

EAST COAST FURNITECH PUBLIC COMPANY LIMITED (ECF)

Annual Report 2022 (From 56-1 One Report)



Attachment	1
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## Details of Directors, Executives, Controlling Persons and Company Secretary

					Proportion of	V	Work Experience in Retrospective 5 Year	rs Period
No.	Name List/Position	Ages (years)	Educational Qualification	Family Relationship Between Executives	Shareholding in the Company (%)	Period	Position and Name of Work Unit / Company	Type of Business
1.	General Terdsak Marom	87	- Doctor of Science (Honorary	None	-		Listed Company	
	- Chairman of the Board - Audit Committee Member - Independent Director  (Old Name-Surname) - None – The First Appointment Date as Director on 26 October 2012		Degree) Innovation for Education Technology Rajamangala University of Technology Phra Nakhon Bachelor of Science (B.S.) Chulachomklao Royal Military Academy (CRMA) - Associate Infantry Career Course,		No change in shareholding proportion when compared between the years	2012 - Present  2004 - Present  2019 - Present	<ul> <li>Chairman of the Board / Audit         Committee / Independent Director         East Coast Furnitech Pcl.     </li> <li>Chairman of the Board / Independent         Director         T. Krung Thai Industry Pcl.     </li> <li>Chairman of the Board/ Audit         Committee Member / Independent         Committee     </li> </ul>	- Manufacturer and Distributor of Furniture  - Manufacturer and supplier of molds for plastic parts - Manufacturer and distributor of sealing compounds, lacquers
			Georgia , USA.  - Internal Defense and Development,				UBIS (Asia) Pcl.	and coatings used in can production
			North Carolina, USA.				Non-Listed Company	can production
			<ul> <li>Command and General Staff         College</li> <li>Royal Thai Army War College</li> <li>Course of Law for High-Level         Commander         Ministry of Defense</li> <li>National Defense College</li> <li>Certificate         Director Accreditation Program         (DAP), Batch 10/2004, Thai         Institute of Directors (IOD)</li> </ul>			1986 – Present	- Advisory Chairman and Director E.Tech Co.,Ltd. (Eastern College of Technology)	- College of Vocational Education, Diploma of Vocational Education



					Proportion of	V	Vork Experience in Retrospective 5 Year	rs Period
No.	Name List/Position	Ages (years)	Educational Qualification	Family Relationship Between Executives	Shareholding in the Company (%)	Period	Position and Name of Work Unit / Company	Type of Business
1.	General Terdsak Marom						Agencies and other organizations	
	- Chairman of the Board					1977 – Present	- President, the Lions Clubs	- Support public and
	- Audit Committee Member						International District 310 Thailand	charitable activities.
	- Independent Director							
						1986 - Present	- Special Military Officer Stationed at	
	(Old Name-Surname)						21 <sup>st</sup> Infantry Regiment	
	- None –					1992 – Present	- Chairman, Trai Kaew Foundation	- Kindergarten - Primary
	The First Appointment Date as						Thammawatee School	School
	Director on 26 October 2012					2004 - Present	- President, Vietnam Veterans	
	(Cont.)						Association of Thailand under the	
							Royal Patronage	
						2012 - Present	- President, Universal Peace Federation	- Support public and
							(Thailand)	charitable activities
						2016 - Present	- President and Advisor, the Lions	
							Foundation in Thailand	- Support public and
								charitable activities.



					Proportion of	v	Vork Experience in Retrospective 5 Year	s Period
No.	Name List/Position	Ages (years)	Educational Qualification	Family Relationship Between Executives	Shareholding in the Company (%)	Period	Position and Name of Work Unit / Company	Type of Business
2.	Assoc. Prof. Dr. Montree Socatiyanurak - Chairman of Audit Committee - Director - Independent Committee - Chairman of Risk Management Committee - Chairman of Remuneration Committee  (Old Name-Surname) - None — The First Appointment Date as Director on 26 October 2012	65	- Doctor's Degree PhD. (Economics) University of Minnesota, U.S.A Master's Degree MA (Economics) University of Minnesota, U.S.A Master's Degree Master of Development Administration (Development Economics) National Institute of Development Administration (NIDA) - Bachelor's Degree Bachelor of Economics (Economics) Thammasat University - Certificate DAP, Batch No. 69/2008, Thai Institute of Directors (IOD)	None	No change in shareholding proportion when compared between the years	2012 - Present  2013 - 2017  2013 - Present  2014 - Present  2015 - Present	Listed Company  - Chairman of Audit Committee/Director/Independent Committee/ Chairman of Risk Management Committee/ Chairman of Remuneration Committee East Coast Furnitech Pcl.  - Chairman of the Board Ocean Commerce Pcl.  - Independent Director Union Auction Pcl.  - Chairman of Audit Committee / Chairman of the Board TV Thunder Co., Ltd.  - Chairman of Audit Committee / Independent Director Megachem (Thailand) Pcl.  - Chairman of the Board Thai Plastic Industry (1994) Pcl.	- Manufacturer and Distributor of Furniture  - Manufacturer and Distributor of Faucet - Service Business as Intermediary in Asset Auction Management - Producer of Television Program  - Manufacturer and Distributor of Chemicals - Manufacturer and Distributor of Plastic Bag



					Proportion of	v	Vork Experience in Retrospective 5 Year	rs Period
No.	Name List/Position	Ages (years)	Educational Qualification	Family Relationship Between Executives	Shareholding in the Company (%)	Period	Position and Name of Work Unit / Company	Type of Business
	Assoc. Prof. Dr. Montree						Non-Listed Company	
	Socatiyanurak					2007 - Present	- Deputy Dean of Planning and	- Education Academy
	- Chairman of Audit Committee						Development, Faculty of Political	
	- Director						Science, National Institute of	
	- Independent Committee						Development Administration (NIDA)	
	- Chairman of Risk					2011 - Present	- Director	- Training provider and
	Management Committee						Learn Tech Co., Ltd.	develop integrated
	- Chairman of Remuneration							teaching materials (e- Learning Total Solution)
	Committee					2017 – 2019	- Chairman of the Board	- Contractor of
	Committee					2017 2013	PCN Corp Plc.	construction for public
	(01131 (0 )						•	utilities relating to
	(Old Name-Surname)							communication and
	- None –							transportation system
	The First Appointment Date as					2015 - Present	- Audit Committee / Independent	- Real Estate
	Director on 26 October 2012						Director	Development
	(Cont.)						Baan Souy Group (Suratthaini) Plc.	
						2020 - Present	- Chairman of Audit Committee /	- Power Plant
							Independent Director  Clover Power Plc.	
							Clover Power Pic.	



					Proportion of	7	Work Experience in Retrospective 5 Year	rs Period
No.	Name List/Position	Ages (years)	Educational Qualification	Family Relationship Between Executives	Shareholding in the Company (%)	Period	Position and Name of Work Unit / Company	Type of Business
3.	Assoc. Prof. Songkhlod Jarusombat  - Director  - Audit Committee  - Independent Director  - Chairman of Nomination Committee  - Risk Management Committee  (Old Name-Surname)  - None — The First Appointment Date as Director on 26 October 2012	59	- Master's Degree Master of Science Faculty of Forestry Kasetsart University - Bachelor's Degree Bachelor of Science Faculty of Forestry Kasetsart University - Certificate (DAP), Batch 99/2012, Thai Institute of Directors (IOD)	None	No change in shareholding proportion when compared between the years	2012 - Present  1996 - Present	Listed Company  - Director / Audit Committee / Independent Director/ Chairman of Nomination Committee/ Risk Management Committee East Coast Furnitech Pcl.  Agencies and other organizations  - Director of Center of Excellence for Academics in Hevea - Specialist of Industrial Technology Assistant Program (iTAP), National Science and Technology Development Agency - Advisor of Thai Furniture Industries Association - Advisor of Thai Hevea Wood Association - Accreditation Committee for Thai Economic Wood Thai Economic Wood Certification Office  No position holding in other businesses both of listed and non- listed companies	- Manufacturer and Distributor of Furniture



					Proportion of	1	Vork Experience in Retrospective 5 Year	s Period
No.	Name List/Position	Ages (years)	Educational Qualification	Family Relationship Between Executives	Shareholding in the Company (%)	Period	Position and Name of Work Unit / Company	Type of Business
4.	Dr. Ekarin Vasanasong	51	- <u>Doctor's Degree</u>	None	=		Listed Company	
	- Director - Independent Director  (Old Name-Surname) - None — The First Appointment Date as Director on 28 April 2017		Ph.D. (Electrical Engineering) The University of New South Wales, Australia  - Master's Degree M. Eng (Electrical Engineering) Kasetsart University  - Bachelor's Degree B. Eng (Power Engineering) Mahanakorn University of Technology  - Certificate (DAP), Batch 140/2017, Thai Institute of Directors (IOD)  - Certificate Board Nomination and Compensation Program Batch 8/2019	None	No change in shareholding proportion when compared between the years	2017 - Present  2017 - Present  2017 - Present  2017 - Present  2009-2017  2018-2019	- Director and Independent Director East Coast Furnitech Pcl.  Non-Listed Company  - Director Corporate Governance and Social Affairs Committee The Krungthep Thanakom Co., Ltd.  - Director Risk Management Committee The Krungthep Thanakom Co., Ltd.  - Power Plant Project Manager Navanakorn Electric Co., Ltd.  - Audit Committee, Independent Committee and Nomination and Remuneration Committee Thai Eastern Group Holdings Co.,Ltd.  - Executive Vice President The Krungthep Thanakom Co., Ltd.	- Manufacturer and Distributor of Furniture  - Enterprise of Bangkok Metropolitan Administration, implementing infrastructure system  - Enterprise of Bangkok Metropolitan Administration, implementing infrastructure system  - Private Electricity Manufacturer  - Rubber and Rubber Products and Palm oil and palm oil Products  - Enterprise of Bangkok Metropolitan Administration, implementing
								infrastructure system



					Proportion of	W	ork Experience in Retrospective 5 Year	s Period
No.	Name List/Position	Ages (years)	Educational Qualification	Family Relationship  Between Executives	Shareholding in the Company (%)	Period	Position and Name of Work Unit / Company	Type of Business
5.	Mr.Paiboon Aroonprasobsuk	49	- Master's Degree	None	No change in		Listed Companies	
	- Director - Independent Director  (Old Name-Surname) - None — - Independent Director The First Appointment Date as Director on 14 July 2020		M.B.A Finance University of the Thai Chamber of Commerce  - Bachelor's Degree B.B.A. (General Management) Sukhothai Thammathirat Open University  - Bachelor's Degree		shareholding proportion when compared between the years	2020 - Present  2020 - Present  2016 - Presen	<ul> <li>Director and Independent Director         East Coast Furnitech Pcl.     </li> <li>Director         Yong Concrete Pcl.     </li> <li>Director         Thai Plastic Industrial (1994) Pcl.     </li> </ul>	<ul> <li>Manufacturer and         Distributor of         Furniture         Manufacturer and             Distributor of concrete products             Manufacturer and distributor of plastic products         </li> </ul>
			B.B.A (Finance) University of the Thai Chamber of				Non-Listed Companies	products
			Commerce  - Certificate  - (DAP) Batch 130/2016, Thai Institute of Directors (IOD)			1999 – Present 2020 - Present	- Director Asset Pro Mangement Co.,Ltd Director Green Earth Power (Thailand) Co.,Ltd.	- Financial Advisor - Solar Power Plant, Myanmar



					Proportion of	W	Vork Experience in Retrospective 5 Year	s Period
No.	Name List/Position	Ages (years)	Educational Qualification	Family Relationship Between Executives	Shareholding in the Company (%)	Period	Position and Name of Work Unit / Company	Type of Business
6.	Mr. Chalee Suksawad	55	- Bachelor's Degree	The son of Mr.	15.6315%		Listed Companies	
	- Vice Chairman of the Board		Bachelor of Economics	Wanlop and the elder	15.6317%	1999 – Present	- Vice Chairman of the Board /	- Manufacturer and
	- Executive Committee		University of the Thai Chamber of	brother of Mr. Arak	(including		Executive Director / Risk Management	Distributor of
	- Risk Management Committee		Commerce		immature		Committee / Remuneration Committee	Furniture
	- Remuneration Committee		- <u>Certificate</u>		children)		/ Nomination Committee	
	- Nomination Committee		(DAP) Batch 94/2012, Thai Institute		No change in		East Coast Furnitech Pcl.	
	(Old Name-Surname)		of Directors (IOD)		shareholding		Non-Listed Companies	
	- None –				proportion when	2015 – Present	- Director	- Holding Company
	The First Appointment Date as				compared		ECF Holdings Co.,Ltd.	
	Director on 26 October 2012				between the	2017 – Present	- Director	- Investment in Energy
					years		ECF Power Co.,Ltd.	Business
						2017 - Present	Director	- MDF wood production
							Planet Board Co.,Ltd.	and distribution plant
								(There is no
								commercial income)
						2021	- SOMEWA Plaza Co.,Ltd.	- Online Platform



					Proportion of	v	Vork Experience in Retrospective 5 Year	s Period
No.	Name List/Position	Ages (years)	Educational Qualification	Family Relationship Between Executives	Shareholding in the Company (%)	Period	Position and Name of Work Unit / Company	Type of Business
7.	Mr. Wanlop Suksawad  - Director  - Chairman of Executive Committee  (Old Name-Surname)  - None —  The First Appointment Date as Director on 26 October 2012	81	- Elementary Education Grade 4 Wat Huay Sarn Salika School - Certificate (DAP), Batch No. 96/2012, Thai Institute of Directors (IOD)	The father of Mr. Chalee and Mr. Arak	2.4533% 3.1081% (including spouse)  No change in shareholding proportion when compared between the years	1999 – Present  2017 – Present  2017 – Present  2017 – Present	Listed Companies  - Director and Chairman of Executive Directors East Coast Furnitech Pcl.  Non-Listed Companies  - Director ECF Holdings Company Limited - Director ECF Power Company Limited - Director Planet Board Company Limited	- Manufacturer and Distributor of Furniture  - Holding Company - Investment in Energy Business - MDF wood production and distribution plant (There is no commercial income)



					Proportion of	V	Vork Experience in Retrospective 5 Year	rs Period
No.	Name List/Position	Ages (years)	Educational Qualification	Family Relationship Between Executives	Shareholding in the Company (%)	Period	Position and Name of Work Unit / Company	Type of Business
8.	Mr. Arak Suksawad - Director - Executive Committee - Managing Director  (Old Name-Surname) - None — The First Appointment Date as Director on 26 October 2012	52	<ul> <li>Master's Degree         Master of Economics         Ramkhamhaeng University</li> <li>Bachelor's Degree         Bachelor of Economics in Monetary         Economics Program         Ramkhamhaeng University</li> <li>Certificate         <ul> <li>(DAP) Batch No. 95/2012, Thai Institute of Directors (IOD)</li> <li>Executive Program Capital Market Academy (CMA), Batch 16</li> <li>Expert and Specialist for Member of Parliament Course, Batch 6, King Prajadhipok's Institute</li> <li>Executive Course of Energy Technology, Thailand Energy Academy (TEA)</li> <li>Course "Bahumipalung Phandin" for Executives, Batch 4, Chulalongkorn University</li> <li>Master of Investment Courses (Ultra Wealth Group, Batch 3)</li> <li>Management science courses for senior management (Batch 1) Course, Faculty of Public Administration, National Institute of Development Administration (NIDA)</li> </ul> </li> </ul>	The son of Mr. Wanlop and the younger brother of Mr. Chalee	15.8040% 15.9291% (including spouse)  No change in shareholding proportion when compared between the years	1999 – Present  2015 – Present  2017 - Present  2017 - Present  2017 – Present	Listed Companies  - Director / Executive Committee / Managing Director / Risk Management Committee / Remuneration Committee / Nomination Committee East Coast Furnitech Pcl.  Non-Listed Companies  - Director ECF Holdings Co.,Ltd Director - ECF Power Co.,Ltd Director Green Earth Power (Thailand) Co., Ltd Director Planet Board Co.,Ltd.	- Manufacturer and Distributor of Furniture  - Holding Company - Investment in Energy Business - Solar Power Plant, Myanmar - MDF wood production and distribution plant (There is no commercial income) - Online Platform



					Proportion of	W	Work Experience in Retrospective 5 Years Period		
No.	Name List/Position	Ages (years)	Educational Qualification	Family Relationship Between Executives	Shareholding in the Company (%)	Period	Position and Name of Work Unit / Company	Type of Business	
8.	Mr. Arak Suksawad  - Director  - Executive Director  - Managing Director  (Old Name-Surname)  - None —  The First Appointment Date as Director on 26 October 2012 (Cont.)		<ul> <li>CHIEF TRANSFORMER         OFFICER (CTO Course)         organized by Mai Listed         Company Association</li> <li>Digital Transformation for         CEO organized by Nation         Broadcasting Corporation         Plc.</li> </ul>			2007 – Present 2012 – 2016	Agencies and Others Organizations  - Director Council of Asia Furniture Associations (CAFA)  - President of Thai Furniture Industries Association		
9.	Mrs. Suphak Toaponganan Assistant Managing Director (Branch 1)  (Old Name-Surname) Miss Nittaya Toaponganan	50	- Bachelor's Degree Bachelor of Economics Dhurakij Pundit University	None	0.0000% 0.0002% (including immature children)  No change in shareholding proportion when compared between the years	2003 – Present	Listed Company - Assistant Managing Director (Branch 1) East Coast Furnitech Pcl.	- Manufacturer and Distributor of Furniture	



					Proportion of	W	ork Experience in Retrospective 5 Year	s Period
No.	Name List/Position	Ages (years)	Educational Qualification	Family Relationship Between Executives	Shareholding in the Company (%)	Period	Position and Name of Work Unit / Company	Type of Business
10.	Mr. Sitthichoke Chinnurat Assistant Managing Director (Branch 2) (Old Name-Surname) - None -	50	- Bachelor's Degree Bachelor of Laws Ramkhamhaeng University	The spouse of Miss Tippawan The daughter of Mr. Wanlop and younger sister of Mr. Chalee and Mr.Arak	0.0001% 15.5878%  No change in shareholding proportion when compared between the years (including spouse and immature children)	1999 – Present	Listed Company  - Assistant Managing Director (Branch 2) East Coast Furnitech Pcl.	- Manufacturer and Distributor of Furniture
11.	Mr. Racha Pojariya Assistant Managing Director (Head Office)  (Old Name-Surname) - None	52	- Master's Degree  Master of BusinesAdministration, Ramkhamhaeng University - Bachelor's Degree  Bachelor of Business Administration Ramkhamhaeng University	None	None  No change in shareholding proportion when compared between the years	2010 – 2020 2020 - Present	Listed Company  - Director of Head Office  East Coast Furnitech Pcl.  - Assistant Managing Director (Head Office)  East Coast Furnitech Pcl.	- Manufacturer and Distributor of Furniture



					Proportion of	W	ork Experience in Retrospective 5 Year	s Period
No.	Name List/Position	Ages (years)	Educational Qualification	Family Relationship  Between Executives	Shareholding in the Company (%)	Period	Position and Name of Work Unit / Company	Type of Business
12.	Miss Pachanan Singphu - Assistant Managing Director  (Old Name-Surname)  Miss Namthip Singphu	46	- <u>Bachelor's Degree</u> Bachelor of Accountancy  Rambhai Barni Rajabhat University	None	0.0001%  No change in shareholding proportion when compared between the years	1999 – 2018 2018 - Present	Listed Company  - Director of Finance and Accounting Department East Coast Furnitech Pcl.  - Assistant Managing Director East Coast Furnitech Pcl.	- Manufacturer and Distributor of Furniture
13.	Mr. Pongpan Suriya-Amporn Director of Finance and Accounting (The Ultimate responsible person of finance and accounting, and accounting controller)  (Old Name-Surname) - None	54	- Master's Degree  Master of Business Administration (Management of Accounting) Thammasat University - Bachelor's Degree Bachelor of Accountancy Thammasat University	None	No change in shareholding proportion when compared between the years	2019 – Present 2016 – 2017	Listed Company  - Director of Finance and Accounting  East Coast Furnitech Pcl.  - Vice President (Accounting)  Eastern Polymer Group Pcl.	- Manufacturer and Distributor of Furniture - Holding Company for innovative polymer and plastic convertor companies.



					Proportion of	W	ork Experience in Retrospective 5 Year	s Period
No.	Name List/Position	Ages (years)	Educational Qualification	Family Relationship Between Executives	Shareholding in the Company (%)	Period	Position and Name of Work Unit / Company	Type of Business
13.	Mr. Pongpan Suriya-Amporn Director of Finance and Accounting (The Ultimate responsible person of finance and accounting, and accounting controller)  (Old Name-Surname) - None (Cont.)		- Certificate  - Training preparation course Accounting and financial and knowledge development Continuous accounting for the year 2018 totaling 12 hours under Federation of Accounting Professions under the Royal Patronage of His Majesty The King  - Strategic CFO in Capital Market class 8 by the Stock Exchange of Thailand  - Financial Model 3 Financial Projection and DCF (Workshop) Federation of Accounting Professions under the Royal Patronage of His Majesty The King			2013 – 2016 2013 – 2016	<ul> <li>Director of Finance and Accounting         Department         Salee Printing Pcl.         </li> <li>Budget Director and evaluate the performance</li> <li>Siam Commercial Bank Pcl.         Non-Listed Company     </li> <li>Assistant of Managing Director</li> <li>VIV Group Co.,Ltd.</li> </ul>	<ul> <li>Label manufacturers and high-quality prints</li> <li>Financial Institution</li> <li>Holding Company</li> </ul>
14.	Miss Sarisa Thongkittikul Company Secretary and Investor Relations (Old Name-Surname) Miss. Thanaya Thongkittikul	43	- Master's Deegree M.B.A. (Entrepreneur) Rangsit University - Bachelor's Degree Bachelor of Economics (Second class Honor) Thammasat University - Certificate - Financial Advisor Program by Association of Thai Securities Companies Company Secretary Program (CSP) by Thai Institute of Directors	None	0.3387%  No change in shareholding proportion when compared between the years	2020– Present 2014 - 2020	Listed Company - Company Secretary and Investor Relations East Coast Furnitech Pcl Assistant Company Secretary and Investor Relations East Coast Furnitech Pcl.	- Manufacturer and Distributor of Furniture



## Report of changes in shareholding in the company of directors and executives for the year $2021\,$

# Information as of 31 December 2021

No.	Name / Position	Shareholding data as of December 31, 2021	Shareholding data as of December 31, 2022	The number of shares changed increased / (decreased) in the year 2022	Shareholding Proportion (Percentage)
1	General Terdsak Marom - Chairman of the Board - Audit Committee Member Independent Director	-None-	-None-	-None-	0.00
	Spouse and Underage children	-None-	-None-	-None-	0.00
2	Assoc. Prof. Dr. Montree Socatiyanurak - Chairman of Audit Committee - Director - Independent Committee	-None-	-None-	-None-	0.00
	Spouse and Underage children	-None-	-None-	-None-	0.00
3	Assoc. Prof. Songkhlod Jarusombat  - Director  - Audit Committee  - Independent Committee	-None-	-None-	-None-	0.00
	Spouse and Underage children	-None-	-None-	-None-	0.00
4	Dr. Ekarin Vasanasong - Director - Independent Committee	-None-	-None-	-None-	0.00
	Spouse and Underage children	-None-	-None-	-None-	0.00
5	Mr.Paiboon Aroonprasobsuk - Director - Independent Committee	-None-	-None-	-None-	0.00
	Spouse and Underage children	-None-	-None-	-None-	0.00
6	Mr. Chalee Suksawad - Vice Chairman of the Board - Executive Director	149,982,750	149,982,750	-None-	15.6315
	Spouse and Underage children	1,200	1,200	-None-	0.0001
7	Mr. Wanlop Suksawad - Director - Chairman of Executive Directors  Spouse and Underage children	23,538,800 6,283,100	23,538,800	-None-	0.6548
8	Mr. Arak Suksawad - Director - Executive Director - Managing Director	151,637,750	151,637,750	-None-	15.8040



	Spouse and Underage children	1,200,000	1,200,000	-None-	0.1251
9	Miss. Suphak Toaphonganan	400	400	-None-	0.0000
	- Assistant Managing Director				
	(Branch 1)				
	Spouse and Underage children	1,200	1,200	-None-	0.0001
10	Mr. Sitthichoke Chinnurat	600	600	-None-	0.0001
	- Assistant Managing Director				
	(Branch 2)				
	Spouse and Underage children	149,560,550	149,560,550	-None-	15.5875
11	Mr. Racha Pojariya	-None-	-None-	-None-	-None-
	- Assistant Managing Director				
	(Headquarter Part)				
	Spouse and Underage children	-None-	-None-	-None-	0.00
12	Miss Pachanan Singphu	600	600	-None-	0.0001
	- Assistant Managing Director				
	Spouse and Underage children	-None-	-None-	-None-	0.00
13	Mr. Pongpan Suriya-Amporn	-None-	-None-	-None-	0.00
	- Director of Finance and Accounting				
	Spouse and Underage children	-None-	-None-	-None-	0.00





Attachment 2

# Details of Directors in Subsidiaries and Joint Ventures

Name- Surna	ame	ECF	VV-Decor	ECFH	ECF-P	PNB	SOMEWA	VV RICH	GEP
1. General Terdsak	Marom	1							
2. Assoc. Prof. Dr. Montree	e Socatiyanurak	2							
3. Assoc. Prof. Songkhlod	Jarusombuti	2							
4. Dr. Ekarin	Vasanasong	2							
5. Mr. Paiboon	Aroonprasopsuk	2							
6. Mr. Wanlop	Suksawad	2, 3	2	2	2	2		2	
7. Mr. Chalee	Suksawad	2, 4	2, 4	2, 4	2, 4	2, 4	2	2	
8. Mr. Arak	Suksawad	2, 4	2, 4	2, 4	2, 4	2, 4	2	2	2

Note 1 Chairman of the Board

2 Director

3 Chairman of the Executive Directors

4 Executive Director

# Company Name:

1. ECF East Coast Furnitech Public Co., Ltd. (the Company)

VV-Decor
 VV Décor Co., Ltd. is the subsidiary which the Company holds 99.95% of company shares
 ECF Holdings Co., Ltd. is the subsidiary which the Company holds 75.00% of company shares
 ECF-P
 ECF Power Co., Ltd. is the subsidiary which the Company holds 99.99% of company shares

PNB Planet Board Company Limited is the subsidiary which the Company holds 57.00% of company shares
 SOMEWA SOMEWA Plaza Company Limited is the subsidiary which the Company holds 75.00% company shares
 V V RICH V RICH Company Limited is the subsidiary which the Company holds 99.97% company shares
 GEP Green Earth Power (Thailand) Co., Ltd. is the joint venture which ECF-P holds 20% of company shares



Attachment 3
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Attachment 3

# Details of Chief of Internal Audit and Chief of Compliance of the Company

East Coast Furnitech Public Company Limited ("Company") has appointed ACCPLUS Consultants Co., Ltd. to perform the work as the Chief of Internal Audit by Miss Wanna Maluangnon, and take main responsibility in duty performance of the Company's internal auditor, and Miss Pimrumpai Boonchana as the Chief of Compliance of the Company's internal audit system. The detail of the Chief of Internal Audit is as follows.

Name-Surname / Position	Age (Years)	Educational Qualification, History	Proportion of Shareholdi ng in the	Family Relationship between the Director and Executive	Work Experiences in Retrospective 5 Years Period				
				Company (%)	and executive	Period	Position	Com	npany
Miss Wanna Maluangnon	53	- Master of	Business	-None-	-None-	1994 – Present	Managing Director	ACC-PLUS	Consultants
		Administration, Chula	alongkorn				in Audit and	Co., Ltd.	
Chief of Internal Audit		University, 1994					Assessment of		
The Audit Committee's Meeting resolved to		- Certificate of Audit, Th	nammasat				Internal Control		
appoint ACCPLUS Consultants Co., Ltd.		University,1991					System, Accounting		
("ACCPLUS") as the outsourcing organization,		- Bachelor of Acco	ountancy,				Audit, and		
to perform the duty of internal auditor of the		Chulalongkorn Universit	ty, 1990				Accounting and		
Company, whereas ACCPLUS has assigned		- Rajini School, 1986					Consulting Services,		
Miss Wanna Maluangnon, the Managing		Training History :					Due Diligence of the		
Director position of ACCPLUS to be mainly		- Managing the Intern	nal Audit				Entity		
responsible for duty performance as Chief of		Function organized by I	Institute of						
Internal Audit of the Company.		Internal Auditors of Thaila	and						



Name-Surname / Position	Age (Years)	Educational Qualification/Training History	Proportion of Shareholdi ng in the	Family Relationship between the Director				
	(100.0)	,	Company (%)	and Executive	Period	Position	Company	
		<ul> <li>Fraud Risk &amp; Control organized by the Institute of Internal Auditors of Thailand</li> <li>Certificate of Risk Management Program for Corporate Leader (RCL5/2016) by Thai Institute of Directors (IOD)</li> <li>Internal Audit Training on Fraud Audit organized by Federation of Accounting Professions</li> <li>Workshop Training on COSO2013 Internal Control System Guideline Framework, Batch No. 3/56, organized by Federation of Accounting Professions</li> <li>Workshop Training on Risk Assessment Method for Internal Audit Planning, Batch No. 3/55, organized by Federation of</li> </ul>			Present  2018 – Present  2016-2018	Independent Director and Chairman of the Audit Committee Director  Chairman of the Board	Dimet (Siam) PCL.  Siam Biomass Supply Co., Ltd.  Ocean Commerce PCL.	
		Accounting Professions - Workshop Training on the						



Name-Surname / Position	Age (Years)	Educational Qualification/Training History	Proportion of Shareholdi ng in the Company (%)	Family Relationship between the Director and Executive	Work Ex Period	periences in Retrospecti Position	ive 5 Years Period  Company
		Assessment of COSO-ERM Internal Control System of each System (December 2011)  - Certificate of Audit Committee Program – ACP, Batch No. 42/2013 by Thai Institute of Directors (IOD)  - Certificate of Director Accreditation Program – DAP, Batch No. 99/2012, by Thai Institute of Directors (IOD)  - Certified Public Accountant Registration No. 4170					



# Chief of Compliance of the Company

Name-Surname / Position	Age (Years)	Educational	l Qualificati History	ion/Training	Proportion of Shareholdi ng in the Company (%)	Family Relationship between the Director and Executive		tive 5 Years Period	
							Period	Position	Company
Miss Pimrumpai Boonchana  Secretary of the Audit Committee and Secretary of Assistant Managing Director, who acts for the Company's internal auditor	40	University, - Bachelor	, 2018 of A	Business nkhamhaeng .ccountancy, versity, 1990	-None-	-None-	2021-Present  2018-2020	Secretary of Assistant Managing Director and the Audit Committee, and acting for internal audit supervision Secretary of Director of Accounting and Finance, and the Audit Committee	East Coast Furnitech PCL.  East Coast Furnitech PCL.
							2012-2017	Accounting and Finance Department Manager, and Secretary of the Audit Committee	East Coast Furnitech PCL.



Attach	ment	4
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# Assets Used in Business Operation Attachment 4

1. Fixed assets with the Company and subsidiaries used in business operation.

Type of Asset	Nature of Asset	Nature of Ownership	Obligation	Net Asset Value  As of December 31, 2021  (Million Baht)	Asset Utilization
1. Land	<ul> <li>Land of Title Deed No. 22357, 29832, 47836, 55949, 61964, and 55306 located at Thang Kwian Sub-district, Klaeng District, Rayong Province, in total area of 43-0-37 rai</li> <li>Land of Title Deed No. 78, 542, and 743, located at Wang Chan Sub-district, Wang Chan District, Rayong Province, in total area of 54-2-11 rai</li> <li>Land of Title Deed No. 138570 and 138571, located at Bueng Kham Phroi Sub-district, Lam Luk Ka District, Pathum Thani Province, in total area of 1-0-3 rai</li> </ul>	Owner	Collateral of credit facility with the creditors which are financial institutions 2 locations, total mortgage limit of 482.96 million baht.	217.54	Location of head office, building and warehouse buildings      Location of factory and warehouse buildings      Location of showroom and warehouse of the Company
2. Improvement of Land		Owner	- None -	31.13	Location of head office, factory and warehouse buildings
3. Building	<ul> <li>- Head office, factory, and warehouse buildings, located at No. 37/9 Village No. 3, Ban Bueng-Klaeng Road, Thang Kwian Sub-district, Klaeng District, Rayong Province</li> <li>- Office, factory and warehouse buildings, located at No. 29/1 Village No. 3, Chong Ko-Choomnoom Nai Alley, Wang Chan Sub-district, Wang Chan District, Rayong Province</li> <li>- Office, showroom and warehouse buildings, located at No. 25/28 Village No. 12, Bueng Kham Phroi Sub-district, Lam Luk Ka District, Pathum Thani Province</li> </ul>	Owner	Collateral of credit facility with the creditors which are financial institutions 2 locations, total mortgage limit of 450 million baht.	107.65	Use for office, factory, showroom and warehouse buildings



Type of Asset	Nature of Asset	Nature of Ownership	Obligation	Net Asset Value  As of December 31, 2021  (Million Baht)	Asset Utilization
4. Improvement of Building		Owner	- None -	44.93	For factory / office use
5. Machines and Equipment	s of the Factory	Owner	Some parts of machines are collateral of credit facility with the creditors which are financial institutions	82.40	For factory use
6. Electrical System		Owner	- None -	37.14	For factory / office use
7. Furniture and Fixtures and	d Office Equipments	Owner	- None -	2.20	For factory / office use
8. Vehicle		Asset under hire- purchase agreement	- None -	2.41	For contact and transportation use
9. Work in Construction and	Machines under Installation	Owner	- None -	88.55	On the process of construction and installation, all of which are machines for the manufacture of furniture.
Total				613.96	



# 2. Assets under the category of ordinary shares of subsidiaries

Type of Assets	Nature of Assets	Nature of Ownership	Obligation	Net Asset Value As of 31 December 2020 (Million Baht)	Asset Utilization
Ordinary	Totally 68,765,250 ordinary	The Company holds 99.99%	As of 31 December 2021, the Company has used	1,101.90 -1,172.47 million	Used as a collateral for the
shares of ECF	shares with a par value of 10	of total shares in ECF-Power.	90,589,796 ordinary shares of ECF-Power from the	baht with the value	issuance and offering of
Power	Baht		total number of 90,928,250 shares as a collateral	appraised by an	debentures for the Company
Company			for the issuance and offering of debentures in the	independent financial	
Limited (ECF-			outstanding amount of 842.69 million baht issued	advisor at 12.12-12.89	
Power)			and offered during August 2020, January and	baht per share	
			December 2021 past.	The date of the	
				assessment report is	
				November 8, 2021	



#### Intangible Assets Used for Business Operation

As of 31 December 2022, ECF's intangible assets is THB 0.95 million, consisting of computer programs, and ECF's right-of-use assets is THB 14.54 million consisting of machines rented by the Company

## Investment Policy in Subsidiaries and Associates

As of December 31, 2022, four subsidiaries of the Company are as follows.

- 1. VV Decor Company Limited
- 2. ECF Holdings Company Limited
- 3. ECF Power Company Limited
- 4. Planet Board Company Limited
- 5. Somewa Plaza Company Limited
- 6. VV Rich Company Limited

In addition, two associates entered to be invested by ECF Power Company Limited for investment transaction in total of 1 by divided into one of associates and one of joint ventures are as follows. Green Earth Power (Thailand) Company Limited

In considering investment in subsidiary or associates, and each investment project, the Company gives precedence to consideration on investment in the busines that mainly supports and promotes business operation of the Company by prudently taking into account return on investment, risks, and financial liquidity of the Company. Such investment must be considered by the Board of Directors, and the Shareholders' Meeting under the determined scope of approval authority, and must be executed in accordance with the requirements and notifications of the Capital Market Supervisory Board, and the Stock Exchange of Thailand, including other related laws. The Company will control through delivery of director and/or executive of the Company to be the director for control of the management direction and policy in consistency with the business operation of the Company.

#### **Property Appraisal**

In the year 2022, the Company does not have any asset appraisal items that result in business restructuring or causing the acquisition or disposition of assets or revaluation of the property during the accounting period in any way.



Attachment	5
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#### Attachment 5

## Corporate Governance Policy

The meeting of the Board of Directors No. 1/2012 (first time after changed of its status to be the public limited company) was held on 26 October 2012 and had the Initiative policy, participated in expressing comments on the policy and made a resolution to approve the corporate governance policy in writing, including the amendment of such policy after the meetings. The guidelines have been established in accordance with the principle of corporate governance baed on relevant rules or practices proposed by the regulatory agencies, to strengthen the business transparency in operation at all levels in order to have a transparent operation in every level; from operational level, executives, and the Board of Directors. This is to increase the competency and competitiveness for sustainable growth, to place the importance on communities, society and environment, leading to long-term benefits for all stakeholders in entire business chain. This policy has been exercised after the approval of corporate governance policy in the meeting, including the amendments on importance details and good governance practice made after that in order to face challenges in the future. Later, the meeting of the Board of Directors Meeting No. 11/2018 was held on 31 October, 2018 considered and approved the new Corporate Governance Code Policy to substitute the cancelled original version, in order to comply with the principles of 2017 Corporate Governance Code for listed companies prescribed by the Securities and Exchange Commission, effective from 2017 onwards unless there is any changes made in the future. This Corporate Governance Policy has set the principles for the Board of Directors who are the leader or the highest responsible person of the organization to use in supervision as a guideline for the business to build the credibility of all shareholders and stakeholders for the benefit of creating the Company's sustainable values that meet the expectations of the business sector, investors, including the capital market and society as a whole, this will ultimately lead to a good performance in the long run.

The corporate governance policy will be considered, reviewed and revised as appropriate to be in accordance with the principles or practices that will be amended further in the future.

where "<u>Corporate Governance</u>" means a system created to be used in governance and control of decision-making on the operations of people in the organization to be in accordance with the objectives, in order to achieve fairness and transparency including

- (1) Determine the main objectives and targets that cover key targets and core concepts of the organization, and short-term targets, the core concept of the organization in the form of vision, principles and business models that create the values for the business.
- (2) Establish strategies, policies as well as consider and approve of plans and budgets.
- (3) Monitor, evaluate and supervise the business performance reports.

"Good Corporate Governance" base on this Practical Guideline means the creation of corporate governance principles that reflect the structure of relationships among management, the Board of Directors,



shareholders and stakeholders, to be used as a structural framework in setting the Company's business goal and determining methods to achieve that business goal, and methods to control and monitor the Company's performance evaluation as well.

The Board of Directors has the goal on corporate governance to lead to important goals as follows:

- 1. Be competitive and have good performance, taking into account of the long-term impact.
- 2. Operate the business with ethics, respect on human rights, create the equality and fairness, and be responsible to shareholders and all stakeholders.
- 3. Create benefite to society and develop or reduce the environmental impacts.
- 4. The Company can continuously adapt itself under changing factors and develop innovations beneficial and adding values to the business.

There are 8 mains principles of Corporate Governance Code: (CG Code) for the Board of Directors as follows:

Practical Principle 1	Recognize the role and responsibility of the Board of Directors as the
	leader who creates sustainable values for the business.
Practical Principle 2	Define objectives, main targets of the business for sustainability.
Practical Principle 3	Strengthen the Board of Directors.
Practical Principle 4	Nominate and develop top executives and human resources management.
Practical Principle 5	Promote innovations and operate the business with responsibilities.
Practical Principle 6	Supervise for appropriate risk management and internal control systems.
Practical Principle 7	Maintain financial credibility and information disclosure.
Practical Principle 8	Support shareholder's participation and communication.

The Board of Directors has considered and reviewed the implementation of the CG Code in accordance with the Company's business context on a regular basis.



Establishment of Vision, Objective, Operation Strategy, Corporate Value, and Long-term Terget

#### Vision

"Committed to maintain the stability and strength in the furniture business, to create business growth opportunities and to continuously seek opportunities to expand into other businesses for sustainability."

#### Objective

"Leading the organization to sustainably develop and grow with responsibilities on society, environment and good corporate governance."

#### Strategy

<u>Sustainability</u> = The organization is developed to grow with sustainability such as the cost and expense reduction of major raw materials for the Company's furniture business, the expansion of business into the renewable energy business as an important tendency and a part of creation of energy stabilization, which would help to continuously generate revenue and profit for the business in overall, including the acquisition of new businesses, both related to the main business and new business opportunities that can generate income for stable growth, etc., additionally, the business must be operated with responsibility to all stakeholders in the entire value chain, society, environment, and with good corporate governance.

<u>Diversification</u> = Risk diversification in business, such as incomes from selling products both domestically and internationally, a variety of customer groups from exporting, modern retail stores, wholesale stores, retail stores for furniture throughout the country, development of e-commerce selling model through an online platform, and the business expansion to other types of businesses such as energy business, cryptocurrency mining and agricultural business in order to diversify risks and not solely rely on furniture business.

<u>Adaptation</u> = Ready for strategies of changes and continuously adapt itself for creating opportunities in business operations with stability and sustainability, such as starting from furniture business to become a para rubber furniture business, particle board furtniture and foil paper business, in order to reduce the production cost of furniture, etc.

#### Corporate Value

Work with mind to achieve the targets (Be Passionate and Determined)

Reduce the work procedure with more efficiency (Do More with Less)

Continuously seek for growth and learning (Pursue Growth and Learning)

Communicate with open-mind, fair and honest to others (Build Open, Integrity, Honest Relationships with Communication)



#### Target

The Company has established its goals or key performance indicators, both monetary and non-monetary forms, by maintaining the growth of sales volume and profit from the operation of business group for continuous growth at least 10 - 15% per year, aims to be the organization that develops the investment to reduce costs in the integrated furniture manufacturing business for strengthening its competitiveness and operating business with ethics, respect on the rights and responsibility to shareholders and stakeholders, being beneficial to society and reducing the impact on the environment by maintaining the gross profit margin of the furniture business for not less than 25% per year. In addition, the Company shall make the customers satisfied its products for at least 90%, based on the result of annual customer satisfaction survey.

For long-term goal, the Company has determined the return from the renewable energy business at the proportion of not less than 30% of the total net profit of the Company and all subsidiaries within 3 years, including the diversification of business risks to other types of businesses with potentials and opportunities for continued growth, aims to be the leader in the business of manufacturing and distributing furniture for export and the leader in the furniture distribution business for wholesale stores, retail stores countrywide and in the ASEAN region.

<u>Practical Principle 1:</u> Recognize the role and responsibility of the Board of Directors as the leader who creates sustainable values for the business.

## Practical Principle 1.1

The Board of Directors should understand their roles and aware of their responsibilities as the leader who must govern the organization to have good management, with the determination of objectives, targets, strategies, operating policies as well as allocating important resources to achieve the objectives and targets, monitor, evaluate and supervise performance reports.

## Practical Guideline 1.1

The Board of Directors are aware of their roles, duties and responsibilities in governing the organization to have good management and be a good model as the leader in corporate governance.

Each year, the Board of Diretors will jointly consider and determine the objectives and targets of the Company and its subsidiaries for operating business to suit the time period. In addition, the Board of Directors also determine the strategies and operating policies, and allocate human resources such as executives and teams, to be responsible for each division to work as planned and achieve the given targets. The top executives will be directly responsible, closely govern and control the operations of operational team in order to know the level of the targets to be achieved and barriers in working, as well as monitor and supervise the implementation of the Company's strategies. This is done in order to catch up with the changes of strategies to support occurred problems and obstacles and to actually achieve the given targets and objectives.



In addition, the Company's vision and mission will be reviewed to be in line with the Company's objectives and targets that have been improved and changed according to the situation of the business and actual annual investment, mainly taking into account ethics, the impact on society and environment, which is apart from financial performance.

The Board of Directors will consider and approve the Charter of the Board of Directors and the Charter of all sub-committees as proposed and screened as well as approved by the sub-committees. The Charters will require the Company's directors and sub-committees to manage the Company's operations in accordance with the laws, regulations, resolutions of the shareholders' meeting as well as the given guidelines. The approval process of important operations will be proceeded as prescribed by law, including the authority to approve the operations of the Board of Directors with the authority to approve various matters of the Company and its subsidiaries will be determined.

In each meeting, or in any meetings with the agenda to monitor the performance as assigned by the Board of Directors, the Company's performance will be monitored, evaluated and supervised to provide a report for each quarter.

The Board of Directors has established and documented policies for directors, executives and employees to express the principles and guidelines of operations, containing Corporate Governance Policy, Business Ethics and supervised to communicate such policies to directors, executives and employees, as well as to monitor their performance and regularly review policies and practices.

The Company has organized a structure of the Board of Directors and determined the scope of authorities, duties and responsibilities of the Board of Directors and sub-committees which play important roles on the Company's objectives, targets, operational policies and supervised to monitor, evaluate, and report the performance. The Board of Directors consists of qualified persons with a variety of knowledge, capabilities and experiences that can be applied to develop and set guidelines, policies, vision, mission, to annually determine the development guidelines for benefit of the Company's business operations.

However, the Board of Directors has determined to monitor, evaluated and supervise the performance reports in quarter and annual manners. The performance reports will be considered of operational progress and strategies that are applied to be consistent with the stated objectives. The performance results will be reported and presented by Managing Director and the Executive Committee to the Board of Directors' meeting.

# Practical Principle 1.2

To create the sustainable value for the business, the Board of Directors should supervise to lead to at least the result of competitiveness and good performance, taking into account the long-term impact, conduct business with ethics, respect rights and have responsibility to shareholders and stakeholders, beneficial to society and develop or reduce environmental impacts as well as be able to adjust itself under the factor of changes.



### Practical Guideline 1.2

- 1. The Company has taken into account the competitiveness and long-term good performance by laying the foundation of strategy for sustainable development through the development of management systems to continually increase efficiency and monitoring all factors that make the business changed for adapting itself to the changes. The company has the Risk Management Committee to monitor, audit and provide risk management policies in various areas so that the management can use the policy as a guideline to increase efficiency, reduce the impact of damage that may occur from the changing business factors. In addition, the Board of Directors has a policy to create the competitiveness, in particular, the approach to reduce the cost and expenses of furniture production, to continuously create knowledge of production to continuously reduce the use of resources in production, as a guideline that could create the sustainability of the business, including the competitiveness to build the Company's good performance in a long run.
- 2. The Company takes into account the business operation with ethics, respecting rights and having responsibility to shareholders and stakeholders by setting and documenting the business ethics policy and sustainable business development policy. The Company believes that if the business is conducted with ethics, respecting rights of others and equally and fairly treating stakeholders, this will be an important foundation for business operation guideline that will create sustainability.
- 3. The Company takes into account the business operation that is beneficial to society and develop or reduce environmental impacts through guidelines for environmental friendliness. The Company's production process is determined to have a way to manage the leftover material from the production process and the management method to reduce the impact from the Company's production process, such as wood chips, sawdust, dust, paint spray, paint scrap, material scrap, glue used in the production process, etc.
- 4. The Company takes into account the ability to adjust itself under the factor of changes because the information era has been constantly and continuously changed. Therefore, the trackings on movements caused by the factors that directly affect the business including factors that may indirectly affect are the important information that the Board of Directors and the management must catch up on the actual changes for setting working policies to be ready for coping and reduce the impacts on potential damages. The major incident in the year of 2020 from the impact of COVID-19 outbreak has significantly challenged the Company, resulting in our preparedness to cope and seek for management policy to handle the problems for survival under unpredictable and uncontrollable situation in such period, etc.



# Practical Principle 1.3

The Board of Directors is responsible for ensuring that all directors and executives perform their duties with responsibilities, prudence and honesty to the organization and supervise the operation to be in accordance with laws, regulations and resolutions of the shareholders' meeting.

# Practical Guideline 1.3

All directors understand their duties as the Company's director who will be responsible, careful and honest to the organization, ensure that the operation is in accordance with the laws, such as the Public Limited Company Act, the Securities and Exchange Act, BE 2535 (1992) as amended, the Company's regulations, shareholders' meeting's resolutions including the rules of the relevant regulatory authorities, i.e. providing an approval process for important actions in transactions related to the investment, transactions that have a significant impact on the business, particulars with gain and loss, the acquisition or disposal of assets of the Company, the connected transactions or dividend payment to be in line with the laws.

All directors of the Company are ready to independently express their opinions, and constantly update themselves, as well as understand rules and regulations of relevant regulators that are changed according to era, taking into account the best interests of the Company and fairness to all shareholders. In addition, all directors have devoted their time to fully and adequately perform their duties, attending the Board of Directors every time, except in the case of necessary reasons.

In the case of new directors, the Company will provide an orientation and provide knowledge about the Company's business operations, business structure, income proportion data, past performance, the Board of Directors' structure Rules and regulations of the Company and relevant regulators, preparation of the stake holding report, corporate governance policy, policy against the use of insider information etc., deemed as the Company's important information to be necessarily acknowledged by new directors for their knowledge and understanding in the Comapny's business and operations and readiness to perform their duty as director.

#### Practical Principle 1.4

The Board of Directors should understand the scope of duties and responsibilities of the Board of Directors; and clearly define the scope of assignment of duties and responsibilities to Managing Director and the Management as well as monitor Managing Director and the Management to perform the duties as assigned.

## Practical Guideline 1.4

The Company has established a Charter for the Board of Directors and all Sub-committees including the corporate governance policy that specifies the duties and responsibilities of the Board of Directors for reference in performing duties of all directors and the charter will be annually reviewed of its details. In addition, roles and responsibilities between the Board of Directors and the management are clearly separated, the Board of Directors is responsible for determining the Company's policies and supervising the operations of the management, whereas the management is responsible for managing various aspects in



accordance with the policies set by the Board of Directors, the Chairman of the Board and Managing Director are different persons in order to clearly separate their roles and duties in policy formulation and the operational section according to the policy. The details about the scope of duties and responsibilities for the Chairman of the Board, Board of Directors, all sub-committees and Managing Director have been already prepared.

Practical Principle 2: Define objectives, main targets of the business for sustainability.

### Practical Principle 2.1

The Board of Directors should determine or supervise the objectives and main targets of the Company to be conducted for sustainability growth. The objectives and targets must be consistent with the creation of values for business, customers, stakeholders and society as a whole.

#### Practical Guideline 2.1

The Company's objective is to "Develop the organization to have sustainable profit growth with responsibilities on society and environment, and good corporate governance", and the 3-year goal is "to maintain the growth rate of sales and profits from operations in the furniture business group to continuously grow for at least 10-15% per year and aim to become the organization that develops further investments to reduce costs in the integrated furniture manufacturing business for strengthening the competitiveness as well as operating the business with ethics, respect on the rights and responsibility to shareholders and stakeholders, being beneficial to society and reducing the impact on the environment. The Company shall be able to maintain its gross profit margin of the furniture business for not less than 25% per year, and make the customers satisfied its products for at least 90%, based on the result of annual customer satisfaction survey".

It can be seen that the objective and main target of the business are for sustainability, focusing on creating value for the business which will create the mutual benefits both for customers who will have the opportunity to use products with developed styles, have guidelines to reduce costs in order to sell products at a reasonable price, stakeholders have the opportunity to benefit from the approach of expanding the Company's business to upstream businesses for production cost reduction, such as suppliers, suppliers of raw materials, financial institutions supporting finance to the Company as well as the renewable energy business that will benefit and be a part of creating energy security in society and communities where the Company has the opportunity to invest in such areas.

The Company encourages personnel at all levels to participate in the presentation and decides to set working guidelines that help promote the Company's objective and main target to create a corporate culture that everyone must be aware of using creativity in work.



### Practical Principle 2.2

The Board of Directors should supervise to ensure that the objective and target as well as strategies in a medium term and / or annual basis of the business corresponds to the achievement of the Company's objective and main target by appropriately and safely applying innovation and technologies.

# Practical Guideline 2.2

The Board of Directors will oversee the preparation of strategies and annual plans in line with the Comapny's objective and main target by taking into account the environment of the business at that time, including forecasting factors that may be changing and the future potential risks. In every meeting of the Board of Directors, the operational progress will be inquired by Managing Director and related executives to review the objective, target and strategies to ensure that the strategies and working plans take into account the impact on the time that may occur and can be predicted. In addition, it also includes overseeing the analysis of the environment, factors and risks that may affect relevant stakeholders throughout the lines which the stakeholders are herein covered, employees, investors, shareholders, customers, partners, communities, society, environment, government agencies regulatory agencies, etc. Moreover, the Board of Directors is also aware of the risk of setting target that may lead to illegal conduct or lack of ethics, it is the main issue that will be discussed about the risk of the target when considering along with various environmental factors that may facilitate such risks.

The Board of Directors will supervise the transfer of objective and target through strategies and plans across the organization to enable all relevant departments to be informed and able to plan the operational methods that conform to and meet the needs of the organization.

The creation of channels for participation or communication channels between stakeholders and business, the Company has prepared information to promote the contact of the investor relations department or the Contact Us channel via website. <a href="www.eastcoast.co.th">www.eastcoast.co.th</a>, the Company's main website so that the Company can access and receive information on issues or needs of each group of stakeholders. In the past, the Investor Relations Department will be contacted via the direct telephone line at the most, partly acknowledging certain issues and expectations from stakeholders, some issues that have been acknowledged can be presented to the executive level for analysis and further enhancing the value creation with stakeholders to achieve results. including sending inquiries or complaints through the website which will be directly sent to the email address of assigned person for acknowledgement of inquiries and complaints, the Company has a policy to oversee for opening more communication channels between stakeholders and the business. The company has a policy to supervise more opportunities for communication channels between stakeholders and the Company.

The Board of Directors recognizes the proper and safe use of innovations and technologies to promote the achievement of the Company's objective and main target by dividing based on business type, both main business and under investment business. The furniture business which is the Company's main business has been continuously sought for ways to increase efficiency and reduce production costs by



applying modern machinery technology in the production process with the objective to continuously decrease the number of workers in production lines, continuously reduce costs, to prevent labor shortage for future risk prevention, and to supervise the production in accordance with the styles of furniture that will be changed in accordance with the market demand. For renewable energy business that the Company has invested in solar power plants, the Company has paid attention to the selection of appropriate and modern technology, and could generate good return on investment in the power plant business in a long run in line with the term of the power purchase agreement to be obtained in each project.

Practical Principle 3: Strengthen the Board of Directors.

# Practical Principle 3.1

The Board of Directors should be responsible for determining and reviewing the Board's structure, in terms of size, composition, proportion of independent directors to be appropriate and necessary to lead the organization to achieve the specified objective and target.

### Practical Guideline 3.1

The Company has set the policy, composition and structure of the Board to be composed of directors with various qualifications in terms of skills, experience, specific competencies that are beneficial to the Company, gender, age and at least one non-executive director who has experience in the main business or industry that the Company is operating. The current Board of Directors has the appropriate size and consists of knowledgeable persons with sufficient ability and experience to effectively perform duties with not less than 5 persons and not over 12 people. In addition, the Board of Directors also consists of independent directors who are able to freely give opinions on the work of the management the regulation prescribed by the SEC requires at least one-third of total directors are independent directors, but not less than 3 independent directors.

The Company has disclosed the policy in determining the Board of Directors' composition and structure with a variety of members, directors' data such as age, gender, educational background, experience, shareholding proportion, number of years as a director and holding directorship in other listed companies and gain & loss, conflict of interest in the Form 56-1 One Report, meeting invitation letter for supporting the consideration and decision of the Company's shareholders and website.

# Practical Principle 3.2

The Board of Directors should select the appropriate person as the Chairman of the Board and ensure that the composition and operation of the Board facilitate the use of discretion in freely making decisions.



### Practical Guideline 3.2

The Company has established the guideline that the Chairman of the Board of Directors must be qualified in accordance with the definition of an independent director, qualified to the position of the Chairman of the Board, and not the same person as the Managing Director who is responsible for the implementation of policies to ensure that the compositions and performance of the Board of Directors facilitate the independent decision-making. In addition, the scope of authority, duties and responsibilities of the Chairman of the Board has been clearly determined that the Chairman of the Board plays the leader role of the Board of Directors.

In addition, the majority of the members in the Board of Directors should be non-executive directors who could independently express their opinions on the work of the management or the structure of the Board of Directors consists of more independent directors than executive directors in accordance with the Principle of Corporate Governance.

The Board of Directors has established the policy for the Audit Committee, independent directors to hold their office for not more than 9 years from the date of being appointed for the first time according to the structure of the Company's Board of Directors. However, the appointment may be continued in accordance with the agenda approved by the Board of Directors, but this will not be automatically renewed the office, that is, the Board of Directors will significantly consider the performance of the Audit Committee/ independent directors, benefits to the Company, skills, knowledge, competencies, experience, including the protection of the interests of the Company.

Prior to considering important matters, the Board of Directors may consider to appoint the Sub-committees to consider and screen information on specific issues and propose guidelines for consideration before proposing to the Board of Directors for further approval, such as the important policy to set guidelines for managing specific risks will be considered and screened by the Risk Management Committee, etc.

The Board of Directors oversees the disclosure of roles and duties of the Board of Directors and Sub-committees, the number of meetings and the number of meeting attendances by each director in previous year; and reports the performance of all Sub-committees in the fom 56-1 One Report.

In addition, in approving, endorsing or giving opinions on the meeting agenda, the Board of Directors has set a policy regarding the minimum number of quorum when the Board of Directors will vote at the Board's meeting that at least two-third of total directors must attend.

## Practical Principle 3.3

The Board of Directors should supervise the recruitment and selection of directors to have a transparent and clear process in order to have the Board of Directors consisting of members with qualifications consistent with the specified elements.

#### Practical Guideline 3.3

Each year, the Nomination Committee will be responsible for selecting directors by following the criteria for selecting new directors. Prior to proposing name list to the meeting of Board of Directors, the



Nomination Committee will give opinions, the proposed candidates must be fully qualified according to the Public Limited Companies Act, B.E 2535 (1992), the Notifications of the Securities and Exchange Commission, Capital Market Supervisory Board and relevant Notifications of the Stock Exchange of Thailand, and using the Director Pool database from the Thai Institute of Directors (IOD) as a supporting information for the selection of new directors, the proposed name list must have good knowledge, ability, dedication and experience in the management of the core business and other businesses invested by the Company. In addition, in recruiting directors, the process must be proceeded in accordance with the Company's business strategy as well, for example, the Company has increased its investment in energy business, the Nomination Committee therefore considered to select new directors with qualifications and experience, knowledge and expertise in energy to enhance overall potential of the Board of Directors. Additionally, based on the necessity of funding sources to be used for further investment in the energy business, and other businesses that may occur in the future

# Nomination and Appointment of Directors and Top executives

# (1) <u>Independent Directors/the Audit Committee</u>

The Company's Independent Directors / Members of the Audit Committee must be the Company's directors who are appointed by the Board of Directors and approved by the Company's shareholders and have qualifications as required by the Securities and Exchange Act, the Notifications, regulations and / or regulations of the Stock Exchange of Thailand, requiring at least 3 members. At least 1 member of the Audit Committee must be knowledgeable in accounting and finance and be an independent director according to the definition of the Company's independent directors.

The independent directors according to the above qualifications may be assigned by the Board of Directors to decide on the operation of the Company, the parent company, subsidiaries, joint ventures, subsidiaries in the same level, major shareholders or regulator, the decision in made in the form of a Collective Decision.

# Qualifications of the members of the Audit Committee

- Appointed by the Company's Board of Directors or the shareholders' meeting to be a member of the Audit Committee
- Qualified as an independent director in accordance with the rules prescribed by the SEC Office and appropriate rules of the Company.
- Not being a director assigned by the Board of Directors to decide on the operations of the Company, the parent company, subsidiaries, joint ventures, subsidiaries in the same level, major shareholders or regulator
- Not being a director of the listed parent company, listed subsidiaries, listed joint ventures, listed subsidiaries in the same level.



- Considering the term of office of independent directors. If the former independent
  director will be re-elected for another term, the total period for the term of office from the
  date of first appointment as an independent director shall not more than 9 years,
  considering reasonableness and necessity, if that independent director will be
  appointed to continuously hold the position.
- Have sufficient knowledge and experience to be able to act as a Member of the Audit
  Committee, at least one member of the Audit Committee must have sufficient
  knowledge and experience to be able to review the reliability of the financial statements.
- Have duties in the same manner as specified in the Notification of the Stock Exchange of Thailand regarding the qualifications and scope of work of the Audit Committee.

# (2) <u>Directors and top executives</u>

### Directos

In considering and selecting directors, the Nomination Committee will consider and nominate as following criteria:

- 1. Consider and nominate in accordance with the qualification as stipulated in Section 68 of the Public Company Limited Act, B.E. 2535 (1992) and relevant notifications issued by SEC and SET.
- 2. In case of a former director to be reelected to hold the position of director, his/her performance during his/her office shall be evaluated and the number of listed companies in which he/she holds a position of director shall be considered, there should not be more than 5 listed companies so as to prevent problem of work efficiency.
- 3. After completing the selection, a name list of selected persons shall be submitted in the meeting of the Board of Directors for consideration and proposal in the shareholders' meeting for approval and appointment.
- 4. At every Annual General Meeting of Shareholders, one-third of the directors shall retire by rotation. If the number of directors is indivisible by three, the one nearest to one-third shall apply. Directors due to retire by rotation in the first and second anniversary of Company registration shall be determined by drawing lots. For subsequent years, those directors being in office the longest shall vacate his office. However, the directors who retire by rotation may be re-elected to resume their directorship.
- 5. In the shareholders' meeting, the vote for appointing a director shall follow the criteria and method below:
  - 5.1 Shareholders have voting power equivalent to their shares.
  - 5.2 Shareholders shall use their voting power as mentioned in 5.1 to elect only one or several candidates, but have no right to unequally allocate their voting power to selected candidates.
  - 5.3 The candidates having highest votes shall be appointed respectively according to



number of directors required. In the case where the candidates have equal votes and the equal ranks exceed the number of directors required, the Chairman of the meeting shall cast a final vote.

- 6. If the position of director becomes vacant due to the reason other than the termination of regular terms, the Board of Director with the resolution agreed by at least three-fourth shareholders' votes shall nominate an individual whose qualification is in accordance with the law with be as a director in the next meeting. If the remaining term is less than two months, the directors who take the vacant position shall be in the position only within the remaining term.
- 7. The shareholders' meeting may have a resolution to terminate any director prior to the end of directors' tenure. The resolution must be agreed by at least three-fourth voters and the number of shares must be higher than half of all shares of the company.

## Top Management

The Board of Directors has assigned the Nomination Committee to be responsible for considering the criteria and methods of nominating the qualified persons to hold the position of Managing Director. The qualification of the Managing Director to be nominated will be determined from the knowledge, skills and experience related to the Company's core business, experience in management, dedication to work, qualification, image and vision in management necessary to drive the organization towards its goals, good relationship with people or organizations, good morals and ethics, and must be qualified in accordance with the rules of regulatory agencies and relevant laws as an important part for considering the nomination criteria and methods.

However, since 2015, the role of nomination of director and chief executive is the duty of the Nomination Committee which has already been appointed from the resolution of the Board of Directors' Meeting No. 2/2015 on last 27 February 2015. The duty of the Nomination Committee is to execute the following areas.

- 1. Consider the structure and element of the Board
- 2. Consider the qualification of independent directors
- 3. Determine criteria for nomination of director
- 4. Prepare director development plan
- 5. Prepare the Succession Plan

The Company has established the policy for determination of element of the Board using Board Competency Matrix to be applied in considering the analysis of skills necessary for the nomination of directors, which is classified into three main topics being used as consideration support, consisting of knowledge relating to industry, and experiences relating to business operation of the Company, skills and experiences and knowledge in various fields, such as accounting, finance, law, etc., including behavioral competency, such as teamwork, coordination, boldness, etc. If considering from such Matrix, when the



element of each director is taken into consideration on the perspective of the Board, all topics are covered. The Nomination Committee then will consider that the element of the Board is proper, and covers adequate knowledge, experiences, competencies and skills which are useful and efficient for operation in part of the Board of Directors.

The Company shall disclose the information of directors, such as age, gender, educational background, experience, percentage of shareholding, number of years holding directorship and holding directorship in other listed companies in the Annual Report Form (56-1 One Report) and on the Company's website.

However, prior to the consideration and selection by the Nomination Committee, in each year, the Company will announce on the Company's website to invite shareholders to propose any person they wish to nominate a person deemed appropriate to be considered and selected as the Company's director. In the process of appointing new directors, the Nomination Committee shall propose the name list and give opinions to the Baord of Directors before proposing to the shareholders' meeting to appoint the directors. The Company has disclosed sufficient information about the persons to be proposed for decision making in accordance with the established criteria, and the good corporate governance policy.

The compositions of the Nomination Committee as stated in the Charter of Nomination Committee shall comprise at least three (3) diirectors, and at least one (1) member must be an independent director, and the Chairman of the Nomination Committee must be an independent director. The Nomination Committee will review the criteria and procedures for nominating directors to make recommendations to the Board of Directors prior to the nomination of director to replice the retired one. In case of nominating the same director, the dedication to the Company's benefits over his/her office period and the results of his/her performance on duties shall be considered. Therefore, the Company believes that the process of director nomination and selection is adequately transparent and clear.

#### Practical Principle 3.4

In proposing the remuneration for directors to shareholders for approval, the Board of Directors should consider the remuneration structure and rates that are appropriate to the responsibilities and motivate the Board to lead the organization to achieve both short-term and long-term targets.

# Practical Guideline 3.4

The Company has established the Rememuneration Committee for consider the remuneration criteria and procedures, the Remuneration Committee will propose the remuneration based on the Company's annual business performance in previous year, the performance and responsibility of directors, consideration of the number of subsidiaries, joint ventures that increase according to the business structure, benefits that the Company receives from performing the duties by directors. The initial remuneration data will be compared to the survey data of directors and executives, referred to business size or the industry with revenue and net profit similar to those of the Company, including the classification by business sector - Market for Alternative



Investment, according to the report on the remuneration of directors and executives of listed companies prepared by the Research and Policy Department, Thai Institute of Directors, to ensure that the structure and rates of remuneration are appropriate to the increased duties and responsibilities, and to motivate the Board to lead the organization to achieve the goals set for both short-term and long-term, and can be compared to the level practicing in the industry.

The composition of the Remuneration Committee as specified in the Charter of the Remuneration Committee must consist of at least 3 directors and at least 1 of them is an independent director; the Chairman of the Remuneration Committee should be an independent director.

The Remuneration Committee will propose details of the remuneration structure and rates for directors, in the forms of monetary and non-monetary, to the Board of Directors, prior to propose the shareholders' meeting for the consideration and approval of the annual remuneration for directors. The form of monetary remuneration will be divided into monthly compensation, meeting allowance per time, and special compensation or bonus. At present, there is no payment form of non-monetary remuneration to the Board of Directors.

The Company has disclosed the policy and criteria for determining remuneration for directors, both form and amount of remuneration, both received from the Company and its subsidiaries (if any) in the form 56-1 One Report

## Practical Principle 3.5

The Board of Directors should supervise all directors to be responsible in their duties and sufficiently allocate their time.

### Practical Guideline 3.5

The Board of Diretors recognizes the importance of creating mechanisms to encourage directors to understand their roles and duties. The new directors who have been in the Company for the first time will be provided of orientation by presenting the Company's information such as knowledge the current Board's structure, shareholder's structure, organizational structure, nature of business, information on past business performance, targets and objectives of the business operations specified in the plan rules, the Company's regulations, including relevant regulators, preparation of stake holding report, corporate governance policy, policy against the use of insider information, etc., to new directors for knowing the important details of the Company. Additionally directors will attend the Director Accreditation Program (DAP) organized by the Thai Institute of Directors Association as required by the SEC that the directors of listed companies are required to be trained of this program.

In performing duties as the Company's director, the Company has set the criteria for holding positions in other companies for the Company's directors to ensure that directors can devote sufficient time to perform duties for the Company. However, the Company's directors should hold directorship in 5 listed companies or less as maximum. However, the Company will consider the benefits from the duties, providing



advices that is beneficial to the business operations in accordance with the Company's Corporate Governance Code as main factor.

The Company has disclosed information regarding the appointment of directors in other companies, the number of meeting attendance of the Board of Directors that has been held all the year in the form 56-1 One Report which requires that each director should attend at least 75% of the total number of meetings. At present, the Company has not found cases that the Company's director or executive holds directorship or executive position or is a direct or indirect stakeholder in any other business that has a conflict with the Company.

## Practical Principle 3.6

The Board of Directors should significantly supervise to have a framework and mechanism for overseeing the policies and operations of subsidiaries and other businesses invested by the Company at the appropriate level for each business including subsidiaries and other businesses invested by the company with same and correct understanding.

### Practical Guideline 3.6

The Board of Directors has set up a policy to supervise the operations of subsidiaries and joint ventures, which is divided into three main parts as follows:

### 1. Policy on management

- In terms of nominating persons to be directors in subsidiaries and joint ventures, the Company will send the person approved by the Board of Directors to be directors and executives in the subsidiaries and associate companies with minmum proportion according to the Company's shareholding in that subsidiaries and associated company. The director and executive to be nominated are required to have qualifications, roles, duties and responsibilities according to relevant laws and regulations.
- The directors and executives appointed according to the approval of the Board of Directors's meeting hold positions in the subsidiaries and associates have scope of main duties and responsibilities as determined by the Board of Directors and / or the shareholders' meeting of the subsidiaries or associated company. However, the appointed directors and executives must have a duty to oversee and maintain the Company's benefits and supervise to be consistent with the policy of the parent company.
- The Company's directors must ensure that the subsidiaries and joint ventures have adequate and appropriate internal control systems to prevent any fraud that may occur to the subsidiaries, joint ventures, as well as to control the subsidiaries, joint



ventures to have a clear system to show that the system is adequate to continuously and reliably disclose important transaction information in accordance with the prescribed criteria. The Company's directors and executives are provided of channel to receive information for using in monitoring, supervising the performance and financial status, transactions between subsidiaries, joint ventures and directors including the management of subsidiaries, joint ventures and significant transactions with efficiency. In addition, the internal system audit team will be appointed or an external audit will be hired to audit the internal control system and the internal control system audit will be advised to report the result to the Board of Directors of subsidiaries and associated companies.

- Directors and executives of the subsidiaries that operate the core business must disclose and submit the information of their own interests and related persons to the Board of Directors to know the relationship and transactions with the Company in a manner that may cause conflicts of interest and must avoid the transactions that may cause conflicts of interest with the Company or subsidiaries. The Board of Directors of the subsidiaries has a duty to notify such matters to the Company's Board of Directors within the time specified by the Company in order to provide information for consideration or approval of any matter. The consideration will mainly take into account the common benefits of the Company and subsidiaries, including the compliance with laws, rules and regulations as stipulated by relevant regulators. However, the directors of the subsidiaries must not participate in approving any agenda in which they have gain and loss, or may have direct and indirect conflict of interest as well.
- The transactions between subsidiaries and directors, management or persons
  who may have conflicts of interest, must be considered and applied of rules for
  making connected transactions as required by the regulators.
- Directors, executives or persons who may have conflicts of interest will make the transactions with subsidiaries only when such loss transactions have been approved by the Company's Board of Directors without the attendance of directors who have gain and loss or the Company's shareholders' meeting based on the size of transactions to be calculated. (as the case may be). The calculation of the transactions will be applied of criteria specified in the Notification of the Capital Market Supervisory Board and the Notification of the Board of the Stock Exchange of Thailand under the Notification of Connected Transaction Rules and / or any additional amendments currently enforced, unless it is a transaction of trade



agreement in the same manner that a reasonable person should do with a general contract party in the same situation, with the bargaining power of trade that has no influence of being a director, executives or persons who may be related, as the case may be, and is a trade agreement approved by the Board of Directors or according to the principles approved by the Company's Board of Directors.

- The directors, executives, employees, employees or assignees of subsidiaries and joint ventures including their spouse or those who are living together as husband, wife, and underage children of such persons are prohibited to use the inside information of the Company and subsidiaries or associated company, either derived from the act of their duties or in any other way, that have or may have a significant impact on the Company, subsidiaries or associated company or the price of the Company's securities, for their own interest and other interests, whether directly or indirectly and whether or not they receive a return.
- The Board of Directors of subsidiaries, joint ventures must supervise the disclosure of other important information, such as capital increase, capital reduction, dissolution of the subsidiaries, etc. in order to inform the Board of Directors' meeting.
- 2. Policy to control the finance of subsidiaries and joint ventures
  - The subsidiaries and joint ventures have a duty to deliver monthly, quarterly and annually operating results, financial statements (reviewed version and audited version) as well as information used in the preparation of such financial statements of subsidiaries and joint ventures to the Company, and the Company is allowed to use such information for the purpose of preparing consolidated financial statements or recognizing in accordance with the equity method, as the case may be.
  - The subsidiaries and joint ventures are responsible for preparing budgets, spending, investments and operating results and a comparative summary between the expected numbers of budgets, spending, investments and operating results with the actual numbers and presenting the Board of Directors' meeting of the Company, subsidiaries and joint ventures to acknowledge and monitor the performance to be in accordance with the plan in order to report to the Company.
  - The subsidiaries and joint ventures have a duty to report significant financial issues to the Company when they are detected or requested by the Company to conduct audits and reports.



3. The policy on contracting between shareholders (Shareholders' Agreement) or other forms of contracts that are substantially similar, the Board of Directors will ensure that such agreements are executed. In case of significant investment in other businesses with a shareholding proportion of 20% of voting rights but not over 50% to specify a clear agreement on management power and participation in important decisions, performance monitoring to be used as information in preparing the Company's financial statements in accordance with the standards and timely manner

### Practical Principle 3.7

The Board of Directors should arrange an annual performance evaluation of the Board of Directors, Sub-committees and individual directors, the assessment results should also be used for further development of their duties.

#### Practical Guideline 3.7

The Board of Directors has set guidelines for evaluating the annual performance. The Board of Directors and Sub-committees will evaluate the performance at least once a year to allow the Board of directors to consider the performance and problems for improvement and correction. The evaluation of performance will be conducted for team and individual by disclosing the rules, steps and results of the overall assessment in the Annual Report. The main topics used in the assessment include: the evaluation of the Board's structure and qualifications, the meetings of the Board, roles, duties and responsibilities of the Board of Directors including other assessments such as the relationships between the Board and management, self development of directors and executive development, etc.

### Practical Principle 3.8

The Board of Directors should supervise the Board of Directors and each director to have knowledge and understanding about their roles, duties, nature of business and laws related to business operations as well as encourage all directors to regularly enhance their skills and knowledge for performing their duties.

# Practical Guideline 3.8

The Board of Directors has a policy to encourage directors to continuously improve their knowledge. Each year, at least one director will be continuously encouraged to attend the training program or participate in seminar that increases knowledge in operation and it will be disclosed in the form 56-1 One Report.

The Company encourages directors to participate in training programs related to the duties of directors, organized by the Thai Institute of Directors Association (IOD) and the Company will support the new directors to participate in the training program and receive the certificate as soon as possible from the date of appointment.

The Company will assign Managing Director and / or the Company Secretary to conduct the orientation for new directors by providing information about the current business overview, shareholder's



structure, the Board's and Sub-committees' structure, organizational structure, financial status and operating results, vision, policies and current business goals, rules and regulations of the Company and relevant regulators, the preparation of stake holding report, corporate governance policy, policy against the use of insider information, etc. as the information for new directors.

#### Practical Principle 3.9

The Board of Directors should ensure that the operation of the Board is completed, can access the necessary information and has a Company Secretary who has the knowledge and experience required and proper to support the Board's operations.

### Practical Guideline 3.9

The Board of Directors has arranged the annual meeting schedule in advance as well as notified in advance of the Board's meeting agenda so that the directors can arrange their time to attend the meeting and prepare the information for consideration or questions in each agenda in advance

The number of meetings must not be less than 4 times a year, and the number of meetings will be in accordance with the duties and responsibilities of the Board of Directors in accordance with the goals and policies of the business growth. In each meeting, the Chairman of the Board will allow the directors, including the management at the meeting, to have the opportunity to propose or give opinions on issues that are beneficial to the Company at the meeting. In addition, Managing Director is also encouraged to consider and select high-level executives to attend the Board of Directors' meetings for presenting information and details of operations and for providing opportunities to high-level executives to continuously develop themselves as the future successors.

The Board of Directors has a policy to arrange a meeting for non-executive directors to have the opportunity to meet among themselves as necessary to discuss issues without the presence of management in the meeting as well as suggest and inform Managing Director to know the meeting results.

The Board of Directors has appointed the Company Secretary who is qualified to perform the duties in supporting the Board of Director, such as supporting the Board to perform duties as compliance roles, monitoring and supervising, supporting the Board in generating earnings (Performance Roles), policy making, and approving and working with and through the MD/CEO, where the Company will disclose the qualifications and experience of the Company Secretary in the form 56-1 One Report and on the Company's website. The Board of Directors shall provide continuous supports by providing the trainings and developing knowledge that will benefit the performance of duties for the Company Secretary, such as the Company Secretary Program organized by the Thai Institute of Directors Association (IOD), etc.

The Board of Directors has established a policy for sending meeting documents in advance to the Company's directors in accordance with the law; in calling a Board's meeting, the Chairman of the Board or any assigned person shall send a meeting invitation letter to directors at least seven days before the meeting



date, unless in urgent case to protect the rights or benefits of the Company, the meeting may be invited by other means and set date earlier.

### Practical Principle 4: Nominate and develop top executives and human resources management.

### Practical Principle 4.1

The Board of Directors should ensure that the nomination and development of Managing Director and top executives to have knowledge, skills and experience and the characteristics required to drive the organization towards the target.

### Practical Guideline 4.1

The Board of Directors has assigned the Nomination Committee to be responsible for considering criteria and procedures for nominating qualified persons to hold the position of Managing Director based on knowledge, skills, experience related to the core business of the Company, management experience, working dedication, characteristics, image and management vision necessary to drive the organization towards the target, good relationships with individuals or organizations, good morals and ethics, in addition, he/she must be qualified in accordance with the regulations of the regulatory authorities and relevant laws as an important part for consideration criteria and method.

The Board of Directors will monitor and supervise Managing Director to have appropriate top executives; at least, the Board of Directors or the Nomination Committee will work with Managing Director to consider the criteria and procedures for recruiting and appointing persons to support the approval of that person proposed by the Managing Director as top executives. the nomination criteria and methods will be based on the same nomination criteria and method used to select Managing Director by the Board or Directors, or the Nominating Committee will consider in accordance with the same nomination criteria and method as applied to Managing Director by selectand use some appropriate items.

The Board of Directors has a policy to encourage and support Managing Director and top executives to be trained and developed to increase knowledge and experiences that are beneficial to the Company's operations, especially, the program to build business relationships with individuals or organizations, including programs that will enhance knowledge, skills that can be adapted in the professional field according to the positions directly responsible.

The Board of Directors saw that in order to provide the utmost benefits for the Company, Managing Director will effectively devote his/her time for performing duties as Managing Director, therefore the Board has set a policy to prohibit Managing Director from being Managing Director in other listed companies, except Managing Director in its subsidiaries or joint ventures in temporary period at the beginning of the business establishment within a period of not over 3 years only. If he/she is necessary to hold such position longer than prescribed period, he/she must notify the Board of Directors' meeting for further approval.

The Company's directors can hold directorship in 5 listed companies as maximum, the Company's top executives is prohibited to hold the position of executive in other listed companies because top executives



is required to implement the policy of the Board of Directors, therefore needs to fully devote their time to work for the Company.

In order to keep the business running, the Board of Directors has established a succession plan to prepare for the succession of Managing Director and top management with following details:

- Identify required and necessary qualifications (Requirement) of Managing Director and top management.
- 2. Identify appropriate potentials and abilities of the persons who will be successors.
- 3. Consider the training plan to develop the necessary and appropriate knowledge, skills and competencies for the persons who will become the successors.
- 4. Determine the guidelines for selecting and nominating the persons who will become the successors with the knowledge, ability, skills, competencies and experience that are most suitable to create value (Value added) for the Company.

The Nomination Committee Will require Managing Director to report the performance according to the succession plan to the Board of Directors at least once a year.

# Practical Principle 4.2

The Board of Directors should supervise the appropriate remuneration structure and evaluation.

# Practical Guideline 4.2

In order to determine the remuneation structure that can motivate Managing Director, top executives and other personnel at all levels to work in accordance with the objectives and main targets of the organization and in line with the interests of the Company in the long term, the Board of Directors, therefore, set the criteria and scope of authorities and responsibilities of the Remuneration Committee as follows:

- 1. Consider the appropriateness of remuneration ratio like salary, short-term performance, such as bonus; and consider the guidelines for long-term remuneration such as giving the Company's shares or warrants, etc.
- 2. Consider and compare the remunerations determined by the Company to the level of remuneration in the same size of business, same business, or similar performance, etc.
- 3. Establish the policy regarding evaluation criteria and disclosure of information.

very year, the Board of Directors, excluding directors who have gain and loss and Managing Director, will evaluate the performance of Managing Director, the Chairman of the Remuneration Committee will disclose the evaluation results and development issues to Managing Director. The criteria for evaluation are as follows:

- 1. Consider the targets and status of each target's achievement.
- 2. Evaluate performance based on
  - 2.1 Leadership



- 2.2 Strategy formulation
- 2.3 Compliance with strategies
- 2.4 Financial planning and performance
- 2.5 Relationships with the Board of Directors
- 2.6 Relationships with external parties
- 2.7 Management and relationships with employees
- 2.8 Succession
- 2.9 Knowledge of products and services
- 2.10 Personal characteristics
- 3. Development of Managign Director

The results of performance evaluation of the Managing Director will be one of factors used to consider and approve the annual remuneration of Managing Director as well.

The Board of Directors will supervise and provide the appropriate remuneration for each member of the Board of Directors according to authorities, responsibilities and compare to the level of remuneration in the same business group. In the Board of Directors' Meeting No. 2/2015 held on 27 February 2015, the Board of Directors approved the appointment of the Remuneration Committee for the first time with an office term of not more than 3 years each. The remuneration criteria considered by the Nomination Committee will be based on the Company's business performance in previous year, performance and responsibility of directors, benefits provided to the Company by director's performance. The preliminary compensation data will be compared to the size of business or industry with income, net profit that are close to those of the Company. The information remuneration for directors is classified by business category - by the Market for Alternative Investment (mai), based on the information of remuneration for directors and executives of listed companies, prepared by the Research Department, Thai Institution of Directors each year.

For policies and forms of remuneration for senior management, the Remuneration Committee will consider the remuneration of executives by having a policy to determine the remuneration based on the Company's operating result, both short term and long term, individual performance by considering performance indicators, inclduing financial indicator, business growth rate, revenue, net profit from operations, workflow development indicator, risk management, personnel development, and in accordance with the scope of job responsibilities as well as the Company's competitiveness.

In addition, only independent directors in the Board of Directors also prepare an evaluation form for the performance of Managing Director every year in order to submit such assessment data, collect, analyze and present to the Remuneration Committee for consideration of adjusting the appropriate remuneration for Managing Director every year if the performance evaluation of Managing Director can achieve the target and comply with the policy of the Board of Directors,



The Board of Directors has determined the policy of remuneration for Managing Director to be appropriate under clear and transparent criteria. The Remuneration Committee will consider and review the remuneration for Managing Director and propose to the Board of Directors for consideration and approval. The consideration will be based on his/her performance that is consistent with the Company's targets both in short term and long term, business strategies, the Company's performance and the consistency with Managing Director's duties and responsibilities. The remuneration is intended to create motivation as follows:

Short-term remuneration: it is paid in the form of salary and bonus based on performance.

Long term remuneration: it is considered to provide in the form of ordinary shares, if the Company will establish a subsidiary in the future, the Company will register additional listed company on the Stock Exchange of Thailand (Spin-off), at that time, the Board of Directors and / or the Remuneration Committee of the subsidiary and the Company will jointly consider to finalize a clear conclusion of such remuneration.

In addition, the Board of Directors has a policy to allow Managing Director to evaluate the performance of top executives by prescribing criteria and factors for performance evaluation and to prepare the criteria and factors for performance evaluation for the whole organization as well will be further applied to the determination of both short-term and long-term appropriate remuneration structure

### Practical Principle 4.3

Directors should understand the structure and relationship of shareholders that may affect the management and operations of the business.

# Practical Guideline 4.3

The Board of Directors understands the structure and relationships of shareholders which reflects the power to control the Company's management. In the past, the Company did not have any problems with the shareholding structure that may cause conflicts in the management of the business and there are no issues causing obstacles to the performance of the Board of Directors. In the event that the Company, subsidiaries, joint ventures have made an agreement between shareholders, the Board of Directors has a policy to disclose information according to various agreements that have significant impact on business control in the form 56-1 One Report.

# Practical Principle 4.4

The Board of Directors should monitor, supervise the personnel management and development to have the appropriate amount of proper knowledge, skills and experience and motivation.

# Practical Principle 4.4

The Board of Directors has a policy to ensure that the human resources management is in line with the Company's direction and strategies and encourage employees at all levels to have appropriate knowledge, abilities, motivation and being fairly treated in order to maintain competent human resources. The Companyhas



assigned a policy to the operational level to determine the number of training hours of each unit and select training courses related to knowledge and skills in direct operations as well as encourage the training programs to increase skills related to their living, leadership and knowledge on financial management and personal investment by the speakers from the Bank of Thailand.

The Company emphasizes the personnel development in enhancing their capabilities and efficiency of working by establishing clear and consistent personnel development plans as the annual plan for training with both in-house training and the training programs organized by the government agencies and private sectors related to work, with the objective to increase work skills. In addition, the Company has provided welfare for personnel to create morale in the workplace and constantly reviews and improves employees' various benefits.

The Company has a fundamental development target that is:

- Employees have opportunities to engage in determining the direction of works in their own department, express their opinions, views on working in order to improve works from the existing styles to be more efficient and effective.
- Create a working atmosphere for everyone to participate in the organization's success and the Company will consider to give renumeration to employees based on the Company's overall success and their intention and dedication in working, especially individual performance.
- Encourage employees to create knowledge from working, prepare operational manuals that are updated to be consistent with the actual work that is changing all the time.
- Encourage employees to travel to attend trade shows both domestically and internationally to keep up with the production situation, product development, marketing as well as to learn about the consumer behaviors that are constantly changing, with the objective to apply in the Company's work process to be up-to-date and adapt to all situations in the changing furniture industry.
- Encourage the development to create value added in the products manufactured and distributed by the Company for sustainable growth and consumers' continuous awareness and demands.
- Promote the development and motivation for personnel within the organization to have a working attitude on continuously creating the developing their working progress, such as the production process must be continuously improved, marketing must continuously increase revenue from selling products, the department controlling the Company's costs will manage to continuously reduce the costs and expenses proportion with maximum efficiency and have operating cash flow that reflects the liquidity of the Company's good financial management.



In addition, the Board of Directors also supervises the establishment of Provident Fund to ensure that employees will have sufficient savings to support their retirement and encourages employees to have knowledge and understanding in financial management, selection of investment policies that are consistent with the age range, risk level, etc.

Practical Principle 5: Promote innovations and operate the business with responsibilities.

### Practical Principle 5.1

The Board of Directors should focus and support the creation of innovations that add values to the business while create benefits for customers or those involved with responsibility to society and the environment.

# Practical Guideline 5.1

The Board of Directors has a policy to support new business concepts and encourage business to keep pace with changes in technologies according to global trends, which must be carried out in order to create mutual benefits for the business, customers, partners, society and the environment, and must be an innovation that does not support inappropriate behavior or illegal or unethical activities. The Company will disclose the information of innovation development in the Company's Annual Report Form (56-1 One Report).

# Practical Principle 5.2

The Board of Directors should monitor and supervise the management to operate business with social and environmental responsibility which is reflected in the operational plan to ensure that every department will operate their works to comply with the Company's objectives, goals, targets and strategies.

### Practical Guideline 5.2

To ensure that the Company operates its business with ethics, social and environmental responsibility, avoid to violate the rights of stakeholders, as a guideline for everyone in the organization to achieve the main objective and target for sustainability. Therefore, the details of responsibilities to stakeholders are defined as follows:

# **Shareholders**

The Company defined the policies and guidelines as follows:

1) Recognize and pay attention to the fundamental rights of shareholders, such as the right to purchase or transfer shares, the right to receive profit sharing of the business, the right to fully, sufficiently and timely receive and access the Company's information, the right to attend meetings to exercise voting rights at the shareholders' meetings to appoint or remove directors, appoint Auditor and matters that may affect the Company, such as the increase or decrease of capital,



- dividend allocation, amendment of the Company's regulations, objectives or memorandum of association, etc.
- 2) Promote and facilitate the rights of shareholders, analysts, and institutional investors who are interested as follows:
  - Deliver the invitation letter to the shareholders' meeting at least 14 days in advance of the meeting date by specifying the date, time, venue and meeting agenda, rules and regulations used in the meeting, voting procedure and full information that must be used to make a decision. The invitation letter to the shareholders' meeting will be published on the Company's website at least 21-30 days in advance to allow shareholders to have sufficient time to study the information in advance.
  - Report important information that has or might affect the rights of shareholders, both the
    information reported in the accounting period and the information reported according to
    events, as mentioned by laws and related notifications without any action that limit the rights
    of shareholders to access the Company's information.
  - Allow minor shareholders to propose matters to be included in the agenda and / or nominate a person to be elected as a director at the Annual General Meeting of Shareholders.
  - Allow shareholders to submit questions related to the meeting in advance before the shareholders' meeting.
  - Allow shareholders who are unable to attend the meeting in person can appoint a proxy to attend and vote on their behalf.
- 3) Set guidelines for the Annual General Meeting of Shareholders in order to comply with the Corporate Governance Code and allow shareholders to ask questions on various issues as detailed in each agenda.
- 4) After completing the shareholders' meeting, the Company will publish the voting results of each agenda in the ordinary and extraordinary shareholders' meetings on the next business day; and prepare the minutes of meeting by showing complete and accurate information via the Company's website within 14 days from the date of the meeting so that shareholders can verify.
- 5) The Company apply the technology in the shareholders' meeting for shareholder registration, vote counting in each agenda and the announcement of voting results so that the meeting can be held with speed, correctness and accuracy.
- 6) The Company has organized and participated in many activities such as Company Visit, Analyst Meeting and Opportunity Day event that the listed companies will meet investors, in order to increase communication channels for shareholders, analysts and investors to follow and receive the Company's information.



7) The Company has appropriately and regularly paid dividends to its shareholders, and the dividend payment rate is in accordance with the dividend payment policy set forth by the Company.

# **Customers**

The Company defined the policies and guidelines as follows:

- 1) Conduct business in production, selling safe products concerning the health of users and providing after-sales services that create maximum satisfaction for customers.
- 2) Commit to develop products that add values to the use of consumers.
- 3) Conduct business by adhering to honesty, responsibility and fairness and avoid to act anything that violates the rights of customers, keep customers' trade secrets without wrongfully using for the benefit of oneself or those involved. If the Company detects such an offense, any employee or worker of the Company who acts such offense will be prosecuted under the law.
- 4) Not directly and indirectly call, receive or agree to accept any property or any other benefits that are dishonest.
- 5) Adhere to the principles of compliance with trade agreements. In the event that it cannot be performed, there will be a process for reporting information to customers in advance and jointly find ways to improve, solve to prevent damages.
- 6) Provide communication channels so that customers can complain to the Company and complaints from customers will be paid attention and potential problems will be solved for customers with fairness, via communication channels including telephone at 0-2152-7301-4, Fax 0-2152-7305 or <a href="www.eastcoast.co.th">www.eastcoast.co.th</a> which in previous year, the Company could successfully respond to handle complaints completed and it is in the process of finding ways to create customer satisfaction at a higher level.
- Puild good relationships and understanding, knowledge exchange, joint development and continuously adding values to products. For this point, the Company's marketing team will visit and meet the customers both in domestic and overseas according to the planned annual schedule to listen to customer satisfaction, problems and obstacles in working together, find ways to improve and develop for better products. In addition, every year, the Company will arrange activities for customers of wholesale and retail stores (Dealer) to visit the Company and see the new product models and organize sales promotion, with the objectives to meet and exchange product development guidelines and listen to suggestions and discuss ways to solve trading problems.
- 8) The Company will conduct public relations, advertising and sales promotion of the Company's products with responsibilities, without causing misunderstanding or taking advantages from the customers' misunderstandings.



# Business Partners and Account Payables

The Company defined the policies and guidelines as follows:

- 1) Treat partners with equality, fairness and responsibility, and mainly take into account mutual interests.
- 2) The Company has adhered the criteria in selecting business partners who have legal business operations, follow production standards, safety standards and environment conservation, supervise partners to respect human rights and treat workers with fairness and responsibilities to society and environment, the employee's welfare to be on standard.
- Maintain confidentiality or trade information of partners without wrongfully using for the benefit of oneself or those involved.
- 4) Build good relationships and understanding, exchange knowledge, jointly develop and add value to raw materials and products that the Company has continuously ordered. On this point, the Company's procurement team will visit and attend meetings with partners in domestic and overseas according to the planned schedule to suggest problems, barriers of co-working to find ways for better improvement and development.
- 5) Purchase goods and services from partners in accordance with commercial conditions by strictly complying with the contract in order to build a relationship that will create long-term benefits for both parties.
- 6) Adhere to the principles of compliance with trade agreements. In the event that it cannot be performed, there will be a process to inform the partners in advance and together find ways to improve and solve for preventing damages.
- 7) Not requesting, receiving or consenting to accept any property or other benefits beyond trade agreements. By those involved in procurement activities, must not receive benefits regardless of direct or indirectly from partners and must be neutral, have no close relationship that may affect the decision not call, receive or agree to accept any property or any other benefits apart from the trade agreements, those involved procurement activities will not accept any direct or indirect benefits from partners and perform themselves neutral without so close relationship that affects the decision making.

# **Trade Competitors**

The Company defined the policies and guidelines as follows:

- Treat competitors with fairness and responsibility by complying with the trade and competition rules with fairness, operate business with transparency and avoid the dishonest methods to destroy competitors.
- 2) Not destroy the reputation of the competitors by defaming.



- 3) Not violate the intellectual property / copyright.
- 4) Not seek for the confidential information of competitors with a dishonest or inappropriate way.
- 5) When contacting the competitors, the Company's personnel must not disclose the Company's secrets or neglect it to fall into the hands of competitors.

### Creditors

The Company defined the policies and guidelines as follows:

- 1) Strictly comply with the conditions of the financial institution creditors in accordance with the loan agreement such as the objective of money spending, payment for loans and interest.
- 2) Treat all creditors with equality, fairness and responsibility.
- 3) In the case of loan, the Company will not use the money from loans to use in different objectives of the loan agreement/conditions.
- 4) The Company will comply with the conditions of the guarantees given to creditors and will maintain the quality of assets that are guaranteed to creditors and will takes care of assets provided as collateral for creditors so that they can be fully and continuously utilized.
- 5) The Company will manage the business / funds in the business to ensure creditors are confident in the Company's financial position and performance which show the ability to pay the debt on time and strictly maintain the financial ratiosy in accordance with the conditions specified in the loan agreement with creditors.
- 6) Disclose correct and timely information of performance and financial status.
- 7) In the event that there is a possibility of default or unable to comply with conditions agreed by creditors and debtors, the debtor will immediately notify the creditor in advance in order to jointly find solutions and prevent damages.
- 8) Annually hold the meeting to meet financial institution creditors and organize the Company visit to acknowledge the business policy and operation plan in the following year as well as make the creditors confident in the Company's business operations.

# **Employees**

The Company defined the policies and guidelines as follows:

- 1) Give importance to employees at all levels by treating employees with equality and fairness.
- 2) Provide appropriate remuneration for each employee's competency along with the focus on continuous development of potential and knowledge, to create opportunities for career growth based on the individual's potential. The practical guideline is that Human Resources Department or that employee considers any training course or the review of any knowledge that is appropriate and interesting, that employee can propose to Human Resources Department and Human



- Resources Department will consider the suitability of the course by considering knowledge, skills that are consistent with the duties obtained after completing the training.
- 3) Prepare the Succession Management with the target to maintain good personnel and develop those personnel to have abilities in adapting themselves to changes and further succession
- 4) Pay attention to the maintenance of the working environment with regard to working safety, hygiene and quality of life of employees as important factors under the objective to reduce the number of accidents, especially during the period when employees are performing their duties in production process. The Company has guidelines for safety which is all employees must wear gloves, mask, ear plugs and sneakers at all times when performing duties, by considering from the work process that each employee is responsible for that particular job, such as if working in a noisy area, employees must wear the ear plugs, etc., The Company will disclose the statistic of accidents including the safety policy while working to be known in the form 56-1 One Report.
- 5) Respect human rights, dignity and basic rights in working, as well as not disclose or pass on information or confidentiality of employees to outsiders or those who are not involved.
- 6) Treat employees under the framework of laws, regulations, and standards related to the operation.
- 7) Promote the employment with equality, without discrimination against gender, skin color, race, religion, age, disability or any other status that is not directly related to the operations.
- 8) Encourage employees to engage in determining the Company's operational directions and developments.
- Providing appropriate welfare and benefits for employees, such as medical treatment, annual health check, health and life insurance, and provident funds, etc. In terms of health check for employees, the Company will schedule from work starting time and during regular work each year. In case of foreign workers, the Company has asked the Social Security Office, Rayong Province to provide information and knowledge of social security to foreign workers.
- 10) Provide opportunities for employees to have communication channels for suggestions and complaints about work, their proposals will be considered and determined of solutions for the benefits of all parties and building a good working relationship.
- 11) Promote the participation of employees at all levels in the implementation of social responsibility activities

# Community, Society and Environment

The Company defined the policies and guidelines as follows:

Give importance and responsibility to nearby communities and society and support public benefit
activities for the community as well as improve the environment of the community and society for a
better life. In addition, the Company also regularly returns the community and society with
donation.



- 2) No operate any business that affects society and causes damages; and not violate the rights of other people and residents of the community and society. in the vicinity of the Company's business area
- 3) Establish measures to prevent and resolve the impacts that will occur to communities and society due to the Company's operation.
- 4) Promote the conservation of local culture and traditions.
- 5) Cooperate with various agencies to develop nearby communities and society to have a livelihood or have a better quality of life.
- 6) Conduct business in accordance with laws, regulations and environmental policies, taking into account the impact on natural resources and the environment
- 7) Sustainably Promote the environmental management systems from the economical use of resources, measures to treat and restore, substitute, surveillance and prevention of impacts on natural resources and the environment.
- 8) Cultivate awareness and promote knowledge and training for employees at all levels regarding the environmental protection
- 9) Promote the use of technology, machinery and raw materials used in environmentally friendly production processes.
- 10) For the guidelines for environmental friendliness, the Company manage the waste materials generated by rubber woods, MDF and particle boards used in the production process, to reduce the impact from the Company's production process.

Please consider the details of the Company's operating results disclosed in the Annual Report Form (56-1 One Report) in accordance with this practical guidline.

### Policy for the Respoect on Human Rights with Consideration of Equality and Diversity

It is our policy not to discriminate based on gender, color, race, religion, or social status, through the respect on human rights taking into account the equality and diversity, this not only reduces the compliance risk or the likelihood of human rights disputes, but can also develop employee engagement with the organization and will help attract talents to work with the organization. This will lead to reducing the risk of personnel shortage and reducing the costs of training and developing new employees to replace those who have resigned, including the development of efficiency and effectiveness in work. This is directly related to the competitiveness and sustainable business growth, it also prioritizes the respect on human rights for the Company's partners and customers.

Therefore, the practical guidelines are established as follows:

1. Respect on human rights without discrimination of nationality, race, sex, age, color, religion, status, ancestry, education or any other status that is not related to and affects the work performance by respecting each other and equally treating each other.



- 2. Employees at all levels shall be protected for the right of personal safety in their work, having a clean, safe and hygienic workplace.
- 3. Liberty for political rights but must not claim to be the Company's employee or not use any assets, equipment or tools of the Company for the benefit of any political-related operation, the Company has a policy of being politically neutral, will not support or act in favor of any political party.
- 4. The Company will resolve any conflicts that may arise in accordance with the Rule of Law.
- 5. The Company has no policy of using child labor and shall not consider the acceptance of persons under 18 years of age for working.
- The payment of labor pays and wages will be fair and the Company will hold an annual meeting to meet all employees and inform them about the business policies that will occur in each year, including ideas, working principles, principles of life, from the Company's executives, additionally, many activities shall be organized to enhance the love and unity within the organization.
- 7. The human rights shall be overseen, not be ignored or neglected. Any action that constitutes human rights violations related to the Company's operations to be observed must be reported to the supervisor or responsible person for acknowledgment and the informant must give cooperation in the investigation of facts. If there is any doubt or inquiry, consult with the supervisor or the responsible person through various channels as specified.
- 8. Anyone violating human rights will be deemed as violating the Company's ethics and must be considered for disciplinary action in accordance with the regulations set by the Company, as well as may face the legal penalties if that act is illegal.

Additionally, in case of negative consequences due to human rights violations, the Company recognizes the importance and will dedicate the appropriate remedy for such impact.

# Fair Competition

The Company has established a systematic operating procedure, such as the distribution system through various channels, which more than 50% is the export of products to sell abroad, the Company's main customers are customers in Japan, followed by customers in Hypermarket, which each customer has an order system, product quality inspection and delivery according to the system and given principles. The Company is confident in the process of offering products to customers that are fair and not monopolistic to sell products to any single customer.

For the procurement system and procedure to purchase raw materials as products used in the production process, the purchasing unit will compare prices, quality, trade conditions in accordance with principles every time, so that the partners can have the opportunity to present the product to the Company for



consideration and comparison. The Company always benefits from adhering to the system that screens, consider and compare the quality and price from partners.

# **Anti-Corruption**

The company has defined the definition of anti-corruption in accordance with anti-corruption policy. Fraud and corruption mean actions or refraining from actions in line with positions or duties including bribery of any forms by offering, promising, giving, demanding, or accepting money, property, or any other improper benefits which causes the wrong use of power with government officers, government agencies private agencies, or those who have duties whether directly or indirectly in order that such persons will act or refrain from performing duties which is to acquire or maintain business or recommending any business to the Company particularly or in order to obtain or maintain any other benefits that are not appropriate for the Company's business, one's own or related persons.

The company has a policy against corruption. Also we have prepared a document to set as a guideline according to the anti-corruption policy separated into each topic in order to make it clear, create understanding and can be implemented correctly. It consists of guidelines in the following areas:

- 1) Giving or receiving gifts, Hospitality
- 2) Sponsorship
- 3) Donation
- 4) Political Contribution
- 5) Conflict of Interest
- 6) Facilitation payment
- 7) Employment of government employees

Anti-Corruption Policy including guidelines in various fields have already been approved by the Board of Directors. And in the event that there is a violation of the said policy, the company will take disciplinary action against the directors, executives and employees who violate the compliance with this policy including direct supervisors who ignore the offense or acknowledge that an offense has been committed but does not take corrective action, which has disciplinary penalties up to the termination of employment and/or retirement. The nonawareness of this policy and/or applicable laws, cannot be used as an excuse for non-compliance with this policy. In the event that it appears that the representative, business intermediary, distributor of products/services or any of the Company's contractors acting inconsistent with the guidelines under this policy, the Company may terminate the transaction with such persons at its sole discretion.

The Company has participated in the declaration of Collective Action Coalition of Thai private sector to fight against the corruption, the Company is the company has already announced the anti-corruption policy through the website. <a href="www.eastcoast.co.th">www.eastcoast.co.th</a>, and create a system to prevent corruption in the organization in addition, it is in the process of communicating, publicizing the concept of anti-corruption to all stakeholders of the Company for acknowledgement, such as sending a letter to the Company's partners and customers that



the Company refrains from receiving / accepting all rewards, whether it be money, items or gifts and all employees are prohibited to accept/pay any bribes for the Company's business benefits. The Company will also inform the process that gives opportunities for partners and customers who are not fairly treated to complain and be corrected, as well as organize the meetings and continuously communicate all employees to be aware of this policy and guidelines for anti-corruption.

For more details can be studied in the Anti-Corruption Policy Document including the guidelines for the Company's anti-corruption policy.

# Practical Principle 5.3

The Board of Directors should monitor and supervise the management to efficiently and effectively allocate and manage resources by taking into account the impact and development of resources throughout the value chain in order to sustainably achieve objectives and targets.

# Practical Guideline 5.3

The Board of Directors recognizes the need for resources to be used in business operations, consisting of

- 1. Financial Resources
- 2. Production
- 3. Intellect
- 4. Personnel
- 5. Society
- 6. Environment

For the business operations in the Company, subsidiaries and joint ventures, the Board of Directors understands the impact on different resources, the Company will select the business models by taking into account the impact and value to the resources based on ethics, responsibility and value creation for sustainable business, concerning changes in both internal and external factors that regularly occur.

# Practical Principle 5.4

The Board of Directors should provide a framework for governance and management of enterprise-level information technology that is consistent with the needs of the business and supervise the use of information technology to increase the business opportunities and improve operations, risk management, to enable the Company to achieve its main objectives and target.

# Practical Guideline 5.4

The Board of Directors should provide a framework for governance and management of enterprise information technology as the policy and measure of information system security, with following important areas:



- Rules for using the Company's File Server system and all computers for every department.
- Rule of using Internet Rule System.
- Rule of using copy machines.
- Punishment of violation

In addition, the Company also gives importance to the allocation and management of information technology to be adequate for the business operations and provides guidelines to support in the event that the resources cannot be sufficiently allocated as specified. In addition, the Risk Management Committee will regularly raise the risk management on information technology for consideration in the meeting.

<u>Practical Principle 6:</u> Supervise for appropriate risk management and internal control systems.

# Practical Principle 6.1

The Board of Directors should supervise to ensure that the Company has a risk management system and internal control that will effectively achieve objectives and comply with relevant laws and standards.

# Practical Guideline 6.1

The Company has established the Risk Management Committee to supervise and formulate risk management policies and plans according to the scope of authorities, duties and responsibilities of the Risk Management Committee specified in 1.1.

The Chairman of the Risk Management Committee, as the Chairman of the Audit Committee, will report the result of the meeting held by the Risk Management Committee to the Board of Directors' meeting so that the Board of Directors will be able to consider and formulate risk management policies that are in line with the Company's objectives, targets, principles, strategies and acceptable risks as the framework of risk management process for everyone in the same direction, the main risks emphasized by the Board of Directors. Since the Company has invested in many subsidiaries and joint ventures, the Risk Management Committee has a policy to consider and manage risks by covering risks that may be arisen from business operations or investments in those subsidiaries and joint ventures as well.

Further details can be found in the Annual Report Form (56-1 One Report), Section 1, Topic 2: Risk Management.

### Practical Principle 6.2

The Board of Directors must establish the Audit Committee that can efficiently and independently perform duties.



### Practical Guideline 6.2

The Board of Directors has appointed the Audit Committee consisting of at least 3 independent directors with qualifications and duties in accordance with the regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand, the definition of independent directors, who will perform their duties in accordance with the scope of duties and responsibilities of the Board of Directors as specified.

The Board of Directors has a policy for the Company to provide a mechanism or tool that will allow the Audit Committee to access to the information necessary to perform the assigned duties, allowing the Audit Committee to summon relevant persons to provide information, discuss with the auditor or seek for opinions that are independent from any other professional advisors, for the consideration of the Audit Committee.

In addition, the Board of Directors will provide an independent person or internal audit unit to develop and review the efficiency of the risk management and internal control systems, report to the Audit Committee and disclose the review report in the form 56-1 One Report, as well as provide opinions on the adequacy of the risk management and internal control systems and disclose in the form 56-1 One Report.

### Practical Principle 6.3

The Board of Directors should monitor, supervise and manage conflicts of interest that may occur between the Company and the management, the Board of Directors or shareholders, and prevent the undue use of the Company's property, information and opportunities, and transactions with those who are connected to the company in an inappropriate manner.

### Practical Guideline 6.3

The Board of Directors supervises to have a policy to prevent and supervise the use of internal information for directors, executives, employees related to secret transactions and worker of the Company and subsidiaries in keeping confidential information and / or internal information of the Company, non-trading or accepting the transfer of the Company's securities, by taking advantage of confidentiality or insider information that has not been disclosed, prohibition of buying or selling the Company's securities within the specified period such as within 30 days, prior to disclosure and after the disclosure of such information through the system of the Stock Exchange of Thailand for 24 hours, etc. The Company has prepared a circular document within the company and let the Company's employees to sign for acknowledging the said policy.

The Company has determined that directors, executives, including their spouses and underage children are responsible in reporting their securities holdings and changes in the holding of securities of the Company to the SEC and must submit a copy of the said report to the Company Secretary for reporting to the next meeting of the Board of Directors for acknowledging the trading of securities that occur by reporting to the Board of Directors' meetings for acknowledgment on a quarterly basis.

In addition, the Company has a policy that directors and executives must report their own interests and related persons to the Company's directors and management according to the rules and form along with definitions as directed by the regulatory agencies. The Company Secretary will have a duty to keep records



and collect reports of interest on a regular basis at least once a year and if there is a significant change of information from any director or management, this must be reported to the Board of Directors for acknowledgment.

The Company will take care of the third parties, including legal advisors, financial advisors, Auditors or third parties who acknowledge the Company's internal information to comply with the policy on prevention and supervision of the use of such insider information.

The Board of Directors has established the policy that prevents the directors, executives and employees from taking the opportunity of being the Company's directors, executives or employees to seek personal benefits. The policies and guidelines are set out in the Company's Business Ethics, including details of monitoring to ensure the compliance with the said business ethics

For the transactions that may cause conflicts of interest by related transactions that may occur in the future. Directors must comply with various regulations that have been established and directors must not approve any transactions that they or persons who may have conflicts of interest in any other manner with the Company, and disclose such transactions, the Company must comply with the Securities and Exchange Act and the regulations, notifications, orders or requirements of the Stock Exchange of Thailand, and strictly comply with regulations relating to the disclosure of information on connected transactions and the acquisition or disposal of assets of the Company or subsidiaries and according to the accounting standards. In addition, the Company will not make related transactions with related companies that are not normal business operations of the Company and requires the directors to report their interests at least before considering the agenda of the Board's meeting, which will be recorded in the minutes of the Board's meeting. In the case that such director is unable to provide independent opinions, that director will be asked to refrain from participating in the meeting for considering that agenda.

### Practical Principle 6.4

The Board of Directors should supervise to establish the clear policies and practices on anticorruption and communicate at all levels of the organization and to outsiders for actual implementation.

# Practical Guideline 6.4

The Board of Director assigns a policy to announce the intention and and applying for certification for the Thai Private Sector Collective Action Coalition Against Corruption (CAC), which is a way to solve corruption problems in cooperation with private companies that wish to create pressure to make changes in the public sector, collaborating to refuse payment of all forms of bribery and against the use of corruption as a barrier to competition and to prevent free business practices. Every company that announces its intention to participate in the CAC program must prepare or review its own internal control system in accordance with the guidelines specified in the self-assessment form (71 questions) and allow the third parties. (the Chairman of the Audit Committee or the certified public accountant) to verify the accuracy of information before submitting an application to the CAC Council for consideration and approval through the self-assessment (71 questions).



At present, the Company has already prepared the policy and guidelines for anti-corruption.

### Practical Principle 6.5

The Board of Directors should supervise the business to have a mechanism for receiving complaints and actions in case of whistleblowing.

### Practical Guideline 6.5

The Company has established guidelines for receiving complaints and whistleblowing of offense or actions that are in the way of misconduct and corruption of the Company's employees to those involved and the Company in causing damages to the Company.

The Company has set up the Whistle Blowing Policy and Procedures ("Policy"). It is a tool to help the Company to receive complaints from both internal employees and third parties regarding corruption, violation of rights or non-compliance with applicable law, rules, and regulations, Article of Associate of the Company, and the Company's business ethics which may lead to a deterioration in the assets, image and reputation of the Company. The Policy will have details to protect, and fairly treat stakeholders and employees who report information or whistleblow about corruption, violation of rights or failure to comply with laws, rules, regulations, the Company's regulations and code of conduct (Whistleblowing Policy). If you found any act that is likely to be a violation of intellectual property, please send the complaint or a letter to

# Mail to:

- Assoc. Prof. Dr. Montree Socatiyanurak
   Chairman of the Audit Committee/Independent Director or
- Mr. Arak Suksawad,
   Managing Director or
- Company Secretary Office
   East Coast Furnitech (Public) Co., Ltd.
   28/25Moo 12, Bueng Kham Phroi Subdistrict, Lam Luk Ka District, Pathum Thani
   Province 12150
- E-mail to Company Secretary Office: <a href="mailto:cg@eastcoast.co.th">cg@eastcoast.co.th</a> or Human Resources

  Department: <a href="mailto:hrrayong@eastcoast.co.th">hrrayong@eastcoast.co.th</a>
- Sending to complaint channel Via website <a href="www.eastcoast.co.th">www.eastcoast.co.th</a>

The Company's directors, executives, employees at all levels must not ignore or neglect when seeing any corruption that is related to the Company, they must notify the supervisor or the person in charge, and give cooperation in examination, investigating on facts. In addition, the Company has provided channels for receiving complaints from the external parties as well.

The Company will provide fairness and protect employees who refuse the corruption or inform about the corruption, the Company will not degrade his/her position, punish or give negative effect to that employee



who refuses corruption, the Company will keep the confidentiality of those involved in the examination and investigation on corruption acts.

### Practical Principle 7: Maintain financial credibility and information disclosure

### Practical Principle 7.1

The Board of Directors is responsible for ensuring that the financial reporting system and the disclosure of important information are accurate, adequate, timely, in accordance with the rules, standards and related practices.

### Practical Guideline 7.1

The Company has a policy to encourage personnel involved in the preparation and disclosure of financial reporting and disclosure of important information of the Company to have sufficient knowledge, skills and experience appropriate to their responsibilities. Personnel related to this work includes Chief Financial Officer, accountant, internal auditor, Company Secretary and investor relations. Each year, Personnel related to this work will attend the training courses prepared by the Stock Exchange of Thailand, the Office of the Securities and Exchange Commission, the Federation of Accounting Professions, the Association of Internal Auditors of Thailand, the Association of Thai Securities Companies, the Thai Institute of Directors (IOD) on a regular basis. Annually, the in-charge supervisor must direct and screen the appropriate training courses for staff in the unit to attend the appropriate training course for enhancing the standard of work in related fields and to allow those personnel to have better knowledge, skills and standards of work.

The Board of Directors will approve the information disclosure by concerning on related factors, in case of financial reports, following factors will be considered:

- P Opinions of the Company's auditor in the financial report and observations of the Company's auditor on the internal control system.
- The assessment result on the adequacy of the internal control system
- Opinions of the Audit Committee
- The compliance with the Company's main objectives, targets, strategies and policies
- Consideration on comparison between the actual performance and the given target
- Consideration on potential risk factors

The Board of Directors oversees the disclosure of information including financial statements, the Form 56-1 One Report, which can sufficiently reflect the financial status and performance. At present, the Company has prepared the Management Discussion and Analysis (MD&A) as reference for the disclosure of quarterly financial statements with the objective is to allow investors to obtain better information and understanding on the changes that occur with the Company's financial status and performance in each quarter in addition to solely presenting numerical data in financial statements. In addition, every time the Company submits both quarter and annual financial statements through the system of the Stock Exchange of



Thailand, the Company has provided a news release to clarify the details of the Company's performance for dissemination through mass media for totally 4 times per year.

In the event that the disclosure of any particulars relates to any particular director, that director must have a duty to disclose his/her information in a complete and correct manner, such as shareholding information, stake holding, potential conflicts of interest, as well as the disclosure of other information related to the consideration of that agenda.

#### Practical Principle 7.2

The Board of Directors should monitor and supervise the adequacy of financial liquidity and solvency.

## Practical Guideline 7.2

In the meeting of the Board of Directors to consider and approve quarter and annual financial statements, the Board of Directors emphasizes to monitor and supervise the adequacy of financial liquidity and solvency, every time that the Finance & Accounting Unit will present the liquidity ratio, quick ratio, debt to equity ratio, solvency ratio and present the important ratios to be in line with the conditions of the financial institutions (Covenants) who provide loans to the Company, to the Board of Directors' meeting for acknowledgement and monitoring every time when the meeting has an agenda of considering and approving the Company's financial statements, then the Board of Directors will be able to find solutions together with the management in a timely manner if there is a sign indicating the potential problem of financial liquidity and solvency that may occur.

In approving any transactions proposing opinions to the shareholders' meeting for consideration and approval, the Board of Directors will carefully consider the details of the agenda to ensure that such transactions will not affect the continuity of business operations, liquidity or solvency.

#### Practical Principle 7.3

In the situation that the business is experiencing financial problems or is likely to experience problems, the Board of Directors is confident that the Company has a plan to solve the problem or has other mechanisms that can solve financial problems under the consideration of the rights of stakeholders.

## Practical Guideline 7.3

The Board of Directors has set up signs indicating the tendency to experience financial problems with following details:

- 1. The problem of continuous loss performance.
- 2. Operating cash flow is likely to continuously decline, the liabilities that is significantly increased over the assets or beyond the conditions of the financial institution or the terms and conditions regarding the rights and obligations of the debenture issuer and bondholders.
- 3. The problem of continuous and long-term inventory draining and debt collection



- 4. Continuously encounter the problem of inventory flowing and debt collection for a long time
- 5. Acknowledge the indications from the Company's auditor, such as incompletion of financial or of booking accounting information.

In the event that the Board of Directors encounters the above indications, the Board will monitor and supervise the management to conduct business with carefulness and comply with the requirements for disclosure of information in accordance with the rules and regulations of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand. In addition, the Board will supervise the business to establish a financial solution plan by concerning on the fairness to stakeholders such as financial institution creditors, debenture creditors, shareholders, as well as monitor problems by allowing management to regularly report situations that occur. The Board must ensure that the problem solutions are considered and judged with reasons cautiousness and prudence.

#### Practical Principle 7.4

The Board of Directors should consider the preparation of information to report on the sustainable management guideline as appropriate.

### Practical Guideline 7.4

The Board of Directors has a policy to prepare information to report on the sustainable management guideline / Corporate Social Responsibility Report to disseminate to relevant parties for acknowledging important matters and this can reflect the business practices that will sustainably create value for the business, which will be prepared along with the Form 56-1 One Report and published via the Company's website.

The information to report on the the sustainable management guideline / Corporate Social Responsibility Report will disclose the information on compliance with with laws and ethics, anti-corruption policy, treatment to employees and stakeholders with fairness, respect and not violating human rights including social and environmental responsibility, the reports are concerned by the national acceptance and will be upgraded it to be on international level, these are all planned. At present, the Company has disclosed the Sustainability Report in the Form 56-1 One Report or may consider to prepare the Sustainability Report separately from the Company's Annual Report Form 56-1 One Report, which shall be considered as appropriate.

# Practical Principle 7.5

The Board of Directors should supervise the management to have the unit or the person responsible for the investor relations who serves to properly, equally and timely communicate with shareholders and other stakeholders, such as investors, analysts.



### Practical Guideline 7.5

The Company pays attention to the information disclosure, the Board of Directors will ensure that the Company discloses important information related to the Company, both financial and non-financial information, with accurate, complete, timely, consistent and transparent manners, by disclosing through various channels that are easily accessed with equality and reliability and all these channels are prescribed by the law and the channels that the company considers appropriate. The important information disclosed by the Company includes: financial reports and non-financial information that may affect the price of the Company's securities in accordance with the requirements of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand as well as the policy to protect confidential information and information that affects the price of securities with the Insider Trading policy, that is communicated to the whole organization for correct understanding and compliance with such policies. Such policy is announced to everyone who will sign for acknowledgement and agreeing to follow such document policy.

The Board of Directors has also set up a unit or responsible person to act as an investor relations to communicate with outsiders on equal and fair basis, including shareholders and other stakeholders, for example, investors, analysts Journalist, to communicate the information that beneficial to shareholders and stakeholders through various channels as follows:

- Disclosure and dissemination of important information to investors
- Organizing activities to announce the company's performance
- Clarify the rumors or news
- The proceeding when the Company's security is traded in a different manner from the normal market conditions.
- Meeting with securities analysts on domestic and international funds
- Organizing Company Visit Activity for investors and analysts

Channels to contact the investor relations department include: inquiries on telephone 02-152-7301-4 ext. 212 (Investor Relations), email: <a href="mailto:ir@eastcoast.co.th">ir@eastcoast.co.th</a> and through the Company's website at <a href="https://www.eastcoast.co.th">www.eastcoast.co.th</a>, Page Investor Relations

Those responsible for providing information to external parties are suitable for performing duties, understand the Comapany's business including objectives, targets, core values and can communicate with the capital market very well, consisting of Managing Director, Chief Financial Officer and Investor Relations.

In addition, the Company will disclose the following information in order to demonstrate the transparency in business operations:

- Disclose information on the performance of the Board of Directors and the Audit Committee, such as the number of meetings and the number of meeting attendances of each director in the previous year.
- 2. Disclose the remuneration policy for directors and top executives as well as the forms and characteristics of remuneration.



- 3. Many policies include: Corporate Governance Policy, Inside Information Governance Policy, Information Technology Supervision and Management Policy, Risk Management Policy and many risk management methods.
- 4. The Charter of the Board of Directors and all Sub-committees
- 5. Ethics of Investor Relations
- 6. Policy on society and environment
- 7. Business Ethics (Code of conduct)
- 8. Shareholding structure with details of direct and indirect shareholders who are hold 5% of the total paid-up shares or more and have voting rights.
- 9. Structure of the Board of Directors, name list of directors and executives
- 10. The Company's Vision and Values
- 11. Nature of the Company's Business
- 12. The Structure of the Company, Subsidiaries and Joint ventures
- 13. Annual Registration Statement/ Annual Report (Form 56-1 One Report)
- 14. Financial Statements and Report on the Financial Status and Performance in the past 3 years
- 15. Invitation to Annual general and Extraordinary meetings of shareholders general.
- 16. Criteria to provide the rights to minor shareholding to propose additional meeting agenda in advance prior to the shareholders' meeting, criteria to propose the person to hold directorship and criteria to send inquiries in advance prior to the meeting date.
- 17. The Company's Regulations and Memorandum of Association
- 18. New Releases published to the Stock Excannge of Thailand
- 19. Information to contact organization or complain or person responsible for Investor Relations

Such above information are published via the channels prescribed by the Office of the Securities and Exchange Commission or the Stock Exchange of Thailand and via the Company's website, the Company will regularly evaluate the effectiveness of the information disclosure process in order to achieve the updating and be able to thoroughly and timely forward news, information to those involved.

The Board of Directors has a policy for the management to determine the direction and support the works of investor relations by preparing an annual investor relations plan and clearly defining the duties and responsibilities of investor relations so that communication and information disclosure are effectively conducted.

### Practical Principle 7.6

The Board of Directors should encourage the use of information technology to disseminate information.



### Practical Guideline 7.6

In addition to disseminate information according to the criteria and through the channels of the Stock Exchange of Thailand, the Board of Directors will supervise the disclosure of information in both Thai and English versions through the Company's website and regularly update information.

Practical Principle 8: Support shareholder's participation and communication

## Practical Principle 8.1

The Board of Directors should ensure that shareholders are engaged in making decisions on important matters of the Company.

#### Practical Guideline 8.1

The Board of Directors gives importance on the issues prescribed by laws and issues that may affect the direction of the business that has been considered and approved by the shareholders' meeting.

The Company gives importance to the rights of every shareholder with equality, the rights of shareholders include: basic rights such as trading or transferring of securities they are holding, profit sharing, sufficiently receiving of news and information of the business, attending the meeting to vote in the shareholders' meeting for appointment or withdrawal of directorship, appointment of auditor and matters affecting the Company, for example, dividend allocation, formulation or amendment of regulations and memorandum of association, the decrease or increase of capital, Investing in various businesses etc. In addition to the aforementioned basic rights, the Company has set up various actions to promote and facilitate the exercise of rights and support the participation of shareholders as follows:

1) The Company will disseminate information about the meeting agenda in advance on the Company's website before sending documents at least 30 days before the meeting date. The Company will send the invitation letter to the shareholders' meeting and supporting documents at least 21 days prior to the meeting date for the Annual General Meeting of Shareholders. The Extraordinary General Meeting of Shareholders will be in line with the rules and regulations of the relevant regulatory agencies and prescribed by laws by specifying the date, time, venue, meeting agenda, objectives and reasons and the opinion of the Board of Directors in each agenda to be proposed, Proxy forms as specified by the Ministry of Commerce as well as other supporting information for the meetings in an accurate, complete and sufficient manner for the rights of shareholders, the rules and regulations used in the meeting and the rights of shareholders to attend the meeting and vote are also notified. The Company has prepared the invitation letter for the shareholders' meeting in both Thai and English versions to disseminate and facilitates foreign shareholders.



- 2) In the event that shareholders cannot attend the meeting by themselves, the Company will allow the shareholders to appoint an independent director or any person to attend the meeting on their behalf by using a proxy form sent along with the invitation letter to the meeting.
- 3) The Company will not deprive the rights of shareholders to study the Company's information disclosed in accordance with requirements as a listed company, and study the information for using in the shareholders' meetings. In addition, the Company will not add agenda or change important information without prior notice to shareholders, as well, the additional important information will not be immediately distributed at the shareholders' meeting, etc.
- 4) Shareholders are invited to send comments, suggestions and inquiries in advance before the meeting date and during the meeting, the Company will appropriately allocate time to allow shareholders to ask questions and freely express opinions and suggestions and the Company will sufficiently provide details of such matters to shareholders.
- 5) The Company provides opportunities for minor shareholders to propose matters to be included in the meeting agenda in advance according to the guidelines of the Stock Exchange of Thailand. In addition, they also have an opportunity to nominate qualified persons to be appointed as directors according to the guidelines set by the Company. The Company will disclose the criteria for minor shareholders to propose the meeting agenda and nominate qualified persons to be directors in advance by notifying from October every year as usual, before the general meeting of shareholders to be held during March or April of each year. In the event that the Board of Directors refuses to inlude the matters proposed by the shareholders in the meeting agenda, the Board of Directors will inform the reasons to the shareholders' meeting for acknowledgement.
- 6) Chairman of a board and directors will attend the meeting, except in the case of necessity so that the shareholders can inquires on related matters.
- 7) After completing the meeting, the Company will prepare the minutes of meeting to show full and correct information so that the shareholders can verify, the details of the voting procedure, name list of directors, Sub-committees and executives attending the meeting, voting results for each agenda, along with questions and answers will be clarified in the meeting and publicly available on the Company's website within 14 days from the date of Shareholders' Meeting.

The Company has guidelines for treating all shareholders who are and are not the Company's executives, who are major and minor shareholders with fairness and equality to make the shareholders confident that the Company's Board of Directors and the management will take care the shareholders' money to be appropriately spent. The meeting will be held in accordance with the Company's regulations and ordered by existing meeting agenda. In addition, the Company will not show a bias to any group of shareholders by providing information that has not been disclosed to specific groups, in case where a



director or executive has gain and loss in any matter, that director or executive will not have the right to attend the meeting to consider and resolve that transaction.

The Company has a clear and transparent process for determining remuneration for directors by proposing to the shareholders' meeting for consideration and approval, the remuneration for directors will be considered with the appropriateness to the scope of duties and responsibilities of each director and at the level that can motivate and retain knowledgeable directors to perform duties with the Company, the rate of remuneration will also be able to compare with the remuneration of directors in the same or similar industry.

### Practical Principle 8.2

The Board of Directors should ensure that the operation on the date of the shareholders' meeting is complete, transparent, efficient and facilitates shareholders to exercise their rights.

#### Practical Guideline 8.2

The Board of Directors has set the guideline for operation on the day of the shareholders' meeting, which has been adhered every year. The details are as follows:

- 1. The Board of Directors will determine the date, time and venue of the meeting by taking into account the convenience of shareholders to attend the meeting such as the appropriate meeting time which is sufficient to ask questions, the location of meeting venue is convenient for traveling, the Company chose the location to hold a meeting in Bangkok although the Company's headquarter is located in Klaeng District, Rayong Province, this is a policy to facilitate and encourage shareholders, analysts and institutional investors who are interested can easily attend the shareholders' meeting.
- 2. The Board of Directors will take care not to have any actions that limit the opportunity to attend meetings or create burdens on shareholders, the Company will not require shareholders or proxies to bring documents or evidence of identification more than those specified in the guidelines of the relevant regulatory authorities.
- 3. The Board of Directors has promoted the use of technology for shareholders' meetings, for example, shareholder registration, vote counting and vote result display, so that the meeting can be quickly, accurately and precisely conducted.
- 4. The Chairman of the Board of Directors is the Chairman of the shareholders' meeting who is responsible for ensuring that the meeting appropriately follows the relevant laws, rules the Company's regulations and good corporate governance principles, time is sufficiently allocated for each agenda as specified in the meeting invitation letter and shareholders are allowed to express their opinions and ask questions at the meeting in relation to the Company or in that agenda which is under consideration.
- 5. Directors as the attendees and shareholders will not support the addition of agenda that is not notified in advance without necessity, especially the important agenda that shareholders have



- to take time to study the information before making a decision in order to give rights to all shareholders to participate in making decision on important matters.
- 6. All directors and related executives will attend the meeting so that shareholders can ask questions on related issues.
- 7. Before starting the meeting, shareholder will be notified of the number and proportion of shareholders attending the meeting in person and by proxies, meeting method, voting and vote counting.
- 8. The Company has arranged to consider the appointment of directors on an individual basis in the agenda related to the appointment of directors by using ballots separately for each person.
- 9. The Company has arranged for the use of ballots in important agenda and arranged an independent person to count or check the votes in the meeting as well as disclose the voting results classified into agree, disagree and abstain, in each agenda to the meeting for acknowledgement and recording in the minutes.

### Practical Principle 8.3

The Board of Directors should ensure that the resolutions of the meeting and the preparation of the minutes of the shareholders meeting are accurate and complete.

### Practical Guideline 8.3

The Company has disclosed the resolutions of the shareholders 'meeting together with voting results within the evening of shareholders' meeting date, or not later than the next business day, as latest, through the news system of the Stock Exchange of Thailand and on the Company's website. In addition, a copy of the minutes of the shareholders 'meeting will be submitted to the Stock Exchange of Thailand within 14 days from the date of the shareholders' meeting and to comply with the requirements of relevant laws. The minutes of the meeting records following details:

- 1. Name list of directors and executives attending the meeting and the proportion of directors attending the meeting and absent.
- 2. Voting and vote counting methods, resolutions of the meeting, and voting results (agree, disagree, abstain and voided cards) of each agenda.
- Questions and answers in the meeting, including the name-surname of the questioners and the respondents.



#### Attachment 5

#### **Business Ethics**

The Company has recognized that in conducting the business with ethics and managing the organization with corporate governance, the organization must have directors, executives and employees at all levels who have a sense of responsibility for their works, including to their supervisors, colleagues, customers, partners, competitors and other relevant parties with such consciousness. The organization must create a corporate culture to deeply root in the hearts of all employees. The business ethics is considered as the best tool to start building a corporate culture with corporate governance. The business ethics shall be provided by the Board of Directors and announced to employees at all levels in the organization to follow as a personal manual, and the Company must have a performance monitoring and measurement system on a regular basis and it is considered to be a part of the evaluation of personnel performance within the Company. The Company shall review and update the Code of Conduct to be consistent with the organization's business at all times, which will be proposed to the Board of Directors' meetings for consideration on a regular basis.

## Business Ethics: Responsibilities to Stakeholders

The Company established the details of responsibilities to stakeholders as follows:

#### Shareholders:

The Company established the policies and guidelines as follows:

- 1) Recognize and pay attention to the fundamental rights of shareholders, such as the right to purchase or transfer shares, the right to receive profit sharing of the business, the right to fully, sufficiently and timely receive and access the Company's information, the right to attend meetings to exercise voting rights at the shareholders' meetings to appoint or remove directors, appoint Auditor and matters that may affect the Company, such as the increase or decrease of capital, dividend allocation, amendment of the Company's Articles of Association, objectives or memorandum of association, etc.
- 2) Promote and facilitate the rights of shareholders, analysts and interested institutional investor, including:
  - Deliver the invitation letter to the shareholders' meeting at least 14 days in advance of the meeting date by specifying the date, time, venue and meeting agenda, rules and regulations used in the meeting, voting procedure and full information that must be used to make a decision. The invitation letter to the shareholders' meeting will be published on the Company's website at least 21-30 days in advance to allow shareholders to have sufficient time to study the meeting information in advance.



- Report important information that has or might affect the rights of shareholders, both the information reported in the accounting period and the information reported according to events, as mentioned by laws and related notifications without any action that limit the rights of shareholders to access the Company's information.
- Provide minor shareholders with opportunities to propose matters to be included in the agenda and/or nominate a person to be elected as a Director at the Annual General Meeting of Shareholders.
- Provide shareholders with opportunities to submit questions related to the meeting in advance before the shareholders' meeting.
- Provide shareholders who are unable to attend the meeting in person with opportunities to appoint a proxy to attend and vote on their behalf.
- 3) Establish guidelines for the Annual General Meeting of Shareholders in order to comply with the Corporate Governance principles and allow shareholders to ask questions on various issues as detailed in each agenda.
- 4) After completing the shareholders' meeting, the Company will publish the voting results of each agenda in the ordinary and extraordinary shareholders' meetings on the next business day; and prepare the minutes of meeting by showing complete and accurate information via the Company's website within 14 days from the date of the meeting so that the shareholders can verify.
- 5) The Company has applied the technology in the shareholders' meeting for shareholder registration with barcode, vote counting in each agenda and the announcement of voting results so that the meeting can be held with speed, correctness and accuracy.
- 6) The Company has organized and participated in many activities such as Company Visit, Analyst Meeting and Opportunity Day events that the listed companies will meet investors, in order to increase communication channels for shareholders, analysts and investors to follow and obtain the Company's information.
- 7) The Company has appropriately and regularly paid dividends to its shareholders, and the dividend payment rate is in accordance with the dividend payment policy set forth by the Company.

## **Customers:**

The Company established the policies and guidelines as follows:

- Conduct business in production, selling safe products concerning the health of users and providing after-sales services that create maximum satisfaction for customers.
- 2) Commit to develop products that add values to the use of consumers.
- 3) Conduct business by adhering to honesty, integrity, responsibility and fairness and avoid to act anything that violates the rights of customers, keep customers' trade secrets without wrongfully



- using for the benefit of oneself or those involved. If the Company detects such an offense, any employee or worker of the Company who acts such offense will be prosecuted under the law.
- 4) Not directly and indirectly call, receive or agree to accept any property or any other benefits that are dishonest.
- 5) Adhere to the principles of compliance with trade agreements. In the event that it cannot be performed, there will be a process for reporting information to customers in advance and jointly find ways to improve, solve to prevent damages.
- 6) Provide customers with communication channels to complain the Company and complaints from customers will be paid attention and potential problems will be solved for customers with fairness, via communication channels including telephone at 0-2152-7301-4, Fax 0-2152-7305, or <a href="www.eastcoast.co.th">www.eastcoast.co.th</a> which in previous year, the Company could successfully respond to handle complaints completed and it is in the process of finding ways to create customer satisfaction at a higher level.
- Puild good relationships and understanding, knowledge exchange, joint development and continuously adding values to products. For this point, the Company's marketing team will visit and meet the customers both in domestic and overseas according to the planned annual schedule to listen to customer satisfaction, problems and obstacles in working together, find ways to improve and develop for better products. In addition, every year, the Company will arrange activities for customers of wholesale and retail stores (Dealer) to visit the Company and see the new product models and organize sales promotion, with the objectives to meet and exchange product development guidelines and listen to suggestions and discuss ways to solve trading problems
- 8) The Company will conduct public relations, advertising and sales promotion of the Company's products with responsibilities, without causing misunderstanding or taking advantages from the customers' misunderstandings

### **Business Partners and Account Payables**

The Company established the policies and guidelines as follows:

- 1) Treat partners with equality, fairness and responsibility, and mainly take into account mutual interests
- 2) The Company has adhered the criteria in selecting business partners who have legal business operations, follow production standards, safety standards and environment conservation, supervise partners to respect human rights and treat workers with fairness and responsibilities to society and environment.
- 3) Maintain confidentiality or trade information of partners without wrongfully using for the benefit of oneself or those involved



- 4) Build good relationships and understanding, exchange knowledge, jointly develop and add value to raw materials and products that the Company has continuously ordered. On this point, the Company's procurement team will visit and attend meetings with partners in domestic and overseas according to the planned schedule to suggest problems, barriers of co-working to find ways for better improvement and development.
- 5) Purchase goods and services from partners in accordance with commercial conditions by strictly complying with the contract in order to build a relationship that will create long-term benefits for both parties.
- 6) Adhere to the principles of compliance with trade agreements. In the event that it cannot be performed, there will be a process to inform the partners in advance and together find ways to improve and solve for preventing damages.
- Not call, receive or agree to accept any property or any other benefits apart from the trade agreements, those involved procurement activities will not accept any direct or indirect benefits from partners and perform themselves neutral without so close relationship that affects the decision making.

## **Trade Competitors**

The Company established the policies and guidelines as follows:

- Treat competitors with fairness and responsibility by complying with the trade and competition rules with fairness, operate business with transparency and avoid any dishonest methods to destroy competitors.
- 2) Not destroy the reputation of the competitors by defaming.
- 3) Not violate the intellectual property / copyright.
- 4) Not seek for the confidential information of competitors with a dishonest or inappropriate way.
- 5) In contacting the competitors, the Company's personnel must not disclose or neglect Company's secrets in the hands of competitors.

## Creditors

The Company established the policies and guidelines as follows:

- 1) Strictly comply with the conditions of the financial institution creditors in accordance with the loan agreement.
- 2) Treat all creditors with equality, fairness and responsibility.
- 3) In case of loan, the Company will not use the money from loans to use in different objectives of the loan agreement/conditions.
- 4) The Company will comply with the conditions of the guarantees given to creditors
- 5) The Company will manage the business / funds in the business to ensure creditors are confident in the Company's financial position and performance which show the ability to pay the debt on



- time and strictly maintain the financial ratios in accordance with the conditions specified in the loan agreement with creditors.
- 6) Disclose correct and timely information of performance and financial status.
- 7) In the event that there is a possibility of default or unable to comply with conditions agreed by creditors and debtors, the debtor will immediately notify the creditor in advance in order to jointly find solutions and prevent damages.
- 8) Annually hold the meeting to meet financial institution creditors and organize the Company visit to acknowledge the business policy and operation plan in the following year as well as make the creditors confident in the Company's business operations.

#### **Employees**

The Company established the policies and guidelines as follows:

- 1) Give importance to employees at all levels by treating employees with equality and fairness.
- 2) Provide appropriate remuneration for each employee's competency along with the focus on continuous development of potential and knowledge, to create opportunities for career growth based on the individual's potential. The practical guideline is that Human Resources Department or that employee considers any training course or the review of any knowledge that is appropriate and interesting, that employee can propose to Human Resources Department and Human Resources Department will consider the suitability of the course by considering knowledge, skills that are consistent with the duties obtained after completing the training.
- 3) Prepare the Succession Management with the target to maintain good personnel and develop those personnel to have abilities in adapting themselves to changes and further succession
- 4) Pay attention to the maintenance of the working environment with regard to working safety, hygiene and quality of life of employees as important factors under the objective to reduce the number of accidents, especially during the period when employees are performing their duties in production process. The Company has guidelines for safety which is all employees must wear gloves, mask, ear plugs and sneakers at all times when performing duties, by considering from the work process that each employee is responsible for that particular job, such as if working in a noisy area, employees must wear the ear plugs, etc., The Company will disclose the statistic of accidents including the safety policy while working to be known in the Company's Annual Report (56-1 One Report)
- 5) Respect human rights, dignity and basic rights in working, as well as not disclose or pass on information or confidentiality of employees to outsiders or those who are not involved.
- 6) Treat employees under the framework of laws, rules, regulations, and standards related to the operation.
- 7) Promote the employment with equality, without discrimination against gender, skin color, race, religion, age, disability or any other status that is not directly related to the operations.



- 8) Encourage employees to engage in determining the Company's operational directions and developments.
- Provide employees with appropriate welfare and benefits, such as medical treatment, annual health check, health and life insurance, and provident funds, etc. In terms of health check for employees, the Company will schedule from work starting time and during regular work each year. In case of foreign workers, the Company has asked the Social Security Office, Rayong Province, to provide foreign workers with information and knowledge of social security.
- 10) Provide employees with opportunities to have communication channels for suggestions and complaints about work, their proposals will be considered and determined of solutions for the benefits of all parties and building a good working relationship.
- 11) Promote the participation of employees at all levels in the implementation of social responsibility activities.

## Community, Society and Environment

The Company established the policies and guidelines as follows:

- Give importance and responsibility to nearby communities and society and support public benefit
  activities for the communities as well as improve the environment of the communities and society
  for a better life. In addition, the Company also regularly returns the community and society with
  donation.
- 2) Not operate any business that affects society and causes damages; and not violate the rights of other people and residents of the communities and society.
- 3) Establish the measures to prevent and resolve the impacts that will occur to communities and society due to the Company's operation.
- 4) Promote the conservation of local culture and traditions.
- 5) Cooperate with various agencies to develop nearby communities and society to have a livelihood or have a better quality of life.
- 6) Conduct business in accordance with laws, regulations and environmental policies, taking into account the impact on natural resources and the environment.
- 7) Sustainably Promote the environmental management systems from the economical use of resources, measures to treat and restore, substitute, surveillance and prevention of impacts on natural resources and the environment.
- 8) Cultivate awareness and promote knowledge and training for employees at all levels regarding the environmental protection.
- 9) Promote the use of technology, machinery and raw materials used in environmentally friendly production processes.



10) For the guidelines for environmental friendliness, the Company manages the waste materials generated by rubber woods, MDF and particle boards used in the production process, to reduce the impact from the Company's production process.

For the friendly-environmental guidelines in the Company's production process, we use the main raw materials such as rubber wood, MDF wood, and particleboard. Therefore, scraps will happen from the production process so the Company has to make guidelines and management methods to reduce the impact on the environment resulting from the Company's production process.

## Business Ethics: Fair Trade

Since the Company was established in 1999, our important policy is the business operations with fairness, focusing on the operations that pay attention to all stakeholders, performing the business in accordance laws, regulations, rules and instructions determined by related regulatory authorities. Besides, we have also cultivated this principle to employees at all levels to perform their duties with fairness and responsibility to colleagues, customers, consumers, competitors, partners, communities and society, and kept confidential information and properly used internal information, respected the human rights, including avoided any act likely to lead to a conflict of interest, intellectual property violation, and corruption. Our practical guidelines are as follows:

#### 1. Fair Competition

The Company has established a systematic operating procedure, such as the distribution system through various channels, which more than 50% is the export of products to sell abroad, the Company's main customers are customers in Japan, followed by domestic customers in Hypermarket, which each customer has an order system, product quality inspection and delivery according to the system and given principles. The Company is confident in the process of offering products to customers that are fair and not monopolistic to sell products to any single customer.

For the procurement system and procedure to purchase raw materials and products used in the production process, the purchasing function shall always compare prices, quality, trade conditions in accordance with principles, so that the partners can have the opportunity to present the products to the Company for consideration and comparison. The Company always benefits from adhering to the system that screens, consider and compare the quality and prices from partners.

## 2. Conflict of Interest Prevention Policy

The Company establishes a policy on prohibition of Directors, executives and employees to take the opportunity from their status in the Company for exploitation, and formulates to be the following policies and guidelines:

 Prudently, honestly, fairly and reasonably take action with conflict of interest or connected transactions under transparent process in approval on entry into any transaction by taking the Company's interest into account. The Company's Directors have no right to vote for approval on



- the matter of which they have both direct and indirect interest or conflict of interest, and shall properly and completely disclose information in accordance with the rule of the Office of the Securities and Exchange Commission (the SEC Office) and the Stock Exchange of Thailand.
- 2. In the event of necessity to perform any transaction for the Company's benefit, the said transaction shall be performed as if the transaction performed with the third party that commercial agreement is made in the similar manner as the reasonable man should perform with the general contractual party, with commercial bargaining power which is free from influence of the director and executive status, or the related party, and must not be involved in considering the approval. In addition, the criteria of information disclosure as prescribed by the related agencies as practice shall be complied.
- 3. Any acts which are in conflict with business interest of the Company are prohibited. The said acts include cause of the Company's loss of interest or lesser benefit than it should be, or sharing of the Company's benefit.
- 4. Any acts which are competitive with the Company's business or operates the business in the similar nature of business as the Company, are prohibited.
- 5. The Company's Directors, executives, staffs, and employees, and their spouse and child(ren) of the said persons, are prohibited from exploitation of the personal business with the Company, for instance, any act for sale of goods and services to the Company. If the said act is performed, clarification document shall be prepared and information shall be disclosed for the Company's acknowledgement in every case.
- 6. The Company's directors and executives must report their interests and those who may have conflicts of interest in accordance with the rules and forms provided by the Company set annually and if there is a change, they must notify any updates to the Company in order to keep updating all the time. This criterion also applies to employees at all levels involved in the nature of work that may have the risk of conflicts of interest.
- 7. The Board of Directors shall monitor and supervise the Company and its subsidiaries to comply with the Securities and Exchange Act, regulations, notifications, orders or rules of the Stock Exchange of Thailand, the SEC Office, and the Capital Market Supervisory Board. In addition, the Company shall disclose the information which is entered into connected transaction under the rules prescribed by the Stock Exchange of Thailand, and of related agencies.
- 8. Employees should avoid any act that is against the Company's benefits, whether arising from contacting with the Company's trade related parties including business partners, customers, competitors, or from the use of opportunities or information obtained from being a director or employee for personal gain and in doing business that competes with the Company's business or doing work other than the Company's work, which affect the work of their duties.



- 9. Employees should refrain from holding shares in business competitors of the Company if it causes their act or omission from the act that should be performed in accordance with their duties or has an impact on the work of their duties. In the event that any employee has acquired such shares before being an employee of the Company or before the company enters the business, or acquired by inheritance, that employee must report to the supervisor in the hierarchy for acknowledgement.
- 10. Directors, executives, employees of the Company, and all subsidiaries have a duty to report clues when seeing a colleague's wrongdoing or supervisor or executives or directors if any person sees any wrongdoing but neglects, ignores, and does not report clues, it shall be considered that such person has a disciplinary offense as stipulated in the Company's rules, and regulations.

## 3. Respect on Human Rights

The Human Rights means the basic rights that all humans are supported or protected from being discriminated, just because of the differences in terms of physical, mental, race, nationality, religion, sex, language, age, skin color, education, social status or any others as prescribed by each country's law. The Company becomes aware of human rights principles, therefore, set up the following guidelines:

- 1. Respect the human rights without the classification of hometown, race, sex, age, skin color, religion, status, family, education or any other status that is not relevant and affecting the operations by honoring each other and treating each other with equality.
- 2. All employees shall be protected in terms of personal safety, and provided with clean, safe and hygienic workplace.
- 3. Employees are granted of the political liberty and rights but they shall not use their employee position or the Company's properties, equipment or tools for political purpose, the Company has the policy of political neutrality, and shall neither sponsor, nor act to support specific political parties.
- 4. The Company shall solve any potential conflict based on rule of law.
- 5. The Company has a policy to not use child labor and all employees shall be at least 18 years of age.
- 6. The payment of labor wages and compensation is based on fairness. Every year, the Company shall organize an annual meeting in which the employees shall hear the annual policy, including ideas, working principles, living principles from the Company's executives, and many activities will be conducted to strengthen and promote the love and harmony in the workplace.
- 7. The respect on human rights is always monitored and any act that is in the scope of human rights violation related to the Company's operations will not be disregarded or ignored. When



any employee noticed such act, he/she has to report to his/her superior or the person in charge to acknowledge and also gives his/her cooperation to investigate facts. If having any questions or inquiries, employees should consult with their superior or the person in charge through designated channels.

8. Any person violating the human rights is considered to violate the Company's Code of Ethics and must be considered of disciplinary punishment according to the Company's regulations. In addition, that person may be punished by law if such action is illegal.

## 4. Non-Infringement of Intellectual Property or Copyright of Other Persons

The Board of Directors clearly establishes a policy on no performing any acts of infringement of intellectual property and determines the following practical guidelines:

- The Company establishes the policy for the use of information technology system of the Company and its subsidiaries under the audit on the use of software program systems in the employee's working in order to prevent the use of software that infringes copyright or is not related to working, etc.
- 2. As the Company must design and develop products every year to be offered to customers, the Company provides the Research and Development Department with the principle that unlicensed intellectual property of other person shall not be infringed, imitated or used.
- 3. The work or information as the right of the third party that is acquired or will be used inside the Company shall be verified to ensure the non-infringement of other persons' intellectual properties.
- 4. Self-conduct shall be in accordance with laws relating to intellectual property and copyright, such as trademark-related law, patent-related law, copyright-related law, or other related laws, and promote training for knowledge provision to the employees in intellectual property-related law. The application of works or information belonged to third parties which have been provided or will be used inside the Company is required to verify to ensure the non-violation of others' intellectual properties. In addition, any types of intellectual properties of the Company are not allowed to be used for personal gain or for other persons without permission.

The Company gives the opportunity to notify complaint in the event of detection on infringement of intellectual property by:

Sending letter to:

Assoc. Prof. Dr. Montree Socatiyanurak

The Chairman of Audit Committee/Independent Director; or

Mr. Arak Suksawad

Managing Director; or

Company Secretary Office



East Coast Furnitech Public Company Limited
25/28 Village No. 12 Bueng Kham Phroi Sub-district, Lam Luk Ka District, Pathum Thani
Province 12150

Sending email to: Company Secretary Office: <a href="mailto:cg@eastcoast.co.th">cg@eastcoast.co.th</a> or Human Resource Department: <a href="mailto:hrrayong@eastcoast.co.th">hrrayong@eastcoast.co.th</a>

Company's website: <a href="www.eastcoast.co.th">www.eastcoast.co.th</a> Menu: "Complaint Channel"

### 5. Anti-Corruption

The company has anti-corruption policy. It has already been approved from the Board of Directors of the Company. Fraud and corruption mean actions or refraining from actions in line with positions or duties including bribery of any forms by offering, promising, giving, demanding, or accepting money, property, or any other improper benefits which causes the wrong use of power with government officers, government agencies private agencies, or those who have duties whether directly or indirectly in order that such persons will act or refrain from performing duties which is to acquire or maintain business or recommending any business to the Company particularly or in order to obtain or maintain any other benefits that are not appropriate for the Company's business, one's own or related persons.

Moreover, the company has prepared practical guidelines in writing to be in line with the anti-corruption policy. The practical guidelines are separated into each topic in order to make it clear, create understanding and can be implemented correctly. It consists of guidelines in the following areas:

- 1) Giving or receiving gifts, Hospitality
- 2) Sponsorship
- 3) Donation
- 4) Political Contribution
- 5) Conflict of Interest
- 6) Facilitation payment
- 7) Employment of government employees

The Company has a policy on anti-corruption entity relating to corruption, which was approved by the Board of Directors, and in the event of a violation of the said policy the Company shall take disciplinary action against any director, executive and employee who violate the policy including direct supervisor who ignores the offense or acknowledges that an offense has been committed but does not take corrective action, such disciplinary penalties shall be maximized to the termination of employment and / or being removed from the position; however, the lack of acknowledgement of relevant policies and/or laws cannot be used as an excuse for non-compliance with the policy. In the event that the fact is appeared that any business agent, distributor



of products/services or contractor of the Company fails to comply with the policy guideline, the Company may terminate the transactions with such person as deemed appropriate.

In addition, the Company has participated the Thai Private Sector Collective Action Against Corruption (CAC) project by already joining in the Declaration of Intent to be the Collective Action Coalition of Thai private sector. Now the Company is on the process of preparing documents to further enter into the process of requesting certification. The company has published anti-corruption policy via website <a href="https://www.eastcoast.co.th">www.eastcoast.co.th</a>.

### Monitor to Ensure the Compliance

The Company requires the monitoring to ensure the compliance with the Business Ethics as follows:

- 1. Determine the documented Business Ethics to be one of important documents that directors, executives and all employees must sign before starting their work as the Company's personnel.
- 2. Require all directors, executives and employees to acknowledge, understand and strictly comply with the Business Ethics as a part of their duties and responsibilities.
- 3. Set guidelines for commendation and punishment, including rewarding for those who do good, the disciplinary punishment shall be placed to those who violate the Code, in order to be seriously practiced.
- 4. Provide a way to ask questions and report suspected violations of the Code, or the complaints may be obtained through several channels, including hierarchical supervisors, member of the Audit Committee, e-mail or the Company's intranet.
  - 5. Set up reporting and monitoring to ensure the compliance.
- 6. Determine to review the Business Ethics every 2 years in order to make it appropriate to the business situation or environment that maybe changed.

## Whistle Blowing

The company formulates a policy to protect and provide fairness to stakeholders and employees who report information or give clues about corruption violation of rights or non-compliance with the law, rules and regulations of the Company and business ethics. The Company has set up the Whistle Blowing Policy and Procedures ("Policy"). It is a tool to help the Company to receive complaints from both internal employees and third parties regarding corruption, violation of rights or non-compliance with applicable law, rules, and regulations, Article of Associate of the Company, and the Company's business ethics which may lead to a deterioration in the assets, image, and reputation of the Company.



Attachment 6



Attachment 6

## Audit Committee Report 2022

Dear All Shareholders of East Coast Furnitech Public Company Limited

The Audit Committee of East Coast Furnitech Public Company Limited (ECF) comprises three independent committees who have knowledge, capability, specific experience, and complete qualifications in accordance with requirements from the Stock Exchange of Thailand and are independent to perform duties according to the Charter of the Audit Committee which consists of:

1. Assoc. Prof. Dr. Montree Socatiyanurak Chairman of the Audit Committee

2. General Terdsak Marom Audit Committee Member

3. Assoc. Prof. Songklod Jarusombat Audit Committee Member

In 2022, the Audit Committee held 4 meetings and in each meeting all audit committees have attended in the meetings, participants completely participated with the Audit Committee such as the certified accounting auditor and the internal auditors and who clarified the facts and the results of audits including identifying evidence and supporting documents for presentation in each quarter. However, in some agendas, the Audit Committee invited the executives attended the meeting in order to clarify the related enquiries of the Audit Committee.

In the meetings, the Audit Committee have complied with Charter of the Audit Committee which the Audit Committees have strictly approved and the results from each meeting has shown the operation in summary and recommendations which are beneficial for the Management for the acknowledgement of Board of Directors. Important issues can be summarized as follows:

• Quarterly review the quarterly financial statements and annual financial statement for the year 2021 before proposing to the Board of Directors to ensure that the financial reports, accounting entries of the Company and its subsidiaries have been accurately and appropriately prepared according to the accounting standards and legal requirements, the information is adequately disclosed in the notes to the financial statements, as well as to consider quarterly analysis of financial statements on significant issues to ensure that the process of preparing financial statements and disclosing important information is accurate, reliable and in accordance with accounting standards based on generally accepted accounting principles. The Audit Committee is of the opinion that the Company's financial reports have been prepared in accordance with generally accepted accounting principles, are accurate as it should be reliable, and the use of accounting policy is reasonable..



- Review the adequacy of internal control system and internal audit system, the Audit Committee is of the opinion that both systems are effective and appropriate without significant faults, and the internal audit unit is independent, and simultaneously consider and approve the internal audit plan for the year 2022, which will be an audit and follow up on the amendments as previously suggested. For some additional improvements on some non-significant issues, the Audit Committee has set a time frame for the Company to complete the correction as soon as possible. The key issue for the year 2022 that the Audit Committee pays utmost attention to under the epidemic situation of the Coronavirus Disease 2019 (COVID-19) still remains the issue of payment receipt and accounts receivable management to find a way to reduce the debt collection period to be less than before including anti-corruption issue.
- In the past year 2022, the Board of Directors approved the addition of scope, powers, duties, and responsibilities in corporate governance in the Audit Committee Charter. This section will cover the responsibilities of corporate governance policy, anti-corruption policy, sustainability policy, and related practices including business ethics and guidelines for good corporate governance.
- Review of compliance of Securities and Exchange Act, requirements of the Stock Exchange of Thailand and laws relevant to business of the Company. The Audit Committee opined that the Company has correctly complied with laws.
- Review the connected transactions or transactions that may have conflicts of interest, the Audit Committee is of the opinion that the connected transactions are reasonable, fair and at arm's length, and comply with the rules and regulations of the SEC Office, the Stock Exchange of Thailand, and such transactions have been fully disclosed in the notes to the financial statements.
- Review the risk management, audit reports and assessment of the risk control system, as well as exchange opinions with senior management. The Company will hold at least 2 meetings per year to consider the risks that may occur in business operations. In 2022, the Risk Management Committee held 2 meetings. In order to control and prevent potential risk factors, impacts, and recommend the measures to prevent or mitigate the significant risks, in 2022, the Company focused on 8 areas of risk management as follows:
  - 1. The Risk from Operation
  - 2. The Risk from Financial and Exchange Rate
  - 3. The Risk from Production
  - 4. The Risk from New Customers and the Reliance on Existing Customers
  - 5. The Risk from Fire inside the Factory and the Insurance Arrangement
  - 6. The Risk from Compliance with Rules and Regulations
  - 7. The Risk from the Investment and Business Operations of Subsidiaries and Joint Ventures



- 8. The Risk from Anti-Corruption
- 9. The Risk from Information Technology

In previous year, the Audit Committee considered that the Company's risk management system is adequate and no risk in any aspect that has a significant impact on the Company's performance was appeared.

- The selection of accounting auditor has considered the performance of the auditors in previous year, taking into account independence, reputation, credibility, ability of review, audit and certification for financial statements, in which the auditor could consistently achieve in a timely manner. The Audit Committee agreed to propose to the Board of Directors for approval to propose in the shareholders' meeting. Mr. Akadet Pliensakul Certified Public Accountant Registration No. 5389 from M.R. & Associates Company Limited has been appointed as an independent auditor and approved by the Office of the Securities and Exchange Commission for the accounting year 2022, with the total remuneration not exceeding the amount requested for approval, in this year, the auditor will have a period of working as the Company's Auditor for 6 years in total.
- In 2022, all member of the Audit Committee had an opinion that the Audit Committee has sufficiently and completely performed its duties in accordance with the Audit Committee Charter.

On behalf of the Audit Committee

East Coast Furnitech Public Company Limited

(Assoc. Prof. Dr. Montree Socatiyanurak)

Chairman of the Audit Committee