

2018

ANNUAL REPORT

รายงานประจำปี 2561
บริษัท ปญจวัฒนาพลาสติก จำกัด (มหาชน)
PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED



JIANGSU, CHINA

THAILAND

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Message from the Board of Directors



Dear All Shareholders, Panjawattana Plastic Public Company Limited

In 2018, Thailand's economy has changed in a better direction when compared to previous year, for both political and economic factors. Despite there were concerns about the effects from the trade war and the economic slowdown of partner countries, however, the government has tried to issue various policies and measures including tax benefits to accelerate the investments and stimulate household expenditures. Panjawattana Plastic Public Company Limited and its subsidiaries ("the Company") are aiming to maintain the Company's growth rate. In previous year, the Company and its subsidiaries had sales growth of 10.44%. However, due to new investments and new product launches in the second half of the year which had the costs of investment and trial samples including poor waste control and the dramatic increase in raw material prices, resulting in a loss in the third quarter of 2018. Nevertheless, the Company accelerated to solve such problems and in the fourth quarter of 2018, the Company returned to gain a profit which will deliver a good signal for the following year. The management is confident that in 2019, the overview of sales volume of customers, in all automotive parts, paint spraying plant and milk packaging, will be able to maintain growth rate because there are many new products that will gradually be commercially sold.

The product line of automotive parts and paint spraying part had a good growth direction, especially during the latter half of the year until following year, the Company has expanded the investment in the small-sized paint spray booths to support the upcoming works in mid-2019, new models of automotive parts will be gradually sold throughout the following year.

The growth rate of plastic packaging products is higher than previous year because the lubricant packaging market is not in severe contraction situation like the latter half of 2017, the Company can launch many items of new packaging for milk and yogurt. However, the packaging for chemical liquid was the negative factor because the customers have been affected by the campaign to reduce the use of paraquat, causing some customers to cancel the sale of such products, and other factors including low prices of agricultural products, unrecovered exports resulting in the growth of packaging for chemicals, and stable consumer product packaging. In addition, due to the rising prices of raw materials,

some product prices failed to be increased to catch up with the rising costs, this is also a pressure on the Company's profitability.

Panjawattana (Tianjin) Plastic Co., Ltd., a subsidiary in China that is principally engaged in the production of packaging for lubricant was also affected by higher raw material prices, and the fluctuations of revenue affected the Company's poor performance. The management has tried to solve the problem by reducing the cost and negotiating the customers to increase some prices as well as the costs incurred by the investment at Panjawattana (Jiangsu) Plastic Co., Ltd. in terms of rental fee and machinery fee. It is expected to have sales volume in accordance with the contract within 2019. It is forecasted that the market of lubricant packaging in China continuously grows well because China's economy has expanded and has a policy on income distribution to rural areas and middle class people, generally causing Chinese people have higher purchasing power and the household sector spend more money.

Panjawattana Plastic Public Company Limited has a strong intention to continuously push the Company forward with steady, aiming to develop the production process, to maintain the Company's competitiveness and market expansion along with the increase of production capacity in order to highly increase the growth rate both in the plastic packaging group and the automotive parts group. Additionally, the Company is also considering the investment risk in order to achieve the Company's strategic plan by applying the principles of precaution, studying the returns, carefully analyzing the risk elements in all aspects. In terms of financing channels, the Company has maintained good relationships with many financial institutions and funding sources to support the future business expansion.

In terms of the operational plan in 2019, the Company set targets on growth and maintaining profitability to optimize shareholder wealth and to operate according to the policy framework based on the principles of good corporate governance in order to protect the interests of all stakeholders. In 2018, the management team is committed to improve and develop the production system to maintain the competitiveness as well as the market expansion to increase the growth rate in packaging markets in Thailand and China, and in the automotive parts industry and paint spraying works.

As the Board of Directors, the management team, and all employees, we are proud of our work, ready to seek maximum benefits for the Company as well as conduct business with regard to safety and environmental concerns, and commit to sustainable organizational development. The Board of Directors would like to thank all shareholders, business partners, customers, employees, all related parties including financial institutions which have always supported the Company's operations. Please strongly believe that the Company will continue its commitment and dedication in conducting business with prudence, carefulness, transparency, adherence to the code of conduct, corporate governance and sustainable development for maximum benefits to all involved parties and become an organization that continues to progress.



(Mr. Satit Hemmondharop))
Chief Executive Officer



(Dr. Damri Sukhothanang)
Chairman of the Board of Directors



(Mr. Wiwat Hemmondharop)
Chairman of the Board of
Executive Committee

Report of the Audit and Corporate Governance Committee



Miss Charanya Sangsukdee
Chairman of the Audit and Corporate Governance
Committee

Dear Shareholders of Panjawattana Plastic Public Company Limited

The Audit and Corporate Governance Committee (ACGC) of Panjawattana Plastic Public Company Limited is comprised of 3 independent directors who are the experts on accounting, taxation, finance, management and risk management, with complete qualifications as stipulated in the Charter of the ACGC which is prepared in compliance with the guidelines and requirements of the Office of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET) with the names listed below

1. Miss Charanya Sangsukdee, Chairman of the ACGC
2. Assoc. Prof. Dr. Aekkachai Nittayagasetwat,
Member of ACGC
3. Mr. Nuttawut Khemeyothin, Member of the ACGC

The ACGC independently performs the duties under scope of responsibilities assigned by the Company's Board of Directors to examine and review for adequate corporate governance of the Company in operations of the Company for benefits of shareholders as a whole without any conflict of interests; and for adequate internal control system and function of the executives with honesty and accountability according to the Company's policy.

In 2018, the ACGC held totally 6 meetings whereas discussion and exchange of opinions were performed among the management, internal auditors and auditors on relevant matters. The essence of functions can be summarized as follows:

1. Review of Financial Statements

The ACGC quarterly and yearly reviewed financial statements and consolidated financial statements of the

Company and its subsidiaries for the year 2018, which were prepared in accordance with Thailand's financial reporting standard and in consistency with the international financial reporting standard. The consideration was taken together with the auditors and the Management Department on the main accounting policies, significant financial reporting, accounting estimates, notes to financial statements and disclosures of informant information. The useful advice and comments were also given before approval and presentation to the Company's Board of Directors to ensure reliable and timely preparation of the Company's financial statements with adequate disclosures of information in financial statements to be beneficial for the users of financial statements in accordance with the set of regulations of the Stock Exchange of Thailand and the Office of the Securities and Exchange Commission, including Generally Accepted Accounting Standards.

Additionally, the ACGC jointly convened one meeting with the auditors without the attendance of the Company's Management Department to independently discuss the key information for preparing financial statements, the issues detected from review and audit of financial statements, as well as independence of the auditors. If the auditors discover the suspected circumstances of fraud or breach of laws relating to functions of the directors and the executives, the auditors shall report to the ACGC. The auditors notified that in 2018, there were no specific information or observations from audit and the executives or the Management Department of the Company were well cooperative in the function of the auditors.

2. Adequacy of internal control system, risk management, good corporate governance and internal audit

The ACGC reviewed the audit report of the Internal Audit Office and the assessment results of the internal control system under the framework of internal control practices of the Committee of Sponsoring Organizations of the Treadway Commission (COSO) 2013 and guidelines of SEC, including continuous considering and

monitoring the result of compliance with the recommendations in the audit report of the internal auditors and the auditors for good corporate governance, improvement on such operations, and support on risk and corruption assessment within the organization. The ACGC remarked the opinion that the Company's internal control system is adequate and efficient for business.

The ACGC considered the independence of Internal Audit Office and scope of work, and considered and approved the 2018 Annual Internal Audit Plan prepared according to the Company's material risks. The ACGC also focused on examining the effectiveness of the operation which is the key controlling point. The policies were reviewed to ensure that the internal control system is effective both in Thailand and China. In the past, the meetings were held with the Certified Public Accountants of Panjawattana (Tianjin) Plastic Co., Ltd. and the audit report was examined, including monitoring the corrective action result based on the audit report, in order to recognize causes and problems and give advices on development and improvement of audit operation to be effective. Furthermore, the guideline for improvement of internal audit quality was taken into consideration by allowing various work units to evaluate the performance of internal auditors and independently propose comments for improvement of audit work quality. The appropriateness of budget, number of personnel, personnel training and development plan of the Internal Audit Office were taken into account to meet international standards. In addition, the ACGC regularly discussed with the Head of the Internal Audit Office without the attendance of the Management Department. The ACGC reviewed the risk management system of the Company from the meetings with the executives and the Board of Directors, and provided suggestions and improvement for more effective risk management system of the Company.

The ACGC commented that the Company's internal audit system is appropriate, effective and independent. The annual audit plan is conforming to the Company's goals and risks. The performance of the Internal Audit Department achieved the setting goals. The personnel

and tools used for the audit are adequate and properly and continuously developed in line with international standards of professional practice in internal audit.

3. Compliance with laws

The ACGC verified whether the Company's operations are in line with the Securities and Exchange Law, the requirements of the Stock Exchange of Thailand and the laws related to the Company's business and acknowledged the changes to the set of regulations with impact on the Company's business. The ACGC remarked the opinion that the Company has complied with the relevant laws without finding of any material breach or noncompliance.

4. Connected transactions or transactions with potential conflict of interest

The ACGC regularly considers the connected transactions or transactions with potential conflict of interests in every quarter by adhering to the principles of reasonableness, transparency, adequate disclosure of information as normal in the business and the maximum benefits of the Company. The ACGC remarked the opinion that such connected transactions considered are normal business transactions with general, reasonable and fair commercial term which optimizes the benefit for the Company.

5. Good Corporate Governance

The ACGC gives high precedence to encouraging and emphasizing on the operations based on Corporate Governance Code and code of business conduct, including promoting and monitoring the progress of good corporate governance and social responsibility development process continuously. In 2018, good corporate governance policy, code of business conduct handbook and anti-corruption measures were reviewed and updated. Other necessary guidelines and suggestions were also provided to develop good corporate governance system to be more effective as building the confidence of all groups of stakeholders.

As the result of the Company's strict compliance with Corporate Governance Code and anti-corruption policy, and treatment to the groups of related stakeholders, as well as continuous improvement and development emphasizing on fair and thorough stakeholder treatment, the Company therefore won Good Corporate Governance Awards as follows:

— For the result from a survey of Good Corporate Governance Report of the Listed Companies for 2018, the Company was generally rated in "4 stars (very good)" criteria by the Thai Institute of Directors (IOD).

— For the result from evaluation on the quality in holding Annual General Meeting of Shareholders (AGM) in the project of evaluation on the quality in holding Annual General Meeting of Shareholders (AGM) for 2018, the Company was rated in "Excellent" criteria with a full score of 100 points. This project is organized by Thai Investors Association.

6. Suitability of the auditors, consideration, selection and appointment of auditors

The ACGC considered to select the suitable auditors and nominate the auditors by considering knowledge, skills, experiences, ability to audit the plastic industry business and work quality of the auditors in the previous year, status of the auditors, team of the auditors, the appropriateness of the audit fee, essential restrictions and requirements of other relevant agencies. The ACGC also considered the rotation of the auditors in accordance with the Notification of the Capital Market Supervisory Board to ensure that the auditors are truly independent and impartial in their operations.

The ACGC considered the performance of the auditors of Dharmniti Auditing Co., Ltd. The independence and performance of the year 2018 which was the 10th year of the auditing firm and the 1st year of the auditors in signing to certify the financial statements, were evaluated. It was deemed that such auditors well comprehended on the Company's business, carried on their professional practices with independence, impartiality, experience and ability, and always handed in audit work on time. The overall performance was

satisfactory with adequate independence. It was deemed appropriate to propose the Board of Directors to request the approval from the 2018 Annual General Meeting of Shareholders to appoint the following persons:

1. Mr. Suwat Maneekanoksakul, Certified Public Accountant No. 8134 and/or
2. Mr. Thanawut Pibulsaswas, Certified Public Accountant No. 6699; and/or
3. Miss Sulalit Adsawang, Certified Public Accountant No. 7517

In 2019, it has been the 11th year of the auditing firm and the audit fee is fixed at not exceeding 2,010,000 Baht per year, including the audit and certification fees for compliance with the condition of BOI Certificate. In case of additional audit and certification of BOI Certificate, the audit fee is charged at 40,000 Baht per certificate. In case of establishing a subsidiary during the year, the fixed audit fee shall not exceed 100,000 Baht per company, excluding other expenses such as traveling expense for operation in upcountry. The auditors listed above have had no relationship or interest with the Company, the executives, major shareholders or parties related to such persons at all.

7. Function under the Charter of the Audit and Good Corporate Governance Committee

The ACGC assessed its performance by evaluating authorities, ACGC members, meetings, internal control, financial report preparation, compliance with rules and regulations, auditors, internal auditors, reporting of the Audit Committee, and performance appraisal. The individual and group self-assessment was conducted in accordance with the guideline of good corporate governance of the listed companies in Stock Exchange of Thailand. Moreover, the Charter of the ACGC and the Charter of the Internal Audit Department were reviewed on annual basis to ensure that the scope of operating duties as assigned by the Board of Directors is fully and effectively defined in accordance with Corporate Governance Code for equitable benefit of the stakeholders.

The ACGC remarked the overall opinion that it has adequately and completely performed its duties and responsibilities as specified in the Charter of the ACGC approved by the Company's Board of Directors, using knowledge, ability and carefulness with independence and without limitation of awareness on information given from the executives, staffs and related parties. The opinions and suggestions have been provided for equitable benefit of all parties of stakeholders.

Report of the Risk Management Committee



Assoc. Prof. Dr. Aekkachai Nittayagasetwat
Chairman of the Risk Management Committee
Panjawattana Plastic Public Company Limited

Dear Shareholders

Panjawattana Plastic Public Company Limited

The year 2018 is considered as the year that Thailand's economic situation has tended to lead to a better direction compared to the previous year, especially in the automotive parts industry. In previous year, the Company established its subsidiary located in Jiangsu Province of the People's Republic of China to support the new sales volume of the packaging market. In the automotive parts market, the Company has approved the investment in the expansion of the medium-sized paint spray booth with the Company's potential accepted by the customers, resulting in gaining their trust and being able to maintain a steady growth rate and play an important role in the Company's secured growth. The Risk Management Committee regularly holds the meetings to monitor the risk management plan to ensure that the plan is consistent

with the changing situation by considering in many dimensions and considering strategic risks for creating values for the organization in the future in accordance with the financial strategy and risk management.

The Risk Management Committee comprises of 6 committees and three of them are independent directors with governing and supporting duty for effective companywide risk management. During 2018, the Risk Management Committee held total of 2 meetings with following essences of operations

1. Reviewing policy of risk management to be suitable and consistent with changing business environments of the company and industry.

2. Verifying corporate vision and mission to determine the direction of sustainable growth on the framework of risk management guideline in various dimensions particularly in strategic risk and financial risk.

3. Considering the opinions on mitigation plan for risk transactions affecting business plan of year 2018 and monitoring the progress regularly for risk management to be in acceptable level under emphasis on essential risk management of the organization and in each operating line and business group of the company.

4. Giving suggestions and guidelines, monitoring and assessing annual risk management result for year 2018 for operation and development of effective risk management system by risk management team and executives directors.

5. Giving opinions and suggestions, considering and assessing risks of investment project and business plan of the Company. However, the will of the Risk Management Committee is to define and manage risks not to cause severe impacts on action plans of the Company so that the Company can achieve corporate goals and maintain ultimate benefits of shareholders and related parties accordingly.

Assoc. Prof. Dr. Aekkachai Nittayagasetwat
Chairman of the Risk Management Committee



Report of the Nomination and Remuneration Committee



Dr. Damri Sukhotanang

Chairman of Nomination and Remuneration Committee

Panjawattana Plastic Public Company Limited

Dear Shareholders

Panjawattana Plastic Public Company Limited

The Nomination and Remuneration Committee (NRC) of Panjawattana Plastic Public Company Limited consists of three members who are experts in Various fields. The number of independent directors shall be two-thirds or more than half. The independent director is the Chairman of the Committee according to the good corporate governance policy of the Company.

The Nomination and Remuneration Committee performed duties under NRC Charter to consider the policy and criteria according to Corporate Governance Code of the Stock Exchange of Thailand and nomination and consideration on remuneration for the directors and Chief Executive Officer to be transparent and fair for all groups of stakeholders.

In part of nomination of the directors and Chief Executive Officer, qualifications, knowledge, competences, experiences and diversity in many professional fields shall be considered to specify the qualifications of the directors required for nomination to be eligible in consistency with the composition and structure of the committee based on vision and mission of the Company under transparent process. If the members of NRC must retire by rotation at the same time, the selection method shall be in the way that the Chairman and one member of NRC select another member in replacement of the member who shall retire by rotation. The minor shareholders were given the opportunity to be able to nominate the candidates eligible for selection as directors from publicity via Stock Exchange of Thailand and website of the Company. In the shareholders' meeting in last year, no shareholders nominated the candidates into nomination process of the directors.

In 2018, NRC held the meeting to consider in part of review on policy, Charter of NRC, assessment of the whole committee and individual sub-committee, assessment of Chief Executive Officer, and consider determination of remuneration of the directors and Chief Executive Officer by considering from duties and responsibilities, performance in comparison with setting target, turnover and size of expanded and more complicated business, and comparison with the remuneration of the listed companies in the business segment in the same industry or similar size of business. The director development program was taken into consideration so that the director can perform duties more efficiently.

Dr. Damri Sukhotanang

Chairman of Nomination and Remuneration Committee



Vision:

“Panjawattana Plastic PCL is one of the biggest manufacturers in plastic production industry based in Thailand. We reach success not only in Thailand but we step forward into regional level.

With strong confidence that great relationship between customers and us and our partners will be the path to success that can make us trusted organization with confidence of our production competitiveness to support numerous needs of customers and we are ready to alter in every form incessantly.



Mission:

“We are ready to progress for unceasing business growth by seeking every possible market by using our strong production efficiency to step forward as a winner with excellent business operation pattern.

Our resolution is “we will be the best for customer for co-creation with our production quality and we determine to be the leader in every market, we are in and expand business opportunity and competitive advantage for customers we can apply production pattern to response their need.”

Together We **GROW** เราจะ **GROW** ไปด้วยกัน

G

Generate Partnership

ร่วมใจ
สร้างพันธมิตร



R

Race with Business Dynamism

ตามโลกธุรกิจ
ต้องทันสมัย



O

Observe Trustworthiness

น่าเชื่อถือ โปร่งใส
วางใจได้



W

Work of Excellence

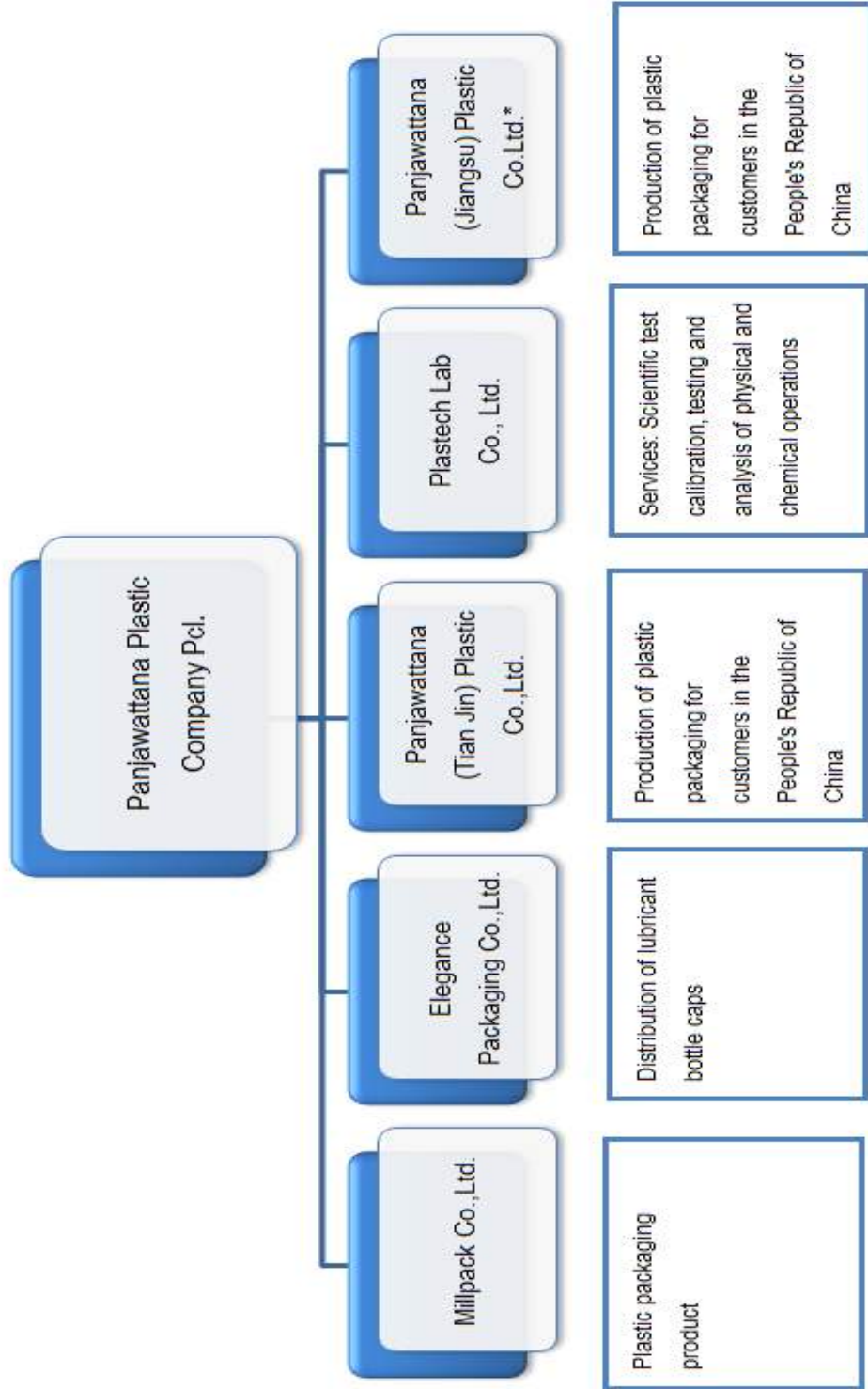
ผลงานเลิศ ไปไกล
จนเลื่องลือ



GROW นี้คือ...ค่านิยมของเรา... ชาวปัญญาพัฒนา



Shareholding Structure of the Group



Note: * The company's Committee has resolution to establish the company on 8 March 2018

Overview of the Subsidiary Group's Businesses

	Company	Shareholding Proportion (Percent)	Product
1.	Mill Pack Company Limited	99.98	Plastic packaging for consumption
2.	Elegance Packaging Co., Ltd.	99.97	Supply and distribution of lubricant bottle caps
3.	Panjawattana (Tianjin) Plastic Co., Ltd.	100.00	Plastic packaging for customers in the People's Republic of China
4.	Plastech Lab Co. , Ltd.	99.99	Services: Scientific test calibration, testing and analysis of physical and chemical operations
5.	Panjawattana (Jiangsu) Plastic Co., Ltd.	100.00	Plastic packaging for customers in the People's Republic of China

Relationship with business group of major shareholders

For the Company's core business, there is no significant relationship or connection with other businesses of major shareholders. There are only occasional relationships as normal transactions. The sale of plastic packaging is the general market price with normal commercial terms like ordinary customers. The Company uses the selling price-cost-profit structure just as the Company produces and sells to other customers. The rental of land from shareholders and directors is comparable to market price with normal commercial terms. Consultancy fee with the shareholders and directors is the rate stipulated in the regulations on the employment of staff according to the Company's policy with details mentioned under the topic of management and corporate governance titled Inter-transaction.

Significant Changes and Developments

The Company's Significant Changes and Developments in the past 5 years in details are as follows:

Year	Significant Changes and Developments
2014	<ul style="list-style-type: none"> ● The company established a subsidiary under the name PJW Drink Tech Company Limited on 10 February 2014 to produce and sell non-alcohol beverage with the registered capital of THB 1,000,000 in the beginning. ● Increasing the registered capital of Panjawattana (Tianjin) Plastic from USD 2.2 million to USD 2.5 million. ● The company established a subsidiary under the name PJW Food Pack Company Limited on 1 September 2014 to produce and sell food and non-alcohol beverage packaging with the registered capital of THB 20,000,000 in the beginning. The company made the dissolution of PJW Drink Tech Company Limited on 16 December 2014 because of management underneath same group of industrial within PJW Food Pack Company Limited. ● The company has awarded the Top Corporate Governance Report Awards 2014 on 27 November 2014
2015	<ul style="list-style-type: none"> ● The Meeting of the Shareholders of the Company for the year 2015 on 21 April 2015 resolved to increase the authorized capital of the Company previously from 276,000,000.00 Baht to be the authorized capital of 287,040,000.00 Baht through newly issuance of 22,080,000 million ordinary shares at par value of 0.5 Baht per share to support the stock dividend payment to the Company's shareholders in the rate of 25 existing shares per 1 stock dividend for total value of not more than 11,040,000.00 Baht. ● The Company registered for capital increase from 276,000,000.00 Baht to be 287,039,972.50 Baht on 18 May 2015. ● The Company has been approved for investment promotion from the Board of Investment pursuant to Investment Promotion License No. 58-2011-0-00-1-0 upon approval of the Board for promotion on 17 March 2015. ● The Company has been approved investment promotion from the Board of Investment pursuant to Investment Promotion License No. 58-2010-0-00-1-0 upon approval of the Board for promotion on 23 March 2015.
2016	<ul style="list-style-type: none"> ● PJW Food Pack Company Limited, the subsidiary, has changed its name into Plastech Lab Company Limited, on 12 May 2016 and has added the company's operating objective in parts of quantity and standard inspection service for all kinds of products, scientific testing service, standard calibration and physical and chemical laboratory testing and analysis. ● The Company has been certified for Innovation Capability and Innovative Organization for 2016 from Innovation Capability Promotion Project for Entrepreneurs in Stock Exchange of Thailand on 5 October 2016 by National Innovation Agency (Public Organization) and Stock Exchange of Thailand.
2017	<ul style="list-style-type: none"> ● The Company was awarded for Ford Q1 Certification, Ford's Commendation for Suppliers. ● The Company was granted for the third ranked award from Quality Control Circle (QCC) Activity of HINO ● The Company was upgraded from ISO 9001:2008 Standard to be ISO 9001:2015 Standard.

Year	Significant Changes and Developments
2018	<ul style="list-style-type: none">• The company established a subsidiary under the name Panjawattana (Jiangsu) Plastic Company Limited on 8 March 2018 to produce and sell plastic packaging for customers in the People's Republic of China with the registered capital of US Dollar 5,000,000 and paid-up share capital shall be US Dollar 3,000,000.

Type of Business and Nature of Business Operation

Nature of Business Operation

PJW is a producer and supplier of plastic containers & closures and automotive plastic parts of high quality and with custom designs according to clients' requirements for the product brands that are recognized in each end-use industry and among consumers in general. Its products are manufactured through two main processes: blow molding and injection molding. The product range covers plastic bottles and gallons of various shapes, bottle closures, and plastic parts for automobiles and motorcycles. A variety of plastic packaging products are manufactured for containing lubricants, fresh milk and yoghurt milk, consumer products, farm chemicals and automotive parts. Major raw materials are polyethylene and polypropylene.

Currently, PJW has four factories:

1. Factory located in Bang Bon, Bangkok
2. Factory located in Muang District, Samutsakhon Province
3. Factory located in Pinthong Industrial Estate 2, Sri Racha District, Chonburi Province
4. Factory located in Tianjin, China
5. Factory located in Jiangsu, China

The plastic containers and plastic parts manufactured by PJW for each customer will have different specifications up to customers' needs which can be classified by their applications as follows:

1. Lubricant packaging
2. Fresh milk and yoghurt milk packaging
3. Consumer goods packaging and Agro chemicals packaging
4. Automotive plastic parts

- **PJW's revenue structure classified by type of customers, for the years 2016-2018**

Income Structure Classified by Geography

Description	2016		2017		2018	
	Million Baht	Percent of sale	Million Baht	Percent of sale	Million Baht	Percent of sale
Domestic sales	2,483.21	90.05	2,417.76	89.71	2,730.70	91.44
Abroad sales	266.53	9.67	271.37	10.07	239.21	8.01
Gross sales	2,749.74	99.73	2,689.13	99.78	2,969.91	99.45
Project income	0.00	0.00	0.00	0.00	6.93	0.23
Other income	7.58	0.27	5.83	0.22	9.62	0.32
Total income	2,757.32	100.00	2,694.96	100.00	2,986.46	100.00

Income Structure Classified by groups of products

Description	2016		2017		2018	
	Million Baht	Percent of Growth Rate	Million Baht	Percent of Growth Rate	Million Baht	Percent of Growth Rate
Lubricant packaging	1,477.72	9.29	1,475.65	-0.14	1,607.37	8.93
Milk and yoghurt milk packaging	369.56	10.93	337.21	-8.75	357.91	6.14
Consumer goods and chemical liquid packaging	201.41	(26.58)	203.03	0.80	216.43	6.60
Automotive parts	701.04	(7.93)	673.22	-3.97	788.20	17.08
Gross sales	2,749.73	1.05	2,689.13	-2.20	2,969.91	10.44
Project income	0.00	0.00	0.00	0.00	6.93	100.00
Other income	7.58	29.13	5.83	-23.09	9.62	65.18
Total income	2,757.32	1.12	2,694.96	-2.26	2,986.46	10.82

Types of Products

The plastic containers and plastic parts manufactured by PJW can be classified by type of application by customers as follows:

- a) **Lubricant packaging:** The Company produces and distributes plastic bottles, gallons and tanks of various sizes and shapes for containing lubricating oil up to customers' needs. These products range from small plastic containers sized 0.5, 0.8, 1, 3, 4, 5 and 6 liters, and larger ones sized 18 and 20 liters.



- b) **Milk and yoghurt milk packaging:** The Company produces and distributes plastic packaging for containing fresh milk and yoghurt milk of various sizes. As these plastic products are used to contain food, the Company has paid high attention to the production process. Its production process and operation units are separated, e.g. clean room, machinery and workers, are separated from the production lines hence preventing contaminated dust and bacteria as well as enhancing quality control according to the standards of the GMP (Good Manufacturing Practice) and the HACCP (Hazard Analysis and Critical Control Point). These product sizes range from 80 ml., 100 ml., 190 ml., 200 ml., 450 ml., 830 ml., 2 liters and 5 liters.



- c) **Consumer goods and chemical liquid packaging:** The Company produces and distributes plastic containers for consumer goods, including cleaning liquid products such as bathroom & sanitary ware cleaner, floor cleaner, dishwashing liquid, etc.; fabric softener; talcum powder; and others.



d) **Automotive plastic parts:** The Company produces automotive plastic parts and distributes to its customers, both the car and motorcycle product makers and the 1st Tier Suppliers. The car makers use PJW products as components of the vehicles, such as windshield washer tank, radiator coolant reserve tank, air duct, lid, spoiler, gear cover, etc.



e) **Automotive plastic painting parts** the Company is a manufacturer and distributor of automotive parts painting to customers under trade mark of various auto brands, including injection molding services, dip and spray-painting plastic products to the company, which is a car manufacture (Product Maker). They will bring the Company's product to be a component of automobile parts.





● **Benefits and Conditions under BOI Privileges**

The Company is awarded tax benefits from investment by the Thailand Board of Investment in accordance with Investment Promotion Act B.E. 2520. The key information is shown in the below table;

	Panjawattana Plastic Public Co., Ltd.						Milk Pack Co., Ltd.		Plastech Lab Co., Ltd.
							Bangkok Branch	Samutsakhon Branch	Chonburi Branch
Investment Promotion Certificate	1080(10)/2553	1745(2)/2555	1044(2)/2557	58-2010-0-00-1-0	58-2011-0-00-1-0		1379(5)/2556	1882(5)/2555	60-0646-1-00-2-0
Effective Date	April 1, 2010	March 10, 2012	September 2, 2014	October 25, 2016	Unused		October 5, 2011	May 31, 2012	June 23, 2017
Expiry Date	March 31, 2017	March 9, 2019	September 1, 2021	October 24, 2024	-		October 4, 2019	May 30, 2020	June 22, 2025
Is a producer and supplier of plastic containers & closures and automotive plastic parts Type 6.12 producer and supplier of plastic containers & closures and automotive plastic parts Type									
Investment Promotion									
1. Exemption from corporate income tax from net profit of the promoted business	Exempted for 7 years	Exempted for 7 years	Exempted for 7 years	Exempted for 8 years	Exempted for 7 years	Exempted for 8 years	Exempted for 8 years	Exempted for 8 years	Exempted for 8 years
2. The period after expiry of tax exemption period which is allowed to deduct the loss from the net profit	5 years	5 years	5 years	5 years	5 years	5 years	5 years	5 years	5 years
3. Exemption/reduction of import duty for machines which are approved by BOI committee	Exempted	Exempted	Exempted	Exempted	Exempted	Exempted	Exempted	Exempted	Exempted
4. Exemption of withholding tax for dividend paid to the Company's shareholders	Exempted	Exempted	Exempted	Exempted	Exempted	Exempted	Exempted	Exempted	Exempted

Competitive Strategy

The Company is a producer and a supplier of plastic containers, closures, and plastic for automotive parts of high quality and with custom designs according to customers' requirements. The products are acceptable by customers in term of products' and services' quality. The Company makes importance and takes good care of production process; starting from package design, raw materials procurement, production control, including inspection of quality and fineness of the products, and on-time delivery to customers; to ensure that the products are produced according to customers' requirement and design.

The Company runs its business based on the following strategies.

- (1) Products' quality: The Company takes quality control of the products into its account to ensure that the products' quality meet customers' requirement. The Company focuses on products' design, procurement of raw materials with required specification as specified by customer, including quality assurance for finished goods which is held in 2 levels as follows;
 1. Quality control and inspection in production process; and
 2. Final inspection before delivery to customers to ensure that the products' quality are meet customer's requirement.
- (2) On-time delivery: The Company concerns about products control and delivery to customer on time and regularly to create customers' confidence
- (3) Production security: The Company can product and procure the products to match with customers' requirement, specified quantity, and time schedule; to ensure that customers will receive the products according to their requirement and in time, especially automotive parts which must delivery to match with their just-in-time process.
- (4) Capability in increasing or expansion of production capacity: The Company is capable to increase or expand its capacity to support customers' business growth and expansion. With customers' requirement, the Company can produce more products for them.
- (5) Improvement of production process to increase cost management efficiency: The Company is committed to improve production process and cost management continuously to raise up its competition capability and to persuade its customers. As the Company has its pricing structure of "Cost plus Pricing", thus the Company's cost reduction will also reflect customers' cost, and then can increase customers' capability in competition. In addition, the Company has developed and applied operating process and system for using in the Company's production process to increase efficiency in cost management. The Company has developed the Total Productive Maintenance (TPM) program since 2000, thus it can control its production cost and also retain profitability.

(6) Good responsibility and relationship with customer

- Capability in increasing of production capacity to response customers' requirement: Sometimes, customers may require the products in higher volume suddenly. However, the Company is capable to adjust production line to increase its production capacity in accordance with customers' requirement shortly.
- Long-term relationship with customer: The Company has the policy to retain its long-term relationship with customer by preparing and securing production capacity for supporting customers' business, including increase capacity and develop new process for complete service.
- Confidentiality for customers' information: The Company engages in keeping confidential of customers' information by controlling not to use or disclose customers' information; i.e. technical information in relation with customers' products, other information which is customers' secret, and any other information which has some effect on competitiveness and business operation; to third party or use the information for personal's benefits.

Customer Segment and Target Group

Most of Company's customers are the owner of famous brand in each industry, including general consumers who require plastic packaging and plastic parts with standard quality. The customer segments can be categorized as follows;

1. Lubricant packaging
2. Milk and yogurt milk packaging
3. Consumer goods and agro chemical packaging
4. Automotive plastic parts

Distribution Channels

The Company sells its products locally via several distribution channels to reach the target groups as follows;

- Selling by marketing team: The Company assigns its marketing team, who has experience, knowledge, and capability to approach customers, to contact customers directly. The marketing team will meet customers and present products and product's details, which are match with customers' requirement. This process can create acknowledgement about new requirement of customers. In addition, the marketing team may have to cooperate with other departments in the Company, such as production and planning, to jointly prepare and present the information which match with requirement of each customer.
- Selling by bidding: This is one channel of the Company to sell its products. Most customers in the group of automotive plastic parts and lubricant packaging use this method for supplier selection. The Company's marketing team will follow up for the news of customers' bidding activity to submit its quotation. The bidding will be allowed only for existing suppliers (close bidding) to be awarded and received customers' orders.
- Direct contact of customers: Some customers contact the Company for purchasing its products directly because reference from the existing customers.

Pricing Strategy

The Company set the selling prices of plastic containers and plastic parts in term of cost plus pricing. Price setting can be done either by (1) jointly determination between the Company and its customers before starting of production process; and (2) the Company set selling price to compete with other manufacturer.

Prices of raw materials, i.e. Polyethylene (PE) and Polypropylene (PP), take major parts in manufacturing cost. Although the raw materials are bought locally, they are commodity products, their price are determined by their supply and demand in the world market which is dynamic and can cause price variation. As a result, the products selling prices are set to be adjustable on monthly or quarterly basis for only customers who allow adjusting price to secure the Company gross margin.

For some customers who do not open for products price adjustment, the Company can negotiate with them by referring raw materials' price change.

Products or Services procurement

Products Procurement

Production and Production Capacity

Currently, the Company and its subsidiaries have 5 manufacturing plants. The 3 plants are located in Thailand; Bangkok, Samutsakorn province, Chonburi province; and another 2 plants are located in Tianjin and Jiangsu, Republic of China.

Raw Materials

The major raw materials are plastic pellets, dry colorant, and stickers & shrink film, which specification, type, and quality grade will be specified by customers as follows;

1. Plastic Pellets used by the Company are listed below;

- a) Polyethylene (PE)

They are high-flexibility plastics, i.e. LDPE (Low Density) and HDPE (High Density). The plastic containers produced from PE are lubricant packaging, milk and yogurt milk packaging, and consumer goods packaging.

- b) Polypropylene (PP)

They are the plastics which have higher toughness and flexibility than Polyethylene (PE) and can withstand with high temperature and humidity. Sample products are bottle cap, automotive parts, and bicycle parts.

2. Dry Colorant

Production of plastic packaging and plastic parts uses dry colorant as major composition as well as plastic pellets. All raw materials will be mixed in certain ratio to receive required color and physical properties.

3. Stickers and Shrink films

To produce plastic containers, customer will determine pattern, price and manufacturer of stickers and shrink films, then the Company will contact the manufacturers and suppliers for running production.

Most of plastic pellets, dry deodorant, and stickers and shrink films are bought from local suppliers. There are only some plastic pellets and stickers which are bought from abroad. The Company is aware that price of plastic pellets changes according to oil price and balance between supply and demand of the world market, then the management always follows up price and demand of plastic pellets regularly to plan for purchasing in correspondence with quantity and schedule in production plan.

Environmental Impact

Plastic parts manufacturing process does not release any pollution which affect environment. However, there are some plastic scraps from finished products which can be recycling to be used as a raw material in production at the ratio identified by the Company. Regarding plastic bags and cartons for containing products can be reused until damage, the Company will sell them to third party.

Although, there are 2 factories of the Company where are not located in industrial estate, they have to follow regulations of Department of Industrial Works, Mistry of Industry. Regarding another 2 factories located in Pinthong Industrial Estate, they can comply with regulations of Industrial Estate Authority of Thailand.

The Company has already achieved ISO 14001:2004, the standard of environmental management, which can guarantee that the Company has good environmental protection and control system to avoid some effects from its production to environment.

● Competitive Condition and Trend of Industrial Situation

¹Under the economic situation in 2018, Thailand's Gross Domestic Product (GDP) was expanded at 3.7% in comparison with the expansion at 3.2% in previous quarter, this showed the continuous economic recovery from previous year, the expansion of export sector in high criteri, the government's attention on lower-income people and the termination of limitations from first-car buyer program with supporting factor from upturn of gross income base in economic system, however, the government's measure on expenditure stimulation was the main factor. It could be seen on the expansion of export sector in continuous high criteria, the manufacturing production that the export ratio was ranged in 30-60%, increasing 8.1%, and the income from tourism sector that was increased by 4.3%, and the income from tourists that was increased by 5.6%

¹For the fiscal policy, the government sector increased the policy of interest rate of 0.25% to be 1.75% per annum because Thailand's economy has tended to be continuously expanded due to the supporting force of domestic demands.

²Regarding the automobile industry in 2018, the growth of market condition was better, particularly in the domestic sales of cars was expanded at 19.50%, it was partly resulted from the launches of new car models and more competition in sales promotion activities organized by entrepreneurs. The growth of the said industry was in the same direction as ²the data of automobile production that was increased at 8.85%. However, the export market was decelerated in countries in Oceania, Middle East, Europe, Central America and South America regions. For 2019, it was anticipated that the quantity of car production in the 1st quarter will be more than 530,000 cars.

¹ Office of the National Economic Development Board (NEDB)

² Office of Industrial Economics (OIE)

² Car Sales and Production Quantity

(Unit :100,000 cars)	2014	2015	2016	2017	2018
Production	18.80	19.12	19.44	19.89	21.65
(%YOY)	-23.49	1.71	1.68	2.28	8.15
Total automobile quantity	8.82	8.00	7.68	8.72	10.42
(%YOY)	-33.52	-9.29	-3.86	13.38	19.50
Distribution volume	3.70	3.05	2.80	3.49	4.17
(%YOY)	-41.11	-17.39	-8.35	24.60	19.48
Export volume	11.28	12.04	11.89	11.40	11.41
(%YOY)	0.00	6.81	-1.36	-4.11	0.09

Regarding the lubricant container industry in 2018, the domestic market has still grown, the risk factor concerned by several parties was the electric cars that are developing for commercial distribution. According to critics by various institutions, it was deemed that most car manufacturers in SME level in Thailand may not be directly affected because they manufacture parts of car structure that can be generally used with all types of cars and the internal combustion engine will still be a component of future cars in the form of a hybrid drive between electric motor and engine, therefore, the car type using internal combustion engine is still the main choice. However, the Company has carefully planned in all dimensions. For the plastic packaging industry for consumption, the overview of growth rate has been better due to the household spending as well as factors from government measures to promote public spending.

¹In 2019, Thailand's economy has tended to expand in the satisfactory criteria and accelerate from 2018. It was anticipated on the growth of GDP at 3.5 - 4.5%, with the supporting factors from income base and employment of the populations in economic system, resulting in the expansion of private sector's consumption expenditure at 2%, especially durable goods category, to be consistent with the decline of unemployment rate, the continuation of private sector's investments. The progress of major projects will allow the construction and disbursement of state enterprises to be accelerated and services will be started in 2020-2021. The adaptation to normal conditions of tourism sector, both the number and revenue of Chinese and European tourists, along with the expansion of the export sector at 4.1%, it is expected that in 2019, Thailand's economy will grow due to the driving force of consumption expenditures that are expected to expand by 4.2%, the government consumption expenditure will be expanded by 2.2%, the public investment will be expanded by 5.1% and the private sector's investment will be expanded by 4.7%.

¹ Office of the National Economic Development Board (NEDB)

² Office of Industrial Economics (OIE)

¹ The tendency of global world economy and the volume of global trade in 2019 was anticipated for the expansion at 3.8%, however, many parties viewed that the risk of the global economic system remains high due to inflation, and the adjustment of oil prices and primary products in the global market. For the economic situations in major countries like the United States of America, it was expected that in 2019, the interest rate will be increased 1-2 times and its economy was expected to expand by 2.6%, but it will slow down from the previous year due to the impact of financial policy, driving force by the cuts of personal income tax and corporate income tax to stimulate the economy and employment, trade barrier measures. For the countries in Europe zone, the economy was expected to grow by 1.6% while it was expanded by 1.8% in 2018, the slowdown was partly due to the termination of the acquisition of the European Central Bank (ECB) and the Brexit issues in the United Kingdom, which are still highly uncertain. For China's economy, it was expected to grow by 6.3% while it was expanded by 6.6% in 2018, the expected rate in 2019 is lower than the previous year due to a slowdown in the domestic economy and the limitation of liabilities situation of business sector and household sector that are in high criteria. The economic situation in ASEAN was influenced by the economic situations of the United States and China, the important trading partners, resulting in a slowdown in the same direction, the trade barrier measures may also cause the expansion of production lines of ASEAN and China in Philippines, Malaysia and Vietnam. However, the risk factors required to be monitored are the negotiation result between China and USA, the USA trade barrier measures that may have on other countries, Brexit issues as well as the conflict between Saudi Arabia and Iran due to the Yemeni Civil War, the internal political problems in Venezuela.

¹ Office of the National Economic Development Board (NEDB)

Risk Factors

The Company has been aware of the risks, and followed the impact of event which could be a risk to the business operations of the Company periodically in order to the consideration and the risk management is prudent and effective. The Company has appointed a Risk Management Committee and a working group, which is a senior executive involved to act as analyzing risk factors and assessing the risks occurring. To find out method to prevent or manage risks appropriately. In addition, the Risk Management Committee will report to the Audit Committee and the Board of Directors to informed and consider at least every six months. The risks which have a significant influence on the Company concluded as follows;

1. Fluctuation in raw material prices

The plastics industry is one industry that has been affected by oil prices because the plastics industry is directly linked to the petroleum and petrochemical industry, which is upstream in the production of plastics. Thus, the starting raw material for manufacturing that is; plastic beads which deem to a production cost of the plastics industry, it directly fluctuate to the price of petroleum in the world market. However, plastic industry market prices trends start to change direction is not according to the price of crude oil, because the supply and demand factors of the petrochemical industry, the supply of plastic beads start to be tight. There is no opening of new plastic plant, while the plastic packaging industry is expanding. The increased demand results in plastic beads prices declined in recent years slightly and nonviolent, when has been compared with a decline of crude oil prices.

In 2018, the oil price was increased due to the increase of oil demand in the world market in line with the economic growth since the beginning of the year. Although there are geopolitical factors such as trade barrier measures that are not yet finalized by major economic countries, political problems between USA and Saudi Arabia and the war in Syria. In early 2018, the baht currency was depreciated from previous year, resulting in a negative effect on raw material prices. However, during the latter half of the year, the baht currency continued to be appreciated, resulting in the lower raw material prices during the end of the year. Although the selling price of products in the plastic packaging industry is able to adjust the price up and down according to the raw material price, such price adjustment could not be immediately done, it requires a period of time to notify the customer on the price adjustment, during the period before increasing the selling price, the Company had to bear the costs of this part.

However, the Company has a policy of risk management, fluctuations of plastic beads prices with tracking the movement of plastic beads prices closely. There is the analysis of price trends that are going in a particular direction and to plan for further orders. Including the assessment of the demand for raw materials in each period and considering the import of raw materials from abroad. So that companies can manage the procurement of raw materials for maximum performance.

2. The risk of competition from new producers.

According to a manufacturing of plastic packaging and automotive components is the business using an investment is not very high. The business structure is not complex. Thus, there is a risk that the new operators shall compete in this industry. Or even the customers, if they have the idea to produce the plastic packaging itself, they can be done. The ASEAN Economic Community or AEC opening can make the market more liberal. There is also the movement

of production base into the country. As a result, there are more competitors in the industry. The price competition is more intense than ever.

However, with the experience of the Company is long term, coupled with the development of products quality and the Company's products, resulting to the risk that new competitors shall hit the market,

it is quite difficult. Most of customers realize the quality of the product rather than just consider the price factor singly. Moreover, the Company can respond the requirement of customers in this segment always greatly. In the past, the Company has promoted the research and development, including seeking for new technologies to improve in terms of production to get a quality product even better. As well as reducing manufacturing costs, so that customers will receive the highest quality products at reasonable prices.

3. The risk of global economy system and in the country

The risks from the global economic system, financial measures, finance, trade and international relations policy are considered as factors that affect the growth of the Company at present and in the future. The Company's investment in each industry to seek for growth, therefore must consider these factors, the risk management by selling distribution and non- reliance on any particular customer, as well as the expansion of production base to the countries with high economic growth rates, namely China. During the year, the Company was established Panjawattana (Jiangsu) Plastic Co., Ltd. to expand the opportunity and support the strength of the company group, additionally, the Company also has the clear financial and investment policy, feasibility study process, return rate and investment budget framework through careful and attentive consideration as well as controlling the debt to equity ratio and regularly considering the ability to repay the debt of the business in order to ensure that the Company has sufficient financial strength that can support the uncertainty, respond to the risks of the future economic system.

4. The risk of competition from new producers.

Since the business of plastic packaging and automotive parts manufacturing requires not very high investment, the business structure is not complex, therefore, the sole risk is the new operators entering to compete in this industry or even the customers, if they have the idea to produce the plastic packaging by themselves, they can do it. Additionally, the launch of the ASEAN Economic Community or AEC also makes the market more independent, the production base may be move into the country, resulting in more competitors in the industry, and the price competition is more intense than ever as well.

However, the Company's potential and the development of products in terms of quality and as desired by customers create the customers' satisfactions and increase their confidence in the Company's products. In addition, the management of production efficiency, production and service delivery with rapidity to timely serve a variety of customers and the financial security also help to enhance the production capacity, the improvement of production process helps to increase the productivity, as well as the product research and development helps to make differentiation and to support the growth of customers, these make the customers remain their trustfulness and be our business partners for a long time over decades.

5. The risk of no long-term contracts.

Most of company and customers in the group of plastic packaging will make a purchasing contract in short-term for 1- 2 years or there is no making a contract. However, it is depending on the policy of contract making by each customer, which is the general practice of the industry. Additionally, the Company received bids from competing with other vendors when the contract is expired, customers may also renew or hold a qualifying new producers. It may be risk of losing customers. However, the company has the risk from the contract is not renewed low level in the past, because customers have confidence in the quality of standard products, delivering the goods on time, and the ability to expand production capacity to respond the needs of customers as well.

The customers in the plastics parts for automotive, the risk of termination of production is very low as well. Typically the operator will not change manufacturers until version of the product is clear or having problems of quality. The average age of products is appropriate 5-7 years, depending on the style and appearance of the products in each industry. Moreover, it takes a long time to test the quality of components of the operator until it is confident to deliver orders. If the Company has manufacturing operations in accordance with the terms of the contract, Car manufacturers will not change or cancel the order. However, the Company has various customers in the industries. There is no the sale number of any customer who has sold more than 30 percent of total sales, in order to spread the risk of income from no long-term contracts.

6. Risk of Exchange Rate

In 2018, the global economy was highly uncertain with clear slowdown situation according to the adjustment to the downturn of economic cycle in major countries, the issuance of policy to increase interest rates in many countries, the trade disputes that resulted in the movement of capital. Additionally, the risk from exchange rate encountered by many entrepreneurs who are importers or exporters affected their performance and the ability to conduct business. Although the Company was not affected by the fluctuations of exchange rate as an exporter because our main income is from domestic sales, however, as an importer of machinery or some raw materials, the depreciation of the baht value affected the Company's production costs, causing the Company to bear more costs. Therefore, the Company has studied how to prevent the risk from exchange rate with following ways: closely monitoring the news and information regarding exchange rate movements of foreign currencies, studying the analysis articles regarding the tendency of foreign currency movements. The Company also has chosen to use Forward transactions or enter the Forward Contract in the situation or condition that is deemed to conduct as appropriate to prevent or minimize losses that may be caused by the change of currency values.

7. The risk of changes on the flow and consumption habits of consumers

The trend of campaign for environment conservation makes consumers and operators begin to more realize on what effect the environment, possibly causing people to change their consumption behaviors by turning to use the products that are environmentally friendly instead, for example; the selection of products made from bioplastics instead of products made of 100% plastic, the bioplastics is considered as an alternative type of plastic produced from agricultural products, i.e. corn, cassava and sugarcane, etc. Another example is electric car that can save energy costs and reduce pollution release to environment because of its motor batter and power supply control system, the government sector fully support this type of cars, influencing many car manufacturers turn to focus on the development of this car for further actual usage with full efficiency, however, the supporting system is also required of development such as power charging station

and limited driving distance. Therefore, the changes on current consumption trends may lead to a negative impact on the Company's income and cost; the Company must prepare itself to respond to those potential changes.

However, the proportion of the bioplastics versus the conventional plastic is not much, and the cost price of the bioplastics is much higher than conventional plastic plastics. It was produced from agricultural raw materials, so there is the cost of cultivation. In addition, the features of the bioplastics are limited and could not fully replace conventional plastics. It still takes time to develop some features. These make the bioplastics is only one choice for consumers and it grows in specific markets only (Niche Market). However, the injection and blow molding systems for packaging can well support the use of bioplastics, the Company can invest in machinery and equipment improvement with small portion of money. Regarding electric powered cars, the management team considers that the car manufacturers still need time to study and develop for a while because of the limitation of battery, resources to do and electric power sources to support the growth of the industry. However, the Company has periodically studied and considered such matters to consider the suitability and the direction of further investment expansion in the future if there are feasibility and market to support.

8. The risk of a majority shareholder in the Company holding more than 60 percent

The company's majority shareholder is the Hemmontharop groups, which hold shares in the Company totaling of 58.22 percent at March 18, 2019. Aforementioned shareholding proportion is almost 60 percent; the group of largest shareholder has the power to control the Company and influence to the Company's decision on all matters that shall be approved by the shareholders' meeting, excepting for the matters required by law or the Company's regulation specified to get the votes for third in four of the AGM. Therefore, the other shareholders of the Company have the risk from unable to collect the vote for checking and balancing the matter presented by the majority shareholder in the AGM to consider.

However, the Company has established the management structures to achieve balance and reviewing the management properly, which comprise of sub-committees that is; Audit and Governance Committee, Risk Management Committee, The Nomination and Remuneration Committee, and Executive Committee. Their power scope and duties are specified clearly.

The Company has appointed four committees, who is not a representative of the majority shareholders from total of nine directors. It is divided into three of the Independent Director / Audit Committee, and another one is the independent director who is not Audit Committee acting to the first Chairman of the Board, or it is calculated to 44.44 percent to serve the balance of power in the administration, screening agenda offered to AGM for consideration, as well as monitoring the actions of the directors and executives representing the majority shareholder. Moreover, in the case of transactions related to directors, the majority shareholders, and person with control authority, including those who may have a conflict, aforementioned person cannot vote to approve the transaction.

GENERAL INFORMATION AND OTHER KEY INFORMATION OF THE COMPANY

Company Name	: PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED
Symbol	: PJW
Registration Number	: 0107554000208
Authorized Capital	: 574,080,000 ordinary shares at par value of Baht 0.50, total in amount of Baht 287,040,000
Paid-up Capital	: 574,079,945 ordinary shares at par value of Baht 0.50, total in amount of Baht 287,039,972.50
Nature of Business	: PJW is a producer and supplier of plastic containers & closures and automotive plastic parts of high quality and with custom designs according to clients' requirements for the product brands that are recognized in each end-use industry and among consumers in general. Its products are manufactured through two main processes: blow molding and injection molding and painting. The product range cover car accessories to customers.
Registered Address (Head Office)	: No. 19, 21, Soi Ekkachai 63, Ekkachai Road, Klong Bang Bon Sub-district, Bang Bon District, Bangkok 10150 Telephone Number: 0-2898-0018, 0-2898-1008 Facsimile Number: 0-2898-0633
Samuthsakhon Branch	: 28 Moo 2 Chaimongkol Sub-district, Muang District, Samutsakhon Province 74000 Telephone Number: 0-2150-5988, 0-3483-9130-1 Facsimile Number: 0-2150-5987
Chonburi Branch	: Pin Thong Industrial Estate 2, No. 150/62 Moo 9, Nhong Kham Sub-district, Sriracha District, Chonburi Province 20110 Telephone Number: 0-3834-7187-8, 0-3834-7205, 0-3834-7207 Facsimile Number: 0-3834-7189
Homepage	: www.pjw.co.th
Contact Investor Relations (For general information)	: Telephone Number: 0-2150-5988 Ext. 153 E-mail Address: ir-pjw@pjw.co.th
Contact Company Secretary	: Telephone Number: 0-2150-5988 Ext. 153
Contact the Audit Committee's Secretary	: Telephone Number: 0-2150-5988 Ext. 176 E-mail Address: ac-secretary@pjw.co.th
(For complain, notice about corruption clue, and/or infringement of code of conduct and/or good corporate governance)	

GENERAL INFORMATION OF SUBSIDIARIES

Company Name	: MILK PACK COMPANY LIMITED
Paid-up Capital	: 12,000 ordinary shares at par value of Baht 2,500 total in amount of Baht 30,000,000
Registered Address	: No. 19, 21, Soi Ekkachai 63, Ekkachai Road, Klong Bang Bon Sub-district, Bang Bon District, Bangkok 10150 Telephone Number: 0-2898-0018 Facsimile Number: 0-2898-0633
Nature of Business	: Manufacturing of plastic packaging, mainly used for lubricant packaging for medium and small customers
Company Name	: ELEGANCE PACKAGING COMPANY LIMITED
Paid-up Capital	: 10,000 ordinary shares at par value of Baht 100 total in amount of Baht 1,000,000
Registered Address	: No. 19, 21, Soi Ekkachai 63, Ekkachai Road, Klong Bang Bon Sub-district, Bang Bon District, Bangkok 10150 Telephone Number: 0-2150-5988, 0-3483-9130-1 Facsimile Number: 0-2150-5987
Nature of Business	: Lubricant Bottle Cap
Company Name	: PLASTECH LAB COMPANY LIMITED
Paid-up Capital	: 2,000,000 ordinary shares at par value of Baht 10 total in amount of Baht 20,000,000
Registered Address	: No. 28 Moo 2, Chaimongkol Sub-district, Muang District, Samutsakhon Province 74000 Telephone Number: 0-2150-5988, 0-3483-9130-1 Facsimile Number: 0-2150-5987
Nature of Business	: The servicing test of products and/ or standard of overall products, testing and analyzing physical and chemical of products
Company Name	: PANJAWATTANA (TIANJIN) PLASTIC COMPANY LIMITED
Paid-up Capital	: US Dollar 5,500,000
Registered Address	: Building no.4, Hongtai Industrial Estate, No. 78 Taihua Road, Tianjin Economic-Technologic Development, Tianjin, 300457 RPC Telephone Number: (+86) 22-2532-7703 Facsimile Number: (+86) 22-2532-8323
Nature of Business	: Manufacturing of lubricant packaging for customers in Republic of China
Company Name	: PANJAWATTANA (JIANGSU) PLASTIC COMPANY LIMITED
Paid-up Capital	: US Dollar 5,000,000 and paid-up share capital shall be US Dollar 3,000,000.

Registered Address : Building no.3 Plainvim (Taicang) Industrial Park, 525 Lingang South Road,
yuewang shaxi Town, Taicang City ,Jiangsu 215421 PRC
Telephone Number: (+86) 0512 56660092

Nature of Business : Manufacturing of lubricant packaging for customers in Republic of China

OTHER REFERENCES

Securities Registrar : Thailand Securities Depository Co., Ltd.
The Stock Exchange of Thailand Building
93 Ratchadaphisek Road, Dindaeng, Dindaeng, Bangkok 10400
Telephone Number: 0-2009-9000

Auditor : Dharmniti Auditing Co., Ltd
267/1, Soi Piamsub (Prachachian 20), Prachachian Road,
Bang Sue Sub-District, Bang Sue District Bangkok 10800
Telephone Number: 02-596-0500

Legal Consultant : Wayu & Partners Co., Ltd
9/8 Soi Sukhumvit 63, Sukhumvit Road,
Khlomg Ton Nua Sub-district, Wattana District Bangkok
Telephone Number: 0-2714-2799

The investor reading from annual registration statement (From 56-1) were presented on the securities
and exchange commission website at www.sec.or.th or company website at www.pjw.co.th

BOARD OF DIRECTORS



01

Dr. Damri Sukhotanang
• Board Chairman
• Independent Director



02

Mr. Kongsak Hemmontharop
• Vice Chairman



03

Mrs. Malee Hemmontharop
• Director



04

Mr. Wiwat Hemmondharop
• Director



05

Mr. Satit Hemmondharop
• Director



06

Dr. Pirun Hemmondharop
• Director



07

Miss Charanya Sangsukdee
• Chairman of Audit Committee
• Independent Director



08

**Assoc. Prof. Dr. Aekkachai
Nittayakasetwat**
• Audit Committee
• Independent Director



09

Mr. Natthawut Khemayotin
• Audit Committee
• Independent Director

BOARD OF DIRECTORS

AUDIT COMMITTEE

RISK MANAGEMENT COMMITTEE

NOMINATION AND REMUNERATION COMMITTEE

BOARD OF EXECUTIVE COMMITTEE

Board of Directors

1.	Dr. Damri Sukhotanang	Board Chairman / Independent Director
2.	Mr. Kongsak Hemmontharop	Vice Chairman / Director
3.	Mrs. Malee Hemmontharop	Director
4.	Mr. Wiwat Hemmondharop	Director
5.	Mr. Satit Hemmondharop	Director
6.	Dr. Pirun Hemmondharop	Director
7.	Miss Charanya Sangsukdee	Independent Director
8.	Assoc. Prof. Dr. Aekkachai Nittayakasetwat	Independent Director
9.	Mr. Natthawut Khemayotin	Independent Director

Audit Committee

1.	Miss Charanya Sangsukdee	Chairman of Audit Committee
2.	Assoc. Prof. Dr. Aekkachai Nittayakasetwat	Audit Committee Member
3.	Mr. Natthawut Khemayotin	Audit Committee Member

Risk Management

1.	Assoc. Prof. Dr. Aekkachai Nittayakasetwat	Chairman of Risk Management Committee
2.	Miss Charanya Sangsukdee	Risk Management Committee member
3.	Mr. Natthawut Khemayotin	Risk Management Committee member
4.	Mr. Wiwat Hemmondharop	Risk Management Committee member
5.	Mr. Satit Hemmondharop	Risk Management Committee member
6.	Dr. Pirun Hemmondharop	Risk Management Committee member

NOMINATION AND REMUNERATION COMMITTEE

1.	Dr. Damri Sukhotanang	Chairman of Nomination and Remuneration Committee
2.	Mr. Natthawut Khemayotin	Nomination and Remuneration Committee member
3.	Mr. Natthawut Khemayotin	Nomination and Remuneration Committee member

BOARD OF EXECUTIVE COMMITTEE

1.	Mr. Wiwat Hemmondharop	Chairman of the Board of Executive Committee
2.	Mr. Satit Hemmondharop	Executive Committee member
3.	Mrs. Malee Hemmontharop	Executive Committee member
4.	Dr. Pirun Hemmontharop	Executive Committee member

Securities Focus and Shareholders

Securities Focus

Panjawattana Plastic Public Company Limited has association to company limited on November 30, 1987 and registered to listed company in market for alternative investment (mai) on February 24, 2012

Shareholders Structure

As at December 31, 2018 the Company has Authorized Capital of Baht 287,040,000, divided into 574,080,000 ordinary shares with a par value of Baht 0.50., Paid-up Capital of Baht 287,039,972.50, divided into 574,079,945 ordinary shares with a par value of Baht 0.50

As at March 18, 2019 top 10 Company's major shareholders are shown below;

Shareholders' lists	As at March 18, 2019	
	Number of shares	%
<u>The Hemmontharops^{1/}</u>		
1. Mrs. Malee Hemmontharop	101,725,566	17.72%
2. Mr. Kongsak Hemmontharop	88,241,747	15.37%
3. Mr. Wiwat Hemmondharop	69,405,360	12.09%
4. Dr. Pirun Hemmondharop	35,688,640	6.22%
5. Mr. Satit Hemmondharop	32,661,428	5.69%
6. Mrs. Jittravadee Hemmontharop	6,050,000	1.05%
7. Mr. Chaval Hemmondharop	455,304	0.08%
Total	334,228,045	58.22%
<u>The Other shareholders in top 10 list</u>		
1. Mr. Suntorn Sripratchayaanun	20,884,880	3.64%
2. Mr. Seksan Krongpanich	11,400,000	1.99%
3. Mr. Permsak Kosolphan	8,484,800	1.48%
4. Mr. Vichiar Srimuninnimit	8,295,900	1.44%
Total	49,065,580	8.55%
<u>Other minor shareholders</u>	190,786,320	33.23%
Total	574,079,945	100.00%

^{1/} The Company major's shareholders who have significant influence on conducting the Company's policy, management, or its business operation

Acquisition report of the Company's Directors and Executives
From January 1 – December 31, 2018

Name - Surname	Position	December 31, 2017	Percentage of shares (%)	Changed of shares	December 31, 2018	Percentage of shares (%)
<u>Paid-up Capital</u>		574,079,945			574,079,945	
● <u>Directors</u>						
1. Dr. Damri Sukhotanang	Board Chairman / Independent Director	260,000	0.05%	-	260,000	0.05%
2. Mr. Kongsak Hemmontharop	Director	96,169,439	16.75%	(7,927,692)	88,241,747	15.371%
3. Mrs. Malee Hemmontharop	Director/ Vice President	114,797,874	20.00%	(13,072,308)	101,725,566	17.720%
4. Mr. Wiwat Hemmondharop	Director/ Chairman of The Board of Executive Directors	69,175,360	12.05%	230,000	69,405,360	12.090%
5. Mr. Satit Hemmondharop	Director / Chief Executive Officer	32,661,428	5.69%	-	32,661,428	5.689%
6. Dr. Pirun Hemmondharop	Director / Vice Chief Executive Officer / Chief Administrative Officer	35,688,640	6.22%	-	35,688,640	6.217%
7. Miss Charanya Sangsukdee	Audit Committee Chairman /Independent Director	260,000	0.05%	-	260,000	0.05%
8. Assoc. Prof. Dr. Aekkachai Nittayakasetwat	Independent Director	156,000	0.03%	-	156,000	0.03%
9. Mr. Natthawut Khemayotin	Independent Director	260,000	0.05%	-	260,000	0.05%
● <u>Chief Executive</u>						
1. Mrs. Prim Chaiyawat	Chief Financial Officer/ Secretary	364,000	0.06%	-	364,000	0.06%
2. Mr. Seksan Sinbunluekul	Chief Product Engineer and Development Officer	364,000	0.06%	-	364,000	0.06%

Dividend Payment Policy

Dividend Payment Policy of the Company

The Company has a policy to pay dividend for its shareholders at the rate not less than 40% of net profit after corporate income tax in the company-only financial statements and after legal reserve. However, the Company may set to pay less than the rate specified in the policy, depending on its operational performance, financial position, liquidity, necessity to use working capital, business expansion plan, and other rationales and factors as deemed appropriate by the Board of Directors and/or the shareholders.

Dividend payment policy of subsidiary companies

Each subsidiary company has a policy to pay dividend at the rate not less than 50% of net profit after corporate income tax in its company-only financial statements and after legal reserve. However, each subsidiary company may set to pay less than the rate specified in the policy, depending on its operational performance, financial position, liquidity, necessity to use working capital, business expansion plan, and other rationales and factors as deemed appropriate by the board of directors and/or the shareholders of each company.

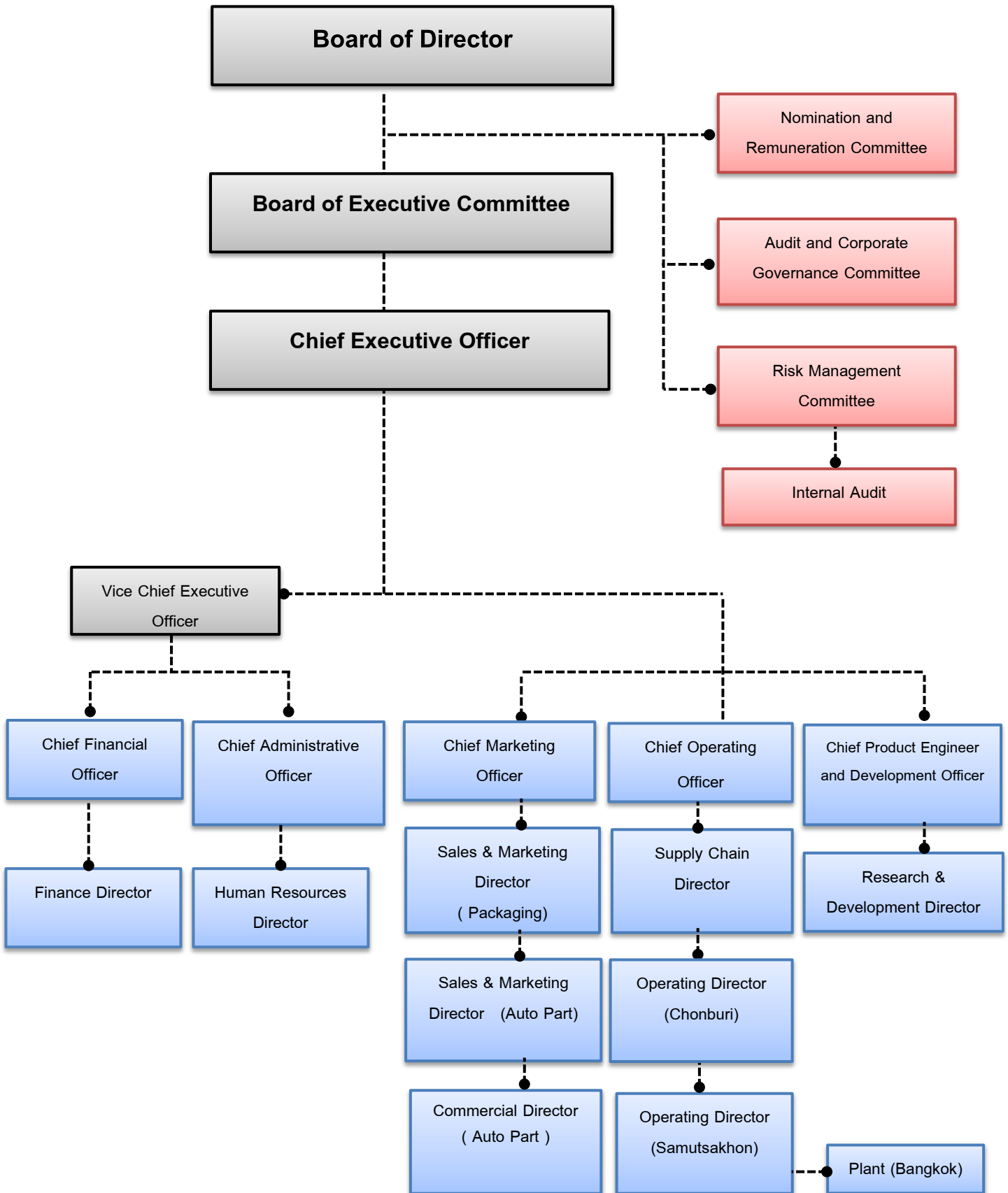
The dividends paid in the previous years

Year	Net profit per share (Baht/share)	Cash Dividend (Baht/share)	Stock Dividend (Existing : New)	Dividend per net profit %
2012	0.35	0.15	-	44.81
2013	0.18	0.10	-	54.63
2014	0.03	-	25 : 1	66.01
2015	0.18	0.10	-	55.92
2016	0.24	0.13	-	53.59
2017	0.07	-	-	-
2018*	-	0.08	-	-
2019**	0.04	-	-	-

Remark: **The Company's Board of Directors No. 1/2019 dated January 9, 2019 has its resolution to pay for interim dividend at Baht 0.08 per share totaling Baht 45,926,395.60. The dividend was paid from the retained earnings of Panjawattana Plastic Public Company Limited and the interim dividend payment was paid to the shareholders on February 7, 2019*

***The Company's Board of Directors No. 3/2019 dated March 4, 2017 has its resolution to non-pay for dividend regarding the 2018 since the Company's preserve cash for working capital However, the resolution will be proposed to the 2019 Annual General Meeting of Shareholders, to be held on April 24, 2019 for further approval.*

Organization Structure



Organization Structure

PJW organization structure consists of the Board of Directors, the Executive Committee, the Audit Committee, the Risk Management Committee and Nomination and Remuneration Committee. Its executives are qualified as stipulated in Section 68 of the Public Limited Companies Act 1992 and in accordance with the relevant notifications of the Capital Market Supervisory Board. The company's management structure has to consist of many persons who have different knowledge including industrial skill, finance and accounting skill, business administration skill, legal skill, international trade skill, and Good Corporate Governance skill. The Board of Directors has included independent director at least one-third of total amount members, at least 3 persons are independent director and at least 1 person being woman director. The Company has organized its management structure as follows:

Board of Directors

As of 31 December 2018, the Board of Directors is composed of nine members below:

<i>Name</i>	<i>Position</i>	<i>BOD's meeting attendance</i>
1. Dr. Damri Sukhotanang	Board Chairman/Independent Director/Nomination and Remuneration Committee Chairman	9/9
2. Mr. Kongsak Hemmontharop	Vice Chairman	9/9
3. Mr. Wiwat Hemmondharop	Director/Chairman of The Board of Executive Directors/Nomination and Remuneration Committee Member	9/9
4. Mrs. Malee Hemmontharop	Director/Vice President/Executive Committee Member	9/9
5. Mr. Satit Hemmondharop	Director/Executive Committee Member/Chief Executive Officer/Risk Management Committee Member	8/9
6. Dr. Pirun Hemmondharop	Director/ Risk Management Committee Member	8/9
7. Miss Charanya Sangsukdee	Director/Independent Director/Audit Committee Chairman/Risk Management Committee Member	9/9
8. Assoc. Prof. Dr. Aekkachai Nittayakasetwat	Director/Independent Director/Audit Committee Member/Risk Management Committee Chairman	9/9
9. Mr. Natthawut Khemayotin	Director/Independent Director/Audit Committee Member/Risk Management Committee Member/Nomination and Remuneration Committee Member	9/9

Mrs. Prim Chaiyawat acts as Secretary to the Board of Directors

Authorized Directors

Directors authorized to sign on behalf of the Company are two of the four directors, namely Mr. Wiwat Hemmondharop, Mr. Satit Hemmondharop, Dr. Pirun Hemmondharop and Mrs. Malee Hemmontharop, to co-sign documents with the Company seal affixed.

Term of office

At each annual general meeting of shareholders, one-third of the total directors are due to vacate the office. If the number of directors cannot be divided by three, the closest number to one-third shall apply. The method for vacating directors from office in the first and second year after the Company's registration is by drawing lots. On the following years, the directors who are in office the longest shall retire. The retiring directors may be re-elected as the directors for another term.

Independent directors have a term of office not exceeding 9 years. In order to comply with the good corporate governance guidelines of the Stock Exchange of Thailand, those independent directors may be reappointed if the Board of Directors sees that is appropriate.

Scope of duties and responsibilities of the Board of Directors

1. The Board of Directors has the authority and responsibility to manage the company in accordance with the law. Company objectives and regulations

As well as the resolution of the shareholders' meeting, based on the principle of "good practices for directors of listed companies" as prescribed by the Stock Exchange of Thailand

2. Participate in setting vision And the company's mission So that executives and employees aim in the same direction And consider reviewing annually

3. Set goals, guidelines, policies, business plans And the company's budget Monitoring and Supervision: Management and management of the management to be in accordance with the policies, plans and budgets with efficiency and effectiveness.

In addition, the Board of Directors also has the scope of duties to supervise the Company to comply with the law on securities and exchange. Capital Market Supervisory Board Announcement Requirements of the Stock Exchange of Thailand such as connected transactions And the acquisition or disposal of important assets Or laws related to the business of the company

4. Consider the structure of management Have the power to appoint an executive committee Chief Executive Officer And other subcommittees as appropriate Including determining the scope of authority of the Executive Committee Chief Executive Officer And various committees appointed

The delegation of authority under the scope of authority Must not have an appearance as a delegation of authority to the Executive Committee Chief Executive Officer And various committees Can consider and approve any transactions that may have conflicts, interests or conflicts of interest with the Company or its subsidiaries (if any) except for approving transactions that are in accordance with the policies and criteria that the Board of Directors consider and Already approved

5. Prepare annual board reports And responsible for the preparation and disclosure of financial statements To reflect the financial status and operating results of the previous year And presented to the shareholders' meeting for consideration and approval

6. Supervise to ensure compliance with the principles of good corporate governance and business ethics.

7. Provide a written business ethics. So that all directors, executives and employees understand the ethical standards Which the company uses in business operations Along with monitoring to comply with such ethics seriously

8. Considering the formulation of risk management policies to cover the entire organization And supervise to have a system or process in managing risk by having measures to support and control methods to reduce the impact on the business of the company appropriately

9. Provide adequate and appropriate internal control systems To ensure that the various transactions Received approval from the authority. Various systems can prevent the use of company assets illegally.

10. Supervise and manage potential conflicts of interest. Including related transactions

11. The Board of Directors may authorize one director Or many people or any other person to perform any act on behalf of the Board under the control of the Board of Directors or may authorize So that such person has the power as the Board deems appropriate and within the period of time that the Board of Directors deems appropriate Which the Board of Directors may cancel, revoke, change or amend such authorization as deemed appropriate

Such authorization must not be made in the manner that empowers the person to determine and approve transactions that he/she or other person may be involved in conflicts of interest or conflicts of interest in any other nature with the Company or its subsidiary (if any) (as defined in the notification of the Capital Market Supervisory Board and/or the SET, and/or other notifications of relevant agencies) except the case of approving a transaction according to the policy and criteria earlier considered and approved by the Board.

Scope of duties and responsibilities of the Chairman of the Board of Executive Committee

1. Responsible as the leader of the Board of Executive Committee in supervising, monitoring,

and managing the Executive Committee. And other subcommittees To achieve the objectives as planned Including promoting the development of knowledge and skills Necessary for the performance of the company's directors

2. Analyze problems Suggesting opinions and finding solutions Consider decisions That is important
3. Set the meeting agenda with the Chief Executive Officer. And scrutinizing the agenda of each meeting
4. To be the chairman to conduct the Board of Directors meeting And shareholders' meeting By controlling the meeting in accordance with the company regulations and related laws
5. Being a casting vote in the event that the Board of Directors' meeting has a vote And two equal votes
6. Have the authority to approve spending in normal business operations of the company, such as purchasing assets. Spending significant investment for the benefit of the company and other transactions for the benefit of the company Which such approval authority will be the approval of normal commercial transactions With an amount of not more than 20 million baht in each transaction but not exceeding the budget approved by the Board of Directors

Executives

As of 31 December 2018, the Company has five executive members

Name	Position
1. Mr. Satit Hemmondharop	Chief Executive Officer
2. Mrs. Malee Hemmontharop	Vice President
3. Dr. Pirun Hemmondharop ^{1/}	Vice President / Chief Administrative Officer
4. Mrs. Prim Chaiyawat	Chief Financial Officer / Company Secretary
5. Mr. Seksan Sinbunluekul	Chief Product Engineer and Development Officer

Scope of duties and responsibilities of the Chief

Executive Officer:

1. Supervise, manage and perform the duties of normal business conducts for the Company's interest in accordance with the objectives and the Articles of Association, rules, regulations, resolutions, policies, work plans and budgets endorsed by the Board's and/or the shareholders' meeting under relevant laws and/or scope of authority designated by the Board of Directors;
2. Control and oversee the business operations and/or daily administration of the Company;
3. Determine and propose the Company's business policies, business plans, targets, operational plans, business strategies, annual budgets for the Company's operations, budgets shown in annual report, management authority to the Executive Committee and Board of Directors for approval;
4. Implement the policies of Board of Directors by translating them into directions, guidelines, strategies and business targets to define mission which will be assigned to the management team for further action;
5. Oversee and follow up the performance of the executives; give advice on rectifications of problems and obstacles to ensure that the executives and management team act in accordance with the strategies and business plan and in line with the Company's policy;
6. Monitor and evaluate performances of duties of the management team; report the results of operations, management and progress of the operations to the Executive Committee, the Audit Committee and the Board of Directors on a regular basis;
7. Approve the expenditures for the Company's normal business conducts such as the purchase of property, major investment and other transactions for the Company's benefits. The

power to approve shall be for normal commercial transactions in an amount not more than Bt. 15 million per item and not exceed the budget endorsed by the Board of Directors;

8. Determine the organizational structure Management methods Including selection, training, hiring and dismissal of employees And determine the wage rate, salary, compensation, bonus and welfare For employees
9. Perform any other duties as assigned by the Executive Committee or the Board.

In undertaking any matter that the Chief Executive Officer or his authorized person or other person that may have conflicts of interest (as defined in the notification of the Capital Market Supervisory Board and/or the SET, and/or other notifications of relevant agencies) or conflicts of interest in any other nature with the Company or its subsidiary and/or associated companies, the Chief Executive Officer has no authority to approve the said matter. Hence, he must propose to the meeting of the Board of Directors and/or shareholders (as the case may be) for its approval, except the case of approving a normal transaction under normal trade conditions in accordance with the notification of the Capital Market Supervisory Board and/or the SET, and/or other notifications of relevant agencies.

Company Secretary

In the Board of Directors Meeting No. 8/2011 on 18 August 2011, the Board of Directors passed a resolution to appoint Mrs. Primchaiwat to be the Company Secretary. The company secretary must perform duties according to Section 89/15 and Section 89/16 of the Securities and Exchange Act (No. 4) BE 2551 which became effective on August 31, 2008 with responsibility. Careful And honesty Including having to comply with the law Objectives, Articles of Association Board resolution As well as the resolution of the shareholders' meeting The legal duties of the company secretary are as follows:

1. Provide basic advice to directors regarding compliance with laws, regulations, rules and regulations of

the company. And follow up to ensure the correct and consistent practice

2. Ensuring the disclosure of information and reports in the areas of responsibility according to the rules and regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission.

3. Prepare and maintain the following documents;

- Registration of the Company's directors;
- Invitation letters to the Directors meeting and minutes of the meetings;
- Invitation letters to shareholders for meeting and minutes of the shareholders' meeting;
- Company's annual reports;
- Reports of conflicts of interest of Directors and executives.

4. Organizing the Board of Directors meeting Sub-committee And shareholders' meeting

5. Perform other tasks As the Board of Directors And sub-committees assigned

6. Other operations As announced by the Capital Market Supervisory Board

Remuneration of Director and Executive

● **Director**

The Company considers determining remuneration and the Nomination and Remuneration Committee considers determining the director remuneration under consideration on function and responsibility of the director, turnover of the Company, appropriateness and comparison referring to the business in the same type as the Company or similar to the Company and referring to the information of the remuneration for the Company's director and executive, to be proposed to the Board of Directors for regular considering and proposing to the Meeting of Shareholders for approval on director remuneration every year.

○ **Monetary Remuneration**

In 2018, the Meeting of Shareholders approved and determined structure of monetary director remuneration rate in total limit of not more than 3,200,000 Baht per year as follows.

Element of Remuneration	Amount
1. Meeting Allowance	
— Chairman of the Board	25,000 Baht/Meeting/Person
— Chairman of the Audit and Corporate Governance Committee	15,000 Baht/Meeting/Person
— Chairman of the Risk Management	15,000 Baht/Meeting/Person
— Chairman of the Nomination and Remuneration Committee	15,000 Baht/Meeting/Person
— Director and Sub-Committee Member	10,000 Baht/Meeting/Person
2. Monthly Remuneration (particularly for independent director)	10,000 Baht/Meeting/Person
3. Bonus for independent director in total amount of not more than	1,000,000 Baht

Director Remuneration of Panjawattana Plastic Public Company Limited paid in the Year of 2018

List	Director Remuneration (Baht) Paid in the Year 2018						
	Allowance of the Board's Meeting				Allowance of the Board's Meeting		Total (Baht)
	The Company	Audit	Risk Management	Nomination and Remuneration ^{2/}	Monthly Remuneration	Bonus	
Number of Meetings for 2018	9 Meetings	6 Meetings	2 Meetings	1 Meetings			
1.Dr. Damri Sukhotanang	225,000	-	-	15,000	120,000	300,000	660,000
2.Mr. Kongsak Hemmondharop	90,000	-	-		-		90,000
3.Mrs. Malee Hemmondharop	90,000	-	-		-		90,000
4.Mr. Wiwat Hemmondharop ^{1/}	90,000	-	20,000	10,000	-		120,000
5.Mr. Satit Hemmondharop	80,000	-	10,000		-		90,000
6.Dr. Pirun Hemmondharop	80,000	-	20,000		-		100,000
7.Miss Charanya Sangsukdee	90,000	90,000	20,000		120,000	230,000	550,000
8.Assoc.Prof.Dr.Aekkachai Nittayakasetwat	90,000	60,000	30,000		120,000	230,000	530,000
9.Mr. Natthawut Khemayothin	90,000	60,000	20,000	10,000	120,000	230,000	530,000
Total	945,000	210,000	120,000	35,000	480,000	990,000	2,760,000

○ **Other Remunerations**

The Company does insurance policy in type of responsibility of the director and executive officer (D&O).

● **Executives**

The Nomination and Remuneration Committee determines the determination criteria and policy of the remuneration for the Chief Executive Officer and top executives, and regularly reviews every year to be consistent with the Company's overall operation, operating result, and competitiveness in business group for retention of the Company's key executives. The remunerations of the executives consisted of below.

○ **Monetary Remuneration**

The Company paid remuneration with below details for the executives.

Type	Year 2018	
	Number of Executives	Amount (Baht)
Salary and Bonus	6 ^{1/}	38,549,724.71
Provident Fund Contribution	6 ^{1/}	2,226,645.64

Note :

1/ 5 executives and 1 Chief Executive Officer and during 1 January – 31 December 2018

○ **Other Remunerations**

The Company insures health insurance and arranges posting cars for top executives. The Company has none of remuneration policy for director or staff in the nature of shares, debentures or any other securities.

Personnel

As at 31 December 2018, total staffs of the Company and its subsidiaries (excluding 12 executives) have been 1,830 persons that can be divided into the following lines

Main Line	Number of Staffs	
	Year 2017	Year 2018
Panjawattana Plastic Public Company Limited		
Samutsakhon Branch	640 persons	682 persons
Chonburi Branch	815 persons	974 persons
Milk Pack Company Limited	78 persons	121 persons
Panjawattana (Tianjin) Plastic Company Limited	70 persons	53 persons
Total	1,603 persons	1,830 persons

- **Staff Remuneration**

Total remuneration of the staffs includes salary, overtime pay, allowance, bonus, social security contribution, compensation fund contribution, welfare grants, and others.

Detail	Year 2017	Year 2018
Number of Staffs (persons)	1,603 persons	1,830 persons
Remuneration (Million Baht)	465.87 Million Baht	481.72 Million Baht

- **Other remunerations**

Provident fund

The company and subsidiaries asset a provident fund by partly deducting money from salary of employee combined with contribution paid by the company. Such fund was registered as provident fund in accordance with regulations of Ministry of Finance and the fund manager was permitted with objectives to build up morale for employees and to motivate them to work with the Company in the long run.

Health Insurance

- The company makes health insurance for employees at division leader level and above along with personal accident insurance for delivery employees

- **Personnel development policy**

The Company has a policy to develop personnel regularly by recognizing that employees are valuable asset and the key that can operate business successfully and achieve the goal. Therefore, the Company is determined to develop the organization to be learning organization to increase knowledge, capability and potentials of employees and it is beneficial to the organization having efficient personnel that can creates works for the company and develop themselves to grow in career path along with the company. It provides both external and internal trainings annually.

Internal Training

To promote and upgrade potentials of executives and employees to be able to work responding strategy and goals of the Company efficiently and effectively, the Company designs and develops courses of in-house training which can be graded as follows

For manager-level employee :

The Company develops manager-level employees to develop skill of leadership together with new knowledge in strengthening proficiency in more effective management. Besides, it's the way to get prepared for future promotion in accordance with the progress in career path that they can compete and be ready to be a leader in industry of current and future businesses.

For operating employee :

The company develops operating employees by providing courses for them to fully develop knowledge and capability according to their duty, professional line and responsibility. It is to develop skills, knowledge and capability in operating works and increasing efficiency by their line of responsibility such as Technician school, financial and accounting standard, skill of computer system and technology, marketing and sale skill and ISO system etc.

For every employee:

The company develops every employee by providing a course to train about main knowledge and capability so that they can perform works in accordance with organizational culture for ultimate efficiency such as orientation for new employees, implantation of organizational culture and raising awareness about ethics, morality and compliance with principles of good corporate governance, code of conduct and anti-corruption policy etc.

External training

The Company supports employees to be trained in seminars arranged by external training institution to increase knowledge or study new innovation about changing aspects so that they can apply it to improve and develop organization's operations with competitive edge.

In addition, directors are encouraged to receive training or join activities in various courses. In order to develop and increase the knowledge and ability in the operation of the company each year.

- **Policy of In-house Relationship and Attachment Creation**

The Company defines a policy to create relationship and attachment at any level in the organization between executives and employees and it also promote synergy by focusing on creating organizational values and cultures for effective cooperation and coordination. Accordingly, in previous year, the company arranged many activities such as CSR activity Grow Day activity, annual party, Asakai meeting between leader and employee in every morning and management outing activity etc.

- **Keeping personnel to remain with the company**

The company has a policy to maintain quality personnel to remain with the company by managing to have a good working environment and atmosphere. Encourage the company's personnel to show their creativity and ability to the fullest. Provide personnel development Performance evaluation and consideration for compensation

Corporate Governance



Panjawattana Plastic Public Company Limited has always recognized the importance of developing effective management policies, together with the advancement of organizational transparency and accountability. This will bring trust and confidence to all parties involved, resulting in sustainable business growth under the Company's Code of Conduct and compliance with relevant laws. Panjawattana Plastic has strategically developed a set of good corporate governance policies, while keep them updated to conform to the current economic and business situations aiming to generate enhanced operations capacity. With well-developed standards, the advanced business implementation has been expected to be pursued by employees of all levels, supported by various organization-based activities aiming to foster the excellence of good corporate governance. The Company has adopted the principles of good corporate governance for registered companies prescribed by the Stock Exchange of Thailand (SET) and has also taken into account the comments and suggestions featured in the annual assessment report of the Thai Institute of Directors (IOD). With the expectation to use them as guidelines for business accomplishment, the Board members, executives, and employees of Panjawattana Plastic have determined to strictly pursue such good corporate policies and rely on them in an efficient and consistent manner. In the past year, there was no situation or incident going against the approved good corporate policies, according to the following guidelines.



Corporate Governance

Part 1 The Rights of Shareholders

Key Concept : A shareholders possesses the right of ownership by controlling the Company through the appointment of the Board of Directors to act on his/her behalf and the right to make a decision about major changes to the Company. The Company should encourage all shareholders to exercise their rights.

Panjawattana Plastic recognizes and values fundamental rights of shareholders, both as investors in securities and as owners of the Company, including trading or transferred shares, sharing of profits for the Company, obtaining the Company's news and information in a sufficient manner in order to be authorized for casting a vote as well as appointing or removing a member of the Board of Directors or an auditor. Shareholders are also required to be responsible for matters that affect the Company, including the allocation of dividends, determination or amendment of rules and regulations and requirements of the Memorandum of Understanding (MOU), maximization or minimization of capital, approval of special transactions, and proposal of inquiries or expression of opinions on various issues acknowledged

and approved by the Board of Directors in the meeting of shareholders.

1. Organization of the Meeting of Shareholders

- 1.1 The Company maintains and encourages all shareholders, whether they are major or minor shareholders, foreign shareholders, or institutional investors to attend the shareholders' meeting.
- 1.2 The Company has assigned Thailand Securities Depository Company Limited, acting as the Company's securities registrar, to be responsible for delivering an invitation letter of shareholders to participate in the meeting of shareholders, where invited shareholders can spend a period of time studying the meeting-related information within a period of seven (7) days prior to the actual meeting date or as required by relevant laws. The registrar is also required to advertise the meeting invitation letter and other related notices in any of the local newspapers within a minimum period of three (3) days prior to the actual meeting date, where the meeting invitation letter and other related notices should be required to be advertised in the preferred newspapers for three (3) consecutive days.
- 1.3 The information of date, time, venue and meeting agenda with clarification and supporting reason in the each proposed agenda shall be provided.
- 1.4 The Company shall facilitate the shareholders to fully exercise the right of meeting attendance and voting.
- 1.5 The Company is required to provide shareholders with an opportunity to propose an agenda in advance, reportedly starting from October to December of every year, while submitting any inquiry related to the proposed agenda ahead of the meeting by keeping shareholders informed about the updated information via the news reporting system possessed by the Stock Exchange of Thailand (SET). The Company

is also required to announce rules, regulations, standards, and procedures of the meeting of shareholders via the Company's website www.pjw.co.th in the Investor Relations section.

- 1.6 In case where the shareholder is unable to attend the meeting by presence, the Company gives the opportunity to the shareholder to enable to give a proxy to the independent director or any person to attend the meeting in lieu of him/her.

2. Procedures of Meeting of Shareholders

2.1 The Company is required to encourage the Board of Directors, executives, and personnel of related agencies, including its auditor, to attend the meeting of shareholders promptly.

2.2 The Company applies Barcode System in registration

and vote count for rapid, proper and accurate execution of the meeting. The advance registration of the shareholders is allowed before meeting for 2 hours and registration duration is extended until the time before considering last agenda.

2.3 At the meeting of shareholders, all shareholders will be authorized to express their opinions, comments, suggestions, and inquiries on particular agendas in an unbiased manner. In the meantime, there will be members of the Board of Directors and related executives present in the meeting to be responsible for all proposed inquiries.

Important issues and resolutions of agendas will be recorded in the minutes of the meeting of shareholders aiming to unveil transparency and accountability of

implementation, where the Chairman of the meeting of shareholders will mainly be responsible for the allocation of time required for each agenda.

2.4 The shareholders are given the opportunity to be able to vote in electing the director one by one.

2.5 The Company will assign an independent person to act as a counter or checker of casted votes for both shareholders' ordinary and extraordinary meetings,

while being required to disclose the voting results to the meeting and record them in the minutes of the meeting of shareholders.

3. Preparation of Meeting Minutes and Introduction of Meeting Agendas

3.1 As the Company will record the minutes of the meeting of shareholders, all voting procedures will be announced to shareholders prior to the meeting. Shareholders will be allowed to express opinions, raise inquiries, record replies of inquiries related to the meeting agendas, and acknowledge the list of attended members of the Board of Directors and those who are absent from the meeting.

3.2 The Company will report the voting results and resolutions of agendas via the website of the Stock Exchange of Thailand (SET) as well as the Company's website www.pjw.co.th on the same date of the meeting or within 09:00 a.m. of the next business day. Additionally, the minutes of the meeting of shareholders will be submitted to the Stock Exchange of Thailand (SET) within fourteen (14) days following the meeting date.

Part 2 The Equitable Treatment of Shareholders

Key Concept: *All shareholders, both executive and non-executive shareholders, including foreign shareholders, should be treated equally and fairly. Minor shareholders who are treated unequally or unfairly should have been compensated in an appropriate manner.*

1. Disclosure of Information before the Meeting

1.1. The Company will announce the schedule of the meeting of shareholders, together with the agendas and opinions provided by members of the Board of Directors via the website of the Stock Exchange of Thailand (SET) and the Company's website at least within twenty-eight (28) days prior to the meeting date.

1.2. The Company will keep all shareholders informed

about the rules and regulations required for the meeting of shareholders as well as the voting procedures, including

the right to vote for each type of share as stated in the meeting invitation letter and other related notices prior to the commencement of the meeting.

1.3. The Company is required to prepare the meeting invitation letter and other related documents in Thai and English versions to facilitate both Thai and foreign shareholders.

2. Protection of Minor Shareholders' Rights

2.1 Company has developed its policies to foster equality for all shareholders, particularly with minor shareholders. Minor shareholders are amiably invited to propose agendas and qualified persons to be elected as members of the Board of Directors prior to the meeting date, with the detailed information required for the consideration and/or eligibility and consent of nominated persons starting from October to December of every year. The Company is required to keep all shareholders informed about the rules, regulations, and other related issues via the news reporting system of the Stock Exchange of Thailand (SET) and the Company's website in the Investor Relations section, where the Company will screen the agendas that will be truly beneficial for the meeting and elect qualified persons to be members of the Board of Directors through the Audit and Corporate Governance Committee before being proposed to the Board of Directors for further consideration and specification in the meeting agendas accordingly.

2.2 The Company will not add any new agenda without informing the shareholders in advance, aiming to provide them with an opportunity to study each agenda thoroughly before making their decisions.

3. Prevention of Internal Information

3.1 The Company strictly supervises the use of internal information to prevent the exploitation of internal data for themselves or others in a wrongful or illegal manner to ensure fairness and equality to all stakeholders. The Company has developed a set of guidelines for keeping its internal information and procedures to prevent the use of internal information for personal gain in a written notification, while urging its members of the Board of Directors, executives, and employees not to trade the Company's securities by using any confidential information and/or internal information or entering into any action deemed to have used any confidential information and/or internal information that may directly or indirectly cause damage to the Company. Besides, members of the Board of Directors, executives, and employees obtained any confidential information and/or internal information are not allowed to use such information before being disclosed to the public, including their related persons, for instance, spouse or child under the age of majority, to directly or indirectly trade the Company's securities (considered a nominee of a private fund) within a period of one (1) month prior to the disclosure of the quarterly and annual financial statements and within a period of three (3) days following the date of disclosure.

3.2 The Company has informed its members of the Board of Directors and executives about the duty to report on the holding of the Company's securities and related punishment provisions in accordance with the Securities and Exchange Act, B.E. 2535 (1992) as well as the regulations issued by the Stock Exchange of Thailand (SET). In case where any member of the Board of Directors or executive has traded the Company's securities, he will be required to report on his holding of the Company's securities, including the holding of the Company's securities represented by his spouse or child under the age of majority complying with the provision of Section 59 of the Securities and Exchange Act, B.E. 2535

(1992) within a period of three (3) official working days for the Office of the Securities and Exchange Commission (SEC)'s acknowledgement and announcement to the general public. Meanwhile, the Company's secretary will be required to report on the alteration of the holding of the Company's securities conducted by the member of the Board of Directors or executive to the meeting on a quarterly basis.

3.3 The Company formulates the policy for determination of disciplinary punishment for the person who exploits benefit from use of inside information of the Company or disclosure until causing damage to the Company.

4. Interests of the Board of Directors

- 4.1 The Company determines the guideline for transparent and verifiable stake holding management, particularly in consideration of related transactions between the Company and stakeholder or related party.
- 4.2 Upon occurrence of the said event, the stakeholder of that issue shall immediately report the Company for acknowledgement and not participate in considering or voting in such issue.

5. Implementation for Interconnected Transactions

In case where it is the commercial transaction with general commercial term, the said transaction shall be performed on Fair and at arms' length basis. The Company shall determine the framework of performing such transaction which is considered and approved by the Audit Committee prior to proposal to the Board of Directors for approval consideration as principle. The Management Department can approve performing such transaction if the commercial agreement of such transaction is in the similar nature as reasonable man should perform with the general contractual party under the same situation with commercial bargaining power which is free from influence in the status

of director, executive, connected party of the Company or related party. The director with gain and loss shall abstain voting in such agenda. However, the Company shall prepare summary report of related party transaction performing to be reported in the Meeting of the Audit Committee of the Company and the Meeting of the Board of Directors in every quarter.

In case where the Audit Committee is not expertise in considering the contingent related party transactions of the Company, the independent expert or auditor shall be provided to remark opinion about the said related party transactions in order to be applied as decision support for the Audit Committee and/or the Board of Directors and/or the Meeting of Shareholders as the case may be.

Part 3 The Role of Stakeholders

Key Concept: All stakeholders should be treated nicely and fairly by the Company in accordance with their respective applicable laws aiming to foster effective cooperation between the Company and its stakeholders to create organizational stability, financial wealth and business sustainability.

1. Code of Conduct for Stakeholders

Panjawattana Plastic has always recognized the importance of securing the rights for all stakeholders, while realizing that all supports and comments from stakeholders will bring the greatest benefits to the Company's business operations, management, and development. Hence, the Company has managed to comply with the relevant laws and regulations, ensuring that all stakeholder-related rights are fostered in the most efficient and reliable manner.



Shareholders: The Company will treat all shareholders nicely and equally, as part of the strategy to obtain the highest benefits for them. The Company will not

be committed to pursuing any action deemed to have abused or deprived the rights of shareholders



Employees: The Company has remained firm to provide all of its employees with competency development projects. Admittedly, all employees are considered valuable resources that will lead the Company to splendid business achievement. The working atmosphere will promote the effectiveness of teamwork and development of employees' competency to advance their careers and secure their occupational opportunities at the same time, guaranteed by appropriate remunerations rewarded for enhanced quality of operations and management, supported by the principles of occupational health and safety, where employees at all levels are expected to work together in harmony with equality and compassion.



Customers: The Company is strictly committed to bringing the highest satisfaction and confidence to all customers, who are always expected to be provided with excellent products and services developed under the principles of quality and safety to be available at affordable prices. As the development of product and service standards is anticipated, the Company also plans to maintain good relationship with its customers earnestly and consistently, while promising not to use the customer's information for organizational gains and benefits of others.



Partners and Creditors: The Company always takes into account the equality, fairness, and morality in running its business, while keeping benefits with partners and creditors by complying with relevant laws and stay away from being involved in corrupted actions and illegal conducts of all kinds. As part of the intention to maintain a concrete relationship with both business partners and creditors, in case where the Company may accidentally or unintentionally fail to comply with any obligation under the signed agreement, the Company will collaborate with its

partners and creditors to mutually seek the most effective solutions to solve an existing issue. In selecting a strategic partner, the Company has reiterated its intention to rely on suppliers and service providers by pursuing the operational procedures, procurement schemes, assessment of service providers, and development of service providers.



Competitors: The Company will cope efficiently and strategically with its competitors and promote fair competition in accordance with the international principles and under the framework of business competition laws. The Company will also adhere to the rules of fair competition, not causing any trade barrier or destroying any competitor's reputation.



Public Sector: The Company has been urged to pay closer attention to transparency and morality in dealing with government authorities and public officials in order to avoid any improper action that may ruin the Company's principles of good corporate governance, while being committed to pursuing the anti-bribery policies related to any government authority or public official considered the exploitation of business benefits and c ties.



Community, Society, and Environment: The Company has fostered a set of business policies with its earnest responsibility for the community, society and environment in terms of safety, quality of life, and conservation of natural resources. To make use of natural resources in an efficient manner, the Company's products, services, and operational procedures are developed in line with relevant rules, regulations, and standards required by globally renowned business organizations worldwide. Also, the Company has encouraged its employees to be more conscious of the community, society, and environment they live in, as part of the intention to promote a better quality of life for all Thai people.

2. Anti-Bribery and Corruption Policies

Panjawattana Plastic has strategically developed efficient anti-corruption measures and set out the principles of business ethics, supported by the morality and transparency in dealing with business transactions, officials, and organizations to avoid unfavorable actions that may cause conflicts with good management principles. The Company has always encouraged its employees to possess clear understanding on anti-bribery and corruption policies and practices through the launch of knowledge-based seminars and workshops. Anti-bribery and corruption policies consist of:

1. Corruption Risk Assessment – The Company will conduct this type of assessment on a yearly basis
2. Assessment Process for Corruption Risk: The Company schedules the regular assessment of corruption-derived risk at least once a year.
3. Monitoring Guidelines and Implementation Assessment for Anti-Bribery and Corruption – The Company has come up with strategic procedures described below:

- Encouraging executives and employees to prepare an assessment form in compliance with good corporate governance policies, codes of conduct, and anti-bribery and corruption measures on a yearly basis.
- Allowing the internal audit company to conduct its internal audit tasks to ensure effective risk management, good corporate governance, and productive suggestions on anti-bribery and corruption to be proposed to the Audit Committee accordingly.
- Conducting a regular review on anti-bribery and corruption measures prior to proposing to the Audit and Corporate Governance Committee in a timely and consistent manner..

3. Offense Reporting and Complaint Filing

The Company provides effective channels for offense reporting and complaint filing described as follows:

1. CG Report
Tel: 02-150-5988 or 034-839-130 ext. 153 and 176
E-mail: cgreport@pjw.co.th
2. Corporate Secretary Office or Internal Audit Office addressed to:
Panjawattana Plastic Public Company Limited
28 Moo 2 Rata II Road, Chai Mongkhon sub-district, Mueang Samut Sakhon district, Samut Sakhon province 74000
Tel: 02-150-5988 หรือ 034-839130 ext. 153 and 176
3. The Audit and Corporate Governance Commit
Email: Taxspecialist2007@yahoo.com
Secretary Audit and Corporate Governance Committee
Email: ac-secretary@pjw.co.th
Postal mail addressed to : Audit and Corporate Governance Committee
Panjawattana Plastic Public Company Limited
28 Moo 2 Rata II Road, Chai Mongkhon sub-district, Mueang Samut Sakhon district, Samut Sakhon province 74000

To report on offense or file a complaint, it is required to use polite statements to clearly identify facts or circumstances. The offense reporting and complaint filing will be considered with transparency and fairness under the management and supervision of the Audit and Corporate Governance Committee, where all information related to offense reporting or complaint filing cases will be maintained with confidentiality.

Part 4 Disclosure and Transparency

Key Concept: *The Company is required to disclose the significant information related to the Company's financial and non-financial transactions in an accurate and transparent manner based on the principles of convenient*

accessibility, absolute equality and enhanced trustworthiness

The Board of Directors of Panjawattana Plastic has always recognized the importance of disclosing accurate information on financial and non-financial transactions in a complete, timely, and transparent manner in accordance with the rules of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET) as well as other information that may have a potential influence on decision making of investors, shareholders, and stakeholders of the Company. Additionally, the Company has developed its policies to disseminate the information to its shareholders and investors as well as the general public through various communication channels developed by the Stock Exchange of Thailand (SET).

The Company has developed its website for all stakeholders to access the Company's information, with the disclosure of rules and guidelines for good corporate governance in accordance with relevant laws and regulations approved by the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC). The website also features the Company's annual reports, financial statements, good corporate governance policies and codes of conduct, measures against corruption cases, type of business operations, meetings of shareholders, news related to the Stock Exchange of Thailand (SET), media news, and details of members of the Board of Directors, executives, and investment groups of the Company.

Also, the Company has introduced its Investor Relations section served as a new contact channel, providing significant information on meetings of analysts and press conferences on the Company's performance. The newly developed channel also provides domestic and foreign investors with sufficient information regarding the Opportunity Day in order to report the Company's performance quarterly and annually. The Company has also made debut of newsletters for the press, investment promotion activities for Thailand-based investors, and visits to the Company.

The Board of Directors is responsible for the financial statements of the Company as well as the financial information appearing in the annual report. The financial statements are required to be prepared in accordance with generally accepted accounting standards applied in Thailand, while adopting appropriate accounting policies and practices in a consistent manner. The disclosure of information is sufficient and complete for the financial statements. In this regard, the Audit and Corporate Governance Committee will thoroughly review the quality of financial reports and internal control systems, including adequate disclosure of the related information in the notes to the financial statements to be reported to the Board of Directors.

Part 5 Responsibilities of the Board of Directors

Key Concept: *The Board of Directors is required to play an important role in corporate governance aiming for the highest benefits of the Company. The Board of Directors is directly responsible for coping with shareholders and liberated from the Management.*

1. Structure of the Board of Directors

The Company considers establishing the Board of Directors under appropriate structure. The nomination of experts with functional honesty, vision, competency and experience, and ability to devote time for the Company shall be considered in appointing the directors of the Company to fully function and independently make decision for maximum overall interests of the Company and shareholders.

The structure of the Board of Directors is diversified with profession and specialization in the fields of industry, accounting and finance, business, management, international marketing, strategy, crisis management, law, corporate governance, and gender. At present, the Board of Directors consists of 9 directors comprising of 5 executive directors and 4 independent directors. The term of office for each independent director is scheduled to be not more than 9 years. These independent directors may

be appointed to resume the office if the Board of Directors deems that it is appropriate.

According to the Company's regulations, for every annual general meeting, at least one third of the members of the Board of Directors are due to be retired. In case where the number of members of the Board of Directors cannot be divided into three parts, it is required to remain the number closest to one-third. Members of the Board of Directors who will be retired in the first year and the second year after the registration are required to draw tickets for resignation. For the following year, members of the Board of Directors who have been in place for the longest period of time are required to be retired. However, the retiring directors may be re-elected.

Additionally, the Board of Directors has been required to appoint a subcommittee consisting of the Audit and Corporate Governance Committee, Risk Management Committee, Nomination and Remuneration Committee, and executive board to perform specific duties and propose certain issues to the Board of Directors for consideration or acknowledgment. Such committees possess the rights and duties as determined by the authorities of each committee.

The Board of Directors possesses a set of policies mentioning that the Chairman and Chief Executive Officer must not be the same person in order to clarify responsibilities of the regulator. The Company has clearly defined the responsibilities of the Board of Directors, with effective operational and management power. The Board of Directors is required to be responsible for policy formulation and oversight of executive management at the policy level, while the Company's executives are set to manage the organization in various extents to be in accordance with the policies set by the Chairman of the Board of Directors and Chief Executive Officer to be a different person.

To effectively implement good corporate governance, the Board of Directors of the Company has set policies, stating that each director cannot serve more than five other listed directors, chief executive officers, and senior executives of the Company. A maximum of five directors may be appointed by the Board of Directors, excluding the subsidiaries. This must initially be approved by the Board of Directors.

The Board of Directors has appointed the Company's Secretary to provide legal advices and rules. Members of the Board of Directors must recognize and oversee all activities practiced by the Board of Directors, including coordination to abide by the board resolutions as well as other duties and responsibilities in accordance with the rules and regulations set forth by the Securities and Exchange Act.

2. Roles and Responsibilities of the Board of Directors

The Board of Directors is responsible for conducting regular reviews and approving important matters regarding the Company's business operations, varying in the review and approval of visions and missions, financial goals, risk management strategies, organizational plans, and investment budgets to supervise the management to operate effectively and efficiently according to the Company's policies and plans.

- Separation of Duties between Policy Formulation and Routine Administration

The Board of Directors has determined the levels of roles and responsibilities in setting corporate governance policies as well as day-to-day management strategies. As the Chairman and Chief Executive Officer are elected by the Board of Directors, the Chairman and Chief Executive Officer cannot be the same person. They are considered leaders and key players in making decisions on corporate policies. Consequently, the Board of Directors' meeting has been required to consider and set business goals with

the Management aiming to manage and supervise the Board of Directors' meeting efficiently and effectively by encouraging all members of the Board of Directors to participate in the meeting and express their opinions independently. The Chairman has been expected to chair the Company's meeting of shareholders. The Chairman is not required to participate in day-to-day management, but is anticipated to offer a continuing support and guidance to the Management through the Chief Executive Officer. At the same time, the Chief Executive Officer is responsible for managing the Company within the authority delegated by the Board of Directors (details of roles and responsibilities of the Chief Executive Officer are required to be disclosed under the Management Structure).

- Corporate Governance Policy

The Company has established its corporate governance policies in a written form, where the Board of Directors is required to grant its approval for such policies. The Board of Directors will regularly review policies and implementation of policies. Meanwhile, the Company is required to communicate with everyone in the organization to foster a better understand towards the corporate governance policies aiming to encourage them to strictly pursue the policies. Following the Board of Directors' meeting No. 1/2013 held on February 20, 2013, the resolution had approved the Audit Committee to be renamed as the Audit and Corporate Governance Committee to play its pivotal roles in promoting, studying, revising, evaluating, and reviewing corporate governance guidelines as well as business ethics practices of the Company, complying with the rules established by the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC).

- Code of Conduct

The Board of Directors always adheres to correct and unbiased business practices. The Company has

strategically developed its code of conduct policies served as practical guidelines for business excellence fostered by members of the Board of Directors, executives, and employees, which can reflect the Company's business transparency and morality for stakeholders and everyone involved in the Company's business operations, while being able to prevent conflicts of interests. The use of internal information and the confidentiality of information can ensure massive benefits for internal control, intellectual property, and information technology and communications.

The Company has notified all members of the Board of Directors, executives, and employees to strictly adhere to such guidelines.

– Conflict of Interest

The Board of Directors has set its policies on conflicts of interests based on the basic principles that business activities must be carried out for the best interests of the Company, while being able to avoid any conflict of interest, where members of the Board of Directors, executives, and employees must review and prevent conflicting interests on a regular basis. In addition, the Company possesses a strong relationship with its subsidiaries, particularly in considering business transactions. The Company has also been urged to determine who is involved in items required to be acknowledged and considered as well as those who must not participate in the consideration or possess no authority to authorize the business transactions, including the transactions considered by the appropriateness of prices and terms associated with outsiders.

The Audit and Corporate Governance Committee will propose all related transactions to the Board of Directors, including transactions with conflicts of interests. This has been considered in a highly cautious manner complying with the rules of the Stock Exchange of Thailand (SET),

which will also be disclosed in the annual report and the Annual Registration Statement (Form 56-1).

The Board of Directors and executives of the Company, including their spouses and children under the age of majority, are required to keep the Company informed about the change in holding of the Company's securities. The change is also required to be reported to the Securities and Exchange Commission (SEC) under Section 59 of the Securities and Exchange Act, B.E. 2535 (1992) within three (3) business days following the date of purchase, sale, or transfer. No members of the Board of Directors or executives are allowed to disclose the internal information to any third party or unauthorized person. Trading of securities is required to be completed within one (1) month before the financial statements are made available to the public and at least three (3) days following the dissemination of such information in order to prevent misuse of such information.

– Internal Control

The Board of Directors has recognized the importance of supervising the internal control system at both operational and management levels. The internal control system is an important mechanism developed to ensure quality management to reduce possible business risks and enable effective business operations by appropriately allocating resources and achieving the targeted goals, while protecting properties from being damaged or leaked. This will help everyone in the organization to comply with relevant laws and regulations as well as secure their investment plans efficiently and appropriately. As a consequence, the Company has set its obligations to empower executives and administrators in a clear written form. It effectively controls the use of the Company's assets for the highest benefits of the Company.

The Board of Directors has assigned the Audit and Corporate Governance Committee to review the suitability

and effectiveness of the internal control system provided by the Management, including the preparation and review of internal control systems, financial reporting policies, and operational insights as well as risk management strategies determined to focus on early warning signs and unusual incidents.

The Internal Audit Agency is responsible for reviewing and evaluating the Company's both financial transaction and non-financial information. The agency is also required to assess the adequacy of the internal control system at least once a year to ensure the system in place can perform its functions efficiently and appropriately at all times. Meanwhile, the agency has to review the compliance of various internal regulations to ensure that the Company has fully complied with relevant rules and regulations, while offering concrete supports to corporate governance policies by reporting the evaluation results directly to the Audit and Corporate Governance Committee.

– Risk Management

The Board of Directors has evolved effective risk management policies to ensure safety and security of the organization as a whole. Risk Management Committee is involved mainly in monitoring and managing risks that can possibly take place anytime. At present, the Company has appointed the Risk Management Committee to ensure that the Company's risk management is maintained and managed in the most effective manner in accordance with the well-developed risk management policies. In case of difficulties, the Company must apply its productive measures to manage and control existing risks. The Risk Management Committee is required to fully understand the causes of risks and apply corrective actions to cope efficiently with their consequences. This will clearly result in huge benefits provided for the Company, creating new business opportunities that will add a greater value to the organization.

– Report of the Board of Directors

The Board of Directors is responsible for the Company's financial statements by assigning the Audit and Corporate Governance Committee to review financial reports and ensure that financial reports are prepared in an accurate and consistent manner in accordance with generally accepted accounting standards. The Company discloses important information in a transparent and sufficient manner. The accounting department and the auditor are required to collaborate with each other to submit the financial reports to the Board of Directors on a quarterly basis. The Board of Directors is responsible for reviewing the financial statements of the Company, including financial information (Report of the Board of Directors' Responsibilities for Financial Statements) as appeared in the annual report. The financial statements are prepared in accordance with financial reporting standards and they should be verified by the Company's auditor who will be responsible for the Disclosure of important information, both financial and non-financial, based on complete and accurate facts.

3. Meeting of the Board of Directors

The Board of Directors will schedule its meeting in advance each year to allow all members of the Board of Directors to allocate time and be prepared to participate in the meeting in every 3-month period, where additional meetings may be required. With clear agendas, documents must be submitted at least within five (5) business days prior to the actual meeting date. In case where any urgent case may arise, the Board of Directors is allowed to call an urgent meeting as necessary, where the minutes of the meeting and the collection of certified reports for reference and verification will be recorded. In addition, the Company has prepared its performance report to be submitted to the Board of Directors on a monthly basis as member of the Board of Directors can consistently monitor the performance of the Management.

At the meeting, the Chairman of the Board and Chief Executive Officer jointly set the agendas and consider each agenda of the Board of Directors' meeting by providing each member of the Board of Directors with the opportunity to come up with various topics to be considered as meeting agendas.

In consideration of various matters, the Chairman of the Board will provide members of the Board of Directors with the opportunity to propose comments freely. The resolution of the Board of Directors' meeting is required to be passed by majority votes, where one member possesses one vote. The Company has completed its quorum, at the time of the resolution, of not less than two-thirds of the total number of the Board of Directors.

All members of the Board of Directors possess the right to inspect and verify all meeting documents and other important documents. In case where any inquiry is raised by any member of the Audit and Corporate Governance Committee, the Board of Directors and the Management of the Company must respond promptly and as fully as possible.

In case where the Board of Directors may disagree with any resolution, the Board of Directors can ask the Company's Secretary to record the objection in the minutes of the meeting or file a statement of objection to the Chairman of the Board.

At each meeting of the Board of Directors, the Company's Secretary is required to attend the meeting and propose all agendas to the Chairman of the Board for final approval.

4. Remuneration

The Nomination and Remuneration Committee is responsible for determining the Board of Directors' remuneration by considering the performance and responsibilities of each member of the Board of Directors, comparing to the remuneration offered to the Board of Directors and executives of other listed companies. The Board of Directors' remuneration will be paid on a yearly basis. The Company has issued its policies to pay the remuneration to the senior management, namely the Chairman of the Executive Committee and the Chief Executive Officer, approved by the Nomination and Remuneration Committee. The rates should be competitive comparing to entrepreneurs of the same business in order to maintain the quality of management. The Chairman of the Board and the Chief Executive Officer will be eligible to receive additional compensation according to their further assigned duties and responsibilities.

5. Knowledge Development for the Board of Directors and Secretary

The Company has encouraged its Board of Directors, executives, and secretary to attend training courses and seminars that are beneficial to them. The training programs and seminars are organized by the Thai Institute of Directors, the Stock Exchange of Thailand (SET), the Securities and Exchange Commission (SEC), and other independent agencies throughout the year. The Board of Directors, approved by the Thai Institute of Directors (detailed in the profile of each member of the Board of Directors), is required to make a visit to the production plant at least once a year to encourage the exchange of business insights between members of the Board of Directors and top executives.

6. Self-Assessment of the Board of Directors

The Board of Directors has been urged to participate in a self-assessment program to evaluate its performance. Expected to be conducted on a yearly basis, the results obtained from self-assessment will help improve the efficiency of operations and management. The self-assessment form has been approved by the Stock Exchange of Thailand (SET).

In evaluating the performance of members of the Board of Directors and Subcommittee, it is required to rely on the following criteria.

1. Performance Evaluation of the Board Committee
 - Structure and qualifications of the Board
 - Roles and responsibilities of the Board
 - Board Meetings
 - Acting Director
 - Relationship with the Management
 - Self-development of directors and executives
2. Performance Evaluation of the Subcommittee
 - Structure and qualifications of the Board
 - Board Meetings
 - Roles and responsibilities of the Board
3. Performance Evaluation of individual board member
 - Structure and qualifications of the Board
 - Board Meetings
 - Roles and responsibilities of the Board

For each topic, the Subcommittee will be required to cast votes, where the scores will be taken as the average rating of the entire Board. The evaluation criteria will be calculated and summed up in percentage of the total score for each topic.

- Above 85% = Excellent
- Above 75% = Very good
- Above 65% = Good
- Above 50% = Fair
- Below 50% = Poor

**Performance Evaluation Report
of the Board of Directors for 2018**

Description	Assessment	
	Result	Criteria
The Board of Directors	90.83	Excellent
The Audit and Corporate Governance Committee	95.68	Excellent
The Risk Management Committee	90.00	Excellent
The Nomination and Remuneration Committee	97.50	Excellent

7. Performance Evaluation of Chief Executive Officer

The Board of Directors Is an annual assessment of the performance of the Chief Executive Officer on an annual basis By using the evaluation form of the Chief Executive Officer of the Stock Exchange of Thailand And use the index to measure the success of the organization compared to the achievement of goals and annual plans Core Competency, Managerial Competency through the nomination and remuneration committee And report the evaluation results and opinions of the directors to the Chief Executive Officer to acknowledge for further improvement and development

8. Succession Planning for Senior Executives

The Board of Directors Has given priority to the establishment of a succession plan and an executive development plan for the succession of the senior management positions of the company in order to be able to continuously manage the work and be able to select personnel with competency and competency Ready to hold such important positions By applying the career management principles and the succession plan (Talent Management and Succession Plan) by the Nomination and Remuneration Committee Has established written

procedures and guidelines for directors and high-level executives In order to be informed and understand the scope of development in order to grow steadily and sustainably with the company Which will enable the company to achieve strategic goals efficiently and effectively

Methods and criteria for recruiting directors and high-level executives as follows :

- 1) The Board of Directors is required to determine the executive development plan.
- 2) The Nomination and Remuneration Committee is required to indicate the knowledge, ability, and experience required for the position, where qualified candidates are expected to perform their functions efficiently for each task.
- 3) The Chief Executive Officer is required to evaluate performance and knowledge of executives with the required competency regarding individual development plans.
- 4) The Chief Executive Officer is required to review and summarize the results of the succession planning of Chief Executive Officer on a yearly basis.

Subcommittee

The Board of Directors Attach importance to good corporate governance With the establishment of a sub-committee consisting of the Audit and Corporate Governance Committee Risk Management Committee Nomination and Remuneration Committee and Executive Committee By the sub-committee and the management of the company, consisting of qualified persons with qualifications as specified in Section 68 of the Public Company Limited Act BE 2535 and the relevant Capital Market Supervisory Board The management structure of the Board of Directors must have a variety of skills, including industrial skills. Financial accounting, business management International marketing, strategic management, legal and corporate governance issues The Board of Directors has determined the scope of authority and responsibility of each committee to review and assign effective policies according to the roles and responsibilities under the Company's good corporate governance.

Audit and Corporate Governance Committee

As of December 31, 2018, the Audit and Corporate Governance Committee consisted of three (3) independent directors.

Name	Position	Attendance (time)
1. Miss Charanya Sangsukdee	Chairman of Audit Committee	6/6
2. Assoc. Prof. Dr. Aekkachai Nittayakasetwat	Audit Committee Member	6/6
3. Mr. Natthawut Khemayotin	Audit Committee Member	6/6

Ms. Supattra Nijjaya acted as Secretary to the Audit and Corporate Governance Committee.

The three members of the Audit and Corporate Governance Committee are highly specialized in accounting, taxation, financial management, and risk management and experienced in reviewing the financial statements. In 2018, six board meetings were held to review quarterly financial statements and annual financial statements.

Term of Audit and Corporate Governance Committee

1. Chairman of the Audit and Corporate Governance Committee –3 years
2. Members of the Audit and Corporate Governance Committee – 3 years

Upon the completion of the term, the retired Chairman and members of the Audit and Corporate Governance Committee are allowed to be reappointed in addition to the termination of the term mentioned above. The Chairman and members of the Audit and Corporate Governance will vacate upon the following cases.

1. Resignation
2. Death
3. Lack of qualifications under the required rules and regulations.
4. The Board of Directors has resolved to vacate the term.

Any member of the Audit and Corporate Governance Committee expected to resign is required to announce the resignation in a writing notice to be submitted to the Chairman of the Board. The Audit and Corporate Governance Committee expecting to resign prior to the end of the term is required to submit a resignation letter to the Company within no less than thirty (30) days in advance and provide reasons for the Board of Directors to consider the appointment of another qualified member to replace the resigned position. The Company must notify the resignation and submit a copy of the letter of resignation to the Stock Exchange of Thailand (SET) as

the member of the Audit Committee and the Corporate Governance Committee is withdrawn before the termination of the term.

In case where the position is vacant for other reasons regardless of the expiration of the term, the Board of Directors is required to appoint a qualified person to substitute the member of the Audit and Corporate Governance Committee within three (3) months following the date when the number of audit committee members becomes incomplete in order to ensure consistent performance of the Audit and Corporate Governance Committee

Roles and Responsibilities of the Audit and Corporate Governance Committee

1. Review the Company's financial reporting processes properly and adequately.
2. Review the Company's internal control system and internal audit system to ensure that they are maintained in an efficient and suitable manner, while considering the independence of the internal audit unit as well as approving the appointment, transfer, and dismissal of the chief of the internal audit unit or any other agency responsible for internal audit.
3. Consider, comment, and keep an eye on the budget and strength of the internal audit agency.
4. Review the Company's continuous improvement of good corporate governance, including necessary guidelines and recommendations for development as well as encourage the Company to set good corporate governance policies.
5. Review the Company's risk management procedures in an appropriate standardized system.
6. Cooperate with the Risk Management Committee and Risk Management Working Group to consider the Company's risk management report.
7. Review the Company's compliance with the Securities and Exchange Act, B.E. 2535 (1992), Stock Exchange of Thailand (SET)'s regulations and other relevant laws.
8. Consider, select, nominate, and dismiss any person acting as the Company's auditor and propose the compensation of such person at least once a year.

9. Consider interconnected transactions or other transactions that may have conflict of interest to comply with the laws and regulations established by the Stock Exchange of Thailand (SET).

10. Prepare a report of the Audit and Corporate Governance Committee to be disclosed in the Company's annual report. The report must be signed by the Chairman of the Audit and Corporate Governance Committee and must contain the following information:

(A) An opinion on the accuracy, completeness, reliability and reliability of the Company's financial report;

(B) An opinion on the adequacy of the Company's internal control system;

(C) An opinion on the compliance with the Securities and Exchange Act, B.E. 2535 (1992), Stock Exchange of Thailand (SET)'s regulations and other relevant laws;

(D) An opinion on the suitability of the auditor;

(E) An opinion on the transactions that may lead to conflicts of interests.

(F) Number of meetings of the Audit and Corporate Governance Committee and the attendance of each member attending the meetings;

(G) Comments on the overall aspects and performances of the Audit and Corporate Governance Committee appointed by the Charter;

(H) Other items that shareholders and investors should be informed under the scope of duties and responsibilities assigned by the Board of Directors;

11. Supervise the process of offense reporting and complaint filing not complying with the code of conduct or corporate governance policies to assure that the Company has efficiently applied the independent investigation process.

12. Monitor special investigations as necessary.

13. In the event of the following items or actions, the Audit and Corporate Governance Committee should report to the Board of Directors to carry out the amendment within the specified period of time deemed appropriate by the Audit Committee and the Corporate Governance Committee.

(A) Conflict of Interest;

(B) Fraud or irregularity or defect in the internal control system;

(C) Violation of the Securities and Exchange Act Stock market requirements or laws related to the business of the company.

14. Consider and review the charter of the Audit and Corporate Governance Committee at least once a year to cover obligations under the principles of good business practices expected to be achieved by the Board.

15. Perform other duties as assigned by the Board of Directors with the approval of the Audit and Corporate Governance Committee.

In accomplishing the above-mentioned requirements, the Audit and Corporate Governance Committee is directly responsible for the Board of Directors' resolutions as well as the Company's operations related to other third parties.

Risk Management Committee

The Board of Directors of Panjawattana Plastic Public Company Limited always recognizes the importance of promoting risk management throughout the organization and establishes the Risk Management Committee consisting of at least three independent directors and two high-ranking executives. The Risk Management Committee has been expected to review and monitor risk factors and impacts that may cause to the Company, providing financial, operating, environmental, and legal marketing advices, which include the formulation of policies and supervision of the risk management system to minimize the impact on the Company's business. Scopes of roles and responsibilities indicate that the Risk Management Committee is required to perform its duties effectively as assigned by the Board of Directors.

As of December 31, 2018, the Risk Management Committee was composed of six (6) members.

Name	Position	Attendance (time)
1. Assoc. Prof. Dr. Aekkachai Nittayagasetwat	Chairman of the Risk Management Committee / Independent Director	2/2
2. Ms. Charanya Sangsukdee	Director of the Risk Management Committee / Independent Director	2/2
3. Mr. Nattawut Khemayothin	Director of the Risk Management Committee / Independent Director	2/2
4. Mr. Wiwat Hemmontharop	Director of the Risk Management Committee	2/2
5. Mr. Satit Hemmondharop	Director of the Risk Management Committee	1/2
6. Dr. Pirun Hemmontharop	Director of the Risk Management Committee	2/2

Mrs. Prim Chaivat acted as Secretary to the Risk Management Committee.

Term of Risk Management Committee

Members of the Risk Management Committee Member are expected to be in the position for a period of three (3) years. Similarly, the retired members can be re-elected. The Risk Management Committee is directly responsible for the Board of Directors and possesses the authority and duties as assigned by the Board of Directors.

Roles and Responsibilities of the Risk Management Committee

1. Define the risk management policy and the overall risk management frameworks of the company, including the risk management plan and prepare the risk management report. This covers various risks that influence the Company's goals and operations.

2. Consider and approve the risk appetite and propose to the Board of Directors for acknowledgment.

3. Acknowledge and comment on the results of risk assessment and risk management measures to ensure that the Company has sufficient and appropriate risk management procedures.

4. Provide supports for successful corporate risk management and suggestions on how to protect and reduce the level of risk to an acceptable level.

5. Monitor and evaluate the Company's performance in accordance with the defined risk management policies and plans to allow the system to perform efficiently.

6. Provide advices and supports for the Board of Directors, the Management, and the Risk Management Working Group.

7. Report on the organizational development, including the status of risk, guidelines for risk management, and results of risk management to be proposed to the Board of Directors in a regular manner.

8. Provide feedbacks and suggestions for using services provided by the third parties to ensure independent advices on the scopes of operations to manage risk management efficiently and appropriately.

9. Review risk management policies and plans to be consistent with changes influenced by both internal and external factors.

10. Review and revise the charter to be appropriate and consistent with the business environment and/or applicable to regulatory agencies to be proposed to the Board of Directors.

11. Possess the authority to appoint working groups or additional personnel as well as employ outside experts when necessary to stimulate effective risk management and prevent possible risks that may occur.

12. Perform other duties related to risk management as assigned by the Board of Directors.

13. Prepare an annual performance report on a yearly basis.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee (NRC) was established in accordance with the resolution of the Board of Directors' Meeting No. 6/2557, held on November 12, 2014. The Company has developed its recruitment criteria for selecting the right person to be in charge of the Board of Directors and the Chief Executive Officer in accordance with good corporate governance principles.

The Nomination and Remuneration Committee is required to consist of fully qualified members under the requirements of the Notification of the Capital Market Supervisory Board. It consists of not less than three (3) directors with more than half of the independent directors. Meanwhile, the Chairman of the Nomination and Remuneration Committee must be an independent director.

As of December 31, 2018, the Nomination and Remuneration Committee had three (3) members detailed below:

Name	Position	Attendance (time)
1. Dr. Damri Sukhothanang	Chairman of the Nomination and Remuneration Committee / Independent Director	1/1
2. Mr. Nattawut Khemayothin	Director of the Nomination and Remuneration Committee / Independent Director	1/1
3. Mr. Wiwat Hemmontharop	Director of the Nomination and Remuneration Committee	1/1

Mr. Wassapol Phawatwong acted as Secretary to the Nomination and Remuneration Committee.

Term of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee is required to be in the position for a period of three (3) years. The members of the Nominating and Remuneration Committee who are retired can be re-elected. The Nomination and Remuneration Committee is directly responsible to the Board of Directors and has the roles and responsibilities as assigned by the Board of Directors.

Roles and Responsibility of the Nomination and Remuneration Committee

1.1 Nomination

1.1.1 Consider the composition of the Board to suit the organization and condition in accordance with the changing business environments.

1.1.2 Define rules, policies, and procedures for the Nomination and Remuneration Committee, the Subcommittee, and the Chief Executive Officer of the Company to conform to the organizational structure.

1.1.3 Consider and select qualified candidates in the case that the position has become vacant to be proposed to the Board of Directors for approval prior to proposing to the meeting of shareholders for the approval of the appointment of a new director

1.1.4 Facilitate minority shareholders in nominating a person to be appointed as a new director prior to the annual meeting of shareholders.

1.1.5 Provide a succession plan for the Chief Executive Officer and review the plan on a regular basis.

1.1.6 Foster the development plan for members of the Board of Directors and determine roles and responsibilities of the Board of Directors based on the principles of good corporate governance.

1.2 Remuneration

1.2.1 Define compensation structure and other benefits, both monetary and non-monetary, to be

proposed to the Board of Directors and the Chief Executive Officer of the Company.

1.3 Other Roles and Responsibilities

1.3.1 Appoint a permanent advisor and/or employ a project consultant to provide advices on the performance of duties and responsibilities when necessary and appropriate. The Nomination and Remuneration Committee can determine the advisor's remuneration at the expense of the Company deemed necessary and appropriate.

1.3.2 Review and revise the Charter of the Nomination and Remuneration Committee in line with the existing situations to be proposed to the Board of Directors for approval.

1.3.3 Perform any other work related to nomination and remuneration of the Board of Directors and the Chief Executive Officer.

1.3.4 Encourage the Chairman of the Nomination and Remuneration Committee to attend the annual general meeting of shareholders.

1.3.5 Prepare an annual performance reports on a yearly basis.

Executive Committee

As of December 31, 2018, the Executive Committee was established with four (4) members specified as follows:

1. Mr. Wiwat Hemmontharop
Chairman of the Executive Committee
2. Mr. Sathit Hemmontharop
Director of the Executive Committee
3. Mrs. Malee Hemmontharop
Director of the Executive Committee
4. Dr. Pirun Hemmontharop
Director of the Executive Committee

Mrs. Prim Chaivat acted as Secretary to the Executive Committee.

Term of the Executive Committee

The Executive Committee has been expected to remain in the position for a period of three (3) years and a retired member can be re-elected.

Roles and Responsibilities of the Executive Committee

The Executive Committee possesses the roles and responsibilities to manage the Company's normal business affairs and administration to be proposed to the Board of Directors for consideration and approval, including the monitoring of the Company's performance in accordance with the policies and measures established by the Board of Directors. Key roles and responsibilities are explained below:

1. Operate and manage the Company's business in accordance with the objectives, regulations, policies, rules, regulations, orders, and resolutions of the Board of Directors' meeting and the meeting of shareholders.

2. Consider the proposal of management and establish organizational structures, policies, directions, and business strategies, while being able to generate the development of budget plans, human resources management, and information technology investment to be proposed to the Board of Directors for further consideration.

3. Possess the authority to appoint the subcommittee and or a working group for the operations and management of the Company to achieve the targeted organizational goals.

4. Monitor the Company's performance in accordance with the policies approved by the Board of Directors and supervise the operations to be maintained with quality and efficiency.

5. Consider the allocation of annual budget in accordance with the management before being proposed to the Board of Directors for consideration and approval.

6. Possess the authority to approve financial expenditures in accordance with the Company's normal aspect of business. Each transaction is required to be implemented within thirty (30) million baht or not exceeding the budget approved by the Board of Directors.

7. Approve major capital expenditures determined by the allocation of annual budget delegated or approved by the Board of Directors in principle.

8. Approve the borrowing credit limit for any loan within a period of not more than five (5) years or not exceeding thirty (30) million baht, not exceeding the budget approved by the Board of Directors.

9. Consider entering into a contract with respect to the normal business operations of the Company. The term of the contract or agreement should not exceed eight (8) years, where each transaction should not exceed the value of one-hundred (100) million baht or not exceeding the budget approved by the Board of Directors.

10. Possess the authority for the appointment, commissioning, transfer, termination, wage determination, compensation, and bonus expected to be paid to the Chief Executive Officer.

11. Possess the authority to delegate its power to one or more than one person under the control of the Executive Committee.

12. Take any other actions as assigned by the Board of Directors on a regular basis.

The delegation of authority and responsibility of the Executive Committee is dissimilar to the power of attorney or delegation of authority over which the delegate of the Executive Board can approve the transaction on which he or she may be in conflict (as defined by the Notification of the Capital Market Supervisory Board and/or the Stock Exchange of Thailand (SET) and/or related entities)

Nomination and Appointment of Directors and Top Executives

● The Independent Director

The Company determines the composition of the Board of Directors to comprise of at least one-third of the total number of members of the Board of Directors.

Criteria for the appointment of independent directors will be based on the Company's Board of Directors in accordance with the Public Limited Company Act, the Securities and Exchange Act, and other relevant regulations. Independent directors are expected to possess qualifications, specialization, and experience

appropriate for the meeting of shareholders. If an independent director is vacated prior to the expiration of the term, the Board of Directors may appoint an independent director who has the qualifications specified above to assume the position.

The Board of Directors has determined the qualifications of independent directors as follows:

1. Hold not more than 1.0% of the total voting shares of the Company, its parent company, subsidiary company, associated company, major shareholder or the controlling person of the company, including the shareholding of related persons of the independent director.

2. Not considered a member of the management team, a consultant with a regular salary or the controlling authority of the Company, its parent company, its subsidiaries, affiliated companies, subsidiaries, major shareholders or of the controlling person of the Company, unless it has ceased to exist at least two (2) years prior to the date of being appointed as an independent director.

3. Possess no blood relationship by legal registration in the manner of a parent, spouse, sibling, and child, including the spouse of a child, an executive, a major shareholder's controlling authority or the person who will be proposed to be the executive or controlling person of the Company or its subsidiaries.

4. Never have a business relationship with the Company, parent company, subsidiary, associated company. Major Shareholders or the controlling authority of the company in a manner that may interfere with the exercise of independent judgment or a significant shareholder or controlling persons of persons having business relationships with the Company, parent company, subsidiary company, associated company, major shareholder or the controlling authority of the company, unless it has ceased to exist at least two years prior to the date of being appointed as an independent director.

5. Not being the auditor of the Company, parent company, subsidiary company, associated company, major shareholder, or the controlling authority of the

Company and is not considered a significant shareholder, controlling authority, or partner of the audit firm.

6. Not being or being a professional service provider, including providing legal advice or financial advisory services. The service fee is more than two (2) million baht per year obtained from the parent company, subsidiary company, associate company, major shareholder or the controlling authority of the Company and is not considered a significant shareholder, controlling authority or the partner of the professional service provider, unless it has ceased to exist at least two (2) years prior to the date of being appointed as an independent director.

7. Not being a director appointed to represent the Company's directors or persons related to major shareholders.

8. Never engage in business that has the same conditions or be considered a significant competitor to the business of the Company or its subsidiaries.

9. Never possess any characteristic that makes it impossible to express independent opinions about the Company's operations.

The independent directors will review and certify their independence at least once a year, together with a report on the Board of Directors' background at the end of the year for the preparation of the annual registration statement (Form 56-1) and the annual report of the Company.

● **The Board of Directors**

At the Board of Directors' Meeting No. 6/2557, dated November 12, 2014, the resolution was passed at the meeting to set up the Nomination and Remuneration Committee to be responsible for selecting the appropriate person to be the Board of Directors. The Company has recruited its directors by the major shareholders and/or major shareholders' representatives and/or qualified members of the relevant departments, directors, independent directors, and the Management of the company featured as follows.

1. Possess the qualifications complying with the Public Limited Company Act, the Securities and Exchange

Act, rules of the Securities and Exchange Commission, rules of the Stock Exchange of Thailand and principles of good corporate governance.

2. Have the knowledge, ability and experience in various professional fields to be useful and add value to the company.

3. Support and promote the operation of corporate governance to create value for the Company to perform duties with responsibility.

Selection and appointment of directors is in accordance with the procedures set out in the Company's Articles of Association. And the appointed directors must be approved by the shareholders meeting. The resolution of the shareholders' meeting requires the majority votes of the shareholders who attend the meeting and have the right to vote

1. The Board of Directors of the Company is composed of not less than 5 members. And not less than half of all directors must reside in the Kingdom.

2. The meeting of shareholders shall elect the directors in accordance with the following rules and procedures:

(1) A shareholder has one vote equal to the number of shares he holds.

(2) Each shareholder shall exercise his or her votes, elect one or several persons as directors. In case of the election of several persons, the number of votes for each director cannot be divided.

(3) The person receiving the highest number of votes will be elected as a director

3. Possess at least one third of the Board of Directors. In case where the number of directors cannot be divided into three parts, it is issued by the number nearest to one-third.

Directors who will be retired in the first year and the second year after the registration of the Company will be required to draw a ticket to be resigned in the following year. The member of the Board of Directors who is in the longest position is the one who will resign from the position. The retired directors may be re-elected.

4. Any director who resigns shall submit a resignation letter to the Company. Resignation is effective from the date the letter leaves the Company.

5. In case where the position of the director is vacant for any reason other than the expiration of the term, the board may select a qualified person without any prohibited characteristic under the Public Limited Company Act and the Securities and Exchange Act to be effective on the next Board meeting, unless the director's term is less than two (2) months, the person who becomes the replacement shall be in office only for the remaining term of the replaced director.

The resolution of the committee under paragraph one shall consist of votes of not less than three-fourths of the number of remaining directors.

6. The shareholders' meeting may elect a director to retire before the expiration of his term by not less than three-fourths of the total number of shareholders attending the meeting and having the right to vote. And there are not less than half of the shares held by the shareholders who attend the meeting and have the right to vote.

● **The Audit and Corporate Governance Committee**

The meeting of the Board of Directors or shareholders (as the case may be) is required to appoint at least three members of the Audit and Corporate Governance Committee to serve as the members of the Audit and Corporate Governance Committee. Each Audit and Corporate Governance Committee member must be an independent director. It must not be a director assigned by the Board of Directors. The Audit and Corporate Governance Committee must possess qualifications in accordance with the Securities and Exchange Act as well as the regulations of the Stock Exchange of Thailand which prescribe the qualifications and scope of work of the Audit and Corporate Governance Committee.

At least one member of the Audit and Corporate Governance Committee must have sufficient knowledge or experience in accounting or finance to be able to review the reliability of the financial statements.

- **The Nomination and Remuneration Committee**

The Board of Directors is responsible for appointing a Nomination and Remuneration Committee composed of not less than three directors with more than half of the independent directors. And the Chairman of the Nomination Committee must be an independent director, nomination and remuneration committee member must have knowledge and experience beneficial to the performance of duties as a member of the Nomination and Remuneration Committee, including knowledge of corporate governance, be neutral and independent of the good corporate governance principles of recruiting and nominating candidates for the position.

- **The Risk Management Committee**

The Board of Directors is responsible for appointing a Risk Management Committee to assist the Board in overseeing various levels of risk management within the organization to ensure that the management responsible for the organization's risk management functions. The risk management system effectively and comprehensively covers all risks associated with the organization's business operations. The Risk Management Committee consists of: At least 3 independent directors and senior executives, but should not be less than two (2) members.

- **The Executive Committee**

The Company has developed its policies to recruit executives by selecting qualified, knowledgeable, and experienced people in accordance with human resource management regulations and it must be approved by the Board of Directors and/or the person assigned by the Board of Directors.

The Board of Directors will consider the appointment of the Chief Executive Officer required to be approved by the Board of Directors. The appointment of a supervisor or a person to be responsible for internal audit and control as well as the approval of the Audit and Corporate Governance Committee are required.

Holding Position in Other Companies

The Company has established a policy on holding company positions in other companies (including the Chief

Executive Officer) to comply with good practice established or recommended by regulatory requirements to serve as directors in other listed companies of not more than five (5) companies.

In addition, the Company has set internal guidelines in which positions in which the directors must notify in advance of receiving any other position in the company to the Audit and Corporate Governance Committee. This will determine the appropriateness and compliance with the rules and the company secretary is responsible for informing the position of each director so that the Board of Directors will be informed. Shares are acknowledged in the annual report and for holding director positions in other companies or organizations of top executives since the Executive Vice President (including the Chief Executive Officer) is required to obtain approval from the Board of Directors.

Development of Knowledge for the Board of Directors and High-Ranking Executives

The Board of Directors is responsible for promoting and facilitating those involved in the corporate governance system of the Company such as directors, audit committee and corporate governance. High-ranking executives and the Secretary are required to attend seminars, training programs, or activities organized by the Thai Institute of Directors, the Stock Exchange of Thailand, the Securities and Exchange Commission, or other independent organizations to strengthen the knowledge, which will be useful for performing duties. The Company requires at least one (1) director to attend at least one (1) training session on a yearly basis.

To develop the knowledge of the Board of Directors based on the Board Skill Matrix assessment, the Company's Secretary will consider the courses related to the addition of knowledge and skills to be a liaison with directors and administrators to announce the training of those courses.

2018	Course	Institute
1. Mr. Wiwat Hemmondharop	<ul style="list-style-type: none"> • IOD Director Briefing Class 1/2018 • TMA Discovery Day 2018 • CMA-GMS Class of 2018Program • Business Revolution and Innovation Network (BRAIN Class 2) 	The Thai Institute of Directors (IOD) Thailand Management Association Capital Market Academy Capital Market Academy
2. Mr. Satit Hemmondharop	<ul style="list-style-type: none"> • The Leadership for Digital Transformation Thailand 	Digital Economy Promotion Agency
3. Dr. Pirun Hemmontharop	<ul style="list-style-type: none"> • Executive program in Digitalization Industry of Thailand (EDIT Class 2) 	The Federation of Thai Industries
4. Mrs. Prim Chaiyawat	<ul style="list-style-type: none"> • Accountant for Taxation (Class 104) • Accountant for Taxation (Class 105) • Principle Cyber security Fundamentals • TFRS 2018 Class 2/18 (Class 702) 	The Federation of Accounting Professions Under The Royal Patronage of His Majesty the King

Corporate Social Responsibilities: CSR



1. Business Operation with Fairness

The Company has realized and fully emphasized on the effective, transparent and verifiable management system generating the reliabilities to all relevant parties and resulting to the sustainable growth for the business. Under the ethical operation and the compliance with the relevant laws and regulations, the Company has established the policy of good corporate governance through principles and practices consistent with the good corporate governance principle of the Stock Exchange of Thailand (SEC) and the guidelines of Thai Institute of Directors (IOD) in order to enhance existing operation to obviously meet the standard

as well as have written Code of Conduct for the business to communicate with the Board of Directors, executives, employees for acknowledgement and adherence continuously. Furthermore, the Company has also arranged the training programs and internal communications through different styles in order to promote the business operation with transparency, morality, responsibility towards all stakeholders, society and environment concerns as well as to reflect values and practices which all employees should behave and perform their duties in line with the specified code of conduct to encourage the authentic and fruitful culture of good corporate governance.

2. Anti-Corruption

The Company's Board of Directors has extremely emphasized on the involvement in anti-corruption, determining the written practice way and method related to Anti-Corruption and setting the code of conduct principle for the Company's business. All mentioned practices of anti-corruption measurement had been reviewed and approved by the Board of Directors by assigning the Board of Directors, executives and employees in the Company and subsidiaries including persons or parties related to the business operation to strictly follow to avoid any operations which may affect improper actions and conflicts to the good governance principle. Above and beyond, the anti-corruption is also included giving officials bribery for convenience or the Company's business benefits, and the maximum disciplinary penalty shall be applied for any employees who violate such rule.

Furthermore, the Company has proceeded the following methods to prevent the involvement in corruption:

1. The company has communicated its anti-corruption policy by using public relations (PR) tools to all Directors, executives and employees to acknowledge and strictly practice through various channels including electronic communications, announcement on public relations (PR) board, training and the company's activities, as well, to other people outside the company and investors through the company's website.

2. The company has provided whistle-blower hotline, if there is any prohibition or corruption happened, the company must also provide the protection measurement for the safety of reporter and then report to the Audit Committee for further improvement and solution of such problem with rightness, appropriateness, transparency and fairness

3. The Company shall propose the Board of Directors to review the appropriateness of anti-corruption policy every year.

In 2018, the Company had not found any problems and faults which is the materiality of corruption and operations inconsistent with relevant laws or regulations as well as the violation of business operation's code of conduct

The details of policy and process related to the prevention for corruption are indicated on the company's website www.pjw.co.th under the topic of "Good Governance".

3. The Respect for Human Rights

The company has supported and respected the Human Rights and it is restricted that the company's business shall be unable to get involved in the violation of the Human Rights. Furthermore, the Company has encouraged and monitored employees to follow the Human Rights rule within the company's activities as well as practice according to the Human Rights Standards. The Company respects everyone's human rights without separation of race, nationality, gender, color, religion, language, political belief or any other beliefs, impairment or deniability or any other status indirectly relating the duty performance. Correspondingly, the corporate responsibilities towards the Human Rights have also cover the subsidiaries and business partners.

The Company has communicated with all employees and employee representatives to acknowledge and understand the actual operations and circumstances, and has encouraged the conferring/cooperation between employer and employees including employee representatives to enable the development of the quality of working life. Besides, the Company has also respected all employees' opinion including the freedom of giving opinion without interference of information or opinion through various media as well as has arranged the communication channel for liberally listening opinions from stakeholders.

In 2017, the Company didn't receive any complaints related to the violation of Human Rights caused by the Company's business operation from both inside and outside of the Company and also didn't have any legal disputes of labor, consumer rights and business operations.

4. Fair Treating towards Labors

The Company has implemented the policy to treat employees equally and fairly in respect of opportunities, benefits, welfare and potential development. The Company has realized that all employees are valuable resource and significant factor to drive the Company into the success. Therefore, the Company has focused to develop organization to be the learning organization, strengthen cultures and working environment, promote team work, support the development of employees' knowledge and competency to be more progressive, have job security as well as perform duties with safety awareness and environment concern. Besides, the Company has also provided employees the assurance of the quality of life and safety in working, and has retained good working environment as well as has listened to all employees' opinions and recommendations fairly and equally.

Health and Safety

The Company has realized the importance of employees' and related parties' safety and health in working, therefore, the Occupational Health and Safety Management System according to OHSAS 18001 has been applied as the guideline to create secured environment. The Company has achieved the certification of Occupational Health and Safety System "OHSAS 18001: 2007" since 2013, the operations and practice are strictly controlled in line with relevant laws and regulations.

The Company has supported all employees to perform duties with safety and hygiene in working place and has emphasized on the prevention of accidents which may be happened with full capability as well as has promoted all employees to be aware of safety by providing knowledge through trainings. Besides, the Company has promoted all employees to have good health and hygiene, has kept the working place in hygienic condition and has continuously

promoted the implementation of projects and activities which create the awareness of safety.

Ratio of Accidents in 2018

	2016		2017		2018	
	Male	Female	Male	Female	Male	Female
Ratio of Accidents TCIR (Person/ 200,000 working hours)	2.09	-	2.24	0.37	1.57	0.27

Compensation and Welfare for Employees

The Company determines compensation and welfare for employees with fairness, the reward system is evaluated on employees' knowledge, competency and performance evaluation based on Key Performance Index (KPI) which is compliance with the corporate target, KPI is the evaluation tool and its objective is to motivate employee's duty performance.

Other significant welfares based on position, authority and responsibility are provident fund, health and accident insurance, annual health check-up program, allowances, annual party, sport day and others

The Development of Employees' Knowledge and Potentials

The Company has policy of human resources development by supporting employees to develop knowledge, competency, potential, positive thinking, morality and teamwork through the process of trainings, seminars, study tours in order to support business expansion and career path opportunities in line with professional areas and capabilities equally. Furthermore, the Company has also encouraged employees to apply their potentials for society's benefits as the good citizen and would like to create smart, good and efficient employees in compliance with the direction and organizational culture according to the key value.

The preparation for employees to be progressive in professional areas with the increasing knowledge and basic skills, specific knowledge in job, knowledge and skill in business including management skill and leadership, has been arranged by providing the various knowledge appropriate to the duty and responsibility of employees in each level as follows :

- Safety in working for employee level
- Corporate Social Responsibilities Management for sustainable development
- Corporate Governance (CG), Anti-Corruption Measurement, Business' Code of Conduct
- Individual Development Plan to develop employees' potentials for supporting organizational growth
- The 360-degree (full circle) Appraisal of executives who focus on the importance of upward appraisal and downward appraisal for self-development and improvement.

However, the creation of team building is important and the Company has emphasized on the development of teamwork skill to support the cross-functional working. The followings are the development of making decision skill and problem solving skill reflecting the effective management and leadership :

- Camping for discipline in working (strict discipline, strong team, excellent organization KYT)



- PJW Management "GROW" "6 Steps" Star Search



- Boom GROW Contest



- Leadership and effective supervisory techniques



- Safety Week 2018



- Driving electric forklift safety



- Weekly CG (Corporate Governance)



- GROW DAY



- Basic firefighting and fire escape training



Company trained employees

In 2018, the Company trained employees for 51,956 hours in total or 28.39 hours per person per year as average employee training hours.

5. Responsibilities towards Consumers

The company has strong intention to obtain customers' satisfaction and confidence with carefulness and responsibility and would like customers to receive good products/services which have high quality, safety, reasonable price and specified standard. The company has believed that the good and standardized products/services shall create confidences to consumers and this will help customers to increase more income. In addition, the company has followed terms and conditions of customers, enhancing higher standard of products and services unceasingly and maintain the good and sustainable relationship with customers seriously and regularly as well as does not apply any information of customers for the company or related parties' benefits. As the result that the Company has concentrated and rigorously practiced according to the Quality Standard Principle, the Company has obtained the certification of International Standard as follows :

➤ **ISO 9001** is the Quality Management System to assure that the manufacturer or service provider has established and maintained the same standard of quality management system with the objective of better response for customer's needs. This standard which can be applied to every business in every industry is related to the design, development, production and service. The company is required to have awareness and set up the clear goal and effective management system principle in order to achieve the specified target.

➤ **Good Manufacturing Practice: GMP** criteria or basic conditions required for manufacturing and controlling

manufacturer to follow and practice as well as be able to produce food safely, there are 6 factors as follows

1. Hygiene of location and manufacturing building
2. Equipment, machines and tools for manufacturing
3. Production Process Control
4. Sanitation
5. Maintenance and Cleanliness
6. Human Resources

➤ **Hazard Analysis Critical Control Point: HACCP**

means danger analysis, crisis control point is the concept related to the preventive measurement for possible dangers in each process of any activity by having scientific process which had studied about the dangers, prevention methods, controlling and monitoring in order to be assured that the specified preventive measurement is effective all the time.

6. Responsibilities towards community, society and environment

The company has business operation policy related to responsibilities to community, society and environment regarding safety, quality of life and natural resources conservative and has encouraged the utilization of energy effectively as well as has been aware of the quality of life in community and society. The company has realized on the impact of business operation towards environment, so, in any working operation and any decisions including any operations of the Company, it must be assured that the Company's products and business operations are all accurate and complied with rules and regulations or any standards. In addition, all employees have been promoted to have awareness and responsibilities towards community, society and environment as well as to moderately give cooperation in any activities with community where the company has operated its business.

Although the manufacturing process of the company does not have any pollution affecting to environment because all plastic scraps can be recycled, however, the Company has realized the significance of environment, then established environmental management system in order to

reduce the effect on environment and to improve surrounding better continuously by executives and all employees' intentions to practice according to the policy, the followings are the implementation of activities under the scope and practice :

- The company has obtained **ISO 14001:2004 Standard** which is the standard related to the management and practice for environment, this can guarantee that the company's environmental prevention system can prevent harm and damage from the company's production in all areas towards the environment. The inspection shall be done by the independent external inspectors.

- The company has operated the work process following to environment law by organizing the measurement of environment, such as measurement for weather quality, noise, heat, lighting and quality of water released from factory, the result of the inspection is qualified according to the standard specified by law.

- The company has studied, made research and development for products and production technology including the design of products to have light weight for decreasing the usage of plastic beads. In some cases, the company has cooperated with customers, educational institutes and government agencies

7. Innovation and Innovation Diffusion

The company has developed new knowledge to be economically progressive and innovations which create the balance between value and values towards community, society and environment along with the sustainable growth of business by having following practices:

- The Company has applied Mold Flow Analysis Program for analyzing and solving problems prior to commencement of Injection Molding and B-Simulation Program for analyzing and solving problems prior to commencement of Blow Molding to reduce Tooling Development Time and solve problems properly and

accurately (virtual simulation of Blow and Injection Molding Process).




- The Company has applied robot as aid in manufacturing work pieces to reduce labor cost and compete price in the business.





- The Company conducted research and development of Blow Molding using Honeycomb in reducing weight and strengthening load for work in type of Lid, Cargo.

Operations and Report Preparation

In operating the Company's business operations, all stakeholders' expectation in both internal and external risks, current situation and future possibilities or risk opportunities in every dimensions has been assessed regularly, the Company has considered that the point of views and opinions of all stakeholders shall assist the company to have more complete and clearer understanding to plan and implement the risk prevention and the decreasing of negative effect which may occur in the future.



Stakeholders	Communication Channels	
Shareholders 	<ul style="list-style-type: none"> - Annual General Meeting of Shareholders - Annual Report - Opening for Company Visit - Investor Relations 	<ul style="list-style-type: none"> - Company's Website - Activity of Opportunity Day - Tele-conversation - Roadshow - News informing to the Stock Exchange of
Employees 	<ul style="list-style-type: none"> - Meeting - Voice on line - Activity of Morning Talk - Complaints Box 	<ul style="list-style-type: none"> - Public Relations Board - Electronic Letters - Labor Relation Activity
Customers 	<ul style="list-style-type: none"> - Factory Visit - Complaints - Electronic Letters - Tele-conversation 	<ul style="list-style-type: none"> - Conference Meeting - Company's Website

Stakeholders	Communication Channels	
<p>Partners and Lenders</p> 	<ul style="list-style-type: none"> - Nomination and Selection Process - Annual Meeting - Electronic Letters - Tele-conversation 	<ul style="list-style-type: none"> - Company's Website - - Vendor Evaluation - Providing recommendation
<p>Competitors</p> 	<ul style="list-style-type: none"> - Being member in many organizations and associations - Party and experience exchange 	
<p>Government Sector</p> 	<ul style="list-style-type: none"> - Being member in many organizations and associations - Participation in any activities - Information providing 	<ul style="list-style-type: none"> - Company's Website
<p>Community, Society and Environment</p> 	<ul style="list-style-type: none"> - Participation and support activities - Making PR through community leader - Providing assistance - 	<ul style="list-style-type: none"> - Receiving complaints - - Tele-conversation

Business Operations affecting Social Responsibility

The company has operations guidelines to assure that the direction and main target of the sustainable development is in compliance with the changes of economy, society and environment as well as the expectation of stakeholders in order to effectively, efficiently and sustainably grow and develop. The summary of main operations for many areas is as follows :

Operations for Economy

In 2018, the company had key performance for economy and could provide the economic value to all stakeholders as following details :

Item	Value *
Income from sales, helping in driving economy	2,969.91
Total net Profit (Loss) to increase value to shareholder	(11.75)
Salary and Wages to remunerate employees **	481.72
Employees' training expenses	4.33
Donations	2.53

* Data from 2018 Financial Statement of the company

** Consisted of salary, wage, welfare and contributions to the providence fund and social security fund, Reserve retirement, Shuttle Bus, New Year Party and Sport Day

Operations for Society and Community

Since the company has realized the importance of the coexistence with surrounded community and society, the policy framework has been focused on the assistance towards society and community in order to promote the good relationship and have cooperation and support the organization operations from community and society. Besides, the conflict had been decreased while the intensity of future problems has been relieved, the company can increase their understanding and create good recognition

and be a good role model for society. All implemented activities had concerned on the benefits of organization and the development of community and society together which has made community confident and trustful towards organization in promoting intimate business relationship and sustainably being success partners to each other. In 2018, the company had organized activities beneficial for society and community as follows :

- **Project Panjawattana Kathinsamakkee** participated as a host of kathin ceremonies and premiere at Wat Banphot Khemaram Prachin Buri province on Sunday, October 28, 2018



- **Project to support the National Children's Day activities** For various schools, Panjawattana Plastic Public Company Limited recognizes the importance of youth. Therefore, giving money to support the children's day activities for schools by giving 2,000 baht per school



- **Project "PJW Share the kindness for the younger"**
Year 2018, No. 1 at the Border Patrol Police School, located at Moo 10, Kaeng Krachan Subdistrict, Kaeng Krachan District, Phetchaburi Province



- **The project "PJW Share the kindness for the younger"**
Year 2018 No. 2 Border Patrol Police School Tako closed at the Suan Phueng district, Ratchaburi province.



Operation for Environment

The Company has promoted all directors, executives, employees to utilize resources effectively, suitably, and sufficiently for utmost benefits as well as communicated, provided the knowledge, supported and build awareness for employees and relevant parties to manage the utilization of existing resources for organization's utmost benefits

The company has realized the significance of the environment then established the environmental management system to decrease the effect on environment

and improve surroundings to be better continuously. All executives and employees have focused to strictly follow the policy by implementing activities under the scope and practice as follows:

- The company has obtained **ISO 14001:2004 Standard** which is the standard related to the management and practice for environment, this can guarantee that the company's environmental prevention system can prevent harm and damage from the company's production for all areas towards the environment. The inspection shall be done by the independent external inspectors.
- The company has operated the work process following to environment law by organizing the measurement of environment, such as measurement for weather quality, noise, heat, lighting and quality of water released from factory, the result of the inspection is qualified according to the standard specified by law.

The company has continuously organized the activity of energy usage reduction by encouraging employees to be aware of energy conservative within the organization, as well, the company has invested on efficiency improvement of machines and equipment, In 2018, the Company could reduce energy consumption from energy conservation measure in total of 391,778.87 kWh./year or total saving amount of 1,484,028.28 Baht and reduce carbon dioxide (CO₂) content for 317,672.86 kg.CO₂ /year as per the following activity implementation.

Energy Reduction Activity

Name of Project	Objective
Change the bulb to be stored at High Bay LED.	To reduce electricity consumption
Improve lighting for the Sinatradepartment (Cleanroom 1)	To reduce electricity consumption
Improved the damaged chiller water pipe in the factory A, B, C	To improve the damaged Chiller water insulated pipe Resulting in condensation of water and causing the chiller to load the load to make the temperature of the water more cold

Name of Project	Objective
Control the closing time Turn on the lighting in the factory building A, B	To reduce the opening of the lighting throughout the factory building To save energy
Control the operation of the Onload & Unload air compressor, 75KW, 5 units.	In order to reduce the amount of electricity used from the air compressor from the original, which is always running 5 machines
Control the time of opening the cooling system chiller System Factory A, B	To reduce the amount of work of the cooling unit To work efficiently
Control the cooling tower system, factory A, B	To reduce the amount of work of the cooling unit To work efficiently

Internal control and risk management

The Board of Directors has assigned the Audit Committee Which is an independent director responsible for reviewing the adequacy and suitability of the internal control system In order to ensure efficiency and effectiveness Including proper property maintenance

In the meeting of corporate's committee 1/2019 on 20 February 2019 in which 3 audit and monitor committees have participated, the corporate's committee assessed adequacy of internal control system of the company by using an assessment form as specified by Office of Securities and Exchange Commission. They asked questions with the management and gathered information from the questionnaires done by the management and report of audit and monitor committee. It could be concluded from the internal control assessment of the company in 5 components as follows

1) Control Environment

The company adheres to value of integrity and virtue. The corporate's committee is independent from the management and has duties of oversight and development in operations covering environment in the organization, risk assessment, operation control, information system and communication and tracking system.

The company has determined scope of power and duties of corporate's committee and sub-committee in writing separated from duties of the management. Furthermore, it has defined the structure, report and duties and responsibilities properly in accordance with business condition and relevant laws. Duties are clearly allotted in major works so as to create balance of inspection. Furthermore, it includes defining and limiting

power of working in administration and operation level clearly.

The company is determined to motivate, develop and maintain personnel who have knowledge and capability and to determine personnel to have duties and responsibilities in internal control

2) Risk Assessment

The company defines clear and sufficient objectives to be able to identify and evaluate risks related to achieving company's objectives. The executives and employees in every level in the organization are responsible for identifying and analyzing every type of risks that have impact on achieving objectives thoroughly and properly along with considering likelihood of corruption and assessing changes that may affect internal control system. It includes defining risk level in organization level and institute level to specify proper management measure and to follow up the risk assessment result to be in acceptable level.

3) Control Activities

The company selects and develops control activities to be consistent with risks and special features of the company such as environment, complexity, work aspects, operation scope and other specifications by considering various formats of control activities between manual control and automated control. It is designed to contain mixed control activities including Preventive Control and detective control by recognizing allotment of duties and responsibilities in works such as approving, recording accounting list and information, handling properties separately for proper reciprocal inspection.

For operation process in information technology system, the company develops general control activities variously and appropriately to ensure that the information technology system of the company is always available

and safe for access of irrelevant users by bringing control activities as written policy and procedures. It shall be identified undertaker, duration of practice and resolution for error so that the employees can operate control activities correctly and review the policy and procedures regularly.

4) Information & Communication

The company defines data required in operations including quality internal and external data related to works with data provision so that the committee has adequate essential information to support decision prior to meeting within period specified by law. Besides, it includes recording opinions, suggestions, observations, inquiries

disapproval along with reasons of the committee in every meeting that can be traced back about duty performing of each committee.

In addition, it provides communication in the organization by conveying objectives, policies, practices and duties and responsibilities to support internal control to personnel in every level and in every institute including selecting various communication channels with guidelines for employees to inform data or clues about fraud in the company safely.

The company has process of communication with external shareholders effectively through proper channels and provides investor relation sector and channels for stakeholders to inform data or clues about fraud or corruption safely to audit committee at Auditcommittee@pjw.co.th

5) Monitoring Activities

The Company follows up and assesses internal control to ensure that internal control is operated completely and suitably by providing assessment from external and internal independent institute. It includes

assessing and communicating errors of internal control with undertakers for immediate resolution as well as defining the error report as an essence and progress of problem solving to the corporate's committee, chief executives as seen proper.

The company determines regulations to the management that it shall inform corporate's committee immediately in case of serious corruption or suspected fraud as well as a legal violation or other offences that may affect reputation and financial status of the company significantly. In addition, the performance report is compared with the goals set by the Executive Committee and the management on a monthly basis and regularly reported to the Board of Directors. To ensure that the Company has achieved its goals and objectives

The corporate's committee agrees that the internal control system in the company is efficient, sufficient and proper with suitable risk management. The company provides enough personnel to operate according to the system effectively and internal control system about monitoring and supervising operations of the company and subsidiaries to protect properties of the company and subsidiaries from the actions of the committee or executives without rights or authority along with transactions with people who may have conflict and relevant people.

Internal Audit

Internal audit institute directly reports audit and monitor committee which monitors audit operations to be independent, fair and ethical and to perform duties professionally according to measures of internal audit profession.

Head of internal audit institute performs duties as a secretary of audit and monitor committee to support audit committee to operate works assigned by the corporate's

committee and to be the consultant giving advices in various terms such as internal control, risk management and business ethic etc.

The company supports sufficient resources for auditing and assessing internal control in works systems and coordinating with training division to arrange training and activities to promote and educate employees. In 2018, the training by lecturer who is knowledgeable and competent in providing knowledge to in-house employees on prevention of internal corruption was organized.

Internal Audit division made annual internal audit plan in consistence with trends and strategies of the company covering operation process of the company and subsidiary. It is provided based on risk principles focusing on critical risks that affect business operation, objectives and strategies of the company along with anti-corruption audit. The audit plan is approved by the audit and monitor committee with result report and tracking as well as compliance with suggestion from audit to audit and monitor committee for regular consideration.

However, the corporate's committee realizes that any internal control system cannot be guaranteed damages as a result of errors but it can be protected and credited in reasonable level

Risk management

Panjawattana Plastic Public Company Limited realizes and gives precedence to risk management and it creates the foundation of organization-level risk management in accordance with The Committee of Sponsoring Organization of the Treadway Commission: COSO and it applies in risk management in acceptable or proper level so as to achieve objectives, strategies, missions and visions of the company. Risk management is an important instrument in administrating works to achieve goals, prevent damages, and reduce errors in

administration. The corporate's committee has appointed 6 risk management committee with duties to monitor risk management closely, define risk management policy and set the risk management framework of the company as well as providing risk management plan and report that covers any kinds if risk affecting goals and business operations of the company and reviewing risks of the company regularly.

Therefore, to enable the company to have internal control system in every level in consortium, business units, line of operation, departments, divisions or in operation process and to promote personnel in every level of the organization to understand risk management process and practice as organizational cultures. Risk management department has provided a manual of risk management of the company so that personnel can use it as guidelines of risk management and it will be an essential instrument that can support every sector of the organization to achieve objectives/ goals and success in operations. This will lead to value addition and sustainable growth of the organization; besides, it can be applied with practices from large to small projects. The realization of errors and preparation of backup plan is better than solving the consequential problems that may cause the loss of expense and resources unnecessarily.

In 2018, the company has arranged the training about risk management (basic) for personnel in many institutes with learning in class and practicing to create knowledge, and understanding in risk management process according to frameworks of COSO. They can apply knowledge to initiate risk management process under their responsible works with effectiveness and efficiency.



Connected Transaction



Transaction Approval Measure or procedure

In 2018, transactions of the company have been inspected by audit committee and approved by the company's committee and they are prioritized benefit of the company. The transactions that will happen in the future with persons may cause conflict of interest with gain and loss. Therefore, the company lets the audit committee to give opinions about necessity and suitability of that transaction. In case the audit committee has no expertise in considering transactions that possibly occur, the company will let independent experts or the auditors to give opinions about such transactions instead so as to support decision of the corporate's committees and/or audit committee and/or shareholders as the case may be. Those who have conflict of interest or gain and loss in doing transactions will have no rights to vote for approving such transaction.

In case the company lends or borrows money from the consortium or relevant person including liability guarantee or exercising properties possessed by the company as loan guarantee or liability guarantee of the consortium or relevant persons, the company will let the audit committee to give opinions on reasonability of transactions, amount, liability, period and interest rate and capital and propose the corporate's committee to consider approving such transaction. It will be considered from principles, conditions and validity of transaction and properness of duration and financial capital. However, the committee with gain and loss shall not vote and has no rights to attend the meeting in that agenda.

Policy or Tendency of Connected Transaction

Sales of plastic packaging products with related companies will continue to occur and be the normal business transactions. For land lease from the committee and shareholders, it is still carried on because the factory of Mill Pack Co., Ltd is located on the land of committee and shareholders. Such building is still in-use. Mill Pack Co., Ltd has a lease agreement with the committee and shareholders of the company in a reasonable rate.

The corporate's committee realizes every stakeholder under principles of good governance. Nevertheless, for transactions that may cause conflict of interest in the future, the corporate's committee need to proceed in accordance with laws on securities and exchange, regulations, notices, orders or requirements of Stock Exchange of Thailand. Moreover, it shall comply with requirements about disclosure of transactions and property obtainment of the company and its subsidiaries along with the accounting standard specified by Federation of Accounting professions under the Royal Patronage of His majesty the King.

Detail Summary of connected transactions of the company and subsidiaries and persons and enterprise that may have conflict of interest.

For year 2018, the company and its subsidiaries had transactions with persons and relevant enterprise that the auditor of the company revealed in Notes to Financial Statements. The audit committee has inspected and had opinions that every transaction is reasonable with normal commercial purpose by providing products and services for persons and relevant enterprises with reasonable price and comparing it with market price in that business. The normal terms and conditions are detailed as follows

Detail of Connected Transaction

Unit: Million

Baht

<i>List of company</i>	<i>Relationship</i>	<i>Share- holding (%)</i>	<i>Essential description</i>	<i>Connected Transaction value</i>	<i>Necessity and Reasonability</i>
1. P.J. Composite Co., Ltd	B	-	- The company sold products to subsidiary	1.74	It is normal business transaction of the company. The sale price is market price with normal commercial conditions as same as general customers. The company uses structure of sale price-capital-profit as same as that the company produced and sold products to other customers
2. Mr.Kongsak Hemmontharop	B	-	- The company leased land from the committee and shareholders	1.78	It is normal business transaction of the company. Land rental is compared with market price with normal commercial conditions.

Relationship

A = Shareholder and executives B = Shareholder and committee C = Subsidiary D = Shareholder

Financial Highlights

Description	Consolidated Financial Statements	
	2017	2018
Statement of income (THB million)		
Sales	2,689.13	2,969.91
Total revenues	2,694.96	2,986.46
Expenses		
Cost of sales	2,295.20	2,597.06
Selling & Administrative expenses	330.80	357.36
Finance cost	36.82	38.09
Total expenses	2,662.82	2,999.32
Profit before income tax expenses	32.14	(12.86)
Income tax expenses ^{1/}	(1.82)	(1.11)
Profit for the years	33.96	(11.75)
STATEMENT OF FINANCIAL POSITION (THB million)		
Total assets	2,557.76	2,890.60
Total liabilities	1,519.02	1,874.51
shareholders' equity	1,038.75	1,016.09
Total equity attributable to equity holders of the parent company	1,038.75	1,016.09
Financial Ratio ^{2/}		
<u>Liquidity Ratio</u>		
Current ratio (times)	0.90	0.83
Quick ratio (times)	0.63	0.58
Account receivable turnover (times)	5.27	4.86
Average account receivable day on hand (days)	68.34	74.05
Inventory turnover (times)	8.59	9.16
Average Inventory day on hand (days)	41.91	39.29
Account payable turnover (times)	5.58	4.89
Average account payable day on hand (days)	64.49	73.66
Cash Cycle (days)	45.76	39.69
<u>Profitability Ratio</u>		
Gross profit margin (%)	14.65	12.55
Operating profit margin (%)	8.86	6.87
Net profit margin (%)	1.26	-0.39
Return on equity (%)	3.20	-1.15

Description	Consolidated Financial Statements	
	2017	2018
<u>Asset Management Ratio</u>		
Return on asset (%)	1.36	-0.43
Return on fixed asset (%)	12.91	10.01
Total asset turnover (times)	1.08	1.10
<u>Financial Controlling Policy Ratio</u>		
Debt to equity ratio (times)	1.46	1.84
Interest coverage ratio (times)	6.99	5.26
Dividend payout ratio (%)	-^{4/}	114.05-^{5/}

Remark :

- 1/ It is calculated form corporate income tax for the year and impact from expense (revenue), deferred income tax (as disclosed in note 25 to financial statements
 - 2/ Financial Ratio Calculated form manual of Annual Registration Statement (From 56-1) (From 69-1) of the Office of the Securities and Exchange Commission (SEC)
 - 3/ Summary from separate of Panjawattana Plastic Plc.
 - 4/ 2018 Annual General Meeting of Shareholders on 28, April 2018 resolution to non-pay for dividend regarding the 2017 performance
 - 5/ Interim Dividend The Company's Board of Directors No. 1/2019 dated January 9, 2019 has its resolution to pay for interim dividend at Baht 0.08 per share. The dividend was paid from the retained earnings of Panjawattana Plastic Public Company Limited
- Dividend The Company's Board of Directors No. 3/2019 dated March 4, 2019 has its resolution to non-pay for dividend regarding the 2018 performance and will be present to 2019 Annual General Meeting of Shareholders on April 24, 2019

Management Discussion and Analysis: MD&A

Overview of business operation and significance changes

In 2018, the Company's production capacity was increased by 6.14% when compared with previous year due to the old machinery disposal, the Company reduced the use of production capacity for 15.93% as a result from the beginning of the year during the period of change in new product design of lubricant container industry that the machinery has been prepared its readiness, causing the use of production capacity for lubricant packaging works reduced. However, such products have been continuously sold in commercial manner at the end of the year. The works of plastic parts in automobile industry increased the use of production capacity because many new models of plastic parts in automotive industry have been commercially sold.

Production Capacity and Rate of Total Production Capacity Utilization of the Company (unit : Ton)

	2015	2016	2017
Maximum production capacity (ton)	37,695	42,080	39,496
Percent of growth rate	-7.93	11.63	-6.14
Actual output (ton)	21,022	21,335	17,936
Percent of growth rate	19.22	1.49	-15.93
Percent of production capacity utilization	56.00	51.00	45.00

In 2018, the performance overview showed the increase of total revenue by 291.5 million baht or representing 10.82% due to the increase in sales from customers in both automotive parts and paint spraying plant as well as lubricant container industry when compared to previous year. Also, many new products of the said segments have already started the commercial sales while the Company experienced a shrinking condition of lubricant packaging market in previous year.

Index of Industrial Output of Each Product Related to the Company's Product (Monthly Average Base for 2016)

Description	2016	2017	2018
Ready-to-drink milk	100.00	101.59	111.56
*Benzene Octane 91 (Unleaded)	100.00	102.97	95.48
*Benzene Octane 95 (Unleaded)	100.00	101.54	102.76
*Diesel Fuel	100.00	104.94	109.99
Primary chemical product except fertilizer and Nitrogen compound	100.00	113.77	114.70
Passenger car, truck, bus, etc.	100.00	103.35	113.73

Source: Office of Industrial Economics

* It reflected the quantity of vehicle usage indicating the quantity of engine oil replacement.

Income Structure Classified by Geography

Description	2016		2017		2018	
	Million Baht	Percent of sale	Million Baht	Percent of sale	Million Baht	Percent of sale
Domestic sales	2,483.21	90.05	2,417.76	89.71	2,730.70	91.44
Abroad sales	266.53	9.67	271.37	10.07	239.21	8.01
Gross sales	2,749.74	99.73	2,689.13	99.78	2,969.91	99.45
Project income	0.00	0.00	0.00	0.00	6.93	0.23
Other income	7.58	0.27	5.83	0.22	9.62	0.32
Total income	2,757.32	100.00	2,694.96	100.00	2,986.46	100.00

Income Structure Classified by groups of products

Description	2016		2017		2018	
	Million Baht	Percent of Growth Rate	Million Baht	Percent of Growth Rate	Million Baht	Percent of Growth Rate
Lubricant packaging	1,477.72	9.29	1,475.65	-0.14	1,607.37	8.93
Milk and yoghurt milk packaging	369.56	10.93	337.21	-8.75	357.91	6.14
Consumer goods and chemical liquid packaging	201.41	(26.58)	203.03	0.80	216.43	6.60
Automotive parts	701.04	(7.93)	673.22	-3.97	788.20	17.08
Gross sales	2,749.73	1.05	2,689.13	-2.20	2,969.91	10.44
Project income	0.00	0.00	0.00	0.00	6.93	100.00
Other income	7.58	29.13	5.83	-23.09	9.62	65.18
Total income	2,757.32	1.12	2,694.96	-2.26	2,986.46	10.82

From the report on economic situation and the data of industrial production index as mentioned, the overview of many industries showed the growth, such as the automotive industry, it could be seen from the growth of passenger car industry index at 10.38%. Since the domestic economic situation in 2018 has been in better direction, the investors have been more confident, the launches of new cars by many car manufacturers have also stimulated the domestic market to be in line with the sales of the automotive parts manufacturers that was increased by 17.08%.

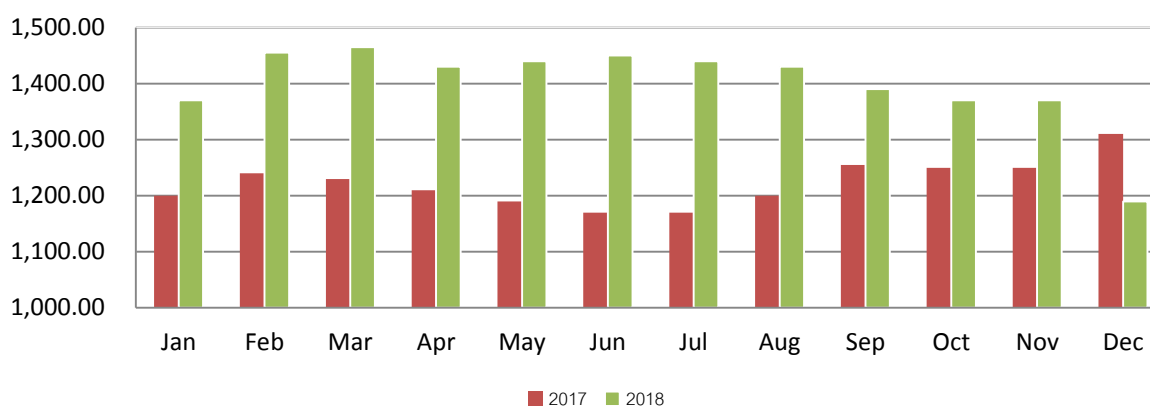
The growth rate of lubricant industry was slow down due to the stable demand of lubricant packaging, but the situation of lubricant packaging market was not worse like previous year and the change of new products to be for commercial sales resulted in the increase of sales in lubricant packaging by 8.93% when compared to previous year. In terms of ready-to-drink milk industry that includes sterilized fresh milk and other types of ready-to-drink milk, i.e. soy milk, corn milk, brown rice milk, etc., its growth rate was 9.97% with the increase of sales by 6.14% because some new products have been commercially sold and remaining new products will also be released in 2019. In terms of packaging for consumer products and chemicals, the Company's sales growth was increased by 6.60% while the basic chemicals industry, except fertilizer and nitrogen compounds, was stable due to more purchasing orders from customers.

Overall Operation and Profitability

In 2018, the price of HDPE-graded thermoplastics which are main raw materials of plastic containers was averagely higher than 2017, this is because the average price of crude oil in global market was higher when compared to previous year. The increase of crude oil price was caused by the increase of demands in accordance with the expansion of global economy as well as the international political factor and the factor of US Dollar exchange rate that was stronger than previous year, negatively affecting the cost of thermoplastic sold in the country. However, the Company has periodically considered both domestic and foreign thermoplastics and considered entering into forward contract to alleviate the impact of currency value fluctuation. Most of customers in packaging industry were adjusted the selling price of raw materials by referring the price announced by the Federation of Thai Industries, this can minimize the risk of raw material cost fluctuation which is the major cost for the Company.

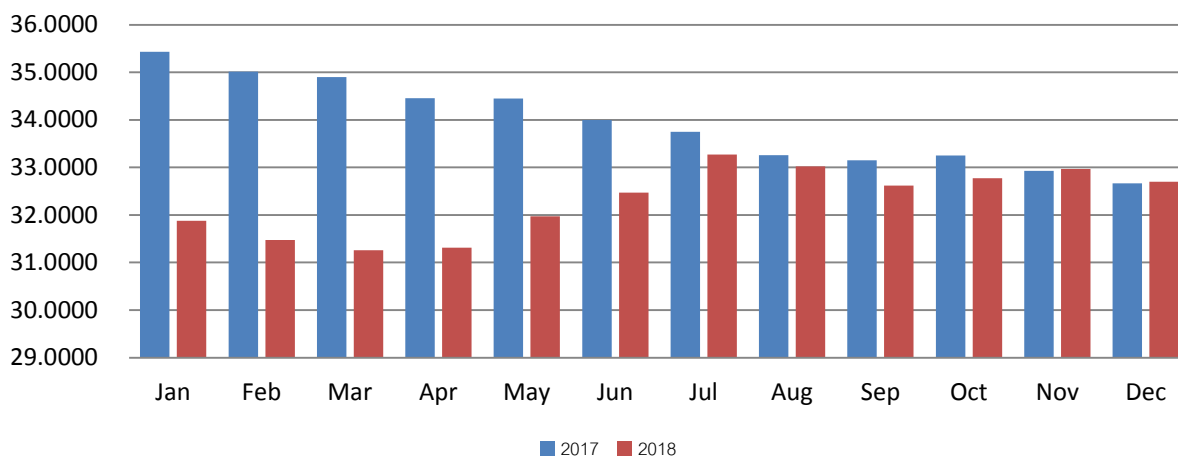
As aforesaid, the Company's performance in 2018 showed the total net loss at 11.75 Million Baht, decreasing from the performance in 2017 that a total net profit was 33.96 Million Baht, the main reason was the decrease of gross profit margin. The total gross profit margin of 2018 was 12.55%, decreasing by 14.65% when compared to previous year because the cost of thermoplastics, the main raw material, has higher average price than previous year whereas the selling price can be partially adjusted. In addition, the labor cost was increased due to the adjustment of minimum wage in the beginning of the 2nd quarter, moreover, there were the costs of testing and sample blow molding of new products for the milk and milk packaging industry, the higher production cost of paint spraying work due to the production efficiency and waste cost in the beginning phase of new product project, and the rework due to the delayed product development and failure to achieve the target due to the mold problem during the first 3 month of new product launching period that was completely solved. In addition, there were many expenses during the start period of new factory in Jiangsu, such as rental fee, new product testing and development fee and expenses for preparing the new models of automotive parts and paint spraying works, these resulted in higher proportion of selling and administrative expenses per total sale volume.

AVG. Plastic Resin HDPE Price (USD/Ton.)



Source : Federation of Thai Industries

Exchange Rate Baht/USD



Source : Bank of Thailand

Asset Management Capability

As of 31 December, 2018, the total net asset of the Company and its subsidiaries was increased by 332.84 Million Baht, increasing 13.01% when compared to previous year, mostly as the result of the increase from cash and cash equivalent transactions for 119.56 Million Baht due to the increase of sales volume when compared to the 4th quarter of previous year. However, the payment from most of these accounts receivables was not overdue and other receivables were increased by 32.41 Million Baht due to the increase in deposit for making molds of new model work in the automotive parts segment. In addition, land, buildings and equipment were also increased by 54.72 Million Baht, partly due to the new machinery ordered from last year and late delivery at the beginning of the year and partly as an investment to improve the performance of machinery and equipment as well as the investment in machinery and equipment at Jiangsu factory, the inventory balance was increased by 39.38 Million Baht to sufficiently remain for orders in the next quarter. In addition, there was an advance payment for project assets for 32.91 Million Baht.

Liquidity and Adequacy of the Company's Capital

As of 31 December 2018, a total liabilities of the Company and its subsidiaries was increased for 355.49 Million Baht or 23.40% when compared to previous year. Most of them were derived from the increase of account payables and short-term loan to support the working capital for 363.33 million Baht. In addition, the receiving of advance payment for project was increased by 31.03 Million Baht, while the long-term liabilities were decreased by 38.87 Million Baht due to repayment.

In 2018, the Company's Debt to Equity Ratio according to consolidated financial statements was equal to 1.84 times, increasing from previous year at the rate of 1.46 times and the Debt to Equity Ratio according to separate financial statements was 1.81 times whereas it was 1.50 times in previous year. However, the company is in the process of revising debt covenant condition in the loan agreement with commercial banks for separate financial statement to define Debt to Equity Ratio not to exceed 2.0 times to be consistent with the financial structure and the expansion of investment both in Thai and overseas.

The Company's management anticipated that in 2019, the turnover will tend to continuously grow, the sales volume of customers in automotive parts, paint spraying plant and lubricant container industry was increased from the previous year because many new products started to have commercial sales, this is a good sign and the management believes that in 2019, the Company's performance will be achieved as planned.

In terms of the investment in China, the Meeting of Panjawattana Plastic Public Company Limited's Board of Directors No. 3/2018 held on 8 March 2018 had a resolution to approve the investment for the establishment of Panjawattana Plastic Public Company Limited's new subsidiary at Jiangsu Province, China. The registered capital of this new subsidiary is 5 Million USD and will call for payment at 3 Million USD to support new sales volume. This new subsidiary was completed of its business registration on 26 April 2018 and it is expected to run production machines and realize the income in 2019.

Debt Obligation and Management of Off-Balance Sheet Obligation

As at 31 December 2018, the Company and the subsidiaries have had debt obligation and management of off-balance sheet obligation as follows.

(Unit: Million Baht)

Obligation	Total	Maturity			
		Not more than 1 year	More than 1-3 years	More than 3-5 years	More than 5 years
Obligation of Long-Term Liabilities	533.87	143.00	264.90	125.97	-
Obligation of Financial Lease	7.48	2.83	4.01	0.64	-
Obligation of Operating Lease	66.77	15.50	30.32	20.95	-
Obligation of Asset Purchase	48.43	48.43	-	-	-
Obligation of Other Liabilities – Guarantee Obligation	119.43	119.43	-	-	-
Total	775.98	329.19	299.23	147.56	-

Factors or Events Affecting Future Financial Position or Overall Operation

¹ According to the report of Thailand's economy forecast in 2019, the Gross Domestic Product (GDP) will expand for 3.5-4.5 % with the supporting factors of household expenditure expansion that tends to grow in good criteria and supports the economic expansion, in line with the investment from private sector that is continuously better and the progress of important investment projects.¹

² The quantity of automobile production in the 1st quarter of 2019 was anticipated to be 530,000 cars, increasing for 3.70% when compared to the same quarter of previous year. It can be divided as the production for domestic distribution for approximately 45-50% and the production for export for approximately 50-55%.² However, Thailand's economy will fluctuate and depend on the world economy situation, oil price, terrorism, tendency of Baht currency value and impacts of international trade policy. In addition, the driving force from economic stimulation measures through the expenditure of government sector such as the driving of infrastructure investment projects, the support of private sector's investments, and the border trade especially with CLMV, and the tourism support will be the indicators and affect Thailand's economy situation.

¹ Office of the National Economic Development Board (NEDB)

² Office of Industrial Economics (OIE)

However, for the action plan in 2019, the management has still concerned on the impacts from external factors in terms of domestic and world economic growth rates, impacts on automobile industry and lubricant container industry after the policy of electricity-driven vehicle promotion, drought, flood and natural disasters that affected the sales volume of agricultural chemical container, and the impacts on implementing the foreign trade policy of USA with tendency to apply barrier policy for trade, investment and labor. It included the stability of Eurozone group that many countries have commenced to have the idea to leave this group. There have been both positive and negative factors to the industry of container and plastic components for automobile industry, the cost of thermoplastics and the fluctuations of exchange rates

Therefore, in 2019, the management and the Board of Directors have considered the risk of project operations for target achievement of the planned strategic plan of the Company by regularly applying the principles of precaution and observation on events and external factors affecting the overall operations of the Company. The Company has also concerned on increase in financing channel and study on fund raising by issuing debentures to support the future business growth as well as considering the financial structuring to be properly consistent with investment projects. Additionally, the factors including the control of costs, the enhancement of productivity, the promotion on the research and development and the seek of trade partners, affect the Company Group's performance and are placed in the Company's strategies under the consideration of the management and the Board of Directors.

Report on the Responsibilities of the Board of Directors to Financial Reports

The Board of Directors of Panjawattana Plastic Public Co., Ltd. gives importance to the duties and responsibilities for preparation of the Company's and its subsidiaries' financial statements and financial information appearing in the 2018 Annual Report. The financial statements were prepared in compliance with generally accepted accounting principles, which are identified by Accounting Professions Act B.E. 2004 by using proper and continually practiced accounting policies with meticulous and cautious judgment in preparing the Annual Report with adequate disclosure of significant information in the notes to financial statements, to generate maximum benefits for shareholders and investors.

Furthermore, the Board of Directors has prepared effective and appropriate risk management and internal control systems for reasonable confidence that accounting information records are accurate, complete and adequate for monitoring assets and preventing corruption or nonstandard operations.

On this occasion, the Audit Committee, which consists of independent directors, has performed the duties of directing and reviewing accounting policies, the quality of financial statements and internal control systems with consideration regarding the disclosure of information about related transactions. The opinions of the Audit Committee are disclosed in the Annual Report.

The Board of Directors holds the opinion that the company's overall internal control system is adequate and suitable with capacity for building reasonable confidence that the financial statements for the Company and its subsidiaries for the year ending 31 December 2018 are reliable in accordance with the generally accepted accounting standards.



(Dr. Damri Sukhotanang)
Chairman of the Board



(Mr. Wiwat Hemmondharop)
Chairman of Executive Board

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

**REPORT AND CONSOLIDATED FINANCIAL STATEMENTS
AND SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2018**

INDEPENDENT AUDITOR'S REPORT

To the Shareholders and Board of Directors of
Panjawattana Plastic Public Company Limited

Opinion

I have audited the consolidated financial statements of Panjawattana Plastic Public Company Limited, and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at December 31, 2018 and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies, and I have audited the separate financial statements of Panjawattana Plastic Public Company Limited (the Company), which comprise the statement of financial position as at December 31, 2018, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In my opinion, the accompanying financial statements present fairly, in all material respects, the consolidated financial position of Panjawattana Plastic Public Company Limited, and its subsidiaries as at December 31, 2018, and its consolidated financial performance and its consolidated cash flows for the year then ended and the separate financial position of Panjawattana Plastic Public Company Limited as at December 31, 2018, and its financial performance and its cash flows for the year then ended in accordance with Financial Reporting Standards.

Basis for Opinion

I conducted my audit in accordance with Standards on Auditing. My responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report. I am independent of the Group and the Company in accordance with the Code of Ethics for Professional Accountants that are relevant to my audit of the financial statements and as defined by the Federation of Accounting Professions and I have fulfilled my other ethical responsibilities in accordance with these requirements. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key Audit Matters

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

*****/2

Revenue from sales of goods

The Company and its subsidiaries is mainly engaged in the manufacture and distribution of packaging and industrial plastic parts. Most of the income comes from the oil industry and the automobile industry. The income is a significant measure of the Company and its subsidiaries's ability to operate. The profit will be impacted due to the increase or decrease in revenue. The slowdown of the economy and the high competition in the industry caused the risk related to the value and the method of revenue recognition from the sale of goods.

I have examined the revenue recognition of the Company and its subsidiaries by

- Assessing and testing the Company's IT system and its internal controls with respect to the revenue cycle by making enquiry of responsible executives, gaining an understanding of the controls and selecting representative samples to test the operation of the designed controls, and with special consideration given to expanding the scope of the testing of the internal controls which respond to the above risks.

- Applying a sampling method to select sales transactions to assess whether revenue recognition was consistent with the conditions and incoterms, and whether it was in compliance with the Company's policy.

- On a sampling basis, examining supporting documents for actual sales transactions occurring during the year and near the end of the accounting period.

- Reviewing credit notes that the Company issued after the period-end.

- Performing analytical procedures on disaggregated data to detect possible irregularities in sales transactions throughout the period, particularly for accounting entries made through journal vouchers.

Other Information

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

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

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

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

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements and separate financial statements in accordance with Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

*****/3

In preparing the consolidated financial statements and separate financial statements, management is responsible for assessing the Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group and the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

My objectives are to obtain reasonable assurance about whether the consolidated financial statements and separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements and separate financial statements.

As part of an audit in accordance with Standards on Auditing, I exercise professional judgment and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the consolidated financial statements and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the consolidated financial statements and separate financial statements or, if such disclosures are inadequate, to modify our opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.

*****/4

- Evaluate the overall presentation, structure and content of the consolidated financial statements and separate financial statements, including the disclosures, and whether the consolidated financial statements and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during my audit.

I also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the consolidated financial statements and separate financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner responsible for the audit resulting in this independent auditor's report is Mr.Suwat Maneekanoksakul.

(Mr.Suwat Maneekanoksakul)

Certified Public Accountant

Registration No. 8134

Dharmniti Auditing Company Limited

Bangkok, Thailand

February 20, 2019

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENT OF FINANCIAL POSITION

AS AT DECEMBER 31, 2018

		<u>ASSETS</u>				
		Baht				
		Consolidated financial statements		Separate financial statements		
Note		2018	2017	2018	2017	
Current assets						
	Cash and cash equivalents	5	134,920,969.72	110,755,485.74	72,822,523.03	23,637,126.59
	Short-term loans to a subsidiary	4	-	-	-	9,754,380.00
	Trade and other accounts receivable	4, 6	686,897,459.06	534,929,977.74	650,424,245.42	483,549,330.19
	Inventories	7	303,124,892.77	263,747,840.70	265,685,295.16	218,921,594.53
	Advance payment for project assets		32,912,000.70	-	32,912,000.70	-
	Other current assets	8	27,377,824.34	14,159,653.68	11,813,783.22	11,341,419.00
	Total current assets		1,185,233,146.59	923,592,957.86	1,033,657,847.53	747,203,850.31
Non-current assets						
	Long-term loans to a subsidiary	4	-	-	9,685,440.00	9,754,380.00
	Investment in subsidiaries	9	-	-	293,786,528.25	229,029,548.30
	Property, plant and equipment	10	1,620,970,595.77	1,566,253,687.26	1,375,688,719.11	1,382,904,125.15
	Computer software	11	6,402,439.01	7,085,101.22	6,088,587.74	6,701,148.19
	Deferred tax assets	12	3,510,570.31	1,752,189.41	4,075,962.47	1,887,005.20
	Other non-current assets	13	74,481,529.91	59,080,549.88	58,336,715.52	44,270,665.86
	Total non-current assets		1,705,365,135.00	1,634,171,527.77	1,747,661,953.09	1,674,546,872.70
	Total assets		2,890,598,281.59	2,557,764,485.63	2,781,319,800.62	2,421,750,723.01

Notes to financial statements form an integral part of these statements.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENT OF FINANCIAL POSITION (CONT.)

AS AT DECEMBER 31, 2018

LIABILITIES AND SHAREHOLDERS' EQUITY

	Note	Baht			
		Consolidated financial statements		Separate financial statements	
		2018	2017	2018	2017
Current liabilities					
Bank overdrafts and short-term loans from financial institutions	14	642,442,163.29	363,583,975.75	547,975,226.71	313,624,975.75
Short-term loans from a subsidiary	4		-		1,000,000.00
Trade and other accounts payable	4,15	602,538,473.07	460,184,614.24	641,528,375.30	483,930,259.59
Deferred income under project contract			-		-
Current portion of long-term liabilities					
- Long-term loans	18	143,002,346.50	199,946,192.69	129,919,202.54	184,426,618.38
- Liabilities under financial lease contracts	19	2,828,010.39	1,796,065.95	2,828,010.39	1,796,065.95
Accrued corporate income tax		341,886.80	1,676,264.89		-
Revenue received in advance for project	16	31,026,485.57	-	31,026,485.57	-
Other current liabilities	17	3,075,091.70	3,713,508.86	1,962,329.04	3,167,400.00
Total current liabilities		1,425,254,457.32	1,030,900,622.38	1,355,239,629.55	987,945,319.67
Non-current liabilities					
Long-term loans	18	390,862,956.31	439,943,328.74	380,696,000.11	421,786,582.57
Liabilities under financial lease contracts	19	4,653,809.35	1,980,898.95	4,653,809.35	1,980,898.95
Provision employee benefit liabilities	20	53,731,150.68	46,172,027.68	50,359,685.08	43,246,729.08
Other non-current liabilities		5,000.00	20,000.00	5,000.00	20,000.00
Total non-current liabilities		449,252,916.34	488,116,255.37	435,714,494.54	467,034,210.60
Total liabilities		1,874,507,373.66	1,519,016,877.75	1,790,954,124.09	1,454,979,530.27

Notes to financial statements form an integral part of these statements.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENT OF FINANCIAL POSITION (CONT.)

AS AT DECEMBER 31, 2018

LIABILITIES AND SHAREHOLDERS' EQUITY (CONT.)

	Note	Baht			
		Consolidated financial statements		Separate financial statements	
		2018	2017	2018	2017
Shareholders' equity					
Share capital					
Authorized share capital					
574,080,000 ordinary shares of Baht 0.50 each		287,040,000.00	287,040,000.00	287,040,000.00	287,040,000.00
Issued and fully paid-up share capital					
574,079,945 ordinary shares of Baht 0.50 each		287,039,972.50	287,039,972.50	287,039,972.50	287,039,972.50
Premium on share capital		338,128,000.00	338,128,000.00	338,128,000.00	338,128,000.00
Retained earnings					
Appropriated					
Legal reserve	21	28,703,997.25	28,703,997.25	28,703,997.25	28,703,997.25
Unappropriated		371,453,964.33	383,209,813.57	343,766,634.34	320,294,183.08
Other components of equity					
Differences on the fixed assets acquired under common control company	10	-	-	(7,272,927.56)	(7,394,960.09)
Deficits from business combination under common control company		3,086,493.16	3,086,493.16	-	-
Differences from translation of foreign entity		(12,321,519.31)	(1,420,668.60)	-	-
Total equity attributable to equity holders of the parent company		1,016,090,907.93	1,038,747,607.88	990,365,676.53	966,771,192.74
Non - controlling interests		-	-	-	-
Total shareholders' equity		1,016,090,907.93	1,038,747,607.88	990,365,676.53	966,771,192.74
Total liabilities and shareholders' equity		2,890,598,281.59	2,557,764,485.63	2,781,319,800.62	2,421,750,723.01

Notes to financial statements form an integral part of these statements.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED DECEMBER 31, 2018

	Note	Baht			
		Consolidated financial statements		Separate financial statements	
		2018	2017	2018	2017
Revenues					
Sales	4, 28, 31	2,969,907,024.15	2,689,127,260.14	2,774,809,868.77	2,468,353,521.62
Project income	28, 31	6,931,385.13	-	6,931,385.13	-
Dividend income	22	-	-	43,073,179.00	54,786,200.00
Other income	4, 31	9,625,032.67	5,829,059.29	13,076,100.59	8,898,237.00
Total revenues		2,986,463,441.95	2,694,956,319.43	2,837,890,533.49	2,532,037,958.62
Expenses					
Cost of sales	4	2,597,056,735.87	2,295,196,025.16	2,471,361,002.48	2,172,357,346.18
Cost of project		6,806,355.18	-	6,806,355.18	-
Selling expense		109,248,069.57	108,458,019.51	104,398,273.13	102,964,498.11
Administrative expenses	4	248,115,354.81	222,345,832.37	199,942,067.86	190,274,676.67
Finance cost		38,094,638.09	36,817,434.64	34,099,340.85	30,612,487.10
Total expenses		2,999,321,153.52	2,662,817,311.68	2,816,607,039.50	2,496,209,008.06
Profit (Loss) before income tax expenses		(12,857,711.57)	32,139,007.75	21,283,493.99	35,828,950.56
Income tax expenses	25, 30	(1,112,683.33)	(1,822,612.14)	(2,188,957.27)	(4,438,063.26)
Profit (Loss) for the years		(11,745,028.24)	33,961,619.89	23,472,451.26	40,267,013.82
Other comprehensive income					
Item that may be reclassified subsequently to profit or loss					
Differences on the fixed assets acquired under common control company					
		-	-	122,032.53	55,008.72
Differences from translation of foreign entity					
		(10,900,850.71)	(6,736,577.11)		-
Other comprehensive income for the years		(10,900,850.71)	(6,736,577.11)	122,032.53	55,008.72
Total comprehensive income for the years		(22,645,878.95)	27,225,042.78	23,594,483.79	40,322,022.54
Earnings per share					
Basic earnings per share (Baht per share)		(0.02)	0.06	0.03	0.07
Weighted average number of ordinary share (share)		574,080,000	574,080,000	574,080,000	574,080,000
Other comprehensive income per share					
Basic earnings per share (Baht per share)		(0.04)	0.05	0.04	0.07
Weighted average number of ordinary share (share)		574,080,000	574,080,000	574,080,000	574,080,000

Notes to financial statements form an integral part of these statements.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2018

		Baht									
		Consolidated financial statement									
		Equity holders of the parent company					Non - controlling interests				
	Note	Issued and paid-up share capital	Retained earnings			Other components of equity			Total equity attributable to equity holders of the parent company	Total	shareholders' equity
			Legal reserve	Unappropriated	Differences from translation of foreign entity	Deficits from business combination under common control	Differences from translation of foreign entity	Non - controlling interests			
Balance as at January 1, 2017		287,039,972.50	338,128,000.00	28,703,997.25	423,892,256.53	3,086,493.16	5,315,908.51	1,086,166,627.95	-	1,086,166,627.95	
Dividend	22	-	-	-	(74,644,062.85)	-	-	(74,644,062.85)	-	(74,644,062.85)	
Total comprehensive income for the year		-	-	-	33,961,619.89	-	(6,736,577.11)	27,225,042.78	-	27,225,042.78	
Balance as at December 31, 2017		287,039,972.50	338,128,000.00	28,703,997.25	383,209,813.57	3,086,493.16	(1,420,668.60)	1,038,747,607.88	-	1,038,747,607.88	
Dividend	22	-	-	-	(10,821.00)	-	-	(10,821.00)	-	(10,821.00)	
Total comprehensive income for the year		-	-	-	(11,745,028.24)	-	(10,900,850.71)	(22,645,878.95)	-	(22,645,878.95)	
Balance as at December 31, 2018		287,039,972.50	338,128,000.00	28,703,997.25	371,453,964.33	3,086,493.16	(12,321,519.31)	1,016,090,907.93	-	1,016,090,907.93	

Notes to financial statements form an integral part of these statements.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (CONT.)
FOR THE YEARS ENDED DECEMBER 31, 2018

	Baht						
	Separate financial statement						
	Issued and paid-up share capital	Premium on share capital	Legal reserve	Retained earnings	Unappropriated	Differences on the fixed assets acquired under common control company	Total
Balance as at January 1, 2017	287,039,972.50	338,128,000.00	28,703,997.25	354,657,432.11	(74,630,262.85)	(7,449,968.81)	1,001,079,433.05
Dividend	-	-	-	(74,630,262.85)	-	-	(74,630,262.85)
Total comprehensive income for the year	-	-	-	40,267,013.82	-	55,008.72	40,322,022.54
Balance as at December 31, 2017	287,039,972.50	338,128,000.00	28,703,997.25	320,294,183.08	23,472,451.26	(7,394,960.09)	966,771,192.74
Total comprehensive income for the year	-	-	-	343,766,634.34	-	(7,272,927.56)	343,766,634.34
Balance as at December 31, 2018	287,039,972.50	338,128,000.00	28,703,997.25	343,766,634.34	-	-	990,365,676.53

Note

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Notes to financial statements form an integral part of these statements.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED DECEMBER 31, 2018

	Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Cash flows from operating activities :				
Profit (Loss) for the years	(11,745,028.24)	33,961,619.89	23,472,451.26	40,267,013.82
Reconciliations of profit for the years to net cash provided by (used in) operating activities :				
Allowance for doubtful accouts (reversal)	6,032,139.31	-	6,032,139.31	-
Allowance for declining in value of inventories (reversal)	(578,122.83)	8,908,221.10	(224,131.85)	7,988,993.89
Depreciation and amortization	178,830,507.66	169,182,232.29	153,382,705.26	145,392,473.47
Amortization of mold	15,361,603.21	7,818,549.84	15,361,603.21	7,738,748.37
Unrealize (gain) loss on exchange rate	110,348.27	152,662.69	179,288.27	2,039,182.69
(Gain) loss on sales of fixed assets	895,542.66	99,914.89	895,542.66	99,914.89
Loss on write off fixed assets and computer software	23,616,518.95	1,068,055.62	477,615.34	1,068,055.62
Provision for employee benefit	8,045,231.00	5,894,636.00	7,645,976.00	5,508,103.00
Dividend income	-	-	(43,073,179.00)	(54,786,200.00)
Interest expenses	38,094,638.09	36,817,434.64	34,099,340.85	30,612,487.10
Income tax expenses	(1,112,683.33)	(1,822,612.14)	(2,188,957.27)	(4,438,063.26)
Profit provided by operating activities before changes in operating assets and liabilities	257,550,694.75	262,080,714.82	196,060,394.04	181,490,709.59
(Increase) decrease in operating assets				
Trade and other accounts receivable	(158,488,366.60)	(24,748,474.57)	(173,395,800.51)	(3,306,009.95)
Inventories	(38,798,929.24)	(1,969,992.20)	(46,539,568.78)	10,856.22
Advance payment for project assets	(32,912,000.70)	-	(32,912,000.70)	-
Other current assets	(11,146,674.00)	588,013.36	1,550,915.86	2,048,758.89
Other non-current assets	(24,243,664.98)	(2,812,043.91)	(23,858,792.95)	(3,764,969.19)
Increase (decrease) in operating liabilities				
Trade and other accounts payable	146,353,762.38	(2,672,068.87)	160,859,716.70	(32,111,211.21)
Revenue received in advance for project	31,026,485.57	-	31,026,485.57	-
Other current liabilities	(638,417.16)	(191,353.17)	(1,205,070.96)	551,695.12
Other non-current liabilities	(15,000.00)	-	(15,000.00)	-
Cash provided by (used in) operating activities	168,687,890.02	230,274,795.46	111,571,278.27	144,919,829.47
Paid to employee benefit	(1,178,770.00)	-	(1,178,770.00)	-
Payment of corporate income tax and withholding income tax	(4,051,572.32)	(4,430,589.84)	(2,023,280.08)	(2,248,801.16)
Net cash provided by operating activities	163,457,547.70	225,844,205.62	108,369,228.19	142,671,028.31

Notes to financial statements form an integral part of these statements.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CASH FLOWS (CONT.)

FOR THE YEARS ENDED DECEMBER 31, 2018

	Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
<u>Cash flows from investing activities :</u>				
Cash received (piad) for investment in subsidiaries	-	-	(64,756,979.95)	(101,884,771.10)
Cash received for short-term loans to a subsidiary	-	-	9,754,380.00	-
Cash received from dividend	-	-	43,073,179.00	54,786,200.00
Cash received from sales of fixed assets	7,446,030.57	2,470,418.02	7,446,030.57	2,470,418.02
Cash paid for purchase of fixed assets	(235,887,818.79)	(181,697,159.87)	(132,463,579.53)	(159,841,357.27)
Cash paid for deposit from purchase of fixed assets	(35,049,078.75)	(28,530,160.50)	(23,040,618.80)	(17,471,758.88)
Cash paid for purchase of computer software	(618,510.00)	(861,219.17)	(618,510.00)	(861,219.17)
Net cash used in investing activities	<u>(264,109,376.97)</u>	<u>(208,618,121.52)</u>	<u>(160,606,098.71)</u>	<u>(222,802,488.40)</u>
<u>Cash flows from financing activities :</u>				
Increase (decrease) in bank overdrafts and short-term loans from financial institutions	278,858,187.54	(26,615,062.43)	234,350,250.96	(4,730,111.95)
Cash received paid from short-term loans from other individual	-	-	-	-
Cash received paid from short-term loans from a subsidiary	-	-	(1,000,000.00)	(11,000,000.00)
Cash received from long-term from financial institution	92,111,564.64	340,750,962.18	86,443,124.64	336,516,075.36
Cash paid for long-term loans to financial institution	(198,135,783.26)	(138,118,269.93)	(182,041,122.94)	(119,905,300.00)
Cash paid for dividend	(10,821.00)	(74,644,062.85)	-	(74,630,262.85)
Cash paid for liabilities under financial lease contract payable	(2,876,394.85)	(3,289,252.63)	(2,876,394.85)	(3,289,252.63)
Cash paid for interest expenses	(37,401,976.09)	(36,207,872.64)	(33,453,590.85)	(30,045,612.10)
Net cash provided (used) by financing activities	<u>132,544,776.98</u>	<u>61,876,441.70</u>	<u>101,422,266.96</u>	<u>92,915,535.83</u>
Differences from translation of foreign entity	(7,727,463.73)	(6,705,928.16)	-	-
Net increase (decrease) in cash and cash equivalents	24,165,483.98	72,396,597.64	49,185,396.44	12,784,075.74
Cash and cash equivalents, at beginning of the year	110,755,485.74	38,358,888.10	23,637,126.59	10,853,050.85
Cash and cash equivalents, at end of the year	<u>134,920,969.72</u>	<u>110,755,485.74</u>	<u>72,822,523.03</u>	<u>23,637,126.59</u>
<u>Supplemental disclosure of cash flows information :-</u>				
Cash and cash equivalents consisted of				
Deposits from purchase of fixed assets, paid in the previous period	28,530,160.50	49,030,681.41	17,471,758.88	48,790,681.41
Account payable from purchase fixed asset - other companies	(3,621,505.85)	4,602,045.24	(2,883,203.29)	4,272,328.42
Liabilities under financial lease contracts	6,581,249.69	842,999.81	6,581,249.69	842,999.81

Notes to financial statements form an integral part of these statements.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

1. GENERAL INFORMATION

(a) Legal status and address

The Company was registered to be a limited company on November 30, 1987.

The Company was registered to be a public company on September 8, 2011.

The address of its registered office is as follows :

19, 21 Soi Ekachai 63, Ekachai Road, Kwang Bangbon, Khet Bangbon, Bangkok 10150, Thailand.

As at December 31, 2018 and 2017, the operating branches are as follows :

No.	Branch	Address
1	Samuthsakhon	28 Moo 2 Chaimongkol Subdistrict, Muang District, Samuthsakhon Province 74000, Thailand.
2	Bangkok	19, 21 Soi Ekachai 63, Ekachai Road, Kwang Bangbon, Khet Bangbon, Bangkok 10150, Thailand.
3	Chonburi	150/62 Moo 9 NongKham Subdistric, Sriracha District, Chonburi Province 20110, Thailand.

(b) Nature of the Company's business

The Company's main businesses are manufacturer and distributor of packaging for consumer product, agro chemical, automotive parts and materials from plastic imitation.

(c) On February 24, 2012, the Company had received the permission to list their common stocks in the Stock Exchange of Thailand (MAI). Securities trading is start on February 28, 2012.

2. CRITERIA FOR THE PREPARATION OF CONSOLIDATED FINANCIAL STATEMENT

(a) This consolidated financial statement has included the financial statement of Panjawattana Plastic Public Company Limited and its subsidiaries, as well as the mutually controlled entity or has the significant influence as follows:

Company	Type	Location	Shareholding ratio (Percentage of registered shares amount)	
			2018	2017
Subsidiaries:-				
Millpack Co., Ltd.	Manufacturer and distribution of packaging	Bangkok	99.98%	99.98%
Elegance Packaging Co., Ltd.	Trading of lid and plastic resins	Bangkok	99.97%	99.97%
Plastech lab Co.,Ltd.	Provide service to check the amount/standards of all goods and inspect all types of measurement tools.	Samuthsakhon	99.99%	99.99%
Panjawatana (Tianjin) Plastic Co., Ltd.	Manufacturer and distribution of packaging	Tianjin (China)	100.00%	100.00%
Panjawatana (Jiangsu) Plastic Co., Ltd.	Manufacturer and distribution of packaging	Jiangsu (China)	100.00%	100.00%

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

- (b) The Company has included the financial statement of subsidiaries and the mutually controlled entity or has the significant influence in the consolidated financial statement since the acquisition date (date that the Company has authority to control the subsidiaries and the mutually controlled entity or has the significant influence) to the date that the Company has ended its authority to control the subsidiaries and the mutually controlled entity or has the significant influence.
- (c) The financial statement of the subsidiaries and the mutually controlled entity or has the significant influence has been prepared by adoption of significant accounting policies the same as the financial statement of the Company.
- (d) Assets and liabilities as specified in the financial statement of the subsidiaries, which established in foreign countries, are converted into Thai Baht at the date of exchange rate specified in statement of financial position. For converted revenues and expenses into Thai baht by using monthly average exchange rates and difference from the conversion have been shown in transaction of “Differences from translation of foreign entity” in shareholders’ equity.
- (e) The remaining balances for significant transactions between the Company and its subsidiaries and the mutually controlled entity or has the significant influence have been deleted from the consolidated financial statement.

3. SIGNIFICANT ACCOUNTING POLICIES

3.1 Basis for preparation of the financial statements

The financial statements have been prepared in accordance with the accounting standards prescribed by Thai Accounts Act enunciated under the Accounting Profession Act B.E.2547 by complying with the financial reporting standards. The presentation of the financial statements has been made in compliance with the Notification of the Department of Business Development, the Ministry of Commerce, re : the financial statements presentation for public limited company, issued under the Accounting Act B.E.2543.

The financial statements have been prepared on a historical cost basis except where otherwise disclosed in the accounting policies.

The financial statements in Thai language are the official statutory financial statements of the Company. The financial statements in English language have been translated from such financial statements in Thai language.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

3.2 The financial reporting standards are effective in the current year

The Federation of Accounting Professions (FAP) has issued Notifications to mandate the revised accounting standards, financial reporting standards, and interpretations of accounting and financial reporting standards, which are effective for the fiscal year beginning on or after January 1, 2018 are as follows:

TAS 1 (revised 2017)	Presentation of Financial Statements
TAS 2 (revised 2017)	Inventories
TAS 7 (revised 2017)	Statement of Cash Flows
TAS 8 (revised 2017)	Accounting Policies, Changes in Accounting Estimates and Errors
TAS 10 (revised 2017)	Events After the Reporting Period
TAS 11 (revised 2017)	Construction Contracts
TAS 12 (revised 2017)	Income Taxes
TAS 16 (revised 2017)	Property, Plant and Equipment
TAS 17 (revised 2017)	Leases
TAS 18 (revised 2017)	Revenue
TAS 19 (revised 2017)	Employee Benefits
TAS 20 (revised 2017)	Accounting for Government Grants and Disclosure of Government Assistance
TAS 21 (revised 2017)	The Effects of Changes in Foreign Exchange Rates
TAS 23 (revised 2017)	Borrowing Costs
TAS 24 (revised 2017)	Related Party Disclosures
TAS 26 (revised 2017)	Accounting and Reporting by Retirement Benefit Plans
TAS 27 (revised 2017)	Separate Financial Statements
TAS 28 (revised 2017)	Investments in Associates and Joint Ventures
TAS 29 (revised 2017)	Financial Reporting in Hyperinflationary Economies
TAS 33 (revised 2017)	Earnings Per Share
TAS 34 (revised 2017)	Interim Financial Reporting
TAS 36 (revised 2017)	Impairment of Assets
TAS 37 (revised 2017)	Provisions, Contingent Liabilities and Contingent Assets
TAS 38 (revised 2017)	Intangible assets

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

NOTES TO FINANCIAL STATEMENTS (CONT.)

DECEMBER 31, 2018

TAS 40 (revised 2017)	Investment Property
TAS 41 (revised 2017)	Agriculture
TFRS 2 (revised 2017)	Share-Based Payment
TFRS 3 (revised 2017)	Business Combinations
TFRS 4 (revised 2017)	Insurance Contracts
TFRS 5 (revised 2017)	Non-current Assets Held for Sale and Discontinued Operations
TFRS 6 (revised 2017)	Exploration for and Evaluation of Mineral Resource
TFRS 8 (revised 2017)	Operating Segments
TFRS 10 (revised 2017)	Consolidated Financial Statements
TFRS 11 (revised 2017)	Joint Arrangements
TFRS 12 (revised 2017)	Disclosure of Interests in Other Entities
TFRS 13 (revised 2017)	Fair Value Measurement
TSIC 10 (revised 2017)	Government Assistance - No Specific Relation to Operating Activities
TSIC 15 (revised 2017)	Operating Leases - Incentives
TSIC 25 (revised 2017)	Income Taxes - Changes in the Tax Status of an Entity or its Shareholders
TSIC 27 (revised 2017)	Evaluating the Substance of Transactions Involving the Legal Form of a Lease
TSIC 29 (revised 2017)	Service Concession Arrangements: Disclosure
TSIC 31 (revised 2017)	Revenue-Barter Transactions Involving Advertising Services
TSIC 32 (revised 2017)	Intangible Assets - Web Site Costs
TFRIC 1 (revised 2017)	Changes in Existing Decommissioning, Restoration and Similar Liabilities
TFRIC 4 (revised 2017)	Determining whether an Arrangement contains a Lease
TFRIC 5 (revised 2017)	Right to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds
TFRIC 7 (revised 2017)	Applying the Restatement Approach under TAS 29 (revised 2017) Financial Reporting in Hyperinflationary Economics
TFRIC 10 (revised 2017)	Interim Financial Reporting and Impairment
TFRIC 12 (revised 2017)	Service Concession Arrangements

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

NOTES TO FINANCIAL STATEMENTS (CONT.)

DECEMBER 31, 2018

TFRIC 13 (revised 2017)	Customer Loyalty Programmes
TFRIC 14 (revised 2017)	TAS 19 (revised 2017)-The Limit on a Defined Benefit Asset. Minimum Funding Requirements and their Interaction
TFRIC 15 (revised 2017)	Agreements for the Construction of Real Estate
TFRIC 17 (revised 2017)	Distributions of Non - cash Assets to Owners
TFRIC 18 (revised 2017)	Transfers of Assets from Customers
TFRIC 20 (revised 2017)	Stripping Costs in the Production Phase of a Surface Mine
TFRIC 21 (revised 2017)	Levies

The management of the Company and its subsidiaries evaluated that these revised accounting standards, financial reporting standard, accounting standard interpretations and financial reporting standards interpretations do not have any significant impact on the financial statements in current year.

3.3 Recognition of revenues and expenses

Sale of goods

Sale of goods are recognized upon delivery and the significant risks and rewards of ownership of the goods have passed to the buyer. And the Company and its subsidiaries will not recognized the revenues, if the management retains either continuing managerial involvement or effective control over the goods sold or unable to measured reliably on the amount of revenues and its costs or having uncertainty on return of the goods sold.

Project income

Project income is recognised using the percentage of completion method. The stage of completion is measured by reference to the relationship that the contract costs incurred for work performed to date bear to the estimated total costs for the contract. Revenue from other services is recognised when the services have been rendered in accordance with the terms of the agreements or invoices have been issued.

Interest income

The Company and its subsidiaries recognized interest income on the accrued basis by consider the effective rate.

Other income and expense

The Company and its subsidiaries recognized other incomes and expenses based on the accrual basis.

3.4 Cash and cash equivalents

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

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

3.5 Trade accounts receivable

Trade accounts receivable and other accounts receivable are stated at their invoice value less allowance for doubtful accounts (if any).

Trade accounts receivable are stated at the net realizable value. Allowance for doubtful accounts is provided for the estimated losses that may be incurred in collection of receivables. The allowance is generally base on collection experiences and analysis of the debtor aging.

3.6 Inventories

Inventories are stated at cost in the first in - first out method or at the lower of cost and net realizable value.

Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs necessary to make the sale.

Cost comprises all cost of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. In the case of manufactured inventories and work-in progress, cost includes an appropriate share of overheads based on normal operating capacity.

The cost of purchase comprises both the purchase price and costs directly attributable to the acquisition of the inventory, such as import duties, transportation charges and other direct costs incurred in acquiring the inventories less all trade discounts, allowances or rebates.

An allowance is made for all deteriorated, damaged, obsolete and slow-moving inventories.

Mold cost paid by the Company incurred by hiring outside suppliers. Normally, the Company jointed with customers to design a mold instruction. The Company shall transfer mold costs to cost of sales when they are delivered and accepted by customers.

3.7 Mold for amortization

Mold for amortization is used to manufacture goods for customers. The Company is paying for the mold and later charged customers based on agreed number of pieces produced and sold to such customers. The Company will amortized the cost of mold to be the cost of sales according to items produced and sold to customers which is determined base on the estimated number of production unit can be made available throughout the usage period as agreed between the parties.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

NOTES TO FINANCIAL STATEMENTS (CONT.)

DECEMBER 31, 2018

3.8 Investment in subsidiaries

Subsidiaries are entities over which the Company has the power to control their financial and operating policies generally accompanying a shareholding of more than one-half of the voting rights. The financial statements of the subsidiaries are consolidated from the date the Company exercises control over the subsidiaries until the date that control power ceases.

Investments in subsidiaries are stated at cost net from allowance on impairment (if any) in the separate financial statements.

3.9 Property, plant and equipment

Property is stated at cost less impairment loss (if any).

Plant and equipment are stated at cost less accumulated depreciation and impairment loss (if any).

The initial perception value

Cost of property, plant and equipment comprises the purchase price including import duty, tax on non-refundable and other direct costs associated with providing the property is in good condition to be valid for the purpose (e.g. the cost of site preparation, the initial cost of transportation and storage, cost of installation, fees visual life, estimated expenditure on transport and dispose of or demolish, location and restoration after the required assets) of trade discounts and taxes are to be returned must be deducted from the purchase price.

Remaining value at the disabled

The Company and its subsidiaries have estimated remaining value at the disabled machine, some plant and equipment. The value of the remaining 10 percent of the cost of the first to acquire property.

Depreciation

Depreciation are computed from cost less remaining value by the straight-line method based on the estimated useful lives of each asset. The estimated useful lives and remaining value at the disabled of the assets are as follows :-

	years	Residual value at disabled date
Plant	20, 30	No
Improvement on building	5, 10	No
Support machine system	5, 10	10% of Cost Price
Machinery and equipment	3, 5, 10, 15	10% of Cost Price
Office equipment	5	10% of Cost Price
Vehicle	5, 7, 10	Market value

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

The Company and its subsidiaries do not charge for depreciation of property and assets under construction and installation. Repair and maintenance are charged to the statements of comprehensive income during the period incurred. The cost of significant improvement is recorded in the book value of assets if it is probable that the improvements will enable them to benefit returns over the use of the benefits without improving the assets acquired. Major renovations are depreciated over the remaining useful life of the related assets.

Gains and losses on sales of fixed assets is the difference between the sale amount of fixed assets and the book values. The gains and losses account is presented under the statements of comprehensive income.

The Company and its subsidiaries recognize the interest expense arose from construction in progress as capitalized to be cost of property.

Estimated costs of asset decommission, removal and renovation have to be included as asset costs and subject to annual depreciation.

The depreciation charge has to be determined separately for each significant part of an asset, when each of components has material cost compare to total cost of such asset.

The Company and its subsidiaries have to review the residual value and useful life of assets base on consistency basis.

3.10 Borrowing costs

Borrowing costs directly attributed to the acquisition or construction of an asset that necessarily takes long time to put in ready to use or available for sale state are capitalized as part of the cost of the respective asset until that asset condition is ready for its intended use. All other borrowing costs are expensed in the period they are incurred. Borrowing costs consist of interest and other costs arising from such borrowing

3.11 Intangible assets

Intangible assets are stated at cost less amortization and net loss on impairment (if any).

Amortization

Amortization recorded as an expense in the statements of comprehensive income calculated by the straight - line basis period is expected to receive economic benefits of each type of intangible assets. Long expected economic benefits are listed below.

	years
Computer software	5, 10

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

3.12 Impairment of assets

The Company and its subsidiaries reviews the impairment of assets for property, plant and equipment and other assets whenever events indicate that the carrying value of an asset exceeds its recoverable amount. The review is made for individual assets or for the cash-generating unit.

In case that the carrying value of an asset exceeds its recoverable amount, the Company and its subsidiaries will recognize the impairment losses in the statements of comprehensive income. And this impairment losses shall be reversed to be an other income, when impairment indications moved or declined.

3.13 Employee Benefits

Short-term employment benefits

The Company and its subsidiaries recognize salary, wage, bonus and contributions to social security fund and provident fund as expenses when incurred.

Post-employment benefits (Defined contribution plans)

The Company and its subsidiaries have jointed with its employees to establish a provident fund. The fund is monthly contributed by employees and by the Company and its subsidiaries. The fund's assets are held in a separate trust fund and the Company and its subsidiaries contributions are recognized as expenses when incurred.

Post-employment benefits (Defined benefit plans)

The Company and its subsidiaries have obligations in respect of the severance payments that it must pay to the employees upon retirement under the labor law and other employee benefit plans. The Company and its subsidiaries treat these severance payment obligations as a defined benefit plan.

The obligation under the defined benefit plan is calculated based on the actuarial principles by a qualified independent actuary using the projected unit credit method. Such estimates are made based on various assumptions, including discount rate, future salary increase rate, staff turnover rate, mortality rate, and inflation rate.

Actuarial gains and losses for post-employment benefits of the employees are recognized immediately in other comprehensive income as apart of retain earning.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

3.14 Foreign currency transactions

Items included in the financial statements of each entity in the Company and its subsidiaries are measured using Thai Baht. The consolidated financial statement are presented in Thai Baht.

Transactions denominated in foreign currencies during the year are translated into Baht at the rates of exchange ruling on the transaction dates. Realized gains and losses on foreign exchange transactions are recognized in the statements of comprehensive income as incurred. Monetary assets and liabilities denominated in foreign currencies at the statement of financial position date are translated into Baht at the exchange rates ruling at that date. Unrealized gains and losses on exchange are recognized in the statements of comprehensive income when incurred.

The statements of comprehensive income and cash flows of foreign entities are translated into the Company and its subsidiaries' reporting currency at the average exchange rates for the year and financial position report are translated at the exchange rates ruling on the financial position report date and shareholders' equity is translated at the rates prevailing on the transaction date.

3.15 Finance lease

Leases of assets that substantially transfer to the Company and its subsidiaries all the rewards and risks of ownership of assets and that the Company and its subsidiaries intends to exercise the option of the leases to purchase the assets at the expiration of the lease term, are accounted for as finance leases.

At the inception of a finance lease, the cost of the asset is recorded together with the obligation, excluding the interest element, to pay future rentals. Finance charges are charged to the current period operations at the effective rate of interest.

3.16 Operating lease

Lease of assets under which all the risks and rewards of ownership are effectively retained by the lessor are classified as operating lease. Lease payments under an operating lease are recognized as expense on a straight-line basis over the lease term.

3.17 Earnings per share

Basic earnings per share is calculated by dividing profit for the year by the weighted average number of ordinary shares in issue during the year.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

3.18 Related parties

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

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

3.19 Income tax

Income tax comprises current income tax and deferred tax.

Current tax

The Company records income tax expense, (if any), based on the amount currently payable under the Revenue Code at the income tax rates 20% of profit before income tax, after adding back certain expenses which are non-deductible for income tax computation purposes, and less certain transactions which are exemption or allowable from income tax.

Deferred tax

Deferred tax assets and liabilities are provided on the temporary differences between the carrying amount and the tax bases of assets and liabilities at the end of the reporting period. Changes in deferred tax assets and liabilities are recognized as deferred tax income or deferred tax expense which are recognized in the profit or loss except to the extent that it relates to items recognized directly in shareholders' equity or in other comprehensive income.

The deductible temporary differences are recognized as deferred tax assets when it is probable that the Company will have future taxable profit to be available against which the deferred tax assets can be utilized. The taxable temporary differences on all taxable items are recognized as deferred tax liabilities.

Deferred tax assets and liabilities are measured at the tax rates that the Company and its subsidiaries expect to apply to the period when the deferred tax assets are realized or the deferred tax liabilities are settled, based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
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At the end of each reporting period, the carrying amount of deferred tax assets are reviewed and reduced the value when it is probable that the Company will have no longer the future taxable profit that is sufficient to be available against which all or some parts of deferred tax assets are utilized.

Deferred tax assets and deferred tax liabilities are offset when there is the legal right to settle on a net basis and they relate to income taxes levied by the same tax authority on the same taxable entity.

Thus, the Company offsets deferred tax assets and deferred tax liabilities for presentation in the statement of financial position, rather than presenting them separately.

3.20 Significant accounting judgements and estimates

The preparation of financial statements in conformity with financial reporting standards at times requires management to make subjective judgements and estimates regarding matters that are inherently uncertain. These judgements and estimates affect amounts reported in the financial statements and disclosures and actual results could differ from these estimates. Significant judgements and estimates are as follows:

Allowance for doubtful accounts

In determining an allowance for doubtful accounts, the management needs to make judgement and estimates based upon, among other things, past collection history, aging profile of outstanding debts and the prevailing economic condition.

Allowance for declining in value of inventory

The determination of allowance for declining in the value of inventory, requires management to make judgements and estimates of the loss expected to occur. The allowance for decline in net realizable value is estimated based on the selling price expected in the ordinary course of business less selling expense. The provision for obsolete slow-moving and deteriorated inventory, is estimated based on the approximate useful life of each type of inventory. The allowance for diminution in value of inventory as determined is compared with the original balance in the books of account and the increase or decrease in the allowance for diminution in value of inventory will be recognized as cost of sales in profit or loss.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

Leases

In determining whether a lease is to be classified as an operating lease or finance lease, the management is required to use judgement in evaluating the conditions and details of the agreement whether significant risk and rewards of ownership of the leased asset has been transferred.

Property, plant and equipment/Depreciation

In determining depreciation of plant and equipment, the management is required to make estimates of the useful lives and residual values of the plant and equipment and to review the estimated useful lives and residual values when there are any changes.

In addition, the management is required to review property, plant and equipment for impairment on a periodical basis and record the impairment loss when it is determined that the recoverable amount is lower than the carrying amount. This requires judgement regarding forecast of future revenues and expenses relating to the assets subject to the review.

Deferred tax assets

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

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
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4. TRANSACTIONS WITH RELATED PERSON AND RELATED COMPANIES

The Company has transactions with its related person and related companies. The significant related transactions shown in this financial statement are applied by normal prices of business which are based on general marketing price or inter - company contract price, in case of unable to refer to any market price.

Relationship conditions :

Name	Country	Relationship
Subsidiaries:-		
Millpack Co., Ltd.	Thailand	Share and management
Elegance Packaging Co., Ltd.	Thailand	Share and management
Plastech lab Co.,Ltd.	Thailand	Share and management
Panjawatana (Tianjin) Plastic Co., Ltd.	Tianjin (China)	Share and management
Panjawatana (Jiangsu) Plastic Co., Ltd.	Jiangsu (China)	Share and management
Other related parties:-		
P.J. Composite Co., Ltd.	Thailand	Share and director
Mr. Kongsak Hemmontharop	Thailand	Share and director
Mr. Pirun Hemmontharop	Thailand	Share and director

Significant transactions with related person and related companies show in this interim financial statement are applied by normal price of business which are based on general marketing price or inter-company contract price incase of on able to refer to any market price are as follows :

Transaction in statement of comprehensive income	Relationship
Sale	Market price less discount
Gain on sales of fixed assets	Mutual agreed price
Interest income	As agreed in the agreement
Other income	Mutual agreed price
Purchase of goods	Market price less discount
Rental and service expenses	Mutual agreed price
Administration expenses	Mutual agreed price
Professional fee	Mutual agreed price
Interest expense	As agreed in the agreement

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

Significant transactions with related companies for the years ended December 31, 2018 and 2017 are as follows :

Transaction	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Sale				
Subsidiaries:-				
Millpack Co., Ltd.	-	-	22,796	20,980
Elegance Packaging Co., Ltd.	-	-	55,399	54,768
Other related parties:-				
P.J. Composite Co., Ltd.	1,745	777	1,745	777
	<u>1,745</u>	<u>777</u>	<u>79,940</u>	<u>76,525</u>
Interest income				
Subsidiaries:-				
Panjawatana (Tianjin) Plastic Co.,Ltd.	-	-	463	819
Dividend income				
Subsidiaries:-				
Millpack Co., Ltd.	-	-	42,073	52,787
Elegance Packaging Co., Ltd.	-	-	1,000	1,999
	<u>-</u>	<u>-</u>	<u>43,073</u>	<u>54,786</u>
Other income				
Subsidiaries:-				
Millpack Co., Ltd.	-	-	3,680	3,680
Elegance Packaging Co., Ltd.	-	-	540	540
Plastech lab Co., Ltd.	-	-	528	532
	<u>-</u>	<u>-</u>	<u>4,748</u>	<u>4,752</u>
Purchase of goods				
Subsidiaries:-				
Millpack Co., Ltd.	-	-	508,103	455,157
Elegance Packaging Co., Ltd.	-	-	132,416	101,977
Plastech lab Co., Ltd.	-	-	3,440	-
Panjawatana (Tianjin) Plastic Co.,Ltd.	-	-	13,235	-
	<u>-</u>	<u>-</u>	<u>657,194</u>	<u>557,134</u>
Rental and service expenses				
Subsidiaries:-				
Plastech lab Co., Ltd.	-	-	3,894	696
Other related parties:-				
Mr. Kongsak Hemmontharop	1,781	1,781	-	-
	<u>1,781</u>	<u>1,781</u>	<u>3,894</u>	<u>696</u>
Interest expense				
Subsidiaries:-				
Plastech lab Co.,Ltd.	-	-	1	210
Professional fee				
Other related parties:-				
Mr. Pirun Hemmontharop	-	140	-	140
Remuneration for executive				
Short-term benefit	59,732	65,129	59,732	65,129
Benefit after leaving the Company	1,637	1,460	1,637	1,460
Other long-term benefit	-	-	-	-
Total	<u>61,369</u>	<u>66,589</u>	<u>61,369</u>	<u>66,589</u>

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

Outstanding balances with related companies as at December 31, 2018 and 2017 are as follows:

	Thousand Baht			
	Consolidated financial statement		Separate financial statement	
	2018	2017	2018	2017
Short-term loans to				
Subsidiaries:-				
Panjawatana (Tianjin) Plastic Co., Ltd.	-	-	-	9,754 *
Long-term loans to				
Subsidiaries:-				
Panjawatana (Tianjin) Plastic Co., Ltd.	-	-	9,685 **	9,754 **
Trade and other account receivable				
Subsidiaries:-				
Millpack Co., Ltd.	-	-	7,252	2,552
Elegance Packaging Co., Ltd.	-	-	15,051	7,118
Panjawatana (Tianjin) Plastic Co., Ltd.	-	-	1,683	1,259
Plastech lab Co.,Ltd.	-	-	186	28
Other related parties:-				
P.J. Composite Co., Ltd.	1,719	-	1,719	-
	<u>1,719</u>	<u>-</u>	<u>25,891</u>	<u>10,957</u>
Short-term loans				
Subsidiaries:-				
Plastech lab Co.,Ltd.	-	-	-	1,000 **
Trade and other account payable				
Subsidiaries:-				
Millpack Co., Ltd.	-	-	136,334	114,997
Elegance Packaging Co., Ltd.	-	-	40,855	28,779
Panjawatana (Tianjin) Plastic Co., Ltd.	-	-	13,235	249
Plastech lab Co.,Ltd.	-	-	125	-
	<u>-</u>	<u>-</u>	<u>190,549</u>	<u>144,025</u>

* Short-term loans to a subsidiary have mutual loan agreement at the amount of USD 300,000 (Baht 9.75 million) with a term of 1 year and carries interest rate at 4.00% per annum.

** Long-term loans to a subsidiary have mutual loan agreement at the amount of USD 300,000 (Baht 9.75 million) with a term of 3 years and carries interest rate at 4.00% per annum.

*** Short-term loans have an agreement with a term of 3 months and carries interest rate at 4.00% per annum.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

Lease agreement with subsidiaries and other related parties

A local subsidiary has entered into the lease for land to be location of the factory from the related parties (Mr.Kongsak Hemmontharop) for three months, starting from January 1, 2017 and contract renewal for 3 more years with the rental fee Baht 148,456.00 per month.

The Company had entered into the lease for factory to Millpack Company limited (subsidiary) for three years, starting on January 1, 2016 - December 31, 2018 and rental rate of Baht 628,000 per month. And in July 2016, the Company had adjusted the lease due to the reduction in the lease are a starting July 1,2016 with the rental and service fee Baht 270,000 per month.

The Company had entered into the lease and service for factory to Plastech Lab Company Limited (subsidiary) for three years, starting on January 1, 2017 - December 31, 2019 and rental rate of Baht 44,040 per month. The contract renewal is every 3 years.

As at December 31, 2018, the Company and its subsidiaries have commitments to pay the property as outstanding contract as follows:

	Thousand Baht	
	Consolidated financial statements	Separate financial statements
	statements	statements
<u>Paid within</u>		
1 year	1,781	-
More than 1 year but not over 5 years	-	-
More than 5 years	-	-

5. CASH AND CASH EQUIVALENT

Cash and cash equivalents consisted of :-

	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Cash in hand	658	420	190	190
Cash at banks - current account	111,357	103,338	71,738	16,459
Cash at banks - savings account	22,906	6,997	894	6,988
Total	134,921	110,755	72,822	23,637

Savings accounts earned floating interest rates according to announcement the interest rate of the bank.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

NOTES TO FINANCIAL STATEMENTS (CONT.)

DECEMBER 31, 2018

6. TRADE AND OTHER ACCOUNTS RECEIVABLE

Trade and other accounts receivable consisted of :-

	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Trade accounts receivable				
-third parties	593,438	469,446	542,499	415,227
-related parties	1,719	-	20,449	7,549
	595,157	469,446	562,948	422,776
<u>Less</u> Allowance for doubtful accounts	(6,326)	(174)	(6,326)	(174)
Trade accounts receivable, net	588,831	469,272	556,622	422,602
Other accounts receivable				
-third parties	5,739	2,862	1,984	2,286
-related parties	-	-	5,442	3,408
	5,739	2,862	7,426	5,694
<u>Less</u> Allowance for doubtful accounts	(144)	(264)	(144)	(264)
Other accounts receivable, net	5,595	2,598	7,282	5,430
Deposit paid to mold	77,410	47,398	77,410	47,398
Prepaid expenses	10,261	12,174	5,245	5,381
Advance payment	1,256	1,458	1,110	1,385
Other	3,544	2,030	2,755	1,353
	92,471	63,060	86,520	55,517
	686,897	534,930	650,424	483,549

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

Trade accounts receivable as at December 31, 2018 and 2017 classified by aging are as follows:

	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Not yet due	349,924	365,525	356,833	321,890
Overdue				
Less than 3 months	228,627	103,394	189,940	100,359
3 - 6 months	3,881	329	3,450	329
6 - 12 months	12,432	198	12,432	198
More than 12 months	293	-	293	-
	<u>595,157</u>	<u>469,446</u>	<u>562,948</u>	<u>422,776</u>

The movement of allowance for doubtful accounts of trade accounts receivable during the years were as follow:

	Thousand Baht	
	Consolidated financial statements / Separate financial statements	
	2018	2017
Allowance for doubtful accounts- beginning	174	2,256
<u>Add</u> Increase within years	6,353	134
<u>Less</u> Decrease within years	(201)	(2,216)
Allowance for doubtful accounts- ending	<u>6,326</u>	<u>174</u>

7. INVENTORIES

Inventories consisted of :-

	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Raw materials	102,292	93,654	86,127	75,679
Finished goods	94,017	90,080	78,533	70,449
Work in process	38,225	36,329	34,517	32,076
Supplies	55,724	43,187	52,771	38,995
Mold	29,261	16,249	29,260	16,249
Goods in transit	1,385	2,606	1,385	2,606
	<u>320,904</u>	<u>282,105</u>	<u>282,593</u>	<u>236,054</u>
<u>Less</u> Allowance for diminution at net realizable value	<u>(17,779)</u>	<u>(18,357)</u>	<u>(16,908)</u>	<u>(17,132)</u>
Inventories - net	<u>303,125</u>	<u>263,748</u>	<u>265,685</u>	<u>218,922</u>

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

The movement of allowance for diminution at net realizable value during the years were as follow:

	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Allowance for diminution at net realizable value - beginning	18,357	9,449	17,132	9,144
<u>Add</u> Reserve within years	1,194	9,681	1,548	8,761
<u>Less</u> Transferred out within years	(1,772)	(773)	(1,772)	(773)
<u>Less</u> Write off within years	-	-	-	-
Allowance for diminution at net realizable value - ending	<u>17,779</u>	<u>18,357</u>	<u>16,908</u>	<u>17,132</u>

8. OTHER CURRENT ASSETS

Other current assets consisted of : -

	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Withholding tax receivable	4,331	2,260	4,272	2,249
Value added tax receivable	(1)	283	(1)	-
Undue input tax	3,819	1,967	3,671	1,834
Revenue Department receivable	18,111	8,476	3,872	7,259
Prepaid corporate income tax	1,118	1,174	-	-
Total	<u>27,378</u>	<u>14,160</u>	<u>11,814</u>	<u>11,342</u>

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

NOTES TO FINANCIAL STATEMENTS (CONT.)

DECEMBER 31, 2018

9. INVESTMENT IN SUBSIDIARIES

Investment in subsidiaries consist of company's ordinary share as follows:-

Name	Paid up share capital (Thousand Baht)			Equity method (Thousand Baht)			Cost method present in statements of financial position (Thousand Baht)			Dividend income for the year (Thousand Baht)		
	2018	2017	2018	2018	2017	2018	2018	2017	2018	2018	2017	
				2018			2017			2018		
In Thailand												
1. Millpack Co., Ltd.	30,000	30,000	99.98	76,337	82,537	29,993	29,993	29,993	42,073	52,787		
2. Elegance Packaging Co., Ltd.	1,000	1,000	99.97	772	(213)	999	999	999	1,000	1,999		
3. Plastech lab Co., Ltd.	20,000	20,000	99.99	16,034	16,072	20,000	20,000	20,000	-	-		
In Foreign												
4. Panjawatana (Tianjin) Plastic Co., Ltd.	178,037	178,037	100.00	171,269	199,581	178,038	178,038	178,038	-	-		
4. Panjawatana (Jiangsu) Plastic Co., Ltd.	64,757	-	100.00	52,081	-	64,757	64,757	-	-	-		
				316,493	297,977	293,787	293,787	229,030	43,073	54,786		

* The investment in Elegance Packaging Co., Ltd. by equity method as at December 31, 2017 has the negative balance amounted Baht 213,016.51 due to the continuously earnings dividend until the excess value of investment. However, the Company has also gained a profit under common control company from the business acquisition of Elegance Packaging Co., Ltd. at the amount of Baht 2,834,697.63 presented under deficits from business combination under common control company.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

Investment during the year

2017

According to the Minutes of the Board of Director's Meeting No. 6/2017 held on August 14, 2017, it has been approved to increase the capital in Panjawattana (Tianjin) Plastic Co.,Ltd. (subsidiary) at the amount of USD 3,000,000. On 22 September 2017, the Company paid for capital increase amount of USD 1,000,000 or equaled to Baht 34,640,171.39. Subsequently on 27 October 2017, the Company paid for the remaining capital increase amount of USD 2,000,000 or equaled to Baht 67,250,885.21.

2018

According to the Board of Directors' Meeting No.3/2018 dated March 8, 2018, it has a resolution to establish a new subsidiary namely Panjawattana Plastic (Jiangsu) Co., Ltd. Jiangsu Province, China. The Company has been registered on April 26, 2018 with the registered capital of USD 5,000,000. The Company has partially paid the investment in such subsidiary as follow:

On June 1, 2018 in the amount of USD 1,000,000 in the amount of Baht 32,176,979.95.

On September 18, 2018, the company has paid more investment amounted USD 500,000 in the amount of Baht 16,310,000.00.

On October 8, 2018, the company has paid more investment amounted USD 500,000 in the amount of Baht 16,270,000.00.

On January 15,2019 the company has paid more investment amounted USD 500,000 in the amount of Baht 16,298,780.00.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

NOTES TO FINANCIAL STATEMENTS (CONT.)

DECEMBER 31, 2018

10. PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment consisted of :-

	Thousand Baht				
	Consolidated financial statements				
	Balance as at	Movement during the year			Balance as at
	December 31, 2017	Addition	Deduction	Transfer in (Transfer out)	December 31, 2018
<u>At cost</u>					
Land	110,029	-	-	303	110,332
Plant and office building	310,645	5,223	-	-	315,868
Improvements on building	108,115	4,787		4,630	117,532
Support machine system	335,161	7,958	(1,065)	2,587	344,641
Machinery and equipment	1,423,489	104,039	(31,446)	49,253	1,545,335
Office equipment	53,859	5,300	(441)	342	59,060
Vehicles	74,532	8,153	(3,245)	-	79,440
Equipment in progress	22,046	131,918	(11,605)	(57,115)	85,244
Total	2,437,876	267,378	(47,802)	-	2,657,452
<u>Less Accumulated depreciation</u>					
Plant and office building	74,916	10,472	-	-	85,388
Improvements on building	43,827	9,656	-	-	53,483
Support machine system	118,597	26,185	(848)	-	143,934
Machinery and equipment	560,104	122,897	(13,147)	9	669,863
Office equipment	33,538	5,935	(359)	(9)	39,105
Vehicles	34,301	2,414	(1,490)	-	35,225
Total	865,283	177,559	(15,844)	-	1,026,998
Differences from translation of					
foreign entity	(6,339)				(9,483)
Property, plant and equipment - net	1,566,254				1,620,971

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

NOTES TO FINANCIAL STATEMENTS (CONT.)

DECEMBER 31, 2018

Thousand Baht				
Consolidated financial statements				
Balance as at	Movement during the year			Balance as at
December 31, 2016	Addition	Deduction	Transfer in (Transfer out)	December 31, 2017
<u>At cost</u>				
Land	110,029	-	-	110,029
Plant and office building	310,645	-	-	310,645
Improvements on building	92,369	10,048	(31)	108,115
Support machine system	287,415	9,854	(68)	335,161
Machinery and equipment	1,234,822	100,154	(9,987)	1,423,489
Office equipment	48,090	6,303	(1,456)	53,859
Vehicles	73,795	1,137	(400)	74,532
Equipment in progress	50,030	116,240	(1,113)	22,046
Total	2,207,195	243,736	(13,055)	2,437,876
<u>Less Accumulated depreciation</u>				
Plant and office building	64,408	10,508	-	74,916
Improvements on building	35,555	8,300	(28)	43,827
Support machine system	94,569	24,090	(62)	118,597
Machinery and equipment	447,468	116,272	(3,636)	560,104
Office equipment	28,908	5,799	(1,169)	33,538
Vehicles	31,545	2,956	(200)	34,301
Total	702,453	167,925	(5,095)	865,283
Differences from translation of foreign entity	(6,381)			(6,339)
Property, plant and equipment - net	1,498,361			1,566,254

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

NOTES TO FINANCIAL STATEMENTS (CONT.)

DECEMBER 31, 2018

	Thousand Baht				Balance as at December 31, 2018
	Separate financial statements				
	Balance as at December 31, 2017	Movement during the year			
		Addition	Deduction	Transfer in (Transfer out)	
<u>At cost</u>					
Land	110,029	-	-	303	110,332
Plant and office building	296,535	-	-	-	296,535
Improvements on building	103,953	4,787	-	4,630	113,370
Support machine system	321,766	7,958	(1,065)	2,578	331,237
Machinery and equipment	1,155,521	59,376	(15,297)	44,604	1,244,204
Office equipment	50,471	4,864	(427)	342	55,250
Vehicles	74,302	8,153	(3,245)	-	79,210
Equipment in progress	10,138	68,616	-	(52,457)	26,297
Total	<u>2,122,715</u>	<u>153,754</u>	<u>(20,034)</u>	<u>-</u>	<u>2,256,435</u>
<u>Less Accumulated depreciation</u>					
Plant and office building	60,806	10,472	-	-	71,278
Improvements on building	41,169	9,300	-	-	50,469
Support machine system	111,667	25,159	(848)	-	135,978
Machinery and equipment	460,450	99,251	(8,530)	9	551,180
Office equipment	31,563	5,596	(347)	(9)	36,803
Vehicles	34,156	2,373	(1,491)	-	35,038
Total	<u>739,811</u>	<u>152,151</u>	<u>(11,216)</u>	<u>-</u>	<u>880,746</u>
Property, plant and equipment - net	<u><u>1,382,904</u></u>				<u><u>1,375,689</u></u>

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

NOTES TO FINANCIAL STATEMENTS (CONT.)

DECEMBER 31, 2018

	Thousand Baht					
	Separate financial statements					
	Balance as at	Movement during the year				Balance as at
	December 31, 2016	Addition	Deduction	Transfer in (Transfer out)		December 31, 2017
<u>At cost</u>						
Land	110,029	-	-	-	110,029	
Plant and office building	296,535	-	-	-	296,535	
Improvements on building	89,562	8,694	(31)	5,728	103,953	
Support machine system	274,029	9,854	(68)	37,951	321,766	
Machinery and equipment	995,029	76,404	(9,707)	93,795	1,155,521	
Office equipment	45,330	5,650	(1,431)	922	50,471	
Vehicles	73,565	1,137	(400)	-	74,302	
Equipment in progress	36,280	112,262	(8)	(138,396)	10,138	
Total	<u>1,920,359</u>	<u>214,001</u>	<u>(11,645)</u>	<u>-</u>	<u>2,122,715</u>	
<u>Less Accumulated depreciation</u>						
Plant and office building	50,297	10,509	-	-	60,806	
Improvements on building	33,210	7,988	(29)	-	41,169	
Support machine system	88,887	22,842	(62)	-	111,667	
Machinery and equipment	372,297	94,518	(6,365)	-	460,450	
Office equipment	27,299	5,417	(1,153)	-	31,563	
Vehicles	31,441	2,915	(200)	-	34,156	
Total	<u>603,431</u>	<u>144,189</u>	<u>(7,809)</u>	<u>-</u>	<u>739,811</u>	
Property, plant and equipment - net	<u><u>1,316,928</u></u>				<u><u>1,382,904</u></u>	

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

Depreciation for the years ended December 31, 2018 and 2017 consist of :

	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Cost	170,552	155,789	145,505	137,075
Administration expense	7,007	7,721	6,646	7,114
Depreciation for the year	177,559	163,510	152,151	144,189

As at December 31, 2018 and 2017, the Company has the difference from the purchase of assets in the same entity group in total amount of Baht 7,272,927.56 and Baht 7,394,960.09, respectively. The Company has recorded the difference between purchase price and selling price from the purchase of property, plant and equipment from Panjawattana Marketing Company Limited in the account “Differences on fixed assets acquired under common control company” which separately shown in the shareholders’ equity.

As at December 31, 2018 and 2017, the Company and its subsidiaries have total fixed assets at cost of Baht 313.87 million and Baht 254.14 million, respectively, the depreciation of total fixed assets are already calculated until full useful life but are still in use.

Land and buildings which acquired as above, some have mortgaged as collateral for loans granted by local commercial banks as discussed in Note 14 and 18.

As at December 31, 2018 and 2017, the Company and its subsidiaries have insured for insurance against loss for protection of these fixed assets, such as, vehicles in the rate of hundred percent, buildings and constructions located in Bangkok, Chonburi and Samutsakhon province and assets of the factory located in Bangkok, Samutsakhon, Chonburi province and Tianjin (China). Most beneficiaries are lenders from financial institutions and leasing companies. For Tianjin (China), the beneficiary is the subsidiary in China.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

NOTES TO FINANCIAL STATEMENTS (CONT.)

DECEMBER 31, 2018

11. COMPUTER SOFTWARE

Computer software consisted of:-

	Thousand Baht				Balance as at December 31, 2018
	Consolidated financial statements				
	Balance as at December 31, 2017	Movement during the year		Balance as at	
	Addition	Deduction	Transfer in (Transfer out)		
<u>At cost</u>					
Computer software	21,585	619	-	-	22,204
(Less) Accumulated amortization	(14,404)	(1,272)	-	-	(15,676)
Differences from translation of foreign entity	(96)				(126)
Intangible assets - net	<u>7,085</u>				<u>6,402</u>

	Thousand Baht				Balance as at December 31, 2017
	Consolidated financial statements				
	Balance as at December 31, 2016	Movement during the year		Balance as at	
	Addition	Deduction	Transfer in (Transfer out)		
<u>At cost</u>					
Computer software	20,724	861	-	-	21,585
(Less) Accumulated amortization	(13,159)	(1,245)	-	-	(14,404)
Differences from translation of foreign entity	(65)				(96)
Intangible assets - net	<u>7,500</u>				<u>7,085</u>

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)

DECEMBER 31, 2018

	Thousand Baht				Balance as at December 31, 2018
	Separate financial statements				
	Balance as at December 31, 2017	Movement during the year			
		Addition	Deduction	Transfer in (Transfer out)	
<u>At cost</u>					
Computer software	20,833	619	-	-	21,452
(Less) Accumulated amortization	(14,132)	(1,231)	-	-	(15,363)
Intangible assets - net	<u>6,701</u>				<u>6,089</u>

	Thousand Baht				Balance as at December 31, 2017
	Separate financial statements				
	Balance as at December 31, 2016	Movement during the year			
		Addition	Deduction	Transfer in (Transfer out)	
<u>At cost</u>					
Computer software	19,972	861	-	-	20,833
(Less) Accumulated amortization	(12,928)	(1,204)	-	-	(14,132)
Intangible assets - net	<u>7,044</u>				<u>6,701</u>

	Thousand Baht			
	Consolidated financial statement		Separate financial statement	
	2018	2017	2018	2017
Amortization for the year	1,272	1,245	1,231	1,204

12. DEFERRED TAX ASSETS AND DEFERED TAX LIABILITIES

Deferred tax assets and deferred tax liabilities as follows:-

	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Deferred tax assets	14,468	12,949	14,290	12,794
Deferred tax liabilities	(10,957)	(11,197)	(10,214)	(10,907)
Net	<u>3,511</u>	<u>1,752</u>	<u>4,076</u>	<u>1,887</u>

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

Changes in deferred tax liabilities for the year ended December 31, 2018 and 2017 are summarized as follows:-

	Thousand Baht				
	Consolidated financial statements				
	Balance as at	Revenue (expenses) during the year			Balance as at
	December 31, 2017	In profit or loss	In other comprehensive income		December 31, 2018
Deferred tax assets:					
Trade account receivable	375	813	-	1,118	
Inventories	3,277	(290)	-	2,987	
Property, plant, and equipment	2,243	227	-	2,470	
Provisions for employee benefits	7,054	769	-	7,823	
Total	<u>12,949</u>	<u>1,519</u>	<u>-</u>	<u>14,468</u>	
Deferred tax liabilities:					
Property, plant, and equipment	(11,197)	240	-	(10,957)	
Total	<u>(11,197)</u>	<u>240</u>	<u>-</u>	<u>(10,957)</u>	
Net	<u>1,752</u>			<u>3,511</u>	

	Thousand Baht				
	Consolidated financial statements				
	Balance as at	Revenue (expenses) during the year			Balance as at
	December 31, 2016	In profit or loss	In other comprehensive income		December 31, 2017
Deferred tax assets:					
Trade account receivable	-	375	-	375	
Inventories	1,039	2,238	-	3,277	
Property, plant, and equipment	1,531	712	-	2,243	
Provisions for employee benefits	6,025	1,029	-	7,054	
Total	<u>8,595</u>	<u>4,354</u>	<u>-</u>	<u>12,949</u>	
Deferred tax liabilities:					
Property, plant, and equipment	(11,434)	237	-	(11,197)	
Total	<u>(11,434)</u>	<u>237</u>	<u>-</u>	<u>(11,197)</u>	
Net	<u>(2,839)</u>			<u>1,752</u>	

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

	Thousand Baht			
	Separate financial statements			
	Balance as at	Revenue (expenses) during the year		Balance as at
	December 31, 2017	In profit or loss	In other comprehensive income	December 31, 2018
Deferred tax assets:				
Trade account receivable	375	813	-	1,188
Inventories	3,277	(290)	-	2,987
Property, plant, and equipment	2,243	227	-	2,470
Provisions for employee benefits	6,899	745	-	7,644
Total	12,794	1,496	-	14,290
Deferred tax liabilities:				
Property, plant, and equipment	(10,907)	693	-	(10,214)
Net	(10,907)	693	-	(10,214)
	1,887			4,076

	Thousand Baht			
	Separate financial statements			
	Balance as at	Revenue (expenses) during the year		Balance as at
	December 31, 2016	In profit or loss	In other comprehensive income	December 31, 2017
Deferred tax assets:				
Trade account receivable	-	375	-	375
Inventories	1,039	2,238	-	3,277
Property, plant, and equipment	1,529	714	-	2,243
Provisions for employee benefits	6,025	874	-	6,899
Total	8,593	4,201	-	12,794
Deferred tax liabilities:				
Property, plant, and equipment	(11,144)	237	-	(10,907)
Net	(11,144)	237	-	(10,907)
	(2,551)			1,887

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

13. OTHER NON-CURRENT ASSETS

Other non-current assets consisted of :-

	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Deposit from purchase of fixed assets	35,049	28,530	23,041	17,472
Mold amortized	24,923	13,272	24,466	13,129
Deferred expense-long term	10,633	13,184	10,632	13,184
Deposit for lease agreement	3,877	4,094	198	486
Total	74,482	59,080	58,337	44,271

14. BANK OVERDRAFTS AND SHORT-TERM LOANS FROM FINANCIAL INSTITUTIONS

Bank overdraft and short-term loans from financial institutions consist of :

	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Overdraft	1,486	2,770	-	2,770
Promissory notes	502,981	329,959	410,000	280,000
Trust receipt	137,975	30,855	137,975	30,855
Total	642,442	363,584	547,975	313,625

As at December 2018 and 2017, the Company and its subsidiaries have bank overdraft and short-term loans from financial institution with 7 local commercial bank and 2 foreign commercial bank.

The overdraft and short-term loan lines are secured by mortgage of property and construction of the Company and company's machinery as well as the benefits from property insurance for using as collateral for credit limit. (see note 10).

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

NOTES TO FINANCIAL STATEMENTS (CONT.)

DECEMBER 31, 2018

15. TRADE AND OTHER ACCOUNTS PAYABLE

Trade and other accounts payable consist of :-

	Thousand Baht			
	Consolidated financial statement		Separate financial statement	
	2018	2017	2018	2017
Trade accounts payable - third parties	442,542	360,528	300,457	249,062
- subsidiaries	-	-	190,424	144,025
Total	442,542	360,528	490,881	393,087
Account payable for asset purchase	10,933	14,495	10,873	13,757
Deposit received to mold	70,101	18,602	70,101	18,602
Accrued expenses	69,370	60,420	63,434	53,927
Other payable - third parties	9,408	5,673	5,985	4,090
- subsidiaries	-	-	125	-
Accrued dividend	46	127	46	127
Other	138	340	83	340
Total trade and other account payable	602,538	460,185	641,528	483,930

16. Revenue received in advance for project

	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Project cost to present	6,806	-	6,806	-
Realized profit to present	125	-	125	-
Project cost incurred adjusting with realized profit to present	6,931	-	6,931	-
(Less) Annuity charged form employer	(37,957)	-	(37,957)	-
Revenue received in advance for project	(31,026)	-	(31,026)	-

17. OTHER CURRENT LIABILITIES

Other current liabilities consisted of :-

	Thousand Baht			
	Consolidated financial statement		Separate financial statement	
	2018	2017	2018	2017
Withholding tax payable	2,016	1,481	1,923	1,338
Revenue Department payable	969	2,198	-	1,796
Undue output vat	90	34	39	34
Total	3,075	3,713	1,962	3,168

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

18. LONG-TERM LOANS

Long-term loans consist of :-

Loans	Thousand Baht			
	Consolidated financial statements			
	Balance as at December 31, 2017	Increase	Decrease	Balance as at December 31, 2018
1. Baht 80.00 million	8,980	-	(8,980)	-
2. Baht 60.80 million	12,800	-	(12,000)	800
3. Baht 80.00 million	18,905	-	(18,905)	-
4. Baht 147.20 million	24,280	-	(24,280)	-
5. Baht 41.00 million*	21,285	-	(7,638)	13,647
6. Baht 48.00 million	36,042	-	(9,600)	26,442
7. Baht 40.00 million	15,354	-	(8,040)	7,314
8. Baht 200.00 million	186,640	-	(40,080)	146,560
9. Baht 80.00 million	73,557	6,443	(11,970)	68,030
10. Baht 225.00 million	225,000	-	(45,768)	179,232
11. Baht 80.00 million	-	80,000	-	80,000
12. Baht 13.70 million	4,356	-	(2,736)	1,620
13. Yuan 7.00 million	8,455	5,668	(6,144)	7,979
14. Yuan 2.00 million	4,235	-	(1,994)	2,241
Total	639,889	92,111	(198,135)	533,865
Less payment due within one year	(199,946)	-	-	(143,002)
Net	439,943	-	-	390,863

Loans	Thousand Baht			
	Separate financial statements			
	Balance as at December 31, 2017	Increase	Decrease	Balance as at December 31, 2018
1. Baht 80.00 million	8,980	-	(8,980)	-
2. Baht 60.80 million	12,800	-	(12,000)	800
3. Baht 80.00 million	18,905	-	(18,905)	-
4. Baht 147.20 million	24,280	-	(24,280)	-
5. Baht 41.00 million	4,655	-	(2,418)	2,237
6. Baht 48.00 million	36,042	-	(9,600)	26,442
7. Baht 40.00 million	15,354	-	(8,040)	7,314
8. Baht 200.00 million	186,640	-	(40,080)	146,560
9. Baht 80.00 million	73,557	6,443	(11,970)	68,030
10. Baht 225.00 million	225,000	-	(45,768)	179,232
11. Baht 80.00 million	-	80,000	-	80,000
Total	606,213	86,443	(182,041)	510,615
Less payment due within one year	(184,426)	-	-	(129,919)
Net	421,787	-	-	380,696

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

As at December 31, 2018, there is a loan from 3 local Commercial banks and 1 foreign Commercial bank (loan amount Baht 1,125.70 million and Yuan 8.00 million) which consists of :-

Loan amount	Installment	Each	First installment	Note
1 Baht 80.00 million	60	1,340,000.00	August 31, 2013	
2 Bah 60.80 million	60	1,000,000.00	January 31, 2014	
3 Baht 80.00 million	48	1,650,000.00	November 30, 2014	
4 Baht 147.20 million	60	2,450,000.00	January 31, 2014	
5 Baht 41.00 million				
Baht 10.80 million	70	135,000.00	April 30, 2015	
Baht 30.20 million	70	504,000.00	January 31, 2016	
Baht 26.20 million	60	435,000.00	April 30, 2016	Subsidiary is borrower
6 Baht 48.00 million				
Baht 10.11 million	77	800,000.00	November 30, 2015	During 2016, the principal
		168,500.00	March 31, 2016	repayment has been changed
Baht 37.89 million	60	631,500.00	May 31, 2017	
7 Baht 40.00 million				
Baht 32.77 million	60	670,000.00	November 30, 2015	
8 Baht 200.00 million	60	3,340,000.00	September 30, 2017	
9 Bah 80.00 million				
Baht 73.56 million	60	1,330,000.00	March 31, 2018	
Baht 6.44 million				
10 Baht 225.00 million	60	3,814,000.00	January 31, 2018	
11 Baht 80.00 million	9	9,000,000.00	December 31, 2018	(Six-month = 1 installment)
12 Baht 13.70 million				Overseas subsidiary
Baht 6.85 million	60	114,000.00	January 31, 2015	(three-month = 1 installment)
Baht 5.60 million	60	114,000.00	February 28, 2015	
13 Yuan 6 million				Overseas subsidiary
Yuan 5.44 million	12	286,418.75	August 21, 2016	(three-month = 1 installment)
Yuan 1.20 million	13	92,307.69	December 21, 2018	
14 Yuan 2.00 million				
Yuan 0.85 million	9	94,886.67	January 10, 2018	Overseas subsidiary

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

The loans facilities mentioned above are secured in full amounts by land and building of the Company and by machineries of the Company and its subsidiary and its insurance benefits. (see note 10)

The loans facilities have interest rates set by bank.

The Company has to comply with the conditions as specified in the significant agreements by referencing the separate financial statements as follows:

conditions	conditions in agreements
1. The Company shall maintain its debt to equity (D/E ratio) at the ratio not exceeding	1.5 times
2. The Company shall maintain its DSCR at not lesser than	1.5 times

19. LIABILITIES UNDER FINANCIAL LEASE CONTRACT

Liabilities under financial lease contract is asset lease that the Company recorded the accounting followed by finance lease method and it consisted of:

	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Within one year	3,139	1,934	3,139	1,934
After one year but not over five years	4,848	2,061	4,848	2,061
Total minimum payments	7,987	3,995	7,987	3,995
<u>Less</u> deferred interest	(505)	(218)	(505)	(218)
Total minimum payment - net	7,482	3,777	7,482	3,777
<u>Less</u> current portions	(2,828)	(1,796)	(2,828)	(1,796)
Net	4,654	1,981	4,654	1,981

As at December 31, 2018 and 2017, the Company and its subsidiaries have vehicles and machinery long-term lease agreements in the form of finance lease with local leasing companies, totally 1 places with 15 contracts and 9 contracts, respectively. The total amounts of the contacts value are of Baht 13,202,907.15 (excluding of VAT) and Baht 7,765,147.15 (excluding of VAT), respectively. the Company and its subsidiaries has to practice by following the conditions and specifications as specified in the agreement.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

20. Employee benefit obligations

As at December 31, 2018 and 2017, the Company and its subsidiaries have defined benefit obligations as follow:-

The statements of financial position

	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Defined benefit obligations Beginning balance	46,172	39,668	43,247	37,172
Current service costs and interest	8,738	6,504	8,292	6,075
Benefits paid by the plan	(1,179)	-	(1,179)	-
Defined benefit obligations at Ending balance	<u>53,731</u>	<u>46,172</u>	<u>50,360</u>	<u>43,247</u>

Expense recognized in statement of comprehensive income

	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Include in profit or loss:				
Current service costs				
Cost of sales	2,945	2,646	2,556	2,267
Administrative expenses	3,463	1,789	3,453	1,781
Management and directors' benefit expenses	1,637	1,460	1,637	1,460
	<u>8,045</u>	<u>5,895</u>	<u>7,646</u>	<u>5,508</u>
Interest on obligation	693	609	646	567
Total	<u>8,738</u>	<u>6,504</u>	<u>8,292</u>	<u>6,075</u>

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

NOTES TO FINANCIAL STATEMENTS (CONT.)

DECEMBER 31, 2018

Principal actuarial assumptions at the reporting date

	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Discount rate	1.71%, 1.75%, 1.55%	1.71%, 1.75%, 1.55%	1.55%	1.55%
Salary increase rate	3%	3%	3%	3%
Employee turnover rate	5-18%	5-18%	10-46%	10-46%
Employee turnover rate	7-85%	7-85%	10-85%	10-85%
Disability rate	5% of Thai's Mortality Rate (2008)	5% of Thai's Mortality Rate (2008)	5% of Thai's Mortality Rate (2008)	5% of Thai's Mortality Rate (2008)

Sensitivity analysis

The results of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligations as at December 31, 2018 and 2017 are summarized below:

	Thousand Baht			
	2018		2017	
	1% increase	1% decrease	1% increase	1% decrease
Discount rate	(2,124)	2,349	(2,018)	2,229
Salary increase rate	3,554	(3,257)	2,803	(2,575)
Turnover rate	(2,282)	1,172	(2,167)	1,094

	Separate financial statement (Thousand Baht)			
	2018		2017	
	1% increase	1% decrease	1% increase	1% decrease
Discount rate	(1,909)	2,103	(1,189)	2,003
Salary increase rate	3,234	(2,974)	2,535	(2,338)
Turnover rate	(2,053)	1,012	(1,956)	947

On December 13, 2018, the National Legislative Assembly passed a resolution approving the draft of a New Labour Protection Act, which is in the process being enacted in the Royal Gazette. The Labour Protection Act includes a requirement that an employee who is terminated after having been employed by the same employer for an uninterrupted period of 20 years or more, receives severance payment of 400 days of wages at the most recent rate, which is increased from the current maximum rate of 300 days. When the labour law comes into force, the Company and its subsidiaries will recognize the increase in the employee benefits obligations approximately Baht 14.66 million, resulting in the decrease in profit approximately Baht 12.52 million. (The Company will recognize the increase in the employee benefits obligations approximately Baht 14.31 million, resulting in the decrease in profit approximately Baht 12.22 million.)

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

21. LEGAL RESERVE

Section 116 of the Public Companies Act B.E. 2535 requires that a public company shall allocate not less than 5% of its annual net profit, less any accumulated losses brought forward, to a reserve account (“legal reserve”), until this account reaches an amount not less than 10% of the registered authorized capital. The legal reserve is not available for dividend distribution.

22. ALLOCATION OF RETAINED EARNINGS

Parent Company

Year 2017

According to the General Meeting of Shareholders’ No. 1/2017 dated April 28, 2017, it has approved to pay the dividends to the Company’s shareholders at Baht 0.13 per share, totalling not over Baht 74,630,392.85, from the net profit from operation since January 1, 2016 to December 31, 2016 of the promoted business which was exempt from corporate income tax at Baht 0.07 per share and from the net profit of the non-promoted business under the tax rate enforcement of 20 percent of the net profit at Baht 0.06 per share. The dividend payment is scheduled on May 24, 2017.

Subsidiaries

Year 2018

According to the Extraordinary General Meeting of Shareholders’ No.1/2018 of Millpack Co., Ltd. (a subsidiary) on September 27, 2018, which has approved the resolution to pay the dividend from unappropriated retained earnings as at December 31, 2017 at Baht 2,667.00 per share, at the total amount of Baht 32,004,000.00 without setting any additional legal reserve as the company has set the legal reserve not less than 10% of the registered capital. Payment will be made on October 26, 2018.

According to the Extraordinary General Meeting of Shareholders’ No. 1/2018 of Elegance Packaging Co., Ltd. (a subsidiary) on September 27, 2018, which has approved the resolution to pay the dividend from unappropriated retained earnings as at December 31, 2017 at Baht 100 per share, at the total amount of Baht 1,000,000.00 without setting any additional legal reserve as the company has set the legal reserve not less than 10% of the registered capital. Payment will be made on October 26, 2018.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
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DECEMBER 31, 2018

According to the Extraordinary General Meeting of Shareholders' No.2/2018 of Millpack Co., Ltd. (a subsidiary) on December 26, 2018, which has approved the resolution to pay the dividend from unappropriated retained earnings as at December 31, 2017 at Baht 840.00 per share, at the total amount of Baht 10,080,000.00 without setting any additional legal reserve as the company has set the legal reserve not less than 10% of the registered capital. Payment will be made on December 28, 2018.

Year 2017

According to the Extraordinary General Meeting of Shareholders' No.1/2017 of Millpack Co., Ltd.(a subsidiary) on August 31, 2017, which has approved the resolution to pay the dividend from unappropriated retained earnings as at December 31, 2016 at Baht 4,400.00 per share, at the total amount of Baht 52,800,000.00 without setting any additional legal reserve as the company has set the legal reserve not less than 10% of the registered capital. Payment will be made on September 21, 2017.

According to the Extraordinary General Meeting of Shareholders' No. 1/2017 of Elegance Packaging Co., Ltd. (a subsidiary) on August 31, 2017, which has approved the resolution to pay the dividend from unappropriated retained earnings as at December 31, 2016 at Baht 200 per share, at the total amount of Baht 2,000,000.00 without setting any additional legal reserve as the company has set the legal reserve not less than 10% of the registered capital. Payment will be made on September 21, 2017.

23. PROVIDENT FUND

The Company and subsidiaries have set up a Provident Fund which is contributory by employees and the Company. The provident funds are registered with the Ministry of Finance as juristic entities and are managed by a licensed Fund Manager.

Provident funds' expense for the years ended December 31, 2018 and 2017 are as follow:-

	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Provident funds' expense	6,742	6,272	6,436	5,991

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DECEMBER 31, 2018

24. CREDIT LIMIT

As at December 31, 2018 and 2017 the Company and its subsidiaries have many credit limits with seven financial intuitions.

	Credit limit	Increase	Used	Expired	Remaining credit limit
Overdrafts (million Baht)	80.80	5.00	(0.72)	-	85.08
Current loan (million Baht)	947.00	82.00	(642.88)	-	404.12
Long-term loan (million Baht)	935.70	147.20	(777.35)	(11.15)	
Guarantee (million Baht)	327.00	-	(119.43)	-	207.57
Forward contract (million Baht)	192.00	-	(35.75)	-	156.25
Total (million Baht)	<u>2,482.50</u>	<u>(60.20)</u>	<u>(1,558.13)</u>	<u>(11.15)</u>	<u>853.02</u>
Forward contract (million USD)	7.00	5.00	(0.02)	-	11.98
Current loan (million RMB)	12.00	-	(5.55)	-	6.45
Long-term loan (million RMB)	9.00	(1)		-	2.51

This credit secured by the mortgage company's land (Please see note 10) and giving beneficiary of sum insured of the company's fixed assets to the financial intuitions.

As at December 31, 2018 and 2017, the Company has a credit limit with a local bank for Standby Letter of Credit at the total limit amount of Bath 80.00 million and Baht 80.00 million respectively, which is secured by some machineries of the Company.

25. TAX EXPENSE (INCOME)

25.1 Major components of tax expense (income)

For the years ended December 31, 2018 and 2017 consisted of:

	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Income tax expense (income) shown in profit or loss :				
Current tax expense:				
Income tax expense for the year	646	2,768	-	-
Deferred tax expense (income):				
Changes in temporary differences relating to the original recognition and reversal	<u>(1,759)</u>	<u>(4,591)</u>	<u>(2,189)</u>	<u>(4,438)</u>
Total	<u>(1,113)</u>	<u>(1,823)</u>	<u>(2,189)</u>	<u>(4,438)</u>

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

25.2 A numerical reconciliation between tax expense (income) and the product of accounting profit multiplied by the applicable tax rate

For the years ended December 31, 2018 and 2017 which are summarized as follows:

	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Accounting profit (loss) for the year	(12,858)	32,139	21,283	35,829
The applicable tax rate (%)	20%	20%	20%	20%
Tax expense (income) at the applicable tax rate	(2,572)	6,428	4,257	7,116
Reconciliation items:				
Tax effect of expenses that are not deductible in determining tax profit:				
- Expenses not allowed as expenses in determining taxable profit	5,831	2,200	3,368	2,200
Tax effect of income or profit that are not required in determining taxable profit:				
- Exemption of non-taxable dividend income	-	-	(8,615)	(10,958)
- The exemption of profit of the promoted business (BOI)	(17,388)	(18,415)	(10,030)	(10,531)
- Expense for tax deductible	(1,122)	(1,346)	(1,122)	(1,346)
Unrecognized tax losses on deferred tax assets	13,901	8,057	10,303	8,057
Others	237	1,253	(350)	974
Total reconciliation items	1,459	(8,251)	(6,446)	(11,604)
Total tax expense (income)	(1,113)	(1,823)	(2,189)	(4,438)

25.3 A numerical reconciliation between the average effective tax rate and the applicable tax rate

For the years ended December 31, 2018 and 2017 are summarized as follows:

	Consolidated financial statements			
	2018		2017	
	Tax amount (Thousand Baht)	Tax rate (%)	Tax amount (Thousand Baht)	Tax rate (%)
Accounting profit (loss) before tax expense for the year	(12,858)		32,139	
Tax expense (income) at the applicable tax rate	(2,572)	(20.00)	6,428	20.00
Reconciliation items	1,459	11.35	(8,251)	(25.67)
Tax expense (income) at the average effective tax rate	(1,113)	(8.65)	(1,823)	(5.67)

	Separate financial statements			
	2018		2017	
	Tax amount (Thousand Baht)	Tax rate (%)	Tax amount (Thousand Baht)	Tax rate (%)
Accounting profit (loss) before tax expense for the year	21,283		35,829	
Tax expense (income) at the applicable tax rate	4,257	20.00	7,166	20.00
Reconciliation items	(6,446)	(30.29)	(11,604)	(32.39)
Tax expense (income) at the average effective tax rate	(2,189)	(10.29)	(4,438)	(12.39)

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

26. EXPENSE BY NATURE

Expense by nature has significant transaction for the years ended December 31, 2018 and 2017 are as follows:

	Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2018	2017	2018	2017
Changes in finished goods and work in progress	(5,833)	8,062	(10,525)	6,452
Purchases of finished goods	138,669	115,954	597,698	532,243
Used raw material and wasteful supply	1,382,346	1,460,580	989,806	913,680
Expenses for employees	481,720	456,865	449,309	405,397
Depreciation and amortization	178,831	169,182	153,382	145,393

27. EARNINGS PER SHARE

Basic earnings per share is calculated by dividing profit (loss) for the year by weighted average number of ordinary shares that issued and paid during the year after adjusting the number of ordinary shares to reflect the impact of the stock dividend. The prior year's basic earnings per share has been recalculated as if the stock dividend had been distributed at the beginning of the earliest year reported.

		Consolidated financial statements		Separate financial statements	
		2018	2017	2018	2017
Profit (loss) for the period of ordinary share's shareholders	(Thousand Baht)	(11,745)	33,962	23,472	40,267
Weighted average number of ordinary share	(Thousand Share)	574,080	574,080	574,080	574,080
Basic earnings per share	(Baht per share)	(0.02)	0.06	0.04	0.07

27. PROPOSAL OF FINANCIAL INFORMATION CLASSIFIED BY SEGMENT

The company group has presented the financial information by the operating segment in the primary format for reporting. Operating segment is based on the system of management and internal reporting structure that is reported to the highest decision-making authority for the operation of the company group as the basis for determining the segment.

Assets, revenues and results of operations of the segment are directly related to the segment or can be reasonably allocated to the segment.

Regarding segment information for evaluating the results of operations and allocation of resources for the management, the company group evaluates the capability of operation by the gross margin rate.

Reported segments

The company group presents the main business segments as follows:

- Segment 1 Plant - Samuthsakhon
- Segment 2 Plant - Chonburi
- Segment 3 Plant - Bangkok
- Segment 4 Plant - Tianjin
- Segment 5 Business trading segment

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

		Thousand Baht																		
		Consolidated financial information																		
		Industrial in Thailand				Industrial in China				Trading in Thailand		Elimination		Total						
Samutshakhon		Bangkok		Chonburi		Total		2018		2017		2018		2017		2018		2017		
For the year ended December 31																				
Revenues																				
- External customers	1,228,568	1,122,971	171,307	166,074	1,296,810	1,103,562	2,696,685	2,392,607	214,893	238,870	58,329	57,650	-	-	-	-	2,969,907	2,689,127		
- Group	78,189	75,748	204,231	197,011	6,746	1,105	289,166	273,864	-	-	192,925	154,913	(482,091)	(428,777)	-	-	-	-		
Revenues from project																				
- External customers	6,931	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	6,931	-		
Total	1,313,688	1,198,719	375,538	363,085	1,303,556	1,104,667	2,992,782	2,666,471	214,893	238,870	251,254	212,563	(482,091)	(428,777)	-	-	2,976,838	2,689,127		
Segment gross profit	138,728	144,513	40,053	36,746	172,156	178,905	350,937	360,164	17,250	27,156	3,970	3,769	818	2,842	-	-	372,975	393,931		

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DECEMBER 31, 2018

Major customer

Revenues from the major customer of the Company and its subsidiaries's industrial and trading segment in Thailand represent approximately Baht 1,172 million for the year 2018 (Baht 1,053 million for the year 2017) of the Company and its subsidiaries's total revenues.

29. LONG-TERM LEASE AND SERVICE AGREEMENT

As at December 31, 2018, the Company and its subsidiaries have long-term lease agreements as follows:

- 29.1 The Company has entered into product storage service agreement with a three local company for 2 - 3 years, starting from June 1, 2016 - May 30, 2019 with the service fee Baht 271,020 per month.
- 29.2 The Company has entered into the lease for factory buildings and service with a company in China (Jiangsu) for five years, starting from March 1, 2018 - February 28, 2021 with the rental and service fee in Baht 1,196,189.19 per month (equal Yuan 250,050, referred to exchange rate 4.7838 Baht per Yuan at September 30, 2018) and starting from March 1, 2021 - February 28, 2023 with the rental and service fee in Baht 1,357,674.73 per month (equal Yuan 283,806.75, referred to exchange rate 4.7838 Baht per Yuan at September 30, 2018)

As at December 31, 2018, the Company and its subsidiaries have commitments to pay the property/asset and service rental fee under the outstanding contract as follows:

	Thousand Baht	
	Consolidated financial statements	Separate financial statements
<u>Paid within</u>		
1 year	15,499	1,144
More than 1 year but not over 5 years	51,269	-
More than 5 years	-	-

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)

DECEMBER 31, 2018

30. RIGHTS AND BENEFITS UNDER THE INVESTMENT PROMOTION ACT

	PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED						Millpack Co., Ltd. (Subsidiary)	
							Bangkok Branch	Samutsakhon Branch
Promotional Certificate no.	1080(10)/2553	1745(2)/2555	1044(2)/2557	58-2011-0-00-1-0	58-2010-0-00-1-0		1379(5)/2556	1882(5)/2555
Date of granted the promotional certificate	28 Dec. 2009	16 Jan. 2012	15 Oct. 2013	17 Mar. 2015	23 Mar. 2015		26 Sep. 2011	3 Apr. 2012
The promotional investment in the business : For produce plastic packaging and plastic parts for various industries								
Exercise Benefits								
1.	Exempt from corporate income tax on profit derived from the operation that has been promoted started from the first day of realizing sales and/or services income.	7 years	7 years	7 years	7 years	7 years	8 years	8 years
2.	Exempt from corporate income tax for the dividends derived from profits from the business which has been promoted	5 years	5 years	5 years	5 years	5 years	5 years	5 years
3.	Exemption/Deduction of import duty tax for machines	Exemption under Section 28	Exemption under Section 28	Exemption under Section 28	Exemption under Section 28	Deduction under Section 28	Exemption under Section 28	Exemption under Section 28

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

NOTES TO FINANCIAL STATEMENTS (CONT.)

DECEMBER 31, 2018

31. THE OPERATIONS OF COMPANY

The Company and its subsidiaries have revenue from domestic sales which separating the part that have been promoted in investment and part that not be promoted in investment for the years ended December 31, 2017 and 2016 as follows:

	Thousand Baht					
	Consolidated financial statements					
	2018			2017		
Business that have been promoted in investment (Note 30)	Business that not be promoted in investment	Total	Business that have been promoted in investment (Note 30)	Business that not be promoted in investment	Total	
Revenue						
Sales	780,569	2,189,338	2,969,907	720,211	1,968,916	2,689,127
Project income	-	6,931	6,931	-	-	-
Other Revenues	1,230	8,395	9,625	956	4,873	5,829
Total Revenues	<u>781,799</u>	<u>2,204,664</u>	<u>2,986,463</u>	<u>721,167</u>	<u>1,973,789</u>	<u>2,694,956</u>

	Thousand Baht					
	Separate financial statements					
	2018			2017		
Business that have been promoted in investment (Note 30)	Business that not be promoted in investment	Total	Business that have been promoted in investment (Note 30)	Business that not be promoted in investment	Total	
Revenue						
Sales	780,521	1,994,289	2,774,810	720,211	1,748,143	2,468,354
Project income	-	6,931	6,931	-	-	-
Dividend income	-	43,073	43,073	-	54,786	54,786
Other Revenues	1,130	11,946	13,076	776	8,122	8,898
Total Revenues	<u>781,651</u>	<u>2,056,239</u>	<u>2,837,890</u>	<u>720,987</u>	<u>1,811,051</u>	<u>2,532,038</u>

32. FINANCIAL INSTRUMENTS

Financial instruments are any contract that enables the financial assets of a business and financial liabilities or equity increased at the same time.

Risk Associated with Financial Instruments, which are significant and management policies of the Company and its subsidiaries are as follows:

Credit risk

The credit risk that related to account receivable of the Company and its subsidiaries are rather low because the Company and its subsidiaries have carefully policy in giving credit by considering from the ability in repayment. The number may have lost most in giving credit of the Company and its subsidiaries will be equal to the book value of receivables in the statement of financial position.

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Interest rate risk

The Company and its subsidiaries have interest rate risk because they have short - term and long-term loan from financial institutions. The risk from interest rate occurred from fluctuations in market interest rates in the future, which will affect the results of operations and cash flows of them. The Company and its subsidiaries' risk of interest rates mainly related to loans from local commercial banks because the majority of mentioned financial liabilities are categorized in short term type and interest rates fluctuate according to market rate. Therefore, the Company and its subsidiaries do not use derivative instruments to prevent such risk.

Liquidity risk

Liquidity risk might occur from the fact that the Company and its subsidiaries are unable to sell financial assets in a timely manner with a price close to fair value. The Company and its subsidiaries might have liquidity risk as appeared in the company's statement of financial position, if the company and its subsidiaries cannot ask for bill payments from the accounts receivable of them to keep up with the payment of commercial debt.

Financial Assets of the Company and its subsidiaries comprises of cash and bank deposit and the accounts receivable which has liquidity and able rapidly change to money present in fair value.

Foreign currency risk

The Company and its subsidiaries have foreign currency risk due to having trade accounts payable for purchases of goods and machineries in foreign currency as follows:

As at December 31, 2018, it has outstanding foreign currency liability as follows:

Consolidated financial statement		
Currency	Liability	Average selling exchange rate As at December 31, 2018 (Baht per foreign currency)
USD	524,165.82	32.6148
EUR	15,998.62	37.4884
JPY	2,789,600.00	29.6963
CNY	2,884,909.98	4.7838

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	Separate financial statement	
Currency	Liability	Average selling exchange rate As at December 31, 2018 (Baht per foreign currency)
USD	481,661.49	32.8472
EUR	79,530.01	39.3938
JPY	3,007,580.00	0.29363
CNY	663,399.54	5.0771

As at December 31, 2018, the Company has foreign currency forward contract for purchases of inventories from overseas as follows :

Currency	Contract	Bought amount	Contractual rate (Baht)
USD	7	1,352,128	32.17-32.83

As at December 31, 2017, the Company has foreign currency forward contract for purchases of inventories from China as follows :

Currency	Contract	Bought amount	Contractual rate (Baht)
USD	6	1,400,000.00	32.50 - 33.09

Fair Value of Financial Instruments

Fair Value is the amount of money that the buyer and seller agree to exchange financial Instruments together, while both parties are knowledgeable and willing to exchange and able to independently negotiate price in the form of non-association. The fair value derives from the market value or discounted cash flows.

Most financial assets and liabilities of the Company and its subsidiaries have book value approximate to the fair value.

33. INTEREST RATE SWAP CONTRACTS

As at December 31, 2018, the Company has interest rate swap with financial institution for hedge interest rate exposure of long-term debts for Baht currency totaling Baht 200 million. All counterparties agree to pay the interest and the notional amount according to terms and conditions of the contracts.

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
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34. FUND MANAGEMENT

The objective of company' significant fund management is to provide appropriate financial structures and maintain the ability to continuously operate.

35. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

Changes in the liabilities arising from financing activities for the years ended December 31, 2018 and 2017 are as follows:

	Consolidated financial statements (Thousand Baht)				
	Balance as at January 1, 2018	Cash flows Increase (decrease)*	Non-cash transaction Increase Translation on exchange rate		Balance as at December 31, 2018
Increase (decrease) in bank overdrafts and short-term loans from financial institutions	363,584	278,858	-	-	642,442
Long-term from financial institution	639,890	(106,025)	-	-	533,865
Liabilities under a finance lease agreement	3,777	(2,870)	6,581	-	7,488
Total	<u>1,007,251</u>	<u>169,963</u>	<u>6,581</u>	<u>-</u>	<u>1,183,795</u>

	Consolidated financial statements (Thousand Baht)				
	Balance as at January 1, 2017	Cash flows Increase (decrease)*	Non-cash transaction Increase Translation on exchange rate		Balance as at December 31, 2017
Increase (decrease) in bank overdrafts and short-term loans from financial institutions	390,199	(26,615)	-	-	363,584
Long-term from financial institution	437,257	202,633	-	-	639,890
Liabilities under a finance lease agreement	6,223	(3,289)	843	-	3,777
Total	<u>833,679</u>	<u>172,729</u>	<u>843</u>	<u>-</u>	<u>1,007,251</u>

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)

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	Separated financial statements (Thousand Baht)				Balance as at December 31, 2018
	Balance	Cash flows	Non-cash transaction		
	as at	Increase	Increase	Translation	
	January 1, 2018	(decrease)*	on exchange	rate	
Increase (decrease) in bank overdrafts and short-term loans from financial institutions	313,625	234,350	-	-	547,975
Short-term loans from a subsidiary	1,000	(1,000)	-	-	
Long-term from financial institution	606,213	(95,598)	-	-	510,615
Liabilities under a finance lease agreement	3,777	(2,870)	6,581	-	7,488
Total	<u>924,615</u>	<u>134,882</u>	<u>6,581</u>	<u>-</u>	<u>1,066,078</u>

	Separated financial statements (Thousand Baht)				Balance as at December 31, 2017
	Balance	Cash flows	Non-cash transaction		
	as at	Increase	Increase	Translation	
	January 1, 2017	(decrease)*	on exchange	rate	
Increase (decrease) in bank overdrafts and short-term loans from financial institutions	318,355	(4,730)	-	-	313,625
Short-term loans from a subsidiary	12,000	(11,000)	-	-	1,000
Long-term from financial institution	389,602	216,611	-	-	606,213
Liabilities under a finance lease agreement	6,223	(3,289)	843	-	3,777
Total	<u>726,180</u>	<u>197,592</u>	<u>843</u>	<u>-</u>	<u>924,615</u>

36. COMMITMENTS AND CONTINGENT LIABILITIES

As at December 31, 2018, the Company had commitments and contingent liabilities as follows:

- 36.1 The Company and its subsidiary granted two local banks to issue a letter of guarantee for electricity consumption in factory in the amount of Baht 15.85 million.
- 36.2 The Company granted the main bank lender to issue a letter of guarantee for its sale contract with the contractor in the amount of Baht 103.58 million.
- 36.3 The company and its subsidiary had obligation that was agreed to acquire machinery and equipment in the amount of Baht 48.43 million.

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36.4 On August 31, 2018, a plastic molding subcontractor of the Company filed a lawsuit against the Company for damages totaling Baht 13,535,524 (including interest at the rate of 7.5% per annum) Subsequently, on November 7, 2018, the Company filed a complaint with the court and proceeded with the counterclaim. The claim is Baht 196,848,039 (inclusive of interest at the rate of 7.5% per annum). The case is still under consideration by the Civil Court. Management has an opinion that the case has no material impact on the financial statements.

37. EVENTS AFTER THE REPORTING PERIOD

At the Meeting of the Board of Directors NO. 1/2019 held on January 9, 2019 resolved to approve payment of interim dividend to our shareholders at the rate of Baht 0.08 per share, totaling Baht 45,926,395.60 The dividend will be paid from the retained earnings of the Company, divided into a portion out of BOI promoted activities at Baht 0.07 per share, and the other portion subject to corporate income tax of 20% at Baht 0.01 per share. Payment will be made on February 7, 2019.

38. THE NEWLY ISSUED AND REVISED FINANCIAL REPORTING STANDARDS AND EFFECTIVE IN THE FUTURE

The Federation of Accounting Professions (FAP) has issued Notifications to mandate the use of accounting standards, financial reporting standards, and interpretations of accounting and financial reporting standards that are newly issued and revised.

These newly issued and revised financial reporting standards which are effective for the fiscal year beginning on or after January 1, 2019 are as follows:

TAS 1 (revised 2018)	Presentation of Financial Statements
TAS 2 (revised 2018)	Inventories
TAS 7 (revised 2018)	Statement of Cash Flows
TAS 8 (revised 2018)	Accounting Policies, Changes in Accounting Estimates and Errors
TAS 10 (revised 2018)	Events After the Reporting Period
TAS 12 (revised 2018)	Income Taxes
TAS 16 (revised 2018)	Property, Plant and Equipment

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TAS 17 (revised 2018)	Leases
TAS 19 (revised 2018)	Employee Benefits
TAS 20 (revised 2018)	Accounting for Government Grants and Disclosure of Government Assistance
TAS 21 (revised 2018)	The Effects of Changes in Foreign Exchange Rates
TAS 23 (revised 2018)	Borrowing Costs
TAS 24 (revised 2018)	Related Party Disclosures
TAS 26 (revised 2018)	Accounting and Reporting by Retirement Benefit Plans
TAS 27 (revised 2018)	Separate Financial Statements
TAS 28 (revised 2018)	Investments in Associates and Joint Ventures
TAS 29 (revised 2018)	Financial Reporting in Hyperinflationary Economies
TAS 33 (revised 2018)	Earnings Per Share
TAS 34 (revised 2018)	Interim Financial Reporting
TAS 36 (revised 2018)	Impairment of Assets
TAS 37 (revised 2018)	Provisions, Contingent Liabilities and Contingent Assets
TAS 38 (revised 2018)	Intangible assets
TAS 40 (revised 2018)	Investment Property
TAS 41 (revised 2018)	Agriculture
TFRS 1	First-time Adoption of International Financial Reporting Standards
TFRS 2 (revised 2018)	Share-Based Payment
TFRS 3 (revised 2018)	Business Combinations
TFRS 4 (revised 2018)	Insurance Contracts
TFRS 5 (revised 2018)	Non-current Assets Held for Sale and Discontinued Operations
TFRS 6 (revised 2018)	Exploration for and Evaluation of Mineral Resource
TFRS 8 (revised 2018)	Operating Segments
TFRS 10 (revised 2018)	Consolidated Financial Statements
TFRS 11 (revised 2018)	Joint Arrangements
TFRS 12 (revised 2018)	Disclosure of Interests in Other Entities
TFRS 13 (revised 2018)	Fair Value Measurement
TFRS 15	Revenue from Contracts with Customers

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

NOTES TO FINANCIAL STATEMENTS (CONT.)

DECEMBER 31, 2018

TSIC 10 (revised 2018)	Government Assistance - No Specific Relation to Operating Activities
TSIC 15 (revised 2018)	Operating Leases - Incentives
TSIC 25 (revised 2018)	Income Taxes - Changes in the Tax Status of an Entity or its Shareholders
TSIC 27 (revised 2018)	Evaluating the Substance of Transactions Involving the Legal Form of a Lease
TSIC 29 (revised 2018)	Service Concession Arrangements: Disclosure
TSIC 32 (revised 2018)	Intangible Assets - Web Site Costs
TFRIC 1 (revised 2018)	Changes in Existing Decommissioning, Restoration and Similar Liabilities
TFRIC 4 (revised 2018)	Determining whether an Arrangement contains a Lease
TFRIC 5 (revised 2018)	Right to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds
TFRIC 7 (revised 2018)	Applying the Restatement Approach under TAS 29 (revised 2018) Financial Reporting in Hyperinflationary Economics
TFRIC 10 (revised 2018)	Interim Financial Reporting and Impairment
TFRIC 12 (revised 2018)	Service Concession Arrangements
TFRIC 14 (revised 2018)	TAS 19 (revised 2018)-The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction
TFRIC 17 (revised 2018)	Distributions of Non - cash Assets to Owners
TFRIC 20 (revised 2018)	Stripping Costs in the Production Phase of a Surface Mine
TFRIC 21 (revised 2018)	Levies

Newly financial reporting standards which are effective for the fiscal year beginning on or after January 1, 2020 are as follows.

TAS 32	Financial Instruments: Presentation
TFRS 7	Financial Instruments: Disclosures
TFRS 9	Financial Instruments
TFRIC 16	Hedges of a Net Investment in a Foreign Operation
TFRIC 19	Extinguishing Financial Liabilities with Equity Instruments

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO FINANCIAL STATEMENTS (CONT.)
DECEMBER 31, 2018

The management of the Company and its subsidiaries believe that these accounting standards, financial reporting standards, accounting standard interpretations and financial reporting standards interpretations which are newly issued and revised will not have any significant impact on the financial statements for the year when they are initially applied.

39. RECLASSIFICATION

Certain amounts in the financial statements for the year ended December 31, 2017 have been reclassified to conform to the current period classification in the financial statements for the year ended December 31, 2018 with no effect to the previously reported net income or shareholders' equity.

	Consolidated financial statement (Baht)		
	Before reclassification	Addition (deduction)	After reclassification
STATEMENT OF FINANCIAL POSITION			
AS AT DECEMBER 31, 2018			
Trade and other accounts receivable	469,272,047.25	65,657,930.49	534,929,977.74
Other current assets	108,347,744.67	(94,188,090.99)	14,159,653.68
Other non-current assets	30,550,389.38	28,530,160.50	59,080,549.88
Trade and other accounts payable	375,023,172.25	85,161,441.99	460,184,614.24
Accrued expenses	60,419,594.40	(60,419,594.40)	-
Other current liabilities	28,455,356.45	(24,741,847.59)	3,713,508.86
STATEMENTS OF CASH FLOWS			
FOR THE YEARS ENDED DECEMBER 31, 2018			
Allowance for doubtful accouts (reversal)	(2,081,910.29)	2,081,910.29	-
Trade and other accounts receivable	18,802,439.40	(43,550,913.97)	(24,748,474.57)
Other current assets	(44,374,015.06)	44,962,028.42	588,013.36
Other non-current assets	(5,848,491.82)	3,036,447.91	(2,812,043.91)
Mold for amortization	3,036,447.91	(3,036,447.91)	-
Trade and other accounts payable	8,189,597.73	(10,861,666.60)	(2,672,068.87)
Accrued expenses	(15,720,509.62)	15,720,509.62	-
Other current liabilities	4,667,489.85	(4,858,843.02)	(191,353.17)
Cash paid for purchase of fixed assets	(184,992,326.75)	3,295,166.88	(181,697,159.87)
Cash paid for deposit from purchase of fixed assets	(21,741,968.88)	(6,788,191.62)	(28,530,160.50)

PANJAWATTANA PLASTIC PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

NOTES TO FINANCIAL STATEMENTS (CONT.)

DECEMBER 31, 2018

	Separate financial statement (Baht)		
	Before reclassification	Addition (deduction)	After reclassification
STATEMENT OF FINANCIAL POSITION			
AS AT DECEMBER 31, 2018			
Trade and other accounts receivable	426,011,087.50	57,538,242.69	483,549,330.19
Other current assets	86,351,420.57	(75,010,001.57)	11,341,419.00
Other non-current assets	26,798,906.98	17,471,758.88	44,270,665.86
Trade and other accounts payable	406,843,964.34	77,086,295.25	483,930,259.59
Accrued expenses	53,927,544.65	(53,927,544.65)	-
Other current liabilities	26,326,150.60	(23,158,750.60)	3,167,400.00
STATEMENTS OF CASH FLOWS			
FOR THE YEARS ENDED DECEMBER 31, 2018			
Allowance for doubtful accounts (reversal)	(2,081,910.29)	2,081,910.29	-
Trade and other accounts receivable	33,623,853.43	(36,929,863.38)	(3,306,009.95)
Other current assets	(32,799,194.20)	34,847,953.09	2,048,758.89
Other non-current assets	(5,848,491.82)	2,083,522.63	(3,764,969.19)
Mold for amortization	2,083,522.63	(2,083,522.63)	-
Trade and other accounts payable	(21,249,628.14)	(10,861,583.07)	(32,111,211.21)
Accrued expenses	(16,041,387.38)	16,041,387.38	-
Other current liabilities	5,731,499.43	(5,179,804.31)	551,695.12

40. APPROVAL OF FINANCIAL STATEMENTS

These financial statements were authorized for issue by the Board of Directors of the Company on February 20, 2019 .

Directors, Executives, Company's Secretary and Head of Internal Audit profile

● Directors

1. Dr. Damri Sukhotanang

Position	Board Chairman / Independent Director / Nomination and Remuneration Committee Chairman	
Age	69 years	
Education	<ul style="list-style-type: none"> - Bachelor's degree in Chemical Technology (Hon.), Faculty of Science, Chulalongkorn University - Master's degree in Ceramic Engineering, University of Missouri at Rolla, U.S.A. - Doctoral degree in Ceramic Engineering, University of Missouri at Rolla, U.S.A. - Diploma, National Defense College, Class 44 - Certificate, Senior Executive Courses Class 14, Office of Civil Service Commission 	
Training Courses	Thai Institute of Directors <ul style="list-style-type: none"> - Financial Statement for Director (FSD) Class 20/2013 - Director Certification Program (DCP) Class DCP70/2006 	
Work Experiences	<ul style="list-style-type: none"> - 2014–Present Board Chairman/ Independent Director/Nomination and Remuneration Committee Chairman : Panjawattana Plastic Plc. - 2009 – Present Audit Committee member/ Independent Director : Siam Steel Service Center Plc. - 2011–2014 Board Chairman/ Independent Director : Panjawattana Plastic Plc. - 2008 - 2009 Permanent Secretary Ministry of Industry - 2003 – 2008 Deputy Permanent Secretary Ministry of Industry - 2000 – 2003 Director, Office of Industrial Economics Ministry of Industry - 1999 – 2000 Director-General, Department of Industrial Promotion Ministry of Industry 	
Current job positions in any listed company		
Listed company	- Siam Steel Service Center Plc.	
Non-listed company	-None-	
<u>In any companies which may result in a conflict of interest with the Company</u>		
-None-		
First Appointment	2011 15, July	
Term of office	7 years	
Percentage of shares at December 31, 2018	Ordinary shares 260,000 shares, representing 0.05 percent	
Trading shares in 2018	-None-	
Percentage of shares of spouse and minors	-None-	
(as at December 31, 2018)		
Having the following parent relationship with Directors and Executives	- None	
Direct and indirect interests in the Company or in the relevant subsidiaries	- None	
Meeting attendance in 2018	Board of Directors	9/9
	Nomination and Remuneration Committee	1/1

2. Mr. Kongsak Hemmontharop

Position	Director / Vice Chairman
Age	79 years
Education	- Primary School, Sawang Wittaya School
Training Course	Thai Institute of Directors - Director Accreditation Program Class 90/2011
Work Experience	- 2011 – Present Vice Chairman : Panjawattana Plastic Plc. - 2010 – Present Director : Mill Pack Co., Ltd. - 2003 – Present Director : Elegance Packaging Co., Ltd. - 1987 – 2011 Director : Panjawattana Plastic Co., Ltd.

Current job positions in any listed company

Listed company	- None
Non-listed company	2 Companies as follows ; 1) Mill Pack Co., Ltd. 2) Elegance Packaging Co., Ltd.

In any companies which may result in a conflict of interest with the Company

First Appointment	2011 1, March
Term of office	8 years
Percentage of shares at 2018 31, December	Ordinary shares 88,241,747 shares, representing 15.37 percent
Trading shares in 2018	Transfer (out) Ordinary shares 7,927,692
Percentage of shares of spouse and minors (as at December 31, 2018)	Ordinary shares 101,725,566 shares, representing 17.72 percent
Having the following parent relationship with Directors and Executives	- Husband of Mrs. Malee Hemmontharop - Father of Mr. Wiwat, Mr. Satit, Mr. Pirun Hemmondharop
Direct and indirect interests in the Company or in the relevant subsidiaries	-None-
Meeting attendance in 2018	Board of Directors 9/9

3. Mrs. Malee Hemmontharop

Position	Director / Executive Committee Member / Vice Chief Executive Officer
Age	75 years
Education	- Primary School, Ban Paew Wittaya School
Training Courses	Thai Institute of Directors - Director Accreditation Program Class 90/2011
Work Experience	- 2017–Present Director/ Vice Vice Chief Executive Officer / / Executive Committee : Panjawattana Plastic Plc. - 2018–Present Director : Panjawattana (Jiangsu) Plastic Co.Ltd.
Work Experience	- 2013–2017 Director/ Vice Vice Chief Executive Officer / Chief Administrative

	Officer / Executive Committee : Panjawattana Plastic Plc.
- 2011–2013	Director / Vice Chief Executive Officer : Panjawattana Plastic Plc.
- 2014–Present	Director : Plastech Lab Co., Ltd. (Old Name : PJW Food Pack Co., Ltd.)
- 2014–2015	Director : PJW Drinktech Co., Ltd.
- 2011–Present	Director : Elegance Packaging Co., Ltd.
- 2011–Present	Director : Panjawattana Plastic (Tianjin) Co., Ltd.
- 2011–Present	Director : PCP Marketing Co., Ltd.
- 1990–Present	Director : Mill Pack Co., Ltd.

Current job positions in any listed company

Listed company	- None
Non-listed company	6 Companies as follows ;
	1. PJW Food Pack Co., Ltd.
	2. Elegance Packaging Co., Ltd.
	3. Panjawattana Plastic (Tianjin) Co., Ltd.
	4. PCP Marketing Co., Ltd.
	5. Mill Pack Co., Ltd.
	6. Panjawattana (Jiangsu) Plastic Co.Ltd.

In any companies which may result in a conflict of interest with the Company

-None-

First Appointment	2011 1, March
Term of office	8 years
Percentage of shares at 2018 31, December	Ordinary shares 101,725,566 shares, representing 17.72 percent
Trading shares in 2018	Transfer (out) Ordinary shares 21,000,000 Transfer (in) Ordinary shares 7,927,692
Percentage of shares of spouse and minors (as at December 31, 2018)	Ordinary shares 88,241,747 shares, representing 15.37 percent
Having the following parent relationship with Directors and Executives	- Spouse of Mr. Kongsak Hemmontharop - Mother of Mr. Wiwat, Mr. Satit, Mr. Pirun Hemmondharop
Direct and indirect interests in the Company or in the relevant subsidiaries	- None
Meeting attendance in 2018	Board of Directors 9/9

4. Mr. Wiwat Hemmondharop

Position	Director / Risk Management Committee Member / Nomination and Remuneration Committee Member / Chairman of the Board of Executive Directors
Age	53 years
Education	- Bachelor's degree in Economics, Thammasat University - Master's degree in Business Administration, National Institute of Development Administration - Master's degree in Marketing (English program), Thammasat University

Training Courses

- Thailand Management Association
- TMA Discovery Day 2018
- Thai Institute of Directors
- IOD Director Briefing Class 1/2018
 - Financial Statements for Director (FSD) Class 33
 - Chartered Director Class (CDC) Class 2014
 - Director Certification Program Class 32/2003
- Capital Market Academy
- CMA-GMS Class of 2018 Program
 - Business Revolution and Innovation Network (BRAIN Class 2)
 - Capital Market Academy Leader Program Class 24/2017
- The Securities Exchange of Thailand
- Thailand CG Forum : Governance as a driving force for business sustainability

Work Experience

- 2015–Present Director / Risk Management Committee Member
Nomination and Remuneration Committee Member /
Chairman of the Board of Executive Directors : Panjawattana Plastic Plc.
- 2018–Present Director : Panjawattana (Jiangsu) Plastic Co.Ltd.
- 2014–Present Director : Plastech Lab Co., Ltd.
(Old Name : PJW Food Pack Co., Ltd.)
- 2014–2015 Director / Nomination and Remuneration Committee Member /
Chairman of the Board of Executive Directors : Panjawattana Plastic Plc.
- 2014–2015 Director : PJW Drinktech Co., Ltd.
- 2011– Present Director : Panjawattana Plastic (Tianjin) Co., Ltd.
- 2011–2013 Director / Chairman of the Board of Executive Directors : Panjawattana
Plastic Plc.
- 2010–Present Director : Mill Pack Co., Ltd.
- 2010–Present Director : Thammanamai Health Cuisine Co., Ltd
- 2008–Present Director : Composite Marketing Co., Ltd.
(Old Name : Panjawattana Marketing Co., Ltd.)
- 2005–Present Director : Pan Asia Chemical Co., Ltd.
- 2004–2010 Director : Elegance Packaging Co., Ltd.
- 1987–2011 Director : Panjawattana Marketing Co., Ltd.

Current job positions in any listed company

Listed company

-None-

Non-listed company

7 Companies as follows ;

1. Plastech Lab Co., Ltd.
2. Mill Pack Co., Ltd.
3. Panjawattana Plastic (Tianjin) Co., Ltd.
4. Composite Marketing Co., Ltd.
5. Thammanamai Health Cuisine Co., Ltd
6. Pan Asia Chemical Co., Ltd.
7. Panjawattana (Jiangsu) Plastic Co.Ltd.

<u>In any companies which may result in a conflict of interest with the Company</u>		-None-
First Appointment	1987 30, November	
Term of office	31 years	
Percentage of shares at 2018 31, December	Ordinary shares 69,405,360 shares, representing 12.09 percent	
Trading shares in 2018	Purchase Ordinary shares 230,000	
Percentage of shares of spouse and minors (as at December 31, 2018)	Ordinary shares 6,050,000 shares, representing 1.05 percent	
Having the following parent relationship with Directors and Executives	- Son of Mr. Kongsak and Mrs. Malee Hemmontharop - Elder brother of Mr. Satit, Mr. Pirun Hemmondharop	
Direct and indirect interests in the Company or in the relevant subsidiaries		-None-
Meeting attendance in 2018	Board of Directors	9/9
	Nomination and Remuneration Committee	1/1
	Risk Management Committee ^{1/}	2/2

5. Mr. Satit Hemmondharop

Position	Director / Executive Committee Member / Risk Management Committee Member/ Chief Executive Officer /Chief Marketing Officer (acting)	
Age	50 years	
Education	<ul style="list-style-type: none"> - Bachelor's degree in Commerce and Accountancy, Thammasat University - Master's degree in Marketing (English program), Thammasat University - Diploma, Human Resource Management, Sasin Graduate Institute of Business Administration of Chulalongkorn University 	
Training Courses	Digital Economy Promotion Agency <ul style="list-style-type: none"> - The Leadership for Digital Transformation Thailand Thai Institute of Directors <ul style="list-style-type: none"> - Successful Formulation Execution of Strategy (SFE) Class 29/2017 - Risk Management Committee Program (RMP) Class 2/2013 - Role of the Compensation Committee Class 11/2011 - Director Certification Program Class 12/2011 - Purposefully Designing a winning culture - Laws vs Business Practice – An Insider's view 	
Work Experience	<ul style="list-style-type: none"> - 2014–Present Director/Executive Committee Member/Risk Management Committee Member/ Chief Executive Officer / Chief Marketing Officer (acting): Panjawattana Plastic Plc. - 2011–2014 Director/Executive Committee Member/Risk Management Committee Member/ Chief Executive Officer : Panjawattana Plastic Plc. - 2014–Present Director : Plastech Lab Co., Ltd. (Old Name : PJW Food Pack Co., Ltd.) - 2014–2015 Director : PJW Drinktech Co., Ltd. - 1996–Present Director : Mill Pack Co., Ltd. 	

	- 2003 – 2011	Director : Panjawattana Marketing Co., Ltd.
Work Experience	- 1993 - 2003	Executive Committee Member : Panjawattana Marketing Co., Ltd.
	- 1991 - 1993	Production Manager : Panjawattana Marketing Co., Ltd.

Current job positions in any listed company

Listed company	- None
Non-listed company	2 Companies as follows ;
	1. Mill Pack Co., Ltd.
	2. Plastech Lab Co., Ltd.

In any companies which may result in a conflict of interest with the Company -None-

First Appointment	1992 9, October
Term of office	26 years
Percentage of shares at 2018 31, December	Ordinary shares 32,661,428 shares, representing 5.69 percent
Trading shares in 2018	-None-
Percentage of shares of spouse and minors (as at December 31, 2018)	-None-
Having the following parent relationship with Directors and Executives	- Son of Mr. Kongsak and Mrs. Malee Hemmontharop - Younger brother of Mr. Wiwat/ Elder brother of Mr. Pirun Hemmondharop
Direct and indirect interests in the Company or in the relevant subsidiaries	- None
Meeting attendance in 2018	Board of Directors 8/9 Risk Management Committee 1/2

6. Dr. Pirun Hemmondharop

Position	Director / Risk Management Committee / Vice Chief Executive Officer / Chief Administrative Officer
Age	45 years
Education	- Bachelor's degree in Industrial Engineering, Sirindhorn International Institute of Technology, Thammasat University - Master's degree in Engineering Management, University of Missouri-Rolla - Doctoral degree in Engineering Management, University of Missouri-Rolla
Training Courses	The Federation of Thai Industries - Executive program in Digitalization Industry of Thailand (EDIT Class 2) Thai Institute of Directors - Director Accreditation Program Class 90/2011 - Director Certification Program Class 150/2011 - Director Breakfast Talk Class 2/2011 - Financial Statements for Director Class 13/2011 Thai Listed Companies Association - TLCA Executive Development Program Class 13/2014 Federation of Accounting Professions

	- Risk Management (Advance) Class 2/2016
	- Risk Management (Standard) Class 2/2016
Training Courses	King Prajadhipok's Institute
	- Diploma, Public Economics for executive Class 11/2013
	Thammasat University
	- Thammasat Leadership Program (TLP) Class 5
Work Experience	- 2017 -Present Director / Risk Management Committee / Vice Chief Executive Officer / Chief Administrative Officer : Panjawattana Plastic Plc.
	- 2018–Present Director : Panjawattana (Jiangsu) Plastic Co.Ltd.
	- 2018–Present Director : Saeng Satta Co., Ltd
	- 2013 -2017 Director / Risk Management Committee : Panjawattana Plastic Plc.
	- 2013 -Present Director : Composite Holding Co., Ltd.
	- 2011 -Present Director : Elegance Packaging Co., Ltd.
	- 2011 -Present Director : PJ Composite Co., Ltd.
	- 2011 -Present Director : Panjawatna (Tianjin) Co., Ltd.
	- 2010 -Present Director : Thammanamai Health Cuisine Co., Ltd
	- 2011 -2013 Director / Executive Committee Member/ Vice President/ Chief Operating Officer and Supply Chain - Samutsakhon Branch : Panjawattana Plastic Plc.
	- 2008 -2011 Chief Operating Officer / Chief Human Resource Officer : Panjawattana Plastic Plc.
	- 2004-2008 Director, Course Director, Master's degree in Management : College of Management, Mahidol University

Current job positions in any listed company

Listed company -None-

Non-listed company 7 Companies as follows ;

1. Panjawatna (Tianjin) Co., Ltd.
2. Elegance Packaging Co., Ltd.
3. PJ Composite Co., Ltd.
4. Composite Holding Co., Ltd.
5. Thammanamai Health Cuisine Co., Ltd
6. Panjawattana (Jiangsu) Plastic Co.Ltd.
7. Saeng Satta Co., Ltd

In any companies which may result in a conflict of interest with the Company -None-

First Appointment	2011 28, January
Term of office	8 years
Percentage of shares at 2018 31, December	Ordinary shares 35,688,640 shares, representing 6.22 percent
Trading shares in 2018	-None-

Percentage of shares of spouse and minors (as at December 31, 2018)	-None-	
Having the following parent relationship with Directors and Executives	- Son of Mr. Kongsak and Mrs. Malee Hemmontharop - Younger brother of Mr. Wiwat and Mr. Satit Hemmondharop	
Direct and indirect interests in the Company or in the relevant subsidiaries	- None	
Meeting attendance in 2018	Board of Directors	8/9
	Risk Management Committee	2/2

7. Miss Charanya Sangsukdee

Position	Director / Independent Director / Chairman of Audit Committee / Risk Management Committee Member	
Age	54 years	
Education	<ul style="list-style-type: none"> - Bachelor's degree in Management Science, Sukhothaimathirat Open University - Master's degree in Business Administration, Kasetsart University - Mini Master of Management Program NIDA, University of California at Berkeley, USA 	
Training Courses	Thai Institute of Directors <ul style="list-style-type: none"> - Audit Committee Forum Class 1/2016 - Family Business Governance for Sustainability Class 2/2015 - Anti-Corruption for Executive Program Class 14/2015 - Anti-Corruption: The Practical Guide Class 16/2015 - Monitor the system of Internal Control and Risk Class 7/2009 - Monitor of the Quality of Financial Reporting Class 9/2009 - Monitor the Internal Audit Function Class 6/2009 - Monitor Fraud Risk Management Class 1/2009 - Director Certification Program Class 9/2007 - Audit Committee Program Class 27/2009 - Director Accreditation Program Class 62/2007 	
Work Experience	<ul style="list-style-type: none"> - 2011–Present Director / Independent Director / Chairman of Audit Committee / Risk Management Committee Member : Panjawattana Plastic Plc. - 1997–Present Managing Director : Tax Specialist Co., Ltd. - 1996–Present Managing Director : Bangkok Training Center Co., Ltd. - 2007-2011 Audit Committee member / Independent Director : Group Lease Plc. - 2006-2011 Audit Committee member/Independent Director : Globlex Holding Management Plc 	
Current job positions in any listed company		
Listed company	-None-	
Non-listed company	2 Companies as follows ; 1. Tax Specialist Co., Ltd. 2. Bangkok Training Center Co., Ltd.	

<u>In any companies which may result in a conflict of interest with the Company</u>		-None-
First Appointment	2011 28, January	
Term of office	8 years	
Percentage of shares at 2018 31, December	Ordinary shares 260,000 shares, representing 0.05 percent	
Trading shares in 2018	-None-	
Percentage of shares of spouse and minors (as at December 31, 2018)		-None-
Having the following parent relationship with Directors and Executives		-None-
Direct and indirect interests in the Company or in the relevant subsidiaries		-None-
Meeting attendance in 2018	Board of Directors	9/9
	Audit Committee	6/6
	Risk Management Committee	2/2

8. Assoc. Prof. Dr. Aekkachai Nittayakasetwat

Age	55 years
Position	Director / Independent Director Audit Committee member / Chairman of Risk Management Committee
Education	- B.Sc.(Chemical Engineering), Chulalongkorn University - Master's degree in Financial Management, National Institute of Development Administration - Doctoral degree in Finance, University of Mississippi
Training Courses.	Thai Institute of Directors : - Certificate of Attendance Director Certification Program Class 240/2017 - Certificate of Attendance Risk Management Program for Corporate Leaders Class 9/2017 - Certificate of Attendance Compensation Survey Class 1/2011
Training Courses	- Certificate of Attendance Risk Management Committees Program Class 2/2013 - Certificate of Attendance Role of the Compensation Committee Class 12/2011 - Certificate of Attendance Director Accreditation Program (DAP) Class 35/2005
Work Experiences	- 2011 – Present Audit Committee member/Independent Director/Chairman of Risk Management Committee Panjawattana Plastic Plc. - 2011 – Present Director/ Audit Committee member Stars Microelectronics (Thailand) Plc. - 2010 – Present Independent Director/ Chairman of Audit Committee : UAC Global Public Company Limited (Old Name : Universal Adsorbents & Chemicals Plc.) - 2009 – Present Director and Audit Committee member GT Wealth Management Co., Ltd. - 2008 – Present Director/ Audit Committee Member Getabec Co., Ltd

Work Experiences	- 2006 – Present	Independent Director/ Audit Committee member TRC Construction Co., Ltd.
	- 2007 – 2010	Dean Faculty of Business Administration National Institute of Development Administration
	- 2004 – 2006	Deputy Dean Faculty of Business Administration National Institute of Development Administration

Current job positions in any listed company

Listed company	- UAC Global Plc. - Stars Microelectronics (Thailand) Plc. - TRC Construction Plc. - Getabec Plc.
Non-listed company	1 Companies as follows ; 1) GT Wealth Management Co., Ltd

In any companies which may result in a conflict of interest with the Company -None-

First Appointment	2011 28, January
Term of office	8 years
Percentage of shares at 2018 31, December	Ordinary shares 156,000 shares, representing 0.03 percent
Trading shares in 2018	-None-
Percentage of shares of spouse and minors (as at December 31, 2018)	-None-
Having the following parent relationship with Directors and Executives	-None-
Direct and indirect interests in the Company or in the relevant subsidiaries	-None-
Meeting attendance in 2018	Board of Directors 9/9 Audit Committee 6/6 Risk Management Committee 2/2

9. Mr. Natthawut Khemayotin

Age	50 years
Position	Director / Independent Director / Audit Committee member / Risk Management Committee member / Nomination and Remuneration Committee member
Education	- Bachelor's degree in Commerce and Accountancy, Thammasat University - Master's degree in Business Administration, University of Dallas, Irving, Texas
Training Courses	Thai Institute of Directors - Driving Strategic Success with IT Governance (ITG) Class 3/2016 - Remuneration Survey Reporting 2014 - Risk Management Committee Program (RMP) Class 2/2013 - Director Certification Program Class 70/2006

Work Experience	- 2014-Present	Director / Independent Director / Audit Committee member / Risk Management Committee member / Nomination and Remuneration Committee member : Panjawattana Plastic Plc.
	- 2011–2014	Director / Independent Director / Audit Committee member / Risk Management Committee member : Panjawattana Plastic Plc.
	- 2013–Present	Managing Director : North Caribbean Inter Trade Co., Ltd.
	- 2004–Present	Managing Director : Nu Na Co., Ltd.
	- 2005–2009	Managing Director : Globlex Holding Management Plc
	- 2002–2005	Assistant Director, The Board of Directors Bureau : Seamico Securities Plc.
	- 2001–2002	Senior Officer, Investment Banking Department : Thai Military Bank Plc.

Current job positions in any listed company

Listed company - None

Non-listed company 2 Companies as follows ;
 1. Nu Na Co., Ltd.
 2. North Caribbean Inter Trade Co., Ltd.

In any companies which may result in a conflict of interest with the Company -None-

First Appointment	2011 28, January
Term of office	8 years
Percentage of shares at 2018 31, December	Ordinary shares 260,000 shares, representing 0.05 percent
Trading shares in 2018	-None-
Percentage of shares of spouse and minors (as at December 31, 2018)	-None-
Having the following parent relationship with Directors and Executives	-None-
Direct and indirect interests in the Company or in the relevant subsidiaries	-None-
Meeting attendance in 2018	Board of Directors 9/9
	Audit Committee 6/6
	Risk Management Committee 2/2
	Nomination and Remuneration Committee 1/1

● **Executives, Company's Secretary**

1. Mrs. Prim Chaiyawat

Position	President of Financial Officer/ Company's Secretary
Age	43 years
Education	- Bachelor's degree in Commerce and Accountancy, Thammasat University - Master's degree in Business Administration, Kasetsart University
Training Courses	Thai Institute of Directors - Anti-Corruption the Practical Guide Class 36/2017 - Audit Committee Program Class 37/2011 - Monitoring Fraud Risk Management Class 6/2011 - Effective Minute Taking Class 19/2011

Training Courses

- Company Secretary Program Class 37/2010
- Monitor of the Quality of Financial Reporting Class 9/2009
- Thai Listed Companies Association
- Principal Law and related regulation of Listed Company Program Class 11/2014
- Company Secretary Training Program Class 29/2014
- Federation of Accounting Professions
- Accountant for Taxation (Class 104)
- Accountant for Taxation (Class 105)
- Principle Cyber security Fundamentals
- TFRS 2018 Class 2/18 (Class 702)
- Principle Internal Audit by J-SOX
- Technical work flows Class 3
- Technical work flows Class 4
- Risk Management (Advance) Class 2/2016
- Risk Management (Standard) Class 2/2016
- Anti-Corruption in Organization Class 5
- Consolidated Financial Management
- Beyond Treasury Management
- Other
- CFO Innovation Forum (CFO Innovation)
- Certificate of Merger and Acquisition Analysis : Thailand Securities Institute
- Certificate of Provision Raise Funds by Bond Issue : Thai BMA
- Management Communication : Sasin Business English
- Thailand CG Forum : Governance as a driving force for business sustainability
: The Securities Exchange of Thailand
- Draft Transfer Pricing Law : PWC

Work Experience

- 2014–Present President of Financial Officer/ Company's Secretary : Panjawattana Plastic Plc.
- 2011–2014 Finance Director/ Company's Secretary : Panjawattana Plastic Plc.
- 2008–2011 Finance Director/ Company's Secretary : Panjawattana Plastic Co., Ltd.
- 2006–2007 Accounting Manager : Panjawattana Plastic Co., Ltd.
- 2003–2006 Chief, Budget and Finance Section : Panjawattana Plastic Co., Ltd.
- 2001–2002 Senior Tax Auditor Ernst & Young Corporate
- 1997–2001 Senior Auditor Ernst & Young Office Limited

Current job positions in any listed company

- | | |
|--|--------|
| Listed company | - None |
| Non-listed company | - None |
| <u>In any companies which may result in a conflict of interest with the Company</u> | - None |
| First Appointment | - None |
| Term of office | - None |

Percentage of shares at 2018 31, December	Ordinary shares 340,000 shares, representing 0.06 percent
Trading shares in 2018	-None-
Percentage of shares of spouse and minors (as at December 31, 2018)	-None-

2. Mr. Seksan Sinbunluekul

Age	45 years
Position	Chief Product Engineer and Development Officer
Education	- Bachelor's degree in Plastic Technology, Rajamangala University of Technology
Work Experience	- 2016–Present Chief Product Engineer and Development Officer : Panjawattana Plastic Plc. - 2011–2016 Research and Development Director : Panjawattana Plastic Plc. - 1996–2011 Research and Development Director : Panjawattana Plastic Co., Ltd.

Current job positions in any listed company

Listed company	- None
Non-listed company	- None
<u>In any companies which may result in a conflict of interest with the Company</u>	- None
First Appointment	- None
Term of office	- None

Percentage of shares at 2018 31, December	Ordinary shares 364,000 shares, representing 0.06 percent
Trading shares in 2018	-None-
Percentage of shares of spouse and minors (as at December 31, 2018)	-None-

● The person supervising accounting

1. Miss Jittrapa Sirisumphan

Age	36 years
Position	Senior Accounting Manager
Education	- Master of Science in Finance (English program), Faculty of Commerce and Accountancy, Chulalongkorn University - Bachelor of Business Administration, major in Accounting , Faculty of Commerce and Accountancy, Thammasat University)
Training Courses	Continuous training in accounting
Work Experience	2016–Present Senior Accounting Manager : Panjawattana Plastic Plc. 2014-2016 Business Planning Analyst manager: Alcon Laboratories (Thailand) Co.,Ltd. 2013-2014 Business Planning Analyst : Alcon Laboratories (Thailand) Co.,Ltd. 2012-2013 Accounting Manager : KSK Insurance (Thailand) PCL.

Work Experience	2011-2012	Audit Manager : Pricewaterhousecoopers ABAS Co.,Ltd.
	2005-2011	Assistance Auditor : Pricewaterhousecoopers ABAS Co.,Ltd.

Current job positions in any listed company

Listed company -None-

Non-listed company -None-

In any companies which may result in a conflict of interest with the Company -None-

First Appointment -None-

Term of office -None-

Percentage of shares at 2018 31, December -None-

Trading shares in 2018 -None-

Percentage of shares of spouse and minors (as at December 31, 2018) -None-

● **Head of Internal Audit**

1. Miss Supattra Nitjaya

Position	Head of Internal Audit	
Age	30 years	
Education	- Bachelor's Degree in Industrial Management Program, Dhurakij Pundit University	
Training Courses	Federation of Accounting Professions under the Royal Patronage of His Majesty the King - Fraud Relation Basic Technology - Risk Assessment Method for Internal Audit Planning Entis Management - Successful Leaderships and Supervisory Skills Technique The Institute of Internal Auditors of Thailand (IIAT) - Compliance and Compliance Audit The Stock Exchange of Thailand - Key mechanisms for regulating and creating business value added. - Corporate Social Responsibility Management For sustainable development. The Securities and Exchange Commission, Thailand - Thailand's Investment Governance Code.	
Work Experience	- 2015–Present	Head of Internal Audit : Panjawattana Plastic Plc.
	- 2014–2015	Internal Audit Officer : Panjawattana Plastic Plc.
	- 2013–2014	Qsys Auditor : Marine Gold Products Co., Ltd.
	- 2011–2013	Engineering Officer : : Index Interfern Co., Ltd.

Current job positions in any listed company

Listed company -None-

Non-listed company -None-

<u>In any companies which may result in a conflict of interest with the Company</u>	-None-
First Appointment	-None-
Term of office	-None-
Percentage of shares at 2018 31, December	-None-
Trading shares in 2018	-None-
Percentage of shares of spouse and minors (as at December 31, 2018)	-None-



Directors and Executives with Controlling Power

Name	Panjawattana Plastic Plc. Position	Subsidiaries				
		Mill Pack Co., Ltd. : MPC	Elegance Packaging Co., Ltd. : EPC	Panjawattana Plastic (Tianjin) Co., Ltd. : PJT	Plastech Lab Co., Ltd. : PTL	Panjawattana Plastic (Jiangsu) Co.Ltd. : PJJ
1. Dr. Damri Sukhotanang	Board Chairman / Independent Director	-	-	-	-	-
2. Mr. Kongsak Hemmontharop	Director	Director	Director	-	-	-
3. Mr. Wiwat Hemmontharop	Director / Chairman of the Board of Executive Directors	Director	-	Director	Director	Director
4. Mrs. Malee Hemmontharop	Director / Vice Chief Executive Officer	Director	Director	Director	Director	Director
5. Mr. Satit Hemmontharop	Director / Chief Executive Officer	Director	-	-	Director	-
6. Dr. Pirun Hemmontharop	Director / Vice Chief Executive Officer / Chief Administrative Officer	-	Director	Director	-	Director
7. Miss Charanya Sangsukdee	Chairman of Audit Committee / Independent Director	-	-	-	-	-
8. Assoc. Prof. Dr. Aekkachai Nittayakasetwat	Independent Director	-	-	-	-	-
9. Mr. Natthawut Khemayotin	Independent Director	-	-	-	-	-
10. Mrs. Prim Chaiyawat	Chief Financial Officer/ Company's Secretary	-	-	-	-	-
11. Mr. Seksan Sinbuntluekul	Chief Product Engineer and Development Officer	-	-	-	-	-

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