



THAI STANLEY ELECTRIC PUBLIC COMPANY LIMITED

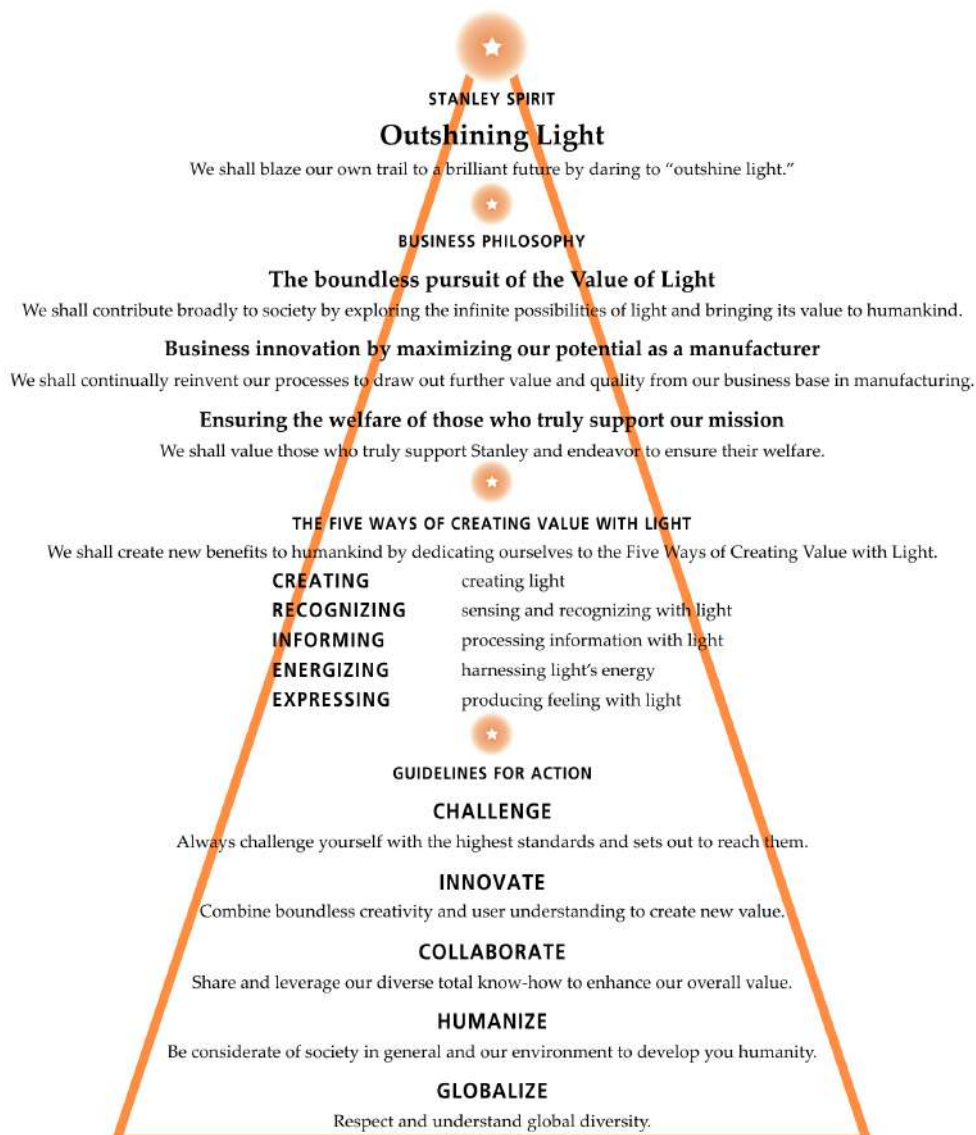
ANNUAL REPORT 2023

(FORM 56-1 ONE REPORT) FISCAL YEAR ENDED MARCH 31, 2024

# TRUST



# STANLEY GROUP VISION

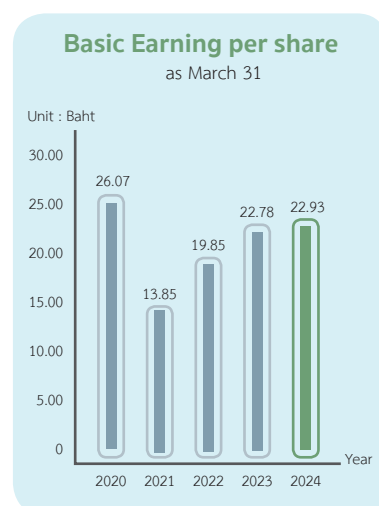
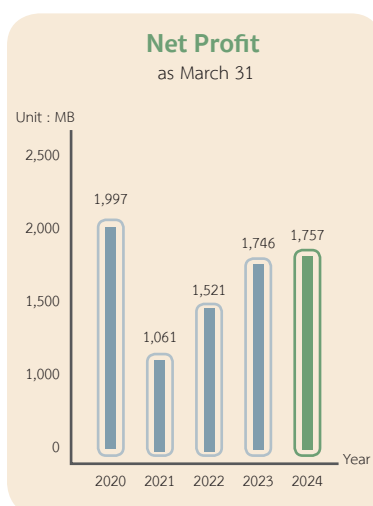
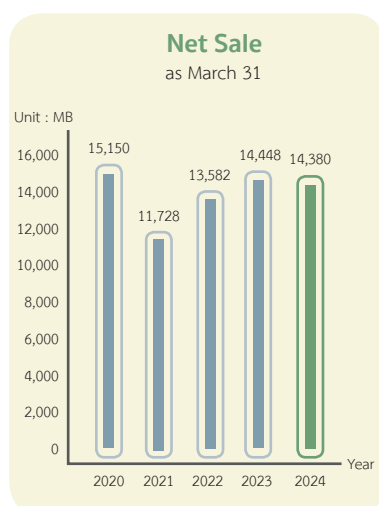


## Content

3	HIGHLIGHT	18	REPORT OF THE BOARD OF DIRECTORS' RESPONSIBILITIES FOR THE FINANCIAL REPORTS
4	TO OUR SHAREHOLDERS	19	REPORT OF THE AUDIT COMMITTEE
10	THE BOARD OF DIRECTOR & EXECUTIVES	22	INDEPENDENT AUDITOR'S REPORT AND FINANCIAL STATEMENTS
12	NEW PRODUCTS	72	FINANCIAL STATISTICS IN 5 YEARS
13	OUR AWARDS	75	FORM 56-1 ONE REPORT
		209	MILESTONE

# HIGHLIGHT

	For the year ended 31 March 2024 (Thousand)	For the year ended 31 March 2023 (Thousand)	Change (%)
Revenues from sales and services	14,379,928	14,447,846	(0.47)
Total Revenues from sales and services	14,759,345	14,698,957	0.41
Cost of sales and services	11,828,851	11,839,101	(0.09)
Selling and Administrative Expenses	1,129,294	1,093,348	3.29
Profit before income tax	2,179,311	2,153,470	1.20
Net Profit for the year	1,756,920	1,745,676	0.64
<b>Financial Statement</b>			
Current Assets	11,828,589	11,165,244	5.94
Total Assets	24,777,825	24,325,401	1.86
Current Liabilities	1,935,837	1,992,331	(2.84)
Total Liabilities	3,075,736	3,038,687	1.22
Equity	21,702,089	21,286,713	1.95
<b>Financial Ratio</b>	<b>Baht</b>	<b>Baht</b>	
Net Profit Margin (%)	11.90	11.88	
Return on Equity (%) (ROE)	8.17	8.45	
Return on Total Assests (%) (ROA)	7.16	7.37	
Debt to Equity (time) (DE)	0.14	0.14	
Price Earnings ratio (PE) (time)	8.98	7.95	
Current Ratio (time)	6.11	5.60	
Basic earning per share (Baht)	22.93	22.78	
Per Value (Baht)	5.00	5.00	
Book Value Per Share (Baht)	283.22	277.80	



# TO OUR SHAREHOLDERS

## 1. Overall Economics Situation

The Thai economy in 2023 grew by 1.9%, a decrease from the 2.5% growth rate in 2022 due to the shrinkage in the export sector despite the increased income from the tourism sector.

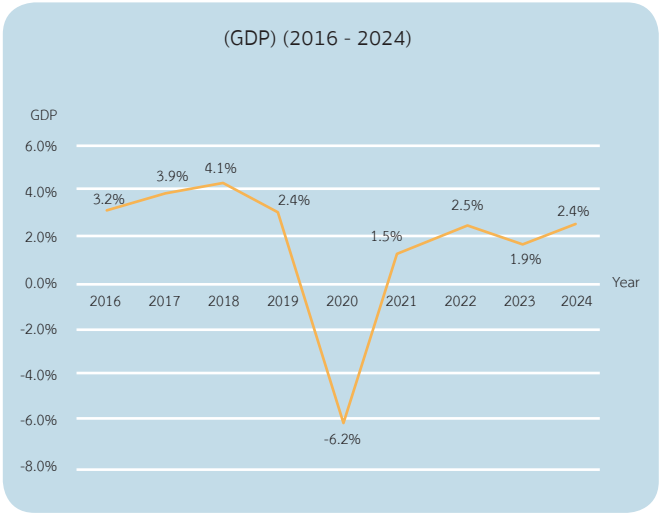
The spending in the consumption sector grew by 7.1%, an increase from 6.2% growth in the previous year, due to the recovery of the tourism sector. On the other hand, investment in the private sector, export, and service sector has decelerated compared to the previous year, and both consumption and investment in the government sector have decreased.

Considering by industrial sector, the agricultural and non-agricultural sectors grew by 1.9%, a decrease from a growth rate of 2.5% compared to the previous year. Among the non-agricultural sector, the manufacturing industry shifted from growing by 0.7% to decreasing by 3.2% due to the slowdown in the export sector, which is the result of the decline in the global economy. On the contrary, the service sector grew by 4.3% according to the increased number of foreign tourists, while the construction sector has decreased by 0.6% due to the delay in infrastructure construction, which is the result of the delay in budgeting.

In January, the Ministry of Finance of Thailand forecast that GDP in 2024 will grow by 2.8% compared to the previous year. However, in April, the growth has been adjusted to 2.4% (forecast at 1.9-2.9% growth)

Compared to the previous year, the number of foreign tourists is forecasted to increase by 35.7 million, a 26.7 percent increase from last year, and the related industries are expected to boom, which will enhance the economy's growth. Furthermore, the outlook for investment in the private sector is to expand by 3.7%, and consumption in the private sector is expected to increase by 3.5%.

However, the growth in the export of goods is expected to slow down, by 2.3% compared to the previous year, as well as manufacturing industry. Furthermore, another factor of the GDP adjustment is the effect of climate variability, such as El Nino, upon the agricultural sector and the long delay in the fiscal year 2024 (October 2023-September 2024) budget.



## 2. Automotive Industry Outlook

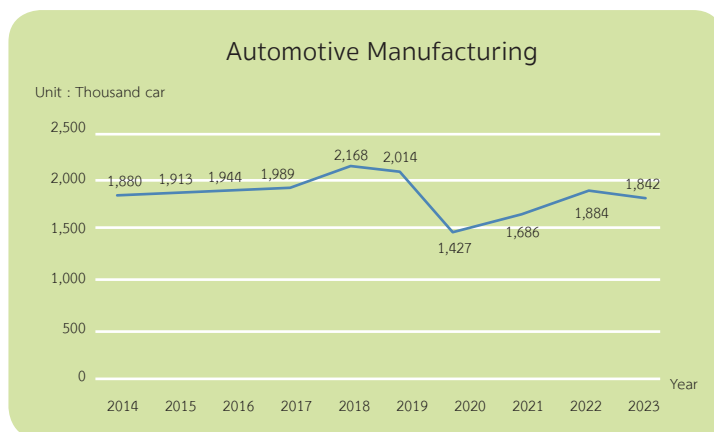
### Automobile

According to the Federation of Thai Industries, the automobile production volume in 2023 is at 1,841,663 units, decreasing 2.22% from last year, the first decrease in 3 years.

The production volume is divided into 1,156,035 units for export (11.44% increase) and 685,628 units for domestic distribution (18.99% decrease).

The decrease in production volume for domestic distribution is due to the rise in Thailand's household debt, causing the financial institutions to be more restrictive on auto loan approval and an increase in imported EV car market share.

Divided by category, there are 648,803 units of passenger cars (8% Increase) and 1,192,860 units of pickup trucks (7% decrease)



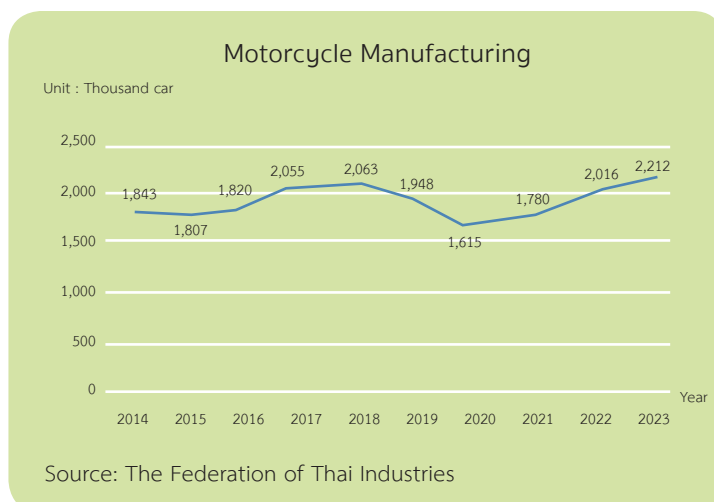
Source: The Federation of Thai Industries

The domestic automobile production in Thailand in 2024 is estimated at 1.9 million units, growing by 3.2%, accounting for 1.15 million units of export production, slightly decreasing from last year due to the downturn in global economic and international conflict.

### Motorcycle

Domestic motorcycle sales in 2023 are at 2,472,872 units, with a 5.9% consecutive decrease in 3 years.

Divided into Complete Build-up Units (CBU) at 2,120,738 units with a 5.2% increase and Completely Knocked Down (CKD) at 352,134 units with a 42.4% decrease.



Source: The Federation of Thai Industries

The CBU production volume in 2024 is expected at approximately 2,120,000 units, down by 14.2% over last year.

The production volume in 2023 is also down by 5.9% from the previous year, forecasted to be due to the sluggish export resulting from an increase in production volume of neighbor countries.

On the other hand, domestic sales are growing in strength due to the economic recovery, approximately at 1.7 million units, due to the tourism industry and Agricultural recovery that arouse the demand.

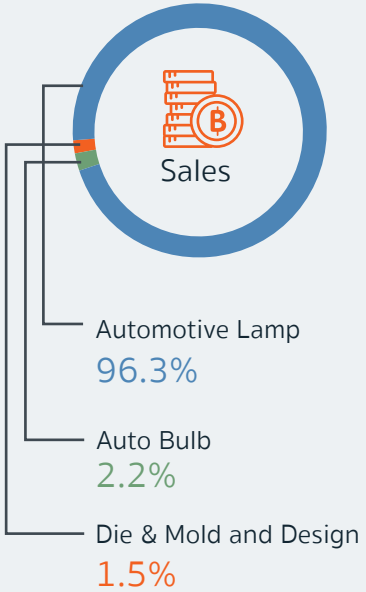
**3. Company's Operation**

The automobile and motorcycle production volume for export in 2023 has increased. However, the rising household debt caused financial institutions to be more restrictive on loan approval, the production volume of both automobiles and motorcycles for domestic is decreasing, resulting in a decrease in company sales by 0.5% compared to last year.

The Company continues to conduct production efficiency improvements through SNAP (the production reform activities) and quality improvements consecutively, along with the goal of zero waste to deliver safe and reliable products to consumers as the Lamp System Maker and have continuous improvement for better quality of the Company's performance.

**Sales Structure**

The Company's core activities are in three businesses: Auto Bulbs, Automotive Lamps, and Die & Mold/Design products.



**Auto Bulb** Aside from selling directly to the market, our auto bulb products were also sold to the automotive lighting product business as an assembly part of automotive lamps.

**Die & Mold** The die & mold products were not only tools for the lamp die & mold process but were also distributed to companies within the Stanley Group and other suppliers.

**Design** As for our design business, aside from designing our lamp products, we also sell designs to companies within the Stanley Group.





## Sale

Amount and proportions of sale structure of each business during 2023 are as follows.

Unit : Million Baht

	Fiscal Year 2023 (Apr. 2023 – Mar. 2024)		Fiscal Year 2022 (Apr. 2022 – Mar. 2023)		Change (%)
	Amount	Proportion	Amount	Proportion	
	Auto Bulb	310.50	2.16%	394.97	
Automotive Lamp	13,846.12	96.29%	13,933.76	96.44%	(0.63%)
Die & Mold and Design	223.31	1.55%	119.12	0.83%	87.47%
<b>Total</b>	<b>14,379.93</b>	<b>100%</b>	<b>14,447.85</b>	<b>100%</b>	<b>(0.47%)</b>

\* Automotive Bulb and Die & Mold and Design does not include in internal transfer



## Investment

Investment in 2023 are as follows.

Unit : Million Baht

	Fiscal Year 2023 (Apr. 2023 – Mar. 2024)		Fiscal Year 2022 (Apr. 2022 – Mar. 2023)		Change (%)
	Amount	Amount	Amount	Amount	
	Land	-	-	-	
Buildings	89.44	18.70	378.29%		
Machines & Equipment	387.86	385.15	0.69%		
Molds & Tools	212.41	266.45	(20.28%)		
Others	14.31	-	100%		
<b>Total</b>	<b>704.02</b>	<b>670.30</b>	<b>5.03%</b>		



## Employment

Number of employees in 2023 are as follows.

Unit : Person

	Employees as in fiscal year 2023	Employees as in fiscal year 2022	Change (%)
Thai employee (Male)	1,510	1,578	(68)
Thai employee (Female)	1,267	1,334	(67)
Japanese staff	19	18	1
<b>Total</b>	<b>2,796</b>	<b>2,930</b>	<b>(134)</b>

#### 4. Future Outlook

The semiconductor shortage problem in 2023 is settling, and accordingly, sales in the first half of the year have steadily progressed. However, the uncertainty has grown as entering the second half of the year due to the delay in establishing a new government, resulting in a delay in budget approval for FY2024. Furthermore, a countermeasure against high household debt, such as an increase in the down payment rate and tightened loan screening criteria, caused a decrease in sales.

The situation in the second half of 2023 will continue through 2024, and domestic sales volume is expected to fall below the previous year, just as in 2023.

On the other hand, although the production for exports was strong in FY2023, the Asian economy is showing signs of slowing down due to issues such as uncertainties, prolonged international conflicts, and rising energy prices.

The automotive and motorcycle industry is strengthening its domestic development structure, especially for local development of ASEAN models is expected to increase.

The automobile and motorcycle industries are expected to face an even more severe environment this year. Nevertheless, Thailand will continue to be a development and export hub in Asia, and this position will continue to be strengthened.

As a manufacturer of lamp systems, we need to closely monitor customer needs and market needs, in order to enhance competitiveness.

All employees of Thai Stanley and affiliated companies will cooperate to create excellent production through the production improvement activities: SNAP (Stanley New Approach for higher Productivity) to enhance competitiveness under these circumstances of business. We are committed to improving and developing the business by maintaining our production capacity for the future, developing lamp system technology and products, as well as to strengthening our carbon neutralization and building trust with our customers by promoting safe and reliable products for users. We will also strive to strengthen our organizational capabilities by continually maintaining our competitive potential to deliver the value that society needs.



## The Company is committed to delivering ongoing profit and happiness in order to grow with all stakeholders.

The Company will make every effort to take action on measures as mentioned above, in order to give appropriate profits based on all stakeholders' satisfaction. We would like to thank you for your continued support of the company.



Mr. Apichart Lee-issaranukul  
Executive Chairman

Mr. Kazunori Nakai  
President

# THE BOARD OF DIRECTOR & EXECUTIVES

## BOARD OF DIRECTOR



**Mr. Apichart Lee-issaranukul**

Director / Executive Chairman



**Mr. Kazunori Nakai**

Director / President



**Mr. Thanong Lee-issaranukul**

Director



**Mr. Etsuya Kawashima**

Director



**Mrs. Pimjai Lee-issaranukul**

Director



**Mrs. Porntip Sethiwan**

Director



**Mr. Yasuaki Kaizumi**

Director



**Mr. Toru Tanabe**

Director



**Mr. Picharn Sukparangsee**

Independent Director



**Mr. Krisada Visavateeranon**

Independent Director /  
Chairman of the Audit Committee



**Mr. Suchart Phisitvanich**

Independent Director /  
Audit Committee



**Mr. Wiboon Rasmeepaisarn**

Independent Director /  
Audit Committee

## THE EXECUTIVE BOARD



**Mr. Kazunori Nakai**  
President



**Mr. Apichart Lee-issaranukul**  
Executive General Manager  
Administration Division



**Mr. Etsuya Kawashima**  
Executive General Manager  
Lighting Equipment Division



**Mr. Kazuya Shiraishi**  
Executive General Manager  
Design Concrete Center



**Mr. Yusuke Ikejima**  
Executive General Manager  
Satellite Division



**Mr. Koichi Ozawa**  
Executive General Manager  
Office of Corporate Plan



**Mr. Anuphong Thommanakarn**  
Deputy Executive General Manager  
Lighting Equipment Division

# New Product

## Motorcar

mitsubishi

ALL NEW TRITON



Head Lamp

Front Combination Lamp

honda

All new ACCORD e:HEV

Head Lamp



Rear Combination Lamp, Rear Panel



## Motorcycle

honda

GIORNO

Head Lamp



Tail Lamp, F/T, R/T





# Our Awards in 2023



## Award from Customer



### Cost Award

From Honda Automotive (Thailand) Company Limited



### Enhance Characteristics Activity

From Honda Automotive (Thailand) Company Limited



### Quality Award

From Thai Honda Company Limited



### Safety Riding Award

From Thai Honda Company Limited



## Value Improvement

From Thai Honda Company Limited



## MZK Award of 2023

From Mitsubishi Motors (Thailand) Company Limited



## Sales Promotion Award of 2023

From Mitsubishi Motors (Thailand) Company Limited



## The Best of Delivery Award

From Thai Suzuki Motor Company Limited



## Total Service Parts Performance

From Toyota Parts Center Asia Pacific (TPCAP)







The Outstanding Award for Safety, Occupational Health and Working Environment (20 consecutive years)

From Ministry of Labour



The Outstanding Award for Pathumthani Occupational Health and Safety Project Contest 2023

From Pathumthani Provincial Labor Protection and Welfare Office



Healthy Canteen Award  
From Pathumthani Provincial Public Health Office



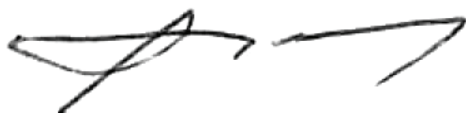
# Report of the Board of Directors' Responsibilities for the Financial Reports

The Board of Directors of Thai Stanley Electric Public Company Limited is responsible for the Financial Statements of the Company which have been prepared in accordance with generally accepted accounting standards in Thailand under the Accounting Act B.E.2543, and the financial reporting requirements of the Securities and Exchange Commission under the Securities and Exchange Act B.E.2535 . The accounting policies adopted are deemed appropriate and applied consistently with completely and adequate disclosure of significant information in the notes to the financial statements and information data that appears in the 2023 annual report and this was to ensure transparency and benefits to the shareholders and investors.

The Board of Directors has appointed an Audit Committee consists of independent directors to review of financial statements and the internal control system to ensure that accounting records are accurate, complete and timely. The views of the Audit Committee are report in the Audit Committee 's report in the Company's annual report.

The company's financial statements were audited by PricewaterhouseCoopers ABAS Co.,Ltd. , the company's auditor. During the audit, the Board of Directors supported the auditor with various information and documents so that the auditor could audit and express its opinions according to the accounting standards. The auditor's opinions appear in the report of auditor in this annual report.

The Board of Directors is confident of the company's internal control system that the financial statements as March 31, 2024 presents the financial position, the results of operation and cash flows accurately in all material respects with generally accepted under financial reporting standards.



Mr. Apichart Lee-issaranukul  
Executive Chairman



Mr. Kazunori Nakai  
President

## Report of the Audit Committee

The Audit Committee consists of three independent directors who are fully qualified with related requirements and possess with experience, knowledge and capability that are beneficial to the Company's business. They include Mr. Krisada Visavateeranon as the chairman of the Audit Committee, Mr. Chokechai Tanpoonsinthana and Mr. Suchart Phisitvanich as members. Mr. Chokechai Tanpoonsinthana vacated from the positions as independent director and Audit Committee (passed away), effective from October 29, 2023 and the Board of Directors' Meeting No. 1/2024 resolved to approved the appointment of Mr. Wiboon Rasmeepaisarn as independent director and Audit Committee effective from January 19, 2024. Mr. Wiboon Rasmeepaisarn is the member with knowledge and experience in accounting and financial sufficient to reviewing the reliability of the Company's financial statements.

In the fiscal year 2023, starting from April 1, 2023 to March 31, 2024, the Audit Committee were held 12 meetings with the auditors, management and internal auditors, which were 4 meetings with the auditors without management. Participation in these meetings by each Audit Committee member is as follows.

Name	Position	No. of participation
1. Mr. Krisada Visavateeranon	Chairman of the Audit Committee	12/12
2. Mr. Chokechai Tanpoonsinthana	Member of the Audit Committee	6/12 (retired)
3. Mr. Suchart Phisitvanich	Member of the Audit Committee	12/12
4. Mr. Wiboon Rasmeepaisarn	Member of the Audit Committee	6/12 (new appointment)

The Audit Committee fully performed its duty according to the roles, duties and responsibilities as stated in the Charter of the Audit Committee, which was approved by the Board of Directors, with opinions and offers being expressed freely and independently. Summary of the Audit Committee's performance and opinions to the Board of Director meetings in 2023 are as follows.

1. Review the financial report, The Audit Committee reviewed the accuracy and reliability of all quarterly and annual financial statement which reviewed and audited by the auditor. The audit committee reviewed material issues with the external auditors to ensure that the preparation of financial statements and disclosures in the company's financial statements are correct, complete, reliable and in accordance with financial reporting standards. The Audit Committee has opinion that in the year 2023 the Company's financial statements have been prepared in accordance with Thai Financial Reporting Standards (TFRS), accurate disclosure of important information complete and adequate.
2. Review the corporate governance, internal control and risk management system, The Audit Committee has reviewed the company operation to comply with the principles of good corporate governance of the Securities and Exchange Commission, reviewed the internal control assessment results in accordance with the guidelines that set by the SEC and reviewing

the risk management system. The Audit Committee has opinion that the company has good corporate governance, adequate and appropriate internal control and risk management.

3. Reviewed the internal audit system, The Audit Committee has considered the scope of work, duties and responsibilities, independent of the Internal Audit Department and consider to approving the annual internal audit plan. The Audit Committee has opinion that the company has a sufficient and appropriate internal audit system.
4. Review compliance with relevant laws and regulations. The Audit Committee reviewed and supervised company's operations in accordance with the law of securities and exchange, the Stock Exchange of Thailand's regulations and relevant laws related to company's business including rules and regulations of the company. The Audit Committee has opinion that there was not such significant matter of un-compliance transaction with the above laws and regulations.
5. Review related party transaction and conflict of interest. The Audit Committee reviewed related party transaction or transactions with conflict of interest to comply with laws and the Stock Exchange of Thailand's regulations, which the Audit Committee opined that the company entered into related party transactions in accordance with general trading condition and beneficial to the company operation. The company has fully complied with policy and disclosed information pursuant to the Stock Exchange of Thailand.
6. Review the implementation of anti-corruption measure. The Audit Committee has reviewed the company's operations in accordance with the established policy and measures, including receive complaint of corruption or violated the Company's code of conduct. In 2023 the Company did not receive any complaint on fraud or violation of the Company's code of conduct.
7. Consider to selection and nomination of external auditor and auditor's remuneration for 2024. The Audit Committee had considered the external auditors' independence and knowledge as well as their understanding of the Company's business, work quality, auditor qualifications and the audit fee. The Audit Committee resolved to nominate PricewaterhouseCoopers ABAS Ltd. (PwC) for the Board's to consider and propose to the shareholders for approval in 2024.
8. Evaluate the performance of the Audit Committee, which in 2023 the overall of self-assessment of the Audit Committee is "excellent". The Audit Committee carried out their responsibilities delegated by the Board of Directors and in line with best practices guidelines for Audit Committee.

To summarize in 2023, The Audit Committee has performed its duties in accordance with the responsibilities specified in the Audit Committee Charter as approved by the Board of Directors through the exercise of its knowledge, ability, caution, prudence and independent as well as provided opinions and suggestions for the company benefit.

The Audit Committee has opinion that financial statements were prepared in accordance with Thai Financial Reporting Standards and are accurate, complete, reliable and in line with accounting standards, connected party transactions are reasonable and for the best interest of the Company, information is disclosed adequately and reliably, internal control is adequate and effective, and good corporate governance and related laws and regulations are fully complied with, without finding any significant flaws.



(Mr. Krisada Visavateeranon)  
Chairman of the Audit Committee



# INDEPENDENT AUDITOR'S REPORT AND FINANCIAL STATEMENTS

Thai Stanley Electric Public Company Limited

Financial Statement in which the Equity method is applied and Separate Financial Statement

As at 31 March 2024

# Independent Auditor's Report

## To the shareholders of Thai Stanley Electric Public Company Limited

### My opinion

In my opinion, the financial statements in which the equity method is applied and the separate financial statements present fairly, in all material respects, the financial position in which the equity method is applied and the separate financial position of Thai Stanley Electric Public Company Limited (the Company) as at 31 March 2024, and its financial performance in which the equity method is applied and the separate financial performance and its cash flows in which the equity method is applied and the separate cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRS).

### What I have audited

The financial statements in which the equity method is applied and the separate financial statements comprise:

- the statement of financial position in which the equity method is applied and the separate statement of financial position as at 31 March 2024;
- the statement of income in which the equity method is applied and the separate statement of income for the year then ended;
- the statement of comprehensive income in which the equity method is applied and the separate statement of comprehensive income for the year then ended;
- the statement of changes in equity in which the equity method is applied and the separate statement of changes in equity for the year then ended;
- the statement of cash flows in which the equity method is applied and the separate statement of cash flows for the year then ended; and
- the notes to the financial statements in which the equity method is applied and the separate financial statements, which include significant accounting policies and other explanatory information.

### Basis for opinion

I conducted my audit in accordance with Thai Standards on Auditing (TSAs). My responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements in which the equity method is applied and separate financial statements section of my report. I am independent of the Company in accordance with the Code of Ethics for Professional Accountants issued by the Federation of Accounting Professions that are relevant to my audit of the financial statements in which the equity method is applied and separate financial statements, and I have fulfilled my other ethical responsibilities in accordance with these requirements. 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 judgment, were of most significance in my audit of the financial statements in which the equity method is applied and separate financial statements of the current period.

I determine one key audit matter: Fair value measurement of an investment in an equity instrument of unlisted equity securities. The matter was addressed in the context of my audit the financial statements in which the equity method is applied and separate financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on the matter.

Key audit matter	How my audit addressed the key audit matter
<p><b>Fair value measurement of an investment in an equity instrument of unlisted equity securities</b></p> <p>Refer to Note No. 13 Financial assets measured at fair value through other comprehensive income. As at 31 March 2024, the Company had an investment in an equity instrument of unlisted equity securities of Baht 1,710.78 million, which represents 6.90% and 7.56% of the total assets in the Equity Method and Separate Financial Statement, respectively.</p> <p>The investee engages in the business of manufacturing small bulbs, LED, electronic components, electronic equipment, automotive lighting equipment, molds and plastic products. The Company determined that this is an investment in an equity instrument under the scope of TAS 32 'Financial Instruments: Presentation' and requires subsequent fair value measurement under the scope of TFRS 9 'Financial Instruments'. The Company elected to account for the equity investment at fair value through other comprehensive income (FVOCI).</p>	<p>To obtain evidence for the management's fair value measurement of an investment in an equity instrument of unlisted equity securities, I carried out the following procedures:</p> <ul style="list-style-type: none"> <li>reviewed management's assessment that the investment should be classified as a financial asset measured at fair value through other comprehensive income.</li> <li>assessed the reasonableness of the methodology used to measure the fair value of the investment in an equity instrument of unlisted equity securities and tested the fair value calculation of such investment.</li> <li>involved my valuation expert to assess the fair value taking into account independently obtained data from publicly available financial information of companies in the same industry. The valuation expert also assessed the discount for lack of marketability rate of the equity instrument to consider</li> </ul>

The investment in an equity instrument of unlisted equity securities was appraised for its fair value using valuation techniques of input from unobservable market data (Level 3). The management also made adjustments to reflect the risk and nature of the equity instruments. The measurement indicated that the fair value was more than the carrying value under the cost method. Therefore, the Company recognised a gain of Baht 144.32 million through other comprehensive income in the year ended 31 March 2024 Equity Method and Separate Financial Statement.

I focused on the fair value measurement of the investment in an equity instrument of unlisted equity securities because it had a material impact on the total assets and because of the complexity of its assessment. Using unobservable market data (Level 3) to measure fair value required management's judgment to adjust the data to reflect the risk and nature of the equity instruments.

whether the fair value used by management was within an acceptable range.

As a result of these procedures, I determined that the method and assumptions applied in the fair value measurement of the investment in an equity instrument of unlisted equity securities were reasonable and in line with the accounting for the fair value.

### Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements in which the equity method is applied and separate financial statements and my auditor's report thereon. The annual report is expected to be made available to me after the date of this auditor's report.

My opinion on the financial statements in which the equity method is applied and separate financial statements does not cover the other information and I will not express any form of assurance conclusion thereon.

In connection with my audit of the financial statements in which the equity method is applied and separate financial statements, my responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements in which the equity method is applied and separate financial statements or my knowledge obtained in the audit, or otherwise appears to be materially misstated.

When I read the annual report, if I conclude that there is a material misstatement therein, I am required to communicate the matter to the audit committee.

### **Responsibilities of the directors for the financial statements in which the equity method is applied and separate financial statements**

The directors are responsible for the preparation and fair presentation of the financial statements in which the equity method is applied and separate financial statements in accordance with TFRS, and for such internal control as the directors determine is necessary to enable the preparation of financial statements in which the equity method is applied and separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements in which the equity method is applied and separate financial statements, the directors are responsible for assessing the Company'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 the directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The audit committee assists the directors in discharging their responsibilities for overseeing the Company's financial reporting process.

### **Auditor's responsibilities for the audit of the financial statements in which the equity method is applied and separate financial statements**

My objectives are to obtain reasonable assurance about whether the financial statements in which the equity method is applied and separate 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 TSAs 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 in which the equity method is applied and separate financial statements.

As part of an audit in accordance with TSAs, I exercise professional judgment and maintain professional scepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the financial statements in which the equity method is applied and separate 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' 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 Company'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 in which the equity method is applied and separate 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 Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements in which the equity method is applied and separate financial statements, including the disclosures, and whether the financial statements in which the equity method is applied and the separate 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 Company to express an opinion on the financial statements in which the equity method is applied and separate financial statements. I am responsible for the direction, supervision and performance of the Company's audit. I remain solely responsible for my audit opinion.

I communicate with the audit committee 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 the audit committee 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 the audit committee, I determine those matters that were of most significance in the audit of the financial statements in which the equity method is applied and the separate 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.

PricewaterhouseCoopers ABAS Ltd.



Vichien Khingmontri

Certified Public Accountant (Thailand) No. 3977

Bangkok

17 May 2024



## Thai Stanley Electric Public Company Limited

### Statements of Financial Position

As at 31 March 2024

	Notes	Equity method		Separate financial statements	
		financial statements			
		2024	2023	2024	2023
		Baht	Baht	Baht	Baht
<b>Assets</b>					
<b>Current assets</b>					
Cash and cash equivalents	9	2,000,191,282	2,084,203,370	2,000,191,282	2,084,203,370
Short-term investments	10	6,840,800,000	5,891,800,000	6,840,800,000	5,891,800,000
Trade and other accounts receivable, net	11	2,390,402,926	2,552,990,072	2,390,402,926	2,552,990,072
Inventories, net	12	503,949,308	590,667,595	503,949,308	590,667,595
Current portion of loans to employees	14	63,005,596	32,711,779	63,005,596	32,711,779
Other current assets		30,240,090	12,871,591	30,240,090	12,871,591
<b>Total current assets</b>		<b>11,828,589,202</b>	<b>11,165,244,407</b>	<b>11,828,589,202</b>	<b>11,165,244,407</b>
<b>Non-current assets</b>					
Other financial asset measured at amortised cost	13	19,264,319	19,040,148	19,264,319	19,040,148
Loans to employees	14	59,795,504	10,541,918	59,795,504	10,541,918
Financial assets measured at fair value through other comprehensive income	6, 13	1,878,644,389	1,682,829,463	1,878,644,389	1,682,829,463
Investment in an associate	15	2,180,433,738	2,003,281,357	54,044,189	54,044,189
Investment in a joint venture	16	24,222,631	20,095,140	3,132,500	3,132,500
Property, plant and equipment, net	17	7,898,735,583	8,469,099,440	7,898,735,583	8,469,099,440
Intangible assets, net	18	872,559,709	940,338,240	872,559,709	940,338,240
Other non-current assets, net		15,579,930	14,930,395	15,579,930	14,930,395
<b>Total non-current assets</b>		<b>12,949,235,803</b>	<b>13,160,156,101</b>	<b>10,801,756,123</b>	<b>11,193,956,293</b>
<b>Total assets</b>		<b>24,777,825,005</b>	<b>24,325,400,508</b>	<b>22,630,345,325</b>	<b>22,359,200,700</b>

The notes to the financial statements on pages 36 to 71 are an integral part of these financial statements



## Thai Stanley Electric Public Company Limited

### Statements of Financial Position

As at 31 March 2024

	Notes	Equity method		Separate financial statements	
		financial statements			
		2024	2023	2024	2023
		Baht	Baht	Baht	Baht
<b>Liabilities and equity</b>					
<b>Current liabilities</b>					
Trade accounts payable - other parties		473,796,850	502,963,667	473,796,850	502,963,667
Trade accounts payable - related parties	30 (b)	489,781,780	497,868,929	489,781,780	497,868,929
Other accounts payable - other parties		176,017,612	223,030,379	176,017,612	223,030,379
Other accounts payable - related parties	30 (b)	181,658,729	206,816,410	181,658,729	206,816,410
Derivatives liabilities, net	6, 13	79,037	1,094,303	79,037	1,094,303
Corporate income tax payable		196,107,160	197,523,010	196,107,160	197,523,010
Accrued expenses	20	418,395,878	363,034,369	418,395,878	363,034,369
<b>Total current liabilities</b>		<b>1,935,837,046</b>	<b>1,992,331,067</b>	<b>1,935,837,046</b>	<b>1,992,331,067</b>
<b>Non-current liabilities</b>					
Deferred tax liabilities, net	19	713,899,093	631,640,705	284,403,157	238,400,744
Employee benefit obligations	21	426,000,001	414,715,556	426,000,001	414,715,556
<b>Total non-current liabilities</b>		<b>1,139,899,094</b>	<b>1,046,356,261</b>	<b>710,403,158</b>	<b>653,116,300</b>
<b>Total liabilities</b>		<b>3,075,736,140</b>	<b>3,038,687,328</b>	<b>2,646,240,204</b>	<b>2,645,447,367</b>
<b>Equity</b>					
Share capital	22				
Authorised share capital					
76,625,000 ordinary shares, par value of Baht 5 each		383,125,000	383,125,000	383,125,000	383,125,000
Issued and paid-up share capital					
76,625,000 ordinary shares, par value of Baht 5 each		383,125,000	383,125,000	383,125,000	383,125,000
Premium on share capital	22	504,250,000	504,250,000	504,250,000	504,250,000
Retained earnings					
Appropriated					
- Legal reserve	24	38,312,500	38,312,500	38,312,500	38,312,500
Unappropriated		19,443,013,059	19,218,587,452	17,608,343,377	17,511,245,272
Other components of equity		1,333,388,306	1,142,438,228	1,450,074,244	1,276,820,561
<b>Total equity</b>		<b>21,702,088,865</b>	<b>21,286,713,180</b>	<b>19,984,105,121</b>	<b>19,713,753,333</b>
<b>Total liabilities and equity</b>		<b>24,777,825,005</b>	<b>24,325,400,508</b>	<b>22,630,345,325</b>	<b>22,359,200,700</b>

The notes to the financial statements on pages 36 to 71 are an integral part of these financial statements





## Thai Stanley Electric Public Company Limited

### Statements of Income

For the year ended 31 March 2024

	Notes	Equity method financial statements		Separate financial statements	
		2024	2023	2024	2023
		Baht	Baht	Baht	Baht
Revenues from sales and services	8, 29	14,379,927,583	14,447,846,435	14,379,927,583	14,447,846,435
Cost of sales and services		(11,828,851,135)	(11,839,100,925)	(11,828,851,135)	(11,839,100,925)
<b>Gross profit</b>		<b>2,551,076,448</b>	<b>2,608,745,510</b>	<b>2,551,076,448</b>	<b>2,608,745,510</b>
Other income					
- Dividend income		127,614,149	102,984,377	346,566,485	351,436,864
- Gain on exchange rates, net		30,699,294	939,879	30,699,294	939,879
- Other gain, net	13.3 (b)	2,709,766	1,915,680	2,709,766	1,915,680
- Interest income		123,428,108	41,146,908	123,428,108	41,146,908
- Others	25	94,965,654	104,123,945	94,965,654	104,123,945
<b>Profit before expenses</b>		<b>2,930,493,419</b>	<b>2,859,856,299</b>	<b>3,149,445,755</b>	<b>3,108,308,786</b>
Selling expenses		(776,776,437)	(743,273,973)	(776,776,437)	(743,273,973)
Administrative expenses		(352,517,349)	(350,074,495)	(352,517,349)	(350,074,495)
<b>Total expenses</b>		<b>(1,129,293,786)</b>	<b>(1,093,348,468)</b>	<b>(1,129,293,786)</b>	<b>(1,093,348,468)</b>
<b>Operating profit</b>		<b>1,801,199,633</b>	<b>1,766,507,831</b>	<b>2,020,151,969</b>	<b>2,014,960,318</b>
Share of profit from investments in an associate and a joint venture		378,111,714	386,962,039	-	-
<b>Profit before income tax</b>		<b>2,179,311,347</b>	<b>2,153,469,870</b>	<b>2,020,151,969</b>	<b>2,014,960,318</b>
Income tax expense	27	(422,391,740)	(407,794,139)	(390,559,864)	(380,092,229)
<b>Net profit for the year</b>		<b>1,756,919,607</b>	<b>1,745,675,731</b>	<b>1,629,592,105</b>	<b>1,634,868,089</b>
<b>Earnings per share</b>					
Basic earnings per share	28	22.93	22.78	21.27	21.34

The notes to the financial statements on pages 36 to 71 are an integral part of these financial statements



## Thai Stanley Electric Public Company Limited

### Statements of Comprehensive Income

For the year ended 31 March 2024

	Notes	Equity method		Separate financial statements	
		financial statements		financial statements	
		2024	2023	2024	2023
		Baht	Baht	Baht	Baht
<b>Net profit for the year</b>		1,756,919,607	1,745,675,731	1,629,592,105	1,634,868,089
<b>Other comprehensive income (expenses):</b>					
<b>Items that will not be reclassified to profit or loss</b>					
Remeasurements of post-employment benefit obligations	21	20,752,178	33,571,576	20,752,178	33,571,576
Changes in fair value of investments in equity instruments through other comprehensive income	13.2	195,814,926	197,428,481	195,814,926	197,428,481
Income tax on items that will not be reclassified to profit or loss	27	(43,313,421)	(46,200,011)	(43,313,421)	(46,200,011)
<b>Total items that will not be reclassified to profit or loss</b>		<b>173,253,683</b>	<b>184,800,046</b>	<b>173,253,683</b>	<b>184,800,046</b>
<b>Items that will be reclassified subsequently to profit or loss</b>					
Exchange differences relating to investments in an associate and a joint venture		22,120,494	(24,036,638)	-	-
Income tax relating to items that will be reclassified to profit or loss	27	(4,424,099)	4,807,328	-	-
<b>Total items that will be reclassified subsequently to profit or loss</b>		<b>17,696,395</b>	<b>(19,229,310)</b>	<b>-</b>	<b>-</b>
<b>Other comprehensive income for the year, net of tax</b>		<b>190,950,078</b>	<b>165,570,736</b>	<b>173,253,683</b>	<b>184,800,046</b>
<b>Total comprehensive income for the year</b>		<b>1,947,869,685</b>	<b>1,911,246,467</b>	<b>1,802,845,788</b>	<b>1,819,668,135</b>

The notes to the financial statements on pages 36 to 71 are an integral part of these financial statements



## Thai Stanley Electric Public Company Limited

### Statements of Changes in Equity

For the year ended 31 March 2024

Note	Equity method financial statements													
	Capital contributed						Retained earnings						Other components of equity	
	Issued and share capital	Premium on share capital	Appropriated - Legal reserve	Unappropriated - retained earnings	Measurement of investments in equity instruments at fair value through other comprehensive income	Exchange differences relating to investments in an associate and a joint venture	Remeasurements of post-employment benefit obligations	Total other components of equity	Total equity	Other comprehensive income (expenses)				
Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht		
	383,125,000	504,250,000	38,312,500	18,124,222,521	1,088,095,862	(115,153,023)	3,924,853	976,867,492	20,026,777,513					
Opening balance as at 1 April 2022														
Total comprehensive income for the year	-	-	-	1,745,675,731	157,942,785	(19,229,310)	26,857,261	165,570,736	1,911,246,467					
Dividends paid	-	-	-	(651,310,800)	-	-	-	-	(651,310,800)					
Closing balance as at 31 March 2023	383,125,000	504,250,000	38,312,500	19,218,587,452	1,246,038,647	(134,382,333)	30,781,914	1,142,438,228	21,286,713,180					
	383,125,000	504,250,000	38,312,500	19,218,587,452	1,246,038,647	(134,382,333)	30,781,914	1,142,438,228	21,286,713,180					
Opening balance as at 1 April 2023														
Total comprehensive income for the year	-	-	-	1,756,919,607	156,651,941	17,696,395	16,601,742	190,950,078	1,947,869,685					
Dividends paid	-	-	-	(1,532,494,000)	-	-	-	-	(1,532,494,000)					
Closing balance as at 31 March 2024	383,125,000	504,250,000	38,312,500	19,443,013,059	1,402,690,588	(116,685,938)	47,383,656	1,333,388,306	21,702,088,865					

23

The notes to the financial statements on pages 36 to 71 are an integral part of these financial statements



## Thai Stanley Electric Public Company Limited

### Statements of Changes in Equity

For the year ended 31 March 2024

	Separate financial statements										
	Capital contributed		Retained earnings		Other components of equity				Total equity		
	Issued and paid-up share capital	Premium on share capital	Appropriated - Legal reserve	Unappropriated retained earnings	Measurement of investments in equity instruments at fair value		Remeasurements of post-employment benefit obligations	Total other components of equity	Total equity		
					through other comprehensive income	through other comprehensive income					
<b>Opening balance as at 1 April 2022</b>	383,125,000	504,250,000	38,312,500	16,527,687,983	1,088,095,862	3,924,653	1,092,020,515	18,545,395,998			
Total comprehensive income for the year	-	-	-	1,634,868,089	157,942,785	26,857,261	184,800,046	1,819,668,135			
Dividends paid	-	-	-	(651,310,800)	-	-	-	(651,310,800)			
<b>Closing balance as at 31 March 2023</b>	383,125,000	504,250,000	38,312,500	17,511,245,272	1,246,038,647	30,781,914	1,276,820,561	19,713,753,333			
<b>Opening balance as at 1 April 2023</b>	383,125,000	504,250,000	38,312,500	17,511,245,272	1,246,038,647	30,781,914	1,276,820,561	19,713,753,333			
Total comprehensive income for the year	-	-	-	1,629,592,105	156,651,941	16,601,742	173,253,683	1,802,845,788			
Dividends paid	-	-	-	(1,532,494,000)	-	-	-	(1,532,494,000)			
<b>Closing balance as at 31 March 2024</b>	383,125,000	504,250,000	38,312,500	17,608,343,377	1,402,690,588	47,383,656	1,450,074,244	19,984,105,121			

23

The notes to the financial statements on pages 36 to 71 are an integral part of these financial statements

The notes to the financial statements on pages 13 to 48 are an integral part of these financial statements.



## Thai Stanley Electric Public Company Limited

### Statements of Cash Flows

For the year ended 31 March 2024

	Notes	Equity method financial statements		Separate financial statements	
		2024	2023	2024	2023
		Baht	Baht	Baht	Baht
<b>Cash flows from operating activities:</b>					
Profit before income tax for the year		2,179,311,347	2,153,469,870	2,020,151,969	2,014,960,318
Adjustments to reconcile profit before income tax for the year to net cash provided by operations:					
- Depreciation	17	1,272,414,305	1,277,826,944	1,272,414,305	1,277,826,944
- Amortisation	18	285,349,306	270,396,701	285,349,306	270,396,701
- Interest income		(123,428,108)	(41,146,908)	(123,428,108)	(41,146,908)
- Share of profit from investments in an associate and a joint venture		(378,111,714)	(386,962,039)	-	-
- Dividend income					
- Financial assets measured at fair value through other comprehensive income		(127,614,149)	(102,984,377)	(127,614,149)	(102,984,377)
- Investments in an associate and a joint venture	15, 16	-	-	(218,952,336)	(248,452,487)
- Gain on disposals of property, plant and equipment, net	25	(4,946,152)	(3,107,669)	(4,946,152)	(3,107,669)
- Loss from written off intangible assets, net		5	9	5	9
- Reversal of expected credit loss		(18,436,347)	-	(18,436,347)	-
- Loss from changes in fair value of derivatives		(1,015,266)	313,320	(1,015,266)	313,320
- (Reversal of) Allowance for obsolete and slow moving inventories	12	(776,768)	(556,825)	(776,768)	(556,825)
- (Reversal of) Allowance for net realisable value lower than cost of inventories	12	12,000,000	(16,900,000)	12,000,000	(16,900,000)
- Employee benefit obligations	21	42,612,360	43,106,520	42,612,360	43,106,520
- Unrealised gain on exchange rates, net		(4,596,447)	6,098,140	(4,596,447)	6,098,140
Cash flows before changes in operating assets and liabilities		3,132,762,372	3,199,553,686	3,132,762,372	3,199,553,686
Changes in operating assets and liabilities					
- Trade and other accounts receivable		205,550,317	70,148,977	205,550,317	70,148,977
- Inventories		75,495,055	144,613,096	75,495,055	144,613,096
- Other current assets		(17,368,499)	1,443,265	(17,368,499)	1,443,265
- Other non-current assets		(649,535)	1,267,382	(649,535)	1,267,382
- Trade accounts payable - other parties		(33,816,999)	(55,613,261)	(33,816,999)	(55,613,261)
- Trade accounts payable - related parties		(8,087,149)	1,916,947	(8,087,149)	1,916,947
- Other accounts payable - other parties		(3,412,635)	(7,987,867)	(3,412,635)	(7,987,867)
- Other accounts payable - related parties		(24,705,715)	33,010,837	(24,705,715)	33,010,837
- Accrued expenses		55,361,509	(47,665,439)	55,361,509	(47,665,439)
- Payment for employee benefit obligations	21	(10,575,737)	(4,423,382)	(10,575,737)	(4,423,382)
Cash generated from operations		3,370,552,984	3,336,264,241	3,370,552,984	3,336,264,241
Interest received		35,226,903	11,443,699	35,226,903	11,443,699
Income tax paid		(389,286,722)	(352,448,399)	(389,286,722)	(352,448,399)
Net cash received from operating activities		3,016,493,165	2,995,259,541	3,016,493,165	2,995,259,541

The notes to the financial statements on pages 36 to 71 are an integral part of these financial statements





## Thai Stanley Electric Public Company Limited

### Statements of Cash Flows

For the year ended 31 March 2024

	Notes	Equity method			
		financial statements		Separate financial statements	
		2024	2023	2024	2023
		Baht	Baht	Baht	Baht
<b>Cash flows from investing activities:</b>					
Purchase of other financial asset measured at amortised cost		-	(19,040,148)	-	(19,040,148)
Loans made to employees	14	(166,958,000)	(3,760,482)	(166,958,000)	(3,760,482)
Loans repayments from employees	14	87,410,597	56,955,450	87,410,597	56,955,450
Purchases of property, plant and equipment		(748,679,928)	(676,643,641)	(748,679,928)	(676,643,641)
Proceeds from disposals of property, plant and equipment		6,916,438	3,304,337	6,916,438	3,304,337
Interest received on short-term investments		71,322,293	18,336,684	71,322,293	18,336,684
Dividends received					
- Financial assets measured at fair value through other comprehensive income		127,614,149	102,984,377	127,614,149	102,984,377
- Investments in an associate and a joint venture	15, 16	218,952,336	248,452,487	218,952,336	248,452,487
Purchases of intangible assets		(219,441,656)	(233,185,806)	(219,441,656)	(233,185,806)
Cash receipts from short-term investments	10	12,541,800,000	9,852,000,000	12,541,800,000	9,852,000,000
Cash payment on short-term investments	10	(13,490,800,000)	(12,260,800,000)	(13,490,800,000)	(12,260,800,000)
Net cash used in investing activities		(1,571,863,771)	(2,911,396,742)	(1,571,863,771)	(2,911,396,742)
<b>Cash flow from financing activity:</b>					
Dividends paid	23	(1,532,494,000)	(651,310,800)	(1,532,494,000)	(651,310,800)
Net cash used in financing activity		(1,532,494,000)	(651,310,800)	(1,532,494,000)	(651,310,800)
<b>Net decrease in cash and cash equivalents</b>		(87,864,606)	(567,448,001)	(87,864,606)	(567,448,001)
Cash and cash equivalents at beginning of the year		2,084,203,370	2,655,943,140	2,084,203,370	2,655,943,140
Effects of exchange rate changes		3,852,518	(4,291,769)	3,852,518	(4,291,769)
Cash and cash equivalents at end of the year		2,000,191,282	2,084,203,370	2,000,191,282	2,084,203,370
<b>Non-cash transactions:</b>					
Outstanding liabilities arisen from purchases of plant, equipment and intangible assets		20,713,190	66,791,294	20,713,190	66,791,294
Outstanding liabilities arisen from purchases of plant and equipment from related parties		-	451,966	-	451,966

The notes to the financial statements on pages 36 to 71 are an integral part of these financial statements



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### 1 General information

Thai Stanley Electric Public Company Limited (the "Company") is a public limited company, incorporated in Thailand. The address of its registered office is 29/3 Moo 1 Bangpoon-Rungsit Road, Banklang, Amphur Muang, Pathumthanee, Thailand 12000. The Company is listed on the Stock Exchange of Thailand.

The principal business operation of the Company is the manufacture and sales of automotive bulbs, lighting equipment, molds & dies and product designs.

These equity method and separate financial statements have been approved by the Company's Board of directors on 17 May 2024.

#### 2 Basis of preparation

The equity method and separate financial statements have been prepared in accordance with Thai Financial Reporting Standards ("TFRS") and the financial reporting requirements issued under the Securities and Exchange Act.

The equity method and separate financial statements have been prepared under the historical cost convention except certain financial assets and liabilities (including derivative instrument) and employee benefit obligations.

The preparation of financial statements in conformity with TFRS requires management to use certain critical accounting estimates and to exercise its judgement in applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas that are more likely to be materially adjusted due to changes in estimates and assumptions are disclosed in Note 7.

An English version of the equity method and separate financial statements have been prepared from the statutory financial statements that are in the Thai language. In the event of a conflict or a difference in interpretation between the two languages, the Thai language statutory financial statements shall prevail.

#### 3 New and amended financial reporting standards

Commencing from 1 April 2023, the Company adopted the amended financial reporting standards that are effective for accounting period beginning on or after 1 January 2023 and relevant to the Company. The adoption of these standards does not have significant impacts to the Company.

Amended financial reporting standards that are effective for the accounting period beginning on or after 1 January 2024 and have significant impacts on the Company.

The following amended TFRSs were not mandatory for the current reporting period and the Company has not early adopted them.

- a) **Amendment to TAS 1 - Presentation of financial statements** revised the disclosure from '*significant* accounting policies' to '*material* accounting policies'. The amendment also provides guidelines on identifying when the accounting policy information is material. Consequently, immaterial accounting policy information does not need to be disclosed. If it is disclosed, it should not obscure material accounting information.
- b) **Amendment to TAS 8 - Accounting policies, changes in accounting estimates and errors** revised to the definition of 'accounting estimates' to clarify how companies should distinguish between changes in accounting policies and changes in accounting estimates. The distinction is important because changes in accounting estimates are applied prospectively to transactions, other events and conditions from the date of that change. Whereas changes in accounting policies are generally applied retrospectively to past transactions and other past events as well as the current period as if the new accounting policy had always been applied.



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

- c) **Amendments to TAS 12 - Income taxes** require companies to recognise deferred tax related to assets and liabilities arising from a single transaction that, on initial recognition, gives rise to equal amounts of taxable and deductible temporary differences. Example transactions are leases and decommissioning obligations.

The amendment should be applied to transactions on or after the beginning of the earliest comparative period presented. In addition, entities should recognise deferred tax assets (to the extent that they can probably be utilised) and deferred tax liabilities at the beginning of the earliest comparative period for all deductible and taxable temporary differences associated with:

- right-of-use assets and lease liabilities, and
- decommissioning, restoration and similar liabilities, and the corresponding amounts recognised as part of the cost of the related assets.

The cumulative effect of recognising these adjustments is recognised at the beginning of retained earnings or another component of equity, as appropriate.

## 4 Accounting policies

The principal accounting policies adopted in the preparation of these equity method and separate financial statements are set out below.

### 4.1 Principles of equity accounting

#### a) Associate

Associate is an entity over which the Company has significant influence but not control or joint control.

In the separate financial statements, investment in an associate is accounted for using cost method.

#### b) Joint arrangement

An investment in joint arrangement is classified as either joint operation or joint venture depending on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement.

##### *Joint venture*

A joint venture is a joint arrangement whereby the Company has a right to the net assets of the arrangement. An interest in a joint venture is accounted for using the equity method.

In the separate financial statements, investments in a joint venture is accounted for using cost method.

#### c) Equity method

The investment is initially recognised at cost which is consideration paid and directly attributable costs.

The Company's subsequently recognises shares of its associate and joint venture' profits or losses and other comprehensive income in the profit or loss and other comprehensive income, respectively. The subsequent cumulative movements are adjusted against the carrying amount of the investment.

When the Company's share of losses in an associate and a joint venture equals or exceeds its interest in the associate and joint venture, the Company does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate and joint venture.

#### d) Intercompany transactions on equity method financial statements

Unrealised gains on transactions between the Company and its associate and joint venture are eliminated to the extent of the Company's interest in the associate and joint venture. Unrealised losses are also eliminated in the same manner unless the transaction provides evidence of an impairment of the asset transferred.



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### 4.2 Foreign currency translation

##### a) Functional and presentation currency

The financial statements are presented in Thai Baht, which is the Company's functional and presentation currency.

##### b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or the date of revaluation where items are re-measured.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit or loss.

Any exchange component of gains and losses on a non-monetary item that recognised in profit or loss, or other comprehensive income is recognised following the recognition of a gain or loss on the non-monetary item.

##### c) Associate and Joint venture

The operational results and financial position of the associate and joint venture (none of which has the currency of a hyper-inflationary economy) that have a different functional currency from the Company's presentation currency are translated into the presentation currency as follows.

- Assets and liabilities are translated at the closing rate at the date of respective statement of financial position;
- Income and expenses for each statement of profit or loss are translated at average exchange rates; and
- All resulting exchange differences are recognised in other comprehensive income.

#### 4.3 Cash and cash equivalents

In the statements of cash flows, cash and cash equivalents includes cash on hand, deposits held at call, short-term highly liquid investments with maturities of three months or less from acquisition date.

#### 4.4 Trade accounts receivable

Trade receivables are amounts due from customers for goods sold or service performed in the ordinary course of business. They are generally due for settlement within 30 to 60 days and therefore are all classified as current.

Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, they are recognised at fair value. The Company holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost.

The impairment of trade receivables are disclosed in Note 4.6 (f).

#### 4.5 Inventories

Inventories are stated at the lower of cost and net realisable value.

Cost of inventories is determined by the moving average method. Cost of raw materials comprise all purchase cost and costs directly attributable to the acquisition of the inventory less all attributable discounts. The cost of finished goods and work in progress comprises raw materials, direct labour, other direct costs and directly attributable costs in bringing the inventories to their present location and condition.



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### 4.6 Financial asset

##### a) Classification

The Company classifies its debt instrument financial assets in the following measurement categories depending on i) business model for managing the asset and ii) the cash flow characteristics of the asset whether they represent solely payments of principal and interest (SPPI).

- those to be measured subsequently at fair value (either through other comprehensive income or through profit or loss); and
- those to be measured at amortised cost.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

For investments in equity instruments, the Company has an irrevocable election at the time of initial recognition to account for the equity investment at fair value through profit or loss (FVPL) or at fair value through other comprehensive income (FVOCI) except those that are held for trading, they are measured at FVPL.

##### b) Recognition and derecognition

Regular way purchases, acquires and sales of financial assets are recognised on trade-date, the date on which the Company commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership.

##### c) Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at FVPL, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether the cash flows are solely payment of principal and interest.

##### d) Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the financial assets. There are three measurement categories into which the Company classifies its debt instruments:

- **Amortised cost:** Financial assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in other income - interest income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as a separate line item in the statement of comprehensive income.
- **FVOCI:** Financial assets that are held for i) collection of contractual cash flows; and ii) for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through other comprehensive income (OCI), except for the recognition of impairment gains or losses, interest income using the effective interest method, and foreign exchange gains and losses which are recognised in profit or loss. When the financial assets is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income is included in other income - interest income. Impairment expenses are presented separately in the statement of comprehensive income.
- **FVPL:** Financial assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises.





## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### e) Equity instruments

The Company measures all equity investments at fair value. Where the Company has elected to present fair value gains and losses on equity instruments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income - dividend income when the right to receive payments is established.

Changes in the fair value of financial assets at FVPL are recognised in other gains/(losses) in the statement of comprehensive income.

Impairment losses (and reversal of impairment losses) on equity investments are reported together with changes in fair value.

#### f) Impairment

The Company applies the TFRS 9 simplified approach in measuring the impairment of trade receivables, which applies lifetime expected credit loss, from initial recognition, for all trade receivables.

To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The expected credit loss rates are based on payment profiles, historical credit losses as well as forward-looking information and factors that may affect the ability of the customers to settle the outstanding balances.

For other financial assets carried at amortised cost and FVOCI, the Company applies TFRS 9 general approach in measuring the impairment of those financial assets. Under the general approach, the 12-month or the lifetime expected credit loss is applied depending on whether there has been a significant increase in credit risk since the initial recognition.

The significant increase in credit risk (from initial recognition) assessment is performed every end of reporting period by comparing i) expected risk of default as of the reporting date and ii) estimated risk of default on the date of initial recognition.

The Company assesses expected credit loss by taking into consideration forward-looking information and past experiences. The expected credit loss is a probability-weighted estimate of credit losses (probability-weighted present value of estimated cash shortfall). The cash shortfall is the difference between all contractual cash flows that are due to the Company and all cash flows expected to receive, discounted at the original effective interest rate.

When measuring expected credit losses, the Company reflects the following:

- probability-weighted estimated uncollectible amounts
- time value of money
- supportable and reasonable information as of the reporting date about past experience, current conditions and forecasts of future situations.

Impairment (and reversal of impairment) losses are presented as net impairment losses within operating profit.

#### 4.7 Property, plant and equipment

All other property, plant and equipment are stated at historical cost less accumulated depreciation and impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the item will flow to the Company. The carrying amount of the replaced part is derecognised.

All other repairs and maintenance are charged to profit or loss when incurred.



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

Land is not depreciated. Depreciation on other assets is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives, as follows:

	<u>Useful life (years)</u>
Land and building improvements	5 - 15
Buildings and other constructions	10 - 40
Machinery, equipment and factory tools	5 - 20
Molds	4
Motor vehicles	5
Furniture, fixtures and office equipment	3 - 5

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Gains or losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in other gains or losses, net.

#### 4.8 Intangible assets

##### *Acquired computer software*

Acquired computer software is measured at cost. These costs are amortised over their estimated useful lives 5 years to 10 years.

Cost associated with maintaining computer software are recognised as an expense as incurred.

##### *Product design costs*

Research expenditure is recognised as an expense as incurred.

Cost incurred on development projects relating to the design of new products is recognised as an asset when the Company can demonstrate all of the following:

- the product design costs can be measured reliably;
- the Company can demonstrate that it is technically, financially, commercially, and resourcefully feasible; and
- the Company intends to and has the ability to complete the project for the purpose of using for the commercial production.

Product design costs previously recognised as an expense are not recognised as an asset in a subsequent period.

Capitalised product design costs are amortised when the asset is ready to use by applying a straight-line method over the period of its expected benefit, not exceeding 4 years.

#### 4.9 Impairment of assets

Assets that have an indefinite useful life are tested annually for impairment, or more frequently if events or changes in circumstances indicate that it might be impaired. Assets that are subject to amortisation are reviewed for impairment whenever there is an indication of impairment. An impairment loss is recognised for the amount by which the carrying amount of the assets exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

Where the reasons for previously recognised impairments no longer exist, the impairment losses on the assets concerned other than goodwill is reversed.

#### 4.10 Leases

##### *Leases - where the Company is the lessor*

Rental income under operating leases (net of any incentives given to lessees) is recognised on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognised as expense over the lease term on the same basis as lease income. The respective leased assets are included in the statement of financial position based on their nature.



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### 4.11 Financial liabilities

##### a) Classification

Financial instruments issued by the Company are classified as either financial liabilities or equity securities by considering contractual obligations.

- Where the Company has an unconditional contractual obligation to deliver cash or another financial asset to another entity, it is considered a financial liability unless there is a predetermined or possible settlement for a fixed amount of cash in exchange of a fixed number of the Company's own equity instruments.
- Where the Company has no contractual obligation or has an unconditional right to avoid delivering cash or another financial asset in settlement of the obligation, it is considered an equity instrument.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

##### b) Measurement

Financial liabilities are initially recognised at fair value and are subsequently measured at amortised cost.

##### c) Derecognition and modification

Financial liabilities are derecognised when the obligation specified in the contract is discharged, cancelled, or expired.

Where the terms of a financial liability are renegotiated/modified, the Company assesses whether the renegotiation/modification results in the derecognition of that financial liability. Where the modification results in an extinguishment, the new financial liability is recognised based on fair value of its obligation. The remaining carrying amount of financial liability is derecognised. The difference as well as proceed paid is recognised as other gains/(losses) in profit or loss.

Where the modification does not result in the derecognition of the financial liability, the carrying amount of the financial liability is recalculated as the present value of the renegotiated/modified contractual cash flows discounted at its original effective interest rate. The difference is recognised in other gains/(losses) in profit or loss.

#### 4.12 Current and deferred income taxes

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

##### Current tax

The current income tax is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

##### Deferred income tax

Deferred income tax is recognised on temporary differences arising from differences between the tax base of assets and liabilities and their carrying amounts in the financial statements. However, deferred income tax is not recognised for temporary differences arise from:

- initial recognition of an asset or liability in a transaction other than a business combination that affects neither accounting nor taxable profit or loss is not recognised
- investments in subsidiaries, associates and joint arrangements where the timing of the reversal of the temporary difference is controlled by the Company and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax is measured using tax rates of the period in which temporary difference is expected to be reversed, based on tax rates and laws that have been enacted or substantially enacted by the end of the reporting period.



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

#### 4.13 Employee benefits

##### a) Short-term employee benefits

Liabilities for short-term employee benefits such as salaries, wages, bonuses, contributions to the social security fund and others, that are expected to be settled wholly within 12 months after the end of the period are recognised in respect of employees' service up to the end of the reporting period. They are measured at the amount expected to be paid.

##### b) Defined contribution plan

The Company pays contributions to a separate fund (under the Provident Fund Act B.E. 2530). The Company has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due.

##### c) Defined benefit plans

Amount of retirement benefits is defined by the agreed benefits the employees will receive after the completion of employment. It usually depends on factors such as age, years of service and an employee's latest compensation at retirement.

The defined benefit obligation is calculated by an independent actuary using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using market yield of government bonds that matches the terms and currency of the expected cash outflows.

Remeasurement gains and losses are recognised directly to other comprehensive income in the period in which they arise. They are presented as a separate item in statements of changes in equity.

Past-service costs are recognised immediately in profit or loss.

##### d) Termination benefits

The Company recognises termination benefits at the earlier of 1) when the Company can no longer withdraw the offer of those benefits; and 2) when the entity recognises costs for the related restructuring. Benefits due more than 12 months are discounted to their present value.

#### 4.14 Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation. The increase in the provision due to passage of time is recognised as interest expense.

#### 4.15 Share capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options (net of tax) are shown as a deduction in equity.



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### 4.16 Revenue recognition

Revenue include all revenues from ordinary business activities. All ancillary income in connection with the delivery of goods and rendering of services in the course of the Company's ordinary activities is also presented as revenue.

Revenue are recognised in accordance with the provision of goods or services, provided that collectibility of the consideration is probable.

Multiple element arrangements involving delivery or provision of multiple products or services are separated into distinct performance obligations. Total transaction price of the bundled contract is allocated to each performance obligation based on their relative standalone selling prices or estimated standalone selling prices. Each performance obligation is recognised as revenue on fulfillment of the obligation to the customer.

##### Sales of goods

The Company manufactures and sells products. Sales are recognised when control of the products has transferred, being when the products are delivered, and there is no unfulfilled obligation that could affect the buyer's acceptance of the products. Delivery occurs when the products have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the buyer, and either the buyer has accepted the products in accordance with the sales contract, the acceptance provisions have lapsed, or the Company has objective evidence that all criteria for acceptance have been satisfied.

The product is often sold with retrospective volume discounts based on aggregate sales over a 12 month period. Revenue from these sales is recognised based on the price specified in the contract, net of the estimated volume discounts. Accumulated experience is used to estimate and provide for the discounts, using the expected value method, and revenue is only recognised to the extent that it is highly probable that a significant reversal will not occur. A refund liability (included in accrued expenses) is recognised for expected volume discounts payable to customers in relation to sales made until the end of the reporting period. No significant element of financing is deemed present as the sales are made with a credit term of 30 to 60 days, which is consistent with market practice.

The Company's obligation to repair or replace faulty products under the standard warranty terms is recognised as a provision and cost of sales.

A receivable is recognised when the goods are delivered as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

##### Services

Revenue from rendering services is recognised when services are rendered.

##### Payments to customers

Payments to customers or on behalf of customers to other parties, including credited or subsequent discounts, are recognised as a reduction in revenue unless the payment constitutes consideration of a distinct goods or service from the customer.

##### Financing components

The Company does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the Company does not adjust any of the transaction prices for the time value of money.

##### Other income

Other revenue are recognised on the following bases:

- dividend income is recognised when the right to receive payment is established.
- interest income is recognised on a time proportion basis, taking account of the principal outstanding and the effective rate over the period to maturity, when it is determined that such income will accrue to the Company.
- scrap income is recognised when the scrap is actually sold.

#### 4.17 Dividends

Dividend distributed to the Company's shareholders is recognised as a liability when interim dividends are approved by the Board of Directors, and when the annual dividends are approved by the shareholders.



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### 4.18 Derivatives and hedging activities

Embedded derivative that is separately accounted for and derivatives that do not qualify for hedge accounting is initially recognised at fair value. Changes in the fair value are included in other gains(losses).

Fair value of derivatives is classified as a current or non-current following its remaining maturity.

## 5 Financial risk management

### 5.1 Financial risk

The Company exposes to a variety of financial risks: Market risk (foreign exchange risk and interest rate risk), credit risk, and liquidity risk. The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance. The Company uses derivative to hedge certain exposures.

Risk management is carried out by a central treasury department under policies which included policies for foreign exchange rate risk, interest rate risk, credit risk, and liquidity risk approved by the Board of Directors. The treasury identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units.

The Company's risk management is controlled by a central treasury department under policies approved by the Board of Directors. Company treasury identifies, evaluates and manages financial risks in close co-operation with the Company's operating units. The board provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative and other financial instruments as well as investment of excess liquidity.

#### 5.1.1 Market risk

##### a) Foreign exchange risk

The Company has exposure to foreign currency exchange fluctuations on raw materials imported in foreign currencies and certain export sales in foreign currencies. The foreign currency exchange rate risk of the Company occurs mostly in Japanese Yen and US Dollar. The Company uses forward contracts to hedge their exposure to foreign currency risk approximately 50% of transactions in foreign currency after net with foreign currency cash and cash equivalents.

The Company has no formal designation and documentation of hedging relationship so that the risk being hedged, the hedged item, the hedging instrument and risk management objectives and strategy for undertaking hedges are not clearly identified. Therefore, the forward contract are not qualifies for hedge accounting.

Disclosures about derivative financial instruments to which the Company is a party are provided as follows and Note 13.

##### *Exposure*

The Company's exposure to foreign currency risk at the end of the reporting period, expressed in Baht are as follows:

	31 March 2024			31 March 2023		
	US Dollar Baht	Euro Baht	Japanese Yen Baht	US Dollar Baht	Euro Baht	Japanese Yen Baht
Cash and cash equivalents	125,693,459	-	678,886	147,161,965	-	575,841
Trade and other accounts receivable	359,389,614	-	-	231,031,799	-	-
Trade and other accounts payable	352,540,017	3,087,906	18,283,692	310,662,621	2,554,433	19,547,902
Foreign currency forwards						
- Purchase of foreign currency	-	-	4,818,000	34,680,000	-	5,204,000





## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### Sensitivity

As shown in the table above, the Company is primarily exposed to changes in Baht and Japanese Yen, US Dollar, and Euro exchange rates. The sensitivity of profit or loss to changes in the exchange rates arises mainly from financial assets and financial liabilities denominated in Japanese and US Dollar.

	Impact to net profit	
	Year 2024 Baht	Year 2023 Baht
US Dollar to Baht exchange rate - increase 7% (2023: 12%)*	9,278,032	4,019,246
Euro to Baht exchange rate - increase 6% (2023: 5%)*	(185,274)	(127,722)
JPY to Baht exchange rate - increase 6% (2023: 5%)*	(1,346,056)	(1,205,317)
US Dollar to Baht exchange rate - decrease 7% (2023: 12%)*	(9,278,032)	(4,019,246)
Euro to Baht exchange rate - decrease 6% (2023: 5%)*	185,274	127,722
JPY to Baht exchange rate - decrease 6% (2023: 5%)*	1,346,056	1,205,317

\* Holding all other variables constant

#### b) Interest rate risk

The Company's income and operating cash flows are substantially independent of changes in market interest rates. The Company is exposed to interest rate risk relates primarily to its deposits at financial institutions and short-term investments. Most of the Company's financial assets bear floating interest rates or fixed interest rates which are close to the market rate. The Company assesses that the interest rate risk is insignificant as the Company does not rely on the interest income in operating business.

#### 5.1.2 Credit risk

Credit risk arises from cash and cash equivalents and short-term investment and credit exposures to customers, including outstanding receivables.

#### a) Risk management

Credit risk is managed on a group basis. For banks and financial institutions, only independently rated parties with a minimum rating of 'bbb' are accepted.

If customers are independently rated, these ratings are used. Otherwise, if there is no independent rating, risk control assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on the assessments in accordance with limits set by the board. The compliance with credit limits by customers is regularly monitored by line management.

#### b) Impairment of financial assets

The Company has 2 types of financial assets that are subject to the expected credit loss model:

- Trade and other accounts receivable
- Loans to employees

While cash and cash equivalents and short-term investment are also subject to the impairment requirements of TFRS 9, the identified impairment loss was immaterial.

#### Trade receivables

The Company applies the TFRS 9 simplified approach to measure expected credit losses which uses a lifetime expected loss allowance for all trade receivables.

To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due.

Disclosures about Trade receivables are provided in Note 11.



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

The Company write-off trade receivables when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Company, and a failure to make contractual payments or cannot be contacted for a long period.

Impairment losses on trade receivables are presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

#### *Loans to employees*

Loans to employees measured at amortised cost are considered to have low credit risk, and the loss allowance recognised during the year was therefore limited to 12 months expected losses. Lifetime expected credit losses is recognised for the loans that the credit risk is significantly increased.

Disclosures about Loans to employees are provided in Note 14.

#### **5.1.3 Liquidity risk**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. At the end of the reporting period the Company held deposits at call of Baht 2,000,191,282 (2023: Baht 2,084,203,370) that are expected to readily generate cash inflows for managing liquidity risk.

Due to the dynamic nature of the underlying businesses, the Company Treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors i) rolling forecasts of the Company's liquidity reserve (comprising the undrawn borrowing facilities below); and ii) cash and cash equivalents on the basis of expected cash flows. In addition, the Company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary, monitoring balance sheet liquidity ratios and maintaining financing plans.

#### **Maturity of financial liabilities**

The tables below analyse the maturity of financial liabilities grouping based on their contractual maturities. The amounts disclosed are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

The Company's portfolio of derivative instruments with a negative fair value has been included at their fair value of Baht 79,037 (2023: Baht 1,094,303) within the 'On demand' time bucket. This is because the contractual maturities are essential for an understanding the timing of the cash flows. These contracts are managed on a maturity date basis.

Contractual maturity date as at 31 March 2024	On demand Baht	Within 1 year Baht	1 - 5 years Baht	Over 5 years Baht	Total Baht	Book value Baht
<b>Non-derivatives</b>						
Trade and other payables	1,321,254,971	-	-	-	1,321,254,971	1,321,254,971
Accrued expenses	418,395,878	-	-	-	418,395,878	418,395,878
<b>Non-derivatives</b>	<b>1,739,650,849</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,739,650,849</b>	<b>1,739,650,849</b>
<b>Derivatives</b>						
Foreign exchange forward contract	79,037	-	-	-	79,037	79,037
<b>Total derivatives</b>	<b>79,037</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>79,037</b>	<b>79,037</b>
<b>Total</b>	<b>1,739,729,886</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,739,729,886</b>	<b>1,739,729,886</b>



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

Contractual maturity date as at 31 March 2023	On demand Baht	Within 1 year Baht	1 - 5 years Baht	Over 5 years Baht	Total Baht	Book value Baht
<b>Non-derivatives</b>						
Trade and other payables	1,430,679,385	-	-	-	1,430,679,385	1,430,679,385
Accrued expenses	363,034,369	-	-	-	363,034,369	363,034,369
<b>Non-derivatives</b>	<b>1,793,713,754</b>	-	-	-	<b>1,793,713,754</b>	<b>1,793,713,754</b>
<b>Derivatives</b>						
Foreign exchange forward contract	1,094,303	-	-	-	1,094,303	1,094,303
<b>Total derivatives</b>	<b>1,094,303</b>	-	-	-	<b>1,094,303</b>	<b>1,094,303</b>
<b>Total</b>	<b>1,794,808,057</b>	-	-	-	<b>1,794,808,057</b>	<b>1,794,808,057</b>

## 5.2 Capital management

### Risk management

The objectives when managing capital are to:

- safeguard their ability to continue as a going concern, to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

## 6 Fair value

The following table shows fair values and carrying amounts of financial assets and liabilities by category, excluding those with the carrying amount approximates fair value.

	Fair value through profit or loss (FVPL) Baht	Fair value through other comprehensive income (FVOCI) Baht	Amortised cost Baht	Fair value Baht
<b>As at 31 March 2024</b>				
<i>Financial assets at fair value through other comprehensive income</i>				
Investments in equity instruments	-	1,878,644,389	-	1,878,644,389
	-	1,878,644,389	-	1,878,644,389
<i>Financial liabilities measured at fair value</i>				
Derivative financial instruments				
- Foreign exchange forward contracts	79,037	-	-	79,037
	79,037	-	-	79,037



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

	Fair value through profit or loss (FVPL) Baht	Fair value through other comprehensive income (FVOCI) Baht	Amortised cost Baht	Fair value Baht
<b>As at 31 March 2023</b>				
<i>Financial assets at fair value through other comprehensive income</i>				
Investments in equity instruments	-	1,682,829,463	-	1,682,829,463
	-	1,682,829,463	-	1,682,829,463
<i>Financial liabilities measured at fair value</i>				
Derivative financial instruments				
- Foreign exchange forward contracts	1,094,303	-	-	1,094,303
	1,094,303	-	-	1,094,303

The following table presents fair value of financial assets and liabilities recognised and disclosed by their fair value hierarchy.

	Equity method financial statements/ Separate financial statements							
	Level 1		Level 2		Level 3		Total fair value	
	31 March 2024	31 March 2023	31 March 2024	31 March 2023	31 March 2024	31 March 2023	31 March 2024	31 March 2023
<b>Assets</b>								
<b>Financial assets at fair value through other comprehensive income</b>								
Investments in equity instruments	167,860,862	116,367,689	-	-	1,710,783,527	1,566,461,774	1,878,644,389	1,682,829,463
<b>Total assets</b>	<b>167,860,862</b>	<b>116,367,689</b>	<b>-</b>	<b>-</b>	<b>1,710,783,527</b>	<b>1,566,461,774</b>	<b>1,878,644,389</b>	<b>1,682,829,463</b>
<b>Liabilities</b>								
<b>Financial liabilities at fair value through profit or loss</b>								
Trading derivatives - Foreign currency forwards	-	-	79,037	1,094,303	-	-	79,037	1,094,303
<b>Total liabilities</b>	<b>-</b>	<b>-</b>	<b>79,037</b>	<b>1,094,303</b>	<b>-</b>	<b>-</b>	<b>79,037</b>	<b>1,094,303</b>

Fair values are categorised into hierarchy based on inputs used as follows:

- Level 1: The fair value of financial instruments is based on the closing price by reference to the Stock Exchange.
- Level 2: The fair value of financial instruments is determined using significant observable inputs and, as little as possible, entity-specific estimates.
- Level 3: The fair value of financial instruments is not based on observable market data.

Fair values of financial assets and financial liabilities are recognised according to the accounting policies disclosed in Note 4.6 and Note 4.11.

#### Valuation techniques used to measure fair value level 2

Fair value of debt instruments is determined from contractual cash flows, discounted at the rate derived from observable market price of other quoted debt instruments of the counterparties.

Fair value of foreign exchange forward contracts is determined using forward exchange rate that are quoted in an active market. The effects of discounting are generally insignificant for level 2 derivatives.



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### Valuation techniques used to measure fair value level 3

Non-listed equity investments were appraised for its fair value using valuation techniques of input from unobservable market data (Level 3). The management also made adjustments to reflect the risk and nature of the equity instruments.

The following table presents changes in level 3 financial instruments for the year ended 31 March.

	2024 Baht	2023 Baht
<b>Balance as at 1 April</b>	<b>1,566,461,774</b>	<b>1,420,124,751</b>
Gain recognised in other comprehensive income	144,321,753	146,337,023
<b>Balance as at 31 March</b>	<b>1,710,783,527</b>	<b>1,566,461,774</b>

The following table summarises the quantitative information about the significant unobservable inputs used in level 3 fair value measurements.

	Fair value		Unobservable inputs	Range of inputs	
	31 March 2024 Baht	31 March 2023 Baht		31 March 2024	31 March 2023
Non-listed equity investments	1,710,783,527	1,566,461,774	Discount for Lack of Marketability: DLOM	15%	15%

Relationship of unobservable inputs to fair value are shown as follows:

	Unobservable inputs	Movement	Change in fair value	
			Increase in assumptions 2024	Decrease in assumptions 2024
Unquoted equity investments	Discount for Lack of Marketability: DLOM	1.00%	Decrease by 1.18%	Increase by 1.18%

#### The Company's valuation processes

Chief Financial Officer (CFO), Audit Committee (AC) and a valuation team discuss valuation processes and results at least every quarter.

Significant unobservable input of fair value hierarchy level 3 is Discount for Lack of Marketability. The Company estimates by using the mid-range of information and referred to International Valuation standards.

## 7 Critical accounting estimates, assumptions and judgments

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

#### a) Fair value of certain financial assets and derivatives

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques. The Company uses judgement to select a variety of methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period. Details of key assumptions used are included in Note 6.

#### b) Allowances for obsolete and slow-moving inventories

The Company has estimated the allowances for obsolete and slow-moving inventories to reflect their impairment. The allowances are taken into account inventory aging, recent sales experience and other factors that affecting obsolete and slow-moving inventories.

#### c) Useful life of plant, equipment and intangible assets

The management estimates useful life for plant, equipment and intangible assets of the Company. The management revises depreciation expense whenever the useful life is different from the estimation in the prior period or there is a disposal or retirement.



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### d) Employee benefit obligation

The present value of post-employment benefit obligation is determined based on various assumptions. Assumptions used and effects in any changes in these assumptions are disclosed in Note 21.

#### e) Provision for product warranty

The Company gives product warranties to customers at the time of sale. The Company partially subsidises expenses for manufacturing defects that become apparent within a defined warranty period. The provision for product warranty is provided based on the historical experience.

#### f) Impairment of investments in an associate and a joint venture

The Company tests impairment of investment in an associate and a joint venture whenever events or changes in circumstances indicate that the carrying amount of asset is greater than its estimated recoverable amount which calculated by using the higher of the fair value less costs to sell and value-in-use. Value in use and the fair value less costs to sell involves the future operating results of business, projected cash flows, discount rate to be applied to the projected cash flows.

#### g) Impairment of financial assets

The loss allowances for financial assets are based on assumptions about default risk and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs used in the impairment calculation, based on the Company's past history and existing market conditions, as well as forward-looking estimates at the end of each reporting period.

## 8 Segment information

The Company's strategic steering committee, consisting of board of directors who are the chief operating decision-maker, examines the Company's performance from a product group and geographic region perspective in the same dimension as presented in the financial statements.

### Business segment

The Company manufactures and sells auto bulbs, automotive lighting equipment, molds & dies and product designs. The Company does not prepare segment information of molds & dies and product designs business because the Company's management considers that the revenues, assets and profit of molds & dies and product designs segment do not meet quantitative thresholds of reportable segment. The chief operating decision-maker reviews operating results in the same dimension as presented in the financial statements.

### Revenues from sales and services by product group

The Company manufactures and sells auto bulbs, automotive lighting equipment, molds & dies and product designs. During the year ended 31 March, the revenues by product group are as follows:

	2024 Baht	2023 Baht
Auto bulbs and automotive lighting equipment	14,156,613,493	14,328,753,217
Molds & dies and product designs	223,314,090	119,093,218
	<b>14,379,927,583</b>	<b>14,447,846,435</b>

### Revenues from sales and services by geographic region

During the year ended 31 March, the revenues by geographic region are as follows:

	2024 Baht	2023 Baht
Domestic	8,965,681,199	9,501,979,086
Export	5,414,246,384	4,945,867,349
	<b>14,379,927,583</b>	<b>14,447,846,435</b>

During the year ended 31 March 2024 and 2023, the revenues from sales and services are recognised at point in time.





## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### Major customers

During the year ended 31 March 2024, the Company has revenues from auto bulbs and automotive lighting equipment from 3 major customer groups which each of them contributed equal or over 10% of the Company's total revenues (2023: 3 major customer groups).

	2024 Million Baht	2023 Million Baht
Customer group no.1	5,516	5,785
Customer group no.2	3,463	3,496
Customer group no.3	1,602	1,802

The customers under common control are considered as one customer and referred to as the customer group.

#### 9 Cash and cash equivalents

	2024 Baht	2023 Baht
Cash and cheques on hand	605,961	625,910
Current accounts with banks	33,878,281	56,469,785
Savings accounts with banks	137,707,040	150,107,675
Fixed deposits at banks with less than 3-month term	1,828,000,000	1,877,000,000
	2,000,191,282	2,084,203,370

As at 31 March 2024, savings accounts with banks and fixed deposits at banks with less than 3-month term bear interest at the rates of 0.01% - 1.95% per annum (2023: 0.01% - 1.30% per annum).

#### 10 Short-term investments

As at 31 March 2024 and 2023, short-term investments held to maturity represent fixed deposits at banks which have original maturities over 3 months but not over 12 months.

Movements in short-term investments held to maturity are as follows:

	2024 Baht	2023 Baht
Opening book amount	5,891,800,000	3,483,000,000
Additions during the year	13,490,800,000	12,260,800,000
Redemptions during the year	(12,541,800,000)	(9,852,000,000)
Closing book amount	6,840,800,000	5,891,800,000

As at 31 March 2024, short-term investments held to maturity bear interest at the rates of 1.80% - 2.04% per annum (2023: 0.50% - 1.35% per annum).



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### 11 Trade and other accounts receivable, net

Trade and other accounts receivable, net as at 31 March are as follows:

	2024 Baht	2023 Baht
Trade accounts receivable - other parties	2,182,150,907	2,353,475,682
<u>Less</u> Loss allowance	<u>(2,009,654)</u>	<u>(20,446,001)</u>
Trade accounts receivable - other parties, net	2,180,141,253	2,333,029,681
Trade accounts receivable - related parties (Note 30 (b))	120,470,440	140,003,977
Other accounts receivable - other parties	4,844,635	7,404,006
Other accounts receivable - related parties (Note 30 (b))	4,947,501	15,253,251
Prepaid expenses	38,805,147	37,033,605
Accrued income, net	41,193,950	20,265,551
	<u>2,390,402,926</u>	<u>2,552,990,072</u>

#### Impairment

The loss allowance for trade receivables was determined as follows:

	Current Baht	Up to 3 months Baht	3 - 6 months Baht	6 - 12 months Baht	Over 12 months Baht	Total Baht
<b>As 31 March 2024</b>						
Gross carrying amount						
- trade account receivables - other parties	2,033,956,088	148,194,819	-	-	-	2,182,150,907
- trade account receivables - related parties	118,135,218	2,335,222	-	-	-	120,470,440
Loss allowance	-	(2,009,654)	-	-	-	(2,009,654)
<b>As 31 March 2023</b>						
Gross carrying amount						
- trade account receivables - other companies	2,282,950,113	49,772,325	180,532	126,711	20,446,001	2,353,475,682
- trade account receivables - related parties	137,298,561	2,705,416	-	-	-	140,003,977
Loss allowance	-	-	-	-	(20,446,001)	(20,446,001)

The expected loss rates are based on the payment profiles of sales over a period of 108 months before 31 March 2024 and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Company has identified GDP to be the most relevant factors, and accordingly adjusted the historical loss rates based on expected changes in these factors. However, the expected loss for trade accounts receivable is not significantly increased by the adjustment.



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### 12 Inventories, net

	2024 Baht	2023 Baht
Raw materials and packaging	220,971,883	208,815,858
Work in process	126,733,725	221,900,798
Finished goods	128,205,498	101,716,438
Goods in transit	42,324,793	61,297,860
	518,235,899	593,730,954
<u>Less</u> Allowance for net realisable value lower than cost		
- Work in process	(12,000,000)	-
Allowance for obsolete and slow-moving inventories		
- Raw materials and packaging	(2,117,190)	(2,627,971)
- Work in process	(70,699)	(350,261)
- Finished goods	(98,702)	(85,127)
Inventories, net	503,949,308	590,667,595

During the years ended 31 March, amounts recognised as cost of sales in profit or loss are as follows:

	2024 Baht	2023 Baht
Cost of sales and cost of services	11,828,851,135	11,839,100,925
(Reversal of) allowance for net realisable value lower than cost	12,000,000	(16,900,000)
(Reversal of) allowance for obsolete and slow-moving inventories	(776,768)	(556,825)

#### 13 Financial assets and financial liabilities

As at 31 March, classification of the Company's financial assets and financial liabilities are as follows:

	2024 Baht	2023 Baht
<b>Financial assets</b>		
Financial assets at amortised cost		
- Cash and cash equivalents	2,000,191,282	2,084,203,370
- Short-term investments	6,840,800,000	5,891,800,000
- Trade and other accounts receivable, net	2,310,403,829	2,495,690,915
- Other financial asset	19,264,319	19,040,148
- Loans to employees	122,801,100	43,253,697
Financial assets at fair value through other comprehensive income (FVOCI)		
- Investments in equity	1,878,644,389	1,682,829,463
	13,172,107,919	12,216,817,593
<b>Financial liabilities</b>		
Financial liabilities at amortised cost		
- Trade and other payables	1,321,254,971	1,430,679,385
Derivative liabilities		
- FVPL (not apply hedge accounting)	79,037	1,094,303
	1,321,334,008	1,431,773,688



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### 13.1 Other financial assets at amortised cost

##### a) Classification of financial assets at amortised cost

The Company classifies its financial assets as at amortised cost only if both of the following criteria are met:

- the asset is held within a business model whose objective is to collect the contractual cash flows; and
- the contractual terms give rise to cash flows that are solely payments of principal and interest

Financial assets at amortised cost include cash and cash equivalents, short-term investments, trade receivables, other receivables, other financial asset and loans to employees:

	Notes	31 March 2024			31 March 2023		
		Current Baht	Non-current Baht	Total Baht	Current Baht	Non-current Baht	Total Baht
Cash and cash equivalents	9	2,000,191,282	-	2,000,191,282	2,084,203,370	-	2,084,203,370
Short-term investments	10	6,840,800,000	-	6,840,800,000	5,891,800,000	-	5,891,800,000
Trade accounts receivable - other parties	11	2,182,150,907	-	2,182,150,907	2,353,475,682	-	2,353,475,682
Trade accounts receivable - related parties	11	120,470,440	-	120,470,440	140,003,977	-	140,003,977
Other accounts receivable - other parties	11	4,844,635	-	4,844,635	7,404,007	-	7,404,006
Other receivables - related parties	11	4,947,501	-	4,947,501	15,253,251	-	15,253,251
Other financial asset measured at amortised cost		-	19,264,319	19,264,319	-	19,040,148	19,040,148
Loans to employees	14	63,005,596	59,795,504	122,801,100	32,711,779	10,541,918	43,253,697
Less: Loss allowance	11	(2,009,654)	-	(2,009,654)	(20,446,001)	-	(20,446,001)
Total		11,214,400,707	79,059,823	11,293,460,530	10,504,406,065	29,582,066	10,533,988,131

##### b) Fair values of other financial assets at amortised cost

Due to the short-term nature of cash and cash equivalents and short-term investments, their carrying amount are considered to be the same as their fair value.

Due to the short-term nature of the trade receivables and other current receivables, their carrying amount are considered to be the same as their fair value.

Other financial asset measured at amortised cost is a government bond at 20,000 units in par value of Baht 1,000 per unit aggregating to Baht 20 million that carry an interest rate of 1% per annum and mature on 17 June 2027. The government bond are pledged with respect to electricity supply.

For the loans to employee, the fair values are also not significantly different to their carrying amounts.

##### c) Loss allowance

Information about the impairment of financial assets at amortised cost and the Company's exposure to credit risk is disclosed in Note 5.

#### 13.2 Financial assets at fair value through other comprehensive income

##### a) Classification of financial assets at fair value through other comprehensive income

Financial assets at fair value through other comprehensive income (FVOCI) comprise:

- equity securities which are not held for trading, and which the Company has irrevocably elected at initial recognition to recognise in this category.



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

Financial assets at FVOCI comprise the following investments:

	31 March 2024 Fair value Baht	31 March 2023 Fair value Baht
<b>Non-current assets</b>		
Investments in equity instruments		
- Listed equity securities	167,860,862	116,367,689
- Non-listed equity investments	1,710,783,527	1,566,461,774
<b>Total</b>	<b>1,878,644,389</b>	<b>1,682,829,463</b>

b) Amounts recognised in profit or loss and other comprehensive income

The following gains were recognised in profit or loss and other comprehensive income during the year as follows:

	31 March 2024 Baht	31 March 2023 Baht
Gains recognised in other comprehensive income	195,814,926	197,428,481

The Company did not acquire or dispose significant listed securities during the year

### 13.3 Financial assets at fair value through profit or loss

a) Classification of financial assets at fair value through profit or loss

The Company classifies derivatives asset and derivatives liabilities as financial assets at fair value through profit or loss (FVPL).

Financial assets measured at FVPL include derivatives asset and derivatives liabilities. Disclosures about derivatives assets and derivatives liabilities are provided in Note 6.

b) Amounts recognised in profit or loss

During the year ended 31 March 2024, the fair value gains of Baht 2,709,766 (2023: Baht 1,915,680) were recognised in the Company's other gain (loss), net in the equity method and separate financial statements.

The Company did not acquire or dispose significant listed securities during the year.

## 14 Loans to employees

Movements of loans to employees during the year are as follows:

	2024 Baht	2023 Baht
Opening balance	43,253,697	96,448,665
Additions	166,958,000	3,760,482
Received during the year	(87,410,597)	(56,955,450)
Closing balance	122,801,100	43,253,697

Loans to employees bear interest rate at 0 -1.50% per annum (2023: 1.00% per annum). The repayment periods are between 1 month - 3 years (2023: 1 month - 3 years).



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

The analysis of loans to employees is as follows:

	2024 Baht	2023 Baht
Current portion of loans to employees	63,005,596	32,711,779
Non-current portion of loans to employees	59,795,504	10,541,918
	<b>122,801,100</b>	<b>43,253,697</b>

The Company has no reconciliations of loss allowance for loans to employees for the year ended 31 March 2024 and 2023.

#### 15 Investment in an associate

The details of investment in an associate as at 31 March are as follows:

Name	Country	Business activity	% of holding		Equity method financial statements		Separate financial statements	
			2024 %	2023 %	Equity method		Cost method	
					2024 Baht	2023 Baht	2024 Baht	2023 Baht
<b>An associate</b> Vietnam Stanley Electric Company Limited	Socialist Republic of Vietnam	Manufacture of automotive lighting equipment	20	20	2,180,433,738	2,003,281,357	54,044,189	54,044,189

#### Summarised financial information for an associate

The table below is summarised of financial information for associates that are material to the Company. The financial information is included in associates own financial statements which has been adjusted with the adjustments necessary for the equity method including, adjusting fair value and differences in accounting policy.

	<b>Vietnam Stanley Electric Company Limited</b>	
	<b>For the year ended 31 March</b>	
	2024 Baht	2023 Baht
<b>Summarised of performance</b> Revenues from sales and services	6,503,182,606	7,792,717,308
Net profit for the year	1,853,798,658	1,888,900,440
Dividend received from associates	218,756,756	243,766,472





## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

	<b>Vietnam Stanley Electric Company Limited</b>	
	<b>As at 31 March</b>	
	<b>2024</b>	<b>2023</b>
	<b>Baht</b>	<b>Baht</b>
<i>Summarised of statement of financial position</i>		
Current assets	10,009,320,689	9,025,283,632
Non-current assets	1,728,314,454	1,811,033,579
Current liabilities	788,602,681	781,899,120
Non-current liabilities	46,863,774	38,011,304
Net assets	10,902,168,688	10,016,406,787
<i>Reconciliation to carrying amounts:</i>		
Opening book amount	10,016,406,787	9,427,285,066
Net profit for the year	1,853,798,658	1,888,900,440
Other comprehensive income	125,747,023	(80,946,359)
Dividends paid	(1,093,783,780)	(1,218,832,360)
Closing book amount	10,902,168,688	10,016,406,787
The Company's share in an associate (%)	20	20
The Company's share in an associate (Baht)	2,180,433,738	2,003,281,357
Investment in associate's carrying amount	2,180,433,738	2,003,281,357

Vietnam Stanley Electric Company Limited is a private company and there is no quoted market price available for it.

## 16 Investment in a joint venture

The details of investment in a joint venture as at 31 March are as follows:

Name	Country	Business activity	% of holding		Equity method financial statements		Separate financial statements		
			2024	2023	Equity method		Cost method		
			%	%	2024	2023	2024	2023	
						Baht	Baht	Baht	Baht
<b>A joint venture</b>									
Lao Stanley Company Limited	Lao People's Democratic Republic	Manufacture of automotive lighting equipment	50	50	24,222,631	20,095,140	3,132,500	3,132,500	

### Summarised financial information for a joint venture

The table below is summarised of financial information for joint ventures that are material to the Company. The financial information is included in joint ventures own financial statements which has been amended to reflect adjustments necessary for the equity method, including adjusting fair value and differences in accounting policy.

	<b>Lao Stanley Company Limited</b>	
	<b>For the year ended 31 March</b>	
	<b>2024</b>	<b>2023</b>
	<b>Baht</b>	<b>Baht</b>
<i>Summarised of performance</i>		
Revenues from sales and services	186,292,991	418,450,149
Depreciation and amortisation	1,573,061	1,590,045
Income tax expense	3,675,991	4,913,043
Net profit for the year	14,703,964	18,363,902
Dividend received from a joint venture	195,580	4,686,015



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

	<b>Lao Stanley Company Limited</b>	
	<b>As at 31 March</b>	
	<b>2024</b>	<b>2023</b>
	<b>Baht</b>	<b>Baht</b>
<i>Summarised of statement of financial position</i>		
Cash and cash equivalents	57,468,553	36,583,143
Other current assets	20,271,409	5,986,436
<b>Total current assets</b>	<b>77,739,962</b>	<b>42,569,579</b>
<b>Total non-current assets</b>	<b>6,855,982</b>	<b>10,171,623</b>
<b>Other current liabilities</b>	<b>33,848,474</b>	<b>9,890,272</b>
<b>Total current liabilities</b>	<b>33,848,474</b>	<b>9,890,272</b>
<b>Other non-current liabilities</b>	<b>2,302,208</b>	<b>2,660,651</b>
<b>Total non-current liabilities</b>	<b>2,302,208</b>	<b>2,660,651</b>
<b>Net assets</b>	<b>48,445,262</b>	<b>40,190,279</b>
<i>Reconciliation to carrying amounts:</i>		
Opening book amount	40,190,279	46,893,139
Net profit for the year	14,703,964	18,363,902
Other comprehensive income	(6,057,821)	(15,694,732)
Dividends paid	(391,160)	(9,372,030)
<b>Closing book amount</b>	<b>48,445,262</b>	<b>40,190,279</b>
The Company's share in a joint venture (%)	50	50
The Company's share in a joint venture (Baht)	24,222,631	20,095,140
<b>A joint ventures' carrying amount</b>	<b>24,222,631</b>	<b>20,095,140</b>

Lao Stanley Company Limited is a private company and there is no quoted market price available for it.



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### 17 Property, plant and equipment, net

	Land improvements		Land and building		Buildings and other constructions		Machinery, equipment and factory tools		Molds		Motor vehicles		Furniture, fixtures and office equipment		Machinery under installation and construction in progress		Total Baht
	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	
<b>As at 1 April 2022</b>																	
Cost	1,350,023,054	4,004,408,431	2,790,645,728	9,232,303,739	6,298,034,091	55,730,499	181,550,527	676,421,753	24,589,117,822								
Less: Accumulated depreciation	-	(2,131,731,764)	(1,011,565,613)	(6,549,371,600)	(5,628,312,563)	(39,823,792)	(151,492,859)	-	(15,512,298,191)								
Net book amount	1,350,023,054	1,872,676,667	1,779,080,115	2,682,932,139	669,721,528	15,906,707	30,057,668	676,421,753	9,076,819,631								
<b>For the year ended 31 March 2023</b>																	
Opening net book amount	1,350,023,054	1,872,676,667	1,779,080,115	2,682,932,139	669,721,528	15,906,707	30,057,668	676,421,753	9,076,819,631								
Additions	-	-	-	28,213,597	-	-	2,986,513	638,103,311	670,303,421								
Disposals / write-offs, net	-	(28)	-	(196,494)	(65)	(5)	(76)	-	(196,668)								
Transfers in (out)	-	162,916,730	-	222,616,649	488,142,100	-	12,622,590	(886,298,069)	-								
Depreciation charge (Note 26)	-	(277,624,924)	(79,234,798)	(604,394,712)	(297,029,467)	(6,404,163)	(13,138,880)	-	(1,277,826,944)								
Closing net book amount	1,350,023,054	1,757,968,445	1,699,845,317	2,330,171,179	860,834,096	9,502,539	32,527,815	428,226,995	8,469,099,440								
<b>As at 31 March 2023</b>																	
Cost	1,350,023,054	4,097,922,163	2,790,645,729	9,122,230,934	6,668,903,872	50,415,419	191,403,526	428,226,995	24,699,771,692								
Less: Accumulated depreciation	-	(2,339,953,718)	(1,090,800,412)	(6,792,059,755)	(5,808,069,776)	(40,912,880)	(158,875,711)	-	(16,230,672,252)								
Net book amount	1,350,023,054	1,757,968,445	1,699,845,317	2,330,171,179	860,834,096	9,502,539	32,527,815	428,226,995	8,469,099,440								
<b>For the year ended 31 March 2024</b>																	
Opening net book amount	1,350,023,054	1,757,968,445	1,699,845,317	2,330,171,179	860,834,096	9,502,539	32,527,815	428,226,995	8,469,099,440								
Additions	-	520,000	-	51,108,030	1,950,000	10,709,000	2,135,892	637,597,812	704,020,734								
Disposals / write-offs, net	-	(92,689)	-	(1,877,281)	(181)	(14)	(121)	-	(1,970,286)								
Transfers	-	79,899,517	34,293,040	188,105,903	102,342,232	2,192,000	17,161,604	(423,994,296)	-								
Depreciation charge (Note 26)	-	(279,503,054)	(70,229,670)	(557,557,641)	(344,279,061)	(6,677,685)	(14,167,194)	-	(1,272,414,305)								
Closing net book amount	1,350,023,054	1,558,792,219	1,663,908,687	2,009,950,190	620,847,086	15,725,840	37,657,996	641,830,511	7,898,735,583								
<b>As at 31 March 2024</b>																	
Cost	1,350,023,054	4,143,522,541	2,824,938,769	8,985,945,444	6,700,741,820	51,931,519	205,305,726	641,830,511	24,904,239,384								
Less: Accumulated depreciation	-	(2,584,730,322)	(1,161,030,082)	(6,975,995,254)	(6,079,894,734)	(36,205,679)	(167,647,730)	-	(17,005,503,801)								
Net book amount	1,350,023,054	1,558,792,219	1,663,908,687	2,009,950,190	620,847,086	15,725,840	37,657,996	641,830,511	7,898,735,583								



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

The Company is a lessor of Molds to third parties under operating leases. The carrying amount of the leased assets are as follows:

	2024 Baht	2023 Baht
<b>As at 1 April</b>		
Cost	317,873,083	290,246,836
<u>Less</u> Accumulated depreciation	(254,745,298)	(219,437,043)
Net book amount	63,127,785	70,809,793
<b>For the year ended 31 March</b>		
Opening net book amount	63,127,785	70,809,793
Assets increase during the year	54,243,652	27,626,247
Disposals / write-offs, net	(2)	-
Depreciation charge	(80,863,856)	(35,308,255)
Closing net book amount	36,507,579	63,127,785
<b>As at 31 March</b>		
Cost	371,891,571	317,873,083
<u>Less</u> Accumulated depreciation	(335,383,992)	(254,745,298)
Net book amount	36,507,579	63,127,785

Rental income amounting to Baht 20,947,855 (2023: Baht 81,057,901) are included in profit or loss in revenues from sales and services.

#### 18 Intangible assets, net

	Computer software Baht	Product design cost Baht	Product design cost under development Baht	Total Baht
<b>As at 1 April 2022</b>				
Cost	359,972,823	1,176,219,791	451,478,952	1,987,671,566
<u>Less</u> Accumulated amortisation	(294,381,626)	(704,588,212)	-	(998,969,838)
Net book amount	65,591,197	471,631,579	451,478,952	988,701,728
<b>For the year ended 31 March 2023</b>				
Opening net book amount	65,591,197	471,631,579	451,478,952	988,701,728
Additions	13,248,003	-	208,785,219	222,033,222
Write-off net	(9)	-	-	(9)
Transfers in (out)	-	263,968,441	(263,968,441)	-
Amortisation charge (Note 26)	(23,979,362)	(246,417,339)	-	(270,396,701)
Closing net book amount	54,859,829	489,182,681	396,295,730	940,338,240
<b>As at 31 March 2023</b>				
Cost	330,836,027	1,324,981,419	396,295,730	2,052,113,176
<u>Less</u> Accumulated amortisation	(275,976,198)	(835,798,738)	-	(1,111,774,936)
Net book amount	54,859,829	489,182,681	396,295,730	940,338,240



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

	Computer software Baht	Product design cost Baht	Product design cost under development Baht	Total Baht
<b>For the year ended 31 March 2024</b>				
Opening net book amount	54,859,829	489,182,681	396,295,730	940,338,240
Additions	6,159,325	-	211,411,455	217,570,780
Write-off net	(5)	-	-	(5)
Transfers in (out)	2,984,573	185,982,237	(188,966,810)	-
Amortisation charge (Note 26)	(22,530,455)	(262,818,851)	-	(285,349,306)
Closing net book amount	41,473,267	412,346,067	418,740,375	872,559,709
<b>As at 31 March 2024</b>				
Cost	337,176,507	1,326,178,676	418,740,375	2,082,095,558
Less Accumulated amortisation	(295,703,240)	(913,832,609)	-	(1,209,535,849)
Net book amount	41,473,267	412,346,067	418,740,375	872,559,709

Amortisation recognised in profit and loss that are related to intangible assets are as follows:

	2024 Baht	2023 Baht
Cost of sales and services	284,441,536	270,216,532
Administrative expense	907,770	180,169

## 19 Deferred income taxes

The analysis of deferred tax assets and deferred tax liabilities is as follows:

	Equity method financial statements		Separate financial statements	
	2024 Baht	2023 Baht	2024 Baht	2023 Baht
Deferred tax assets:	150,743,569	148,626,774	150,743,569	148,626,774
Deferred tax liabilities:	(864,642,662)	(780,267,479)	(435,146,728)	(387,027,518)
<b>Deferred income taxes, net</b>	<b>(713,899,093)</b>	<b>(631,640,705)</b>	<b>(284,403,157)</b>	<b>(238,400,744)</b>

The movements in deferred tax assets and liabilities during the year is as follows:

	Equity method financial statements					
	Inventories Baht	Equipment Baht	Intangible assets Baht	Employee benefit liabilities Baht	Others Baht	Total Baht
<b>Deferred tax assets</b>						
At 1 April 2022	4,104,037	27,476,407	24,969,765	81,920,798	11,877,220	150,348,227
Charged/(credited) to profit or loss	(3,491,365)	1,244,751	1,324,974	7,736,628	(1,822,126)	4,992,862
Charged/(credited) to other comprehensive income	-	-	-	(6,714,315)	-	(6,714,315)
At 31 March 2023	612,672	28,721,158	26,294,739	82,943,111	10,055,094	148,626,774
At 1 April 2023	612,672	28,721,158	26,294,739	82,943,111	10,055,094	148,626,774
Charged/(credited) to profit or loss	2,244,647	3,198,679	1,303,327	6,407,325	(6,886,747)	6,267,231
Charged/(credited) to other comprehensive income	-	-	-	(4,150,436)	-	(4,150,436)
At 31 March 2024	2,857,319	31,919,837	27,598,056	85,200,000	3,168,347	150,743,569



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

<b>Equity method financial statements</b>				
	<b>Investments in an associate and a joint venture Baht</b>	<b>Financial assets measured at fair value through other comprehensive income Baht</b>	<b>Buildings and machinery Baht</b>	<b>Total Baht</b>
<b>Deferred tax liabilities</b>				
At 1 April 2022	(370,345,379)	(271,023,965)	(64,017,750)	(705,387,094)
Credited to profit or loss	(27,701,910)	-	(12,500,107)	(40,202,017)
Credited to other comprehensive income	4,807,328	(39,485,696)	-	(34,678,368)
At 31 March 2023	(393,239,961)	(310,509,661)	(76,517,857)	(780,267,479)
At 1 April 2023	(393,239,961)	(310,509,661)	(76,517,857)	(780,267,479)
Credited to profit or loss	(31,831,876)	-	(8,956,223)	(40,788,099)
Credited to other comprehensive income	(4,424,099)	(39,162,985)	-	(43,587,084)
At 31 March 2024	(429,495,936)	(349,672,646)	(85,474,080)	(864,642,662)
<b>Separate financial statements</b>				
		<b>Financial assets measured at fair value through other comprehensive income Baht</b>	<b>Buildings and machinery Baht</b>	<b>Total Baht</b>
<b>Deferred tax liabilities</b>				
At 1 April 2022		(271,023,965)	(64,017,750)	(335,041,715)
Credited to profit or loss		-	(12,500,107)	(12,500,107)
Credited to other comprehensive income		(39,485,696)	-	(39,485,696)
At 31 March 2023		(310,509,661)	(76,517,857)	(387,027,518)
At 1 April 2023		(310,509,661)	(76,517,857)	(387,027,518)
Credited to profit or loss		-	(8,956,223)	(8,956,223)
Credited to other comprehensive income		(39,162,985)	-	(39,162,985)
At 31 March 2024		(349,672,646)	(85,474,080)	(435,146,726)

## 20 Accrued expenses

	<b>2024 Baht</b>	<b>2023 Baht</b>
Accrued staff costs	274,322,158	260,040,867
Accrued electricity expense	34,016,429	48,012,938
Accrued rebate	70,720,000	-
Provision for product warranty	15,841,734	34,122,931
Others	23,495,557	20,857,633
	<b>418,395,878</b>	<b>363,034,369</b>





## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### 21 Employee benefit obligations

The plans are final salary retirement plans. The level of benefits provided depends on employees' length of service and their salary in the final years leading up to retirement.

	2024 Baht	2023 Baht
The statement of financial position :		
Present value of defined benefit obligations	426,000,001	414,715,556
Liability in the statement of financial position	426,000,001	414,715,556
Profit or loss charge included in operating profit for	42,612,360	43,106,520
Remeasurement in other comprehensive (income) expense	(20,752,178)	(33,571,576)

Movements in employee benefit obligations are as follows:

	2024 Baht	2023 Baht
At 1 April	414,715,556	409,603,994
Current service cost	32,560,837	33,900,386
Interest cost	9,869,319	9,170,114
Past service cost	182,204	36,020
	42,612,360	43,106,520
Remeasurement:		
Gain from change in demographic assumptions	(4,193,153)	(324,201)
Gain from change in financial assumptions	(5,484,133)	(26,514,916)
Experience gain	(11,074,892)	(6,732,459)
	(20,752,178)	(33,571,576)
Benefits paid	(10,575,737)	(4,423,382)
At 31 March	426,000,001	414,715,556

The significant actuarial assumptions used were as follows:

	2024	2023
Discount rate	2.64%	2.49%
Salary growth rate	4.00%	4.00%
Staff turnover rate	0.00% - 11.00%	0.00% - 11.00%



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

Sensitivity analysis for each significant assumption used is as follows:

	Change in assumption		Impact on defined benefit obligation			
			Increase in assumption		Decrease in assumption	
	2024	2023	2024	2023	2024	2023
	%	%	Baht	Baht	Baht	Baht
Discount rate	1.00	1.00	(33,351,268)	(33,989,616)	38,392,550	39,358,021
Salary growth rate	1.00	1.00	39,056,389	35,767,180	(34,555,996)	(31,620,473)
Staff turnover rate	1.00	1.00	(35,020,767)	(35,615,675)	23,465,185	25,342,024

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method has been applied as when calculating the retirement benefits recognised within the statement of financial position.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous year.

The weighted average duration of the defined benefit obligation is 8.86 years (2023: 9.28 years).

Expected maturity analysis of undiscounted employee benefit obligations are as follows:

	Less than 1 year Baht	Between 1-2 years Baht	Between 2-5 years Baht	Over 5 years Baht	Total Baht
<b>At 31 March 2024</b>					
Retirement benefits	23,253,797	31,705,030	114,964,984	1,513,334,687	1,683,258,498
<b>At 31 March 2023</b>					
Retirement benefits	20,030,961	36,247,142	96,604,073	1,475,101,675	1,627,983,851

## 22 Share capital and premium on share capital

	Number of shares	Ordinary shares Baht	Premium on share capital Baht	Total Baht
As at 31 March 2024 and 2023	76,625,000	383,125,000	504,250,000	887,375,000

The total authorised number of ordinary shares is 76,625,000 shares with a par value of Baht 5 per share (2023: 76,625,000 shares with a par value of Baht 5 per share). All shares are issued and fully paid.

## 23 Dividends

At the Annual General Shareholders' meeting of Thai Stanley Electric Public Company Limited held on 23 June 2023, the shareholders unanimously resolved to pay dividends in respect of the operating results for the year ended 31 March 2023 for 76,625,000 shares of Baht 20 per share, totalling Baht 1,532,500,000. However, there were 300 shares that were not entitled to receive the dividends, totalling Baht 6,000 as the depository terms are not in compliance with practices of the Thailand Security Depository Co., Ltd. The Company paid the dividends amounting to Baht 1,532,494,000 to the shareholders on 21 July 2023.



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### 24 Legal reserve

Under the Public Company Limited Act B.E. 2535, the Company is required to set aside a legal reserve at least 5% of its net profit after the accumulated deficit brought forward (if any) until the reserve is not less than 10% of the registered capital. The reserve is non-distributable.

#### 25 Other income - others

	2024 Baht	2023 Baht
Scrap sales	60,185,384	80,286,204
Tax rebate income	12,644,212	11,143,257
Royalty income	1,228,782	2,457,465
Gain on disposals of property, plant and equipment, net	4,946,152	3,107,669
Others	15,961,124	7,129,350
	<b>94,965,654</b>	<b>104,123,945</b>

#### 26 Expenses by nature

The following expenditure items have been charged in arriving at operating profit:

	2024 Baht	2023 Baht
Changes in finished goods and work in process	68,678,013	69,675,160
Raw materials and consumables used	7,227,539,280	7,029,035,736
Staff costs	1,506,708,117	1,491,718,127
Depreciation of plant and equipment (Note 17)	1,272,414,305	1,277,826,944
Amortisation of intangible assets (Note 18)	285,349,306	270,396,701
Utility expenses	427,137,336	452,420,890
Subcontract service costs	83,351,722	75,211,933
Repairs and maintenance expenses	269,528,434	328,966,274

#### 27 Income tax expense

Income tax expense for the year comprises the following:

	Equity method financial statements		Separate financial statements	
	2024 Baht	2023 Baht	2024 Baht	2023 Baht
Current tax :				
Current tax on profit for the year	387,870,872	372,584,984	387,870,872	372,584,984
Deferred income tax :				
Increase in deferred tax assets (Note 19)	(6,267,231)	(4,992,862)	(6,267,231)	(4,992,862)
Increase in deferred tax liabilities (Note 19)	40,788,099	40,202,017	8,956,223	12,500,107
Total income tax expense	<b>422,391,740</b>	<b>407,794,139</b>	<b>390,559,864</b>	<b>380,092,229</b>



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

The tax on the Company's profit before tax differs from the theoretical amount that would arise using the basic tax rate as follows:

	Equity method financial statements		Separate financial statements	
	2024 Baht	2023 Baht	2024 Baht	2023 Baht
Profit before tax	2,179,311,347	2,153,469,870	2,020,151,969	2,014,960,318
Tax calculated at a tax rate of 20% (2023: 20%)	435,862,270	430,693,974	404,030,394	402,992,064
Tax effect of:				
Income not subject to tax	(16,244,564)	(15,314,980)	(16,244,564)	(15,314,980)
Expenses not deductible for tax purpose	12,684,086	9,520,367	12,684,086	9,520,367
Additional expenses deductible for tax purpose	(9,910,052)	(17,105,222)	(9,910,052)	(17,105,222)
Tax charge	422,391,740	407,794,139	390,559,864	380,092,229

The average income tax rates were 19.38% and 19.33% for the equity method financial statements and the separate financial statements, respectively (2023: 18.94% and 18.86%, respectively). The 2023 tax rates are higher than last year because the Company had lower of additional expenses deductible for tax purpose.

The tax relating to components of other comprehensive income is as follows:

	Equity method financial statements					
	2024			2023		
	Before tax Baht	Tax credit (charge) Baht	After tax Baht	Before tax Baht	Tax credit (charge) Baht	After tax Baht
Remeasurements of employee benefit obligations	20,752,178	(4,150,436)	16,601,742	33,571,576	(6,714,315)	26,857,261
Remeasurement of:						
- Financial assets measured at fair value through other comprehensive income	195,814,926	(39,162,985)	156,651,941	197,428,481	(39,485,696)	157,942,785
Exchange differences relating to investments in an associate and a joint venture	22,120,494	(4,424,099)	17,696,395	(24,036,638)	4,807,328	(19,229,310)
Other comprehensive income for the year	238,687,598	(47,737,520)	190,950,078	206,963,419	(41,392,683)	165,570,736
Deferred income tax		(47,737,520)			(41,392,683)	
	Separate financial statements					
	2024			2023		
	Before tax Baht	Tax credit (charge) Baht	After tax Baht	Before tax Baht	Tax credit (charge) Baht	After tax Baht
Remeasurements of employee benefit obligations	20,752,178	(4,150,436)	16,601,742	33,571,576	(6,714,315)	26,857,261
Remeasurement of:						
- Financial assets measured at fair value through other comprehensive income	195,814,926	(39,162,985)	156,651,941	197,428,481	(39,485,696)	157,942,785
Other comprehensive income for the year	216,567,104	(43,313,421)	173,253,683	231,000,057	(46,200,011)	184,800,046
Deferred income tax		(43,313,421)			(46,200,011)	



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### 28 Basic earnings per share

Basic earnings per share is calculated by dividing the net profit for the year attributable to shareholders by the weighted average number of ordinary shares issued and paid up during the year.

	Equity method financial statements		Separate financial statements	
	2024	2023	2024	2023
Net profit attributable to shareholders (Baht)	1,756,919,607	1,745,675,731	1,629,592,105	1,634,868,089
Weighted average number of ordinary share in issue (Shares)	76,625,000	76,625,000	76,625,000	76,625,000
Basic earnings per share (Baht)	22.93	22.78	21.27	21.34

There are no dilutive potential ordinary shares in issue during the year presented, so no diluted earnings per share is presented.

#### 29 Promotional privileges

The Company has received promotional privileges from the Office of the Board of Investment for the production of molds, mold repairs and production of Eco-car lamps. Under these privileges, the Company will be exempted from corporate income tax for a period of 8 years from the date of commencement of earning revenue. As a promoted entity, the Company is required to comply with the terms and conditions as specified in the promotion certificates.

	2024		
	BOI promoted activities Baht	Non-BOI promoted activities Baht	Total Baht
Export sales	2,391,129	5,411,855,255	5,414,246,384
Domestic sales	134,800,000	8,830,881,199	8,965,681,199
	137,191,129	14,242,736,454	14,379,927,583
	2023		
	BOI promoted activities Baht	Non-BOI promoted activities Baht	Total Baht
Export sales	31,640,025	4,914,227,324	4,945,867,349
Domestic sales	67,756,750	9,434,222,336	9,501,979,086
	99,396,775	14,348,449,660	14,447,846,435



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### 30 Related party transactions

Individuals or enterprises that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the Company, including holding companies, subsidiaries and fellow subsidiaries are related parties of the Company. Associates and individuals owning, directly or indirectly, an interest in the voting power of the Company that gives them significant influence over the Company, key management personnel, including directors and officers of the Company and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

In considering each possible related party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

The Company had the significant transactions with its major shareholder, Stanley Electric Group, incorporated in Japan which holds 35.66% interest in the Company's share capital. The Company also had significant transactions with a group of individual shareholders who are members of the Company's management who hold 29.66% interest in the Company's share capital. Stanley Electric Group comprises Stanley Electric Company Limited and related companies.

Purchases from related parties are specific materials or materials which are manufactured on a large scale at one source for cost saving benefits. Sales to related parties mainly represent export sales, and selling price is determined based on manufacturing cost plus a certain margin. A royalty fee is charged at 3% of sales less materials cost imported from a related party in accordance with the agreement. A design and development fee and other fees are charged in normal course of a business and are presented as other accounts payable - related parties.

#### a) Transactions with related parties

The following significant transactions were carried out with related parties:

##### For the years ended 31 March

##### Sales

	2024 Baht	2023 Baht
Stanley Electric Group companies	397,552,519	470,474,490
Companies related by way of the Company's management and directors as shareholders, or by way of common directors	103,241,134	110,708,136
Associate	96,042,063	188,830,787
Joint venture	146,377,713	369,470,514
	<u>743,213,429</u>	<u>1,139,483,927</u>

##### Other income

Stanley Electric Group companies	4,236,949	1,605,131
Associate	162,000	61,662
Joint venture	-	316,943
	<u>4,398,979</u>	<u>1,983,736</u>

##### Dividend income

Stanley Electric Group companies	124,748,790	102,240,484
Companies related by way of the Company's management and directors as shareholders, or by way of common directors	2,865,359	743,893
Associate (Note 15)	218,756,756	243,766,472
Joint venture (Note 16)	195,580	4,686,015
	<u>346,566,485</u>	<u>351,436,864</u>

##### Royalty income

Companies related by way of the Company's management and directors as shareholders, or by way of common directors	1,029,207	1,682,279
Joint venture	199,576	775,186
	<u>1,228,783</u>	<u>2,457,465</u>

##### Purchases of goods and services

Stanley Electric Group companies	3,443,502,028	3,403,140,790
Companies related by way of the Company's management and directors as shareholders, or by way of common directors	506,807,415	466,417,968
Associate	31,246,643	37,883,669
	<u>3,981,556,086</u>	<u>3,907,442,427</u>



## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### For the years ended 31 March

	2024 Baht	2023 Baht
<b>Royalty fees</b>		
Stanley Electric Group companies	324,130,437	326,401,494
<b>Design and development fee</b>		
Stanley Electric Group companies	42,418,994	46,511,213
Companies related by way of the Company's management and directors as shareholders, or by way of common directors Associate	28,075 57,857	8,467 50,759
	42,504,926	46,570,439
<b>Technical assistance fee</b>		
Stanley Electric Group companies	4,182,658	-
<b>Training fee</b>		
Stanley Electric Group companies	16,179,836	10,739,039
<b>Commission</b>		
Stanley Electric Group companies	186,175,694	158,293,496

#### b) Outstanding balance arising from sale and purchases of goods and services

The amounts due to and from related parties are mainly denominated in foreign currencies and relate to purchases and sales transactions. The outstanding balances as at 31 March are as follows:

	2024 Baht	2023 Baht
<b>Trade accounts receivable - related parties (Note 11)</b>		
Stanley Electric Group companies	49,709,309	92,154,392
Companies related by way of the Company's management and directors as shareholders, or by way of common directors Associate	43,137,318 5,821,365	31,194,967 14,886,867
Joint venture	21,802,448	1,767,751
	120,470,440	140,003,977
<b>Other accounts receivable - related parties (Note 11)</b>		
Stanley Electric Group companies	4,947,501	15,253,251
<b>Trade accounts payable - related parties</b>		
Stanley Electric Group companies	442,936,968	440,232,435
Companies related by way of the Company's management and directors as shareholders, or by way of common directors Associate	41,288,400 5,556,412	49,988,033 7,648,461
	489,781,780	497,868,929
<b>Other accounts payable - related parties</b>		
Stanley Electric Group companies	181,658,729	206,816,410

#### c) Key management compensation

##### For the years ended 31 March

	2024 Baht	2023 Baht
<b>Directors' and managements' remuneration</b>		
Short-term benefits	37,393,473	40,010,962

Short-term benefits comprise salary, bonus and other welfares





## Thai Stanley Electric Public Company Limited

### Notes to the Equity Method and Separate Financial Statements

For the year ended 31 March 2024

#### 31 Significant commitments

##### 31.1 Bank guarantees

As at 31 March 2024, the Company has no bank guarantees with respect to electricity supply (2023: Baht 20 million).

##### 31.2 Capital commitments

As at 31 March 2024, the Company has capital commitments of Baht 143 million (2023: Baht 237 million). The capital commitment mainly comprises construction and machines for production expansion in the future.

#### 32 Events occurring after the date of financial statements

- 32.1) On 8 May 2024, the Board of Director of Vietnam Stanley Electric Company Limited (Associate) approved the dividends payment in respect of the operating results for the year ended 31 March 2024 totalling VND 699.64 billion (equivalent to Baht 1,013.78 million). The dividends will be paid to the Company according to holding percentage which is 20% totalling VND 139.93 billion (equivalent to Baht 202.76 million).
- 32.2) At the Board of Directors' meeting held on 17 May 2024, the Board of Directors approved to propose the dividends payment in respect of the operating results for the year ended 31 March 2024 (in special occasion) for a total 76,625,000 shares of Baht 20 per share totalling Baht 1,532.5 million and proposed to the Annual General Shareholders' meeting which will be held on 5 July 2024.

## Financial Statistics in 5 Year

Unit : Thousand Baht

	31 Mar 24	31 Mar 23	31 Mar 22	31 Mar 21	31 Mar 20
<b>Report on Operation</b>					
Revenues from sales and services	14,379,928	14,447,846	13,582,327	11,727,609	15,150,090
Cost of Sales and services	11,828,851	11,839,101	11,092,505	9,951,853	12,339,312
Net Profit for the year	1,756,920	1,745,676	1,520,804	1,061,340	1,997,497
Basic earning per share (Baht)	22.93	22.78	19.85	13.85	26.07
Net Profit Margin (%)	11.90	11.88	11.08	8.93	12.96
Return on Equity (%) (ROE)	8.17	8.45	7.85	5.89	12.00
Return on Total Assests (%) (ROA)	7.16	7.37	6.82	5.06	10.08
Debt to Equity (time) (DE)	0.14	0.14	0.15	0.15	0.18
Current Ratio (time)	6.11	5.60	4.62	4.07	3.24
Dividend per Share (Baht)	*	20.00	8.50	5.50	8.25
Dividend Ratio (%) ***	*	93.74	44.48	44.42	34.72
<b>Assets &amp; Liabilities and Equity</b>					
Current Assets	11,828,589	11,165,244	9,539,142	8,000,163	7,990,144
Property, Plant and Equipment, Net	7,898,736	8,469,099	9,076,820	9,402,862	9,517,131
Total Assets	24,777,825	24,325,401	23,056,655	21,542,610	20,369,930
Current Liabilities	1,935,837	1,992,331	2,065,235	1,967,438	2,469,898
Non-Current Liabilities	1,139,899	1,046,356	964,643	857,392	578,217
Equity	21,702,089	21,286,713	20,026,778	18,717,781	17,321,815
Capital Registered	383,125	383,125	383,125	383,125	383,125
Capital	383,125	383,125	383,125	383,125	383,125
Book Value Per Share (Baht)	283.22	277.80	261.36	244.28	226.06
Number of Shares**	76,625	76,625	76,625	76,625	76,625
Per Value (Baht)	5.00	5.00	5.00	5.00	5.00

\* It will be Approved From The Ordinary Shareholders' Meeting

\*\* Calculated Using The Weighted Average Method

\*\*\* Calculated from Financial Statement - The Company Only

# Content 56-1 One Report

<b>Part 1</b>	Business operations and results	75	<b>Part 2</b>	Corporate Governance	136
---------------	---------------------------------	----	---------------	----------------------	-----



1. Structure and operation of the company group	75	6. Corporate Governance Policy	136
2. Risk Management	93	7. Corporate governance structure and important information about the board Sub-committees, executives, employees and others	145
3. Driving business for sustainability	97	8. Corporate Governance Report	156
4. Management Analysis and explanations	127	9. Internal Control and The related transactions	169
5. Company Information	133		

<b>Part 3</b>	The Financial Statement	22
---------------	-------------------------	----

<b>Part 4</b>	Certificate of the accuracy of information	180
---------------	--	-----

### Attachments

<b>Attached 1</b>	Details of directors Controlling Executives Person assigned the highest responsibility in accounting and finance Persons assigned to be directly responsible for overseeing bookkeeping and company secretary	182
<b>Attached 2</b>	List of Director of Subsidiary Company	200
<b>Attached 3</b>	Chief of Office of Internal Audit	200
<b>Attached 4</b>	Assets for used in Business Operation And the Details on the asset valuation list	201
<b>Attached 5</b>	Corporate Governance Policy and Practice (Full Version) Code of conduct for directors and employees	202
<b>Attached 6</b>	Report of The Audit Committee	19

# Part 1

## Business operations and results



# 1. Structure and operation of the company group

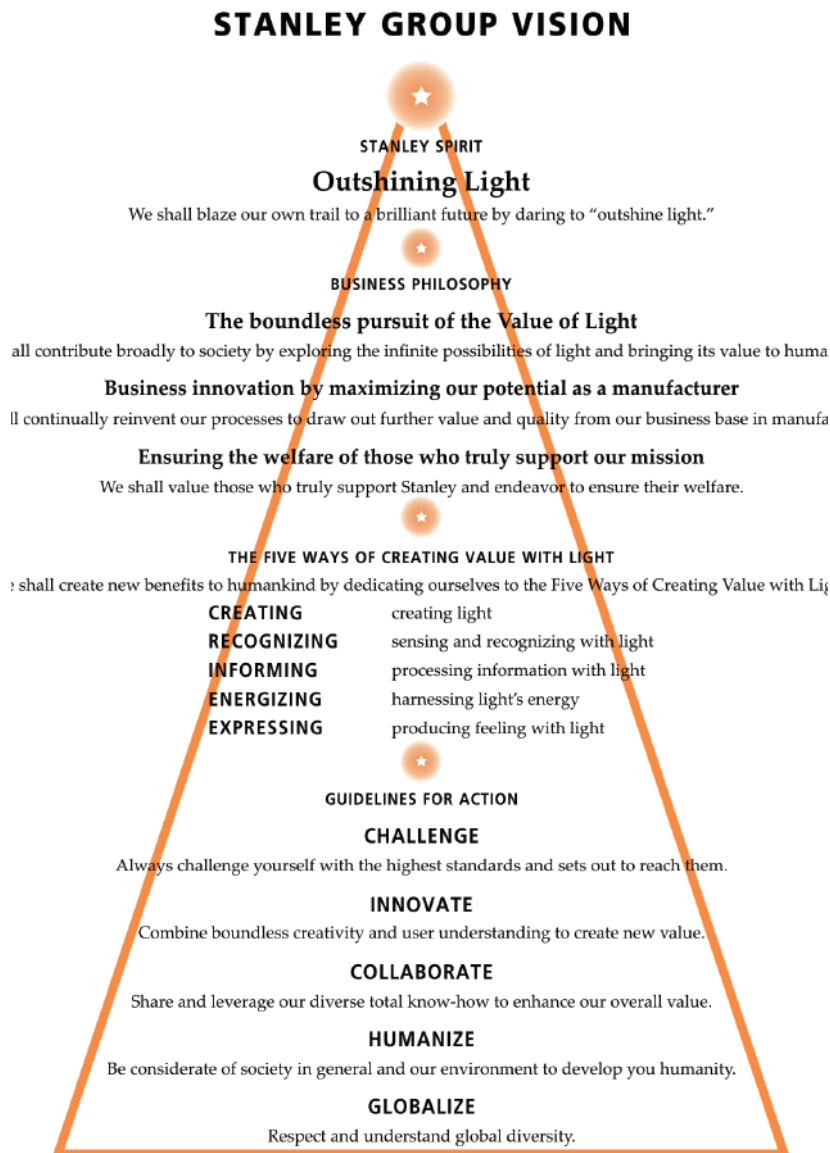
## 1.1 Policy and business overview

Thai Stanley Electric Public Company Limited is a manufacturer of automotive lighting equipment with international quality. The target is committed to producing quality products and value-added products that the importance and value to all related group with the company sincerely.

Management Policy is to consider customer satisfaction as the priority by improving every function; quality control, costing, delivery, development, safety, and relationship through Planning – Doing – Checking process cycle.

### 1.1.1 Vision Objective Goal / Business Strategies

The company adheres to the vision of the Stanley Group as a guideline in conducting business as follows:





The company sets business goals and strategies each year in accordance with the Stanley Group business plan by focusing on the operating results, both sales and profits, product quality and production, safety of employees and the environment including employee development and promoting ethics.

The Board has set a policy for directors, executives and employees, including corporate governance policies, Code of conduct for Directors and Employees which has been published as a document and distributed to directors, executives and employees for acknowledgment and implementation in this regard, the Board of Directors has determined the yearly plan for reviewing the policy, rules and regulations.

### 1.1.2 Background

The Company was first registered as a limited company on 30 May 1980. It manufactured, imported, and distributed automotive light bulbs and lighting equipment. That was founded by a Thai-Japanese joint venture between Seng Nguan Hong Co., Ltd. (currently known as The Sittipol 1919 Company Limited) and Stanley Electric Co., Ltd. of Japan. The Company operates three separate plants, producing auto bulbs, dies and molds, and auto lamps.

During year 1980 - 1990 the company invested Bulb factory, Lamp1 factory and Die & Mold factory, has been investment promoted from BOI for every plant and has registered capital of 10 million baht to 153 million baht.

During year 1991 – 2001, the Company was listed on the SET, and the Company's shares began being traded on the SET under the abbreviation 'STANLY'. In the same year, the Company founded own research and development center with promotional support from the Board of Investment (BOI). This center is mainly engaged in researching and developing products for the Company. In July 1993, the Company was converted into a public limited company. The company entered into a joint venture in establishing new companies: Asian Stanley International Co.,Ltd , Lao Stanley Co., Ltd. and Vietnam Stanley Electric Co., Ltd. Stanley Electric Engineering India PVT Ltd. PT. Indonesia Stanley Electric, that also took shares in various companies, such as Inoue Rubber (Thailand) Public Company Limited, Sum Hitechs Co., Ltd. (in 2015 the company sold shares to major shareholder of Sum Hitechs Co.,Ltd. Sirivit Stanley Co., Ltd., Top Hightech (Thailand) Co., Ltd. and Lumax Industries Limited of India. In addition, the Company formed a technical support alliance with Electro Polymers (PVT) Ltd. of Pakistan and Unitech Machines Limited of India. The company has registered capital to 383.125 million baht.

During years 2002 - 2011 the company has invested Lamp4 factory at Nava Nakorn Industrial Estate, Klong Luang, Pathumthani (in 2014, the Company sold land and buildings to the company that in the side area from not any operation and damaged by flooding in 2011) and Lamp 5 in the main area Muang, Pathum Thani. Thailand's auto industry development and growth, respectively, but in the years 2011 have fluctuated dramatically from mega flooding in the central of Thailand impact on the automotive manufacturers and parts suppliers,

During year 2012 – 2016 the production and interruption and in 2012 from the needs of consumers returning to the policy of the government to make the first car sales and auto production record high. The company as a manufacturer of automotive parts has been ordered by customers many car manufacturers. As a result, the company is higher and opening of a new plant (Lamp7) to produced lamps for ECO Car, that selling are affect to growth of the automotive market. The automotive industry fell again after delivery of the car from the first car out. The demand for automotive consumer that was used prior to the year 2012, making the auto industry downturn and the decline continued, Agricultural crops production less so the public revenue less and to spending was less than normal. Only Exports and motorcycle market have continued to grow slightly. The automotive manufacturers including companies as part manufacturers have tried hard to remedy the situation and results of operations.

During year 2017 - 2020, the automotive industry returned to recover. Sales and production of cars and motorcycles constantly increasing which mainly domestic sales, the export market is still at a slow level. To support the increased production and new model of lighting products. The company invested in the expansion of the 7th lamp manufacturing plant and new Mold factory, which will begin production in 2019 and start the construction of the Lamp 8 factory which will be completed and start production in 2020. The company built new buildings, namely, a molding plant and a research and development center (DMT). We also invested in capital-increase shares of Electro Polymers (PVT) Ltd in Pakistan. In late 2019 towards early 2020, the world suffered the outbreak of Covid-19. Automakers who were our customers subsequently suspended some production, which significantly affected our production.

In 2021-2023, the ongoing epidemic situation of the COVID-19 virus affected the industrial sector, resulting in a shortage of semiconductor parts among automotive manufacturers cause the production stop and postpone production affecting the production and performance of the company, however the situation began to improve in late of 2022. Production returns to normal. However, in 2023, the global economy slows down and international conflicts affect the exports. Production in the automotive industry therefore decreased and the Company's situation also is stable.

Management: Since the Company's initial establishment and subsequent listing on the SET, the original management team has continued in office without any significant change in management policy.



### 1.1.3 Use of funds from fundraising

-

### 1.1.4 Commitments from the offer for sale of securities

-

### 1.1.5 Name and Company location

Company name	Thai Stanley Electric Public Company Limited
Registration number	0107536000765
Head Office Location	29/3 Moo 1, Bangpooon-Rungsit Road, Ban Klang, Muang, Pathum Thani 12000
Business type	Manufacturing and distribution of automotive lighting equipment
Telephone	02-581-5462-3 Fax 02-581-5397, website www.thaistanley.com
Paid-up capital	383,125,000. - baht (three hundred eighty-three million, one hundred twenty-five thousand baht only) These are 76,625,000 ordinary shares with a par value of 5 baht per share.

## 1.2 Conduct of business

The company operates as a manufacturer and distributor of automotive lighting equipment. With products such as automotive lamps Automotive lighting sets and metal mold and product designs, by producing and distributing to domestic and foreign automotive manufacturers for lamps and mold products will be produced for specific model vehicles. In which the company has jointly designed and manufactured according to the needs of customers, specifically automotive manufacturers.

The company does not provide segment information for the mold and product design business, which has different characteristics from automotive lamps and lamp sets, because of the sales of this business accounted for only 1.55% of the sales.



### 1.2.1 Income Structure

(The Equity Method)

	31 March 2024 (Million Baht)		31 March 2023 (Million Baht)		31 March 2022 (Million Baht)	
		%		%		%
<b>Revenues</b>						
Domestic Sale Revenues	8,965.68	59.23	9,501.98	62.99	8,260.63	58.98
Export Sale Revenues	5,414.25	35.77	4,945.87	32.78	5,321.70	37.99
<b>Total Sale Revenues</b>	<b>14,379.93</b>	<b>95.00</b>	<b>14,447.85</b>	<b>95.77</b>	<b>13,582.33</b>	<b>96.97</b>
Dividend Income	127.61	0.84	102.98	0.68	24.30	0.17
Gain on Exchange Rate	34.41	0.22	2.86	0.02	20.30	0.15
Interest Income	123.43	0.82	41.15	0.27	19.54	0.14
Other Income	94.97	0.63	104.12	0.69	78.97	0.56
Share of profit from investment in Associate	378.11	2.50	386.96	2.57	281.61	2.01
<b>Total revenues</b>	<b>15,137.46</b>	<b>100.00</b>	<b>15,085.92</b>	<b>100.00</b>	<b>14,007.05</b>	<b>100.00</b>

### 1.2.2 Product information

#### (1) Nature of Products and business innovation development

**Nature of Products** The Company's core business is to manufacture and sell products in a single sector, both domestic and export, namely lighting equipment for use in motorcars, motorcycles, and other vehicles. There are 2 core products:



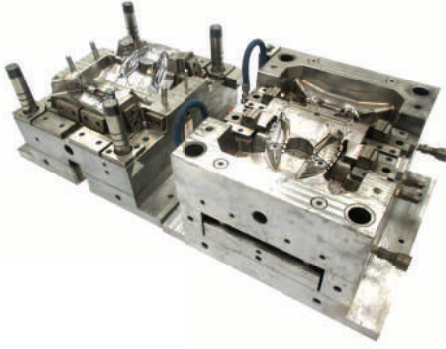
#### Auto Bulb

the company manufactures bulbs for automobiles, such as Bulb T19, G18, RP30, S25 to assemble a collection of various types of automotive lamps are available sales through local dealers and sale export to Stanley group company and dealer



**Lighting Equipment Lamp**  
the company manufacturing in the automotive parts such as Head Lamp, Rear Combination lamp or Tail lamp, Stop lamp, Signal Lamp and Room Lamp that jointly developed with automotive manufacturer in specific models.

In other products in addition to the main products, including



**Dies & Molds and Design**  
in support of the core business and for sale to other industrial operators. The details of the Dies & Molds and Design segment are not identified in this filing because their sales account for only 1.55% of the Company's total sales.

**Business innovation development** - Stanley Group strives to create values to humanity and the society at large. We practically open to new creativity or business innovations. We have pursued our goals through the following items:

- To set an organization management system are establishment of Satellite division to implement marketing strategies, build good relationship with customers to be a real partnership and to expand the automotive market share in the region by collaborating with the Satellite segment of the Stanley Group, with the goal of becoming the number one electrical system manufacturer in Thailand.
- Product design and development, the company focuses on product design to meet the needs and satisfaction of customers, with a beautiful appearance and have modern technology. As well as upgrading from being an automotive lighting device come to be a lighting system with technology and functions of the Stanley group, which is a safe lighting system suitable for all local automotive users and based on the use of environmentally friendly raw materials.

The company has a product design center including research and development. Almost of the expenses is the compensation for the personnel of the center and has been included in the cost of the product.

- Production management, the company organized improvement activities to increase production efficiency, namely SNAP (Stanley New Approach for higher Productivity) activity, which is an activity that causes improvements in all dimensions and can be measured by reducing concrete costs. It has been a management strategy of the Stanley Group since

1999 and is now elevated to the Stanley Group's global corporate culture. The company's goal of SNAP is to be the primary tool for employees to think about improving every process throughout the organization and expanding to related business partners such as companies in the Stanley Group.

QCC (Quality Control Cycle) Activities, the company encourages employees throughout the organization to do QCC activities as a subgroup of employees by brainstorming to solve problems, increase efficiency, develop work processes, and present to the company. It is organized as a competition for presentations and prizes are given to encourage the activities. However, if the topic of improvement affects the customer's product the company has also submitted the work of these groups to compete at the customer group level further. The company appoints the QCC committee to support, educate and measure activities that for to achieve the objectives and goals of the company. In addition, QCC activities include training to develop skills and knowledge on problem analysis by QCC principles, including the application of QCC tools to group members.

THAI STANLEY PRIZE AND CHALLENGE PRIZE AWARD activities from activities to improve and develop various works that can be taken to a higher level or affect the costs in a concrete way such that department can submit their work to participate in the annual activity. The company set up a committee from Department Manager for consider to selecting projects or activities and propose to the Executive Board for decision. The winning project or activity will receive a cash prize and if eligible at the Stanley group level, the company will continue to participate in the contest as well.

## (2) Marketing and Competition

### a. Policy and marketing

Because of competition in the automotive lighting industry is relatively low competition. Therefore, the Company's competitive policy or strategy is to try to produce all kinds of products of high quality at reasonable prices. Pricing is based on the cost of production plus standard profit.

In addition, the company has a policy to expand other automotive-related product lines in line with the needs of the automotive market to expand market share.

### Distribution channels and customer base

The Company's customers include manufacturers and distributors of motorcycles and motorcars (passenger cars and commercial vehicles). The Sittipol 1919 Co., Ltd. is the Company's dealer in automotive spare parts that The Company has not paid any compensation to dealers.

#### 1. Domestic Sale

- 1.1 Original equipment market: The products are sold directly to local assembly plants in Thailand. Usually, they are used in the manufacturing process or kept as spare parts.
- 1.2 Replacement equipment market: The products are sold through the Company's dealer, The Sittipol 1919 Co., Ltd. In this market, the products are as replacements.

## 2. International channels

- 2.1 Original equipment market: The products are sold directly to local assembly plants abroad. Usually, they are used for manufacturing or kept as spare parts.
- 2.2 Inter-member market: The products are export sold to each international member of the Stanley Group which engages in automotive assembly. This is to enable those members to assure the availability and quality of their stock.

Generally, the product is sold in a kind of SINGLE SOURCE, with parts being produced at only one company and sent to sell abroad all over the world in order to have a high production scope and can control production costs as well or in terms of raw materials that are used less in some companies with it's not worth ordering directly from the manufacturer so to ordered from Thai Stanley on occasion.

In 2023, the company's domestic sales accounted for 62.35 % of total sales, an decrease of 5.64% from the previous year, and the export sales was 37.65 % of total sales, an increase of 9.47% from the previous year. Part of it is sales to Stanley Group and the other part is sales to customers in the Free Zone\*.

*\* Free Zone is a designated area. For the benefit of customs duties in the industry, commerce, or other businesses that are beneficial to the country's economy In which the person wishing to establish a free zone must obtain a license from the Director-General (source: [www.custom.go.th](http://www.custom.go.th))*

### b. Competition situation

The Company's policy in competitive to practice under the rules of the competition will not take any action as a monopoly or reduce competition or limited competition.

In the local automotive lighting equipment industry, the competition is limited with very few market players. Basically, there are only 3 main manufacturers. However, if compare by size of company, the potential for production and competitiveness there is only one company that be like the company, and another are difference size. The company has advantages in terms of diverse customer base, because the Company's business integrates research and development, design, moulding, manufacturing, assembly, and quality control. As regards cost, the Company can take advantage of its being a listed company so can obtain lower cost financing through the Stock Exchange of Thailand. At present, our estimated market share remains high considering that our products are featured in vehicles in this country. We have been rated high by our customers in terms of price, quality, and delivery.

The barriers to entry are high for the following reasons:

- 1) Significant investment is needed to acquire the costly machinery, tools, and devices, including the equipment for quality testing.
- 2) The specialist training for workers is expensive and time-consuming.
- 3) The business naturally relies on specialised technology and must conform strictly to each country's safety standards.

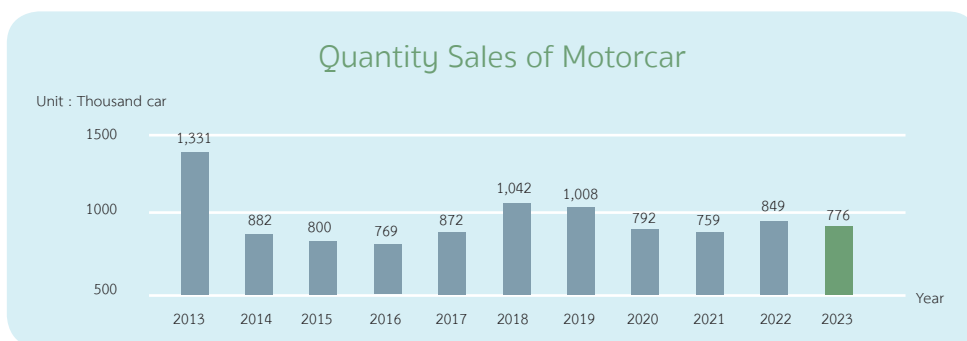
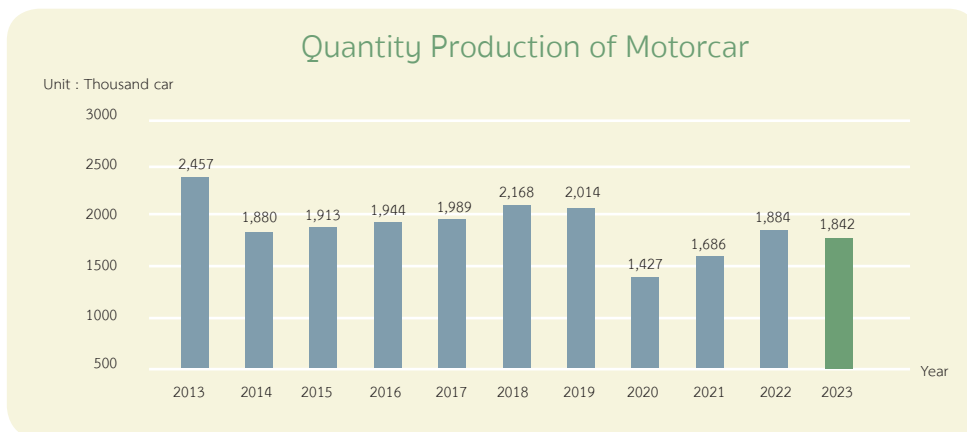
4) The Company benefits greatly from the modern technology and valuable experience transferred from its joint venture partner, Stanley Electric Co., Ltd. of Japan, thereby increasing customers' confidence in the Company.

Because there are so few operators in this industry, the Company has the bargaining power over its customers at a particular level. However, the course of business is still based on the facts, especially, the basis of the actual cost of manufacturing plus standard profit.

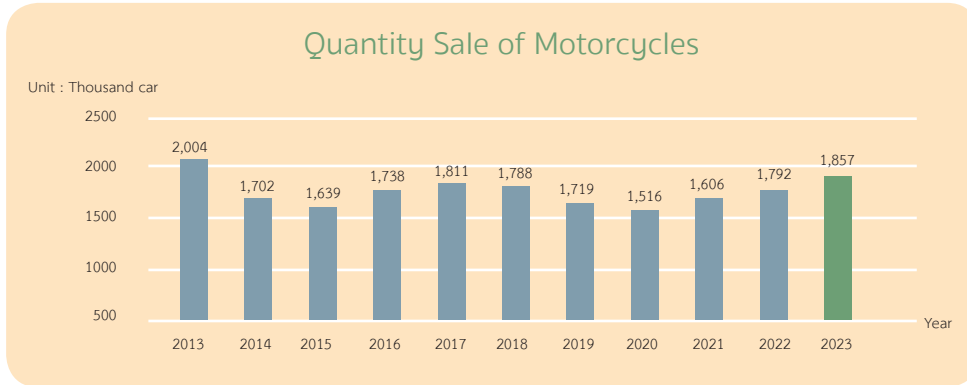
Despite the limited number of operators in this industry, there are many suppliers. The Company has a non-monopoly policy with suppliers so that it can negotiate for the lowest price possible.

The automotive industry plays an essential role in the country's overall industrial development. Structurally, the automotive industry is linked to a wide range of other industries. That starts with basic materials, such as steel, plastic, rubber, glass and animal hides and the manufacture of automotive parts. The final process ends with assembly.

Over the past decade, Thailand's automotive industry has improved substantially, making Thailand the largest manufacturer of vehicles and component parts in Asian. The growth of the automotive industry over the past decade can be classified by types of vehicles: motorcars and motorcycles, details as follows







Source: The Federation of Thai Industries

Remark: Not shown graph of motorcycle production data because production and sale are same level

From 2020 onwards, situations occurred that affected businesses around the world and the automotive industry in Thailand. Both the outbreak of the COVID-19 virus and the shortage of semiconductor parts, The Russian-Ukrainian War resulting in the economy being stagnant. Most automotive manufacturers are affected, resulting in production postponement and temporary production shutdown from time to time. as well as importing electric cars from China as a result, the current automotive production situation in the country is still in a state of continuous slowdown.

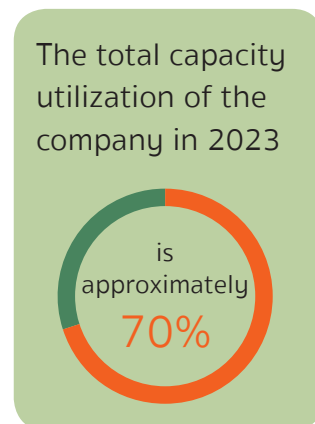
As for the company’s situation, that is in the group of auto parts manufacturers at the last level, which produces and distributes most of its products directly to car manufacturers (OEM MARKET) and some parts may be sold to the replacement market, so the growth over the past 10 years has been in the same direction with the domestic automotive industry.

### (3) Product and service supplies

#### a. Manufacturing and raw material

The Company has three manufacturing plants as follows:

1. Automotive bulb plant 1 factory, all production from customers’ orders and the other portion supplies the Company’s lamp plant. The capacity = 113 million pieces per year
2. Automotive Lamp plant 4 factory, All production from customers’ orders. The capacity = 42 million pieces per year.
3. Die and Mold plant 1 factory, All production from customers’ orders and the other portion supplies the Company’s lamp plant. The capacity = 400 sets per year.



Raw Material, at present the main raw materials in production are Resin , Printed Wiring Board (PWB), wire harness, etc. Approximately 82% comes from local raw materials and about 18% is imported from abroad. The price has some changes but in a controllable level by our Purchasing Department using the supplier seriously management. At present, there are approximately 130 trading partners for all types of raw materials.



The proportion of raw material purchases domestic and international in the past 3 years are follows:

Unit : Million Baht

Sources	31 March 2024		31 March 2023		31 March 2022	
	Amount	%	Amount	%	Amount	%
Local	5,803.99	81.54	5,884.94	85.31	5,536.06	81.78
Foreign	1,314.35	18.46	1,013.39	14.69	1,233.74	18.22
<b>Total</b>	<b>7,118.34</b>	<b>100.00</b>	<b>6,898.33</b>	<b>100.00</b>	<b>6,769.80</b>	<b>100.00</b>

The majority of materials are supplied by Stanley Electric Co.,Ltd. , Japan and other company members in the Stanley Group for the following reasons:

1. The material has characteristic features and can be acquired in large quantities from a single source to save costs. Conversely, it is not cost-effective for the Company itself to manufacture the material in Thailand because of the low demand.
2. A large order is necessary for cost-effectiveness. However, local demand is not large enough. In other words, a small order increases the cost. The Company has therefore opted to buy only essential material locally out of the total quantities obtained from Stanley Electric Co., Ltd., Japan. This is to reduce the cost of procurement and the risk of dead stock.
3. A single source provides the material based on the alliance among the members of the Stanley Group, resulting in economies of scale. The material is distributed to all other members worldwide. The price of material provided by Stanley Electric Co., Ltd. of Japan and the Stanley Group is fixed at a reasonable and favourable level. The pricing formula is the actual cost including operating expenses. If some kinds of general material can be acquired from other suppliers on favourable conditions, the Company has absolute discretion to proceed with that procurement without abiding by any commitments within the Stanley Group.

#### (4) Assets used in business operations

The importance characteristics of primary fixed assets and intangible assets that the company used in business.

The main fixed assets are land and land improvements, factory buildings and other structures such as buildings, canteen and welfare building, wastewater treatment plant, waste disposal plant and employee car parking.

All assets are located at 29/3 Bang poon-Rangsit Road, Banklang, Muang , Pathum Thani . In which the company is the owner of the title and there are no obligations or guarantees. (Details are disclosed in Attachment 4)

Intangible assets include computer programs. Product design cost including development products. Most of the transactions are made with affiliates. (Value is shown in the notes to the financial statements)

#### Investment policy relating to subsidiaries and associates

On 31 March 2024, the Company's investments in joint venture company and associates' company in the automotive lighting business totalled 2,204.66 million baht, or 8.90% of total assets. The Company expects to increase investments in this business for the next three years. However, the combination of actual and future investments is capped at 10% of its total assets.

#### (5) Undelivered Projects - None

### 1.3 Company group holding structure

#### 1.3.1 Company group holding structure

##### (1) Business division policy of companies in the group

The company has 2 related company that manufacture of Lighting Equipment are the joint venture company - Lao Stanley Company Limited at The Lao People’s Democratic Republic and the associate company - Vietnam Stanley Electric Company Limited at Socialist Republic of Vietnam which are in the business of lighting equipment. The operations and management based on the consideration of the Board of Directors of each company based on the policy of Stanley group.

##### (2) The shareholding structure diagram of the group of companies



##### (3) Holding Company

-

##### (4) Details of Investment in other companies exceed of 10%

No	Name/Address/ Type Of Business	Capital Registered	Amount or Number Of Share Hold	Investment Ratio (%)
1	<b>Lao Stanley Co.,Ltd.</b> KM.7 Luangprabang Road, Vientiane, Laos  Manufacturer of automotive lighting equipment  Telephone : 85621 222171-3 Facsimile : 85621 222174	USD 500,000	USD 250,000	50

No	Name/Address/ Type Of Business	Capital Registered	Amount or Number Of Share Hold	Investment Ratio (%)
2	<b>Vietnam Stanley Electric Co.,Ltd.</b> Hanoi, Vietnam  Manufacturer of automotive Lighting equipment  Telephone : (844) - 8 534546 Facsimile : (844) -8 531337	USD 8,300,000	USD 1,660,000	20
3	<b>Top Hightech (Thailand) Co.,Ltd.</b> Saha Ratana Nakorn Industrial Park, Ayuttaya  Manufacturer,sell,assemble plastic goods and Assemble light resolution molds  Telephone : (035) 364-051 Facsimile : (035) 364-052	35.9 Million baht	5 million baht common stock 5,000 shares	13.93
4	<b>Asian Stanley International Co.,Ltd.</b> 48/1 M.1 Kukwang Ladlumkaew, Pathumthani  Manufacturer of lighting emitting diodes (LED) and camera flashes  Telephone : 0-2599-1260 Facsimile : 0-2599-1263	400 Million baht	60 million baht common stock 600,000 shares	15
5	<b>Sirivit Stanley Co.,Ltd.</b> 182 M.6 Tambol Cokegluad Muang, Nakhonrachasima  Manufacturer of automotive lighting equipment and electronic components  Telephone : (044) 291-411-3 Facsimile : (044) 291-414	40 Million baht (paid – up 21 million baht)	6.00 million baht (paid – up 3.00 million baht) common stock 600,000 shares	15

No	Name/Address/ Type Of Business	Capital Registered	Amount or Number Of Share Hold	Investment Ratio (%)
6	<b>P.T. Indonesia Stanley Electric</b> Jakarta, Indonesia  Production and Sales of Automotive lamps for motorcycle and motorcar, Die & Molds  Telephone : (021) 59404510 Facsimile : (021) 59404506	USD 7,500,000	USD 750,000	10
7	<b>Electro Polymers (PVT) Ltd.</b> Karachi, Pakistan  Manufacturer of automotive Lighting equipment  Telephone : +9921-32360041(42) Facsimile : +9921-32360043	PKR 9,240,000	PKR 79,050,000  common stock 93,000 shares	0.06

### 1.3.2 Conflict of interest person with holding shares in the Company

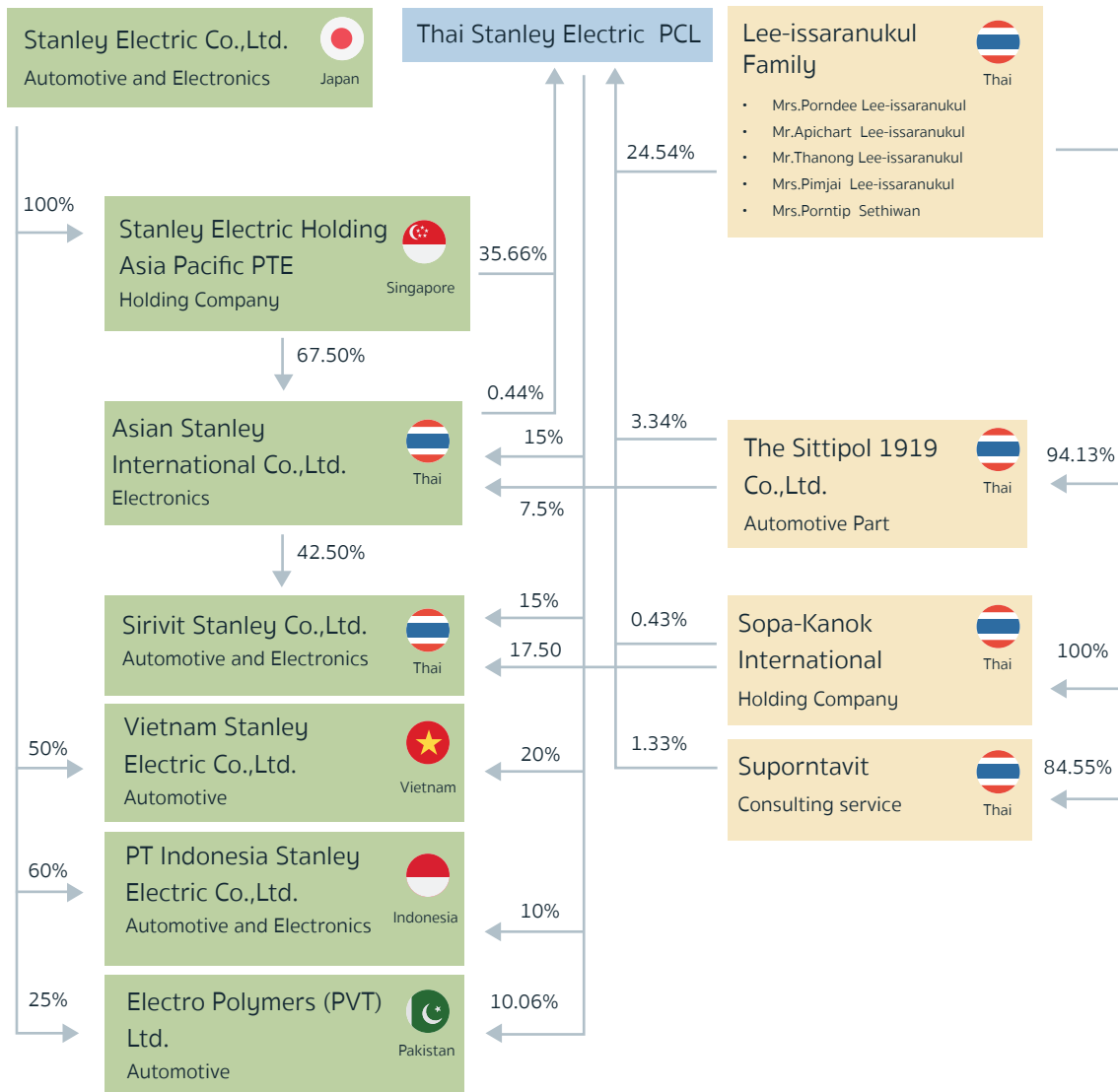
- None

### 1.3.3 Major shareholder group Relationship

The major shareholder group of the company is Stanley Electric Company Limited, Japan. Business lighting equipment, automotive and electronics. The Lee-issaranukul Family (Sittipol Group), which operates automotive parts business, in which both groups have founded the company since before being listed on the Stock Exchange of Thailand. In which each group has sent a representative to be the board of the company.

Business operations are in accordance with company policy that accordance with the policies of Stanley Electric Co., Ltd., Japan. The company and Stanley Group rely on technical assistance for production and product design and marketing activities to lead to receiving new purchases of products.

### Chart of shareholding structure of major shareholders



### 1.3.4 Shareholders

#### (1) Major shareholder list

(A) Top ten shareholders as at the last closing book date July 5, 2023.

Shareholder Name	Number of Share (Share)	% of holding
1. Stanley Electric group	27,655,450	36.10
Stanley Electric Holding Asia-Pacific PTE	27,320,950	35.66
Asian Stanley International Co.,Ltd.	334,500	0.44
2. Lee-issaranukul Family	22,708,596	29.64
Mr.Apichart Lee-issaranukul	5,501,771	7.18
Mrs.Porndee Lee-issaranukul	4,486,956	5.86
Mr.Thanong Lee-issaranukul	4,144,855	5.41
Mrs.Porntip Sethiwan	2,831,195	3.69
The Sittipol (1919)	2,556,074	3.34
Mrs.Pimjai Lee-issaranukul	1,841,495	2.40
Suporntavit Co.,Ltd.	1,020,000	1.33
Sopa-Kanok International Co.,Ltd.	326,250	0.43
3. Thai NVDR Co.,Ltd.	4,424,374	5.77
4. NORTRUST NOMINEES LTD-CL AC	1,970,600	2.57
5. MR.PARINYA TEIANWORN	1,655,000	2.16
6. MR.KENNETH RUDY KAMON	822,200	1.07
7. BNP PARIBAS SECURITIES SERVICES, LONDON BRANCH	771,900	1.01
8. ABERDEEN STANDARD LONG TERM EQUITY FUND	722,800	0.94
9. AIA COMPANY LIMITED-EQAP-D FUND 1	479,012	0.63
10. UBS AG LONDON BRANCH	383,500	0.50

The currently shareholders list , the investor can see in company website (www.thaistanley.com) before the Annual General Meeting.

(B) Major Shareholders to participate in its operations by sending member to be a committee.

Shareholder Name	Number of Share (Share)	% of holding
1. Stanley Electric group *	27,655,450	36.10
Stanley Electric Holding Asia-Pacific PTE	27,320,950	35.66
Asian Stanley International Co.,Ltd.	334,500	0.44
2. Lee-issaranukul Family	22,708,596	29.64
Mr.Apichart Lee-issaranukul	5,501,771	7.18
Mrs.Porndee Lee-issaranukul	4,486,956	5.86
Mr.Thanong Lee-issaranukul	4,144,855	5.41
Mrs.Porntip Sethiwan	2,831,195	3.69
The Sittipol (1919)	2,556,074	3.34
Mrs.Pimjai Lee-issaranukul	1,841,495	2.40
Supornavit Co.,Ltd.	1,020,000	1.33
Sopa-Kanok International Co.,Ltd.	326,250	0.43

\* Stanley Electric , Japan holding 100% in Stanley Electric Holding Asia-Pacific PTE , Singapore and holding 67.50% in Asian Stanley International Co.,Ltd.

\*\* Lee-issaranukul Family is the major shareholder and executive management in Sittipol 1919 ( holding 94.13%), Sopa Kanok International (Holding 100%) and Supornavit Co.,Ltd. (holding 84.55%)

## (2) The company does not conduct business by holding shares in other companies

### (3) Shareholder's Agreement

- None

## 1.4 Amount of registered capital and paid-up capital

1.4.1 The company has a registered capital of 383.125 million baht and fully paid. Divided into ordinary shares, amount 76,625,000 shares, par value of 5 baht per share.

### 1.4.2 Other shares

- None

### 1.4.3 Shares or Convertible Securities

- None

## 1.5 Other Securities

- None



## 1.6 Dividend payment policy

The dividend payment policy of the company is that the rate of dividend payment of the Company is not less than 30 per cent of the net profits deduction of tax. (The Company Only)

The dividend payment information for the past 5 years is as follows:

Payment Year	2023	2022	2021	2020	2019
Earnings Per Share (Baht) **	22.78	19.85	13.85	26.07	25.81
Dividend payment per share (Baht)	20.00*	8.50	5.50	8.25	8.25
Dividend Ratio (%) ***	93.74	44.48	44.42	34.72	35.28
Remark					
* From Fiscal Year operating rate 10.- baht / share For company 40th Anniversary and thankful shareholder to support in COVID-19 crisis rate 10.- baht / share					
** From the equity method is applied and					
*** From the company only as at date	31 Mar 2023	31 Mar 2022	31 Mar 2021	31 Mar 2020	31 Mar 2019

## 2. Risk Management



### 2.1 Policy and Risk Management Plan

The risk management policy is as follows.

To control and reduce the impact of the risks that may arise and maintain the sustainable business objective, including control the implementation also complies with the international laws and standards.

The company is determined to.

1. Risk Management & Control being a part to control the strategic management policy and management objectives of the Company
2. Designate the risk management team or committee to consider the risk factor, a likelihood and severity, which influence the company's strategic management policies, compliance with laws or relevant standard.
3. Manage the risk that may affect the operation of the company to be at the highest efficiency and to be an acceptable level.
4. Assign the responsibility person to be audit and evaluate to the operations risk management in business process within the company.
5. An effective Risk Management & Control process be conformed to the international standards and not conflict with good governances and laws of Thailand.
6. Assign the responsibility person to report the effectiveness of Risk Management & Control system to the company's Risk Management Committee and Audit Committee.

Risk management operations the company defines the duties and responsibilities of this related person and various departments as

The Risk Management Committee, consists of the Chairman of the Risk Management Committee, is the President and the members are the Executive Board and the executives of each department.

**The duty of Risk Management** to review and screen factors and possible exposure to certain risks and effects to strategic policies, legal compliance and relevant criteria and standards that may tremendously affect our operation. The Risk Management Committee meets at least twice a year.

**The Risk Management and Control Section, Corporate Governance Department has the following duties and responsibilities:**

1. Coordinate with the Risk Management Company to materialize risk management practices throughout the organization to accommodate all kinds of risk.
2. Review identified risks with departments that directly experience such risks; implement risk management measures; monitor, assess and report the progress of its action to the Risk Management Committee
3. Responsible for the overall operation in monitoring, advising, and controlling risk management practices

Management in Operation Unit are responsible for assessing and analysing risks relating to policies and their entrusted duty and responsibility.

Risk management in 2023, the company has taken actions as follows:

The company has assessed the potential for corruption, to covers various types of corruption of agencies that have transactions that have the potential to cause corruption. The topics assessed in 2023 include risks from financial corruption and financial reporting, risk from corruption in the procurement of subcontractors Including the risk of violating various laws and regulations, etc.

## 2.2 Risk factors to the business operation of the company

### 2.2.1 Business risks

#### 1. Risk of fire

the company pays attention because it is a threat that causes widespread impact and damage. The cause may be from a short circuit, flammable chemicals, contact with a heat source, or a spark. Especially during the summer when the temperature inside the chemical storage area is higher than normal, etc.

#### Action measures

- Prepare various related regulations such as safety requirements regarding the storage of flammable chemicals, plans for inspection and replacement of electrical equipment, electrical system connection standards, etc.
- Take a Safety Patrol safety inspection plan, with executives, supervisors, and employees participating in the inspection.
- Prepare a fire prevention and suppression plan and conduct training every year Both daytime and night.

In 2023, the company conducted firefighting and fire evacuation drills at night on 16 June 2023 and during the day on 8 December 2023.

## 2. Risk from Corruption

meaning is the opportunity to arise from intentional action both giving/or receiving bribes Conflicts of interest, demands, threats, or any actions to obtain unlawful benefits for the organization, oneself, or others. Risk from corruption that is likely to arise from the company's operating activities, such as employees not following regulations, hiding, concealing, or falsifying documents. Disbursements that do not correspond to reality, altering financial reporting figures for tax benefits, issuing false documents such as debit/debit notes for creative accounting.

### Action measures

the Company has established preventive measures and guidelines for managing and managing corruption risks by defining a control environment or control activities as follows:

- Define control environment such as Anti-Corruption Policy Code of conduct for directors and employees as a guideline for the Board of Directors Executives and employees Including providing appropriate channels for receiving complaints about corruption.
- Risk assessment to identify, assess and review the company's fraud risks. Including raising awareness of fraud risks that may occur and affect the objectives and operations of the company.
- Control activities, It is a written procedure or process, taking into account the clear separation of duties in determining the duties of personnel in order to operate with transparency, independence and be able to prevent or detect fraud risks.

## 3. Production and product risks

The Company has assessed risks related to production, for example, unable to produce as planned due to lack of manpower, the main machinery used for production is damaged, or lack of raw materials, the quality of the product does not meet the requirements of the quality of work during the production process, or production in new technology may cause the product to not be of good quality , unable to deliver work to customers, including transportation problems that may arise from preparation or unavailability of delivery.

### Action measures

- The company has a preventive internal control system for machine maintenance to reduce the chance of damage until it cannot be produced.
- Take a backup raw material supplier information system to support if the supplier is unable to deliver raw materials, suppliers are regularly controlled and assessed,
- Prepare measures to support in the event of a problem in the transportation of goods.
- Training employees to have the knowledge and skills to work regularly
- To comply with the international standards of quality management systems IATF16949 and ISO9001 to build confidence in quality with is a strict preventive internal audit system both the quality of the raw materials production process as well as delivering products to customers.

#### 4. Information Technology Risk

The Company uses computer information systems in process operations, including various data storage systems, accounting systems, as well as in the production process. Therefore, probably a chance of risks to the security of the information system or from various technological threats that caused by system glitches or attacks by malicious actors. Including the risk of leaking various confidential information.

##### Action measures

- The company has established operational guidelines to control and prevent risks including setting regulations regarding the use of information technology systems. Information technology system disaster prevention plan and Back Up plan to serve as a framework for risk prevention and management. Including the establishment of the Information Security Committee to continuously communicate knowledge about information system.
- In 2023, the company created the Cyber BCP manual as part of activities with the Toyota Co-operation Club to build confidence that when a crisis occurs, the company has adequate measures in place and does not affect affecting delivery to customers. These activities have been completed as planned and has been evaluated by the Toyota Co-operation Club at the level of "B".

##### 2.2.2 Risk from investment of equity holders

The Company has two groups of major equity holders who hold more than 25% of its equity, are Stanley Electric Co Ltd, Japan, and the Lee-issaranukul Family, both of whom are founders of the company. They have collaborated with each other without conflict and therefore poses no risk of either one exercising a veto vote or opposing a resolution to be adopted at a shareholders' meeting that may affect investment and thereby prevent them from enjoying a return, rights or benefits or risk losing all or part of their investment.



Risk from major  
shareholders holding  
>25%

### 3. Driving business for sustainability



#### 3.1 Policy and Sustainability Management Goals

As the vision of the Stanley Group that give priority sincerely values and sustains those who support Stanley. The Company adheres to this policy for sustainability management and used to determine the management policy and annual goals.

##### Determining sustainability issues by importance

The Company has prepared a list of issues related to sustainability to connect with stakeholders. and assess the level of importance to draw conclusions and determine sustainability issues, as well as to set goals and procedures as follows:

### Sustainability Key Issues

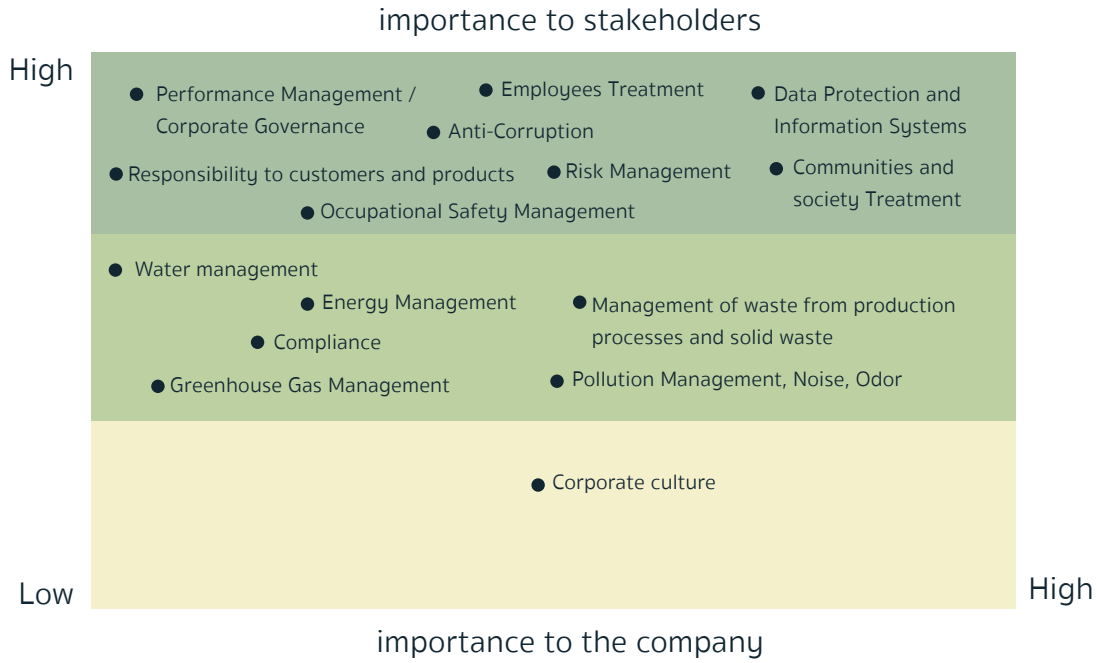
 Environmental issues	 Social issues	 Economic issues
<ul style="list-style-type: none"> <li>• water management</li> <li>• Management of waste from the production process and solid waste</li> <li>• Greenhouse Gas</li> <li>• Management</li> <li>• Energy Management</li> <li>• Management of pollution, noise, smell</li> </ul>	<ul style="list-style-type: none"> <li>• treatment of employees</li> <li>• Security management and occupational health</li> <li>• Treatment of community and society</li> <li>• corporate culture</li> </ul>	<ul style="list-style-type: none"> <li>• Corporate Governance</li> <li>• Anti-corruption</li> <li>• Risk Management</li> <li>• legal compliance</li> <li>• Responsibility for customers and products</li> <li>• Supplier Management</li> <li>• Data Protection and information systems</li> </ul>
<p>Factors affecting Company business</p>	<p>Factors affecting Company business</p>	<p>Factors affecting Company business</p>
<p>The company must pay attention to environmental management in all aspects. Because being a manufacturer in the industry make use of resources, the use of various machinery and equipment that affects the environment</p>	<p>Having a policy and complying with Thai labor standards and international standards to demonstrate the importance of human rights and coexistence with local society</p>	<p>Having a regulatory policy, There are various measures that are good practices and suitable for the company. Reduce risks to business and the economy</p>
<p>Factors affecting Stakeholders</p>	<p>Factors affecting Stakeholders</p>	<p>Factors affecting Stakeholders</p>
<p>Efficient environmental policy and management Really consider the impact on stakeholders</p>	<p>Supportive measures if affected by the company's operations will help reduce conflicts and build confidence among employees and stakeholders.</p>	<p>Doing business with good governance build the confidence of stakeholders</p>



## Connecting sustainability issues with stakeholders

Stakeholders	customer	Supplier	Employee	Shareholder	Government agency, Local organization, Various regulatory agencies	Local community
<b>environmental issues</b>						
1. Water management	●				●	●
2. Management of waste from production processes and solid waste	●				●	●
3. Greenhouse Gas Management	●					
4. Energy Management					●	
5. Pollution Management, Noise, Odor	●				●	●
<b>social issues</b>						
6. Employees Treatment			●	●	●	●
7. Occupational Safety Management			●	●	●	●
8. Communities and society Treatment				●	●	●
9. Corporate culture			●			
<b>economic issues</b>						
10. Performance Management/ Corporate Governance				●		
11. Anti-Corruption		●		●	●	
12. Risk Management	●			●	●	
13. Compliance				●	●	
14. Responsibility to customers and products	●			●		
15. Supplier Management		●				
16. Data Protection and Information Systems	●					

Determining sustainability issues by importance



Sustainability Goals

According to the sustainability issues linked to stakeholder groups, the Company has formulated management policies and business goals of the Company and combine it with the SDG's goal of international sustainability, setting the sustainability goals and corresponding management services as follows:

	<p><b>Goal No. 6:</b> Ensure availability and sustainable management of water and sanitation for all</p>	<p><b>Target</b></p> <ul style="list-style-type: none"> <li>• Reduce the use of tap water.</li> <li>• Bring water into the system and circulate it.</li> </ul>
	<p><b>Goal No. 7:</b> Ensure access to affordable, reliable, sustainable and modern energy for all</p>	<p><b>Target</b></p> <ul style="list-style-type: none"> <li>• Increase the use of renewable energy by increasing the installation area of Solar cell</li> </ul>
	<p><b>Goal No. 13:</b> Take urgent action to combat climate change and its impacts</p>	<p><b>Target</b></p> <ul style="list-style-type: none"> <li>• Reduce electricity consumption</li> <li>• Reduce CO<sub>2</sub> emissions.</li> <li>• Cultivate the concept of sustainable development, training for knowledge Environmental and energy conservation for employees at all levels.</li> </ul>



**Goal No. 10: Reduce inequality within and among countries**

**Target**

- Implement the concept of STARS Plan and implement human resource measures to have the ability to think through the end of the process.

**3.2 Impact management for stakeholders in the business's value chain**

**3.2.1 The business's value chain**

As our business is to produce an automotive lamp for sales and distribution to automakers, our value chain starts from product design to meet the needs and the best interest of both automakers, who are our customers, and consumers. When a product is proposed to automakers and they make an order, the production process will start. Quality raw materials are selected, and the production will go through a high-tech process as well as quality control procedures before the products are delivered on time to customers. Besides, when our customers incorporate our products into their cars and deliver to consumers, we continue to guarantee our products with the automakers.

The company has established a specific department to take care of and to sets a policy to operate on the purchase – sale of goods and assets as a guideline. There are management and operations for each group divided by activities as follows:

Main Activities				
Process / Stakeholders	Sale Offering and product design	Production	Product delivery	Quality Assurance
	Products that meet customer needs Use environmentally friendly raw materials and a safety system for automotive users	using modern machinery and equipment. Optimize production with SNAP	Following to customer's delivery plan and manage stock	100% quality inspection system
Inside the company	Satellite Division DC Division	Production Department	CD Section	Quality Assurance Department
Outside the company	Customer (Automotive maker)	Sub Maker	Transportation Delivery	Customer (joint guarantee)

Support activity				
Process / Stakeholder	Technology development systems	Procurement	Infrastructure Management Utilities	Human resource development
	Supports all functions in the company	Provide quality raw materials reasonable price	Supporting production in the areas of electricity, water systems and routes within the company	Supervise and support employees
Inside the Company	Information System Department	Purchasing Department	General Affairs Department	Human Resource Department Safety & Environment Department
Outside the Company	System provider	Supplier	System provider	Outsource

### Main Activity

**1. Import of production inputs** The main stakeholder is supplier of raw materials and various factors to be used to produce the products of the company. There are both domestic and export and the Stanley group companies. The company has arranged the Purchasing Department to be the unit responsible for liaising with raw material suppliers mainly.

The company has a policy to strictly comply with agreements, contracts with suppliers by adhering to conducting business with honesty both for oneself and others under relevant laws and regulations.

The Stanley Group has an environmentally friendly procurement guideline (Green Procurement Guideline) with the concept of “not producing”, “not using” and “not discarding” substances that have an impact on the environment to be friendly. more towards the environment” and reducing the environmental impact associated with the overall product life cycle through purchasing, manufacturing, selling, using, disposing, and recycling. The company has forwarded this idea by disseminating and requesting cooperation to all the company’s trading partners.



The important operations are as follows:

- **Supplier selection** , The Purchasing Department is responsible for selecting suppliers based on the qualifications required by the Executive Board . According to purchasing policy that consider cover to company documents, performance, environmental, employee practical and human rights. At present, the company constantly selects new suppliers for price competition, especially raw materials, and reduce the risk of relying on one supplier too much.
- **Supplier Evaluation**, after selection and business dealing together, our Purchasing Department also has an annual assessment in quality, delivery and price etc.
- **Supplier Development**, The company has extended production improvements to suppliers as well. The company adheres to the policy of quality assurance, by establishing the principle of not buying, not producing, or passing on defect. Therefore, the development of quality to the supplier is beneficial to both the supplier to increase the competitiveness and the company to get quality raw materials on time delivery and the cost is not too high. The company also provides customer support and encourage vendors to be certified to international standards as quality assessment to provide a quality of supply chain.
- **Supplier Meeting** The Company arrange for Meeting with business partner is also held with the purpose to keep partner updated about the company movement and to hear opinions and confer QCD award to the suppliers who delivered the good products and being punctual.

For construction contractor, a separate meeting will be held by occupational health and safety officer and invite the staff who is responsible in the field of repairing, construction, or expansion of the company properties to the meeting to ensure that safety measure is extended to the involved parties.

2. **production practice** The main stakeholders are company employees, started with the design presentation to customers to be selected as a product manufacturer production planning, production, quality inspection until delivery to customers. The company aims to create a production that is suitable and consistent with the orders from the customers. The production process is in accordance with the standards set forth by both the company and the international standards that the company has received, such as the ISO/TS 16949 standard (Quality Management System for the Automotive Industry). Increase work skills for employees on a regular basis. Each step of the performance is monitored by the management. Improvements to improve productivity with SNAP (Stanley New Approach for higher Productivity)
3. **Distribution/Outbound Logistics** The main stakeholders are the company's freight forwarders. At present, the transport system mainly used by transport operators is mainly used. There is a department to take care of the delivery of each factory to coordinate primarily by focusing on delivery to meet the needs of customers.
4. **Marketing and sales** The main related parties are customers. The Company's direct customers are mainly automobile manufacturers in Thailand, and indirect customers are users of vehicles with the Company's products included. The Company has customer relationship

management. The Company has established policies regarding customers as follows:

**Management :** To meet customer satisfaction first and foremost by improving standards in key areas, including quality, cost, delivery, development, safety, and human relation through the plan – do – check cycle.

**Quality :** To develop a quality assurance system that meets international standards and to deliver products with confidence in gaining customer satisfaction and trust.

Actions that matter to customers in addition to producing to deliver products to customers The company also communicates, coordinates, attends meetings and participates in activities with customers regularly from various operations lead to being evaluated by customers The company is assessed annually by customers in terms of quality, price, delivery and other aspects. In general, morale rewards are also offered. The company continues to be trusted and receives awards from customers regularly.

- 5. After sales service** The key stakeholders are customers and users of the company's products. The company has a Quality Assurance Department responsible for product quality assurance. Giving suggestions about products, giving advice and receive complaints from both the car manufacturer's customers and the car users who have the company's products to be satisfied with the quality of products and services.

### Support activities

The main activities that focus on various operations for quality products that mainly meet the needs of customers, the company has also taken other actions to support activities as follows:

The company has issued policies and procedures for controlling customer data to avoid various risks that can be properly applied to customer data. The Company considered the customers' information that is the most important asset.

For commercial competition, the company has policies and practices that promote fair competition. and according to normal business Since starting the business The Company has never had a dispute regarding trade competition.

### 3.2.2 The Stakeholder Analysis in business value chain


In the value chain of the company's business, there are many stakeholder groups. The company gives importance to and recognizes the rights of each group of stakeholders. Setting the policy on the management of the rights of stakeholders in the corporate governance policy and the code of conduct for directors and employees of the company. And provide opportunities for various groups of stakeholders to can communicate or complain to the company via the company's e-mail at [companysecretary@thaistanley.com](mailto:companysecretary@thaistanley.com) , the company has set specific procedures and units for taking action.

The company divides the stakeholders in the value chain of the company's business into 2 groups to analyze the issues that the groups are interested in, and find out the company's operating guidelines as follows:

1. Directly affect Stakeholders that are customers, suppliers, employees, shareholders, communities. This group that is interested in production issues, operating results, and environmental impacts. The management approach is to set up a group to take care of providing information and communicate regularly. Responding to needs understandably and appropriately.
2. Indirectly affect Stakeholders, that are government agencies local organization regulatory agencies. This is a group that interested in the overview, policies, laws, and regulations. The management approach is cooperation. Provide real news information Comply with laws and regulations.



The table of consideration of relevant issues between the company and stakeholders and management as follows:



Stakeholders	Participation channels	Issues of Interest	The Company's action
Customers 	<ul style="list-style-type: none"> <li>• Annual meeting</li> <li>• Information sessions</li> <li>• Policies relating to activities</li> </ul>	<ul style="list-style-type: none"> <li>• Production capacity</li> <li>• Product quality</li> <li>• Delivery</li> <li>• Compliance with customer's policies and various laws</li> <li>• Business Continuity Plan (BCP)</li> <li>• Confidentiality new product</li> </ul>	<ul style="list-style-type: none"> <li>• Requiring the Satellite Division to exclusively look after each client.</li> <li>• Attending customers' Meetings</li> </ul>



Stakeholders	Participation channels	Issues of Interest	The Company's action
<b>Supplier</b> 	<ul style="list-style-type: none"> <li>• Supplier meeting</li> <li>• Informing sessions</li> <li>• Policies relating to activities</li> </ul>	<ul style="list-style-type: none"> <li>• Purchasing order target/plan</li> <li>• Related policies and practices affecting purchasing orders</li> </ul>	<ul style="list-style-type: none"> <li>• Requiring the Purchasing Department to look after groups of suppliers based on what they order (i.e. raw materials and others)</li> <li>• Organizing annual meeting</li> <li>• Providing management advice regarding production and other criteria.</li> </ul>
<b>Employees</b> 	<ul style="list-style-type: none"> <li>• Electing/appointing a representative to sit in the Welfare and other committees</li> <li>• Communicating policies and other information</li> <li>• Appointing employee representatives to attend meetings with other Departments</li> <li>• Providing contact and grievance channels both within Thai Stanley and representative companies</li> </ul>	<ul style="list-style-type: none"> <li>• Policies, goals, business directions</li> <li>• Remunerations, welfare and other staff benefits</li> <li>• Capacity building</li> <li>• Work environment, Health, Safety, Security and Environment (HSSE)</li> <li>• Facilities, rest space</li> <li>• Other health promotion and relaxation activities</li> </ul>	<ul style="list-style-type: none"> <li>• Have management representatives attend meeting with every Department</li> <li>• Representing employees through an election process in the Welfare Committee</li> <li>• Appointing employees at various subcommittees</li> <li>• Organizing activities and providing welfare to employees annually</li> <li>• Arranging necessary facilities such as library and fitness center</li> <li>• Providing contacting/ grievance Channels</li> <li>• Providing channels to communicate with employees such as through information board, Lotus Note mail, PA system and Meetings</li> </ul>
<b>Shareholders</b> 	<ul style="list-style-type: none"> <li>• Annual Shareholders' Meeting (AGM)</li> <li>• Investors Relations (IR)</li> <li>• Annual Report and other reports</li> <li>• Company website</li> </ul>	<ul style="list-style-type: none"> <li>• Performance and business Goals</li> <li>• Dividend payment policy and other management policies</li> <li>• Code of Conduct and anti-corruption practices</li> <li>• Qualifications of Board of Directors</li> </ul>	<ul style="list-style-type: none"> <li>• IR acting as a point of contact for information</li> <li>• Organizing an AGM</li> <li>• Disclosing information through various channels such as website, annual report, SD report and MD&amp;A</li> <li>• Organizing company visit (as appropriate)</li> </ul>

Stakeholders	Participation channels	Issues of Interest	The Company's action
<p>Public agencies, local administration organizations, regulatory agencies</p> 	<ul style="list-style-type: none"> <li>Attending projects</li> <li>Attending meetings</li> <li>Paying courtesy visits</li> </ul>	<ul style="list-style-type: none"> <li>Legal compliance</li> <li>Public Private Participation (PPP)</li> <li>Management of impacts against communities and the society</li> </ul>	<ul style="list-style-type: none"> <li>Collaboration by attending meetings and activities</li> <li>Arranging company visit (as appropriate)</li> <li>Supporting activities</li> </ul>
<p>Local communities</p> 	<ul style="list-style-type: none"> <li>Attending activities at various Projects</li> <li>Attending meetings</li> <li>Paying courtesy visits</li> <li>Providing grievance/ complaint channels</li> </ul>	<ul style="list-style-type: none"> <li>Managing impacts against Communities</li> <li>Promoting or assisting communities</li> </ul>	<ul style="list-style-type: none"> <li>Coordinating with local Representatives</li> <li>Supporting or attending local activities</li> <li>Inviting local representatives to attend our activities</li> </ul>

### 3.3 Sustainability management in environmental dimensions

The company operates as a manufacturer in the automotive industry. The operations of the company, especially the production is related to both direct and indirect environmental impacts. The company therefore realizes and gives importance to Product design using environmentally friendly raw materials, the production process that takes into account the emissions of waste water, noise, chemicals, odors that may affect the community leading to systematic and concrete environmental management, especially comprehensive water operations, since the supply of water from various sources lead to the production process wastewater treatment having a process of recycling until being used again in the production process and in general use.



#### 3.3.1 Environmental Policies and Practices

##### Basic environmental philosophy

Stanley Group Company committed to creating great value in harmony with the environment by minimizing the burden on the environment through organizational activities. To pass on the rich and irreplaceable ecosystem to the next generation.

## Environmental and energy conservation policy

The Company adheres to the “Basic Environmental Philosophy” by being aware of role and responsibility for environmental conservation in company activities. Most of which are in the automotive equipment business, Component business and electronic product business.

1. The Company sets overall environmental goals for the entire life cycle of all activities, products, and services of the Stanley Group. Including pushing for global environmental conservation. Prevent pollution Climate change mitigation and sustainable use of resources.
2. The company complies with environmental laws and regulations of each country and region and other requirements that the Stanley Group companies agreed upon. Including controlling the standards that are set ourselves.
3. The company is committed to continuously improving environmental management system to improve environmental performance.
4. The company promotes activities to provide environmental knowledge and public relations, to make all employees and Stanley Group companies aware of the basic environmental philosophy and environmental policy with striving to convey this to the company’s business partners to informed and cooperate.
5. The Company is committed to disseminating basic environmental philosophies and environmental policies to the public, including disclosing information and communicating environmental activities in response to requests from outside the company.
6. The company places importance on participation in environmental conservation activities together with government agencies, local community, and related organizations.
7. The company is committed to managing and conserving energy by complying with the law on energy conservation and various regulations related.
8. The Company considers energy conservation to be the responsibility of executives and employees at all levels who must cooperate in complying with the specified energy conservation measures, including regularly monitoring, inspecting, and reporting to the Energy Conservation Committee. This is to express the intention to continuously improve energy efficiency.
9. The Company allocates resources related to energy conservation and energy management adequately and appropriately, that energy management operations are in accordance with the objectives and goals that have been set.
10. The company drives the production process, including other activities related to energy use for energy conservation and the most efficient use of energy that considered to be part of the company’s operations.
11. The company improve the efficiency of the organization’s energy use to suit the nature and amount of energy used, to be consistent with the nature of the industry suitable technology. Including applying good practices appropriately and continuously.
12. The Company seeks clean energy to create sustainable energy and environmental conservation and is ready to disclose, transmit, and publicize energy conservation activities to relevant parties and the public.
13. Reduce CO2 emissions according to the 2023 annual indicators.

## Environmental Management

The Company has appointed an Environment Committee and ER – Environment Responsibility, consisting of executives and employees from all departments. There are currently 72 persons.

Acts to push, recommend, and environmental management systems which considers the relevance of environmental laws and other requirements and to follow Environmental Management Policy of the Company and the Stanley Group (Japan Stanley Environment Policy) The Safety & Environment Department is responsible for driving various operational activities covering all areas.

Environmental management policy for 2023 is zero environmental disasters, by enhancing environmental potential and complying with regulations.

Environmental slogan

“ Stanley joins together to use resources efficiently using the 3Rs principle  
reduce use - reuse - recycle ”



The environmental goals for 2023 are:

1. Reduce water use by 1% from the base year 2022 (company level)
2. Reduce paper use by 1% from the base year 2022 (company level)
3. Waste quantity sent to landfill decreased by 1% from the base year 2022 (company level)


1. Activities to reduce the use of important resources

**1.1 Water** The company has a need to use water for production and consumption each year in large quantities. The water sources are as follows: tap water from government agencies 81.47%, raw water 0.02% and recycled water 18.51% The company measures the quality of water regularly every month.

Operation

- Recycle water is used in the water curtain system of the workpiece surface coating process in a lamp factory. Lawn watering system and is used in the bathroom (toilet) at the PQC Welfare Building. Currently, recycled water is used, accounting for 71.07 percent of the total wastewater volume.
- The company requires the design of new buildings and utilities to use water-saving sanitary ware. Including the use of sensors all since 2021.


Results



Increase water use by  
**13.15%**

**1.2 Paper** the work of various departments, both from the office and the production department, uses a lot of paper. The company aims to reduce by finding other tools, such as various computer programs by changing the method of assessing compliance using Excel program, creates a system for processing unused materials using Information System department 's program and creates a campaign to reduce paper use in every department at least one project per department.

Results



Reduce paper use by  
**3.27%**

**1.3 Waste disposal** the company campaigns for employees to be aware of the worthwhile use of resources. Reduce the use of plastic bags, separate garbage, etc. And the company has reduced the amount of waste sent to landfill for disposal, including the following waste: batteries, packaging contaminated with chemicals, lamp scrap, ink cartridges, pipes, ducts, electronic equipment, graphite, wastewater filter materials and ceiling panels or gypsum walls.

### Operation

- Campaign to separate waste and change waste disposal methods. By pushing for disposal in the form of Reuse and Recycling. Organize monitoring activities from the Environmental Committee every quarter to check the waste management of each department. Publicize and create awareness through training on company waste management for employees as well as campaigning for all employee to create projects to reduce waste at least 1 project / person.

### Results



The waste quantity decreased by  
**17.06%**

### 2. Monitoring by management and external agencies

To improve and maintain a good environment always, the company requires top executives to monitor every area monthly. In 2023 The company provides external standards agencies to measure various pollution values within the company, such as noise, wastewater, heat and air quality, the measurement results are within the standard.

### 3. Environmental training

The company provides regular environmental training such as training for new employees who come to work to raise awareness of employees to be aware of environmental problems, courses, requirements. ISO14001:2015, waste management courses, etc.

### 4. Environmental campaign activities

To encourage employees to participate in environmental conservation such as organizing the World Environment Day exhibition, activities to reduce the use of plastic bags within the company. Green Factory Project activities where executives and employees join to plant trees to increase green space in the company on the last working day of the year.



### 5. The Environment and Energy Conservation Learning Center

Since 2021, the company was established Environmental and Energy Conservation Learning Center Under the 3Rs principle (Reduce, Reuse and Recycle) is part of the Good Labor program.

This is a project incorporating the philosophy of sufficiency economy to use the area to benefit employees and create green space within the company. The area for creating an environmental and energy conservation learning center is located at the side of the Lamp7 building, with an area of 196 square meters.

Plans and operations The operation is divided into 2 phases. Phase 1 started on December 12, 2021, consisting of a prototype of reusing waste materials. Reduce CO<sub>2</sub> emissions by using alternative energy. sufficiency economy vegetable plots Sustainable Ecosystem and reduce waste by means of sorting, separating, exchanging money, etc.

Phase 2, start in May 2023, that consist of off-site learning areas. Emphasis on teaching and learning by doing to bring knowledge back to use in daily life to increase income. Reduce expenses and build a network of knowledge transfer.

The company did not find any illegal environmental practices and no environmental accidents. In addition, the Company has no conflicts or complaints on environmental issues from communities and external agencies. The company has been certified with the ISO14001 system since 2002 until the present.

## Energy Conservation Management and greenhouse gas

### Energy Conservation Management

In business operations and production processes of the company Secondary Energy is used such as electricity, liquefied petroleum gas (LPG). The management guidelines have been established to effectively reduce greenhouse gas emissions (Greenhouse Gas). This starts with quantifying, monitoring, reporting, and verifying GHG emissions and reductions. Including the selection of clean energy (Solar Rooftop), as well as creating a culture of energy and environmental conservation for employees and outsiders to practice. To achieve carbon neutrality at the corporate level (Carbon Neutral Corporate).

Energy conservation slogan for 2023

“ Stanley joins the heart make the most of available resources **Close-Adjust-Discharge-Change** to preserve the environment and sustainable energy ”



### Analysis of key issues and approaches to energy management

The main energy that the company uses in its business operations are as follows:

1. Electric power, Currently the company necessary to use electricity for business operations and from production, accounting for 10.22% of the company’s total expenses. The energy is consumed by using electricity from the government sector. (Provincial Electricity Authority) about 36.25%, about 62.46% are purchased from the private sector and about 1.29% from clean energy (Solar Rooftop).
2. Fuel, The Company uses fuel in business operation and production as follows: Diesel 21.03% Gasoline 12.23% Natural gas (LPG) used in the production process 49.98% and used in the cooking of the shops 16.76%




**In the year 2023, there are goals and plans for managing energy and greenhouse gases as follows:**

- Reduce carbon dioxide emissions (CO<sub>2</sub>) by 11.5% from the base year of 2019

Currently, the Company has installed Solar Rooftop on the roof of Lamp 7 factory and PQC multi-purpose building roof, which consists of a cafeteria, a library, and a gym. And an area for engineering, production support and trial training for production staff before entering the actual production plant. That has a capacity of 1.2 MW, which can reduce electricity consumption in the year 2023 (Produced Energy): 1,244,798.11 kWh/Year, can reduce CO<sub>2</sub> emissions: 740.65 TonCO<sub>2</sub> / Year and help to reduce electric consumption: 4,755,440.70 baht/year.



The company has a plan to expand Solar Cell production capacity in the future at the Lamp 7 factory building extension, and Lamp 8 factory building, with electricity production scheduled to start within May 2024. Electrical production capacity: 3.8 MW. which can reduce the produced energy use approximately 4,800,000 kWh/Year and reduce CO<sub>2</sub> Emissions by approximately 3,040 TonCO<sub>2</sub> / Year. And have a plan for additional installation in 2025-2026.



reduce the produced energy use approximately **4,800,000 kWh/Year**  
 reduce CO<sub>2</sub> Emissions by approximately **3,040 TonCO<sub>2</sub> /Year**

In addition, the company A campaign has been organized to encourage employees to participate in resource utilization worthily as follows:

- Establish a culture of environment and energy conservation Which is conveyed as pictures and text attached to various areas and make it easy for employees to find
- Public relations campaign via voice over the line every day at 11:30 AM.
- Monitoring from the Energy Efficiency Committee in every department, every week to provide conservation activities covering all areas
- Quarterly audits from top management to provide advice on ongoing energy conservation activities.
- Energy Conservation Potential Assessment and energy management status.



## 3.4 Sustainability management in the social dimension

### 3.4.1 Social policy and practice

The company divides social management into 3 categories as follows:

#### 1. Labour management and Human Resource development

##### Labour Management

The Company recognizes that the company's growth is due to the cooperation and unity of all employees. Employees are considered a significant and valuable resource for the company. Therefore, the company has established policies as guidelines for practice as follows:

##### Thai Labour Standard Policy

1. The company is committed to complying with labour law provisions, Thai labour standards, human rights laws, and other related standards.
2. The company treats everyone equally, without discrimination, segregation by origin, race, religion, gender, age, skin colour, education, lineage, or any other status unrelated to job performance.
3. The company is committed to opposing child labour, forced labour, and human trafficking, which will not lead to modern slavery. The company is determined to ensure that employees are not subjected to exploitation or any form of forced labour.
4. The company does not support businesses that violate human rights principles and does not discriminate against any stakeholders.
5. The company does not ignore or overlook any human rights violations related to the company and employees must report to the supervisor or notify through the designated channels (whistleblowing).
6. The company considers those who violate human rights as committing an ethical and business code of conduct violation, subject to disciplinary action according to company regulations.
7. The company strives to appropriately improve the quality of life of employees, including the environment and welfare at work and will continuously develop and improve.
8. The company will review the adequacy, appropriateness, and effectiveness of the company's policies, operational regulations, and performance results.

The company is committed to complying with the social responsibility policy regarding labor and human rights, communicating, disseminating, and providing support to all relevant agencies on an ongoing basis. The management review the adequacy and appropriateness of this policy every year and has also been extended to include suppliers and subcontractors.

The company take the Certified of Thai Labour Standard (TLS 8001-2010), the complete version from the Ministry of Labour which has been assessed by the Ministry of Labour annually.

The Company has issued its Labour Management Manual, considered an ultimate document of the labour management system according to the Thai Labour Standards explained below:

## Human rights issues

Child Labour The Company will never approve, support, or get involved in employing a child labour whose age is under 15 years old. Also, the company has never encouraged the use of child labour in any business activity that may cause an impact on occupational health and safety.

Pregnancy Female employees who are pregnant are not allowed to work in jobs that may jeopardize their health as designated by the laws. Pregnant employees will be offered work in an environment that will not threaten their wellbeing and pregnancy. There won't be any termination, or reduction of job responsibility, rights or benefits because of the pregnancy. The company has arranged a breastfeeding area as welfare for female staffers who return to work after giving birth to their babies.

### **Issues of inequality and discrimination**

Discrimination The Company has expressed its intention not to support any discrimination action on employment, payment of wages and other financial supports, social welfares, training and development opportunities, promotion, employment termination, and retirement, which are due to the difference of nationality, race, religion, language, age, gender, marital status, sexual orientation, disability, HIV infection, preference of a political party, or personal concept and idea.

The company will never hinder, interfere, or conduct any action deemed to have affected the employees' rights and their routine practices without causing any damage to the company.

Hiring of the Disabled The company supported persons with Disabilities Empowerment and Development Act 2007, Section 33 and Section 35, with disabilities being accepted to work in various departments. Currently total 2 people

In addition, the company also offers income-generating opportunities for the disabled by allowing 33 disabled persons to sell goods in the company monthly under the market of the disabled and caregivers of the disabled project (Section 35).

Freedom of Business Association and Negotiation the Company provides its employees with the right to join various committees in the company and fully possess the right of negotiation, selection, or election of corporate representatives. The company will never hinder or interfere with the exercise of employees' rights.

The company has cautiously evaluated this issue with its suppliers to promote the abolition of human rights in the Thai society.

At present, the company has 11 representatives of employees elected to be the Welfare Committee and 16 of the Occupational Safety, Health, and Environment Committee, with elections every 2 years. The company provides measures to facilitate the employees' representatives in performing various duties. Equal to other employees without being harassed, transferred, terminated, or practiced that is not fair. Since the establishment, The Company has never been involved in any labour dispute and there is no labour union existing in the company.

Welfare and enhancement of quality of life The Company strives to improve quality of life of our staff to reflect the current economic condition. We increase salary and welfare annually.

Adequate and appropriate welfare such as –

- Hygienic facilities are clean and sanitary toilets, clean water, first aid necessities, daily healthcare service offered by doctor and a professional nurse available throughout office hours, clean canteen and healthy and inexpensive food are provided and has been assessed by the Pathum Thani Provincial Public Health Office by receiving the Safety Canteen Award.
- Supporting knowledge and interests outside working hours, including library and internet (Library Café), fitness room, yoga room, etc.

Other welfare such as income tax issuance, travel allowance, employee uniform and laundry service, birthday gifts and new year gifts, food allowance in case of overtime work and when working outside the company, Medical expenses are 2 times the salary and cover the employee's family including parents, spouse and children, etc. And from the sluggish economic situation, that has affected a lot of household income. The company provides special loan benefits to help alleviate problems and reduce informal debt among employees' families.

And for organizing activities within the company in the field of health promotion, such as organizing internal sports, competitions group colour sports activities. Recreational activities include organizing tourism for each department. As for the various festival activities to promote the good society and culture of Thailand, such as the arrangement of bathing Buddha images during the Songkran festival. Candle Procession, Dry food offering activity New Year's Ceremony,



## THAI STANLEY FARM

by the principle of sufficiency economy

The company organized the THAI STANLEY FARM project - a good breed labour project according to the sufficiency economy way. with the concept of sufficiency economy philosophy as a welfare in terms of improving the quality of life of employees Reduce the burden of expenses in the high cost of living situation, by allocating the land behind the Lamp 7 factory to create a learning center on environment and energy conservation and a vegetable garden area. In the first phase, the company supported the budget for seeds, tools and equipment used for cultivation. As well as providing training courses to educate knowledge on agriculture, plant cultivation. or fertilizing for employees applying for the project and employees who are close to retirement so that employees can apply their knowledge to work after retirement or use the knowledge gained to train employees in the next generation.



Promoting the Use of Technology, In order to promote the use of technology to be in line with the change in the Thailand 4.0 era, the company aims to create a Digital Platform system to reduce the work of all departments, namely the E Learning & E Knowledge Library system to create an E Learning course, such as creating a QR Code, an employee handbook. training manual and other manuals for employees to download and Smart HR system by developing the work of the human resource department by creating the HCM V.11 (Human Resource Management System on Mobile) Used as a communication system between employees and the company, such as displaying employee salary payment documents. (Salary slip), withholding tax certificate according to Section 50 bis, requesting permission to take time off according to the employee's rights with the supervisor's approval through the system, recording attendance in and out including overtime and can review historical data and the system also supports use via mobile phones. In addition to increasing the convenience of use by employees reduce working hours of the Human Resources department which also affects the reduction of paper use in another way.

Preparing various form programs in the Intranet system for employees to use instead of writing, for example, booking the meeting room in the company, booking the company's car, the election of the safety committee. and the Welfare Committee via QR Code

The company have implemented the cashless project in which we encourage employees to use less cash while making payments by relying more on Siam Commercial Bank's mobile application to pay, for example, food in the company's canteen and return of advance to our Finance & Accounting Department. The idea is to reduce the use of cash, increase transaction speed, promote sanitation by having vendors contact fewer banknotes and coins.

Discipline and punishment The company determines the principle of disciplinary action in accordance with the law on labour protection to be paid to employees and will not perform or encourage the use of physical, mental or compulsive punishment methods intimidate. And set preventive measures and solving problems to prevent employees being trespassed. Harassment or sexual harassment expressed by words, gestures, physical contact or by other methods.

In addition to carrying out internal labour activities in the company, for outside the company has always participated in labour activities with government agencies.

In November 2023 the Company received the Outstanding Workplace Award for Labour Relations & Welfares from the Ministry of Labour for the 18<sup>th</sup> consecutive year.

## Human Resources Development

The company has implemented the STARs Plan as a principal system to develop our human resources. The plan covers the capacity-building process and career advancement programs, which can be specified into six systems as follows.

1. Qualification, we determine job qualifications to reflect capacity levels of employees when it comes to their performances. The qualification is also used to determine fair and suitable remunerations.
2. Position, about duties, roles, authority, and responsibility in each position of each department are clearly described. Promotion and qualification system are evaluated based on the criteria set by the Promotion Committee.

3. Rotation, this refers to the practice of rotating employees to work at another department to handle different types of work to create and enhance their capacity, which will finally allow them to be promoted.
4. Evaluation, the evaluation system determines criteria for evaluation, which will be used to support the increase of salary, awarding bonuses, promotion, and career advancement. The system also reflects strengths and weaknesses of employees for further development. The evaluation criteria are based on the principles of fairness, suitability, and acceptability.
5. Wage, The wage structure consists of base salary, competency allowance, title/position allowance and other assistance benefits such as overtime pay, overtime holiday pay, food stipend, attendance allowance and transportation and shift allowance. There will be an annual salary increase, which will be based on the following indexes: the government's increase of minimum wage, an inflation rate that indicates changes of the cost of living, and the industrial situation.
6. Skill Development, we strive through our policy to enhance employees' skill where minimum training hours for each level or position of employees are pre-determined.

The company will review training courses suitable for employees, namely, strategic training, training based on department work and self-development. The training can be internally and externally. Employees may be sent to train and work overseas with Stanley Group companies.

Labor policy for the year 2024, The Company sets personnel development policy; with a target all employees must take training at least one course on knowledge or skills in the job.



In 2023, the company organized 52 internal training courses same as the previous year. There were 2,796 employees attending decreased from the previous year. The average number of training hours was 34.40 hours per person, a increase of 44.63% from the previous year. There were 204 external trainings, an increase of 23% from the previous year. Examples of training courses such as Course on industrial sector adaptation with automation technology and future wage increases. (Executive level), Building relationships with flexibility, Creative thinking to create innovation in work, Project management and communication for effective collaboration.



Internal training  
52 Courses



Employees attending  
2,796 person



The average number of training hours  
34.40  
hours per person



external trainings  
204 Person

## Thai Stanley Power Up Project

The company has implemented a systematic personnel development reform program called Thai Stanley Power Up to support business growth and customer needs. Starting at the automotive lamp production section (LE's Reform Model), the project period is 4 years from November 2018 - March 2022. There are 6 activities in total, namely.

1. J-CoM (Job Competency Management) is an activity for assessing the job competence of personnel in each role. To look for weaknesses and strengths leading to continuous development in the form of PDCA (Plan-Do-Check-Action).
2. The Smart Manager course is a course to develop personnel to grow into managers in the future. Possess organization-level problem-finding skills and formulation of organizational improvement measures strategies.
3. Expert course is a course for building personnel to have a variety of knowledge from New model to Mass Production.
4. Survey 360° is a 360-degree survey of opinions about each job function and the company's philosophy, that is to support the STARS Plan policy to come true.
5. Quality In House is an activity that works in the form of a committee named 3 Loss Improvement Committee whose mission is to review, analyse, correct and improve problems in the production process.
6. Activity 5S patrol by customer view is a risk detection of Quality, Safety, 5S. in the production process. and exchange views as customers lead to the prevention of problems and has developed production control processes, quality, and continuous safety.

The overall performance is in line with the target. As a result of the project, employees at each level have systematically developed their knowledge and skills. Including the improvement of the production process that results in the reduction of waste in the production process (Defect in process) continuously.

After the Thai Stanley Power Up project closed in March 2022, main activities continue to be carried out until now as follows:

1. **J-CoM (Job Competency Management)** operates in 2 large groups.
  - 1.1 J-CoM with agencies that already have databases and J-CoM Software Application support, including LE Division (Lamp and Die & Mold), Human Resource Dept., Quality Assurance Dept., Purchasing Dept., total 1,556 person. Implemented during April - May 2023, each department has set goals and personnel development plans. Make a report to the manager for approval and explain to relevant people the guidelines for action. After that, during June - October 2023, carry out capacity development activities according to the plans and development methods of each agency. For the period October 2023 - January 2024, conduct an evaluation exam for all employees in the J-CoM system. The exam has been set in 3 steps: 1.) A competency evaluation exam with your own perspective and certified by your direct supervisor. 2.) A written exam. and 3.) interview



1.2 J-CoM Expanding results to divisions that do not yet have a database and the J-CoM Software Application is not yet supported by 8 divisions: Administration Division (AC Dept, SE Dept, GA Dept), Design Control Division, Satellite Division, Cost Planning, Corporate Governance Dept., Sale Support Dept., Information System Dept., Office Corporate Planning, and Office of Productivity Innovation.

The operation is during April - September 2023, the database was prepared, and the J-CoM Software Application developed to support the databases of 8 divisions, including training to understand the activities for relevant employees. During October - December 2023, conduct exams and assess employee ability levels.

The target for the next 3 years: Each division has agreed upon a plan for development. Raise the level of ability in work by the year 2024, all parties will do J-CoM at the same time throughout the company. There will be progress reports every 3 months and monthly progress monitoring meetings by each committee member.

2. **Analytical staff course** is a course for creating personnel with knowledge from New model to Mass Production, focusing on being able to analysed the causes of problems in a comprehensive and logical manner. The study will include 23 theoretical subjects and 3 practical sections. The duration of study will be 1 year, teaching from the end of 2022 - the end of 2023. The total number of course graduates is 29 persons, coming from representatives of each Lamp factory and Quality Assurance department.
3. **Quality In House** is an activity whose mission is to review, analysed, solve and improve problems in the production process. In 2023, there are 6 types of problem management formats:
  - List of high-cost problems Once preventive corrective measures are established, they must not be repeated.
  - A list of high-cost problems for which there are no preventative measures. Corrective and preventive measures must be developed.
  - Monitoring problems that occur during the beginning of mass production of New Model.
  - Controlling significant 4M or Design Change.
  - Controlling loss from adjustments and losses.
  - Loss control during preparation before production.



In operations, before carrying out activities, each department brings an activity plan to a meeting to explain to executives. Each month progress is reported to executives and managers monthly for consideration and advice.

In conclusion, after the completion of the project, the main activities were considered to continue in the form of daily work in continuous personnel development. and expand the results throughout the company. The J-CoM activity is for employees who want to provide rigorous, specialized knowledge for analyzing and managing problems in the production process, analytical staff courses are used to build knowledge and skills. This will be done in conjunction with improving and solving problems in the production process with the Quality In House activity and reporting progress to the executive manager every month in the PDCA format.



## 2. Safety, Occupational Health and Work Environment

The Company has prioritized safety as the first issue in our management under a concept that

“ Every employee will leave home  ”

for work and be back home safely in all aspects ”

The company has set policies and operations regarding safety, occupational health and working environment along with the regular duties of the employees as follows.

1. The Company has determined that work safety is the first responsibility in the performance of all employees. All employees must consider their own safety, colleagues and the Company's assets this is important throughout the working time.
2. The company complies with laws, regulations, rules, and standards related to safety occupational health and work environment including strictly customer safety policies and requirements
3. The company supports human resources and budget for safety management occupational health and work environment to achieve the target of zero accidents both during working hours and beyond.
4. The Company requires supervisors at all levels to act as role models, leading, training, coaching, motivating and encouraging employees to work in a safe way.
5. The company supports and promotes the improvement of the environment. and continuous safe working methods by adhering to the 5S principle (Tidying, Convenience, Cleanliness, Sanitation and Nurturing habits) in the working area and within the company in parallel with the search and assessment of hazards (Safety Shop Floor Management) continuously as well as the use of appropriate personal protective equipment to prevent fire , accident at

work sick at work Occupational and communicable diseases including the good health of all employees

6. The Company is committed to supporting and encouraging employees, contractors, and outsiders to participate in the activities of Occupational Health and Safety That will help stimulate the consciousness of employees both during working hours and beyond such as safety culture, training, incentives, public relations, competitions, safety recommendations, etc.
7. The company conducts an assessment based on this policy at least once a year.

### Safety Activities

The Safety Committee has been set up to consist of representatives from top management, elected and appointed representatives from our employees. At present we have 35 members Safety Committee to reviews policies and work plans, surveys the way we work as well as consider projects before submitting various operation reports to the Executive Board. The Safety Committee’s term of office is 2 years, and it convenes at least once a month. Meanwhile, the Safety and Environment Department, which directly reports to the management, is a main body to help supporting various units to achieve activities based on corporate goals and collects safety statistics to improve and propose a better and safer workplace environment and employees’ wellbeing.

The company encourage employees to assess risk from workplace or from work processes where they can file the Hazard Identification and Countermeasure Registration Form (The Hiyarihut Form) to their supervisors or a responsible body to resolve problems with appropriate measures.

Safety Slogan 2023

“ Stanley joins together  
Safety labor and  
Good health ”

In 2023, the company has set a safety management policy, which is to create a safe and comfortable working environment due to zero accidents/zero accidents, by setting target and results as follows:



Work-related accident

0 (Zero)

Outcome  
achieved

Work-related incident

= 0 (Zero)

Outcome  
achieved



Accident-free working hours

4,200,000

hours worked or more (Man x Hour)

The results were achieved in  
February 2024 and the company  
has set a new target of  
28,000,000 working hours or more

Promotion of safety knowledge

1. Safety Learning Station (Safety Dojo)

The Company also opened the Safety Dojo Center to strengthen understanding and create safety awareness among our employees and third-party contractors. Not only the center assists us to achieve our zero-accident goal, but it also works as a training premise and a center for comprehensive safety learning. A simulation station at the center shows various risk scenarios that could occur from different situations. In addition, the company organizes training courses for employees at this center monthly. The company provides opportunities for external agencies such as government, educational institutions to visit and study.



2. Safety Training

The company organizes safety training annually. In 2023, it trained on the requirements for using forklifts, working with cranes, working with electricity, safety in chemical storage. And response in the event of an emergency, training for safety officers, supervisors, safety management, and the Stanley project together to create discipline, safe driving on the road, etc.



3. Safety, Environment and Energy Conservation Week Exhibition (SEE Week)





#### 4. SEE to School activities

Safety and Environment Department corporate with Stanley Thailand Foundation to organize activities for promote safety, environment and energy conservation to educational institutions at Wat Boat School and Wat Makam School , Pathum Thani Province. The activity consisted of handing out portable fire extinguishers. Giving separate garbage bins - exchanging - money Provide a prototype model for reusing waste materials instead of discarding. Education about waste separation Saving energy through a self-sufficient way of life Using a portable fire extinguisher cardiopulmonary resuscitation Proper and safe fire evacuation. The objective is to create additional knowledge for school personnel in taking care of themselves and students to be safe in the event of a serious fire. Including instilling and creating awareness in children and youth to be aware of the dangers of fire, environmental conservation and energy saving



In addition, the company has conducted safety campaigns such as voice along the line, Monday Meeting and news bulletin boards within the company continually.

#### Occupational Health

Operations The company considers the hygiene of employees. by emphasizing cleanliness in all areas elimination of various disease vectors every month regularly Providing facilities and hygiene as well as continually providing knowledge on hygiene such as knowledge about various diseases, health care during different seasons by providing in the form of knowledge boards, etc.

- Employee health check-ups The Company arranges annual health check-ups for all employees. with a list of general health checks and health check-ups based on risk factors for employees working in special areas, such as employees working in noisy areas with dust, hazardous chemical vapours, etc.

Health check-up results The company distributes the health check-up result booklet to all employees for acknowledgment. In case employees have any questions or want to discuss health problems, they can ask directly from the inspecting physician, as such information is kept as employee confidentiality. The company Organize doctors and nurses to serve employees in the company every day.

- Creating a pilot project Innovation Center for bending - adjusting - the body, which is a new science of body rehabilitation. Which is a combination of knowledge and techniques of anatomy, bending - aligning - the body, techniques of stretching in sports medicine together with acupressure (Trigger Point). To instruct the brain to change commands from tight muscles to loose muscles, breaking down points in tight muscles and makes to sleep more soundly. It is a rebalancing of the autonomic nervous system if done regularly. Suitable for people who are sick from work and have a state of stress. The service is open for 10 minutes at a time and employees who wish to join the project can choose to reserve an appointment time using the QR Code system. Project duration: August 2023 - June 2024.



**The working environment Operations**

The company arranges to measure the working environment annually. There are measurements of heat, light, sound, and chemicals. The level of heat, sound, light intensity, and chemicals are controlled within the company according to the standards set.

From various activities seriously and consistently causing the company to receive an award on occupational safety and health In 2023, the company received the following awards: Outstanding Safety Model Business Establishment Award Occupational health and working environment Received for the 20th consecutive year from the Department of Labor Protection and Welfare. Ministry of Labor (November 2023), Winner and second runner-up for the project “Pathum Thani Occupation health and safety Project contest 2023” from the Department of Labor Protection and Welfare. Pathum Thani Province (November 2023) and Safety Riding Award 2023 from Thai Honda Company Limited (March 2024)

**3. Supporting Local Communities and Society**

The Company is located at Banklang , Pathumthani , and has been established outside the industrial estate location. The company is highly cautious of impacts that may possibly cause to the surrounding communities. Never having any dispute with the community, the Company is in collaboration with Banklang Municipality, representing communal people in organizing tradition-based activities, remarkable examples are the Buddha image bathing, Buddhist lent candle parade, dry-food almsgiving. Participate in donating items to help victims in the community from various situations such as floods and to use of local food products is a set of snacks at the board of directors’ meeting and inside training.

For community development, the company has always relied on its unique employment model, where 80% of residents in Pathumthani province and the nearby vicinity are employed.

Since 2016, the Company invested 22.25% in Pracharath Rak Samakkee Pathumthani (Social Enterprise) Company Limited, that established from government’s policy that the objective is

to support for more strong local economy and people have more income. The company sends representatives to attend committee meetings and arranges for the sale of products from manufacturers in the group monthly during the convenience goods market.

**Corporate Social Responsibility Activities of Stanley Thailand Foundation (CSR after process)**

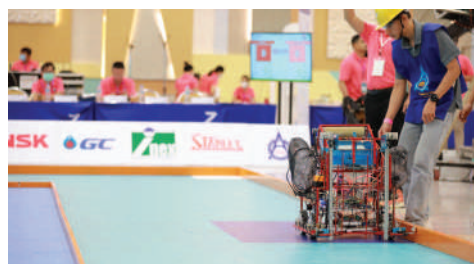
The Stanley Group has established the Stanley Thailand Foundation since 1993 with the objective of promoting education, culture, environmental protection, and improvement, helping the poor and afflicted and operates for the public benefit or cooperate with other charitable organizations for the public benefit. Almost of the activities are in Pathum Thani province which is considered a local community of Thai Stanley.

In 2023, the Stanley Thailand Foundation has organized important activities as follows.

1. Provide annual scholarships for the year 2023 to 775 students from 193 schools in Pathum Thani Province and Nakhon Ratchasima Province. The total scholarship amount is 1,000,000 baht. In addition, for schools in Nakhon Ratchasima province The Foundation also donated library books to all 7 schools amount 70,817 Baht.



2. Support robot competition TPA Robot Contest Thailand Championship, year 2023 (TPA Robot Contest Thailand Championship) organized by the Technology Promotion Association. (Thai-Japan) Amount 100,000 baht



3. Donation the sports equipment and stationery set to students in Lao PDR, the Foundation together with Lao Stanley Company Limited, Lao PDR, organized an activity to give sports equipment such as soccer balls, volleyball balls, badminton rackets and stationery sets. to 324 students from 3 schools: Viengsavanh, Sikay and Phonsavanh, Lao PDR, total amount 100,000 baht.





4. Donation for the land purchasing project of Ladlumkaew Hospital for new building in amount 1,000,000 baht.



5. Donation an electric hemostasis machine to Theparat Nakhon Ratchasima Hospital, amount 300,000 Baht



6. Support the activity of organizing a walking-running competition in the Night Run format "CHANGE THE FUTURE 2023" in the amount of 300,000 baht. The event held on Saturday, May 27, 2023, at the pier area of the Riverdale Marina project, Bang Kadi Subdistrict, Mueang District, Pathum Thani Province. To promote sports tourism in Pathum Thani Province Create awareness and publicize Pathum Thani Province to be known. The province's economy was stimulated. and part of the proceeds are donated to Latlumkaew Hospital



7. Cultural promotion activities to supports the Pathum Thani Rowing Club. In the traditional long boat race Pathum Thani Province, year 2023, amount 100,000 baht.



8. Donation items used in daily life such as rice, dry food, detergents, and dettol liquid to AIDS patients in the hospital of Wat Phra Bat Namphu Lopburi Province and lame person in Ruampanya Lame Person ,Nonthaburi province, total amount 120,000 baht



Business operations that affect social responsibility - None



## 4. Management Analysis and explanations

### 4.1 Overview results operations

#### Overview results operations

In fiscal year 2023 (April 1, 2023 - March 31, 2024), the company's overall operating performance decrease from fiscal year 2022, with total revenues decreasing by 0.47% and net profits increasing by 0.64%, the operating results are in line with the country's automotive industry which has slowed down.

The car market with a total production of 1,841,686 units, decreasing from the year 2022 with a production of 1,883,515 units, representing a decrease of 2.22%. The exports of 1,117,539 units, an increase from the year 2022 with exports of 1,000,256 units, representing an increase of 11.73%, while domestic sales amounted to 775,780 units, decrease from 2022 with sales of 849,388 units, representing a decrease of 8.67%.

The motorcycle market Overall, it has recovered as well, with a total production of 2,120,738 units, an increase from the year 2022 with a production of 2,015,940 units, representing an increase of 5.20% and domestic sales of 1,856,814 units, an increase from the year 2022 with sales of 1,792,016 units, representing an increase 3.62%

For the period January-March 2024, which corresponds to the fourth quarter of the company, the domestic automobile industry has been affected by the tightening of loan approvals by financial institutions in the domestic car sales. Due to high household debt and a weak economy, government spending, investment, and economic stimulus have slowed. There were car domestic sale 163,756 units, decrease from the same period in 2023 with a sale of 217,073 units, representing decrease of 24.56%. The car production of 414,123 units decreases from the same period in 2023 with production of 507,787 units or representing decrease of 18.45%. Export of 270,525 unit decrease from the same period in 2023 with export of 273,692 units or representing decrease 1.16%

For the motorcycle market is affected by the same factors. There were 533,398 production units, decrease from the same period in 2023 with a total production of 580,678 units, representing decrease of 8.14% and with domestic sales of 447,604 units, decrease from the same period in 2023 that sales of 506,566 units, representing decrease of 11.64%.

#### Operating result and profitability

In the fiscal year 2023, the company has sales and service revenues of 14,379.93 million baht, decrease of 0.47% from the previous year, the details of which are as follows:

Domestic sales amounted to 8,965.68 million baht, representing 62.35%, decrease of 5.64% from the previous year, and Export sales 5,414.25 million baht, representing 37.65%, an increase of 9.47% decrease from the previous year, according to industry conditions.

Sales by product category, the proportion is as follows. Automotive bulbs 310.50 million baht, representing 2.16%, decrease of 21.39% from the previous year, Automotive lamps 13,846.11

million baht, representing 96.29%, an increase 0.63% from the previous year, Molds and designs 223.31 million baht, representing 1.55%, an increase of 87.51% from the previous year.

The company's other income total 379.42 million baht, an increase of 51.10% from the previous year due to an increase in dividend income that the company invests in Stanley group company and an increase in interest income from higher interest rates and an increase in the amount of investment in fixed-term bank deposits.

The company's cost of sales was 11,828.85 million baht, representing 82.26% of sales, decrease of 0.09% from the previous year.

The company has a gross profit of 2,551.08 million baht, representing of 17.74% of sales, decrease of 2.21% from the previous year from controlling the use of raw materials for maximum efficiency.

For Selling and administrative expenses 1,129.30 million baht, representing of 7.85% of sales, increased by 3.29% from the previous year, increasing from changed the rate of sale commission.

The company's operating profit was 1,801.20 million baht, representing 12.53% of sales, an increase of 1.96% from the previous year, and had a net profit of 1,56.92 million baht, representing 12.22% of sales, an increase of 0.64% from the previous year from the company tried to control various costs and dividend received from Stanley group.

## **Asset Management**

### **Total Assets**

As of March 31, 2024, the company has total assets of 24,777.83 million baht, an increase of 1.86% from the previous year, which are as follows:

- Current assets 11,828.59 million baht or representing 47.74% of total assets, an increase of 5.94% from the previous year due to an increase in investment in bank deposits in the form of fixed deposits with a maturity of 3 months or more but not exceeding 12 months.
- Non-current assets of 12,949.24 million baht, representing 52.26% of total assets. A slight decrease of 1.60% was from a decrease in property, plant and equipment due to the utilization of existing assets for maximum benefit. And there are additional items from the measurement of the fair value of investments in other companies. Including the recognition of the better performance of the investment in an associated company, Vietnam Stanley Co., Ltd.

Overall, the company can use existing assets to manage with increased profits. As a result, the return on total assets increased to 7.16%, compared with 7.37% of last year. And the rate of return on fixed assets was 36.46%, an increase from the previous year with a rate of 33.83%, while the asset turnover rate was 0.58 times, a decrease compared to the previous year with a rate of 0.59 times.

### **Liabilities**

The company has total liabilities of 3,075.74 million baht or representing 12.41% of total assets, an increase of 1.22% from the previous year. In this regard, the Company's payable turnover ratio increased to 12.04 times, an increase from 11.51 times in the previous year.

## Equity

The company has equity of 21,702.09 million baht or 87.59% of total assets, an increase of 1.95% from the previous year. And the return on equity decreased to 8.17%, decrease from the previous year's rate of 8.45%.

## Liquidity and Capital Adequacy

The company has net cash and cash equivalents of 2,000.19 million baht, a decrease of 4.03% from the previous year, with a liquidity ratio of 6.11 times, an increase from the previous year's rate of 5.60%, which is in a high liquidity level. And from the cash flow statement the company had cash received from operating activities of 3,015.75 million baht, net cash used in investing activities of 1,571.86 million baht, and used in financing activities by Dividend payment 1,532.49 million baht, As a result, the balance of cash and equivalents at the end of the year was 2,000.190 million baht. The company expects that the cash balance is sufficient for the company's operations.

## Obligations relating to liabilities and management of obligations outside balance sheet

The company still adheres to the policy of using the company's cash flow to invest and spend in the company, do not focus on borrowing. In the past year, the Company had no loan and interest expenses. The company's liabilities are only trade payables and trade liabilities as normal business operations. As a result, the company has a debt-to-equity ratio of 0.14 times, which is considered very good.

## 4.2 Factors or incidents that may materially affect future financial position/operation

The economic conditions and automotive industry It is the main factor that directly affects the company's operations. Currently, the economy is recovering from the epidemic situation. COVID-19 virus and a shortage of parts for automotive manufacturers and the Russian-Ukrainian crisis that resulted in higher oil prices affecting the economy as well. Therefore, the situation must be monitored closely and continuously. The company is still trying to use various cost reduction measures to accommodate such situations.

The company continues to focus on and support the budget for product research and development. The customers still have plans to launch new products continuously. Which the company continues to be entrusted in the production of lighting equipment throughout.

## 4.3 Information from financial statements and key financial ratios

### (1) Summary Financial Information Performance in the past 3 years

- a) Auditing reports for the past 3 years, the auditor has expressed an opinion certifying that the financial statements reflect the financial position, results of operations and cash flows, in material respects, in accordance with the Thai Financial Reporting Standards.

The company's financial statements have never been ordered to be amended by the Securities and Exchange Commission (SEC).

## b) Summary of financial statements

	31 March 2024 (Million Baht)	31 March 2023 (Million Baht)	31 March 2022 (Million Baht)
<b>Statements of Financial Position</b>			
Total current assets	11,828.59	11,165.24	9,539.14
Total non-current assets	12,949.24	13,160.16	13,517.52
Total assets	24,777.83	24,325.40	23,056.66
Total current liabilities	1,935.84	1,992.33	2,065.24
Total non-current liabilities	1,139.90	1,046.36	964.64
Total liabilities	3,075.74	3,038.69	3,029.88
Total equity	21,702.09	21,286.71	20,026.78
Total liabilities and equity	24,777.83	24,325.40	23,056.66
<b>Statements of Income</b>			
Revenues from sales and services	14,379.93	14,447.85	13,582.33
Cost of sales and services	11,828.85	11,839.11	11,092.51
Gross profit	2,551.08	2,608.75	2,489.82
Selling and Administrative expenses	1,129.29	1,093.35	1,024.34
Other income	379.42	251.11	143.11
Share of profit from investments in an associate and a joint venture	378.11	386.96	281.61
Profit before income tax	2,179.31	2,153.47	1,890.20
Income tax	422.39	407.79	369.40
Net profit for the year	1,756.92	1,745.68	1,520.80
<b>Statements of Cash Flows</b>			
Net cash received from operating activities	3,016.49	2,995.26	2,573.10
Net cash used in investing activities	(1,571.86)	(2,911.40)	(2,161.00)
Net cash used in financing activity	(1,532.49)	(651.31)	(421.44)
Net increase (decrease) in cash and cash equivalents	(87.86)	(567.45)	(9.34)
Cash and cash equivalents at beginning of the year	2,084.20	2,655.94	2,663.33
Effects of exchange rate changes	3.85	(4.29)	1.95
Cash and cash equivalents at end of the year	2,000.19	2,084.20	2,655.94

## C) Financial ratio

(Statement of investment by equity method)		Audited		
		31 March 2024	31 March 2023	31 March 2022
<b>Liquidity Ratio</b>				
Current Ratio	(Time)	6.11	5.60	4.62
Quick Ratio	(Time)	5.80	5.35	4.27
Cash Ratio	(Time)	1.54	0.74	1.28
Receivable Turnover Ratio	(Time)	5.79	5.54	5.53
Collection Period	(Day)	63.21	65.88	66.00
Finished Goods Turnover Ratio	(Time)	102.98	117.23	117.18
Average selling time of finished goods	(Day)	3.55	3.11	3.11
Inventory turnover ratio	(Time)	21.61	18.10	18.57
Average sales lead time	(Day)	16.94	20.17	19.66
Payable turnover ratio	(Time)	12.04	11.51	10.61
Payment period	(Day)	30.40	31.71	34.40
Cash Cycle	(Day)	49.75	54.34	51.26
<b>Profitability Ratio</b>				
Gross Profit Margin	(%)	17.74	18.06	18.33
Operation Profit Margin	(%)	12.53	12.23	11.84
Other profit Margin	(%)	_**	_**	_**
Cash margin	(%)	167.47	169.56	159.96
Net profit margin	(%)	11.90	11.88	11.08
Return on Equity	(%)	8.17	8.45	7.85
<b>Efficiency Ratio</b>				
Return on Assets	(%)	7.16	7.37	6.82
Return on Fixed Assets	(%)	36.46	33.83	30.48
Asset Turnover	(Time)	0.58	0.31	0.61
<b>Financial Policy Analysis Ratio</b>				
Debt to Equity Ratio	(Time)	0.14	0.14	0.15

(Statement of investment by equity method)		Audited		
		31 March 2024	31 March 2023	31 March 2022
Interest Coverage Ratio	(Time)	_**	_**	_**
Interest-bearing liabilities to earnings before interest expense	(Time)	_**	_**	_**
Income tax Depreciation and Amortization				
Ability to settle obligations	(Time)	_**	_**	_**
(CASH BASIS)				
Dividend payout ratio	(%)	*	93.74	44.48

\* Waiting approved from the Annual General Meeting of Shareholders No.1/2024 and calculate from Net Profit – The company only

\*\* The company has no interest expenses , no interest bearing debt

\*\*\* The company has no other profits that are not from the operation



## 5. Company Information

### 5.1 General Information

#### (1) Company information

##### Thai Stanley Electric Public Company Limited

Public Registered No. 107536000765

Address 29/3 M.1 Bangpoon-Rungsit Road, Banklang, Muang Pathumthanee 12000

Telephone 02-581-5462-3, Facsimile 02-581-5397, website [www.thaistanley.com](http://www.thaistanley.com)

Paid up capital 383,125,000.- Baht

(Three hundred eighty-three million and one hundred twenty-five thousand baht)

Common share 76,625,000 share par value 5 Baht

##### Reference Registrar

Thailand Securities Depository Co.,Ltd.

The Stock Exchange of Thailand Building

93 Ratchadapisek Road, Dindang Bangkok 10400

Telephone : 0-2009-9000 Facsimile : 0-2009-9991

##### Auditor

Mr. Vichien Khingmontri

Certified Public Accountant (Thailand) No.3977

PricewaterhouseCoopers ABAS Limited.

15th Floor Bangkok City Tower , 179/74-80

South Sathorn Road, Bangkok 10120

Telephone : 0-2844-1000 Facsimile : 0-2286-5050

##### Law Consultant

Bangkok Global Law Offices Co.,Ltd.

540, Unit 1705, 17th Floor, Mercury Tower,

Ploenchit Road, Lumpini Sub-district,

Pathumwan District, Bangkok 10330 Thailand

Tel: +66 (0) 2 252-5895-6 Facsimile : +66 (0) 2 252-5897

## 5.2 Other data

- None

## 5.3 Legal Disputes

- None

## 5.4 Secondary market

- None

## 5.5 Contacted financial institutions (Only if the company issues debt instruments)

- None

# Part 2

## Corporate Governance



## 6. The Corporate Governance Policy

The Board of Directors attaches great importance to corporate governance. The company has a transparent business operation, honesty, fair competition, environmental and social considerations.

### 6.1 Overview of Corporate Governance Policies and Practices

The board has developed the corporate governance policy since year 2007 with details as follows:

1. Providing of business ethics and code of conduct for directors and employee and monitor for compliance with these codes, and occasionally review and update them.
2. Providing of the clear and appropriate structure, roles, duty, and responsibilities of the board of directors and the executives.
3. Board self-evaluation should be conducted.
4. Providing, maintaining, and review the financial control, operating control, and corporate Governance to effectiveness and to ensure that all company's activities are conducted in accordance with relevant law and ethical standards and performing of risk management and focus to warning signs and unusual transactions.
5. Important information on the company's business is disclosed correctly, accurately, transparency and on a timely basis to shareholders as well as stakeholders.
6. Providing of reliable financial report System and Auditing System, and evaluating of the adequacy of internal control, risk management, and performance monitoring systems.
7. Making sure that the right of those shareholders and all stakeholders are properly protected and treated.
8. Thoroughly and transparency care taking and resolving of any occurrence of all conflict of interest.
9. Arranging of environmental and social policies.

#### 6.1.1 Policies and practices related to the Board of Directors

To comply with the corporate governance policy The company has prepared the code of conduct for directors and employees. To abide by the guidelines to prevent damage that may occur from misconduct of the person in the company by publishing as a manual for directors, executives, and employees to acknowledge and abide. This includes the vision and ethics are provided in the orientation program of directors, executives, and new employees, which are disclosed on the website. ([www.thaistanley.com](http://www.thaistanley.com)) of the company as well.

The Company has also prepared the Board's Charter, that the objective is to cooperate with the management to operate the business to achieve the highest goals and in accordance with the vision, mission, and business ethics and in accordance with the principles of good corporate governance.

#### 6.1.2 Policies and practices concerning shareholders and stakeholders

The Company has policies and guidelines regarding shareholders and stakeholders, which is to ensure that the rights of shareholders and stakeholders be protected and treated equally.

The board and executives will consider the impact on shareholders and stakeholders in making decisions about the company's activities.

## 6.2 Business ethics

The company has established a code of conduct for directors and employees and the Stanley Group has issued a Code of Conduct for employees of the Stanley Group that publish and distribute to all employees, executives, directors for serve as a guideline for working and including employees of the Stanley Group.

## 6.3 The significant changings and developments in policies, practices and corporate governance systems in the past year

### 6.3.1 Information on significant changes and developments related to the review of policies, practices and the corporate governance system

The company requires that various policies be reviewed every 3 years, including the corporate governance policy, Board's Charter, Board of Directors Meeting Regulation, Board Self-evaluation Program , The Purchase and Selling goods and property Policy , Code of Conduct for Directors and Employees and Anti-Corruption Policy . Recently, the Board of Director have considered and reviewed Internal Audit Charter, Audit Committee Charter, and the self-evaluation form of the sub-committees on October 27, 2023, with resolution such all charter is appropriate.

### 6.3.2 Principles of good corporate governance that have not yet been implemented

According to the principles of good corporate governance for listed companies in 2012 of the Stock Exchange of Thailand and principles of good governance for listed companies in 2017, There are still some issues that the Company is still in the process of considering for complete implementation, such as the establishment of sub-committees in Nomination and Remuneration Committee, Determining the tenure of the Audit Committee.

### 6.3.3 Other practice from the corporate governance

The company has complied with Principles of Good Corporate Governance for Listed Companies 2012 of the Stock Exchange of Thailand and Good Corporate Governance Principles for Listed Companies 2017 of the Securities and Exchange Commission.

The board of director has complied with the corporate governance policy; the summary of those 5 sections are as follows:

#### 1. Rights of Shareholders

The company is committed to ensuring that the basic right of the shareholders is protected and treated in an equal manner as regulated by law. The company gives the right to shareholders to independently buy, sell, or transfer the securities that they are holding. The shareholders are eligible to receive dividend, participate in the shareholder meeting, freely express opinion in the meeting, and can take part in making key decision such as board election, key business transaction approval, and key company letters amendment. In addition, the company promotes the right of shareholders and facilitates as follows:

## 1.1 The right to receive important and necessary information

The company ensures that information is disclosed that is accurate, complete, transparent, and timely to shareholders and stakeholders as required by related regulations. Such information will also be posted on the website as another information channel for shareholders, including other key information such as investment structure, shareholders, management policy, members of the board of directors and so on, as well as other financial information and the information disseminated to the public so that the shareholders and the stakeholders will receive the same information.

The company uses the criteria for determining the list of shareholders (Record Date) for the Annual General Meeting of Shareholders that for all shareholders to have time to consider necessary and sufficient information about the shareholders' meeting, which includes the date, time, venue, and agenda, together with supplementary details for each agenda in advance. The company posts such information on the company's website 30 days before the shareholder meeting date.

In 2023, the company held an online general meeting of shareholders (E-AGM) on June 23, 2023, using the criteria for the record date of June 6, 2023, and published the meeting invitation and accompanying documents both Thai and English versions on the company website on 23 May 2023.

## 1.2 The right to participate in the shareholder meeting and the right to vote

### The Invitation Letter

The company shall send the invitation letter to the shareholders at least 14 days in advance of the shareholder meeting. The letter shall include complete and adequate details of the meeting, agenda, together with supplementary documents which will be both Thai and English language for foreign shareholders.

Details about the right to participate and vote, what documents needed to bring along will be advised. In case of being unable to attend in person, that shareholder can appoint any independent director or any person to be a proxy for him by presenting any proxy form which the company attached together with the invitation letter. The proxy form can be downloaded from the company's website.

### Facility

The practice guidelines in normal situations, the company will arrange commuting transportation

as facilitation for shareholders. Staffs to welcome and provide service to participating shareholders will be standby 2 hours in advance. Since 2022 – Present, due to the epidemic of Covid-19, the company held a meeting with the E-AGM system.

For institutional shareholders facilitate to checking number of shareholding and a name list of the various funds in advance.



For voting process, poll cards will be collected in case of disagree vote to use for processing the data of each agenda. Investigation can be done upon request from shareholders. For 2023 is the E-AGM meeting which uses the meeting program system from standard company for the votes counting.

The following persons are required to attend the shareholders' meeting:

- Every member of executive directors and audit committee
- Auditors to provide information in case of having inquiries from shareholders or lawyers
- Lawyers from the third-party company will act as a middleman for voting inspection
- Interpreters to ensure the content be understood for shareholders and committee
- Employee representatives such as the chairman of welfare committee and elected members from welfare committee

Voting one share one vote, Shareholder has votes equal to the number of shares held. Can not cumulative voting (Cumulative Voting) that from The Articles of Association setting.

### 1.3 The right to freely express opinion in the meeting

Every shareholder has an equal right to express opinion or make an inquiry with an adequate time providing for each agenda before resolution. In the shareholders' meeting, all members of the boards and executives are required to attend the meeting to answer any inquires to the meeting. In year 2021 is E-AGM meeting, the company asks shareholders to submit questions in advance. The chairman will choose questions related to the meeting to answer and to summary questions and answers as an attachment of the shareholders' meeting's minute of meeting.

### 1.4 The right to consider remuneration for board members

In the agenda of remuneration for board members, the criteria, and details of remuneration for each member will be notified.

### 1.5 Right to consider appointing director

The right to appoint and nominate the board members and then have shareholders to vote individually.

### 1.6 The right to propose meeting agendas and to nominate persons to be elected as directors

The Board of Directors gives shareholders the right to participate in proposing the agenda of the annual general meeting of shareholders and nominate persons to be elected as Director. To provide fair and equitable treatment to shareholders. The Company has therefore set the criteria and methods for shareholders to propose matters for the Board of Directors to consider including the agenda of the Annual General Meeting of Shareholders in advance. And disclose to the shareholders about their rights, Details of the aforementioned rules and procedures can be found on the company's website, and announced the dissemination of such information through the SET's news system to inform shareholders in advance.

The company invited the shareholders to propose the agendas and director nomination in advance for the 2023 Annual General Meeting period January 20 to April 20, 2023 that there was no any proposal and director nomination from the shareholders.

## 2. Equitable Treatment of Shareholders

The company pays attention to an equitable treatment to every shareholder whether or not, they are major or minor shareholder, institutional investor, or foreign investor. The implementation includes:

- 2.1 Every shareholder has right to vote depending on number of shares they are holding; one vote per share. The company have only common stock.
- 2.2 For the shareholders' meeting; the proxy forms B approved by Ministry of Commerce together with the meeting invitation letter, documents, and instruction about proxy assignment will be sent to shareholders so that they can appropriately prepare themselves for the meeting.
- 2.3 The company agrees to give the right to vote for shareholder who is late in attending the meeting; however, only for the agendas on discussion and have not been reached the resolution yet. That share will be counted for quorum starting from the agenda that he attends as well as votes onwards, unless otherwise instructed by the meeting.
- 2.4 Besides Thailand Securities Depository Co., Ltd., the share registrar of the company, who will be responsible for sending out the notice for attending shareholders' meeting for 14 days in advance of the meeting, the notice will also be posted on the company website for 30 days in advance of the meeting and published on the daily newspaper in Thai for at least 3 consecutive days and at least 7 days before the meeting date.

In 2023, send the invitation letter of the general meeting of shareholders on 14 June 2023 and publish the invitation letter in Thai language through the Khao Hoon newspaper on 12, 13 and 14 June 2023.

- 2.5 The Minutes of Shareholders' Meeting will be posted on the company website within 14 days after meeting, so that the shareholders who did not attend the meeting being able to know the same information. After the meeting, the company informed the resolution to the Stock Exchange of Thailand and for the minutes of the meeting, the company will send a copy to the Stock Exchange of Thailand and publish the minutes on the company's website within 14 days after the meeting date. Which will show the list of directors and the proportion of directors attending and not attending the meeting Voting methods, voting results and questions and answers showing the full name of the questioner and the respondents.

### 3. Role of Stakeholders

The company is aware of the rights of each group of stakeholders such as customers, suppliers, employees, shareholders, government sectors, and other related parties as well as community as specified by law and make sure that their rights are properly protected and treated and will also push for activities or operations that benefit all groups of stakeholders as follows:

3.1 Customers, that consist of manufacturers of automobiles and motorcycles that buy company products. And automotive users who also have a part of the company's products. The company has set policies regarding customers with emphasis on satisfaction and trust from customers in terms of products in kind of quality, cost, delivery, development, safety, and human relations. Which has the Marketing department responsible for liaising with each automotive company to build a reliable relationship and maximum satisfaction for each customer. The company sets up the Quality Assurance to be responsible for assurance product quality, giving advice on products, providing consultations, and receiving complaints, to make sure the customers will satisfy with the quality of products and services.

3.2 Competitor, in the competition, the company has policies and practices to fair competition and on normal business.

Since the business operation until the present, The Company has never had a dispute with a competitor on the issue of unfair competition.

3.3 Suppliers, Supplier is one of business partners. The company have policy that strictly complies with agreement or contract made with the suppliers by adhering to operating business with integrity to self and to other parties in accordance with law and related rules and regulations. The supplier selection is according to purchasing policy that consider cover to company documents, performance, environmental, employee practical and human rights.

The Stanley Group has an environmentally friendly procurement guideline (Green Procurement Guideline) with the concept of "not producing", "not using" and "not discarding" substances that have an impact on the environment to be friendly. more environmentally friendly" and reducing the environmental impact associated with the overall product life cycle through purchasing, manufacturing, selling, using, disposing, and recycling. The company has forwarded this idea by disseminating and requesting cooperation to all the company's trading partners.

In addition, there are regular activities with partners, such as organizing meetings to inform policies, company news and hearing other comments and take award QCD for vendors with quality of products and delivery on time.

The company initiated the project of developing raw material suppliers to be quality suppliers by delivering goods on time, being competitive which leads to quality raw material with reasonable price. The project has been carried on until present.

The company also provides customer support and encourage vendors to be certified to international standards as quality assessment to provide a quality of supply chain.

The company underlines our treatment of sellers/suppliers as our creditor where we strictly comply to the terms and conditions and financial obligations. The management is subject to a clear authorization and approval condition when conducting debt guarantee and other financial transactions.

- 3.4 Employees, the company realizes that the company is growing because of the cooperation of every employee so the employees are valuable resource of the company. The company policy are cover employee sustain in respect with safety and occupational health, welfare, recreational activities, training and development, privilege for employees, human right by adhering to the principles of Thai labor standards which the company has been certified TLS800-2020 (since June 2008 until present) from Ministry of Labor and Social Welfare.

The company introduced employee development system in name the STARS Plan System, from Stanley Group which covers wages, position systems, hierarchy, migration, job evaluation which must be based on fair, appropriate and acceptable principles.

- 3.5 Shareholders, the company policy is to protect shareholders' rights in an equitable manner as required by law. The policy is set that dividend paid to shareholders will not be less than 30% of net profit (Financial Statement - The company only) and allow shareholders to visit the company after finishing Shareholders' Meeting or the next available time.
- 3.6 Society and Community, The company recognizes the importance of society and local communities that the company have become a part of society, so from founding to the present in addition to the employment that most of the employees live in communities nearby the company, The company also regularly participates in supporting activities of local communities such as temples, schools and municipality.

The company has been doing social activities under the name of Stanley Thailand Foundation and reported the foundation activities in this report item Driving business for sustainability.

#### 4. Disclosure and Transparency

The company and the executive committee focus on managing and operating business under the principle of good governance and being aware of information disclosure with accuracy and in timely fashion as specified by regulatory agencies. Therefore, the company sets the policy and practice regarding information disclosure as follows:

##### 4.1 Information Policy

- Disseminating information about the company must be aligned to disclosure policy and under the scope of laws, provisions, and related regulations.

- Disseminating information about the company must be clear, accurate, complete, transparent, and reliable. The information must be explained clearly, easy to understand, and promptly to stakeholders.
- The information must be fair to all parties by treating all parties in an equitable and consistent manner under the scope of operation practice, also avoid causing conflict of interest.
- Ensure that such dissemination will not cause negative impact on relationship between the customers and the company or violate the privacy of customers, shareholders, or other stakeholders.
- Performing duty about disseminating confidential information must be complied with the company rules and regulations specified in the code of conduct for the board of directors and employees.

#### 4.2 Communication

Chairman of the Board of Directors and President have authority to notify key information of the company and can delegate to management to give information about its own function through responsible department or person in charge of investor relation. The Company information is available for customers, shareholders, investors, or interested persons or requesting for more information via the company website (<http://www.thaistanley.com>).

In addition, the company has appointed Investor Relations officer; in charge of providing general news and respond to inquiries, coordinating with staff or involved person to provide news and answer to inquiries, monitoring financial and information reporting system notified to various regulatory agencies. To contact Investor Relations, please call 02 581 5462 ext.1164 email [adths@thaistanley.com](mailto:adths@thaistanley.com) or [info@thaistanley.com](mailto:info@thaistanley.com).

#### 4.3 Communication Standard and Channel

Company performance and general information will be periodically communicated to shareholders, investors and public through media of Stock Exchange of Thailand and company website.

Meeting with securities analysts is held in a quarterly basis. Information that is revealed to analysts in the meeting will be posted on the company website. The company has no policy to meet analyst, fund manager, investor, or any person interested in investing with company individually.

News and information about the company is available on the company website (<http://www.thaistanley.com>) which includes:

- Vision, Management Policy, Governance Policy
- Disclosure policy consists of information policy, communication channels to the company, authorized spokesman, type of communication and information disclosure to public

- Financial information such as financial statement, key financial information, financial ratio, rate of dividend and so on.
- Company information such as type of business, board of directors, executive directors, and shareholder structure.
- Shareholders' Meeting information such as Minutes of Meeting, pictures from the meeting, VDOs presented in the shareholders' meeting.
- Annual Report and other reports submitted to Stock Exchange of Thailand and Securities and Exchange Commission
- Investor Relations activities such as quarterly meeting with securities analysts

## 5. Board Responsibilities

Report on interest of directors and executives

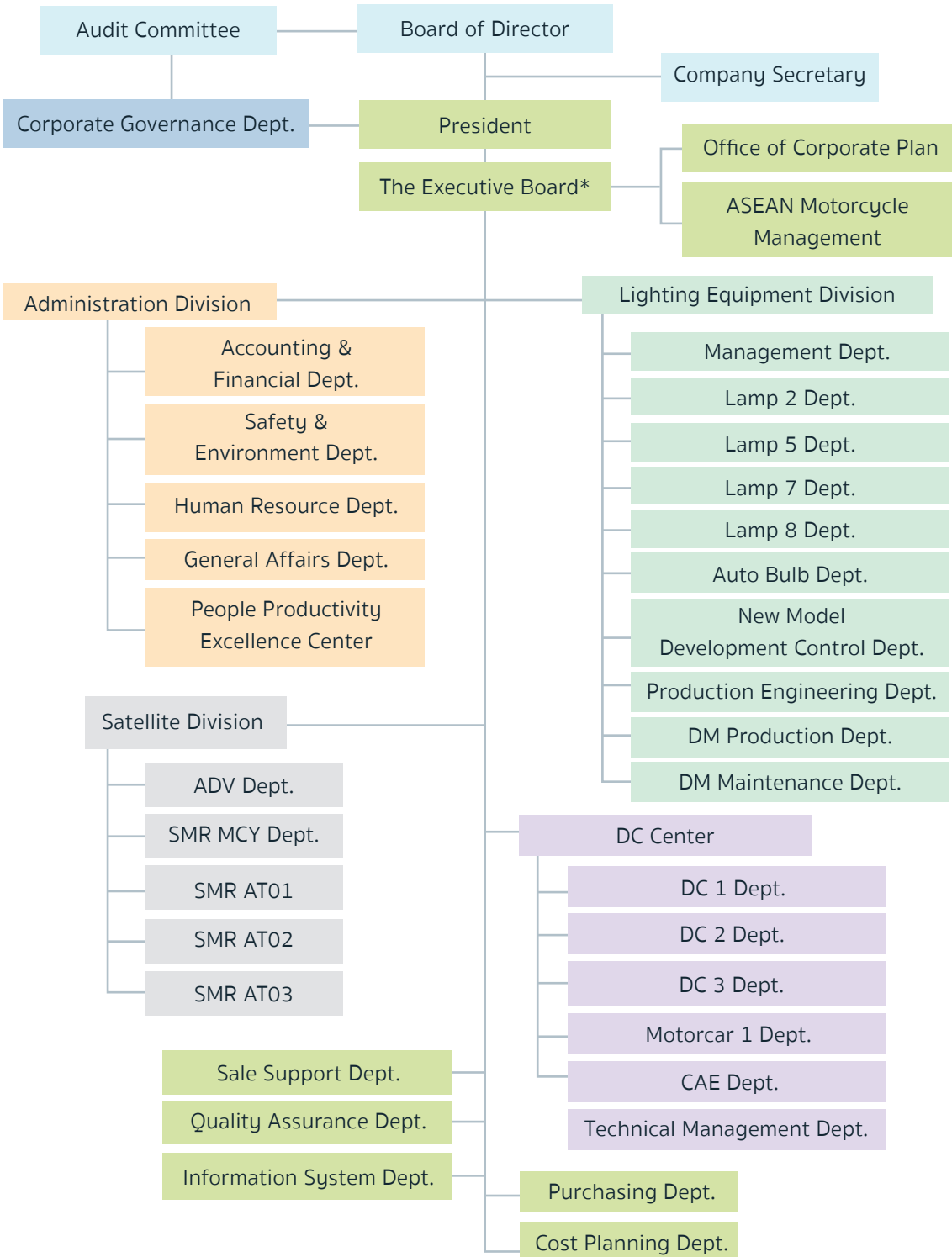
At the end of each fiscal year (March 31), the company requires directors and executives that have a duty to report their own interests and related persons under Section 89/14 of the Securities and Exchange Act BE 2535, as amended by the Securities and Exchange Act (No. 4), 2008, requiring directors and executives prepare reports of their own interests or related persons. Which is a vested interest in the management of the business of the company or subsidiary for the company to have information for the implementation of the regulations relating to connected transactions The Company Secretary will collect and report to the Chairman of the Audit Committee in every May.



# 7. Corporate governance structure and important information about the board Sub-committees, executives, employees and others

## 7.1 Corporate governance structure

Organizational Management Chart



## 7.2 Directors Data

### 7.2.1 Composition of the Board of Directors

Board of Directors as of March 31, 2024, there are 12 persons. The company determines the structure of the directors, board qualifications roles and responsibilities, nomination and appointment of directors and board performance appraisal in the Board's Charter as follows:

The Board of Director's structure consists of

1. Executive Directors: involving in managing day to day operations or have authority to sign and bind the company, total 4 persons or 33.33% of total members.
2. Non-Executive Directors including independent directors totalling 8 persons or 66.67% of the total Directors, details as follows:

Female directors total 2 persons.

Independent directors total 4 persons , accounted for one-third of the Board's total numbers which is in accordance with the provision of Securities and Exchange Act (No. 4) B.E. 2008, be independent and has no connection with the management and major shareholders of the Company.

All directors are qualified in terms of knowledge and experience required for company business operation and focus on performing their role.

### 7.2.2 Directors data and Authority persons

Name		Position
1. Mr. Apichart	Lee-issaranukul	Executive Chairman
2. Mr. Kazunori	Nakai	President
3. Mr. Thanong	Lee-issaranukul	Director
4. Mr. Etsuya	Kawashima	Director
5. Mrs. Pimjai	Lee-issaranukul	Director
6. Mrs. Pomtip	Sethiwan	Director
7. Mr. Yasuaki	Kaizumi	Director
8. Mr. Toru	Tanabe	Director
9. Mr. Picharn	Sukparangsee	Independent Director
10. Mr. Krisada	Visavateeranon	Independent Director and Chairman Audit Committee
11. Mr. Suchart	Phisitvanich	Independent Director and Audit Committee
12. Mr. Wiboon	Rasmeepaisarn	Independent Director and Audit Committee

## Authorized directors and condition

Mr.Apichart Lee-issaranukul or Mr.Thanong Lee-issaranukul sign with Mr.Kazunori Nakai or Mr.Etsuya Kawashima and company seal

### 7.2.3 The Board of Directors' s roles and responsibilities

#### Authority of the Chairman

The Chairman has duties as the policy leader. Set a vision and supervise the work of the executives. Promote the performance of duties of the board of director to achieve its objectives and promote relationships among the committee. The chairman is a different person from the President and clearly separating duties from each other.

#### Authority of the Board of Directors

The framework of the Board's duties and responsibilities includes organizational strategies, corporate governance, human resources management, financial reporting, information disclosure and communications as follows:

1. Organizational strategies review and advise on key strategies and policies, financial objectives, and other plans, including the Company's budget. Monitor the implementation of the Company's plans and policies.
2. Corporate governance, establish a policy of corporate governance and regularly evaluate the outcome in practice. Ensure that all stakeholders are properly protected and treated. Create a proper understanding on various matters among different classes of stakeholders and ask for their cooperation in enhancing the stability of the Company's business.

Determine the necessary procedures and mechanisms to ensure that all the Company's activities comply with the law and are carried out on a sound moral basis.

Make available the code of conduct or code of ethics, monitor the directors' and employees' compliance with these codes, and occasionally review and update them.

Prepare, maintain and review the financial control, operating control, corporate governance and risk management, and be alerted to warning signs and irregularities on any transactions.

Establish an independent internal control unit with a precise definition of roles, duties, and responsibilities.

Ensure that the existing structural and procedural requirements of the Board concerning corporate governance and the code of ethics are effective enough and may be adjusted if necessary.

Monitor and resolve any conflict of interests which may arise relating to management, the Board and shareholders, any illegal use of the Company's assets, and any irregularities on connected transactions.

3. Human resources management, to appoint the executive committee and evaluate their performance once a year. Appoint the Company secretary, whose main duties relate to

Board meetings and shareholder meetings. The Company secretary's duties include providing legal advice to the Board.

4. Financial reporting, ensure that the financial reporting and audit system is reliable and efficient mechanisms are made available to evaluate the adequacy of internal control, risk management and performance monitoring systems.

From the company's regulations, the authority of the Board of Directors is to take responsible for the company's business management, making decision and to supervise the business within the scope and law, as well as the company's objective and regulations.

#### Approval authority of the board of directors

The company has determined the matter to be approved by the board of directors in the regulations regarding the board meeting, such as

- 1) Considering the calling of the general meeting of shareholders and the resolution of the draft document proposed for consideration
- 2) Considering calling for the extraordinary general meeting of shareholders and voting on draft documents proposed for consideration
- 3) Considering and approving documents, financial statements, including the balance sheet, profit and loss statements of the company to send the SET
- 4) Selection of the appointment of directors and the release of directors
- 5) Considering and approving the trading of shares of rival companies and the trading of company shares of directors
- 6) Consider issuing new shares and buy back the company's shares
- 7) Consider paying interim dividends.
- 8) Acquisition or disposal of assets
- 9) Debt (expanding credit lines and borrowing from new sources debt guarantee)
- 10) Set-cancel-change rights in mortgaged property.
- 11) Set boundaries and assign authority and duties to directors.
- 12) Appoint an executive board and determine an authority and duties.
- 13) Determine the topics assigned authority and duties from the resolution of the shareholder meeting.
- 14) Establish, merge, and dispose of subsidiary companies.
- 15) Making, amending, or cancelling contracts with external parties. This will have a huge impact on administration.
- 16) Donations and non-remunerative acts which is very valuable (Donations of more than 5,000,000 baht per topic)
- 17) Establishment and change of administrative regulations (such as memorandum of association Board regulations)
- 18) Items that must be approved by the Board of Directors' meeting. According to the law on securities and stock exchange Including relevant rules, regulations, announcements and circulars. of the Stock Exchange.
- 19) Other topics that the Chairman of the Board deems appropriate.

Except the following topics that must get approval from shareholders' meeting.

1. Anything that has been stated by law has to get the shareholders' conclusion.
2. Conduction of any related items that meet the criteria of getting permission from shareholders' meeting.

#### Term of Director

Board of directors has a term of 3 years, when the term is expired directors may be considered for re-election by the shareholders' meeting.

The Company setting for directors can serve as director in no more than 5 listed companies, there are no exceptions that for the efficiency of their duties.

## 7.3 Sub Committee

### 7.3.1 Sub Committee Data

The Company has 1 sub-committees as follows:

#### **Audit Committee**

Appointed by the Board of Directors, the Audit Committee is found to be fully qualified in accordance with the criteria stated in the laws governing securities and exchange as well as the Stock Exchange of Thailand's requirements. The Audit Committee is to remain impartial and has no interest either directly or indirectly in a manner that could jeopardize its discretion and independent responsibility.

#### Structure of Audit Committee

Consisting of 3 independent directors; one of those has enough knowledge and adequate experience to review the reliability and accuracy of financial statement. Role and responsibility is clearly stated in the audit committee charter, amended for additional roles on 8 August 2019 to be in accordance with the notice from Stock Exchange of Thailand subject: Qualification and scope of work for audit committee B.E.2551.

#### Authorities of audit committee are as follow

1. The Audit Committee is responsible to the Board of Directors in accordance with the duties assigned as follows
  - 1.1 To verify and assure that the Company's financial report is accurate and sufficiently disclosed
  - 1.2 To verify and assure that the Company shall have an appropriate and effective internal control and internal audit systems. To consider the independence of the internal audit agency, as well as provide an approval for an appointment, transfer, termination of the chief of the internal audit agency or any other agencies responsible for the internal audit.
  - 1.3 To Review that the Company has acted compliance with the company's anti-corruption policy.

- 1.4 To verify and assure that the Company has acted in compliance with the law on Securities and Exchange, requirements of the Stock Exchange of Thailand, and other laws in relation to the Company's business
  - 1.5 To consider, select, propose to appoint an independent person(s) to perform the duty as the Company's auditor. To propose remuneration for that person(s) and to participate in a meeting with the auditors without the management involvement at least once a year.
  - 1.6 To consider connected transactions and any transaction that may have a conflict of interests by referring to the requirements of laws and the Stock Exchange of Thailand, to assure that such transactions are reasonable and resulted in maximum benefits to the Company.
  - 1.7 To prepare a report of the Committee as disclosed in the Company's Annual Report which must be signed by the Chairman of the Audit Committee and must consist of the information as follows (at least);
    - An opinion(s) about an accuracy, completion and reliability of the Company's financial report.
    - An opinion(s) about the adequacy of the Company's internal control systems.
    - An opinion(s) about an action in compliance with law of Securities and Stock Exchange, provisions of the Stock Exchange of Thailand or any related laws regarding the Company's business.
    - An opinion(s) about an appropriateness of the auditors.
    - An opinion(s) about any financial transaction that may have a conflict of interests.
    - A total number of the Committee's meetings and each member's meeting participation.
    - An overall opinion(s) or an observation(s) obtained by the Committee from the operation as required in this charter.
    - Other essential information or transactions as deemed to be acknowledged by shareholders and investors under the scope and responsibilities assigned to them by the Board of Directors.
  - 1.8 Any other operation as assigned by the Board of Directors with an approval by the Committee.
2. One of the Audit Committee's tasks is when suspicion is found in a transaction or an action that could materially affect the company's financial position and operation results, the Audit Committee is to report such incident to the Board for remedy. If the Audit Committee fails to do so, any committee member may report it to the Securities and Exchange Commission (SEC) or to the Stock Exchange of Thailand.

#### Term of Audit Committee

The audit committee has a term of 3 years. When the term is expired the Board of Directors may be considered for re-election.

### 7.3.2 Name list of Sub Committee

Audit Committee name list		Position
1. Mr.Krisada	Visavateeranon	Chairman Audit Committee
2. Mr. Suchart	Phisitvanich	Audit Committee
3. Mr. Wiboon	Rasmeepaisarn	Audit Committee

#### (2) The Audit Committee who adequate expertise and experience in accounting and financial to audit creditability of the financial reports

##### Mr.Wiboon Rasmeepaisarn

##### Education

- Master Degree (Business Administration), Thammasat University (M.B.A.)
- Bachelor Degree (Accounting), Chulalongkorn University (B.A., Accounting)

##### Working Experience

2021 – Present	Director Sanas Technology Company Limited
2021 – Present	Executive Director Professional Laboratory Management Corp. Public Company Limited
2018 – Present	Independent Director, Audit Committee Mena Transport Public Company Limited
2015 – Present	Independent Director, Audit Committee, Risk Management Committee, Nomination and Remuneration Committee Ananda Development Property Public Company Limited.
2009 – Present	Director and Executive committee Eltek Power Company Limited.
2003 – Present	Director, Risk Management Committee Member, NFC Public Company Limited
1992 – Present	Director and Managing Director Warach Paisarn Company Limited. (Accounting Audit Office)

Audit committee performs its duty by having the support from internal audit as an operation unit and report to audit committee. Also, the committee can asks for advices from independent advisor its expense is absorbed by the company.

Audit Committee Meeting According to the Audit Committee Charter Requires meetings to be held at least four times a year, or more when necessary. The quorum must not be less than one-half of the total number of Audit Committee members and can invite executives or people who are involved in various matters Come in and ask for details directly at the meeting and a meeting with the auditor without the management attending the meeting. at least once a year. Voting shall be made by a majority of votes, provided that the Audit Committee is prohibited from participating in the consideration of matters that have interests.

Performance Report The audit committee must evaluate performance results and report the results of the assessment to the Board of Directors every year.



## 7.4 The Executive Management Data

### 7.4.1 Name List of The Executive Management

Name		Position
1. Mr. Apichart	Lee-issaranukul	Executive Chairman and Executive General Manager Administration Division*
2. Mr. Kazunori	Nakai	President
3. Mr. Etsuya	Kawashima	Director and Executive General Manager of Lighting Equipment Division
4. Mr. Yusuke	Ikejima	Executive General Manager of Satellite Division
5. Mr. Kasuya	Shiraishi	Executive General Manager of DC Center
6. Mr. Koichi	Ozawa	Executive General Manager of Office of Corporate Plan
7. Mr. Anuphong	Thommanakarn**	Deputy Executive General Manager of Lighting Equipment Division

#### Executives in the Finance and Accounting Department

The company has designated Mr. Apichart Leeissaranukul, Executive General Manager, Administration Division, as Chief Finance Officer (CFO). His qualifications meet the requirements of the Stock Exchange of Thailand (SET).

\* Ms. Supatra Rattanachinchai, General Manager, Financial and Accounting Department, is responsible for accounting. Her qualifications and conditions as the bookkeeper meet the criteria stated in the Notification of Department of Business Development. She has also attended continued training in accounting, which is following criteria stated in Department of Business Development's notification No. Tor Jor 39/2559.

\*\* Not an executive as defined by the SEC's announcement

### 7.4.2 Director and The Executive Remuneration Policy

#### (1) Remuneration in cash

Director's Remuneration approved by the shareholders' meeting by a propose from the Board of Directors. The remuneration policy for director on the appropriate consideration and comparing with the remuneration for the directors paid by the companies listed in Stock Exchange of Thailand with the same size of business or the same industry.

In year 2023, the Annual General Meeting of Shareholders approved the remuneration of directors in the amount of 7 million baht increasing 40% from the previous year (From 2010 - 2022, the approved amount is 5,000,000 baht). The conditions and criteria for payment are under the discretion of the Board of Directors.

The composition of the directors' remuneration consists of the remuneration of the board, Audit Committee Compensation, and meeting allowance (only directors and audit committee members attending the meeting)

The policy of remuneration for the executives shall be considered from their roles and responsibilities as well as performance.

## (2) Other remuneration

- Other remuneration of directors - There is no other compensation or other benefits, other than monthly director fee and meeting allowance.
- Other remuneration of executive director - The company provides a provident fund for Thai executive directors, which the company has contributed at the rate of 7% of salary as well as contributions to employees

### 7.4.3 The total remuneration of the Executive Directors and Executives for the year 2023, details are as follows:

- The company paid the remuneration for executive board as salary and bonus to 7 persons amount 37.39 million baht

- Other remuneration of executive director, the amount of payment the company has disclosed in the employee remuneration in item 7.5

## 7.5 Personal

Total employees as at March 31st, 2024 were 2,796 persons , details as follows:

Division	Male	Female	Total
Administration	34	62	96
Marketing	44	46	90
Production	1,432	1,159	2,591
Japanese	19	-	19
<b>Total</b>	<b>1,529</b>	<b>1,267</b>	<b>2,796</b>

The total number of employees decreased 134 person or 4.57% from the previous year. In the past 3 years, the number of employees has changed to a level not exceeding 10%, so there is no significant change in the number of employees and no labor disputes.


### Employee compensation

Employee compensation structure consists of

- Wages: The company has employees who have agreed to hire monthly and daily wages. There are also employees whose employment period is fixed. (Occasional or seasonal work) and employees with special contracts.
- Overtime pay and holiday pay the rate is determined as overtime rate on normal working days = 1.5 times the hourly wage. Holiday overtime rate = 3 times the hourly wage. and holiday working pay = 1 times the hourly wage
- Bonus: The company considers paying bonuses to employees on an annual basis, paid twice a year, using the company's performance criteria as the main consideration.

- Provident fund, the company establishes a provident fund for employees according to law. All employees participate in the fund. Calculated as 100%
- Social security contribution, all employees of the company are insured by social security. The company deducts at the rate specified by law and delivers in full.
- Various welfare That is in the form of money, such as shift work allowance, travel allowance, etc.
- Non-monetary benefits such as uniform allowance Birthday gift cost New Year's gift expenses, etc.

In 2023, the Company pays compensation to employees as follows:

	Salary, bonus, overtime and other welfare benefits	1,438.98 Million Baht
	Provident fund, Social Security Contribution	67.73 Million Baht
	Total	1,506.71 Million Baht

Policy of personal 's development

In 2023, our HR policy was to actualize the STARS Plan and expand our HR measures by upgrading this STARS Plan, setting measures focusing on individuals and implementing measures relating to organization development and hiring strategy. We first started by making sure that everyone first correctly understood what's going on in a journey to actualize the STARS Plan. To develop personnel to have knowledge and skills in both management and work skills, with a target value that all employees must receive training, knowledge, or skills in the job, we divided into general employee levels must be trained at least 1 course per year.

The company policies in employee training and development plans to all levels of employees about knowledge and skills to work, Foreign language, Mind development, and internships to study abroad, such as Japan, U.S.A and other country regularly.

That for 3 years ago, the Company does not have any conflict or dispute with employees and the company was awarded the Outstanding Labor and Welfare Labor continuously since 2006 – 2023 (18 consecutive years) certification system and standard of Thai workers. (MRT. 8001-2020) complete level, 12 consecutive years from the Ministry of Labor.

## 7.6 Other Information

### 7.6.1 List of persons assigned to be directly responsible in various fields as follows:

- Accounting Controller Ms. Supatra Ratanachinchai, General Manager, Financial and Accounting Department, is responsible for accounting. Her qualifications and conditions as the bookkeeper meet the criteria stated in the Notification of Department of Business Development. She has also attended continued training in accounting, which follows criteria stated in Department of Business Development's notification No. Tor Jor 39/2559.
- Company Secretary The Board of Directors has appointed Ms. Rattanaporn Boonwong, held the position of company secretary Since October 30, 2021 by the properties of the incumbent secretary of the Company is as attached document 1
- Chief of Internal Audit In 2002, the Executive Committee appointed the Chief of the Internal Audit, Mrs. Nongyao Apirum, who currently position as the Corporate Governance Department Manager responsible for internal audit and risk management, that has experience working in Accounting and Finance department for 25 years
- Compliance Section the Company has established a Law and Regulation Control section under the Administrative Division. Responsible for overseeing legal and regulatory matters related to the company.

### 7.6.2 Investor Relations and contact information

Investor Relations is Ms.Rattanaporn Boonwong

Contact Information are Telephone 0-2581-5462 ext 1164, email adths@thaistanley.com, info@thaistanley.com

### 7.6.3 Auditor's remuneration

The auditor in the 2023 fiscal year was PricewaterhouseCoopers ABAS Co Ltd, whose qualifications had been approved by the Audit Committee and the Annual General Meeting of Shareholders. The auditor was proven to be independent and had no connection or interest with the company, executives and major shareholders. That is reputable and has an international network aside from the fact so that is an approved audit company by the Office of the SEC.

#### (1) Audit fee

The company paid the audit fee for the previous year to the auditor PricewaterhouseCoopers ABAS Limited total amount 2.32 million bath.

#### (2) Other service fee

- Reviewing compliance with conditions of BOI promotion certificate - None
- Reviewing Stock Destroy amount 0.01 million baht.
- Reviewing auditing for Vietnam Stanley Electric Co.,Ltd. Amount 0.21 million

## 8. Corporate Governance Report

### 8.1 The Board of Directors 's summary of the performance for the past year

In the fiscal year 2023, the Board of Directors has performed the following actions:

- To consider and approve the financial statements of fiscal year 2023 and quarterly financial statements, connected transactions with major shareholders, Stanley Electric Co., Ltd., Japan in contract of New Cost Management, Software License, Sale Commission and Approved the directors 'remuneration according to the amount approved by the shareholders' meeting.
- Consider and review policies and regulations. To improve to be suitable for the current conditions and in accordance with the regulations regarding control of the company's regulations, including the internal audit charter, the audit committee charter, and the self-evaluation form of the subcommittee. Most recently reviewed on October 27, 2023, with the board meeting deciding not to revise because the policy was appropriate.
- To consider and acknowledge the reports of the Executive Committee and the Audit Committee by Quarterly. To Consider and acknowledge the report of every director's holding of securities in the company from every board meeting.

#### 8.1.1 Recruiting, developing and evaluating the performance of directors.

The Company has consideration for independent directors, directors and executives as follows:

##### (1) Independent Director

Criteria for selection of independent directors

- **Qualifications of independent directors**

The Company's setting definition of Independent Directors to be on a level of the Capital Market Supervisory Board 's definitions No. TorChor. 4/2009 No. 16 and TorChor.39/2016 No.17 details as follows:

1. Hold not more than 1% of the voting shares in the company, its subsidiaries, associates, or related companies, major shareholder, or person with controlling power over the company, whilst the number of shares held by any related person of such an independent director must also be counted.
2. Have not been or are not involved in the management, employees, wage earners, advisors on the payroll of the company, its subsidiaries, associates, or equivalent companies, major shareholder or person with controlling power over the company except when such qualifications have ended for more than two years, provided that such restriction or prohibition shall not apply to an independent director who has been a government authority, which is the major shareholder of the company or the person having controlling power over the company.
3. Are not related by blood or registration as parents, spouses, siblings, or children, spouses of any of the children to members of the management, major shareholders, those exercising control, or those about to be nominated as members of the management or those exercising control over the company or subsidiaries.
4. Do not have and have not any business relationship with the company, subsidiaries, associated companies, major shareholders or those exercising control over the company in the manner in which independent discretion might be affected, and not be and have not been a substantial shareholder of or a person having power to control the person that has business relationship with the company subsidiaries, associated companies, major shareholders or those exercising control over the company unless such an independent

director has not been a person referred to above for at least two years. Business referred to in the first paragraph above shall mean to include any ordinary course of business or trade for business engagement purpose, any lease taking or lease out of any property, any transaction relating to asset or service, any financial support or acceptance of financial support by way of either borrowing, lending, guaranteeing or collateral providing or any other manner similar thereto that could result to an obligation required to be performed by the applicant or the party thereto in an amount of three percent or more of the net tangible asset value of the applicant or twenty million baht or more, whichever is lesser. In light of this, the method for calculating the value of connected transaction pursuant to the Capital Market Supervising Committee's Notification, Re: Regulations in respect of an Entering into a Connected Transaction shall be applied mutatis mutandis for the purpose of calculation of such amount of debt of the applicant, provided that the amount of the debt incurred during the past one year prior to the date on which such a business relationship with such a business relationships with such person exists;

5. Is not and has not been an auditor of the company, subsidiary, associated company, major shareholder or those with controlling power over the company and not be and have not been a substantial shareholder of, a person having power to control over, or a partner of any auditing firm or office in which the auditor of the auditor of the company, subsidiary, associated company, major shareholder or those with controlling power over the company unless such an independent director has not been a person referred to above for at least two years.
  6. Is not and has not been a professional advisor, including legal or financial advisor who obtains fee more than 2 million baht a year from the company, subsidiary, associated company, major shareholder or those with controlling power over the company and is not and have not been a substantial shareholder of, a person having controlling power over, or a partner of any of such professional service provider firm or office, unless such an independent director has not been a person referred to above for at least two years.
  7. Is not a director appointed as a representative of a director of the company, a representative of a major shareholder of the company, or a representative of a shareholder of the company which is a related person of the major shareholder of the company.
  8. Does not engage in any business with similar nature as that of the company and is competitive with the business of the company, subsidiary or is not a substantial partner in a partnership, a director participating in any management role, an employee or officer, an advisor obtaining regular salary from, or a shareholder holding more than one per cent of the voting shares of accompany engaging in any business with similar nature to the company or subsidiary.
  9. Does not have any characteristics which will inept the ability to provide independent comment or opinion on the operation of the company.
- **Process of recruiting independent directors**  
The appointment independent director not yet approve by nomination committee because of in considering process to setting but the board of director considered the qualification due to their knowledge and capability will benefit to the company and The Company has no restrictions on the qualifications of independent directors in terms of gender and age, and not yet fix term end of the independent director.

- **Business relationship of independent directors Have as follow**

The company paid for law service to Bangkok Global Law Offices that Mr.Picharn Sukparangsee be director, for fiscal year 2023 in amount 1.29 million baht, this transaction was not over than the company's definition.

## (2) Nomination and appointment of directors and Top management

The nomination and appointment of directors of the Company not through the Nomination Committee because The Company is in the process of setting up the Nomination Committee. However, in nominate directors the board will consider the qualifications. This is in accordance with the Company's Articles of Association, Selection and appointment process, as follows:

1. Have the qualifications required by law (i.e. the Public Limited Companies Act and the Stock and Exchange Act)
2. Have knowledge, experience, and expertise material to the Company's business.
3. Be a visionary leader able to express opinions independently of management or any group of stakeholders
4. Work morally and ethically with an unblemished work record.
5. Be able to dedicate enough time to working as the Company's director. And the number of listed companies that each director to be director not more than 5 companies.
6. Not be a director or executive of any entity that has a conflict of interests with the Company. The Company has no restrictions on the qualifications of its directors in terms of gender and age, to ensure the diversity of the board structure.

The appointment to be director will be proceeding belong to the Public Limited Companies Act.

The election of directors through at the shareholders meeting, as follows.

1. Provide that shareholders vote for the election of directors by shareholders or another person who is not a shareholder. Each shareholder shall have one vote for each share.
2. Each shareholder shall exercise all votes applicable under (1) for the appointment of one or more Director, provided that the votes of any shareholder shall not be divisible, and shareholder voted one by one for one director.
3. Persons who obtain the highest vote and the next highest vote appoints (in descending order) shall be appointed as directors to fill the number of positions of director required to be appointed at that time. In the case where more than one person obtains equal votes, and the number of directors with such vote exceeds the remaining number of directors positions to be appointed, the chairman shall have a casting vote in respect of those with equal votes.
4. In the case there is vacancy among the Directors which has occurred other than a retirement by rotation, the Board of Directors shall elect a person who is qualified and not being prohibited by the Public Company Law to fill the vacancy in the next Board of Directors' meeting except in the event that the period of time the Director is entitled to remain in office is less than 2 months. The person who is elected shall remain in office only for such period as the Director he replaces was entitled to remain in office. The resolution of the meeting of the Board of Directors as specified in the first paragraph shall consist of votes of not less than three-fourth of the remaining Directors.

**Succession plan** The company is in the process of considering and approving policies and operational plans from the Executive Board.



## Directors and Executives Development

The company promotes and supports each director to participate in knowledge development training. This will help perform duties more efficiently. Directors have participated in training from various agencies, including the Thai Institute of Directors of Listed Companies (IOD), with 8 directors having passed the Director Roles and Duties training course, the Director Certificate Program, and the Director Accreditation Program.

In 2023, the directors attended the following seminars:

- Mrs. Pimjai Leeissaranukul, course - Government procurement process (internal training) by Mr. Chunchachit Sangmai and course - Labor laws regarding an employment (internal training) by Mr. Roongroj Ruenrengwong)
- Mr. Apichat Leeissaranukul, Economic Update for CFO course by Thai Listed Companies Association

For new directors the company has organized orientation for new directors to know the roles and responsibilities and their responsibilities as well as creating knowledge and understanding of the company's business and various operations, such as information about the company: company regulations, vision, governance policy, code of ethics for directors and employees. including regulations of the stock exchange of Thailand (SET) and the Securities and Exchange Commission (SEC) regarding the duties of directors and best practices of listed companies. Along with being taken on a tour of the factory to better understand the operating conditions of the company.

In fiscal year 2023, the company conducts orientation for new directors as follows.

- July 2023, Mr. Kazunori Nakai, Mr. Yasuaki Kaizumi
- February 2024 Mr. Wiboon Rasmeepaisarn

For executive directors and managerial executives in all departments in addition to encouraging them to attend seminars that are appropriate for everyone. The company also organizes off-site seminars to increase knowledge, experience, and vision as follows:

- February 10-11, 2024, topic: Adjustment of the industrial sector with automation technology and future wage increases by Dr. Ratthasart Korasut, Deputy Director of the Digital Economy Promotion Agency (DEPA), and topic: Strengthening Work efficiency by adjusting life balance by Ms. Sanga Damapong, advisor, Thai Health Promotion Foundation.

### Self-evaluation of the Board of Directors.

Since 2007, the Board of Directors has evaluated the overall annual performance of the entire Board of Directors, covering all roles and duties of the Board of Directors, 6 categories, including 55 items as follows:

1 Structure and Qualifications	11 Items
2 Roles, duties and responsibilities	18 Items
3 Board meetings	9 Items
4 Director duties	7 Items
5 Relationship with the management	5 Items
6 Self-development of directors	5 Items

Evaluation process, The company secretary prepares the assessment form. Deliver the evaluation form to all directors to evaluate themselves. On the 4th quarterly meeting of the Board of Directors' meeting and returned to the secretary of the meeting to calculate the average value and report the results to the board meeting at the next meeting.

Assessment criteria

0 Strongly disagree or there is no action on that matter	Score evaluation	Results
1 Do not agree or have little action on that matter	More than 90	Excellent
2 Agree or have enough action on that matter	More than 80	Very good
3 Quite agree or have acted on that matter well	More than 70	Good
4 Highly agree or have performed in that matter perfectly	More than 60	Fair
	Equal to or less than 60	should be improved

For the evaluation in 2023, the evaluation score of 95.72 percent is in the excellent criteria and the evaluation results have been used. Various observations and suggestions to consider and review to further improve the operations of the Company's Board of Directors.

**Evaluation of The Audit Committee**

The Audit Committee conducted a self-evaluation in 2023 in the following three areas:

1. Structure and qualifications of the Audit Committee: This was to identify topics to enhance efficiency of the Committee.
2. The Audit Committee's meeting: Actions were made to ensure that the Audit Committee effectively performed its duties during the meeting.
3. Roles, duties and responsibilities of the Audit Committee: Time was allocated to allow the Audit Committee to review their tasks to thoroughly fulfil their roles and responsibilities.

Evaluation criteria, score meaning, results of the evaluation and scores: The same principles applicable to evaluating the Board of Directors were implemented.



However, The Company does not yet have an individual performance evaluation in Board of Director, Sub-committee and the President.

**8.1.2 Meeting attendance and Director's remuneration**

**Board of directors meeting**

The company has set the procedures and methods of the meeting in the regulations on the board meeting of the company that must be held at least once every 3 months and all directors are required to attend. There might be additional meeting if necessary. And according to the company's regulations, in the Board of Directors' meeting, there must be at least half of the directors present at the meeting and at least 1 independent director or audit committee member must attend the meeting to constitute a quorum.

Resolution of the Board of Directors' Meeting Must have a majority vote of the directors attending the meeting. Each director has 1 vote. In case of equal votes, the chairman of the board shall have a casting vote. Directors with interests have no right to vote on that matter.

The Board Meeting schedule and key agenda have been set for the whole year in advance to make sure the adequacy of time and the availability of the board members. The invitation letter is sent out at least 14 days in advance both in Thai and in English. TV conference is also set up for the board member who is on overseas business trip to join the meeting from abroad.

Agenda and Minutes of meeting The company has set the Executive Chairman of the Board and President is the person who jointly determines the meeting agenda and consider the matter to be included in the agenda of the Board of Directors' meeting by giving each director an opportunity to propose various matters to be considered as an agenda of the meeting. In each meeting agenda Directors can express their opinions freely. The minutes of the meeting recorded by written and stored at the Administration division area.

Director's Trading / Securities Holding Report At every meeting, all directors are required to report their holdings of the Company's securities to the meeting for acknowledgment. The company has not yet set a policy for directors and the executives to inform about trading of shares at least one day in advance of trading to the Board of Directors.

For the normal business transactions, the executives will report to the board meeting on the quarterly basis.

#### The Meeting operation in FY2023

There were 6 meetings of the Board of Directors, which were hybrid meetings (both onsite and online). In every meeting, the Company sent the meeting documents in advance to the directors. have studied the information sufficiently. Meeting attendance of the current 12 directors, all of whom attended the meeting (100%)

#### **Director's Remuneration**

Directors' remuneration for fiscal year 2023 has been approved by the Annual General Meeting of Shareholders for the year 2023 in the amount of 7 million baht and the Board of Directors' meeting is to consider and allocate the remuneration for the Board of Directors and sub-committees monthly. and including meeting allowances for directors attending each meeting as follows:

1. Board of Directors' remuneration Monthly remuneration 25,000 baht per month and meeting allowance 10,000 baht per time (only for directors attending the meeting)
2. The Audit Committee's remuneration is divided into monthly remuneration of the Chairman of the Audit Committee 30,000 baht, monthly remuneration of the Audit Committee 20,000 baht and meeting allowance 10,000 baht per time (only for directors attending the meeting).
3. The Retired Director's remuneration
  - Retired allowance for full time director: Monthly director fee X 2 X year(s) during their term of director
  - Retired allowance for part time director: Monthly director fee X year(s) during their term of director

- Addition for past position such as Chairman/Vice Chairman (Board of director and Audit committee) and President/Vice President (Executive Board): 10,000-Baht X year(s) during their term of position
- Souvenir equivalent to 20,000.-Baht

In 2023, directors' remuneration was paid at a total of 6,820,537.65 baht as approved.

Details of meeting attendance and payment of remuneration for individual directors are as follows:

Name	Position	Meeting						
		Shareholder meeting	Board of Director Meeting			Audit Committee Meeting		
			Total	Onsite	Online	Total	Onsite	Online
Mr.Apichart Lee-issaranukul	Executive Chairman	1/1	6/6	6/6	-			
Mr.Kazunori Nakai **	President	1/1	5/5	5/5	-			
Mr.Thanong Lee-issaranukul	Director	1/1	6/6	4/6	2/6			
Mr.Etsuya Kawashima	Director	1/1	6/6	6/6	-			
Mrs.Pimjai Lee-issaranukul	Director	1/1	6/6	3/6	3/6			
Mrs.Porntip Sethiwan	Director	1/1	6/6	4/6	2/6			
Mr.Yasuaki Kaizumi* ***	Director		4/4	-	4/4			
Mr.Toru Tanabe*	Director	1/1	6/6	-	6/6			
Mr.Picharn Sukparangsee	Independent Director	1/1	6/6	5/6	1/6			
Mr.Krisada Visavateeranon	Independent Director and Audit Committee Chairman	1/1	6/6	5/6	1/6	12/12	12/12	-
Mr.Suchart Phisitvanich	Independent Director and Audit Committee	1/1	6/6	5/6	1/6	12/12	12/12	-
Mr.Wiboon Rasmeepaisarn**	Independent Director and Audit Committee		1/1	1/1	-	6/6	6/6	-
Mr.Koichi Nagano**	President	1/1	2/2	2/2	-			
Mr.Keisuke Ueda* **	Director	1/1	2/2	-	2/2			
Mr.Chokechai Tanpoonsinthana****	Independent Director and Audit Committee	1/1	3/4	2/4	1/4	6/6	4/6	2/6

Remark \* Director worked at Japan (Mr.Yasuaki Kaizumi , Mr.Toru Tanabe, Mr.Keisuke Ueda)

\*\* Director Resigned during the year (Mr.Koichi Nagano, Mr.Keisuke Ueda – 23 June 2023)

\*\*\* Director Appointment during the year (Mr.Kazunori Nakai, Mr.Yasuaki Kaizumi – 23 June 2023, Mr.Wiboon Rasmeepaisarn – 19 January 2024)

\*\*\*\* Director passed away during the year (Mr.Chockchai Tanpoonsinthana – October 27, 2023)

Payment of remuneration for individual directors are as follows

Name		Type of Position	Type of Remuneration (Baht)		
			Director Fee	Audit Committee Fee	Total
Mr.Apichart	Lee-issaranukul	Executive Chairman	360,000.00		360,000.00
Mr.Kazunori	Nakai **	President	281,666.67		281,666.67
Mr.Thanong	Lee-issaranukul	Director	360,000.00		360,000.00
Mr.Etsuya	Kawashima	Director	360,000.00		360,000.00
Mrs.Pimjai	Lee-issaranukul	Director	360,000.00		360,000.00
Mrs.Pornpip	Sethiwan	Director	360,000.00		360,000.00
Mr.Yasuaki	Kaizumi* ***	Director	271,666.67		271,666.67
Mr.Toru	Tanabe*	Director	360,000.00		360,000.00
Mr.Picharn	Sukparangsee	Independent Director	360,000.00		360,000.00
Mr.Krisada	Visavateeranon	Independent Director and Audit Committee Chairman	360,000.00	480,000.00	840,000.00
Mr.Suchart	Phisitvanich	Independent Director and Audit Committee	360,000.00	360,000.00	720,000.00
Mr.Wiboon	Rasmeepaisarn**	Independent Director and Audit Committee	70,483.87	108,387.10	179,870.97
Mr.Koichi	Nagano**	President	889,166.67		889,166.67
Mr.Keisuke	Ueda* **	Director	139,166.67		139,166.67
Mr.Chokechai	Tanpoonsinthana****	Independent Director and Audit Committee	800,000.00	180,000.00	980,000.00
<b>Total</b>			<b>5,692,150.55</b>	<b>1,128,387.10</b>	<b>6,820,537.65</b>

Remark \* Directors resigned during the year (Mr.Koichi Nagano, Mr.Keisuke Ueda – June 23,2023)

\*\* New Directors appointed during the year (Mr.Kazunori Nakai, Mr.Yasuaki Kaizumi – June 23,2023)

Mr.Wiboon Rasmeepaisarn – 19 January 2024)

\*\*\* Director passed away during the year (Mr.Chockchai Tanpoonsinthana – October 27, 2023)

### 8.1.3 The operations of the subsidiaries and associates company control

#### (1) To corporate governance in subsidiaries and associates company

The company appoint representatives to the company's executives are directors of associates and the company holds. The policies acknowledge involvement in the management of these companies. Counseling and assistance as appropriate and approved by the Board of Directors. Not intended to interfere with or dominate these affairs.

#### (2) An agreement with other shareholders in the management of subsidiaries and associated companies

- None

### 8.1.4 Monitoring to ensure compliance with policies and guidelines for corporate governance

From the Corporate Governance (CG) Policy, the company provides guidelines for business ethics, including the code of conduct for directors and employees to be considered as a guideline. The Board of Directors and executives have regularly reviewed and adjusted to suit the situation.

For the directors The Company clearly and appropriately establish the structure, roles, duties and responsibilities of the Board of Directors and executives and the Board of Directors must evaluate their own performance.

In management, the company produces, maintains, and reviews the control system in terms of financial status, operations, and oversight of various operations. To be effective and legitimate. As well as risk management and priorities for early warning signs and irregular transactions.

Information disclosure, the Company concern into account the accuracy, completeness, transparency and timeliness for shareholders and all groups of stakeholders to receive information equally. The company has disclosed the principles and practices of corporate governance set out by the Stock Exchange of Thailand in the annual report.

The company participated in the evaluation survey project of the Corporate Governance Report of Thai Listed Company: CGR) on a yearly basis. In 2023, being evaluated at a Very Good level.

The company encourages compliance with corporate governance policies by organizing training for all employees to review the Stanley Group's Code of Conduct every year.

In 2023, the Company has performed the following actions: In August arrange training courses "Compliance with the Code of Conduct and whistleblowing system about Stanley 2023 Code of Conduct violations for all employees.

In addition, the following related activities have been undertaken:

#### 1. Prevention of conflict of interest

In this regard, the company has issued the Code of Conduct of directors and employees to govern conflict of interest. To elaborate, employee must not seek personal interest that is conflicting with the companies. In case a employee is involved in external activities or holds a position outside the company, such action must not be conflicting with the interest of

the company or of our customers and it must not jeopardize the company, either. In case it involves any business benefit, the person must seek approval from the Board.

During a new employee orientation, the company has raised awareness among staff to differentiate between the company's responsibilities and their personal endeavours. In other words, employees must not exploit their roles and responsibilities for personal interest. Nor shall they allow personal reasons or family members to influence their decision-making process that may divert from the company's best interest and that of its customers'. In case the employee's family member enjoys a direct or indirect benefit that is or may be conflicting with the company's, the person must inform his/her supervisor and the same person shall not be involved in a decision-making process of such interest.

At the Board's meeting, if a matter relating to major shareholders was considered, directors having an interest with such major shareholders shall have no voting rights to express transparency and to prevent any conflict of interest.

## 2. Internal information controlling

Board of Directors has established measures to prevent the use of inside information in the Code of Conduct for directors and employees of the Company as follows:

Not seeking benefits for oneself or others by relying on the inside information of the company.

Set the time to employees and directors not to trade the company's assets within 1 month before the financial statements are disclosed or general corporate information to publish and within 24 hours after disclosure of financial statement and general corporate information. the Directors and Executives will report to the Secretary trading company and report to the Board Meeting every time and in addition.

Failure to comply with such requirements constitutes a disciplinary offense. The person who commits the offense will have to go into the process following the company's penalties.

The Company has not yet set a policy for directors and top executives to inform about the trading of shares at least 1 day prior to trading to the Board of Directors.

The company announced the information system security policy. To control the company's information that cover on customer information. Information System Department, is response to control all information, equipment and license computer programs and all department manager to review , checking and evaluation at least 1 time per year and report to the risk management committee and the executive board meeting and annual auditing by Internal Audit section.

The company added confidentiality measures in physical control by requesting cooperation, those who come in contact with every company do not use devices that can take pictures in the company area, and if having to take pictures in the company must be allowed in



every cases, in which the photographers must attach a label showing the permission to take every time. In addition, the ban on the recording device communication equipment or equipment that can be photographed into a strict control area, such as Research and Development Department, New Product Development and Production Engineering Department.

The company has set the penalty for violation. Adhere to the employment rules of the company or be punished by other means. In 2023, there is no practice that violates the above measures.

Protection of personal information

In 2018, Stanley Group has started to use GDPR (General Data Protection Regulation) to the companies in the group to know and take appropriate action. At present, the company has issued the Personally Identifiable Information Protection Policy for handling personal information. Including customer-related information, supplier. For employees, the company to request the use of personal information in each department and improvement of related document forms, such as a work history check from the former company Requests for criminal background checks, employment contracts, etc. Other issues are under consideration by the management.

**3. Anti-Corruption**

The Company has set Anti-corruption Policy considered the company’s Code of Conduct stating that “The Board of Directors, executives, staff members, and other related parties are strictly prohibited to get involved in any form of corruption including offering, promising, soliciting, demanding, and giving or accepting bribes as well as request others to accept those corrupted practices on their behalf, related to the company’s business operations”.

For the review and evaluation of this requirement, each department manager is directly responsible for assessing risks in various areas prior to informing the Risk Management Committee at least once a year. Similarly, the Office of Internal Audit will be required to annually evaluate all corruption-related issues before proposing them to the Audit Committee and the Board of Directors, respectively.

For the penalty of misdemeanor, the company will consider the termination of employment contract without compensation payment. However, over the past years, there was no risk of corruption found.

The company provides training to educate employees and stakeholders about the anti-corruption policy. Including the requirements for reporting business suggestions for providing clues about corruption, be illegal, be wrong from the code of conduct of Stanley group both the organization and the individual, which can be informed at Company Secretary Office by the telephone, fax, e-mail and the secretariat will collect evidence data to propose to the Business Ethics Committee.

#### 4. Whistleblowing

The company has developed the policy about the right of stakeholders and put in corporate governance policy and code of conduct for directors and employees of the company. Stakeholders can communicate or complain with the company via as follow



Company Secretary email [companysecretary@thaistanley.com](mailto:companysecretary@thaistanley.com)

Investor Relations email [adths@thaistanley.com](mailto:adths@thaistanley.com) and [info@thaistanley.com](mailto:info@thaistanley.com)

The company publishing the principles of contact procedures and operations on the company website [www.thaistanley.com](http://www.thaistanley.com)

In 2023, there is no practice that violates the above measures.

## 8.2 Report on the performance of the Audit Committee for the past year

### 8.2.1 Audit Committee meeting

Total numbers of audit committee meetings held during fiscal year 2023 are 12 times, details are

- 8 meetings are among auditors, executives, and internal audit
- 4 meetings are only with auditors, no executive attended.

Details of meeting attendance of each member of the Audit Committee are shown on page 162.

### 8.2.2 Performance of the Audit Committee

In 2023, the Audit Committee has performed its duties with the performance results summarized from the Audit Committee Report as follows:

1. Review the financial report, The Audit Committee reviewed the accuracy and reliability of all quarterly and annual financial statement which reviewed and audited by the auditor. The audit committee reviewed material issues with the external auditors to ensure that the preparation of financial statements and disclosures in the company's financial statements are correct, complete, reliable and in accordance with financial reporting standards. The Audit Committee has opinion that in the year 2023 the Company's financial statements have been prepared in accordance with Thai Financial Reporting Standards (TFRS), accurate disclosure of important information complete and adequate.
2. Review the corporate governance, internal control and risk management system, The Audit Committee has reviewed the company operation to comply with the principles of good corporate governance of the Securities and Exchange Commission, reviewed the internal control assessment results in accordance with the guidelines that set by the SEC and reviewing the risk management system. The Audit Committee has opinion that the company has good corporate governance, adequate and appropriate internal control and risk management.
3. Reviewed the internal audit system, The Audit Committee has considered the scope of work, duties, and responsibilities, independent of the Internal Audit Department and consider to approving the annual internal audit plan. The Audit Committee has opinion that the company has a sufficient and appropriate internal audit system.

4. Review compliance with relevant laws and regulations. The Audit Committee reviewed and supervised company's operations in accordance with the law of securities and exchange, the Stock Exchange of Thailand's regulations and relevant laws related to company's business including rules and regulations of the company. The Audit Committee has opinion that there was not such significant matter of un-compliance transaction with the above laws and regulations.
5. Review related party transaction and conflict of interest. The Audit Committee reviewed related party transaction or transactions with conflict of interest to comply with laws and the Stock Exchange of Thailand's regulations, which the Audit Committee opined that the company entered into related party transactions in accordance with general trading condition and beneficial to the company operation. The company has fully complied with policy and disclosed information pursuant to the Stock Exchange of Thailand.
6. Review the implementation of anti-corruption measure. The Audit Committee has reviewed the company's operations in accordance with the established policy and measures, including receive complaint of corruption or violated the Company's code of conduct. In 2023 the Company did not receive any complaint on fraud or violation of the Company's code of conduct.
7. Consider to selection and nomination of external auditor and auditor's remuneration for 2024. The Audit Committee had considered the external auditors' independence and knowledge as well as their understanding of the Company's business, work quality, auditor qualifications and the audit fee. The Audit Committee resolved to nominate PricewaterhouseCoopers ABAS Ltd. (PwC) for the Board's to consider and propose to the shareholders for approval in 2024.
8. Evaluate the performance of the Audit Committee, which in 2023 the overall of self-assessment of the Audit Committee is "excellent". The Audit Committee carried out their responsibilities delegated by the Board of Directors and in line with best practices guidelines for Audit Committee.

To summarize in 2023, The Audit Committee has performed its duties in accordance with the responsibilities specified in the Audit Committee Charter as approved by the Board of Directors through the exercise of its knowledge, ability, caution, prudence and independent as well as provided opinions and suggestions for the company benefit.

The Audit Committee has opinion that financial statements were prepared in accordance with Thai Financial Reporting Standards and are accurate, complete, reliable and in line with accounting standards, connected party transactions are reasonable and for the best interest of the Company, information is disclosed adequately and reliably, internal control is adequate and effective, and good corporate governance and related laws and regulations are fully complied with, without finding any significant flaws.

## 9. Internal Control and The related transactions

### 9.1 Internal Control

The company focuses on good management and internal control. The organization structure has been restructured for systematic management. The duties and responsibilities of each department are clearly separated. The company has prepared a manual on the authority to approve business activities as a key point of operations and prepare an operating manual for all operational duties including assigning the authority to audit until reporting the results of each performance in writing.

The ORM Meeting is held each month where department manager is obliged to report operation and management results for mutual collaboration and administration so that the organization may fulfil performance goals set by the company and the Stanley Group.

The company has set up the Corporate Governance Department to supervise internal control and risk management. The committee directly reports to the Audit Committee on a quarterly basis. The Audit Committee's chairman also reports auditing results to the Board on a quarterly basis.

#### 9.1.1 The sufficiency and appropriateness of the Company's internal control system

At the Board of Directors Meeting No. 3/2024 on May 17, 2024, all 3 members of the audit committee attended. The Chairman of the Audit Committee reported the operation and audit results from the Corporate Governance Department to the Board of Directors for acknowledgment and approval as follows:

Based on the assessment of our internal control practices using the Securities and Exchange Commission (SEC)'s "evaluation form of the internal control system adequacy," which covers five areas of control environment, risk assessment, control activities, IT and data communication and monitoring and evaluation (M&E) system, major assessment results in 2022 are summarized as follows.



**1. Control Environment** the Company operates business under the principles of corporate governance and business ethics. There is important management as follows:

- 1.1 The Company has established corporate governance policies and codes of conduct for directors and employees. Written that focuses on the principles of integrity in accordance with good business practices and defined as the duty and responsibility of all directors and employees to comply with the above policies and requirements. In addition, the Company has established policies and guidelines for anti-corruption policies, so that all directors, executives, and employees has participated in the prevention and suppression of corruption and corruption conduct business in accordance with the principles of good corporate governance.
- 1.2 The Board consists of directors with knowledge, abilities, and experiences in various fields. necessary for the business of the company the roles, duties and responsibilities between the Board of Directors and the management are clearly defined. The roles, duties and responsibilities of the Board of Directors are set out in the Board of Directors' Articles of Association and stipulate the powers and duties for approval in the regulations governing the meeting of the board of directors. In the part of the Executive Board, the approval authority has been set in Regulations on the Executive Board Meeting and key documents in the management of business-related activities. The Company is in the process of preparing the Articles of Association of the Executive Committee to define the roles and duties. The responsibilities of the Executive Committee are clearly stated.
- 1.3 The company defines the organizational structure and reporting lines in the company, by considering the appropriateness of the powers and duties responsibility and appropriately limiting the powers, duties and responsibilities between the Directors, Executives Board, executives and employees. The company have written authorizations to approve financial transactions.
- 1.4 The Company has a written human resource management system (STARs Plan), which consists of 6 work systems are hierarchical system, position system, work rotation system. Assessment system, wage system and competency development system. This is an overall human resource management system that is fair, appropriate, and accepted based on the principles of competence to encourage employees to bring out their potential to drive reform of the company's management system as well as expanding results to aim for organizational reform which will create creativity and challenges. The company is in the process of preparing a succession plan for important positions to prepare for the replacement of personnel to be able to respond and support changes effectively.

**2. Risk Assessment** The company has prepared requirements and risk management manuals to be used as a guideline for risk management. Each department is responsible for assessing risks and preparing a risk management plan by specifying risk factors. There is an assessment, analysis, prioritization of risks. including establishing appropriate management measures

annually by requiring that the risk management and control section being as a coordinator, collecting, giving advice, and summarizing the risk assessment results to present to the Risk Management Committee for consideration and as a follow-up to review the management or control of such risks.

For evaluating the likelihood of fraud, The Company is in the process of improving policies and practices against corruption and establish guidelines for evaluating fraud risks at the activity level.

**3. Control Activities** The company establishes effective and efficient control activities. To help reduce the risk that the company will not achieve objectives to an acceptable level, The key control measures are as follows:

- 3.1 Establish clear written regulations, manuals, and procedures for working, to define the scope and hierarchy of those with authority to approve. This covers personnel and labor, accounting, marketing, procurement, manufacturing, technology/technical, assets and contracting, etc.
- 3.2 Establish a process to monitor the operations of the company to be consistent with the Company's strategic plans, framework, policies, and practices on a regular basis.
- 3.3 The company has a policy to prevent the exploitation of opportunities or the use of the company's interests for personal use. The use of inside information and conflicts of interest has been stipulated as part of the Code of Conduct for directors and employees. Practices are monitored and reported regularly.
- 3.4 Determine safety control measures of information technology systems by making information security policies and related requirements to control operations related to information systems. Provide a security control of the information technology system including controlling the use of non-piracy software Development and proper maintenance of information technology systems.

**4. Information and Communication** The company uses information systems to support operations in terms of accounting, finance, and personnel management and production system with continuous development of information systems and data communication. This is an important part that supports the effective operation of internal control by using modern and secure information technology from data collection, processing, storage and monitoring so that the management can use the information to make a complete, accurate decision within an appropriate time and has an effective information system security system. There are guidelines for information and communication management as follows:

- 4.1 There is a confidentiality class set, guidelines for storing important documents and control documents including internal and external operational data to ensure that information is important and relevant to the business of the company are accurate, complete, and sufficient for the performance of work.

- 4.2 There is an appropriate communication to the Board of Directors, executives, employees, and stakeholders. The meeting documents are sent to the Board of Directors in advance of the meeting so that the Board of Directors can adequately analyze the information before deciding. The Board of Directors can request additional information from relevant agencies or persons for consideration.
- 4.3 There is an emergency backup plan to prevent data security in the event of a catastrophic accident that prevents the system from operating. Including requiring that emergency contingency plans be rehearsed regularly.
- 4.4 There are various internal communication channels for employees, such as via Intranet, e-mail, posting announcements or distributing documents through Document control system for all personnel to receive information thoroughly and in a timely manner.
- 4.5 Provide channels for complaints and information or clues about corruption or practices that are inconsistent with the Code of Conduct. They can be notified via telephone or e-mail, which will be protected and go into the process of investigation and corrective action.
5. **Monitoring activities** The company assigns the internal audit department to audit the operations in accordance with the internal control system set out and report the audit results to the Audit Committee. The accounting and finance part is audited by a certified public accountant and presents the results to the Audit Committee for consideration on a quarterly and annually basis. The results of the review from the certified public accountant and the internal audit department did not find any significant flaws in the internal control system.

As for the Company's auditor, Mr. Vichien Khingmontri, PricewaterhouseCoopers ABAS Limited, did not make any significant observations regarding the internal control system.

### 9.1.2 Defects of the Company's internal control system

The Audit Committee found no material flaws.

### 9.1.3 Opinion of the Audit Committee in case there is a different opinion from the opinion of the Board of Directors

The Audit Committee has no different opinions from the Board of Directors. The report from the Audit Committee has been attached. as the attachment no.6

### 9.1.4 Opinion of the Audit Committee on the Chief of Internal Audit

Audit Committee's opinion that the supervisor of the internal audit, supervisor has been supervised, have educational qualifications, experience, and training that are appropriate and sufficient for the job



### 9.1.5 Guidelines for the appointment, removal, transfer of the Head of Internal Audit

Appointment, removal, and transfer of the person holding the position of Head of Internal Audit In accordance with the personnel management system of the company. through the approval of the Executive Committee And acknowledged by the Audit Committee which agreed with the appointment.

## 9.2 The related transactions

Since last 3 years, there was no event of spending the income from stock sales for any of the shared interest person.

The Company has significant transactions with related companies. Which is a company with common directors and the company in which the major shareholder holds shares.

The related transactions are in accordance with the operating policy regarding the purchase and sale of goods and assets that approved by the Board of Directors and is controlled by the Executive Board, which will be considered and approved according to the value of the transaction size regularly

The significant trade with the related company by purchasing and sales items. The company's auditor gave the explanation in the Note 30, the financial statement on 31<sup>st</sup> March 2024, are as follows:

- The purchasing items form the related company are those raw materials or merchandise from the same production source at the great quantity to reduce the production cost.
- The sales items are mostly exporting by set up the sales price from cost fee plus the profit.
- Royalty fee to a related company at the rate of 3% of sales minus the cost of importing raw materials from that related company and specified as the regular trading business.
- Design and development expenses and other expenses Service fees are charged according to normal business transaction criteria.
- Outstanding balance of Royalty fees, Product design and development expenses and other expenses are shown as other payables - Related companies

Details as follows:

1. Related party transaction by way of the shareholder or common directors.

Name of Company and Related ties	Related transaction details	Transaction Amount (MB)			The reasonable of transactions
		Fiscal Year 2023	2022	2021	
1. Stanley Electric Co.,Ltd. • Major shareholder of Stanley Electric Holding Asia-Pacific PTE, holding 35.66 % • Common Director 2 person 1. Mr.Yasuaki Kaizumi 2. Mr.Toru Tanabe	1. Purchasing in raw materials, goods and equipment  2. Selling goods  3. Royalty Fee is charged at 3% of sales less materials cost imported from the related party in purchased from Stanley group  4. Designed and Development Fee is charged in case design and development product for Thai Stanley's products  5. Technical Fee is charged for the specialist come for assistance in production technics  6. Training fee is charged for send Thai Stanley 'employee to training at Stanley Electric Co.,Ltd  7. Commission is charged for an agent to connected with customers  8. Other income	579.83	529.82	669.16	Specifically, products and is the same production source used in the Stanley group.  Pricing is charged in the normal course of business and same practice with the outsider.  Specifically, products and is the same production source used in the Stanley group.  Pricing is charged in the normal course of business and same practice with the outsider.  In the normal course of business and same practice in Stanley Group  Specifically, products and the pricing is based on the same practice as for transactions with third parties. This is a normal business price and uses the same practice in the Stanley group.  This is normal business practice and implements technical assistance contract guidelines using the same guidelines as the Stanley Group.  In the normal business practice and implements technical assistance contract guidelines using the same guidelines as the Stanley Group.  In the normal course of business and same practice in Stanley Group  In the normal course of business and same practice in Stanley Group
		99.40	86.52	81.42	
		324.13	326.40	304.35	
		42.42	46.51	49.72	
		4.18	1.56	-	
		16.18	10.74	-	
		186.18	158.29	136.96	
		0.04	0.01	1.00	

Name of Company and Related ties	Related transaction details	Transaction Amount (MB)			The reasonable of transactions
		2023	2022	2021	
2. Lao Stanley Co.,Ltd. • Thai Stanley holding 50% • Common Director 2 persons 1. Mr.Apichart Lee-issaranukul 2. Mr.Kazunori Nakai	1. Selling goods  2. Other Income  3. Royalty Income	146.38	369.47	386.32	Specifically, products and is the same production source used in the Stanley group. Pricing is charged in the normal course of business and same practice with the outsider
3. Vietnam Stanley Electric Co.,Ltd. • Common major shareholders as Stanley Electric Co.,Ltd. Holding 50% • Common director 4 persons as 1. Mr.Apichart Lee-issaranuku 2. Mr.Yasuaki Kaizumi 3. Mr.Toru Tanabe 4. Mr.Etsuya Kawashima • Thai Stanley holding share 20%	1. Purchasing goods  2. Selling goods  3. Other Income  4. Designed and Development Fee	0.20	0.78	0.53	In the normal course of business and same practice in Stanley Group In the normal course of business and same practice in Stanley Group Specifically, products Pricing is charged in the normal course of business and same practice with outsider.
4. Asian Stanley International Co.,Ltd. • Common major shareholder as Stanley Electric Holding Asia-Pacific PTE Holding 67.5% • Common Director 5 persons 1. Mr.Apichart Lee-issaranukul 2. Mr.Thanong Lee-issaranukul 3. Mr.Yasuaki Kaizumi 4. Mr.Toru Tanabe 5. Mr.Kazunori Nakai • Thai Stanley holding 15% • Holding Thai Stanley 0.44%	1. Purchasing raw material  2. Selling goods  3. Other Income	2,431.34	2,680.34	2,498.30	Specifically, products Pricing is charged in the normal course of business and same practice with the outsider. Pricing is charged in the normal course of business and same practice with the outsider. Pricing is charged in the normal course of business and same practice with the outsider.

Name of Company and Related ties	Related transaction details	Transaction Amount (MB) Fiscal Year			The reasonable of transactions
		2023	2022	2021	
5. PT.Indonesia Stanley Electric <ul style="list-style-type: none"> <li>Common major shareholder as Stanley Electric Co.,Ltd. Holding 60 %</li> <li>Common director 4 persons as                             <ol style="list-style-type: none"> <li>Mr.Kazunori Nakai</li> <li>.Mr.Apichart Lee-issaranukul</li> <li>Mr.Yasuaki Kaizumi</li> <li>Mr.Toru Tanabe</li> </ol> </li> <li>Thai Stanley holding 10%</li> </ul>	<ol style="list-style-type: none"> <li>Purchasing raw material</li> <li>Selling goods</li> <li>Other Income</li> </ol>	1.94	0.62	0.68	Specifically, products Pricing is charged in the normal course of business and same outsider.
		216.62	216.47	239.30	Pricing is charged in the normal course of business and same practice with the outsider.
		1.94	-	0.20	Specifically, products Pricing is charged in the normal course of business and same outsider.
6. Sirvit Stanley Co.Ltd. <ul style="list-style-type: none"> <li>Thai Stanley holding 15%</li> <li>Common director 2 persons as                             <ol style="list-style-type: none"> <li>Mr.Apichart Lee-issaranukul</li> <li>Mr.Kazunori Nakai</li> </ol> </li> </ul>	<ol style="list-style-type: none"> <li>Purchasing raw material</li> <li>Selling raw material</li> <li>Designed and Development Fee</li> </ol>	502.05	459.61	468.63	Specifically, products Pricing is charged in the normal course of business and same outsider.
		5.45	4.70	4.39	Pricing is charged in the normal course of business and same outsider.
		0.03	0.01	0.14	Specifically, products Pricing is charged in the normal course of business and same outsider.
7. Inoue Rubber (Thailand) PCL. <ul style="list-style-type: none"> <li>Thai Stanley holding 0.02%</li> <li>Common director 4 persons as                             <ol style="list-style-type: none"> <li>Mr.Apichart Lee-issaranukul</li> <li>Mr.Thanong Lee-issaranukul</li> <li>Mrs.Pimjai Lee-issaranukul</li> <li>Mrs.Porntip Sethiwan</li> </ol> </li> </ul>	<ol style="list-style-type: none"> <li>Purchasing raw material</li> </ol>	4.75	6.81	7.29	Pricing is charged in the normal course of business and same practice with the outsider.

Name of Company and Related ties	Related transaction details	Transaction Amount (MB) Fiscal Year			The reasonable of transactions
		2023	2022	2021	
<p>8. The Sittipol 1919 Co.,Ltd.</p> <ul style="list-style-type: none"> <li>The shareholders holding 3.34%</li> <li>Common director 2 persons as</li> </ul> <p>1. Mr.Thanong Lee-issaranukul 2. Mrs.Porntip Sethiwan</p>	<p>1. Selling goods</p>	97.79	106.00	112.66	Pricing is charged in the normal course of business and same practice with the outsider.
<p>9. Lumax Industries Co.,Ltd.</p> <ul style="list-style-type: none"> <li>Thai Stanley holding 1.73%</li> <li>Common major shareholder as Stanley Electric Co.,Ltd. Holding 26.31 %</li> <li>Common Director 1 person</li> <li>1. Mr.Toru Tanabe</li> </ul>	<p>1. Purchasing goods</p> <p>2. Selling goods</p>	0.42	0.43	1.04	Pricing is charged in the normal course of business and same practice with the outsider. Pricing is charged in the normal course of business and same practice with the outsider.
<p>10. Bangkok Global Law Offices Limited</p> <ul style="list-style-type: none"> <li>Common director 1 person as</li> <li>1. Mr.Picharn Sukparangsee</li> </ul>	<p>1. Law service</p>	1.29	0.09	0.32	Pricing is charged in the normal course of business and same practice with the outsider.
<p>11. Electro Polymers (PVT)</p> <ul style="list-style-type: none"> <li>Thai Stanley holding 10.06%</li> <li>Common major shareholder as Stanley Electric Co.,Ltd. Holding 25 %</li> <li>Common Director 1 person</li> <li>1. Mr.Kazunori Nakai</li> </ul>	<p>1. Selling goods</p> <p>2. Royalty Income</p>	19.19	30.30	29.93	Pricing are charged in the normal course of business and same practice with the outsider. In the normal course of business and same practice in Stanley Group.

2. Transaction with the company whose Stanley Electric Co.,Ltd. Is the major shareholders of Stanley Electric Holding Asia-Pacific PTE , LTD (holding 100%) major shareholder of the company, the transaction are purchasing and selling in raw material or goods that are specific materials which are manufactured on a large scale at one source for cost saving benefit. Pricing is charged in the normal course of business and same practice with the outsiders, details as follows:

Company Name	Transaction Type	Transaction Amount (Million Baht) Fiscal Year		
		2023	2022	2021
1. Guangzhou Stanley Electric (China)	Purchased amount	152.02	30.05	38.64
	Sold amount	0.06	0.12	0.16
2. Stanley Electric (Asia Pacific) (Taiwan)	Purchased amount	-	-	0.22
	Sold amount	-	-	-
3. Shenzhen Stanley Electric Co.,Ltd.	Purchased amount	109.05	78.70	102.52
	Sold amount	-	-	-
4. Stanley Electric US Inc. (U.S.A)	Purchased amount	0.36	0.65	0.44
	Sold amount	2.47	0.83	0.09
5. Tianjin Stanley Electric Co.,Ltd. (China)	Purchased amount	136.09	71.68	0.35
	Sold amount	1.63	76.53	127.08
6. Shanghai Stanley Electric Co.,Ltd.	Purchased amount	2.52	3.35	3.78
	Sold amount	-	-	-
7. Stanley Electric Do Brazil LTDA	Purchased amount	-	0.03	0.01
	Sold amount	3.10	1.44	1.30
8. Stanley Iwaki Works Ltd.	Purchased amount	8.29	0.83	13.68
	Sold amount	2.59	8.17	4.60
9. Stanley Electric (Asia Pacific) Hong Kong	Purchased amount	5.96	5.47	5.92
	Sold amount	0.02	-	-
10. Wuhan Stanley Electric Co.,Ltd.	Purchased amount	-	-	0.01
	Sold amount	-	0.48	4.87
11.Tianjin Stanley Electric Technology Co.,Ltd.	Purchased amount	15.49	0.44	0.53
	Sold amount	-	-	-
12. Stanley Electric Manufacturing Co.,Ltd.	Purchased amount	-	-	-
	Sold amount	35.66	35.17	45.97

Company Name	Transaction Type	Transaction Amount (Million Baht) Fiscal Year		
		2023	2022	2021
13. Stanley Electric (Asia Pacific) Singapore	Purchased amount	0.19	0.73	0.36
	Sold amount	0.36	0.75	0.42
14. Stanley Electric Hungary	Purchased amount	-	-	-
	Sold amount	-	-	0.03
15. Stanley Electric Philippines INC.	Purchased amount	-	-	-
	Sold amount	7.93	7.26	6.71
16. II Stanley Electric Co.,Inc	Purchased amount	-	0.02	-
	Sold amount	0.02	-	-
17. Stanley Electric – Holding Asia Pacific	Purchased amount	0.01	1.40	-
	Sold amount			

### 9.2.2 The approval for the related transactions

Connected transactions with related companies in 2023 are under the supervision of the Executive Board. This is a normal business transaction type. In practice, the Company uses the same practice as for transactions with third parties, whether it is a price comparison of the purchase Setting the selling price from product cost plus margin.

The Audit Committee considered the related transaction in year 2023, that have transaction may cause conflict of interest, that transaction with related parties' company and normal course of business.

### 9.2.3 Policy or Trend towards Potential the related transaction

The related transaction to be continued, because of the raw material or goods are specifically and used only in Stanley Group. The selling price is determined based on manufacturing cost plus a certain margin that the normal course of business. Whatever these transactions are belong to The Purchasing and Selling products and assets policy, that announcement since year 2004 and for others transaction will consideration belong to the rule of The Stock Exchange of Thailand.




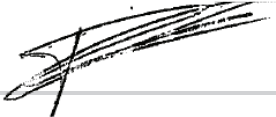


## CERTIFICATION OF THE ACCURACY OF INFORMATION

We have reviewed the information contained in the Annual Information Disclosure Form and, with carefulness in our capacity of the Company's Executive Directors or as top executives in charge of accounting, hereby certify that the information is correct, complete, and true and do not cause any misunderstanding or concealment. We further certify that.

- (1) The financial statements and financial information summarized in the Form of annual Data Disclosure are correctly, completely, and materially stated pertaining to the financial position, operating results, and cash flow of the Company.
- (2) We are responsible for fine disclosure system to ensure that the Company has accurately and completely disclosed material information of the Company and subsidiaries as well as supervising the compliance of the system.
- (3) We are responsible for good internal control and overseeing the conformity to such system. We informed the internal control evaluation as of May 17, 2024 to the auditors and the Audit Committee. The report included any shortcomings and major changes in the internal control system as well as any dishonesty that might affect the financial statements of the Company.

As evidence of our making of certification of information accuracy, we have authorized. Mr. Apichart Lee-issaranukul to initial all the pages of this document. Any information without Mr. Apichart Leeissaranukul's signature will be treated as non-certified information.

Name	Position	Signature
1. Mr. Apichart Leeissaranukul	Executive Chairman	
2. Mr. Kazunori Nakai	President	
3. Mr. Etsuya Kawashima	Director	
4. Mr. Thanong Leeissaranukul	Director	

Name	Position	Signature
Authorized Person Mr. Apichart Leeissaranukul	Executive Chairman	

# Attachments



- Attached 1 Details of directors Controlling Executives Person assigned the highest responsibility in accounting and finance Persons assigned to be directly responsible for overseeing bookkeeping and company secretary
- Attached 2 List of Director of Subsidiary Company
- Attached 3 Chief of Office of Internal Audit
- Attached 4 Assets for used in Business Operation And the Details on the asset valuation list
- Attached 5 Corporate Governance Policy and Practice (Full Version)  
Code of conduct for directors and employees

## Attached 1

Details of directors Controlling Executives Person assigned the highest responsibility in accounting and finance Persons assigned to be directly responsible for overseeing bookkeeping and company secretary

### 1.1 List of Directors, Executive Directors and Company Secretary



#### Mr. Apichart Lee-issaranukul

##### Position

Executive Chairman and Executive General Manager Administration Division

##### Date of Appointment

Year 1988

##### Age

61

#### Education Degree

- Honorary Doctor of Engineering (Industrial Engineering) Rajamangala University of Technology Thanyaburi
- Master of Business Administration Oklahoma City University, USA.
- Bachelor of Administration The University of the Thai chamber of commerce

#### Training

- Certificate Directors Certification program from Thai Institute of Director (IOD)
- Certificate Executive Business and Investment Development
- Institute of Business and Industrial Development (IBID), Ministry of Industry

#### % of Holding (as 31/03/2024)

7.18%

#### Relations

Siblings: Mr.Thanong Lee-issaranukul, Mrs. Pimjai Lee-issaranukul and Mrs. Porntip Sethiwan

#### Working Experience and position

##### Listed Companies in SET

1988 - Present	Director Thai Stanley Electric PCL.
1993 - Present	Director Inoue Rubber (Thailand) Public Co.,Ltd.
2013 - Present	Executive Chairman Thai Stanley Electric PCL.
2016 - 2021	Independent Director and Nomination and Remuneration Committee Leo Global Logistic PCL.
2021 - Present	Director Leo Global Logistic PCL.

##### Non Listed Companies

1992 - Present	Director Sopa-Kanok International Co.,Ltd.
1993 - Present	Director Pacific Industries (Thailand) Co.Ltd.
1994 - Present	Director Bussayapan Co.,Ltd.
1995 - Present	Director Sungold Holding Limited
1996 - Present	Executive Vice President Asian Stanley International Co.,Ltd.
1997 - Present	Director Sirivit Stanley Co.,Ltd.
1997 - Present	Director Daido Sittipol Co.Ltd.
1999 - Present	Chairman Lao Stanley Co.,Ltd.
2000 - Present	Director Vietnam Stanley Electric Co.,Ltd.
2003 - 2022	Director Wangchula Co.,Ltd.
2006 - Present	Director PT Indonesia Stanley Electric
2006 - Present	Director TotalEnergies Marketing (Thailand) Co.,Ltd.
2014 - Present	Director Pacific Auto Part (Thailand) Co.,Ltd.

##### Other

1993 - Present	Deputy Chairman Stanley Thailand Foundation
2004 - 2019	Director Investor Club Association
2019 - 2021	Vice Chairman Investor Club Association
2021 - Present	Advisor Investor Club Association
2017 - 2021	Chairman Mitsubishi Motors Cooperation Council (Thailand) : MCC
2021 - Present	Director Mitsubishi Motors Cooperation Council (Thailand) : MCC
2018 - Present	Director THAI ASEAN-JAPAN Business Meeting (AJBM)
2019 - Present	Advisor Toyota Co-operation Club (TCC)
2020 - Present	Advisor Japanese Village



Mr. Kazunori Nakai

**Position**  
President

**Date of Appointment**  
June 23, 2023

**Age**  
62

**Education Degree / Training**

- Bachelor of Arts, Law and Politics  
Department Law and Politics  
College, Rikkyo University, JAPAN

**% of Holding (as 31/03/2024)**

None

**Relations**

None

**Working Experience and position**

Listed Companies in SET

June 2023 - Present	Director Thai Stanley Electric PCL.
June 2023 - Present	President Thai Stanley Electric PCL.

Non Listed Companies

May 2023 - Present	Director Sirivit - Stanley Co.,Ltd.
July 2023 - Present	Director PT Indonesia Stanley Electric
June 2023 - Present	Director Lao Stanley Co.,Ltd.
June 2023 - Present	Honorary Chairman Lao Stanley Co.,Ltd.
July 2023 - Present	Director Electro Polymers (PVT)
July 2023 - Present	Director Asian Stanley International Co.,Ltd.

Other

None



## Mr. Thanong Lee-issaranukul

**Position**  
Director

**Date of Appointment**  
Year 1983

**Age**  
64

### Education Degree

- Bachelor of Business Administration  
– Commercial, Nanzan University,  
JAPAN

### Training

- Certificate Director Accreditation  
Program Thai Institute of Director  
(IOD)

### % of Holding (as 31/03/2024)

5.41%

### Relations

Siblings: Mr. Apichart Lee-issaranukul  
Mrs. Pimjai Lee-issaranukul and  
Mrs. Porntip Sethiwan

### Working Experience and position

#### Listed Companies in SET

1983 - Present	Director Thai Stanley Electric PCL.
1994 - Present	Director Inoue Rubber (Thailand) PCL.
2017 - Present	Chairman M Vision PCL.

#### Non Listed Companies

1986 - Present	Managing Director The Sittipol 1919 Co.,Ltd.
1993 - Present	Director Sopa-Kanok International Co.,Ltd.
1995 - Present	Executive Director TotalEnergies Marketing (Thailand) Co.,Ltd.
1995 - Present	Director Sungold Holding Co.,Ltd.
1995 - Present	Director Thai Inoac Component Co.,Ltd.
1995 - Present	Director IRC (Asia) Research Co.,Ltd.
1996 - Present	Vice Chairman Daido Sittipol Co.,o.,Ltd.
1996 - Present	Executive Director Seng Ngun Hong Co.,Ltd.
1996 - Present	Chairman Bike Clinic Co.,Ltd.
1998 - Present	Director The Studio Production Co.,Ltd.
2001 - Present	Chairman Smart Sport Promotion Co.,Ltd.
2003 - 2022	Director Wangchula Co.,Ltd.
2006 - Present	Director Bussayapan Co.,Ltd.
2014 - 2020	Director Pacific Autopart (Thailand) Co.,Ltd.
2015 - Present	Director Sonic Design (Thailand) Co.,Ltd.
2020 - Present	Director Pacific Industry (Thailand) Co.,Ltd.
2023 - Present	Director Professional Herbal Products Co.,Ltd.
2024 - Present	Director Asian Stanley International Co.,Ltd.

#### Other

2001 - Present	Chairman Kanok-Sopa Foundation
2015 - Present	Public Relations Subcommittee Organ Donation Center Thai Red Cross Society
2023 - Present	Chairman The Operation of the Audit and Monitoring Committee of Police Administration at Watprayakrai Police Station



**Mr. Etsuya Kawashima**

**Position**

Director and Executive General  
Manager Lighting Equipment  
Division

**Date of Appointment**

July 3 , 2020

**Age**

56

**Education Degree/Training**

- Bachelor Faculty of Engineering, Nihon University, JAPAN

**% of Holding (as 31/03/2024)**

None

**Relations**

None

**Working Experience and position**

Listed Companies in SET

2010 - 2013	Advisor, Die & Mold Division, Thai Stanley Electric PCL.
2013 - 2015	Department Manager, Die & Mold Division, Thai Stanley Electric PCL.
2015 - 2017	Senior Advisor, Die & Mold Division, Thai Stanley Electric PCL.
2017 - 2020	Executive General Manager, Die & Mold Division, Thai Stanley Electric PCL.
2020 - Present	Director and Executive General Manager, Lighting Division, Thai Stanley Electric PCL.

Non Listed Companies

1999 - 2010	Chief of Section, Die & Mold Division, Research & Development Center Stanley Electric Co.,Ltd.
2020 - Present	Second Deputy General Director Vietnam Stanley Electric Co.,Ltd.
2023 - Present	Director Top Hightech (Thailand) Co.,Ltd.

Other

None



Mrs. Pimjai Lee-issaranukul

**Position**  
Director

**Date of Appointment**  
Year 1983

**Age**  
63

**Education Degree**

- Master’s Degree in Business Administration, Drexel University, Philadelphia, USA.
- Bachelor’s Degree in Industrial Engineering, Faculty of Engineering, Chulalongkorn University

**Training**

- Director Certificate Program course 37/2003
- Role of the Chairman Program course 31/2013
- Risk Management Committee Program course 1/2013
- Thai Institute of Director Association (IOD)
- Capital Market Academy Leadership Program Class 10 (CMA10)
- Joint Stage Private Sector Regular Course Class 26/2013 from National Defense College (NDC)
- Business Revolution and Innovation Network Class 1 (BRAIN 1) from The Federation of Thai Industries
- Thailand Energy Academy for Executive Class 11 (TEA11)
- Board Essential Program (BEP) Class 1 from Institute of Research and Development for Public Enterprise (IRDP)

**% of Holding (as 31/03/2024)**

3.71%

**Relations**

Siblings: Mr.Apichart Lee-issaranukul, Mr.Thanong Lee-issaranukul and Mrs.Pornpip Sethiwan

**Working Experience and position**

Listed Companies in SET

- 1983 - Present Director Thai Stanley Electric PCL.
- 2013 - Present Chairman Inoue Rubber (Thailand) PCL.
- 2013 - Present Executive Chairman Inoue Rubber (Thailand) PCL.
- 2013 - Present Vice Chairman of the Executive Committee Inoue Rubber (Thailand) PCL.
- 1993 - Present Director Inoue Rubber (Thailand) PCL.

Non Listed Companies

- 1993 - Present Director Sopa-Kanok international Co.,Ltd.
- 1995 - Present Chairman Thai Inoac Component Co.,Ltd.
- Director IRC Asia Reseach Co.,Ltd.
- Director Sungold Holding Co.,Ltd.
- 2001 - Present Director Kinno Hoshi Engineering Co.,Ltd.
- 2003 - 2022 Director Wangchula Co.,Ltd.
- 2006 - Present Director Dido Sittipol Co.,Ltd.
- 2013 - Present Honorary Chairman Inoac Tokai (Thailand) Co.,Ltd.
- 2016 - Present Director Supornavit Co.,Ltd.

Other

- 2008 - Present Member of the Young Thai Entrepreneurs Association (YTEA)
- 2010 - Present Global Advisory Board Member Babson College, Ma, U.S.A
- 2014 - Present Consultant of the Board of Thai Woman Engineer, The Engineering Institute of Thailand
- 2016 - Present Member of the Board of Association of Capital Market Academy (ACMA)
- 2017 - Present Member of the Board of ASEAN Woman Entrepreneur Network (AWEN)
- 2018 - Present Vice Chairman The Federation of Thai Industries
- 2020 - Present Member of the Board of Regional Center for Manufacturing System Engineering (RCMSE), Faculty of Engineering, Chulalongkorn University
- 2020 - Present Member of the Board of government procurement and supplies management sector, the Comptroller General’s Department
- 2023 - Present Vice Chairman of National Defense College (NDC) Class 26 Committee





**Mrs. Porntip Sethiwan**

**Position**  
Director

**Date of Appointment**  
Year 1990

**Age**  
57

**Education Degree**

- Bachelor of Commerce and Accountancy, Commerce major Chulalongkorn University.

**Training**

- Certificate Director Accreditation Program 5/2003
- Role of the Compensation Committee 17/2013
- Thai Institute of Director (IOD)

**% of Holding (as 31/03/2024)**

3.69%

**Relations**

Siblings: Mr.Apichart Lee-issaranukul, Mr. Thanong Lee-issaranukul and Mrs.Pimjai Lee-issaranukul

**Working Experience and position**

Listed Companies in SET

- 1980 - Present Director Thai Stanley Electric PCL.
- 1991 - Present Director Inoue Rubber (Thailand) PCL.

Non Listed Companies

- 1985 - Present Director Seng Ngun Hong Co.,Ltd.
- 1990 - Present Executive Director The Sittipol 1919 Co.,Ltd.
- 1990 - Present Director Pacific Industries (Thailand) Co.,Ltd.
- 1993 - Present Director Sopa-Kanok International Co.,Ltd.
- 1993 - Present Director Bike Clinic Co.,Ltd.
- 1996 - Present Director Daido Sittipol Co.,Ltd.
- 2003 - 2022 Director Wangchula Co.,Ltd.
- 2006 - Present Director IRC Asia Research Co.,Ltd.
- 2015 - Present Director Sonic Design (Thailand) Co.,Ltd.

Other

None



Mr. Yasuaki Kaizumi

**Position**  
Director

**Date of Appointment**  
23 June 2023

**Age**  
61

**Education Degree / Training**

- Bachelor of Science and Engineering, Chuo University, Japan

**% of Holding (as 31/03/2024)**

None

**Relations**

None

**Working Experience and position**

Listed Companies in SET

June 2023 - Present Director Thai Stanley Electric PCL.

Non Listed Companies

2022 - Present President Stanley Electric Co.,Ltd.  
 2021 - 2022 Managing Director Stanley Electric Co.,Ltd.  
 2017 - 2021 Director Stanley Electric Co.,Ltd.  
 2022 - Present Director Chairman Hella – Stanley Holding PTY Ltd.  
 2023 - Present Director Stanley Electric U.S.Co.,Inc.  
 2023 - Present Director Asian Stanley International Co.,Ltd.  
 2023 - Present Director PT Indonesia Stanley Electric  
 2023 - Present Director Vietnam Stanley Electric

Other

None



Mr. Toru Tanabe

**Position**  
Director

**Date of Appointment**  
June 26, 2012

**Age**  
65

### Education Degree / Training

- Bachelor Faculty of Electric Engineering, Hosei University, JAPAN

### % of Holding (as 31/03/2024)

None

### Relations

None

### Working Experience and position

#### Listed Companies in SET

2012 - Present Director Thai Stanley Electric PCL.

#### Non Listed Companies

2017 - 2021 Managing Director Stanley Electric Co.,Ltd.

2021 - 2022 Representative Senior Managing Director Stanley Electric Co.,Ltd.

2022 - Present Executive Vice President Stanley Electric Co.,Ltd.

2014 - Present Director Asian Stanley International Co.,Ltd.

2014 - Present Director Stanley Electric Sales of India Pvt, Ltd.

2014 - Present Director Stanley Electric Trading (Shenzhen) Co.,Ltd.

2014 - Present Director Stanley Electric Holding Asia – Pacific Pte, Ltd.

2014 - Present Director Stanley Electric Korea Co.,Ltd.

2014 - Present Director Stanley Electric (Asia Pacific) Ltd.

2014 - Present Director Vietnam Stanley Electric Co.,Ltd.

2014 - Present Director Lumax Industries Ltd.

2014 - Present Director PT. Indonesia Stanley Electric

2019 - Present Director Stanley Electric Philippines Inc.

2021 - Present Director Matsuo Electric Co.,Ltd.

2021 - Present Director STANLEY WELL Corp.

#### Other

None



**Mr. Picharn Sukparangsee**

**Position**

Independent Director

**Date of Appointment**

June 7, 2010

**Age**

63

**Education Degree**

- Master of Faculty of Law University of Warwick, ENGLAND
- Master of Faculty of Law University of London, ENGLAND
- Bachelor of Faculty of Law Thammasart University

**Training**

- Certificate Director Certification Program
- Board Matters & Trends 6/2018
- Thai Institute of Director. (IOD)

**% of Holding (as 31/03/2024)**

None

**Relations**

None

**Working Experience and position**

Listed Companies in SET

2010 - Present Independent Director Thai Stanley Electric PCL.

Non Listed Companies

1985 - 2005 Associate / Partner International Legal Counsellors Thailand

2015 - Present Managing Director Bangkok Global Law Offices Limited

Other

None



**Mr. Krisada Visavateeranon**

**Position**

Independent Director and Audit Committee Chairman

**Date of Appointment**

October 15, 1999

**Age**

74

**Education Degree**

- Master of Engineering Kyoto University, JAPAN
- Bachelor of Engineering Kyoto University, JAPAN

**Training**

- Certificate - Directors Certification program
- Audit Committee Program
- Thai Institute of Director (IOD)

**% of Holding (as 31/03/2024)**

None

**Relations**

None

**Working Experience and position**

Listed Companies in SET

1999 - 2010	Independent Director and Audit Committee Thai Stanley Electric PCL.
2010 - Present	Independent Director and Audit Committee Chairman Thai Stanley Electric PCL.
2009 - 2022	Audit Committee Textile Prestige PCL.

Non Listed Companies

2012 - 2022	Director Wazeda Education (Thailand) Co.,Ltd.
-------------	---

Other

2020 - 2022	Chancellor Thai-Nichi Institute of Technology
-------------	---



**Mr. Suchart Phisitvanich**

**Position**  
Independent Director and Audit Committee

**Date of Appointment**  
June 7, 2010

**Age**  
78

**Education Degree**

- Master of Electrical Engineering Louisiana Tech University USA.
- Bachelor of Electrical Engineering Chulalongkorn University

**Training**

- Certificate - Director Certification Program, Audit Committee Program
- Financial Statements for Director, Board Matter & Trends 6/2018
- Thai Institute of Director. (IOD)

**% of Holding (as 31/03/2024)**

None

**Relations**

None

**Working Experience and position**

Listed Companies in SET

- 2010 - Present Independent Director and Audit Committee Thai Stanley Electric PCL.
- Sep 2022 - Present Independent Director Asia Green Energy Public

Non Listed Companies

- None
- Other
- None



## Mr. Wiboon Rasmeepaisarn

### Position

Independent Director  
and Audit Committee

### Date of Appointment

January 19, 2024

### Age

62

### Education Degree

- Master Degree (Business Administration), (M.B.A.) Thammasat University
- Bachelor Degree (Accounting), (B.A., Accounting) Chulalongkorn University

### Training

- Corporate Secretary Program (CSP) CSP 132/2022
- The Role of Chairman (RCM) RCM 35/2014
- Audit Committee Program (ACP) ACP 41/2012
- Monitoring Fraud Risk Management (MFM) MFM 8/2012
- Monitoring of the Quality of Financial Reporting MFR 16/2012
- Monitoring the Internal Audit Function (MIA) MIA 13/2012
- Monitoring system of Internal Control and Risk Management (MIR) MIR 13/2012
- Director Certification Program (DCP) DCP 147/2011
- Role of the Compensation Committee (RCC) RCC 13/2011
- Director Accreditation Program (DAP) DAP 28/2004
- Thai Institute of Director Association (IOD)
- CFO Certification Program (CFO) CFO4/2005 The Federation of Accounting Professions

### % of Holding (as 31/03/2024)

None

### Relations

None

### Working Experience and position

#### Listed Companies in SET

Jan 2024 - Present	Independent Director and Audit Committee Thai Stanley Electric PCL.
2021 - Present	Executive Director Professional Laboratory Management Corp. PCL.
2018 - Present	Independent Director, Audit Committee Mena Transport PCL.
2015 - Present	Independent Director, Audit Committee, Risk Management Committee, Nomination and Remuneration Committee Ananda Development Property PCL.
2003 - Present	Director, Risk Management Committee Member, NFC PCL.

#### Non Listed Companies

2021 - Present	Director Sanas Technology Company Limited
2009 - Present	Director and Executive committee Eltek Power Company Limited
1992 - Present	Director and Managing Director Warach Paisarn Company Limited.

#### Other

None





**Mr. Yusuke Ikejima**

**Position**  
Executive General Manager,  
Satellite Division

**Date of Appointment**  
June 24, 2023

**Age**  
43

**Education Degree / Training**

- Bachelor Intercultural Studies  
Seikei University, Japan

**% of Holding (as 31/03/2024)**

None

**Relations**

None

**Working Experience and position**

Listed Companies in SET

2017 - Present Executive General Manager, Marketing Division  
Thai Stanley Electric PCL.

Non Listed Companies

2004 - 2016 Stanley Electric Co.,Ltd.

Other  
None



**Mr. Kasuya Shiraishi**

**Position**  
Executive General Manager  
DC Center

**Date of Appointment**  
October 30, 2020

**Age**  
58

**Education Degree / Training**

- Bachelor of Engineering, Mechanical  
Engineering Tokyo City University,  
Japan

**% of Holding (as 31/03/2024)**

None

**Relations**

None

**Working Experience and position**

Listed Companies in SET

Aug 2020 - Nov 2020 Department Manager Satellite Department Thai Stanley  
Electric PCL.

Nov 2020 - Present Executive General Manager, DC Division Thai Stanley  
Electric PCL.

Non Listed Companies

Apr 2020 - Aug 2020 Manager, Hamamatsu Satellite Department,  
Motorcycle Division (Hamamatsu Factory)  
Stanley Electric Co.,Ltd.

Other  
None



## Mr. Koichi Ozawa

### Position

Executive General Manager  
Office of Corporate Plan

### Date of Appointment

June 2022

### Age

61

### Education Degree / Training

- Fukushima Prefectural Yumoto High School, Japan

### % of Holding (as 31/03/2024)

None

### Relations

None

### Working Experience and position

#### Listed Companies in SET

2015 - 2020	Senior Advisor, Auto Bulb Plant Thai Stanley Electric PCL.
2020 - 2022	Department Manager, Office of Corporate Plan Thai Stanley Electric PCL.
2020 - Present	Executive General Manager, Office of Corporate Plan Thai Stanley Electric PCL.

#### Non Listed Companies

1988 - 2008	Stanley Iwaki Works, Ltd.
2008 - 2012	Department Manager, Quality Assurance Department Stanley Iwaki Works, Ltd.
2012 - 2015	Department Manager, Production Management Department Stanley Iwaki Works, Ltd.

#### Other

None



## Mr. Anuphong Thommanakarn

### Position

Deputy Executive General Manager  
Lighting Equipment Division

### Date of Appointment

July 2, 2021

### Age

58

### Education Degree / Training

- Bachelor of Engineering (Industrial Engineering), Kasetsart University

### % of Holding (as 31/03/2024)

0.00261%

### Relations

None

### Working Experience and position

#### Listed Companies in SET

2007 - 2009	Department Manager, Production Lamp 1 Thai Stanley Electric PCL.
2009 - Present	Deputy Executive General Manager Lighting Equipment Division Thai Stanley Electric PCL.

#### Non Listed Companies

None

#### Other

None

## Ms.Rattanaporn Boonwong

### Position

Company Secretary

### Date of Appointment

July 30, 2021

### Age

53

#### Education Degree

- Bachelor of Accountancy  
(Accounting) Bangkok University

#### % of Holding (as 31/03/2024)

None

#### Relations

None

#### Working Experience and position

##### Listed Companies in SET

Jul 2021 - Present	Company Secretary Thai Stanley Electric PCL.
Oct 2020 - Jul 2021	Deputy Company Secretary Thai Stanley Electric PCL.
May 2022 - Present	Specialist 2 Administration Division Thai Stanley Electric PCL.
2011 - Apr 2022	Specialist 1 Administration Division Thai Stanley Electric PCL.

##### Non Listed Companies

None

Other

None

### 1.2 Company Secretary

Company Secretary Practice requirements as set out in Section 89/15 and 89 /16 of the Securities and Exchange Act (No. 4 ) Act 2551 which comes into force on 31 August 2551 with responsibility. caution And honesty including compliance with the legal regulations of the company's objectives . Board of Directors The resolution of the shareholders of the Company Secretary are required by law.

- Establish and maintain the following documents.
  - register of directors
  - Director Meeting Notice letter, Minutes of the Board meeting and company annual report
  - Notice of the annual general meeting of Shareholders. And the minutes of the shareholders Meeting
- Keeping report on interest filed by a director or executive and deliver a copy of the report Stakeholders under Section 89/14, the Chairman of the Board and Chairman of the Audit Committee within 7 days from the date we receive the report.
- Carry other According to the Commission the notification  
There is also the Company Secretary of the Company and other duties as assigned.
  - Advise on the laws and regulations related . And best practices in governance and in the activities
  - of the Commission in accordance with the law.
  - Served on the Board of Directors' meetings and shareholders meeting.
  - Contact with other departments within the company. To comply with the resolutions of the Board of Directors and shareholders.
  - Contact with regulatory agencies such as the SEC, the Stock Exchange of Thailand, and overseeing the disclosure and reporting information to the regulatory agencies and the public
  - Provide orientation Advises directors to be appointed new.
  - Other duties as assigned by the company

### 1.3 Accounting Controller

Mrs. Supatta Rattanachinchai

#### Position

Department Manager Accounting & Financial Department

#### Date of Appointment

August 20, 2015

#### Age

51

#### Education Degree

- Bachelor of Accountancy  
Rajamangala University of  
Technology Thanyaburi

#### Training

- Global Mini MBA No. 82 Thammasart  
University
- CFO in Practice Federation of  
Accounting Professions

#### % of Holding (as 31/03/2024)

None

#### Relations

None

#### Working Experience and Position

##### Listed Company

2015 - Present Department Manager Thai Stanley Electric PCL

##### Non Listed Company

None

##### Other

None

## 2. Data Director in Associated and Related Company \*

		Related Companies – Overseas					
		Company	Joint Venture Company	Associate Company	Stanley Electric Co.Ltd. **	P.T. Indonesia Stanley Electric	Electro Polymers (PVT)
1. Mr.Apichart Lee-issaranukul***	X	X	/	/	/	/	
2. Mr.Kazunori Nakai***	//	****			/	/	
3. Mr.Thanong Lee-issaranukul***	/						
4. Mr.Etsuya Kawashima***	/		/				
5. Mrs.Pimjai Lee-issaranukul	/						
6. Mrs.Porntip Sethiwan	/						
7. Mr.Yasuaki Kaizumi	/		/	/	/	/	
8. Mr.Toru Tanabe	/		/	/	/	/	/
9 Mr.Picharn Sukparangsee	/						
10. Mr.Suchar Phisitvanich	/						
12. Mr.Wiboon Rasmeepaisarn	/						

## Related Companies - Domestic

		The Sittipol 1919 Co.,Ltd.	Sopa Kanok International Co.,Ltd.	Inoue Rubber (Thailand) PCL.	Top Hightech (Thailand ) Co.Ltd.	Sirivit - Stanley Co.,Ltd.	Asian Stanley International Co.,Ltd.
1. Mr.Apichart	Lee-issaranukul***		/	/		/	//
2. Mr.Kazunori	Nakaj***					/	/
3. Mr.Thanong	Lee-issaranukul***	//	/	/			/
4. Mr.Etsuya	Kawashima***				/		
5. Mrs.Pimjai	Lee-issaranukul			X			
6. Mrs.Porntip	Sethiwan	//		/			
7. Mr.Yasuaki	Kaizumi						/
8. Mr.Toru	Tanabe						/
9 Mr.Picham	Sukparangsee						
10. Mr.Krisada	Visavateeranon						
11. Mr.Suchart	Phisitvanich						
12. Mr.Wiboon	Rasmeepaisarn						

1. \* Related companies from inter-shareholding

\*\* It is a related company from being a major shareholder (100%) of Stanley Electric. Asia Pacific PTE, which is the major shareholder of the Company.

2. / = Director

X = Chairman

// = Executive Director

\*\*\* = Director are authorized to sign on behalf of the company

\*\*\*\* = Honorary Chairman

### 3.The Director, Management and Authority history punishment

- All of Director, Management and Authority had no history of any legal wrongdoing.

### Shareholding of the Company by the Board of Directors and the Executive Board

Name	Position	As March 31, 2024	As March 31, 2023	Trading during the FY 2023	Shareholding Proportion (%)
Mr.Apichart Lee-issaranukul	Executive Chairman and Executive General Manager Administration Division	5,501,771	5,501,771	-	7.18
Spouse / Minor Children		-	-	-	-
Mr.Kazunori Nakai	President	-	-	-	-
Spouse / Minor Children		-	-	-	-
Mr.Thanong Lee-issaranukul	Director	4,144,855	4,144,855	-	5.41
Spouse / Minor Children		-	-	-	-
Mr.Etsuya Kawashima	Director and Executive General Manager Lighting Equipment Division	-	-	-	-
Spouse / Minor Children		-	-	-	-
Mrs.Pimjai Lee-issaranukul	Director	2,841,495	2,841,495	-	3.71
Spouse / Minor Children		-	-	-	-
Included Suportavit Co.,Ltd. (Major Shareholder)		-	-	-	-
Mrs.Pornpip Sethiwan	Director	2,831,195	2,831,195	-	3.69
Spouse / Minor Children		-	-	-	-
Mr.Yasuaki Kaizumi	Director	-	-	-	-
Spouse / Minor Children		-	-	-	-
Mr.Toru Tanabe	Director	-	-	-	-
Spouse / Minor Children		-	-	-	-
Mr.Picharn Sukparangsee	Independent Director	-	-	-	-
Spouse / Minor Children		-	-	-	-
Mr.Krisada Vissavateeranon	Independent Director and Audit Committee Chairman	-	-	-	-
Spouse / Minor Children		-	-	-	-
Mr.Suchart Phisitvanich	Independent Director and Audit Committee	-	-	-	-
Spouse / Minor Children		-	-	-	-
Mr.Wiboon Rasmeepaisarn	Independent Director and Audit Committee	-	-	-	-
Spouse / Minor Children		-	-	-	-
Mr.Yusuke Ikejima	Executive General Manager Satellite Division	-	-	-	-
Spouse / Minor Children		-	-	-	-
Mr.Kasuya Shirashi	Executive General Manager DC Center	-	-	-	-
Spouse / Minor Children		-	-	-	-
Mr.Koichi Ozawa	Executive General Manager Office of Corporate Plan	-	-	-	-
Spouse / Minor Children		-	-	-	-
Mr.Anuphong Thommanakarn	Deputy Executive General Manager Lighting Equipment Division	2,000	2,000	-	0.002610
Spouse / Minor Children		-	-	-	-

## Attached 2 List of Director of Subsidiary Company

None

## Attached 3 Chief of Office of Internal Audit

Chief of Office of Internal Audit profile

### Mrs. Nongyao Apirum

Position	Date of Appointment	Age
Department Manager, Corporate Governance Department	4 July 2002	58

#### Education Degree

- Bachelor of Business Administration Sukhothai Thammathirat Open University

#### Training

- Fundamentals for New Internal Audit course 1 (2002) and 2 (2004)
- Audit Report Writing (2000)
- Risk Based Audit (2010)
- Certified Professional Internal Auditor of Thailand (CPIAT- 18) (2011)
- The Corporate risk management - COSO-ERM (2011)
- Internal controls on financial reporting (2011)
- Ethical Audit (2015)
- Working Paper for Anti-Corruption (2017)
- Compliance & Compliance Audit (2018)
- Fraud Audit (2019)
- Corporate Governance Audit (2019)
- Certificate Enterprise Risk Management (2023)
- ESG Risk Management (2023)

#### Relations

None

#### Working Experience and Position

2002 - 2018	Chief of Section Office of Internal Audit Thai Stanley Electric PCL.
2013 - Present	Secretary Audit Committee Thai Stanley Electric PCL.
2018 - Present	Department Manager Corporate Governance Department Thai Stanley Electric PCL



## Attached 4 Assets for used in Business Operation And the Details on the asset valuation list

### The main aspect of the company's fixed assets used in the business

Type of Asset	Ownership	Amount (Million Baht) 31 March 2024	Obligation
1. Land and Land and Building Improvement Total 209 rai 2 ngan 5.7 square wah	owner	2,908.82	-
2. Building and Other Structure - Office (Net)	owner	181.13	-
3. Building and Other Structure - Factory (Net)	owner	1,482.78	-
4. Machinery and equipment (Net)	owner	2,047.61	-
5. Mold (Net)	owner	620.85	-

Total assets are at 29/3 Moo 1, Bangpoo-Rangsit Road, Ban Klang Sub-district, Muang District, Pathumthani Province

## Attached 5

### Corporate Governance Policy and Practice (Full Version) Code of conduct for directors and employees

#### The Corporate Governance Policy

The Company's Board of Directors have a strong intention to carry out the business at our best potential which will lead us to achieve the aim and objective of the company. In order to allow the business result to be successful and transparent as well as establishing of confidence for those shareholders, investors, and all those concern, we hereby provided the Good Corporate Governance Policy to cover principles in 5 categories as follow;

1. Right of shareholders
2. Equitable treatment of shareholders
3. Role of stakeholders
4. Disclosure and transparency
5. Responsibilities of the board

#### The Corporate Governance Policy

1. Providing of business ethics and code of conduct for directors and employee and monitor for compliance with these codes, and occasionally review and update them.
2. Providing of the clear and appropriate structure, roles, duty, and responsibilities of the board of directors and the executives.
3. Board self-evaluation should be conducted.
4. Providing, maintaining, and review the financial control, operating control, and corporate governance, to effectiveness and to ensure that all company's activities are conducted in accordance with relevant law and ethical standards, and also performing of risk management and focus to warning signs and unusual transactions.
5. Important information on the company's business is disclosed correctly, accurately, transparency and on a timely basis to shareholders as well as stakeholders.
6. Providing of reliable financial report System and Auditing System, and also evaluating of the adequacy of internal control, risk management, and performance monitoring systems.
7. Making sure that the right of those shareholders and all stakeholders are properly protected and treated.
8. Thoroughly and transparency care taking and resolving of any occurrence of all conflict of interest.
9. Arranging of environmental and social policies.

#### Code of conduct for directors and employees

The Company's code of conduct for directors and employees (the Code of Conduct) has been put in place as guidelines for best practice and appropriate performance. The Company expects that by following the guidelines in the Code of conduct, the directors and employees can maintain the Company's reputation and the value of its products and avoid the loss or damage which may arise from misconduct.

## 1. Honesty, loyalty, and morals

To do right and perform their duties with honesty and loyalty toward themselves, others and society under all applicable laws, rules, regulations and orders and on a sound moral basis. According to the company's rules and guidelines or notifications of the company

## 2. Dedication

To exercise their professional skills, competence, knowledge, expertise and responsibility with a view to improving and enhancing the ultimate efficiency of the Company's operations and working procedures so that it may achieve its goals.

## 3. Compliance with laws, rules and Code of conduct

## 4. Good relationship with Stakeholder

such as customers, suppliers, shareholders, colleagues, government officials, local communities and Global Community To treat these people within the country and abroad with equitably and respectfully for social rights, human rights and mutual.

## 5. Asset safekeeping

To keep all the Company's assets for the best common use. Using the Company's assets for one's own or another's benefit is prohibited. (Assets include personal property, real property, technology, technical knowledge, information, title deeds, copyright, patents, inventions, and secrets held or owned by the Company.)

## 6. Confidentiality

To maintain customers' confidence in the Company. A customer's commercial secrets and information must be kept confidential.

## 7. Insider trading

Not to use inside information for one's own or another's benefit.

An employee privy to inside information, and all directors, must not sell or purchase securities issued by the Company for one month before the Company's financial statements or other sensitive information is disclosed to the public and within 24 hours after such disclosure.

## 8. Conflict of interests

Not to seek personal advantage in a conflict of interests with the Company.

If an employee takes part in any external activities or holds a position in any legal entity, that employee must ensure that those activities would not bring about a conflict of interests with the Company or the Company's customers and would not damage the Company's business. If a transaction is likely to result in a conflict of interests, the Board's prior approval is required.

## 9. All forms of corruption are strictly forbidden

To forbid whether directors, executive, employees and the person relevant to company operation acts of corruption in all forms, whether by Offering, Promising, Soliciting, Demanding, Giving or Accepting Bribes and other form of incentives including designation for other person to give or receive bribes or incentives on behalf of oneself relevant to company operation.

## 10. Political neutrality

It is the Company's policy to maintain political neutrality and not to support any particular party or faction.

## 11. Gifts and interests

Not to solicit or raise any gifts, funding, services or rewards from the Company's business counterparties or any subordinates.

Gifts providing or receiving on conventional occasions must have the average value expected of an ordinary gift. If the value of a gift is considerable, the recipient must report the gift to the supervisor.

For providing or receiving other kinds of interests, such as entertainment services, the services must not constitute a significant expense or be offered or gave too often.

## 12. Commercial Competition

To conduction business with honesty, to practice under the rules of the competition. Not take any action as a monopoly or reduce competition or limited competition. The Company will comply with the legal framework to ensure fair competition and transparency.

## 13. Consideration to the Natural Environment

To push for the implementation of activities. Environmental Conservation Prevention of pollution the environmental impact is minimal.

## 14. Promote occupational health and safety hazards in the work environment.

The company will support and promote environmental improvements. And how safe working continuously. As well as the use of proper protective equipment. The good health of all employees Consideration to the Natural Environment

## Summary Operation Result for fiscal year

GRI	Description	Unit	2023	2022	2021
<b>Economic Performance</b>					
201-1	Common Stock , Revenue , Profit , Financial Ratio - as in Annual Report	Page	3	3,87	3, 84
	Expenses related to stakeholders				
	Operating expenses	Million Baht	12,958.14	12,932.45	12,116.85
	Employee expenses	Million Baht	1,506.71	1,491.72	1,452.66
	Corporate income tax	Million Baht	389.29	352.45	315.01
	Dividends paid to shareholders	Million Baht	1,532.49	651.31	421.44
<b>Corporate Governance Performance</b>					
205-2	The number of complaints from business ethics violations that enter the company complaint system	Case	-	-	-
	Violation of the Code of Business Conduct is a reality				
	Corruption	Case	-	-	-
	Use of company information	Case	-	-	-
	Giving and receiving bribes	Case	-	-	-
	Human issues	Case	-	-	-
	Tax payment	Case	-	-	-
<b>Human Resource Performance - employment</b>					
401-1	Total Employee		2,796	2,930	3,003
	Male	Person	1,529	1,596	1,640
	Female	Person	1,267	1,334	1,363
<b>Employee provide by division</b>					
	Administration Division	Person	99	95	112
	Marketing Division	Person	82	86	45
	Production and Support Division	Person	2,615	2,749	2,846

GRI	Description	Unit	2023	2022	2021
<b>Employee by type</b>					
	Permanent	Person	2,726	2,658	2,626
	Fixed Time	Person	70	272	377
<b>Employee by nationality</b>					
	Thai	Person	2,777	2,912	2,982
	Japanese	Person	19	18	21
<b>Employee by aging</b>					
	Under 30 Years old	Person	824	956	1,156
	30 - 39 Years old	Person	974	1,021	1,087
	40 - 49 Years old	Person	746	723	630
	Over 50 Years old	Person	252	230	130
<b>Employee by Position</b>					
	Executive Management	%	0.46	0.41	0.43
	Middle Management	%	2	1.79	2.16
	Primary Management	%	3.58	3.31	3.44
	Unit Head and Leader Group	%	13.16	13.34	13.00
	Employee	%	80.8	80.54	80.97
<b>New Employee</b>					
	Male	Person	141	336	216
	Female	Person	136	316	207
<b>Resignation Employee</b>					
	Male	Person	275	300	334
	Female	Person	271	261	270
<b>401-3</b>	<b>Female Employee Maternity leave</b>				
	Maternity leave	Person	42	35	63
	Back to work after maternity leave	Person	38	28	54

GRI	Description	Unit	2023	2022	2021
<b>404-1</b>	<b>Training</b>				
	Training hour per employee (Average)	Hrs.	34.42	19.05	25.47
	Training Expenses	Million Baht	5.01	1.76	1.70
	Number of Accident - stop working * (Only Employees who have an accident)	Time	1	1	-
	The number of deaths from working in the company				
	Employee	Person	-	-	-
	Other Person	Person	-	-	-
	Number of illnesses and injuries from work				
	Employee	Time	2	1	3
	Other Person	Time	-	-	-
<b>302</b>	<b>Environment and Energy Performance</b>				
	<b>Material Utilization</b>				
	Main Material utilization (Resin)	Ton	9,786	8,705.74	9,634
<b>302-3</b>	<b>Electricity and Fuel</b>				
	Electricity usage	kWh	103,343,292	147,458,637	107,058,815
	Electricity usage from Solar Cell	kWh	1,244,798.11	1,179,679.85	1,190,896
	Fuel usage (Gas)	Liter			280,985
	Diesel fuel (company cars, other vehicles/engines (if any))	Liter	119,739.08	106,949.53	
	Gasoline (company cars, other vehicles/engines (if any))	Liter	62,693.34	62,204.19	
	Natural gas	Liter	203,475.71	254,227.91	
	LPG gas	Liter		85,248	



GRI	Description	Unit	2023	2022	2021
<b>306-2</b>	<b>Waste , Defect and Industrial waste Disposal</b>				<b>4,023</b>
	Waste and non-hazardous waste	Kg	3,017,726.90	3,319,935	
	Waste and hazardous waste	Kg	909,010.50	883,476	
<b>303-1</b>	<b>Water</b>				
	Quantity of water usage				
	Tap water	M <sup>3</sup>	327,300.00	280,512	318,668
	Groundwater	M <sup>3</sup>	100	27,917.85	923
	Recycle water usage	M <sup>3</sup>	74,362.50	86,406.14	64,461
<b>305-1</b>	<b>Greenhouse gas</b>				
	Greenhouse gas emissions	TonCO <sub>2</sub>	61,447.77	63,818.28	
	Target of greenhouse gas emissions	TonCO <sub>2</sub>	57,763.92		

# Milestone

1980 – 1991

Establishment and growth

1980

May

- Establishment and registration of the Company in Bangkok for the purpose of manufacturing and selling automotive bulbs with and initial capital of 10 million baht
- Received investment promotion from The Board of Investment

1981

April

- Completion of Auto Bulb plant Increased capital to 18 million baht.

1984

July

- Increased capital to 36 million baht.

August

- Received investment promotion from The Board of Investment to manufacture Lighting Equipment and completion of Lighting Equipment plant.

1987

April

- Increased capital to 44.5 million baht.

October

- Received investment promotion from The Board of Investment to manufacture Die & Mold plant.
- Increased capital to 53 million baht.

1988

March

- Investment in a new company (Asian Stanley International Co.,Ltd.)

April

- Completion of Die & Mold plant.

1989

November

- Increased capital to 153 million baht.

1990

February

- Received investment promotion from The Board of Investment to expanding Die & Mold plant.

July

- Received investment promotion from The Board of Investment to expanding Auto Bulb plant.

November

- Completion of new Lighting Equipment plant (Lamp1)

1991

April

- Increased capital to 175 million baht.

May

- The Company was listed in The Stock Exchange of Thailand

June

- Completion of head office building.

November

- Received investment promotion from The Board of Investment for establishment Research & Development Center.

1992 – 2003

The Completely Integrated Manufacturer of Automotive Lighting

1993

July

- Registered transform to The Public Company Limited and increased capital to 274.5 million baht and changed name to Thai Stanley Electric Public Company Limited.

September

- Signed technical agreement with Electropolymers (Private) Limited, Pakistan

October

- Establishment of The Stanley Thailand Foundation registered capital 200,000 baht.

November

- Signed Joint Venture agreement for establishment of Lao Stanley Co.,Ltd. In Lao People's Democratic Republic.

December

- Completion of expanding Lighting Equipment plant.

1994

September

- Received an award for the best organization form Ministry of Labour and Social Welfare.

October

- Participated of equity for Sum Hitechs Co.,Ltd. , Sirivit Stanley Co.,Ltd. And Lumax Industries Limited.

1995

May

- Signed Join Venture agreement of establishment of Top Hightech (Thailand) Co.,Ltd.Increased capital to 383.125 million baht.

June

- Increased capital to 383.125 million baht.

September

- Received investment promotion from the Board of Investment to expanding Die & Mold plant.
- Completion of Welfare building.

November

- Completion of new Lighting Equipment plant for Automobiles (Lamp2)

1996

May

- Signed Joint Venture agreement of establishment of Vietnam Stanley Electric Co.,Ltd. In Hanoi, Vietnam.

October

- Completion of new Lighting Equipment plant for Automobiles (Lamp3).

1999

January

- To certified quality system ISO 9002 in manufacturer of Automotive Bulb and Die & Mold.

July

- To certified quality system ISO 9001 in manufacturer of Die & Mold.

2000

May

- Completion of expansion for Automotive Bulb plant and Die & Mold plant.
- Signed technical assistance agreement with Unitech Machines Limited in India to produce Automotive Lighting Equipment.

2001

September

- QS 9000 Quality System has been acquired for Automotive Bulb and Lighting Equipment Division.

2002

September

- To certified environmental management ISO 14001.

2003

July

- Received The Best Performance Award in Industrial category on "SET AWARD 2003" from The Stock Exchange of Thailand.

October

- Completion of new factory in Navanakorn Industrial Estate for Plastic Injection Parts and Lighting Equipment for vehicle.

## 2004 – 2014

## Entrepreneurship excellence in performance and in society

2004

May

- Received “The Best Performance Company of Safety, Occupational Health and Working Environment Award 2004” from Ministry of Labour (Received continuously until 2022)

July

- Received The Best Performance Award in Industrial category on “SET AWARD 2004” from The Stock Exchange of Thailand.

2005

April

- Received “Best Corporate in Social Security Cooperation Award” from Office of Social Security, Pathumthani Province

2006

March

- To certified quality system ISO/TS 16949.

July

- Received The Best Performance Award in Industrial category on “SET AWARD 2006” from The Stock Exchange of Thailand.

August

- Received the Copper Trophy for achievement in The National Zero Accident 1,000,000 office hours without accident Campaign from Ministry of Labour. (and received continuously until 2010)

September

- Received “An Outstanding Establishment in the year 2006 for achievement on Labour Relations and Welfare Relations Award” from Ministry of Labour. (and received continuously until 2022)

2007

March

- Completion of Lamp 5 construction new factory for lighting equipment manufacturer for automobile.

2008

August

- Received The Thai Labour Standard Certified Completion Level (TLS.8001-2003) from The Department of Labour Protection and Welfare , Ministry of Labour.

2009

August

- Received Best Employer of Pathumthani and Best Employer of Safety in Working Place.

2012

May

- Completion Lamp 7 construction new factory for lighting equipment manufacturer for eco car.

2013

March

- Received “Skill Development Promotion Award 2012 from Department of Skill Development, Ministry of Labour.

July

- Received “The Best Performance Company of Safety , Occupational Health and Working Environment Award 2013” from Ministry of Labour for the 10th consecutive year.

October

- Received “Waste Management by using 3Rs Award” from Department of Industrial Works.

2014

July

- Completed construction of PQC building, multipurpose building and engineering works.

2015 - 2023  
The manufacturer of automotive lighting to maintain strongly management

2016

July

- Participated of equity for Pracharat Rak Samakkee Pathumthani (Social Enterprise) Company Limited

2017

August

- The company has won the royal trophy from Her Royal Highness Princess Maha Chakri Sirindhorn as The Thailand Labour Management Excellence Award 2017 from The Department of Labor Protection and Welfare , Ministry of Labour for excellent performance

September

- Received Zero Accident Award 2017 (Gold)

2018

April

- Received Excellence Award in ASEAN – OSHNET Award from The ASEAN – OCCUPATIONAL SAFETY AND HEALTH NETWORK (ASEAN-OSHNET) at Siem Reap , Cambodia

August

- The Her Royal Highness Princess Maha Chakri Sirindhorn visited Thai Stanley at Head Office, Safety Dojo, RD Center and Lamp 7 plant.

2019

January

- Completion of Lamp 7 plant extension.

July

- Completion of New Die & Mold plant and R&D Center (DMT).

November

- Investment in share of Electropolymers (Private) Limited, Pakistan

2020

March

- Completion of renovation in Welfare building consisting of a cafeteria, gymnasium and education room

November

- Completion of new Lighting Equipment plant (Lamp 8).

2021

December

- Start project “ THAI STANLEY FARM” in the Pan Dee Labor Program of the Ministry of Labor.by applying the sufficiency economy principle by allocating space in the company for employees to cultivate vegetables, The produce can be consumed or sold, which can reduce the burden of living expenses and generate additional income for employees.

2022

November

- Received “An Outstanding Establishment in the year 2022 for achievement on Labour Relations and Welfare Relations Award” (for the 17<sup>th</sup> consecutive year).” from Ministry of Labour.
- Received “The Best Outstanding Model Company of Safety , Occupational Health and Working Environment Award 2022 (for the 19<sup>th</sup> consecutive year).” from Ministry of Labour.

2023

November

- Received “An Outstanding Establishment in the year 2023 for achievement on Labour Relations and Welfare Relations Award” (for the 18<sup>th</sup> consecutive year).” from Ministry of Labour.
- Received “The Best Outstanding Model Company of Safety, Occupational Health and Working Environment Award 2023 (for the 20<sup>th</sup> consecutive year).” from Ministry of Labour





**“ THE COMPLETELY INTEGRATED  
MANUFACTURER OF WORLD CLASS  
AUTOMOTIVE LIGHTING ”**

Thai Stanley Electric Public Company Limited

29/3 Moo 1 Bangpoon-Rangsit Road,  
Banklang Muang, Pathumthani 12000 Thailand

Telephone : 0 2581 5462, 0 2977 9555

Fax : 0 2581 5397, 0 2581 4502

Website: [www.thaistanley.com](http://www.thaistanley.com)



**Be Friendly to  
the Environment**