities, Duties and Responsibilities of the Board

1. Scope of Authority, Duties, and Responsibilities of the Board of Directors

1. Perform duties with responsibility, duty of care, and duty of loyalty, and ensure that the operations of the Company and its subsidiaries are in accordance with the laws, objectives, regulations, resolutions of the Board of Directors' meeting, and resolutions of the shareholders' meeting, to preserve the rights and interests of the Company and all shareholders.
2. Be responsible for managing all matters of the Company and have the authority to operate within the scope of the laws, objectives, and articles of association of the Company and according to the resolutions of the shareholders' meeting.
3. Determine the policies and direction of management, vision, mission, goals, business objectives, business strategies, business plans, and the annual budget plan of the Company and its subsidiaries, taking into account two important criteria: creating maximum benefits for the Company and being within the framework of relevant laws and regulations.
4. Supervise and monitor the performance of the management and sub-committees in accordance with policies and direction, vision, mission, goals, business objectives, business strategies, business plans, and the annual budget as determined by the Board of Directors.
5. Continuously monitor performance, financial position, and financial liquidity adequacy, as well as the ability to repay the debts of the Company and its subsidiaries in accordance with business plans and related budgets.
6. Supervise the disclosure of information to shareholders with accuracy, completeness, transparency, and reliability as required by law.
7. Ensure that the Company and its subsidiaries adopt appropriate and efficient accounting systems, including adequate and effective internal control and audit systems. The Company may engage external internal control system auditors to perform such functions in conjunction with the Company's personnel, as well as ensuring that the appropriateness of the internal control system of the Company and its subsidiaries is regularly assessed.
8. Prepare financial statements of the Company and its subsidiaries at the end of the accounting period. To present to the shareholders at the annual general meeting. for consideration and approval.
9. Prepare an annual report of the Company and be responsible for the preparation and disclosure of its consolidated financial statements to reflect the financial position and operating results of the Company and its subsidiaries over the past year and present them to the shareholders' meeting for consideration and approval.
10. Supervise and monitor the management and operations of the Company and its subsidiaries in accordance with the policies of the Company and securities laws, as well as announcements, regulations, and relevant rules of the Capital Market Supervisory Board, the Office of the Securities and Exchange Commission, and the Stock Exchange of Thailand, such as making related transactions and acquiring or selling important assets that do not contravene other laws, including providing an adequate and appropriate internal control system and an internal audit system. This shall come into force after the Company's shares are listed on the Stock Exchange of Thailand.
11. Consider and approve the principles of trade agreements with general terms of trade for entering into transactions with the Company and its subsidiaries, with directors, executives, or related persons, in order to establish a framework for the management to have the authority to carry out such transactions within the framework and scope of relevant laws and regulations for the benefit of entering into related transactions.
12. Provide a regular review and revision of important policies and plans to ensure that they are current and appropriate for business conditions.
13. Organize an annual general meeting of shareholders within four months from the end of the Company's fiscal year.
14. Consider approving the payment of interim dividends to shareholders when the Company considers that it is reasonably profitable to do so and report the dividend payment to the shareholders at the next shareholders' meeting.
15. Ensure that the management has a unit regarding investment relations responsible for communicating with each group of shareholders and other stakeholders, such as investors or analysts, appropriately.

2. Scope of Authority and Duties of the Chairman of the Board of Directors

1. Send or assign any other person to send the invitation letter to the Board of Directors' meeting and the shareholders' meeting and preside over the Board of Directors' meeting and the shareholders' meeting.
2. Have a role in controlling the meeting to be effective in accordance with the Company's articles of association by supporting and giving the opportunity for the directors to express their opinions independently.
3. Support and encourage the Board of Directors to perform their duties to the utmost extent of their authority, duties, and responsibilities and in compliance with the Good Corporate Governance Policy.
4. Monitor and supervise the operations of the Board of Directors and other sub-committees of the Company to comply with the Company's rules and regulations and achieve the objectives, policies, and plans set forth.
5. Oversee the use of strategic policies and practices by the management, including advising and supporting the management's business operations.

Details about the scope, powers, duties, and responsibilities of the Board of Directors are available in the Charter of the Board of Directors.



7.3 Information on the Sub-Committee

As of December 31, 2022, the Company has a total of six sub-committees, namely, (1) Audit Committee (2) Nomination and Remuneration (3) Executive Committee (4) Risk Management Committee (5) Credit Committee and (6) Corporate Governance and Sustainability Management Committee.

Each committee has a charter approved by the Board of Directors that outlines objectives, composition, qualifications, appointment and term of office, meetings, authorities and responsibilities, and performance evaluation. The sub-committees will consider, review and revise the charter at least once a year and present it to the Board of Directors. In this regard, sub-committees are required to report their performance to the Board of Directors regularly.

1. 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. Vilailak Laohasrisakul, C.P.A. No. 6140, of EY Office Co., Ltd. Material information, financial and non-financial, is accurately, completely, and consistently disclosed.

As of December 31, 2022, the Audit Committee consists of three independent directors as follows:

Name	Position	Position on the Board of Directors
1. Mrs. Sunanta Tiasuwan	Chairman	Independent Director
2. Mrs. Yaowanee Kruo-Ongarjnkool	Director	Independent Director
3. Mr. Keerin Chutumtid	Director	Independent Director

Appointment and tenure of the Audit Committee

- Appointment of the Audit Committee shall be made by the resolution of the Board of Directors' meeting, with sufficient details for the benefit of the Board of Directors' decision-making.
- The Audit Committee maintains the term of office according to the remaining term as a director of the Company. An audit committee member who shall be terminated upon the expiration of the term may be reappointed.
- In addition to the termination of the position according to the above tenure, the tenure of an audit committee member shall be terminated upon the following:

1. Death
 2. Resignation
 3. Not being qualified as the Company's director under relevant laws, especially the laws on public company limited as well as the Securities law and stock exchange.
 4. Not being qualified to be an auditor as specified in this charter.
 5. The Board of Directors' resolution to terminate from the post of an audit committee member.
- If the position of an audit committee member is vacant due to reasons other than retirement by rotation, the Board of Directors shall appoint an individual with full qualifications to be an audit committee member, so the number of audit committee members is at least in accordance with the rules set by SET. The replaced person by the Audit Committee can hold office only for the remaining term as a director in the Company.
 - The audit committee member wishing to resign before the end of their term must submit a resignation letter to the chairman of the Board of Directors at least 30 days in advance.

Authority and responsibilities

1. Review that the Company has accurate and adequate financial reports in accordance with the standards of financial reports by coordinating with external auditors and executives responsible for financial reports. The Audit Committee may suggest that the auditors review any items as important and necessary during the audit of the Company's accounts and subsidiaries.
2. Consider and approve the submission of the Company's quarterly financial statements to the Stock Exchange of Thailand.
3. Review the Company's internal control system and internal audit system as appropriate and effective.
4. Consider the independence of the internal audit unit, as well as approve the appointment, transfer, and dismissal of head of the Internal Audit Unit or any other agencies responsible for internal audits, including external internal control system auditors hired by the Company.
5. Review and comment on the internal audit plans and the performance of the Internal Audit Unit, as well as approve the internal audit plan and assign tasks to the internal audit staffs to support the audit committee.
6. Ensure that the Company complies with securities and stock exchange laws, requirements of the Stock Exchange of Thailand, and laws related to the Company's business.
7. Select, and propose to appoint an independent person to act as the Company's auditor and offer compensation for such persons, including attending a meeting with the auditors without the management at least once a year.
8. Review the related transactions or items that may have conflicts of interest, acquisition or disposition of the Company's assets and its subsidiaries to be accurate and complete according to the laws and relevant regulations of the Stock Exchange of Thailand and the Capital Market Supervisory Board to ensure that such transactions are reasonable and become the best interests of the Company.
9. Report the Audit Committee's performance in the Company's annual report, which shall contain information on criteria and regulations of the Stock Exchange of Thailand and be signed by the chairman of the Audit Committee.
10. Review and approve the charter of the Internal Audit Unit as appropriate once a year, including the scope of internal audits with external auditors of the internal control system hired by the Company (if any).
11. Monitor the risk management system to ensure that it is concise, appropriate, and effective for a control system, as well as sufficient for any risks of fraud.
12. To work within the scope of authority, the Audit Committee has a power to invite the management, executives, or related employees of the Company to give their opinions, attend meetings, or submit documents as they deem necessary.
13. Report the results of the Audit Committee's performance to the Board of Directors at least on a quarterly basis.
14. Report any suspected transactions or actions which may have significant impacts on the financial position and the Company's performance to the Board of Directors for improvements when the Audit Committee deems appropriate.
 1. Items that may have conflicts of interest
 2. Doubts or suspects that there may be a corruption or a fraud with a significant defect in the Company's internal control system
 3. Doubts or suspects that there may be a violation of the laws on securities and stock exchange, terms of the Stock Exchange of Thailand, or laws related to the Company's business

If the Board of Directors or the management fails to make improvements in time, the Audit Committee may report those actions to the SEC Office or the Stock Exchange of Thailand.

15. Review and update the Audit Committee Charter at least once a year and present it to the Board of Directors for approval.
16. Perform any other tasks as assigned by the Board of Directors with approval from the Audit Committee.

To perform the above duties, the Audit Committee is directly responsible to the Board of Directors and the Board of Directors remains responsible for the Company's operations to outsiders.

The Board of Directors has the power to amend and change the definition and qualifications of independent directors and the Charter of the Audit Committee in accordance with the responsibilities of the Audit Committee under the regulations of the Office of the Securities and Exchange Commission and Stock Exchange (SET), Capital Market Supervisory Board, and/or other relevant legal provisions.

2. 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, 2022, the Nomination and Remuneration Committee consists of 3 members as follows:

Name	Position	Position on the Board of Directors
1. Ms. Prapa Puranachote	Chairman	Director
2. Mr. Suriya Prasatbuntitya	Director	Chairman of the Board
3. Mr. Keerin Chutumstid	Director	Independent Director

Appointment and term of office of the Nomination Committee

- An appointment of the Nomination Committee shall be made by the resolution of the Board of Directors' meeting which has been provided with adequate information to allow them to make the decision properly. The Nomination Committee will be in the office for 3 years each term and according to the term of office of the directors (if that nomination committee member is also the company director) and those committee members who retire by rotation may be re-elected for another term.
- Apart from the retirement by rotation, the nomination committee members may retire because of the following reasons:
 1. Death
 2. Resignation
 3. To retire by the shareholders' meeting and/or the Board of Directors' meeting resolution.
 4. The court order to discharge that person from being the company's director (in case that committee member is the company's director).
- In case of vacancy of the nomination committee member due to any other reason apart from the retiring by rotation, the Board of Directors shall appoint a new nomination committee member so that it will not affect the operation of the Nomination Committee.

Authorization and responsibility

1. To nominate and elect the directors, sub-committee members and the senior management.
 - 1.1 To come up with the structure, composition and qualification of the company's directors and its subsidiaries' director and other sub-committee members.
 - 1.2 To identify the policy, qualification, criteria and process to nominate the director, sub-committee members and the senior management.
 - 1.3 To nominate, select and propose the qualified person to be appointed for the Board of Directors' consent before presenting to the shareholders' meeting for an appointment (in case of the director position) or for the Board of Directors' approval (in case of another position which is not the director).

- 1.4 To prepare the succession plan of the Managing Director for the Board of Directors' consideration as well as to ensure the succession plan for other senior management including other key positions of the company by considering from the knowledgeable and suitable person in each area, legal requirements, company's policies and regulations.
- 1.5 To screen and provide suggestions to the Board of Directors in consideration to appoint, transfer, employ and dismiss any senior management.
2. To identify the remuneration for the company's directors, sub-committee members and senior management.
 - 2.1 To specify the policy, criteria and the method to identify the remuneration structure for the directors, sub-committee members and senior management.
 - 2.2 To identify the remuneration structure of the company's directors and its subsidiary company's directors, sub-committee members and senior management in forms of monetary and non-monetary, fixed remuneration (such as regular remuneration, meeting allowance) and/or other remunerations based on the company's performance (such as bonus, pension if any) including to other allowances to be appropriated by considering from their duties, responsibilities, performance and to be in line with other company in the same business, the expected benefits from those persons and should be compliance with company's long-term strategies and goals and correspond with the value the company generates for the shareholders, but those values must not be too high so that only the short-term turnover will be focused, and to propose to the company's Board of Directors and/or the shareholders' meeting for consideration to approve (as the case may be).
 - 2.3 To identify the remuneration structure and other benefits for the employees of the company and its subsidiaries to propose to the Board of Directors for approval.
 - 2.4 To determine the performance assessment criteria and to assess the Managing Director's performance so that the suitable remuneration compatible with its duty and responsibility and corresponding with the company's turnover and to propose such to the Board of Directors for approval.
 - 2.5 To be accountable to the Board of Directors and explain answering all issues related to the remuneration of the company's directors in the shareholders' meeting.
 - 2.6 On behalf of the director, to disclose the policy and criteria to identify the remuneration structure which reflects the duty and responsibility of each person including pattern and amount of the remuneration. Therefore, the disclosed amount of remuneration will be included other remunerations each director has received for being the director of the subsidiary (if any).
3. To appoint a consultant or any independent person to provide feedback or suggestions as necessary and when deemed appropriate.
4. To ensure the operations department, executives, employees or any person related to the company or subsidiaries give comments, attend the meeting or give relevant information as needed.
5. To report the key performance of the Nomination Committee to the Board of Directors for acknowledgement regularly.
6. To determine, review and update the Nomination Committee Charter at least once a year and propose to the Board of Directors for approval.
7. To perform other duties assigned by the Board of Directors.

3. 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, 2022, the Executive Committee consists of 12 directors as follows:

Name	Position	Position on the Board of Directors
1. Mr. Somsak Amornrattanachaikul	Chairman	Director
2. Mr. Somchai Amornrattanachaikul	Director	Director
3. Mr. Suriya Prasatbuntitya	Director	Chairman of the Board
4. Mr. Somchai Kuvijitsuwan	Director	-
5. Ms. Prapa Puranachote	Director	Director
6. Mr. Hendrikus Van Westendorp	Director	-
7. Mr. Akamon Prasoppolsujarit	Director	-

Name	Position	Position on the Board of Directors
8. Mr. Aekarat Punnasung	Director	-
9. Mrs. Suree Jansawat	Director	Director
10. Mr. Nattharath Puangsuda	Director	-
11. Ms. Sirirat Wongmathawee	Director	-
12. Mrs. Somporn Sanguanngoen	Director	-

Appointment and tenure of the Executive Committee

- Appointment of the Executive Committee shall be made by the resolution of the Board of Directors' meeting, with sufficient details for the benefit of the Board of Directors' decision-making. The Executive Committee has a term of 3 years in accordance with the term of the Company's directors (in case that an executive committee member also holds a position as a director in the Company's Board of Directors). Upon the expiration of the term, there must be a re-nomination as the Executive Committee.
- In addition to the termination of the post according to the above term, an executive committee member may retire from the office upon:
 1. Death
 2. Resignation
 3. To retire by the shareholders' meeting and/or the Board of Directors' Meeting resolution
 4. The court order to discharge that person from being the company's director (in case that committee member is the company's directors)
- In case that the position of an executive committee member becomes vacant for reasons other than the expiration of the term, the Board of Directors shall appoint a new executive committee member in order not to affect the performance of the Executive Committee.

Authority and responsibilities

1. Operate and manage the Company's operations and subsidiaries in accordance with the objectives, regulations, policies, rules, regulations, orders, and resolutions of the Board of Directors' meeting and/or the shareholders' meeting.
2. Consider and formulate policies, directions, business strategies, goals and action plans, financial goals, budgets, human resource management, investment of expansion, public relations of the Company and subsidiaries, and oversee the operations of the appointed working group to achieve its goals by considering business factors as appropriate and no conflicts with the policy framework or guidelines set by the Board of Directors (if any) for approval by the Board of Directors.
In case the Board of Directors has already determined the operational guidelines and the information presented to the Board of Directors is changed, the Executive Committee must review the implementation of the approved budget as appropriate for the situation with no conflicts with the Delegation of Authority.
3. Monitor, oversee, and follow on the Company's business operations and subsidiaries to comply with the policy, business strategy goals, action plans, financial goals, and the Company's budget and subsidiaries approved by the Board of Directors to be efficient and effective according to business conditions and ready to provide management advice to senior management.
4. Study the possibility for investment in new projects and have power to consider and approve the Company and its subsidiaries' investment or joint-investment with individuals, juristic persons, or other business organizations in the form that the Executive Committee deems appropriate to carry out business operations according to the Company's objectives and subsidiaries before presenting to the Board of Directors' meeting for further consideration and approval.
5. Consider and approve the implementation of budget for investment or joint-investment venture, legal contract and/or any actions related to the said investment or joint-investment until the completion of specified amount with no conflicts to the Delegation of Authority and/or relevant laws and regulations and/or in compliance with the Company's regulations and subsidiaries.
6. Follow-up on the performance and progress of the investment projects of each business and report the results, including problems or obstacles that arise as well as guidelines for improvement to the Board of Directors.
7. Consider and give suggestions or opinions to the Board of Directors regarding any projects, proposal or transactions related to the Company's business operations and subsidiaries, including alternatives for funding when necessary, and present to the Board of Directors to act in accordance with relevant laws and regulations or the Company's rules for the consideration and approval from the shareholders' meeting and/or the Board of Directors.

8. Consider and approve financial transactions with financial institutions for account opening, borrowing, applying for loans, pledges, mortgages, guarantees and others, including the purchase and registration of any land ownership according to the objectives for the benefit of the Company's operations and subsidiaries, as well as making legal contracts, submitting an application, making an offer, contacting government agencies to obtain the rights of the Company and its subsidiaries and/or any actions related to such issues until the completion of the amount specified in the Delegation of Authority for approval by the Board of Directors and/or relevant laws and regulations. However, the Board of Directors remains with the power for consideration and approval of financial transactions with financial institutions towards account opening, if necessary.
9. Consider and approve the rules, regulations, guidelines for management policies and the Company's business operations and subsidiaries or any actions binding on the Company and its subsidiaries according to the amount specified in the Delegation of Authority and approved by the Board of Directors.
10. Have a consultant or an independent person to provide opinions or advice as necessary and appropriate.
11. Engage the management, executives, employees, or any related person of the Company or its subsidiaries to give opinions, attend the meeting, or provide relevant information as necessary.
12. Report the performance of the Executive Committee to the Board of Directors.
13. Consider, review, and update the Executive Committee Charter at least once a year and present it to the Board of Directors for approval.
14. Perform any other tasks as assigned by the Board of Directors.
15. Appoint and/or assign one or more persons to take any actions within the jurisdiction of the Executive Committee as the Executive Committee deems appropriate within the proper period. The Executive Committee may cancel, revoke, or amend the authorized persons for those powers as deemed appropriate.

In this regard, the delegation of powers, duties, and responsibilities of the Executive Committee must not be in the nature of an authorization or sub-authorization causing the Executive Committee and/or persons authorized by the Executive Committee Board to consider and approve the transactions in which they may have conflicts of interest (according to the definitions announced by the Securities and Exchange Commission and/or the Capital Market Supervisory Board and/or the Stock Exchange of Thailand and/or related agencies) or may benefit in any way. There may be conflicts of interest for any other benefits to the Company or subsidiaries, except for the approval of items that shall comply with the policies and criteria in the shareholders' meeting or considered and approved by the Board of Directors of the transactions in accordance with normal business and trading conditions according to the Notification of the Securities and Exchange Commission and the Stock Exchange and/or the announcement of the Capital Market Supervisory Board and/or the Stock Exchange of Thailand and/or related agencies.

Authority and responsibilities of the chairman of Executive Committee

1. Control the meetings to be effective and in compliance with the Company's regulations by supporting and enhancing the executive directors for an opportunity to express their opinions independently.
2. Support and encourage the Executive Committee to perform their duties up to the best of their ability according to the jurisdiction responsibility and the good corporate governance policy.
3. Monitor, control, and follow the operations of the Executive Committee and other sub-committees of the Company to comply with the Company's rules and regulations towards the achievement of established objectives, policies, and plans.
4. Oversee the implementation of policies and strategic operational guidelines of the management, while providing advice and support business operations of the management.

4. 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, 2022, the Risk Management Committee consists of 10 members as follows:

Name	Position	Position on the Board of Directors
1. Mr. Suriya Prasatbuntitya	Chairman	Chairman of the Board
2. Mr. Keerin Chutumstid	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 and term of office of the Risk Management Committee

- An appointment to the Risk Management Committee shall be made by the resolution of the Board of Directors' meeting which has been provided with adequate information to allow them to make the decision properly. The Risk Management Committee will be in office for 3 years each term and according to the term of office of the Directors (if that Risk Management Committee member is also the company director) and those committee members who retire by rotation may be re-elected for another term.
- Apart from the retirement by rotation, the Risk Management Committee members may retire because of the following reasons:
 - Death
 - Resignation
 - To retire by the shareholders' meeting and/or the Board of Directors meeting resolution.
 - A court order to discharge that person from being the company's director (in case the committee member is the company's director also).
- In case of vacancy of a Risk Management Committee member due to other reasons apart from the retiring by rotation, the Board of Directors shall appoint a new member of the Risk Management Committee so that it will not affect the operation of the Risk Management Committee.

Authorization and responsibility

- To identify the overall risk management policy framework and guideline for the Company and the subsidiary as well as to identify the risk issues, risk factors, measurement, index and responsible person.
- To establish the risk management policy in managing the overall risks and to be used as the risk management process framework for everyone in the organization so they will act in the same direction, then, propose such to the Board of Directors for consideration.
- To ensure the effective and proper business risk management policy for the company as well as preparing the Risk Management Committee's report to be submitted to the Board of Directors' meeting as deemed necessary or upon request.
- To review the risk management report to follow up the significant risk assessment issues, impact and risk opportunity in order to prioritize the risks with a proper action plan to tackle such risks and take action to ensure there is proper and adequate risk management in our company and the subsidiary.

5. To define the risk management strategy to comply with the business risk management policy which has been approved by the Board of Directors' meeting as well as to analyze, assess and follow up the activities under the defined business risk management policy.
6. To oversee the activities under the risk management policy and framework continuously to ensure an effective and appropriate risk management system implementation throughout the company and its subsidiary and followed continuously.
7. To provide suggestions for the corrective action plans to the Board of Directors or Management to make everything in compliance with the policy and strategy defined by the Board of Directors.
8. To recruit a consultant or an independent person to provide comments or advice when deemed necessary and suitable.
9. To ensure the operations department, executives, employees or any person related to the company or the subsidiaries give comments, attend the meeting or give relevant information as needed.
10. To report the key performance of the Risk Management Committee for the Board of Directors' consent and report about the risks and key risk management to the Board of Directors regularly.
11. To determine, review and update the Risk Management Committee Charter at least once a year and propose to the Board of Directors for approval.
12. To perform other duties assigned by the Board of Directors.

5. 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, 2022, the Credit and Acceleration Committee consists of 6 members as follows:

Name	Position	Position on the Board of Directors
1. Mr. Suriya Prasatbuntitya	Chairman	Chairman of the Board
2. Mr. Akamon Prasoppolsujarit	Director	-
3. Mr. Aekarat Punnasung	Director	Director
4. Mrs. Suree Jansawat	Director	Director
5. Mr. Suthep Putippayawongsa	Director	-
6. Mr. Nattharath Puangsuda	Director	-

Appointment and tenure of the Credit Committee

- Appointment of the Credit Committee must be done by the resolution of the Board of Directors' meeting, with sufficient details for the benefits of the Board of Directors' decision-making. The Credit Committee's term of office is 3 years in accordance with the term of office of the Company's directors (in case the credit committee member also serves as directors of the Company). Upon expiration of the term, there must be a re-nomination of a credit committee member.
- In addition to the termination of the post according to the above terms, a credit committee member may retire when:
 1. Death
 2. Resignation
 3. To retire by the shareholders' meeting and/or the Board of Directors' Meeting resolution
 4. The court order to discharge that person from being the company's director (incase that committee member is the company's directors)
- If the position of a credit committee member becomes vacant for reasons other than the expiration of the term, the Board of Directors shall appoint a new credit committee member in order not to affect the performance of the Credit Committee.

Authority and responsibilities

1. Consider and determine the relevant policies and guidelines of the Company and its subsidiaries to open new clients, give credit limits, manage debtors, resolve outstanding debts, and collect debts to present to the Board of Directors for approval.
2. Monitor and oversee the compliance with relevant policies and guidelines in opening new clients, giving credit limit, managing debtors, resolving the outstanding debts, and collecting debts continuously and efficiently, including the considerations of relevant announcements, regulations or orders.
3. Consider and approve debt reduction, credit limits, and debt ceiling control according to the framework set by the Board of Directors.
4. Give suggestions on issues that need to be improved to the Board of Directors, in line with the policies and strategies set by the Board of Directors.
5. Review the receivable data on a monthly basis and report to the Board of Directors.
6. Seek a consultant or an independent person to provide opinions or advice as necessary and appropriate.
7. Engage the management, executives, employees, or any related persons of the Company or its subsidiaries to give opinions, attend the meeting, or provide relevant information as necessary.
8. Report on key performance of the Credit Committee to the Board of Directors for approval.
9. Consider, review, and update the Credit Committee Charter at least once a year and present to the Board of Directors for approval.
10. Perform any other tasks as assigned by the Board of Directors.

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, 2022, the Corporate Governance and Sustainability Management Committee consists of 8 members as follows:

Name	Position	Position on the Board of Directors
1. Mr. Suriya Prasatbuntitya	Chairman	Chairman of the Board
2. Mr. Akamon Prasoppolsujarit	Director	-
3. Mr. Aekarat Punnasung	Director	Director
4. Mrs. Suree Jansawat	Director	Director
5. Mr. Nattharath Puangsuda	Director	-
6. Ms. Varanratch Assanupong	Director	-
7. Mr. Kittit Treeprapaporn	Director	-
8. Ms. Wijitra Thiangtham	Director	-

Appointment and term of office of the Corporate Governance Committee

- An appointment of the Corporate Governance Committee shall be made by the resolution of the Board of Directors' meeting which has been provided with adequate information to allow them to make the decision properly. The Corporate Governance Committee will be in the office for 3 years each term and according to the term of office of the directors (if that Corporate Governance Committee member is the company director also) and those committee members who retire by rotation may be re-elected for another term.

- Apart from the retirement by rotation, the Corporate Governance Committee members may retire because of the following reasons:
 1. Death
 2. Resignation
 3. To retire by the resolution of the shareholders' meeting and/or the Board of Directors meeting.
 4. The court order to discharge that person from being the company's director (in case that person is the company's director).
- In case of vacancy of a Corporate Governance Committee member due to other reasons apart from the retiring by rotation, the Board of Directors shall appoint a new committee member of the Corporate Governance Committee without any effect on the operation of the Corporate Governance Committee.

Authorization and responsibility

1. To identify the good corporate governance policy for the company to comply with the good corporate governance principle of the listed company regulated by the Stock Exchange of Thailand and the Securities and Exchange Commission, Thailand. To identify code of business ethics, sustainability management policy and corporate social responsibility policy for the company and its subsidiary to be proposed to the Board of Directors and consideration for the announcement, procedures or any related instruction to fulfil the targets, objectives and working plans efficiently.
2. To study and specify the principle and key practices of the good corporate governance policy, code of business ethics, social responsibility policy and sustainability management policy to be compatible with the operations of the company and its subsidiary and/or any international practice.
3. To ensure the good corporate governance policy, code of business ethics, social responsibility policy and sustainability management policy are implemented objectively.
4. To follow up and ensure the implementation of the operating plan according to the sustainability management policy.
5. To provide comments, suggestions and give consent for the sustainability management operating plan of the company and its subsidiary.



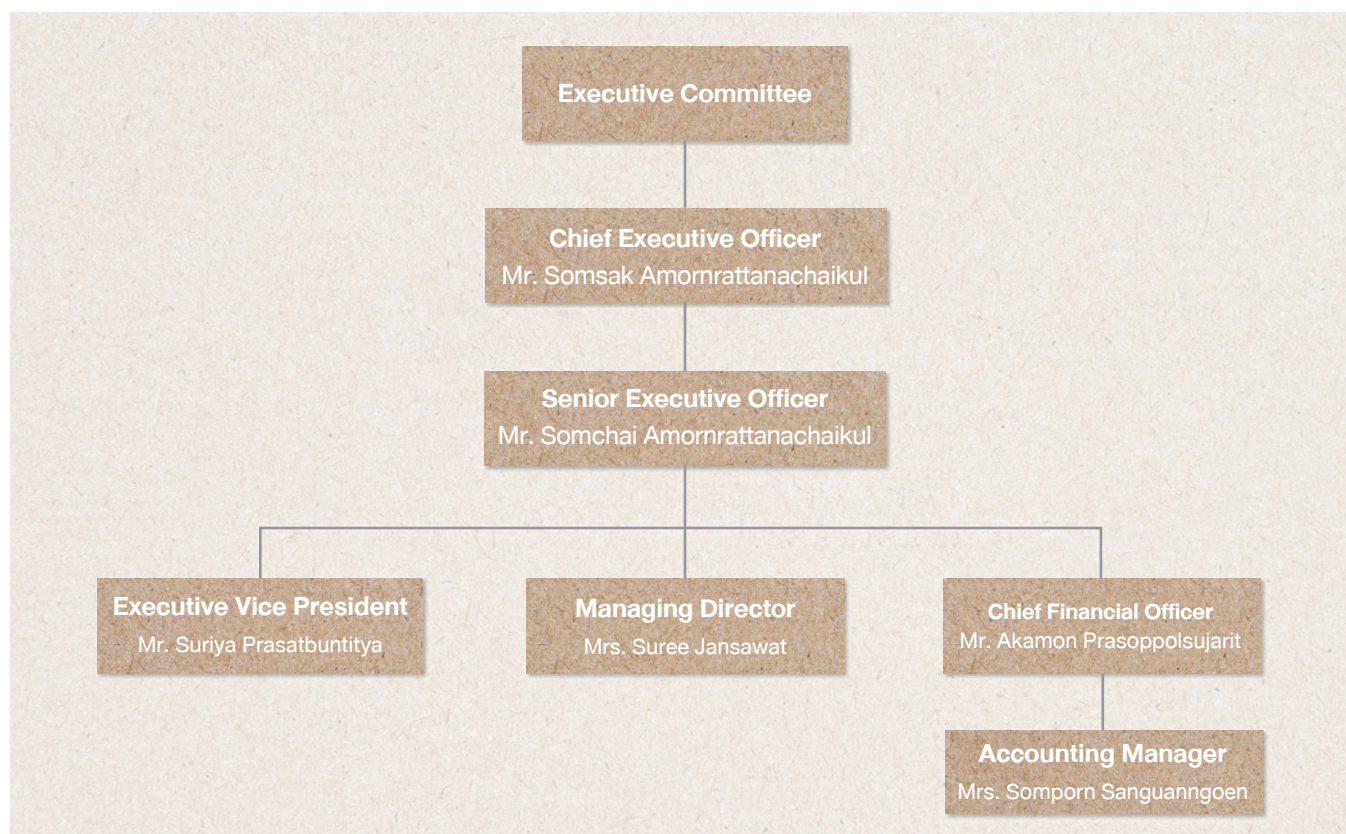
6. To provide recommendations to the Board of Directors and management about good corporate governance, code of business ethics, sustainability management policy and social responsibility policy.
7. To recruit the consultant or any independent person who will provide comments or recommendations as needed and deemed appropriate.
8. To ensure the operations department, executives, employees or any person related to the company or the subsidiary give comments, attend the meeting or give relevant information as needed.
9. To report the key performance of the Corporate Governance Committee to the Board of Directors for consent.
10. To determine, review and update the Corporate Governance Committee Charter at least once a year and propose to the Board of Directors for approval.
11. To perform other duties assigned by the Board of Directors.

7.4 Management

7.4.1 Management Team Member as of December 31, 2022

No.	Name	Position
1	Mr. Somsak Amornrattanachaikul	Chief Executive Officer
2	Mr. Somchai Amornrattanachaikul	Senior Executive Officer
3	Mr. Suriya Prasatbuntitya	Executive Vice President
4	Mr. Akamon Prasoppolsujarit	Chief Financial Officer
5	Mrs. Suree Jansawat	Managing Director

The Executives Structure as defined by the Securities and Exchange Commission (SEC), whereby the President and the first four executive positions following the President (1st to 4th rank) are as follows:



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 5 executives according to the SEC definition, according to their position, are as follows:

Total Management Remuneration as defined by the Securities and Exchange Commission (SEC) (5 persons) in 2022

Unit: THB

Remuneration	Person	Amount
Salary	5	15,916,980
Bonus	5	6,738,781
Total		22,655,761

7.4.3 The total of remuneration for directors and executives.

The company determines the remuneration of executives at an appropriate level and in line with the company's remuneration criteria and policy. considering the role Obligations and Responsibilities Relevant work experience company performance economic conditions which can be comparable to the practice in the same industry. The remuneration of the Company's executives will be in accordance with criteria and policies considered and approved by the Nomination and Remuneration Committee and the Board of Directors.

Salary and Wages

Executive Compensation (Not including remuneration received by executives from being a director and excluding accounting managers who are not at the same level as all fourth executives) consisting of salaries and bonuses as follows:

list	As of December 31, 2021	As of December 31, 2022
Persons	4	4
Compensation (million bath)	17,315,000	18,260,000

Other compensation

The company has paid other remuneration to executives. It consists of a provident fund and contributions to the social security fund in the part of the employer, totaling 132,000 Baht and 16,050 Baht for the fiscal year ended December 31, 2022, respectively. In addition, the Company has paid other non-monetary remuneration to executives, such as annual health check-ups, insurance. Group car and/or driver vehicle subsidy rate and allowance.

7.5 Employees

Manpower of the company and its subsidiaries as of December 31, 2022 are as follows:

Unit: Person

Company	Monthly Employee						Daily Employee					
	2020		2021		2022		2020		2021		2022	
	Male	Female	Male	Female	Male	Female	Male	Female	Male	Female	Male	Female
Asian Sea Corporation Public Company Limited	92	171	96	141	94	139	149	538	147	497	154	468
Asian Seafoods Coldstorage (Suratthani) Co., Ltd.	68	116	63	115	62	114	176	357	195	387	191	406
Asian Alliance International Public Company Limited	147	56	117	57	103	41	37	2	14	1	4	1
Asian Feed Co., Ltd.	209	305	231	347	251	369	1,148	1,636	1,367	1,937	1,619	2,397
Asian Pets Care Corporation Co., Ltd.	6	7	9	9	8	9	-	-	-	-	-	-
Thaiya Corporation (Shanghai) Co.,Ltd	5	4	24	10	10	8	-	-	-	-	-	-
Total	527	659	540	679	528	680	1,510	2,533	1,723	2,822	1,968	3,272

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

Unit: Million Baht

Company	Monthly Employee			Daily Employee		
	2020	2021	2022	2020	2021	2022
Asian Sea Corporation Public Company Limited	90.00	94.06	90.50	98.75	92.12	82.86
Asian Seafoods Coldstorage (Suratthani) Co., Ltd.	47.37	47.94	50.35	75.22	70.8	77.90
Asian Alliance International Public Company Limited	151.19	175.69	198.47	395.11	468.10	546.34
Asian Feed Co., Ltd.	63.45	58.31	38.05	4.45	2.19	1.01
Asian Pets Care Corporation Co., Ltd.	9.91	13.46	13.95	-	-	-
Thaiya Corporation (Shanghai) Co., Ltd.	9.19	14.99	18.69	-	-	-
Total	371.10	404.45	410.01	573.53	633.28	708.12

Provident Fund

As of December 31, 2022, employees have joined the provident fund as follows:

Unit: Person

Company	Monthly employee		
	2020	2021	2022
Asian Sea Corporation Public Company Limited	138	126	115
Asian Seafoods Coldstorage (Suratthani) Co. Ltd.	172	175	170
Asian Alliance International Public Company Limited	354	401	447
Asian Feed Co., Ltd.	152	132	106
Asian Pets Care Corporation Co., Ltd.	2	15	10
Thaiya Corporation (Shanghai) Co., Ltd.	-	-	-
Total	818	849	848

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 of Human Resource Management Policy, Please visit:



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 Ms. 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

8. Report on Key Performance of Corporate Governance

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

The Board of Directors and the Corporate Governance and Sustainability Management Committee have established a policy framework and guidelines for the development of corporate governance and corporate social responsibility, which are in line with the principles of good corporate governance for listed companies in 2017 (CG Code) of the Office of the Securities and Exchange Commission ("SEC"), as well as monitoring and supervising the implementation under the good corporate governance policy, business ethics, social responsibility policy, and sustainability management policy to have a tangible practical effect, including formulating policies and visions, missions, goals, operational objectives, business strategies, and sustainability strategies, to ensure that the organization can grow sustainably and successfully in accordance with the Company's goals and vision, as well as responding effectively to the expectations of all groups of stakeholders.

8.1.1 Nominating, developing, and evaluating the performance of the duties of the Board of Directors.

The Company establishes the Nomination and Remuneration Committee ("Nomination Committee") to consider and determine the criteria and forms for the nomination and selection of qualified persons to serve as directors, subcommittees, and senior executives, as well as the forms and criteria for the remuneration of directors, subcommittees, and senior executives, to propose their opinions to the Board of Directors and/or to the shareholders' meeting for further approval (as the case may be), including determining the framework and structure of remuneration and other benefits of employees of the Company and its subsidiaries.

1. Selection Independent Directors

The Board of Directors will jointly consider the qualifications of persons worthy of being appointed as independent directors of the Company. Such persons must have qualifications and not have prohibited characteristics according to the Public Limited Companies Act, B.E. 2535 (1992) (including amendments), the Securities and Exchange Act, B.E. 2535 (1992) (including amendments) ("the Securities and Exchange Act"), and announcements of the Capital Market Supervisory Board, including related announcements, regulations, and/or rules. The Board of Directors will consider the selection of independent directors from qualified persons with knowledge, competence, work experience, and suitability for other aspects of the organization.

The Company has a policy to appoint independent directors who represent not less than one-third of the total number of directors and not less than three independent directors. As of December 31, 2022, the Board of Directors consists of eight directors. There are three independent directors, not less than one-third of the total number of directors. All three independent directors are qualified according to relevant laws and regulations.

2. Nomination of Directors and Senior Executives

As of December 31, 2022, the Company had a total of eight directors, consisting of three independent directors, one non-executive director, and four executive directors. They are the executives according to the definition in the Notification of the Securities and Exchange Commission, No. Kor Jor. 17/2008 on the Determination of Definition in the Notification of the Issuing and Offering of Securities (including amendments), except that the Chief Financial Officer has not been appointed as a director and the Chief Executive Officer serves as the top executive officer.

In 2022, the Nomination and Remuneration Committee selected the appropriate candidates and appointed new directors to replace the retired directors due to the end of the office term at the Annual General Meeting of Shareholders, consisting of three persons as follows:

- | | | |
|-----------------|--------------|---|
| 1. Mrs. Suree | Jansawat | is a Director of the Company. |
| 2. Mrs. Sunanta | Tiasuwan | is an Independent Director and Chairman of the Audit Committee. |
| 3. Mr. Somboon | Phaobanchong | is an Independent Director and Member of the Audit Committee. |

The Company gave shareholders the opportunity to propose the names of persons to be considered for election as directors at the 2022 Annual General Meeting of Shareholders in advance through the Company's website and the news system of the Stock Exchange of Thailand. However, no nomination was made for the Company. Therefore, the Nomination and Remuneration Committee implemented the nomination process by considering and screening according to the composition of the Board of Directors (Skill Matrix), consisting of qualifications, knowledge, abilities, experience, and expertise as appropriate that will be most beneficial to the Company's operations.

However, since Mr. Somboon Phaobanchong passed away on March 17, 2022, the Nomination and Remuneration Committee recruited new directors and deemed it appropriate for the Board of Directors to propose to the shareholders' meeting to consider re-electing two directors who are due to retire by rotation for another term and nominating one external qualified person to be a new director, namely Mr. Keerin Chutumstid, who will serve as the replacement of Mr. Somboon Phaobanchong. Mr. Keerin Chutumstid is an executive with experience in business management both as a limited company and a public company limited. He has an understanding of the principles of good corporate governance, management, accounting principles, and familiarity with the regulations of listed companies on the Stock Exchange of Thailand, with his experience in industrial business, the Board of Directors sees that he will be able to give useful opinions on the development of the Group's business

3. Training and Development of Directors

The Nomination and Remuneration Committee resolved to propose to the Board of Directors' meeting that it approves the training plan for directors and senior executives of the Company and conducted the training as follows:

No.	Name - Surname	Course	Institution
1	Mr. Suriya Prasatbuntitya	RCP = ROLE OF THE CHAIRMAN PROGRAM	Thai Institute of Directors Association (IOD)
2	Mr. Akamon Prasoppolsujarit	SFE = SUCCESSFUL FORMULATION & EXECUTION OF STRATEGY	Thai Institute of Directors Association (IOD)
3	Ms. Sirirat Wongmathawee	CGE = CORPORATE GOVERNANCE FOR EXECUTIVES	Thai Institute of Directors Association (IOD)
4	Mr. Nattharath Puangsuda	BRP = BOARD REPORTING PROGRAM CRP = COMPANY REPORTING PROGRAM	Thai Institute of Directors Association (IOD)

In addition, the Company recognizes the importance of the performance of the duties of new directors; therefore, the orientation is set to introduce an overview of the Company and its subsidiaries and to have an understanding of business relationships and shareholding structures. Moreover, important information necessary for the performance of the duties of directors, such as management structure, company regulations, company objectives, corporate governance policies, business ethics, relevant laws, operating results, and the development of the company, is provided to the directors. In 2022, there was one new director.

4. Self-assessment of the Board of Directors

In order to comply with the good corporate governance policy, the Company requires the Board of Directors, sub-committees, the Chief Executive Officer, and the Chief Financial Officer to conduct a self-assessment and summarize the results by individual and by group once a year. There is a prototype of the self-assessment form for the Board of Directors of the Stock Exchange of Thailand. The Company Secretary will send the assessment form and compile it to prepare a summary report for the Board of Directors' meeting to be used as a framework for monitoring the performance and finding ways to improve the Board of Directors regularly.

8.1.2 Meeting Attendance and Payment of Individual Board of Director's Remuneration

Meetings of the Board of Directors

The Company has scheduled the Board of Directors' meeting in advance throughout the year. In 2022, the Board of Directors' meeting is scheduled at least once a quarter. There may be additional special meetings as appropriate. The Company Secretary will send the invitation letter, agenda, and supporting documents with the necessary content and sufficient to make a decision to each director 7 days in advance of the meeting. They are sent through electronic media, such as email and the LINE application, to give the directors enough time to consider the agenda before the meeting, reduce the process and delivery time of the agenda, and reduce the use of paper in large numbers. This makes the work of the laborers fast and efficient.

Each meeting will be recorded. The recording of the minutes of the meeting will consist of written comments and remarks, and the minutes of the meeting approved by the Board of Directors will be kept for review by the directors and related persons. Each the Board meeting takes about 3–5 hours.

In 2022, there were seven meetings: four regular meetings and three extraordinary meetings. The first extraordinary meeting took place on April 21, 2022, which had the agenda for approving the following matters:

1. Considered and approved the securities offering information statement form (Form 69-1) and draft prospectus and assigned the authority to consider and implement amendments to the text in the securities offering information statement form and draft prospectus.
2. Considered and approved the delegation of authority to the financial advisor to appoint a sub-authorized person to process the filing of the securities offering information statement form and draft prospectus, including documents related to the offering of existing ordinary shares in Asian Alliance International Public Company Limited ("AAI") held by the Company in part to the general public and any other related actions.
3. Considered and approved the authorization of relevant persons for the public offering of ordinary shares in AAI partially held by the Company to the general public and listed AAI's ordinary shares on the Stock Exchange of Thailand by authorizing Mr. Somchai Amornrattanachaikul or a person assigned by Mr. Somchai Amornrattanachaikul to carry out related actions in order to offer certain shares of AAI partially held by the Company to the general public and to successfully list their shares in the Stock Exchange of Thailand.
4. Considered the election of directors to replace those who must retire by rotation. At the 2022 Annual General Meeting of Shareholders, the Company had three directors who must retire by rotation, including Mrs. Suree Jansawat, Mrs. Sunanta Tiasuwan, and Mr. Somboon Phaobanchong. The Board of Directors and the Nomination and Remuneration Committee considered that the three directors should be re-elected for another term. However, since Mr. Somboon Phaobanchong passed away on March 17, 2022, it was not possible to appoint another director. Therefore, the Nomination and Remuneration Committee considered an external qualified person to be a director by replacing the vacant directorship of Mr. Somboon Phaobanchong. Therefore, it was proposed that Mr. Keerin Chutumstid replace him.

For the second special agenda on April 29, 2022, there was an acknowledgment of the determination of the qualifications of existing shareholders of the Company. who are entitled to receive the allocation of newly issued ordinary shares of AAI (Pre-Emptive Rights) and not granting the right to oversubscribe (No Oversubscription) and consider approving the determination of September 19, 2022 as the record date for the list of shareholders Company's shares who are entitled to receive the allocation of newly issued ordinary shares of AAI that are offered to the general public for the first time (Record Date) and determine the method for calculating the exercise ratio of the Company's shareholders. who are entitled to receive the allocation of newly issued ordinary shares of AAI (Pre-Emptive Ratio), including considering the appointment of a new managing director in place of the former director who resigned and consider approving the additional investment budget of Asian Feed Co., Ltd.

For the third extraordinary meeting on December 17, 2022, the special agenda was to define, approve, and review the Company's vision and missions, directions, business strategies, and budget plan for the year 2023. The Board of Directors and executives participated in the review of the vision and missions and approved the directions, business strategies, and budget plan to be used as a framework and guideline for the subsidiaries to use.

The meeting summary is detailed below.

No.	Namelist	Position	The Audit committee A total of 4 times	Company's Board of Directors A total of 7 times	The Executive Committee A total of 12 times	Nomination and Remuneration Committee A total of 4 times	Risk Management Committee A total of 6 times	The Credit committee A total of 12 times	The Corporate Governance and Sustainability Management Committee A total of 4 times	General Meeting of Shareholders A total of 1 times
1	Mrs. Sunanta Tiasuwan	Independent Director/ Chairman of the Audit Committee	4/4	7/7	-	-	-	-	-	1/1
2	Mrs. Yaowanee Kruo Ongarjnukool	Independent Director/ Audit Committee Member	4/4	7/7	-	-	-	-	-	1/1
3	Mr. Keerin Chutumstid ¹	Independent Director/ Audit Committee Member	3/4	5/7	-	2/4	4/6	-	-	-
4	Mr. Suriya Prasatbuntitya	Director	-	7/7	12/12	4/4	6/6	12/12	4/4	1/1
5	Mr. Somsak Amornrattanachaikul	Director	-	7/7	10/12 ²	-	-	-	-	1/1
6	Mr. Somchai Amornrattanachaikul	Director	-	7/7	12/12	-	-	-	-	1/1
7	Mrs. Suree Chansawat	Director	-	7/7	11/12 ³	-	-	12/12	4/4	1/1
8	Ms. Prapa Puranachote	Director	-	7/7	10/12 ⁴	4/4	-	-	-	1/1

Notes

¹ Mr. Keerin Chutumstid was appointed to the Board of Directors to replace the vacant position of Mr. Somboon Phaobanchong by the Annual General Meeting of Shareholders No. 1/2022 on April 22, 2022.

² Mr. Somsak Amornrattanachaikul did not attend the Executive Committee Meetings No. 2/2022 and No. 7/2022 due to other engagements.

³ Mrs. Suree Chansawat did not attend the Executive Committee Meeting No. 5/2022 due to other engagements.

⁴ Ms. Prapa Puranachote did not attend the Executive Committee Meetings No. 8/2022 and No. 9/2022 due to other engagements.

Remuneration Payment for Directors

1. Monetary Remuneration

The 2022 Annual General Meeting of Shareholders on April 22, 2022, resolved to approve the remuneration of directors and subcommittees for the year 2022, consisting of monthly remuneration and meeting allowance. The details are as follows:

Position	Monthly Remuneration (baht/month)	Meeting allowance (baht/time)
Directors		
President	-	25,000
Director	-	15,000
Audit Committee Member		
President	15,000	25,000
Director	10,000	15,000
Executive Director		
President	-	25,000
Director	-	15,000
Risk Management Committee Member		
President	-	25,000

Position	Monthly Remuneration (baht/month)	Meeting allowance (baht/time)
Director	-	15,000
The Nomination and Remuneration Committee Member		
President	-	25,000
Director	-	15,000
Corporate Governance and Sustainability Management Committee Member		
President	-	25,000
Director	-	15,000
Credit Committee Member		
President	-	25,000
Director	-	15,000

Remarks ¹ The directors' meeting allowance is paid to non-executive directors/consultants/employees of the Company and its subsidiaries.

The remuneration details of the Board of Directors for 2022 are as follows:

			Meeting allowance					
No.	Name list	Position	Audit Committee A total of 4 times (Total amount in December)	Board of Directors A total of 7 times	Nomination and Remuneration Committee A total of 4 times	Risk Management Committee A total of 6 times	General Meeting of Shareholders A total of 1 time	Monthly Remuneration
1	Mrs. Sunanta Tiasuwan	Independent Director/ Chairman of the Audit Committee	100,000	105,000	-	15,000	25,000	180,000
2	Mrs. Yaowanee Kruo-Ongarjrukool	Independent Director/ Audit Committee Member	60,000	105,000	-	15,000	15,000	120,000
3	Mr. Keerin Chutumstid	Independent Director/ Audit Committee Member	45,000	75,000	30,000	60,000	-	80,000
4	Mr. Somboon Phaobanchong	Independent Director/ Audit Committee Member	15,000	15,000	15,000	30,000	-	30,000
5	Mr. Suriya Prasatbuntitya		-	-	-	-	-	-
6	Mr. Somsak Amornrattanachaikul		-	-	-	-	-	-
7	Mr. Somchai Amornrattanachaikul		-	-	-	-	-	-
8	Mrs. Suree Chansawat		-	-	-	-	-	-
9	Ms. Prapa Puranachote		-	-	-	-	-	-
		Total paid remuneration	220,000	300,000	45,000	120,000	40,000	410,000

Notes

¹ Mr. Keerin Chutumstid was appointed to the Board of Directors to replace the vacant position of Mr. Somboon Phaobanchong by the Annual General Meeting of Shareholders No. 1/2022 on April 22, 2022. Therefore, the Board of Directors receives monthly compensation starting in May.

If the 2023 Annual General Meeting of Shareholders approves the Audit Committee Bonus for the year 2022, the Chairman of the Audit Committee will be paid in the amount of 180,000 baht, and the two Audit Committee members will be paid in the amount of 240,000 baht, for a total of 420,000 baht

2. Other compensation

The Annual General Meeting of ASIAN Shareholders No. 1/2022 on April 22, 2022, resolved to approve the allocation of shares of Asian Alliance International Public Company Limited for an initial public offering (IPO) to directors, executives, and/or employees of the Company and/or its subsidiaries. The offering price to directors, executives and/or employees of the Company and/or its subsidiaries is equal to the initial public offering price ("IPO Price") of the Company's ordinary shares, which are offered together with the IPO shares. The allocated directors must not be persons who are allocated as directors of Asian Alliance International Public Company Limited. The list of directors who have been allocated ordinary shares and the number of shares allocated above are as follows:

No.	Name list	Position	Total number of ordinary shares allocated (shares)
1	Mr. Somchai Amornrattanachai	Director/Senior Executive Director, Asian Sea Corporation Public Company Limited and Subsidiaries	500,000
2	Mrs. Suree Chansawat	Director/Executive Director/Member of the Credit and Accelerated Liability Committee/Member of the Corporate Governance and Sustainability Management Committee, Asian Sea Corporation Public Company Limited Managing Director, Asian Seafood Cold Storage (Surat Thani) Co., Ltd.	500,000
3	Mrs. Sunanta Tiasuwan	Chairman of the Independent Director/Member of the Audit Committee, Asian Sea Corporation Public Company Limited	400,000
4	Mrs. Yaowanee Kruo-Ongarjnuakool	Independent Director/Member of Audit Committee, Asian Sea Corporation Public Company Limited	400,000
5	Mr. Keerin Chutumstid	Independent Director/Member of Audit Committee, Asian Sea Corporation Public Company Limited	400,000
Total			2,200,000

Additionally, no additional ordinary shares for positions other than those of directors shall be allotted to employees or directors who occupy executive roles.

8.1.3 Supervision of Subsidiaries and Associated Companies

The Company has established a policy for the supervision and management of subsidiaries and associated companies with the objective of establishing direct and indirect measures and mechanisms to enable the Company to supervise and manage the activities of subsidiaries and associated companies, as well as monitoring their compliance with measures and mechanisms as prescribed as if they were its own agencies, and in accordance with the Company's policies, including public company law, the civil and commercial code, securities law, and related laws, as well as relevant announcements, regulations, and rules of the Capital Market Supervisory Board, the Securities and Exchange Commission, and the Stock Exchange of Thailand, in order to maintain the interests of the Company's investments in such subsidiaries and associated companies.

Details of the investment policy and supervision of operations in subsidiaries and associated companies can be read at



8.1.4 Monitoring compliance with corporate governance policies and practices

The Company recognizes that good corporate governance is the cornerstone of business operations. Therefore, the Company places importance on good corporate governance by establishing relevant policies and practices in its Corporate Governance Policy and Code of Business Conduct, as well as encouraging real practices to build confidence among all stakeholders. The Company has designated the Corporate Governance and Sustainability Management Committee to be responsible for monitoring compliance with the eight principles of corporate governance policy and practices.

In addition, the Company also monitors to ensure compliance with good corporate governance in four areas, as follows:

(1) Prevention of conflicts of interest;

The Company operates its business on the principle that all directors, executives, and employees must perform their duties in the best interests of the Company. Therefore, any actions and decisions must be free from the influence of the personal needs of the family, relatives, or other persons who know each other personally by complying with the Company's procedures with the same standards. All levels of personnel of the Company and its subsidiaries must comply with the following:

1. Directors and executives should refrain from operating any business that is of the same nature and is in competition with the business of the Company or its subsidiaries, whether for personal gain or otherwise, which may cause damage to the Company or its subsidiaries either directly or indirectly, or from becoming partners or shareholders with decision-making power or executives in businesses that compete with or have the same nature as the Company or its subsidiaries, unless it can be shown that such action will not affect the Company or its subsidiaries. There will also be measures that are in the best interests of the Company and its shareholders.
2. Directors and executives should refrain from holding shares in competitor businesses of the Company or its subsidiaries, which is a significant amount, if such actions prevent directors and executives from acting or refraining from acting in accordance with their duties or affect their work. In the event that the directors and executives have acquired such shares before becoming directors and executives or before the Company or its subsidiaries enter into business or are acquired by inheritance, the directors and executives shall immediately report to the Company Secretary.
3. Directors and executives shall disclose the list of businesses or businesses that are operated privately or with family, relatives, or dependents that may cause a conflict of interest with the Company or its subsidiaries by reporting to the Company Secretary, such as:
 - (a) Joint ventures or interests with traders who do business with the Company or its customers;
 - (b) Holding any position or even being an advisor to traders who do business with the Company or its customers;
 - (c) Trading of goods or services with the Company or its subsidiaries, directly or through others.
4. Employees and their families shall not conduct business that competes with the Company directly or indirectly, and shall not act in any way that creates a conflict of interest with the Company or its subsidiaries, whether using the inside information obtained as an employee for personal gain, doing business that competes with the Company or its subsidiaries, or working other than the work of the Company or its subsidiaries, which affects the performance of the employees.
5. Employees shall not receive benefits from shareholders of competitor companies or any business, including business partners that the Company contacts wrongfully. However, in the event that the shares of such competitor companies or business partners are listed on the Stock Exchange of Thailand, it is considered that the purchase of shares of companies listed on the Stock Exchange of Thailand or investment through funds or investment units is not a conflict of interest as long as it does not affect the performance of employees.
6. Directors, executives, and employees must avoid engaging in activities that may cause a conflict of interest with the Company or its subsidiaries or interfere with the effective performance of their duties effectively.
7. Directors, executives, and employees shall not seek benefits for themselves or others based on confidential information of the Company, such as work plans, revenue, meeting resolutions, business projections, experimental works, or bids, for their own benefit, whether or not they cause damage to the Company or its subsidiaries, and shall strictly comply with the Company's internal information policy.
8. The Board of Directors shall supervise the Company and the management to disclose information on transactions over which they may have conflict of interest accurately and completely in the One Report/annual report, as well as ensuring that the Company strictly complies with the rules, procedures, and disclosure of connected transactions as prescribed by law or regulatory authorities and in accordance with the Company's regulations.
9. Directors, executives, employees, and any other person, including sub-committees, who have interests in any agenda item shall not have the right to vote and shall not participate in the meeting on any agenda item on which they have conflicts of interest.
10. In the event that it is necessary to make a connected transaction, the transaction shall be in accordance with the general trading conditions, following the principles approved by the Board of Directors, with transparency and fairness as if it were a transaction with a third party, and taking into account the best interests of the Company.
11. In the event that the transaction is a connected transaction, which is not in accordance with general trading conditions under the principles approved by the Board of Directors, or the nature and size of the transaction are beyond the management's consideration, such a transaction must be reviewed and commented on by the Audit Committee before being proposed for approval from the Board of Directors and/or shareholders (as the case may be).

12. In the case of the appointment of new directors, the Company Secretary shall notify the nominated persons to be appointed as directors to inform the Company of details of their interests and/or conflicts of interest in conducting business activities in writing to the Company so that the Company will deliver such details to all shareholders at least 14 days prior to the date of the shareholders' meeting for appointment.

(2) Using inside information for seeking benefits

The Company recognizes the importance of using inside information to comply with the Securities and Exchange Act B.E. 2535 (1992) (including amendments) ("Securities and Exchange Act") and related regulations. The Company has therefore established the following policy on the use of inside information:

1. Directors, executives, staff, and employees of the Company and its subsidiaries who know or possess "inside information" and/or are in positions or lines responsible for "inside information" or who have access to "inside information" are prohibited from:
 - (1) Buying or selling the Company's securities or enter into derivative contracts related to the Company's securities, whether for themselves or others.
 - (2) Disclosing "inside information" to others, whether directly or indirectly, in any way, while knowing or should know that the recipient may use the information to purchase or sell the Company's securities or become bound by a derivative contract relating to the Company's securities, whether for themselves or for others.

The term "inside information" refers to information that has not been disclosed to the public in general. This is important for changing the price or value of the Company's securities, for example, the Company's information is likely to be significant for changing the price or value of the Company's securities or investment decisions. Such information includes, but is not limited to, information about the Company, its major shareholders, controlling persons, or key executives, and is sufficiently clear that investors are likely to use it for making investment decisions.

2. Directors, executives, staff, and employees of the Company and its subsidiaries in the Finance line shall
 - (1) Suspend the purchase or sale of securities of the Company for themselves or others and
 - (2) Not disclose financial information to any other person, directly or indirectly.

During the period before the release of the annual or quarterly financial statements, at least 30 days before the Company discloses the information to the Stock Exchange of Thailand, and investors should wait at least 24 hours after disclosing such information before buying or selling the Company's securities.

3. If a partner of the Company and its subsidiaries is a company whose shares are listed on the Stock Exchange of Thailand and transactions with such partners may be regarded as "inside information" of the partner, the directors, executives, staff, and employees of the Company and its subsidiaries are responsible for proceeding with the "inside information" of such partners in the same manner as the "inside information" of the Company under Article 1 above.
4. In the event that the Company has "inside information" at a time when it cannot be disclosed for reasons that are inconclusive or have high uncertainty, the directors, executives, staff, and employees of the Company and its related subsidiaries will be responsible for maintaining the confidentiality of such information in order to prevent anyone from exploiting or wrongfully disclosing it. Such persons should comply with the "Guidelines for Handling Confidential Information Affecting Securities Prices" prepared by the Securities and Exchange Commission ("SEC").

In addition, in case it is necessary to disclose inside information to relevant persons who have the role to perform necessary actions for the Company, such as legal advisors who are in charge of advisory, transaction, or credit rating institutions (CRA), directors, executives, staff, and employees of the Company and its related subsidiaries must ensure that the recipient is aware of the duty and has a system to maintain the confidentiality of information in order to prevent the use or disclosure of such information to other persons.

In this regard, the practices of handling confidential information affecting the price of securities that are prepared by the Office of the Securities and Exchange Commission must be adopted.

The Company will conduct training on the use of inside information policy for directors, executives, staff, and employees of the Company and its related subsidiaries once a year to review understanding and ensure compliance with the Securities and Exchange Act.

Furthermore, the Company will provide training to educate new directors and executives on the duties to prepare and disclose the report on the holdings and changes of securities holdings of directors and executives, as well as of persons related to directors and executives under Section 59 of the Securities and Exchange Act and related announcements of the Office of Securities and Exchange Commission. The Company requires directors and/or executives to submit such reports to the Company Secretary for submission to the Office of Securities and Exchange Commission. In the event that the directors and/or executives deliver such reports to the Office of the Securities and Exchange Commission in person, the directors and/or executives shall send a copy of the said reports to the Company Secretary within the same day as the submission of the reports to the Office of the Securities and Exchange Commission.

5. In the event that the Company holds shares or any other securities in other companies whose shares are listed on the Stock Exchange of Thailand, it must not appear that the directors, executives, staff, employees of the Company have taken any action that may result in a significant change in the price of shares or securities of such a listed company or may mislead the public about the price or volume of trading of such shares or securities.
6. If the Company finds that any directors, executives, staff, and employees of the Company and its subsidiaries violate this internal information use policy, the Company will consider disciplinary action in accordance with the rules prescribed by the Company based on the intent of the act and the seriousness of the offense.

(3) Anti-Corruption

The Company has an ideology to conduct business with integrity by being committed to the responsibilities it has towards society and all groups of stakeholders according to good corporate governance principles. The company has participated in declaring intention in "The Private Sector Collective Action Coalition of Thailand in Anti-Corruption" or CAC to demonstrate intention and commitment to fight against corruption in all forms. To ensure that the Company has a policy to define accountability, guidelines, and requirements for proper action to prevent corruption in all business activities of the Company and to ensure that business decisions and actions that may pose a risk of corruption are carefully considered and acted upon, the Company, therefore, has established a policy against corruption to function as a clear practical guideline for the Company's business conduct and development into a sustainable organization. The Company has established the scope of the policy with material details as follows.

Details of Anti-Corruption Policy Corruption (Anti-Corruption Policy) can read more at



(4) Whistleblowing

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:

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 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 74000	Complaint Boxes (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 74000	-

No.	Channels	Telephone	Email	Mailing Address	Others
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 74000	-

8.2 The Audit Committee Report

8.2.1. Number of Meeting times and Total number of Meetings.

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	4/4
Mrs. Yaowanee Kruo-ngarjnuakool	The Audit committee	4/4
Mr. Keerin Chutumstid	The Audit committee	3/4

Director. With effect from March 17, 2022, due to death and the Board of Directors' Meeting No. 2/2022 resolved to appoint Mr. Keerin Chutumstid to take the position of Audit Committee and Independent Director to replace the vacant position. Effective from April 22, 2022

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

Performance of the Audit Committee

1. Review the quarterly financial statements and the yearly financial statements 2022 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 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 2022 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 2022 and to approve the audit fee for the year 2022.
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. Keerin Chutumstid 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. In 2022, the Internal Audit Department organized a refresher training on risk assessment and management processes for Asian Sea Group to review and emphasize awareness and understanding of risk management. In addition, the company has held a meeting to summarize the results of the annual risk management audit. To report various progress to the Audit Committee to know the results of monitoring the Company's risk management.
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. In 2022, the Internal Audit Department has organized training to educate and introduce procedures and methods related to the Personal Data Protection Act for employees in the Asian Sea group. At present, Asian Sea group has prepared a personal data protection policy and has announced the protection of personal data accordance with the Personal Data Protection Act 2019.
9. Asian Sea Group has brought systems and technology Robotic Process Automation (RPA) and Business Intelligence (BI) to help in operation so that the company has a more accurate control and database management system As well as displaying Dashboard and monitoring activities in the system at all times with Robots to be in line with the digital transformation.

The Audit Committee has performed its duties in 2022 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 faculties 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.

8.3 Summary of the performance of the duties of other sub-committees

1. The Executive Committee

Executive Committee Meetings

The meeting attendance of the Executive Committee members in 2022 is as follows:

No.	Name list	Position	Number of attendance/ Number of meetings
1	Mr. Somsak Amornrattanachaikul ¹	Chairman	10/12
2	Mr. Somchai Amornrattanachaikul	Director	12/12
3	Mr. Suriya Prasatbuntitya	Director	12/12
4	Ms. Prapa Puranachote ²	Director	10/12
5	Mr. Hendrikus Van Westendorp ³	Director	10/12
6	Mr. Somchai Kuvijitsuwan ⁴	Director	11/12
7	Mr. Akamon Prasoppolsujarit	Director	12/12
8	Mr. Aekarat Punnasung ⁵	Director	10/12

No.	Name list	Position	Number of attendance/ Number of meetings
9	Mrs. Suree Chansawat ⁶	Director	11/12
10	Mr. Wallop Lomlim ⁷	Director	5/12
11	Mr. Nattharath Puangsuda ⁸	Director	11/12
12	Ms. Sirirat Wongmathawee	Director	12/12
13	Mrs. Somporn Sanguanngoen ⁹	Director	11/12

Notes :

- ¹ Mr. Somsak Amornrattanachaikul did not attend the Executive Committee Meetings No. 2/2022 and No. 7/2022 due to other engagements.
- ² Ms. Prapa Puranachote did not attend the Executive Committee Meetings No. 8/2022 and No. 9/2022 due to other engagements.
- ³ Mr. Hendrikus Van Westendorp did not attend the Executive Committee Meetings No. 6/2022 and No. 9/2022 due to other engagements.
- ⁴ Mr. Somchai Kuwijitsuwan did not attend the Executive Committee Meeting No. 11/2022 due to other engagements.
- ⁵ Mr. Ekkaraj Pansang did not attend the Executive Committee Meetings No. 5/2022 and No. 10/2022 due to other engagements.
- ⁶ Mrs. Suree Chansawat did not attend the Executive Committee Meeting No. 5/2022 due to other engagements.
- ⁷ Mr. Wallop Lomlim did not attend the Executive Committee Meeting from No. 6/2022 onwards due to his resignation as a director of the Company on July 1, 2022.
- ⁸ Mr. Nattharath Puangsuda did not attend the Executive Committee Meeting No. 5/2022 due to other engagements.
- ⁹ Mrs. Somporn Sanguanngoen did not attend the Executive Committee Meeting No. 9/2022 due to other engagements.

Performance of Duties of the Executive Committee

The performance of the Executive Committee in 2022 can be summarized as follows:

1. Considered and prepared policies, directions, business strategies, goals and action plans, financial goals, budgets, human resource management, investments for business expansion, and public relations of the Company and its subsidiaries, and monitored and supervised the operation of the working groups appointed to achieve the goals by considering the business factors appropriately.
2. Oversaw and monitored the business operations of the Company and its subsidiaries in accordance with the policies, business strategies, goals, and operating plans, financial goals, and budgets of the Company and its subsidiaries in an efficient and effective manner, contributing to business conditions, and providing management advice to senior executives.
3. Studied the feasibility of investing in new projects and considered and gave approval to the Company and its subsidiaries to invest in or jointly invest in any person, entity, or other business organization in the form that the Executive Committee deemed appropriate to operate the business according to the Company's and its subsidiaries' objectives.

The Executive Committee has performed its duties by believing that the operations of the Company and its subsidiaries are in accordance with the business directions and strategies set forth and effective in accordance with the principles and practices of good corporate governance so that the Company and its subsidiaries can succeed in line with the objectives, policies, and plans set forth and operate and manage the business of the Company and its subsidiaries according to the objectives, regulations, policies, rules, requirements, orders, and resolutions of the Board of Directors' meeting and/or resolutions of the shareholders' meeting.

2. Nomination and Remuneration Committee

Nomination and Remuneration Committee Meeting

The meeting attendance of the Nomination and Remuneration Committee Members in 2022 is as follows:

No.	Name list	Position	Number of attendance/ Num-ber of meetings
1	Ms. Prapa Puranachote	Chairman	4/4
2	Mr. Suriya Prasatbuntitya	Director	4/4
3	Mr. Somboon Phaobanchong ¹	Director and Independent Direc-tor	1/4
4	Mr. Keerin Chutumstid ²	Director and Independent Direc-tor	2/4

Notes :

¹ Mr. Somboon Phaobanchong passed away on March 17, 2022.

² Mr. Keerin Chutumstid was appointed as the Company's director in lieu of the vacant position of Mr. Somboon Phaobanchong by the Annual General Meeting of Shareholders No. 1/2022 on April 22, 2022, so he did not attend the Nomination and Remuneration Committee Meetings No. 1/2022 and No. 2/2022.

Performance of Duties of the Nomination and Remuneration Committee

The performance of duties of the Nomination and Remuneration Committee Members in 2022 can be summarized as follows:

1. Proposed to the Board of Directors' meeting to propose to the Annual General Meeting of Shareholders to consider and approve the election of directors to replace those retiring from office due to death and elect two directors retiring from office by considering that the proposed persons are legally qualified according to related rules, company regulations, and principles of good corporate governance of the company, as well as having appropriate knowledge, competence, and experience responding to the operations according to the Company's strategic plan according to the Board Skill Matrix.
2. Considered determining the remuneration for the Board of Directors and its sub-committees for the year 2022, taking into account the operating results and size of the Company's business, the practices of listed companies in the same industry, including the responsibilities of the Board of Directors, together with the assessment results of the Board of Directors on the topics set forth, by proposing for approval to the Board of Directors for presentation to the 2022 Annual General Meeting of Shareholders.
3. Considered the evaluation approach to determine compensation for the Chief Executive Officer and Chief Financial Officer by considering factors such as performance, management ability, and leadership, as well as the self-assessment results of the Chief Executive Officer and Chief Financial Officer and acknowledged and provided recommendations for the performance assessment.
4. Considered the criteria for assessing the performance of employees at various levels and considered the criteria for bonus payment and promotion of employees and executives for the year 2022.
5. Considered and approved the results of the performance assessment of the Board of Directors, both individual and group, and the performance of senior executives, and presented them to the Board of Directors.
6. Considered and reviewed the remuneration and welfare of affiliates, including improving employee health insurance benefits to be in line with the current situation so that employees have good morale to perform their duties to the fullest capacity.
7. Monitor the implementation of succession plans.

In addition, in 2022, the Board of Directors gave minority shareholders the opportunity to nominate persons who they deemed appropriate to be elected as directors. It appears that no shareholders nominated persons to participate in the director nomination process at the 2022 Annual General Meeting of Shareholders. The remuneration of directors and subcommittees as well as executive remuneration were disclosed for transparency in the audit. The details were disclosed for transparency in the audit in this Form 56-1 One Report/Annual Report.

The Nomination and Remuneration Committee performed its duties independently, following the principles of good corporate governance, in order to ensure the transparency of the recruitment process and the determination of remuneration with confidence for all shareholders.

3. Risk Management Committee

Risk Management Committee Meetings

The meeting attendance of the Risk Management Committee members for the year 2022 is as follows:

No.	Name list	Position	Number of attendance/ Num-ber of meetings
1	Mr. Suriya Prasatbuntitya	Chairman	6/6
2	Mr. Somboon Phaobanchong ¹	Director and Independent Director	2/6
3	Mr. Keerin Chutumstid ²	Director and Independent Director	4/6
4	Mr. Somchai Kuvijitsuwan	Director	6/6
5	Mr. Akamon Prasoppolsujarit	Director	6/6
6	Mr. Somsak Sthidthumrong	Director	6/6
7	Mr. Bundit Pichetpongsa ³	Director	5/6
8	Ms. Sirirat Wongmathawee	Director	6/6
9	Mr. Nattharath Puangsuda ⁴	Director	3/6
10	Mr. Pallop Chewpraditkun	Director	6/6
11	Ms. Varanratch Assanupong	Director and Secretary	6/6

Notes :

¹ Mr. Somboon Phaobanchong passed away on March 17, 2022.

² Mr. Keerin Chutumstid was appointed as the Company's director in lieu of the vacant position of Mr. Somboon Phaobanchong by the Annual General Meeting of Shareholders. No. 1/2022 on April 22, 2022

³ Mr. Bundit Pichetpongsa did not attend the Risk Management Committee Meeting No. 4/2022 due to other engagements.

⁴ Mr. Nattharath Puangsuda did not attend the Risk Management Committee Meetings No. 1/2022, No. 3/2022, and No. 4/2022 due to other engagements.

Performance of Duties of the Risk Management Committee

The performance of duties of the Risk Management Committee in 2022 can be summarized as follows:

1. Reviewed policies related to risk management and supervised the Company's operations to achieve its goals by considering risk factors comprehensively and appropriately, as well as establishing a risk management plan for 2022 and supervising the implementation of risk management plans.
2. Reviewed annual organizational risks and registered emerging risks that may have a significant impact on the Group's operations, including determining whether to have an appropriate risk management plan and assigning relevant agencies to be responsible for the management of such risks.
3. Acknowledged the risk assessment report at the business unit level and required appropriate risk management to be monitored, especially at the business level where there is a high level of risk and/or an issue that is a risk for all businesses.
4. Reviewed risk management reports to monitor significant risk assessments, impacts, and potential opportunities of such risks, to prioritize risks and have appropriate risk management methods, and to ensure that the Company and its subsidiaries have adequate and appropriate risk management, including reviewing risk measurement criteria to ensure that the used criteria are accurate, appropriate, and consistent with the current situation.
5. Determined strategies to be used in risk management in accordance with the business risk management policy approved by the meeting of the Board of Directors, together with analyzing, evaluating, and monitoring compliance with the business risk management policy stipulated.
6. Held a meeting with the Audit Committee to exchange opinions and important recommendations to develop the Company's risk management more effectively.
7. Reported significant performance of the Risk Management Committee to the Board of Directors for approval and reported to the Board of Directors on significant risks and risk management on a regular basis.

Based on the abovementioned implementation, the Risk Management Committee is confident that the Group's risk management is effective and efficient and in accordance with the principles of good corporate governance. It is also an important tool to lead the organization through various risk factors and uncertainties that arise from both internal and external factors. It helps to mitigate the impact of uncertainty in the business environment and can build confidence and credibility for all groups of shareholders and stakeholders, as well as ensuring that emerging risks are taken into account carefully and that there is preparation to handle those risks at their best.

4. The Corporate Governance and Sustainability Management Committee

Corporate Governance and Sustainability Management Committee Meetings

The meeting attendance of the Corporate Governance and Sustainability Management Committee members in 2022 is as follows:

No.	Name list	Position	Number of attendance/ Num-ber of meetings
1	Mr. Suriya Prasatbuntitya	Chairman	4/4
2	Mr. Akamon Prasoppolsujarit	Director	4/4
3	Mr. Aekarat Punnasung ¹	Director	3/4
4	Mrs. Suree Chansawat	Director	4/4
5	Mr. Wallop Lomlim ²	Director	2/4
6	Mr. Nattharath Puangsuda	Director	4/4
7	Ms. Varanratch Assanupong	Director	4/4
8	Mr. Kittit Treeprapaporn	Director	4/4
9	Ms. Wijitra Thiangtham	Director	4/4

Notes :

¹ Mr. Aekarat Punnasung did not attend the Corporate Governance and Sustainability Management Committee Meeting No. 1/2022 due to other engagements.

² Mr. Wallop Lomlim did not attend the Corporate Governance and Sustainability Committee Meetings No. 3/2022 and 4/2022 due to his resignation from the Board of Directors on July 1, 2022.

Performance of Duties of the Corporate Governance and Sustainability Management Committee

The performance of the Corporate Governance and Sustainability Management Committee in 2022 can be summarized as follows:

1. Established a good corporate governance policy of the Company in accordance with the principles of good corporate governance for listed companies as determined by the Stock Exchange of Thailand and the Securities and Exchange Commission, as well as establishing a business code of conduct, sustainable management policy, and social responsibility policy of the Company and its subsidiaries to present to the Board of Directors, including considering the determination of relevant announcements, rules, or orders in order to comply with the goals, objectives, and action plans efficiently.
2. Developed a sustainability plan for the Group by gathering the needs of various groups of stakeholders, assessing issues that are important to the Company's sustainability (Materiality Matrix) and reviewing key issues according to the strategic plan.
3. Set short- and long-term goals for important issues to the Company's sustainability and considered ways to effectively achieve them.
4. Encouraged additional knowledge and exchange of knowledge as well as ways to implement the sustainability plan among companies in the Group through small teamwork.
5. Monitored the implementation of various aspects to report the progress to the Board of Directors on a quarterly basis.

Due to its commitment to driving the CHEERS! Strategic Plan, the Company has been included in THSI's list of sustainable stocks for the second consecutive year. This year's success will be a key driver for the Board of Directors and employees at all levels to improve their work on sustainability management for the sustainability of the Company.

5. The Credit Committee

Meetings of The Credit Committee

The meeting attendance of the Credit Committee in 2022 is as follows:

No.	Name list	Position	Number of attendance/ Num-ber of meetings
1	Mr. Suriya Prasatbuntitya	Chairman	12/12
2	Mr. Akamon Prasoppolsujarit	Director	12/12
3	Mr. Aekarat Punnasung ¹	Director	10/12
4	Mrs. Suree Chansawat	Director	12/12
5	Mr. Wallop Lomlim ²	Director	5/12
6	Mr. Suthep Putippayawongsa ³	Director	4/12
7	Mr. Nattharath Puangsuda ⁴	Director	11/12

Notes :

¹ Mr. Aekarat Punnasung did not attend the Credit and Accelerated Liability Committee Meeting No. 4/2022 and No. 5/2022 due to other engagement.

² Mr. Wallop Lomlim did not attend the Credit and Accelerated Liability Committee Meeting from No. 6/2022 onwards due to his resignation as a director of the Company on July 1, 2022.

³ Mr. Suthep Putippayawongsa attended the Credit and Accelerated Liability Committee Meeting from No. 9/2022 onward after being appointed to serve as a director at the Board of Directors Meeting No. 5/2022 on August 29, 2022.

⁴ Mr. Nattharath Puangsuda did not attend the Credit and Accelerated Liability Committee No. 5/2022 due to other engagements

Performance of Duties of the Credit Committee

The performance of duties of the Credit and Accelerated Liability Committee in 2022 can be summarized as follows:

1. Determined the Company's and its subsidiaries' policies and relevant guidelines for receiving new customers, providing credit limits, administering receivables, resolving outstanding debts, and tracking and expediting debt.
2. Reviewed and set a credit policy (Credit Term).
3. Considered and approved the policy to prevent doing business with customers who have credit problems or fraudulent behavior and proposed it to the Board of Directors for approval.
4. Oversaw compliance with relevant policies and guidelines for receiving new customers, credit limits, debt receivables management, debt resolution, and ongoing and efficient debt monitoring, including considering the determination of relevant announcements, rules, or orders.
5. Considered and approved debt reduction, credit limit, and debt ceiling control according to the framework set by the Board of Directors.
6. Reported the Committee's performance to the Board of Directors on a quarterly basis.

The Credit Committee performs its duties competently and operates efficiently in accordance with the Company's business plan so that the Company and its subsidiaries can achieve their objectives, policies, and plans.

9. Internal Controls and Interconnected Transactions

9.1 Internal Control

9.1.1 Adequacy and Appropriateness of the Internal Control System

The Company realizes the importance of risk management and good internal control to support the Asian Sea Group in achieving its business objectives in a sustainable manner. Therefore, the Company focuses on adequate, appropriate, and efficient internal control. The Company's business operations are in line with acceptable risk management in order to achieve its business goals and add value to stakeholders by adhering to the Good Corporate Governance Principles. The Board of Directors has assigned the Audit Committee and the Internal Audit Office to review the adequacy of the internal control system and regularly monitor the results to comply with circumstances and changing risks and ensure that the Company's internal control system is effective and efficient, **including operating in accordance with the principles of good corporate governance and compliance with laws and requirements related to the Company's business operations**

At the Board of Directors' Meeting No. 1/2566 on February 20, 2023, all three members of the Audit Committee attended the meeting. The Board of Directors evaluated the Company's internal control system by questioning information from the management and referring to the internal control system adequacy assessment report according to the evaluation form of the Office of the Securities and Exchange Commission (SEC). The Board of Directors considered that the internal control system of the Company and its subsidiaries was adequate and appropriate. The Company and its subsidiaries have provided sufficient personnel to operate the system effectively. The Company also has a monitoring system to sufficiently oversee the operation of the Company and its subsidiaries and to be able to protect the assets of the Company and its subsidiaries from misuse by directors or executives with or without authority, including transactions with persons who may have conflicts of interest and connected persons.

The assessment of the adequacy of the Company's internal control system can be summarized separately according to the five aspects of internal control as follows:

1. Control Environment

The Board of Directors and executives adhere to the values of integrity and ethics, focusing on providing the Company with a conducive environment for the internal control system to be appropriate, concise, and adequate. The Company sets clear and measurable business goals, establishes a written corporate governance policy to guide its personnel in taking into account the best interests of all stakeholders, sets ethical practices to prevent conflicts of interest, and encourages its personnel to act and make decisions on matters within the framework of ethics and integrity, as well as establishing an anti-corruption policy that requires the Company's personnel not to engage in any form of corruption, including giving or receiving bribes.

The Company establishes a clear organizational structure and command line in balancing power and prepares a written operating power manual for all parties to use as a guideline for performance by considering duties, responsibilities, and internal control systems.

2. Risk Assessment

The Company is aware of various risks that may occur under the influence of internal and external factors, including the environment, that may affect business operations. The Company has established a risk management system throughout the organization in accordance with the COSO Enterprise Risk Management Framework (COSO ERM) guidelines, integrated with the Company's policies, rules, and regulations. The Board of Directors and the management give precedence to risk management; therefore, a Risk Management Committee is set up to determine the risk

management policy to cover the entire organization, including overseeing the risk management process to appropriately reduce the impact on the Company's business. The Committee also defines risk management guidelines appropriate to that risk. To keep the risk at an acceptable level, there is a regular risk review process and follow-up on the implementation of risk management measures, while establishing additional measures for responding to such changes.

3. Control Activities

The Company has set appropriate control standards in accordance with the risks in each operating system by considering the appropriate control activities, whether they are preventive control or detective control.

The Company has established a policy to approve transactions with the utmost benefit and transparency as its essence.

4. Information & Communication

The Company realizes the importance of quality and relevant information to the work so that the Board of Directors, executives, and stakeholders receive sufficient important information for making decisions on important matters related to the Company. There is an appropriate and effective information system, information communication, and communication channels within the Company and with external stakeholders to help support the implementation of internal control as required.

The Company has an access control system and makes efficient use of the information system, and it reports important information to the management and the Board of Directors regularly for decision making. In addition, the Company has invested in an information system, or SAP system, to develop the Company's information system more effectively as well as making the internal control system more robust.

5. Monitoring Activities

The Company has established a monitoring and performance evaluation system to meet the set goals appropriately and regularly by regularly monitoring the progress in the meetings of the Risk Management Committee, including compliance with business ethics.

The Company requires the Internal Audit Department to review various work systems based on risk factors and report the results of the audit and the progress of the follow-up to the Audit Committee and senior management on a quarterly basis. The Internal Audit Department can report the results immediately for the issues detected with high risk and urgency for resolution.

The Audit Committee reviewed and evaluated the Company's internal control system and found that the Company has an appropriate and sufficient internal control system to operate effectively in accordance with its objectives and goals. The Audit Committee found no material defects.

Responsibilities Related to Internal Control Systems

1. The Board of Directors establishes policies and supervises that there is a good and appropriate internal control system, as well as requiring regular monitoring and evaluation.
2. The Audit Committee performs duties and responsibilities regarding the examination of the internal control system on behalf of the Board of Directors and reports on its effectiveness to the Board of Directors and shareholders.
3. Executives have the duty and responsibility to supervise and monitor their internal work systems to ensure that they are accurate and efficient in accordance with operational regulations. To do this, they must review the implementation of the current internal control system, improve internal control to be concise, and instill discipline and good internal control awareness in the subordinates.
4. Employees at all levels must be attentive to comply with the rules, regulations, orders, measures, and internal control systems provided by the Company on a regular and continuous basis.
5. The Internal Audit Department is directly responsible for assessing the adequacy, efficiency, and effectiveness of the internal control system, as well as monitoring compliance with the system to improve internal control measures to suit situations, environments, and changing risk factors in order to increase the efficiency and effectiveness of the Company's operations

Comments of the Audit Committee on the Company's Internal Control System

The Audit Committee has jointly considered the form to assess the adequacy of the internal control system with the Board of Directors and has no opinion different from the opinions of the Board of Directors and the auditor. There are no observations about internal control.

Internal Audit Supervisor

For the internal audit of the Company in 2022, under the supervision of the Audit Committee, Ms. Phastrawan Prichapanuwat has been assigned as the Head of the Company's Internal Audit Department. The Audit Committee considered the qualifications of Ms. Phastrawan Prichapanuwat and considered her appropriate to perform such duties due to her independence, knowledge, and understanding of the Company's business and industry, as well as her skills and experience in internal audit, knowledge of the principles of good governance, risk assessment, and the Personal Data Protection Act, B.E. 2562 (2019) and internal control.

In this regard, the consideration and approval of the appointment, removal, transfer of the head of the Company's Internal Audit Department must be approved by the Audit Committee. The qualifications of the Head of the Internal Audit Department are shown in Attachment 3.

The Company also appointed EY Office Co., Ltd. as the auditor of the Company and its subsidiaries for the year 2022. In the audit of the Company and its subsidiaries, the auditor examined and assessed the accounting internal control system in accordance with generally accepted accounting standards. The auditor reported to the Audit Committee that there were no observations from the audit.

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 PCL.	Tuna Frozen and Canning Processor and by-product such as Pet Food and Fishmeal.	The company's subsidiary that holds 70% shares
Asian Feed Co., Ltd.	Aquaculture Feed Processor.	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 30, 2014. The liquidation was completed on April 24, 2021.)
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 Alliance International PCL.

Company Name	Type of Business	Relationship
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 Alliance International PCL.
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

To consider if one is related party, details in actual relation must be considered rather than just legal relation.

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	3.05 – 3.49 % 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	2.49 – 3.49 % 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

Unit: Million Baht

Revenues from its subsidiaries	Separate Financial Statements		
	2020	2021	2022
Sales	8,132,639.79	8,690,247.65	6,307,022.12
Cold storage service income	77,735,379.12	75,044,730.80	70,569,992.66
Rental income	15,840,000.00	15,840,000.00	15,927,200.00
Management fee income	73,859,999.96	51,849,999.96	51,990,000.00
Interest income	12,584,880.61	4,153,109.01	3,686,913.95
Other income	8,620,306.17	9,308,191.18	10,983,732.18
total	196,773,205.65	164,886,278.60	159,464,860.91

Unit: Million Baht

Expenses to its subsidiaries	Separate Financial Statements		
	2020	2021	2022
Purchased of raw materials	142,009,846.31	121,112,998.28	86,433,362.78
Interest expense	23,705,829.71	16,146,015.37	11,032,551.71
Other expenses	9,485,093.54	10,203,729.99	13,411,406.90
total	175,200,769.56	147,462,743.64	110,877,321.39

Unit: Million Baht

Related parties' receivables	Separate Financial Statements		
	2020	2021	2022
Trade receivable	6,978,667.17	7,613,015.83	6,227,485.44
Accrued interest receivable	399,787.23	267,330.58	473,588.22
Others receivable	15,391,373.37	7,581,062.66	10,153,293.68
total	22,769,829.77	15,461,409.07	16,854,367.34

Loan to related parties	Separate Financial Statements		
	2020	2021	2022
Short-term loan	136,446,121.70	93,100,000	168,000,000.00

(Short-term loan to its subsidiaries matures at call with no collateral. Interest rate were 3.05 % to 3.49 % (2.85% to 3.08% in 2021))

Related parties' payables	Separate Financial Statements		
	2020	2021	2022
Trade payables	5,186,587.00	209,185	1,069,902.50
Accrued interest expenses	2,344,927.87	595,604.17	1,339,268.50
Other payables	3,177,995.10	942,697.55	1,892,768.31
total	10,709,509.97	1,747,486.72	4,301,939.31

Loan from Subsidiaries	Separate Financial Statements		
	2020	2021	2022
Short-term loan	963,072,485.31	281,508,503.17	396,820,299.99

(Short-term loan from its subsidiaries was mature at call with no collateral. Interest rate were 2.49 % to 3.49 % (2.45 % to 2.90% in 2021))

3

Financial Report



Independent Auditor's Report

To the Shareholders of Asian Sea Corporation Public Company Limited

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 2022, 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 2022, 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 including Independence Standards issued by the Federation of Accounting Professions (Code of Ethics for Professional Accountants) that are relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code of Ethics for Professional Accountants. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key Audit Matters

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

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

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

Revenue recognition

The Group is principally engaged in the production of processed frozen and packaged food products and feedstuffs. Sales are significant to the Group's financial statements and have a direct impact on the Group's operating results. I therefore focused on the Group's recognition of sales.

I have examined the revenue recognition of the Group by

- Assessing and test the controls and selecting representative samples to test the operation of the designed controls.
- 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, as at 31 December 2022, the Group had an outstanding balance of trade receivables over 12 months, amounting to Baht 172 million, while allowance for expected credit losses of Baht 133 million, representing 9% 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 a subsidiary

Because a subsidiary had consistent operating losses in the past and had deficits, the process of determining the impairment loss of investments in the subsidiary, requires significant management judgement with respect to the projections of future operating performance of the subsidiary, 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 subsidiary. 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 subsidiary, 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 subsidiary 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 fair 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.

Vilailak Laohasrisakul
Certified Public Accountant (Thailand) No. 6140

EY Office Limited
Bangkok: 22 February 2023

Asian Sea Corporation Public Company Limited and its subsidiaries

Statement of financial position

As at 31 December 2022

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2022	2021	2022	2021
Assets					
Current assets					
Cash and cash equivalents	7	1,875,826,552	88,662,102	344,968,437	17,228,019
Trade and other receivables	8	1,390,600,582	1,166,536,410	116,468,479	237,383,485
Short-term loans to subsidiaries	6	-	-	168,000,000	93,100,000
Inventories	9	2,810,615,055	2,690,963,015	546,845,462	417,548,141
Other current financial assets	36.1	115,885,300	-	4,719,052	-
Other current assets		144,045,862	113,493,893	10,190,816	14,234,786
Total current assets		6,336,973,351	4,059,655,420	1,191,192,246	779,494,431
Non-current assets					
Restricted bank deposits	10	-	18,561,579	-	-
Investments in subsidiaries	11	-	-	2,252,493,000	2,464,993,000
Investments in joint ventures	12	34,179,322	40,549,799	-	-
Investment in associate	13	-	-	-	-
Long-term loans to joint ventures	6	14,456,783	15,807,988	-	-
Long-term loan to associate	6	3,662,762	2,432,983	-	-
Investment properties	14	49,000,257	50,062,557	415,620,000	415,620,000
Property, plant and equipment	15	3,350,758,621	2,994,552,220	824,407,500	806,446,715
Right-of-use assets	20.1	40,883,622	27,502,046	11,309,911	1,325,701
Intangible assets	16	69,741,677	74,881,022	51,991,906	57,017,305
Deferred tax assets	28	82,379	23,797,860	-	-
Other non-current assets		45,832,508	46,894,173	24,134,563	22,501,247
Total non-current assets		3,608,597,931	3,295,042,227	3,579,956,880	3,767,903,968
Total assets		9,945,571,282	7,354,697,647	4,771,149,126	4,547,398,399

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

Asian Sea Corporation Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 December 2022

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2022	2021	2022	2021
Liabilities and shareholders' equity					
Current liabilities					
Bank overdrafts and short-term loans from banks	17	68,473,256	916,410,021	4,047,074	235,375,595
Short-term loans from subsidiaries	6	-	-	396,820,300	281,508,503
Trade and other payables	18	696,278,628	783,962,123	59,750,278	80,184,995
Current portion of long-term loans	19	288,571,424	508,487,359	218,571,424	433,571,428
Current portion of lease liabilities	20.1	18,193,845	11,845,751	5,358,453	382,718
Income tax payable		232,704,933	29,922,242	192,335,985	4,831,535
Other current financial liabilities	36.1	-	24,384,019	-	885,266
Other current liabilities		51,822,095	41,191,286	2,590,026	5,392,846
Total current liabilities		1,356,044,181	2,316,202,801	879,473,540	1,042,132,886
Non-current liabilities					
Long-term loans	19	512,857,151	776,428,574	312,857,151	776,428,574
Lease liabilities	20.1	22,702,018	14,918,135	6,153,114	969,405
Provision for long-term employee benefits	21	81,264,757	83,591,500	28,353,763	30,488,391
Deferred tax liabilities	28	137,932,862	112,998,994	84,575,950	83,994,211
Other non-current financial liabilities	36.1	6,739,075	5,538,571	6,739,075	5,538,571
Other non-current liabilities		1,074,547	1,025,095	2,450,455	1,017,895
Total non-current liabilities		762,570,410	994,500,869	441,129,508	898,437,047
Total liabilities		2,118,614,591	3,310,703,670	1,320,603,048	1,940,569,933

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

Asian Sea Corporation Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 December 2022

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2022	2021	2022	2021
Shareholders' equity					
Share capital					
Registered	22				
814,087,559 ordinary shares of Baht 1 each (2021: 814,091,323 ordinary shares of Baht 1 each)		814,087,559	814,091,323	814,087,559	814,091,323
Issued and paid-up					
814,087,559 ordinary shares of Baht 1 each		814,087,559	814,087,559	814,087,559	814,087,559
Premium on ordinary shares		552,813,994	552,813,994	552,813,994	552,813,994
Surplus from the change in the ownership interests in subsidiary	11	1,826,116,988	-	-	-
Retained earnings					
Appropriated					
Statutory reserve - the Company	23	81,408,756	81,408,756	81,408,756	81,408,756
Statutory reserve - subsidiaries	23	148,196,509	68,048,446	-	-
Unappropriated		2,419,409,179	2,046,892,269	1,591,003,828	747,012,734
Other components of shareholders' equity		476,911,378	480,742,953	411,231,941	411,505,423
Equity attributable to owners of the Company		6,318,944,363	4,043,993,977	3,450,546,078	2,606,828,466
Non-controlling interests of the subsidiary		1,508,012,328	-	-	-
Total shareholders' equity		7,826,956,691	4,043,993,977	3,450,546,078	2,606,828,466
Total liabilities and shareholders' equity		9,945,571,282	7,354,697,647	4,771,149,126	4,547,398,399

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

Asian Sea Corporation Public Company Limited and its subsidiaries

Statement of comprehensive income

For the year ended 31 December 2022

(Unit: Baht)

		Consolidated financial statements		Separate financial statements	
	Note	2022	2021	2022	2021
Profit or loss:					
Revenues					
Sales	31	11,157,555,005	9,478,330,520	1,237,454,348	1,469,087,782
Coldstorage service income	31	6,047,061	9,855,368	76,617,053	84,900,099
Dividend income	11	-	-	512,097,891	790,496,745
Gain on sale of investment in subsidiary	11	-	-	939,546,979	-
Other income	25	110,466,386	98,897,034	103,807,133	88,947,082
Total revenues		11,274,068,452	9,587,082,922	2,869,523,404	2,433,431,708
Expenses					
Cost of sales and services		9,136,036,136	7,623,704,272	1,055,928,170	1,238,274,912
Selling and distribution expenses		372,271,938	320,932,636	24,904,652	23,586,082
Administrative expenses		449,485,862	426,286,236	156,096,246	158,604,693
Loss on sale of investment in subsidiary	11	-	-	-	69,200,000
Total expenses		9,957,793,936	8,370,923,144	1,236,929,068	1,489,665,687
Operating profit		1,316,274,516	1,216,159,778	1,632,594,336	943,766,021
Share of loss from joint ventures	12	(705,021)	(2,787,478)	-	-
Share of profit from associate	13	1,229,779	930,779	-	-
Finance income		8,009,132	6,058,785	4,613,261	4,602,624
Finance cost	26	(71,653,502)	(67,797,335)	(50,273,702)	(58,435,325)
Profit before income tax expenses		1,253,154,904	1,152,564,529	1,586,933,895	889,933,320
Income tax expenses	28	(219,321,886)	(108,248,601)	(215,936,364)	(5,211,493)
Profit for the year		1,033,833,018	1,044,315,928	1,370,997,531	884,721,827

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

Asian Sea Corporation Public Company Limited and its subsidiaries

Statement of comprehensive income (continued)

For the year ended 31 December 2022

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2022	2021	2022	2021
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		(4,787,043)	7,259,180	-	-
Other comprehensive income to be reclassified to profit or loss in subsequent periods		(4,787,043)	7,259,180	-	-
<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 gain (loss) - net of income tax	21	3,890,380	(8,256,175)	1,856,472	(1,070,318)
Other comprehensive income not to be reclassified to profit or loss in subsequent periods - net of income tax		3,890,380	(3,495,135)	1,856,472	3,690,722
Other comprehensive income for the year		(896,663)	3,764,045	1,856,472	3,690,722
Total comprehensive income for the year		1,032,936,355	1,048,079,973	1,372,854,003	888,412,549
Profit attributable to:					
Equity holders of the Company		978,804,616	1,044,315,928	1,370,997,531	884,721,827
Non-controlling interests of the subsidiary		55,028,402	-		
		1,033,833,018	1,044,315,928		
Total comprehensive income attributable to:					
Equity holders of the Company		977,969,789	1,048,079,973	1,372,854,003	888,412,549
Non-controlling interests of the subsidiary		54,966,566	-		
		1,032,936,355	1,048,079,973		
Earnings per share					
30					
Basic earnings per share					
Profit attributable to equity holders of the Company		1.20	1.28	1.68	1.09
(Unit: Share)					
Weight 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.

Asian Sea Corporation Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity

For the year ended 31 December 2022

Consolidated financial statements												(Unit: Baht)
Equity attributable to owners of the Company												
	Retained earnings			Other components of equity								
	Surplus from the change in the ownership interests in subsidiary	Appropriated - Statutory reserve		Unappropriated	Exchange differences on translation of financial statements in foreign currency	Surplus on revaluation of land	Total other components of shareholders' equity	Total equity attributable to owners of the Company	Non-controlling interests of the subsidiary	Total		
		The Company	Subsidiaries									
Issued and paid-up share capital	542,727,549	552,813,994	-	54,272,755	25,000,000	1,854,392,039	2,298,373	466,424,360	468,722,733	3,497,929,070	-	3,497,929,070
Profit for the year	-	-	-	-	-	1,044,315,928	-	-	-	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	-	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	-	1,048,079,973
Increased share capital (Note 22)	271,360,010	-	-	-	-	-	-	-	-	271,360,010	-	271,360,010
Dividend paid (Note 33)	-	-	-	-	-	(773,375,076)	-	-	-	(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	2,046,892,269	9,557,553	471,185,400	480,742,953	4,043,993,977	-	4,043,993,977
Balance as at 1 January 2022	814,087,559	552,813,994	-	81,408,756	68,048,446	2,046,892,269	9,557,553	471,185,400	480,742,953	4,043,993,977	-	4,043,993,977
Profit for the year	-	-	-	-	-	978,804,616	-	-	-	978,804,616	55,028,402	1,033,833,018
Other comprehensive income for the year	-	-	-	-	-	2,723,266	(3,558,093)	-	(3,558,093)	(834,827)	(61,836)	(896,663)
Total comprehensive income for the year	-	-	-	-	-	981,527,882	(3,558,093)	-	(3,558,093)	977,969,789	54,966,566	1,032,936,355
Transferred surplus on revaluation of land to retained earnings from sales of land	-	-	-	-	-	273,482	-	(273,482)	(273,482)	-	-	-
Dividend paid (Note 33)	-	-	-	-	-	(529,136,391)	-	-	-	(529,136,391)	-	(529,136,391)
Increase in share capital in subsidiary (Note 11)	-	-	-	-	-	-	-	-	-	-	-	-
Partial sale of investment in subsidiary (Note 11)	-	-	-	-	-	-	-	-	-	-	2,310,088,917	2,310,088,917
Share-based payments (Note 11)	-	-	-	-	-	-	-	-	-	-	964,137,583	964,137,583
Change in the ownership interests in subsidiary (Note 11)	-	-	-	-	-	-	-	-	-	-	4,936,250	4,936,250
Transferred unappropriated retained earnings to statutory reserve - subsidiaries (Note 23)	-	-	-	-	-	-	-	-	-	1,826,116,988	(1,826,116,988)	-
Balance as at 31 December 2022	814,087,559	552,813,994	-	81,408,756	80,148,063	(80,148,063)	5,999,460	470,911,918	476,911,378	6,316,944,363	-	7,826,956,691

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

Asian Sea Corporation Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity (continued)

For the year ended 31 December 2022

	Separate financial statements					(Unit: Baht)
	Retained earnings			Other components of equity		
	Issued and paid-up share capital	Premium on ordinary shares	Appropriated - statutory reserve	Unappropriated	Surplus on revaluation of land	Total
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
Balance as at 1 January 2022	814,087,559	552,813,994	81,408,756	747,012,734	411,505,423	2,606,828,466
Profit for the year	-	-	-	1,370,997,531	-	1,370,997,531
Other comprehensive income for the year	-	-	-	1,856,472	-	1,856,472
Total comprehensive income for the year	-	-	-	1,372,854,003	-	1,372,854,003
Transferred surplus on revaluation of land to retained earnings from sales of land (Note 24)	-	-	-	273,482	(273,482)	-
Dividend paid (Note 33)	-	-	-	(529,136,391)	-	(529,136,391)
Balance as at 31 December 2022	814,087,559	552,813,994	81,408,756	1,591,003,828	411,231,941	3,450,546,078
						-

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

Asian Sea Corporation Public Company Limited and its subsidiaries

Cash flow statement

For the year ended 31 December 2022

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Cash flows from operating activities				
Profit before tax	1,253,154,904	1,152,564,529	1,586,933,895	889,933,320
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities				
Depreciation and amortisation	296,316,615	259,124,660	62,222,220	56,888,545
(Reversal) allowance for expected credit losses	(15,373,285)	(11,152,592)	252,983	(51,217)
Bad debts written-off	-	12,221,875	-	-
Reduction of cost of inventories to net realisable value (reversal)	19,192,290	(34,176,965)	(731,213)	(4,368,846)
Withholding income tax written-off	232,226	437,036	958	-
Reversal of allowance for impairment loss on investment properties	(118,889)	-	-	-
Gain on sales of investment properties	(118,811)	-	-	-
Loss (gain) on sales/write-off of buildings and equipment	1,103,045	(5,489,652)	(613,540)	(2,528,788)
Loss on intangible asset written-off	909,948	-	-	-
Gain on cancellation of lease contract	(3,386)	-	-	-
(Gain) loss on sales of investments in subsidiaries	-	-	(939,546,979)	69,200,000
Long-term employee benefit expenses	7,028,311	8,605,373	1,246,242	1,799,386
Unrealised loss (gain) on exchange rate	33,302,693	186,405	729,925	(808,005)
Unrealised (gain) loss on forward foreign exchange contracts	(140,269,319)	37,346,672	(5,604,318)	4,696,338
Unrealised loss (gain) on interest rate swaps contracts	1,200,504	(6,282,950)	1,200,504	(6,282,950)
Dividend income	-	-	(512,097,891)	(790,496,745)
Share-based payment expenses	4,936,250	-	-	-
Share of loss from joint ventures	705,021	2,787,478	-	-
Share of profit from associate	(1,229,779)	(930,779)	-	-
Finance income	(8,009,132)	(6,058,785)	(4,613,261)	(4,602,624)
Finance cost	71,653,502	67,797,335	50,273,702	58,435,325
Profit from operating activities before changes in operating assets and liabilities	1,524,612,708	1,476,979,640	239,653,227	271,813,739
Operating assets (increase) decrease				
Trade and other receivables	(239,548,443)	(180,491,679)	120,083,143	(30,901,785)
Inventories	(138,844,330)	(740,874,035)	(128,566,108)	(76,755,482)
Other current assets	(30,551,969)	(57,694,216)	4,043,970	(2,847,383)
Other non-current assets	(3,140,786)	(1,161,460)	(7,334,534)	(22,000)

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

Asian Sea Corporation Public Company Limited and its subsidiaries

Cash flow statement (continued)

For the year ended 31 December 2022

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Operating liabilities increase (decrease)				
Trade and other payables	(73,939,528)	105,969,763	(20,947,812)	(4,508,526)
Other current liabilities	10,630,809	14,140,730	(2,802,820)	(2,997,413)
Cash paid for long-term employee benefits	(4,492,080)	(2,698,059)	(1,060,280)	(649,800)
Other non-current liabilities	(11,108)	19,990	1,372,000	20,501
Cash flows from operating activities	1,044,715,273	614,190,674	204,440,786	153,151,851
Interest received	5,628,911	6,035,186	4,407,003	4,735,083
Interest paid	(73,534,512)	(67,691,108)	(50,212,618)	(60,683,381)
Income tax refund	5,700,260	-	5,700,260	-
Income tax paid	(145,805,332)	(57,524,088)	(28,314,293)	(5,639,576)
Net cash flows from operating activities	836,704,600	495,010,664	136,021,138	91,563,977
Cash flows from investing activities				
Decrease in restricted bank deposits	18,561,579	-	-	-
Cash payments for buildings construction and acquisitions of land, buildings improvements and equipment	(627,009,058)	(438,717,785)	(71,801,961)	(55,708,522)
Cash payments for deposits of equipment	(20,740,848)	(18,975,517)	-	-
Cash payments for acquisitions of computer software	(2,574,878)	(32,123,630)	(58,000)	(28,711,943)
Proceeds from sales of investment properties	1,300,000	-	-	-
Proceeds from sales of land and equipment	7,273,495	9,216,037	3,089,617	3,077,386
(Increase) decrease in short-term loans to subsidiaries	-	-	(74,900,000)	43,346,122
Cash received from disposal of investment in subsidiary	1,152,046,979	-	1,152,046,979	-
Cash payments for long-term loans to joint ventures	(186,893)	(377,652)	-	-
Cash received from repayment of long-term loans to joint ventures	5,503,950	-	-	-
Dividend received	-	-	512,097,891	-
Net cash flows from (used in) investing activities	534,174,326	(480,978,547)	1,520,474,526	(37,996,957)
Cash flows from financing activities				
(Decrease) increase in bank overdrafts and short-term loans from banks	(847,936,765)	342,927,866	(231,328,521)	38,653,387
Increase in short-term loans from subsidiaries	-	-	115,311,797	239,732,763
Cash received from long-term loans	620,000,000	700,000,000	350,000,000	700,000,000
Repayment of long-term loans	(1,103,661,427)	(658,531,428)	(1,028,571,427)	(558,571,428)
Payment of principal of lease liabilities	(18,885,813)	(18,185,289)	(5,091,264)	(6,897,702)
Proceed from increase in share capital of the subsidiary	2,353,813,750	-	-	-
Cash paid for direct costs related to the share offering of the subsidiary	(54,656,042)	-	-	-
Dividends paid	(529,075,831)	(501,971,772)	(529,075,831)	(501,971,772)
Net cash flows from (used in) financing activities	419,597,872	(135,760,623)	(1,328,755,246)	(89,054,752)
(Decrease) increase in exchange differences on translation of financial statements in foreign currency	(3,312,348)	2,989,475	-	-
Net increase (decrease) in cash and cash equivalents	1,787,164,450	(118,739,031)	327,740,418	(35,487,732)
Cash and cash equivalents at beginning of year	88,662,102	207,401,133	17,228,019	52,715,751
Cash and cash equivalents at end of year	1,875,826,552	88,662,102	344,968,437	17,228,019
	-	-	-	-

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

Asian Sea Corporation Public Company Limited and its subsidiaries

Cash flow statement (continued)

For the year ended 31 December 2022

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Supplemental cash flows information				
Non-cash transactions				
Decrease (increase) in other payables for acquisitions of equipment	11,525,617	(9,342,026)	(507,224)	384,251
Decrease in other payables for acquisitions of computer software	-	2,528,263	-	2,528,263
Increase in dividend payable	60,560	43,294	60,560	43,294
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	34,116,879	16,777,892	15,250,708	1,508,173
Surplus on revaluation of land	-	5,951,300	-	5,951,300
Investment properties received from proceeds on sales of goods	-	40,000	-	-
Actuarial (gain) loss	(4,862,975)	10,320,219	(2,320,590)	1,337,898
Reclassified from property, plant and equipment to investment properties	-	-	-	415,620,000
Reclassified from right-of-use assets to property, plant and equipment	255,984	-	-	-
Transferred deposits of equipment to equipment	18,975,517	-	-	-

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

Asian Sea Corporation Public Company Limited and its subsidiaries

Notes to consolidated financial statements

For the year ended 31 December 2022

1. General 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 Samut Sakorn, Samut Sakorn. There are 8 branches located in Bangkok, Samut Sakorn, and Songkhla.

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 (“the Company”) and the following subsidiary companies (“the subsidiaries”) (collectively as “the Group”).

Company's name	Nature of business	Country of incorporation	Percentage of shareholding	
			2022	2021
			(%)	(%)
<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 Public Company Limited (Formerly know as “Asian Alliance International Co., Ltd.”)	Production of packaged seafoods, animal feeds and fishmeal	Thailand	70	100
Asian Feed Co., Ltd.	Production of feedstuff	Thailand	100	100
Asian Food Co., Ltd.	Domestic distribution of frozen seafoods	Thailand	100	100

Company's name	Nature of business	Country of incorporation	Percentage of shareholding	
			2022	2021
			(%)	(%)
<u>Subsidiary held by Asian Alliance International Public Company Limited</u>				
Asian Pets Care Corporation Co., Ltd.	Distribution of animal feeds, marketing and management activities, including investing in other business	Thailand	100	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

In September 2022, Thaiya Corporation (Shanghai) Co., Ltd. increased its registered share capital from USD 3 million to USD 5 million and received payment of USD 1 million for the shares in October 2022. As at 31 December 2022, outstanding called-up shared capital amounted to USD 1 million.

- 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 daily 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.
- g) Non-controlling interests represent the portion of profit or loss and net assets of the subsidiary that are not held by the Company and are presented separately in the consolidated profit or loss and within equity in the consolidated statement of financial position.

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 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 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 2023

The Federation of Accounting Professions issued a number of revised financial reporting standards, which are effective for fiscal years beginning on or after 1 January 2023. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The management of the Group believes that adoption of these amendments will not have any significant impact on the Group's financial statements.

4. Significant accounting policies

4.1 Revenue and expense recognition

Sales of goods 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 3 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 - 25 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 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	3 - 5 years
Office equipment	4 and 5 years
Motor vehicles	3 - 5 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 Company's functional currency. Items of each entity included in the consolidated financial statements are measured using the functional currency of that entity.

Transactions in foreign currencies are translated into Baht at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into Baht at the exchange rate ruling at the end of reporting period.

Gains and losses on exchange 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.

Past service costs are recognised in profit or loss on the earlier of the date the plan amendment or curtailment and the date that the Group recognises restructuring - related costs.

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 Share-based payments

The Group recognises share-based payment transactions when services are rendered by employees, based on the fair value of the share options at the grant date. The expenses are recognised over the service period as specified in the plan, and a capital reserve for share-based payment transactions is presented in shareholder's equity.

4.15 Income tax

Income tax expense represents the sum of corporate income tax currently payable and deferred tax.

Current tax

Current income tax is provided in the accounts at the amount expected to be paid to the taxation authorities, based on taxable profits determined in accordance with tax legislation.

Deferred tax

Deferred income tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts at the end of each reporting period, using the tax rates enacted at the end of the reporting period.

The Group recognises deferred tax liabilities for 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.

4.16 Financial instruments

The Group initially measures financial assets at its fair value plus, in the case of financial assets that are not measured at fair value through profit or loss, transaction costs. However, 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.

4.17 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.

4.18 Fair value measurement

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

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.

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 Company used a discounted cash flow model, based on projected information for the next 5 years and excluding any restructuring activities to which the company 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.

	Consolidated		Separate		(Unit: Thousand Baht)
	financial statements		financial statements		Transfer pricing policy
	2022	2021	2022	2021	
Transactions with subsidiaries					
(eliminated from the consolidated financial statements)					
Sales	-	-	6,307	8,690	Cost plus margin
Cold storage service income	-	-	70,570	75,045	Contract price
Rental income	-	-	15,927	15,840	Contract price
Management fee income	-	-	51,990	51,850	Mutually agreed price
Interest income	-	-	3,687	3,781	3.05% - 3.49% per annum (2021: 2.85% - 3.08% per annum)
Other income	-	-	10,984	9,308	Cost plus margin and mutually agreed price
Sales of investment in subsidiary	-	-	-	130,800	Contract price
Dividend income	-	-	512,098	790,497	As declared
Purchases of raw materials	-	-	86,433	121,113	Cost plus margin
Interest expense	-	-	11,033	16,146	2.49% - 3.49% per annum (2021: 2.45% - 2.90% per annum)
Other expenses	-	-	13,411	10,204	Cost plus margin and mutually agreed price

(Unit: Thousand Baht)					
	Consolidated		Separate		Transfer pricing policy
	financial statements		financial statements		
	2022	2021	2022	2021	
Transactions with joint ventures					
Interest income	919	989	-	-	4.00% - 5.00% per annum
Commission expenses	17,212	9,227	-	-	Mutually agreed price
Transactions with associate					
Sales	43,566	28,050	-	-	Cost plus margin
Interest income	192	191	-	-	4.00% per annum
Transactions with related party					
Interest income	-	-	-	372	2.85% - 3.08% per annum
Transaction with management and director					
Sales	1,049	-	1,049	-	Cost plus margin
Coldstorage service income	125	-	125	-	Contract price

As at 31 December 2022 and 2021, the balances of the accounts between the Group and those related parties are as follows.

(Unit: Thousand Baht)				
	Consolidated		Separate	
	financial statements		financial statements	
	2022	2021	2022	2021
Trade receivables - related parties (Note 8)				
Subsidiaries	-	-	6,227	7,613
Associate	-	268	-	-
Management and director	1,081	-	1,081	-
Other receivables - related parties (Note 8)				
Subsidiaries	-	-	10,627	7,848
Joint ventures	2,161	1,349	-	-
Associate	48	49	-	-
Trade payables - related parties (Note 18)				
Subsidiaries	-	-	1,070	209
Other payables - related parties (Note 18)				
Subsidiaries	-	-	3,232	1,539

Short-term loans to and short-term loans from subsidiaries

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

(Unit: Thousand Baht)

Short-term loans to	Interest rate (percent per annum)	Separate financial statements			
		Balance as at			Balance as at
		31 December 2021	Increase during the year	Decrease during the year	31 December 2022
Asian Feed Co., Ltd.	3.05 - 3.49	93,100	261,450	(186,550)	168,000
Asian Food Co., Ltd.	3.19 - 3.31	-	61,292	(61,292)	-
Total		93,100	322,742	(247,842)	168,000

(Unit: Thousand Baht)

Short-term loans from	Interest rate (percent per annum)	Separate financial statements			
		Balance as at			Balance as at
		31 December 2021	Increase during the year	Decrease during the year	31 December 2022
Asian Seafoods Coldstorage (Suratthani) Co., Ltd.	2.55 - 3.49	222,174	1,350,437	(1,218,546)	354,065
Asian Alliance International Public Company Limited	2.49	-	42,000	(42,000)	-
Asian Food Co., Ltd.	2.73 - 3.35	59,335	311,765	(328,345)	42,755
Total		281,509	1,704,202	(1,588,891)	396,820

Long-term loans to joint ventures

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

(Unit: Thousand Baht)

Long-term loans to	Consolidated financial statements						
	Balance as at 31 December 2021	Increase during the year	Decrease during the year	Unrealised loss on exchange rate	Recognised share of profit	Recognised share of translation of financial statements in foreign currency	Balance as at 31 December 2022
Asian Group SCS Europe GmbH	2,699	-	(5,504)	(228)	4,736	181	1,884
Shandong Thaiya Meisi Pet Foods Co., Ltd.	13,109	187	-	(723)	-	-	12,573
Total	15,808	187	(5,504)	(951)	4,736	181	14,457

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 2022, Asian Pets Care Corporation Co., Ltd. has a loan of Euro 100,000 (2021: 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 2022, Thaiya Corporation (Shanghai) Co., Ltd. has granted a long-term loan of RMB 2.53 million (2021: RMB 2.50 million) to the joint venture (Shandong Thaiya Meisi Pet Foods Co., Ltd.).

Long-term loans to associate

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	Balance as at 31 December 2021	Recognised share of profit	Balance as at 31 December 2022
Inter Petrina Co., Ltd.	2,433	1,230	3,663

In May 2018, Asian Pets Care Corporation 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 1.60 million and Baht 2.40 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 Public Company Limited 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 2022 and 2021, the Group has granted a loan of Baht 4.80 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.

Directors and management's benefits

During the years ended 31 December 2022 and 2021, the Group had employee benefit expenses payable to its directors and management as below.

	Consolidated		(Unit: Thousand Baht)	
	financial statements		Separate	
	2022	2021	2022	2021
Short-term employee benefits	44,960	41,985	19,680	17,904
Post-employment benefits	1,022	919	271	271
Share-based payment (Note 11)	1,650	-	-	-
Total	<u>47,632</u>	<u>42,904</u>	<u>19,951</u>	<u>18,175</u>

Guarantee obligations with related parties

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

Some of the Company's bank overdraft are guaranteed by Asian Seafoods Coldstorage (Suratthani) Co., Ltd. without charging a guarantee fee.

Some of the Company's long-term loan facilities are guaranteed by Asian Feed Co., Ltd. and Asian Seafoods Coldstorage (Suratthani) Co., Ltd., some are secured by the mortgage of the land and the buildings of Asian Feed Co., Ltd. and some are secured by the mortgage of the buildings of Asian Alliance International Public Company Limited, without charging a guarantee fee. During the year 2022, Asian Alliance International Public Company Limited cancelled the mortgage of its buildings as collateral for credit facilities to the Company as described in Note 19.

7. Cash and cash equivalents

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2022	2021	2022	2021
Cash	654	598	-	34
Bank deposits	1,875,173	88,064	344,968	17,194
Total	1,875,827	88,662	344,968	17,228

As at 31 December 2022, bank deposits in savings accounts and fixed deposits carried interests between 0.05% and 1.20% per annum (2021: between 0.13% and 0.25% per annum).

8. Trade and other receivables

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2022	2021	2022	2021
<u>Trade receivables - related parties (Note 6)</u>				
Aged on the basis of due dates				
Not yet due	10	268	6,215	5,884
Past due up to 3 months	1,071	-	1,093	1,729
Total trade receivables - related parties	1,081	268	7,308	7,613
<u>Trade receivables - unrelated parties</u>				
Aged on the basis of due dates				
Not yet due	1,100,076	746,957	61,715	155,796
Past due				
Up to 3 months	147,778	296,115	20,260	58,081
3 - 6 months	23,638	33,611	9,542	13
6 - 12 months	12,142	8,832	17	6
Over 12 months	172,492	167,435	5,018	5,267
Total	1,456,126	1,252,950	96,552	219,163
Less: Allowance for expected credit losses	(133,467)	(149,278)	(5,018)	(5,270)
Total trade receivables - unrelated parties, net	1,322,659	1,103,672	91,534	213,893
Total trade receivables - net	1,323,740	1,103,940	98,842	221,506
<u>Other receivables</u>				
Other receivables - related parties (Note 6)	-	-	10,154	7,581
Other receivables - unrelated parties	117,841	113,949	7,504	8,029
Interest receivable from related parties (Note 6)	2,209	1,398	473	267
Total	120,050	115,347	18,131	15,877
Less: Allowance for expected credit losses	(53,189)	(52,751)	(505)	-
Total other receivables - net	66,861	62,596	17,626	15,877
Total trade and other receivables - net	1,390,601	1,166,536	116,468	237,383

The normal credit term is 0 day to 150 days.

Set out below is the movements in the allowance for expected credit losses of trade and other receivables.

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2022	2021	2022	2021
Beginning balance	202,029	203,099	5,270	5,322
(Reversal) Provision for expected credit losses	(15,485)	9,826	517	32
Amount written-off	-	(12,222)	-	-
Amount recovered	(354)	(124)	(264)	(84)
Effect from foreign exchange	466	1,450	-	-
Ending balance	186,656	202,029	5,523	5,270

9. Inventories

(Unit: Thousand Baht)

	Consolidated financial statements					
			Reduce cost to net			
	Cost		realisable value		Inventories - net	
	2022	2021	2022	2021	2022	2021
Finished goods	1,271,035	1,310,010	(59,231)	(36,868)	1,211,804	1,273,142
Work in process	208,324	184,531	-	-	208,324	184,531
Raw materials	1,009,022	862,342	(668)	(1,438)	1,008,354	860,904
Packing materials	194,716	223,125	(1,505)	(3,906)	193,211	219,219
Spare parts and factory						
supplies	61,425	34,424	-	-	61,425	34,424
Goods in transit	127,497	118,743	-	-	127,497	118,743
Total	2,872,019	2,733,175	(61,404)	(42,212)	2,810,615	2,690,963

(Unit: Thousand Baht)

	Separate financial statements					
			Reduce cost to net			
	Cost		realisable value		Inventories - net	
	2022	2021	2022	2021	2022	2021
Finished goods	191,436	153,218	(7,805)	(7,320)	183,631	145,898
Work in process	193,633	118,751	-	-	193,633	118,751
Raw materials	152,376	141,718	(185)	(1,401)	152,191	140,317
Packing materials	5,250	5,483	-	-	5,250	5,483
Spare parts and factory						
supplies	2,518	2,035	-	-	2,518	2,035
Goods in transit	9,622	5,064	-	-	9,622	5,064
Total	554,835	426,269	(7,990)	(8,721)	546,845	417,548

During the year 2022, the Group reduced cost of inventories by Baht 21 million (2021: Baht 2 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 2 million (2021: Baht 36 million) (Separate financial statements: Baht 1 million, 2021: Bath 4 million), and reduced the amount of inventories recognised as expenses during the year.

10. Restricted bank deposits

The balance as at 31 December 2021 represents savings deposits of a subsidiary pledged as collateral to secure long-term loan. During the year 2022, the subsidiary fully repaid the loan and cancelled this collateral as mentioned in Note 19.

11. Investments in subsidiaries

11.1 Details of investments in subsidiaries as presented in the separate financial statements are as follows.

Company's name	Paid-up capital		Shareholding percentage		Cost		(Unit: Thousand Baht) Dividend received during the year	
	2022	2021	2022	2021	2022	2021	2022	2021
			(%)	(%)				
Asian Seafoods Coldstorage (Suratthani) Co., Ltd.	100,000	100,000	100	100	100,000	100,000	-	-
Asian Alliance International Public Company Limited	2,125,000	1,700,000	70	100	1,487,493	1,699,993	512,098	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	-	-
Total					2,363,493	2,575,993	512,098	790,497
Less: Allowance for impairment loss					(111,000)	(111,000)		
Investments in subsidiaries - net					2,252,493	2,464,993		

Asian Alliance International Public Company Limited ("AAI")

a. On 31 May 2021, AAI 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 AAI holds a 100% interest.

b. Dividend paid

On 4 March 2022, the 2022 Annual General Meeting of AAI's shareholders passed resolutions approving the payment of dividend derived from AAI's annual operating results of 2021 at a rate of Baht 1.882 per share for 170 million shares, totaling Baht 320.0 million, which was paid on 18 March 2022, and allocation of retained earnings of Baht 34.9 million to the statutory reserve.

On 4 August 2022, the Board of Directors' meeting of AAI passed resolution approving the payment of an interim dividend derived from AAI's performance for the first half of year 2022 at a rate of Baht 0.113 per share for 1,700 million shares, totaling Baht 192.1 million, which was paid on 29 August 2022, and allocation of retained earning of Baht 19.1 million to the statutory reserve.

c. Change in a par value and increase in registered share capital of AAI

On 4 March 2022, the 2022 Annual General Meeting of AAI's shareholders passed resolutions approving the change in the par value of AAI's shares and increase in the registered share capital as follows.

- a) A decrease in the par value of AAI'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.
- b) An increase in AAI's registered share capital of Baht 425 million (425 million ordinary shares at par value of Baht 1 each) from the registered share capital of Baht 1,700 million to Baht 2,125 million, resulting in AAI's registered share capital equivalent to 2,125 million shares with par value of Baht 1 each to support an Initial Public Offering (IPO).

And, on 10 March 2022, AAI registered the changes with the Ministry of Commerce.

d. Offering and registration of AAI's ordinary shares as listed securities on the Stock Exchange of Thailand

During 17 to 21 October 2022, AAI offered ordinary shares of AAI to those of the ordinary shareholders of the Company who have pre-emptive rights, in proportion to their shareholding in AAI, to 114,525,933 new ordinary shares with a par value of Baht 1 each, at an offering price of Baht 5.55 per share, amounting to Baht 635.6 million.

On 21, 25 and 26 October 2022, AAI offered newly-issued ordinary shares of AAI and the Company offered existing ordinary shares of AAI held by the Company as follows.

- a) 507,474,967 ordinary shares with a par value of Baht 1 each offered through an initial public offering at a price of Baht 5.55 per share, amounting to Baht 2,816.5 million.
- b) 6,524,100 of ordinary shares with a par value of Baht 1 each offered to directors, executives, and/or employees of the Company and/or the Company's subsidiaries at a price of Baht 5.55 per share, amounting to Baht 36.2 million.
- c) 8,975,000 of ordinary shares with a par value of Baht 1 each offered under the ESOP (as discussed in Note 11.1 e) at a price of Baht 5.00 per share, amounting to Baht 44.9 million.

Subsequently, AAI and the Company received full payment of the shares on 27 October 2022 and registered the increase of its issued and paid-up share capital from Baht 1,700 million (1,700 million ordinary shares with a par value of Baht 1 each) to Baht 2,125 million (2,125 million ordinary shares with a par value of Baht 1 each) with the Ministry of Commerce on the same date. The Stock Exchange of Thailand has approved the 637.5 million ordinary shares with a par value of Baht 1 each as listed securities, with trading permitted as from 1 November 2022. Following the sales of AAI's common stock, the Company's percentage of shareholding in AAI has decreased from 100% to 70%. The Group presents the effect of the change in its ownership interests in the subsidiary, amounting to Baht 1,826.1 million, as "Surplus from the change in the ownership interests in subsidiary" in the consolidated statement of financial position.

Moreover, the Group presented the sale of 425 million newly-issued ordinary shares of AAI of Baht 2,310.1 million, net of direct IPO cost and related taxes, and the sale of 212.5 million existing ordinary shares of AAI held by the Company of Baht 964.1 million, net of direct IPO cost and related taxes, as "Non-controlling interests of the subsidiary" in the consolidated statement of financial position. In addition, the Company recognised gain on the sale of shares held in AAI of Baht 939.5 million, net of direct IPO cost, in the profit or loss for the year in the separate financial statements.

e. Share-based payments under the ESOP

AAI issued 8,975,000 of ordinary shares with an offering price of 90 percent of the IPO price per share under the ESOP.

The Group presented the sale of newly-issued ordinary shares of AAI under the ESOP related to the share-based payments amounting to Baht 4.9 million, as "Non-controlling interests of the subsidiary" in the consolidated statement of financial position.

11.2 Details of investments in subsidiaries that have material non-controlling interests

(Unit: Million Baht)

Company's name	Proportion of equity interest held by non - controlling interests		Accumulated balance of non-controlling interests		Profit/loss allocated to non-controlling interests during the year		Dividend paid to non-controlling interests during the year	
	2022	2021	2022	2021	2022	2021	2022	2021
	(%)	(%)						
Asian Alliance International Public Company Limited*	30	-	1,508	-	55	-	-	-

* The balance was from the consolidated financial statements of Asian Alliance International Public Company Limited

11.3 Summarised financial information from the consolidated financial statements that based on amounts before inter-company elimination of Asian Alliance International Public Company Limited

Summarised information about financial position

(Unit: Million Baht)

As at

31 December 2022

Current assets	4,476
Non-current assets	1,604
Current liabilities	633
Non-current liabilities	414

Summarised information about comprehensive income

(Unit: Million Baht)

For the year ended

31 December 2022

Revenue	7,195
Profit	859
Other comprehensive income	(5)
Total comprehensive income	854

Summarised information about cash flow

(Unit: Million Baht)

For the year ended

31 December 2022

Cash flow from operating activities	407
Cash flow used in investing activities	(415)
Cash flow from financing activities	1,473
Exchange differences on translation of financial statements in foreign currency	(3)
Net increase in cash and cash equivalents	1,462

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 ventures	Nature of business	Country of incorporation	Consolidated financial statements					
			Shareholding percentage		Cost		Carrying amounts based on equity method	
			2022	2021	2022	2021	2022	2021
			(%)	(%)				
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	34,179	40,550
Total					45,059	45,059	34,179	40,550

On 23 December 2021, Asian Alliance International Public Company Limited 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 Public Company Limited, which holds a 60% interest.

12.2 Share of comprehensive income and dividend received

During the years ended 31 December 2022 and 2021, the Group recognised its 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	
	2022	2021	2022	2021
Asian Group SCS Europe GmbH	4,736	2,102	181	(255)
Shandong Thaiya Meisi Pet Foods Co., Ltd.	(5,441)	(4,889)	(930)	2,946
Total	(705)	(2,787)	(749)	2,691

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 (as mentioned in Note 6).

The joint ventures did not pay any dividend in the years 2022 and 2021.

The share of profit (loss) from investments in joint ventures for the year ended 31 December 2022 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	
			2022	2021	2022	2021	2022	2021
			(%)	(%)				
Inter Petrina Co., Ltd.	Distribution of animal feeds	Thailand	40	40	1,600	1,600	-	-

On 28 June 2021, Asian Alliance International Public Company Limited 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 Public Company Limited, which holds a 40% interest.

13.2 Share of profit or loss and dividend received

During the years ended 31 December 2022 and 2021, the Group recognised its share of profit from investment in associate in the consolidated financial statements as follows.

(Unit: Thousand Baht)

Associate	Consolidated financial statements	
	Share of profit	
	2022	2021
Inter Petrina Co., Ltd.	1,230	931

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 incurred by the associate has been recognised by deducting from the balances of long-term loan receivables (as mentioned in Note 6).

The associate did not pay any dividend in the years 2022 and 2021.

The share of profit from investment in associate for the year ended 31 December 2022 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 for a subsidiary to lease for use in its operations since 2021.

The fair values of the investment properties as at 31 December 2022 amounted to Baht 92.4 million (2021: Baht 94.6 million) (Separate financial statements 2022 and 2021: 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 2022 and 2021 is presented below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2022	2021	2022	2021
Net book value at beginning of year	50,063	50,023	415,620	-
Addition	-	40	-	-
Disposals	(1,063)	-	-	-
Reclassified from land	-	-	-	415,620
Net book value at end of year	<u>49,000</u>	<u>50,063</u>	<u>415,620</u>	<u>415,620</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 as collateral to secure credit facilities received from bank. During the year 2022, the Company has cancelled the mortgage of the land which are investment properties to secure the credit facilities as described in Note 19.

15. Property, plant and equipment

(Unit: Thousand Baht)

Consolidated financial statements								
	Revaluation basis	Cost basis						Total
	Land	Land improvement	Buildings and building improvement	Machinery and equipment	Furniture, fixtures and office equipment	Motor vehicles	Assets under installation and construction	
Cost / Revalued amount								
As at 1 January 2021	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
As at 31 December 2021	1,057,859	117,598	1,796,553	2,701,025	129,170	105,548	131,884	6,039,637
Additions	10,000	2,918	49,730	201,382	19,720	64	350,645	634,459
Disposals/write-off	(538)	(1,910)	(9,353)	(137,121)	(17,308)	(15,742)	-	(181,972)
Transfer in (out)	-	1,138	129,280	76,838	2,616	-	(209,872)	-
Reclassified from								
right-of-use assets	-	-	-	-	-	1,540	-	1,540
Translation adjustments	-	-	-	-	(12)	-	-	(12)
As at 31 December 2022	1,067,321	119,744	1,966,210	2,842,124	134,186	91,410	272,657	6,493,652
Accumulated depreciation								
As at 1 January 2021	-	(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)
As at 31 December 2021	-	(83,229)	(1,125,930)	(1,650,963)	(94,198)	(89,965)	-	(3,044,285)
Depreciation for the year	-	(7,311)	(69,574)	(179,786)	(12,667)	(793)	-	(270,131)
Depreciation on disposals/write-off	-	1,037	7,367	134,845	16,975	13,371	-	173,595
Accumulated depreciation of those reclassified from right-of-use assets	-	-	-	-	-	(1,284)	-	(1,284)
Translation adjustments	-	-	-	-	12	-	-	12
As at 31 December 2022	-	(89,503)	(1,188,137)	(1,695,904)	(89,878)	(78,671)	-	(3,142,093)
Allowance for impairment loss								
As at 31 December 2021	(800)	-	-	-	-	-	-	(800)
As at 31 December 2022	(800)	-	-	-	-	-	-	(800)
Net book value								
As at 31 December 2021	1,057,059	34,369	670,623	1,050,062	34,972	15,583	131,884	2,994,552
As at 31 December 2022	1,066,521	30,241	778,073	1,146,220	44,308	12,739	272,657	3,350,759
Depreciation for the years								
2021 (Baht 224 million included in manufacturing cost, and the balance in selling and administrative expenses)								235,245
2022 (Baht 257 million included in manufacturing cost, and the balance in selling and administrative expenses)								270,131

(Unit: Thousand Baht)

	Separate financial statements							
	Revaluation basis		Cost basis					
	Land	Land improvement	Buildings and building improvement	Machinery and equipment	Furniture, fixtures and office equipment	Motor vehicles	Assets under installation and construction	Total
Cost / Revalued amount								
As at 1 January 2021	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)	-
As at 31 December 2021	430,605	37,450	698,292	558,821	28,776	30,989	9,247	1,794,180
Additions	10,000	-	18,125	20,886	3,036	33	20,229	72,309
Disposals/write-off	(538)	-	(3,064)	(6,990)	(771)	(9,207)	-	(20,570)
Transfer in (out)	-	-	4,179	2,520	215	-	(6,914)	-
As at 31 December 2022	440,067	37,450	717,532	575,237	31,256	21,815	22,562	1,845,919
Accumulated depreciation								
As at 1 January 2021	-	(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
As at 31 December 2021	-	(28,212)	(485,808)	(428,369)	(19,173)	(26,171)	-	(987,733)
Depreciation for the year	-	(1,177)	(24,675)	(22,867)	(3,117)	(36)	-	(51,872)
Depreciation on disposals/write-off	-	-	2,425	6,831	731	8,107	-	18,094
As at 31 December 2022	-	(29,389)	(508,058)	(444,405)	(21,559)	(18,100)	-	(1,021,511)
Net book value								
As at 31 December 2021	430,605	9,238	212,484	130,452	9,603	4,818	9,247	806,447
As at 31 December 2022	440,067	8,061	209,474	130,832	9,697	3,715	22,562	824,408
Depreciation for the years								
2021 (Baht 42 million included in manufacturing cost, and the balance in selling and administrative expenses)								46,045
2022 (Baht 46 million included in manufacturing cost, and the balance in selling and administrative expenses)								51,872

During the year 2021, the Group arranged for an independent professional valuer to appraise the value of land 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 2022 and 2021 would have been as follows.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2022	2021	2022	2021
Land	478,681	468,878	229,585	219,782

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 in the separate financial statements, as described in Note 14.

As at 31 December 2022, 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 1,404 million (2021: Baht 1,435 million) and Separate financial statements: Baht 509 million (2021: Baht 516 million).

As at 31 December 2022, the Group has pledged its land and building with net book value of Baht 167 million (2021: Baht 783 million) (Separate financial statements: the Company's land with net book value of Baht 91 million, 2021: None) as collateral to secure credit facilities received from banks as described in Note 19.

16. Intangible assets

	(Unit: Thousand Baht)						
	Consolidated financial statements				Separate financial statements		
		Computer software	under installation	Total	Computer software	under installation	Total
Cost							
As at 1 January 2021	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	-	-	-
As at 31 December 2021	1,140	99,060	408	100,608	77,990	-	77,990
Additions	-	1,225	1,350	2,575	58	-	58
Write-off	(1,140)	-	(54)	(1,194)	-	-	-
Transfer in (out)	-	354	(354)	-	-	-	-
Translation adjustments	-	(11)	-	(11)	-	-	-
As at 31 December 2022	-	100,628	1,350	101,978	78,048	-	78,048

(Unit: Thousand Baht)

	Consolidated financial statements				Separate financial statements		
	Trademark	Computer		Total	Computer		Total
		Computer software	software under installation		Computer software	software under installation	
Accumulated amortisation							
As at 1 January 2021	(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)	-	-	-
As at 31 December 2021	(284)	(25,443)	-	(25,727)	(20,973)	-	(20,973)
Amortisation for the year	-	(6,802)	-	(6,802)	(5,083)	-	(5,083)
Amortisation on write-off	284	-	-	284	-	-	-
Translation adjustments	-	9	-	9	-	-	-
As at 31 December 2022	-	(32,236)	-	(32,236)	(26,056)	-	(26,056)
Net book value							
As at 31 December 2021	856	73,617	408	74,881	57,017	-	57,017
As at 31 December 2022	-	68,392	1,350	69,742	51,992	-	51,992

17. Bank overdrafts and short-term loans from banks

(Unit: Thousand Baht)

	Interest rate		Consolidated		Separate	
	(percent per annum)		financial statements		financial statements	
	2022	2021	2022	2021	2022	2021
Bank overdrafts	-	MOR	-	3,784	-	3,666
Promissory notes	-	2.60 - 2.80	-	461,665	-	140,000
Trust receipt	3.35 - 3.91	2.25 - 2.83	68,473	353,461	4,047	57,710
Packing credit	-	2.10 - 2.25	-	97,500	-	34,000
Total			68,473	916,410	4,047	235,376

Some of the Company's bank overdraft 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).

18. Trade and other payables

(Unit: Thousand Baht)				
	Consolidated		Separate	
	financial statements		financial statements	
	2022	2021	2022	2021
Trade payables - related parties (Note 6)	-	-	1,070	209
Trade payables - unrelated parties	433,577	502,489	12,117	20,087
Other payables - related parties (Note 6)	-	-	1,893	943
Other payables - unrelated parties	118,850	97,171	17,207	16,653
Interest payable to related parties (Note 6)	-	-	1,339	596
Accrued expenses	143,852	184,302	26,124	41,697
Total	696,279	783,962	59,750	80,185

19. Long-term loans

(Unit: Thousand Baht)						
Loan	Interest rate (percent per annum)	Repayment schedule	Consolidated		Separate	
			financial statements		financial statements	
			2022	2021	2022	2021
1	THBFIX 6M + 1.90	Quarterly repayment as from February 2018 until May 2022	-	180,000	-	180,000
2	2.94	Quarterly repayment as from September 2018 until June 2025	196,429	275,000	196,429	275,000
3	2.57	Quarterly repayment as from December 2019 until September 2022	-	75,000	-	75,000
4	THBFIX 3M + 2.00	Monthly repayment as from October 2019 until September 2022	-	75,090	-	-
5	MLR - 1.97	Quarterly repayments as from August 2021 until May 2025	-	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	160,000	200,000	160,000	200,000
7	THOR rate + Margin 0.968	Monthly repayment as from October 2022 until September 2024	175,000	-	175,000	-
8	For first year after receiving the loan, 3.25 and subsequently MLR - 1.75	Monthly repayment as from June 2023 unit August 2025	270,000	-	-	-
Total			801,429	1,285,090	531,429	1,210,000
Less: Deferred financial fee			-	(174)	-	-
Less: Current portion			(288,572)	(508,487)	(218,572)	(433,571)
Long-term loans, net of current portion			512,857	776,429	312,857	776,429

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 Public Company Limited.

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 Public Company Limited 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 Public Company Limited.

The Company swapped interest rate of loan No.7 to fixed rate of 3.55% per annum. The loan is secured by guarantees provided by Asian Feed Co., Ltd. and Asian Seafoods Coldstorage (Suratthani) Co., Ltd. The terms in the agreement required the Company to maintain its proportionate shareholding in a subsidiary and a certain group of the shareholders to maintain their proportionate shareholding in the Company, as prescribed in the agreement.

Asian Alliance International Public company Limited entered into loan agreement No.8 with a bank. The terms in the agreement required the Company to maintain its proportionate shareholding in Asian Alliance International Public company Limited and a certain group of the shareholders to maintain their proportionate shareholding in the Company, as prescribed in the agreement.

During the year 2022, Asian Alliance International Public company Limited has cancelled the mortgage of its building for loan No.1 and 5 to the Company. After full repayment on loan No. 1 and 5, the Company has redeemed the mortgage of its land. Moreover, Asian Alliance International Public company Limited has fully repaid on loan No.4 and cancelled all above collaterals.

Movement of the long-term loans account during the years ended 31 December 2022 and 2021 are summarised below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2022	2021	2022	2021
Beginning balance	1,285,090	1,243,622	1,210,000	1,068,571
Additional borrowings	620,000	700,000	350,000	700,000
Repayments	(1,103,661)	(658,532)	(1,028,571)	(558,571)
Deferred financial fee	-	(174)	-	-
Ending balance	801,429	1,284,916	531,429	1,210,000

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.

20. Leases

20.1 The Group as a lessee

The Group entered into lease contract for the purposes of use in the Group's operations, whereby underlying asset is not allowed to be subleased and transferred to others, unless a prior written consent of the lessor has been obtained.

a) Right-of-use assets

Movements of right-of-use assets for the years ended 31 December 2022 and 2021 are summarised below.

	(Unit: Thousand Baht)					
	Consolidated financial statements					
	Land	Buildings	Factory equipment	Office equipment	Motor vehicles	Total
As at 1 January 2021	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)
As at 31 December 2021	-	1,969	16,202	217	9,114	27,502
Additions	14,219	-	14,953	-	4,945	34,117
Depreciation for the year	(4,735)	(825)	(10,168)	(71)	(3,585)	(19,384)
Reclassified to property, plant and equipment	-	-	-	-	(255)	(255)
Contract cancellation	-	(1,096)	-	-	-	(1,096)
As at 31 December 2022	9,484	48	20,987	146	10,219	40,884

(Unit: Thousand Baht)

	Separate financial statements					
	Land	Buildings	Factory equipment	Office equipment	Motor vehicles	Total
As at 1 January 2021	6,541	-	-	91	-	6,632
Additions	-	-	-	97	1,411	1,508
Depreciation for the year	(6,541)	-	-	(36)	(237)	(6,814)
As at 31 December 2021	-	-	-	152	1,174	1,326
Additions	14,219	-	-	-	1,032	15,251
Depreciation for the year	(4,735)	-	-	(41)	(491)	(5,267)
As at 31 December 2022	9,484	-	-	111	1,715	11,310

b) Lease liabilities

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	2022	2021	2022	2021
Lease payments	43,377	28,312	12,068	1,449
Less: Deferred interest expenses	(2,481)	(1,548)	(557)	(97)
Total	40,896	26,764	11,511	1,352
Less: Portion due within one year	(18,194)	(11,846)	(5,358)	(383)
Lease liabilities - net of current portion	22,702	14,918	6,153	969

Movements of the lease liabilities account during the years ended 31 December 2022 and 2021 are summarised below.

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	2022	2021	2022	2021
Balance at beginning of year	26,764	28,171	1,352	6,742
Additions	34,117	16,778	15,250	1,508
Accretion of interest	1,863	1,005	537	133
Payments of lease	(20,749)	(19,190)	(5,628)	(7,031)
Contract cancellation	(1,099)	-	-	-
Balance at end of year	40,896	26,764	11,511	1,352

A maturity analysis of lease payments is disclosed in Note 36.2 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	
	2022	2021	2022	2021
Depreciation expense of right-of-use assets	19,384	18,164	5,267	6,814
Interest expenses on lease liabilities	1,863	1,005	537	133
Expenses relating to short-term leases	22,432	6,118	3,828	2,518
Expenses relating to leases of low-value assets	490	490	-	-

d) Others

The Group had total cash outflows for leases for the year ended 31 December 2022 of Baht 43.7 million (2021: Baht 25.8 million) (Separate financial statements: Baht 9.5 million, 2021: Baht 9.5 million), including the cash outflow related to short-term lease and leases of low-value assets.

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) with the lease terms between 3 and 30 years.

The Company has future minimum rental receivables under operating leases as at 31 December 2022 and 2021 as follows.

	(Unit: Thousand Baht)	
	Separate financial statements	
	2022	2021
Within 1 year	14,204	15,840
Over 1 and up to 5 years	42,404	11,880
Over 5 years	357,006	-
Total	413,614	27,720

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	
	2022	2021	2022	2021
Provision for long-term employee benefits at beginning of year	83,592	67,364	30,488	28,001
Included in profit or loss:				
Current service cost	7,089	7,098	2,372	2,338
Interest cost	1,606	1,094	541	443
Past service costs	(1,667)	414	(1,667)	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	(6,361)	(6,472)	(2,320)	(1,841)
Experience adjustments	1,498	6,164	-	296
Benefits paid during the year	(4,492)	(2,698)	(1,060)	(650)
Provision for long-term employee benefits at end of year	81,265	83,592	28,354	30,488

As at 31 December 2022, the Group expects to pay Baht 3 million of long-term employee benefits during the next year (2021: Baht 5 million) and Separate financial statements: Baht 1 million (2021: Baht 1 million).

As at 31 December 2022, the weighted average durations of the liabilities for long-term employee benefits of the Group are 12 and 18 years (2021: 15 years), the Company only: 12 years (2021: 15 years).

Significant actuarial assumptions are summarised below.

	(Unit: percent per annum)	
	Consolidated/Separate	
	financial statements	
	2022	2021
Discount rate	1.44 - 5.65	0.52 - 3.56
Salary increase rate	3.00 - 5.00	3.00 - 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 2022				
	Consolidated financial statements		Separate financial statements	
	Increase 1%	Decrease 1%	Increase 1%	Decrease 1%
Discount rate	(7,533)	8,716	(2,188)	2,486
Salary increase rate	9,123	(8,024)	2,747	(2,452)
	Increase 20%	Decrease 20%	Increase 20%	Decrease 20%
Employee turnover rate	(6,738)	8,004	(1,955)	2,291

(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

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, 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.

On 22 April 2022, the 2022 Annual General Meeting of the Company's shareholders approved a decrease in the Company's registered capital from Baht 814,091,323 to Baht 814,087,559 by cancelling 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 2021 Annual General Meeting of the Company's shareholders. The Company registered the decrease in its share capital with the Ministry of Commerce and amended its Memorandum of Association to be consistent with the capital decrease on 28 April 2022.

23. Statutory reserve

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company and a subsidiary which is a public company are 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 of the Company has fully been set aside.

According to the Thai Civil and Commercial Code, the other 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	
	2022	2021	2022	2021
Balance - beginning of year	588,981	583,030	514,381	508,431
Revaluation	-	5,951	-	5,951
Transferred to retained earnings				
from sales of land	(341)	-	(341)	-
Balance - end of year	588,640	588,981	514,040	514,381
Balance - end of year - net of income tax	470,912	471,185	411,232	411,505

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. As at 31 December 2021, there was surplus on revaluation of this land of Baht 259.1 million, which is included in other comprehensive income. During the year 2022, there was no transfers of investment property.

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	
	2022	2021	2022	2021
Gain on derivatives	-	-	4,404	-
Management fee income	-	-	51,990	51,850
Rental income	4,471	4,171	17,792	17,448
Gain on sales of assets	2,521	5,490	614	2,529
Export incentives	51,835	37,748	1,074	1,395
Claims income	9,227	22,189	9,179	-
Others	42,412	29,299	18,754	15,725
Total	110,466	98,897	103,807	88,947

26. Finance cost

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2022	2021	2022	2021
Interest expenses on borrowings	35,693	31,395	15,639	22,904
Interest expenses on lease liabilities	1,863	1,005	537	134
Interest paid on interest rate swap agreements	34,098	35,397	34,098	35,397
Total	71,654	67,797	50,274	58,435

27. Expenses by nature

Significant expenses classified by nature are as follows.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2022	2021	2022	2021
Salaries, wages and other employee benefits	1,316,064	1,232,139	208,270	229,488
Depreciation	289,515	253,409	57,139	52,859
Amortisation	6,802	5,715	5,083	4,028
Transport expenses	252,229	260,131	21,522	58,020
Loss on exchange rate	33,946	52,756	-	8,026
Raw materials and consumables used	6,896,374	6,053,649	707,004	910,770
Changes in inventories of finished goods and work in process	15,182	(442,895)	(113,100)	(22,304)

28. Income tax

Income tax expenses for the years ended 31 December 2022 and 2021 are made up as follows.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2022	2021	2022	2021
Current income tax:				
Current income tax charge	171,646	86,914	215,818	10,470
Deferred tax:				
Relating to origination and reversal of temporary differences	47,676	21,335	118	(5,259)
Income tax expenses reported in profit or loss	219,322	108,249	215,936	5,211

The amounts of income tax relating to each component of other comprehensive income for the years ended 31 December 2022 and 2021 are as follows.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2022	2021	2022	2021
Deferred tax relating to				
Surplus on revaluation of land	-	1,190	-	1,190
Actuarial gain (loss)	973	(2,064)	464	(268)
Total	973	(874)	464	922

The reconciliation between accounting profit and income tax expenses is shown below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2022	2021	2022	2021
Accounting profit before tax	1,253,155	1,152,565	1,586,934	889,933
Applicable tax rate	20%	20%	20%	20%
Accounting profit before tax multiplied by				
income tax rate	250,631	230,513	317,387	177,987
Share of (gain) loss from joint ventures and associate	(105)	371	-	-
Effects of eliminated entries	(227)	105,001	-	-
Deferred tax assets relating to tax losses	46,453	(26,690)	-	(24,872)
Effects of:				
Promotional privileges (Note 29)	(80,941)	(101,035)	-	-
Revenue subject to tax	(450)	662	126	475
Exempted revenues and non-deductible expenses	4,346	(97,955)	(101,450)	(148,316)
Additional expense deductions allowed	(385)	(2,618)	(127)	(63)
Total	(77,430)	(200,946)	(101,451)	(147,904)
Income tax expenses reported in profit or loss	219,322	108,249	215,936	5,211

The components of deferred tax assets and deferred tax liabilities are as follows.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2022	2021	2022	2021
Deferred tax assets				
Allowance for expected credit losses	35,135	38,246	1,105	1,054
Provision for diminution in value of inventories	12,281	8,442	1,598	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	16,253	16,718	5,671	6,098
Unrealised loss from derivatives	-	5,985	403	1,285
Lease liabilities	49	-	-	-
Unused tax losses	-	19,193	-	-
Total	63,878	88,744	30,977	32,381

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2022	2021	2022	2021
Deferred tax liabilities				
Surplus on revaluation of land	(125,041)	(125,110)	(102,808)	(102,876)
Depreciation and amortisation	(54,858)	(52,835)	(12,745)	(13,499)
Unrealised gain from derivatives	(21,829)	-	-	-
Total	(201,728)	(177,945)	(115,553)	(116,375)
Net	(137,850)	(89,201)	(84,576)	(83,994)

As at 31 December 2022, the Group has deductible temporary differences and unused tax losses amounting to Baht 158 million (2021: Baht 55 million) (Separate financial statements: None), 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 2022, the unused tax losses of the Group amounting to Baht 156 million (2021: Baht 53 million) (Separate financial statements: None) will gradually expire in 2027.

29. Promotional privileges

Certificate No.	Asian Sea Corporation Plc.	Asian Seafoods Coldstorage (Suratthani) Co., Ltd.		Asian Alliance International Public Company Limited		
	64-0715-1-00-1-0	2938(5)/2555	64-0552-1-00-1-0	63-0035-1-05-1-0	64-0635-1-00-1-0	65-1479-1-00-1-0
Promoted operations	Production of frozen ready-to-eat foods	Production of processed frozen seafood	Production of processed frozen seafood	Production of packaged seafoods, animal feeds and fishmeal	Production of packaged animal feeds	Production of packaged ready-to-eat foods and animal feeds
	-	Granted	-	-	-	-
	-	14 Jan 2013 - 13 Jan 2021	-	-	-	-
	-	-	-	Granted	-	-
	-	-	-	10 Jan 2020 - 9 Jan 2023	-	-
Promotional privileges for	Granted	-	Granted	-	Granted	Granted
	Not yet commencing	-	30 Aug 2021 - 29 Aug 2026	-	7 Sep 2021 - 6 Sep 2026	Not yet commencing
1. Exemption from corporate income tax for a period of 8 years, commencing from the date the promoted operations commenced generating revenues. Period of corporate income tax exemption						
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						
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						

Certificate No.	Asian Sea Corporation Plc. 64-0715-1-00-1-0	Asian Seafoods Coldstorage (Suratthani) Co., Ltd.		Asian Alliance International Public Company Limited		
		2938(5)/2555	64-0552-1-00-1-0	63-0035-1-05-1-0	64-0635-1-00-1-0	65-1479-1-00-1-0
Promoted operations	Production of frozen ready-to-eat foods	Production of processed frozen seafood	Production of processed frozen seafood	Production of packaged seafoods, animal feeds and fishmeal	Production of packaged animal feeds	Production of packaged ready-to-eat foods and animal feeds
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	Granted	Granted	Granted	Granted
5. Exemption from income tax on dividend that is distributed from the promoted operations.	Granted	Granted	Granted	Granted	Granted	Granted
6. Exemption from import duty on machinery as approved by the Board of Investment.	Granted	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	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	Granted

The Group's operating revenues for the years ended 31 December 2022 and 2021, divided between promoted and non-promoted operations, are summarised below.

(Unit: Thousand Baht)

	Consolidated financial statements					
	Promoted operations		Non-promoted operations		Total	
	2022	2021	2022	2021	2022	2021
Sales and services						
Domestic sales and services	219,268	106,283	1,495,007	1,677,253	1,714,275	1,783,536
Export sales	1,987,939	2,109,103	7,461,388	5,595,547	9,449,327	7,704,650
Total	<u>2,207,207</u>	<u>2,215,386</u>	<u>8,956,395</u>	<u>7,272,800</u>	<u>11,163,602</u>	<u>9,488,186</u>

(Unit: Thousand Baht)

	Separate financial statements					
	Promoted operations		Non-promoted operations		Total	
	2022	2021	2022	2021	2022	2021
Sales and services						
Domestic sales and services	-	-	278,334	286,850	278,334	286,850
Export sales	-	-	1,035,737	1,267,138	1,035,737	1,267,138
Total	<u>-</u>	<u>-</u>	<u>1,314,071</u>	<u>1,553,988</u>	<u>1,314,071</u>	<u>1,553,988</u>

30. Earnings per share

Basic earnings per share for the year ended 31 December 2022 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. Moreover, basic earnings per share for the year ended 31 December 2021 is calculated by adjusting the number of ordinary shares used to calculate 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 packaged 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	
	2022	2021
Revenues from external customers		
Thailand	1,714,275	1,783,537
United States of America	5,266,039	3,928,282
Japan	799,044	760,158
Italy	932,406	928,864
United Kingdom	1,027,036	914,494
Others	1,424,802	1,172,851
Total	11,163,602	9,488,186

In the year 2022, the Group had three major customers with revenues of more than 10% of its revenues amounting to Baht 4,619 million, arising from feedstuff segment (2021: two major customers amounting to Baht 2,399 million, arising from frozen and packaged food products and feedstuff segments).

The following tables present revenues, profit (loss) and total assets information regarding the Group's operating segments for the years ended 31 December 2022 and 2021.

	(Unit: Million Baht)							
	Frozen and packaged food products		Feedstuff		Other business		Total	
	2022	2021	2022	2021	2022	2021	2022	2021
Revenues								
External customers	4,180	4,110	6,978	5,368	6	10	11,164	9,488
Inter-segment	335	243	101	103	71	75	507	421
Total revenues	4,515	4,353	7,079	5,471	77	85	11,671	9,909
Segment profit (loss)	620	669	1,472	1,245	(64)	(50)	2,028	1,864
Other income								
Selling and distribution expenses								
Administrative expenses								
Share of profit (loss) from joint ventures and associate								
Finance income								
Finance cost								
Income tax expenses								
Profit for the year								

	(Unit: Million Baht)							
	Frozen and packaged food products		Feedstuff		Other business		Total	
	2022	2021	2022	2021	2022	2021	2022	2021
Total assets	9,184	7,065	3,197	2,687	687	696	13,068	10,448

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2022	2021	2022	2021
Timing of revenue recognition				
Revenue recognised at a point in time	11,013,691	9,332,795	1,218,476	1,418,666
Revenue recognised over time	149,911	155,391	95,595	135,322
Total revenues from contracts with customers	<u>11,163,602</u>	<u>9,488,186</u>	<u>1,314,071</u>	<u>1,553,988</u>

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 2022 amounting to Baht 4.4 million (2021: Baht 4.5 million) were recognised as expenses and Separate financial statements: Baht 0.9 million (2021: Baht 1.0 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 271.4 million, 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 0.50 per share instead.
- Cash dividend at the rate of Baht 0.55 per share or in the total amount of Baht 298.5 million.

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 203.5 million.

On 22 April 2022, the 2022 Annual General Meeting of the Company's shareholders approved the payment of a cash dividend of Baht 0.65 per share, or a total of Baht 529.1 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, was paid on 18 May 2022.

On 8 August 2022, the meeting of the Company's Board of Directors passed a resolution approving the payment of an interim dividend of Baht 0.25 per share to the Company's ordinary shareholders from its operating profit for the first half of year 2022. This constitutes a total dividend of Baht 203.5 million, was paid on 7 September 2022.

34. Commitments and contingent liabilities

34.1 Capital commitment

As at 31 December 2022, the Group had outstanding capital commitment of Baht 91.4 million in respect of acquisition of machinery and equipment (2021: Baht 136.5 million in respect of building construction and acquisition of machinery).

34.2 Investment commitment

As at 31 December 2022, Asian Pets Care Corporation Co., Ltd. has outstanding commitment of USD 1.0 million (2021: None) in respect of uncalled portion of investment in Thaiya Corporation (Shanghai) Co., Ltd., as described in Note 2.2.

34.3 Guarantees

- a) As at 31 December 2022, there were outstanding bank guarantees of Baht 33.8 million and USD 0.2 million (2021: Baht 33.9 million and USD 0.2 million) and Separate financial statements: Baht 15.6 million and USD 0.2 million (2021: Baht 17.2 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 2022 and 2021, the Company had pledged cheques amounting to Baht 20.0 million to guarantee its purchase of raw materials.
- c) As at 31 December 2022, the Company had provided guarantees to secure the subsidiaries' credit facilities obtained from banks amounting to Baht 556.0 million (2021: Baht 1,060.0 million).

35. Fair value hierarchy

As at 31 December 2022 and 2021, 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	
	2022	2021	2022	2021
Assets measured at fair value				
Forward foreign exchange contracts	115,885	-	4,719	-
Land	1,066,521	1,057,059	440,067	430,605
Liabilities measured at fair value				
Forward foreign exchange contracts	-	24,384	-	885
Interest rate swap contracts	6,739	5,539	6,739	5,539
Assets for which fair value are disclosed				
Investment properties	92,445	94,635	415,620	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	
	2022	2021	2022	2021
Derivative assets				
Derivative assets not designated as hedging instruments				
Forward foreign exchange contracts	115,885	-	4,719	-
Derivative liabilities				
Derivative liabilities not designated as hedging instruments				
Forward foreign exchange contracts	-	24,384	-	885
Interest rate swap contracts	6,739	5,539	6,739	5,539

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 6 to 9 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 subsidiaries and long-term loans to joint ventures and associate, bank overdrafts and short-term loans from banks, short-term loan from subsidiaries, trade and other payables, 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 and other receivables, loans, deposits with banks and other financial instruments. Except for derivatives, the maximum exposure to credit risk is limited to the carrying amounts as stated in the statement of financial position. The Group's maximum exposure relating to derivatives is noted in the liquidity risk topic.

Trade 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 2022 and 2021, 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	
	2022	2021	2022	2021	2022	2021
	(Thousand)	(Thousand)	(Thousand)	(Thousand)	(Baht per 1 foreign currency unit)	
US dollar	28,560	24,225	3,264	3,953	34.56	33.42
Japanese yen	-	-	12,331	-	0.26	-
Euro	100	250	224	-	36.83	37.51
Pound	81	213	-	-	41.23	44.65
New Zealand dollar	-	-	135	-	22.18	-

Foreign currency	Separate financial statements					
	Financial assets		Financial liabilities		Average exchange rate	
	2022	2021	2022	2021	2022	2021
	(Thousand)	(Thousand)	(Thousand)	(Thousand)	(Baht per 1 foreign currency unit)	
US dollar	687	4,704	146	150	34.56	33.42

As at 31 December 2022 and 2021, forward exchange contracts outstanding, which will mature in one year, are summarised below.

As at 31 December 2022				
Foreign currency	Consolidated financial statements		Separate financial statements	
	Contractual	Contractual	Contractual	Contractual
	Amount	exchange rate	Amount	exchange rate
	(Thousand)	(Baht per 1 foreign currency unit)	(Thousand)	(Baht per 1 foreign currency unit)
<u>Sold amount</u>				
US dollar	76,349	33.84 - 37.38	7,031	34.11 - 36.04

As at 31 December 2021				
Foreign currency	Consolidated financial statements		Separate financial statements	
	Contractual	Contractual	Contractual	Contractual
	Amount	exchange rate	Amount	exchange rate
	(Thousand)	(Baht per 1 foreign currency unit)	(Thousand)	(Baht per 1 foreign currency unit)
<u>Sold amount</u>				
US dollar	64,079	32.26 - 33.90	5,734	32.73 - 33.82
Australian dollar	300	24.17	-	-

Foreign currency sensitivity

The following tables demonstrate the sensitivity of the Group's profit before tax to a reasonably possible change in US dollar exchange rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives as at 31 December 2022 and 2021. The Group's exposure to foreign currency changes for all other currencies is not material.

Currency	Consolidated financial statements			
	2022		2021	
	Increase/ Decrease	Effect on profit before tax	Increase/ Decrease	Effect on profit before tax
	(%)	(Thousand Baht)	(%)	(Thousand Baht)
US dollar	+ 5	(86,697)	+ 5	(73,509)
	- 5	86,697	- 5	73,509

Separate financial statements				
Currency	2022		2021	
	Increase/ Decrease	Effect on profit before tax	Increase/ Decrease	Effect on profit before tax
	(%)	(Thousand Baht)	(%)	(Thousand Baht)
US dollar	+ 5	(11,081)	+ 5	(2,031)
	- 5	11,081	- 5	2,031

This information is not a forecast or prediction of future market conditions and should be used with care.

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 subsidiaries, 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 2022 and 2021, 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						
2022						
Fixed interest rate						
	Within 1 year	1 - 5 years	Floating interest rate	Non-interest bearing	Total	Effective interest rate (% per annum)
Financial assets						
Cash and cash equivalents	900,000	-	945,928	29,899	1,875,827	Note 7
Trade and other receivables	-	-	-	1,390,601	1,390,601	-
Other current financial assets	-	-	-	115,885	115,885	-
Long-term loans to joint ventures	-	14,457	-	-	14,457	Note 6
Long-term loans to associate	-	3,663	-	-	3,663	Note 6
	<u>900,000</u>	<u>18,120</u>	<u>945,928</u>	<u>1,536,385</u>	<u>3,400,433</u>	

(Unit: Thousand Baht)

Consolidated financial statements

2022

	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	68,473	-	-	-	68,473	Note 17
Trade and other payables	-	-	-	696,279	696,279	-
Long-term loans	148,572	117,857	535,000	-	801,429	Note 19
Lease liabilities	18,194	22,702	-	-	40,896	3.07 - 9.19
Other non-current financial liabilities	-	-	-	6,739	6,739	-
	<u>235,239</u>	<u>140,559</u>	<u>535,000</u>	<u>703,018</u>	<u>1,613,816</u>	

(Unit: Thousand Baht)

Consolidated financial statements

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
	<u>-</u>	<u>36,803</u>	<u>66,471</u>	<u>1,188,727</u>	<u>1,292,001</u>	
Financial liabilities						
Bank overdrafts and short-term loans from banks	916,410	-	-	-	916,410	Note 17
Trade and other payables	-	-	-	783,962	783,962	-
Other current financial liabilities	-	-	-	24,384	24,384	-
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
Other non-current financial liabilities	-	-	-	5,539	5,539	-
	<u>1,081,653</u>	<u>211,347</u>	<u>935,090</u>	<u>813,885</u>	<u>3,041,975</u>	

(Unit: Thousand Baht)

	Separate financial statements					
	2022					
	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	-	-	341,611	3,357	344,968	Note 7
Trade and other receivables	-	-	-	116,468	116,468	-
Short-term loans to subsidiaries	168,000	-	-	-	168,000	Note 6
Other current financial asset	-	-	-	4,719	4,719	-
	168,000	-	341,611	124,544	634,155	
Financial liabilities						
Bank overdrafts and short-term						
loans from banks	4,047	-	-	-	4,047	Note 17
Short-term loans from subsidiaries	396,820	-	-	-	396,820	Note 6
Trade and other payables	-	-	-	59,750	59,750	-
Long-term loans	78,572	117,857	335,000	-	531,429	Note 19
Lease liabilities	5,359	6,153	-	-	11,511	4.19 - 5.49
Other non-current financial liabilities	-	-	-	6,739	6,739	-
	484,798	124,010	335,000	66,487	1,010,297	

(Unit: Thousand Baht)

	Separate financial statements					
	2021					
	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	-	-	15,201	2,027	17,228	Note 7
Trade and other receivables	-	-	-	237,383	237,383	-
Short-term loans to subsidiaries	93,100	-	-	-	93,100	Note 6
	93,100	-	15,201	239,410	347,711	
Financial liabilities						
Bank overdrafts and short-term						
loans from banks	235,376	-	-	-	235,376	Note 17
Short-term loans from subsidiaries	281,509	-	-	-	281,509	Note 6
Trade and other payables	-	-	-	80,185	80,185	-
Other current financial liabilities	-	-	-	885	885	-
Long-term loans	153,571	196,429	860,000	-	1,210,000	Note 19
Lease liabilities	383	969	-	-	1,352	4.39 - 4.56
Other non-current financial liabilities	-	-	-	5,539	5,539	-
	670,839	197,398	860,000	86,609	1,814,846	

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 liabilities affected as at 31 December 2022 and 2021, 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	
(%)	2022	2021	(%)	2022	2021
	(Thousand Baht)	(Thousand Baht)		(Thousand Baht)	(Thousand Baht)
+1.0	(3,350)	(11,046)	+1.0	(3,350)	(9,751)
-1.0	3,350	11,046	-1.0	3,350	9,751

This information is not a forecast or prediction of future market conditions and should be used with care.

Liquidity risk

As of 31 December 2022, 50.7% (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 consolidated financial statements (Separate financial statements: 21.8% (2021: 38.6%)). 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 2022 and 2021 based on contractual undiscounted cash flow.

				(Unit: Thousand Baht)
Consolidated financial statements				
2022				
On demand	Less than 1 year	1 - 5 years	Total	
Non-derivatives				
Bank overdrafts and short-term loans				
from banks	-	69,089	-	69,089
Trade and other payables	-	696,047	-	696,047
Long-term loans	-	308,082	535,824	843,906
Lease liabilities	-	19,704	23,673	43,377
Total non-derivatives	-	1,092,922	559,497	1,652,419
Derivatives				
Derivative liabilities: net settled	-	-	6,739	6,739
Total derivatives	-	-	6,739	6,739

(Unit: Thousand Baht)

Consolidated financial statements

	2021			
	On demand	Less than 1 year	1 - 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)

Separate financial statements

	2022			
	On demand	Less than 1 year	1 - 5 years	Total
Non-derivatives				
Bank overdrafts and short-term loans				
from banks	-	4,126	-	4,126
Short-term loans from subsidiaries	398,160	-	-	398,160
Trade and other payables	-	58,296	-	58,296
Long-term loans	-	229,831	330,137	559,968
Lease liabilities	-	5,748	6,320	12,068
Total non-derivatives	<u>398,160</u>	<u>298,001</u>	<u>336,457</u>	<u>1,032,618</u>
Derivatives				
Derivative liabilities: net settled	-	-	6,739	6,739
Total derivatives	-	-	6,739	6,739

(Unit: Thousand Baht)

	Separate financial statements			
	2021			
	On demand	Less than 1 year	1 - 5 years	Total
Non-derivatives				
Bank overdrafts and short-term loans				
from banks	-	235,948	-	235,948
Short-term loans from subsidiaries	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	282,104	781,252	818,517	1,881,873
Derivatives				
Derivative liabilities: net settled	-	885	5,539	6,424
Total derivatives	-	885	5,539	6,424

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 2022, the Group's debt-to-equity ratio was 0.3:1 (2021: 0.8:1) and the Company's was 0.4:1 (2021: 0.7:1).

38. Events after the reporting period

1. On 22 February 2023, the Board of Directors' meeting of Asian Seafoods Coldstorage (Suratthani) Co., Ltd. (subsidiary) approved the dividend payment from the company's retained earnings at the rate of Baht 35.4 per share, totaling Baht 354 million. The dividend will be paid in April 2023. In this regard, the approval for the dividend shall be proposed to the Annual General Meeting of shareholders of the company for the year 2023 for further consideration and approval.

2. On 22 February 2023, the Board of Directors' meeting of Asian Alliance International Public Company Limited (subsidiary) approved the dividend payment from its operating profit for the year 2022, at the rate of Baht 0.2904 per share for 2,125 million shares, totaling Baht 617.1 million. During the year 2022, the company already paid an interim dividend of Baht 0.113 per share for 1,700 million shares, totaling Baht 192.1 million. The remaining dividend of Baht 0.2000 per share for 2,125 million shares, totaling Baht 425.0 million will be paid in May 2023. In this regard, the approval for the dividend shall be proposed to the Annual General Meeting of shareholders of the company for the year 2023 for further consideration and approval.
3. On 22 February 2023, the Board of Directors' meeting of Asian Feed Co., Ltd. (subsidiary) approved an increase in the company's registered share capital of Baht 200 million, from Baht 800 million to Baht 1,000 million, by issuing up to 2 million new ordinary shares with a par value of Baht 100 each. In this regard, the approval for the increase in the company's registered share capital shall be proposed to the Annual General Meeting of shareholders of the company for the year 2023 for further consideration and approval.
4. On 22 February 2023, the Board of Directors' meeting of the Company approved the dividend payment from its operating profit for the year 2022, at the rate of Baht 0.65 per share, totaling Baht 529.2 million. During the year 2022, the Company already paid an interim dividend of Baht 0.25 per share, totaling Baht 203.5 million. The remaining dividend of Baht 0.40 per share, totaling Baht 325.6 million will be paid in May 2023. In this regard, the approval for the dividend shall be proposed to the Annual General Meeting of shareholders of the Company for the year 2023 for further consideration and approval.

39. Approval of financial statements

These financial statements were authorised for issue by the Company's Board of Directors on 22 February 2023.

Attachment



Attachment 1

Details of directors, executives, controlling persons of the company, the person assigned to the highest responsibility in accounting and finance, the person assigned to be directly responsible for supervising accounting, the company secretary

Board of Directors as of December 31, 2022



1. Mrs. Sunanta Tiasuwan

Age: 72 Years

Position:

Chairman of the Audit committee
/ Independent Director, Asian Sea
Corporation Public Company Limited.

Appointed:

27 March 2012

Shareholding (%):

None

Education

- Ordinary National Diploma in Business Studies and Administration University of Westminster (UK)

Training

- Director Certificate Program (DCP) 22/2002, Thai Institute of Directors Association (IOD)
- Senior Executive Program, Capital Market Academy class 11/2010-2011

Work Experiences (5-years Past Experiences)

- 2012-Present: Chairman of the Audit committee / Independent Director, Asian Sea Corporation PLC.
- 2007-Present: Audit Committee of Eastern Star Real Estate PLC.
- 2004-Present: Director of Bridge View Co., Ltd.
- 1998-Present: Director of Pranda Jewelry PLC.

Board member/Management in Listed Company - The Stock Exchange of Thailand: 2 Companies which are

- Audit Committee of Eastern Star Real Estate PLC.
- Director of Pranda Jewelry PCL.

Relation among Family with other Directors, Management, Major Shareholders of the Company, or Subsidiaries: None



**2. Mrs. Yaowanee
Kruo-Ongarjnukool**
Age: 70 Years

Position :

Independent Director /
Audit committee,
Asian Sea Corporation Public Company
Limited.

Appointed :

15 May 2008

Shareholding (%) :

None

Education

- Master of Accountancy (Banking and Finance) Chulalongkorn University

Training

- Director Certificate Program (DCP) 150/2011,
Thai Institute of Directors Association (IOD)

Work Experiences (5-years Past Experiences)

- 2008 – Present: Independent Director / Audit committee,
Asian Sea Corporation PCL.

Board member/Management in Listed Company -

The Stock Exchange of Thailand : None

Relation among Family with other Directors, Management,
Major Shareholders of the Company, or Subsidiaries: None



3. Name: Mr. Keerin Chutumstid
Age : 58 Years

Position :

Independent Director /
 Audit committee, Asian Sea Corporation
 Public Company Limited.

Appointed :

22 April 2022

Shareholding (%) :

None

Education

- Master of Commerce, Thammasat University

Training

- Director Certificate Program (DCP) 104/ 2008, Thai Institute of Directors Association (IOD)
- Advanced Certificate in Public Administration and Public Law
- Advanced Certificate in Public Economic Management, King Prajadhipok's Institute
- National Defense Course of the Joint State-Private Sector (Bachelor Degree Certificate 5424), National Defense College
- Top Executives Program in Energy Science, Institute of Energy Science.
- Senior Executive Program in Industrial Business Development and Investment, Institute of Business and Industry
- Management Science Program for Executives (Curriculum Vitae 2) Faculty of Public Administration, National Institute of Development Administration

Work Experiences (5-years Past Experiences)

- 2019 – Present: President of the Property & Service Business Group, Magnolia Quality Development Corporation Limited (MQDC)
- 2019 – Present: Director, Unimitr Public Company Limited
- 2018 – Present: Director, Kiatthana Public Company Limited
- 2018 – 2019: Chief Operating Officer, Chu Kai Public Company Limited

Board member/Management in Listed Company - The Stock Exchange of Thailand : 2 companies which are

- Director, Unimitr Public Company Limited
- Director, Kiatthana Public Company Limited

Relation among Family with other Directors, Management, Major Shareholders of the Company, or Subsidiaries: None



4. Mr. Suriya Prasatbuntitya
Age: 69 Years

Position :

Chairman of the Board of Directors / Executive Director / Chairman of the Credit and Debt Collection Committee / Chairman of the Risk Management Committee / Chairman of the Corporate Governance and Sustainability Management Committee / Nomination and Remuneration Committee, Asian Sea Corporation Public Company Limited

Appointed :

11 May 2016

Shareholding (%) :

None

Education

- Master of Development Administration in Public Administration, National Institute of Development Administration.

Training

- Role of Chairman Program (RCP) 52/2022, Thai Institute of Directors Association (IOD)
- Director Leadership Certification Program (DLCP) 5/2022, Thai Institute of Directors Association (IOD)
- 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 Association (IOD)
- Risk Management Program for Corporate Leaders 14/2018, Thai Institute of Directors Association (IOD)
- Social Enterprise, The Stock Exchange of Thailand (SET)
- Director Certificate Program (DCP) 250/2017, Thai Institute of Directors Association (IOD)
- Risk Management and Internal Control Program, Thai Listed Companies Association (TLCA)

Work Experiences (5-years Past Experiences)

- 2021 – Present Chairman of the Board of Directors / Executive Director / Chairman of the Credit and Debt Collection Committee / Chairman of the Risk Management Committee / Chairman of the Corporate Governance and Sustainability Management Committee / Nomination and Remuneration Committee, Asian Sea Corporation Public Company Limited.
- 2021 – Present Director / Member of the Nomination and Remuneration Committee, Asian Alliance International Public Company Limited
- 2016 – Present Director / Executive Vice President, Asian Sea Corporation Public Company Limited

Board member/Management in Listed Company - The Stock Exchange of Thailand : 1 company which is

- Director, Asian Alliance International Public Company Limited

Relation among Family with other Directors, Management, Major Shareholders of the Company, or Subsidiaries: None



**5. Mr. Somsak
Amornrattanachaikul**

Age: 64 Years

Position :

Director / Chief Executive Officer,
Asian Sea Corporation Public
Company Limited

Director / Chief Executive Officer,
Asian Alliance International Public
Company Limited

Appointed :

27 September 1993

Shareholding (%) :

50.57

Education

- Bachelor of Political Science, Ramkhamhaeng University

Training

- Top Executive Program on China Business Insights and Network: TEPCIAN, Class 2 (2022)
- Role of Chairman Program 9/2546, Thai Institute of Directors Association (IOD)

Work Experiences (5-years Past Experiences)

- 2021 – Present: Chairman of the Executive Committee, Asian Alliance International Public Company Limited
- 2021 – Present: Director, Asian Sea Corporation Public Company Limited
- 2005 – Present: Director, Asian Alliance International Public Company Limited
- 2005 – 2021: Chairman of the Board of Directors, Asian Sea Corporation Public Company Limited
- 1999 – Present: Chief Executive Officer, Asian Sea Corporation Public Company Limited
- 1993 – Present: Director, Asian Sea Corporation Public Company Limited

Board member/Management in Listed Company - The Stock Exchange of Thailand : 1 company which is

- Director / Chief Executive Officer, Asian Alliance International Public Company Limited

Relation among Family with other Directors, Management, Major Shareholders of the Company, or Subsidiaries:

- Brother, Mr. Somchai Amornrattanachaikul



**6. Mr. Somchai
Amornrattanaichai**

Age: 69 Years

Position :

Director /Senior Managing Director,
Asian Sea Corporation Public Company
Limited and Subsidiaries

Appointed :

27 September 1993

Shareholding (%) :

11.15

Education

- Junior high school Wat Mahathat School

Work Experiences (5-years Past Experiences)

- 1992 – Present: Director /Senior Managing Director,
Asian Sea Corporation Public Company Limited
and Subsidiaries

**Board member/Management in Listed Company - The Stock Exchange of
Thailand : None**

**Relation among Family with other Directors, Management, Major
Shareholders of the Company, or Subsidiaries:**

- Brother, Mr. Somsak Amornrattanaichai



7. Mrs. Suree Jansawat

Age: 61 Years

Position :

Director / Executive Committee /
Credit and Debt Collection Committee/
Corporate Governance and Sustainability
Management Committee, Asian Sea
Corporation Public Company Limited
Managing Director, Asian Seafoods
Coldstorage (Suratthani) Co., Ltd.

Appointed :

16 November 2009

Shareholding (%) :

None

Education

- Bachelor of Business Administration, Surat Thani Rajabhat University

Training

- Asian Seafoods (Ex-com Development), Pencil Sharpener Co., Ltd.
- Chula Mini MBA @ Chachoengsao class 2, Chulalongkorn University
- Director Certificate Program (DCP) 144/ 2011, Thai Institute of Directors Association (IOD)
- ttb digital LEAN supply chain class 17, Thanachart Bank Public Company Limited
- Insight in SET knowledge for growth and sustainability in the capital market class 1, The Stock of Exchange Thailand (SET)
- Online Seminar ESG Risks Matter to Supply Chain Management, Thai Listed Companies Association (TLCA)

Work Experiences (5-years Past Experiences)

- 2014 – Present: Director / Executive Committee / Credit and Debt Collection Committee/ Corporate Governance and Sustainability Management Committee, Asian Sea Corporation Public Company Limited
Managing Director, Asian Seafoods Coldstorage (Suratthani) Co., Ltd.

Board member/Management in Listed Company - The Stock Exchange of Thailand : None

Relation among Family with other Directors, Management, Major Shareholders of the Company, or Subsidiaries: None



8. Ms. Prapa Puranachote

Age: 69 Years

Position :

Director / Executive Committee /
Chairman of the Nomination and
Remuneration Committee,
Asian Sea Corporation Public
Company Limited

Director / Chairman of the Nomination
and Remuneration Committee,
Asian Alliance International Public
Company Limited

Appointed :

23 April 2020

Shareholding (%) :

None

Education

- Master of Business Administration, National Institute of Development Administration (NIDA)

Training

- Senior Executive Program in Urban Leadership Development (Class 5), Navamindradhiraj University
- 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.

Work Experiences (5-years Past Experiences)

- 2021 – Present: Director / Chairman of the Nomination and Remuneration Committee, Asian Alliance International Public Company Limited.
- 2022 – Present: Honorary Director Finance and Banking, Special Investigation Committee, Department of Special Investigation Ministry of justice.
- 2020 – Present: Director / Executive Director / Chairman of the Nomination and Remuneration Committee / Corporate Governance Advisor, Asian Sea Corporation Public Company Limited
- 2011 – 2019: Director / Executive Director /Risk Management Committee / Good Corporate Governance Committee / Managing Director, MFC Asset Management Public Company Limited
- 2004 – 2011: Deputy Managing Director /Executive Officer Provident Fund Division, Krung Thai Asset Management Public Company Limited
- 2015 – 2018: Independent Director / Audit Committee, RATCH Group Public Company Limited

Board member/Management in Listed Company - The Stock Exchange of Thailand : 1 company which is

- Director / Chairman of the Nomination and Remuneration Committee, Asian Alliance International Public Company Limited

Relation among Family with other Directors, Management, Major Shareholders of the Company, or Subsidiaries: None



1. Mr. Nattharath Puangsuda

Age: 55 Years

Position :

Executive Committee /
Credit and Debt Collection 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.

Shareholding (%) :

None

Education

- Bachelor of Laws, Ramkhamhaeng University

Training

- Board Reporting Program (BRP) 40/2022, Thai Institute of Directors (IOD)
- Company Reporting Program (CRP) 32/2022, Thai Institute of Directors (IOD)
- Asian Seafoods (Ex-com Development), Pencil Sharpener Co., Ltd.

Work Experiences (5-years Past Experiences)

- 2016 – Present: Executive Committee / Credit and Debt Collection 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.
- 2016 – 2018: Assistant Managing Director of Legal Department, Asian Seafoods Coldstorage PCL.
- 2016: Deputy Manager of Legal Department, Metro Systems Corporation PCL.



2. Mr. Akamon Prasoppolsujarit

Age: 56 Years

Position :

Chief Financial Officer / Member of the Executive Committee / Member of the Credit and Debt Collection Committee / Member of the Risk Management Committee / Member of the Corporate Governance and Sustainability Management Committee, Asian Sea Corporation Public Company Limited

Shareholding (%) :

None

Education

- Master of Accounting and Finance, Chulalongkorn University.

Training

- Successful Formulation & Execution of Strategy (SFE), Class 39, Thai Institute of Directors Association (IOD)
- TLCA CFO CPD No. 8/2022, Topic "ESG Bonds in Corporate Financing", Thai Listed Companies Association
- TLCA CFO CPD No. 7/2022, Topic "Introduction to Sustainable Finance", Thai Listed Companies Association
- TLCA CFO CPD No. 6/2022, Topic "CFO's Role in Corporate Sustainability", Thai Listed Companies Association
- TLCA CFO CPD No. 3/2022, topic "PDPA for Accounting and Finance", Thai Listed Companies Association
- TLCA CFO CPD No. 2/2022, "Economic Update for CFO", Thai Listed Companies Association
- Strategic CFO in Capital Market Class 7, Stock Exchange of Thailand
- Director Certification Program (DCP) Year 2009, Thai Institute of Directors Association
- 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

Work Experiences (5-years Past Experiences)

- 2021 – Present: Member of the Executive Committee, Asian Alliance International Public Company Limited
- 2020 – Present: Chief Financial Officer / Member of the Executive Committee / Member of the Credit and Debt Collection Committee / Member of the Risk Management Committee / Member of the Corporate Governance and Sustainability Management Committee, Asian Sea Corporation Public Company Limited
- 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 Financial Officer - Special Project Acting Chief Financial Officer, Dusit Thani PCL.



3. Mr. Aekarat Punnasung

Age: 53 Years

Position :

Executive Committee / Credit and Debt Collection Committee / Corporate Governance and Sustainability Management Committee, Asian Sea Corporation Public Company Limited
Director / Member of the Executive Committee / Chairman of the Risk Management Committee / Chairman of the Corporate Governance and Sustainability Management Committee / Chairman of the Credit Committee / Managing Director, Asian Alliance International Public Company Limited

Shareholding (%) :

None

Education

- Master of Science in International Marketing, Newcastle University, United Kingdom.

Training

- Insight in SET : Knowledge for Growth and Sustainability in the Capital Market Class 1, The Stock Exchange of Thailand
- TTB Digital LEAN Supply Chain Class 17/2022, TMB Thanachart Bank Public Company Limited
- Director Leadership Certification Program Class DLCP 5/2022, Thai Institute of Directors Association (IOD)
- Director Certificate Program, Class DCP 150/2011, Thai Institute of Directors Association (IOD)

Work Experiences (5-years Past Experiences)

- 2019 – Present: Executive Committee / Credit Committee / Corporate Governance and Sustainability Management Committee Asian Sea Corporation Public Company Limited
- 2021 – Present: Member of the Executive Committee / Chairman of the Risk Management Committee / Chairman of the Corporate Governance and Sustainability Management Committee / Chairman of the Credit Committee, Asian Alliance International Public Company Limited
- 2018 – Present: Managing Director, Asian Alliance International Public Company Limited
- 2007 – Present: Director, Asian Alliance International Public Company Limited
- 2009 – 2010: Assistant Managing Director, Asian Alliance International Public Company Limited
- 2008 – 2021: Director, Asian Sea Corporation Public Company Limited



4. Mr. Hendrikus Van Westendorp

Age: 59 Years

Position :

Executive Committee / Strategic Planning Advisor, Asian Sea Corporation Public Company Limited

Shareholding (%) :

None

Education

- Senior Executive Program Harvard Business School – Tsing Hua – CEIBS

Training

- Director Certification Program (DCP) Class 326/2022 (English Program), Thai Institute of Directors Association (IOD)

Work Experiences (5-years Past Experiences)

- 2021 – Present: Director / Executive Committee, Asian Alliance International Public Company Limited
- 2021 – Present: Executive Committee / Strategic Planning Consultant, Asian Sea Corporation Public Company Limited
- 2019 – 2021: Director, Asian Sea Corporation Public Company Limited
- 2015 – 2020: Executive Vice President / Chief Financial Officer / Executive Committee, Asian Sea Corporation Public Company Limited



5. Mr. Somchai Kuvijitsuwan

Age: 71 Year

Position :

Executive Committee/ Risk Management Committee/ Legal Advisor, Asian Sea Corporation Public Company Limited.

Shareholding (%) :

None

Education

- Master of Public Administration in Public Sector Management, National Institute of Development Administration (NIDA)

Training

- 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.

Work Experiences (5-years Past Experiences)

- 2018 – Present: Executive Committee, Risk Management Committee, Legal Advisor, Asian Sea Corporation Public Company Limited.
- 2013 – 2015: Attorney General Director of the Office of Economic and Resource Litigation.



**6. Name: Suthep
Putippayawongsa**

Age : 63 Years

Position :

Credit and Debt Collection Committee,
Asian Sea Corporation Public Company
Limited

Managing Director, Asian Feed Co., Ltd.

Shareholding (%) :

None

Education

- B.Sc. (Fishery), Kasetsart University

Training

- First International Conference on the Culture of Penaeid Prawns
December 4-7, Iloilo City, Philippines
- Shrimp Breeding and Culture in Taiwan
- Successful Techniques for Trainers

Work Experiences (5-years Past Experiences)

- Present: Credit and Debt Collection Committee,
Asian Sea Corporation Public Company Limited
Managing Director, Asian Feed Co., Ltd.
- 2017 – 2022: Aquaculture Business Consultant: Thailand and Overseas
Shrimp Hatchery & Grow out, Philippines & Thailand
Domesticated White Shrimp Brood Stock
Development Project, Thailand Short Term Service in
Sri Lanka, Bangladesh, Vietnam, Indonesia, etc.



7. Sirirat Wongmathawee

Age: 53 Year

Position :

Executive Committee/ Risk Management Committee, Asian Sea Corporation Public Company Limited

Assistant Managing Director, Asian Seafoods Coldstorage (Suratthani) Co., Ltd

Shareholding (%) :

None

Education

- Master of Business Administration, Assumption University.

Training

- Asian Seafoods (Ex-com Development), Pencil Sharpener Co., Ltd.
- Corporate Governance for Executive, Thai Institute of Directors (IOD)

Work Experiences (5-years Past Experiences)

- 2021 – Present: Executive Committee/ Risk Management Committee, Asian Sea Corporation Public Company Limited
Assistant Managing Director, Asian Seafoods Coldstorage (Suratthani) Co., Ltd.
- Before 2015: International Marketing Manager, Asian Seafoods Coldstorage (Suratthani) Co., Ltd.



8. Mrs. Somporn Sanguanngoen

Age: 58 Year

Position :

Executive Committee/Accounting
Manager, Asian Sea Corporation Public
Company Limited

Shareholding (%) :

None

Education

- Bachelor of Accountancy, Bangkok University.

Training

- 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
- HOW TO TRANSFORM TO DIGITAL ACCOUNTING Step into Digital Accounting Class 2/22
- Business combinations and advanced consolidation operations.
- Industrial Cost Accounting System, Class 2/22
- Summary of key points the amendment of the draft financial reporting standards for non-publicly-interested entities
- Challenges for CFOs with Financial Reporting in the Age of Economic Fluctuations
- Issues of sustainable business operations
- Last chance before the end of the year. The employer reviewed the complete employee income tax withholding. Employees do not have to file for a tax refund to reduce the risk of being called for an audit.

Work Experiences (5-years Past Experiences)

- 2021 – Present: Executive Committee,
Asian Sea Corporation Public Company Limited
- 1992 – Present: Accounting Manager,
Asian Sea Corporation Public Company Limited



9. Ms. Varanratch Assanupong

Age: 47 Years

Position :

Risk Management Committee /
Corporate Governance and Sustainability
Management Committee, Asian Sea
Corporation Public Company Limited
Executive Committee / Chief Financial
Officer / Risk Management Committee
/ Corporate Governance and
Sustainability Management Committee
/ Credit Committee / Person assigned
highest responsibility in accounting and
finance / Company Secretary, Asian
Alliance International Public Company
Limited

Shareholding (%) :

None

Education

- Master of Business Administration (Finance), New York Institute of Technology (NYIT), USA

Training

- TFRS Course 2023, NYC Management Co., Ltd.
- TLCA CFO Professional Development Program (TLCA CFO CPD) No. 3/2022, PDPA for Accounting and Finance, Thai Listed Companies Association
- Director Certification Program (DCP), Class 320/2022, Thai Institute of Directors Association (IOD)
- Company Secretary Program (CSP), Class 127/2022, Thai Institute of Directors Association (IOD)
- CFO's Orientation Course for New IPOs, Class 5, 2021, Stock Exchange of Thailand
- GRI Certified Training Course based on the GRI Sustainability Reporting Standards, 2021, Thaipat Institute
- Foundations in Responsible Investment, 2021, PRI Academy
- Sustainability and Climate Risk, 2021, Global Association of Risk Professionals (GARP)
- How to Develop Risk Management Plan (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
- Fundraising course to increase sustainable business value with capital market tools, The Stock Exchange of Thailand
- Role of Company Secretary Course, Stock Exchange of Thailand

Work Experiences (5-years Past Experiences)

- 2021 – Present: Executive Committee / Chief Financial Officer / Member of the Risk Management Committee / Member of the Corporate Governance and Sustainability Management Committee / Member of the Credit Committee / Person assigned highest responsibility in accounting and finance / Company Secretary, Asian Alliance International Public Company Limited
- 2018 – Present: Risk Management Committee / Corporate Governance and Sustainability Management Committee, Asian Sea Corporation Public Company Limited
- 2017 – 2021: Finance and Investor Relations Manager, Asian Sea Corporation Public Company Limited
- 2014 – 2017: Company Secretary and Finance Manager, Asian Sea Corporation Public Company Limited



10. Mr. Somsak Sthidthumrong

Age: 57 Year

Position :

Risk Management Committee/
Assistant Managing Director,
Asian Sea Corporation Public Company
Limited

Shareholding (%) :

None

Education

- Master of Business Administration, Assumption University.

Training

- Asian Seafoods (Ex-com Development), Pencil Sharpener Co., Ltd.
- Director Certificate Program class DCP 144/2011, Thai Institute of Directors (IOD)

Work Experiences (5-years Past Experiences)

- 2016 – Present: Risk Management Committee/
Assistant Managing Director,
Asian Sea Corporation Public Company Limited
- 2007 – 2016: Director, Asian Sea Corporation Public Company Limited



11. Mr. Bundit Pichetpongsa

Age : 46 Years

Position :

Risk Management Committee,
Asian Sea Corporation Public
Company Limited

Executive Committee / Risk
Management Committee / Corporate
Governance and Sustainability
Management Committee / Credit
Committee / Assistant Managing
Director of Commercial Department,
Asian Alliance International Public
Company Limited

Shareholding (%) :

None

Education

- Master of Business Administration, University of South Australia, Australia

Training

- Corporate Governance for Executives CGE, Class 19/2022, April 2022, Thai Institute of Directors Association (IOD)
- How to Develop Risk Management Plan (HRP), Class HRP 19/2018, Thai Institute of Directors Association (IOD)
- Course BRC Food Issue 8 Requirement and Implementation with Integrated Audit Technique and Shadow Audit Training Course 2019, System Development Consultant Co., Ltd.
- Internal Audit GMP/HACCP for Food Industrial and Food Safety Audit Technique 2019, BSI Group
- Implementation GMP/HACCP for Food Industrial 2019, BSI Group
- Hazard Analysis and Critical Control Points Training Course 2015, Bureau Veritas
- Course Requirement for Global Standard for Food Safety I.7 & Internal Quality Audit 2015, System Development Consultant Co., Ltd.

Work Experiences (5-years Past Experiences)

- 2016 – Present: Risk Management Committee,
Asian Sea Corporation Public Company Limited
- 2021 – Present: Executive Committee / Member of the Risk Management Committee / Member of the Corporate Governance and Sustainability Management Committee / Member of the Credit Committee, Asian Alliance International Public Company Limited
- 2013 – Present: Assistant Managing Director of Commercial Department,
Asian Alliance International Public Company Limited



12. Mr. Pallop Chewpraditkun
Age: 50 Year

Position :

Risk Management Committee/
Information Technology Manager,
Asian Sea Corporation Public Company
Limited

Shareholding (%) :

None

Education

- Master of Business Administration in Marketing, Southeast Asia University.

Training

- Basic Cyber Security Course, Class 21 NCSA (National Cyber Security Commission)

Work Experiences (5-years Past Experiences)

- 2018 – Present: Risk Management Committee/ Information Technology Manager, Asian Sea Corporation Public Company Limited
- 2014 – 2017: Namheng Concrete (1992) Co., Ltd.



13. Mr. Kitti Treeprapaporn

Age: 49 Year

Position :

Corporate Governance and Sustainability Management Committee / Engineering Manager/ Occupational Health and Safety Officer (Professional Level), Asian Sea Corporation Public Company Limited

Shareholding (%) :

None

Education

- Bachelor's Degree in Industrial Management, Technology
Bansomdejchaopraya Rajabhat University

Training

- Technical and Academic Potential Development Class 1 (Fire), Occupational Safety and Health Administration
- Establishment of Environmental Management systems for industrial Plants and Empowerment the Production potential of plants, Department of Industrial Works.
- Pre CSR-DIW 2016, Ministry of Industry
- Sustainable Social Training, ISET (Thailand) Co., Ltd.

Work Experiences (5-years Past Experiences)

- 2019-Present: Corporate Governance and Sustainability Management Committee, Engineering Manager, Asian Sea Corporation Public Company Limited
- 1999-Present: Occupational Health and Safety Officer (Professional Level) Asian Sea Corporation Public Company Limited



14. Ms. Wijitra Thiangtham

Age: 47 Years

Position :

Corporate Governance and Sustainability Management Committee, Asian Sea Corporation Public Company Limited

Member of the Risk Management Committee / Member of the Corporate Governance and Sustainability Management Committee / Human Resources Manager, Asian Alliance International Public Company Limited

Shareholding (%) :

None

Education

- Bachelor's Degree in General Management, Nakhon Pathom Rajabhat University

Training

- Internal auditors TLS 8001-2010 (TLS8001 Internal Audit)
- Safety Officer Management Level
- Labor Law and Personnel Management (Labor Law for HR)
- Enterprise Risk Management
- GMP/HACCP for Food Industry
- GMP/HACCP for Food Industrial and Food Safety Audit Technique
- Requirements and internal audits according to BRC Food Issue 8 (BRC Food Issue 8 Requirement and Implementation).
- Code of Conduct for UK Clients (4 Pillar)
- Human resource management in line with the Personal Protection Act (PDPA).
- Personal Data Protection Act (PDPA) and its application in the organization
- How to comply with social responsibility requirements (Social Compliance Responsibility Training) (4 Pillar)
- Job evaluation and compensation management in line with current situations (Job Evaluation).
- Building a food safety culture in the organization Food Safety Culture Implement and Documentation
- Succession Planning is not difficult (Succession Planning).
- Preparation of environmental management system ISO 14001:2015 (ISO14001:2015 Requirement)
- SEDEX (Health and Safety) audit techniques

Work Experiences (5-years Past Experiences)

- 2019 – Present: Corporate Governance and Sustainability Management Committee, Asian Sea Corporation Public Company Limited
- 2021 – Present: Member of the Risk Management Committee / Member of the Corporate Governance and Sustainability Management Committee, Asian Alliance International Public Company Limited
- 2018 – Present: Human Resources Manager, Asian Alliance International Public Company Limited
- 2014 – 2018: Personnel Manager, Nanyang Garment Co., Ltd.

Attachment 2

Details of Directors and Subsidiaries

Directors of all 4 subsidiaries

Directors Name	Subsidiaries			
	SURAT	AAI	FEED	FOOD
1. Mr. Somsak Amornrattanachai	x, /	/	x, /	x, /
2. Mr. Somchai Amornrattanachai-kul	/	-	/	/, //
3. Mr. Vichai Assarasakorn	-	x	-	-
4. Mr. Suriya Prasatbuntitya	-	/	-	-
5. Mrs. Suree Jansawat	//	-	-	-
6. Mr. Suthep Puttipayawongsa ¹	-	-	//	-
7. Mr. Aekarat Punnasung	-	/, //	-	-

¹ Mr. Suthep Puttipayawongsa was appointed as the Managing Director of Asian Feed Co., Ltd. At the Board of Directors Meeting No. 5/2022 on August 29, 2022

Note:

X = Authorized Chairman

/ = Authorized Director

// = Managing Director

SURAT = Asian Seafoods Coldstorage (Suratthani) Co., Ltd.

AAI = Asian Alliance International PCL.

FEED = Asian Feed Co., Ltd.

FOOD = Asian Food Co., Ltd.

Attachment 3

Details of Head of Internal Audit

Head of Internal Audit



Miss Phastrawan Prichapanuwat
Age : 40 Years

Position :

Internal Audit Department Manager

Date of appointment:

8 May 2017

Shareholding (%) :

None

Education

- Master's degree (MBA), Major in Accounting, Ramkhamhaeng University

Training

- Strategies for preventing and investigating fraud in the organization
- 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

Work Experiences (5-years Past Experiences)

- 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.

Attachment 4

Business Assets and Details on Asset Valuation

In the fiscal year 2022, the company and its subsidiaries have not appraised or re-value their assets.

BETTER ASIAN



Asian Sea Corporation Public Company Limited

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

T. (034) 822700-4 F. (034) 822699

Website : www.asiansea.co.th