ALLA

บริษัท ออลล่า จำกัด (มหาชน)
ALLA PUBLIC COMPANY LIMITED

Annual Registration Statement /
Annual Report 2022

56-1 ONE REPORT 2022









ALLA PUBLIC COMPANY LIMITED

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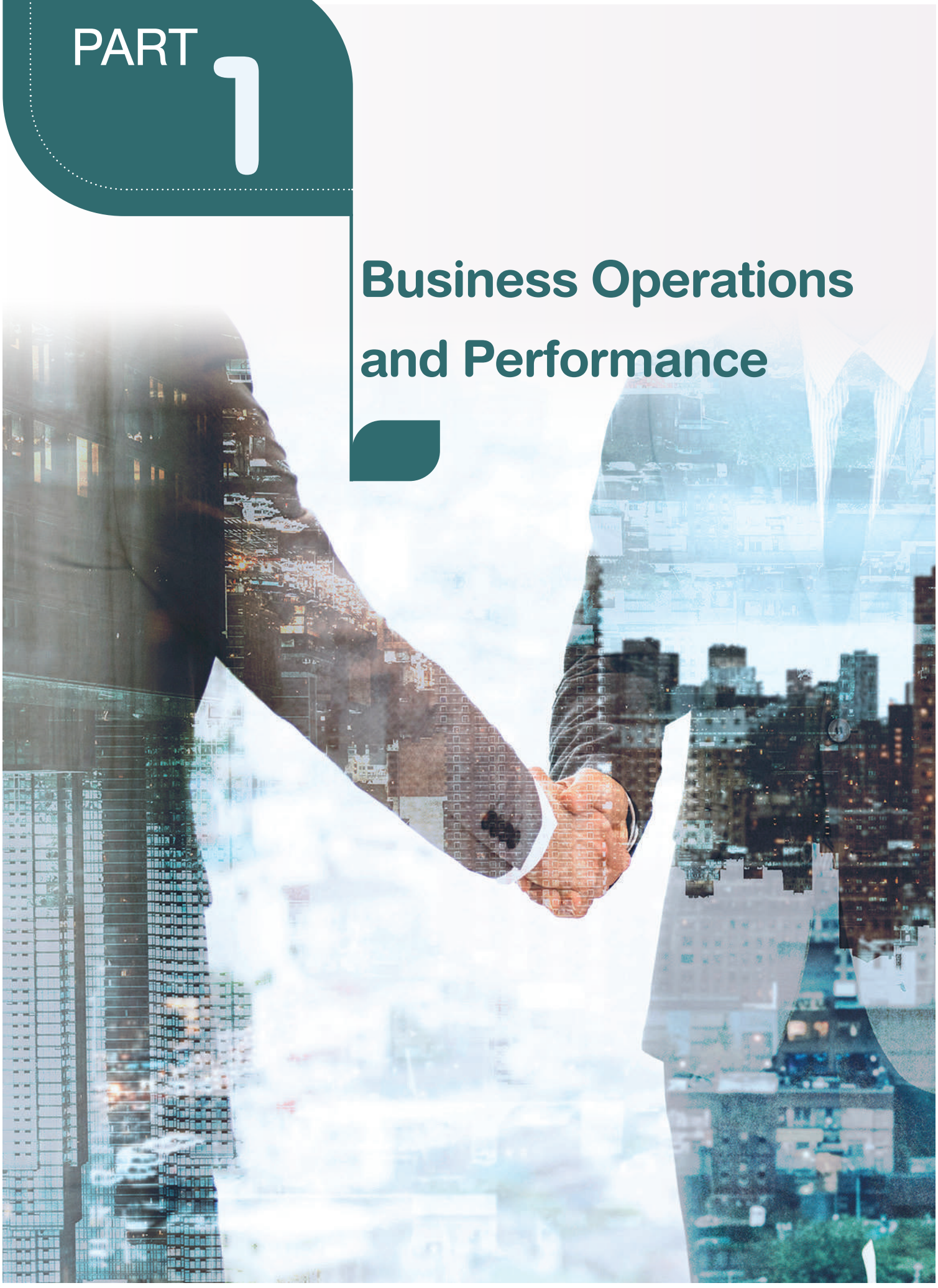
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PART 1

Business Operations and Performance



Message from the Chairman of the Board and Chief Executive Director



2022 remained a challenging year for the Group due to the slowdown in Thai and global economies caused by the impact of COVID-19 outbreaks, coupled with rising energy and raw material costs, including the climate crisis and global inflation have affected business operations, particularly in terms of problems involving the free movement of skilled workers. As a result, the Group has had to adjust its business strategy and goals in accordance with the economic, social and environmental conditions in a tangible way for sustainable movement forward.

Mr. Winid Silamongkol
Chairman of the Board of Directors

The Board of Directors and the Executive Committee continue to see trends in the growth of the crane and industrial door portfolio because it is a basic product for all industries. At the same time, we recognize opportunities for the growth of clean energy products through government promotion and international awareness of the environmental impact of all sectors. In 2022, the Group's order volume for solar products or solar cells system grew more than the previous year. In addition, the Group has expanded its customer base to the household sector and is officially appointed as a distributor of the supplier from China, marking the beginning of an environmentally friendly line of business in line with the Group's vision.

In addition, the Board of Directors and the Executive Committee are also focused on driving the organization toward sustainability by establishing a clear 3 dimension, organizational development framework concerning with environment, social and governance. The Group also gives importance to the use of renewable technologies to improve work processes for greater efficiency. At the same time, the Board of Directors and the Executive Committee also supervise and control the management of the Group in accordance with the Code of Conduct and Good Corporate Governance Principles by adhering to transparency in its operations with focus on creating strict internal control mechanisms within the Group with appropriate risk management. In 2022, the Company was evaluated in the Corporate Governance Survey of Thai Listed Companies conducted by the Thai Institute of Directors (IOD) and rated at the "Excellent" level. In addition, the Company and its subsidiary have been certified for the ISO14001:2015 Environmental Management System by TUV NORD.



On behalf of the Board of Directors and the Executive Committee, we would like to thank our shareholders, communities in the areas where the Group operates, business partners and customers who have always provided great support and cooperation to the Group, as well as all employees who are committed to fulfilling the Group's mission and operational plans. The Board of Directors and Executive Committee will dedicate their full capacity to lead the Group forward in a stable and sustainable manner.

Mr. Ong-ard Puntuyakorn
Chief Executive Officer

2 Structure and Business Operations

2.1 Business Policy and Business Overview

Vision

To be the leader in integrated material-handling and eco-friendly business with international standards

Mission

Continuous development in product and service for growth, reputation and sustainable value creation through the business value chain



Objectives and Long-term Goals

The ALLA Group is determined to become a leader in integrated material handling and eco-friendly business with international standards. In addition, the Company is also determined to drive the organization toward sustainable growth with the intention to manage the business honestly with adherence to good governance principles and corporate social and environmental responsibility as well as consideration toward stakeholders. Long-term goals include the following:

1. **Development**
   The Group is determined to continuously develop products and services and expand the eco-friendly line of business to cover a full range of products and upstream-downstream processes (One Stop Sulution) with consideration to international standards, the ability to deliver products and services to comply with the quality policy and coverage of customers from every industry. Including focusing on the development of employees' potential and work processes consistently and continuously. The Group has a goal to expand clean energy-related product lines in 2024.
2. **Growth**
   The Group is determined to continuously increase revenue growth, increase revenue from eco-friendly business groups on the long term and efficiently manage costs in order to increase the Group's ability to compete. Goals are set for the Alla Group to sell no less than an accumulative amount of 15 MW of products and services related to electricity from solar energy by 2026.
3. **Reputation**
   The Group is determined to raise widespread brand awareness to build confidence and a good reputation for the Group, create revenue from large projects or regularly conduct business with renowned clients.
4. **Sustainability**
   The Group aims to sustainably add value to the organization, participate in environmental development projects, consider society and human rights principles, follow good governance principles, deliver value and sustainably take care of stakeholders' interest. Goals are set for factories and offices belonging to the Alla Group to switch to using clean energy from solar energy completely completely by 2023.

Business Strategy

In order to guide the business operations both in the short and long term, with the goal of ensuring stable growth along with a strong society and a sustainable environment based on good corporate governance principles, the Group has formulated a business strategy by dividing the product groups into the following three groups:

1. Cash Cows product group refers to the products that generate the most revenue for the Group which are the Group's main products such as cranes and electric hoists, loading docks and equipment, etc. The Group has strategies for accessing the market with analysis to expand its new customer base in the industry with potential for growth and demand for the Group's products. In addition, the Group gives great importance to post-sale services in order to strengthen customer confidence and satisfaction in the long term for repeated purchases in the future.
2. Growth product group refers to a group of products that are in demand in the market. The Group focuses on clean energy products such as solar cell and EV chargers due to the continuously increasing environmental conservation trend. Other products include warehouse management systems and automated parking systems. The Group has added a team to support the expansion of the target market base, particularly in the existing industrial customer base in the Group. The Company aims to have cumulative sales and services of solar products of at least 15 MW by 2026.

3. Future product group refers to a group of products with the potential for future growth in order to manage strategic risks. Therefore, the Group has organized a workshop under the theme of "Business Planning and Execution", where the Group's management staff present their ideas about finding new products together. The five forces model is analyzed and takes into account the direction of market demand in order to guide business expansion in the future.

Sustainable Business Development Strategy

The Group has established a sustainable corporate development policy as a strategic framework for managing the organization to achieve sustainable business goals, creating balance between business, society and environment based on good governance to preserve the interests of stakeholders equally. The Group aims to operate its business within the framework of management in accordance with the following three approaches:

1. Manage the resources and environment worthily and reduce environmental impact from operations.
2. Be a responsible business leader by raising the levels of products that are responsible toward consumers and society and promoting human rights along with sustainable social development.
3. Ensure that operations are in compliance with related laws and regulations, promote good governance, fight against corruption and bribery, be transparent and tracible, comply with good governance policies and consider all stakeholders.

The Group has reviewed and screened key sustainability issues potentially affecting the confidence of stakeholders in various sectors, setting goals and management plans to achieve the goals of each sustainable development issue, and designating the aforementioned matters as part of the implementation of the Group's business plan in both the short and long term.

In addition, based on the objectives and long-term goals, the Group has reviewed and added development goals. By focusing on the development of employees' potential and continuous work processes, together with the advocacy for the Happy Workplace policy to promote happiness at work. This will help build engagement and motivation in the organization, which will affect work efficiency and lead the organization towards sustainable growth. The Group also places great importance on contributing to environmental development and reducing energy consumption. Therefore, ALLA Group factories and offices are required to switch to 100% of solar clean energy by 2023. This has already been done for subsidiaries and will be included in the Company's investment plan for 2023.

ALLA Corporate Culture

Accountability & Commitment

Being responsible for the results of action and decision of oneself and others, as well as word keeping.

Teamwork

Working together, dividing the work but not divided, respecting other team members, and sharing common goals.

Organizing

Self-management, well organizing of thoughts and activities.

Service Mind

Cheerfully and delightfully hard working.



Communication

Communicating or exchanging of ideas to create mutual recognition for understanding and achieving of mutually agreed results.

Integrity

Being honest, adhering to the justification, having principle, being rational and performing duties honestly.

New Innovation

Using of knowledge, technology and creativity, to be ready to accept changes in the environment outside of the organization.

2.1.2 Company History and Significant Changes

Alla Public Company Limited ("the Company") was established by Mr. Ong-ard Puntuyakorn and a group of skillful engineers. The founding team is an experienced team with knowledge, ability, expertise and understanding of material handling system business, such as, cranes and electric hoists used in various industrial plants, and with good working experience with leading companies in the country.

The Group History and Significant Changes in brief

1992

Established Alla Company Limited by Mr. Ong-ard Puntuyakorn with Baht 1 million in registered.

1994

- Authorized by STAHL Crane Systems Gmbh, Germany as a sole distributor of hoist and crane in Thailand.
- Invested in 7,680 square meters of land in Chachoengsao and built factory with utility space of 1,500 square meters to manufacture hoist and crane parts.

2006

- Onvalla Company Limited ("ONVALLA"), with the same major shareholder as the Company, authorized by ABUS Kransysteme Ltd, Germany, as sole distributer of hoist and crane in Thailand. At the meantime, ONVALLA has registered capital of Baht 1 million.
- The Company obtained ISO9001:2008 from TUV NORD which is the certificate of quality management.

2009

The Company obtained certificate of Occupational Health and Safety Management System TIS18001:2011 and OHSAS18001:2007 from TUV NORD.

2014

- The Company implemented restructuring of a group company by acquiring 100% of registered and paid-up common stocks in ONVALLA from original shareholder, thus ONVALLA became the subsidiary company.

2015

- The Company increased registered capital to Baht 300 million with the paid-up capital of Baht 225 million, and changed par value from Baht 100 to Baht 0.50 per share.
- The Company registered for transformation to be public and changed business name from "Alla Company Limited" to "Alla Public Company Limited" on 17 September 2015 in order to prepare for listing in the Stock Exchange of Thailand.

2016

- On 22 September 2016, the Company received the approval from Securities and Exchange Commission, Thailand (SEC) for offering newly issued securities to the public, amount 150 million shares of common stock.
- The Company registered for paid - up capital increase from Baht 225 million to Baht 300 million with the department of Business Development on 3 November 2016.
- The Company started the first trading day on 8 November 2016 u under stock symbol "ALLA".

2017

- The Subsidiary increased registered capital by Baht 100 million to totaling Baht 250 million for construction new warehouse and working capital.

2018

- The Company obtained ISO9001:2015 from TUV NORD which is the certificate of quality management.
- Completed the Subsidiary's new warehouse with the area of 4,230.16 square meters.
- The Company was officially appointed as a distributor of hoist parts under "YALE" brand by STAHL CraneSystems GmbH.

2019

- The Company officially set up "Yale Grand Opening" to launch Yale Products.
- The Company obtained certificate of Occupational Health and Safety Management System ISO45001:2018 from TUV NORD.
- The Company officially launched its own hoist brand named "AL"

2020

- The Company invested in land, next to head office, with the aera of 348 square meters to expand the office.
- The Company was awarded by Forbes Asia as "2020 Best Under a Billion".
- The Subsidiary obtained the certificate of Quality Management ISO9001:2015 and the certificate of Occupational Health and Safety Management System ISO45001:2018 from TUV NORD.

2021

- The ALLA Group began to expand its environmentally friendly product line, by importing and distributing quality solar panels and solar systems and providing installation service by experienced teams of technicians.
- The Company opened the 4th branch.

2022

- The Company obtained "Excellent" of CGR Scoring form Institutes of Directors.
- The Company and the subsidiary obtained "Green Industry level 3 (Green System)" from Ministry of Industry.
- The Company and the subsidiary obtained the certificate of Environment Management System ISO14001:2015 from TUV NORD.

2.1.3 Using of capital increase

As Alla Public Company Limited ("the Company") issued new shares for capital increase by initial public offering (IPO) in the amount of 150,000,000 shares at Baht 2.88 per share, the remaining proceeds (after deduction of expenses incurred from this offering) was Bath 417.56 million. As of 31 December 2022, progress on the use of capital in each objective was detailed as follows:

(Unit: Million Baht)

Objective	Proceeds utilization plan	Amount used	Outstanding balance	Progress
1. To invest in a construction of a new warehouse of its subsidiary	84.00	84.00	-	Completed.
2. Repayment of long-term loans	63.00	63.00	-	Completed.
3. To expand business by establishing representative office in Indonesia[1/3/]	1.77	1.77	-	Completed.
4. To invest in the Company's factory renovation[2/]	35.00	24.62	10.38	In the process.
5. To use in working capital[3/]	233.79	233.79	-	Completed.
Total	**417.56**	**407.18**	**10.38**	

Note: [1/]On 10 August 2018, the Company reported the change of nature of business expansion, from the original by establishing an associated company to establishing a representative office in Indonesia.

[2/]On 22 February 2018, the Company reported the change of IPO utilization purpose, the original plan was to invest in the construction of a new plant amounting to Baht 58 million which was revised to the renovation of the existing area of the factory amounting to Baht 35 million.

[3/]On 23 February 2022, the Company reported the change of IPO utilization purpose in the amount of 8.23 million from (3) expansion business by establishing representative office in Indonesia and (5) using in working capital.

2.1.4 General information of the Organization

The Group has establishment of head quarter and branch as follow:

(1) The Company

Company	:	**Alla Public Company Limited**
Head Office	:	933 935 937 939 Soi Onnut 46, Onnut Road, Onnut, Suanluang, Bangkok 10250
Branch		
Branch1 (Factory)	:	2/1 Moo 4, Watpimpawad-Klongkohdon Road, Kohrai, Banpho, Chachoengsao 24140
Branch2 (Service Center)		255/22 Moo 3, Route 311, Bo Win, Sriracha, Chonburi 20110
Branch3 (Office)		621 Soi Onnut 46, Onnut Road, Onnut, Suanluang, Bangkok 10250
Branch 4 (Office)	:	971 Soi Onnut 46, Onnut Road, Onnut, Suanluang, Bangkok 10250
Registration No.		0107558000393
Telephone		0 2322 0777, 0 2721 5699
Fax		0 2322 1891-2
Website		www.alla.co.th

(2) The Subsidiary

Company		**Onvalla Company Limited**
Head Office :		50 Moo 20, Lamlukka, Lamlukka Pathumthani 12150
Branch		
Branch 1		50/1 Moo 20, Lamlukka, Lamlukka, Pathumthani 12150
Registration No.	:	0105533015476
Telephone	:	0 2193 5380-5
Fax	:	0 2193 5386-7
Website	:	www.onvalla.com

2.2 Nature of Business

2.2.1 Revenue structure

Revenue structure of the Group in 2022 – 2020 as follows:

Particulars (Consolidated Financial Statement)	2022		2021		2020	
	Thousand Bath	%	Thousand Bath	%	Thousand Bath	%
Revenues from sales and services						
• Crane and Hoist	321,800	45%	241,040	48%	252,097	47%
• Loading Dock and Equipment	139,327	19%	76,174	15%	110,673	20%
• Solar Cell System	50,282	7%	12,790	2%	-	0%
• Warehouse Management System and equipment	1,395	0%	929	0%	2,895	1%
Total revenues from sales and services	**512,804**	**71%**	**330,933**	**65%**	**365,665**	**67%**
Revenues from after-sales services						
• Crane and Hoist	150,214	21%	133,709	27%	139,903	26%
• Loading Dock and Equipment	48,457	7%	37,296	7%	32,480	6%
• Training Center	661	0%	135	0%	246	0%
Total revenues from after-sales services	**199,332**	**28%**	**171,140**	**34%**	**172,629**	**32%**
Other revenues[1/]	**6,787**	**1%**	**3,467**	**1%**	**3,673**	**1%**
Total	718,923	100%	505,540	100%	541,967	100%

Note: [1/]Other revenues consist of gain from investment in securities, gain on foreign exchange, gain on sales of assets, and others.

2.2.2 Products and Services Information

(1) Product and service characteristics and innovation

The Group operates the business of distributing products and services in material handling systems, including eco-friendly products, which can be categorized as follows:

Products and Services	ALLA (the Company)	ONVALLA (Subsidiary)
1. Crane and Hoist	√	√
2. Loading Dock and Equipment		
- Dock Leveler and Industrial Door	√	√
- PVC Strip Curtain and Air Curtain	√	√
3. Warehouse Management System	√	√
4. Solar Cell System	-	√
5. After-Sales Services	√	√

1. Crane and Hoist

Crane and hoist are the necessary machines in manufacturing process of industrial plants since they are used for conveying heavy and high-value products such as turbine for power plant or machine in industrial plants. The design of crane and hoist depends on workspace and objectives. If crane and hoist are under maintenance, it will cause a disruption to or delay in production line. Hence, crane and hoist in all factories must always be ready to use and meet standards. In every step of crane production, The Group pay high attention to customers' requirement and the quality with international standards by adhering to the quality policy. The Group provides experienced engineering team advising on products and design. Skilled production team, who attended and qualified "ALLA-Crane Systems" training course, pays attention to every steps of production, installation, delivery and after-sales services.

The Company was appointed to be Thailand's sole authorized distributor of important parts of crane, for example, hoist and end carriages under the STAHL brand from Germany, while its subsidiary is Thailand's sole authorized distributor of the ABUS brand from Germany. Moreover, on 27 October 2018, the Company was also appointed as a distributor of the "YALE" brand. STAHL, ABUS and YALE are manufacturers of hoist, end carriages and other parts that meets the standards by focusing on functions designing, effortless maintenance, and safety in operation. The Group consequently gain reputation and recognition for good quality with standardized over the long period. However, the aforementioned brands were internationally certified with high standard, which contributed to great number of high purchasing power customers. In order to penetrate into the market with moderate purchasing power, the Company officially launched "AL" Brand as its own brand in 2019, which is one of the Group's strategy to expand the market.

Type of crane and hoist which the group offers are

1.1 Crane

1.1.1 Overhead Crane includes Single Girder Overhead Crane and Double Girder Overhead Crane normally used in industrial plant which lifts heavy load. This type of crane is suitable for all industries, especially for vehicles industry, chemical industry, and power plant industry.

1.1.2 Gantry Crane and Semi Gantry Crane is suitable for concrete structure parts manufacturing, concrete pile plants and precast plant.

1.1.3 Jib Crane whose arm is designed to be able to rotate from 90 to 360 degrees, is suitable for all industries and plants that have limited space. This includes Pillar Jib Crane and Wall Jib Crane.

1.1.4 Wall Travelling Crane is suitable for lifting goods or products along the wall of factory building.

1.1.5 Monorail Crane is suitable for the work requiring to use specific areas and to stop at each production station.

1.1.6 Suspension Crane is suitable for factory, which needs below area as much as possible, such as airplane hangar.

1.1.7 Explosion-Proof Crane can be used in petrochemical, and oil and gas industry, which STAHL is an expert in this field and regarded as one of the leaders in explosion-proof crane parts manufacturing.



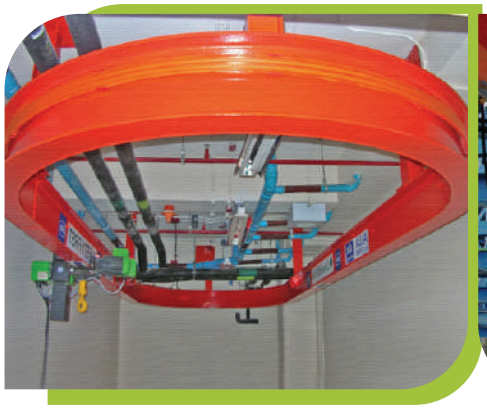
Double Girder Overhead Crane



Single Girder Gantry Crane



Pillar Jib Crane



Monorail Crane



Suspension Crane

1.2 Hoist

The Group is importers and distributors of crane and electric hoist parts under STAHL and ABUS brand. The products can be classified as follow:

1.2.1 **Electric chain hoist** has appropriate size structure, which can be used both indoor and outdoor. Lifting height can be enhanced by changing chain length.

1.2.2 **Electric wire rope hoist** has fully covered structure and is suitable for outdoor or dusty place. Electric Wire Rope Hoist could not change lifting height as required but it is durable for much load capacity.

1.2.3 **Manual chain hoist** is an equipment without electronic parts hence it does not require power and this is suitable for non-routine work.



Hoist

1.2.4 **Explosion-Proof hoist** can prevent spark from occurring. Each of its part has qualified to reduce and protect spark from leaking out during operation. Explosion-Proof hoist is suitable for petrochemical industry or industry involved with flammable material. It comes in both chain and sling types.

2. Loading Dock and Equipment

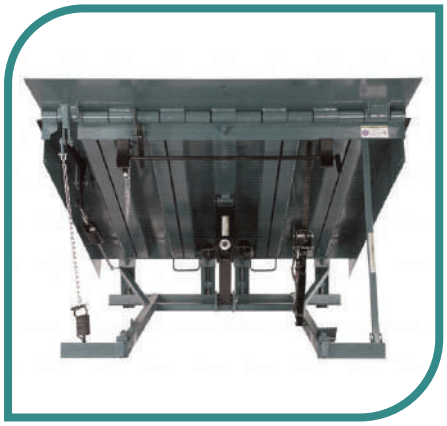
Loading Dock is an equipment facilitating goods handling and storing coldness, which is important for logistics systems. Main customer of the Group are warehouse and logistics, cold storage, modern trade, including various industries that are interested in logistics together with production and marketing. The launch of the Asian Economic Community (AEC) at the end of 2015 offered opportunities for logistics industry since Thailand might become logistics hub in the future, creating demand for logistics services. The brands of Dock Leveler imported and distributed include SERCO, STERTIL, INKEMA, and DOCK EQUIPMENT. The brands of Industrial Door imported and distributed include NOVOFERM, CHASE DOOR, OVERHEAD DOOR, and NASSAU.

2.1 Dock Leveler

Dock Leveler is a bridge facilitating goods handling between a truck and factory or warehouse. It helps for handling goods conveniently, rapidly and safely. Dock leveler includes Mechanical dock leveler, Airbag dock leveler, Electric-hydraulic dock leveler, Retractable dock shelter, Inflatable dock shelter and Dock Seal.



Electric-hydraulic Dock Leveler



Mechanical Dock Leveler



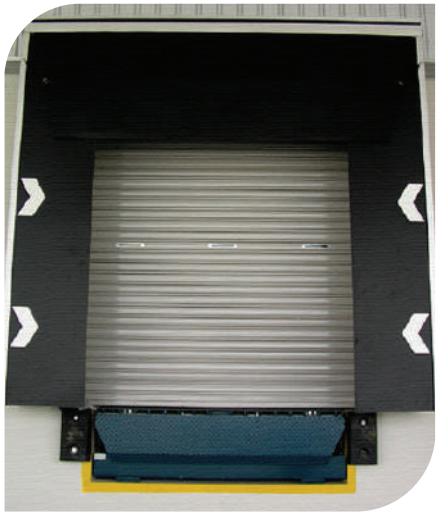
Airbag Dock Leveler



Inflatable Dock Shelter



Dock Seal



Retractable Dock Shelter

2.2 Industrial Door

Industrial Door is specifically manufactured for industrial plant for safety and for protecting things from impurities and fire, and for cold storage. The Industrial Door includes High-speed Roller Door, Overhead Sectional Door, Swing Door, Roller Fire Door and Cold Storage Door.



High Speed Door



Overhead Sectional Door



Swing Door



Cold Storage Door

2.3 PVC Strip Curtain and Air Curtain

PVC Strip Curtain and Air Curtain are equipment installed in factory, warehouse or cold storage in order to block the objects passing through both inside and outside. These curtains protect dust and insect as well as help for maintaining temperature in room, and saving energy. This product group is imported from China.



PVC Strip Curtain



Air Curtain

3. Warehouse Systems

Since the government have supported Thailand to be logistics hub of ASEAN and moving into Thailand 4.0 era focusing on maximize utilities of the warehouse space by increasing the use of machines and automation in order to reduce cost and enhance the warehouse performance to be more efficient. The Group foresaw potential growth of the warehouse systems business thus the Group therefore sets a strategy to increase business channels as comprehensive sales and services related to warehouse systems and accessories. Products and services offered by the Group are as follows:

3.1 Warehouse Management Systems and Accessories

The Group distribute and installs standard-quality warehouse systems and accessories which be designed to suit the customers' requirement, including simple racking and best technology automated warehouse system - AS/RS, by experienced professionals with the best technology recognized in Europe and America.

3.2 Automated Sorting and Retrieving System – AS/RS

enhance sorting and picking product more precisely, fast and safe. In addition, it reduce number of staffs by using the program-controlled machine to store in pallets, unit load carriers, a belt or AGV (Automatic Guide Vehicle) as well as non-driver forklift (AGV Truck).

3.3 System Provider

is a system design that works together with various types of equipment, such as Warehouse Management System (WMS), Warehouse Control System (WCS), Transportation Manament System (TMS), Conveyor, Picking system and Sorting system under the cooperation between the Group and foreign companies that expertise in warehousing and distribution.

3.4 Simple Racking

is multipurpose shelf helping easy and convenient warehouse placement. It is available in small to large and the level-adjustment shelves as needed and structuring for maximum efficiency including rack guards.

3.5 High Volume Low Speed Fan

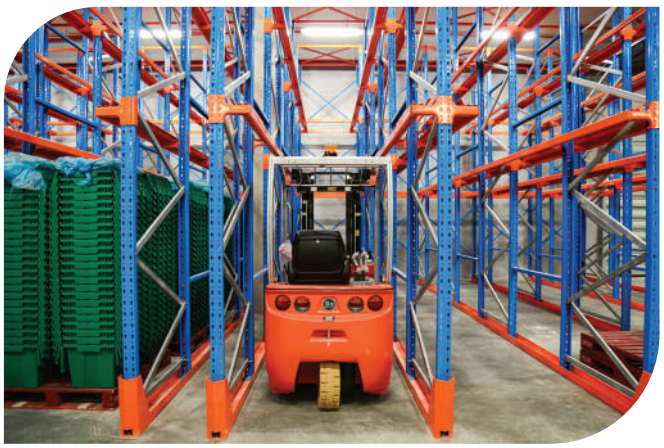
is large high quality ceiling fan that generate large amounts of air at low rotational speed. HVLS fan is an important equipment to distribute air throughout the working area and suitable for wide areas and warehouse or industrial plants ventilation. The Group selects standard products with leading global brand. It can be used with ease, safety, energy saving and installing inside and outside.

3.6 Warehouse LED

made from good quality materials with international standards and long-term usage together with advanced electrical control techniques in order to prevent light instability caused by the network.



Selective Racking



Drive – in Selective Racking

4. Solar Cell System

The Company's subsidiary started importing and distributing standard-quality solar cell panels and systems and provide installation services by experienced technician teams.

Solar cell products are promoted by the government sector as a way to increase domestic clean energy consumption. The government sector issued measures to support operators who invest in installing solar cells to reduce their own electrical expenses. The BOI (Board of Investment) also grants tax benefits for corporate income taxes, import taxes and value-added taxes for investments in solar cells.





5. Services

5.1 After-sales services, and maintenance services for general customers

As at 31 December 2022, the Group have 38 experienced teams with 80 skilled staff and sufficient stock of spare parts for customer's needs. Furthermore, the Group locates service center in Chonburi Province, Chachoengsao Province, and Pathumthani Province for convenience and speed in providing 24-hour after-sales services to customers. After-sales services of the group can be classified into three major categories as follows:

5.1.1 After-sales services under warranty

The Group have a standard warranty, with the period of six months to twenty-five years, which scheduling to test load and conduct preventive maintenance for customer on a basis as agreed including general repair. The major services under warranty include:

- Preventive Maintenance is checking services for crane and hoist, dock leveler and industrial door, and Solar cell System in forms of preventive maintenance in order for products to bealways ready for use. As required by law, especially for crane and hoist, must have preventive maintenance.
- General maintenance and spare part replacement. The customer can ask for service immediately. The warranty does not covers spare parts replacement for damage from normal use.

5.1.2 Contract Service

This service is a continuous service after the warranty expired, which is an additional service from the service under warranty for crane and door products. Expecially providing crane load test service, which is scheduled to test as required by law. There are skilled engineer available to provide such service. After load test is performed and results meet international standard as prescribed by law, the engineer will issue Por Jor 1 certificate, legal document, to customer.

5.1.3 Non Contract Service

This service includes preventive maintenance, load test, repair and spare parts replacement, depending on the requirement of customer at the time. This service offers to both customers who use products of the Group and general customers.

5.2 Training center service

The Group have training center offering courses of operation for crane operator, signalman, rigger and supervisor including a review course for crane operation. According to Department of Labour Protection and Welfare, the employer is required to provide the aforementioned course for the employee, and provide review course for crane operation in accordance with the established guidelines.

Research and Innovation

The Group recognizes and places importance on promoting creativity and innovation management leading to key movements in supporting the business toward sustainable growth. Thus, the Group aims to be an innovative organization that creates innovations in line with the strategic plan and creates a competitive advantage along with social and environmental concerns. The Group has established the following innovation management policy:

1. Commit to developing the Corporate Innovation Management System by providing a clear framework for managing the organization's innovation. This includes policies, goals, and short-term and long-term innovation programs that promote innovation at the individual and organizational levels, as well as structures, related departments, and innovation management processes.
2. Develop work structures and processes to support future development and creation of innovation imported into operations regularly and continuously with focus on meeting the needs of stakeholders and customers.
3. Executives at all levels have a role to play in moving forward, contributing to the creation of innovation and culture that drives corporate innovation to lead the organization toward sustainability by being open to creating creative collaborations and innovation management with stakeholders, encouraging collaboration together or within the organization to apply new technologies and innovations to the organization's business.
4. Promote the use of innovation and technology to support operations in all procedures in order to contribute to operational efficiency, support operations and increase opportunities in the Group's operations.
5. Encourage people to have a positive attitude and be ready for change, taking the initiative to innovate, promoting the development of personnel capacity in the organization to enable innovation and apply innovations to develop knowledge and expand into innovative culture.
6. Give importance to knowledge management and innovative inventory systems in order to share knowledge within the organization to enable effective application for maximum benefit to the organization.
7. Give priority to evaluating, allocating, and providing resources with management planning and follow-up on both monetary and non-monetary innovation management in the organization.

The Group has given the opportunity for departments within the organization to present action plans to management meetings. The objective is to improve and develop operational processes to be more efficient or to innovate to support business expansion.

In 2022, the Company was in the process of developing innovations by creating hardware and software as prototypes of smart crane projects. The objective is to collect data on customers' use of cranes and analyze the data to make plans for service provision. This innovation increases business value and benefits both the Group and customers. The Group benefits in terms of less work for employees and the ability to accurately analyze problems occurring. Customers benefit from maintenance planning with reduced risk of production failure due to crane breakdowns and crane problems are solved on the spot.

(2) Market and Competition

(A) Marketing of key products and services

Competitive Strategy

The Group defines competition strategy and business policy in order to promote long-term competition, create customer satisfaction and to continuously develop production capability by focusing on quality of products, on time delivery and good services to customers. The competitive strategy and main business policy includes:

1. Quality of products

The Group utilizes international standard machine and technology for production in order to maximize production capacity and acquire good quality products, as well as provide technician team with knowledge and expertise in control and check quality of product in each step of the process in order for safety. The determination on developing production process contributed to obtaining international certifications, including ISO9001:2015 for Quality Management System, ISO45001:2018 for Occupational Health and Safety Management System and ISO14001:2015 for Environmental Management System from TUV NORD.

2. After-sales services

The Group focus on highest customer's satisfaction by providing 24-hour after-sales services and teams to advice customer on products regularly.

3. Spare parts availability

The Group has appropriate spare parts policy in order to provide spare parts for customers in short period of time and to response to customer's demand in timely manner.

4. Safety

The Group places importance on safety, especially for the safety of customers' use, by providing equipment and advising on product instruction. Besides, the Group realizes on the importance of production safety by having production process that conforms to rules on safety, and accident protection for employees, and installation of products by experts, which helps to reduce risk of accident to employee and concerned party.

5. Delivery time

The Group places importance on delivery products and services in timely manner by planning duration in production and installation in order to be confident that the Group are able to complete the production and installation for customer in time.

6. Competitive Price

In order to appropriately set price related to the market environment, the Group constantly employs cost management policy including sourcing procurement, developing from upstream to downstream as well as utilizing new technology. The Group also encourages personnel to constantly conduct process improvement in order to reduce time and errors in operation and for maximize efficiency and effectiveness of work.

7. Continuous development in knowledge and capability of staff

The Group places importance on continuous development in knowledge and capability of personnel in order to improve efficiency and quality of operation by improving working process to be always up-to-date and constantly supporting employee's training and development. This has resulted in personnel having knowledge and ability to work more systematically.

Distribution Channels and Target Customer

The Group assigns sales departments to manage products distribution which is segregated duty and responsibility for each product category to their sales force. These sales staffs responsible for contacting customers, addressing customer demand and introducing products and services to customers. Products distribution of the Group consists of:

1. Distribution through contractors

Since the Group's products are mainly used in factories and warehouses, their customers are contractors from small size to large size contractors who have projects to build factories or warehouses. In building factories or warehouses, operators or owners of the factories will invite the contractors to bid for the project. The contractors will submit price according to the drawing and specifications. For the work related to products of the Group, the contractors will contact the Group to propose price according to the drawing and specifications. When operators or owners of the factory choose the contractors, the contractors will complete sales contract with the Group accordingly.

2. Distribution to end users

This target group is the owners of factories or warehouses, which the Group used to provide service through contractor. After project delivered, the Group continue to provide after-sales services, including maintenance, repairing and spare parts replacement. Hence, when these owners have project to expand their investment, factories or warehouses, they will contact the Group to conduct the work without going through the contractors. Moreover, the customer in this category may be referred by factory owners, who were the Group's customers and satisfied with quality and services, and they accordingly recommend other factory owners to use products and services of the Group.

Customer structure of the Group, classified by type of business:

Type of Business	Percentage (%)		
	2022	2021	2020
1. Power plant	17.72	9.90	11.36
2. Motor vehicles	14.37	16.86	20.24
3. Agriculture and foods	8.45	8.02	4.34
4. Food preservation film	7.87	1.66	3.75
5. Hypermarket and convenient stores	5.75	4.65	4.21
6. Steel and aluminum	5.56	12.41	10.55
7. Construction contractor	5.41	5.29	6.96
8. Warehouse and logistics	4.24	3.24	16.14
9. Real Estate	3.68	3.80	3.67
10. Others[1/]	26.95	34.17	18.78
Total	**100.00**	**100.00**	100.00

Note: [1/]Others include government agency, electronic parts, textile and Plastics Industry etc.

Pricing Policy

The Group adopts cost plus pricing policy and consider together with other factors such as comparison of the Group's price to market price and price of competitors. Products pricing may appropriately adjust by product type, target customer and distribution channel in response to competition situation at that time in order to compete with the competitors in the market, but maintain margins as required by the Group to be sufficient for expenses and operating expenses.

Certificate and International Standard

The Group focuses on improving efficiency in production and management in order to meet international standards factory and is recognized by customers. Details of certificates obtained by the Group include:

Standard	Company	Period	Detail
1. ISO9001:2015 for Quality Management System	Alla Public Company Limited	16 Mar 2021 - 15 Mar 2024	Standard, which International Standardization and Organization set up in order to promote management in quality of organization and systematically create customer's satisfaction.
	Onvalla Company Limited	18 May 2020 - 17 May 2023	
2. ISO45001:2018 for Occupational Health and Safety Management	Alla Public Company Limited	24 Mar 2022 - 23 Mar 2025	Standard, which International Standardization and organization set up in order to promote management of organization to reduce and control safety risk to employee and concerned. ISO45001 is the standard represents the placement of OHSAS 18001 which ISO (International Organization for Standardization) announced to be terminated certified.
	Onvalla Company Limited	18 May 2020 – 17 May 2023	
3. ISO14001:2015 for Environmental Managemnnt System	Alla Public Company Limited	7 Feb 2022 – 6 Feb 2025	Standard, which International Standardization and Organization set up in order to promote management environment system and look forward to the organization concerns with the importance of environment management in order to develop the environment along with business development.
	Onvalla Company Limited	22 Feb 2022 – 21 Feb 2025	

(B) Industry Competition Overview

Industry Competition

The Pandemic and mutation of COVID-19 causes the strong price competition for business survival. Even there are much of competitors in the market, the Group's products are different with international standard. The Group imports hoist from Germany as well as imports industrial door and loading dock from international-standard partners. The Group also certify international standard (ISO) which maintain the trust of products. Moreover, the Group operates comprehensive sales and after-sales service along with having a variety of products which be able to serve all customers among the market.

Besides, the Group has strong financial position with positive liquidity ratio and low debt to equity ratio. The Company is also the listed company in Stock Exchange of Thailand (SET) which create trust and confidence to the customers and bring out the continuous inquiry to the Group.

The Group maintains leader position among crane and loading dock industry, concentrates on products and services value added development for customers' needs, competition potential, cost reduction in order of to maximize satisfaction in products and services as well as expand channel of distribution through online channels to meet and cover all level of the market.

Industry Trend

Prospect customers of the Group comprising government agencies and private agencies, being end users, main contractor and sub-contractor in a variety of industries. The Group's products are fundamental products for various industries as well as the Company launched its own brand in 2019 in order to facilitate the middle market. Moreover, the Group initiates new business unit enhancing the leader in manufacturing and distribution in material handling equipment with international standard as warehouse system and equipment to fulfill the Group to be warehouse solution center with customers' value creation. In addition, in 2022, the Group has added a sale team for solar cell products and has a growing number of orders compared to the previous year.

Investment in Transport Infrastructure

The government plans to develop Thailand's Transport Infrastructure Development Strategy 2015-2022 under the accelerated plan the achievement of development goals in order to solve traffic problems in Bangkok Metropolitan Region. The electric train network system has a need for a maintenance facility (Depot) which the Group have well-experienced in installing overhead cranes in the Depot. The Group also has ability to add new products to the existing production line to meet the needs of the transportation customers, especially the electric trains. As a result of the investment in the public transport network, there are opportunities for the Group to sale products and services to target customers related to the development plan and also have the potential growth from investing in the development of transportation infrastructure from the upcoming Eastern Economic Corridor (EEC).

Expansion of logistics and warehouse business

According to Thailand's Logistics Development Strategy (2017 - 2021), it enhance the logistics system of the country, support to be the ASEAN trading, services and investment center as well as increase competitiveness. Coupled with the impact of strict control measures for the spread of the coronavirus (Covid-19) has resulted in online trading to increase, followed by the large number of private investments of warehouse and distribution centers. It is therefore the opportunities for the Group to expand their customer base.

Power Generation

Power generation business, or power plant, is necessary to national development since business sector, private sector and households require electricity for their business and daily life. The expansion of power production business helps the Group's business to grow as well since power plants employ large and heavy machinery which must be lifted and moved by crane during the usual course of operation, especially for repairing and maintenance process.

According to the Office of the Energy Regulatory Commission's record, there are many power producers desiring to produce and supply power to the Electricity Generating Authority of Thailand (EGAT) and the Provincial Electricity Authority (PEA). However, power producers who filed application to EGAT and PEA are classified into various status and types of plants. Therefore, the Group has an opportunity to produce and distribute overhead cranes for power plants that have filed an application but have not

yet signed the power purchase agreement (PPA), and those that have obtained approval but have not yet commenced operation (Commercial Operation Date or "COD").

However, for the power plants that have already started commercial operation, the Group may have an opportunity to produce and distribute crane or provide repairing and maintenance services to those power plants.

Table: Power Plant Information by Category and Status

	IPP Power Plant		SPP Power Plant		VSPP Power Plant	
	Project	Capacity (MW)	Project	Capacity (MW)	Project	Capacity (MW)
Approved but have not yet signed PPA	1	540	8	204	45	176.76
Signed PPA but have not yet COD	1	2,500	16	1,315	34	50
COD	16	17,404	157	13,476	985	5,342
Total	**18**	**20,444**	**181**	**14,995**	**1,064**	**5,568.76**

Source: Power plant information of the Office of the Regulatory Energy Commission (www.erc.or.th)
COD means Commercial Operation Date
PPA means Power Purchase Agreement

Eastern Economic Corridor - EEC

The government supports infrastructure developments and provide investment privilege for investmentat attraction. The 10 targeted industries are comprise of First S Curve, including next – generation automotive, smart electronics, affluent, medical and wellness tourism, agriculture and biotechnology and food for the future, and New S Curve consisting of robotics, aviation and logistics, biofuels and biochemical, digital and medical hub, that four of ten promoted industries are in the target customer. The investment in industrial promotional zone of 3 provinces, including Rayong, Chonburi and Chachoengsao, tend to expand considerably. Therefore, it is the business opportunity to distribute industrial products such as crane and electric hoist, Industrial doors and offer services to customers located in the Eastern Economic Corridor.

Awareness of Environmental Impact

At present, all levels of the economy are aware of environmental impact, as can be seen in the way many business sectors give importance and development to work processes to reduce negative impacts on the environment, including the use of renewable energy and the importance of environmentally friendly products. The Group recognizes business opportunities. Therefore, it has begun studying clean energy products and created a team of personnel with knowledge and ability to propose products to target groups of customers. In 2022, the Group has a growing sales of solar products or solar cells and has set a target of 15 MW cumulative orders by 2026.

(3) Product and Service Procurement

Capacity Utilization

In crane production, the Group customize the products to customer's requirement. The whole process from production to installation takes about four to eight months, depending on complexity of work. Dock leveler, industrial door, PVC strip curtain and air curtain are finished products that are imported and distributed to customers and will be completely installed within about four to six months after purchase order are confirmed by customers due to waiting for products from aboard if there is no reserve of such products.

The Group have two factories for crane production, one of which belongs to the Company located at Chachoengsao Province, on land area of 4 rai 3 ngan 20 square wah. The subsidiary has one factory, located Pathumthani Province, on land area of 10 rai 2 ngan 77 square wah.

Maximum capacity of the Group, classified by type of crane, and utilization as follow:

Type of Crane	Maximum Annual Capacity (No. of Crane)[1/]		Combined Utilization in 2022 (No. of Crane)	
	Company	Subsidiary	Company	Subsidiary
Single girder crane, less than 15 meters long	102	94	21	12
Single girder crane, more than 15 meters long	76	75	1	5
Double girder crane, less than 15 meters long	60	43	0	3
Double girder crane, more than 15 meters long	42	36	3	10
Special-function crane, less than 15 meters long	32	-	8	10
Special-function crane, more than 15 meters long	25	-	16	5

Note: [1/]maximum annual capacity = No. of cranes produced in a year, assuming that only a single type of crane is produced and based on working 8 hours/day.

Procurement of Raw Materials and Finished Products

The Group procures raw materials, supplies, spare parts, and finished parts from numerous local and abroad producers and suppliers for production and distribution with details as follow:

1. Raw materials for production

   Supplies and spare part such as steel plate, rust preventive primer and electrical equipment, etc. These raw materials are procured from several local suppliers, both large and small, representing 100% of value of raw material procured for production.

2. Finished Parts

   - Hoist and parts, including hoist, end carriages, spare parts, are imported from Germany since the Group are sole authorized distributor of these products in Thailand. The Company is a sole authorized distributor of Stahl and Yale, while the subsidiary is a sole authorized distributor of ABUS. One hundred percent of parts order is for crane and hoist production. The AL brand is imported from China.
   - Dock leveler, industrial door, PVC strip curtain and spare parts are procured by importing from the overseas brand owners who appointed the authorized dealership to the Group. The Brands are Serco, Stertil, Novoferm, and Nassau etc.
   - Solar cells are imported from aboard i.e. Trina Solar Energy Development PTE LTD.

(4) Assets used in business operation

4.1 Details of assets used in business operation

As of 31 December 2022 and 31 December 2021, the Group had assets used in business operations with the net book value as shown in the consolidated financial statements can be summarized as follows:

Asset type	Net book value		Proprietary	Obligation
	31 Dec 22	31 Dec 21		
1. Land and land improvement	52.76	52.76	Owner	Mortgage of land and buildings of the subsidiary with a net book value of Baht 35.29 million
2. Building and building improvement	167.70	152.30	Owner	Mortgage of land and buildings of the subsidiary with a net book value of Baht 98.98 million
3. Machinery, tools and equipment	29.19	15.93	Owner	Not obligated
4. Furniture, fixtures and office equipment	5.45	5.56	Owner	Not obligated
5. Motor vehicles	12.05	12.29	Owner	Not obligated
6. Right-of-use assets - ` motor vehicles	0.98	1.17	Owner	Not obligated
7. Right-of-use assets - office equipment	0.39	0.77	Monthly rental payment, average terms of the agreement 4-5 years	As of 31 December 2022, the Group had liabilities under financial lease agreements in the amount of Baht 0.42 million
8. Assets under construction and installation	6.76	15.41	Owner	Not obligated
Total	275.28	256.19		

4.2 Key Contracts of the Group – Distributorship Agreements

4.2.1 Distributorship Contract for STAHL Products

Contract Date	17 April 2009 (STAHL issued a letter to confirm distributorship after the Company's public company transformation on 4 January 2016).
Parties to the Contract	Between ALLA Company Limited (ALLA) ("Distributor") and STAHL CraneSystems GmbH ("STAHL").
Distributor Rights	Scope of Distributorship STAHL has appointed the Company as the sole distributor in Thailand and granted the right to purchase and sell the products to the customers in Thailand, including the use of the products for its own crane manufacture in Thailand. Primary area The Distributor agrees and acknowledges that its primary area of responsibility for promoting and marketing the Products is Thailand. The Distributor shall not actively sell Products without the Principal's prior written consent: - to actual or potential customers outside of Thailand; or - to actual or potential customers situated in Thailand when the delivery shall be outside of Thailand. In above mentioned cases, the Distributor shall inform STAHL without any delay of any such request, order or inquiry made by customers. The distributor shall not advertise the Products or establish any branch or maintain any distribution line for the distribution of the Products outside Thailand.
STAHL Obligations	Stahl shall furnish Distributor with such information, documents and literature as STAHL considers Distributor may reasonably require for the efficient performance of its obligations. Any and all information or documents submitted to the Distributor shall not be used for purposes other than the performance of this Agreement. STAHL retains the right to require the Distributor to promptly return any and all documents, materials submitted by STAHL and any copies thereof.
Distributor Obligations	Product Sales - The Distributor shall use its best efforts to diligently and effectively advertise, market, sell and service the Products in such a fashion as will result in efficient and effective competition with sellers of similar and or competing products within Thailand. - The Distributor shall, at its discretion, engage in relevant fairs and exhibitions in Thailand. In the event, that the Distributor wishes to share the cost of any exhibitions, jointly with STAHL, the cost of sharing shall be based on 50%-50% basis applicable only to the cost of exhibition rates from the exhibition organizer. The Distributor shall inform the Principal 12 x months in advance of the intention to participate the exhibition events. The joint exhibition shall be mutually agreed upon by confirmation in writing. - The Distributor establishes and submits to the Supplier, prior to October 1 of each year an estimated marketing and sales forecast for the following year. Such forecast shall be interpreted as a budget and shall not obligate the Distributor to actually purchase the forecasted Products. Pricing The Distributor shall be free to determine its sales prices for the Products. Appointing Traders The distributor may not appoint independent traders or commercial agents for the sale of the Products in Thailand if not otherwise agreed by STAHL in writing. Stock The Distributor shall maintain at its own cost an adequate stock of hoists, components and spare parts. The quantity and range for the minimum stock of Products to be maintained for efficient sales and repair of Products in Thailand.

Contract Term and Termination of Contract	This Agreement shall remain in force for an indefinite period until either party to the contract tenders notification of termination as follows: - In the event that there is no reason for termination of contract, the contract will be terminated when either party to the contract renders written notification of termination12 months in advance. - In the event that there is reason for termination of contract, the contract will be immediately terminated when either party to the contract tenders written notification of the termination. Reasons for the aforementioned termination of contract include bankruptcy, liquidation and breach of contract if the party committing breach of contract fails to amend the matter within 21 days from the date notification of breach of contract is received. - In the event that there is reason for termination of contract, the contract will be immediately terminated when the Distributor commits breach of contract, when there are significant changes in the Distributor that would have negative impact on product sales, including the terms of the contract such as ownership, management, financial status and late payment, etc. termination of the contract will be left to the discretion of STAHL. <u>Effects of Termination</u> - The Distributor will be required to make immediate payment for all inventory, cease all sales, marketing, trademark use and advertising involving the products as well as returning prices parts, sales manuals and other documents concerning the products under the control of the Distributor. - STAHL will be required to report on the exercising of rights under the contract to the Distributor within 1 month after termination of contract. The rights received are inventory reports by the Distributor, purchases of products back from the Distributor at the aforementioned sales prices for the Distributor, etc.
Non - Competition	ALLA will be required to refrain from using the STAHL trademark in advertising or sales of products belonging to other people and will not use any information belonging to STAHL such as STAHL knowledge, technical information, trade information and financial information, etc. in conducting research or development for products belonging to other people.

4.2.2 Distributorship Contract for ABUS Products

Contract Date	1 April 2007.
Parties to the Contract	Between Onvalla Company Limited (Onvalla) (“Distributor”) and ABUS Kransysteme GmbH (“ABUS”).
Distributor Rights	- ABUS grants sole distributorship rights in Thailand to Onvalla. Nevertheless, ABUS will continue to hold rights to conduct business operations in Thailand. Onvalla shall not have the right to demand any commission fees or compensation from ABUS. - The contract will be immediately terminated if Onvalla commits breach of contract or falls under any of terms for termination of contract. - In the event that the contract is terminated, Onvalla is to notify customers and third parties inside and outside of Thailand in advance 3 months before the contract is terminated. - Special privileges granted to Onvalla under this contract cannot be transferred to third parties and third parties cannot exercise rights on behalf of Onvalla. - ABUS has the right to provide services directly to buyers at any time as long as the buyers and ABUS remain in contact.

	- Onvalla will buy products in the minimum quantities under this contract each year. ABUS and Onvalla will make agreements on the aforementioned minimum quantities by 15 December of the calendar year to use for the next year. If the aforementioned agreement is not made for any year, use the minimum quantities to be bought in the agreement from the previous year. - Onvalla will cease all competition with ABUS and will not provide assistance in any other competition. In particular, Onvalla will not commit any of the following actions, either directly or indirectly: trading or allowance of trading or manufacturing or allowance of the creation/manufacturing of products with other manufacturers or distributors, which might be suitable for the use of users or vendors in Thailand or instead of using ABUS product. - Onvalla will not sell ABUS products to buyers outside of Thailand. In particular, Onvalla will not sell products to buyers with status as business operators in the United States of America or Canada. Furthermore, Onvalla must be certain that the aforementioned products are not imported to the United States of America or Canada, whether directly or indirectly. If Onvalla violates the aforementioned terms, Onvalla will be required to pay unlimited compensation for potential damages due to the aforementioned case. ABUS can demand the aforementioned compensation for damages for a term of no less than 2 years after stopping use of the aforementioned products. - Onvalla will not establish branches or subsidiaries or warehouses outside of Thailand and will send purchase orders or purchase-sales contacts from all customers need in cranes outside of Thailand to ABUS without demanding commission fees and any other compensation from ABUS.
ABUS Obligations	- ABUS will offer support concerning information, documents and advise about products under the contract. The above information and documents will continue to be deemed ABUS assets. - ABUS will send information of importance concerning the commercial feasibility in Thailand in relation to this contract with Onvalla.
Onvalla Obligations	- Onvalla will exert its best effort toward having sufficient quantities of products for buying and selling as many products in Thailand as possible. - Onvalla will prepare buying and selling estimates and descriptions for subsequent periods and notify ABUS at least once per year. - Onvalla will be required to have knowledgeable personnel with technical and commercial abilities. Furthermore, Onvalla will be required to make arrangements for training for the aforementioned personnel on a continual basis, so they are confident that they will be able to satisfactorily handle requests from customers within 24 hours. - Onvalla will be required to arrange for parts in sufficient quantities for operations. - Onvalla will be required to support post-sale repairs, maintenance and services for products under the contract, which includes the provision of installation services for all products under this contract in Thailand, even if the aforementioned products are not sole to customers by Onvalla. - Onvalla will use ABUS manuals and parts and equipment sold by ABUS offer advice on actions taken under warranty and provide full services. - Onvalla will be required to notify ABUS of sales figures every quarter. The aforementioned information does not need to specify the names and addresses of Onvalla customers. - Onvalla will be required to maintain the trade secrets and professional knowledge of ABUS disclosed to Onvalla, and Onvalla will not use the aforementioned information for profit.
Agreements Concerning Delivery & Retail Sales	Onvalla can independently set prices and schedules for the sale of products under this contract in Thailand, but the products must not be overpriced and there must be no unreasonable refusal to deliver products.

Contract Term and Termination of Contract	- This contract shall remain effective until either party to the contract tenders written notification of termination, and the contract shall be terminated within 6 months from notification of termination. - The contract might be terminated without notification and no advance warning if the following terms are met: when Onvalla has overwhelming debts or bankruptcy, or when Onvalla's assets are in a process involving bankruptcy; when there are changes in ownership, management, organization type; when shareholdings in Onvalla dramatically decrease; when there is breach of contract, when purchase-sales figures fall below the minimum; when there is late payment, etc. Termination of Contract Specifications - Onvalla has no right to sell products under the contract and will be required to cease actions citing ABUS with third parties in addition to not using documents, business cards, electronic media and advertising with reference to ABUS or products under the contract. - In the event that the contract is terminated for the reason that Onvalla has committed breach of contract within 2 years after termination of contract, if Onvalla sells any products that can be used as substitutes for the products or equipment and parts under the terminated contract, Onvalla will be required to confirm and be able to prove that the trade secrets and professional knowledge of ABUS was not used in the aforementioned business operations.

4.2.3 Distributorship Contract for YALE Products

Contract Date	27 October 2018.
Parties to the Contract	Between ALLA Public Company Limited ("ALLA") ("Distributor") and STAHL CraneSystems GmbH ("STAHL").
Distributor Rights	Scope of Distributor Rights - STAHL has appointed the Company as the sole distributor in Thailand and granted the right to buy and sell products to customers in Thailand, including the use of products for manufacturing the Company's cranes in Thailand. And in the future, the Company can be the Distributor in Southeast Asian countries such as Laos, Kampuchea, Vietnam, Burma, the Philippines when agreements are negotiated together. - The Distributor will order the purchase of products in the minimum quantities set by STAHL.
Distributor Obligations	Product Sales - The Distributor will exert the Distributor's best effort to advertise, market and provide services involving products, which will result in efficient and effective competition with other competitors in Thailand. - STAHL will support marketing activities in line with the Company's marketing plans on a case-by-case basis. Product Pricing The Distributor has the right to set prices for products. Separate Sales The Distributor will sell STAHL and Yale products separately by establishing or using another company for selling Yale products within 2 years from the signing of the contract and have employees for selling Yale products only.

Contract Term and Termination of Contract	18 months from the signing of the contract and when the contract can be renewed automatically until there is notification otherwise, if there is a need to terminate the contract, written notification must be tendered 3 months in advance. This contract shall be effective until STAHL tenders notification of termination of contract as follows: - When there are significant changes in the Distributor that would have negative impact on product sales, including the terms of the contract such as ownership, management and financial status, etc. termination of the contract will be left to the discretion of STAHL. - When the Distributor fails to comply with the terms in this contract for a period of over 120 days from the date STAHL tenders notification to the Distributor concerning the failure to comply with the terms in the aforementioned contract. - When product sales fail to meet the targets set by STAHL or when STAHL deems the Distributor's sales promotion measures or sales figures to remain insufficient.

4.3 Details on Asset Valuation

- None –

4.4 Investment Policy in Subsidiaries and Associated Companies

The Company's objectives of investment in subsidiaries and associated companies is to support its main business activities as well as tends to maximize the Company's performance and profit. The aforementioned investment will promote the Company's synergy in order to provide entire products and services.

The investment in subsidiaries and associated companies will be reviewed on the principle and suitability by the Audit and Risk Management Committee. Supervising subsidiaries and associated companies, the Company nominates director or qualified executive with suitable experience to be representative in order to set important policies and control business operations of such subsidiaries and associated companies.

In present, the Company has invested in one subsidiary company, Onvalla Company Limited, in the proportion of 100% of the registered and paid-up capital. The Company has appointed three representatives from the Company to be a director of subsidiary, namely Mr. Ong-ard Puntuyakorn, Mrs. Vallaya Puntuyakorn, and Miss Chalumporn Puntuyakorn in order to closely monitor the subsidiary's operation and the goals set by the Company.

The Board of directors has set governance policies for performance in the Company's subsidiaries and associated companies (if any) for use as guidelines in overseeing the performance in subsidiaries as units of the Company and/or is able to efficiently audit the governance of associated companies (if any) as follows:

1) The Company will send company representatives to service as directors in subsidiaries or associated companies in compliance with the shareholding ratios of each company and/or agreements between shareholders in the aforementioned subsidiaries or associated companies. The sending of the aforementioned representatives must be given consideration and approval by a meeting of the Company's board of directors with consideration based on the suitability of each company. The aforementioned people are required to possess proper qualifications and experience in running the business operations of that company.

The above appointed or proposed directors and executives need to be people on the list of stock-issuing company directors and executives (White List) in addition to possessing qualifications, roles, duties and responsibilities without untrustworthy characteristics pursuant to the Securities and Exchange Commission Notification on Specification of Untrustworthy Characteristics in Company Directors and Executives.

2) People appointed as directors in subsidiaries or associated companies are obligated to act in the optimal benefits of the subsidiaries or associated companies, with the scope of the main authority, duties and responsibilities of the subsidiaries or associated companies as follows:

2.1. Performance of duty to supervise subsidiaries in compliance with laws, objectives and rules, including resolutions of the Company's board of directors and resolutions of general meetings of shareholders with honesty, truthfulness, caution, responsibility and ethics, as well as compliance with the Company's good governance principles.

2.2. In the event of non-compliance with the resolutions of the Company's board of directors or resolutions of general meetings of shareholders, resolutions or exercising of the right to vote on relevant matters at the level requiring approval from the boards of directors of the subsidiaries or associated company, approval will also be required from the Company's board of directors.

2.3. To give guidelines on setting direction of strategies, policies and business plan of subsidiaries to be in lines with the Company's direction, and organize reviews and improvements in key policy and planning concerned with business operations, so they are regularly current and appropriate with business conditions.

2.4. Monitor and care for business performance on a continual basis, including offering advice about work practice in order to instill confidence that the performance of the subsidiaries or associated companies is aligned with set goals and able to manage potential problems in a timely and appropriate manner.

2.5. Consider, monitor and offer advice as necessary for the internal control system, risk management and work systems are efficient and effective.

2.6 . To correctly, completely, and timely report subsidiaries' turnover and operations, especially important transactions that may affect the financial position and performance of the subsidiaries, and othernon-normal business items of subsidiaries potentially affecting subsidiaries significantly.

2.7. To supervise subsidiaries' business operation for efficient management on company's proper return of investment with subsidiaries.

2.8. In the event that subsidiaries need to perform connected transactions or transactions with potential conflicts of interest, the person appointed as a director in the subsidiaries is obligated to see that the subsidiaries acts in strict compliance with criteria on performing connected transactions, acquisitions or distributions of assets set by the agencies involved.

2.9. Direct the establishment of an adequate and suitable system for disclosure of information in business operations.

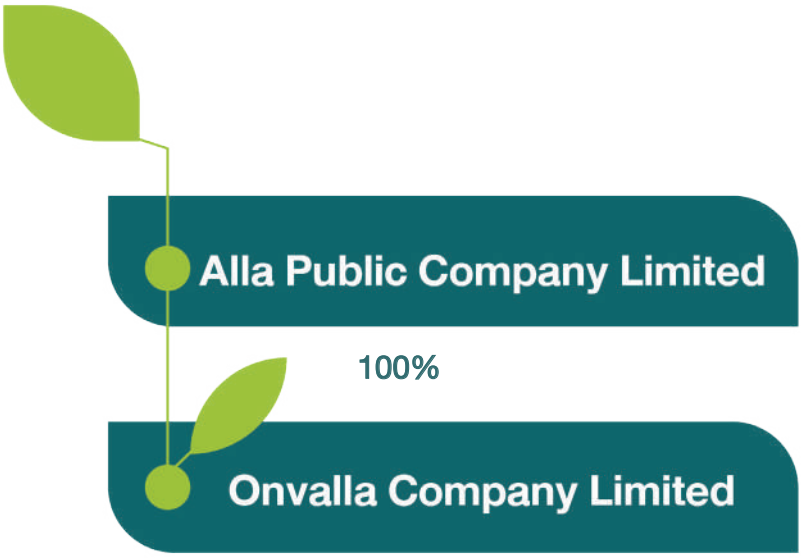


(5) Backlog

As of 31 December 2022, the Group has a backlog amounting to Baht 545 million, an increase of Baht 131 million or 32% from the previous year as of 31 December 2021, with approximately Baht 414 million. There is one project with a project value of approximately Baht 88 million, which is expected to be delivered in the second and third quarters of 2023.

2.3 Shareholder Structure of the Group

Shareholder Structure of the Group as follow:



Alla Public Company Limited

ALLA Public Company Limited engages in import, production, distribution and installation of crane and hoist. The Company was appointed as a sole distributor of hoist and crane parts under STAHL and YALE, Germany. The Company also has its own brand named "AL". Moreover, the Company imports, distributes and installs industrial door and dock leveler, PVC strip curtain and air curtain, warehouse management systems, including after-sales services and training center service. The factory located at Koh Rai Sub-District, Ban Pho District, Chachoengsao Province.

The Company's target customers using crane and hoist, are various industrial plants desiring to use specific products since crane and hoist parts of STAHL brand can be produced to suit customer's requirements. These customers include automotive, power plant, rail transit system, petrochemical, construction materials, agriculture, warehouse and logistics etc. While crane and hoist parts of YALE and AL brand normally suit for non-complicated usage such as small to medium factories.

Onvalla Company Limited

Onvalla Company Limited engages in import, production, distribution and installation of crane and hoist by using crane and hoist parts of ABUS brand. In addition, the subsidiary imports, distributes and installs industrial door and dock leveler, PVC strip curtain and air curtain, warehouse management systems including after-sales service and training center service. The subsidiary also imports, distributes, installs, and provides after-sales service for solar cell system. The factory located at Lam luk ka Sub-District, Lam luk ka District, Pathumthani Province.

The subsidiary's target customers using crane and hoist, are various industrial plants requiring to use uncomplicated products without specific requirements, since crane and hoist parts of ABUS is standard type. These customers are property, steel and aluminum and construction materials etc.

(Additional details of the subsidiary are shown in the "General Information and Other")

2.4 Securities and Shareholders Information

Company Securities

As of 31 December 2022, the Company is listed on the Stock Exchange of Thailand (SET), having Baht 300,000,000 in registered and paid-up capital dividing into 600,000,000 common shares at Baht 0.50 par value.

Shareholders

(1) The Company has top ten shareholders and their shareholdings as at the latest book closing date on 30 December 2022 as follows:

Name	Number of shares	%
1. Puntuyakorn Group		
1.1 Mr. Ong-ard Puntuyakorn	203,282,300	33.88%
1.2 Mrs. Vallaya Puntuyakorn	135,000,000	22.50%
1.3 Miss Chalumporn Puntiuyakorn	45,000,000	7.50%
Total Puntuyakorn Group	**383,282,300**	**63.88%**
2. Mr. Wanchalerm Buaban	5,176,000	0.86%
3. Mr. Chaiwat Taepaisitpong	4,500,000	0.75%
4 . Mr. Charnlert Apinunkul	4,445,900	0.74%
5. Mr. Bophit Pathrarangrong	4,261,000	0.71%
6. Mrs. Sansanee Chormaithong	3,577,300	0.60%
7. Miss Rachaya Rattanasrithong	3,000,000	0.50%
8. Mr. Somchai Aung-panich	2,625,900	0.44%
9. Mr. Kwanchart Leevajnakul	2,277,600	0.38%
10. Thai NVDR Company Limited[1/]	2,172,905	0.36%
Total	**415,318,905**	**69.22%**

Note: [1/]Thai NVDR Co., Ltd. (Thai NVDR) is a subsidiary owned by the Stock Exchange of Thailand (SET) and is responsible for issuing and selling Non-Voting Depository Receipts (NVDRs) securities which are listed on the Stock Exchange of Thailand to investors. NVDR holders will receive dividend as if they invested directly in shares but there are no voting rights for NVDR holders.

(2) A group of the major shareholders whose movement has a marked significative influence on the formulation of policies, management or operations of the Company, as of 31 December 2022.

Name	Number of shares	%
1. Puntuyakorn Group		
1.1 Mr. Ong-ard Puntuyakorn	203,282,300	33.88%
1.2 Mrs. Vallaya Puntuyakorn	135,000,000	22.50%
1.3 Miss Chalumporn Puntiuyakorn	45,000,000	7.50%
Total Puntuyakorn Group	**383,282,300**	**63.88%**
2. Minority Shareholder	**216,717,700**	**36.12%**

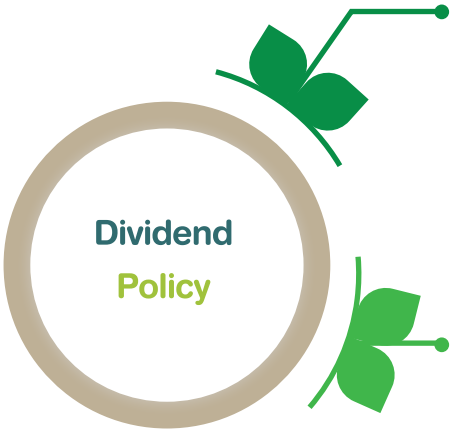
Note: Among major shareholders, the Company does not have any shareholding agreement which might affect its management.

2.5 Issuance of Other Securities

The Company does not issue any other securities.

2.6 Dividend Policy

The Company and the subsidiary have prescribed a dividend payment policy which has term and condition as follow:



1. The Company's policy is to pay dividends at not less than 50% of the Company's net profit after tax deduction and statutory reserves from the separate financial statement and must be comply with Public Limited Companies Act. However, such dividend payment subjects to cash flow, investment plan, necessity and appropriateness in the future.

2. The subsidiary's policy is to pay dividends at not less than 50% of net profit of its financial statements and subjects to appropriateness investment plan and it cash flow and financial position.

However, the dividend payout ratio could be able to change, subjects to the operating performance, financial position, liquidity and the needs of working capital investment, additional investment, business expansion, terms and restrictions of loan agreement and other factors related an administration as it deems appropriate by the Board of Directors and/or the shareholders of the Company or the subsidiary.

The approved dividend payment by the Board of Directors of the Company and the subsidiary, must be proposed to the Shareholders' Meeting for approval. The Board may have authority to pay interim dividends to shareholders and report to the Shareholders' Meeting subsequently.

History of Dividend payment

Separate Financial Statement	2022	2021	2020
Net Profit per share (Baht per share)	0.07	0.06	0.09
Dividend per share (Baht per share)	0.07	0.05	0.07
Dividend payout ratio (%)	94.59	80.53	75.79

3 Risk Management

3.1 Risk Management Policy and Plans

Risk Management

The Group recognizes the importance of risk management under uncertainty from both inside and outside change which has potential to effect the operations. The Group organizes the Audit and Risk Management Committee, to monitor and manage risk in order to maximize effectiveness, and set up Risk Management Team to support various operations, chaired by the Chief Executive Officer. In 2022, the Audit and Risk Management Committee held five meetings to consider risk factors and operational guideline for risk management of the responsible departments for such risk factors, including review risk from various incidents occurred during the year, ranked the risk level, developed guidelines to treat risk, assigned responsible person to develop an action plan and manage risk into tolerance level in order to achieve the Group's goals and strategies, and build up confidence from shareholders and stakeholders. The Group sets risk management policy as follow:

1. To prescribe risk management as a responsibility for employees at all ranks to realize the risk in performing work for own department and enterprise, giving important on proper and sufficient levels of risk management.
2. To prescribe enterprise risk management process in accordance with good standards, in order to efficiently manage risk potentially impacting on operation of the Group, so that raising development and operation of risk management in the same direction, organization wide.
3. To determine implementing risk management system as a part on decision making, strategy planning, the Group's operation plan, as well as to focus on fulfillment of visions, missions, long-term goal, strategies and plans set forth, in order to create efficiency in work operation and to build the confidence of stakeholders.
4. To prescribe guidelines for preventing and mitigating risks from the Group's operation, in order to avoid potential damages or losses, as well as to regularly monitor and assess the result of risk management.
5. To support personnel at all ranks on the access to information of risk management thoroughly, including system of risk management reporting to the Executives, Executive Committee, Audit and Risk Management Committee, and Board of Directors efficiently.

Structure of Risk Management

The Group systematically manages the risk via various departments and risk management team, with quarterly reporting to Audit and Risk Management Committee for effectiveness and efficiency of risk management plan, in accordance with organizational goals and strategies. Operational risks are to be held as responsibilities of all departments under supervision of the management to manage and control risks to be under Risk Appetite, as clearly defined in job description of all departments.

Instruments used in risk management

The Group has studied and applied various forms of risk management instruments such as Risk Appetite determination, assessment and grading risk factors using Risk Matrix, monitoring risk management through risk management plan (Mitigation Plan) and Key Risk Indicator (KRI). Furthermore, the Group also monitor changes of important external factors, as well as Emerging Risk, for capability to prepare measures of proactive risk management before the impact on the Group's business.

Opinions on risk management system

Board of Directors sees that risk management system of the Group is adequate and suitable with its risk assessment and to be practiced according to guidelines of risk prevention and management, under continuous monitoring. In 2022, no risk found with substantial impact on the Group's business operation. Audit and Risk Management Committee had also given opinions on the Group's risk management as shown in whitepaper of Audit and Risk Management Committee.

3.2 Risk Factors facing the Group's businesses

The Group considers inside and outside environment including economic trend, political scenario, social, technology, industry, competitors, etc. to identify risk factor of the Organization which are as follow:

3.2.1 Risk Factors facing the Group's operations

3.2.1.1 Key Risk Factors facing the Group's operations

(1) Strategic Risks

Risk from dealerships cancellation by brand owners

The Group are manufacturers and distributors of crane and hoist. Major parts such as end carriage, gearbox, electric hoists, are imported from well-known overseas manufacturers, including STAHL, YALE and ABUS. These parts are assembled to crane structure and hoist, which are designed and produced by the Group, and subsequently installed for customers. Moreover, the Group is distributors of dock leveler and industrial door under brands SERCO, STERTIL, INKEMA, NOVOFERM and DOCK EQUIPMENT. If the Group are not granted authorized dealerships, this will have adverse impact on customers' confidence in products and lower revenue from products and services accordingly. Since the Group constantly meet terms and conditions specified in dealership agreements, also aim to expand efficient distribution channels as well as take importance of service development and maintain a good relationship which bring trust the customers. In order to manage risk, the Company has launched its own brand named "AL" since 2019.

Risk from declining revenue due to dependence on customers in a few industries

In the past three years (2020-2022), the Group's revenue was mainly contributed by customers in power plant, automobile, and warehouse and logistics which the growth is rely on the economic, which has not yet recovered from the pandemic of the Coronavirus (COVID-19). The Group has set sale strategies by diversifying customer base to other potential industries such as petroleum and petrol chemical, food preservation film, and agricultural and food, to reduce reliance on specific group of customers. Moreover, the Group focus more on after-sales services and maintenance to serve increasing number of customers, who need these services to ensure that their equipment is ready for operation. This will resulting in increase in revenue. In addition, the Group has added new product in existing market such as roller shutter door as well as new product line such as solar cell system.

Risk on personnel development to support business growth

In order to correspond to visions, strategies, organization goals, including changes from both internal and external contexts. The Group has developed employee's proper competency through various training courses, including employee's development on functional competency on individual function, so that employees gain in-depth knowledge and skills required for individual function, along with actual practice. In addition, the Group has formulated a strategy to add new products in present production line such as rolling shutter, and add new business, such as solar energy business, for business growth. Due to insufficiency on experience or skill of the Group's personnel, so that the Group shall need to promote, develop, and urge the employees to realize and be acknowledged of the Group's new innovations and products, as well as to recruit external personnel who are directly experienced and expert in business to add more troops, in order to undertake and quickly expand business more efficiently.

Reputational Risk

Rapid change of internal and external environment with higher interconnectedness, so that all actions are affecting each other inevitably. This may cause reputational risk, if the Group is unable to properly respond to desire and expectation of all groups of stakeholders promptly. To care for stakeholders, the Group has continually developed the operation through actions to enhance stakeholders' participation on key issues, as well as to focus on responding to stakeholders' desire, anticipation and concerns properly, through questionnaire of Sufficiency & Satisfaction Survey, for sustainable growth of the Group.

(2) Operational Risks

Risk from delay in project/ product delivery.

In production and distribution of crane and hoist, industrial door and dock leveler, the agreement normally specifies delivery date and penalty in the case that the Group is not able to deliver project in timely manner. The penalty is usually a fine to compensate for damages from delay in product delivery. This fine, which varies from contract to contract, causes an increase in project cost and a decrease in profits accordingly. Moreover, the project delay will damage the Group's reputation and lower trust from other customers, thus leading to potential loss of future business. The Group closely monitor, examine and control each step of work process - since design, procure parts from overseas, production and quality control, as well as conduct meetings to monitor the project progress on a weekly basis. This will keep the management and concerned parties up to date on status of each project and allow the team to solve problem as soon as it arises, thus improving efficiency and timeliness in project management.

Risk from shortages of skilled labor

Production and after-sales services require knowledged, skilled, expertised and experienced staff to reduce potential loss during production process. In addition, they require less time to identify and solve problems, leading to customer's satisfaction. Hence, the Group always focus on recruiting qualified staff for efficient production and services. However, technicians, welders and service staff are in demand. There are risks of not being able to recruit replacements for these staff when required. To avoid shortages of skilled labor, the Group adjusted its salary structure and welfare to be competitive with other companies in the same industry. This is also to incentivize staff to work for a long term. Although the new recruits are skilled, the Group also provide training courses to improve staff's knowledge and skills on a regular basis.

Risk from rely on personnel and executives

Personnel are one factor in the success of the Group if the Group loses personnel or Chief Officer and / or key personnel of the management, and unable to recruit suitable persons with comparable qualification for substitution, it may have negative impact significantly to the financial condition, performance and business prospects of the Group. The Group recognizes the importance of maintaining human resources, the Group therefore plans to develop human resources by focusing on competency and responsibility development of personnel as well as guiding career path of the personnel in each level clearly, including the allocation of a reasonable return on the capability of the individual, and then compare with other operators in the industry. Moreover, the Group also has a policy about the succession plan to delegate the work. the Group has continued to recruit new staff to replace resigned staff in order to have enough staff in accordance with the operation plans of the Group.

Risk from the stability of the information technology system.

The Group introduced a system in the database management for their organizations to optimize operations and reduce capital of the Group. The risk associated with database of enterprise information system, which may cause the damage or destroy of sensitive data, the risk from the data theft of critical information such as customer and distributor. All of these risks are necessary to be managed, since it affects the impact on operations and financial status. The Group has also developed networks by develop, manage, control, monitor and maintenance for IT Fundamental Management systems. Providing the sufficient and efficient back up of information, to prevent the loss of data. Set persons who have authorized to access to a computer, network, program and information, as well as the completion of the operation of the repair and maintenance information technology systems plan of the Group for stability. As a result, the Group is able to quickly solve the systems in case of damaging.

(3) Financial Risks

Risk from Fluctuation in Foreign Exchange Rate

The Group products have a lot of import components. Most costs of import parts and payment are denominated in Euro and US dollar. Exchange rate fluctuation might affect costs and gross profit of the Group. The Group reduce risk exposure by entering into forward contract, which is at management's discretion in accordance with approved policy and guidelines from the Board of Directors. The Group closely monitor changes in exchange rates and evaluate situations and trends in currency exchange rate. In addition, the proper procurement and delivery plan together with products pricing to cover exchange rate fluctuation will limit exchange rate risks. The Group do not have policy to speculate on exchange rate.

(4) Compliance Risk

The Group recognizes the importance of continued compliance with business regulations and requires reviews of revised laws, rules and regulations by organizations outside and within the Group. In addition, the Group requires strict compliance with laws, rules and regulations.

3.2.1.2 Sustainability Risk (ESG Risk)

Risk from Safety, Environmental and Community Issues

The Group recognizes the importance of safety, environmental and community issues, to stakeholders both inside and outside the organization. Therefore, the Group specifies work steps and provides training in addition to applying for accreditation with ISO14001 environmental standards. Furthermore, the Group is accredited with ISO45001 occupational health and safety standards as a confirmation of the Group's commitment and credibility in managing safety and the environment according to standards. In addition, the Group's Safety Department personnel are assigned to monitor compliance with laws and regulations concerning occupational health, safety and environment along with issuing warnings and setting punishments for when non-compliance or violations of the aforementioned regulations are found.

Corruption Risk

The Group is aware of potential effects from corruption. Therefore, the Group is committed to operating the business with honesty and fairness by making an anti-corruption policy as a guidelines for business operations, which has been publicized to employees for acknowledgement. Moreover, the Group has specified whistle blowing processes to allow employees and stakeholders to report potentially wrong or inappropriate behaviors directly to the Board of Directors in order to inform the Group and properly manage the situation.

3.2.1.3 Emerging Risk

Risks from Effects of Coronavirus 2019 (COVID-19) Outbreaks

Coronavirus Disease 2019 (COVID-19) outbreaks have caused broad impacts on various industries including operations of the Group. Therefore, the Group has risk management and enacts the following measures to plan for and manage the aforementioned crisis in the short term and in the long term.

(1) In the area of performance

- The Group made management plans in the processes of sale, procurement, manufacturing and installation including delivery of products and services. The Group monitors operations at every step to ensure that the Group is able to deliver quality work on schedule while reducing risk of purchase orders being canceled by customers. Furthermore, the Group focuses on creating a culture with awareness given to cost reduction in every step of work.
- Business Continuity Plan: BCP is executed in administration under situation of COVID 19, in order to assess the way of working, to communicate with the employees, preparing all resources and systems e.g., on occupational safety and health such as face mask, hand sanitizer gel and Antigen Test Kit (AIK) and related to IT including the equipment to work online for employees to continue working smoothly, safe and without any impact on core targets.

(2) In the area of personnel health and safety

- The Group creates teams led by the Human Resources Department and the Safety Department to manage associated activities and promote compliance with outbreak risk prevention measures along with regularly communicating news and information inside and outside the Group.
- To organize workplace with social distancing: Requesting to wear face mask, using hand sanitizer gel, checking body temperature prior to enter the workplace, regularly cleaning and disinfecting workplace, and periodically screening for infection using Antigen Test Kit (ATK). In addition, measures are formulated for outsiders' entry and exit of offices and plants.

Risk from global inflation

Out of anticipation, global economy shall continuously expand, due to decreasing of corona virus infection rate and increasing of vaccination rate, thus tend to decreasing chance of each country lockdown. However, global inflation shall be a risk factor on slow market expansion of global economy. in the past, Inflation rose due to transportation delays, shortage of containers and cargo ships, imbalance between demand and supply of energy and raw materials as well as labor shortages that require an increase in global wages. The aforementioned factors tend to increase the cost of the business sector. Also, since the inflation rate continues to rise sharply and continuously, central banks in developed countries decided to raise interest rates faster and more strongly than the market expected. This increase in the interest rate results in higher financial costs and the outflow of money from developing countries to developed countries like the United States. As a result, the value of other currencies compared to the US dollar tends to depreciate and become more volatile.

The Thai economy is expected to recover moderately but not yet to the pre-coronavirus situation because the Thai economy relies mainly on tourism, Also, the high inflation rate is considered a risk to the growth of the Thai economy as well. The rising of oil prices and the energy crisis makes the price of the products which are the cost of production or expense in conducting business significantly higher such as in transportation and construction material businesses. For the Group, the factors causing inflation such as rising energy and raw material prices result in the risks to raw material costs. The Group has formulated a strategy to prepare for business opportunities and manage risks that may arise from these factors by assigning a purchasing team to closely monitor fluctuating raw material prices such as steel and other construction materials, etc., and communicate to every department that needs raw materials to combine ordering and bargaining the price.

Cyber Threat Risk from the increase of Business Reliance on Technology

Nowadays, the role of technology and information technology systems is increasingly important in driving the business of the Group. It is also an important infrastructure that helps strengthen the efficiency of the work process to ensure business strategies, reduce costs and increase potential of competition. Therefore, as businesses become increasingly reliant on technology and the evolving complexity of cyber threats, the Group face greater risks from cyber threats. The inevitable increase in cybersecurity

Such risks may have serious and widespread impacts. For examples, operations that may be interrupted because the Group cannot maintain cybersecurity of work processes or infrastructure used in work processes that rely on digital technology, also the loss or leakage of sensitive information of the Group including information on the development of products and services, commercial information and personal data of customers, partners and employees. This damage could have a negative impact on the reputation and credibility of the Group and there could also be monetary consequences from litigation fines or loss of income or profit.

The Group has established an information technology security policy to provide guidelines and measures to prevent cyber threats, and action plans have been prepared to prevent such threats as well. Policy details and action plans for Information security are disclosed in "Topic 7 Corporate Governance Policy, Sub-Topic 7.2.3 Information Technology Security"

3.2.2 Risk of Investors in the Company's Securities

Risk from major shareholder with 50% ownership

After shares offering in the Stock Exchange of Thailand (SET), the major shareholder which is Puntuyakorn group will hold 63.88% of the Company's total paid up capital. Puntuyakorn group also are management and authorized directors of the Company. Therefore, such group has authority in managing the Company and can control almost all major resolutions in shareholders' meeting. This includes the appointment of directors or other resolutions, which requires majority votes of the shareholders' meeting, except for agendas, which are in accordance with law or articles of association of the Company require three out of four of all votes of the shareholders attending the meeting and having the right to vote such as capital increase and capital reduction. Therefore, other shareholders attending the shareholders' meeting and having the right to vote, might not be able to collect sufficient votes to examine the Company's operations managed by the major shareholder. The Company realizes such risk; therefore, the Company has managed to appoint four out of total eight directors to be independent directors. All four independent directors, who also serve in the Audit and Risk Management Committee, are knowledgeable, competent and well known. Besides, the Group engaged Internal Auditor, who is an external party, to examine and evaluate the Group's operations and report directly to the Audit and Risk Management Committee, thus providing thorough and transparent examination on operations and counterbalancing the Board of Directors.

3.2.3 Risk Facing Investing in Foreign Securities

- None -

4 Business Mobilization for Sustainability

Throughout its business operations, the Group gives importance to and operates with consideration to all stakeholders. The Group established clear sustainability policy and goals for the mobilization of the organization toward tangible sustainable development.

4.1 Sustainability Management Policy and Goals

The Group established a sustainable organization development policy, so it can grow alongside the society. The Group is determined to create economic, social and environmental values that are consistent with situations and up-to-date with changes. Hence, the Group gives importance to operating its business with social and environmental responsibility under the good governance principles. The Group aims to operate business under ESG management guidelines as follows:

E (Environment)

Manage the resources and environment worthily and reduce environmental impact from operations.

S (Social)

Be a responsible business leader by raising the levels of products that are responsible toward consumers and society and promoting human rights along with sustainable social development.

G (Governance)

Ensure that operations are in compliance with related laws and regulations, promote good governance, fight against corruption and bribery, be transparent and traceable, comply with good governance policies and consider all stakeholders.

In 2022, Nomination, Remuneration and Corporate Governance Committee has considered, scrutinize and present to the Board of Directors to screen and revise substantial issue of sustainable development potentially affecting confidence stakeholders in any sections. Such is to be considered from natural circumstances, social and economic context, as well as potential risks and opportunities through value chain, whereas the prioritization is to be considered in regard to degree of influence on stakeholders' assessment and decision, along with priority of enterprise's signifying impact in respect of economy, society and environment. Whereas the Group holds crucial issues on sustainability and assessment on priority as follows.

Environmental Dimension

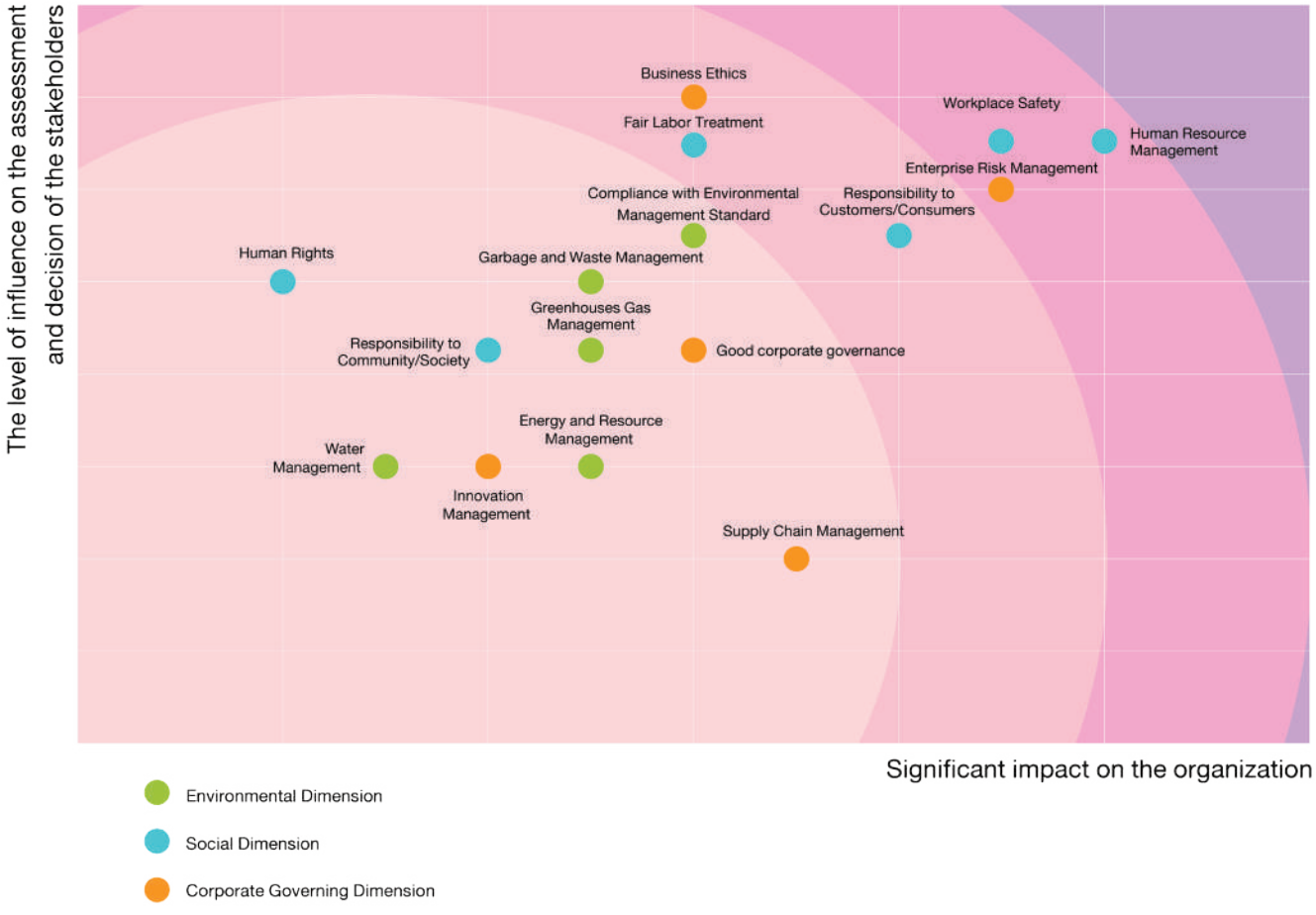
1. Compliance with Environmental Management Standard
2. Energy and Resource Management
3. Water Management
4. Garbage and Waste Management
5. Greenhouse Gas Management

Social Dimension

1. Human Rights
2. Fair Labor Treatment
3. Human Resource Management
4. Workplace Safety
5. Responsibility to Customers/ Consumers
6. Responsibility to Community/ Society

Corporate Governing Dimension

1. Good corporate governance
2. Business Ethics
3. Enterprise Risk Management
4. Supply Chain Management
5. Innovation Management
6. Privacy and Cyber Security



Board of Directors has defined the crucial issue on sustainability above as part of the Group's implementation of the business plan for both short and long term. The guidelines of management, plan, goal and performance are summarized as follows.

	Crucial Issues	Plan	Goal	Performance
Environmental Dimension	1. Compliance with Environmental Management Standard	ISO Management Team responsible for environmental system implementation.	To be certified on the standard of Environmental Management Systems ISO14001.	100%
	2. Energy and Resource Management	To change and use solar electric energy.	Electricity consumption reduced 5% per annual.	• The Company: In the investment plan 2023. • The subsidiary: In 2022, reducing the use of electricity 25.84 MW, less than the target.
	3. Water Management	To maintain water treatment pond and to analyze the quality of wastewater.	Effluent quality is corresponding to legal standards by 100%.	100%
	4. Garbage and Waste Management	To campaign against Separating waste for reuse.	Amount of waste reduced 5% per annual.	In 2023 plan (During collection of base year data)
	5. Greenhouse Gas Management	To improve production process and to campaign planning of using vehicle.	Amount of greenhouse gas emissions reduced 5% per annual.	In 2023 plan (Base year 2022 = 1,746 Ton CO2e)
Social Dimension	1. Human Rights	To campaign against Human Rights with training for employees' knowledge.	No complaint about human right.	100%
	2. Fair Labor Treatment	To review Group's policies and comply with legal requirement.	No complaint about unfair labor treatment.	100%
	3. Human Resource Management	To establish annual employee's knowledge development plan.	Training hour per person increased for 10%.	In 2023 plan
	4. Workplace Safety	ISO Management Team responsible for safety system implementation.	To be certified on the standard of Occupational Health and Safety Management Systems ISO45001.	100%
	5. Responsibility to Customers Consumers	To analyze assessment result and coordinately inform the responsible.	Customer satisfactory over 90%.	92%
	6. Responsibility to Community/ Society	To review Group's policies and comply with legal requirement.	No complaint from community.	100%

	Crucial Issues	Plan	Goal	Performance
Corporate Governing Dimension	1. Good corporate governance	To review Group's policies in accordance with criteria of good corporate governance.	Assessment result according to the Corporate Governance Report of Thai Listed Companies (CGR) is "Excellent".	100%
	2. Business Ethics	To campaign about ethical conduct, with training for employee's knowledge.	No complaint about violation of business ethics.	100%
	3. Enterprise Risk Management	To review risk factor annually, and to monitor the incident quarterly.	No risk beyond company's acceptation.	100%
	4. Supply Chain Management	To improve Supplier Assessment form to cover the aspect of sustainability.	The first priority supplier is assessed on sustainability.	In 2023 plan
	5. Innovation Management	To establish project of annual innovation competition.	1 new innovation per year.	In 2023 plan
	6. Privacy and Cyber Security	To examine compliance with privacy policy, with training for employee's knowledge.	No complaint about personal data privacy.	100%

Moreover, the Group also considers its roles and responsibility toward the global society pursuant to the United Nations' SDGs (Sustainable Development Goals), consisting of 17 goals in total, and the Paris Agreement which is in line with the UNFCCC (United Nations Framework Convention on Climate Change). Thailand set goals to reduce greenhouse gas emission by a minimum of 20% and a maximum of 25% of the usual levels by 2030. Furthermore, the Group operates with emphasis on achieving SDG5 Gender Equality, SDG7 Affordable and Clean Energy, SDG11 Sustainable Cities and Communities, SDG12 Responsible Consumption and Production and SDG13 Climate Action.

4.2 Management of Impact to Stakeholders in the Value Chain

4.2.1 Value Chain

Characteristics of the Value Chain and Major Stakeholder Relationships

1. Primary Activities

There are five activities that are interconnected in accordance with the Group's overall business context as follows:

Upstream → Downstream

Production Factor Management or Inbound Logistics	Operations	Product and Service Distribution or Outbound Logistics	Marketing and Sales	Customer Services
• Domestic Material Procurement • Product Import • Storage and Warehouse	• Production • Assembly • Installation	• Product Delivery	• Pricing • Distribution Channel Selection • Sales Team Selection	• Product Repair and Maintenance • Training

2. Support Activities

2.1 Human Resource Management The Group gives importance to the recruitment of knowledgable and skilled employees and a remuneration management process that allows for competition and employee incentives and supports consistent employee training, development and opportnities to grow and advance in their career.

2.2 Procurement The Group operates with transparency and equality toward trading partners under anti-corruption principles, worthwhileness and consideration to environmental impact.

2.3 Technology Development The Group improves its work processes through the use of technologies as well as studies, research, design and new product issuance.

2.4 Infrastructure The Group supervises, develops and improves core work systems in the Group's operations to ensure that they are up-to-date, including accounting and finance system, human resource management data system, communication system within the Group and with customers,product distribution channels, installation project planning and service system, etc.

4.2.2 Value Chain Stakeholder Analysis

The Group gives importance to stakeholders in the value chain to ensure that stakeholders receive equal attention which is in line with the Group's mission. The Group considered and identified stakeholders through 2-step analysis as follows:

1. Identify the primary operational objectives and identify the scope and objectives of building a relationship with stakeholders.
2. Analyze the value chain and identify stakeholders inside and outside the organization who receive or cause impact to the Group's operations.
   The six main stakeholder groups are as follows:
   - Government Agencies
   - Society/Communities
   - Trading Partners/Contractors/Suppliers/Business Allies
   - Customers
   - Employees
   - Shareholders/Investors

Performance and Stakeholders

Stakeholders	Stakeholders Needs and Expectation	Stakeholders Responsiveness
1. Government Agencies	• Compliance with laws, regulations, procedures and criteria. • Minimal impact to communities, such as air and water pollution. • Reduced negative environmental and social impact from normal operations.	• Good governance. • Managing the environment, energy, water and waste to meet standards and control the above to exceed standards. • Climate change management. • Energy efficiency management. • Performance results disclosure via annual reports.
2. Society/Communities	• Minimal negative impact from operations on communities and society such as air and noise pollution, garbage and waste. • Community activity support. • Economic support and creation of rewarding jobs/income.	• Environmental management with ISO14001. • Environmental, greenhouse gas, water and waste management. • Energy management. • Safety management with ISO45001. • Doing business with social and community responsibility. • Purchasing products or materials from suitable communities for the Group's operations. • Support the organizing of the National Children's Day activities in the area and nearby communities. • Participation in blood donations to the Chachoengsao Red Cross Chapter, a nearby community agency.

Stakeholders	Stakeholders Needs and Expectation	Stakeholders Responsiveness
		• Support the show ticket “Conservation of Thai Culture” with the Chachoengsao Industry Council. • Support scholarships to schools in Chachoengsao Provaince. • Performance results disclosure via annual reports.
3. Trading Partners/ Contractors/Suppliers/ Business Allies	• Fair, transparent and equal purchasing/ hiring processes.	• Procurement/recruitment ethics review. • Trading partner evaluation.
4. Customers	• Product and service quality. • Appropriate product and service pricing. • Safe and eco-friendly products. • Product development.	• Response to customer satisfaction. • Customer dissatisfaction management. • Online marketing business operation development. • Product innovation design and development.
5. Employees	• Fair treatment of workers. • Job security and career advancement. • Occupational health and safety. • Fair compensation, benefits and welfare. • Promotion of employee learning and development.	• Personnel training and development according to career. • Occupational environment, health and safety establishment, i.e., controlling pollution to meet levels required by standards and laws. • Holding activities to promote internal participation. • Proper satisfaction and complaint management.
6. Shareholders/ Investors	• Good return on investment and continual growth. • Transparent and traceable work management. • Business growth potential. • Business development for sustainability and response to future changes. • Operations with social, community and environmental responsibility. • Increased competitive advantage.	• Good governance. • Aiming for sustainable organization development. • Generating good results from operations. • Dividend payouts. • Disclosing the organization’s data transparently and promptly via channels such as the websites of the Company and the SET (Stock Exchange of Thailand) and annual reports. • Business strategy planning. • Careful risk management. • Public activity support.

4.3 Environmental Sustainability Management

4.3.1 Environmental Policy and Procedures

The Group gives importance to the production and distribution of quality products and services and recognizes the environmental responsibility in its operations for sustainable development.Operational procedures are established as follows:

1. The Group operates business on a foundation of laws consistent with global issues and with consideration to local issues in accordance with the sustainable organization development policy.
2. The Group's business operations take into consideration environmental impact reduction, environmental conservation, worthwhile resource usage and adaptation to climate change by operating consistently with the SDGs (Sustainable Development Goals).
3. The Group makes environmental management system as part of business operations. It continuously monitors and reports on developmental performance and evaluates the management system to raise the level of environmental operations.
4. The Group educates and raises awareness about environmental and climate management among employees, trading partners and related stakeholders.

The major environmental goals of the Group both short-term and long-term are as follows:



1 Consistently acquiring ISO14001 environmental management system standard certification.

2 Switching to using clean solar energy from the installation of solar cell panels at the Company and its subsidiary's offices and factories by 2023.

3 Promoting the Group's operator customers to have access to clean energy by promoting the distribution of solar energy products and services with the goal to sell no less than an accumulative amount of 15 MW of the said energy products and services by 2026.

4.3.2 Environmental Performance

In 2022, the Group had major environmental operations. Sustainable organization development policies were reviewed with consideration to environmental aspects along with environmental policies as concrete guidelines for the organization. Moreover, the Group set short and long-term goals that are consistent with its business operation policies and strategies.

Since 2021, the Group has improved work processes and procedures related to environmental management to support its environmental management system standard ISO14001 certification and aims to be continuously certified every year.

In addition, the Group gives importance to and practices waste separation, waste and contamination management, energy management and resource management with the aim for efficient consumption in accordance to the 4Rs (reduce, reuse, recycle and replacement) in order to reduce greenhouse gas emission and impact to nearby communities.

Environment policy shall be distributed to all directors, management and employees via internal Portal / Shared Drive of the Group. The Group also organize training and workshop in the course of Renewable Energy Integration with Energy Storage System, Recording Information of Greenhouse Gas Emission, and Design & installation of Solar Cell with total participation 48 persons.

In 2022, the Group has already been accredited on Standard of Environmental Management System ISO14001 by the Certification Body, TUV NORD (Thailand) Limited, achieving the goal set in 2021. In addition, the Group holds accumulative sale amount of goods and services in such group of energy at 5.9 MW.

Furthermore, in 2022, The Group had collected information in calculation of the Group's greenhouse gas emission, referring to standard of Thailand Greenhouse Gas Management Organization (Public Organization) with its greenhouse gas emission at 1,746 Ton CO2e in the year. Such information has been reviewed and confirmed Carbon Footprint by TUV NORD (Thailand) Limited, who reviewed Carbon Footprint of organizations already registered Thailand Greenhouse Gas Management Organization (Public Organization). The Group has set the goal to reduce greenhouse gas emission at 5% a year.

4.4 Social Sustainability Management

4.4.1 Social Policy and Procedures

1. Employee and Labor

Human rights policy

In 2022, the Group reviewed social sustainability policy with an emphasis on respecting labor rights and human rights fairly, equally and indiscriminately in its recruitment, remuneration, promotion, training and employee development processes regardless of gender, age, education, ethnic and religious differences. Additionally, the Group supports the recruitment of underprivileged people, such as people with disabilities, in order to create opportunities, job and income security and participate in achieving national and global SDGs. The aforementioned principles are the organization's standard code of ethics to which the Group's personnel strictly adhere as follows:

- Treat everyone in accordance with human rights principles, equally and indiscriminately.
- Avoid actions that violate human rights.
- Support and promote human rights.

The Group has also defined guidelines of policies on human right as follows.

1. To respect human right, to mutually treat the other with respect and honor, and to treat each other equally with no discrimination based on physical and mental difference, race, nationality, country of origin, ethnic, religion, gender, language, age, skin color, education, social status, culture, custom or any other matters.
2. To be careful when performing duty, in order to prevent the risk of human right violation in business operation, monitoring respect on human right.
3. To support and promote proceedings on human right protection.
4. To monitor respect on human right, with no omission or negligence. Finding of the actions in the scope of human right violation related to the Group, must be informed to superiors or responsible persons, and be cooperative for investigations. Any doubts or inquiries must be discussed with superiors or responsible persons, through any defined channels.
5. The Group shall be fair and protect the person who reports violation of human right relevant to the Group using measure of Whistleblower Protection or one who corporate with reporting violation of human right, in accordance with Whistle Blowing Policy set forth by the Group.
6. The Group shall develop and undertake Human Rights Due Diligence Process continuously to identify the issues and to assess risks and impact on violation of human right, determining the group or persons affected, planning and setting solution and prevention guidelines, handling resolving and preventing problem of human right violation, and monitoring by establishing appropriate mitigation process.
7. The Group shall audit and follow-up the management and problem solving on human rights violation in accordance with audit and follow-up process, as well as supporting and cooperating in remedy of the impact incurred by or related to The Group.
8. The Group determines to create and maintain organizational culture abiding by respecting human right in accordance with this policy on human right.

In 2022, the Group had received no complaint or report on the issue of human right neither from activities of the Company, subsidiary, business operation and through supply chain.

The Policy of Fair Labor Treatment

The Group realizes and gives precedence to fair labor treatment, and respect human right, considering compensation, welfare and other appropriate and fair benefits not less than prescription of law, sustainable development of personnel and paying attention to quality of life and safety at workplace by prescription of guidelines to practice including 5 aspects below.

(1) Employment

The Group has employment policy to focus on equity, abiding by principle of human right, with no discrimination on gender, race, religion and culture.

(2) Compensation and Welfare

The Group has giving precedence to motivation, in order to retain employees with good performance and efficiency and in order to provide appropriate description of employees' compensation at same standard, considering from roles, duties, responsibility, as well as experience, and compensation for employees of the same business group or similar. However, the Group still has the principle of evaluation of employees according to the concept of the KPI (Key Performance Indicator), which determines the indicators in accordance with the vision, mission, long -term goals, and corporate culture of the Group.

(3) Employee Development

The Group has policy to promote personnel development, encouraging the employees on development of knowledge, capability, potentiality, with good attitude, virtue and ethics and teamwork, through training, seminar, work visit, in order to obtain employee's efficient development. The Group also supports the development of the organization and human resources by focusing on effective work processes, clearing the role of employees, developing evaluation systems, and increasing employee performance.

(4) Quality of Life and Safety at Work Place

The Group gives precedence to long term talent attraction & retention, including advancement in professional line, development on professional skill or increasing knowledge to employees, as well as to provide long term compensation, with establishment of Social Provident Fun for future saving.

The Group have also prescribed policy to support employees' safe and healthy operation in good workplace, focusing on potential accident with full prevention, and promote employees' conscience on safety. As well as providing knowledge through training & practicing, and encouraging employees to have good hygiene, including taking care of the workplace to be hygienic and always safe.

(5) Fair Labor Treatment

The Group has policy and equal practice to employees with no exception and treating employees at all level with fairness. Both in terms of compensation, transfer of staff, training, skills development, occupational health, safety, career path, labor protection including respect for human rights principles. The Group has provided Welfare Committee with the Human Resource Department to be responsible for establishing operation plan, supervision, control, assessment, organizing of labor relations activities by coordinate with related agencies.

2. Customer

Maintaining Customer's Personal Data

The Group realizes importance on protection of customer's personal data collected, with objectives to comply with laws, regulations, regulatory requirements, performance of contract and to conform with necessary conditions on operation and administration for marketing activities and for benefit in quality improvement in the Group's service provision. The Group has prescribed the policy of personal data protection and management regulations on personal data corresponding to Personal Data Protection Act, with full version of the policy published on the Company's website. The Group also establish personal data protection team to govern strictly conforming with such policy, with the detailed policy including the following matters.

- Respecting right of personal
- Personal data collection
- Objective of personal data collection
- Personal data processing
- Security
- Right of personal data owner
- Change of personal policy
- Contact channel

Conveying Data to Customer

The Group has realized and give precedence to consumer's right and the manufacturer's duties to perform in order to retain consumer's fairness under Consumer Protection Act, so that guidelines on conveying data to customers have been prescribed as follows.

1. Advertisement shall not use unfair text to consumer or use text potentially incur aversive result to society collectively. Regardless that such text is relevant to source, condition, quality or manner of goods or services as well as delivery, supply or use of goods or services.
2. Advertisement shall not be done by method potentially harmful for health, body or mentality, or incurring consumer's nuisance.
3. The document of goods description and documentation of operation shall present factual text and no text substantially misleading about the goods, and shall present the text identifying goods' type, description, warranty, method of use, instruction, other necessary texts and contact channels for customers in case of complaint or interruption of use.

3. Supplier

Procurement

The Group gives precedence to procurement with transparency, fairness and non-discrimination, prescribing procurement ethics as the Group's procedures as follows.

1. Provide correct and complete information to partners by disclosure and giving opportunity to all partners with equity and non-discrimination, as well as promoting fair competition among partners.
2. Relationship with partners goes under equity, with no demanding on other benefit or property, not to be too attached with partners that the partner(s) may influence discretion, incurring lack of transparency, fairness and equity.

3. The Group's personnel shall not engage in sourcing process for partner(s) of own connection and shall abide by the ethic on Conflict of Interest.
4. Not to procure goods or service with specified requirement or particular specification or attempt to select characteristic deliberately tending to such goods or service, unless with sufficiently supportive reason and it is necessary for the Group's optimal interest only.

The Group has prescribed guidelines for selecting partners in procurement of goods and service, considering on requirements, price worthy and quality of goods and services. Procurement process shall be conducted strictly and transparently, in accordance with practice and procedure of procurement.

Furthermore, the Group also gives precedence to resource conservation, prescribing Green Procurement as follows.

- To support designing, procuring, supplying products, goods and services appropriately, by considering on safety, environmental friendliness, waste reduction, energy saving.
- To conduct the research, development, and procurement of products and services with safety, energy saving, waste reduction and responsibility to environment and community, including development of management system on safety, security, occupational health, environment and energy, to be up to date and continual.

Promotion of Partner's Potential and Abilities

In the Group's procurement for contractor, procedures for contractor including regulations for entry, grooming, waste and chemical disposal, smoking, driving and car parking, practices during operations, practices after work and punishment for infringement are defined.

In addition, the Group also requires the contractor to undergo training of occupational safety rules by Occupational Safety, Health and Environmental Department and shall hold the ID card for trained contractor. The tools and equipment carried along to work by contractor shall be presented to Safety section for inspecting prior to use. Or, in the event the contractor needs to work with risk, the contractor shall acquire work permit and plan for KYM with Safety section prior to work.

Such process has objective to cause elevation quality and professional ship in work, creating customer's confidence, beneficial to business of the Group and partners, as well as to promote safety at work of the contractor himself.

In 2022, all contractors of the Group had completely complied with such procedures.

4. Creditors

Treat creditors with fairness, responsibility and transparency. Strictly comply with contract conditions and financial commitments, especially concerning guarantees, capital management and debt repayment without using dishonest methods. Keep confidential the data or facts that could cause damage to the creditors. If any conditions cannot be complied with, notify the creditors immediately in advance, so corrective actions can be considered together.

4.4.2 Social Performance

1. Employees and Labor

The Group reviewed the remuneration criteria and specifications to ensure fairness and consistency with changes in economic and work conditions for each position to preserve competitive advantage, attract the interest of capable people for recruitment and develop employees' relationship with the organization. The Group has a total of 456 employees consisting of 309 male and 147 female employees. The Group also hires 6 employees with disabilities, consisting of 4 male and 2 female employees. The employees with disabilities are employed more than the number required by the law at a ratio between normal and disabilities of 1 to 100 people.

Personnel development

The Group also organizes employee training and development according to job position and profession, in various forms such as training, workshop and E-Learning. The Group's providing employees with 68 training courses with training hours and knowledge development activities to employees at 21.21 hours per person per year averagely, whereas subsidiary holds 51 training courses with training hours and knowledge development activities to employees at 35.24 hours per person per year averagely.

Training Course			
General	Compulsory Legislation	Development on Skill, Technology, Innovation and Others	Occupational Safety
• Knowledge of Social Security Benefits • Setting KPI targets • ISO System • QCC Activities	• Correct and Safe Use of Electric Crane (Operator, Supervisor, Rigger, Signal Man) • Safety Officer at SO2 Level • Basic Fire Fighting • National Skill Standard Testing	Soft Skills • HR For Non HR • Design Thinking • Change Management • Business Planning and Execution • Leadership / Communication/ Presentation Skills • Happy Workplace Academic Hard Skills • Use of Cloud Drive, Connecting On-line Conference System and SSL VPN • Accounting Standards and Thai Financial Reporting Standards/ Taxation • Basic benefits according to Skill Development Promotion Act B.E. 2545 (A.D. 2002) • Basic Knowledge on Crane Product, Crane Rail Inspection, Crane Installation • Color Mixing and Product Coloring / Welding Standard (GMAW and AWS) • Advanced Technology in Industrial Production and Innovation for Sustainable Competition • Work Visit at New Hi-Tech Intelligent Warehouse	• Occupational Safety (Basic) • Review Method of Risk Assessment TIS/OHSAS18001

Employee's Safety and Occupational Health

The Group has prescribed Safety, Security, Occupational Health and Environment policy (SSHE) as internal practice and arranged management on safety, health and environment through trainings such as courses of Occupational Safety (Basic), Safety Officer at SO2 Level and Basic Fire Fighting and so on. And the Group has also assigned ISO management team to lay policy framework and govern administration on such work comprehensively and equally to employees at all levels, as well as to push the Group to acquire accreditation of Occupational Health and Safety Management System (ISO45001) continuously every year and has prescribed Occupational Health and Safety policy as follows.

"Determine to Decrease Accident/ Encourage Safety/ Strictly Abide by the Laws/ Ready for Occupational Health Enhancement and Focus on Contribution"

In 2022, there were a total of two and three injuries or death caused by the Company and the Subsidiary's operations, respectively, or an IFR (injury frequency rate) of 2.29% and 10.50% of the total employee work hours for the Company and subsidiary, respectively. Nevertheless, the Group prevented recurrence by raising the work inspection strictness level in risk areas for employees, acquiring equipment to fortify occupational safety and holding additional training and reviewing activities for use as case studies. For employees affected by the aforementioned accidents, the Group provided medical aid and other types of aid as deemed appropriate.

Furthermore, with current COVID incident spreading broadly, where the area of the Company and subsidiary and employees' accommodations are in red zone incurring risk of COVID-19. And as higher rate is found from quarantine statistic of high-risk group and infected employees, the Group wishes to help such group of employees during quarantine period by providing survival bag in which included consumables, dry food, drinking water, and medicine. Hence, the project **"Giving Survival Bag to COVID-19 High-Risk Group and Infected Employees of 2022"** was established, due to the Group's concern of spreading COVID-19 to family members.



Promoting Engagement and Retention of Employee

The Group gives precedence to enhancing employee's engagement and contribution, in order to support achievement of the Group's defined goals, through activities enhancing mutual relationship among the employees e.g., workshop, CSR, employee's New Year party, "Big Cleaning Day" activity etc. In addition, the Group has pushed the happy workplace policy to promote the creation of work. This will help create commitment and motivation in the organization and will affect the efficiency of work and lead the organization to sustainable growth.

In 2022, the Company obtained assessment result of employee's engagement and satisfaction at 79%, while subsidiary obtained 80%, with statistic of resignment at 29% for the Company and at 22% for subsidiary.

2. Customers

The Group continuously develops products and services as a response to customer satisfaction with responsibility, honesty and ethics, by specifying a variety of channels for receiving complaints. The responsible agency is the Marketing Department for monitoring and concluding customer satisfaction, to present to the meeting of the Quality System Management Review, there is an analysis and a record of the cause of the problem to bring the evaluation results to improve the product development and service further.

In 2022, the Group conducted a product and service satisfaction survey. A total of 3,513 satisfaction questionnaires were received, the overall satisfaction survey results were at 92%, which is higher than the overall satisfaction of the customer specified 90%.

Customer's Safety and Sanitation

The Group gives precedence to safety on use of Group's products, prescribing safety as an objective of Quality Policy (ISO9001), focusing to give precedence to the design with easy operation and maintenance under safety, deploying machine and technology that meets international standards in production, in order to increase efficiency on production line and to acquire high-quality products as per international standards. Furthermore, proficient team is provided to control and inspect quality of products manufactured in all processes, in order to create safety to users with documents and customer instruction of product use. In 2022, no complaint was found against safety from use of Group's products.

3. Commercial Competitor

The Group operates business with ethics and transparent, competing fairly, not taking advantage from commercial competitors, and not seeking confidential information wrongfully, as well as not ruining reputation of commercial competitors by derogatory accusation. In 2022, it is found no dispute between the Company and subsidiary and commercial competitor.

4. Communities and Society

The Group operates with community and social responsibility by giving importance to environmental impact reduction and avoiding operations that could negatively impact the quality of life of surrounding communities. In 2022, there were no complaints from communities concerning social or environmental issues.

The Group formulates a strategy and plan in community development through analysis on problems related to Group's business, subsequent from labor shortage in Thailand's industrial sector, especially skilled labor. Thus, the Group has formulated the Project plan for growing wisdom and transferring technology to

educational institutions, starting in 2023, with objectives to allow the students to expand their knowledge in social, organizational and related industrial work, so that to be guidelines for job creation, income generation, in order to enhance organizational reputation for thorough renown, and to be able to resolve shortage of skilled labor in the future.

Furthermore, the Group participates in quality-of-life development activities and promotes community participation. In 2022, the Group participated in community activities as follows:

•Project of Alla Group Cares for every life by donating blood

Due that "blood" is essential and important for patient treatments, currently nothing being invented to substitute blood. Thus, blood donation is required for better hygiene of people in community. Accordingly, the Group invited the staff in the Group to donate blood to Chachoengsao Red Cross Association, as well as to give drinking water and sweets to blood donators and medical personnel.





•Scholarship Project

Since, youth is future of the nation, being important for country development, in order to allow children's continual education and to lighten economic burden of parent, Alla Public Company Limited has engaged in the activities with Chachoengsao Province Office of Labor Protection and Welfare to support scholarship to Sukaram (Samyeak) School, Chachoengsao Province, on 11 November 2022.





•Project of Children's Day Activity Supporting

In order to improve and create good relationship between academic institutions around neighboring area of the Company, thus the Company had organized the project of Children's Day Activity Supporting on 7 January 2022 for Abidin Wittaya school, Suraojorakhenoi shool, Teppharach Municipality and Seanphudat Police Station.

Abidin Wittaya school



Suraojorakhenoi shool



Teppharach Municipality



Seanphudat Police Station



•Project on Supporting Ticket for "Thai Cultural Conservation" Show

The Company engage in an activity with The Federation of Thai Industries Chachoengsao Chapters to support tickets for Thai cultural conservation show of "Relaxing for Charity project" on 5 August 2022, with objectives to buy wheelchairs for the hospital with handicapped and bedridden patients in Chachoengsao province, and this also supporting on an activity of The Federation of Thai Industries Chachoengsao Chapters.



5 Management's Discussion and Analysis (MD&A)

In reading Management's Discussion and Analysis (MD&A), investors are advised to study the supporting documents including the consolidated financial statements, other financial information, overall past performance, together with note to financial statements and the information presented herein.

5.1 The Group Performance Analysis for the operating results of 2022

5.1.1 Business Performance Overview of 2022

The epidemic situation of Coronavirus Disease 2019 (Covid-19) continues to affect the economic recovery both inside and outside the country. However, many business groups have adapted to operate their business under changing circumstances. As a consequence, overall investment projects in industrial sectors related to the Group's business can resume their usual operations as planned.

Therefore, the Group was able to deliver work and had a better performance than the previous year. The revenue from contracts with customers for the year 2022 increased by Baht 210 million or 42%. The net profit for the year 2022 increased by Baht 20 million or 58%.

In addition, the Group had revenue from new business units, i.e., solar energy products, in the amount of Baht 50 million or accounting for 7% of total income. This new business unit has a good prospect in the future. It is due to the environmental conservation trend that will become an additional condition of the global trade structure, including electricity rates that have a direction to increase.

The overall gross profit margin of the Group for the year 2022 decreased by 3%, due to the increase in price competition from the current economic situation. The Group has to adjust the strategy of setting the selling price following the changing environmental factors. Furthermore, the Group needs to penetrate the market for solar energy products. Therefore, the selling price of the product is set to be lower as well.

The cost of goods and services also raised both from steel prices and oil prices in the market. Due to the recovery after the outbreak of Coronavirus Disease 2019 (Covid-19), the demand for steel in the industrial sector has increased, while raw materials remain scarce due to disruptions during the epidemic. This has continued to affect the imported goods that are delayed from the schedule. Including the state of the Russian-Ukrainian war that affects higher energy costs. Also, the labor shortage in the Thai industrial sector continues to increase continuously. This also affects the operation of the Group in recruiting technician labor for the production of products and providing services.

The Group's products are fundamental products of various industrial projects. The Group continues to receive orders from customers. The amount of work that has not yet been delivered at the end of 2022 is approximately Baht 545 million, an increase of Baht 131 million or 32% compared to the end of the previous year. The Group maintains a solid financial structure, having a good liquidity ratio and a low debt-to-equity ratio. The Group has continued to operate and has not scaled down the business.

5.1.2 Consolidated Financial Performance and Profitability for the year 2022

Operating Income	2022 (Thousand Baht)	2021 (Thousand Baht)	Change (%)
Revenues from contracts with customers	712,136	502,073	42%
Other income	6,787	3,467	96%
Total Operating Income	**718,923**	**505,540**	**42%**

Revenues structure	2022		2021		Change	
	Thousand Baht	%	Thousand Baht	%	Thousand Baht	%
Revenue from sales and services						
Crane and Electric Hoist	321,800	45%	241,040	48%	80,760	34%
Loading Dock and Equipment	139,327	19%	76,174	15%	63,153	83%
Solar cell system	50,282	7%	12,790	2%	37,492	293%
Warehouse management system and Equipment	1,395	0%	929	0%	466	50%
Total revenue from sales and service	**512,804**	**71%**	**330,933**	**65%**	**181,871**	**55%**
Revenue from after-sales service						
Crane and Electric Hoist	150,214	21%	133,709	27%	16,505	12%
Loading Dock and Equipment	48,457	7%	37,296	7%	11,161	30%
Training center	661	0%	135	0%	526	390%
Total revenue from after-sales service	**199,332**	**28%**	**171,140**	**34%**	**28,192**	**16%**
Other income	**6,787**	**1%**	**3,467**	**1%**	**3,320**	**96%**
Total Operating Income	**718,923**	**100%**	**505,540**	**100%**	**213,383**	**42%**

The total operating income for the year 2022, of the Group, was Baht 719 million, an increase of Baht 213 million or 42% from the previous year. This is due to the adaptation of the business groups, which resulted in the investment overview of various projects resuming as planned. As a result, the Group was able to deliver work and had a better performance than the previous year. In this regard, each type of business can be analyzed as follows.

- Crane and Electric Hoist: The portion of revenue was 45% of total revenues. The revenue increased from the prior year by Baht 81 million or 34%. The main customers were Power plants, Food preservation film, Automotive, Real Estate, Energy, and Government agency business sectors.

- Loading Dock and Equipment: The portion of revenue was 19% of total revenues. The revenue increased from the prior year by Baht 63 million or 83%. The main customers were Construction contractors, Hypermarkets, Food & Agriculture, Warehouses & Logistic business sectors.
- Solar cell system, a new segment of the Group: The portion of revenue was 7% of total revenues. The revenue increased from the prior year by Baht 37 million or 293%. The main customer were Packaging and Food & Agriculture business sectors.
- After-sales service: The portion of revenue was 28% of total revenues. The revenue increased from the prior year by Baht 28 million or 16%, increasing from both the crane and loading dock segments. The main customers were Automotive, Steel & Aluminum, Hypermarket, and Food & Agriculture business sectors.

Other income increased by Baht 3 million or 96% from the previous year, mainly due to gains from exchange rates and income from damage recovered from the letter of guarantee of the office building contractor.

As of December 2022, the Group had a revenues backlog of Baht 545 million, which increased by Baht 131 million or 32% compared to the prior year, such backlog will gradually be recognized as revenues from the first quarter of 2023 onward.

Operating Expenses	2022 (Thousand Baht)	2021 (Thousand Baht)	Change (%)
Cost of sales and services	536,092	359,126	49%
Selling expenses	32,825	28,262	16%
Administrative expenses	85,710	77,297	11%
Total Operating Expenses	**654,627**	**464,685**	**41%**

Total operating expenses for the year 2022 of the Group were Baht 655 million, an increase from the prior year of Baht 190 million or 41%.

- Cost of sales and services increased by Baht 177 million or 49%, in line with revenue from contracts with customers.
- Selling expenses increased by Baht 5 million or 16% mainly from expenses related to salespersons, and employee commission expenses which increase as income increases.
- Administrative expenses increased by Baht 8 million or 11% mainly from employee costs and depreciation from office renovation.

Other Items	2022 (Thousand Baht)	2021 (Thousand Baht)	Change (%)
Finance income	1,554	1,312	18%
Finance cost	(31)	(75)	(59%)
Income tax expenses	(12,675)	(8,431)	50%
Total Other Items	**(11,152)**	**(7,194)**	**55%**

- Income tax expenses increased in line with the operating profits.

Profitability Analysis	2022 (Thousand Baht)	2021 (Thousand Baht)	Change (%)
Gross profit	176,044	142,947	23%
Gross profit margin (%)	25%	28%	
Net profit	53,144	33,661	58%
Net profit margin (%)	7%	7%	
Total comprehensive income	53,236	33,661	58%
Basic earnings per share (Baht)	0.09	0.06	50%

- Gross profit for the year 2022 increased from last year by Baht 33 million or 23% according to the increase in income. The gross profit margin for the year 2022 was 25%, which decreased by 3%, from the same period of the previous year, due to the impact of price competition, along with the rising cost of goods and services from steel prices and oil prices in the market. In addition, the Group needs to penetrate the demand for solar energy products. Therefore, the price of the product is set to be lower as well
- Net profit for the year 2022 increased by Baht 19 million or 58% from the previous year, in line with the increase in revenue and gross profit. The net profit margin was 7%, the same as last year.

5.1.3 Asset Management Capabilities

Assets	2022 (Thousand Baht)	2021 (Thousand Baht)	Change (%)
Cash and cash equivalents	239,188	280,287	(15%)
Trade and other receivables	252,697	175,596	44%
Inventories	271,047	259,387	4%
Other current financial assets	50,554	50,490	0%
Property, plant and equipment	275,281	256,186	7%
Other non-current financial assets	20,083	10,083	99%
Other assets	57,585	48,986	18%
Total Assets	**1,166,435**	**1,081,015**	**8%**

Trade accounts receivable and accrued income	2022		2021	
	Thousand Baht	%	Thousand Baht	%
Not yet due	76,144	38%	62,382	39%
Over due/Aging				
Less than 3 months	104,974	53%	72,795	45%
More than 3 months, not over 6 months	5,782	3%	7,750	5%
More than 6 months, not over 12 months	6,971	3%	9,634	6%
More than 12 months	5,405	3%	7,775	5%
Total	199,276	100%	160,336	100%
Less Allowance for expected credit losses	(750)	-	(470)	-
Trade accounts receivable and accrued income – net	**198,526**	**100%**	**159,866**	**100%**
Hire-purchase receivables	**8,134**	**100%**	**10,010**	**100%**

Total assets increased by Baht 85 million or 8%. The main causes due to

- Cash and cash equivalents decreased by Baht 41 million. The Group had cash received from operating activities of Baht 39 million. Also paid for the investment in fixed assets of Baht 41 million, net investment in corporate bonds of Baht 10 million, and dividend payment in the second quarter of Baht 30 million.
- Trade accounts receivable increased in the amount of Baht 39 million, in the same direction as the increase in revenue. Other receivables increased by Baht 40 million from advance payments for imported goods to support customer orders
- Inventories increased by Baht 12 million from raw materials and work in proress to prepare for delivery. This is in line with the increasing revenue backlog.
- Property, plant, and equipment net increased by Baht 19 million. The main assets are the asset of the power purchase agreement from the solar cell by Baht 16 million and the renovation of the Company's office.
- Other non-current financial assets net increase of Baht 10 million from investors in corporate bonds.

Liabilities and Equity	2022 (Thousand Baht)	2021 (Thousand Baht)	Change (%)
Trade and other payables	72,090	51,133	41%
Income tax payable	6,497	4,549	43%
Deposit received in advance	112,631	103,460	9%
Accrued expenses	36,057	18,782	92%
Provision for long-term employee benefits	57,685	52,194	11%
Other liabilities	18,318	10,976	67%
Total Liabilities	**303,278**	**241,094**	**26%**
Total Shareholders' Equity	**863,157**	**839,921**	**3%**

Total liabilities increased by Baht 62 million or 26%. The main causes due to

- Trade accounts payable increased by Baht 28 million in line with purchase orders to support orders from customers. Other payables decreased by Baht 7 million mainly due to the payment of construction creditors.
- Deposit received in advance increased by Baht 9 million in line with the increasing revenue backlog
- Accrued expenses increased by Baht 17 million mainly due to employee bonus expenses and employee commission expenses which are in the same direction as operating results and revenues that have increased.
- Provision for long-term employee benefits increased by Baht 5 million due to the Group reassessing the liabilities in the current year.

Total shareholders' equity increased by Baht 23 million or 3% which increased from the total comprehensive income of the year by Baht 53 million and decreased from dividend payment of Baht 30 million.

5.1.4 Liquidity and Capital Management

Cash flows	2022 (Thousand Baht)	2021 (Thousand Baht))
Net cash from (used in) operating activities	39,038	(3,194)
Net cash used in investing activities	(49,728)	(26,290)
Net cash used in financing activities	(30,409)	(43,269)
Net decrease in cash and cash equivalents	**(41,099)**	**(72,753)**
Beginning cash and cash equivalents	280,287	353,040
Ending cash and cash equivalents	**239,188**	**280,287**

For the year 2022, the Group had a net decrease in cash and cash equivalents of Baht 41 million from the beginning balance of Baht 280 million. As a result, cash and cash equivalents at the end of the year were Baht 239 million. Details of cash flows by activities during the year were as follows:-

- Net cash from operating activities was Baht 39 million.
- Net cash used in investing activities amounted to Baht 50 million, mainly due to cash paid for investing in fixed assets of Baht 41 million and net cash paid for investing in corporate bonds of Baht 10 million.
- Net cash used in financing activities was Baht 30 million, mainly due to dividend payments in the second quarter of the year.

5.1.5 Key financial ratios

	2022	2021
Returns Ratio (%)		
Return on Assets	5.86	4.01
Return on Equity	6.24	3.99
Liquidity Ratio (x)		
Current Ratio	3.35	4.07
Quick Ratio	2.18	2.69
Assets and Liabilities Management (Day)		
Average Collection Period	109.76	118.42
Average Sales (Inventory) Period	180.57	223.97
Average Payment Period	41.95	42.62
Leverage and Coverage Ratios		
Total Liabilities to Equity (x)	0.35	0.29
Interest Coverage Ratio (x)	2,114.58	563.17
Dividend Payout Ratio (%) - Separate financial statements	94.59	80.53

- Return on asset and return on equity increased by 1.85% and 2.25%, respectively, due to the increase in profit compared to the previous year.
- Current ratio and Quick Ratio decreased by 0.72x and 0.51x, respectively. This was due to the increase in the current liabilities portion from trade accounts payable and accrued expenses.
- Average collection period decreased by approximately 9 days due to the Group has improved the quality of debt collection. Average sales period decreased by approximately 43 days, due to the adaptation of the business group, which resulted in the investment overview of various projects resuming as planned. Average repayment period was not significant changed.
- Total liabilities to equity increased by 0.06x due to the increase in the current liabilities portion from trade accounts payable and accrued expenses. Interest coverage ratio increased by 1,551.41x due to lower financial costs from repayment of liabilities under finance lease agree ments. Dividend payout ratio increased by 14.06%, which is higher than the Company's dividend payment policy at the rate of not less than 50% of the net profit of the separate financial statements.

5.1.6 Credit Control Policy

The Group has established clear credit policy and strategy by giving priority to credit quality along with market opportunities. The credit review is jointly considered by the management, finance and sales department and is regularly reviewed. The credit policy of the Group is based on general information, financial position and trends of each type of business. In addition, a strict policy has been established for granting credit to businesses with caution, in accordance with the appropriate and necessary circumstances.

The credit period of the Group's policy is between 30 and 90 days. Considering the related financial ratio, the average collection period was 109.76 days, calculated from the day the income is recognized when a performance obligation is satisfied by transferring a promised good or service to customers, refer to TFRS 15, until the date of payment. Some of the revenue recognized according to the accounting standard are items not yet due under the contract. Such debt collection period, therefore, has a longer period than the Group's credit policy. However, the collection period that calculated from the period the Group has the right to collect payment under the contract until the day actually received payment, it was found that the average collection period was 51 days, which was still in accordance with the Group's credit policy.

5.2 Factors That May Impact Future Operations

5.2.1 External factors : Economic outlook / Changes in market or industry conditions

(1) Consecutive situations from spreading of Covid-19 still impact on economic restoration in several countries. While the demand is getting higher, lack of raw materials from the period of production interruption in severe outbreak. That has resulted in increasing price of energy cost and community goods in world market. Furthermore, such lacking of raw materials also affects the duration of time in imported products of the Group.

However, restoration after such epidemic situation caused more investment in private section, giving positive impact to the Group. Moreover, trend of giving precedence to health and consumer's buying stream online is still increasing. More goods storage place and packaging are to use. That also positively affects industry group who are the Group's customers e.g., petrochemical, warehouse, cold storage, cold storage, food processing, cling film, medicine and medical supplies and on.

(2) Infrastructure investments by the government according to the Transportation Plan of 2023, particularly the electric train project with development of new lines and connections to create the most coverage of the Bangkok area and surrounding provinces. The aforementioned trans portation project has positive effects because the customers are among the Group's old customers such as the Pink Line, the Yellow Line, the Red Line and the Blue Line, etc.

(3) Driving integration plan in Eastern Economic Corridor (EEC) is operating in 3 provinces in the Eastern such as Chachoengsao, Chonburi and Rayong, in order to cause investment from government and private section and related areas, bringing into economic growth and GDP expansion in area level and in country overview, especially supporting new-target industrial investment, pushing investment in environmentally friendly advanced-technology industry. Therefore, this is an opportunity to grow the business according to one of the goals of the Group.

(4) Issuance of measure for Carbon Border Adjustment Mechanism: CBAM as a measure continued from measure on reduction of Glasshouse Gas Emission in EU, determining on price of some import goods, in order to prevent import of goods with greenhouse gas permission into EU, in 5 groups of goods with high risk to carbon leakage e.g., iron and steel, cement, electricity, fertilization and aluminum. Issuance of such measure is to force for business adjustment, changing to use more environmentally friendly technology. However, this may increase production cost as a consequence.

However, with the above trade factors, green technology and renewable energy is deemed to be way and opportunity of the Group's business growth. Renewable energy shall obtain ever larger market and expectedly, demand on clean energy in Thailand shall also increase higher in the future.

(5) Labor shortages in Thailand's industrial sector continue to rise due to many causes such as demographic changes, inconsistent returns with worker productivity, workers' interest in inde pendent occupations/service sector work, etc. This labor shortage has caused effects on the Group's operations in recruiting technician labor as a factor in product manufacturing and service provision.

Therefore, the Group is focused on boosting labor productivity by training workers and developing necessary skills, creating a culture of best practices along with investing in necessary machines and technologies to boost productivity, reduce work time, reduce waste and manage use of limited resources for the highest efficiency.

5.2.2 Internal factors : The Group's Policy, strategy and management

In 2022, the Group has been accredited with ISO14001:2015, an international standard for organization environment management systems to improve capabilities and reduce negative effects on the environment while responding to stakeholder expectations in order to create value for the organization consistent with the organization's policy on the environment. The aforementioned accreditation will provide positive reinforcement in tendering bids or presenting work for sale to customers who have conditions or requirements in biddings or customers who select bidders with qualifications including accreditation with the aforementioned environmental standards.

In addition, the Group also announces its intention on employee's potential development, and continual and constant work process, defining it as a long-term goal, with the Group, in order to instill and promote management for sustainability of the organization, and to set the plan for internal development, inclusive in all aspects , according to long term plan set forth by the Group, as well as to set the plan and operational goal with consideration of dimensions on environment, society, and good governance.

5.2.3 Other factors : Trends and impacts on the environment, society and good corporate governance

Whereas conservation of the environment is trending to become an additional condition for the global trade structure, the Group is focused on building the business and expanding the customer base by outlining environmentally-friendly business operation guidelines, emphasizing new renewable energy product business units such as solar energy products that use clean energy without emitting carbon dioxide, a greenhouse gas that contributes to global warming, destroys of the Earth's atmosphere and currently a main cause of global warming.

Furthermore, the Group is studying guidelines for building charging station networks to support future growth trends of the electric vehicle (EV) market in Thailand due to trends of campaigns to use clean energy rather than energy from combustion. In addition, support from the government sector should cause electric vehicle sales to grow in the future.

5.3 Important Financial Information

Presented financial position and performance consist of financial performance for the year ended 31 December 2022 audited by certified public accountant, EY Office Limited, compared with financial position and performance from financial statements for the year ended 31 December 2021 and 2020.

(Unit: Thousand Baht)

Statement of financial position	Consolidated financial statements			Separate financial statements		
	31 December 2022	31 December 2021	31 December 2020	31 December 2022	31 December 2021	31 December 2020
Current assets	821,673	766,513	742,186	623,897	594,700	567,574
Non-current assets	344,762	314,502	281,265	398,506	399,370	368,489
Total assets	**1,166,435**	**1,081,015**	**1,023,451**	**1,022,403**	**994,070**	**936,063**
Current liabilities	245,507	188,480	122,867	174,059	164,491	101,694
Non-current liabilities	57,771	52,614	52,324	45,943	41,276	41,320
Total liabilities	**303,278**	**241,094**	**175,191**	**220,002**	**205,767**	**143,014**
Total shareholders' equity	**863,157**	**839,921**	**848,260**	**802,401**	**788,303**	**793,049**

(Unit: Thousand Baht)

Statement of comprehensive income	Consolidated financial statements			Separate financial statements		
	2022	2021	2020	2022	2021	2020
Revenues from contracts with customers	712,136	502,073	538,294	498,295	385,564	408,992
Total revenues	718,923	505,540	541,967	510,404	400,898	438,470
Gross profit	176,044	142,947	157,219	135,975	116,957	120,918
Selling expenses	32,825	28,262	29,913	22,638	21,552	21,679
Administrative expenses	85,710	77,297	78,956	70,470	66,586	66,388
Profit from operating activities	65,850	42,167	54,129	55,552	45,132	64,088
Net profit	53,144	33,661	43,149	44,404	37,255	55,414
Other comprehensive income	53,236	33,661	43,149	44,098	37,255	55,414

(Unit: Thousand Baht)

Statement of cash flows	Consolidated financial statements			Separate financial statements		
	2022	2021	2020	2022	2021	2020
Net cash flows from (used in) operating activities	39,038	(3,194)	124,293	102,295	(17,371)	74,352
Net cash flows from (used in) investing activities	(49,728)	(26,290)	120,538	(11,066)	(18,670)	118,043
Net cash flows used in financing activities	(30,409)	(43,269)	(61,927)	(30,218)	(43,056)	(61,713)
Net increase (decrease) in cash and cash equivalents	**(41,099)**	**(72,753)**	**182,904**	**61,011**	**(79,097)**	**130,682**

Financial Ratios

	Consolidated financial statements			Separate financial statements		
	2022	2021	2020	2022	2021	2020
Liquidity Ratio						
Current Ratio (x)	3.35	4.07	6.04	3.58	3.62	5.58
Quick Ratio (x)	2.18	2.69	4.50	2.41	2.23	4.15
Operating Cash Flow Ratio (x)	0.18	(0.02)	0.76	0.60	(0.13)	0.60
Account Receivable Turnover (x)	3.33	3.08	2.65	3.34	2.73	2.87
Average Collection Period (days)	109.76	118.42	137.56	109.30	133.71	127.15
Inventory Turnover (x)	2.02	1.63	1.92	1.74	1.48	1.79
Average Sales (Inventory) Period (days)	180.57	223.97	190.39	210.06	246.62	203.93
Account Payable Turnover (x)	8.70	8.56	6.63	7.15	6.94	6.32
Average Payment Period (days)	41.95	42.62	55.03	51.02	52.59	57.76
Cash Cycle (days)	246.80	299.77	272.91	268.34	327.74	273.33
Profitability Ratio						
Gross Profit Margin (%)	24.72	28.47	29.21	27.29	30.33	29.56
Operating Profit Margin (%)	9.25	8.40	10.06	11.15	11.71	15.67
Cash to Profit Margin (%)	59.28	(7.57)	229.62	184.14	(38.49)	116.02
Net Profit Margin (%)	7.38	6.64	7.93	8.69	9.27	12.59
Return on Equity (%)	6.24	3.99	5.04	5.58	4.71	6.97
Efficiency Ratio						
Return on Assets (%)	5.86	4.01	5.05	5.51	4.68	6.67
Fixed Asset Turnover (%)	271.13	208.21	239.34	507.04	476.02	700.24
Total Asset Turnover (x)	0.64	0.48	0.51	0.51	0.42	0.46

	Consolidated financial statements			Separate financial statements		
	2022	2021	2020	2022	2021	2020
Leverage and Coverage Ratio						
Total Liabilities to Equity (x)	0.35	0.29	0.21	0.27	0.26	0.18
Interest Coverage Ratio (x)	2,114.58	563.17	326.62	2,723.30	817.43	457.34
Dividend Payout Ratio (%)	79.03	89.12	97.34	94.59	80.53	75.79
Other Ratio						
Book Value per share (Baht per share)	1.44	1.40	1.41	1.34	1.31	1.32
Net Profit per share (Baht per share)	0.09	0.06	0.07	0.07	0.06	0.09
Dividend per share (Baht per share)	0.07	0.05	0.07	0.07	0.05	0.07
Par value (Baht per share)	0.50	0.50	0.50	0.50	0.50	0.50
Number of shares (Million shares)	600	600	600	600	600	600



6 General Information and Other Important Information

6.1 General Information

(1) The Company

Company	:	**Alla Public Company Limited**
Head Office	:	933 935 937 939 Soi Onnut 46, Onnut Road, Onnut, Suanluang, Bangkok 10250
Branch		
Branch1 (Factory)	:	2/1 Moo 4, Watpimpawad-Klongkohdon Road, Kohrai, Banpho, Chachoengsao 24140
Branch2 (Service Center)	:	255/22 Moo 3, Route 311, Bo Win, Sriracha, Chonburi 20110
Branch3 (Office)	:	621 Soi Onnut 46, Onnut Road, Onnut, Suanluang, Bangkok 10250
Branch 4 (Office)	:	971 Soi Onnut 46, Onnut Road, Onnut, Suanluang, Bangkok 10250
Registration No.	:	0107558000393
Telephone	:	0 2322 0777, 0 2721 5699
Fax	:	0 2322 1891-2
Website	:	www.alla.co.th

(2) The Subsidiary

Company	:	**Onvalla Company Limited**
Head Office	:	50 Moo 20, Lamlukka, Lamlukka, Pathumthani 12150
Branch		
Branch 1	:	50/1 Moo 20, Lamlukka, Lamlukka, Pathumthani 12150
Registration No.	:	0105533015476
Telephone	:	0 2193 5380-5
Fax	:	0 2193 5386-7
Website	:	www.onvalla.com

(3) Registor

Company	:	**Thailand Securities Depository Co., Ltd**
Address	:	The Stock Exchange of Thailand Building
		93 Ratchadapisek Road,
		Din Daeng, Din Daeng, Bangkok 10400
Telephone	:	0 2009 9000
Fax	:	0 2009 9991

4. Auditor

Company	:	**EY Office Limited**
Address	:	33rd Floor, Lake Rajada Office Complex,
		193/136-137 Rajadapisek Road, Klongtoey, Bangkok 10110
Telephone	:	0 2264 0777
Fax	:	0 2264 0789

(5) Investor Relations

Name	:	Miss Rachaya Rattanasrithong
Addresss	:	933 935 937 939 Soi Onnut 46, Onnut Road,
		Onnut, Suanluang, Bangkok 10250
Telephone	:	0 2322 0777, 0 2721 5699
Fax	:	0 2322 1891-2
E-mail	:	ir@alla.co.th

6.2 Other Important Information

- None -

6.3 Legal Disputes

As of 31 December 2022, the Group has no legal disputes that may have a material impact on its normal business operations or at an amount higher than five percent of the Company's shareholders' equity according to the consolidated financial statements.

PART 2

Corporate Governance



7 Corporate Governance

7.1 Corporate Governance Policy and Procedures Overview

Corporate Governance Policy

The Company is aware of the importance of governance in line with the Group's main objectives and goals based on set strategies, policies, work plans and budgets with proper follow-up, evaluation and monitoring of performance reports under business ethics and responsibility to shareholders and stakeholders. Consideration is also given to social benefits and care for environmental impact, including adaptation to constant changes. The Company apply the Principle of Good Corporate Governance for Listed Companies B.E. 2560 of the Securities and Exchange Commission and the Stock Exchange of Thailand, as well as the Corporate Governance Report of Thai Listed Companies (CGR), as a framework for the Group's operations in order to be able to compete and acheive good long-term performance.The Board of Directors has established good governance policy as practice guidelines for the performance of duty by all personnel in the Group and stipulates the review of good corporate governance policy and relevant practices every year with the following 8 practices:

The Board of Directors stipulates the monitoring of corporate governance policy and good practices regularly, and public relations to all employees about the corporate governance policy and practices through the internal information system (Shared Drive) and shown to the public on the Company's website.

Principle 1 Remain aware of the roles and responsibilities of the Board of Directors as corporate leaders who build value toward sustainable business operations.

The Company has clearly set the roles and responsibilities of the Board of Director as per the details specified in the Company's charter for the Board of Directors. The main duties of the Board are to set key objectives and goals for the Company's business operations, financial policy, risk management and operational strategies, including the allocation of necessary resources to enable the Group's personnel to perform duties toward achieving set objectives. The Board of Directors will properly monitor, evaluate and care for the Group's work performance reports.

Thus, the Board of Directors will govern the Groups' operations in accordance with laws, objectives, articles of association of the Company, Boards of Directors' and Shareholder' Resolutions with responsibilities, prudence, carefulness and respect for the rights and responsibilities of every shareholder and stakeholder, in accordance with good corporate governance principles causing benefit to society with consideration given to environmental. And be able to handle constant changes due to various factors by continuing to preserve competitive capacity and good performance for the long-term benefits of shareholders.

Furthermore, the Board of Directors has specified the duties, responsibilities and governance for the directors, the chief executive officer and executives to meet specifications with responsibility, caution, honesty and care in operating the Group's business in compliance with related laws, criteria, various rules and regulations as well as meeting resolutions and the Group's policies.

Principle 2 Define key objectives and goals for sustainable business activities

The Board of Directors shall define key objectives and goals in the business group in order to enable sustainable growth in tandem with society, build value and benefit to the Group, customers, partners, employees, shareholders, stakeholders and society as a whole. The Board of Directors will further promote communication, create the Group's key objectives and goals that reflect the decision-making and work performance of personnel at every level until the aforementioned become a corporate culture under the principles of good governance. In addition, the Board of Directors must review objectives, goals and strategies over the next 3-5 years.

Thus, the Board of Directors has defined strategies, work plans, regularly monitors and evaluates work performance in order to ensure consistency with the Group's purpose and key objectives. In addition, innovations and technologies are applied appropriately together with ensuring readiness and expertise for meeting the needs of customers and stakeholders on the basis of responsibility for society and the environment. Furthermore, the Board of Directors has to have awareness about risks involved in setting goals that might lead to illegal activities or unethical conduct and must ensure that the Group's objectives and goals are disseminated as strategies and work plans throughout the Group.

Principle 3 Promotion of an Effective Board of Directors

3.1 Defining and Reviewing the Structure of the Board of Directors

Defining and reviewing the structure of the Board of Directors, number of directors, proportion of Independent Director as well as diversity and qualifications including knowledge, experience and expertise which are in accordance with the business operations of the Group, including appointing sub-committees to assist and support the Board of Directors.

3.2 Nomination and Appointment of Directors and Independent Directors

The Board of Directors consists of independent directors at least one-third of all directors and at least three people in order to appropriately provide checks and balances. At present, the Company has 4 independent directors out of the total of 8 directors of the Company as following:

1. Mr. Winid Silamongkol
2. Professor Dr. Sahaton Rattanapijit
3. Mr. Chirawat Srisawadi
4. Mr. Montri Mahaplerkpong

The Board of Directors Meeting No. 8/2022, dated 29 December 2022, resolved to review the qualifications of independent directors of the Company which is more stringent than the regulations of Capital Market Supervisory Board as follows:

Qualifications of Independent Directors

1. Shall not hold shares exceeding 0.75% of the total number of voting shares of the Company, its parent company, subsidiary, associate, major shareholder or controlling person, including shares held by related persons of such Independent Director. (Remark: The Company has defined more stringent rules than the minimum requirements as announced by the Securities and Exchange Commission which stated that the shareholding does not exceed 1%).

2. Shall neither be nor have ever been a director with management authority, employee, staff member, advisor who receives a salary or is a controlling person of the Company, its parent company, subsidiary, associate, same-tier subsidiary company, major shareholder or controlling person unless the foregoing status has ended not less than two years.
3. Shall not be a person related by blood or legal registration as father, mother, spouse, sibling, or child, including spouse of child of other directors, executives, major shareholders, controlling person, or person to be nominated as director, executive or controlling person of the Company or its subsidiary.
4. Shall neither have nor have ever had a business relationship with the Company, its parent company, subsidiary, associate, major shareholder or controlling person, in a manner that may interfere with his/her independent judgment, and neither is nor has ever been a significant shareholder or controlling person of any person having a business relationship with the Company, its parent company, subsidiary, associate, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years.

   The term "business relationship" in the preceding paragraph shall include any normal business transaction, rental or lease of immovable property, transaction related to assets or services or granting or receipt of financial assistance through receiving or extending loans, guarantees, providing assets as collateral, and any other similar actions, which result in the applicant or his/her counterparty being subject to indebtedness payable to the other party in the amount of 3% or more of the net tangible assets of the applicant or Baht 20 million or more, whichever is lower. The consideration of such indebtedness shall include indebtedness incurred during the period of one year prior to the date on which the business relationship with the person commences.
5. Shall not be nor have ever been an auditor of the Company, its parent company, subsidiary, associate, major shareholder or controlling person, and not be a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the Company, its parent company, subsidiary, associate, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years.
6. Shall not be nor have ever been a provider of any professional services including legal advisor or financial advisor who receives service fees exceeding Baht 2 million per year from the Company, its parent company, subsidiary, associate, major shareholder or controlling person, and not be a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship has ended not less than two years.
7. Shall not be a director appointed as representative of the Board of Directors, major shareholder or shareholder who is related to a major shareholder of the Company.
8. Shall not undertake any business in the same nature and in competition with the business of the Company or its subsidiary, nor be a significant partner in a partnership or director with management authority, employee, staff member or advisor who receives salary or holds shares exceeding 1% of the total number of shares with voting rights of another company which undertakes business in the same nature and in competition with the business of the Company or its subsidiary.
9. Shall not have any other characteristic that limits his or her ability to express independent opinions regarding the Company's operations.

After being appointed as an Independent Director with all qualification items 1-9 specified above, such Independent Director may be assigned by the Board of Directors to make decisions related to business operations of the Company, its parent company, subsidiary, associate, same-tier subsidiary, major shareholder or controlling person with a decision in the form of collective decision. The definition of independent director is in accordance with the Notification of the Capital Market Supervisory Board.

The Board of Directors should appoint an appropriate person as the Chairman of the Board. In case the person holding the position of the Chairman of the Company is not an independent director, the Board of Directors will appoint an independent director to participate in determining the agenda of the Board of Directors' meeting to promote the balance of power between the Board of Directors and the management and in accordance with the principles of good corporate governance for listed company.

Nomination of Board Members Guildeline

The Board of Directors has formed the Nomination, Remuneration and Corporate Governance Committee to play a supporting role to the Board of Directors in selecting qualified and suitable directors using transparent and clear processes and in evaluating appropriate remunerations before submitting nominations for approval by shareholders.

The recruiting process involves selection of candidate with leadership qualities, broad vision, fairness and justice, transparent work history, and the ability to independently express opinions. The qualifications for directors that the Company wish to recruit are set to be based on ability, experience and expertise as required and consistent with the Group's policies and strategies. In addition, candidates have to meet all of the qualifications for becoming directors or independent directors stipulated by the Public Limited Companies Act, B.E. 2535 (including amendments), the Securities and Exchange Act, B.E. 2535 (including amendments) and related announcements of the Capital Market Supervisory Board and the Securities and Exchange Commission.

(1) Policy on Director Qualifications and Nomination

In accordance with Corporate Governance Principle, director nomination and selection is of paramount importance as the Board of Directors plays a critical role in formulating strategies and business directions for the sustainable growth of the Company.

The Board of Directors must be composed of Directors who have all qualifications and possess none of the prohibited characteristics prescribed by the Securities and Exchange Commission and Stock Exchange of Thailand, be knowledgeable, expertise, and with diverse experiences without sexual or any kind of discrimination in line with business objectives and goals.

The Board of Directors Meeting No. 8/2022 on 29 December 2022 resolved to improve the guidelines for nomination of persons to be directors which Director Pool may be used for consideration and also granting the right to shareholders in nominating a person who is appropriate to be considered as a director. The recruiting of director must be considered the following elements.

1.1 General qualification

- Leadership
- Have a broad vision
- Have morals and ethics
- Have a transparent work history
- Are interested in the Company's business and willing to devote sufficient time

1.2 Required knowledge and expertise of the Board of Directors by formulate an assessment of Board Skill Matrix that is needed, appropriate and in line with the Group's business strategy, such as material handling system and clean energy business, technology, international business, accounting and finance, internal control, legal, organizational management and development, social, environment and safety, risk and crisis management etc. With at least 1 independent director who has knowledge and expertise on accounting and finance, and at least 1 non-executive director who has experience working related to the Company's business

1.3 Consideration on diversity of the Board of Directors will be given to the benefits of the Board of Directors' diversity in various fields including educational background, professiona experience, skills and knowledge, regardless of gender, age, race, nationality, religion or any other distinction. By requiring at least 2 female directors or 30% of the total number of directors, and at least 1 in 3 independent directors of all directors.

(2) Director Nomination

The Board of Directors has entrusted the Nomination, Remuneration and Corporate Governance Committee with then task of nominating qualified candidates for directorship to replace Directors retiring by rotation or under other circumstances to the Board of Directors and/or the meeting of shareholders for appointment. The Nomination, Remuneration and Corporate Governance Committee selects candidates from a diverse expertise and experiences that are beneficial to the Company's business operations.

In the year 2022, there is a selection of candidates to hold the positions of the Company's directors whose term expires and company directors who resigned. The Nomination, Remuneration and Corporate Governance Committee has selected qualified persons who have all the qualifications and consistent with the Company's business strategy as specified above.

(3) Nomination of Current Directors

In case of nomination of former director of the Company, the Nomination, Remuneration and Corporate Governance Committee and the Board of Directors must consider participation and past performance of directors.

(4) New Director Nomination and Selection Processes

The new director nomination and selection processes are summarized as follows:

4.1 The Nomination, Remuneration and Corporate Governance Committee nominates and screens personnel meeting all of the required qualifications and presents the list to the Board of Directors. The shareholders can also nominate qualified personnel for the Nomination, Remuneration and Corporate Governance Committee to consider.

4.2 The Board of Directors considers and selects the personnel nominated by the Nomination, Remuneration and Corporate Governance Committee and presents them at the shareholders' meeting.

4.3 The shareholders consider and vote to appoint individual directors by means of voting for directors individually. Furthermore, shareholders eligible to vote for the director nominees cannot vote to appoint more nominees than the number of directors required to be appointed in the session or split their votes. Moreover, each director must receive a majority of the shares voting and present at the meeting.

3.3 Performance Evaluation and Knowledge Development

3.3.1 Director Performance Evaluation

The Company established policy to have an annual performance evaluation method. Performance evaluation has an important objective of helping the Board of Directors, sub-committees and individual directors to review their own performance in the past year and improve their duties to be more efficient by using self-assessment guidelines from the Stock Exchange of Thailand adapted to suit the characteristics and structure of the Board of Directors.

The topic for evaluating the performance of the cumulative committee is as follows

- Structure and qualifications of the committee
- The role and responsibility of the committee
- Committee Meeting
- The performance of the directors (only the evaluation of the Board of Directors)
- Relationship with the management (only the evaluation of the Board of Directors)
- Director self-development and executive development (only the evaluation of the Board of Directors)

The topic for evaluating the performance of the individual directors is as follows

- Structure and qualifications of the committee
- Committee Meeting
- The role and responsibility of the committee

As for the cumulative and individual performance evaluation of the Board of Directors and sub-committees, the Nomination, Remuneration and Corporate Governance Committee will consider the evaluation forms. Then the secretary of each committee will submit the evaluation forms to the directors for the evaluation of their own committee's performance. Then, the results are summarized and presented to the Nomination, Remuneration and Corporate Governance Committee and the Board of Directors for further consideration.

In 2022, the performance assessment results of the Board of Directors and the Sub-committees were summarized as follows:

The Committee	Performance Assessment Results (Cumulative)	Performance Assessment Results (Individual)
The Board of Directors	Excellent	Excellent
The Audit and Risk Management Committee	Excellent	Excellent
The Nomination, Remuneration and Corporate Governance Committee	Excellent	Excellent
The Executive Committee	Excellent	Excellent

The Nomination, Remuneration and Corporate Governance Committee considers the evaluation results and establishes improvement guidelines before presenting them at the meeting of the Board of Directors for analysis and further establishment of efficient improvement measures for the Board's work

3.3.2 Chief Executive Officer Performance Evaluation

Independent directors are to evaluate the Chief Executive Officer's performance by considering the Company's business performance, compliance with policies set by the Board of Directors and the overall economic and social conditions, leadership skills, strategy determination, strategic compliance, relationship with the committee, and knowledge of products and services. The evaluation results will be used in the consideration of the Chief Executive Officer's remuneration.

As for the performance evaluation of the Chief Executive Officer, the Nomination, Remuneration and Corporate Governance Committee will consider the evaluation forms. Then the secretary of the Nomination, Remuneration and Corporate Governance Committee will submit the evaluation forms to the independent directors for the evaluation performance. Then, the results are summarized and presented to the Nomination, Remuneration and Corporate Governance Committee and the Board of Directors for further consideration.

In 2022, the Chief Executive Officer has excellent evaluation results. The representative of the independent directors has informed the evaluation results and suggestions to the Chief Executive Officer.

3.3.3 Director and Executive Development

The Board of Directors promotes, facilitates training, and providing useful knowledge related to business operations to directors, executives and company secretary in order to improve knowledge and/or improve operation continuously. Each year, the Board of Directors will support at least one director to attend training courses or participate in seminars.

In 2022, directors and executives totaling 4 persons attended training course with external organization as follows.

- Mr. Ongard Puntuyakorn with the course of Risk Management Program for Corporate Leaders (RCL) Class 28/2022 by The Thai Institute of Directors (IOD).
- Mr. Montri Mahaplerkpong with the course of Risk Management Program for Corporate Leaders (RCL) Class 28/2022 and How to Develop a Risk Management Plan (HRP) Class 31/2022 by The Thai Institute of Directors (IOD).
- Miss Rachaya Rattanasrithong with the course of Risk Management Program for Corporate Leaders (RCL) Class 27/2022 by The Thai Institute of Directors (IOD).
- Miss Woraratt Mekkerdchoo with the course of Risk Management Program for Corporate Leaders (RCL) Class 27/2022 by The Thai Institute of Directors (IOD) and CFO Refresher Class 3/2022 by the Capital Market Knowledge Development Center, the Stock Exchange of Thailand.

At present, the Company has 5 directors who are trained in the Director Certification Program (DCP) and 5 directors with the Director Accreditation Program (DAP) of the Thai Institute of Directors (IOD), totaling 8 people or 100%. In addition, the company secretary also informed the information, seminars, and training that are beneficial to the Board of Directors regularly. There are details of the training or attending the seminar that increases the knowledge of the operation in the year, appeared in "Appendix 1 Information of Directors, Executives, Controlling persons, and Company secretary".

3.3.4 Company Director Orientation

The Board of Directors tasks the Nomination, Remuneration and Corporate Governance Committee with handling new director orientation with the Company Secretary acting as the coordinator in various matters such as compiling the necessary data on the director to ensure the director's compliance with related laws and regulations, compiling relevant Company data such as Company regulations, performance summary, core policies, etc., and arranging a meeting with the Chairman of the Boards, directors and management.

The Company has organized the orientation to Mr. Montri Mahaplerkphong, as a director of the Company, the member of the Audit and Risk Management Committee, and the member of the Nomination, Remuneration and Corporate Governance Committee, and independent directors which will be effective on 1 January 2022 onwards. According to the approval resolution from the Board of Directors Meeting No. 7/2021, with the topic of orientation as follows

- Group structure
- Business operations of the Group
- Vision, mission, goal and corporate culture
- Business plan for the year 2022
- Laws and rules related to the Group including roles and responsibilities in accordance with good corporate governance policy and other related policies
- Financial performance

Principle 4 Recruitment and Development of Top Executives and Human Resource Management

The Board of Directors has set in the policy for the recruitment of the top executives according to the succession plan, in order to provide guidelines for recruiting qualified, experienced and beneficial people to work with the Group.

The Board of Directors has set the remuneration structure for the Company's directors and executives also conduct performance evaluation as deemed fitting for the scope of responsibilities and duties for each assignment. In addition, the Nomination, Remuneration and Corporate Governance Committee serves to provide oversight and ensure compliance to the Company's human resource management and organization development policies, including shareholders' resolutions. Thus, the Company's directors receive monthly remunerations along with meeting attendance fees, and annual bonuses. Executives receive remunerations in the form of salaries, other benefits and annual bonuses, which are judged based on the performance of the Company and each individual. Details appear in accordance with the Principle 3 Article 3.3.2 Chief Executive Officer Performance Evaluation.

In terms of human resource development, the Board of Directors promotes training and knowledge provision within the Company and at external institutions for all persons involved in the Company's business governance such as the Company's directors, sub-committee, executives and company secretary in order to ensure continuous performance improvement. Details appear in accordance with the Principle 3 Article 3.3.3 Director and Executive Development.

Succession Policy

The Company has criteria and procedures to recruit personnel to take responsibility of key management position for appropriateness and transparency, in order to ensure that the Company gains qualified, skillful, experienced and professional as follows.

Executive Level - Chief Executive Officer

Nomination, Remuneration and Corporate Governance Committee is responsible for recruitment and selection from internal and external sources and plan of succession, then submit to consideration of Board of Directors.

With vacancy of Chief Executive Officer Position by any reasons, or the person in the position is not able to perform duties in the position, the Company has systems to substitute similar level of management or the second of such position to perform acting in position until the new recruitment and selection of people with qualifications in accordance with the criteria specified by the Company determined by consideration of the Nomination, Remuneration and Corporate Governance Committee. To present to the Board of Directors to consider and approve the appointment of those who are appropriate to continue their positions.

Preliminary Qualification of Chief Executive Officer

1. Must be proficient, skillful, experienced in company's management, with experience in business operation corresponding to business of the Company, possessing specific expert beneficial to the Company's and comply with the Company's strategy. The recruitment is done without discrimination on gender, age, race and any others.
2. Possession of leadership, wide vision, moral and ethics, as well as good attitude towards the organization, capable of scarifying sufficient time to operate business of the Company.
3. Possession of transparent profession history, not being in Black List of any organization, including of The Securities and Exchange Commission, Thailand or use to be sentenced with criminal lawsuit including not having characteristics prohibited by law.

The Chief Executive Officer or secretary of Nomination, Remuneration and Corporate Governance Committee shall be responsible for report of work operation according to succession plan, to the Nomination, Remuneration and Corporate Governance Committee for acknowledgement every meeting, then to report to the Board of Directors for further acknowledgement.

Principle 5 Promotion of Innovations and Responsible Business Practices

The Board of Directors gives importance to and supports value-adding innovations and has developed a modern information and technology systems to boost the Company's capacity to meet needs and provide services and support the Company's growth in the digital age. Furthermore, the Company has a business continuity plan (BCP) in place to ensure that business can operate continuously during times of crisis and emergencies.

Furthermore, the Board of Directors will monitor management to ensure that business activities take place in conjunction with creating value for all stakeholders, corporate social and environmental responsibility. The Board of Directors will promote activities to increase the Group's value based on constantly changing environmental factors, which might cover business models, product and service design and development perspectives, research, production and work process improvements as well as

cooperation with trade partners. The Group is determined to operate business honestly and transparently while adhering to justice and excellent service provision for customers. The Company will also gladly compete in business without taking advantage or seeking unlawful gains and will operate within the frame of good governance. In 2022, the Board of Directors reviewed and improved the guidelines for treating all groups of stakeholders as follows:

- **Shareholder**

  The Group has policy in doing business with integrity, moral and ethics, and tries to develop the business for growth and good performance to create suitable returns for investment by shareholder and investor on a continuous and sustainable basis. The Group adheres to equitable treatment of shareholders and ensures that directors, executives and employee conduct their duties with integrity and make decision with transparency, carefulness, cautious and fairness to all shareholders with equitability to maximize benefit of all shareholders.

- **Employees**

  Treat employees fairly and with respect to human rights regardless of gender or other differences. Establish suitable remuneration, welfare and other benefits fairly and no less than required by law. Remuneration is based on performance evaluation results and consistency with each Company's short and long-term performance results, comparable to the same market and industry. Establish a provident fund. Ensure that the occupational health and safe working environment. Train employees to give them knowledge, develop their potential and promote advancement as well as give them opportunities to develop other work skills.

  In 2022, the Group establish a policy of Fair Labor Treatment in order to have legally suitable administration and management measures.

Care of Employees

(1) Remuneration Management : Employee remuneration policy

The Group has determined the incentive for the employees with good and effective performance, as well as ensures proper and standard remuneration for the Group's employees. In regards, the Group sets the employee remuneration policy in the aspect of position, role, responsibility, experience, and related industry remuneration. However, The Group has determined the employees' performance evaluation according to the KPI (Key Performance Indicator) which regards to the Group's vision, mission, long-term goals and corporate culture.

(2) Welfare Management

The Group ensured that welfare is suitable and consistent with the situation and the overall and position-specific employee performance for the purpose of reducing expense burdens and promote organization-employee relationship.

(3) Long-term Employee Care

Other than short-term remuneration, the Group also gives importance to long-term employee care by promoting career advancement, developing occupational skills or educating employees in addition to providing remuneration in different forms such as service rewards and a provident fund, etc.

(4) Composition of the employee remuneration as follow:

1. Salary including over time and holiday wage as employee compensation.
2. Short-term remuneration such as commission, bonus, meal, workshop, risk compensation, fuel cost and travel allowance etc., are intended to compensate employee for achieving performance. This remuneration rely on employee's performance, or the Company and its subsidiary operations for the fiscal year
3. Long-term remuneration such as provident fund, reserve for post-employment benefits/ long service awards, etc., to persuade performance employee for long-term career with the Group.
4. Other welfare such as accident insurance, annual health check up, uniform etc., to promote the employee's quality of life.

- **Customers**

Be determined to develop product and service quality to build maximum customer confidence and satisfaction with consideration to health and safety. Furthermore, provide correct and sufficient product and service information without exaggerating and causing misunderstanding. Keep customer data and do not exploit it. The Company surveys customer satisfaction regularly year-round to measure customer satisfaction and improve service.

In 2022, the Group has set a policy to communicate with customers in order to maintain fairness for consumers under the Consumer Protection Act.

- **Partner**

The Group treats trade partners with integrity, honesty and equality in order to ensure business fairness, shared interests and sustainable development as well as to maintain long-term trade partners with the Group. The Group chooses to do business with trade partners based on various conditions such as prices, quality, trustworthiness, adherence to rightness and technical legal and environmental protection expertise.

- **Competitors**

Operate business ethically and transparently. Compete fairly without taking advantage of competitors, obtaining confidential information through unethical means or destroying competitors' reputation through defamation.

- **Creditors**

Treat creditors with fairness, responsibility and transparency. Strictly comply with contract conditions and financial commitments, especially concerning guarantees, capital management and debt repayment without using dishonest methods. Keep confidential the data or facts that could cause damage to the creditors. If any conditions cannot be complied with, notify the creditors immediately in advance, so corrective actions can be considered together.

- **Government**

Conduct business for enhancing and developing the country's progress by adhering to the law, rules, and relevant regulations and disciplines and in accordance with general business traditions

- **Communities and the Environment**

  Ensures that the Group and its employees conduct business responsibly and in the interests of society and communities. In addition, the Group is responsible to treat communities and nearby inhabitants in friendly terms and provide assistance and support in community development in order to ensure quality living.

- **Anti-Corruption**

  Ensure that the Group comply with all relevant laws and standards and ensures that the Group announces its anti-corruption policy to the public.

- **Intellectual Property**

  The Group respects the intellectual property of others and will only utilize if after obtaining permission to do so. Any infringement of intellectual property rights is against the Group's policy. The Group purchases all the licensed software necessary for employees to perform their functions adequately. Employees are not permitted to install any unlicensed software onto the Group's computers or devices.

- **Occupational Safety, Health and Environment**

  The Group gives importance to social responsibility, public safety, security, health and environment protection as well as the Group's performance and employees. Furthermore, the Group gives importance to the conservation of resources covering all major activities, products and service that are part of the business, loss reduction and compliance with laws and government regulations. Hence, the Group established policies for safety, security, health and environment. It is the direct responsibility of all executives, employees and contractors operating in the name of the Company group to operate as follows:

  1. Comply with laws concerning safety, security, occupational health, environment and energy as well as the Group's regulations which are considered the primary criteria.
  2. Operate safely in every work step and process without causing damage to oneself, related persons, assets, communities and environment.
  3. Prevent losses and injuries in any case and reduce consequences that may cause pollution and energy loss.
  4. Appropriate necessary resources and information, and prepare and develop employees to be consistant with objectives and goals.
  5. Use resources efficiently and perform reviews to increase the organization's resource usage efficiency consistently and appropriately with the scale of business resource usage.
  6. Have efficient waste management. Use the waste to the maximum usefulness.
  7. Support the design, purchase and procurement of products, equipment and services as deemed appropriate with consideration to safety, eco-friendliness, waste reduction and energy conservation.
  8. Research, develop and procure products and services that are safe and energy-saving, reduces waste and has environmental and community responsibility in addition to the development of safety, security, occupational health, environment and energy management systems to ensure modernity and consistency.
  9. Promote the implementation of safety, security, occupational health and environmental policy as guidelines in the Group and among trading partners.

Principle 6 Ensuring the Presence of an Appropriate Risk Management and Internal Control System

The Board of Directors will provide oversight to build confidence that the Group has a risk management and internal control system that will effectively fulfill its purpose. In addition, the Board of Directors ensures compliance to all relevant laws and standards and has formed the Audit and Risk Management Committee to support the Board of Directors in providing oversight, ensuring the presence of a system for good governance and giving direct opinions on financial reports and internal control to ensure the reliability and good quality of financial reports as well as increase the organization's value. The Audit and Risk Management Committee is required to be composed of at least three independent directors who meet all of the required qualifications stipulated by the Securities and Exchange Commission and the Stock Exchange of Thailand with at least one member possessing accounting or financial knowledge, understanding and experience or continuous knowledge about events that influence changes in financial reports. Accordingly, the details about the composition of the Audit and Risk Management Committee, qualifications of audit and risk management directors, terms of office and duties and responsibilities of the Audit and Risk Management Committee are described in the Audit and Risk Management Committee's charter.

The Board of Directors has defined the following policies to provide appropriate risk management and internal control guidelines:

1. Principles of business ethics
2. Risk management policy
3. Internal control policy
4. Anti-corruption policy
5. Conflicts of interest prevention policy
6. Insider information and securities trading policy
7. Whistle Blowing policy
8. Governance of subsidiaries and associated companies policy
9. Dividend payments for the Company and its subsidiaries policy
10. Connected transactions policy
11. Information disclosure and transparency policy
12. Computer safety and information technology policy
13. Delegation of Authority

The Board of Directors has in place a clear anti-corruption policy as stated by the Company's charter and ethics. The anti-corruption policy is communicated to personnel on every level within the organization as well as external parties in order to facilitate implementation. In addition, the Board of Directors provides oversight to ensure that mechanisms exist for handling complaints and takes actions in response to informants and has in place clear practice guidelines in the Whistle Blowing Policy. Furthermore, the Group has specifications governing reporting, investigations, and dealing with corruption and wrongdoing complaints filed by stakeholders who encounter such situations in the activities of the Group.

Principle 7 Maintaining Financial Reliability and Disclosure of Information

The Board of Directors gives importance to the disclosure of correct, complete, sufficient, transparent and timely financial and regular information along with other information that might affect the Company's stock prices, all of which impact the decision-making of the Company's investors and stakeholders. Accordingly, the Company discloses the aforementioned information in line with the criteria set by the Office of the Securities and Exchange Commission, the Capital Market Supervisory Board and the Stock Exchange of Thailand.

The Company has an investor relations unit to serve in communications with investors and shareholders. In addition, the Company organizes meetings on a regular basis to analyze the Company's performance and discloses the Company's information, both financial and regular, to shareholders, securities analysts, reliability ranking companies and related government agencies through various channels. To elaborate, the Company reports to the Office of the Securities and Exchange Commission, the Stock Exchange of Thailand and publishes information on the Company's website.

The Company gives importance to the regularly disclosure in order to communicate the information via the Company's website which is being regularly updated. The aforementioned information includes the Company's vision, mission, financial statements, news, public relations, annual reports, organization structure and executives, including share structure and major shareholders, meeting invitation letters, registration information and various charters.

The Company gives importance to the Company's financial statements and financial information that appear in the Company's annual reports. Thus, the Audit and Risk Management Committee is responsible for reviewing the quality of financial reports and internal control, along with sufficient disclosure of information in financial statement annotations and reporting to the Board of Directors. In addition, the Board of Directors is required to state its financial reporting responsibilities alongside auditor's report in annual report.

The Company also discloses in annual reports about each of the Company's directors along with the roles and responsibilities of the Board of Directors and sub-committees, number of meetings and meeting attendances over the previous year and opinions based on performance of duties and professional training and knowledge development. Furthermore, the Company discloses the Company's remunerations payment policy along with the characteristics and details of remunerations for the Company's directors and top executives.

The Company also discloses audit fees and fees for other services provided by the Company's auditors.

Principle 8 Supporting Participation of and Communication with Shareholders

The Board of Directors is responsible for ensuring that shareholders are involved in decisions making on important matters of the Company. The Company supports and encourages shareholders to exercise their legal rights, including providing necessary information about business operations to shareholders and investors in complete, accurate and timely manner through the Stock Exchange of Thailand and Company's website.

For the shareholders' meeting, the Company will send meeting invitation letters along with meeting agenda information to shareholders at least 21 days in advance or within other periods of time as stipulated by relevant laws or regulations. Each meeting agenda is accompanied by the opinions of the Board of Directors along with clear and sufficient other accompanying information to allow shareholders time to study the aforementioned information ahead of each meeting. Furthermore, the Company publishes the aforementioned information on the Company's website at least 30 days before the date of each shareholder meeting.

The Company gives opportunities for shareholders to express opinions, recommendations and make inquiries. In addition, shareholders can propose additional meeting agendas and nominate people to directorships before scheduled meeting dates in line with the Company's criteria and specifications, which the Company announces on the Company's website.

In organizing shareholder meetings, the Company will select locations suitable for travel and attach maps that display each meeting location to shareholders together with meeting invitation letters. In addition, meeting date and time are appropriately selected and sufficient time is allocated for each meeting for the convenience of the Company's shareholders.

In cases where a shareholder is unable to personally attend a meeting, the Company will allow the aforementioned shareholder to appoint an independent director or a third party to serve as proxy at the meeting on the shareholder's behalf. The shareholder can appoint a proxy by using any of the proxy forms the Company delivers along with meeting invitations.

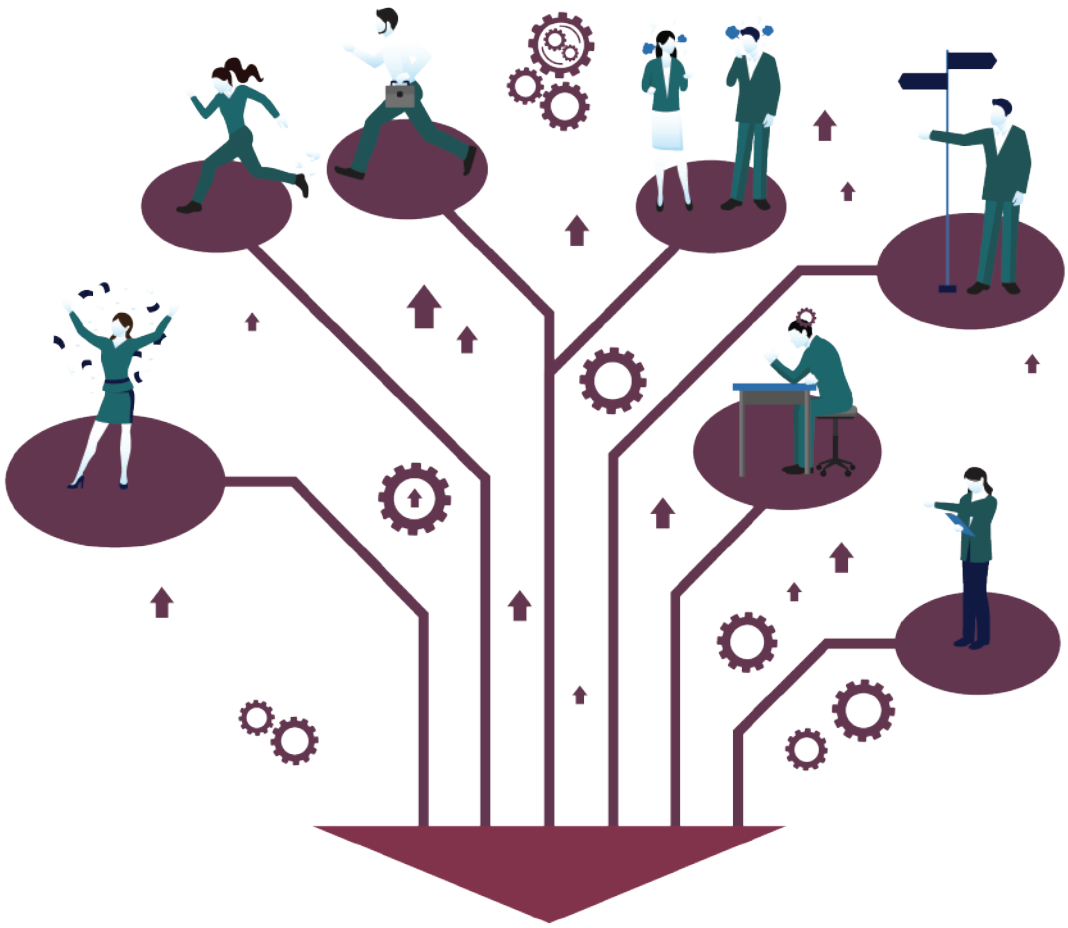
At shareholder meetings, the Company gives equal right to every shareholder to freely express opinions and recommendations and raise questions in each agenda before voting on a resolution for the agenda. In addition, the Board of Directors and related executives will also participate in shareholder meetings to answer meeting inquiries.

The Company supports the use of voting ballots in every agenda in order to ensure transparency and vote counting verification as follows:

1. The Company assigns independent personnel to count votes in every agenda.
2. The Company discloses votes for each agenda to shareholders through the SET Link of the Stock Exchange of Thailand and the Company's website subsequent to meeting adjournment.

The Company reports meetings correctly and completely in essential content and records signification inquiries, opinions and recommendations in the minutes to meetings in order to allow verification by shareholders and the minutes of meeting must be prepared within 14 days from the date of the meeting by submitting the minutes of the meeting to the Stock Exchange of Thailand and the Ministry of Commerce and published on the Company's website.

In 2022, the Company scheduled an annual general meeting of shareholders on Wednesday 27 April 2022 at 1:30 p.m. In which the electronic media conducted according to the royal assignment on the electronic media meeting B.E. 2563 by broadcasting live from the Puntu meeting room of subsidiary (Onvalla Co., Ltd.) No. 50, Moo 20, Lam Luk Ka Subdistrict, Lam Luk Ka District, Pathum Thani Province 12150.



7.2 Business Code of Conduct

The Group has established operational and business codes of conduct to be used good business operational guidelines for the Board of Directors, executives and employees to follow with and emphasis on the major good governance principles. Importance is given to the equal, fair and traceable treatment as well as the consideration and respect to the rights of all stakeholders. The Group established a business code of conduct, a code of conduct for directors, executives and employees and a procurement code of conduct and disclosed the full policy on the Company's website. Specified significant issues to be followed include the following:

1. Respect and compliance with laws, regulations, procedures, international standards and shareholder resolutions
2. Roles, duties and responsibilities awareness
3. Internal control, internal audit, risk management and accounting and financial reports
4. Anti-corruption efforts
5. Guideline for treatment of stakeholders
6. Respect to human rights
7. Political rights and neutrality
8. Stakes, conflict of interest and connected transactions
9. Personal data protection
10. Internal information confidentiality and usage
11. Intellectual property and technology usage
12. Fair trading partner recruitment and treatment
13. Transparent procurement

All directors, managements and employees are provided with Business Ethics and Code of Conduct, through internal Portal / Shared Drive systems of the Group, with signature of acknowledgement and agreement to conform to such policy.

In 2022, the Group did not find an offense regarding the ethics and ethics of the organization.

7.2.1 Confidentiality and Use of Internal Data

The Group gives precedence to confidentiality and use of internal data for personal benefit, according to guidelines prescribed in Business Ethics and Code of Conduct as follows.

1) The Group's personnel should maintain internal data and non-disclosure documents to outsiders, leading to seeking own/family/interest unlawfully such as information that affects stock prices, trade secret, formular, invention which is considered as the right of the Group.
2) The Group's personnel shall not use confidential information for own or others' benefit.
3) The Group requires that information relevant to the Parties and copies of the Agreement held by the Parties are confidential and non-disclosure to others, unless with permission of the Group and the Party.
4) The Group shall provide measure and control system for the Group's information within section or department securely, in order to prevent external disclosure before official publication of the Group. This measure and control system are to be crucially taken as measure of risk control.

5) The Group assigns to be responsibility of superiors in different ranks to supervise for leaking of data and crucial information of the Group to outsider by subordinator under individual lines, in order to prevent external disclosure before official publication of the Group.
6) Personnel's collective use of internal data shall be in frame of duty and responsibility assigned on such personnel only.
7) Personnel of the Group shall not disclose confidential information of the Group even after completion of duty or resigned from the Group.
8) When being ask for disclosure of non-relevant data out of responsibility, personnel shall refuse politely with suggestion to acquire it from assigned and responsible section to disclose such data directly in order to provide accurate information in the same direction.

Directors, management and all employees are to be distributed with Business Ethics and Code of Conduct, and policy of Insider information and securities trading, through internal Portal / Shared Drive of the Group with signature of acknowledgement and agreement to abide by such policy.

7.2.2 Prevention on Conflict of Interest

The Group gives precedence to conflict of personal interest, thus determining that any decisions to enter any transaction of the Group shall be for optimal benefit of the Group with prescription in Business Ethics and Code of Conduct as follows.

1) Any conduct and decision of the Group's personnel shall not be influenced by personal desire or any relatives, whether by blood or other people who know personally, and use fair and reasonable price as conducting with outsiders. When required to make decision or approve transaction that may have conflicts of interest, that person must report the supervisor or other participants in approval and withdraw from participation in that transaction.
2) Personnel of the Group shall follow regulatory of the Group according to the same standard, working with full energy at full time for the Group, without misappropriating time for other affairs irrelevant the Group's benefit.
3) Personnel of the Group shall not engage in partnership or shareholder with authorization, or in management with competition, operating in competitive manner, or operating in the same character of the Group's business
4) Personnel of the Group shall avoid engaging in financial affairs and/or relationship with other outsiders, resulting the Group's loss of benefit or incurring conflict of interest or preventing from efficient operation.
5) Performing duty and tenure of all directors, managements and employees shall not be conflicting with the Group's key benefit.

All directors, managements and employees are provided with Business Ethics and Code of Conduct, including prevention policy against conflict of interest through internal Portal / Shared Drive systems of the Group, with signature of acknowledgement and agreement to conform to such policy.

7.2.3 Information Technology Security

The Group realizes importance of Information Technology Security, thus prescribing clear guidelines of practice for appropriate and efficient operation. The Group has prescribed the policy and practice for IT security with complete content corresponding to the amended law, with good internal control, and has publicized complete version of detailed policy on the Company's website, determining key issues as follow.

1. Segregation of duties
2. Access Control & Physical Security
3. Information and Network Security
4. Change Management
5. Backup and IT Continuity Plan
6. Computer Operation
7. IT Outsourcing
8. Use of computer and network for users
9. Use of internet
10. Use of email
11. Use of social media

The Group identifies risk from stability of IT systems and cyber threat, including to prescribe risk management, in order to prevent and relief potential impact. In addition, the Group has also determine following up with conformation with the policy through operational plan on IT security in 3 aspects below.

1. Development and improvement through review against Business Continuity Plan (BCP) and Disaster Recovery Plan (DRP) for continual work of key systems, as well as improvement of indicator to correspond with actual operation of organization.
2. Supervision through process and persons in charge to identify, monitor and review rules, laws, regulations, regulatory on cyber security, and communicate with relevant sections for acknowledgemen of such policy and continuously reviewing the implementation of cybersecurity policies.
3. Data analysis through categorizing and defining impact level from threatening (Security Incident) and design guidelines to cope with reflection of impact level and importance of systems in cyber security incident, and clearly communicate with relevant sections for acknowledgement of plan and such procedure to cope with it.

7.3 Significant Changes and Development in Governance Policies Procedures and Systems in the Past Year

In 2022, the Board of Directors reviewed the corporate governance policy, relevant policies and committee charters using recommendations from the Corporate Governance Report of Thai Listed Companies (CGR) and the Principle of Good Corporate Governance for Listed Companies B.E. 2560 (CG Code) in the consideration and adapted them as deemed fit. Plans for improving or adding appropriate measures are as follows:

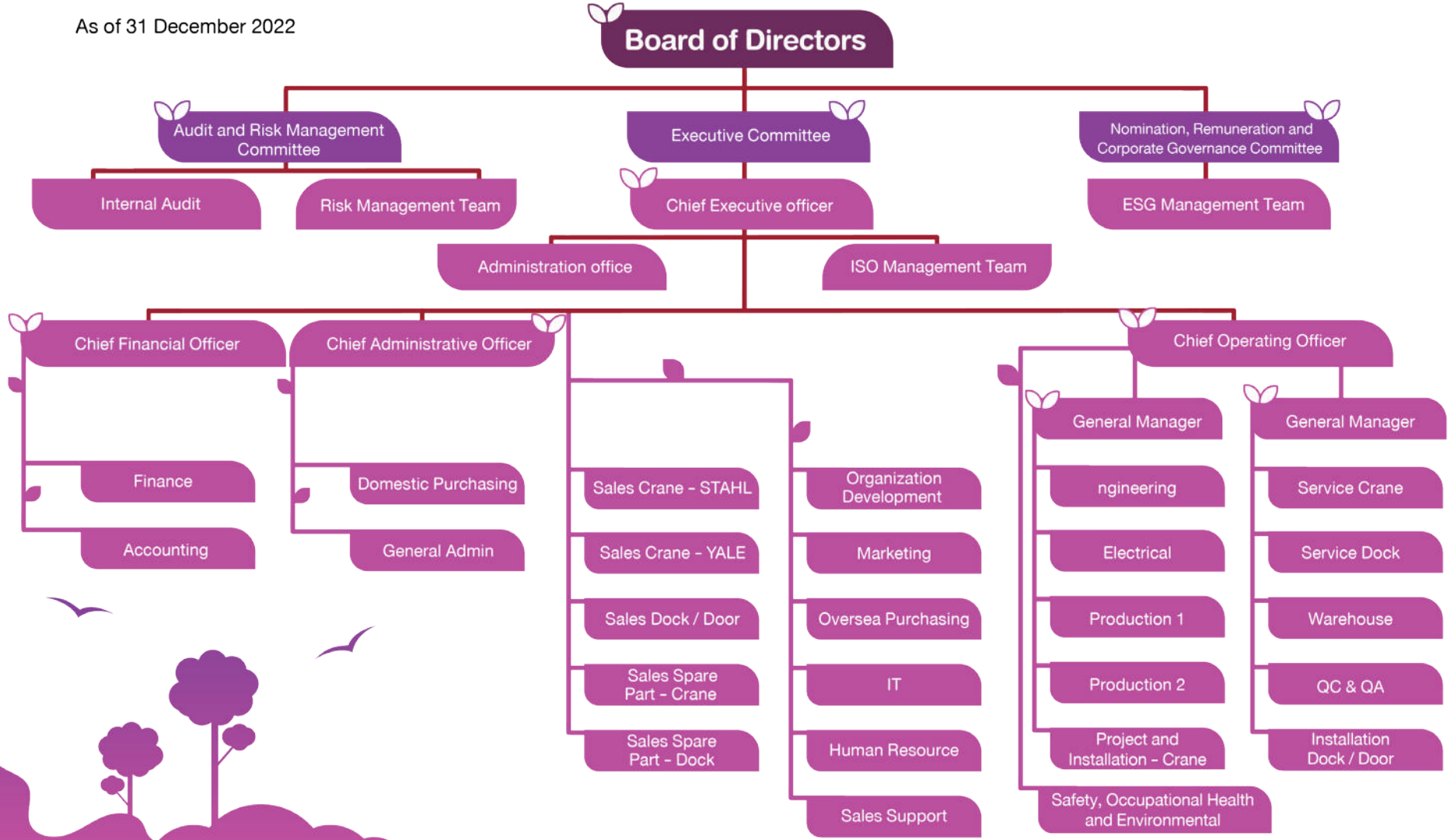
1. To review roles, duties and responsibilities of subcommittee with substantial changes as follows.
   a. Audit Committee with additional roles and duties on risk management, and with name changes to become Audit and Risk Management Committee.
   b. Nomination and Remuneration Committee with additional roles and duties on Corporate Governance and with name changes to become the Nomination, Remuneration and Corporate Governance Committee.
2. Reviewing charter of the Company's Board of Directors as follows.
   a. Composition of the Company's board of directors is required to be at least 2 females or 30% of total directors (Board Diversity) and at least 1 non-executive director, experienced in business operation of the Company (Board Skill Matrix).
   b. Determine the minimum number of quorums for a meeting of the Board of Directors, the Company's directors attending the meeting shall be allowed to vote when at least 2 in 3 of all directors in presence.
3. To review charter of the Nomination Remuneration and Corporate Governance Committee by adding roles, duties and responsibilities of Sustainability. The objectives are to be in line with the goals of the Group and cover current operations.
4. To review the charter of the Audit and Risk Management Committee by adding roles, duties and responsibilities in the event that the auditor provides other assurance services or other related services. The objective is to comply with the new Code of Ethics of Professional Practitioners.
5. To revise crucial issue on sustainability, to define work plan and key performance Indicators on the Group's ESG.
6. To set the policy of Fair Labor Treatment. The Group realizes and gives precedence to fair labor treatment and respect human rights, consider defining compensation, welfare and other fair benefits as define by law, sustainable personal development and attention to life quality and safety at work.
7. To set the policy to communicate with customer, whereas the Group realizes and places importance on customer right and manufacturer's duty, in order to keep fairness under Consumer Protection Act.
8. To set the policy to promote creative thinking and innovation management, whereas the Group realizes and places importance on such, leading to substantial motivation to support business growth sustainably, aiming to make the Group an enterprise of innovation, corresponding with strategy plan and create advantage on competition, along with social and environmental responsibility.

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

8.1 Corporate Governance Structure

ALLA CORPORATE GOVERNANCE STRUCTURE

As of 31 December 2022



Management structure of the Company consists of the Board of Directors and 3 Sub-Committees, namely the Audit and Risk Management Committee, the Executive Committee, and the Nomination, Remuneration and Corporate Governance Committee. The Company's Board of Directors and the Executives have complete qualifications and do not possess any prohibitive attributes pursuant to Section 68 of the Public Limited Companies Act B.E. 2535 (including amendments). In addition, they do not have any prohibitive attributes and attributes that lack of appropriateness to be trusted to manage and administrate business, whose shareholders are public under Section 89/3 and Section 89/6 of the Securities and Exchange Act B.E. 2535 and the notification of the Capital Market Supervisory Board and have no history of transactions that may cause conflicts of interest with the Company and subsidiary in the past year.

8.2 Board information

The Board of Directors

As at 31 December 2022, the Board of Directors comprised of eight members details as follow.

Name-Surname	Position
1. Mr. Winid Silamongkol	Chairman of the Board of Directors/ Chairman of the Audit and Risk Management Committee/ Independent Director
2. Prof. Dr. Sahaton Rattanapijit	Vice Chairman of the Board of Directors/ Member of the Audit and Risk Management Committee/ Chairman of the Nomination, Remuneration and Corporate Governance Committee/ Independent Director
3. Mr. Ong-ard Puntuyakorn	Director/ Chairman of the Executive Committee/ Member of the Nomination, Remuneration and Corporate Governance Committee/ Chief Executive Officer
4. Mrs. Vallaya Puntuyakorn	Director/ Executive Director/ Chief Administrative Officer
5. Mr. Chirawat Srisawadi	Director/ Member of the Audit and Risk Management Committee/ Member of the Nomination, Remuneration and Corporate Governance Committee/ Independent Director
6. Mr. Montri Mahaplerkpong[1/]	Director/ Member of the Audit and Risk Management Committee/ Member of the Nomination, Remuneration and Corporate Governance Committee/ Independent Director
7. Mr. Chumphol Chanchareon	Director/ Executive Director/ Chief Operating Officer
8. Miss Rachaya Rattanasrithong	Director

Noted: [1/]The Board of Directors Meeting No. 7/2021 held on 22 December 2021 resolved to approve the appointment of Mr. Montri Mahaplerkpong as the Director, Member of the Audit and Risk Management Committee, Member of the Nomination, Remuneration and Corporate Governance Committee and Independent Director, with effective date on 1 January 2022. Mr. Montri attended the first meeting of the Board of Directors Meeting No. 1/2022. This is to replace Mr. Patai Bunmark who resigned from the position of Director, Member of the Audit Committee and Independent director with effect from 31 December 2021 onwards.
(The profile can be viewed in "Attachment 1 Details of Directors, Executives and Company Secretary.")

Miss Rachaya Rattanasrithong acts as the acting Company Secretary.

(1) Authorized Directors

Mr. Ong-ard Puntuyakorn or Mrs. Vallaya Puntuyakorn co-signs with either Mr. Chumphol Chanchareon or Miss Rachaya Rattanasrithong, and affix the Company seal.

(2) Composition of the Board of Directors

The Company stipulates that the Board of Directors must compose of no less than five members in accordance to Company regulations and independent directors should make up at least one-third of the total number of members. In 2022, the Company's executive directors comprised four directors, namely, Mr. Ong-ard Puntuyakorn in the position of Chief Executive Officer, Mrs. Vallaya Puntuyakorn, Mr. Chumphol Chancharoen and Miss Rachaya Rattanasrithong. Independent directors and Non-executive directors comprised four members, namely, Mr. Winid Silamongkol, Prof. Dr. Sahaton Rattanapijit, Mr. Chirawat Srisawadi and Mr. Montri Mahaplerkpong. The non-executive directors have work experiences that are useful to the Group's business management and no non-executive director have held the position of Chief Executive Officer in the past eight years. The Company's independent directors make up half of all directors and the independent directors have the qualifications required by the Company's independent director qualification requirements which are stricter than the SEC Board's criteria.

Independent directors are responsible for inspecting the Management, making recommendations and expressing opinions and supporting policies that benefit the shareholders and other stakeholder.

The Company gives importance to board diversity in terms of experience, skills and expertise regardless of gender, age, ethnicity, nationality, religion or other differences in order to increase the potential of recruiting suitable personnel for directors which is consistent with the Group's business operation.

For the director nomination process for replacing directors who have reached their term limits in 2022, the Nomination, Remuneration and Corporate Governance Committee nominated and considered personnel with complete qualifications with consideration to the aforementioned board diversity.

As of 31 December 2022, the Company has a ratio of diversity of directors (Board Diversity) and expertise of the Board of Directors (Board Skill Matrix) according to the director qualification policy as follows.

	Board Diversity	
Composition	Proportion according to policy	Proportion as of 31 Dec 2022
Independent Directors : All Directors	1 : 3 (33%)	4 : 8 (50%)
Female directors : All Directors	2 directors or 30%	2 directors or 25%

Board Skill Matrix		
Expertise	Proportion according to policy	Proportion as of 31 Dec 2022
Material handling system and clean energy business	Non-Executive Director at least 1 person	4 persons (1 Independent Director)[1/]
Technology	-	3 persons
International business	-	6 persons
Accounting and finance	Independent Director at least 1 person	7 persons (4 Independent Directors)[2/]
Internal control	-	5 persons
Legal	-	2 persons
Organizational management and development	-	6 persons
Sustainability - social, environment and safety	-	5 persons
Risk and crisis management	-	7 persons

Note: [1/]Mr. Montri Mahaplerkpong, Director and Independent Director, have experience in clean energy business.
[2/]Mr. Winid Silamongkol, Chairman of the Board of Directors and Independent Director, and Mr. Chirawat Srisawadi, Director and Independent Director, graduated and proficient in accounting.
(The profile can be viewed in "Attachment 1 Details of Directors, Executives and Company Secretary.")

(3) Report of Changes in Securities Holdings of Directors

Name-Surname	Period 2022 Outstanding share as of 30 December 2022		Period 2021 Outstanding share as of 30 December 2021		Change Increase/ (Decrease)	Ordinary shares of subsidiary
	Direct	Indirect	Direct	Indirect		
1. Mr. Winid Silamongkol	-	-	-	-	-	-
2. Prof. Dr. Sahaton Rattanapijit	-	-	-	-	-	-
3. Mr. Ong-ard Puntuyakorn	203,282,300	-	203,282,300	-	-	1
4. Mrs. Vallaya Puntuyakorn	135,000,000	-	135,000,000	-	-	1
5. Mr. Chirawat Srisawadi	-	-	-	-	-	-
6. Mr. Montri Mahaplerkpong[3/]	-	-	-	-	-	-
7. Mr. Chumpol Chancharoen	-	-	-	-	-	-
8. Miss Rachaya Rattanasrithong	3,000,000	-	6,000,000	-	(3,000,000)	-

Note: 1. The Company has Baht 300 million in registered and paid-up capital dividing into 600,000,000 common shares.

2. Subsidiary means Onvalla Company Limited, registered capital of Bath 250,000,000, paid-up capital of Bath 250,000,000, divided into 2,500,000 common shares.

[3/]The Board of Directors Meeting No. 7/2021 held on 22 December 2021 resolved to approve the appointment of Mr. Montri Mahapreukpong as the Director, Member of the Audit and Risk Management Committee, Member of the Nomination, Remuneration and Corporate Governance Committee and Independent Director, with effective date on 1 January 2022.

(4) Roles, Duties and Responsibility of the Board of Directors

1. New directors must receive orientation about the Company's business operations.
2. The duties are to be in compliance with the law and the Company's objectives and regulations as well as shareholder meeting resolutions with honesty, preservation of the Company's benefits and accountability to shareholders.
3. Establish the Company's vision, mission, policies, direction and strategies and consider the business plan and the annual budget. In addition, manage to ensure that the Management operates in compliance with the Company's policies and regulations with efficiency and effectiveness under good governance principles to add maximum economic value to the business and maximum wealth for the shareholders and use innovations and technology to manage essential resources to add sustainable value to the business.
4. Ensure that the Company continuously operates business on the long term and has an employee development plan and a succession plan.
5. Always monitor the Company's business operations and recognize compliance with laws and contract conditions related to the Company. Task the Management with reporting on the Company's performance results and other significant issues to the Board of Directors at every Board meeting to ensure the efficient operation of the Company's business.

6. Regularly, completely and factually report to the shareholders about the organization's status and its positive and negative future with adequate justifications.
7. Ensure that the Company has effective and credible accounting, financial reporting, internal control and internal audit systems.
8. Play an important role in risk management by establishing risk management guidelines and measures that are suitable, adequate and regularly monitored.
9. Consider the dividend payout policy and approve interim dividend payouts to shareholders and report on the said payouts at the next shareholders' meeting.
10. Consider and/or express opinions on connected transactions and/or transactions (in case the scale of the transactions do not require approval from the shareholders' meeting) of the Company and its subsidiaries to ensure compliance with related laws, announcements, regulations and procedures.
11. Consider approval of asset acquisition or disposal, investment in new businesses, significant operational agreements, taking out loans or credits from financial institutes, loan offers, acting as a guarantor and any operations to ensure compliance with securities and exchange laws, announcements, regulations and procedures of the Company and its subsidiaries.
12. If the position of director is vacant due to reaching the term limit or other reasons and in case of new director appointment, consider approving the appointment of personnel without the prohibited characteristics pursuant to the Public Limited Companies Act, B.E. 2535 (including amendments), Securities and Exchange Act B.E. 2535 (including amendments) and other laws including announcements, regulations and/or other related procedures, to the position of director and establish director remuneration for proposing at the shareholders' meeting for approval consideration.
13. Consider approving the appointment and establishment of the roles and responsibilities of sub-committees as deemed appropriate and necessary in order to support the Board of Directors' administration.
14. Establish subsidiary governance strategies in order to preserve the Company's capital benefits. The Board of Directors is responsible for considering the suitability of the personnel sent to hold director positions in the Group in order to ensure compliance with the Company's policies and to ensure that transactions are in compliance with laws, the securities and exchange regulations and Stock Exchange of Thailand's announcements.
15. Review and approve the corporate governance policy every year.
16. Ensure the establishment of corporate code of conduct and code of ethics for directors, executives and employees to be used as guidelines in the organization.
17. Control and supervise the Management to ensure the ethical and equal treatment of all stakeholders.
18. Refrain from buying or selling stocks for 30 days before financial statement announcements and until the financial statement is disclosed.
19. Report holdings of securities and futures agreements by yourself and (1) company deirector's spouse or partner cohabiting as a spouse and (2) minor children including juristic persons in which company directors, persons in (1) and persons in (2) holding more than 30% of all shares eligible for voting and the majority of joint shareholdings is held by the juristic persons in the Company and affiliated companies to the Board of Directors' meeting every time there are changes (acquisition, sale, outbound transfer or inbound transfer) and notify the Company without delay.

20. Directors who buy or sell the Company's stocks must report the transactions at the next Audit and Risk Management Committee's meeting.
21. Non-executive directors and independent directors are to meet with each other as necessary at least once a year to confer about management issues of interest without the attendance of the Management and notify the Chief Operating Officer of the meeting resolution.
22. Report the responsibilities of the Board of Directors in the financial report include the report along with the auditor's report in the annual report. Furthermore, cover major issues in accordance with the Stock Exchange of Thailand's Policy Statement on Code of Best Practices of Directors of Listed Companies.
23. The Board of Directors is authorized to approve the following matters:
    1) Administrative restructuring.
    2) Creation of the list of the Company's authorized signatories.
    3) Appointment of employees at the CEO level and higher.
24. The Board of Directors are to coordinate with the Management on the following matters:
    1) Creation and review of annual strategies, objectives and plans.
    2) Management of the suitability and adequacy of the risk management and internal control systems.
    3) Stipulation of suitable operational authority for the Management's responsibilities.
    4) Creation of frameworks for resource management, development and budgeting such as the human resource management policy and plan and the information technology policy.
    5) Performance monitoring and evaluation.
    6) Ensuring the credibility of financial and non-financial information disclosure.
25. Delegating to one or several directors or other personnel the tasks of the Board of Directors. The said delegation or sub-delegation of authority cannot allow the director or delegate to approve transactions in which the director or delegate holds stakes or has conflict of interest in any form with the Company or its subsidiaries unless the transaction approval is in compliance with the policies and criteria approved by the meetings of the shareholders or the Board of Directors.
26. If necessary, the Board of Directors can seek professional opinion from externa consultants about the Company's operating with the Company's expenses.
27. Appoint a Company Secretary in accordance with the securities and exchange law to create and keep documents and others items stipulated by the Capital Market Supervisory Board, help operate the Board of Directors and the Company's activities, such as meetings of the Board of Directors and the shareholders, and advise the directors and the Company on their conduct and business operations to ensure compliance with related laws and regulations in addition to ensuring that the directors and the Company disclose information correctly, completely and transparently.
28. Consider approving the review of the charters of the Board of Directors, sub-committees, Chief Operating Officer and Company Secretary at least once a year.

(5) Roles and Responsibilities of the Chairman of the Board

1. Direct, monitor and ensure that the Board of Directors' operations are efficient and achieve the organization's core objectives and goals.
2. Ensure that all directors take part in supporting an ethical organization culture and good corporate governance.
3. Establish the Board of Directors' meeting agendas by coordinating with the CEO and ensuring the establishment of measures to ensure the inclusion of important issues in the meeting agendas.
4. Devote enough time for the Management to propose issues and for directors to thoroughly discuss significant issues.
5. Support directors in using discretion and giving importance to every matter presented at meetings including good governance issues.
6. Create a good relationship between the Board of Directors and the Management and support the Management's operations without interfering with routine administration.

(6) Authority of the Board of Directors

The Board of Directors have the authority to approve matters of the Company that are within the scope of responsibility stipulated in laws, the Company's regulations, the Board Charter and shareholders' meeting resolutions, including the delegation of authority and the establishment and review of the vision, mission, objectives, operational strategies, operational plans, risk management policy, annual budget, business operation plans and performance monitoring and evaluation to ensure compliance with established plans.

(7) Division of Board and Management Responsibilities

The Company clearly divides roles, duties and responsibilities between the Board of Directors and the Management in accordance with the Company's operational authority manual. The Board of Directors is responsible for creating policies and governing the Management's work at the policy level. The Management is responsible for administrating work according to the policies set by the Board of directors with the Chairman of the Board and the Chief Executive Officer being different people both of whom are selected by the Board of Directors. In addition, the Nomination, Remuneration and Corporate Governance Committee are responsible for creating a succession plan for high-level executives and reviewing the said plan and presenting it to the Board of Directors every year.

Moreover, in order to clearly divide the responsibilities between the Board of Directors and the Management, the Chairman of the Board will not participate in administrative work and will not be an authorized signatory of the Company.

(8) Terms of Director Positions

Years in Director Positions

Company regulations have specified time in office for directors in compliance with the Public Company Limited Act B.E. 2535. At the annual general meeting, one-third of all directors are to leave positions. If the number of directors cannot be divided by three, the number of directors closest to three is to leave positions. Directors who were in positions longest are to leave positions. Currently, the Company has a total of eight directors with three directors' terms expiring in each year. Directors whose terms have expired may be selected to hold director positions again.

Consecutive Terms of Independent Directors

Independent directors should not have terms exceeding nine years unless any independent director is fit to hold a position for longer. The Board of Directors considers independence and performance efficiency of independent directors along with explaining reasons and performance to shareholders. Independent directors have terms of no more than nine years from the date of first appointment as independent directors. In cases where an independent director is appointed to continue in an independent director position, the Board of Directors is to consider reasons of the aforementioned necessity and consider the aforementioned director as not an independent director.

(9) Specification of the Number of Listed Companies in Which Company Directors Hold Positions

The Board of Directors has policy to require the number of listed companies in which company directors hold positions to be a total of no more than five listed companies in order to allow directors to effectively dedicate time for performing duties. The Board of Directors follows the policy strictly without any director holding more positions in listed companies than the number specified in the policy.

(10) Director Positions in Organizations Outside the Company Held by the Chief Executive Officer

The Board of Directors allows the CEO to hold positions in no more than three other listed companies and to thoroughly consider performance efficiency when holding positions in multiple companies to ensure that the CEO can dedicate sufficient time for performing duties in the Company.

The Company has a policy to prohibit the Chief Executive Officer from holding director positions, executive positions or being a partner in common partnerships or partnerships without limited liability in limited partnerships or director positions in other limited companies or public companies limited that are engaged in businesses with the same characteristics as the Company and in competition with the Company's business unless the CEO informed the shareholder meeting before a resolution to appoint the CEO.

The Board of Directors does not have a policy to send executives to become directors or executives in other companies outside the Company Group except for positions in non-profit charitable organizations.

8.3 Information on Sub-committees

The Board of Directors appointed a total of three sub-committees consisting of the Audit and Risk Management Committee, the Nomination, Remuneration and Corporate Governance Committee and the Executive Committee to perform duties in specific areas, consider and present opinions to the Board of Directors to accompany consideration of approval of acknowledgement. The Board of Directors prepared charters with a specified scope of roles and duties of each sub-committee and disclosed the aforementioned charters on the Company's website (www.alla.co.th). Furthermore, the Board of Directors may appoint other specific sub-committees or change the scope of roles or duties of other sub-committees as the Board of Directors considers appropriate.

8.3.1 The Audit and Risk Management Committee

The Company has defined that the Audit and Risk Management Committee must consist of 4 independent directors. As of 31 December 2022, the members of the Audit and Risk Management Committee are as follows:

Name-Surname	Position
1. Mr. Winid Silamongkol	Chairman of the Audit and Risk Management Committee
2. Prof. Dr. Sahaton Rattanapijit	Member of the Audit and Risk Management Committee
3. Mr. Chirawat Srisawadi	Member of the Audit and Risk Management Committee
4. Mr. Montri Mahaplerkpong[1/]	Member of the Audit and Risk Management Committee

Note: [1/]The Board of Directors Meeting No. 7/2021 held on 22 December 2021 resolved to approve the appointment of Mr. Montri Mahaplerkpong as the Member of the Audit and Risk Management Committee, with effective date on 1 January 2022. Mr. Montri attended the first meeting of the the Audit and Risk Management Committee Meeting No. 1/2022. This is to replace Mr. Patai Bunmark who resigned from the position of the Member of the Audit Committee, with effect from 31 December 2021 onwards.

Miss Woraratt Mekkerdchoo acts as the Secretary of the Audit and Risk Management Committee

Mr. Winid Silamongkol and Mr. Chirawat Srisawadi have acceptable knowledge and experience in accounting or finance for reviewing financial statement credibility and every independent director is able to provide independent opinions as individuals with knowledge capable of reviewing operations in compliance with policies, rules, laws, regulations and specifications of governing agencies. These individuals support development of financial and accounting report systems in line with international standards along with reviews to have strict and effective internal control, internal audit and risk management systems.

The Company has internal audit units with Miss Sutisa Bunnet as the current Internal Audit Manager who reports directly to the Audit and Risk Management Committee. In 2022, the Audit and Risk Management Committee met once with auditors without the management to ask auditors for opinions on various issues.

(1) The Audit and Risk Management Committee member's Term of Office

The office term of each Audit and Risk Management Committee's member is based upon the office term they occupied as the Board of Directors. The Audit and Risk Management Committee's members may be re-appointed if the Board of Directors see as appropriate, but the office term of the Audit and Risk Management Committee shall not be automatically renewed.

In case of a vacancy in the Audit and Risk Management Committee's member due to reasons other than retirement by rotation which result in the decrease in number of Audit and Risk Management Committee, which therefore violates the required amount of at least three Audit and Risk Management Committee's members, the Board of Directors shall, immediately or within three months, appoint a new member to meet the requirement in order to resume the operation of the Committee. The substituted member can only be in the office within the remaining term of the member he/she replaced.

(2) Roles, duties and responsibilities of the Audit and Risk Management Committee

Financial Reports

1. To review and make sure that the Company obtains correct financial reports, with sufficient information disclosure according to financial reporting standards, coordinating with external auditor and responsible executives to arrange financial reports both quarterly and annually, whereas Audit and Risk Management Committee may suggest the auditor during the audit to review any substantial items deemed essential.

The Auditor

1. To select, submit for nomination, and lay off Company's auditor, as well as to define audit fee, whereas the auditor is required to be an independent person.
2. To attend the meeting with the auditor with no management person attending, at least once a year, in order to obtain quarter and annual financial statement review results and discuss on problems and obstructions which may be found in operation of the auditor, or any issues which Audit and Risk Management Committee or the auditor may agree to consider particularly.
3. In the event that the auditor providing the services on the other works for other assurrance or other relevant works in temporary manner, which the auditor can perform under independency, it is to be considered as follows.
    3.1 As for the services on normal business operation such as destruction of goods and property BOI audit etc. Audit and Risk Management Committee shall approve the auditor's work operation by authorizing management to handle such under the scope determined in Table of Approval Authority, and responsible to report such services to acknowledgement of Audit and Risk Management Committee in the next meeting held after agreement on such services.
    3.2 As for the services on non-normal business operation such as an audit for particular objectives, services on professional advisory, management shall present such to consideration of Audit and Risk Management Committee on independency and fore approval of appointment prior to such conducts, under the scope determined in Table of Approval Authority.

Enterprise Risk Management and Internal Control

1. To review and approve framework of risk management, including policies and procedures of identifying, prioritizing, managing, following up, and reporting crucial business risks to consideration of the Board of Directors.
2. To review and approve criteria of risk appertize by the Company, at least once a year, in order to make sure of its corresponding to the Company's business objectives and goals.
3. To review report of substantial risk and risk management measures provide by the management, in order to make sure that these risks are in acceptable degrees.
4. To review for the Company's appropriate, sufficient and effective internal control.

Internal Audit

1. To consider independency of internal audit department, as well as to approve consideration of appointment, transfer, termination of employment, and to consider performance of the Internal Audit chief.
2. To review internal audit plan, internal audit operation, along with consideration of substantial data on risks and internal control.
3. To review audit report provided by internal audit department, including the Executives' response, and report such audit result.
4. To attend the meeting with chief of internal audit department with no management person attending, at least once a year, in order to discuss about the problems or limitations rising during audit, or discuss any matters Audit and Risk Management Committee and auditor may agree to consider particularly.

Compliance with Laws and Regulations

1. To review the Company's compliance with laws of securities and exchange, terms of the Stock Exchange of Thailand and The Capital Market Supervisory Board, as well as laws relevant to businesses of the Company and subsidiaries.
2. To review connected transaction or transaction with possible conflicting of interests, as well as to consider terms and cancellation of transactions differed from the terms on the matter of cancelling the transaction considered before entering substantial transaction, and to consider acquisition or disposal of the Company and subsidiaries are in line with law and terms of the Stock Exchange of Thailand, in order to make sure that such transactions are reasonable and optimally beneficial to the Company. And if Audit and Risk Management Committee shall not be expert in potential related items, the Company shall assign independent expert or the Company's auditor to provide suggestions on such related transactions, in order to bring it to consideration/ decision of Audit and Risk Management Committee.
3. In performing duty of Audit and Risk Management Committee, any doubts or questions on the following transactions by which the Company's financial status and operation performance may be affected, Audit and Risk Management Committee shall report to the Company's Board of Directors for resolution in timely manner deemed by Audit and Risk Management Committee.
   3.1. Transaction incurring conflicting of interests
   3.2. Corruption or substantial abnormalities or impairments in Internal Audit
   3.3. Breaking laws of securities and exchange, terms of the Stock Exchange of Thailand, as well as laws relevant to businesses of the Company.

   If the Company's Board of Directors or executives fails to resolve within timely manner as per paragraph 1, any of Audit and Risk Management Committee may report such actions to The Securities and Exchange Commission of Thailand and the Stock Exchange of Thailand.

Reporting

1. To report performance of Audit and Risk Management Committee to the Company's Board of Directors at least 4 times a year.
2. To publicly provide report of Audit and Risk Management Committee in annual report determined by Stock Exchange of Thailand.

Others

1. To revise the charter and submit to the Company's Board of Directors for approval of change at least once a year.
2. Audit and Risk Management Committee shall have authority to invite the management and any relevant persons to attend the meeting for gathering relevant information.
3. To request for independent opinions from other professional advisory when seeing its important, by costs of the Company or subsidiaries, in accordance with regulations of the Company and subsidiaries.
4. Audit and Risk Management Committee shall appoint secretary of Audit and Risk Management Committee to assist operation of Audit and Risk Management Committee.
5. To perform any other works the Company's Board of Directors assign with approval of Audit and Risk Management Committee.

8.3.2 The Nomination, Remuneration and Corporate Governance Committee

The Company has defined that the Nomination, Remuneration and Corporate Governance Committee must consist of at least 3 directors. More than half of all Nomination, Remuneration and Corporate Governance directors must be independent directors and the Chairman of the Nomination, Remuneration and Corporate Governance Committee must be independent directors.

As of 31 December 2022, there are 4 members of the Nomination, Remuneration and Corporate Governance Committee and 3 independent directors, which is more than half of the total number of directors as specified above.

Name-Surname	Position
1. Prof. Dr. Sahaton Rattanapijit[1/3/]	Chairman of the Nomination, Remuneration and Corporate Governance Committee
2. Mr. Chirawat Srisawadi[1/3/]	Member of the Nomination, Remuneration and Corporate Governance Committee
3. Mr. Ong-ard Puntuyakorn	Member of the Nomination, Remuneration and Corporate Governance Committee
4. Mr. Montri Mahaplerkpong[2/3/]	Member of the Nomination, Remuneration and Corporate Governance Committee

Note: [1/]The Board of Directors Meeting No. 1/2022 held on 23 February 2022 approved the appointment of Professor Dr. Sahathon Rattanapaijit to be the Chairman of the Nomination, Remuneration and Corporate Governace Committee in place of Mr. Chirawat Srisawadi, effective from 23 February 2022 onwards.
[2/]The Board of Directors Meeting No. 7/2021 held on 22 December 2021 resolved to approve the appointment of Mr. Montri Mahaplerkpong as the Member of the Nomination, Remuneration and Corporate Governance Committee, with effective date on 1 January 2022. Mr. Montri attended the first meeting of the Nomination, Remuneration and Corporate Governance Committee Meeting No. 1/2022.
[3/]Holding the position of Company Director and Independent Director.

Miss Wararatt Mekkerdchoo acts as Nomination, Remuneration and Corporate Governance Committee Secretary.

(1) The Nomination, Remuneration and Corporate Governance member's Term of Office

The office term of each Nomination, Remuneration and Corporate Governance Committee's member is based upon the office term they occupied as the Board of Directors. The Nomination, Remuneration and Corporate Governance Committee's members may be re-appointed if the Board of Directors see as appropriate, but the office term of the Nomination, Remuneration and Corporate Governance Committee shall not be automatically renewed.

(2) Roles, duties and responsibilities of the Nomination, Remuneration and Corporate Governance Committee

Recruitment and Selection

1. To consider structure and composition of the Company's Board of Directors, including number of directors to suit size and complexity of the business, as well as to alter in accordance with environmental changes.
2. To set the policy, criteria, guidelines in recruitment and selection of the Company's Board of Directors and executives, in order to comply with the regulations and applicable laws.
3. With completion of the director's term or vacancy of the position, or assignment of the Company's Board of Directors, qualified person with experience, skills and specialization shall be, for benefit of the Company's relevant business, nominated to the Company's Board of Directors and/or shareholder's meeting according to the positions below.
   - Company directors
   - Committee in any subcommittee directly assigned by the Company's Board of Directors
   - Executives and management authorities

   Recruitment and selection must be conducted under fair and transparent, with non-prejudice.
4. To consider independency and qualification of independent directors individually, in order to make sure of full qualification of such independent directors, according to applicable laws.
5. To make sure of holding orientation, handing documentation and useful information for performing duty as a new director.

Compensation

1. To determine guidelines for compensation in cash and non-cash for the directors and executives, including other benefits in accordance with missions, undertakings and qualifications of the appointed person. The employment shall be presented in the meeting of Company's Board of Directors for consideration and approval and/or proposed to the shareholders' meeting for further approval.

Evaluation and Development

1. To determine guidelines and evaluate performance of the Company's Board of Directors and subcommittee and executives for consideration of annual compensation adjustment, under the criteria of undertakings, relevant risks, as well as how value adding on shareholders is placed important by such person in long-term.
2. To consider setting of director development plan to encourage and develop knowledge, skill for all sets of directors, for understanding of director's roles and duties, business, economic conditions, technology, laws, or relevant rules to the Company's business.

3. To consider setting succeeding plan of director and executives for immediate substitution and continuous operation.

Corporate Governance

1. To define the policy and scope of Corporate Governance to present to Company's Board of Directors regularly.
2. To suggest guidelines of Corporate Governance to the Company's Board of Directors as well as giving advice to the Board of Directors on corporate governance matters.
3. To monitor performance of the Company's Board of Directors and management team, in accordance with Corporate Governance policy.
4. To revise guidelines of the Company's Corporate Governance for suitability on the Company's business operation and corresponding to universal level and to Stock Exchange of Thailand, then present to the Company's Board of Directors for continuous improvement.
5. To review the policy and measure against Bribery and Corruption, in order to make sure the Company's compliance of obligations under applicable laws.
6. To review the Company's acquirement for complaint and whistle blowing systems, and to enable stakeholders and employees on disclosure of the information confidently, in order to make sure that all complaints are to be independently investigated and properly followed up.

Sustainability

1. To determine and revise policies, strategies, goals and plans on sustainable development for proper balance on Environmental, Social and Governance–ESG, and corresponding to guidelines of Corporate Governance at both national and universal level.
2. To suggest and promote the Company's operation in accordance with sustainable development strategy and policy.
3. To supervise, oversee, follow-up for the Company's achievement on determined sustainability, and to support the directors, management and employees on compliance of the guidelines of sustainable development efficiently.

Reporting

1. The Nomination, Remuneration and Corporate Governance Committee reports to the Company's Board of Directors.
2. To provide report of the Nomination, Remuneration and Corporate Governance Committee, publicly disclosed in the Company's annual report as required by Stock Exchange of Thailand
3. To disclose Nomination, Remuneration and Corporate Governance policy, and disclose all forms of the Company's compensation in annual report.

Others

1. To revise charter and present to the Company's Board of Directors for approval of changes at least once a year.
2. To request for independent opinions from other professional advisory when seeing its important, in accordance with regulations of the Company.
3. The Nomination, Remuneration and Corporate Governance Committee shall appoint secretary of the Nomination, Remuneration and Corporate Governance Committee to assist operation of the Nomination, Remuneration and Corporate Governance Committee
4. To perform any other works the Company's Board of Directors assign with approval of Nomination, Remuneration and Corporate Governance Committee.

8.3.3 The Executive Committee

The Company has defined that the Executive Committee must consist of at least 3 members, which are selected from directors and executives of the Company qualified. The Board of Directors appoints the Executive Committee by selecting from the Company's directors, Executives or high-ranking employees of the Company who are capable of managing tasks related to normal business operations and the Company's management and be able to set policies, business plans, budgets, management structures, including monitoring and following up on the Company's performance according to the policy set by the Board of Directors. As of 31 December 2022, there are 5 members of the Executive Committee.

Name-Surname	Position
1. Mr. Ong-ard Puntuyakorn	Chairman of the Executive Committee
2 Mrs. Vallaya Puntuyakorn	Member of the Executive Committee
3. Mr. Chumpol Chancharoen	Member of the Executive Committee
4 Mr. Pracha Patthanawitthayakul	Member of the Executive Committee
5. Miss Chalumporn Puntuyakorn	Member of the Executive Committee

Miss Woraratt Mekkerdchoo acts as the acting Executive Committee Secretary.

(1) The Executive member's Term of Office

The executive member will vacate the position when

- Death
- Resignation
- Dismissal by the Board of Directors
- Disqualification as specified in the Executive Committee's charter

In cases where an executive director resigns prematurely, executive directors should notify the Chairman of the Board at an appropriate time in advance of resignation and specify causes of resignation.

(2) Roles, duties and responsibilities of the Executive Committee

1. Define and review the vision, mission, strategy and business plan including the management structure and various management powers of the Company to propose to the Board of Directors for further consideration and approval.
2. Conduct and manage the Company's business in line with the purposes, regulations, policies, rules, specifications, orders and resolutions of the Board of Directors' meetings.
3. Consider and propose objectives, policies, business plans, business strategies, financial objectives and annual budgets, business expansion, management structure and annual action plans with proper consideration to business factors.
4. Supervise, inspect and oversee the Company's business activities and monitor the Company's performance in line with set business objectives, policies and plans. In addition, supervise budgetary spending as approved by the Board of Directors and report performance results to the Board of Directors.

5. Appoint, supervise, coordinate and specify the authority and duties of special work teams and work management teams in addition to considering and approving proposals made by work management teams and special work teams in addition to holding the authority to appoint chief advisors, advisors and an advisory board for the Executive Committee as appropriate. The Executive Committee also has the authority to set appropriate remunerations for the aforementioned advisors.
6. Defind procedures and methods for transactions between the Company or subsidiairies and major shareholders, directors or executives of the Company along with people connected to the aforementioned persons as appropriate in order to prevent transfers of gains and make proposals to the Board of Directors for approval in principle and ensure that practices follow principles and specifications approved by the Board of Directors.
7. Consider and approve transactions that are part of the Company's normal business activities, contracts, investments, general work administration and take actions concerning transactions that support the Company's normal business in line with general trade conditions and within the financial limit set by the Board of Directors.
8. Evaluate the Company's performance and proposed interim dividend payments before making proposals to the Board of Directors for approval. Furthermore, inspect and give recommendations concerning the dividend payment policy and evaluate the Company's annual dividend payment proposals in order to make proposals to the Board of Directors for approval and subsequent proposals to shareholder meetings for approval.
9. Conduct feasibility studies in new investment projects by conducting appropriate and comprehensive technical and financial studies in order to facilitate decision-making and investment cancellation considerations and make proposals to the Board of Directors.
10. Monitor the performance and progress of investment projects in each business and report the performance, overall problems and obstacles that occur along with solution guidelines to the Board of Directors.
11. The Executive Committee is authorized to evaluate and approve financial transactions with financial institutes in opening accounts, borrowing funds, withdrawing funds from the Company's accounts, using loans and submitting the Company's assets as a bond for the aforementioned debts, whether registered or not, in order to benefit the Company's business activities. The Executive Committee also has the authority to conduct juristic acts, enter into contracts, file requests, submit proposals, contact and otherwise engage in other juristic acts with governmental bodies in order to acquire various rights for the Company and/or take any actions relating to the aforementioned undertakings until completion within set financial limits and/or according to set delegation of authority as set by the Board of Directors and/or in accordance with related laws and regulations and/or the Company's regulations.
12. Appoint an operation team to assist the performance of the Executive Committee and has the authority to seek independent opinions from professional consultants when deemed necessary. Hiring for such opinion seeking shall follow the Company's regulations.
13. Supervise and oversee the presence of procedures for operators to report incidents, unusual activities and legal violations to the Executive Committee in a timely manner. In addition, in cases where the aforementioned occurrences have potentially significant impacts, the Executive Committee is required to report to the Board of Directors for consideration of proper corrective actions within a timely manner.

14. The Executive Committee is required to report the duties that it performs to the Board of Directors on a regular basis as well as report resolutions and significant activities within the authority of the Executive Committee to the Board of Directors for acknowledgement on each subsequent Board of Directors' meeting.
15. Conduct a self-evaluation of performance annually by-committee and by-individual.
16. Review the Executive Committee's charter at least once annually in order to present it to the Board of Directors for approval.
17. Perform all other tasks as assigned by the Board of Directors with the approval of the Executive Committee.
18. Appoint the secretary of the Executive Committee to assist in the performance of duties of the Executive Committee.

(3) Authorization

The Executive Committee may authorize one or several other people to perform specific actions under the supervision of the Executive Committee or possibly through authorization of powers to the aforementioned persons as the Executive Committee deems appropriate and for time periods the Executive Committee deems fitting. In addition, the Executive Committee can revoke, cancel, revise or change granted authorizations as deemed fitting.

Furthermore, the aforementioned authorizations must not be in the manner that constitutes an authorization or sub-authorization that allows people authorized by the Executive Committee to have the ability to authorize transactions in which they or individuals with conflict of interest (as defined in announcements of the Capital Market Supervisory Board and/or the Stock Exchange of Thailand and/or other announcements of relevant agencies) or stakes or other conflict of interest might arise as a result, in any manner to the Company. The Executive Committee does not have the power to authorize the such undertakings, and the aforementioned issues must be presented to a meeting of the Board of Directors' and/or shareholders (depending on the case) for approval, unless the aforementioned transactions are normal transactions of the Company and have the same criteria that exist for transactions conducted with external parties (arm's-length basis).

8.4 Information of the Executives

8.4.1 Name and Position of the Executives

As at 31 December 2022, there are six member of the Company's Executives as follow:

Name - Surname	Position
1. Mr. Ong-ard Puntuyakorn	Chief Executive Officer
2 Mrs. Vallaya Puntuyakorn	Chief Administrative Officer
3. Mr. Chumpol Chancharoen	Chief Operating Officer
4. Miss Woraratt Mekkerdchoo	Chief Financial Officer
5. Mr. Pracha Patthanawitthayakul	General Manager
6. Miss Chalumporn Puntuyakorn[1/]	General Manager

Note: [1/]Miss Chalumporn Puntuyakorn was appointed as General Manager on 26 June 2022.

In this regard, the Company's executives conform with the definition of "the Executive" of the announcement of the capital market board no. Tor Jor 23/2551.

The six members of the Executives have no forbidden qualification as follows:

1. Never dishonestly committed an offence against property.
2. Never entered into any transaction which may cause conflict of interest against the Company during the year.

The Executives of the Company are responsible for operating under the policy, strategy, and goals which the Board of Director determines. The Board of Directors approve the delegation of authority comply with responsibility for transparently and liquidity of operations.

(Information of the Company's management structure is reported in topic 8.1 Corporate Governance Structure).

Report of Changes in Securities Holding of Executives

Name - Surname	For the year 2022 Balance of shares as of 30 December 2022		For the year 2021 Balance of shares as of 30 December 2021		Change Increase/ (Decrease)	Common Shares of the subsidiary
	Direct	Indirect	Direct	Indirect		
1. Mr. Ong-ard Puntuyakorn	203,282,300	-	203,282,300	-	-	1
2 Mrs. Vallaya Puntuyakorn	135,000,000	-	135,000,000	-	-	1
3. Mr. Chumpol Chancharoen	-	-	-	-	-	-
4. Miss Woraratt Mekkerdchoo	50,000	-	50,000	-	-	-
5. Mr. Pracha Patthanawitthayakul	-	-	-	-	-	-
6. Miss Chalumporn Puntuyakorn	45,000,000	-	45,000,000	-	-	-

8.4.2 Chief Executive Officer and Management's Remuneration Policy

Remuneration of the Chief Executive Officer and top executives are in accordance with policy and guideline set by the Board of Directors and/or the Nomination, Remuneration and Corporate Governance Committee and for the highest benefits to the Company. Remunerations, including salary, bonus and incentives, must be at an appropriate level and consistent with individual performance, business performance and the implementation of strategic plans. The executive, who is assigned additional responsibility, will receive additional remunerations in accordance with additional responsibility. It must also be a competitive rate with the same industry, to retain qualified executives and taking into account the interests of the Company and its shareholders. In this regard, the Chief Executive Officer and top executives receive remuneration in the same form as follows:

1. Short-term remuneration such as salary and bonus.
2. Long-term remuneration such as provident fund, reserve for post-employment benefits/long service awards, etc.
3. Other welfares such as accident insurance, annual health check-up, uniform, life/health insurance and company car etc.

8.4.3 Chief Executive Officer and Management's Remuneration

In 2022 and 2021, the Company paid remunerations to all executives as follow.

Compensation type	2022		2021	
	Number (person)	Remuneration (Baht million)	Number (person)	Remuneration (Baht million)
Salary and Bonus	6	16.09	6	14.75
Other remunerations i.e.				
- Provident fund[1/]	5	0.64	5	0.62
- Social security fund, reserve for post-employment benefits/long service awards and other welfares	6	1.64	6	1.65
Total	**6**	**18.37**	**6**	**17.02**

Note: [1/]The Company has provided a provident fund for the management with the same policy of paying contributions as the employee's policy.

8.5 Employees information

As at 31 December 2022 and 2021, the Group had a total of 456 and 424 employees, respectively (include executives), which can be divided into divisions and can be summarized as follows:

Employee	31 December 2022		31 December 2021	
	The Company	The Subsidiary	The Company	The Subsidiary
Sales and Marketing	43	18	40	17
Production and after sales service	216	82	203	77
Management and support	78	19	72	15
Total	**337**	**119**	**315**	**109**

Proportion of diversity (all employees)	31 December 2022			
	The Company		The Subsidiary	
	Male	Female	Male	Female
Percentage of number of personnel	66%	34%	74%	26%

Employees' Remuneration policy

The Group has determined the incentive for the employees with good and effective performance, as well as ensures proper and standard remuneration for the Group's employees. In regards, the Group sets the employee remuneration policy in the aspect of position, role, responsibility, experience, and related industry remuneration. However, the Group has determined the employees' performance evaluation according to the KPI (Key Performance Indicator) which regards to vision, mission, long-term goals and corporate culture of the Group.

Composition of the employees' remuneration

1. Salary including over time and holiday wage as employee compensation.
2. Short-term remuneration such as commission, bonus, meal, workpiece, risk compensation, fuel cost, and travel allowance, etc., which are intended to motivate employee for achieving performance. This remuneration rely on employee's performance and each company's operations for the fiscal year.
3. Long-term remuneration such as provident fund, reserve for post-employment benefits/long service awards, etc., to persuade efficient employee for long-term career with the Group.
4. Other welfares such as accident insurance, annual health check-up, uniform etc., to support the employee's quality of life.

Employees' Remuneration

In 2022, the Group paid remunerations to employees (excluding executives of the Company) totaling Baht 169.27 million (2021: Baht 145.01 million), the Company only, Baht 124.12 million (2021: Baht 109.16 million), which consists of salary, short-term and long-term compensations, including other welfares.

Proportion of remuneration (all employees)	31 December 2022			
	The Company		The Subsidiary	
	Male	Female	Male	Female
Percentage of base salary	68%	32%	81%	19%

Provident fund

The Group and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. The employees contribute to the fund monthly at the rate of 3 - 15 percent of basic salary, the Group contributes to the fund monthly at the same rate as its employees but not more than 5 percent of basic salary. The fund, which is managed by BBL Asset Management Co., Ltd., will be paid to employees upon termination in accordance with the fund rules.

The contributions for the year 2022 by the Group amounting to Baht 2.53 million (2021: Baht 2.31 million) were recognized as expenses, the Company only Baht 2.18 million (2021: Baht 2.04 million). The proportion of employees participating in the provident fund as of 31 December 2022 are as follows:

Company	PVD	Number of employees participating in the PVD (person)	Proportion of employees participating in the PVD/total employees (%)
Alla Public Company Limited	Yes	138	41%
Onvalla Company Limited	Yes	39	33%

Labor Disputes

No reports of the Company's significant labor disputes have been received over the past three years.

8.6 Other Important Information

8.6.1 Information of Company secretary, The person supervising accounting, The office of Internal audit unit, and The compliance unit

Company secretary

The Board of Director appointed Miss Rachaya Rattanasrithong as Acting Company Secretary to hold the Board of Director's meeting, and Shareholders' Meeting, also prepare the meeting minutes of the Board of Director's meeting, Shareholders' Meeting, and annual report. The Company Secretary also prepare and maintain key document which comply with the law. The Company Secretary is appointed by the Board of Director as is appropriated and qualified with capability of managing company secretary's duties to be comply with law and regulations as well as be responsible for supervising the Company's corporate governance. More profile details present in Company Secretary Profile in Appendix 1.

The person supervising accounting

Chief Financial Officer, is assigned to be directing responsible for supervising accounting of the Company, Miss Woraratt Mekkerdchoo is qualified as an accountant under the criteria set by the Department of Business Development. More profile details present in Executive Profile in Appendix 1.

Internal audit unit

The Company's Internal Audit Unit is directly under the Audit and Risk Management Committee, having duties to supervise, audit and evaluate performance, internal control, provide assurance and consultation independently, efficiently and effectively, by having Ms. Suthisa Boonnate as the Internal Audit Manager of the Company.

In addition, Dharmniti Internal Audit Company Limited. ("Independent Internal Auditor" or "Dharmniti") is an independent internal audit office who has been appointed by the Company to be responsible for the assessment and monitoring of the Company's internal control system in 2022, which is controlled by Ms. Korakot Wanasawat.

In this regard, additional details are presented in the details of the internal auditor's profile in Appendix 3.

The compliance unit

The Group has established a compliance unit which is responsible for supervising, answering questions and giving advice to employees in the organization. In order to perform the work correctly and appropriately according to the rules, regulations, code of conduct of the organization and regulatory agencies of variou officials. Mr. Songpun Rittisorn as the manager of the legal department, under the administrative office of the Company, qualified and graduated with a bachelor's degree in law and a master's degree in business administration (Business Law) from Ramkhamhaeng University and is licensed as a lawyer.

8.6.2 Investor Relations

Miss Rachaya Rattanasrithong is assigned as an investor relations. In case of additional detail required, shareholders are able to contact investor relations unit by this following channel:

Address	:	933 935 937 939, Soi Onnut 46, Onnut Road, Onnut, Suanluang, Bangkok 10250
Telephone	:	0 2322 0777, 0 2721 5699
Fax	:	0 2322 1891-2
E-mail	:	ir@alla.co.th



8.6.3 Audit fee

The Company and its subsidiary paid audit fees to EY Office Limited for the year ended 31 December 2022 for an amount of Baht 1.30 million and Baht 0.70 million, respectively. Total audit fees of the Company and its subsidiary of Baht 2.00 million. This does not include miscellaneous expenses such as stamp, printing cost of published financial statements, transportation, etc.

Non-audit fee

- None –

9 Corporate Governance Performance

9.1 Performance of the Board of Directors in the past year

The Group is aware of the importance of governance in line with the Group's main objectives and goals based on set strategies, policies, work plans and budgets with proper follow-up, evaluation and monitoring of performance reports under business ethics and responsibility to shareholders and stakeholders. Consideration is also given to social benefits and care for environmental impact, including adaptation to constant changes in order for the Group's sustainable growth.

In 2022, the Board of Directors performed duties to promote competitive capacity and proper use of innovations and technologies in addition to governing sufficiency of the organization's internal control and risk management systems. Moreover, the Board of Directors provided the following opinions to benefit business development and operations in the organization:

(1) Review the Company's vision, mission, goals, strategies and business plans, by considering with the management, to be consistent with current situations and trends.
(2) Monitor and ensure that the strategy is implemented by requiring the management to report the performance according to the strategic plan around the middle of the year and the end of the year along with giving suggestions for improvement.
(3) Review the good corporate governance policy and related policies along with considering performance based on the good corporate governance principle and specifying corporate governance development plans.
(4) Review charters of the Board of Directors, sub-committees and the Chief Executive Officer.The criteria for the composition of the Board of Directors and the meetings of the Board of Directors have been revised. There were additional roles, duties and responsibilities of sub-committees to cover with the actual operations of the present and in line with the Group's goals and the principles of good corporate governance for listed companies, including any other criteria that have changed during the year.
(5) To revise crucial issue on sustainability, to define work plan and key performance indicators on the Group's ESG.
(6) To set the policy of Fair Labor Treatment. The Group realizes and gives precedence to fair labor treatment and respect human rights, consider defining compensation, welfare and other fair benefits as define by law, sustainable personal development and attention to life quality and safety at work.
(7) To set the policy to communicate with customer, whereas the Group realizes and places importance on customer right and manufacturer's duty, in order to keep fairness under Consumer Protection Act.

(8) To set the policy to promote creative thinking and innovation management, whereas the Group realizes and places importance on such, leading to substantial motivation to support business growth sustainably, aiming to make the Group an enterprise of innovation, corresponding with strategy plan and create advantage on competition, along with social and environmental responsibility.

9.1.1 Directors' Nomination, Development and Performance Assessment

(1) Criteria for selection of Independent Directors and nomination of Director

The Company attaches great importance to recruitment, development and evaluation of the performance of the Directors, both individually and committee as a whole. The Board of Directors and Directors play a critical role in defining directions of the Group. The Company has disclosed information and details regarding rules and processes for nomination of directors in "Topic 7 Corporate Governance Policy, Principle 3: Promotion of an Effective Board of Directors in subject 3.2 Nomination and Appointment of Directors and Independent Directors and subject 3.3 Performance Evaluation and Knowledge Development".

In 2022, the Board of Directors consists of 2 directors who are major shareholders as following: Mr. Ong-ard Puntuyakorn and Mrs. Vallaya Puntuyakorn.

(2) Top Executive Recruitment

Recruiting the Chief Executive Officer, who is the top executive officer is conducted by the Board of Directors who will appoints the Chief Executive Director nominated by the Nomination, Remuneration and Corporate Governance Committee, which considers the candidate with knowledge and capability to manage work related to normal business operations and the Company's management. In addition, the Chief Executive Officer must be able to define policies, business plans, budgets, management structures including auditing and monitoring the Company's performance in line with policies defined by the Board of Directors. The Chief Executive Officer must meet the following requirements and qualifications:

1. The Chief Executive Officer may hold director positions in no more than three other registered companies with thorough consideration of work efficiency when holding positions in multiple companies and to ensure that the Chief Executive Officer may dedicate sufficient time to perform duties in the Company.
2. Concerning policies in holding significant director or executive positions in other companies, the Company's regulations state that the Chief Executive Officer may not engage in businesses or become partners in ordinary partnerships or a partner without limited responsibilities in limited partnerships or directors in other limited companies or public limited companies engaged in the same business in competition with the Company's business unless the shareholder meeting was notified before a resolution of appointment.

Furthermore, the Board of Directors has no policy to send executives to become directors or executives in other companies outside the Group. In cases where the Chief Executive Officer will hold director or executive positions in other companies, the Chief Executive Officer must first obtain approval from the Board of Directors except for director positions in charitable non-profit organizations. Positions must not conflict with decrees of the law and regulations related to the Company's business. The Chief Executive Officer must not use work positions in the Company as references to support outside businesses.

The Company has disclosed information and details about the criteria and processes for top-level executive recruitment in "Topic 7 Corporate Governance Policy, Principle 4: Recruitment and Development of Top Executives and Human Resource Management".

9.1.2 Meeting attendance and individual directors'compensation

(1) Directors' meetings

It is the duty of each member of the Board to consistently attend the Board's meetings to stay informed of the Company's operations and make decisions. The Board holds at least 6 scheduled meetings per year, the schedules of which are arranged in advance every year and submitted to each director at the end of the preceding year so all the directors can arrange their schedule for the meetings. In addition, special meetings might be held to consider urgent matters.

The Chairman of the Board set agenda items and determine which agenda items are related to the meetings. Every individual member of the Board is entitled to propose agenda items. All members of the Board are allowed to express their opinions independently.

In summoning a meeting of the Board of Directors, a meeting invitation letter has been set up with the meeting agenda and meeting documents to the Board of Directors at least 7 days in advance, requiring that the Board of Directors should attend at least 75% of the total number of meetings each year. And while the Board of Directors will vote at the meeting, there must be at least 2 in 3 of the total number of directors.

In addition, the Board of Directors has organized a meeting among non-executive directors without the management attending in 2022 for 1 time to consider the management's operating results in 2022. The outcome of the meeting was informed to the Executive Committee after the meeting.

The Attendance of Directors in 2022

In 2022, the meeting of the Board of Directors, the Audit and Risk Management Committee and the Nomination, Remuneration and Corporate Governance Committee and the Annual General Meeting of Shareholders, all meetings are conducted via electronic media (e-meeting).

Directors	Board of Directors (8 directors)	The Audit and Risk Management Committee (4 members)	The Nomination, Remuneration and Corporate Governance Committee (4 members)	The General Meeting of Shareholders (8 members)
1. Mr. Winid Silamongkol	8/8	5/5	-	1/1
2. Prof. Dr. Sahaton Rattanapijit	8/8	5/5	4/4	1/1
3. Mr. Ong-ard Puntuyakorn	8/8	-	4/4	1/1
4. Mrs. Vallaya Puntuyakorn	8/8	-	-	1/1
5. Mr. Chirawat Srisawadi	8/8	5/5	4/4	1/1
6. Mr. Montri Mahaplerkpong[1/]	8/8	5/5	4/4	1/1
7. Mr. Chumphol Chancharoen	8/8	-	-	1/1
8. Ms. Rachaya Rattanasrithong	8/8	-	-	1/1

Note: [1/]The Board of Directors Meeting No. 7/2021 on 22 December 2021 approved to appoint of Mr. Montri Mahaplerkpong as Director, Member of the Audit and Risk Management Committee, Member of the Nomination, Remuneration and Corporate Governance Committee, and Independent directors, effective on 1 January 2022, and attended the first meeting of the Board of Directors Meeting No. 1/2022. This is to replace Mr. Patai Bunmark who resigned from the position of Director, Member of the Audit Committee and Independent director with effect from 31 December 2021 onwards.

(2) Directors' Remuneration Policy

Remunerations for directors is consistent with their duties, experiences, accountability and responsibility, including expected benefits from each director. The Board of Directors sets clear policy and guideline in paying remuneration to directors and proposes for approval at the shareholders' meeting every year. These remunerations are transparent, auditable, at appropriate level, comparable to industries of similar business size and sufficient to incentivize and retain qualified director, as required. In addition, director's remuneration also takes into additional responsibility in sub-committee.

(3) Board of Directors and Sub-Committees' Remuneration

In 2022 and 2021, the Company determines the remuneration for the Board of Directors and sub-committees as follows:

Position	Directors' Remuneration[1/]					
	2022		January–June 2021		July–December 2021[2/]	
	Remuneration per month (Baht/ Person/ Month)	Meeting Allowance (Baht/ Meeting)	Remuneration per month (Baht/ Person/ Month)	Meeting Allowance (Baht/ Meeting)	Remuneration per month (Baht/ Person/ Month)	Meeting Allowance (Baht/ Meeting)
Chairman of the Board	50,000	20,000	25,000	15,000	50,000	20,000
Directors	25,000	15,000	20,000	10,000	25,000	15,000
Chairman of the Audit and Risk Management Committee	-	20,000	-	15,000	-	20,000
Member of the Audit and Risk Management Committee	-	15,000	-	10,000	-	15,000
Chairman of the Nomination, Remuneration and Corporate Governance Committee	-	20,000	-	15,000	-	20,000
Member of the Nomination, Remuneration and Corporate	-	15,000	-	10,000	-	15,000

Note: [1/]Conditions remuneration

- The remunerations above were paid to independent directors and non-executive directors in each committee only. Non-executive directors entitled for remunerations must not be shareholder representative.
- Bonus is not more than 2% of the dividend paid to shareholders in the case of cash dividend payment and depending on the Company's performance.
- Remuneration for directors and sub-committees, director's bonus and other benefits must be in the amount not exceeding Baht 5,000,000 and considered on year-by-year basis, depending on the shareholders' discretion.
- Authorizing the Board of Directors to consider changing the remuneration of directors as appropriate within the limit of not more than Baht 5,000,000.

[2/]The Board of Directors Meeting No. 5/2021 on 10 August 2021 resolved to approve the amendment of the annual remuneration rate for the year 2021 with the objective to motivate the selection of qualified directors to drive the Company's operations, according to the strategic plan, the total compensation remains within the amount of Baht 5,000,000 in accordance with the resolution of the 2021 Annual General Meeting of Shareholders.

(3.1) In 2022 and 2021 the Company paid monetary remuneration to the Company's directors and sub-committees as follow

Directors	Monthly Remuneration and Meeting Allowance (Baht)						Bonus		Total	
	Board of Directors		The Audit and Risk Management Committee		The Nomination, Remuneration and Corporate Governance Committee					
	2022	2021	2022	2021	2022	2021	2021	2021	2022	2021
1. Mr. Winid Silamongkol[1/]	760,000	360,000	100,000	60,000	-	-	129,563	-	989,563	420,000
2. Prof. Dr. Sahaton Rattanapijit	420,000	355,000	75,000	65,000	75,000	50,000	144,987	206,688	714,987	676,688
3. Mr. Ong-ard Puntuyakorn	-	-	-	-	-	-	-	-	-	-
4. Mr. Ong-ard Puntuyakorn	-	-	-	-	-	-	-	-	-	-
5. Mr. Chirawat Srisawadi	420,000	355,000	75,000	65,000	65,000	70,000	151,157	214,638	711,157	704,638
6. Mr. Montri Mahaplerkpong[4/]	420,000	-	75,000	-	60,000	-	-	-	555,000	-
7. Mr. Chumphol Chancharoen	-	-	-	-	-	-	-	-	-	-
8. Ms. Rachaya Rattanasrithong	-	-	-	-	-	-	-	-	-	-
9. Mr. Weerachai Ngamdeevilaisak[2/]	-	210,000	-	30,000	-	-	74,036	254,385	74,036	494,385
10. Mr. Patai Bunmark[3/]	-	315,000	-	10,000	-	-	58,483	123,218	58,483	448,218
Total	**2,020,000**	**1,595,000**	**325,000**	**230,000**	**200,000**	**120,000**	**558,226**	**798,929**	**3,103,226**	**2,743,929**

Note: [1/]The Board of Directors Meeting No. 4/2021 on 29 June 2021 approved to appoint Mr. Winid Silamongkhol as Chairman of the Board, Chairman of the Audit Committee and Independent directors, effective on 1 July 2021, and attended the first meeting of the Board of Directors Meeting No. 5/2021.

[2/]Resigned from the position of Chairman of the Board, Chairman of the Audit Committee and Independent Director on 30 June 2021.

[3/]Resigned from the position of Director, Member of the Audit Committee and Independent Director on 31 December 2021.

[4/]The Board of Directors Meeting No. 7/2021 on 22 December 2021 approved to appoint of Mr. Montri Mahaplerkpong as Director, Member of the Audit and Risk Management Committee, Member of the Nomination, Remuneration and Corporate Governance Committee, and Independent directors, effective on 1 January 2022, and attended the first meeting of the Board of Directors Meeting No. 1/2022.

In 2022, the Company paid bonus to independent directors and non-executive directors in the amount of Baht 558,226 representing two percent of the dividends paid to shareholders. Thus, the remuneration for the Company's directors, sub-committee and bonus totaling Baht 3,103,226 which is within the limit of not more than Baht 5,000,000 in accordance with the resolution of the 2022 annual general meeting of shareholders, which stipulates conditions for payment of remuneration to directors.

(3.2) In 2022 and 2021, the Company does not provide any other benefits to the Company's directors and sub-committees.

9.1.3 Supervision of Subsidiaries and Associated Companies

The Company attaches great importance to the supervision of its subsidiaries and associated companies. Accoridngly, the Company has disclosed Investment Policy in subsidiaries and associated companies in "Topic 2.2 Structure and Business Operations, Subclause 4.4 Investment Policy in Subsidiaries and Associated Companies". In present, the Company has invested in one subsidiary company, Onvalla Company Limited, in the proportion of 100% of the registered and paid-up capital. The Company has appointed three representatives from the Company to be a director of subsidiary, namely Mr. Ong-ard Puntuyakorn, Mrs. Vallaya Puntuyakorn, and Miss Chalumporn Puntuyakorn in order to closely monitor the subsidiary's operation and the goals set by the Company.

Directors who are representatives of the Company have performed their duties fully under the scope of duties and responsibilities as specified in the investment policy in subsidiaries and associated companies.

Furthermore, the Company governs performance, transactions between subsidiaries and/or affiliated companies and connected persons, acquisition or sale of assets or significant transactions completely and accurately, including the disclosure of sufficient and appropriate information, according to specified criteria and methods. In addition, the Audit and Risk Management Committee assesses efficiency of governance, risk management and internal control of subsidiaries with the Company's representatives as executives through the Audit Office and Internal Audit Department. Audit planning is based on risks in each company.

9.1.4 Monitoring Compliance with Corporate Governance Policies and Guidelines

(1) Prevention of Conflicts of Interest

The Company requires directors and high ranking executives to report stakes connected to management of the Company or subsidiaries, held by directors and high ranking executives including connected persons, when directors and high ranking executives first become part of the Company along with reporting every change to stake-holding information.

At Board of Directors meetings, if any director holds stakes and interests in issues under consideration, stakeholder directors must not participate in decisions on the issue by abstaining from voting in order for decisions of the Board of Directors to be transparent and fair.

Approval of Conncted Transaction: In the event necessary to conduct transaction of non-regular business operation or with trade condition different from transaction to be done with general customer, or external part. It is allowed with approval of the Company's Board of Directors, and with the least vote of 3 from 4, and there must be no director or management who shares the interest joining the meeting

for approval of such transaction, and with no special condition or irregular requirement. If the Company has connected transaction to meet the requirement of Stock Exchange of Thailand and The Securities and Exchange Commission, Thailand, it has to strictly comply with such requirement. The Audit and Risk Management Committee are to review reasonability of such transaction. In approving connected transactions required to be approved by shareholders, shareholders with special stakes will have no right to vote on the aforementioned agenda in compliance with laws and the Company's regulations.

In 2022, the Group did not find any actions that violate the conflict of interest policy.

(2) Use of Inside Information and Securites Trading Regulations

The Group ensures the strict oversight the application of inside information in order to protect utilization of inside information to benefit to oneself or other in a wrongful way (Abusive Self-dealing), and to be fair to all stakeholders. The Group sets guidelines in keep and maintain inside information of the Group and guidelines to protect the use of inside information to benefit oneself in writing, and to inform all staff in the organization to follow. In addition, the Group ensures that directors, executives and relelated employees must not buy or sell the Company's securities by using confidential information and/or inside information and/or enter into transaction by using confidential information and/or inside information of the Group which create damage to the Group either directly or indirectly. In addition, directors, executives and employees in the units that obtain inside information shall not trade the Company's securities by themselves, spouse and child younger than eighteen years old, either directly or indirectly (nominee, private fund) within thirty days prior to the disclosure of quarterly and yearly financial statements.

The Group sets disciplinary actions for person who seeks benefits from using inside information or disclose that may cause the Group damaged by considering punishment as appropriate to the case. The punishments include verbal warning, warning in written, probation and termination.

In 2022, the Company Secretary has notified by email to relevant persons in advance of the suspension of trading of the Company's securities, it was not found that the directors and executives or related employees had traded in securities during the period that was specified by the Company to refrain from trading.

Besides, the Company informs directors and executives about duty to report the Company's shareholding when buying, selling, transferring or accepting transfer of securities issued by the Company, and punishments under the Securities and Exchange Act B.E. 2535 and regulations of the Stock Exchange of Thailand. Including requiring a duty to report changes in ownership issued by the Company to the Board of Directors in every meeting after the change and must notify the Company without delay.

In 2022, directors and executives traded the Company's securities total of 1 time and from the examination found that there is compliance with the Company's policy correctly and completely.

(3) Anti-corruption

The Group recognizes the importance of resistance against corruption and is aware of effects from corruption. The Board of Directors set the anti-corruption policy in order for the organization to have sustainable management with honesty and efficiency including guidelines for all company directors, executives and employees to follow. The Group prohibits directors, executives and employees from taking or accepting corrupt actions in every form directly or indirectly with coverage of every business

in every country and every organization involved. Should there be criteria set for giving or receiving gifts or properties or any other benefit, the superior is to be informed, using Gift receiving form, then submit such give to central agency, including criteria of donation for charity or contribution, with the objectives of social benefit. It must be a reliable organization operating on behalf of the Group with transparency, through procedures of the Group only. In addition, the Group also has risk assessment on corruption and policy, the communication on such policy is required. In addition, the Group requires regular reviews of compliance with this anti-corruption policy along with reviewing guidelines and operation specifications to be consistent with changes in business, rules, regulations and legal requirements. Complete version of the policy shall be published expressly on the Company's website.

Directors, management and all employees are to be distributed with Anti-corruption policy, through internal Portal / Shared Drive of the Group with signature of acknowledgement and agreement to abide by such policy.

In 2022, the Group did not find any issues or defects related to corruption.

(4) Whistleblowing

The Group provides measure of Whistle Blowing or complaint on legal, ethical offense or behavior implying fraud or corruption of person in the organization, employee and other stakeholders, including wrongful financial report and impaired internal control system. The Group also provides mechanism to protect whistleblower, so that the stakeholder shall take part in monitoring benefit of the Group, The Group provides channels to allow stakeholders to report tips and submit complaints via channels created by the Company on the Company's website, email, opinion box and conventional mail. The Audit and Risk Management Committee independent from the management considers reports and the Administrative Office screens the aforementioned tips and complaints. The Group also prescribe measure to protect and keep secret of whistleblower or information providers, without disclosure of personal data that will reveal who is providing information or giving statements. And also preventing such person from being threaten or unfair treat from those affected. Complete version of the policy shall be published expressly on the Company's website.

In 2022, no complaints or tips were submitted to the Company or its subsidiary.



Report of the Audit and Risk Management Committee

The Audit and Risk Management Committee, appointed by the Board of Directors, is comprised of four independent directors, each of which has knowledge and experiences in management, marketing, financial accounting and law.

The Audit and Risk Management Committee performs its duty within scope of responsibilities in accordance with assignments from the Board of Directors and the Audit and Risk Management Committee Charter. In term of the corporate governance, the Group purposes integrity and transparency of operations which are responsible for shareholders. The Audit and Risk Management Committee ensures that the Executive Committee and the management operates correctly, completely and generally in accordance with the Group's policies.

In 2022, the Audit and Risk Management Committee held five meetings, where all directors attended every meeting, and upon consultations with the management, internal auditor and external auditor to acknowledge, approve and discuss on various issues, which can be summarized as follows:

Review of Financial Statements

The Audit and Risk Management Committee reviewed quarterly and yearly 2022 reviewed/audited consolidated financial statements before proposing to the Board of Directors for approval. The Audit and Risk Management Committee inquired and obtained clarification from the management and the auditor in relation to accuracy of the financial statements, significant adjustment which impacts on financial statements, appropriateness of accounting treatment and scope of audit as well as adequate and accurate disclosure. The Audit and Risk Management Committee and the auditor had meeting without the management's presence to independently discuss important matters in relation to preparation of financial statements, disclosure of useful information and consider suggestions by the auditor to improve the Group's internal control more efficiently.

Review of Internal Control and Risk Management

The Audit and Risk Management Committee reviewed internal control and risk management in order to evaluate its adequacy and the appropriateness of the internal control system, including risk management in accordance with standards of internal audit and guidelines by the Securities and Exchange Commission, Thailand. The Audit and Risk Management Committee quarterly monitored and discussed with the Risk Management Team on the risk management operations, as well as considering the internal audit report, according to the approved audit plan, by the Company's internal audit department and the external consulting company which the Company has hired as an internal audit operator of the Company. The Audit and Risk Management Committee was of the opinion that the Group's overview had adequate, concise, suitable and efficient internal control and risk management.

Review of Compliance with Law

The Audit and Risk Management Committee required the review and monitoring of the Company's operation to ensure that the Company abides by the security law, regulations of the Stock Exchange of Thailand and other important laws related to the core business of the Company. This review was included the scope of work for internal audit and was one of the agenda to be reported in the quarterly meeting of the Audit and Risk Management Committee.

The Audit and Risk Management Committee did not find any indicator that the Company intended to neglect and/or operated any transactions to violate the laws which was material.

Review of the guidelines for entering into Connected Transactions

The Audit and Risk Management Committee reviewed suitability and adequacy of the rules and procedures of entering into connected transactions or transactions that could be conflict of interests. The Audit and Risk Management Committee also reviewed transactions that could be within the scope of connected transaction or conflict of interests during the year and reviewed disclosure of the transactions to be correctly, completely, and in accordance with regulations and guidelines by the Stock Exchange of Thailand.

Oversight Internal Audit

The Audit and Risk Management Committee had oversight of the internal audit work for both the Company's internal audit department and outsourced internal audit firm which the Company had hired to properly cover the audit scope. The Audit and Risk Management Committee reviewed and approved the 2022 audit plan, prepared in accordance with the risks assessment of the Group's departments, and reviewed the internal audit results on a quarterly basis. As well as giving advices and guidance for improvement to the management, to ensure that the Group had effective and appropriate internal control system.

Appointment of External Auditor for 2022

The Audit and Risk Management Committee carried out the evaluation of auditor and their remuneration for 2022 by taking into consideration of performances, independence and ethical requirements according to the guidelines from the Securities and Exchange Commission, Thailand. The Audit and Risk Management Committee offered the Board of Directors to propose approval from the shareholders' meeting to reappoint EY office limited as auditor for 2022.

Report of Operation Results

The Audit and Risk Management Committee quarterly reported operation results to the Board of Directors by providing useful suggestions to the management. The management properly improved operations in accordance with the suggestions.

In 2022, the Audit and Risk Management Committee performed its duty with competency, carefulness, independence and without limitation of obtaining information from the management, staff and other concerned parties. The Audit and Risk Management Committee opinioned and provided useful suggestions for all stakeholders equally.

In conclusion, the Audit and Risk Management Committee was of the view that the Board of Directors, the management and staff determined to perform their duties to achieve the Group's goal by emphasizing on operating under appropriate internal control, risk management systems and sufficient good corporate governance.

This report was reviewed and approved by the Audit and Risk Management Committee on 21 February 2023.

On behalf of the Audit and Risk Management Committee

Mr. Winid Silamongkol
Chairman of the Audit and Risk Management Committee
21 February 2023

Report of Nomination, Remuneration and Corporate Governance Committee

The Board of directors of Alla Public Company Limited has appointed a Nomination, Remuneration and Corporate Governance Committee with specifications for the Committee to be composed of at least three persons of directors and executives. More than half of the Nomination, Remuneration and Corporate Governance Committee must be composed of independent directors and the chairperson of the Nomination, Remuneration and Corporate Governance Committee can only be an independent director.

In 2022, the Nomination, Remuneration and Corporate Governance Committee held meetings on four occasions, where all directors attended every meeting. The relevant information on the performance of duties can be summarized as follows:

1. Consideration of recruitment and selection of people to hold director positions in the Company, including sub-committee directors. The recruitment was considered based on complete fulfilment of appropriate qualifications as specified by the Securities and Exchange Commission and the Stock Exchange of Thailand, and does not have characteristics prohibited by law. Furthermore, consideration must be given to the recruit's credentials, experience and competence to benefit the Company in order to be proposed to the meeting of the Company's board of directors and meeting of shareholders (as the case may be) and for approval to be considered. Directors who have conflict of interest will not attend and will abstain from voting on the aforementioned issue.
2. Consideration of remuneration for the Company's directors, sub-committee directors and the setting of remuneration for 2022 based on evaluation criteria, the Company's work performance and in comparison to similar industries in the same field by careful and sufficient filtering to maintain the qualified directors and in order to be proposed to the meeting of the Company's Board of Directors and the shareholders meeting for further consideration of approval.
3. Arrangements were made for evaluating the performance of the Company's board of directors and sub-committees for 2022. Furthermore, the evaluation results were reported to the Company's board of directors to improve the efficiency of performance and to be disclosed in the annual registration statement/annual report (Form 56-1 One Report).
4. There was follow-up and monitoring to ensure that the Company has proper succession plans and continuity in its management for high ranking executive and other key positions in order to prepare and enable personnel to support in response to business expansion.
5. Reviewing policies and practices in the Corporate Governance and Business Code of Conduct Handbook to ensure that they are up to date, compliance with domestic and international standards, and fitting for application across the organization.
6. Supervising the sustainability work progress to be in accordance with the strategies of the Group and promoting a thorough revision of every elements within the sustainability framework of the Group to be in line with the world's situation and new challenges, providing opinions on sustainability operation working plans and indicators for the Group's operation.

7. The charter of the Nomination, Remuneration and Corporate Governance Committee was reviewed in line with the principles of good governance and related environmental factors, which were revised as deemed fitting.

In 2022, the Nomination, Remuneration and Corporate Governance Committee performed work in line with its appointed duties and responsibilities by applying sufficient knowledge, ability, caution and independence with various opinions and recommendations for the benefit of stakeholders with equality.

This report was reviewed and approved by the Nomination, Remuneration and Corporate Governance Committee on 21 February 2023.

On behalf of the Nomination, Remuneration and Corporate Governance Committee



Professor Dr. Sahaton Rattanapijit
Chairman of the Nomination, Remuneration and Corporate Governance Committee
21 February 2023

Report of Executive Committee

In 2022, the Executive Committee has performed its duties following the responsibilities assigned by the Board of Directors in terms of managing and operating the business under the business plan to achieve the goals according to the mission. In 2022, the Executive Committee held a total of 7 meetings, where all directors attended every meeting, which summarized the key points in the performance of duties as follows:

1. Review and present the vision, mission, long-term goals, strategies, business plan, risk management plan, sustainability plan, financial goals, and annual budget to propose to the Board of Directors for consideration.
2. Approve operating regulations under the framework of good corporate governance policy from the Board of Directors.
3. Follow up on operations within the organization per the objectives, regulations, policies, rules, requirements, orders and resolutions of the meeting.
4. Supervise and control personnel in the organization to strictly comply with the policies both in terms of budget, cost control and the Code of Conduct of the Group, as well as monitor and supervise the work of various departments to be more efficient.
5. Study the feasibility of investing in new businesses for future growth.
6. Report on business performance against the goals, budgets, and business plans set forth by the Board of Directors.
7. Self-assessment of performance.
8. Review the Executive Board Charter.

Overall, the Executive Committee is committed to performing its duties and responsibilities as assigned by utilizing its knowledge and competency to drive the organization to achieve the vision, mission, long-term goals, and the business plan of the Group and taking into account all stakeholders for corporate sustainability.

This report was reviewed and approved by the Executive Committee on 17 February 2023.

On behalf of the Executive Committee



Mr. Ong-ard Puntuyakorn
Chief Executive Officer

10 Internal Control and Connected Transaction

10.1 Internal Control

10.1.1 Opinions Concerning Sufficiency and Appropriateness of Internal Control Systems

The Group has internal controls consistent with international standards of the Committee of Sponsoring Organizations of the Tread Way Commission (COSO) in order to the Group could achieve objectives of internal control in three aspects i.e. operation, reporting, and compliance by focusing on ensuring sufficiency and suitability of the internal control system for business operations in order to enable the Group to achieve internal control objectives. Furthermore, at Board of Directors Meeting No. 8/2022 on 29 December 2022 with four independent directors in the Audit and Risk Management Committee in attendance to consider results from assessing internal control sufficiency by referring to the assessment form of the Office of the Securities and Exchange Commission (SEC), the Board of Directors has the opinion that the Group's internal controls are sufficient and suitable with consistent compliance. The Group specifies work units responsible for internal control work and outlines an internal control system with sufficient coverage of all activities and suitability for business operations.

The Group has improved procedures and systems to enhance internal control and help the audit process to find issues or risks more efficiently and quickly. The management of the Group's internal control system according with the framework of COSO (The Committee of Sponsoring Organizations of the Tread Way Commission) can be summarized as follows:

Environment Control

The Group concentrate on environment control by setting internal control policy, risk management, good corporate governance, and anti-corruption policy. The Group has set the organization chart to support the management and operation, and built corporate culture into employee awareness of duty, responsibility with effectiveness, kind assistance, sacrifice for the benefits of organization, community and society, positive thinking, readiness of skills and health as well as integrity at work. Executives have fostered a corporate culture that focuses on honesty and ethics. Be a role model and have a good management in various areas as follows:

- The Board of Directors and executives understand the importance of the environment control and corporate culture by establishing a good internal control policy, risk management, corporate governance, anti-fraud and corruption policy, supervision of operations to comply with the law and regulations of the Group, receiving and giving gifts, properties or any other benefits of the Group and announce to all employees for their acknowledgment and compliance. Also, they define policies and guidelines for corporate good governance as well as business ethics and operational ethics.

- Specify Accountability and Commitment, and Integrity a part of ACTIONS for corporate culture to emphasize personnel to work with honesty, responsibility and commitment. These covers the daily duties. Decision making in various matters and the treatment of all groups of stakeholders such as business partners, customers and third parties are clearly defined. The Group realizes importance of equitable treatment on the principle of fair competition, respect the right of each other, build good relations and cooperation and strictly follow the contract. Every executive and employee prepare the report to disclose transactions that may have conflicts of interest with the organization annually or as soon as the event occurs.
- Assign corporate good governance to be a part of visions, missions, and operational goals by taking into account the balance of three aspects (ESG) which are environment, society and conducting business under good governance and managing stakeholders in a balanced manner.
- Set policies and plans for human resource development in writing including the process of planning and managing the overall workforce of the Group both in the short term and long term along with an annual review of the workforce rate including analyzing, planning and determining the process of recruiting key successors to be consistent with the direction of business operations, related law and regulation as well as considering the appropriateness of the sharing of audit authority between each other in order to achieve effective internal control, also communicating to relevant departments to prepare the recruitment and estimate the budget to support the need for personnel required for operations.

Objectives Setting

The Group determines the objectives of internal control and risk management to be accordance with the Group's strategy and risk appetite. The Group clearly and appropriately targets the internal control and risk management of the organization to achieve the objectives.

Event Identification

The Group records the events that could subject to internal and external risk factors which could be able to impact the Group. The aforementioned is to understand the events and could determine the ways and policies to manage risks that may occur as well.

Risk Assessment and Risk Response

The Group realizes on the importance of risk management in order to achieve the objectives of business operations, rules and regulations compliance, and reliable reporting under changing which effect the business both from internal and external factors. The Group hence systematically performs risk assessment by defining criteria and suitable method as follow:

- Define an organization-wide risk management policy that all employees must comply with and assess risks at all levels including the risk of fraud. The risk in corporate-level will be sytematically managed through risk management team. The operational risks are under the supervision of the executive responsible for their operations. The risk management team is established to supervise and support the implementation of enterprise risk to be in line with strategies and business goals including circumstance changing. Provide suggestions, guidelines, follow up and evaluate by taking the risk management as the responsibility of every department to manage and control risks to be in an acceptable level.
- Implement the Business Continuity Plan (BCP) for management under the COVID-19 situation to assess operational guidelines, communicate to employees, readily prepare resources and work systems so that employees can work continuously, safely and without affecting important goals.

Control Activity

The Group has written policies and procedures for all employees to behave in the same direction by defining good control activities. For example, segregation of duty for between operating, reviewing and approval staffs, setting approval authority policy which specifies the limit at each level, and setting budgeting system by analyzing and controlling the worthiness of spending to maximize benefits. The Group regularly reviews policies and procedures by top management and performs sufficient control by implementing KPIs as a tool for planning and monitoring.

Information System and Communication

In order to communicate the accurate, reliable and sufficient information for decision making of the Board of Directors, the executive, shareholders and concerned parties. The Group focuses on the importance of the quality of information technology and communication which is an important part that supports the internal control to be able to operate effectively. The guidelines for managing information technology and communication are as follows:

- Manage information by defining the level of confidentiality of the information. Set guidelines for storing important and control documents including operational information from both internal and external to ensure that important information related to the Group's business operation is correct, complete, sufficient for operation and up to date. There is an efficient system for analyzing and storing data to ensure that the information used is reliable and sufficient for decision-making in a timely manner.
- Provide multiple channels for communication within the organization. This includes communications from senior executives to employees through Town Hall events, communications via email. Providing important information to new employees through orientation activities and providing knowledge that is useful for the operation through internal training of the Group.

Monitoring Activities performs

The Group performs monitoring process including arranging department meetings to monitor operation performances, preparing performances report, comparing to target, to the management, setting up internal control division to monitor, review and provide recommendations to improve internal audit, when material control weakness occurs. The monitoring and Enterprise Risk Management (ERM) are tools for the management to improve and develop internal control and risk management. In addition, the Group also has monitoring process and sufficiency assessment for internal control and having guidelines for improvement to ensure that the Group's internal control system is efficient and effective as follows:

- Evaluate the efficiency and effectiveness of the internal control on a regular basis and require every department to conduct its own risk assessment and internal control including developing plans to improve internal control in high-risk processes and follow up on such improvements as well as reporting to the risk management team every quarter.
- Follow up and report the implementation of strategic plans, laws and regulations on a regular basis. The internal audit department regularly review the internal control process to ensure that the existing internal control processes are adequate and appropriate with regular adherence. In case it is found that there are things that should be improved, the discussion with the management will be organized in order to determine the operational guidelines along with improvement plans to prevent or reduce risks that may occur and follow up to ensure those findings were taken and corrected in a timely manner and reported to the Audit and Risk Management Committee respectively.

As the Board of Directors' meeting of ALLA Public Company Limited 8/2022 held on 29 December 2022, which four Audit and Risk Management Committee attended the meeting, the Board of Directors assessed the adequacy of the Group's internal control system in accordance with the assessment form for adequacy of internal control system by the Securities and Exchange Commission Thailand, (SEC). The Board of Directors was of the opinion that the Group had suitable and adequate internal control system. All functions effectively performed in accordance with generally accepted accounting standards, notices of the Securities and Exchange Commission, Thailand (SEC) and regulations of the Stock Exchange of Thailand (SET) by regulary reporting its quarterly and annually financial statements, preparing and providing financial statements disclosure in accurate, complete, adequate and timely manner. There are efficient improvements to be consistent with changing circumstances in order to achieve its objectives and abided by related laws and regulations.

Any significant issue or mistake that may cause damage to the Group's operations was not found. The Group's internal control system of related transactions with major shareholders, directors and the management or the person related to the aforementioned parties was adequately specify, the Group's assets was prevented from being misappropriate used by the management. The independent directors and the Audit and Risk Management Committee did not have different opinion from the Board of Directors. Moreover, the Audit and Risk Management Committee will increasingly supervise good corporate governance.

The Group realized on the indispensability of internal control, by implementing good corporate governance, distinctly defining duties, responsibilities, rules, regulations, policy, authority level of management and appropriate approval level in writing. The Group set up internal audit division, which independently monitors and evaluate internal control system and directly report to the Audit and Risk Management Committee to review operations and activities in order to achieve objectives and goals of the Group. The results showed that there was no material mistake in internal control system. In the other areas of internal control, the Board of Directors was of the view that the Group had adequate internal control

10.1.2 Sufficient and appropriation of the person auditing internal control system

Dharmniti Internal Audit Company Limited. ("Independent Internal Auditor" or "Dharmniti"), which was an independent internal audit firm (Outsource), was appointed by the Group to evaluate and monitor the Company's internal control system in 2022, supervised by Ms. Korakot Wanasawat. In addition, the Company initate to have its own internal audit division since 2017. During 2022, Ms. Suthisa Boonnate is the Group's internal auditor to perform internal audit function and to support and facilitate Dharmniti. The internal auditors directly reported to the Audit and Risk Management Committee regularly, thus ensuring that the Group had continuous and adequate internal control.

Audit and Risk Management Committee considers that the qualification of independent internal audit and the Group's internal auditor is adequate and sufficient with the qualification, education, experience, and training. The Company summarizes the qualification, education, and experience of the internal auditor in Appendix 3.

The Consideration and approval, appointment, demotion, and remove of the Group's internal auditor must only be approved by the Audit and Risk Management Committee.

10.1.3 Audit and Risk Management Committee Opinions' of Internal Control

Audit and Risk Management Committee suggest the opinion of internal control and risk management review, and supervise internal control activity of the group in 2022 as presented in the part of Audit and Risk Management Committee's Report.

10.2 Connected Transactions

10.2.1 Details of individuals and juristic person who may have a conflict of interest

Summary of details of connected transactions of the Company and its subsidiary, and individuals and juristic person who may have a conflict of interest as at 31 December 2022 and 2021.

Individuals/ Juristic Person with Possibie Conflict of interest	Nature of Relationship
1. Mr. Ong-ard Puntuyakorn	- Being an authorized director, Chief Executive Officer and shareholder of the Company, holding 203,282,300 shares or 33.88% of the Company's paid-up registered capital (as at 30 December 2022) and being husband of Mrs. Vallaya Puntuyakorn. - Being an authorized director and Chief Executive Officer of the subsidiary.
2. Mrs. Vallaya Puntuyakorn	- Being an authorized director, Chief Administrative Officer and shareholder of the Company, holding 135,000,000 shares or 22.50% of the Company's paid-up registered capital (as at 30 December 2022) and being wife of Mr. Ong-ard Puntuyakorn. - Being an authorized director of the subsidiary.
3. Ms. Chalumporn Puntuyakorn	- Being an Executive director, General Manager and shareholder of the Company, holding 45,000,000 shares or 7.50% of the Company's paid-up registered capital (as at 30 December 2022) and being daughter of Mr. Ong-ard Puntuyakorn and Mrs. Vallaya Puntuyakorn. - Being an authorized director of the subsidiary.
4. Amplus Chem Company Limited	- Mr. Chirawat Srisawadi is director of Alla Public Company Limited and being a director of Amplus Chem Company Limited which is engaged as wholesaler for industrial chemicals.

Connected transactions between Alla Public Company Limited and individuals or juristic person who may have a conflict of interest as at 31 December 2022 and 2021.

Individuals/ Juristic Person with Possible Conflict of Interest	Details of Transaction	Transaction Value		Rational and Opinion of the Audit and Risk Management Committee
		2022	2021	
1. Amplus Chem Company Limited (Having a common director namely Mr. Chirawat Srisawadi)	**Revenue from after-sales service** **During the second quarter of 2022,** Alla Public Company Limited has income from after-sales service, Hydraulic Dock Leveler repair and replacement parts from Amplus Chem Co., Ltd. with Mr. Chirawat Srisawadi as a director. The period of operation completed in June 2022.	Baht 0.05 million	-	Reasonableness of the transaction Normal business transaction. The Company sells products and provides after-sales service, industrial doors and loading dock which is the main income of the Company. Opinion of the Audit and Risk Management Committee Normal business transaction which the Company has experience and expertise. Also, the Company sold at the market price as similar to those received from general projects.Therefore, the transaction is deemed reasonable and beneficial to the Company.

Necessity and rationale of connected transactions

In 2022, the Company has connected transaction with related persons, i.e. revenue from after-sales service, Hydraulic Dock Leveler Repair and Replacement Parts, and reasonable as it is a normal business operation and supports the Company's normal business.

The Audit and Risk Management Committee reviewed the aforesaid connected transaction and was of the opinion that the transactions were deemed reasonable and beneficial to the Company (See detail of the transaction in the table above).

10.2.2 Measure or procedure in approving for connected transactions

In the Board of Directors' meeting, there was a resolution to define policy and procedure of the approval for connected transactions between the Group and persons, who may have a conflict of interest or stake or may have a conflict of interest in the future, such as major shareholders, directors, executives, controlling persons, connected persons, related persons. The Group shall abide by the Security and Exchange Act, rules, orders and regulations required by the Securities and Exchange Commission, Thailand, the Capital Market Supervisory Board and the Security Exchange of Thailand. The Group shall follow requirements relating to disclosure of connected transactions in accordance with financial reporting standards by the Federation of Accounting Professions. The person who may have a conflict of interest or stake shall not be allowed to be involved or approve such transaction.

In case the law requires approval for connected transactions from the Board of Directors or the shareholders' meeting, the Company shall invite the Audit and Risk Management Committee to consider and give opinion on the necessity and rationale of such transaction.

Principles of connected transactions that is a commercial transaction with normal terms and conditions and a commercial transaction without normal terms and conditions are as follow:

(1) Commercial transactions with normal terms and conditions

Entering into a commercial transactions with normal terms and conditions, the Group may enter into connected transactions that include selling and purchasing of goods and services with directors, executives or persons who may be related in the future. The Group defined a framework for such transaction, which was reviewed and accepted by the Audit and Risk Management Committee, and subsequently approved the principle by the Board of Directors. The Management can approve the transaction that the terms are similar to which the reasonable normal contract under the same circumstance, without any influences on the bargaining power due to the Company's directors, executives, or related parties. As such, the Company shall prepare a summary report on connected transactions with directors, executives or related persons and quarterly report to the meeting of the Audit and Risk Management Committee and the Board of Directors.

(2) Commercial transactions without normal terms and conditions and other transactions

Entering into a commercial transactions without normal terms and conditions and other transactions between the Group with the persons, who may have a conflict of interest or stake or may have a conflict of interest in the future. The Group shall propose to the Audit and Risk Management Committee to consider and give opinion on the necessity and suitability of entering into such transaction. The Audit and Risk Management Committee shall consider the suitability of prices and conditions of such the transactions and compare prices with other parties or market prior to proposing to the Board of Directors and/or the shareholders' meeting, if required, for their approval. In case of the Audit and Risk Management Committee does not possess expertise to consider possible connected transactions, the Group shall bring in the independent expert or the auditor to give opinion on the mentioned transaction in order to support the Audit and Risk Management Committee, the Board of Directors and/or the shareholders' meeting, if required, for their decision making. The persons who may have a conflict of interest or stake shall not be allowed to vote such transaction.

The Group shall disclose connected transactions in note to financial statements audited by the auditor and annual registration statement/annual report (Form 56-1 One Report) as required by the Securities and Exchange Act.

10.2.3 Policy or future connected transactions

The Group expects connected transactions arising from normal course of business and supporting normal business with normal terms and conditions of the Group may occur in the future. As for the future connected transaction, the Group shall clearly set policy of transfer pricing at suitable and fair market prices and conditions, avoid transferring of benefit and consider benefit to the Group. The Audit and Risk Management Committee shall review and give opinion quarterly on connected transactions which is a normal business transaction or supporting business transaction.

As for transaction between persons, who may have a conflict of interest that is different from the first paragraph, such as normal business and supporting normal business transactions without normal terms and conditions and other transactions, the Group set policy of measurement and approval for connected transactions and disclose of the mentioned transactions.

As for future connected transactions, the Board of Directors must abide by the law of the Security and Exchange Act, rules, announcements, orders, and regulations required by the Capital Market Supervisory Board and the Stock Exchange of Thailand. This includes following requirements relating to disclosure of connected transactions of the Group in accordancewith standards by the General Accepted Financial Reporting Standards.

PART 3

Financial Statements



The Board of Directors' Report on its responsibility to the Financial Statements

The Board of Directors recognizes its responsibility for the separate financial statements of Alla Public Company Limited and the consolidated financial statements of Alla Public Company Limited and its subsidiary (the Group), including financial information that appears in the annual registration statement/annual report (Form 56-1 One Report). The financial statements have been prepared in accordance with Thai Financial Reporting Standards ("TFRS") issued under the Accounting Act B.E. 2543 which means Accounting Standards issued under the Accounting Profession Act B.E. 2547, including the Accounting Interpretations and Guidelines issued by the Federation of Accounting Professions, and the financial reporting requirements promulgated by the Securities and Exchange Commission under the Securities and Exchange Act B.E. 2535.

The Board of Directors has instituted and maintained appropriate internal controls to ensure that the financial statements have been accurately and completely prepared including sufficiently and transparently disclosed in the notes to the financial statements. The Board of Directors has appointed the Audit and Risk Management Committee to review the accuracy and reliability of the financial statements. This includes reviewing the accounting policies, related party transactions (if any), internal control system and internal audit. The opinion of the Audit and Risk Management Committee on such matters appears in the Audit and Risk Management Committee Report as shown in this annual report.

It is the Board of Directors' opinion that the overall of the Group's internal control system is satisfactory and can reasonably assure that the separate financial statements of the Company and the consolidated financial statements of the Group for the year ended 31 December 2022 are accurate, reliable and in accordance with the relevant financial reporting standards.

(Mr. Winid Silamongkol)
Chairman of the Board of Directors

(Mr. Ong-ard Puntuyakorn)
Chief Executive Officer

ALLA PUBLIC COMPANY LIMITED

Report and consolidated financial statements
31 December 2022

Independent Auditor's Report

To the Shareholders of Alla Public Company Limited

Opinion

I have audited the accompanying consolidated financial statements of Alla Public Company Limited and its subsidiary (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 Alla 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 Alla Public Company Limited and its subsidiary and of Alla Public Company Limited as at 31 December 2022, 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 for each matter are described below.

Revenue recognition

Sales of goods and services are significant accounting transactions as the amounts recorded are material and directly affect profit or loss of the Group. In addition, the revenues of the Group are derived from various sources, such as sales of goods, sales with installation service, and provision of after-sale services and other services, and lead time for goods or service delivery under each agreement can be different. Accordingly, the timing of the Group's revenue recognition varies. I therefore focused my audit on the revenue recognition of the Group.

I examined the Group's revenue recognition by assessing and testing the Group's internal controls with respect to the revenue cycle by making enquiries of responsible executives, gaining on understanding of the controls and selecting representative samples to test the operation of the designed controls. In addition, I applied a sampling method to select sale and service transactions occurring during the year and near the end of the reporting period to check against the supporting documents and reviewed credit notes that the Group issued after the period-end date. I also performed analytical procedures on disaggregated data to detect possible irregularities in sale and service transactions throughout the period, particularly for accounting entries made through journal vouchers.

Inventory - work in process

Estimating the net realisable value of work in process, as disclosed in Note 10 to the financial statements, is an area of significant management judgement, particularly with regard to the estimation of provision for diminution in the value of work in process. This requires details of the estimated cost to complete the production, including necessary selling expenses. There is therefore a risk of that the recognised amount of provision for diminution in the value of inventory is not adequate, which will result in the Group's inventory being overstated. Thus, I focused my audit on this matter.

I assessed the appropriateness and tested the effectiveness of the Group's internal controls relevant to the determination of provision for diminution in the value of inventory, performed substantive testing on supporting evidence of the cost included in the work in process. In addition, I assessed the appropriateness of the assumptions applied by management in determining such provision by gaining an understanding of the basis applied in determining the provision for diminution in value of inventory and reviewing the consistency of the application of that basis as well as the rationale for the recognition of specific provisions, comparing net proceeds from sales transactions per sales agreements with the actual cost occurring when completed after the date of the financial statements, and comparing expected proceeds from sales transactions per sales agreements with the actual cost of work in process as at the period-end date plus the estimated cost to complete the unfinished work.

Other Information

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

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

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

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

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

Management is responsible for the preparation and 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.



Wichart Lokatekrawee
Certified Public Accountant (Thailand) No. 4451

EY Office Limited
Bangkok: 21 February 2023

Alla Public Company Limited and its subsidiary

Statement of financial position

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		31 December 2022	31 December 2021	31 December 2022	31 December 2021
Assets					
Current assets					
Cash and cash equivalents	*7*	239,187,996	280,287,030	224,602,382	163,590,987
Trade and other receivables	*6, 8*	244,563,368	165,586,065	145,148,555	153,274,612
Current portion of hire-purchase receivables	*9*	1,936,821	1,876,040	-	-
Inventories	*10*	271,046,853	259,386,517	194,874,961	222,169,598
Other current financial assets	*11*	50,553,635	50,490,130	50,553,635	50,490,012
Other current assets		14,384,336	8,887,308	8,717,899	5,174,721
Total current assets		821,673,009	766,513,090	623,897,432	594,699,930
Non-current assets					
Restricted bank deposits	*12*	25,000,000	25,000,000	25,000,000	25,000,000
Hire-purchase receivables, net of current portion	*9*	6,196,834	8,133,655	-	-
Investment in subsidiary	*13*	-	-	251,999,560	251,999,560
Property, plant and equipment	*14*	275,280,618	256,185,913	101,767,255	99,787,782
Intangible assets	*15*	2,179,509	1,860,852	2,176,288	1,843,097
Deferred tax assets	*24*	15,989,392	13,184,654	12,449,207	10,605,232
Deposits and guarantees		32,500	54,050	30,400	51,950
Other non-current financial assets	*16*	20,082,904	10,082,904	5,082,904	10,082,904
Total non-current assets		344,761,757	314,502,028	398,505,614	399,370,525
Total assets		1,166,434,766	1,081,015,118	1,022,403,046	994,070,455

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

Alla Public Company Limited and its subsidiary

Statement of financial position (continued)

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		31 December 2022	31 December 2021	31 December 2022	31 December 2021
Liabilities and shareholders' equity					
Current liabilities					
Trade and other payables	*6, 17*	72,089,803	51,132,662	52,694,625	48,592,590
Current portion of lease liabilities	*18*	333,540	385,199	217,083	205,921
Income tax payable		6,497,359	4,548,698	5,005,930	4,548,698
Deposit received in advance		112,630,755	103,459,610	84,030,200	87,452,088
Accrued expenses		36,057,454	18,781,597	20,368,028	15,537,674
Provision for warranty		7,642,072	2,828,346	3,597,561	2,709,248
Other current financial liabilities		301,422	-	130,715	-
Other current liabilities		9,954,695	7,344,344	8,014,747	5,445,164
Total current liabilities		245,507,100	188,480,456	174,058,889	164,491,383
Non-current liabilities					
Lease liabilities, net of current portion	*18*	86,037	419,577	56,085	273,167
Provision for long-term employee benefits	*19*	57,684,628	52,194,071	45,887,078	41,002,764
Total non-current liabilities		57,770,665	52,613,648	45,943,163	41,275,931
Total liabilities		303,277,765	241,094,104	220,002,052	205,767,314

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

Alla Public Company Limited and its subsidiary

Statement of financial position (continued)

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		31 December 2022	31 December 2021	31 December 2022	31 December 2021
Liabilities and shareholders' equity (continued)					
Shareholders' equity					
Share capital					
Registered					
600,000,000 ordinary shares of Baht 0.50 each		300,000,000	300,000,000	300,000,000	300,000,000
Issued and fully paid up					
600,000,000 ordinary shares of Baht 0.50 each		300,000,000	300,000,000	300,000,000	300,000,000
Share premium		348,486,525	348,486,525	348,486,525	348,486,525
Surplus from restructuring under common control		46,314	46,314	-	-
Retained earnings					
Appropriated - statutory reserve	*21*	30,000,000	30,000,000	30,000,000	30,000,000
Unappropriated		184,623,667	161,387,695	123,914,469	109,816,616
Equity attributable to owners of the Company		863,156,506	839,920,534	802,400,994	788,303,141
Non-controlling interest of the subsidiary		495	480	-	-
Total shareholders' equity		863,157,001	839,921,014	802,400,994	788,303,141
Total liabilities and shareholders' equity		1,166,434,766	1,081,015,118	1,022,403,046	994,070,455

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

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Directors

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Alla Public Company Limited and its subsidiary

Statement of comprehensive income

For the year ended 31 December 2022

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2022	2021	2022	2021
Profit or loss:					
Revenues					
Revenues from contracts with customers	*22, 27*	712,136,418	502,072,991	498,295,067	385,564,419
Dividend income	*6, 13*	1,969	-	1,969	7,499,988
Other income		6,784,762	3,466,747	12,107,028	7,833,389
Total revenues		718,923,149	505,539,738	510,404,064	400,897,796
Expenses					
Cost of sales and services		536,091,860	359,125,865	362,319,682	268,607,511
Selling expenses		32,825,226	28,261,670	22,637,903	21,552,167
Administrative expenses		85,709,627	77,296,563	70,470,470	66,586,306
Total expenses		654,626,713	464,684,098	455,428,055	356,745,984
Profit from operating activities		64,296,436	40,855,640	54,976,009	44,151,812
Finance income		1,553,755	1,311,504	576,490	980,015
Finance cost		(31,141)	(74,875)	(20,399)	(55,212)
Profit before income tax expenses		65,819,050	42,092,269	55,532,100	45,076,615
Income tax expenses	*24*	(12,674,906)	(8,431,043)	(11,127,983)	(7,822,046)
Profit for the year		53,144,144	33,661,226	44,404,117	37,254,569
Other comprehensive income:					
Other comprehensive income not to be reclassified to profit or loss in subsequent periods					
Actuarial gain (loss)	*19*	114,804	-	(382,830)	-
Less: Income tax effect	*24*	(22,961)	-	76,566	-
Other comprehensive income not to be reclassified to profit or loss in subsequent periods - net of income tax		91,843	-	(306,264)	-
Other comprehensive income for the year		91,843	-	(306,264)	-
Total comprehensive income for the year		53,235,987	33,661,226	44,097,853	37,254,569

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

Alla Public Company Limited and its subsidiary

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
Net profit attributable to:					
Equity holders of the Company		53,144,130	33,661,220	44,404,117	37,254,569
Non-controlling interests of the subsidiary		14	6	-	-
		53,144,144	33,661,226	44,404,117	37,254,569
Total comprehensive income attributable to:					
Equity holders of the Company		53,235,972	33,661,220	44,097,853	37,254,569
Non-controlling interests of the subsidiary		15	6	-	-
		53,235,987	33,661,226	44,097,853	37,254,569
Earnings per share	*26*				
Basic earnings per share (Baht)					
Profit attributable to equity holders of the Company		0.09	0.06	0.07	0.06
Weighted average number of ordinary shares		600,000,000	600,000,000	600,000,000	600,000,000

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

Alla Public Company Limited and its subsidiary
Statement of changes in shareholders' equity
For the year ended 31 December 2022

(Unit: Baht)

	Consolidated financial statements							
	Equity attributable to owners of the Company						Equity attributable to non-controlling interest of the subsidiary	Total shareholders' equity
	Issued and paid-up share capital	Share premium	Surplus from restructuring under common control	Retained earnings: Appropriated - statutory reserve	Retained earnings: Unappropriated	Total equity attributable to owners of the Company		
Balance as at 1 January 2021	300,000,000	348,486,525	46,314	30,000,000	169,726,475	848,259,314	486	848,259,800
Profit for the year	-	-	-	-	33,661,220	33,661,220	6	33,661,226
Other comprehensive income for the year	-	-	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-	33,661,220	33,661,220	6	33,661,226
Dividend paid (Note 20)	-	-	-	-	(42,000,000)	(42,000,000)	-	(42,000,000)
Decrease in non-controlling interests of the subsidiary from dividend payment of subsidiary	-	-	-	-	-	-	(12)	(12)
Balance as at 31 December 2021	300,000,000	348,486,525	46,314	30,000,000	161,387,695	839,920,534	480	839,921,014
Balance as at 1 January 2022	300,000,000	348,486,525	46,314	30,000,000	161,387,695	839,920,534	480	839,921,014
Profit for the year	-	-	-	-	53,144,130	53,144,130	14	53,144,144
Other comprehensive income for the year	-	-	-	-	91,842	91,842	1	91,843
Total comprehensive income for the year	-	-	-	-	53,235,972	53,235,972	15	53,235,987
Dividend paid (Note 20)	-	-	-	-	(30,000,000)	(30,000,000)	-	(30,000,000)
Decrease in non-controlling interests of the subsidiary from dividend payment of subsidiary	-	-	-	-	-	-	-	-
Balance as at 31 December 2022	300,000,000	348,486,525	46,314	30,000,000	184,623,667	863,156,506	495	863,157,001

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

Alla Public Company Limited and its subsidiary

Statement of changes in shareholders' equity (continued)

For the year ended 31 December 2022

(Unit: Baht)

	Separate financial statements				
			Retained earnings		
	Issued and paid-up share capital	Share premium	Appropriated - statutory reserve	Unappropriated	Total shareholders' equity
Balance as at 1 January 2021	300,000,000	348,486,525	30,000,000	114,562,047	793,048,572
Profit for the year	-	-	-	37,254,569	37,254,569
Other comprehensive income for the year	-	-	-	-	-
Total comprehensive income for the year	-	-	-	37,254,569	37,254,569
Dividend paid (Note 20)	-	-	-	(42,000,000)	(42,000,000)
Balance as at 31 December 2021	300,000,000	348,486,525	30,000,000	109,816,616	788,303,141
Balance as at 1 January 2022	300,000,000	348,486,525	30,000,000	109,816,616	788,303,141
Profit for the year	-	-	-	44,404,117	44,404,117
Other comprehensive income for the year	-	-	-	(306,264)	(306,264)
Total comprehensive income for the year	-	-	-	44,097,853	44,097,853
Dividend paid (Note 20)	-	-	-	(30,000,000)	(30,000,000)
Balance as at 31 December 2022	300,000,000	348,486,525	30,000,000	123,914,469	802,400,994

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

Alla Public Company Limited and its subsidiary

Statement of cash flows

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	65,819,050	42,092,269	55,532,100	45,076,615
Adjustments to reconcile profit before tax to net				
cash provided by (paid from) operating activities:				
Depreciation and amortisation	15,831,262	13,093,002	8,815,470	6,668,430
Allowance for expected credit losses	280,260	99,096	280,260	99,096
Reduction of inventory value to net realisable value	3,082,228	985,878	3,011,285	2,314,365
Transferred equipment under installation to expenses	31,900	173,085	31,900	173,085
Gain on disposal of property, plant and equipment	(341,614)	(2,253,946)	(312,807)	(2,272,316)
Loss on sales of other current financial assets	7,295	-	7,295	-
Dividend income	(1,969)	-	(1,969)	(7,499,988)
Provision for warranty	9,972,969	3,751,417	3,069,581	3,267,767
Provision for long-term employee benefits	7,630,362	4,525,703	6,076,484	3,304,640
Unrealised gain on changes in value of investments				
in trading securities	(210,267)	(240,490)	(210,267)	(240,489)
Unrealised loss (gain) on exchange	86,910	(275,500)	269,915	(267,329)
Finance income	(1,553,755)	(1,311,504)	(576,490)	(980,015)
Finance cost	31,141	74,875	20,399	55,212
Profit from operating activities before changes				
in operating assets and liabilities	100,665,772	60,713,885	76,013,156	49,699,073
Operating assets (increase) decrease				
Trade and other receivables	(79,183,063)	(15,645,495)	7,792,932	(24,293,677)
Hire-purchase receivable	1,876,040	(10,009,695)	-	-
Inventories	(14,742,564)	(79,036,386)	24,283,352	(83,678,895)
Other current assets	(5,495,004)	(194,184)	(3,543,178)	(429,101)
Deposits and guarantees	21,550	-	21,550	-
Operating liabilities increase (decrease)				
Trade and other payables	44,853,772	9,821,489	14,774,483	12,937,263
Deposit received in advance	9,171,145	45,624,180	(3,421,888)	39,128,116
Other current liabilities	(2,548,892)	(2,768,637)	388,315	(981,424)
Cash paid for long-term employee benefits	(2,025,000)	(3,850,849)	(1,575,000)	(3,143,629)
Cash flows from (used in) operating activities	52,593,756	4,654,308	114,733,722	(10,762,274)
Cash paid for income tax	(13,555,969)	(7,848,381)	(12,438,160)	(6,608,625)
Net cash flows from (used in) operating activities	39,037,787	(3,194,073)	102,295,562	(17,370,899)

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

Alla Public Company Limited and its subsidiary

Statement of cash flows (continued)

For the year ended 31 December 2022

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Cash flows from investing activities				
Purchase of property, plant and equipment	(40,890,726)	(30,567,036)	(16,321,464)	(30,099,684)
Purchase of intangible assets	(812,500)	(7,380)	(812,500)	(7,380)
Cash received from sales of property, plant and equipment	493,793	2,830,279	437,064	2,815,654
Cash received from other non-current financial assets	10,000,000	-	10,000,000	-
Cash paid for other non-current financial assets	(20,000,000)	-	(5,000,000)	-
Dividend received	1,969	-	1,969	7,499,988
Interest received	1,479,255	1,454,515	629,355	1,121,731
Net cash flows used in investing activities	(49,728,209)	(26,289,622)	(11,065,576)	(18,669,691)
Cash flows from financing activities				
Payment of principle portion of lease liabilities	(385,199)	(1,231,004)	(205,920)	(1,037,548)
Interest paid	(31,141)	(74,875)	(20,399)	(55,212)
Dividend paid	(29,992,272)	(41,963,301)	(29,992,272)	(41,963,289)
Net cash flows used in financing activities	(30,408,612)	(43,269,180)	(30,218,591)	(43,056,049)
Net increase (decrease) in cash and cash equivalents	(41,099,034)	(72,752,875)	61,011,395	(79,096,639)
Cash and cash equivalents at beginning of the year	280,287,030	353,039,905	163,590,987	242,687,626
Cash and cash equivalents at end of the year	239,187,996	280,287,030	224,602,382	163,590,987
Supplement cash flows information				
Non-cash items:				
Net increase (decrease) in other accounts payable for purchase of property, plant and equipment	(6,274,523)	8,284,646	(5,849,673)	7,521,116

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

Alla Public Company Limited and its subsidiary
Notes to consolidated financial statements
For the year ended 31 December 2022

1. General information

Alla Public Company Limited ("the Company") is a public company incorporated and domiciled in Thailand. The Company is principally engaged in imports, manufacture and distributes cranes and electric hoists, industrial doors and loading docks, electronic lifts, PVC strip curtains, warehouse management system including relevant parts and other equipment. The Company also provides related installation and after sales-service. It registered address is No. 933 935 937 939 Soi Onnut 46, Onnut Road, Onnut sub-district, Suan Luang district, Bangkok.

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 Alla Public Company Limited ("the Company") and the following subsidiary company ("the subsidiary") (collectively as "the Group"):

Company' name	Nature of business	Percentage of shareholding	
		2022	2021
		Percent	Percent
Onvalla Company Limited	Import, manufacture and distribution of cranes and electronic hoists, industrial doors and loading docks, electronic lift, PVC strip curtains, solar cell system, warehouse management system including relevant parts and other equipment. Providing installation and after sales - service.	100	100

b) The Company is deemed to have control over an investee or subsidiary if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns.

c) Subsidiary is 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 subsidiary is prepared using the same significant accounting policies as the Company.

e) Material balances and transactions between the Company and its subsidiary have been eliminated from the consolidated financial statements.

2.3 The separate financial statements present investments in subsidiary under the cost method.

3. New financial reporting standards

a) 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.

b) Financial reporting standards that became 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

Revenue from sale of goods is recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods.

Sales of goods including installment services

A sale of goods including installment is recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods. Revenue from installment services is recognised when the customer has accepted testing run goods result after installment.

Revenue from sales is measured at the amount of the consideration received or receivable, excluding value added tax, of goods supplied after deducting returns and discounts to customers.

The service-type warranties provided customers with a service in addition to the assurance that the product complies with agreed-upon specifications are recognised as revenue when such services have been rendered.

Rendering of services

Service revenue is recognised at a point in time upon completion of the service.

The recognised revenue which is not yet due per the contracts has been presented under the caption of “Accrued income” in the statement of financial position. The amounts recognised as accrued income are reclassified to trade receivables when the Group’s right to consideration is unconditional such as upon completion of services and acceptance by the customer.

The obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer is presented under the caption of “Deposit received in advance” in the statement of financial position. Deposit received in advance are recognised as revenue when the Group performs under the contract.

Other income

Other income is recognised on an accruals basis.

Dividends

Dividends are recognised when the right to receive the dividends is established.

4.2 Cash and cash equivalents

Cash and cash equivalents consist of cash in hand and at banks, and all highly liquid investments with an original maturity of three months or less and not subject to withdrawal restrictions.

4.3 Inventories

Work in process are valued at the lower of cost (under the specific method) and net realisable value, the cost of work in process is measured using the actual cost method and includes cost of raw materials, labour and factory overheads.

Raw materials, spare parts and factory supplies are valued at the lower of cost (under first-in, first-out method) and net realisable value and are charged to production costs whenever consumed.

The net realisable value of inventory is estimated from the estimated selling price in the ordinary course of business, less the estimated cost of completion and estimated expenses necessary to make the sale.

Reduce cost of inventories for obsolete inventories are set up for obsolete, slow-moving and deteriorated inventories which based on the past experience and current information.

4.4 Investments in subsidiary

Investments in subsidiary is accounted for in the separate financial statements using the cost method.

4.5 Property, plant and equipment and depreciation

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

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

Buildings and building improvements	-	5 - 52	years
Machinery, tools and equipment	-	2 - 30	years
Furniture, fixtures and office equipment	-	3 - 15	years
Motor vehicles	-	5 - 10	years

Depreciation is included in determining income.

No depreciation is provided for land, assets under construction and installation.

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.

4.6 Intangible assets

Intangible assets are stated at cost less any accumulated amortisation and any accumulated impairment losses (if any).

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

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

Computer software	3 - 10	years

4.7 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 any 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.

Office equipment	5	years
Motor vehicles	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.

Right-of-use assets are presented as part of property, plant and equipment in the statement of financial position

Lease liabilities

Lease liabilities are measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be payable under residual value guarantees. Moreover, the lease payments include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising an option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs.

The Group discounted the present value of the lease payments by the interest rate implicit in the lease or the Group's incremental borrowing rate. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

Short-term leases and leases of low-value assets

A lease that has a lease term less than or equal to 12 months from commencement date or a lease of low-value assets is recognised as expenses on a straight-line basis over the lease term.

4.8 Provision for warranty

Provision for warranty is estimated by reference to actual warranty expenses incurred and calculated at a percentage of related sales and quantities of products under warranty.

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 operations.

4.10 Foreign currencies

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

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

Gains and losses on exchange 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 and other intangible assets whenever events or changes in circumstances indicate that an asset may be impaired. An impairment loss is recognised when the recoverable amount of an asset, which is the higher of an asset's fair value less costs to sell and its value in use, is less than the carrying amount.

An impairment loss is recognised in profit or loss.

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 and other long-term employee benefits

Defined contribution plans

The Group and its employees have 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 contributions are recognised as expenses when incurred.

Defined benefit plans and other long-term employee benefits

The Group has obligations in respect of the severance payments, it must make to employees upon retirement under labor law and other employee benefit plans. The Group treats these severance payment obligations as a defined benefit plan. In addition, the Group provides other long-term employee benefit plan, namely long service awards.

The obligation under the defined benefit plan and other long-term employee benefit plans 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.

Actuarial gains and losses arising from other long-term benefits are recognised immediately in profit and loss.

Past service costs are recognised in profit or loss on the earlier of the date of the plan amendment or curtailment and the date that the 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 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 they recognise deferred tax assets for all deductible temporary differences and tax losses carried forward to the extent that it is probable that future taxable profit will be available against which such deductible temporary differences and tax losses carried forward can be utilised.

At each reporting date, the Group reviews and reduces the carrying amount of deferred tax assets to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

The Group records deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

4.15 Financial instruments

The Group initially measures financial assets at its fair value plus, in the case of financial assets that are not measured at fair value through profit or loss, transaction costs. However, trade receivables, that do not contain a significant financing component are measured at the transaction price as disclosed in the accounting policy relating to revenue recognition.

Classification and measurement of financial assets

Financial assets are classified, at initial recognition, as to be subsequently measured at amortised cost, fair value through other comprehensive income (FVOCI), or fair value through profit or loss (FVTPL). The classification of financial assets at initial recognition is driven by the Group's business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

Financial assets at amortised cost

The Group measures financial assets at amortised cost if the financial asset is held in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest rate (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

Financial assets at FVOCI (debt instruments)

The Group measures financial assets at FVOCI if the financial asset is held to collect contractual cash flows and to sell the financial asset and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income, foreign exchange revaluation and impairment losses or reversals are recognised in profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in other comprehensive income. Upon derecognition, the cumulative fair value change recognised in other comprehensive income is recycled to profit or loss.

Financial assets at FVTPL

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

These financial assets include derivatives, security investments held for trading, equity investments which the Group has not irrevocably elected to classify at FVOCI and financial assets with cash flows that are not solely payments of principal and interest.

Dividends on listed equity investments are recognised as other income in profit or loss.

Classification and measurement of financial liabilities

Except for derivative liabilities, at initial recognition the Group's financial liabilities are recognised at fair value net of transaction costs and classified as liabilities to be subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. In determining amortised cost, the Group takes into account any fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in profit or loss.

Derecognition of financial instruments

A financial asset is primarily derecognised when the rights to receive cash flows from the asset have expired or have been transferred and either the Group has transferred substantially all the risks and rewards of the asset, or the Group has transferred control of the asset.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

Impairment of financial assets

The Group recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate.

For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure (a lifetime ECL).

The Group considers a significant increase in credit risk to have occurred when contractual payments are more than 30 days past due, and considers a financial asset as credit impaired or default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to have a significant increase in credit risk and to be in default using other internal or external information, such as credit rating of issuers.

For trade receivables, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date.

ECLs are calculated based on its historical credit loss experience and adjusted for forward-looking factors specific to the debtors and the economic environment.

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

4.16 Derivatives

The Group uses derivatives, such as forward currency contracts to hedge its foreign currency risks.

Derivatives are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. The subsequent changes are recognised in profit or loss. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Derivatives are presented as non-current assets or non-current liabilities if the remaining maturity of the instrument is more than 12 months and it is not due to be realised or settled within 12 months. Other derivatives are presented as current assets or current liabilities.

4.17 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between buyer and seller (market participants) at the measurement date. The Group applies a quoted market price in an active market to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards. Except in case of no active market of an identical asset or liability or when a quoted market price is not available, the Group measures fair value using valuation technique that are appropriate in the circumstances and maximises the use of relevant observable inputs related to assets and liabilities that are required to be measured at fair value.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy into three levels based on categorise of input to be used in fair value measurement as follows:

Level 1 - Use of quoted market prices in an observable active market for such assets or liabilities

Level 2 - Use of other observable inputs for such assets or liabilities, whether directly or indirectly

Level 3 - Use of unobservable inputs such as estimates of future cash flows

At the end of each reporting period, the Group determines whether transfers have occurred between levels within the fair value hierarchy for assets and liabilities held at the end of the reporting period that are measured at fair value on a recurring basis.

5. Significant accounting judgements and estimates

The preparation of financial statements in conformity with financial reporting standards at times requires management to make subjective judgements and estimates regarding matters that are inherently uncertain. These judgements and estimates affect reported amounts and disclosures; and actual results could differ from these estimates. Significant judgements and estimates are as follows:

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.

Reduce cost of inventory to net realisable value

The determination of reduce cost of inventory value, requires management to make judgements and estimates. The reduce cost to net realisable value is estimated based on the selling price expected in the ordinary course of business less the estimated cost of completion and estimated expenses necessary to make the sale; and reduce cost for obsolete, slow-moving and deteriorated inventories, that is estimated based on the approximate useful life of each type of inventory and the results of inspections conducted by the quality control department.

Plant and equipment and depreciation

In determining depreciation of plant and equipment, the management is required to make estimates of the useful lives and residual values of plant and equipment and to review estimate useful lives and residual values when there are any changes.

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

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.

Post-employment benefits under defined benefit plans and other long-term employee benefits

The obligation under the defined benefit plan and other long-term employee benefit plans 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.

Provision for warranty

According to the term of 6 months to 25 years after-sales warranty after delivering of goods, the Group is required to estimate the provision for after-sales service which might occur in the future as a result of sale and installation of goods during the year throughout the warranty term. Management is required to use judgment and past-experience for set up such provision.

Import duty assessment

The Group has contingent liabilities as a result of an assessment of import duties. The Group's management has used judgement to assess of the results of the assessment and believes that no loss will result. Therefore, no contingent liabilities are recorded as at the end of reporting period.

6. Related party transactions

During the years, the Group had significant business transactions with related party. Such transactions, which are summarised below, were concluded on commercial terms and bases agreed upon between the Company and related party.

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements		Pricing policy
	2022	2021	2022	2021	
Transactions with subsidiary (eliminated from the consolidated financial statements)					
Revenues from contracts with customers	-	-	6,564	3,029	Cost plus margin
Dividend income	-	-	-	7,500	As declared rate
Management service and software maintenance income	-	-	5,400	4,435	Mutually agreed price as stipulated in the contract
Freight income	-	-	25	79	Cost plus margin
Cost of sales and services	-	-	8,093	10,259	Cost plus margin
Service charge	-	-	3,120	3,120	Mutually agreed price as stipulated in the contract
Repair cost	-	-	-	251	Cost plus margin

As at 31 December 2022 and 2021, the balances of the accounts between the Company and related party are as follows:

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Trade and other receivables - related party (Note 8)				
Subsidiary company	-	-	5,024	1,581
Trade and other receivables - related party	-	-	5,024	1,581
Trade and other payables - related party (Note 17)				
Subsidiary company	-	-	1,291	4,921
Total trade and other payables - related party	-	-	1,291	4,921

Directors and management's remuneration

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

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Short-term employee benefits	27,295	22,342	20,698	18,764
Post-employment benefits	1,117	1,169	933	988
Other long-term benefits	(174)	20	(155)	14
Total	28,238	23,531	21,476	19,766

7. Cash and cash equivalents

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Cash	215	215	135	135
Bank deposits	238,973	280,072	224,467	163,456
Total	239,188	280,287	224,602	163,591

As at 31 December 2022, bank deposits carried interests between 0.04 and 0.35 percent per annum (2021: 0.04 and 0.375 percent per annum).

8. Trade and other receivables

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Trade accounts receivable - related party				
Aged on the basis of due dates				
Not yet due	-	-	261	456
Overdue				
Less than 3 months	-	-	3,431	328
Total trade accounts receivable - related party	-	-	3,692	784

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Trade accounts receivable - unrelated parties				
Aged on the basis of due dates				
Not yet due	76,144	62,382	51,981	56,793
Overdue				
Less than 3 months	18,436	12,563	9,962	8,992
More than 3 months, not over 6 months	1,869	3,882	1,708	3,882
More than 6 months, not over 12 months	2,810	1,643	2,310	1,643
More than 12 months	3,124	1,519	2,603	714
Total trade accounts receivable - unrelated parties	102,383	81,989	68,564	72,024
Less: Allowance for expected credit losses	(659)	(379)	(659)	(379)
Total trade accounts receivable	101,724	81,610	71,597	72,429
Accrued income - sale of goods and service				
Aging				
Less than 3 months	86,538	60,232	37,701	57,823
More than 3 months, not over 6 months	3,913	3,868	3,549	3,777
More than 6 months, not over 12 months	4,161	7,991	2,280	7,099
More than 12 months	2,281	6,256	2,267	6,249
Total accrued income - sale of goods and service	96,893	78,347	45,797	74,948
Less: Allowance for expected credit losses	(91)	(91)	(91)	(91)
Accrued income - sale of goods and service - net	96,802	78,256	45,706	74,857
Other receivables				
Other receivables - related party	-	-	1,332	797
Other receivables - unrelated parties	46,307	5,720	26,514	5,192
Total other receivables	46,307	5,720	27,846	5,989
Total trade and other receivables - net	244,563	165,586	145,149	153,275

Normal credit term is 30 to 90 days.

9. Hire-purchase receivables

(Unit: Thousand Baht)

	Consolidated financial statements	
	2022	2021
Hire-purchase receivables	8,679	10,848
Less: Unearned financial income	(545)	(838)
Total	8,134	10,010
Less: Current portion	(1,937)	(1,876)
Hire-purchase receivables - net of current portion	6,197	8,134

The subsidiary has entered into the hire-purchase agreements for providing solar cell equipment, whereby installment payment is to be made on a monthly basis. The terms of the agreements are generally between 5 years.

Future minimum lease receivables under the hire-purchase agreements together with the present value of the net minimum lease receivables were as follows:

(Unit: Thousand Baht)

	As at 31 December 2022		
	Less than 1 year	Over 1 year	Total
Future minimum lease receivables	2,170	6,509	8,679
Unearned financial income	(233)	(312)	(545)
Present value of future minimum lease receivables	1,937	6,197	8,134

(Unit: Thousand Baht)

	As at 31 December 2021		
	Less than 1 year	Over 1 year	Total
Future minimum lease receivables	2,169	8,679	10,848
Unearned financial income	(293)	(545)	(838)
Present value of future minimum lease receivables	1,876	8,134	10,010

During the year 2021, the Group recognised income from hire-purchase agreements of Baht 9.30 million in the income statement.

10. Inventories

(Unit: Thousand Baht)

	Consolidated financial statements					
	Cost		Reduce cost to net realisable value		Inventories-net	
	2022	2021	2022	2021	2022	2021
Work in process	122,926	118,244	(2,329)	(1,359)	120,597	116,885
Raw materials and others	147,836	136,002	(12,376)	(10,264)	135,460	125,738
Goods in transit	14,990	16,764	-	-	14,990	16,764
Total	285,752	271,010	(14,705)	(11,623)	271,047	259,387

(Unit: Thousand Baht)

	Separate financial statements					
	Cost		Reduce cost to net realisable value		Inventories-net	
	2022	2021	2022	2021	2022	2021
Work in process	99,652	107,237	(1,909)	(1,344)	97,743	105,893
Raw materials and others	95,580	117,770	(10,334)	(7,888)	85,246	109,882
Goods in transit	11,886	6,395	-	-	11,886	6,395
Total	207,118	231,402	(12,243)	(9,232)	194,875	222,170

During the current year, the Group recorded the amount of reduced cost of inventories by Baht 3.08 million (2021: Baht 0.99 million) and the Company only by Baht 3.01 million (2021: Baht 2.31 million) to reflect the net realisable value, which was included in cost of sales and services.

11. Other current financial assets

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Securities held for trading - Debt securities (Note 11.1)	50,554	50,351	50,554	50,351
Unrealised gain on mark-to-market value of forward exchange contracts	-	139	-	139
Total	50,554	50,490	50,554	50,490

11.1 Movements in the investments in securities held for trading during the years ended 31 December 2022 and 2021 are summarised below.

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Balance as at beginning of year	50,351	50,110	50,351	50,110
Additions during the year	20,190	-	20,190	-
Disposal	(20,190)	-	(20,190)	-
Loss on sales of investments in securities held for trading	(7)	-	(7)	-
Unrealised gain on changes in value of investments	210	241	210	241
Balance as at end of year	50,554	50,351	50,554	50,351

12. Restricted bank deposits

These represent fixed deposits pledged with the banks to secure credit facilities.

13. Investment in subsidiary

As at 31 December 2022 and 2021, details of investment in subsidiary company in the separate financial statements are summarised below.

(Unit: Thousand Baht)

	Separate financial statements							
Company's name	Paid-up capital		Shareholding percentage		Cost		Dividend received during the years	
	2022	2021	2022	2021	2022	2021	2022	2021
			(%)	(%)				
Onvalla Co., Ltd.	250,000	250,000	100	100	252,000	252,000	-	7,500
Total					252,000	252,000	-	7,500

14. Property, plant and equipment

(Unit: Thousand Baht)

	Consolidated financial statements								
	Land and land improvement	Building and building improvement	Machinery, tools and equipment	Furniture, fixture and office equipment	Motor vehicles	Right-of-use assets - motor vehicles	Right-of-use assets - office equipment	Assets under construction and installation	Total
Cost:									
1 January 2021	52,760	174,698	58,233	25,144	47,397	8,190	1,570	24,648	392,640
Additions	-	280	1,054	1,256	4,550	-	-	31,711	38,851
Transferred in/(out)	-	37,349	776	2,652	-	-	-	(40,950)	(173)
Disposals/write-off	-	-	(818)	(545)	-	(5,940)	-	-	(7,303)
31 December 2021	52,760	212,327	59,245	28,507	51,947	2,250	1,570	15,409	424,015
Additions	-	-	18,186	1,662	1,985	-	-	12,783	34,616
Transferred in/(out)	-	21,320	76	-	-	-	-	(21,428)	(32)
Disposals/write-off	-	-	(1,411)	(1,658)	(1,146)	-	-	-	(4,215)
31 December 2022	52,760	233,647	76,096	28,511	52,786	2,250	1,570	6,764	454,384
Accumulated depreciation:									
1 January 2021	-	56,089	39,922	22,090	37,974	5,494	400	-	161,969
Depreciation for the year	-	3,938	4,156	1,384	1,684	1,025	400	-	12,587
Depreciation on disposals/ write-off	-	-	(758)	(529)	-	(5,440)	-	-	(6,727)
31 December 2021	-	60,027	43,320	22,945	39,658	1,079	800	-	167,829
Depreciation for the year	-	5,921	4,929	1,690	2,224	195	378	-	15,337
Depreciation on disposals/ write-off	-	-	(1,341)	(1,576)	(1,146)	-	-	-	(4,063)
31 December 2022	-	65,948	46,908	23,059	40,736	1,274	1,178	-	179,103
Net book value:									
31 December 2021	52,760	152,300	15,925	5,562	12,289	1,171	770	15,409	256,186
31 December 2022	52,760	167,699	29,188	5,452	12,050	976	392	6,764	275,281
Depreciation for the year									
2021 (Baht 9 million included in cost of sales and services, and the balance in selling and administrative expenses)									12,587
2022 (Baht 11 million included in cost of sales and services, and the balance in selling and administrative expenses)									15,337

(Unit: Thousand Baht)

	Separate financial statements								
	Land and land improvement	Building and building improvement	Machinery, tools and equipment	Furniture, fixture and office equipment	Motor vehicles	Right-of-use assets - motor vehicles	Right-of-use assets - office equipment	Assets under construction and installation	Total
Cost:									
1 January 2021	11,449	47,425	24,194	16,098	35,486	8,190	863	23,904	167,609
Additions	-	-	656	919	4,550	-	-	31,495	37,620
Transferred in/(out)	-	37,157	16	2,651	-	-	-	(39,997)	(173)
Disposals/write-off	-	-	(502)	(504)	-	(5,940)	-	-	(6,946)
31 December 2021	11,449	84,582	24,364	19,164	40,036	2,250	863	15,402	198,110
Additions	-	-	1,249	1,098	1,213	-	-	6,911	10,471
Transferred in/(out)	-	21,320	76	-	-	-	-	(21,428)	(32)
Disposals/write-off	-	-	(491)	(1,310)	(1,146)	-	-	-	(2,947)
31 December 2022	11,449	105,902	25,198	18,952	40,103	2,250	863	885	205,602
Accumulated depreciation:									
1 January 2021	-	33,122	18,840	14,420	26,467	5,494	203	-	98,546
Depreciation for the year	-	1,056	1,442	938	1,515	1,025	203	-	6,179
Depreciation on disposals/ write-off	-	-	(473)	(490)	-	(5,440)	-	-	(6,403)
31 December 2021	-	34,178	19,809	14,868	27,982	1,079	406	-	98,322
Depreciation for the year	-	3,005	1,504	1,263	2,165	195	203	-	8,335
Depreciation on disposals/ write-off	-	-	(450)	(1,227)	(1,145)	-	-	-	(2,822)
31 December 2022	-	37,183	20,863	14,904	29,002	1,274	609	-	103,835
Net book value:									
31 December 2021	11,449	50,404	4,555	4,296	12,054	1,171	457	15,402	99,788
31 December 2022	11,449	68,719	4,335	4,048	11,101	976	254	885	101,767
Depreciation for the year									
2021 (Baht 4 million included in cost of sales and services, and the balance in selling and administrative expenses)									6,179
2022 (Baht 6 million included in cost of sales and services, and the balance in selling and administrative expenses)									8,335

As at 31 December 2022, certain plant and equipment items of the Group has been fully depreciated but are still in use. The gross carrying amount before deducting accumulated depreciation and allowance for loss on impairment of those assets amounting to Baht 105.57 million (2021: Baht 95.67 million) and the Company only amounting to Baht 70.32 million (2021: Baht 68.28 million).

As at 31 December 2022, the subsidiary pledged its land and buildings thereon, of which net book value amounting to Baht 134.27 million (2021: Baht 137.18 million), with financial institutions as collateral to secure credit facilities of the Group.

15. Intangible assets

The net book value of intangible assets as at 31 December 2022 and 2021 are presented below.

(Unit: Thousand Baht)

	Consolidated financial statements	Separate financial statements
31 December 2022:		
Cost	13,501	12,580
Less: Accumulated amortisation	(11,321)	(10,404)
Net book value	2,180	2,176
31 December 2021:		
Cost	12,688	11,768
Less: Accumulated amortisation	(10,827)	(9,925)
Net book value	1,861	1,843

A reconciliation of the net book value of intangible assets for the years 2022 and 2021 are presented below.

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Net book value at beginning of year	1,861	2,359	1,843	2,325
Additions	813	7	813	7
Amortisation for the year	(494)	(505)	(480)	(489)
Net book value at end of year	2,180	1,861	2,176	1,843

16. Other non-current financial assets

As at 31 December 2022 and 2021, details of other non-current financial assets are as follows:

(Unit: Thousand Baht)

	Interest rate	Consolidated financial statements		Separate financial statements	
	(Percent per annum)	2022	2021	2022	2021
Other non-current financial assets at amortised cost					
Investment in debt security held to maturity					
Corporate bonds due A.D. 2022	5.00	-	10,000	-	10,000
Corporate bonds due A.D. 2027	4.25	20,000	-	5,000	-
Total investment in debt security held to maturity		20,000	10,000	5,000	10,000
Other investment					
Preferred stock		83	83	83	83
Total other investment		83	83	83	83
Total other non-current financial assets		20,083	10,083	5,083	10,083

17. Trade and other payables

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Trade accounts payable - related party	-	-	911	1,657
Trade accounts payable - unrelated parties	60,580	32,252	43,341	27,534
Other payables - related party	-	-	380	3,264
Other payables - unrelated parties	11,510	18,880	8,063	16,138
Total trade and other payables	72,090	51,132	52,695	48,593

18. Lease

The Group as a lessee

a) Liabilities under lease agreements

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Lease liabilities	434	850	283	509
Less: Deferred interest expenses	(14)	(45)	(10)	(30)
Total	420	805	273	479
Less: Portion due within one year	(334)	(385)	(217)	(206)
Lease liabilities, net of current portion	86	420	56	273

The Group have entered into the lease agreements for rental of assets for use in their operation, whereby they are committed to pay rental on a monthly basis. The terms of the agreements are generally between 4 and 5 years.

b) Expenses relating to leases that are recognised in profit or loss

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Depreciation expense of right-of-use assets	573	1,425	398	1,228
Interest expense on lease liabilities	31	75	20	55
Expense relating to short-term leases	337	330	300	508

19. Provision for long-term employee benefits

Provision for long-term employee benefits as at 31 December 2022 and 2021, which represents compensation payable to employees after they retire and other employee benefits, are as follows:

(Unit: Thousand Baht)

	Consolidated financial statements		
	Employee retirement benefits	Other long-term employee benefits	Total
As at 1 January 2021	34,187	17,332	51,519
Included in profit or loss:			
Current service cost	2,073	1,892	3,965
Interest cost	368	193	561
Benefits paid during the year	(1,916)	(1,935)	(3,851)
As at 31 December 2021	34,712	17,482	52,194
Included in profit or loss:			
Current service cost	1,998	1,730	3,728
Interest cost	372	190	562
Actuarial loss (gain) arising from			
Demographic assumptions changes	-	2,523	2,523
Financial assumptions changes	-	(1,105)	(1,105)
Experience adjustments	-	1,922	1,922
Included in other comprehensive income:			
Actuarial loss (gain) arising from			
Demographic assumptions changes	630	-	630
Financial assumptions changes	(3,802)	-	(3,802)
Experience adjustments	3,058	-	3,058
Benefits paid during the year	-	(2,025)	(2,025)
As at 31 December 2022	36,968	20,717	57,685

(Unit: Thousand Baht)

	Separate financial statements		
	Employee retirement benefits	Other long-term employee benefits	Total
As at 1 January 2021	27,352	13,490	40,842
Included in profit or loss:			
Current service cost	1,510	1,362	2,872
Interest cost	284	148	432
Benefits paid during the year	(1,493)	(1,650)	(3,143)
As at 31 December 2021	27,653	13,350	41,003
Included in profit or loss:			
Current service cost	1,426	1,263	2,689
Interest cost	279	145	424
Actuarial loss (gain) arising from			
Demographic assumptions changes	-	1,502	1,502
Financial assumptions changes	-	(858)	(858)
Experience adjustments	-	2,319	2,319
Included in other comprehensive income:			
Actuarial loss (gain) arising from			
Demographic assumptions changes	125	-	125
Financial assumptions changes	(3,127)	-	(3,127)
Experience adjustments	3,385	-	3,385
Benefits paid during the year	-	(1,575)	(1,575)
As at 31 December 2022	29,741	16,146	45,887

The Group expects to pay Baht 16.66 million of long-term employee benefits during the next year (2021: Baht 2.03 million), the Company only: Baht 13.94 million (2021: Baht 1.58 million).

As at 31 December 2022, the weighted average duration of the liabilities for long-term employee benefit is 22.13 to 23.09 years (2021: 12.34 to 13.24 years), the Company only: 23.09 years (2021: 12.34 years).

Significant actuarial assumptions are summarised below:

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	(% per annum)	(% per annum)	(% per annum)	(% per annum)
Discount rate	2.52 - 3.06	1.26 - 1.52	2.52 - 2.84	1.26 - 1.48
Salary increase rate	4.00	4.00	4.00	4.00
Employee turnover rate (depending on age)	2.87 - 28.65	0 - 18.00	2.87 - 28.65	0 - 18.00

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at 31 December 2022 and 2021 are summarised below.

(Unit: Thousand Baht)

	As at 31 December 2022			
	Consolidated financial statements		Separate financial statements	
	Increase 0.5%	Decrease 0.5%	Increase 0.5%	Decrease 0.5%
Discount rate	(1,673)	1,790	(1,284)	1,372
	Increase 1%	Decrease 1%	Increase 1%	Decrease 1%
Salary increase rate	2,468	(2,178)	1,922	(1,700)
	Increase 20%	Decrease 20%	Increase 20%	Decrease 20%
Turnover rate	(3,671)	4,405	(2,908)	3,510

(Unit: Thousand Baht)

	As at 31 December 2021			
	Consolidated financial statements		Separate financial statements	
	Increase 0.5%	Decrease 0.5%	Increase 0.5%	Decrease 0.5%
Discount rate	(1,427)	1,522	(1,081)	1,154
Salary increase rate	1,254	(1,180)	953	(895)
	Increase 10%	Decrease 10%	Increase 10%	Decrease 10%
Turnover rate	(2,432)	2,801	(1,844)	2,120

20. Dividend paid

On 28 April 2021, the Annual General Meeting of the Company's shareholders passed a resolution to approve the dividend payment for the operating results of the year 2020 to the Company's shareholders at the rate of Baht 0.07 per share, totaling Baht 42 million. The Company paid dividends to its shareholders on 25 May 2021.

On 27 April 2022, the Annual General Meeting of the Company's shareholders passed a resolution to approve the dividend payment for the operating results of the year 2021 to the Company's shareholders at the rate of Baht 0.05 per share, totaling Baht 30 million. The Company paid dividends to its shareholders on 25 May 2022.

21. Statutory reserve

Pursuant to the section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to set aside to a statutory reserve at least 5 percent of its net profit after deducting accumulated deficit brought forward (if any), until the reserve reaches 10 percent of the registered capital. The statutory reserve is not available for dividend distribution. At present, the statutory reserve has fully been set aside.

22. Revenue from contracts with customers

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2021	2020
Type of goods or service:				
Crane and hoist	472,014	374,749	309,148	272,321
Loading dock and equipment	187,784	113,470	187,405	112,259
Solar cell system	50,282	12,790	-	-
Warehouse management system and equipment	1,395	929	1,300	929
Training center service	661	135	442	55
Total revenue from contracts with customers - recognised at a point in time	712,136	502,073	498,295	385,564

23. Expenses by nature

Significant expenses classified by nature are as follows:

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Raw materials used	360,293	285,868	229,660	237,858
Changes in inventories of work in process	(5,222)	(62,409)	7,486	(73,452)
Salaries, wages and other employee benefits	187,079	161,665	141,923	125,815
Subcontractor expenses	44,572	11,731	13,433	10,572
Depreciation and amortisation expenses	15,831	13,093	8,815	6,668
Freight and import expense	12,674	9,537	7,986	7,459
Transportation expenses	10,262	7,770	8,251	6,299
Commission expenses	8,042	5,993	6,193	4,953
Utilities expenses	5,426	4,503	3,231	2,959
Provision for warranty (reversal)	4,814	(848)	888	1,063
Repair and maintenance expenses	4,054	3,651	2,804	2,510
Reduce cost of inventory value	3,082	986	3,011	2,314
Professional fee	3,040	2,905	1,889	1,791
Rental expenses	467	389	430	570
Service charge	-	-	3,120	3,120

24. Income tax

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

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Current income tax:				
Current income tax charge for the year	15,541	8,521	12,934	8,463
Adjustment in respect of current income tax of previous year	(39)	(3)	(39)	(3)
Deferred tax:				
Relating to origination and reversal of temporary differences	(2,827)	(87)	(1,767)	(638)
Income tax expenses reported in profit or loss	12,675	8,431	11,128	7,822

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 financial statements		Separate financial statements	
	2022	2021	2022	2021
Deferred tax on actuarial (gain) loss	(23)	-	77	-
	(23)	-	77	-

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

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Accounting profit before tax	65,819	42,092	55,532	45,077
Applicable tax rate	20%	20%	20%	20%
Accounting profit before tax multiplied by income tax rate	13,164	8,418	11,106	9,015
Adjustment in respect of current income tax of previous year	(39)	(3)	(39)	(3)
Effects of:				
Board of Investment promotion	(240)	-	-	-
Non-deductible expenses	154	370	152	354
Additional expense deductions allowed	(400)	(346)	(91)	(44)
Income not subject to tax	-	-	-	(1,500)
Related transactions	36	(8)	-	-
Total	(450)	16	61	(1,190)
Income tax expenses reported in profit or loss	12,675	8,431	11,128	7,822

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

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Deferred tax assets				
Allowance for expected credit losses	150	94	150	94
Allowance for reduce cost of inventory to net realisable value	2,941	2,325	2,449	1,846
Provision for long-term employee benefits	11,537	10,439	9,177	8,201
Provision for warranty	1,529	566	720	542
Unrealisable loss on mark-to-market value of forward exchange contracts	60	-	26	-
Others	-	20	-	20
Total	16,217	13,444	12,522	10,703
Deferred tax liabilities				
Unrealised fair value gain on investments	73	70	73	70
Accumulated depreciation - building	155	161	-	-
Unrealisable gain on mark-to-market value of forward exchange contracts	-	28	-	28
Total	228	259	73	98
Deferred tax assets - net	15,989	13,185	12,449	10,605

25. Promotional privileges

The subsidiary company has received special tax privileges from the Investment Promotion Board for investment in the production of solar-powered electricity, according to Investment Promotion Certificate No. 65-0542-1-001-0 dated 17 May 2022. Subject to certain imposed conditions, the significant privileges include the following:

1. Exemption from import duties on machinery as approved by the Board.
2. Exemption from corporate income tax on net profits generated from the promoted business, subject to a limit of 100% of the investment, excluding land and circulating capital, for a period of 8 years starting from the date of income generation by the business (1 February 2022).
3. Exemption from the requirement to pay a share of profits from promoted businesses that are exempt from corporate income tax under Section 31, that are included in the calculations for income tax purposes throughout the period of time of the recipient's exemption from corporate income tax.

The subsidiary's operating revenues for the year ended 31 December 2022, divided between promoted and non-promoted operations, is summarised below.

(Unit: Thousand Baht)

	Promoted operations	Non-promoted operations	Total
Domestic sales	2,559	225,703	228,262

26. Earnings per share

Basic earnings per share is calculated by dividing profit for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year.

27. 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. The chief operating decision maker has been identified as Chief Executive Officer.

For management purposes, the Group is organised into business units based on their products and services with production facilities in Thailand and operates in both local and overseas markets, and have two reportable segments as follows:

1. Sales and service income.
2. After sales service income.

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 on a basis consistent with that used to measure operating profit or loss in the financial statements.

Transfer prices between operating segments are concluded on commercial terms and based agreed upon between the operating segments as described in Note 6 to the financial statements.

Inter-segment revenues are eliminated on consolidation.

The following table presents revenue and profit and total assets information regarding the Group's operating segments as at and for the years ended 31 December 2022 and 2021:

(Unit: Thousand Baht)

	Consolidated financial statements									
	For the years ended 31 December									
	Sale and service income		After sales service income		Total segments		Eliminated transactions		Consolidated	
	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021
Revenues from contracts with customers										
Related party	9,294	10,983	5,127	2,288	14,421	13,271	(14,421)	(13,271)	-	-
External customers	512,804	330,933	199,332	171,140	712,136	502,073	-	-	712,136	502,073
	522,098	341,916	204,459	173,428	726,557	515,344	(14,421)	(13,271)	712,136	502,073
Gross profit margin					176,142	142,810	(98)	137	176,044	142,947
Other income					15,389	18,869	(8,602)	(15,402)	6,787	3,467
Selling expenses					(32,825)	(28,262)	-	-	(32,825)	(28,262)
Administrative expenses					(94,230)	(85,103)	8,520	7,806	(85,710)	(77,297)
Finance income					1,554	1,312	-	-	1,554	1,312
Finance cost					(31)	(75)	-	-	(31)	(75)
Income tax expenses					(12,675)	(8,431)	-	-	(12,675)	(8,431)
Profit for the year					53,324	41,120	(180)	(7,459)	53,144	33,661
Segment total assets									1,166,435	1,081,015
Increase in non-current assets other than deferred tax assets									27,455	33,150

Geographic information

The Group operates in Thailand only. As a result, all the revenues and assets as reflected in these financial statements pertain exclusively to this geographical reportable segment.

Major customers

In 2022, the Group has revenue from 1 major customer in amount of Baht 104.54 million.

In 2021, the Group had no major customer with revenue of 10 percent or more than of its consolidated revenue.

28. Provident fund

The Group and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. The employees contribute to the fund monthly at the rate of 3 - 15 percent of basic salary, the Group contributes to the fund monthly at the same rate as its employees but not more than 5 percent of basic salary. The fund, which is managed by BBL Asset Management Co., Ltd., will be paid to employees upon termination in accordance with the fund rules. The contributions for the year 2022 by the Group amounting to Baht 2.53 million (2021: Baht 2.31 million) and the Company only amounting to Baht 2.18 million (2021: Baht 2.04 million) were recognised as expenses.

29. Commitments and contingent liabilities

As at 31 December 2022, the Group had commitments and contingent liabilities as follows:

29.1 Capital commitments

As at 31 December 2021, the Group had capital commitments amounting to Baht 11.38 million, the Company only amounting to Baht 11.38 million, relating to office and factory renovation of the Company. (2022: Nil)

29.2 Lease and service commitments

The Group has entered into several lease and service agreements in respect of the service of space, computer software maintenance, security service and other services. The terms of the agreements are generally 1 year.

The Group has future lease payments required under these non-cancellable leases contracts that have not yet commenced as follows:

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Payable within:				
Less than 1 year	3.65	-	5.66	-

29.3 Guarantees

As at 31 December 2022, there were outstanding bank guarantees of Baht 121.44 million (2021: Baht 76.74 million), the Company only of Baht 90.92 million (2021: Baht 66.52 million), issued by banks on behalf of the Group to guarantee contractors work and the appeal submission to the Customs Department.

29.4 Credit facilities

The Group has unused credit facilities of bank overdraft and other credits of approximately Baht 342 million which are guaranteed by land and building thereon of its subsidiary and pledge by bank deposits of the Company.

29.5 Import duty assessment

During the year 2020, the Company received formal letters from the Customs Department notifying an assessment of import duties on inflatable dock shelter units imported during the years 2017 to 2019. The custom officers ruled that the Company had declared the incorrect HS code. Therefore, the Company has to pay for the import duty shortfall, VAT shortfall, penalties and surcharges, totaling Baht 6.12 million. However, the Company has submitted an appeal to object the tax assessment to the Appeal Committee and the case is still being considered by the Committee.

The management has considered and believed that the Company has paid import duties at applicable rate. Therefore, the Company did not set aside a provision for contingent liabilities arising from such assessment in its accounts as at 31 December 2022 and 2021.

30. Fair value hierarchy

As at 31 December 2022 and 2021, the Group had the financial assets and liabilities that were measured or disclosed at fair value using different levels of inputs as follows:

(Unit: Thousand Baht)

	As at 31 December 2022			
	Consolidated financial statements			
	Level 1	Level 2	Level 3	Total
Asset measured at fair value				
Financial assets measured at FVTPL				
Held for trade investments - fund				
Debt instruments	-	50,554	-	50,554
Asset for which fair value are disclosed				
Financial assets measured at amortised cost				
Investment in debt security held to maturity	-	19,890	-	19,890
Liability measured at fair value				
Derivatives				
Foreign currency forward contract	-	301	-	301

(Unit: Thousand Baht)

	As at 31 December 2021			
	Consolidated financial statements			
	Level 1	Level 2	Level 3	Total
Asset measured at fair value				
Financial assets measured at FVTPL				
Held for trade investments - fund				
Debt instruments	-	50,351	-	50,351
Derivatives				
Foreign currency forward contract	-	139	-	139
Asset for which fair value are disclosed				
Financial assets measured at amortised cost				
Investment in debt security held to maturity	-	10,105	-	10,105

(Unit: Thousand Baht)

	As at 31 December 2022			
	Separate financial statements			
	Level 1	Level 2	Level 3	Total
Asset measured at fair value				
Financial assets measured at FVTPL				
Held for trade investments - fund				
Debt instruments	-	50,554	-	50,554
Asset for which fair value are disclosed				
Financial assets measured at amortised cost				
Investment in debt security held to maturity	-	4,972	-	4,972
Liability measured at fair value				
Derivatives				
Foreign currency forward contract	-	131	-	131

(Unit: Thousand Baht)

	As at 31 December 2021			
	Separate financial statements			
	Level 1	Level 2	Level 3	Total
Asset measured at fair value				
Financial assets measured at FVTPL				
Held for trade investments - fund				
Debt instruments	-	50,351	-	50,351
Derivatives				
Foreign currency forward contract	-	139	-	139
Asset for which fair value are disclosed				
Financial assets measured at amortised cost				
Investment in debt security held to maturity	-	10,105	-	10,105

31. Financial instruments

31.1 Financial risk management objectives and policies

The Group's financial instruments-principally comprise cash and cash equivalents, trade and other receivables, investments, trade and other payables and lease liabilities. The financial risks associated with these financial instruments and how they are managed in described below.

Credit risk

The Group is exposed to credit risk primarily with respect to trade and other receivables, hire-purchase receivables, deposits with banks and financial institutions and other financial instruments. The maximum exposure to credit risk is limited to the carrying amounts as stated in the statement of financial position.

Trade receivables

The Group manages the risk by adopting appropriate credit control policies and procedures and therefore does not expect to incur material financial losses. Outstanding trade receivables and contract assets are regularly monitored and any shipments to major customers are generally covered by letters of credit or other forms of credit insurance obtained from reputable banks and other financial institutions. In addition, the Group does not have high concentrations of credit risk since it has a large customer base in various industries.

An impairment analysis is performed at each reporting date to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar credit risks. The Group classifies customer segments by product type, customer type and rating, and coverage by letters of credit and other forms of credit insurance. Letters of credit and other forms of credit insurance are considered an integral part of trade receivables and taken into account in the calculation of impairment. The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. Generally, trade receivables are written-off if past due for more than one year and not subject to enforcement activity. The Group does not hold collateral as security.

Market risk

There are two types of market risk comprising foreign currency risk and interest rate risk. The Group enters into a derivative which is foreign exchange forward contracts to hedge the foreign currency risk arising on the import of goods.

Foreign currency risk

The Group's exposure to foreign currency risk arises mainly from selling and purchasing transactions that are denominated in foreign currencies.

Below is the summary of the Group's significant foreign currency dominated assets/liabilities as at 31 December 2022 and 2021.

	As at 31 December 2022				
	Consolidated financial statements		Separate financial statements		Average exchange rate as at
Currency	Assets	Liabilities	Assets	Liabilities	31 December 2022
	(Thousand)	(Thousand)	(Thousand)	(Thousand)	(Baht per one foreign currency unit)
EUR	37	955	36	783	36.8274
USD	19	102	19	40	34.5624
CNY	-	509	-	236	4.9664

	As at 31 December 2021				
	Consolidated financial statements		Separate financial statements		Average exchange rate as at
Currency	Assets	Liabilities	Assets	Liabilities	31 December 2021
	(Thousand)	(Thousand)	(Thousand)	(Thousand)	(Baht per one foreign currency unit)
EUR	31	353	30	306	37.8948
USD	19	70	19	70	33.4199
CNY	-	158	-	47	5.2507
SGD	-	3	-	3	24.7357

The Group uses foreign exchange forward contracts to manage some of its transaction exposures. The contracts are entered into for periods consistent with foreign currency exposure of the underlying transactions, generally 6 months.

As at 31 December 2022 and 2021, the Group had outstanding foreign exchange forward contract whereby the Group measured fair value of such contracts and recognised unrealised gain (loss) on mark-to-market value of foreign exchange forward contract and presented as part of other current financial assets (liabilities). Details are summarized below.

Derivatives - foreign exchange forward contract

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Derivative assets (liabilities)				
Derivative assets (liabilities) not designated as hedging instruments				
Foreign exchange forward contract	(301)	139	(131)	139
Total derivative assets (liabilities)	(301)	139	(131)	139

As at 31 December 2022 and 2021, the Group had outstanding foreign exchange forward contract as follows:

As at 31 December 2022				
Consolidated financial statements				
Foreign currency	Bought amount	Amount paid by Baht per contract	Contractual maturity date	Contractual exchange rate of bought amount
	(Thousand)	(Thousand Baht)		(Baht per one foreign currency unit)
USD	153	5,520	9 – 15 May 2023	35.56 – 37.02

As at 31 December 2021				
Consolidated financial statements				
Foreign currency	Bought amount	Amount paid by Baht per contract	Contractual maturity date	Contractual exchange rate of bought amount
	(Thousand)	(Thousand Baht)		(Baht per one foreign currency unit)
Euro	613	23,311	3 February - 14 June 2022	37.26 - 39.36
USD	30	1,003	12 May 2022	32.87

As at 31 December 2022				
Separate financial statements				
Foreign currency	Bought amount	Amount paid by Baht per contract	Contractual maturity date	Contractual exchange rate of bought amount
	(Thousand)	(Thousand Baht)		(Baht per one foreign currency unit)
USD	91	3,241	15 May 2023	35.56

As at 31 December 2021				
Separate financial statements				
Foreign currency	Bought amount	Amount paid by Baht per contract	Contractual maturity date	Contractual exchange rate of bought amount
	(Thousand)	(Thousand Baht)		(Baht per one foreign currency unit)
Euro	342	13,006	23 May - 14 June 2022	37.26 - 38.28
USD	30	1,003	12 May 2022	32.87

Foreign currency sensitivity

As at 31 December 2022, the possible change in exchange rates has no significant impact on the Group's profit before tax.

Interest rate risk

The Group exposures to interest rate risk is minimal since most of their financial assets and liabilities have short-term maturity and bear floating interest rates or fixed interest rates which are close to the market rate. However, a possible change in interest rates has no significant impact on the Group's profit before tax.

Significant financial assets and liabilities as at 31 December 2022 and 2021 classified by type of interest rate are summarised in the table below, with those financial assets and liabilities that carry fixed interest rates further classified based on the maturity date, or the repricing date if this occurs before the maturity date.

(Unit: Million Baht)

	As at 31 December 2022											
	Consolidated financial statements						Separate financial statements					
	Fixed interest rates						Fixed interest rates					
	Within 1 year	1 - 5 years	Floating interest rate	Non-interest bearing	Total	Effective interest rate (% per annum)	Within 1 year	1 - 5 years	Floating interest rate	Non-interest bearing	Total	Effective interest rate (% per annum)
Financial assets												
Cash and cash equivalents	1.1	-	134.2	103.9	239.2	0.04 - 0.35	1.1	-	124.1	99.4	224.6	0.04 - 0.35
Trade and other receivables	-	-	-	244.6	244.6	-	-	-	-	145.1	145.1	-
Hire-purchase receivables	1.9	6.2	-	-	8.1	3.45	-	-	-	-	-	-
Other current financial assets	-	-	-	50.6	50.6	-	-	-	-	50.6	50.6	-
Restricted bank deposits	25.0	-	-	-	25.0	0.20	25.0	-	-	-	25.0	0.20
Other non-current financial assets	-	20.0	-	0.1	20.1	4.25	-	5.0	-	0.1	5.1	4.25
	28.0	26.2	134.2	399.2	587.6		26.1	5.0	124.1	295.2	450.4	
Financial liabilities												
Trade and other payables	-	-	-	72.1	72.1	-	-	-	-	52.7	52.7	-
Lease liabilities	0.3	0.1	-	-	0.4	4.56 - 5.29	0.2	0.1	-	-	0.3	5.29
Other current financial liabilities	-	-	-	0.3	0.3	-	-	-	-	0.1	0.1	-
	0.3	0.1	-	72.4	72.8		0.2	0.1	-	52.8	53.1	

(Unit: Million Baht)

	As at 31 December 2021											
	Consolidated financial statements						Separate financial statements					
	Fixed interest rates						Fixed interest rates					
	Within 1 year	1 - 5 years	Floating interest rate	Non-interest bearing	Total	Effective interest rate (% per annum)	Within 1 year	1 - 5 years	Floating interest rate	Non-interest bearing	Total	Effective interest rate (% per annum)
Financial assets												
Cash and cash equivalents	70.9	-	138.4	71.0	280.3	0.04 - 0.375	70.5	-	90.9	2.1	163.5	0.04 - 0.20
Trade and other receivables	-	-	-	165.6	165.6	-	-	-	-	153.3	153.3	-
Hire-purchase receivables	1.9	8.1	-	-	10.0	3.45	-	-	-	-	-	-
Other current financial assets	-	-	-	50.5	50.5	-	-	-	-	50.5	50.5	-
Restricted bank deposits	25.0	-	-	-	25.0	0.20	25.0	-	-	-	25.0	0.20
Other non-current financial assets	-	10.0	-	0.1	10.1	5.00	-	10.0	-	0.1	10.1	5.00
	97.8	18.1	138.4	287.2	541.5		95.5	10.0	90.9	206.0	402.4	
Financial liabilities												
Trade and other payables	-	-	-	51.1	51.1	-	-	-	-	48.6	48.6	-
Lease liabilities	0.4	0.4	-	-	0.8	4.56 - 5.29	0.2	0.3	-	-	0.5	5.29
	0.4	0.4	-	51.1	51.9		0.2	0.3	-	48.6	49.1	

Liquidity risk

The Group monitors the risk of a shortage of liquidity through the use of credit facilities. As at 31 December 2022, the Group has liabilities which will mature in less than one year approximately 81 percent of the carrying value of liabilities reflected in the financial statements (2021: 78 percent), the Company only: 79 percent (2021: 80 percent). The Group has assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Group has access to a sufficient variety of sources of funding.

The table below summarises the maturity profile of the Group's non-derivative financial liabilities as at 31 December 2022 and 2021 based on contractual undiscounted cash flows:

(Unit: Million Baht)

	As at 31 December 2022				
	Consolidated financial statements				
	On demand	Less than 1 year	1 to 5 years	> 5 years	Total
Non-derivatives					
Trade and other payables	-	72.1	-	-	72.1
Lease liabilities	-	0.3	0.1	-	0.4
Accrued expenses	-	36.1	-	-	36.1
Total non-derivatives	-	108.5	0.1	-	108.6

(Unit: Million Baht)

	As at 31 December 2021				
	Consolidated financial statements				
	On demand	Less than 1 year	1 to 5 years	> 5 years	Total
Non-derivatives					
Trade and other payables	-	51.1	-	-	51.1
Lease liabilities	-	0.4	0.4	-	0.8
Accrued expenses	-	18.8	-	-	18.8
Total non-derivatives	-	70.3	0.4	-	70.7

(Unit: Million Baht)

	As at 31 December 2022				
	Separate financial statements				
	On demand	Less than 1 year	1 to 5 years	> 5 years	Total
Non-derivatives					
Trade and other payables	-	52.7	-	-	52.7
Lease liabilities	-	0.2	0.1	-	0.3
Accrued expenses	-	20.4	-	-	20.4
Total non-derivatives	-	73.3	0.1	-	73.4

(Unit: Million Baht)

	As at 31 December 2021				
	Separate financial statements				
	On demand	Less than 1 year	1 to 5 years	> 5 years	Total
Non-derivatives					
Trade and other payables	-	48.6	-	-	48.6
Lease liabilities	-	0.2	0.3	-	0.5
Accrued expenses	-	15.5	-	-	15.5
Total non-derivatives	-	64.3	0.3	-	64.6

31.2 Fair values of financial instruments

Since the majority of the Group's financial instruments are short-term in nature or carrying interest at rates close to the market interest rates, their fair value is not expected to be materially different from the amounts presented in the statement of financial position.

During the current year, there were no transfers within the fair value hierarchy.

32. Capital management

The primary objective of the Company'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 0.35:1 (2021: 0.29:1) and the Company only was 0.27:1 (2021: 0.26:1).

33. Event after the reporting period

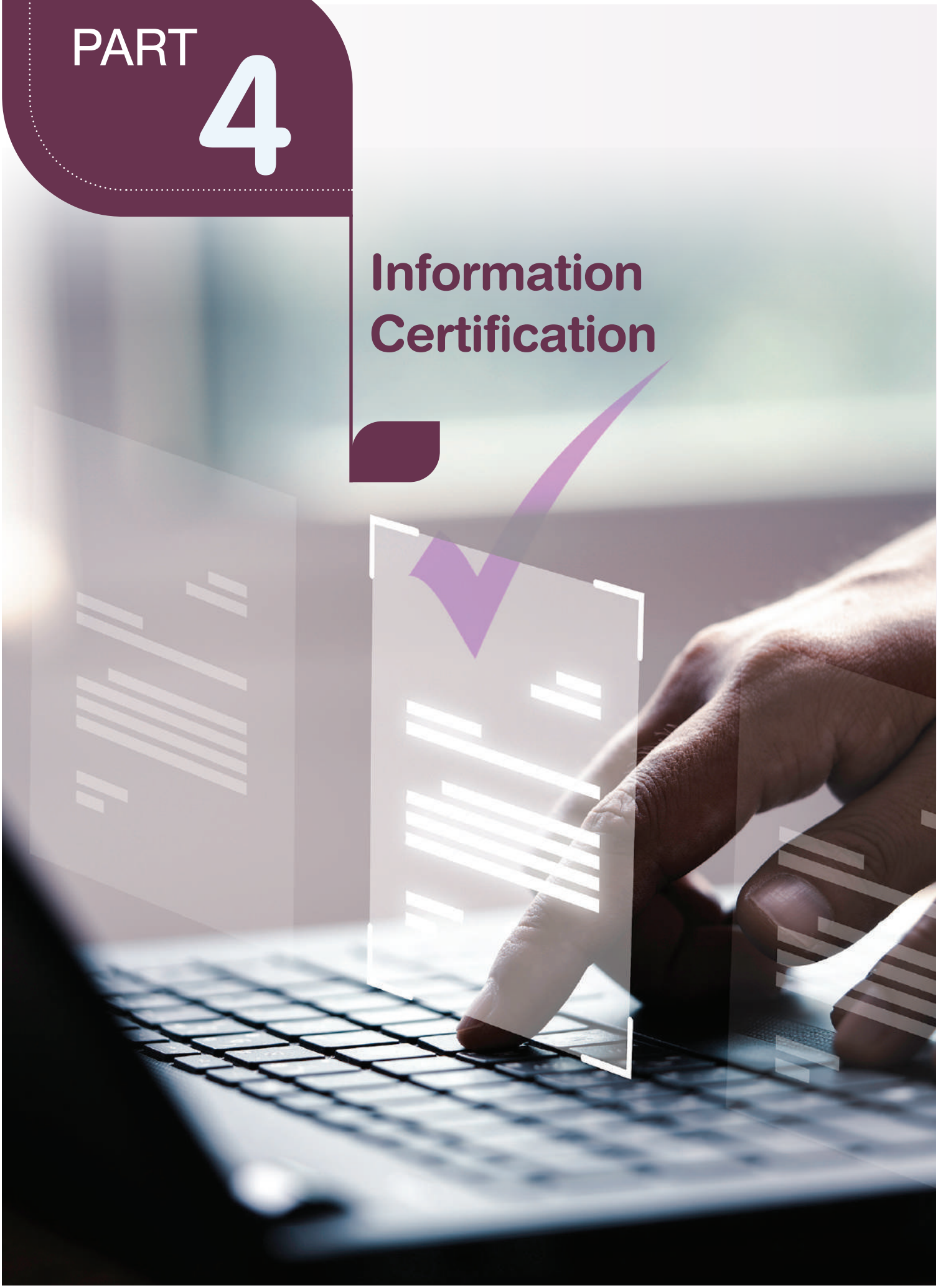
On 21 February 2023, the Board of Directors' Meeting of the Company passed a resolution to approve the dividend payment for the operating results of the year 2022 at the rate of Baht 0.07 per share, totaling Baht 42 million. The schedule of dividend payment is in May 2023. However, such dividend payment is subject to the approval of the Annual General Meeting of the Shareholders, which to be held on 28 April 2023.

34. Approval of financial statements

These financial statements were authorised for issue by the Company's Board of Directors on 21 February 2023.

PART 4

Information Certification



Certification

The Company has conservatively reviewed this annual registration statement/annual report, the Company would like to certify that such information is correct, complete, truth, does not lead to misunderstanding or does not lack of the important information that should be notified. Moreover, the Company certified that

(1) The financial statements and financial information shown in the annual registration statement/ annual report are correctly and completely presented with the important matter related to financial position, financial performance and cash flow of the Group.

(2) The Company has appropriate disclosure system to ensure that the Company correctly and completely discloses all significant information of the Group. Also, the Company has supervised to ensure the Company complies with such system.

(3) The Company has provided a good internal control system and supervise the implementation of such systems. The Company informed the assessment of internal control system on the latest date to the auditor and the Audit and Risk Management Committee of the Company, which including the deficiencies and significant change in the internal control system. Moreover, the Company also informed misconduct that could affect the financial report of the Group.

In this regard, as evidence that all documents are the same set of documents that the Company has verified, the Company has assigned Miss Woraratt Mekkerdchoo as the person to provide signature on every page of this document. If any documents do not have the signature of Miss Woraratt Mekkerdchoo, the Company will consider those information as unverified information as mentioned above.

Name	Position	Signature
1. Mr. Ong-ard Puntuyakorn	- Director - Chairman of the Executive Committee - Member of the Nomination, Remuneration and Corporate Governance - Chief Executive Officer	Ong-ard Puntuyakorn
2. Miss Rachaya Rattanasrithong	Director	Rachaya Rattanasrithong

Proxy holders Name	Position	Signature
1. Miss Woraratt Mekkerdchoo	Chief Financial Officer	Woraratt Mekkerdchoo

In addition, Section 89/20 *** of the Securities and Exchange Act B.E. 2535 that has been amended by the Securities and Exchange Act (No. 4) B.E. 2551, requires the directors and executives must jointly be liable to any person who trades the Company's securities in any damage, which occurs due to the disclosure of information to shareholders or the general public by showing false statements in essence or concealing the true message that should be notified in the case of financial statements and reports relating to financial status and operating results of the Company or any other reports that must be disclosed under Section 56. The regulation does not limit the responsibility to only the directors and executives who sign, certify the accuracy of the information in such documents only. However, directors or executives who can prove that by the position that he may not know the truth of the information or lack of information that should be reported shall have no liability under Section 89/20.

Note: ***Applied to company subjected to Chapter 3/1 of the Securities and Exchange Act B.E. 2535 amended by the Securities and Exchange Act (No. 4) B.E. 2551 only.

PART 5

Appendix



Appendix 1

Information of Directors, Executives, Controlling Persons, and Company Secretary

Biographies of Directors



Mr. Winid Silamongkol

Age 64 Years

Position : Chairman of the Board of Directors, Chairman of the Audit and Risk Management Committee, and Independent Director

Share Holding (%) : - None-

Date of Appointment : 1 July 2021

Family relationship between directors and executives : -None-

Legal Dispute in 5 years :- None-

Education / Training

- Master of Business Administration, Accountancy, Thammasat University
- Bachelor of Commerce and Accountancy, Thammasat University
- Bachelor of Law, Thammasat University
- Director Certification Program (DCP)
- Director Accreditation Program (DAP) Class 188/2021
- Business Management and Executive Development by KPMG and Arthur Andersen
- Kellogg Graduate School of Management
- Facilitator for KPMG AC Forum, organized by AC Institute of KPMG in Thailand i.e. Risk Management and Compliance, Fraud risks challenges, IT Controls and Governance, Journey to the developments of Good Governance.

Working experience

Listed Company

Present

2021 - Present	Chairman of the Board of Directors, Chairman of the Audit and Risk Management Committee, and Independent Director Alla Public Company Limited
2022 – Present	Chairman of the Audit Committee and Independent Director, SCBX Public Company Limited
2022 – Present	Chairman of Audit and Governance Committee, and Independent Director Central Pattana Public Company Limited

2022 – Present	Chairman of Audit and Governance Committee, and Independent Director Central Pattana Public Company Limited
2021 - Present	Independent Director, Chairman of the Audit Committee, and Member of Corporate Governance and Sustainable Development Committee, Betagro Public Company Limited
2021 – Present	Chairman of Audit and Risk Management Committee and Independent Director, SCG Chemicals Public Company Limited

Past Experience

2021 – 2021	Chairman of Audit Committee and Independent, Dusit Thani Public Company Limited
2020 – 2021	Chairman of Audit Committee and Independent, Thaicom Public Company Limited

Non Listed Company / Other Organization

Present

2022 - Present	Qualified Member of the University Council, Thammasat University
2020 – Present	Board Member and Chairman of the Auditing Profession Committee, Federation of Accounting Professions
2022 - Present	Qualified Director, Faculty of Commerce and Accountancy, Thammasat University
Present	Board Member of Transformation Driven, Thammasat University
Present	Board Member of Thammasat University Stategic Plan no.13 (2022 - 2027)
Present	Board Member of Joint Venture Consideration, Thammasat University
Present	Board Member of Assets and Liabilities Declaration and Verification System Office of the National Anti-Corruption Commission

Past Experience

2015 - 2019	Chairman of the Board of Directors and Chief Executive Officer, KPMG Thailand Limited

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Prof. Dr. Sahaton Rattanapijit

Age 64 Years

Positionว : Vice Chairman of the Board of Directors, Member of the Audit and Risk Management Committee, Chairman of Nomination, Remuneration and Corporate Governance Committee, and Independent Director

Share Holding (%) : – None –

Date of Appointment : 8 September 2015

Family relationship between directors and executives : – None –

Legal Dispute in 5 years : – None –

Education / Training

- Doctor of Law, Thammasat University
- Master of Law in Commercial Law, Bristol University
- Master of Law, Thammasat University
- Bachelor of Law, Thammasat University
- Thai Barrister – At Law
- Director Accreditation Program(DAP) Class 131/2016

Working experience

Listed Company

2015 – Present	Vice Chairman of the Board of Directors, Member of the Audit and Risk Manament Committee, Chairman Nomination, Remuneration and Corporate Governance Committee, and Independent Director Alla Public Company Limited

Non Listed Company / Other Organization

2022 – Present	Qualified Director of Personal Credit Information Committee, Office of the Permanent Secretary, Ministry of Finance
2015 – Present	Professor, Faculty of Law, Thammasat University
2005 – Present	Arbitrator, Thai Arbitration Institute, Office of Judiciary
1999 – 2020	Member of the Information Disclosure Tribunal for National Economy and Finance, The Office of the Prime Minister

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Mr. Ong-ard Puntuyakorn

Age 62 Years

Position : Director, Member of the Nomination, Remuneration and Corporate Governance Committee, Chairman of the Executive Committee, and Chief Executive Officer

Share Holding (%) : 33.88

Date of Appointment : 8 September 2015

Family relationship between directors and executives :
Spouse of Mrs. Vallaya Puntuyakorn and Father of Miss Chalumporn Puntuyakorn

Legal Dispute in 5 years : – None –

Education / Training

- Master of Business Administration (MBA), Sasin Graduate Institute of Business Administration of Chulalongkorn University
- Bachelor of Engineering, King Mongkut's Institute of Technology Ladkrabang
- Director Accreditation Program (DAP) Class 110/2014
- Risk Management Program for Corporate Leaders (RCL) Class 28/2022 Thai Institute of Directors
- Business Planning and Execution 2022

Working experience

Listed Company

1992 – Present	Director, Member of the Nomination, Remuneration and Corporate Governance Committee, Chairman of the Executive Committee, and Chief Executive Office Alla Public Company Limited

Non Listed Company / Other Organization

1990 – Present	Director, Chairman of Executive Committee, and Chief Executive Officer Onvalla Company Limited

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Mrs. Vallaya Puntuyakorn

Age 61 Years

Position : Director, Member of Executive Committee, and Chief Administrative Officer

Share Holding (%) : 22.50

Date of Appointment : 8 September 2015

Family relationship between directors and executives :
Spouse of Mr. Ong-ard Puntuyakorn and Mother of Miss Chalumporn Puntuyakorn

Legal Dispute in 5 years : – None –

Education / Training

- YWCA Secretarial School Diploma
- Director Accreditation Program (DAP) Class 110/2014
- Business Planning and Execution 2022

Working experience

Listed Company

1992 – Present Director, Member of Executive Committee, and Chief Administrative Officer
Alla Public Company Limited

Non Listed Company / Other Organization

1990 – Present Director and Member of Executive Committee
Onvalla Company Limited

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Mr. Chirawat Srisawadi

Age 66 Years

Position : Director, Member of Audit and Risk Management Committee, Member of Nomination, Remuneration and Corporate Governance Committee, and Independent Director

Share Holding (%) : – None –

Date of Appointment : 8 September 2015

Family relationship between directors and executives : – None –

Legal Dispute in 5 years : – None –

Education / Training

- Master of Management,
  Sasin Graduate Institute of Business Administration of Chulalongkorn University
- Bachelor of Business Administration in Accounting, Ramkhamhaeng University
- Director Accreditation Program (DAP) Class 114/2015
- Director Certification Program (DCP) 2016

Working experience

Listed Company

2015 – Present Director, Member of Audit and Risk Management Committee, Member of Nomination, Remuneration and Corporate Governance Committee, and Independent Director
Alla Public Company Limited

Non Listed Company / Other Organization

2007 – Present Director
Siam Chemicals Solutions Co., Ltd

2005 – Present Director
AmplusChem Co., Ltd.

6



Mr. Montri Mahaplerkpong

Age 61 Years

Position : Director, Member of Audit and Risk Management Committee, Member of Nomination, Remuneration and Corporate Governance Committee and Independent Director

Share Holding (%) : – None –

Date of Appointment : 1 January 2022

Family relationship between directors and executives : – None –

Legal Dispute in 5 years : – None –

Education / Training

- Master of Business Administration, Boston University, United States
- Bachelor of Art in Marketing, Chulalongkorn University
- Certified of Thai Institute of Directors (IOD)
- Director Accreditation Program (DAP) Class 89/2011
- Advance Management Program, Business Management, Harvard Business School, United States 2010
- Security Management Program for Senior Executives (SML) 2020, The Association of National Defense College of Thailand under The Royal Patronage of His Majesty The King (ANDCT)
- Health Communication, Class 4/2022, Chukabhorn Royal Academy
- Risk Management Program for Corporate Leaders (RCL) Class 28/2022, Thai Institute of Directors
- How to Develop a Risk Management Plan (HRP) Class 31/2022, Thai Institute of Directors

Working experience

Listed Company

2022 – Present	Director, Member of the Audit and Risk Management Committee, Member of Nomination, Remuneration and Corporate Covernance Committee and Independent Director Alla Public Company Limited
2022 - Present	Director and Executive Director T.K.S. Technologies Public Company Limited
2022 - Present	Director FN Factory Outlet Public Company Limited
2022 - Present	Advisor to Vice President - Corporate Administration The Siam Cement Public Company Limited

Non Listed Company / Other Organization

Present

2022 - Present	Vice President The Federation of Thai Industries
2022 - Present	President of Economic and Academic Division The Federation of Thai Industries
2022 - Present	Advisor to the Commission Commerce Commission and Industry, Senate
2022 - Present	Qualified President of the Thai-Latin American Business Council
2022 - Present	Director of the Thai-Chile Business Council
2022 - Present	Chairman of the Executive Committee T.K.S. Siampress Management Company Limited
2022 - Present	Qualified Director International Institute for Trade and Development (ITD)
2020 - Present	Director of the Thai-Vietnam Business Council
2017 - Present	Deputy Representative APEC Business Advisory Council (ABAC), Thailand

Past Experience

2020 - 2022	Secretary The Federation of Thai Industries
2020 - 2022	President of the Thai-Latin American Business Council
2019 - 2022	Specialist Commerce Commission and Industry, Senate
2019 - 2020	Consultant Economic and Social Psychology, Office of the National Security Council
2018 - 2021	Director of Public & Private Liaison Office The Siam Cement Public Company Limited
2018 – 2020	Vice President International Chamber of Commerce, Thailand
2017 – 2018	Deputy Managing Director SCG Vietnam Company Limited

7



Mr. Chumphol Chanchareon

Age 55 Years

Position : Director, Member of Executive Committee, and Chief Operating Officer

Share Holding (%) : – None –

Date of Appointment : 23 April 2019

Family relationship between directors and executives : – None –

Legal Dispute in 5 years : – None –

Education / Training

- Master of Public Administration, National Institute of Development Administration
- Bachelor of Engineering in Mechanical, Kasetsart University
- Director Accreditation Program (DAP) Class 160/2019
- Business Planning and Execution 2022

Working experience

Listed Company

2019 – Present Director, Member of Executive Committee, and Chief Operating Officer
Alla Public Company Limited

Non Listed Company / Other Organization

– None –

8



Miss Rachaya Rattanasrithong

Age 34 Years

Position : Director and Acting of Company Secretary

Share Holding (%) : 0.50

Date of Appointment : 9 November 2017

Family relationship between directors and executives : – None –

Legal Dispute in 5 years : – None –

Education / Training

- Master of International Business, University of Newcastle, Australia
- Bachelor of Commerce and Accountancy, Thammasat University
- Director Accreditation Program (DAP) Class 144/2018
- Risk Management Program for Corporate Leaders (RCL) Class 27/2022, Thai Institute of Directors
- Business Planning and Execution 2022

Working experience

Listed Company

2017 - Present	Director
	Alla Public Company Limited
2014 - Present	Financial Manager
	Alla Public Company Limited

Non Listed Company / Other Organization

– None –

Information of Executives and Company Secretary

1



Miss Woraratt Mekkerdchoo

Age 36 Years

Position : Chief Financial Officer

Share Holding (%) : 0.001

Date of Appointment : 23 February 2021

Family relationship between directors and executives : – None –

Legal Dispute in 5 years : – None –

Education / Training

- Bachelor of Accounting (First Class Honor), Kasetsart University
- Certified Public Accountant (CPA)
- ASEAN Chartered Professional Accountant (ASEAN CPA)
- Diploma in Thai Financial Report (Dif TFR) Class 6 (1/2016)
- CFO's Orientation Course for New IPOs" Class 4/2020
  Stock Exchange of Thailand
- Chief Financial Officer Certification Program Class 22/2021
  Federation of Accounting Professions
- Risk Management Program for Corporate Leaders (RCL) Class 27/2022
  Thai Institute of Directors
- CFO Refresher Class 3/2022 Stock Exchange of Thailand
- Business Planning and Execution 2022

Working experience

Listed Company

2021 – Present	Chief Financial Officer Alla Public Company Limited
2016 – 2021	Accountant Senior Manager Alla Public Company Limited

Non Listed Company / Other Organization

2008 – 2016	Audit Manger EY Office Limited

2



Mr. Pracha Patthanawitthayakul

Age 53 Years

Position : Member of Executive Committee and General Manager

Share Holding (%) : - None -

Date of Appointment : 1 February 2018

Family relationship between directors and executives : - None -

Legal Dispute in 5 years : - None -

Education / Training

- Bachelor of Mechanical Engineering, Chulalongkorn University
- Business Planning and Execution 2022

Working experience

Listed Company

2017 – Present Member of Executive Committee and General Manager
Alla Public Company Limited

Non Listed Company / Other Organization

2007 – 2017 Mechanical Construction Manager
Italian – Thai Development Public Company Limited

3



Miss Chalumporn Puntuyakorn

Age 53 Years

Position : Member of Executive Committee and General Manager

Share Holding (%) : 7.50

Date of Appointment : 15 November 2018

Family relationship between directors and executives :

Daughter of Mr. Ong-ard Puntuyakorn and Mrs. Vallaya Puntuyakorn

Legal Dispute in 5 years : - None-

Education / Training

- Master of Engineering Business Management, University of Warwick
- Bachelor Architecture, University of Liverpool
- Director Accreditation Program (DAP) Class 110/2014
- Strategy that Build Winning Brands 2021, Northwestern Kellogg
- Business Planning and Execution 2022

Working experience

Listed Company

2018 – Present Member of Executive Committee and General Manager
Alla Public Company Limited

Non Listed Company / Other Organization

2019 – Present Director and Member of Executive Committee
Onvalla Company Limited

2015 – 2017 Area Manager
Mitsubishi Motors Thailand Company Limited

4

Miss Rachaya Rattanasrithong

Age 34 Years

Position : Director and Acting for Company Secretary

(Please find aforementioned biography)

Roles and Responsibilities of Company Secretary

1. Prepare and maintain the following documents:
   - Register of Directors.
   - Notice of the Board of Directors Meeting, Minutes of the Board of Directors Meeting and annual report.
   - Notice of the Shareholders' Meeting and Minutes of the Shareholders' Meeting.
2. Arrange for the report on interest by directors or executives at least once a year and keep the report on interest reported by company directors or executives.
3. Provide preliminary advice to company directors on legal matters, code of conduct, the Company's rules and regulations. Monitor to ensure that they are properly complied with regularly, including reporting significant changes to the Board of Directors.
4. Promote knowledges and understanding about corporate governance, provide and push on the Board of Directors to comply with them, including arranging a compliance audit according to the requirements of such principles.
5. Organize the shareholders' meetings and the Board of Directors meetings in accordance with the laws, Articles of Association of the Company and codes of conduct.
6. Supervise the disclosure of information and information reports in the responsible part to the unit supervising the Company, in accordance with the regulations and requirements of the government agencies.
7. Contact and communicate with shareholders in order for them to know the shareholders' rights and the Company's news, as well as being a mediator among the shareholders, the Board of Directors and Executives.
8. Communicate on policies, regulations or orders received from the resolutions of the Board of Directors' meeting.
9. Control and supervise all divisions / departments in the organization, both the Company and its subsidiaries, to operate properly under all laws.
10. Coordinate among the Board of Directors, the Company's Executives, shareholders and the Securities and Exchange Commission.
11. Serve as investor relations to provide the organization's information to the general public regarding the management and business administration of the organization.
12. Report the change of the Director's holding of securities to the Board of Directors in the following meeting.
13. Perform duties as assigned by the Company's directors without contravention to the law and good morals.
14. Review the Company Secretary's charter at least once a year to propose to the Board of Directors for approval.

Information of Positions held by the Board of Directors and the Executives in related companies

Name - Surname	The Company	The Subsidiary
1. Mr. Winid Silamongkol	C, ///, ARC-P	
2. Prof. Dr. Sahaton Rattanapijit	/, ///, ARC, NRCG-P	
3. Mr. Ong-ard Puntuyakorn	/, //, NRCG, CEO	/, //, CEO
4. Mrs. Vallaya Puntuyakorn	/, //, CAO	/, //
5. Mr. Chirawat Srisawadi	/, ///, ARC, NRCG	
6. Mr. Montri Mahaplerkpong	/, ///, ARC, NRCG	
7. Mr. Chumphol Chanchareon	/, //, COO	
8. Miss Rachaya Rattanasrithong	/	
9. Miss Woraratt Mekkerdchoo	CFO	
10. Mr. Pracha Patthanawitthayakul	//, M	
11. Miss Chalumporn Puntuyakorn	//, M	/, //

Note:
C = Chairman of the Board of Directors
ARC-P = Chairman of Audit and Risk Management Committee
ARC = Member of Audit and Risk Management Committee
NRCG-P = Chairman of Nomination, Remuneration and Corporate Governance Committee
NRCG = Member of Nomination, Remuneration and Corporate Governance Committee
/ = Director
// = Member of Executive Committee
/// = Independent Director
CEO = Chief Executive Officer
CAO = Chief Administrative Officer
COO = Chief Operating Officer
CFO = Chief Financial Officer

Appendix 2 Details of Directors of Subsidiary

Name - Surname	The Company	The Subsidiary
1. Mr. Ong-ard Puntuyakorn	/, //, NRCG, CEO	/, //, CEO
2. Mrs. Vallaya Puntuyakorn	/, //, CAO	/, //
3. Miss Chalumporn Puntuyakorn	//, M	/, //

Note: / = Director // = Member of Executive Committee
NRCG = Member of Nomination, Remuneration and Corporate Governance Committee
CEO = Chief Executive Officer CAO = Chief Administrative Officer
M = Executive

Appendix 3

Details of the Head of Internal Audit

Dharmniti Internal Audit Company Limited. (“Independent Internal Auditor” or “Dharmniti”), which is an independent internal audit company, has been appointed by the Company to serve in the assessment and monitoring of the Group’s internal control system in 2022. The Audit and Risk Management Committee has the opinion that Dharmniti, which is supervised by Ms. Korakot Wanasawat, has appropriate qualifications and a competent team. The Company itself also has an internal audit unit since 2017. In 2022, the Internal Audit Department has Ms. Suthisa Boonnate as the Company’s internal audito performing internal audit duties of the Group as well as supporting information and facilitation to Dharmniti. The internal audit department reports directly to the Audit and Risk Management Committee regularly to increase confidence that the Group has an adequate and continuous internal control system.

Dharmniti Internal Audit Company Limited is located at 178 Soi Permsap. (Prachachuen 20) Prachachuen Road, Bang Sue Sub-district, Bang Sue District, Bangkok and has assigned the following persons to be the head of the internal audit of the Company.

1

Ms. Korakot Wanasawat

Age 43 Years

Position : Internal Auditor
Dharmniti Internal Audit Company Limited

Percentage of shareholding in the company (%) : - None -

Family relationship between directors and executives : - None -

Legal history in 5 years : - None -

Educational/Training

- Bachelor of Science Program in Computer Science, King Mongkut's University of Technology North Bangkok
- Bachelor of Accountancy, Ramkhamhaeng University
- Certified Professional Internal Auditors of Thailand (CPIAT) , IIAT
- Certified Internal Auditor (CIA)
- COSO 2013 course: Theory and Practice
- IT Audit Course of the Institute of Internal Auditors of Thailand
- IA Standards and Internal Audit Process Improvement
- Anti- Corruption Section
- Asian Confederation of Institutes of Internal Auditors (ACIIA) Conference 2016
- Leading IA in the ERA of Digital Disruption
- CAC SME Certification
- Transforming IA for the Digital Age
- Introduction to COBIT 2019
- CAE Forum 2019
- Smart IA in The Digital World 2020
- Quality Assessment Review

Work Experience

2016 – Present	Vice President Dharmniti Internal Audit Company Limited
2010 – 2011	Assist Manager Dharmniti Auditing Company Limited

2

Ms. Suthisa Boonnate

Age 42 Years

Position : Internal Audit Manager

Percentage of shareholding in the company (%) : -None-

Family relationship between directors and executives : -None-

Legal history in 5 years : -None-

Educational/Training

- Bachelor of Business Administration Program in Management, Mahanakorn University of Technology
- Auditor Manager Tools and Techniques Course
- Internal Audit Fundamentals Course

Work Experience

2020 – Present	Internal Audit Manager Alla Public Company Limited
2015 – 2019	Internal Audit Officer Waropakorn Public Company Limited
2007 – 2015	Senior Internal Audit Officer Kang Yong Electric Public Company Limited

Appendix 4

Assets used in business operation and Details on Asset Valuation

- No additional attachments-

Appendix 5

Corporate Governance Policy, and Guidelines, and Business Ethics

The Company has disclosed information on Corporate Governance Policy and Business Ethics as appeared on the Company's website www.alla.co.th under the topic "Good Corporate Governance Principles".

ALLA

บริษัท ออลล่า จำกัด (มหาชน)
ALLA PUBLIC COMPANY LIMITED

To be the leader in integrated material-handling and eco-friendly business with international standards

