



*The Royal Trophy from
Her Royal Highness Princess Maha Chakri Sirindhorn
The Thailand Labour Management
Excellence Award 2017*

ANNUAL REPORT **2017** รายงานประจำปี 2560
สำหรับปีสิ้นสุด 31 มีนาคม 2561
Fiscal Year Ended March 31, 2018



Thai Stanley Electric Public Company Limited

STANLEY GROUP VISION

STANLEY SPIRIT

Outshining Light

We shall blaze our own trail to a brilliant future by daring to "outshine light."

BUSINESS PHILOSOPHY

The boundless pursuit of the Value of Light

We shall contribute broadly to society by exploring the infinite possibilities of light and bringing its value to humankind.

Business innovation by maximizing our potential as a manufacturer

We shall continually reinvent our processes to draw out further value and quality from our business base in manufacturing.

Ensuring the welfare of those who truly support our mission

We shall value those who truly support Stanley and endeavor to ensure their welfare.

THE FIVE WAYS OF CREATING VALUE WITH LIGHT

We shall create new benefits to humankind by dedicating ourselves to the Five Ways of Creating Value with Light.

CREATING

creating light

RECOGNIZING

sensing and recognizing with light

INFORMING

processing information with light

ENERGIZING

harnessing light's energy

EXPRESSING

producing feeling with light

GUIDELINES FOR ACTION

CHALLENGE

Always challenge yourself with the highest standards and sets out to reach them.

INNOVATE

Combine boundless creativity and user understanding to create new value.

COLLABORATE

Share and leverage our diverse total know-how to enhance our overall value.

HUMANIZE

Be considerate of society in general and our environment to develop you humanity.

GLOBALIZE

Respect and understand global diversity.

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HIGHLIGHTS

Operating Report

	For the year ended 31 March 2018	For the year ended 31 March 2017	Change (%)
	(Thousand)	(Thousand)	
Sales	13,220,446	11,024,797	19.92
Total Revenues	13,419,320	11,210,771	19.70
Cost of Sales	10,775,580	9,087,201	18.58
Selling and Administrative Expense and other	889,951	799,007	11.39
Profit before income tax	2,048,547	1,580,284	29.64
Net Profit (Loss)	1,658,662	1,270,768	30.53

Financial Statement

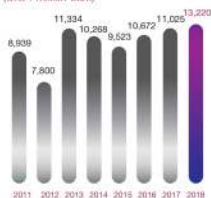
Current Assets	9,290,056	7,738,068	20.06
Total Assets	16,938,772	15,185,832	11.55
Current Liabilities	2,066,180	1,548,236	33.46
Total Liabilities	2,407,392	1,844,354	30.53
Shareholders'Equity	14,531,380	13,341,478	8.92

Financial Ratio

Net Profit Margin (%)	12.36	11.34
Return on Equity (ROE) (%)	11.91	9.83
Return on Total Asset (ROA) (%)	10.33	8.59
Debt to Equity (DE) (time)	0.17	0.14
Price Earning ratio (PE) time	10.67	12.12
Current Ratio (time)	4.50	5.00
Net Profit (Loss) per share	21.65	16.58
Par Value	5.00	5.00
Book Value per Share	189.65	174.11

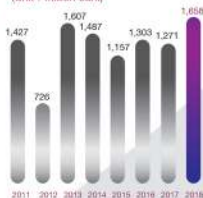
Net Sales

(Unit : million baht)



Net Profit

(Unit : million baht)



Net Profit (Loss) per Share

(Unit : baht)



OUR AWARDS



the royal trophy from Her Royal Highness Princess Maha Chakri Sirindhorn
Thailand Labour Management Excellence Award 2017

Thai Stanley Electric Public Company Limited to win The Thailand Labour Management Excellence Award 2017 from The Department of Labor Protection and Welfare , Ministry of Labour for excellent performance in three aspects as

1. The award to maintain the Thai Labor Standards System for 11 consecutive years
2. The Outstanding workplace Award for Labor Relations and Welfares for 12 consecutive years
3. The Outstanding prototype of safety, occupational health and working environment for 14 consecutive years

The company has won the royal trophy from Her Royal Highness Princess Maha Chakri Sirindhorn and The Prime Minister , General Prayut Chan-ocha was the witness at the award ceremony on August 25 , 2017 at Grand Diamond Ballroom , IMPACT Exhibition and Convention Center , Muangthong Thani , Nonthaburi.





ASEAN – OSHNET - Excellence Award

The company received Excellence Award in ASEAN – OSHNET Award from The ASEAN – OCCUPATIONAL SAFETY AND HEALTH NETWORK (ASEAN-OSHNET) in April 2018 at Siem Reap , Cambodia



In August 2017 the company received "The Best Performance Company of Safety , Occupational Health and Working Environment Award 2017" from Ministry of Labour for the 14 years continuously



In September 2017 the company received "An Outstanding Establishment in the year 2017 for achievement on Labour Relations and Welfare Relations Award" for 12 years continuously



In March 2018 the company received "VAVE Award" from Toyota Motor Thailand Co., Ltd.



In September 2017 the company received "Q-Award Excellent Quality Status Recognition" from Auto Alliance Thailand Co., Ltd.

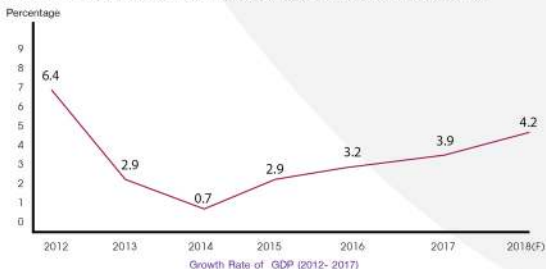
TO OUR SHAREHOLDER

1.General Economic Aspects

Thailand's economy had seen a sign of expansion in 2017, considered another year of economic stability, backed by a positive GDP growth of 3.9% compared to 3.3% achieved in the previous year. According to a report, the Thai economy had expanded at its fastest pace for the first time in five years after achieving a remarkable growth of 6.4% in 2012.

Thailand's GDP shifted 3.4% during January-March, 3.9% during April-June, 4.3% during July-September, and 4.0% during October-December, unveiling that the country was capable of maintaining its continuing economic growth since 2016.

In 2018, the Ministry of Finance had forecasted that the Thai economy would expand 3.8% and rise to 4.2%, as the export situation may improve and government stimulus spending.



2.Automotive Industry Trends

The automotive industry expanded in a more positive direction in 2017. As a result, the domestic sales of automobiles increased to 872,000 units, a rise of 13.4% compared to 2016. Meanwhile, Thailand's automobile production capacity was estimated to shift to 1,989,000 units, an increase of 2.3% compared to the previous year. This was a consequence of the expansion of the domestic motor vehicle market.

Regarding the quarterly production, the automotive industry achieved 486,000 units during January-March, 465,000 units during April-June, 527,000 units during July-September, and 511,000 units during October-December.

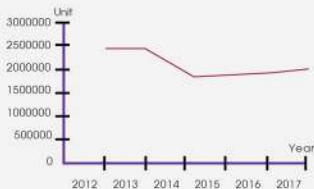
The Federation of Thai Industries had predicted that Thailand's automobile production capacity would increase 0.6 percent to around 2,000,000 units in 2018 compared to the previous year, where 900,000 units, a shift of 4.4%, were manufactured for domestic distribution, while 1,100,000 units, a drop of 2.4%, would be maintained for exports. It was widely anticipated that the rising domestic sales would help maintain the export target in a steady manner.

A positive outlook of Thailand's automotive market was partly resulted from the government's policy to propel the country towards the preparedness of infrastructure investments, reflecting in the improved economic situation.

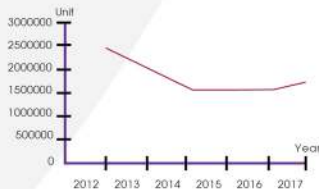
However, as exports would continuously be plagued by legal restrictions, the situation still remained negative and unpredictable.

For the motorcycle market, the domestic sales shifted to 1,811,000 units and the finished production capacity went up to 2,055,000 units, increased by 4.2% and 12.9 %, respectively.

According to the Federation of Thai Industries, the finished production capacity had been expected to grow 3.2% to 2,120,000 units in 2018, in which 1,750,000 units, an increase of 3.7%, were manufactured for domestic distribution and 370,000 units, a rise of 0.5%, would be available for exports.



Automobile Manufacturing Volume (2012-2017)
(Domestic + Export)
(Source: Thailand Automotive Institute)



Motorcycle Manufacturing Volume (2012-2017)
(Source: Thailand Automotive Institute)

3. Business Performances

With reference to the above-mentioned situations and expectations, the entire automotive industry was able to achieve rising sales of 19.92% in 2017, compared to the same period of the previous year.

In 2017, we had upgraded our operational systems by emphasizing more on enhanced production efficiency under the 'Stanley New Approach for Higher Productivity (SNAP)' concept evolved to promote the reform of production practices, as part of the goal to efficiently reduce the number of defects to zero, while being able to boost customers' confidence leading to greater business performances via our well-developed strategies.

<Sales Structure>

In 2017, our main businesses were divided into three major categories, consisting of Automotive bulb business, Automotive Lamp business, and Mold / Design business.

The Automotive Lamp business achieved the highest sales of 92.18%, followed by Automotive bulb business sale 4.48% and Mold/Design businesses sale 3.34%.

The Automotive Bulb products were not only manufactured for direct distribution, but they also supported our lamp production as they were considered significant components of lamps.

The mold products, aside from being used as a tool for molding a lamp, they were also distributed to business companies under Stanley Group and other trading partners across the country.

The design products were also second to none. We not only created exceptional designs for our lamps, but also sold them to business companies under Stanley Group and other trading partners in Thailand.

Sales

Values and proportion of sale volume structure by each business during 2017 as follows

Unit : Million Baht

	FY 2017		FY 2016		Inc./Dec. Rate
	(Apr.2017 – Mar.2018)		(Apr.2016 – Mar.2017)		
	Amount	Proportion	Amount	Proportion	
Automotive Bulb business	592.37	4.48%	627.77	5.69%	(5.63%)
Automotive Lamp business	12,186.60	92.18%	9,865.91	89.49%	23.52%
Mold and Design business	441.49	3.34%	531.12	4.82%	(16.88%)
Total	13,220.46	100.00%	11,024.80	100.00%	19.92%

* Automotive Bulb business and Mold and Design business do not include internal transfer

Investment

Investment in 2017 were as follow

Unit : Million Baht

	FY 2017	FY 2016	Inc./Dec. Rate
	(Apr.2017 – Mar.2018)	(Apr.2016 – Mar.2017)	
	Amount	Amount	
Land	6.09	20.66	(70.52%)
Building	142.58	2.20	6,380.91%
Equipment, Machines and tools	728.09	574.48	26.74%
Mold and Jig	270.12	338.77	(20.26%)
Other	10.27	9.24	11.15%
Total	1,157.15	945.35	22.40%

Employment

Numbers of personnel at the end of 2017 were as follow

Unit : Person

	Personnel	Personnel	Inc./Dec.
	at the end of 2017	at the end of 2016	
Thai workers (Male)	1,590	1,556	34
Thai workers (Female)	1,381	1,313	68
Japanese workers	26	28	(2)
Total	2,997	2,897	100

4. Future Trends

In 2018, the government has been expected to continue its responsibility to substantially generate both economic progress and political development. Due to its strategic infrastructure investment plans and ongoing economic stimulus measures, the Thai economy can grow steadily throughout the year.

Besides, the existence of ASEAN Economic Community (AEC) has prompted several countries in Asia to keep pace with economic growth. At the same time, the automotive sector will play its vital role in stimulating economic growth, particularly since Thailand has become the automotive hub of ASEAN.

Production is expanding significantly in many countries, for instance, China and India, reflecting in a better economic outlook. Additionally, several ASEAN nations are willing to take part in fierce pricing competitions in order to sparkle on a global stage.

In the view of development, we must be committed to becoming the hub of product development in the ASEAN region, while customers and competitors are also expected to cope well with technological advancement.

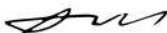
The automotive industry, including cars and motorcycles, will continue to expand in 2018. The expansion is also expected to support the production of electric vehicles as well as the advancement of self-driving cars. At this point, we may have to transform ourselves into the manufacturer of lamp and lighting system. It is necessary for us to seek new business solutions and work harder to be prepared for upcoming challenges and unpredictable consumer demands, ensuring that we are developed with business efficiency and accuracy.

We must combine the intelligence and competence of our manpower aiming for unity, as part of the strategy to overcome business rivals under the changing business environment. We have managed to expand our production capacity for future sustainability. The aforementioned SNAP concept will be used as a tool to generate production reform to be supported by technological advancement and product development. We have made a great effort to achieve sustainable growth and become a high-potential player in the industry to keep providing customers with the highest satisfaction.

We remain firm in strengthening our operational performances by focusing on Quality (Q), Cost (C), and Delivery (D) aiming to obtain the highest confidence and trust from customers.

We have placed a great emphasis on our profit-sharing policy, encouraging all relevant parties, varying in shareholders, customers, employees, and people in the surrounding communities, to be part of our achievement.

Above all, we are fully committed to achieving the aforementioned objectives to maximize profits and ensure the highest satisfaction for all valued shareholders. Finally, we would like to thank you for all of your confidence, trust, and never-ending support.



Mr. Apichart Lee-issaranukul

Executive Chairman



Mr. Koichi Nagano

President

Thai Stanley Electric Public Company Limited

THE BOARD OF DIRECTORS & THE EXECUTIVES



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THE BOARD OF DIRECTORS

Mr. Apichart Lee-Issaranukul
Director
Executive Chairman

Mrs. Pimjai Lee-Issaranukul
Director

Mr. Krisada Visavateeranon
Independent Director
Chairman of the Audit Committee

Mr. Koichi Nagano
Director
President

Mrs. Pornthip Sethiwan
Director

Mr. Chokechai Tanpoonsinthana
Independent Director
Audit Committee

Mr. Tadao Suzumura
Director
Executive General Manager
Lighting Equipment Division

Mr. Toru Tanabe
Director

Mr. Suchart Phisitvanich
Independent Director
Audit Committee

Mr. Thanong Lee-Issaranukul
Director

Mr. Katsutoshi Iino
Director

Mr. Picharn Sukparangsee
Independent Director

THE BOARD OF DIRECTORS & THE EXECUTIVES



3



4



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THE EXECUTIVES

1.Mr. Apichart Lee-issaranukul
Executive Chairman
Executive General Manager
Administration Division

2.Mr. Koichi Nagano
Director
President

3.Mr. Tadao Suzumura
Executive General Manager
Lighting Equipment Division

4.Mr. Koji Kobayashi
Executive General Manager
R&D Center Division

5.Mr. Hideki Matsui
Executive General Manager
Marketing Division

6.Mr. Etsuya Kawashima
Executive General Manager
Die & Mold Division

NEW PRODUCTS

Last year, Manufacturers have produced motorcycles and automobiles with new models as follow :

Motorcycles

HONDA
SUPER CUB



HONDA
MONKEY



HONDA
PCX 150



HONDA
FORZA 300



YAMAHA
FINN



Automobile

TOYOTA
ATIV



NISSAN
TERRA



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3. Persons who obtain the highest vote and the next highest vote appoints (in descending order) shall be appointed as directors in order to fill the number of position of director required to be appointed at that time. In the case where more than one person obtains equal votes, and the number of directors with such vote exceeds the remaining number of directors positions to be appointed, the chairman shall have a casting vote in respect of those with equal votes.

4. In the case there is vacancy among the Directors which has occurred other than a retirement by rotation, the Board of Directors shall elect a person who is qualified and not being prohibited by the Public Company Law to fill the vacancy in the next Board of Directors' meeting except in the event that the period of time the Director is entitled to remain in office is less than 2 months.

The person who is elected shall remain in office only for such period of time as the Director he replaces was entitled to remain in office.

The resolution of the meeting of the Board of Directors as specified in the first paragraph shall consist of votes of not less than three-fourth of the remaining Directors.

Succession plan - The company is in the process of preparing for the succession plan.

8.4 The operations of the subsidiaries and associates company control.

(1) To corporate governance in subsidiaries and associates company .

The company appoint representatives to the company's executives are directors of subsidiaries, associates and the company holds. The policies acknowledge involvement in the management of these companies . Counseling and assistance as appropriate and approved by the Board of Directors. Not intended to interfere with or dominate these affairs.

(2) An agreement with other shareholders in the management of subsidiaries and associated companies.

- None

8.5 Internal information controlling

The Company published the Code of Conduct to Directors and Employees to take the way of implement a good appropriate which covers the use of inside information that non-profit for themselves and others. Based on inside information of the company and set the time to employees and directors not to trade the company's assets within 1 month before the financial statements are disclosed or general corporate information to publish and within 24 hours after disclosure of financial statement and general corporate information .The Directors and Executives will report to the Secretary trading company and report to the Board Meeting every time and in addition. The Company has not yet set a policy for directors and top executives to inform about the trading of shares at least 1 day prior to trading to the Board of Directors.

The company announced the information system security policy. To control the company's information that cover on customer information, Information System Department, is response to control all information, equipment and license computer programs and all department manager to review, checking and evaluation at least 1 time per year and report to the risk management committee and the executive board meeting and the office of internal audit will annual audit too.

The Company increased its information security by prohibiting the visitors to the Company from photographing within the Company's premise without approval. Furthermore, no audio recorders, communication devices, and cameras shall be allowed in tight security areas such as Research and Development Department, New Product Development Department, and Production Engineering Department

8.6 Auditor's remuneration

A. Audit fee

The last year company paid for the audit fee 2.05 million baht.

B. Other service fee

- Reviewing compliance with conditions of BOI promotion certificate amount 0.12 million baht.
- Reviewing Stock Destroy amount 0.05 million baht.
- Reviewing auditing for Vietnam Stanley Electric Co.,Ltd. Amount 0.20 million baht

Other practice from the corporate governance

The board of director has developed the company vision and code of conduct for the board members and employees as a best practice in order to maintain the dignity and values of the company and to prevent potential loss due to the misbehavior of internal people. It is published in the form of booklet providing to the board members, executives employees to be aware and adhere to. The content of company vision and code of conduct are put into orientation course for new board member, executive, and employee. The details are also disclosed on the company's website (www.thaistanley.com) as well.

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

1. Rights of Shareholders

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

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

Individual shareholder shall be provided with necessary and adequate information about the Shareholders' meeting which includes the date, time, venue, and agenda, together with supplementary details for each agenda in advance. The company posts such information on the company's website 1 month before distributing the documents.

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

The Invitation Letter

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

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

Facility

The company will arrange commuting transportation as facilitation for shareholders.

Staffs to welcome and provide service to participating shareholders will be standby 2 hours in advance.

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

For voting process, poll cards will be collected in case of disagree vote in order to use for processing the data of each agenda. Investigation can be done upon request from shareholders.

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

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

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

1.3 The right to freely express opinion in the meeting

Every shareholder has an equal right to express opinion or make an inquiry with an adequate time providing for each agenda before resolution. In the shareholders' meeting, all members of the boards and executives are required to attend the meeting to answer any inquiries to the meeting.

1.4 The right to consider remuneration for board members

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

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

1.6 The board allows shareholders to propose agenda for the annual shareholder meeting. To ensure the fair and equitable treatment to shareholders, the company sets the criteria and Procedure for shareholders to propose agenda to the board to consider it to be the agenda in the annual shareholders' meeting. The details of right, criteria, and procedure are posted on the company website. The company shall notify such dissemination through SET news for shareholders to know in advance.

In year 2017 the company invited the shareholders to proposed the agendas in advance for the 2017 Annual General Meeting since January 20 to April 20, 2017 that there was no any proposal from the shareholders.

2. Equitable Treatment of Shareholders

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

2.1 Every shareholder has right to vote depending on number of shares they are holding; one vote per share .The company have only common stock.

2.2 The board has developed prevention measure of using internal information as follows: None of director, executive, or employee can use internal information for the sake of personal benefits. Employees working in department involving with internal information, executive, and director are prohibited from trading the company securities for 1 month before the disclosure of financial statement or information to public and within 24 hours after the disclosure hereof. This rule is described in the code of conduct for the board and employees. The rule also specify that director, executive, and accounting manager is obliged to declare the number of shares they own to the board of directors every time during the board of directors meeting.

2.3 For the shareholders' meeting; the proxy forms approved by Ministry of Commerce together with the meeting invitation letter, documents, and instruction about proxy assignment will be sent to shareholders so that they can appropriately prepare themselves for the meeting.

2.4 The company agrees to give the right to vote for shareholder who is late in attending the meeting; however, only for the agendas on discussion and have not been reached the resolution yet. That share will be counted for quorum starting from the agenda that he attends as well as votes onwards, unless otherwise instructed by the meeting.

2.5 Besides Thailand Securities Depository Co., Ltd., the share registrar of the company, who will be responsible for sending out the notice for attending shareholders' meeting for 14 days in advance of the meeting, the notice will also be posted on the company website for 30 days in advance of the meeting and published on the daily newspaper in Thai for at least 3 consecutive days and at least 7 days before the meeting date.

2.6 The Minutes of Shareholders' Meeting will be posted on the company website within 14 days after meeting, so that the shareholders who did not attend the meeting being able to know the same information.

3. Role of Stakeholders

The company is aware of the rights of each group of stakeholders such as customers, suppliers, employees, shareholders, government sectors, and other related parties as well as community as specified by law and make sure that their rights are properly protected and treated.

The company disclosed all practice for stakeholder in the Sustainability Report 2017

4. Disclosure and Transparency

The company and the executive committee focuses on managing and operating business under the principle of good governance and being aware of information disclosure with accuracy and in timely fashion as specified by regulatory agencies. Therefore, the company sets the policy and practice regarding information disclosure as follows:

4.1 Information Policy

- Disseminating information about the company must be aligned to disclosure policy and under the scope of laws, provisions, and related regulations.
- Disseminating information about the company must be clear, accurate, complete, transparent, and reliable. The information must be explained clearly, easy to understand, and promptly to stakeholders.
- The information must be fair to all parties by treating all parties in an equitable and consistent manner under the scope of operation practice, also avoid causing conflict of interest.
- Ensure that such dissemination will not cause negative impact on relationship between the customers and the company or violate the privacy of customers, shareholders, or other stakeholders.
- Performing duty about disseminating confidential information must be complied with the company rules and regulations specified in the code of conduct for the board and employees.

4.2 Communication

Chairman of the Board of Directors, Executive Chairman, and Vice Executive Chairman have authority to notify key information of the company and can delegate to management to give information about its own function through responsible department or person in charge of investor relation.

Company information is available for customers, shareholders, investors, or interested persons or requesting for more information via the company website (<http://www.thaistanley.com>).

In addition, the company has appointed Investor Relations officer; in charge of providing general news and respond to inquiries, coordinating with staff or involved person to provide news and answer to inquiries, monitoring financial and information reporting system notified to various regulatory agencies. To contact Investor Relations, please call 02 581 5462 ext.1164 or info@thaistanley.com.

4.3 Communication Standard and Channel

Company performance and general information will be periodically communicated to shareholders, investors and public through media of Stock Exchange of Thailand and company website.

Meeting with securities analysts is held in a quarterly basis. Information that is revealed to analysts in the meeting will be posted on the company website. The company has no policy to meet analyst, fund manager, investor, or any person interested in investing with company individually.

News and information about the company is available on the company website (<http://www.thaistanley.com>) which includes:

- Vision, Management Policy, Governance Policy
- Disclosure policy consists of information policy, communication channels to the company, authorized spokesman, type of communication and information disclosure to public
- Financial information such as financial statement, key financial information, financial ratio, rate of dividend and so on.
- Company information such as type of business, board of directors, executive directors, and shareholder structure.
- Shareholders' Meeting information such as Minutes of Meeting, pictures from the meeting, VDOs presented in the shareholders' meeting.
- Annual Report and other reports submitted to Stock Exchange of Thailand and Securities and Exchange Commission
- Web board
- Investor Relations activities such as quarterly meeting with securities analysts

5. Board Responsibilities

5.1 Directors and Executives Development

The board of directors set the policy to provide an orientation course for new director in order to educate them about role and responsibility, business operation so as to efficiently support the company. In case of new directors, the company will take orientation course on the date of appointment; the content provided in the class such as the company's regulations, vision, governance policy, code of conduct for directors and employees, as well as rules and regulations of the Stock Exchange of Thailand and SEC about roles of director and code of conduct for the listed companies. The directors had visited the factory for better understanding about the company operation.

The existing members of the Board are also educated by attending the training courses arranged by each function. Any change of information or rules will also be informed to the board in the board of directors meeting. In 2017 our director attend to training as follows:

Mrs.Pimjai Lee-issaranukul

- Business Revolution and Innovation Network Batch (BRAIN 1) – The Federation of Thai Industries
- ACMA Business Forum 2017

5.2 Self-evaluation of the Board of Directors.

In 2017, the board has done self- performance evaluation, in overall, covering all roles and responsibilities of the committees, since 2007 until end of accounting period as of 31 March 2018, based on May 2018 evaluation, the result is Very good and the result, notices, and suggestions shall be taken into account to improve the performance of the board in the future. The Company does not have an individual assessment, Subcommittee and president.

9. Social Responsibility

9.1 Policy Overview

The Company's policy is to achieve business goals effectively, be the entrepreneurship to the society by one of the company's vision is to be a priority and uphold the values that support complementary Stanley sincerely. The Company considers that the underpinning and is involved in all aspects of the employees, shareholders, customers, suppliers, sellers, local community and society.

Each year the company targets including the implementation of environmental and social. The top management will monitor and evaluate the various monthly continuously.

10.2 Operation and report

In social responsibility of the company, each division is involved in environmental and social issues to focus and perform with caution and evaluate the impact by the operational and top management, such as product design to using materials that are environmentally friendly, produced with carefully in security and impact of other pollutants

The company issued Corporate Social Responsibility Report that disclosed by GRI (Global Reporting Indicator) in the annual report. To be sent to the shareholder and publish it on the company's website.

www.thaistanley.com

10. Internal Control and Risk Management

The Company establishes CG department to conduct internal audits and risk management and report directly to Audit Committee on a quarterly basis.

10.1 The board of director comment on internal control

The three members of Audit committee has meeting with the Board of Directors meeting No. 3/2018 on 15th May 2018. The Board of Directors have evaluated for the internal control system from Office of Internal report and reviewing the progress of internal control of Working System that approved in the past year as follow

- Reviewed the financial report , that were reviewed and audited by the auditor.
- Reviewed the company's internal control system in accordance with the guidelines established with the Securities and Exchange Acts, Regulations of the Stock Exchange of Thailand and other relevant laws
- Reviewed the internal audit system
- Reviewed the Company's risk management for its appropriateness and adequacy.
- Reviewed and opined related transactions or transactions that may have conflicts of interest, and disclosure of such transactions , reviewed risk management to concern with Internal Control system
- Considered appointing the external auditors and their remuneration for the year 2018

In fiscal year 1st April 2017 – 31st March 2018 , there were 9 audit committee meeting that with auditor but without management 4 times and meeting with the auditor , the management and Internal Audit 5 times.

The Audit Committee has reviewed the internal audit system and had considered the evaluation of internal control in accordance with the guidelines established by The Securities and Exchange Commission (SEC), it was found that there were no significant faults and there was appropriate attention and maintenance of the activities and accurate ,so the audit committee has the opinion that the company's activities in fiscal year 1st April 2017 – 31st March 2018 has been according to the appropriate internal control system and accordance to internal control framework of COSO , the finance report is accurate , complete and reliable. Operations are concordant with adequate , transparent and reliable Corporate Governance standards and there is continuous improvement for better quality of the business operating system report and the disclosure information were care in accordance with the appropriate internal control of the company.

Ms.Varaporn Vorathitikul , PricewaterhouseCoopers ABAS Limited ,the Auditor of company was no serious concerns about the internal control.

10.2 The opinion of the Audit Committee in the event of a different opinion of the board of the activities of the company.

The audit committee not any different opinion with the Board of Directors. There was also a report of the Audit Committee. As Attachment 3-1 in the report 56-1

10.3 Chief of Office of Internal Audit

(1) The Executive Board has appointed Mrs.Nongyda Apirun was the chief of office of internal audit in year 2012 that has experience working in Accounting and Finance department for 19 years and used to attend the training course related to the audit such as Fundamentals for New Internal Audit course 1 and 2 from The Federation of Accounting Professions - Under the Royal Patronage of His Majesty the King, Audit Report Writing, Risk Based Audit, Certified Professional Internal Auditor of Thailand (CPIAT-18), The Corporate risk management - COSO-ERM, Internal controls on financial reporting from The Institute of Internal Auditor of Thailand

Chief of Internal Audit have an understanding of the operations of the company as well. It is appropriate and sufficient to perform such duties.

(2) The Audit Committee's opinion that taking care of the Chief Audit qualification experience with adequate training and proper operation.

(3) The appointment, removal and transfer of the incumbent Chief of Office of Internal audit according to the personnel management system of the company. Through the approval of the Executive Board and acknowledged and approved by the Audit Committee.

11. The related transactions

Since last 3 years, there was no event of spending the income from stock sales for any of the shared interest person.

The company has the significant trade with the related company by purchasing and sales items. The company's auditor gave the explanation in the Note 27 Page 54 - 56 of the financial statement on 31st March 2018. The purchasing items from the related company are those particular raw materials or merchandise from the same production source at the great quantity to reduce the production cost. The company received the confirmation report from the related company about the sales of raw materials as the regular trading business. The sales items are mostly exporting by set up the sales price from cost fee plus the profit. Royalty fee to a related company at the rate of 2% of sales minus the cost of importing raw materials from that related company, and specified as the regular trading business, details as follows:

1. Related party transaction by way of the shareholder or common directors.

Name of Company	Related fee	Related transaction details	Transaction Amount and Balance at 31 March 2018	The reasonable of transactions
T. Stanley Electric Co. Ltd.	1. Major shareholder of Stanley Electric Holding Asia-Pacific PTE, holding 33.68% 2. Common Director 2 person - Mr. Katsuhiko Iino - Mr. Tetsu Tanabe	1. Purchasing in raw materials, goods and equipment 2. Selling goods. 3. Royalty Fee is charged at 3% of sales less materials cost imported from the related party in accordance with the agreement. 4. Designed and Development Fee is charged in case design and development product for This Stanley's products. 5. Technical Fee is charged for the specialist come for assistance in production technique. 6. Training fee is charged for send This Stanley employee to training and practice. 7. Commission is charged for an agent to connected with customers. 8. Other income	Purchased 723.46 million baht Balance: 180.60 million baht Sold amount 138.64 million baht Balance: 13.38 million baht Amount 302.87 million baht Amount 61.26 Million baht Amount 13.06 million baht Amount 9.84 million baht Amount 23.03 million baht Amount 2.50 million baht	Specifically products or materials and material which are manufactured on a large scale at one source for cost saving benefit. Pricing are charged in the normal course of business and same practice with the outsider. Specifically products or materials and material which are manufactured on a large scale at one source for cost saving benefit. In the normal course of business and same practices in Stanley Group. In the normal course of business and same practices in Stanley Group, pricing are charged same as outsider. In the normal course of business and same practice in Stanley Group. In the normal course of business and same practice in Stanley Group. In the normal course of business and same practice in Stanley Group.

Name of Company	Related task	Related transaction details	Transaction Amount and Balance at 31 March 2018	The reasonability of transactions
2. Lao Stanley Co., Ltd.	1. Thai Stanley holding 50% 2. Common Director 2 persons - Mr Apichart - Lao-issanmukul - Mr Koochi Nagano	1. Selling goods 2. Other income 3. Royalty income	Sold amount 402.81 million baht Balance 05.14 million baht Amount 0.18 million baht Amount 0.04 million baht	Specifically products Pricing are charged in the normal course of business and same practice with the outsider. In the normal course of business and same practice in Stanley group In the normal course of business and same practice in Stanley Group
3. Vietnam Stanley Electric Co., Ltd.	1. Common major shareholders as Stanley Electric Co., Ltd. Holding 50% 2. Common director 2 persons as - Mr Apichart - Lao-issanmukul - Mr Taro Tanabe 3. Thai Stanley holding share 20%	1. Purchasing goods 2. Selling goods 3. Designed and Development Fee	Purchased amount 377.95 million baht Balance 150.58 million baht Sold amount 10.64 million baht Balance 2.43 million baht Amount 0.09 million baht	Specifically products Pricing are charged in the normal course of business and same practice with outsider. Specifically products Pricing are charged in the normal course of business and same practice with the outsider. Specifically products Pricing are charged in the normal course of business and same practice with outsider.
4. Asian Stanley International Co., Ltd.	1. Common major shareholder as Stanley Electric Holding Asia-Pacific PTE. Holding 57.5% 2. Common Director 2 persons - Mr Apichart - Lao-issanmukul - Mr Taro Tanabe	1. Purchasing raw material 2. Selling goods	Purchased amount 1,426.28 million baht Balance 138.01 million baht Sold amount 10.68 million baht Balance 4.07 million baht	Specifically products Pricing are charged in the normal course of business and same practice with the outsider. Pricing are charged in the normal course of business and same practice with the outsider.

Name of Company	Related Issu	Related transaction details	Transaction Amount and Balance at 31 March 2018	The reasonability of transactions
	3. Thai Stanley Holding 10% 4. Holding Thai Electric 5.44%	3. Designed and Development Fee	Amount: 0.18 million baht	Specifically products Pricing are charged in the normal course of business and some practice with the outsider
5. PT Indonesia Stanley Electric	1. Common major shareholder as Stanley Electric Co., Ltd. Holding 80 % 2. Common director 3 person as - Mr Ajcharit Lee-issararakul - Mr Koichi Nagano - Mr Toku Tanabe 3. Thai Stanley Holding 10%	1. Purchasing raw material 2. Selling goods 3. Other income 4. Designed and Development Fee	Purchased amount 9.75 million baht Balance 9.20 million baht Sold amount: 315.11 million baht Balance 21.48 million baht Amount 1.26 million baht Amount 14.10 million baht	Specifically products Pricing are charged in the normal course of business and some practice with the outsider Pricing are charged in the normal course of business and some practice with the outsider In the normal course of business and some practice in Stanley Group Specifically products Pricing are charged in the normal course of business and some practice with the outsider
6. Smit Stanley Co., Ltd.	1. Thai Stanley Holding 10% 2. Common director 2 person as - Mr Ajcharit Lee-issararakul - Mr Koichi Nagano	1. Purchasing raw material 2. Selling raw material 3. Designed and Development Fee	Purchased amount 328.70 million baht Balance 34.11 million baht Sold amount 19.70 million baht Balance 10.65 million baht Amount 0.96 million baht	Specifically products Pricing are charged in the normal course of business and some practice with the outsider Pricing are charged in the normal course of business and some practice with the outsider Specifically products Pricing are charged in the normal course of business and some practice with the outsider

Name of Company	Related Party	Related transaction details	Transaction Amount and Balance in 31 March 2018	The reasonability of transactions
7. Inoue Rubber (Thailand) Public Company Limited	1. Thai Stanley Holding 3.02% 2. Common director 4 person as - Mr. Apichart Lee-itsaranukul - Mr. Thanong Lee-itsaranukul - Mrs. Penja Lee-itsaranukul - Mrs. Pornthip Setthivan	1. Purchasing raw material	Purchased amount: 13.40 million baht Balance: 2.00 million baht	Pricing are charged in the normal course of business and same practice with the outsider.
8. The Silpa 1818 Co., Ltd.	1. The shareholders holding 3.34% 2. Common director 2 persons as - Mr. Thanong Lee-itsaranukul - Mrs. Pornthip Setthivan	1. Selling goods	Sold amount: 150.38 million baht Balance: 46.15 million baht	Pricing are charged in the normal course of business and same practice with the outsider.
9. Lamsa Industries Co., Ltd.	1. Thai Stanley Holding 1.72% 2. Common major shareholder as Stanley Electric Co., Ltd. Holding 29.31 % 3. Common Director 1 person - Mr. Toon Tassakul	1. Purchasing goods 2. Selling goods 3. Designed and Development Fee	Purchased amount: 0.64 million baht Balance: - million baht Sold amount: 58.72 million baht Balance: 4.51 million baht Amount: 3.80 million baht	Pricing are charged in the normal course of business and same practice with the outsider. Pricing are charged in the normal course of business and same practice with the outsider. Pricing are charged in the normal course of business and same practice in Stanley group
10. Bangkok Global Law Office Limited	1. Common director 1 person as - Mr. Puthan Sukprateengwong	1. Law service	Amount: 0.76 million baht Balance: - million baht	Pricing are charged in the normal course of business and same practice with the outsider.

2. Transaction with the company whose Stanley Electric Co., Ltd. is the major shareholder of Stanley Electric Holding Asia Pacific PTE., LTD (holding 100%) major shareholder of the company, the transaction are purchasing and selling in raw material or goods that are specific materials which are manufactured on a large scale of one source for cost saving benefit. Pricing are charged in the normal course of business and same practice with the outsiders, details as follows:

Company Name	Transaction Amount in 2017	Balance as at 31 March 2018
1. Guangdong Starkey Electric (China)	Purchased amount 198.18 million taht Sold amount 5.41 million taht	21.18 million taht - million taht
2. Starkey Electric (Asia Pacific) (Taiwan)	Purchased amount 3.35 million taht Sold amount 3.05 million taht	- million taht - million taht
3. Shenzhen Starkey Electric Co., Ltd.	Purchased amount 198.11 million taht Sold amount - million taht	21.42 million taht - million taht
4. Starkey Electric U.S. Inc. (U.S.A)	Purchased amount 3.97 million taht Sold amount 3.21 million taht Other Income - million taht	0.18 million taht - million taht - million taht
5. Targa Starkey Electric Co., Ltd. (China)	Purchased amount 1.12 million taht Sold amount 0.37 million taht	3.09 million taht 3.02 million taht
6. S Starkey Co., Inc. (America)	Purchased amount - million taht Sold amount 3.05 million taht	- million taht 0.32 million taht
7. Guangxi Starkey Electric	Purchased amount 5.40 million taht Sold amount - million taht	1.33 million taht - million taht
8. Starkey Electric Hungary	Purchased amount 3.05 million taht Sold amount 3.58 million taht	0.37 million taht - million taht
9. Starkey Electric Co. (India) PVT	Sold amount 20.42 million taht Design and Development fee Other Income 0.01 million taht 0.01 million taht	- million taht - million taht - million taht
10. Starkey (India) Works Ltd	Purchased amount 80.38 million taht Sold amount 2.17 million taht	- million taht - million taht
11. Starkey Electric (Asia Pacific) Hong Kong	Purchased amount 1.33 million taht Sold amount - million taht	0.32 million taht - million taht
12. Wuhan Starkey Electric Co., Ltd	Purchased amount 1.07 million taht Sold amount 12.09 million taht	- million taht 2.21 million taht
13. Starkey Electric Sale of America, Inc.	Purchased amount - million taht Sold amount 3.05 million taht	- million taht - million taht
14. Targa Starkey Electric Technology Co., Ltd.	Sold amount 12.21 million taht Design and Development fee Other Income 0.01 million taht 0.01 million taht	17.85 million taht - million taht - million taht

The approval for the related transactions

In Year 2017, the related transactions was the normal course of business and same practice with the outside, such as price competition, selling price is determined based on manufacturing cost plus a certain margin. The related transaction controlling by the management director.

Policy or Trend towards Potential the related transaction

The related transaction to be continued, because of the raw material or goods are specifically and used only in Stanley Group. The selling price is determined based on manufacturing cost plus a certain margin that the normal course of business. Whatever these transaction are belong to The Purchasing and Selling products and assets policy, that announcement since year 2004 and for others transaction will consideration belong to The rule of The Stock Exchange of Thailand.

The related transaction Report from Audit Committee

The Audit Committee considered the related transaction in year 2017, that have transaction may cause conflict of interest, that transaction with related parties company and normal course of business.

12. Financial Statement

In the annual report The company disclosed financial statements for fiscal year 2017 and the financial information ratio at page

13. Management Analysis and explanations

13.1 Overview results operations

In 2017, the Company's all operation were increased both income and profit, total revenue increased 19.70% and net profit increased 20.52%. Sales are driven by the recovery of the automotive market and car maker continue to release new models. The domestic car sales increased 13% and export sales increased 4% from previous year. The profit result from quality control cost to increased production efficiency and to Economical of Scale, the unit cost also decreasing.

Operating result and profitability

In 2017, The total sale and services were 13,220.45 million baht, increased on the previous year 2,105.65 million baht or increased 19.32%, detail as follows.

Domestic sale was 9,105.56 million baht or 69.54% of total sale and increased 23.76% from the previous year same as trend of automotive industry and export sale was 4,028.89 million baht or 30.46% of total sale and increased 11.66% from the previous year.

Sale by product as Automotive Bulk was 4.48% decreased 5.6% from the previous year and Lamp was 92.18% of total sale and increased 23.52% from the previous year. Die & Mold and design sold was 3.34% of total sale and decreased 16.88% from the previous year that sold to Stanley group companies by sales each year, depending on the results of the Stanley group Company.

Other Income total 196.57 million baht, increased 6.94% from the previous year. Other Income such as interest income, Dividend income, Gain on Exchange rate.

Expense - Cost of sale was 10,775.58 million baht or 81.51% of total sale and increased 16.55% from the previous year, the cost of sale increased less than sale because of average price rate increasing and the

company's continual control cost in every department, so gross margin was 2,444.67 million baht or 18.49% of total sale and increased 28.16% from the previous year.

Selling and Administration expense was 666.95 million baht or 5.72% of total sale, increased 11.38% from the previous year, that increasing from Royalty fee paid to Stanley Electric Co. Ltd. in sale 2% from net sale (Sale minus purchased material from that company).

Operating profit was 1,753.79 million baht or 13.27% of total sale and increased 32.41% from the previous year.

Net profit was 1,058.88 million baht or 12.55% of total sale and increased from the previous year 30.52%. The overall increase was due to total revenues increased and control cost so the expenses increasing is lower than income.

Asset Management

Total Assets

As at 31 March 2018, total assets were 18,958.77 million baht increase from the last year 11.54 %. The main item as follows:

- Current assets were 9,290.06 million baht or 54.85% of total assets, increased 20.06% from the previous year from: Short-term investment held to maturity 4,212.45 million baht or 34.87% of total asset, increased 9.78%, Cash and cash equivalents 2,012.03 million baht or 11.69% of total asset, increased 85.32%, Trade and other accounts receivable, net 2,347.58 million baht or 13.86% of total asset, increased 14.41%. The current assets increased from the operation result increasing.

Inventories, net, were 674.73 million baht, or 3.98% of total sale, decreased 6.52% also due to production, main inventory from work in process was 37.40%, raw material and packaging 48.37% and finished goods 14.23%. The company have policy to production as customer order not more stock for inventory control cost, the company have inventory provision 8.02 million baht main in expired raw material and packaging.

- Non-current assets were 7,648.72 million baht, or 45.16% of total assets, increased 2.70% from Property, plant and equipment, net were 3,564.81 million baht increased 1.92%, that the company have to investment in Lamp 7 factory expansion approximately 100 million baht and estimate to completely construction in end of 2018 and investment in equipment and machinery due to automotive industry trend increasing.

As the result of profit increasing, the company ratio for return on asset was 10.33% increase from the previous year that ratio was 8.56%, fixed asset return ratio was 48.17% increase from the previous year that ratio was 41.67% and asset turnover ratio was 0.84 times increased from the previous year that ratio was 0.76 times.

Total Liabilities

Total liabilities of the company were 2,407.38 million baht, or 14.21% of total assets, increased from last year 30.52%, which comes from the trade accounts payable that to material and other purchased increasing as

production increasing , so the company account payable turnover ratio was 7.83 times , nearly the previous year ratio was 7.50 times.

Equity

Total equity was 14,531.38 million baht or 85.78% of total assets , increased 0.92% from the previous year and return on equity ratio was 11.91% increase from the previous year that ratio was 9.83%.

Cash flow structure

The company had cash and cash equivalents , net 2,012.03 million , increased 65.33 % , is high from the previous year , that current ratio was 4.50 times also high ratio and is classified as cash flows from operating activities amount 2,732.70 million baht , cash used in investing activities was 1,423.84 million baht , and financing activities for dividend by 300.12 million baht.

The company increased investment in Lamp 7 factory expansion , machinery and equipment that in the automotive industry increasing trend and for Dai & Masi part that for support to new model production that continuing launch.

Debt servicing obligations and management of off-balance sheet obligations.

The Company adopts the policy to use cash flow to invest and spend in the company . Do not focus on lending , the company has no outstanding debt and interest expenses . There are only account payable liabilities and commercial liabilities , as usual , the company has a debt to equity shareholders , ratio was 0.17 times higher nearly as last year that ratio was 0.14 times , from high purchasing in raw material but it is very small because the company has very little debt.

13.2 Factors or events that could affect the financial position or operations significantly in the future.

The Economic and automotive industry are the main factors that affect the operation of the company directly and current political situation affects the economy and the automotive industry. The production and sales increase continue . The Company need to take measures to reduce costs to comply with this a situation.

The company continues to make a significant contribution to research and development. Customers all have plans to launch new models constantly, the company continues to gain the trust of getting to Lamp products throughout.

The investor can found more data of Thai Stanley Electric Public Company Limited Company Limited in The annual report (Form 56-1) as at www.sec.co.th or www.thaist Stanley.com

Milestone

1994 October	- Participated of equity for Sum Hitech Co.,Ltd., Sinit Stanley Co.,Ltd. and Lumex Industries Limited
1995 May	- Signed Joint Venture agreement of establishment of Top Hightech (Thailand) Co.,Ltd.
June	- Increased capital to 983.125 million baht.
	- Received investment promotion from The Board of Investment to expanding Die & Mold factory.
September	- Completion of Welfare building
November	- Completion of new factory for Lighting Equipment for Automobiles (Lamp2)
1996 May	- Signed Joint Venture agreement of establishment of Vietnam Stanley Electric Co.,Ltd. in Hanoi, Vietnam.
October	- Completion of new factory for Lighting Equipment for Automobiles (Lamp3)
1999 January	- To certified quality system ISO 9002 in manufacturer of Automotive bulb and Die & Mold.
July	- To certified quality system ISO 9001 in manufacturer of Die & Mold.
2000 May	- Completion of expansion factory for Automotive bulb and Die & Mold.
	- Signed technical assistance agreement with Urtach Machines Limited in India to produce Automotive Lighting Equipment.
2001 September	- QS 9000 Quality System has been acquired for Automotive bulb and Lighting Equipment Division.
2002 September	- To certified environmental management ISO 14001
2003 July	- Received The Best Performance Award in Industrial category on "SET AWARD 2003" from The Stock Exchange of Thailand.
October	- Completion of new factory in Navanokorn Industrial Estate for Plastic Injection Parts and Lighting Equipment for vehicle.
2004 May	- Received "The Best Performance Company of Safety, Occupational Health and Working Environment Award 2004 " from Ministry of Labour
July	- Received The Best Performance Award in Industrial category on "SET AWARD 2004" from The Stock Exchange of Thailand
2005 April	- Received " Best Corporate in Social Security Cooperation Award" from Office of Social Security, Pathumthani Province.
May	- Received "The Best Performance Company of Safety, Occupational Health and Working Environment Award 2005 " from Ministry of Labour for the second year in a row.

2006 March	- To certified quality system ISO/TS 16949
May	- Received "The Best Performance Company of Safety, Occupational Health and Working Environment Award 2006 " from Ministry of Labour for the third year in a row
July	- Received The Best Performance Award in Industrial category on "SET AWARD 2006" from The Stock Exchange of Thailand
August	- Received the Copper Trophy for achievement in The National Zero Accident 1,000,000 office hours without accident Campaign from Ministry of Labour for the first year
September	- Received " An Outstanding Establishment in the year 2006 for achievement on Labour Relations and Welfare Relations Award" from Ministry of Labour,
2007 March	- Completion of Lamp 5 construction new factory for lighting equipment manufacturer for automobile
May	- Received "The Best Performance Company of Safety, Occupational Health and Working Environment Award 2007 " from Ministry of Labour for the forth year in a row
September	- Received the Copper Trophy for achievement in The National Zero Accident 1,000,000 office hours without accident Campaign from Ministry of Labour for the second year in a row
2008 May	- Received "The Best Performance Company of Safety, Occupational Health and Working Environment Award 2008" from Ministry of Labour for the fifth year in a row.
	- Received Best Employer of Pathumthani and Best Employer of Safety in Working Place
June	- Received The Thai Labour Standard Certificate Completion Level (T.L.S.8001-2003) from The Department of Labour Protection and Welfare, Ministry of Labour
August	- Received the Copper Trophy for achievement in The National Zero Accident 1,000,000 office hours without accident Campaign from Ministry of Labour for the third year in a row
September	- Received " An Outstanding Establishment in the year 2008 for achievement on Labour Relations and Welfare Relations Award" from Ministry of Labour for the third year in a row
2009 May	- Received "The Best Performance Company of Safety, Occupational Health and Working Environment Award 2009" from Ministry of Labour for the sixth year in a row.
	- Received Best Employer of Pathumthani and Best Employer of Safety in Working Place
August	- Received the Copper Trophy for achievement in The National Zero Accident 1,000,000 office hours without accident Campaign from Ministry of Labour for the forth year in a row
September	- Received " An Outstanding Establishment in the year 2009 for achievement on Labour Relations and Welfare Relations Award" from Ministry of Labour for the forth year in a row

2010 May	- Received Best Employer of Pathumthani and Best Employer of Safety in Working Place
July	- Received "The Best Performance Company of Safety, Occupational Health and Working Environment Award 2010" from Ministry of Labour for the seventh year in a row.
September	- Received "An Outstanding Establishment in the year 2010 for achievement on Labour Relations and Welfare Relations Award" from Ministry of Labour for the fifth year in a row.
2011 July	- Received "The Best Performance Company of Safety, Occupational Health and Working Environment Award 2011" from Ministry of Labour for the eighth year in a row.
September	- Received "An Outstanding Establishment in the year 2011 for achievement on Labour Relations and Welfare Relations Award" from Ministry of Labour for the sixth year in a row.
2012 June	- Completion Lamp? construction new factory for lighting equipment manufacturer for eco- oil.
July	- Received "The Best Performance Company of Safety, Occupational Health and Working Environment Award 2012" from Ministry of Labour for the ninth year in a row.
September	- Received "An Outstanding Establishment in the year 2012 for achievement on Labour Relations and Welfare Relations Award" from Ministry of Labour for the seventh year in a row.
2013 March	- Received "Skill Development Promotion Award 2012 from Department of Skill Development, Ministry of Labour.
July	- Received "The Best Performance Company of Safety, Occupational Health and Working Environment Award 2013" from Ministry of Labour for the tenth year in a row. - Received a certificate of green industry in level 3 from Pathumthani Industrial Office.
September	- Received "An Outstanding Establishment in the year 2013 for achievement on Labour Relations and Welfare Relations Award" from Ministry of Labour for the eighth year in a row.
October	- Received "Waste Management by using 3Rs Award" from Department of Industrial Works.
2014 July	- Received "The Best Performance Company of Safety, Occupational Health and Working Environment Award 2014" from Ministry of Labour for the eleventh year in a row.
August	- Received "An Outstanding Establishment in the year 2014 for achievement on Labour Relations and Welfare Relations Award" from Ministry of Labour for the ninth year in a row.
2015 July	- Received "The Best Performance Company of Safety, Occupational Health and Working Environment Award 2015" from Ministry of Labour for the twelfth year in a row.
September	- Received "An Outstanding Establishment in the year 2015 for achievement on Labour Relations and Welfare Relations Award" from Ministry of Labour for the tenth year in a row.

2016 July - Received "The Best Performance Company of Safety , Occupational Health and Working Environment Award 2016" from Ministry of Labour for the thirteenth year in a row.

September - Received "An Outstanding Establishment in the year 2016 for achievement on Labour Relations and Welfare Relations Award" from Ministry of Labour for the eleventh year in a row.
- Participated of equity for Pracharat Rak Samakkee Pathumthani (Social Enterprise) Company Limited

2017 August - The company has won the royal trophy from Her Royal Highness Princess Maha Chakri Sirindhorn as The Thailand Labour Management Excellence Award 2017 from The Department of Labor Protection and Welfare , Ministry of Labour for excellent performance

- Received "The Best Performance Company of Safety , Occupational Health and Working Environment Award 2017" from Ministry of Labour for the fourteenth year in a row.

September - Received "An Outstanding Establishment in the year 2017 for achievement on Labour Relations and Welfare Relations Award"
- Received Zero Accident Award 2017 (Gold)

2018 April - Received Excellence Award in ASEAN – OSHNET Award from The ASEAN – OCCUPATIONAL SAFETY AND HEALTH NETWORK (ASEAN-OSHNET) at Siem Reap , Cambodia

Report of the board of directors' responsibilities for the financial reports

To Shareholders

The Board of Directors of Thai Stanley Electric Public Company Limited is responsible for the Financial Statements of the Company which have been prepared in accordance with generally accepted accounting standards in Thailand under the Accounting Act B.E.2543 , and the financial reporting requirements of the Securities and Exchange Commission under the Securities and Exchange Act B.E.2535 . The accounting policies adopted are deemed appropriate and applied consistently with completely and adequate disclosure of significant information in the notes to the financial statements and information data that appears in the 2017 annual report and this was to ensure transparency and benefits to the shareholders and investors.

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

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

The Board of Directors is confident of the company's internal control system that the financial statements of Thai Stanley Electric Public Company Limited presents the financial position , the results of operation and cash flows accurately in all material respects with generally accepted accounting principles and compliance with related laws and regulations.



(Mr. Apichart Lee-issaranukul)
Executive Chairman



(Mr. Koichi Nagano)
President

Report of the Audit Committee

The Audit Committee of the Thai Stanley Electric Public Company Limited was appointed following a resolution at the Board of Directors Meeting on 29 July 2016. The Audit Committee's scope of responsibility was assigned in the "Audit Committee Charter", which was revised on 10 February 2017, according to the regulations of the Stock Exchange of Thailand.

The Audit Committee consists of three independent members who are fully qualified according to the Capital Market Committee's notification. They are Mr. Krisada Visavateeranon as Chairman of the Audit Committee, with Mr. Chocheai Tanpoonsinthana and Mr. Suchart Phisitvanich as the Audit Committee members, Mrs. Nongyao Apiram is the secretary.

In fiscal 2017, running from 1st April 2017 – 31st March 2018, the Audit Committee performed its duty according to the responsibility as delegated by the company's Board of Directors which corresponding to the regulations of the Stock Exchange of Thailand. There were 9 Audit Committee meetings, all members of the Audit Committee attend every meeting. The Audit Committee meeting to discussion with the management, auditors and internal auditors base on good corporate governance principles and the adequacy of internal control. The Chairman of Audit Committee has reported the performance to the Board of Directors on a quarterly basis. Major activities were as follows.

1. Reviewed the financial report. The Audit Committee reviewed the interim and annual financial statements of 2017 that were reviewed and audited by the auditor for propose to The Board of Director Meeting. The Audit Committee were questioning and listening to the executives' and auditors' clarifications concerning the correctness and completeness of the financial statements and the adequacy of information disclosure for the year 2017. The Audit Committee agreed with the auditors that the financial statements were correct and adhered to the general accepted accounting principles.

2. Reviewed the internal audit system by considering the scope of work, the responsibilities and independence of the Internal Audit and approved the annual internal audit plan, in which the Audit Committee was opinion that the Company conducts sufficient and appropriate internal audit control.

3. Reviewed the company's internal control system to evaluate the sufficiency, appropriateness and effectiveness of the internal control by considering the annual internal audit report according to the approved audit plan, which was audited including financial, compliance, operational, performance and information technology. The Audit Committee has provided suggestions to the management to improve the internal control system adequately and appropriately and ongoing monitoring continuous improvement. It was found that there were no significant faults and there was appropriate, accurate, complete, and reliable of information disclosed. Auditor was no serious concerns about the internal control. In addition, the Audit Committee had considered the evaluation of internal control in accordance with the guidelines established by SEC. The Audit Committee had opinion that the internal controls system sufficient and appropriate and accordance to internal control framework of COSO.

4. Reviewed the company's risk management of 2017 for its appropriateness and adequacy. The Audit Committee to consider all internal and external risk factors, opportunities for significant impacts and risk management are acceptable level. The Company has appointed the Risk Management Committee to manage the risk to achieve goals.

5. Review and supervise the company's operation to comply with the laws relevant to business, Securities and Exchange Acts, Regulations of the Stock Exchange of Thailand and company's regulations including keep monitoring of changes to the rules. The Audit Committee has opinion that did not found significant non-compliance or nonconformity with the law and regulations.

6. Reviewed and opined related transactions or transactions that may have conflicts of interest, and disclosure of such transactions to comply with regulation of the Stock Exchange of Thailand (SET) and the Office of the Securities and Exchange Commission (SEC). The external auditors opined that the significant transactions with related persons were disclosed and shown in the Financial Statement and Notes to the Financial Statements. The Audit Committee had the same opinion as the external auditors and also considered that such transactions were reasonable and beneficial to the business of the company and was disclosed correctly and completely.

7. Considered appointing the external auditors and their remuneration for the year 2018 for propose their appointment to the Board of Directors for approval at the annual ordinary shareholder's meeting for the year 2018. The Audit Committee considered the performance, independence and remuneration and agreed to propose appointing Miss Varaporn Vorathitikul, Certified Public Accountant (Thailand) No. 4474 and/or Mrs. Unakorn Phruithithada, Certified Public Accountant (Thailand) No. 3257 and/or Mr. Prasit Yuengsrikul, Certified Public Accountant (Thailand) No. 4174 and/or Mr. Vichien Khingmontri, Certified Public Accountant (Thailand) No. 3977 in the name of the Pricewaterhouse - Coopers ABAS Co., Ltd. as the Company's auditors for 2018. The Audit Committee has the following opinions regarding the external auditors;

- They demonstrate a good work standard and expertise in auditing and have performed their duty efficiently.
- The aforesaid audit company and auditors have no relationship or stakes with the Company/ executives/ major shareholders or persons related to those mentioned. Therefore there will be auditing independence and opinion in the Company's financial statement.
- The remuneration is deemed appropriate.

The Audit Committee fulfilled the responsibility of the Audit Committee Charter as approved by the Board of Directors and found that the Company's disclosed financial and operation in fiscal 2017, running from 1st April 2017 – 31st March 2018, had appropriate and effective internal control and audit, complied with laws, regulations and obligations, disclosed the connected transaction correctly, performed duties in compliance with the Good Corporate Governance principles with adequacy, transparency and reliability.



Mr. Krisada Visavateeranon
Chairman of the Audit Committee

Auditor's Report

To the shareholders and the Board of Directors of Thai Stanley Electric Public Company Limited

My opinion

In my opinion, the financial statements in which the equity method is applied and the separate financial statements of Thai Stanley Electric Public Company Limited (the Company) present fairly, in all material respects, the financial position in which the equity method is applied and the separate financial position of the Company as at 31 March 2018, and its financial performance in which the equity method is applied and the separate financial performance and its cash flows in which the equity method is applied and the separate cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRSs).

What I have audited

The Company's financial statements comprise:

- the statement of financial position in which the equity method is applied and the separate financial position as at 31 March 2018;
- the statement of income in which the equity method is applied and the separate statement of income for the year then ended;
- the statement of comprehensive income in which the equity method is applied and the separate statement of comprehensive income for the year then ended;
- the statement of changes in equity in which the equity method is applied and the separate statement of changes in equity for the year then ended;
- the statement of cash flows in which the equity method is applied and the separate statement of cash flows for the year then ended; and
- the notes to the financial statements which include a summary of significant accounting policies.

Basis for opinion

I conducted my audit in accordance with Thai Standards on Auditing (TSAs). My responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of my report. I am independent of the Company in accordance with the Federation of Accounting Professions under the Royal Patronage of his Majesty the King's Code of Ethics for Professional Accountants together with the ethical requirements that are relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with these requirements. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key audit matters

Key audit matters are those matters that, in my professional judgment, were of most significance in my audit of the financial statements of the current period. I determine one key audit matter: Valuation of inventories. The matter was addressed in the context of my audit of the financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on the matter.

Key audit matter

How my audit addressed the key audit matter

Valuation of inventories

Refer to note 2.6 (accounting policies) and note 9 (inventories).

The valuation of inventories is an area of focus because inventories are a significant part of the total assets and the allowances for obsolete and slow-moving inventories are subject to management's judgement. The appropriateness of the amount becomes subjective and is subject to potential bias in management's judgement, whether intentionally or unintentionally.

The assessment for the allowances for obsolete and slow-moving inventories requires a degree of estimation from judgement. Management based their assessment on their experience and historical data. Inventories with no movement over 12 months are subject to 100% allowance. The level of the allowances is assessed by taking into account the historical and recent sales experience, the aging of inventories and other factors that affect obsolete and slow-moving inventories.

I updated my understanding of the entity's assumptions used to develop the allowances for obsolete and slow-moving inventories and determined that the accounting policies are consistent with prior years.

I assessed the reasonableness of management's assumptions used in developing the allowances for obsolete and slow-moving inventories by considering historical data and prior years' experience including key inventory ratios. I also challenged management's assumption of specific periods as to whether they were appropriate to be used in determining the valuation of inventory.

I tested the reliability of the inventory aging report that was used to assess the valuation of inventory by tracing the last movement date of the inventory aging report to the supporting documents to confirm that inventories were assigned to the correct aging category by the system.

I tested the mathematical accuracy of the allowances of the inventory balance derived from management's assumptions. No material variances arose from performing this work.

I also assessed whether any obsolete and slow-moving inventories were omitted from the detailed analysis by examining the inventory aging analysis and tracing information obtained during inventory stock counts.

Using the above procedures, I determined that management's assumption was properly applied. In addition, the estimation of the allowances for obsolete and slow-moving inventories was applied appropriately.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements 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 the audit committee.

Responsibilities of the directors for the financial statements

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

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

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

Auditor's responsibilities for the audit of the financial statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

PricewaterhouseCoopers ABAS Ltd.



Varaporn Vorathitikul
Certified Public Accountant (Thailand) No. 4474
Bangkok
15 May 2018

Thai Stanley Electric Public Company Limited

Statements of Financial Position

For the year ended 31 March 2018

	Notes	Financial statements in which the equity method is applied		The Company only	
		31 March	31 March	31 March	31 March
		2018	2017	2018	2017
		Baht	Baht	Baht	Baht
Assets					
Current assets					
Cash and cash equivalents	6	2,012,032,313	1,085,634,900	2,012,032,313	1,085,634,900
Short-term investments held to maturity	7	4,212,450,217	3,836,983,912	4,212,450,217	3,836,983,912
Trade and other accounts receivable, net	8	2,347,804,952	2,052,024,750	2,347,804,952	2,052,024,750
Inventories, net	9	674,727,701	721,737,217	674,727,701	721,737,217
Current portion of loans to employees	10	25,348,038	33,874,533	25,348,038	33,874,533
Other current assets		17,692,303	7,813,081	17,692,303	7,813,081
Total current assets		9,290,055,524	7,738,068,393	9,290,055,524	7,738,068,393
Non-current assets					
Loans to employees	10	10,806,651	36,891,950	10,806,651	36,891,950
Corporate income tax refundable		-	35,804,368	-	35,804,368
Investments in associates	11	1,154,393,271	1,048,232,284	57,176,689	57,176,689
Long-term investments, net	12	113,201,215	114,161,215	113,201,215	114,161,215
Property, plant and equipment, net	13	5,564,806,688	5,460,123,334	5,564,806,688	5,460,123,334
Intangible assets, net	14	775,113,671	720,008,805	775,113,671	720,008,805
Deferred tax assets, net	15	-	-	87,036,833	86,424,176
Other non-current assets, net		30,394,712	32,541,430	30,394,712	32,541,430
Total non-current assets		7,648,716,208	7,447,763,386	6,638,536,459	6,543,131,967
Total assets		16,938,771,732	15,185,831,779	15,928,591,983	14,281,200,360

The notes to the financial statements on page 29 to 57
are an integral part of these financial statements.

Thai Stanley Electric Public Company Limited

Statements of Financial Position

For the year ended 31 March 2018

	Notes	Financial statements in which the equity method is applied		The Company only	
		31 March 2018	31 March 2017	31 March 2018	31 March 2017
		Baht	Baht	Baht	Baht
Liabilities and equity					
Current liabilities					
Trade accounts payable - other companies		514,745,721	457,449,854	514,745,721	457,449,854
- related parties	27	498,282,289	423,590,332	498,282,289	423,590,332
Other accounts payable - other companies		322,204,024	151,035,576	322,204,024	151,035,576
- related parties	27	223,210,120	129,660,328	223,210,120	129,660,328
Accrued corporate income tax		181,649,546	126,654,342	181,649,546	126,654,342
Accrued expenses	16	326,088,616	259,845,713	326,088,616	259,845,713
Total current liabilities		2,066,180,316	1,548,236,145	2,066,180,316	1,548,236,145
Non-current liabilities					
Deferred tax liabilities, net	15	132,406,483	111,786,943	-	-
Provision for post-employment benefits	17	208,805,352	184,330,737	208,805,352	184,330,737
Total non-current liabilities		341,211,835	296,117,680	208,805,352	184,330,737
Total liabilities		2,407,392,151	1,844,353,825	2,274,985,668	1,732,566,882
Equity					
Share capital					
Authorised share capital					
76,625,000 ordinary shares, par value of Baht 5 each	18	383,125,000	383,125,000	383,125,000	383,125,000
Issued and paid-up share capital					
76,625,000 ordinary shares, par value of Baht 5 each	18	383,125,000	383,125,000	383,125,000	383,125,000
Premium on share capital	18	504,250,000	504,250,000	504,250,000	504,250,000
Retained earnings					
Appropriated					
- Legal reserve	20	38,312,500	38,312,500	38,312,500	38,312,500
Unappropriated		13,788,404,424	12,512,867,321	12,723,998,815	11,618,257,978
Other components of equity		(182,712,343)	(97,076,867)	3,920,000	4,688,000
Total equity		14,531,379,581	13,341,477,954	13,653,606,315	12,548,633,478
Total liabilities and equity		16,938,771,732	15,185,831,779	15,928,591,983	14,281,200,360

Thai Stanley Electric Public Company Limited

Statements of Income

For the year ended 31 March 2018

	Notes	Financial statements in which the equity method is applied		The Company only	
		2018 Baht	2017 Baht	2018 Baht	2017 Baht
Revenues from sales and services	5, 25, 27	13,220,445,698	11,024,796,625	13,220,445,698	11,024,796,625
Cost of sales and services		(10,775,579,608)	(9,087,200,921)	(10,775,579,608)	(9,087,200,921)
Gross profit		2,444,866,090	1,937,595,704	2,444,866,090	1,937,595,704
Other income					
- Dividend income	11, 12	10,303,166	23,417,685	92,815,488	92,882,941
- Gain on exchange rates, net		19,754,392	21,100,465	19,754,392	21,100,465
- Interest income		69,486,678	64,876,186	69,486,678	64,876,186
- Others	21	99,330,130	76,580,255	99,330,130	76,580,255
Profit before expenses		2,643,740,456	2,123,570,295	2,726,252,778	2,193,035,551
Selling expenses		(539,043,028)	(464,056,579)	(539,043,028)	(464,056,579)
Administrative expenses		(350,907,911)	(334,950,203)	(350,907,911)	(334,950,203)
Total expenses		(889,950,939)	(799,006,782)	(889,950,939)	(799,006,782)
Operating profit	22	1,753,789,517	1,324,563,513	1,836,301,839	1,394,028,769
Share of profit from investments in associates	11	294,757,654	255,720,107	-	-
Profit before income tax		2,048,547,171	1,580,283,620	1,836,301,839	1,394,028,769
Income tax	23	(389,885,568)	(309,515,723)	(347,436,502)	(272,264,753)
Net profit for the year		1,658,661,603	1,270,767,897	1,488,865,337	1,121,764,016
Basic earnings per share	24				
Net profit for the year		21.65	16.58	19.43	14.64

The notes to the financial statements on page 29 to 57
are an integral part of these financial statements.

Thai Stanley Electric Public Company Limited

Statements of Income

For the year ended 31 March 2018

	Note	Financial statements in which the equity method is applied		The Company only	
		2018	2017	2018	2017
		Baht	Baht	Baht	Baht
Net profit for the year		1,658,661,603	1,270,767,897	1,488,865,337	1,121,764,016
Other comprehensive income (expenses) for the year after tax:					
Items that will be reclassified subsequently to profit or loss					
Unrealised gain (loss) on change in fair value of available-for-sale investment	23	(768,000)	1,184,000	(768,000)	1,184,000
Exchange differences relating to investments in associates	23	(84,867,476)	(55,556,681)	-	-
Other comprehensive income (expenses) for the year - net of tax	23	(85,635,476)	(54,372,681)	(768,000)	1,184,000
Total comprehensive income for the year		<u>1,573,026,127</u>	<u>1,216,395,216</u>	<u>1,488,097,337</u>	<u>1,122,948,016</u>

Thai Stanley Electric Public Company Limited
Statements of changes in equity
For the year ended 31 March 2018

Financial statements in which the equity method is applied										
Note	Other components of equity									
	Other comprehensive income (expenses)									
	Issued and paid-up share capital	Premium on share capital	Legal reserve	Retained earnings	Unrealised gain (loss) on change in fair value of available-for-sale investment	Exchange differences relating to investments in associates	Total other components of equity	Total equity		
	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht
Opening balance as at 1 April 2017	383,125,000	504,250,000	38,312,500	12,512,867,321	4,688,000	(101,764,867)	(97,076,867)	13,341,477,954		
Total comprehensive income for the year	-	-	-	1,658,661,603	(768,000)	(84,867,476)	(85,635,476)	1,572,026,127		
Dividends paid	-	-	-	(383,124,500)	-	-	-	(383,124,500)		
Closing balance as at 31 March 2018	383,125,000	504,250,000	38,312,500	13,788,404,424	3,920,000	(186,632,343)	(182,712,343)	14,531,379,581		
Opening balance as at 1 April 2016	383,125,000	504,250,000	38,312,500	11,624,962,054	3,504,000	(46,208,186)	(42,704,186)	12,507,945,368		
Total comprehensive income for the year	-	-	-	1,270,767,997	1,194,000	(95,556,681)	(54,372,681)	1,216,395,216		
Dividends paid	-	-	-	(382,652,630)	-	-	-	(382,652,630)		
Closing balance as at 31 March 2017	383,125,000	504,250,000	38,312,500	12,512,867,321	4,588,000	(101,764,867)	(97,076,867)	13,341,477,954		

The notes to the financial statements on page 29 to 57 are an integral part of these financial statements.

That Stanley Electric Public Company Limited Statements of changes in equity For the year ended 31 March 2018

Financial statements in which the equity method is applied

	Note	Other comprehensive income (expenses)									
		Retained earnings					Exchange differences relating to investments in associates				
		Issued and paid-up share capital	Premium on share capital	Legal reserve	Unappropriated retained earnings	Unrealised gain (loss) on changes in fair value of available-for-sale investment	Baht	Baht	Baht	Baht	Total
Opening balance as at 1 April 2017		383,125,000	504,250,000	38,312,500	12,512,867,321	4,688,000	(101,764,867)	13,341,477,954			
Total comprehensive income for the year		-	-	-	1,658,861,803	(788,000)	(84,867,476)	1,573,026,127			
Dividends paid	19	-	-	-	(383,124,500)	-	-	(383,124,500)			
Closing balance as at 31 March 2018		383,125,000	504,250,000	38,312,500	13,788,404,424	3,920,000	(186,632,343)	14,531,379,581			
Opening balance as at 1 April 2016		383,125,000	504,250,000	38,312,500	11,524,962,054	3,504,000	(46,208,186)	12,507,945,368			
Total comprehensive income for the year		-	-	-	1,270,767,897	1,184,000	(85,556,681)	1,216,365,216			
Dividends paid	19	-	-	-	(382,862,530)	-	-	(382,862,530)			
Closing balance as at 31 March 2017		383,125,000	504,250,000	38,312,500	12,512,867,321	4,688,000	(101,764,867)	13,341,477,954			

The notes to the financial statements on pages 29 to 57 are an integral part of these financial statements.

Thai Stanley Electric Public Company Limited
Statements of cash flows
 For the year ended 31 March 2018

	Notes	Financial statements in which the equity method is applied		The Company only	
		2018	2017	2018	2017
		Baht	Baht	Baht	Baht
Cash flows from operating activities:					
Profit before income tax for the year		2,048,547,171	1,580,283,620	1,836,301,839	1,394,028,769
Adjustments to reconcile profit before income tax for the year to net cash provided by operations:					
- Depreciation	13	1,051,782,513	1,020,514,275	1,051,782,513	1,020,514,275
- Amortisation	14	214,489,984	177,654,757	214,489,984	177,654,757
- Interest income		(69,486,678)	(64,876,186)	(69,486,678)	(64,876,186)
- Share of profit from investments in associates	11	(294,757,654)	(255,720,107)	-	-
- Dividend income					
- Investments in associates	11	-	-	(82,512,322)	(69,465,256)
- Long-term investments	12	(10,303,166)	(23,417,685)	(10,303,166)	(23,417,685)
- Gain on disposal of property, plant and equipment, net	21	(4,184,100)	(989,039)	(4,184,100)	(989,039)
- Loss on write-off of intangible assets	14	-	1	-	1
- (Reversal of) Allowance for doubtful account	8	(400,327)	26,755,769	(400,327)	26,755,769
- (Reversal of) Allowance for obsolete and slow moving inventories and net realisable value lower than cost of inventories	9	(21,802,363)	7,533,106	(21,802,363)	7,533,106
- Corporate income tax refund offset against withholding tax on dividend and surcharge		16,882,357	-	16,882,357	-
- Provision for corporate income tax	29	17,628,090	-	17,628,090	-
- (Reversal of) Provision for post-employment benefits	17	26,616,720	22,843,440	26,616,720	22,843,440
- Unrealised loss (gain) on exchange rates, net		(467,965)	374,385	(467,965)	374,385
Cash flows before changes in operating assets and liabilities		2,974,544,582	2,490,956,336	2,974,544,582	2,490,956,336
Changes in operating assets and liabilities					
- Trade and other accounts receivable		(296,916,174)	192,193,260	(296,916,174)	192,193,260
- Inventories		68,811,879	43,172,090	68,811,879	43,172,090
- Other current assets		(9,879,222)	672,293	(9,879,222)	672,293
- Cash received from corporate income tax refund		18,922,011	-	18,922,011	-
- Other non-current assets		2,146,718	(11,517,996)	2,146,718	(11,517,996)
- Trade accounts payable - other companies		57,295,867	(58,406,558)	57,295,867	(58,406,558)
- Trade accounts payable - related parties		74,691,957	(4,706,131)	74,691,957	(4,706,131)
- Other accounts payable - other companies		45,984,989	(14,430,536)	45,984,989	(14,430,536)
- Other accounts payable - related parties		27,893,805	(11,072,707)	27,893,805	(11,072,707)
- Accrued expenses		48,614,813	2,712,386	48,614,813	2,712,386
- Payment for post-employment benefit obligation	17	(2,142,105)	(1,826,200)	(2,142,105)	(1,826,200)
Cash generated from operations		3,009,969,120	2,627,746,237	3,009,969,120	2,627,746,237
Interest received		15,590,920	19,142,853	15,590,920	19,142,853
Income tax paid		(292,861,955)	(274,807,045)	(292,861,955)	(274,807,045)
Net cash received from operating activities		2,732,698,085	2,372,081,845	2,732,698,085	2,372,081,845

The notes to the financial statements on pages 29 to 57
are an integral part of these financial statements.

Thai Stanley Electric Public Company Limited

Statements of cash flows

For the year ended 31 March 2018

	Notes	Financial statements in which the equity method is applied		The Company only	
		2018	2017	2018	2017
		Baht	Baht	Baht	Baht
Cash flows from investing activities:					
Loans made to employees	10	(329,854)	(55,494,180)	(329,854)	(55,494,180)
Loans repayments from employees	10	34,941,648	20,281,283	34,941,648	20,281,283
Purchases of property, plant and equipment		(962,220,796)	(960,556,948)	(962,220,796)	(960,556,948)
Proceeds from disposals of property, plant and equipment		4,865,975	1,791,570	4,865,975	1,791,570
Interest received on short-term investments held to maturity		55,432,057	33,136,165	55,432,057	33,136,165
Dividends received					
- Investments in associates		82,512,322	73,278,046	82,512,322	73,278,046
- Long-term investments	12	10,303,166	23,417,685	10,303,166	23,417,685
Purchases of intangible assets		(273,682,350)	(161,967,194)	(273,682,350)	(161,967,194)
Cash receipts from short-term investments held to maturity	7	8,954,000,000	5,531,400,000	8,954,000,000	5,531,400,000
Cash payment on short-term investments held to maturity	7	(9,329,466,305)	(7,248,383,912)	(9,329,466,305)	(7,248,383,912)
Net cash used in investing activities		(1,423,644,137)	(2,743,097,485)	(1,423,644,137)	(2,743,097,485)
Cash flow from financing activity:					
Dividends paid	19	(383,124,500)	(382,862,630)	(383,124,500)	(382,862,630)
Net cash used in financing activity		(383,124,500)	(382,862,630)	(383,124,500)	(382,862,630)
Net increase (decrease) in cash and cash equivalents		925,929,448	(753,878,270)	925,929,448	(753,878,270)
Cash and cash equivalents at beginning of the year		1,085,634,900	1,839,887,555	1,085,634,900	1,839,887,555
Effects of exchange rate changes		467,965	(374,385)	467,965	(374,385)
Cash and cash equivalents at end of the year		2,012,032,313	1,085,634,900	2,012,032,313	1,085,634,900
Non-cash transaction:					
Outstanding liabilities arisen from purchases of plant, equipment and intangible assets		245,043,729	54,204,283	245,043,729	54,204,283

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

1 General information

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

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

These financial statements have been approved by the Company's Board of directors on 15 May 2018.

2 Accounting policies

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

2.1 Basis of preparation

The financial statements have been prepared in accordance with Thai generally accepted accounting principles under the Accounting Act B.E. 2543, being those Thai Accounting Standards issued under the Accounting Professions Act B.E. 2547, and the financial reporting requirements of the Securities and Exchange Commission under the Securities and Exchange Act B.E. 2535.

The financial statements have been prepared under the historical cost convention except the measurement of available-for-sale investment as explained in the relevant accounting policies.

The preparation of financial statements in conformity with Thai generally accepted accounting principles requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the entity's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3.

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

2.2 Revised accounting standards, revised financial reporting standards, and related interpretations

2.2.1 Revised financial reporting standards are effective for annual periods beginning on or after 1 January 2017 which have significant changes and are relevant to the Company:

TAS 27 (revised 2016)	Separate financial statements
TAS 38 (revised 2016)	Intangible assets

TAS 27 (revised 2016), the amendments allow an entity a policy choice to account for investments in subsidiaries, joint ventures and associates in its separate financial statements using the equity method as described in TAS 28 (revised 2016). While current TAS 27 allows entities to measure their investments in subsidiaries, joint ventures and associates either at cost or at fair value (when announced). The election can be made independently for each category of investment (subsidiaries, joint ventures and associates). Entities wishing to change to the equity method must do so retrospectively.

TAS 38 (revised 2016), the amendments include a rebuttable presumption that the amortisation of intangible assets based on revenue is inappropriate. This presumption can be overcome if either the intangible asset is expressed as a measure of revenue (i.e. where a measure of revenue is the limiting factor on the value that can be derived from the asset), or it can be shown that revenue and the consumption of economic benefits generated by the asset are highly correlated.

The management has assessed and considered that the above revised standards do not have significant impact on the Company.

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

2 Accounting policies (Cont'd)

2.2 Revised accounting standards, revised financial reporting standards, and related interpretations (Cont'd)

- 2.2.2 Revised financial reporting standards are effective for annual periods beginning on or after 1 January 2018 which have significant changes and are relevant to the Company. The Company has not yet adopted these revised standards.

TAS 7 (revised 2017)	Statement of cash flows
TAS 12 (revised 2017)	Income taxes
TFRS 12 (revised 2017)	Disclosure of interests in other entities

TAS 7 (revised 2017), the amendments require additional disclosure of changes in liabilities arising from financing activities. This includes changes arising from cash and non-cash.

TAS 12 (revised 2017), the amendments clarify the accounting for deferred tax where an asset is measured at fair value and that fair value is below the asset's tax base. Specifically, the amendments confirm that:

- A temporary difference exists whenever the carrying amount of an asset is less than its tax base at the end of the reporting period.
- An entity can assume that it will recover an amount higher than the carrying amount of an asset to estimate its future taxable profit.
- Where the tax law restricts the source of taxable profits against which particular types of deferred tax assets can be recovered, the recoverability of the deferred tax assets can only be assessed in combination with other deferred tax assets of the same type.
- Tax deductions resulting from the reversal of deferred tax assets are excluded from the estimated future taxable profit.

TFRS 12 (revised 2017), the amendments clarify that the disclosure requirements of TFRS 12 apply to interests in entities that are classified as held for sale according to TFRS 5 (revised 2017), except for the summarised financial information.

The management has assessed and considered that the above revised standards will not have a significant impact on the Company.

- 2.2.3 The FAP has announced new standard, TFRS15 Revenue from contracts with customers. This standard will become effective for annual periods beginning on or after 1 January 2019. The Company has not yet adopted this standard.

TFRS 15 will replace the following standards and interpretations:

TAS 11 (revised 2017)	Construction contracts
TAS 18 (revised 2017)	Revenue
TSIC 31 (revised 2017)	Revenue - Barter Transactions Involving Advertising Services
TFRIC 13 (revised 2017)	Customer Loyalty Programmes
TFRIC 15 (revised 2017)	Agreements for the Construction of Real Estate
TFRIC 18 (revised 2017)	Transfers of Assets from Customers

The new standard is based on the principle that revenue is recognised when control of a goods or service transfers to a customer - so the notion of control replaces the existing notion of risks and rewards.

A new five-step process must be applied before revenue can be recognised:

- 1) identify contracts with customers
- 2) identify the performance obligations in the contract
- 3) determine the transaction price of the contract
- 4) allocate the transaction price to each of the separate performance obligations, and
- 5) recognise the revenue as each performance obligation is satisfied.

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

2 Accounting policies (Cont'd)

2.2 Revised accounting standards, revised financial reporting standards, and related interpretations (Cont'd)

- 2.2.3 The FAP has announced new standard, TFRS15 Revenue from contracts with customers. This standard will become effective for annual periods beginning on or after 1 January 2019. The Company has not yet adopted this standard. (Cont'd)

Key changes to current practice are:

- Any bundled goods or services that are distinct must be separately recognised, and any discounts or rebates on the contract price must generally be allocated to the separate elements
- Revenue may be recognised earlier than under current standards if the consideration varies for any reasons (such as for incentives, rebates, performance fees, royalties, success of an outcome etc) - minimum amounts must be recognised if they are not at significant risk of reversal
- The point at which revenue is able to be recognised may shift: some revenue which is currently recognised at a point in time at the end of a contract may have to be recognised over the contract term and vice versa
- There are new specific rules on licenses, warranties, non-refundable upfront fees and, consignment arrangements
- As with any new standard, there are also increased disclosures.

Entities will have a choice to apply this standard retrospectively in accordance with TAS 8 Accounting Policies, Changes in Accounting Estimates and Errors, subject to the expedients or retrospectively with the cumulative effect recognised as an adjustment to the opening balance of retained earnings of the annual reporting period that includes the date of initial application with additional disclosures.

The Group's management is currently assessing the impact of initial adoption of this standard.

2.3 Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates (functional currency). The financial statements are presented in Thai Baht, which is the Company's functional and presentation currency.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit or loss.

When a gain or loss on a non-monetary item is recognised in other comprehensive income, any exchange component of that gain or loss is recognised in other comprehensive income. Conversely, when a gain or loss on a non-monetary item is recognised in profit and loss, any exchange component of that gain or loss is recognised in profit and loss.

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

2 Accounting policies (Cont'd)

2.4 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less which are not used as collateral.

2.5 Trade accounts receivable

Trade accounts receivable are recognised initially at original invoice amount and subsequently measured at the remaining amount less allowance for doubtful receivables based on a review of all outstanding amounts at the year end. The amount of the allowance is the difference between the carrying amount of the receivable and the amount expected to be collectible. Bad debts are recognised in the statement of income as part of administrative expenses.

2.6 Inventories

Inventories are stated at the lower of cost or net realisable value. Cost is determined by the average method. The cost of purchase comprises both the purchase price and costs directly attributable to the acquisition of the inventory, such as import duties and transportation charge, less all attributable discounts and rebates. The cost of finished goods and work in process comprises raw materials, direct labor, other direct costs and related production overheads which are allocated based on normal capacity. Net realisable value is the estimate of the selling price in the ordinary course of business, less the costs of completion and selling expenses. Allowance is made, where necessary, for obsolete, slow-moving and defective inventories.

2.7 Investments in associates

Associates are all entities over which the Company has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are initially recognised at cost and accounted for using the equity method in the financial statements in which the equity method is applied.

The Company's shares of its associates' post-acquisition profits or losses are recognised in the statement of income and its shares of post-acquisition movements in reserves are recognised in reserves. The cumulative post-acquisition movements are adjusted against the carrying amount of the investments. When the Company's share of losses in an associate equals or exceeds its interest in the associate, the Company does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

Unrealised gains on transactions between the Company and its associates are eliminated to the extent of the Company's interest in the associates. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed, where necessary, to ensure consistency with the policies adopted by the Company.

In the Company financial statements, investments in associates are accounted for using the cost method.

A list of the Company's associates is disclosed in Note 11.

2.8 Other Investments

Investments other than investments in associates are classified into the following three categories which are held-to-maturity, available-for-sale and general investments. The classification is dependent on the purpose for which the investments were acquired. Management determines the appropriate classification of its investments at the time of the purchase and re-evaluates such designation on a regular basis.

- Investments with fixed maturity that the management has the intent and ability to hold to maturity are classified as held-to-maturity and are included in non-current assets, except for maturities within 12 months from the statement of financial position date which are classified as current assets.
- Investments intended to be held for an indefinite period of time, which may be sold in response to liquidity needs or changes in interest rates, are classified as available-for-sale, and are included in non-current assets unless management has expressed the intention of holding the investment for less than 12 months from the statement of financial position date or unless they will need to be sold to raise operating capital, in which case they are included in current assets.
- Investments in non-marketable equity securities are classified as general investments.

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

2 Accounting policies (Cont'd)

2.8 Other Investments

Purchases and sales of investments are recognised on the trade date, which is the date that the Company commits to purchase or sell the investments. Cost of investment includes transaction costs.

Held-to-maturity investments are carried at amortised cost.

Available-for-sale investments are subsequently carried at fair value. Unrealised gains and losses arising from changes in the fair value of investments classified as available-for-sale are recognised in equity. The fair value of investments is based on the quoted bid price by reference to the Stock Exchange of Thailand. When investments classified as available-for-sale are sold or impaired, the accumulated fair value adjustments are included in the statement of income as gains and losses from investment.

General investments are carried at cost less impairment.

A test for impairment is carried out when there is a factor indicating that an investment might be impaired. If the carrying value of the investment is higher than its recoverable amount, impairment loss is charged to the statement of income.

On disposal of an investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the statement of income. When disposing of part of the Company's holding of a particular investment in equity securities, the carrying amount of the disposed part is determined by the weighted average carrying amount of the total holding of the investment.

2.9 Property, plant and equipment

Property, plant and equipment are initially recorded at cost and subsequently stated at historical cost less accumulated depreciation.

Depreciation is calculated on the straight-line method to write off the cost of each asset, except for land which is considered to have indefinite life, to its residual value over the estimated useful lives.

Useful life (years)

Buildings	30
Land and building improvements	5 - 20
Machinery, equipment and factory tools	5 - 10
Molds	4
Motor vehicles	5
Furniture, fixtures and office equipment	3 - 5

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

The asset's carrying amount is written-down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the statement of income during the financial period in which they are incurred.

Gains or losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the statement of income.

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

2.10 Intangible assets

Computer software

Acquired computer software licences are capitalised on the basis of the direct costs incurred to acquire and bring to use the specific software. These costs are amortised on the straight-line method over their estimated useful lives of which between 5 and 10 years. Direct costs include staff costs of the software development team and an appropriate portion of relevant overheads.

Expenditure which enhances or extends the performance of computer software programmes beyond their original specifications is recognised as a capital improvement and added to the original cost of the software. Costs associated with developing or maintaining computer software programmes are recognised as an expense as incurred.

Product design costs

Costs incurred on development projects relating to the design of new products are recognised as intangible assets when it is probable that the project will be successful considering its commercial and technological feasibility, and only if the cost can be measured reliably. Product design costs previously recognised as an expense are not recognised as an asset in a subsequent period. Product design costs are amortised from the commencement of the commercial production of the product based on the straight-line method over the period of its expected benefit which is 4 years.

2.11 Impairment of assets

Asset and intangible assets with a definite useful life are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount which is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows. Assets that have suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

2.12 Employee benefits

The Company has post-employment benefits both defined benefit and defined contribution plans. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. The Company has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods. A defined benefit plan is a pension plan that is not a defined contribution plan. Typically defined benefit plans define an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

- Defined contribution plan

Provident fund

The Company operates a provident fund, being a defined contribution plan, the assets for which are held in a separate trust fund. The provident fund is funded by payments from employees and by the Company. The Company has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due.

- Defined benefit plan

Retirement benefit

Under Labour Laws applicable in Thailand and Company's employment policy, the severance pay will be at the rate according to salary and number of years of service which will happen in the future. The liability recognised in the statement of financial position in respect of defined benefit pension plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using government bond interest rate that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related liability.

Gain and loss from actuarial estimation for employee benefit is recognised as other comprehensive income (expenses) in the statement of comprehensive income.

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

2 Accounting policies (Cont'd)

2.13 Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Where the Company expects a provision to be reimbursed, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain.

2.14 Revenue recognition

Revenue from sales comprises the fair value of the consideration received or receivable for the sales of goods net of rebates and discounts. Revenue from sales is recognised when significant risks and rewards of ownership of the goods are transferred to the buyers.

Revenue from rendering services is recognised when services are rendered.

Interest income is recognised on an accrual basis unless collectability is in doubt.

Dividend income is recognised when right to receive payment is established.

2.15 Current and deferred income taxes

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

Deferred income tax is recognised, using the liability method, on temporary differences arising from differences between the tax base of assets and liabilities and their carrying amounts in the financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

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

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

2.16 Dividends

Dividends are recorded in the financial statements in the period in which they are approved by the shareholders and the Board of Directors.

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

2 Accounting policies (Cont'd)

2.17 Financial instruments

Financial assets carried in the statements of financial position include cash and cash equivalents, short-term investments held to maturity, and trade accounts receivable. Financial liabilities carried in the statements of financial position are trade accounts payable and other accounts payable. The particular recognition methods adopted are disclosed in the individual policy statements associated with each item.

The Company parties to financial instruments that reduce exposure to fluctuations in exchange rates by using foreign currency forward contracts to protect its exposure from movements in exchange rates. Foreign currency forward contracts established a predetermined exchange rate ("forward rate") at which the Company will receive/ pay foreign currency amounts on a predetermined future date. At the statement of financial position date, the foreign currency amounts receivable under these contracts are translated into Baht at the rates ruling at that date. Unrealised gains or losses that result from the translation are recognised in the statement of income. The foreign currency amounts payable under these contracts are translated into Baht at the forward rates. Any premiums or discounts equal to the difference between the exchange rates and the forward rates at the inception of the contracts are amortised over the lives of the contracts. The foreign currency amounts receivable and payable have been presented net in the statement of financial position.

Disclosures about financial instruments to which the Company is a party are provided in Note 26.

2.18 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as "the board of directors" that makes strategic decisions.

3 Critical accounting estimates, assumptions and judgments

Accounting estimates, assumptions and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. During the year ended 31 March 2018, the significant accounting estimates of the Company are as follows:

Allowances for obsolete and slow-moving inventories

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

Plant, equipment and intangible assets

Management has determined the estimated useful lives and residual value of plant, equipment and intangible assets of which are principally based on technical information. The management will also review to write down technically obsolete or non-used assets by sales or abandon.

Post-employment benefits

The Company provides for post-employment benefits, payable to employees under the Thai Labour Law. The present value of post-employment benefit obligation is determined based on various assumptions which include the discount rate, the rate of salary inflation, and employee turnover. Any changes in these assumptions will impact the net periodic cost recorded for provision for post-employment benefits.

4 Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

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

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

5 Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the board of directors who makes strategic decision.

Business segment

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

Revenues by product group

During the year ended 31 March 2018 and 2017, the revenues by product group are as follows:

	2018 Baht	2017 Baht
Auto bulbs and automotive lighting equipment	12,778,957,295	10,493,677,557
Molds & dies and product designs	441,488,403	531,119,068
	<u>13,220,445,698</u>	<u>11,024,796,625</u>

Major customers

During the year ended 31 March 2018, the Company has revenues from 2 major customer groups which each of them contributed equal or over 10% of the Company's total revenues (2017: 2 customer groups). The revenue from customer group no. 1 is Baht 5,590 million (2017: Baht 4,037 million). The revenue from customer group no. 2 is Baht 3,692 million (2017: Baht 2,000 million). The customers under common control are considered as one customer and referred to as the customer group.

6 Cash and cash equivalents

	2018 Baht	2017 Baht
Cash and cheques on hand	832,923	974,006
Current accounts with banks	88,751,798	73,942,342
Savings accounts with banks	109,447,592	89,218,552
Short-term investments in bills of exchange	1,813,000,000	921,500,000
	<u>2,012,032,313</u>	<u>1,085,634,900</u>

Savings accounts with banks and short-term investments bear interest at the rates of 0.01% - 1.12% per annum (2017: 0.01% - 1.23% per annum).

7 Short-term investments held to maturity

As at 31 March 2018 and 2017, short-term investments held to maturity represent bills of exchange and fixed deposits which have original maturities over 3 months but not over 12 months.

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

	2018 Baht	2017 Baht
Opening book amount	3,836,983,912	2,120,000,000
Additions during the year	9,329,466,305	7,248,383,912
Redemptions during the year	<u>(8,954,000,000)</u>	<u>(5,531,400,000)</u>
Closing book amount	<u>4,212,450,217</u>	<u>3,836,983,912</u>

Thai Stanley Electric Public Company Limited Notes to the financial statements For the year ended 31 March 2018

7 Short-term investments held to maturity (Cont'd)

Short-term investments held to maturity bear interest at the rates of 1.12% - 1.60% per annum (2017: 1.23% - 1.65% per annum).

As at 31 March 2018 and 2017, the fair value are based on discounted cash flows using a discount rate based upon the interest rates of bills of exchange and fixed deposits as at 31 March 2018 and 2017 (Level 2 of fair value hierarchy). However, the fair value of short-term investments held to maturity is close to their carrying amount as the impact of discounting is not significant.

8 Trade and other accounts receivable, net

Trade and other accounts receivable, net as at 31 March 2018 and 2017 are as follows:

	2018 Baht	2017 Baht
Trade accounts receivable - other companies	2,057,557,201	1,767,680,327
<u>Less</u> Allowance for doubtful account	<u>(23,859,076)</u>	<u>(24,259,403)</u>
Trade accounts receivable - other companies, net	2,033,698,125	1,743,420,924
Trade accounts receivable - related parties (Note 27)	206,516,522	219,476,915
Prepaid expenses	48,727,691	47,525,692
Accrued income, net	26,716,955	25,669,254
Value added tax receivable	23,335,262	9,417,726
Other receivables	8,810,397	6,514,239
	<u>2,347,804,952</u>	<u>2,052,024,750</u>

Trade accounts receivable as at 31 March 2018 and 2017 can be analysed as follows:

	Trade accounts receivable- other companies		Trade accounts receivable- related parties	
	2018 Baht	2017 Baht	2018 Baht	2017 Baht
Current	2,005,630,823	1,734,347,477	197,682,647	217,547,362
Overdue:				
less than 3 months	21,089,398	7,806,621	8,218,924	1,655,383
3 - 6 months	6,686,761	9,070	13,185	253,485
6 - 12 months	-	-	591,331	20,685
more than 1 year	24,150,219	25,517,159	10,435	-
	<u>2,057,557,201</u>	<u>1,767,680,327</u>	<u>206,516,522</u>	<u>219,476,915</u>

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

9 Inventories, net

	2018 Baht	2017 Baht
Raw materials and packaging	240,711,873	259,443,568
Work in process	255,320,170	316,283,260
Finished goods	97,143,936	81,741,447
Goods in transit	89,566,795	94,086,378
	682,742,774	751,554,653
<u>Less</u> Allowance for net realisable value lower than cost and obsolete and slow moving inventories		
- Raw materials and packaging	(4,875,428)	(19,702,705)
- Work in process	(2,031,543)	(3,169,432)
- Finished goods	(1,108,102)	(6,945,299)
	674,727,701	721,737,217

During the year ended 31 March 2018, the Company recognised allowance for obsolete and slow-moving inventories amounting to Baht 472,520 and reversed allowance for obsolete and slow-moving inventories amounting to Baht 22,274,883 as a part of cost of sales in the statement of income (2017: the Company recognised allowance for obsolete and slow-moving inventories amounting to Baht 10,655,761 and reversed allowance for obsolete and slow-moving inventories amounting to Baht 3,122,655 as a part of cost of sales in the statement of income).

10 Loans to employees

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

	2018 Baht	2017 Baht
Opening balance	70,766,483	35,553,586
Additions	329,854	55,494,180
Received during the year	(34,941,648)	(20,281,283)
Closing balance	36,154,689	70,766,483

Loans to employees bear interest rate at 1.90% per annum (2017: 1.90% per annum). The repayment periods are between 2 months - 3 years.

The analysis of loans to employees is as follows:

	2018 Baht	2017 Baht
Current portion of loans to employees	25,348,038	33,874,533
Non-current portion of loans to employees	10,806,651	36,891,950
	36,154,689	70,766,483

Thai Stanley Electric Public Company Limited Notes to the financial statements For the year ended 31 March 2018

11 Investments in associates

The details of investments in associates as at 31 March 2018 and 2017 are as follows:

				Equity method			
Name	Business activity	Paid-up share capital	% of holding	2018		2017	
				Amount Baht	Dividends Baht	Amount Baht	Dividends Baht
Associates							
Lao Stanley Company Limited	Manufacture of automotive lighting equipment	USD 0.25 million	50	22,706,818	5,916,322	20,501,267	7,194,886
Vietnam Stanley Electric Company Limited	Manufacture of automotive lighting equipment	USD 8.30 million	20	1,131,886,653	76,596,000	1,027,730,967	62,270,370
				<u>1,154,593,471</u>	<u>82,512,322</u>	<u>1,048,232,284</u>	<u>69,465,256</u>
				Cost method			
Name	Business activity	Paid-up share capital	% of holding	2018		2017	
				Amount Baht	Dividends Baht	Amount Baht	Dividends Baht
Associates							
Lao Stanley Company Limited	Manufacture of automotive lighting equipment	USD 0.25 million	50	3,132,500	5,916,322	3,132,500	7,194,886
Vietnam Stanley Electric Company Limited	Manufacture of automotive lighting equipment	USD 8.30 million	20	54,044,180	76,596,000	54,044,180	62,270,370
				<u>57,176,689</u>	<u>82,512,322</u>	<u>57,176,689</u>	<u>69,465,256</u>

Associates are private companies and there is no quoted market price available for them. There are no contingent liabilities relating to the Company's interest in associates.

Movements in investments in associates are as follows:

For the years ended 31 March	Equity method		Cost method	
	2018 Baht	2017 Baht	2018 Baht	2017 Baht
Opening book amount	1,048,232,284	931,423,285	57,176,689	57,176,689
Share of profit	294,757,654	255,720,107	-	-
Dividends received	(82,512,322)	(69,465,256)	-	-
Translation adjustments	(106,084,345)	(69,445,852)	-	-
Closing book amount	<u>1,154,393,271</u>	<u>1,048,232,284</u>	<u>57,176,689</u>	<u>57,176,689</u>

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

11 Investments in associates (Cont'd)

Summarised statement of financial position and statement of income of the associates:

	Lao Stanley Company Limited		Vietnam Stanley Electric Company Limited	
	As at 31 March		As at 31 March	
	2018 Baht	2017 Baht	2018 Baht	2017 Baht
Current assets	135,266,442	110,483,620	5,342,521,329	4,740,729,395
Non-current assets	12,479,345	17,508,898	916,377,931	1,146,043,382
Total assets	147,745,787	127,992,518	6,258,899,260	5,886,772,777
Current liabilities	99,967,323	86,040,492	584,590,269	714,441,718
Non-current liabilities	2,365,227	949,452	15,875,725	33,676,073
Total liabilities	102,332,550	86,989,944	600,465,994	748,117,791

	Lao Stanley Company Limited		Vietnam Stanley Electric Company Limited	
	For the year ended 31 March		For the year ended 31 March	
	2018 Baht	2017 Baht	2018 Baht	2017 Baht
Revenues from sales and services	453,364,727	411,118,669	5,574,641,366	5,989,888,208
Net profit for the year	20,937,872	14,903,230	1,421,443,589	1,241,342,457

12 Long-term investments, net

Long-term investments, net as at 31 March 2018 and 2017 are as follows:

As at 31 March 2018	Available- for-sale investments Baht	General investments Baht	Total Baht
Equity securities			
- Related parties	8,280,000	104,921,215	113,201,215
- Other companies	-	-	-
Long-term investments, net	8,280,000	104,921,215	113,201,215
As at 31 March 2017			
Equity securities			
- Related parties	9,240,000	104,921,215	114,161,215
- Other companies	-	-	-
Long-term investments, net	9,240,000	104,921,215	114,161,215

Thai Stanley Electric Public Company Limited
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 For the year ended 31 March 2018

12 Long-term investments, net (Cont'd)

The details of long-term investments, net as at 31 March 2018 and 2017 are as follows:

Name	Business activity	Paid-up share capital	% of holding	2018		2017	
				Amount Baht	Dividends Baht	Amount Baht	Dividends Baht
Related parties - available-for-sale							
Inoue Rubber (Thailand) Public Company Limited	Manufacture of tyre	Baht 200 million	0.2	3,380,000	339,040	3,380,000	410,920
Change in fair value of investments				4,900,000	-	5,960,000	-
				8,280,000	339,040	9,340,000	410,920
Related parties - general investments (at cost)							
Asian Stanley International Company Limited	Manufacture of small bulbs, LED and electronic components	Baht 400 million	15.0	60,000,000	-	60,000,000	16,183,642
Saint Stanley Company Limited	Manufacture of electronic equipment and automotive lighting equipment	Baht 21 million	15.0	3,000,000	1,578,571	3,000,000	2,788,586
Lumax Industries Limited	Manufacture of automotive lighting equipment and auto parts	RS 93.5 million	1.73	8,793,715	1,144,060	8,793,715	-
PT. Indonesia Stanley Electric	Manufacture of molds and automotive lighting equipment	USD 7.5 million	10.0	33,127,500	7,241,466	33,127,500	4,034,537
				104,921,215	9,964,126	104,921,215	23,066,765
Other companies - general investments (at cost)							
Top Hitech (Thailand) Company Limited	Manufacture of plastic products and molds	Baht 35.9 million	13.9	5,000,000 (5,000,000)	-	5,000,000 (5,000,000)	-
Less: Impairment of investments				-	-	-	-
Total long-term investments, net				113,201,215	10,303,166	114,161,215	23,417,695

The available-for-sale investment is carried at fair value which is based on the quoted price by reference to Stock Exchange of Thailand (Level 1).

Notes to the financial statements

For the year ended 31 March 2018

13 Property, plant and equipment, net

As at 1 April 2016

	Land	Land and building improvements	Buildings	Machinery, equipment and factory tools	Molds	Motor vehicles	Furniture, fixtures and office equipment	Machinery under installation and construction in progress	Total
	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht
Cost	1,177,324,309	1,751,873,323	1,431,276,164	6,487,019,436	4,536,988,196	53,660,289	111,662,192	277,986,800	15,837,780,707
Less: Accumulated depreciation	-	(1,108,166,461)	(594,701,119)	(4,663,004,975)	(3,919,479,950)	(42,789,464)	(84,135,773)	-	(10,301,687,442)
Net book amount	1,177,324,309	643,706,862	846,575,045	1,823,913,459	718,488,246	20,869,825	27,526,719	277,986,800	5,536,093,265

For the year ended 31 March 2017

	Land	Land and building improvements	Buildings	Machinery, equipment and factory tools	Molds	Motor vehicles	Furniture, fixtures and office equipment	Machinery under installation and construction in progress	Total
	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht
Opening net book amount	1,177,324,309	643,706,862	846,575,045	1,823,913,459	718,488,246	20,869,825	27,526,719	277,986,800	5,536,093,265
Additions	20,666,000	1,166,000	-	71,357,507	-	6,877,991	2,359,797	842,917,581	945,246,876
Disposals / write-offs, net	-	(269,260)	-	(630,437)	(25)	(4)	(3,006)	-	(802,532)
Transfers	-	53,546,115	13,449,833	126,835,036	481,989,156	160,000	24,126,753	(702,107,693)	-
Depreciation charge (Note 22)	-	(136,321,211)	(39,725,031)	(478,238,749)	(322,478,743)	(9,243,974)	(12,507,367)	-	(1,020,514,275)
Closing net book amount	1,197,990,309	559,833,506	800,300,847	1,545,036,816	877,997,634	18,663,838	41,501,895	418,786,488	5,460,123,334

As at 31 March 2017

	Land	Land and building improvements	Buildings	Machinery, equipment and factory tools	Molds	Motor vehicles	Furniture, fixtures and office equipment	Machinery under installation and construction in progress	Total
	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht
Cost	1,197,990,309	1,794,026,995	1,444,125,997	6,553,353,236	5,008,550,919	68,182,779	132,428,874	418,786,488	16,817,459,597
Less: Accumulated depreciation	-	(1,234,195,489)	(643,825,150)	(5,008,316,420)	(4,130,553,265)	(49,516,941)	(90,926,976)	-	(11,157,336,263)
Net book amount	1,197,990,309	559,833,506	800,300,847	1,545,036,816	877,997,634	18,663,838	41,501,895	418,786,488	5,460,123,334

For the year ended 31 March 2018

	Land	Land and building improvements	Buildings	Machinery, equipment and factory tools	Molds	Motor vehicles	Furniture, fixtures and office equipment	Machinery under installation and construction in progress	Total
	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht
Opening net book amount	1,197,990,309	559,833,506	800,300,847	1,545,036,816	877,997,634	18,663,838	41,501,895	418,786,488	5,460,123,334
Additions	6,090,000	161,860	-	38,384,997	19,281,013	10,289,365	1,623,469	1,081,127,658	1,157,747,742
Disposals / write-offs, net	-	(1,000,000)	-	(38,384,997)	(1,000,000)	(7,802)	(8,445,532)	-	(891,875)
Transfers	-	31,496,496	43,981,884	529,464,365	213,918,035	(7,802)	8,445,532	(827,277,312)	-
Depreciation charge (Note 22)	-	(133,325,317)	(61,279,401)	(478,248,054)	(359,659,050)	(8,181,906)	(14,088,785)	-	(1,051,782,513)
Closing net book amount	1,204,080,309	458,136,545	782,983,330	1,636,163,362	752,537,610	20,743,645	37,483,053	672,846,814	5,564,806,688

As at 31 March 2018

	Land	Land and building improvements	Buildings	Machinery, equipment and factory tools	Molds	Motor vehicles	Furniture, fixtures and office equipment	Machinery under installation and construction in progress	Total
	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht
Cost	1,204,080,309	1,825,657,351	1,488,087,981	6,977,167,059	5,234,186,734	67,248,344	140,449,612	672,846,814	17,609,514,104
Less: Accumulated depreciation	-	(1,367,520,806)	(705,104,551)	(5,340,983,677)	(4,481,649,124)	(46,505,699)	(102,966,559)	-	(12,044,707,419)
Net book amount	1,204,080,309	458,136,545	782,983,330	1,636,163,362	752,537,610	20,743,645	37,483,053	672,846,814	5,564,806,688

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

14 Intangible assets, net

	Computer software Baht	Product design cost Baht	Product design cost under development Baht	Total Baht
As at 1 April 2016				
Cost	245,639,208	751,422,991	326,106,036	1,323,168,235
<u>Less</u> Accumulated amortisation	<u>(195,267,679)</u>	<u>(396,213,367)</u>	-	<u>(591,481,046)</u>
Net book amount	50,371,529	355,209,624	326,106,036	731,687,189
For the year ended 31 March 2017				
Opening net book amount	50,371,529	355,209,624	326,106,036	731,687,189
Additions	9,948,400	-	156,027,974	165,976,374
Transfers	-	249,178,025	(249,178,025)	-
Write-offs, net	(1)	-	-	(1)
Amortisation charge (Note 22)	<u>(18,018,113)</u>	<u>(159,636,644)</u>	-	<u>(177,654,757)</u>
Closing net book amount	42,301,815	444,751,005	232,955,985	720,008,805
As at 31 March 2017				
Cost	239,538,169	924,898,147	232,955,985	1,397,392,301
<u>Less</u> Accumulated amortisation	<u>(197,236,354)</u>	<u>(480,147,142)</u>	-	<u>(677,383,496)</u>
Net book amount	42,301,815	444,751,005	232,955,985	720,008,805
For the year ended 31 March 2018				
Opening net book amount	42,301,815	444,751,005	232,955,985	720,008,805
Additions	15,356,790	-	254,238,060	269,594,850
Transfers	-	228,976,620	(228,976,620)	-
Amortisation charge (Note 22)	<u>(18,535,285)</u>	<u>(195,954,699)</u>	-	<u>(214,489,984)</u>
Closing net book amount	39,123,320	477,772,926	258,217,425	775,113,671
As at 31 March 2018				
Cost	254,894,959	1,012,509,569	258,217,425	1,525,621,953
<u>Less</u> Accumulated amortisation	<u>(215,771,639)</u>	<u>(534,736,643)</u>	-	<u>(750,508,282)</u>
Net book amount	39,123,320	477,772,926	258,217,425	775,113,671

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

15 Deferred tax

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

	Financial statements in which the equity method is applied		The Company only	
	2018 Baht	2017 Baht	2018 Baht	2017 Baht
Deferred tax assets:				
Deferred tax assets to be utilised within 12 months	4,384,210	17,082,747	4,384,210	17,082,747
Deferred tax assets to be utilised more than 12 months	95,797,036	82,504,232	95,797,036	82,504,232
	100,181,246	99,586,979	100,181,246	99,586,979
Deferred tax liabilities:				
Deferred tax liabilities to be settled within 12 months	(11,990,803)	(11,331,213)	(11,990,803)	(11,331,213)
Deferred tax liabilities to be settled more than 12 months	(220,596,926)	(200,042,709)	(1,153,610)	(1,831,590)
	(232,587,729)	(211,373,922)	(13,144,413)	(13,162,803)
Deferred tax assets (liabilities) (net)	(132,406,483)	(111,786,943)	87,036,833	86,424,176

The gross movement of the deferred tax is as follows:

	Financial statements in which the equity method is applied		The Company only	
	2018 Baht	2017 Baht	2018 Baht	2017 Baht
Opening balance	(111,786,943)	(92,779,512)	86,424,176	82,069,808
Credited/ (charged) to profit or loss (Note 23)	(42,028,409)	(32,600,602)	420,657	4,650,368
Credited/ (charged) to other comprehensive income (Note 23)	21,408,869	13,593,171	192,000	(296,000)
Closing balance	(132,406,483)	(111,786,943)	87,036,833	86,424,176

Thai Stanley Electric Public Company Limited
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 For the year ended 31 March 2018

15 Deferred tax (Cont d)

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

Financial statements in which the equity method is applied and the Company only					
	Inventories Baht	Equipment Baht	Intangible assets Baht	Employee benefit liabilities Baht	Others Baht
Total Baht					
Deferred tax assets :					
As at 1 April 2016	4,456,866	39,441,888	16,446,873	32,662,699	1,268,694
Credited/(charged) to profit or loss	1,506,621	(4,446,136)	1,152,312	4,203,448	2,893,714
As at 31 March 2017	5,963,487	34,995,752	17,599,185	36,866,147	4,162,408
Credited/(charged) to profit or loss	(4,360,472)	(1,584,855)	1,644,675	4,894,922	-
As at 31 March 2018	1,603,015	33,410,894	19,243,860	41,761,069	4,162,408
					100,181,246

Thai Stanley Electric Public Company Limited

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For the year ended 31 March 2018

15 Deferred tax (Cont'd)

Financial statements in which
the equity method is applied

	Investments in associates Baht	Long-term investment Baht	Buildings Baht	Total Baht
Deferred tax liabilities :				
As at 1 April 2016	(174,849,320)	(876,000)	(11,331,212)	(187,056,532)
Credited/(charged) to profit or loss	(37,250,970)	-	(659,591)	(37,910,561)
Credited/(charged) to other comprehensive income	13,889,171	(296,000)	-	13,593,171
As at 31 March 2017	(198,211,119)	(1,172,000)	(11,990,803)	(211,373,922)
Credited/(charged) to profit or loss	(42,449,066)	-	(173,610)	(42,622,676)
Credited/(charged) to other comprehensive income	21,216,869	192,000	-	21,408,869
As at 31 March 2018	(219,443,316)	(980,000)	(12,164,413)	(232,587,729)

The Company only

	Long-term investment Baht	Buildings Baht	Total Baht
Deferred tax liabilities :			
As at 1 April 2016	(876,000)	(11,331,212)	(12,207,212)
Credited/(charged) to profit or loss	-	(659,591)	(659,591)
Credited/(charged) to other comprehensive income	(296,000)	-	(296,000)
As at 31 March 2017	(1,172,000)	(11,990,803)	(13,162,803)
Credited/(charged) to profit or loss	-	(173,610)	(173,610)
Credited/(charged) to other comprehensive income	192,000	-	192,000
As at 31 March 2018	(980,000)	(12,164,413)	(13,144,413)

16 Accrued expenses

	2018 Baht	2017 Baht
Accrued staff costs	214,531,614	189,255,369
Accrued electricity expense	28,698,989	26,660,971
Accrued rebate	43,270,000	12,660,000
Others	39,588,013	31,269,373
	326,088,616	259,845,713

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

17 Provision for post-employment benefits

The amounts recognised in the statement of financial position are determined as follows:

	2018 Baht	2017 Baht
Present value of defined benefit obligations	208,805,352	184,330,737
Liability in the statement of financial position	208,805,352	184,330,737

Movements in provision for post-employment benefits are as follows:

	2018 Baht	2017 Baht
Opening balance	184,330,737	163,313,497
Current service cost	21,226,027	18,057,958
Interest cost	5,390,693	4,785,482
Benefits paid	(2,142,105)	(1,826,200)
Closing balance	208,805,352	184,330,737

The amounts recognised in the statement of income are as follows:

	2018 Baht	2017 Baht
Current service cost	21,226,027	18,057,958
Interest cost	5,390,693	4,785,482
Total	26,616,720	22,843,440

These expenses are included in cost of sales, selling and administrative expenses as follows:

	2018 Baht	2017 Baht
Cost of sales	23,857,560	20,215,560
Selling expenses	846,480	770,040
Administrative expenses	1,912,680	1,857,840
Total	26,616,720	22,843,440

The principal actuarial assumptions used are as follows:

Discount rate	3.01%	3.01%
Salary increase rate	5.00%	5.00%

Thai Stanley Electric Public Company Limited

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For the year ended 31 March 2018

17 Provision for post-employment benefits (Cont'd)

Sensitivity analysis for each principal actuarial assumptions used were as follows:

	Impact on defined benefit obligation - Post-employment benefits		
	Change in assumption %	Increase in obligation Baht	Decrease in obligation Baht
Discount rate			
Increase	1.00	-	20,133,953
Decrease	1.00	23,493,521	-
Salary growth rate			
Increase	1.00	23,817,243	-
Decrease	1.00	-	20,796,715

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the pension liability recognised within the statement of financial position.

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

18 Share capital and premium on share capital

	Number of shares	Ordinary shares Baht	Premium on share capital Baht	Total Baht
As at 31 March 2018 and 2017	76,625,000	383,125,000	504,250,000	887,375,000

The total authorised number of ordinary shares is 76,625,000 shares with a par value of Baht 5 per share (2017: 76,625,000 shares with a par value of Baht 5 per share). All shares are issued and fully paid.

19 Dividends

At the Annual General Shareholders' meeting of Thai Stanley Electric Public Company Limited held on 7 July 2017, the shareholders unanimously resolved to pay dividends in respect of the operating results for the year ended 31 March 2017 for 76,625,000 shares of Baht 5 per share, totalling Baht 383,125,000. There were 100 shares that were not entitled to receive the dividends, totalling Baht 500 as the depository terms were not in compliance with practices of the Thailand Security Depository Co., Ltd. The Company recorded actual dividends paid amounting to Baht 383,124,500 in the financial statements. The Company paid the dividends to the shareholders on 27 July 2017.

At the Annual General Shareholders' meeting of Thai Stanley Electric Public Company Limited held on 8 July 2016, the shareholders unanimously resolved to pay dividends in respect of the operating results for the year ended 31 March 2016 for 76,625,000 shares of Baht 5 per share, totalling Baht 383,125,000. There were 52,474 shares that were not entitled to receive the dividends, totalling Baht 262,370 as the depository terms were not in compliance with practices of the Thailand Security Depository Co., Ltd. The Company recorded actual dividends paid amounting to Baht 382,862,630 in the financial statements. The Company paid the dividends to the shareholders on 29 July 2016.

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

20 Legal reserve

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

21 Other income - others

	2018 Baht	2017 Baht
Scrap sales	46,357,157	36,680,716
Tax rebate income	12,897,362	15,578,382
Royalty income	640,718	861,708
Gain on disposals of property, plant and equipment, net	4,184,100	989,039
Others	35,250,793	22,470,410
	<u>99,330,130</u>	<u>76,580,255</u>

22 Expenses by nature

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

	2018 Baht	2017 Baht
Changes in finished goods and work in process	45,560,601	99,883,766
Raw materials and consumables used	6,276,803,136	5,022,258,656
Staff costs	1,361,983,492	1,314,294,032
Depreciation of plant and equipment (Note 13)	1,051,782,513	1,020,514,275
Amortisation of intangible assets (Note 14)	214,489,984	177,654,757
Utility expenses	322,462,055	299,472,440
Subcontract service costs	187,376,696	210,904,279
Repairs and maintenance expenses	302,087,758	249,466,619

23 Income tax

	Financial statements in which the equity method is applied		The Company only	
	2018 Baht	2017 Baht	2018 Baht	2017 Baht
Current tax :				
Current tax on profit for the year	347,857,159	276,915,121	347,857,159	276,915,121
Deferred tax :				
Origination and reversal of temporary differences (Note 15)	42,028,409	32,600,602	(420,657)	(4,650,368)
Total income tax expense	<u>389,885,568</u>	<u>309,515,723</u>	<u>347,436,502</u>	<u>272,264,753</u>

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

23 Income tax (Cont'd)

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

	Financial statements in which the equity method is applied		The Company only	
	2018 Baht	2017 Baht	2018 Baht	2017 Baht
Profit before income tax	2,048,547,171	1,580,283,620	1,836,301,839	1,394,028,769
Tax calculated at a tax rate of 20% (2017: 20%)	409,709,434	316,056,724	367,260,368	278,805,754
Tax effect of:				
Income not subject to tax	(383,522)	(3,876,630)	(383,522)	(3,876,630)
Expenses not deductible for tax purpose	8,556,415	2,583,578	8,556,415	2,583,578
Additional expenses deductible for tax purpose	(7,646,636)	(5,471,751)	(7,646,636)	(5,471,751)
Profit from BOI business	(24,990,319)	(3,716,998)	(24,990,319)	(3,716,998)
Under recorded prior year accrued corporate income tax	4,640,196	3,940,800	4,640,196	3,940,800
Tax charge	389,885,568	309,515,723	347,436,502	272,264,753
Average effective tax rate (%)	19.03	19.59	18.92	19.53

The tax credit/(charge) relating to components of other comprehensive income is as follows:

	Financial statements in which the equity method is applied					
	2018			2017		
	Before tax Baht	Tax credit (charge) Baht	After tax Baht	Before tax Baht	Tax credit (charge) Baht	After tax Baht
Unrealised gain (loss) on change in fair value of available-for-sale investment	(960,000)	192,000	(768,000)	1,480,000	(296,000)	1,184,000
Exchange differences relating to investments in associates	(106,084,345)	21,216,869	(84,867,476)	(69,445,852)	13,889,171	(55,556,681)
Other comprehensive income (expenses) for the year	(107,044,345)	21,408,869	(85,635,476)	(67,965,852)	13,593,171	(54,372,681)

	The Company only					
	2018			2017		
	Before tax Baht	Tax credit (charge) Baht	After tax Baht	Before tax Baht	Tax credit (charge) Baht	After tax Baht
Unrealised gain (loss) on change in fair value of available-for-sale investment	(960,000)	192,000	(768,000)	1,480,000	(296,000)	1,184,000
Other comprehensive income (expenses) for the year	(960,000)	192,000	(768,000)	1,480,000	(296,000)	1,184,000

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

24 Basic earnings per share

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

	Financial statements in which the equity method is applied		The Company only	
	2018	2017	2018	2017
Net profit attributable to shareholders (Baht)	1,658,661,603	1,270,767,897	1,488,865,337	1,121,764,016
Weighted average number of ordinary share in issue (Shares)	76,625,000	76,625,000	76,625,000	76,625,000
Basic earnings per share (Baht)	21.65	16.58	19.43	14.64

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

25 Promotional privileges

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

	2018		
	BOI promoted activities Baht	Non-BOI promoted activities Baht	Total Baht
Export sales	424,485,034	3,602,402,106	4,026,887,140
Domestic sales	449,454,822	8,744,103,736	9,193,558,558
	873,939,856	12,346,505,842	13,220,445,698
Domestic service income - mold repairs	506,000	-	506,000

	2017		
	BOI promoted activities Baht	Non-BOI promoted activities Baht	Total Baht
Export sales	514,688,662	3,081,126,120	3,595,814,782
Domestic sales	386,886,391	7,042,095,452	7,428,981,843
	901,575,053	10,123,221,572	11,024,796,625
Domestic service income - mold repairs	3,908,636	-	3,908,636

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

26 Financial instruments

The principal financial risks faced by the Company are foreign currency exchange rate risk and credit risk. Foreign currency exposure relates to raw materials imported in foreign currencies and certain export sales in foreign currencies. The business transactions are generally on a short-term period which are between 1 and 3 month terms. The foreign currency exchange rate risk of the Company occurs mostly in Japanese Yen and US dollars. Credit risk arises when sales are made on credit terms.

The objectives of using financial instruments are to reduce the uncertainty over future cash flows arising from movements in exchange rates, and to manage the liquidity of the cash resources. Foreign currency forward contracts are entered into to manage the currency risks. Decisions on the level of risk undertaken are confined to the management which has established limits by transaction type and by counterparty.

Trading for speculative purposes is not allowed. Derivative transactions are subject to approval by the Company's Board of directors.

Fair value estimation

When a financial instrument is traded in an active market, its quoted market price provides the best evidence of fair value. The quoted market price for an asset held or liability to be issued is usually the current bid price and, for an asset to be acquired or liability held, it is the current offer or asking price. When the current bid and offer prices are unavailable, the price of the most recent transaction may provide evidence of the current fair value provided that there has not been a significant change in economic circumstances between the transaction date and the reporting date. When the Company has matching asset and liability positions, it may appropriately use mid-market prices as a basis for establishing fair values.

The fair values less any estimated credit adjustments for financial assets and liabilities with a maturity of less than one year are assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate available to the Company for similar financial instruments.

Information on the fair values of long-term investments is included in Note 12.

The different levels have been defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

a) Financial assets and liabilities

As at 31 March 2018 and 2017, the Company has outstanding foreign currency assets and liabilities as details below.

	2018		2017	
	Currency Million	Baht Million	Currency Million	Baht Million
Assets				
Japanese Yen	2.19	0.63	2.74	0.83
US Dollars	6.90	214.14	6.48	222.22
		<u>214.77</u>		<u>223.05</u>
Liabilities				
Japanese Yen	166.40	49.55	133.53	41.56
US Dollars	14.89	467.48	10.55	365.29
		<u>517.03</u>		<u>406.85</u>

Objectives and significant terms and conditions

The Company enters into financial instruments which are foreign currency forward contracts to manage the risks arising from fluctuations in foreign currency exchange rates.

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

26 Financial instruments (Cont'd)

a) Financial assets and liabilities (Cont'd)

Foreign currency forward contracts

Foreign currency forward contracts are entered into to manage exposure to fluctuations in foreign currency exchange rates on specific transactions.

At 31 March 2018 and 2017, the settlement dates on foreign currency forward contracts were ranged between 1 and 3 months from the statement of financial position date. The equivalent Thai Baht to be paid at the contractual exchange rates of the outstanding contracts were:

	2018 Baht	2017 Baht
USD 1 million at average rate Baht 31.29 = USD 1 (2017: USD 1 million at average rate Baht 35.14 = USD 1)	31,290,000	35,135,000
JPY 40 million at average rate Baht 29.50 = JPY 100 (2017: JPY 50 million at average rate Baht 30.98 = JPY 100)	11,800,000	15,490,000
	<u>43,090,000</u>	<u>50,625,000</u>

Fair values

The favourable (unfavourable) differences arising from fair value valuation of the derivative financial instruments at the statement of financial position date were:

	2018 Baht	2017 Baht
Differences - favourable (unfavourable)	(105,591)	(771,008)

The fair values of foreign currency forward contracts were calculated using the rates quoted by the Company's bankers which were based on market conditions existing at the statement of financial position date (Level 2).

b) Credit risk

The Company has no significant concentrations of credit risk. The Company has policy in place to ensure that sales of products and services are made to customers with an appropriate credit history. Derivative counterparties and cash transactions are limited to high credit quality financial institution.

c) Fair values

The carrying amounts of the following financial assets and financial liabilities approximate their fair values: cash and cash equivalents, short-term investments held to maturity, trade accounts receivable, trade accounts payable and other accounts payable due to short maturities of these instruments.

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

27 Related party transactions

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

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

The Company had the significant transactions with its major shareholder, Stanley Electric Company Limited Group, incorporated in Japan which holds 34.77% interest in the Company's share capital. The Company also had significant transactions with a group of individual shareholders who are members of the Company's management who hold 29.09% interest in the Company's share capital. Stanley Electric Group comprises Stanley Electric Company Limited and related companies.

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

The following significant transactions were carried out with related parties:

For the years ended 31 March	2018 Baht	2017 Baht
Sales		
Stanley Electric Group companies	523,408,361	591,412,576
Companies related by way of the Company's management and directors as shareholders, or by way of common directors	161,147,625	175,393,207
Associates	421,244,928	373,921,605
	<u>1,105,800,914</u>	<u>1,140,727,388</u>
Technical assistance income (Other income)		
Stanley Electric Group companies	-	899,427
Dividend income		
Stanley Electric Group companies	8,385,555	20,218,179
Companies related by way of the Company's management and directors as shareholders, or by way of common directors	1,917,611	3,199,506
Associates	82,512,322	69,465,256
	<u>92,815,488</u>	<u>92,882,941</u>
Royalty income		
Associates	640,718	861,708
Other income		
Stanley Electric Group companies	7,830,924	3,372,327
Associates	159,979	1,495,122
	<u>7,990,903</u>	<u>4,867,449</u>
Purchases of goods and services		
Stanley Electric Group companies	2,527,588,725	1,825,882,967
Companies related by way of the Company's management and directors as shareholders, or by way of common directors	396,219,737	361,469,221
Associates	377,949,201	274,972,233
	<u>3,301,757,663</u>	<u>2,462,324,441</u>

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

27 Related party transactions (Cont'd)

The following significant transactions were carried out with related parties: (Cont'd)

For the years ended 31 March	2018 Baht	2017 Baht
Royalty fees		
Stanley Electric Group companies	302,570,359	262,385,977
Design and development fee		
Stanley Electric Group companies	124,439,993	59,720,490
Companies related by way of the Company's management and directors as shareholders, or by way of common directors	63,422	142,958
Associates	46,058	42,944
	124,549,473	59,906,392
Technical assistance fee		
Stanley Electric Group companies	10,663,658	8,381,395
Training fee		
Stanley Electric Group companies	9,942,854	13,768,883
Commission		
Stanley Electric Group companies	20,000,000	20,031,672
Directors' and managements' remuneration		
Short-term benefits	47,433,823	48,009,730

Short-term benefits comprise salary, bonus and other welfares.

The amounts due to and from related parties are mainly denominated in foreign currencies and relate to purchases and sales transactions. The outstanding balances as at 31 March 2018 and 2017 are as follows:

	2018 Baht	2017 Baht
Trade accounts receivable - related parties		
Stanley Electric Group companies	45,981,000	88,612,128
Companies related by way of the Company's management and directors as shareholders, or by way of common directors	63,003,538	45,641,910
Associates	97,531,984	85,222,677
	206,516,522	219,476,915
Trade accounts payable - related parties		
Stanley Electric Group companies	311,539,905	310,060,361
Companies related by way of the Company's management and directors as shareholders, or by way of common directors	36,166,563	36,112,969
Associates	150,575,821	77,417,002
	498,282,289	423,590,332
Other accounts payable - related parties		
Stanley Electric Group companies	223,210,120	129,660,328

Thai Stanley Electric Public Company Limited

Notes to the financial statements

For the year ended 31 March 2018

28 Significant commitments

a) Bank guarantees

As at 31 March 2018, the Company has bank guarantees of Baht 34 million with respect to income tax payment and electricity supply of Baht 18 million and Baht 16 million respectively (2017: income tax payment and electricity supply of Baht 18 million and Baht 16 million respectively).

b) Capital commitments

As at 31 March 2018, the Company has capital commitments of Baht 535 million (2017: Baht 79 million). The capital commitment mainly comprises construction and machines for production expansion in the future.

29 Contingent liability

In 2015, the Company received a ruling letter from the Revenue Department stating that the Company had paid income tax for the accounting periods from 1 February 2003 to 31 January 2004, 1 April 2004 - 31 March 2005, 1 April 2005 - 31 March 2006, 1 April 2008 - 31 March 2009 and 1 April 2009 - 31 March 2010 incorrectly for the total amount of approximately Baht 18 million. The reason given was that the Company didn't average out the Company's net profit between BOI and non-BOI businesses before applying the income tax rate at 25% for the first portion of net profit of Baht 300 million, which is in accordance with the Royal Decree no. 387 B.E. 2544 and no. 475 B.E. 2551. However, the Company has objected to this letter. The Company has asked the bank to issue a letter of guarantee for this tax amount as mentioned in Note 28 (a).

In 2016, the Central Tax Court of Thailand judged to dismiss the Company's appeal. The outcome of the judgment means the Company is liable to pay the additional tax to the Revenue Department. However, the Company has requested the Revenue Department to temporarily suspend the liability for the additional tax payment until a final judgment is issued. The Company submitted an appeal against the Court's judgment to the Court of Appeal for Specialized cases - Tax Case Division.

On 12 March 2018, the Court of Appeal for Specialized cases - Tax Case Division rendered its judgment to affirm the judgement of the Central Tax Court. The Company is now preparing an appeal against the judgment of the Court of Appeal for Specialized cases - Tax Case Division to the Supreme Court.

The Company already recorded liabilities in this financial statements.

30 Subsequent event after the reporting period

At the Board of Directors' meeting held on 15 May 2018, the Board of Directors approved to propose the dividends payment in respect of the operating results for the year ended 31 March 2018 for a total 76,625,000 shares of Baht 7.00 per share totaling Baht 536.38 million to the Annual General Shareholders' meeting which will be held on 6 July 2018.

FINANCIAL STATISTICS IN 5 YEARS

(Unit : Thousand Baht Except For Figure Per Share)

	31 Mar 18	31 Mar 17	31 Mar 16	31 Mar 15	31 Mar 14
Report on Operation					
Sales	13,220,446	11,024,797	10,672,224	9,523,829	10,268,617
Cost of Sales	10,775,580	9,087,201	8,929,410	7,808,825	8,080,350
Net Profit (Loss)	1,658,662	1,270,768	1,303,440	1,157,648	1,487,512
Net Profit (Loss) per Share (Baht)	21.65	16.58	17.01	15.11	19.41
Net Profit Margin (%)	12.36	11.34	11.73	11.80	14.00
Return on Equity (%) (ROE)	11.91	9.83	10.84	10.35	14.39
Return on Total Assets (%) (ROA)	10.33	8.59	9.41	8.97	12.27
Debt to Equity (time) (DE)	0.17	0.14	0.15	0.15	0.15
Current Ratio (time)	4.50	5.00	4.30	3.83	3.55
Dividend per Share (Baht)	*	5.00	5.00	4.80	6.00
Dividend Ratio (%) ***	*	34.15	32.68	34.53	32.51

Assets & Liabilities and Shareholders' Equity

Current Assets	9,290,056	7,738,068	7,059,504	5,947,007	5,261,970
Property, Plant and Equipment, Net	5,564,807	5,460,123	5,536,093	5,823,148	5,975,284
Total Assets	16,938,772	15,185,832	14,407,271	13,293,905	12,506,076
Current Liabilities	2,066,180	1,548,236	1,643,233	1,551,388	1,484,284
Non-Current Liabilities	341,212	296,118	256,093	203,186	189,956
Shareholders' Equity	14,531,380	13,341,478	12,507,945	11,539,331	10,831,836
Capital Registered	383,125	383,125	383,125	383,125	383,125
Capital	383,125	383,125	383,125	383,125	383,125
Book Value Per Share (Baht)	189.65	174.11	163.24	150.59	141.36
Number of Shares**	76,625	76,625	76,625	76,625	76,625
Per Value (Baht)	5.00	5.00	5.00	5.00	5.00

* It will be Approved From The Ordinary Shareholders' Meeting

** Calculated Using The Weighted Average Method

*** Calculated from Financial Statement - The Company Only

General corporate information

Company Information

1. Company Information

1.1 General Information

(1) Name : Thai Stanley Electric Public Company Limited

Public Registered No. : 0107536000765

Address : 29/3 M.1 Bangpoo-Rungsit Road, Bangkok, Muang Pathumthanee 12000

Homepage : www.thaistanley.com

Type of Business : Manufacturer of automotive lighting equipment and mold

Paid up capital : 383,125,000 Baht (Three hundred eighty-three million and one hundred twenty-five thousand baht)

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

(2) Details of Investment in other companies exceed of 10%

No	Name/Address/Type Of Business	Capital Registered	Amount Of Number Of Share Hold	Investment Ratio (%)
1.	Lao Stanley Co.,Ltd. KM.7 Luangprabang Road, Vientiane, Laos - Manufacturer of automotive lighting equipment Telephone : 85621 222171-3 Facsimile : 85621 222174	USD 500,000	USD 250,000	50
2.	Vietnam Stanley Electric Co.,Ltd. Hanoi , Vietnam - Manufacturer of automotive Lighting equipment Telephone : (844) - 8 534546 Facsimile : (844) -8 531337	USD 8,300,000	USD 1,660,000	20
3.	Top Hightech (Thailand) Co.Ltd Saha Ratana Nakorn Industrial Park , Ayutthaya - Manufacturer,sell,assemble plastic goods and Assemble light resolution molds Telephone : (035) 364-051 Facsimile : (035) 364-052	35,9 Million baht	5 million baht common stock 5,000 shares	13.93
4.	Asian Stanley International Co.,Ltd 48/1 M.1 Kukwang Ladlumbkaew , Pathumthani - Manufacturer of lighting emitting diodes (LED) and camera flashes. Telephone :0-2599-1260 Facsimile : 0-2599-1263	400 Million baht	60 million baht common stock 600,000 shares	15

No	Name/Address/Type Of Business	Capital Registered	Amount Of Number Of Share Hold	Investment Ratio(%)
5.	Sirivit Stanley Co.,Ltd 182 M.6 Tambol Cokegluad Muang , Nakhonrachasima - Manufacturer of automotive lighting equipment and electronic components Telephone : (044) 291-411-3 Facsimile : (044) 291-414	40 Million baht	6.00 million baht (paid – up 3.00 million baht) common stock: 600,000 shares	15
6.	P.T. Indonesia Stanley Electric Jakarta, Indonesia. - Production and Sales of Automotive lamps for motorcycle and motorcar, Die & Molds Telephone : (021) 59404510 Facsimile : (021) 59404506	USD 7,500,000	USD 750,000	10

(3) Reference

Registrar Thailand Securities Depository Co.,Ltd.
The Stock Exchange of Thailand Building
93 Ratchadapisek Road, Dindang Bangkok 10400
Telephone : 0-2009-9000 Facsimile : 0-2009-9991

Auditor Ms.Varaporn Vorathitikul
Certified Public Accountant (Thailand) No.4474
PricewaterhouseCoopers ABAS Limited.
15th Floor Bangkok City Tower , 179/74-80
South Sathorn Road, Bangkok 10120
Telephone : 0-2844-1000 Facsimile : 0-2286-5050

Law Consultant Bangkok Global Law Offices Co.,Ltd.
540, Unit 1705, 17th Floor, Mercury Tower,
Ploenchit Road, Lumpini Sub-district,
Pathumwan District, Bangkok 10330
Telephone : 0-2252-5895-6 Facsimile : 02- 252-5897

1.2 Other data

- None

2. Policy and Business Overview

2.1 Vision Objective Goal / Business Strategies

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

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

2.2 Background

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

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

During year 1991 - 2001, the Company was listed on the SET, and the Company's shares began being traded on the SET under the abbreviation 'STANLY'. In the same year, the Company founded own research and development center with promotional support from the Board of Investment (BOI). This center is mainly engaged in researching and developing products for the Company. In July 1993, the Company was converted into a public limited company.

The company entered into a joint venture in establishing new companies: Lao Stanley Co., Ltd. and Vietnam Stanley Electric Co., Ltd. Stanley Electric Engineering India PVT Ltd. PT. Indonesia Stanley Electric, that also took shares in various companies, such as Inoue Rubber (Thailand) Public Company Limited, Sum Hitechs Co., Ltd. (in 2015 the company sold shares to major shareholder of Sum Hitechs Co., Ltd.) Sirivit Stanley Co., Ltd., Top Hightech (Thailand) Co., Ltd. and Lumax Industries Limited of India. In addition, the Company formed a technical support alliance with Electro Polymers (PVT) Ltd. of Pakistan and Unitech Machines Limited of India.

The company has registered capital to 383.125 million baht and continued investment in Land around for new factory and new machinery and equipment for business expansion.

During years 2002 - 2010 the company has invested Lamp4 factory at Nava Nakorn Industrial Estate, Klong Luang, Pathumthani (in 2014, the Company sold land and buildings to the company that in the side

area from not any operation and damaged by flooding in 2011) and Lamp 5 in the main area Muang , Pathum Thani

During year 2011 – 2013 Thailand's auto industry development and growth, respectively, but in the years 2011 have fluctuated dramatically from mega flooding in the central of Thailand impact on the automotive manufacturers and parts suppliers, the production and interruption and in 2012 from the needs of consumers returning to the policy of the government to make the first car sales and auto production record high. The company as a manufacturer of automotive parts has been ordered by customers many car manufacturers. As a result, the company is higher and opening of a new plant (Lamp7) to produced lamps for ECO Car, that selling are affect to growth of the automotive market.

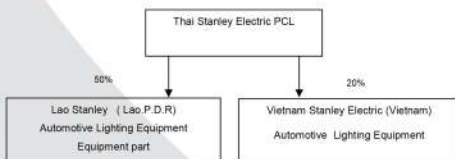
During year 2014 – 2016 the automotive industry fell again after delivery of the car from the first car out. The demand for automotive consumer that was used prior to the year 2012, making the auto industry downturn and the decline continued , Agricultural crops production less so the public revenue less and to spending was less than normal. Only Exports and motorcycle market have continued to grow slightly. the automotive manufacturers including companies as part manufacturers have tried hard to remedy the situation and results of operations.

In 2017, the automotive industry returned to recovery. Increasing both sales and production in motorcar and motorcycle , Mainly in domestic sales and the export sale is still in good level. The company has started expanding Lamp 7 factory to accommodate future production.

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

2.3 Company group holding structure

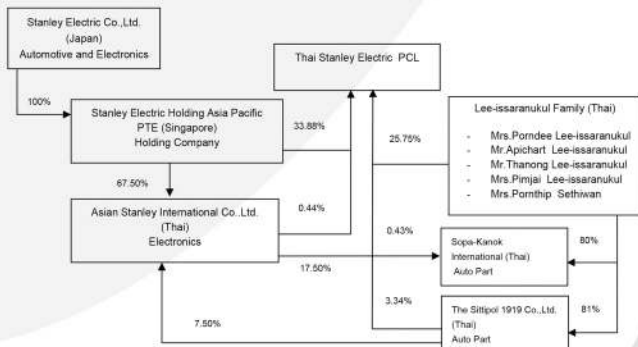
The company has 2 related company that manufacture of Lighting Equipment are Lao Stanley Company Limited and Vietnam Stanley Electric Company Limited which is in the business of lighting equipment. The operations and management based on the consideration of the Board of Directors of each company based on the policy of Stanley group.



2.4 Major shareholder group Relationship

Major shareholder of the company is a group company Stanley Electric Co. Ltd. Japan and the Lee-issaranukul family, who is the founder of the company before listing on the SET. Each group has a representative on the board for the company.

Business operations in accordance with company policy accordance with the Stanley group policy.



3. Conduct of business

The company currently manufactures and market auto bulb, automotive lighting equipment and dies & molds and design. The business segment information for dies & molds and design, which is different from auto bulb, automotive lighting, has not been separately reported as the sales of this segment represent only 3.34% of total sales.

Income Structure

(The Equity Method)						
Revenues	31 March 2018 Million Baht	%	31 March 2017 Million Baht	%	31 March 2016 Million Baht	%
Domestic Sale Revenues	9,193.56	67.04	7,428.98	64.79	7,629.77	67.36
Export Sale Revenues	4,026.89	29.36	3,595.82	31.36	3,042.45	26.86
Total Sale Revenues	13,220.45	96.40	11,024.80	96.15	10,672.22	94.22
Dividend Income	10.30	0.08	23.24	0.20	9.37	0.08
Gain on Exchange Rate	19.75	0.14	21.10	0.18	19.37	0.17
Gain on sale of long term investment	-	-	-	-	261.91	2.32
Interest Income	69.49	0.51	64.88	0.57	55.12	0.49
Other Income	99.33	0.72	76.58	0.67	91.52	0.81
Share of profit from investment in Associate	294.76	2.15	255.72	2.24	217.35	1.92
Total revenues	13,714.08	100.00	11,466.50	100.00	11,326.86	100.00

3.1 Nature of products

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

- Auto Bulb the company manufactures bulbs for automobiles, such as Bulb T19, G18, RP30, S25 to assemble a collection of various types of automotive lamps are available sales through local dealers and sale export to Stanley group company and for supporting to production and assembly a set of automotive lamps.
- Lighting Equipment Lamps , the company manufacturing in the automotive parts such as Head Lamp, Rear Combination lamp or Tail lamp , Stop lamp , Signal Lamp and Room Lamp that jointly developed with automotive manufacturer in specific models.

In addition to the core products, the Company also manufactures all kinds of

-Dies & molds in support of the core business and for sale to other industrial operators. The details of the dies & molds and design segment are not identified in this filing because their sales account for only 3.34% of the Company's total sales.

Certificate of Promotion

The company received investment promotion from The Board Of Investment total 18 certificates of promotion as follows :

- | | |
|--|--|
| (1) Manufacture Automotive Bulbs | (Certificate of Promotion No. 1038/Sor. Aor./2533) |
| (2) Manufacture Automotive Lamps | (Certificate of Promotion No. 1044/2527) |
| (3) Manufacture Die & Mold | (Certificate of Promotion No. 1214/Sor. Aor./2530) |
| (4) Manufacture Die & Mold | (Certificate of Promotion No. 1078/Sor. Aor./2533) |
| (5) Manufacture of Automotive Lighting Equipment and parts | (Certificate of Promotion No. 1279/Sor. Aor./2533) |
| (6) Research & Development of Automotive Lighting Equipment | (Certificate of Promotion No. 1176/2534) |
| (7) Manufacture Die & Mold | (Certificate of Promotion No 1767/2538) |
| (8) Manufacture of automotive Lighting Equipment, Machine or Electrical | (Certificate of promotion No. 5675/2539) |
| (9) Manufacture Electronic Bulbs | (Certificate of promotion No. 1016/2541) |
| (10) Manufacture Engineering Plastic parts | (Certificate of Promotion No. 1017/2541) |
| (11) Manufacture of automotive Lighting Equipment, Machine or Electrical | (Certificate of Promotion No. 4290/2541) |
| (12) Manufacture of automotive Lighting Equipment, Machine or Electrical | (Certificate of promotion No. 4573/2541) |
| (13) Manufacture Die & Mold | (Certificate of Promotion No 1096/2543) |
| (14) Electronic Design | (Certificate of promotion No. 1294 (2)/2545) |
| (15) Manufacture and repair Die & Mold | (Certificate of promotion No. 1539 (2)/2545) |
| (16) Manufacture of Automotive Parts | (Certificate of Promotion No.1545 (2)/2546) |
| (17) International Standard Lamp for economic car | (Certificate of Promotion No.1631(2)/2012) |
| (18) Manufacture and repair Die & Mold | (Certificate of promotion No.2216(2)/2013) |

Now the company have right from received investment promotion from The Board Of Investment total 2 certificates of promotion as follows :

1. Certificate of Promotion No. 1631 (2)/2012 , was issued on 22 May 2012 to engage in the international standard Lamp economic car , category 4.10 vehicle part production . The privileges and benefits under Certificate of Promotion No. 1631(2)/2012 include the following: Certificate

1. Be exempted from import duty on machinery as approved by the BOI
2. Has been a reduction of 90% of the incoming rate to import raw material or necessary material required for use in the production of distributors in the country for 1 year from the first day of imported. The raw and necessary material must not be same as made in a similar quality to the imports, and a sufficient quantity to supply them and in term and conditions in the time of the BOI to stipulate.

3. Be exempt the income tax , net profit from operations that have been promoted but not exceed 100% of the total investment , excluding land and current capital for 8 years from the date of the income from the operation. In the calculation of net income that including income from the sale of defect from productions.

The loss of business during the income tax exemption , that losses can be deducted from the net profit after the period of exemption from income tax that for a period not exceeding five years from the date of expiration of the period , by deducting from net income of any year or many year.

4. The dividend from the promoted has exempted that to not calculation for the income tax , duration the period of exemption right in income tax.

5. Be exempted from import duties on raw and necessary materials that imported for use in production to export in a period of 1 year from the first date of imported.

6. Be exempted from import duties for the imports to exports for a period of 1 year from the first date of import.

2. The certificate of promotion No.2216/21/2013 dated September 4, 2013 to engage in the manufacture of molds and mold repair category 4.2 Manufacture of machinery, Equipment and parts , the rights and privileges as follows:

1. Be exempted from import duty on machinery as approved by the BOI

2. Be exempt the Income tax , Net profit from operations that have been promoted but not exceed 100% of the total investment, excluding land and current capital for 8 years from the date of the income from the operation.

In the calculation of net income that including income from the sale of defect from productions.

The loss of business during the income tax exemption , that losses can be deducted from the net profit after the period of exemption from income tax for a period not exceeding 5 years from the date of expiration of the period , by deducting from net income of any year or many year.

3. The dividend from the promoted has exempted that to not calculation for the income tax , duration the period of exemption right in income tax.

4. Be exempted from import duties on raw and necessary materials that imported for use in production to export in a period of 1 year from the first date of import.

5. Be exempted from import duties for the imports to exports for a period of 1 year from the first date of import.

The general conditions and project conditions as follows:

General Condition

1. Use land that is permitted to engage in activities that promote only.

2. The machine that has approved the exemption or reduction of import duty in accordance with privileges.

3. Raw and necessary material to apply preferences in promote activities only ,and must be submitted for approval to import not less than 2 months.

4. Must provide Income – expenses statement for the promoted business separately from the other business for the purpose of calculating other net income that is exempted from income tax.

5. Raw materials and necessary material must be a specific product or assembly that is used to export product and product from promoted business.

6. Shall provide and protection system to prevent environmental damage or a danger or nuisance to the neighboring .

7. Quality of products from manufactured or assembled. Must be in accordance with international standards.

Project Conditions

1. Machinery for the promoted business must be a new machine and purchasing within March 4 ,2016.

2. The operation must be completed within 36 months from the date of the promotion.

3. The implementation of significant projects have been promoted in the following.

3.1 Kind of product : Mold and Mold Repair .

3.2 Size of the business. The production capacity for Mold , about 100 sets and Mold repair 50 sets per year. (Working time 16 hours / day : 300 days / year) , outgrowth is defect from productions

4. Minimum investment (Excluding land and current capital) not less than 1 million Baht

5. Income tax exemption worth up not over than 190,000,000 baht.

3.2 Market and competition

a. Policy and marketing

Because of the limited competition in this industry, the Company's strategy is to manufacture high-quality products at a reasonable price. The pricing policy is based on the cost of manufacturing with a standard profit margin. The Company also has a policy of expanding additional lines of automotive products to meet the demand in the automotive market.

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

Distribution channels and customer base

1. Local channels

1.1 Original equipment market: The products are sold directly to local assembly plants in Thailand. Usually, they are used in the manufacturing process or kept as spare parts.

1.2 Replacement equipment market: The products are sold through the Company's dealer, The Sittipol 1919 Co., Ltd. In this market, the products are as replacements.

2. International channels

2.1 Original equipment market: The products are sold directly to local assembly plants abroad. Usually, they are used for manufacturing or kept as spare parts.

2.2 Inter-member market: The products are export sold to each international member of the Stanley Group which engages in automotive assembly. This is to enable those members to assure the availability and quality of their stock. Deliveries are made on their orders from time to time on the basis of a single source. That means the Company is the sole manufacturer and distributor of these kinds of products for the Stanley Group worldwide. This creates economies of scale and efficient cost control. For some members in the Stanley Group, if only a few items are required and it is not cost-effective to order them directly from another manufacturer, an occasional delivery from the Company is a better alternative.

In 2017, The company had domestic sale approximately 69.54% of the company total sale, increased 23.75% from the previous year which was the automotive industry in stagnation of economic conditions and export sales approximately 30.46% of the company's total sales, increased 11.99% that sale to foreign customers are in Asia, Europe and the USA.

b. Competition situation

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

In the local automotive lighting equipment industry, the competition is limited with very few market players. Basically, there are only 3 main manufacturers in Thailand. However, if compare by size of company, the potential for production and competitiveness there is only 1 company that be similar to the company and another are difference size. The company has advantages in terms of diverse customer base, because the Company's business integrates research and development, design, moulding, manufacturing, assembly and quality control. As regards cost, the Company can take advantage of its being a listed company so can obtaining lower cost financing through the Stock Exchange of Thailand. Currently, the company estimates the market share in high level that considering from the company's current products are in current automotive in Thailand. The customer is always evaluation satisfied in our quality, price and delivery.

The barriers to entry are high for the following reasons:

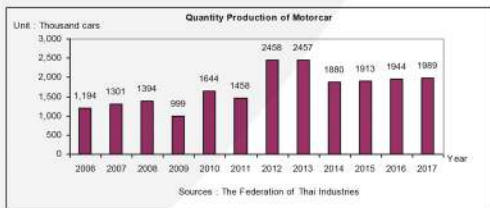
1. Significant investment is needed to acquire the costly machinery, tools and devices, including the equipment for quality testing.
2. The specialist training for workers is expensive and time-consuming.
3. The business naturally relies on specialised technology and must conform strictly to each country's safety standards.
4. The Company benefits greatly from the modern technology and valuable experience transferred from its joint venture partner, Stanley Electric Co., Ltd. of Japan, thereby increasing customers' confidence in the Company.

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

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

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

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



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

In 2017, in the automotive industry, total automotive sales increased both motorcar and motorcycle that from the overall economic situation in the country began to improve.

Naturally, the Company's business aims at the OEM market while the replacement market is its secondary channel. Therefore, the growth of the Company's business over the past decade has been in line with the direction of the country's automotive industry.

3.3 Supplies and services

a. Manufacturing and raw material

The Company has three manufacturing plants as follows:

1. Automotive bulb plant : capacity = 113 million pieces per year

All production from customers' orders and the other portion supplies the Company's lamp plant.

2. Automotive Lamp plant : capacity = 40 million pieces per year

All production from customers' orders

3. Die and Mold plant: Production = 400 pieces per year

All production from customers' orders and the other portion supplies the Company's lamp plant.

The Company currently acquires 71% of materials from local suppliers and 29% import from foreign suppliers. That their price has not changed significantly over the years. Details of local and foreign acquisition of materials over the past three years are as follows

Unit : Million Baht

Source	31 March 2018		31 March 2017		31 March 2016	
	Amount	%	Amount	%	Amount	%
Local	4,258.22	70.57	3,397.57	67.95	3,233.56	66.37
Foreign	1,775.76	29.43	1,602.63	32.05	1,638.56	33.63
Total	6,033.98	100.00	5,000.20	100.00	4,872.12	100.00

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

1. The material has characteristic features and can be acquired in large quantities from a single source to save costs. Conversely, it is not cost-effective for the Company itself to manufacture the material in Thailand because of the low demand.

2. A large order is necessary for cost-effectiveness. However, local demand is not large enough. In other words, a small order increases the cost. The Company has therefore opted to buy only essential

material locally out of the total quantities obtained from Stanley Electric Co., Ltd. of Japan. This is to reduce the cost of procurement and the risk of dead stock.

3.A single source provides the material on the basis of the alliance among the members of the Stanley Group, resulting in economies of scale. The material is distributed to all other members worldwide.

The price of material provided by Stanley Electric Co., Ltd. of Japan and the Stanley Group is fixed at a reasonable and favourable level. The pricing formula is the actual cost plus administrative expenses. If some kinds of general material can be acquired from other suppliers on favourable conditions, the Company has absolute discretion to proceed with that procurement without abiding by any commitments within the Stanley Group.

b. Environmental impacts

In every production process, The Company realized the effective to do not adversely affect the environment. For the painting process, a water shield and sludge disposal system are in place to prevent dust in the air. In this regard, the Company has engaged to the company which holds a waste disposal licence, to dispose of and treat the waste. Consequently, no pollution is emitted outside the Company's facilities. That means the environment suffers no impact from the Company's operations.

Now the company has completely Waste Water Treatment, the waste water from all factory will be sent in for proper treatment whose water level can be measured for the standard, that can be brought back for reused in production process and other activity such as toilet flushing, water plant and Lamp7 factory has reuse it in painting process and flushing water for toilet, and other factory are adjusting this water for appropriate use. Therefore, the company have not any affect to environment.

In all circumstances, the Company recognises the importance of environmental conservation. It has campaigned for environmental management and was awarded ISO14001 certification. The company have designed our products to be environmentally friendly (green products) by relying on chemical-free substances or reducing the use of poisonous chemicals such as mercury (Hg), lead (Pb), chromium 6 (Cr6+), cadmium (Cd) and flame retardants (PBB & PBDE).

In addition, we also provide a green space project in the company, by providing a tree Planting activity on the last working day of the year, Enhancing the green space in the company and create a habit of environmental importance to employees.

The company has no disputes or litigation regarding environmental issues from local communities.

3.4 Undelivered Projects

- None -

4. Risk factors

The Company's risk management policy is .

The Company must ensure safety of life and body of employees by considering as the highest priority and must maintain process property and to cope with risk by coordinate with local and government offices, make a relationship with other industries as well as provide suggestions of necessary and adequate information for risk management measures

The Company structure of risk management systems, as follows.

- The Executive General Manager of Administration Division is response for the oversight of risk management .

- Appointment of Risk Management Committee Responsible for risk and crisis response. Include consideration and review of risk management policy. As defined in the risk management requirements. , the structure as follow:

Chairman of the Committee is President

Vice Chairman of the Committee is Vice President

Members are executive directors and appointed executives.

In case of crisis , The Risk Management Committee will consider establishing the Business Continuity Plan (BCP) , which will act as a centralized response to the crisis so that it can continue its operations. The structure is as follows.

The Director is the President.

Deputy Director is the Vice President

Membership is the board of directors. Executives from each division and person appointed by the director as necessary.

The Business Continuity Plan (BCP) must coordinate with the Risk Management Committee of Stanley Electric Co., Ltd., Japan. and to continue to operate.

The Company has determined the relevant risks in accordance with the risk control requirements. The main responsibility for regulating people is identifying risks and assessing risks, categorized into 3 types, covering both internal and external factors.

1. Operation Risk , Risk arising from failure of work procedures, strategies and management policies. The job does not comply with the organization's policy / vision (strategic risk), system or equipment is damaged , including operational personnel expected damage may cause damage , inadequacy of financial budgets, disruption in disbursement liquidity foreign exchange risk (Financial Risk) Risk from competition , competitor or the risk of a partner and the suppliers .

2. Crisis Risk and Economic / Political Risk , Risk that need for emergency response measures due to severe impacts, such as natural disasters, epidemics, and economic and political risks.

3. Compliance / Regulatory Risk , Risk arising from the laws, regulations, regulations of the government , use of penalties or indemnities for breach of contract, noncompliance with each type of contract, such as laws, etc., that are expected to cause damage.

Risk assessment , The company evaluates how severely the severity and likelihood of occurrence is by taking the risk very violent , can cause a lot of damage or high chance to accelerate the management of control measures. The risk is not severe and less likely will consider appropriate management.

Since 2012 until present year , the company have performed simulations flood crisis. Start from the implementation of management responsible for risk oversight ,the Risk Management Committee 's operation and establishment of the Business Continuity Plan and various operations to normal levels. So that all departments understand the role and the simulation results to improve the risk management plan of each agency accordingly with the cooperation of the Stanley Electric Co., Ltd., Japan to advise such simulations.

Furthermore of such measures , in the other departments have responsible for risk control that have been prepared terms and measures in case that crisis. Such as conflagration, substances chemical leak. Including preparation of training plans. Simulation Evaluation of a record, and monitoring the safety of the facility and has established the TOP GUN and training as a special case to as a team supplement in helping prevent and suspend conflagration preliminary to reduce the damage that may occur.

From company Risk Assessment in business risk has not significant effect on investment of the investors. There are only business risk in general and in middle level , that to risk reduce by cost of protection which must be carefully considered. In the budget and must take measures to reduce risk within the fixing date as follows ,

1. Risk caused from economics and political instability in the country

Performance Improvement Strategy Office has been established in order to study about cost reduction as well as study business environment to find measures of maintaining profit margin. Management meeting is held and update information is posted on announcement board every week.

2. Risk caused from foreign exchange rate and loan

Risk from foreign exchange rate .This risk arises because of raw materials importing and exporting. Such business transaction is usually in short term, approximately 1-3 months with currency of Yen and U.S. dollar. Measure of preventing this risk is to use Forward Contract.

Executive committee is the person who considers acceptable risk level for each transaction and each partner. Forward contract policy remains unchanged which can prevent risk by 50% of total net debt in foreign currency. The contract will be made only with the main bank that the company is using service. The company will not do speculating business transaction.

Risk caused from loan. The company has no significant risk from loan clustering. The company made a contract of derivatives and deposited cash with the reliable financial institutions.

3. Risk caused from increasing in materials cost and being short of suppliers

The policy on this matter is not dealing solely with any particular manufacturer or supplier. As the supply is more than demand for this material, the company can choose the supplier who is strong, capable, and stable in financial status. All factors can be a purchasing power of the company to negotiate with the suppliers.

4. Risk of a major shareholder group of more than 25%

The company have shareholder of more than 25% of two groups: Stanley Electric. Japan holding 34% and Lee-issaranukul family holding 30% of the shares, by each group assign their representative to be the Executive Director of the Company.

Stanley Electric is the master of the production of all products. The company must rely on technology to produce materials designed by Stanley Electric assistance, which payment the remuneration for each type of transactions in normal business base.

5. Infrastructure and Infrastructure Risks

The company is a manufacturing industry which requires utilities such as electricity, water supply and water supply. The company has set up preventive measures by planning maintenance. Increased power purchase from private sector and insurance to transfer risk and mitigate damage.

6. Computer System Risks

The company has a large collection of information using computer systems, both production data, employee information. If the system is damaged, lost or stolen as well as the threat of the virus (Cyber Terrorist) will damage the company. The company has a system of backup and storage. Review of major software security updates, the virus detection software is installed and the right to access the information is properly controlled.

Since the company established, no any major changes in the shareholder structure, or business policy. The company has had no impact on issues of major shareholders and management.

5. Structure of Securities holding and management

5.1 Securities of Company

(1) The Company has paid up capital of 383,125 million Baht and fully paid up, divided into 76,625,000 ordinary shares each of baht 5 per share.

(2) Other Share
- None

5.2 Shareholders

(1) Major shareholder list

(A) Top ten shareholders as at the last closing book date July 18, 2017.

Shareholder Name	Number of Share (Share)	% of holding
1. Stanley Electric group	26,294,150	34.32
- Stanley Electric Holding Asia-Pacific PTE	25,959,650	33.88
- Asian Stanley International Co., Ltd.	334,500	0.44
2. Lee-issaranukul Family	22,618,196	29.52
- Mrs. Porndee Lee-issaranukul	7,695,876	10.04
- Mr. Apichart Lee-issaranukul	4,500,036	5.87
- Mr. Thanong Lee-issaranukul	3,208,920	4.19
- Mrs. Pimjai Lee-issaranukul	2,168,370	2.83
- Mrs. Pornthip Sethiwan	2,162,670	2.82
- The Sittipol (1919)	2,556,074	3.34
- Sopa-Kanok International Co., Ltd.	326,250	0.43
3. Thai NVDR Co., Ltd.	2,684,110	3.50
4. Nortrust Nominee Ltd-CL AC	1,973,100	2.58
5. Aberdeen Small Cap Fund	1,948,700	2.54
6. BNP Paribas Securities Service, London Branch	1,805,000	2.36
7. Aberdeen Long Term Equity Fund	1,783,900	2.33
8. Aberdeen Growth Fund	1,619,600	2.11
9. Mr. Kenneth Rudy Kamon	1,303,800	1.70
10. State Street Bank and Trust Company	938,534	1.23

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

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

Shareholder Name	Number of Share (Share)	% of holding
1. Stanley Electric group *	26,294,150	34.32
- Stanley Electric Holding Asia-Pacific PTE	25,959,650	33.88
- Asian Stanley International Co., Ltd.	334,500	0.44
2. Lee-issaranukul Family	22,618,196	29.52
- Mrs. Porndee Lee-issaranukul	7,695,876	10.04
- Mr. Apichart Lee-issaranukul	4,500,036	5.87
- Mr. Thanong Lee-issaranukul	3,208,920	4.19
- Mrs. Pimjai Lee-issaranukul	2,168,370	2.83
- Mrs. Pornthip Sethiwan	2,162,670	2.82
- The Sittipol (1919)	2,556,074	3.34
- Sopa-Kanok International Co., Ltd.	326,250	0.43

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

** Lee-issaranukul Family is the major shareholder and executive management in Sittipol 1919 (holding 81%) and Sopa Kanok International (Holding 80%)

5.3 Other Securities

-None

6. Dividend payment policy

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

Fiscal Year	2016	2015	2014	2013	2012
Earning Per Share (Baht) *	16.58	17.01	15.11	19.41	20.97
Dividend Per Share (Baht)	5.00	5.00	4.80	6.00	6.75
Dividend Ratio (%) **	34.15	32.68	34.53	32.51	33.72

* from the equity method is applied

** from the company only

7. Management Structure

7.1 Board of Director and Meeting

Name	Position	Board of Director Meeting	
		Number of Meeting	Number of Attend the Meeting
Mr. Apichart Lee-issaranukul*	Executive Chairman	7	7
Mr. Koichi Nagano *	President	7	7
Mr. Thanong Lee-issaranukul *	Director	7	6
Mr. Tadao Suzumura *	Director	7	7
Mrs. Pimjai Lee-issaranukul	Director	7	6
Mrs. Pornthip Sethiwan	Director	7	5
Mr. Krisada Visavareeranon	Independent Director and Chairman Audit Committee	7	7
Mr. Chokechai Tanpoonsintha	Independent Director and Audit Committee	7	7
Mr. Suchart Phisitvanich	Independent Director and Audit Committee	7	7
Mr. Picham Sukparangsee	Independent Director	7	6
Mr. Katsutoshi Iino **	Director	7	3 (TV Conference - 1)
Mr. Toru Tanabe **	Director	7	4 (TV Conference - 3)

Remark * Authorized directors, condition is Mr. Apichart Lee-issaranukul or Mr. Thanong Lee-issaranukul sign with Mr. Koichi Nagano or Mr. Tadao Suzumura and company seal

** Director worked at Japan.

Board of directors meeting must be held at least once every 3 months and all directors are required to attend. There might be additional meeting if necessary. And according to the company's regulations , in the Board of Directors' meeting, there must be at least half of the directors present at the meeting.

The resolution of the meeting of the board of directors requires the majority votes of the directors present at the meeting. One member has one vote. In the case of equal votes, the chairman of the board shall have the casting vote. The director having interests has no right to vote for that agenda. The procedure of the meeting has been described in the rules of board of directors meeting.

Meeting schedule and key agenda have been set for the whole year in advance in order to make sure the adequacy of time and the availability of the board members. The invitation letter is sent out at least 14 days in advance both in Thai and in English. TV conference is also set up for the board member who is on overseas business trip to join the meeting from abroad.

In the board of directors meeting, chairman of the board of directors and executive chairman shall set the agendas together and screen the agendas proposed by directors. As there has not been any one being appointed to replace the former chairman of the board; hence, executive chairman and corporate secretary together shall set the meeting agendas. Every time in the meeting, each director is required to report sale/holding of securities to the meeting. The Company has not yet set a policy for directors and the executives to inform about trading of shares at least one day in advance of trading to the Board of Directors.

For the normal business transactions, executives will report to the board meeting on the quarterly basis.

Total numbers of Board of Directors meetings held in 2017 are 7 times. At every meeting, adequate details in the form of supplementary documents will be sent out to the board members to study in advance. According to attendance record, 10 out of 12 members that working in Thailand had attended meeting every time (100%) 6 person or 50% , attended meeting 6 time (80%) are 3 persons (25%) , attend the meeting 5 times (71%) is 1 person (8%) , attend the meeting 4 times (57%) is 1 person (8%) and attend the meeting 3 times (42%) is 1 person (8%) that who stay in oversea had attended the meeting via TV Conference .

7.2 The Executive Board

The executive directors meeting will be held 4 times a month and there might be additional meeting if necessary. Management or involved person might be invited to give information directly to the meeting . On March 31,2018 the executive board name list are 6 persons as follows

Name	Position
1. Mr. Apichart Lee-issaranukul	Executive Chairman and Executive General Manager Administration Division
2. Mr. Koichi Nagano	President
3. Mr. Tadao Suzumura	Director and Executive General Manager Lighting Equipment Division
4. Mr. Hideki Matsui	Executive General Manager - Marketing Division
5. Mr. Koji Kobayashi	Executive General Manager - R&D Center
6. Mr. Etsuya Kawashima	Executive General Manager - Die & Mold Division

7.3 Company Secretary

The Board of Directors has appointed Mrs. Sudjai Srituengfong, Held the position of company secretary Since July 4, 2008 by the properties of the incumbent secretary of the Company is as follows:

Company Secretary Practice requirements as set out in Section 89/15 and 89 /16 of the Securities and Exchange Act (No. 4) Act 2551 which comes into force on 31 August 2551 with responsibility, caution And honesty Including compliance with the legal regulations of the company's objectives , Board of Directors The resolution of the shareholders of the Company Secretary are required by law .

1. Establish and maintain the following documents.

A .register of directors

B. Director Meeting Notice letter , Minutes of the Board meeting and company annual report

C. Notice of the annual general meeting of Shareholders. And the minutes of the shareholders Meeting

2. Keeping report on interest filed by a director or executive and deliver a copy of the report

Stakeholders under Section 89/14, the Chairman of the Board and Chairman of the Audit Committee within 7 days from the date we receive the report.

3. Carry other According to the Commission the notification .

There is also the Company Secretary of the Company and other duties as assigned .

- Advise on the laws and regulations related . And best practices in governance and in the activities of the Commission in accordance with the law.

- Served on the Board of Directors' meetings and shareholders meeting.

- Contact with other departments within the company. To comply with the resolutions of the Board of Directors and shareholders.

- Contact with regulatory agencies such as the SEC , the Stock Exchange of Thailand , and overseeing the disclosure and reporting information to the regulatory agencies and the public

- Provide orientation Advises directors to be appointed new.

- Other duties as assigned by the company

List of Directors and Managements

1.Name – Surname	Mr. Apichart Lee-issaranukul
Position	Executive Chairman and Executive General Manager Administration Division.
Date of Appointment	Year 1988
Age	55
Education	Honorary Doctor of Engineering (Industrial Engineering) ,
Degree	Rajamangala University of Technology Thanyaburi Master of Business Administration Oklahoma City University, USA.
Training	Bachelor of Administration The University of the Thai chamber of commerce, Certificate Directors Certification program from Thai Institute of Director (IOD) Certificate Executive Business and Investment Development Institute of Business and Industrial Development (IBID)
% of Holding	5.87%
Relations	Son Mr.Vitya Lee-issaranukul and Mrs.Pomdee Lee-issaranukul Brother Mr.Thanong Lee-issaranukul,Mrs. Pimjai Lee-issaranukul and Mrs. Pornthip Sethiwan
Working Experience	1991-Present Director Inoue Rubber (Thailand) Public Co.,Ltd. 1992-2013 Executive Vice President Thai Stanley Electric PCL 2013-Present Executive Chairman Thai Stanley Electric PCL 1992-Present President Sopa-Kanok International Co.,Ltd 1993-Present Director Pacific Industries Co.Ltd. 1993-Present Deputy Chairman Stanley Thailand Foundation 1995-Present Director Sungold Holding Limited 1996-Present Executive Vice President Asian Stanley International Co.,Ltd 1997-Present Director Sirivit Stanley Co.,Ltd. 1997-Present Director Daido Sittipol Co.Ltd. 1999-Present Chairman Lao Stanley Co.,Ltd. 2000-Present Director Vietnam Stanley Electric Co.,Ltd. 2002-Present Director Investor Club Association 2004-Present Executive Director Investor Club Association 2005-2016 Director Listed Companies Association 2006-Present Director PT Indonesia Stanley Electric 2006-Present Director Total Oil (Thailand) Co.,Ltd. 2016-Present Independent Director and Nomination and Remuneration Committee Leo Global Logistic PCL

List of Directors and Managements

1.Name – Surname	Mr. Apichart Lee-issaranukul
Position	Executive Chairman and Executive General Manager Administration Division.
Date of Appointment	Year 1988
Age	55
Education	Honorary Doctor of Engineering (Industrial Engineering) ,
Degree	Rajamangala University of Technology Thanyaburi Master of Business Administration Oklahoma City University, USA.
Training	Bachelor of Administration The University of the Thai chamber of commerce. Certificate Directors Certification program from Thai Institute of Director (IOD) Certificate Executive Business and Investment Development Institute of Business and Industrial Development (IBID)
% of Holding	5.87%
Relations	Son Mr.Vitya Lee-issaranukul and Mrs.Porndee Lee-issaranukul Brother Mr.Thanong Lee-issaranukul,Mrs. Pimjai Lee-issaranukul and Mrs. Pornthip Sethiwan
Working Experience	1991-Present Director Inoue Rubber (Thailand) Public Co.,Ltd. 1992-2013 Executive Vice President Thai Stanley Electric PCL 2013-Present Executive Chairman Thai Stanley Electric PCL 1992-Present President Sopa-Kanok International Co.,Ltd 1993-Present Director Pacific Industries Co.Ltd. 1993-Present Deputy Chairman Stanley Thailand Foundation 1995-Present Director Sungold Holding Limited 1996-Present Executive Vice President Asian Stanley International Co.,Ltd 1997-Present Director Sirivit Stanley Co.,Ltd. 1997-Present Director Daido Sittipol Co.Ltd. 1999-Present Chairman Lao Stanley Co.,Ltd. 2000-Present Director Vietnam Stanley Electric Co.,Ltd. 2002-Present Director Investor Club Association 2004-Present Executive Director Investor Club Association 2005-2006 Director Listed Companies Association 2006-Present Director PT Indonesia Stanley Electric 2006-Present Director Total Oil (Thailand) Co.,Ltd. 2014-Present Director Pacific Auto Part (Thailand) Co.,Ltd. 2016-Present Independent Director and Nomination and Remuneration Committee Leo Global Logistic PCL

4.Name – Surname	Mr. Thanong Lee-issaranukul
Position	Director
Date of Appointment	Year 1983
Age	58
Education Degree	Bachelor of Business Administration – Commercial , Nanzan University, JAPAN.
Training	Certificate Director Accreditation Program Thai Institute of Director (IOD)
% of Holding	4.19%
Relations	Son Mr.Vitya Lee-issaranukul and Mrs.Pomdee Lee-issaranukul Brother Mr.Apichart Lee-issaranukul, Mrs. Pimjai Lee-issaranukul and Mrs. Pomthip Sethiwan
Working Experience	1983 - Present Director Thai Stanley Electric PCL. 1986 - Present Managing Director The Sittipol 1919 Co.,Ltd. 1986 - Present Director Inoue Rubber (Thailand) PCL. 1993 - Present Director Sopa-Kanok International Co.,Ltd. 1995 - Present Executive Director Total Oil (Thailand) Co.,Ltd. 1995 - Present Director Sungold Holding Co.,Ltd. 1995 - Present Director Toei Inoac Co.,Ltd. 1995 - Present Director IRC (Asia) Research Co.,Ltd. 1996 - Present Vice Chairman Daido Sittipol Co.,o.,Ltd. 1996 - Present Executive Director Seng Ngun Hong Co.,Ltd. 1996 - Present Chairman Bike Clinic Co.,Ltd. 1998 - Present Director The Studio Production Co.,Ltd. 2001 - Present Chairman Smart Sport Promotion Co.,Ltd. 2001 - Present Chairman Kanok-Sopa Foundation 2003 - Present Director SK Rubber Co.,Ltd. 2014 - Present Director Pacific Autopart (Thailand) Co.,Ltd. 2015 - Present Director The Studio 888 2015 - Present Director Sonic Design (Thailand) Co.,Ltd. 2015 - Present Public Relations Subcommittee Organ Donation Center Thai Red Cross Society 2017 - Present Chairman M Vision PCL.

5.Name – Surname	Mrs. Pimjai Lee-Issaranukul
Position	Director
Date of Appointment	Year 1983
Age	57
Education Degree	Master of Business Administration operation Management, Drexel University,USA. Bachelor of Engineering Chulalongkorn University
Training	Certificate Directors Certification program Thai Institute of Director (IOD) Capital Market Academy Leadership Capital Market (CMA)
% of Holding	2.84%
Relations	Daughter Mr.Vitya Lee-Issaranukul and Mrs.Pomdee Lee-Issaranukul Sister Mr.Apichart Lee-Issaranukul , Mr.Thanong Lee-Issaranukul and Mrs.Pornthip Sethiwan
Working Experience	1983-Present Director Thai Stanley Electric PCL. 2007-2013 President Inoue Rubber (Thailand) PCL 1986-2007 Executive Vice President and Managing Director Inoue Rubber (Thailand) PCL 1993-Present Director Sopa-Kanok international Co.,Ltd. 1995-Present Chairman Toei - Inoac Co.,Ltd. 1995-Present Director IRC Asia Reseach Co.,Ltd. 1995-Present Director Sungold Holding Co.,Ltd. 2001-Present Director Kinno Hoshi Engineering Co.,Ltd. 2003- Present Director S.K. Rubber Co.,Ltd. 2006- Present Director Dido Sittipol Co.,Ltd. 2010- Present Global Advisory Board Member Babson College , Ma, U.S.A 2010- Present Executive Board as External Advisory Expert Faculty of Engineering Chulalongkorn University 2012- Present Director of Risk Management Club Thai Listed Companies Association 2013 – Present Chairman Inoue Rubber (Thailand) PCL Honorary Chairman of Inoac Tokai (Thailand) Co.,Ltd. 2014 – Present Director and Deputy Secretary The Federation of Thai Industries 2016 – Present Director and Secretary of Institute of Agro-based Industries Advisor of Rubber and Rubber wood Cluster The Federation of Thai Industries Vice President of Thailand Forest Certification Council (TFCC)

6.Name – Surname	Mrs. Pornthip Sethiwan
Position	Director
Date of Appointment	Year 1990
Age	51
Education Degree	Bachelor of Commerce and Accountancy, Commerce major Chulalongkorn University.
Training	Certificate Director Accreditation Program Thai Institute of Director (IOD)
% of Holding	2.82%
Relations	Daughter Mr.Vitya Lee-issaranukul and Mrs.Pomdee Lee-issaranukul Sister Mr.Apichart Lee-issaranukul, Mr. Thanong Lee-issaranukul and Mrs. Pimjai Lee-issaranukul
Working Experience	1980 - Present Director Thai Stanley Electric PCL. 1985 - Present Director Seng Ngun Hong Co.,Ltd. 1990 - Present Executive Director The Sittipol 1919 Co.,Ltd. 1990 - Present Director Pacific Industries (Thailand) Co.,Ltd. 1991 - Present Director Inoue Rubber (Thailand) PCL. 1993 - Present Director Sopa-Kanok International Co.,Ltd. 1993 - Present Director Bike Clinic Co.,Ltd. 1996 - Present Director Daido Sittipol Co.,Ltd. 2003 - Present Director SK Rubber Co.,Ltd. 2006 - Present Director IRC Asia Research Co.,Ltd.
7.Name – Surname	Mr. Toru Tanabe
Position	Director
Date of Appointment	June 26 , 2012
Age	59
Education Degree	Bachelor Faculty of Electric Engineering , Hosei University , JAPAN
% of Holding	None
Relations	None
Working Experience	2010 – 2011 Director Integrated Components Division Superintendent Stanley Electric Co.,Ltd. 2010 – Present Director , Research & Development & Technology Superintendent Stanley Electric Co.,Ltd. 2012 – Present Director Thai Stanley Electric PCL. 2012 – Present Director SL Lighting Corporation

Mr.Toru Tanabe
(Continue)

2012 – Present	Director	Tianjin Stanley.Co.thd
2012 – Present	Director	Stanley Electric U.S.Co.,Inc
2012 - Present	Director	II Stanley Co.,Inc
2014 – Present	Director	Asian Stanley International Co.,Inc.
2014 – Present	Director	Stanley Electric Sales of India PVT.Ltd.
2014 – Present	Director	Stanley Electric Trading (Shenzhen) Co.,Ltd.
2014 – Present	Director	Stanley Electric Holding Asia-Pacific PTE .Ltd.
2014 – Present	Director	Stanley Electric Korea Co.,Ltd.
2014 – Present	Director	Stanley Electric (Asia Pacific) Ltd.
2014 – Present	Director	Vietnam Stanley Electric Co., Ltd.
2014 – Present	Director	Lumax Industrial Ltd.
2014 – Present	Director	PT.Indonesia Stanley Electric Co., Ltd.
2015 – Present	Director	Tianjin Stanley Electric Technology Co.,Ltd.
2017- Present	Managing Director	Stanley Electric Co.,Ltd.

8.Name – Surname
Position
Date of Appointment
Age
Education Degree
% of Holding
Relations
Working Experience

Mr. Katsutoshi Iino	
Director	
July 4 , 2014	
57	
Bachelor of Economy Industrial Management , Nihon University , Japan	
None	
None	
1985 – 2005	Department Manager , Accounting Department Stanley Electric Co.,Ltd.
2008 - Present	President Stanley Electric PAL Co.,Ltd. President Stanley Electric Holding of America , President Stanley Electric Holding Europe Co.,Ltd. President Stanley Electric Holding Asia-Pacific PTE , Ltd. President Stanley Electric (China) Investment Co.,Ltd.
2009 – Present	Director and Chief Corporate Management Officer Stanley Electric Co.,Ltd.
2014 - Present	Director Thai Stanley Electric PCL.

9.Name – Surname	Mr. Krisada Visavateeranon
Position	Independent Director and Audit Committee Chairman
Date of Appointment	October 15 , 1999
Age	68
Education Degree	Master of Engineering Kyoto University, JAPAN Bachelor of Engineering Kyoto University , JAPAN
Training	Certificate - Directors Certification program , Audit Committee Program Thai Institute of Director (IOD)
% of Holding	None
Relations	None
Working Experience	1975 - 2007 Associate Professor Chulalongkorn University 1997 – 2014 Executive Director Technology Promotion Association (Thailand-Japan) 1999 - Present Independent Director and Audit Committee Chairman Thai Stanley Electric PCL. 2007 – 2014 Chancellor Thai-Nichi Institute of Technology 2009 – Present Audit Committee Textile Prestige PCL 2012 – Present Director Wazeda Education (Thailand) Co.,Ltd.
10.Name – Surname	Mr.Chokechai Tanpoonsinthana
Position	Independent Director and Audit Committee
Date of Appointment	March 31, 2000
Age	70
Education Degree	Master of Business Administration (Quantitative Analysis & Finance) University of Wisconsin (Madison Campus) Master of Civil Engineering University of Wisconsin at Madison, U.S.A. Bachelor of Civil Engineering (Structure)Chulalongkorn University
Training	Certificate Director Certification Program , Monitoring Fraud Risk Management , Audit Committee Program ,Monitoring the Internal Audit Function , Monitoring the system of Internal Control and Risk Management , Monitoring the Quality of Financial Reporting Thai Institute of Director (IOD)
% of Holding	None
Relations	None
Working Experience	2000-Present Independent Director and Audit Committee Thai Stanley Electric PCL. 2003-Present Independent Director and Audit Committee Chairman Advance Information Technology PCL. 2013 – Present Independent Director and Audit Committee Witcorp Co.,Ltd.

11. Name – Surname	Mr. Suchart Phisitvanich
Position	Independent Director and Audit Committee
Date of Appointment	June 7, 2010
Age	72
Education Degree	Master of Electrical Engineering Louisiana Tech University USA. Bachelor of Electrical Engineering Chulalongkorn University
Training	Certificate - Director Certification Program , Audit Committee Program , Financial Statements for Director - Thai Institute of Director. (IOD)
% of Holding	None
Relations	None
Working Experience	1968 – 1970 Electrical Engineer Electricity Generating Authority of Thailand 1972 – 2006 Engineer in Project Monitor Division Director of BOI unit for Industrial linkage Division Director of Electronic and Electrical Division Director of Textiles and other Light Industry Division Assistant Secretary General of BOI Investment Advisor Office of the Board of Investment (BOI) 2006-Present Executive Advisor for the Board Navanakorn PCL. 2006-Present Director Investor Club Association 2010-Present Independent Director and Audit Committee Thai Stanley Electric PCL. 2011 – Present Monitoring and Evaluation Committee Ministry of Industry
12. Name – Surname	Mr. Picharn Sukparangsee
Position	Independent Director
Date of Appointment	June 7, 2010
Age	57
Education Degree	Master of Faculty of Law University of Warwick , ENGLAND Master of Faculty of Law University of London , ENGLAND Bachelor of Faculty of Law Thammasart University
Training	Certificate Director Certification Program Thai Institute of Director. (IOD)
% of Holding	None
Relations	None
Working Experience	1987 – 2005 Associate / Partner International Legal Counsellors Thailand 2005 – 2015 Director Siam City Law Offices Limited 2010 – Present Independent Director Thai Stanley Electric PCL. 2015 – Present Managing Director Bangkok Global Law Offices Limited

13.Name – Surname	Mr. Hideki Matsui
Position	Executive General Manager Marketing Division
Date of Appointment	May 22, 2015
Age	54
Education Degree	Bachelor Department of Mechanical Engineering , Nihon University , Japan
% of Holding	None
Relations	None
Working Experience	<p>2000 – 2006 General Manager of Sale 1 , Marketing Division Thai Stanley Electric PCL.</p> <p>2006 – 2011 Manager of Sale Department 1 , Motorcycle Division Stanley Electric Co.,Ltd.</p> <p>2011 – 2015 General Manager of Sale Department 1 , Motorcycle Division Stanley Electric Co.,Ltd.</p> <p>2015 – Present Executive General Manager , Marketing Division Thai Stanley Electric PCL.</p>
14.Name – Surname	Mr.Etsuya Kawashima
Position	Executive General Manager Die&Mold Division
Date of Appointment	February 1 , 2017
Age	51
Education Degree	Bachelor Department of Mechanical Engineering , Nihon University , Japan
% of Holding	None
Relations	None
Working Experience	<p>1990 - 1999 Die & Mold Division , Production Technology Research Office , Physical & Chemistry Research Office , Stanley Electric Co.,Ltd.</p> <p>1999 – 2010 Chief of Section , Die & Mold Division , Research & Development Center Stanley Electric Co.,Ltd.</p> <p>2010 – 2013 Advisor , Die & Mold Division , Thai Stanley Electric PCL.</p> <p>2013 – 2015 Department Manager , Die & Mold Division , Thai Stanley Electric PCL.</p> <p>2015 – 2017 Senior Advisor , Die & Mold Division , Thai Stanley Electric PCL.</p> <p>2017 – Present Executive General Manager , Die&Mold Division Thai Stanley Electric PCL.</p>

15.Name – Surname	Mr.Koji Kobayashi
Position	Executive General Manager R&D Center
Date of Appointment	July 5 , 2013
Age	55
Education Degree	Bachelor of Mechanical Engineering Meisei University , Japan
% of Holding	None
Relations	None
Working Experience	1986 - 2011 Engineering Technology Center Division Stanley Electric Co.,Ltd. 2011 - 2013 Manager Engineering Technology Center Division Stanley Electric Co.,Ltd. 2013 - Present Chief of Center R&D Center Thai Stanley Electric PCL
16.Name – Surname	Mrs.Sudjai Srfuengfung
Position	Company Secretary
Date of Appointment	July 4 , 2008
Age	59
Education Degree	Bachelor of Accountancy Thammasart University
Training	Effective Minute Taking (EMT) Corporate Secretary Development Program –Chulalongkorn University Company Secretary Program - Thai Institute of Director. (IOD) Registration system of listed companies FTI Business Administration FIBA # 1 The Federation of Thai Industries
% of Holding	None
Relations	None
Working Experience	1999 – 2002 Department Manager Accounting & Financial Department Thai Stanley Electric PCL. 2002 – 2015 Deputy Executive General Manager Administration Division Thai Stanley Electric PCL. 1999 – 2008 Board of Director Secretary Thai Stanley Electric PCL. 1999 – 2013 Audit Committee Secretary Thai Stanley Electric PCL. 2008 – Present Company Secretary Thai Stanley Electric PCL. 2002 – Present Director Lao Stanley Co.,Ltd. 2015 – Present Advisor Administration Division Thai Stanley Electric PCL.

Shareholding Proportion of The Board of Directors and Top Management

Name	Position	Amount of Shares As March 31, 2017	Amount of Shares As March 31, 2018	Trading during the fiscal year 2015	Shareholding Proportion (%)
Mr.Apichart Lee-issaranukul Spouse / Minor children	Executive Chairman and Executive General Manager Administration Division	4,500,036	4,500,036	-	5.87
Mr.Koichi Nagano Spouse / Minor children	President	1,000	1,000	-	0.0013
Mr.Thanong Lee-issaranukul Spouse / Minor children	Director	3,208,920	3,208,920	-	4.19
Mr.Tadao Suzumura Spouse / Minor children	Director and Executive General Manager Lighting Equipment Division	-	-	-	-
Mrs.Pimjai Lee-issaranukul Spouse / Minor children	Director	2,170,370	2,170,370	-	2.84
Mrs.Pornthip Sethivan Spouse / Minor children	Director	2,162,670	2,162,670	-	2.82
Mr.Krisada Vissavateeranon Spouse / Minor children	Independent Director and Audit Committee Chairman	-	-	-	-
Mr.Chokechai Tanpoonsinthana Spouse / Minor children	Independent Director and Audit Committee	-	-	-	-
Mr.Suchart Phisitvanich Spouse / Minor children	Independent Director and Audit Committee	-	-	-	-
Mr.Picham Sukparangsee Spouse / Minor children	Independent Director	-	-	-	-
Mr.Katsutoshi Iino Spouse / Minor children	Director	-	-	-	-
Mr.Toru Tanabe Spouse / Minor children	Director	-	-	-	-
Mr.Hideki Matsui Spouse / Minor children	Executive General Manager Marketing Division	-	-	-	-
Mr.Etsuya Kawashima Spouse / Minor children	Executive General Manager Die & Mold Division	-	-	-	-
Mr.Koji Kobayashi Spouse / Minor children	Executive General Manager R & D Center	-	-	-	-

7.4 Remuneration for the company's management

(1) Remuneration in cash

The company setting the remuneration policy for director on the appropriate consideration and comparing with the remuneration for the directors paid by the companies listed in Stock Exchange of Thailand with the same size of business or the same industry, and approved by shareholders' meeting.

The policy of remuneration for executives shall be considered from their roles and responsibilities as well as performance

(A) The Board of director remuneration for 2017 , details as follows

Name	Position	Director Fee (Baht)		
		Director	Audit Committee	Total
Mr.Apichart Lee-issaranukul	Executive Chairman	215,000	-	215,000
Mr.Koichi Nagano	President	215,000	-	215,000
Mr.Thanong Lee-issaranukul	Director	210,000	-	210,000
Mr.Tadao Suzumura	Director	215,000	-	215,000
Mrs.Pimjai Lee-issaranukul	Director	210,000	-	210,000
Mrs.Pomthip Sethivan	Director	205,000	-	205,000
Mr.Krisada Vissavateeranon	Independent Director and Audit Committee Chairman	215,000	405,000	620,000
Mr.Chokechai Tanpoonsinthana	Independent Director and Audit Committee	215,000	285,000	500,000
Mr.Suchart Phisitvanich	Independent Director and Audit Committee	215,000	285,000	500,000
Mr.Picharn Sukparangsee	Independent Director	210,000	5,000*	215,000
Mr.Katsutoshi Iino	Director	195,000	-	195,000
Mr.Toru Tanabe	Director	200,000	-	200,000
Total		2,520,000	980,000	3,500,000

Remark Company only has Audit Committee

* Including meeting allowance with Audit Committee

The executive board remuneration

In year 2017 the company paid the remuneration for executive board as salary and bonus to 6 person amount 43.93 million baht

(2) Other remuneration

-None

7.5 Personal

Total employees as at March 31st, 2018 were 2,997 persons . The company paid for employee's remuneration in year 2017 were 1,316.98 Million Baht as salary , bonus , provident fund and other welfare such as Public transportation and Shift expense , details as follows:

Division	Male	Female	Total
Administration	45	55	100
Marketing	20	24	44
Production	1,525	1,302	2,827
Japanese	26	-	26
Total	1,616	1,381	2,997

The number of employees increased 3.46% from last year, during 3 year the number of employee are in this level that not any significant changing .

Policy of personal 's development

The company policies in employee training and development plans to all levels of employees about knowledge and skills to work , Foreign language , Mind development , and internships to study abroad, such as Japan, U.S.A and other country regularly.

That for 3 years ago, the Company does not have any conflict or dispute with employees and the company was awarded the Outstanding Labor and Welfare Labor continuously since 2006 – 2017 certification system and standard of Thai workers. (MRT. 8001-2546) complete level from the Ministry of Labor.

8. The Corporate Governance

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

The Board has set policy for directors, executives and employees such as Corporate Governance Policy, Code of Conduct that published and distributed to directors, executives and employees for acknowledgment and implementation. The Board has reviewed these policy annually.

8.1 The corporate governance policy

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

1. Develop Business Ethics or Ethics and Code of Conduct for the board and employees to comply with, ensure the compliance, together with review and update it.
2. Define structure, role and responsibility of the board and the executive clearly and appropriately
3. Require the board conduct performance self-evaluation
4. Create, maintain, and review the control system in respect with finance and operation, ensure the operational effectiveness and compliance with law and ethics, and manage risks by paying attention to red flag warning and unusual transaction.
5. Ensure that disclosure information is accurate, complete, in time, and in equitable manner for shareholders and stakeholders.
6. Develop reliable financial reporting procedure and inspection process, and assess the sufficiency of internal control, risk management, and effective monitoring system
7. Assure that the rights of shareholders and stakeholders are protected and treated in an equitable manner.
8. Resolve the conflict of interest with discretion and transparency
9. Develop environmental and social care system

The Board of Directors will report the results of the Company's policies and targets that conform with Stanley Group Policy, which is defined as a long-term and medium-term plan. Each year, there will be set the strategic and numerical targets, such as quality, cost, safety goals, both positive and negative factors are considered by the stakeholders will pay attention. There will be an annual policy briefing given to executives and information to employees as in document report.

8.2 Director

The structure of directors and qualifications of the Board is set out in the Board Charter as follows:

The Board of Directors consists of not less than 5 directors, and not less than half of the number of directors. All directors must reside in the Kingdom. As follows :

1. Executive Director: who is involved in routine management or authorized person.

2. Non-executive directors, including independent directors. At least one in three of the directors must be independent directors and not less than 3 persons

(1) Director Structure , The company has had director 3 groups as follows

The Board of Directors

Board of Directors consists of competent, capable, skilled, and experienced people who are qualified for the position.

Board of Directors as of 31 March 2018 consists of 12 members as follows:

1. Executive Directors: involving in managing day to day operations or have authority to sign and bind the company, total 4 peoples or 33.33% of total members.

2. Non-Executive Directors including independent directors totaling 8 people accounting for 66.67% of the total Directors. Four independent directors are accounted for one-third of the Board's total numbers which is in accordance with the provision of Securities and Exchange Act (No. 4) B.E. 2008.

All directors are qualified in terms of knowledge and experience required for company business operation and focus on performing their role. Independent directors meet the qualification as required by Securities and Exchange Commission.

Authority of the Board of Directors

The framework of the Board's duties and responsibilities includes organizational strategies, corporate governance, human resources management, financial reporting, information disclosure and communications as follows:

1. Organizational strategies Review and advise on key strategies and policies, financial objectives and other plans, including the Company's budget. Monitor the implementation of the Company's plans and policies.

2. Corporate governance , establish a policy of corporate governance and regularly evaluate the outcome in practice. Ensure that all stakeholders are properly protected and treated. Create a proper understanding on various matters among different classes of stakeholders and ask for their cooperation in enhancing the stability of the Company's business.

Determine the necessary procedures and mechanisms to ensure that all the Company's activities comply with the law and are carried out on a sound moral basis.

Make available the code of conduct or code of ethics, monitor the directors' and employees' compliance with these codes, and occasionally review and update them.

Prepare, maintain and review the financial control, operating control, corporate governance and risk management, and be alert to warning signs and irregularities on any transactions.

Establish an independent internal control unit with a precise definition of roles, duties and responsibilities.

Ensure that the existing structural and procedural requirements of the Board concerning corporate governance and the code of ethics are effective enough and may be adjusted if necessary.

Monitor and resolve any conflict of interests which may arise relating to management, the Board and shareholders, any illegal use of the Company's assets, and any irregularities on connected transactions.

3. Human resources management, to appoint the executive committee and evaluate their performance once a year. Appoint the Company secretary, whose main duties relate to Board meetings and shareholder meetings. The Company secretary's duties include providing legal advice to the Board.

4. Financial reporting Ensure that the financial reporting and audit system is reliable and that efficient mechanisms are made available to evaluate the adequacy of internal control, risk management and performance monitoring systems.

From the company's regulations, the authority of the Board of Directors are to take responsible for the company's business management, making decision and to supervise the business within the scope and law, as well as the company's objective and regulations, except the following topics that have to get approval from shareholders' meeting.

1. Anything that has been stated by law has to get the shareholders' conclusion.
2. Conduction of any related items that meet the criteria of getting permission from shareholders' meeting.

The Company setting for directors can serve as director in no more than 5 listed companies, there are no exceptions that for the efficiency of their duties.

The Executive Board of Directors

Consist of 3 directors and 3 executives, The role and responsibility is to develop policy and direction and inspect the implementation

Authority of the Executive board

To specify the company's business management policy and direction, as well as to audit the company's business result.

Audit Committee

Consisting of 3 independent directors; one of those has enough knowledge and adequate experience to review the reliability and accuracy of financial statement. Role and responsibility is clearly stated in the audit committee charter, amended for additional roles on 10 February 2017 to be in accordance with the notice from Stock Exchange of Thailand subject: Qualification and scope of work for audit committee B.E.2551.

Authorities of audit committee are as follow

1. To verify and assure that the Company's financial report is accurate and sufficiently disclosed
2. To verify and assure that the Company shall have an appropriate and effective internal control and internal audit systems. To consider the independence of the internal audit agency, as well as provide an

approval for an appointments, transfer, termination of the chief of the internal audit agency or any other agencies responsible for the internal audit.

3. To Review that the Company has acted compliance with the company's anti-corruption policy.

4. To verify and assure that the Company has acted in compliance with the law on Securities and Exchange, requirements of the Stock Exchange of Thailand, and other laws in relation to the Company's business

5. To consider, select, propose to appoint an independent person(s) to perform the duty as the Company's auditor. To propose remuneration for that person(s) and to participate in a meeting with the auditors without the management involvement at least once a year.

6. To consider connected transactions and any transaction that may have a conflict of interests by referring to the requirements of laws and the Stock Exchange of Thailand, to assure that such transactions are reasonable and resulted in maximum benefits to the Company.

7. To prepare a report of the Committee as disclosed in the Company's Annual Report which must be signed by the Chairman of the Audit Committee and must consist of the information as follows (at least):

- An opinion(s) about an accuracy, completion and reliability of the Company's financial report.
- An opinion(s) about the adequacy of the Company's internal control systems.
- An opinion(s) about an action in compliance with law of Securities and Stock Exchange, provisions of the Stock Exchange of Thailand or any related laws regarding the Company's business.
- An opinion(s) about an appropriateness of the auditors.
- An opinion(s) about any financial transaction that may have a conflict of interests.
- A total number of the Committee's meetings and each member's meeting participation.
- An overall opinion(s) or an observation(s) obtained by the Committee from the operation as required in this charter.

- Other essential information or transactions as deemed to be acknowledged by shareholders and investors under the scope and responsibilities assigned to them by the Board of Directors.

8. Any other operation as assigned by the Board of Directors with an approval by the Committee.

(2) The Audit Committee who adequate expertise and experience to audit creditability of the financial reports

Mr.Chokechai Tanpoonsinthana

2000-Present Independent Director and Audit Committee Thai Stanley Electric PCL.

2003-Present Independent Director and Audit Committee Chairman

Advance Information Technology PCL.

2013 – Present Independent Director and Audit Committee Witcorp Co.,Ltd.

Audit committee performs its duty by having the support from internal audit as an operation unit and report to audit committee. Also, the committee can asks for advices from independent advisor its expense is absorbed by the company.

The audit committee meeting must be held at least once every 3 months and there might be additional meeting if necessary. Executive or involved person might be invited to give information directly to the meeting. Meeting with auditor without executive attending must be held at least once a year.

Total numbers of audit committee meetings held during fiscal year 2017 are 9 times. Details of meetings are as follows:

- 5 meetings are among auditors, executives, and internal audit
- 4 meetings are only with auditors, no executive attended.

Name	Position	Board of Director Meeting	
		Number of Meeting	Number of Attend the Meeting
Mr Krisada Visavareeranon	Chairman Audit Committee	9	9
Mr. Chokechai Tanpoonsinthana	Audit Committee	9	9
Mr. Suchart Phisitvanich	Audit Committee	9	9

8.3 Nomination and appointment of directors and Top management

The nomination and appointment of directors of the Company not through the Nomination Committee because The Company is in the process of setting up the Nomination Committee. However, in nominate directors the board will consider the qualifications. This is in accordance with the Company's Articles of Association , -Selection and appointment process , as follows:

1. Have the qualifications required by law (i.e. the Public Limited Companies Act and the Stock and Exchange Act)
 2. Have knowledge, experience and expertise material to the Company's business
 3. Be a visionary leader able to express opinions independently of management or any group of stakeholders
 4. Work morally and ethically with an unblemished work record
 5. Be able to dedicate enough time to working as the Company's director. And the number of listed companies that each director to be director not more than 5 companies.
 6. Not be a director or executive of any entity that has a conflict of interests with the Company
- The Company has no restrictions on the qualifications of its directors in terms of gender and age, to ensure the diversity of the board structure.

The appointment to be director will be proceed belong to the Public Limited Companies Act.

(1) Independent Director

The Company's setting definition of Independent Directors to be on a level of the Capital Market Supervisory Board's definitions No. TorChor. 14/2552 No.16 details as follows:

1. Hold not more than 1% of the voting shares in the company, its subsidiaries, associates, or related companies, major shareholder or person with controlling power over the company, whilst the number of shares held by any related person of such an independent director must also be counted.

2. Have not been or are not involved in the management, employees, wage earners, advisors on the payroll of the company, its subsidiaries, associates, or equivalent companies, major shareholder or person with controlling power over the company except when such qualifications have ended for more than two years, provided that such restriction or prohibition shall not apply to an independent director who has been a government authority, which is the major shareholder of the company or the person having controlling power over the company.

3. Are not related by blood or registration as parents, spouses, siblings, or children, spouses of any of the children to members of the management, major shareholders, those exercising control, or those about to be nominated as members of the management or those exercising control over the company or subsidiaries.

4. Do not have and have not any business relationship with the company, subsidiaries, associated companies, major shareholders or those exercising control over the company in the manner in which independent discretion might be affected, and not be and have not been a substantial shareholder of or a person having power to control the person that has business relationship with the company subsidiaries, associated companies, major shareholders or those exercising control over the company unless such an independent director has not been a person referred to above for at least two years.

Business referred to in the first paragraph above shall meant to include any ordinary course of business or trade for business engagement purpose, any lease taking or lease out of any property, any transaction relating to asset or service, any financial support or acceptance of financial support by way of either borrowing, lending, guaranteeing or collateral providing or any other manner similar thereto that could result to an obligation required to be performed by the applicant or the party thereto in an amount of three percent or more of the net tangible asset value of the applicant or twenty million baht or more, whichever is lesser. In light of this, the method for calculating the value of connected transaction pursuant to the Capital Market Supervising Committee's Notification, Re: Regulations in respect of an Entering into a Connected Transaction shall be applied mutatis mutandis for the purpose of calculation of such amount of debt of the applicant, provided that the amount of the debt incurred during the past one year prior to the date on which such a business relationship with such a business relationships with such person exists.

5. Is not and has not been an auditor of the company, subsidiary, associated company, major shareholder or those with controlling power over the company and not be and have not been a substantial

shareholder of , a person having power to control over , or a partner of any auditing firm or office in which the auditor of the auditor of the company , subsidiary , associated company , major shareholder or those with controlling power over the company unless such an independent director has not been a person referred to above for at least two years.

6. Is not and has not been a professional advisor , including legal or financial advisor who obtains fee more than 2 million baht a year from the company , subsidiary , associated company , major shareholder or those with controlling power over the company and is not and have not been a substantial shareholder of , a person having controlling power over , or a partner of any of such professional service provider firm or office , unless such an independent director has not been a person referred to above for at least two years.

7. Is not a director appointed as a representative of a director of the company , a representative of a major shareholder of the company , or a representative of a shareholder of the company which is a related person of the major shareholder of the company.

8. Does not engage in any business with similar nature as that of the company and is competitive with the business of the company , subsidiary or is not a substantial partner in a partnership , a director participating in any management role , an employee or officer , an advisor obtaining regular salary from , or a shareholder holding more than one per cent of the voting shares of accompany engaging in any business with similar nature to the company or subsidiary.

9. Does not have any characteristics which will inept the ability to provide independent comment or opinion on the operation of the company.

Process of recruiting independent directors

The appointment independent director not yet approve by nomination committee because of in considering process to setting but the board of director considered the qualification due to their knowledge and capability will benefit to the company and The Company has no restrictions on the qualifications of independent directors in terms of gender and age, and not yet fix term end of the independent director.

Business relationship of independent directors - Have , 1. The company paid for law service to Bangkok Global Law Offices that Mr.Picham Sukparangsree be director in amount 0.78 million baht , this transaction was not over than the company 's definition ,

The election of directors through at the shareholders' meeting , as follows

1. Provide that shareholders vote for the election of directors by shareholders or other person who is not a shareholder. Each shareholder shall have one vote for each share

2. Each shareholder shall exercise all votes applicable under (1) for the appointment of one or more Director, provided that the votes of any shareholder shall not be divisible and shareholder voted one by one for one director.



บริษัท ไทยสแตนเลย์ไฟฟ้า จำกัด (มหาชน)

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