

“Moving forward for the future”



# ANNUAL CSR REPORT 2013

รายงานประจำปี 2556 บริษัท สุภาลัย จำกัด (มหาชน)  
SUPALAI PUBLIC COMPANY LIMITED

# SAVE ENERGY





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## President's Statement

From the beginning, the objective is to establish “Supalai” to be the leading real estate development company in Thailand by focusing on being an organization with sustainable business practices through corporate governance. The Company recognizes the satisfaction of all concerned stakeholders according to vision called S P L, which stands for SUPALAI meaning to recognize and emphasize importance of all relevant parties.

- S** Superiority means the superiority of goods, services and management.
- P** Profitability means profit and return, with the emphasis on the profits for every party concerned, namely, customers, employees, contractors, society and shareholders.
- L** Longevity means longevity, permanence.

By adhering to S P L vision since its inception, “Supalai” determines its Corporate Social Responsibility policy together with the Company’s operations for over the past 24 years which is the source of the slogan “SUPALAI...WE CARE FOR THAI SOCIETY”

The Company has strived to create a good home with an emphasis on Green Design concept by applying energy-saving innovations, which are environmental friendly in order to provide residents a comfortable, peaceful living and energy saving homes, of which the quality has been guaranteed by relating winning award received from the Ministry of Energy. In addition, Supalai has also received the Award for Listed Company with Excellent Operational Results, Rassadapipat Award, Award for Excellent Property Development Company of Thailand and Award for Excellent Property Development Project, etc.

Furthermore, “Supalai” has also organized seminars on diverse topics including mindfulness meditation, development of landscapes in religious premises, activities to strengthen family relationship, etc. in order to impart knowledge to the public, customers, employees and society at no cost, while looking after the employees with in the organization with good welfare so as to be truly happy in working.

Finally, I would like to thank all parties involved with Supalai, namely, customers, trading partners, shareholders and employees, etc. for all efforts with the intention to achieve social responsibility mission. This is an important driving force towards prosperity and sustainability of the organization

Mr.Prateep Tangmatitham  
President

# Getting to know Supalai:

## An organization with state-of-the-art innovation and management in advancing towards sustainability

Many people asked how “Supalai” manage to be an organization with sustainable growth.

“Supalai” uses a streamlined, flexible management approach without attaching to traditional management pattern and is always open to a wider perspective. We combine scientific and artistic creativity that always evolves into something better on the basis of legitimacy, good professional standards, ISO 9001: 2008 International Standard and our commitment to our customers altogether with morality, ethics and good manners.

Supalai uses ISO: 9001 Version 2008 as a management tool; we have a Plan-Do-Check-Act list for all employees to follow under the same standards, contributing to a more efficient and timely operation which enable us to better meet our customers’ demand. More important, all working processes can be traceable. Also, we take very good care of our customers’ documents. All of our contractors, employees, consultants and suppliers are under a stringent quality control. Our employees’ competency has also been developed to better fit the job positions. Even before we applied ISO in our organization, Supalai is the first real estate developer that has quality control (QC) sticker and warranty attached to major parts of houses before delivery to the customers.



Let's see some of the state-of-the-art management examples in “Supalai” style

### 1. Naming “Supalai”

“Supalai” is an innovative naming. The name which has never been used by anyone before is a compound word formed of “Supa + Alai”, “Supa” means good, prosperous, propitious. and “Alai” means dwellings. When combined as “Supalai”, the word means propitious dwellings.

Before the name “Supalai” was created, a variety of names of existing property development companies had been searched through. Many companies are found to use foreign names while some use figures as their names. Some names are even five-syllable long. Finally we got the idea by determining the “naming rules” first: what kind of name did we want and what kind most people like, ensuring that we will get the name other people like and we will be also satisfied with.

As a Thai company we are, we set rules that our name must be a **Thai name** with **no more than three syllables** to make them easily recognized. The name **must refer to land - buildings**. People should know what business we do by our name. Moreover, the name should be **easy for foreigners to pronounce** and **also sounds beautiful when pronounced**. And absolutely, it must be unique.



The **Pali-Sanskrit** words were chosen since terms of reverence or royal words usually use Pali or Sanskrit words which sounds better and more elegant.



The English abbreviations **S P L** from **SUPALAI** also have good meanings, that is, **S is Superiority**, which means excellence in products, services and management, **P is referred to Profitability** for all parties involved: customers, employees, contractors, society and shareholders, **L refers to Longevity or sustainability**. In addition, the word “Supalai” can be used as a prefix for every housing project such as Supalai Lake, Supalai Park, Supalai Place, Supalai Ville, Supalai Premier. This method also makes known of the name “Supalai” faster, better and more cost-effective.

## 2. Project feasibility analysis

A feasibility study is suitable for newly initiated projects, especially a complicated one. There is, however, no need to undertake a feasibility study if the new project is similar to the existing ones, or, for example, the case where the Company purchases a plot of land adjacent to the existing project at lower cost.

Currently, the project feasibility study still has many shortcomings. In particular, out-of-date data is often used despite the fact that the study results will be used in the future. Also, the study with too many details that takes too much time will also deliver only outdated results.

Sufficiently detailed feasibility study that consumes moderate time will enable the Company not to miss an opportunity to buy a beautiful plot of land.

“Supalai” is a property development company that creates many suburban horizontal housing projects and high-rise condominium buildings in the city center. Not only that, the Company also develops housing projects in provinces and, therefore, possess a huge and reliable collection of information to support and expedite its project feasibility study. Moreover, “Supalai” has developed a compact and concise MODEL that can timely produce a thorough project feasibility study and investment analysis results with minimal risks.



## 3. Marketing

“Supalai” have developed pricing strategy by providing five different terms of payment for condominium buyers according to their individual capabilities and relying on the present value and the minimum lending rate of the Company’s major creditor banks. Customers are more satisfied with this strategy and they purchase more. The company has great success in such technique.

Due to the economic crisis in 1997 together with the lower lending interest rate, a more stringent consumer protection and some weaknesses during the construction period that some home builders do not want their customers to see, there has emerged a new trend of **readily-built home for sale** to ensure the customers will get the houses they have purchased.

“Supalai” offers both **readily-built houses** and **made-to-order houses**, but most houses sold are **nearly-complete houses** to let customers see the progress of construction and feel confident that the houses will be completed on schedule since there is only a small amount of work yet to complete. In such cases the Company can control the costs and construction time well while commitments made to customers are honored and there is less risk of holding stock and less burden of the interest cost.

Readily-built houses are available for customers who want to promptly move in. Meanwhile, some customers who prefer to choose location first and move to a new house in the following year may choose made-to-order houses.

In our marketing communication, advertising and public relations to make known of our projects, the Company gives straightforward and clear information, sometimes the messages are informative e.g. energy-saving houses. All of them are for the satisfaction of customers, and to build up confidence and reliability of Supalai among customers in the future.



#### 4. Design

“Supalai” wins most of “energy-saving house design awards” from the Ministry of Energy, and it is the only listed company on the Stock Exchange of Thailand that receives an energy-saving label, ensuring that the houses are cool and comfortable while saving 26-30% in electricity costs.

With an emphasis on Green Design since before the year 2005, the Company’s condominiums and houses are spacy and airy, with insulation and sun roof installed and trees planted to block sunlight. The open kitchen is well ventilated. The use of lightweight bricks and green reflective glass helps make the home cooler. The Company chooses only **Green Products** which is environmental-friendly and cause no pollution. The houses and condominium are designed to be comfortable, incorporated with durable beauty and functionality. Bathrooms are divided into two functional areas; wet and dry. In the master bedroom, walk-in closet is provided, thus reducing air-conditioned area, saving electricity cost.

In addition, the Company also takes into account the design of the house to promote family relationship. The staircase is in the middle of the house which is convenient for everyone to use and see each other. There is also a common area for family members to do activities together.

Supalai's landscaping and interior design tend to be energy-saving as pollution-free and energy-saving materials are used. Landscaping, gardening, and planting trees also help reduce the absorption of light or heat.



Supalai Grand Tower Building is another example of an outstanding innovative design which no one has ever done before. The building is oval-shape, which is aerodynamic. It has less wall areas around the building compared with the typical rectangular buildings. As a consequence, the construction cost is lower while the building receives less heat from outside, which helps save the energy.

## 5. Value Engineering

“Supalai” applies value engineering or VE with all parties involved in order to obtain a suitable building patterns that are effective and efficient for all parties involved i.e. customers, residents, designers, building contractors, material and equipment suppliers, and the Company as an developer as well as social community around the building.

“Supalai” is one among the first group of operators who enable collaboration among designers, manufacturers and distributors of concrete and building contractors, resulting in a use of high strength concrete at the market price (formerly, high strength concrete was only used in high rise or special buildings at very expensive prices). Using high strength concrete makes the building stronger and customers also benefit from improved living thanks to smaller structure poles needed. Moreover, construction is faster and more economical.

“Supalai” design has been developed to reduce machinery dependence. Rooftop water tanks were designed to locate in proper place and height to cut the need of water pump in the top tier. Temperature in the elevator machine room is not high, no need to have insulation or air-conditioner installed, while water pressure is more stable. Apart from huge sum of investment cost, machines are always come with electricity cost, maintenance throughout service life, but an independent system like Supalai's can be used all the time at no cost.

An application of Value Engineering (VE) makes the buildings of Supalai perfect in the overall picture. All systems are balanced, the buildings are beautiful, durable and economical while residents feel comfortable in their buildings. These qualifications become new and exclusive standards of Supalai. The Company still collects new information to constantly continue development and remove obsolete data. As time changes, taste and demand of customers change too. The Company, therefore, has to keep abreast of the customers' ever changing tastes and demand.

## 6. Construction

Instead of using only large-sized construction contractors, “Supalai” employs “large”, “medium” and “small” ones because each of them has different advantages – disadvantages. Large contractors definitely have more investment budget and machinery and equipment availability but are less flexible. Meanwhile, though medium and small contractors have less budget and machinery and equipment available, they are more flexible. Therefore, the Company considers and assigns work to them as appropriate. Some supportive measures are also given to medium and small contractors e.g. financial support, fast payment, and provision of some construction materials.

All contractors are required to work according to ISO 9001:2008 and QC system requirements.

“Supalai” focuses on the details of the construction, it prepares Shop Drawing for power and water supply systems and ensure that all houses are built under the same standards by using the same pattern and the same materials.

In addition, there is also a set of standards for construction contractors and supervisors to follow, ensuring every house passes standards and supervision of Supalai. All details of construction and quality control of each house are also compiled in a book and kept in the same place for easy review.

“Supalai” has been developing construction system and system for selection of materials, roof structure for instance, was formerly made from painted steel shapes before changing to TRUSS structures which are better in qualifications e.g. anti-rust better, consume less volume of steel. The Company is among the first property developers to use such material in its housing projects. The Company has also applied G4 lightweight bricks with standard prevention of noise, fire and heat in the housing projects. G4 brick is one core component of the Company’s award-winning energy-saving house. The award was given by the Department of Alternative Energy Development and Efficiency.

The Company also provides residents with a home instruction manual. This manual advises them how to take care of their new home. Besides, this is another innovative thing provided for the benefits of Supalai customers.



## 7. Procurement

“Supalai” uses different approaches to buy plots of land, depending on objectives and need of the sellers. For sellers who prefer higher prices and do not mind to receive late payment, an aval may be issued, but for some sellers who prefer prompt payment whereas price is negotiable, appointment to transfer land ownership would be expedited and payment would be made in cash. These approaches help to make the Company’s land acquisition easier.

## 8. Account Receivable Management

After the economic crisis in 1997, some customers of “Supalai” were unable to receive ownership of land as agreed in the contract, the Company had, therefore, offered a flexible way out that has least effect on customers as follows.

1. Customers whose family member died or were seriously ill were reimbursed with the entire down payment without penalty or any charge.

2. Customers whose some family members were unemployed and thus could not apply for a loan from the bank were recommended to terminate existing contracts and maintain the down payment with the Company, wait and come back to buy a new house later when the situation improves.
3. Customers whose monthly income had been reduced and felt uncertain about their capability to pay for home loans were recommended to shift to another house where price is lower.

## 9. Meetings

Many companies usually arrange meetings to brainstorm solutions to their problems, make decisions etc. Sometimes there are too many people at the meeting, too many meetings have been held, or too small issues have been discussed at the meetings. As such, the meeting is not worth arranging as considerable amount of time would be lost.

The meeting of the 30 people for 3 hours becomes 90 hours in total, which is equal to one person does his job for over 11 days, for instance.

Sometimes the resolution of the meeting that came from one person one vote principle gives a deviated result from what it should be, because people have unequal knowledge and experience.

One of the world leading companies in Bangkok have as many as 14 meeting rooms for approximately 300 employees. The meeting rooms are located separately on different floors. On the contrary, some companies terminate meeting rooms on different floors and gather them in one place to reduce the cost of space rental and equipment required. Flexible design may be applied to this concept by arranging the meeting rooms to be able to merged and extend as a large one when needed.



## 10. Financial Management

“Supalai” has been rated as premium customer by commercial banks, most of which provide both short-term and long-term loans to the Company at relatively low interest rates. The Company can, therefore, manage the interest burden.

Although the Company has been so well trusted by banks, it has been also prepared to look for other financing sources in which investment cost is lower than the borrowing rates of financial institutions. At good timing and opportunity, the Company has raised capital through issuance of debt instruments or equity instruments e.g. short-term bills of exchange, of which the cost is lower than seeking loans from financial institutions. To prevent liquidity problems that may occur when the bills of exchange are redeemable, the Company has set criteria that, short-term bills of exchange would be issued only when the Company has a long-term credit line backed up.

## 11. After-sales service

“After sales service” is important. This definition covers services and maintenance of home, utility system, and community services. Supalai has forwarded this concept and policy to all parties who have contacted with the residents. All of our employees are trained to have service minded and be “thoughtful” in the after-sales service. When a customer complains about something, all possible approaches must be used until the problem gets resolved and the customers are satisfied.



“Supalai” reiterates to its employees to have good manners, courtesy, humility, and also be “attentive”, patient, punctual; give customers advice or promptly take action for them.

Apart from instilling attitude to the employees, the management must be their role model. Every Supalai executive needs to go out and check the project site at least once a month to see what’s going on and take information back for further improvement and development.

In addition, “Supalai” has set up Supalai’s Smart Center to give general information of the Company and also receive customers complaints. All complaints and maintenance requests of the projects would be recorded here and forwarded online to the responsible projects. These information are statistics, and there is also a system to follow up if the request has been responded or not. This system makes our customers more satisfied.



## 12. Customer Service

“Supalai” has continued to develop an innovative customer service system to facilitate prospective buyers, for example, an online reservation system has been introduced in its new housing project where the prospective buyers can browse a unit layout to see available units and reserved units in real time. This online reservation system has facilitated and expedited the services of the Company.



In respect of home loan payment, Supalai provides various innovative payment systems. In the past, house or condominium buyers had to go to the project site or sales office to pay their downpayments, which was rather inconvenient. Now the Company has simplified payment

system where the customers can pay their downpayment via any bank counter and Automatic Teller Machine (ATM). The customers can use Supalai VIP Card that has barcode and magnetic strips on the back. ATM laser will read the data automatically, no need for customers to key anything but the sum of money they want to pay. Supalai also negotiated with the banks to reduce service charge for payment by direct debit to credit card account or bank account and the Company is also responsible for all charges for customers. These innovative payment systems have been initiated by Supalai before the banks extended to other property developers.

From the above examples, it is apparently seen that the management on the basis of codes of ethics and good conducts, incorporated with ultra-modern management innovation, does not result in lower profits as many people think. It can be seen that management can always be **developed into something better**.

If we have **dynamic and adaptable properties**, not stick to traditional theory, or something we are already familiar with, we will surely be able to create an unlimited innovative new management like a boundless sky. Beyond the sustainability of the organization, these innovations bring about benefits and satisfaction to stakeholders in all sectors, which are altogether an important driving force for Supalai to be a sustainable organization forever.

# SPL Philosophy is CSR Vision of Supalai



## Supalai Business Strategy Reflects Principles and Practices According to CSR Principles.

SPL stands for Supalai which is not only the business philosophy of the Company that focuses on the excellence of the products, services, management, creation of satisfaction to the stakeholders or all business sectors involved and continual business operations with stability. It is also the CSR vision of the Company that envisions the future and lays down strategic management foundation for sustainability and social responsibility of the organization as detailed below.

### Philosophy of Supalai:

**S Superiority:** emphasizing the excellence of goods, services and management. Superiority in creating quality products, services and management for maximum satisfaction of customers, which is an important factor contributing to Supalai's being a leading company in real estate development with continual growth.

**P Profitability :** emphasizing the profits for all parties concerned as follows:

Customers	: to gain profit in the form of money or life reward.
Employees	: to receive salary, bonus and good welfare.
Contractors /trading partners	: to get fair prices.
Society	: to gain benefits from the Company's development projects.
Shareholders	: to receive appropriate dividends from shareholding.

Supalai has adopted management policy which helps generate profits, returns and satisfaction that finally bring happiness to stakeholders. This policy is the CSR vision underlying the Company's responsibility for providing benefits and happiness to the society, which covers two main groups of stakeholders who are directly and indirectly involved in the Company's business.

**L Longevity, permanence:** operating business continually with stability, and joining the Stock Exchange of Thailand.

For better understanding and clarification on how Longevity Philosophy is related and connecting to CSR vision, it is necessary to refer to part of the ISO 26000 standard rules governing corporate social responsibility to substantiate as follows:

"CSR is the matter regarding how organization responds to economic, social and environmental issues with the aim to contribute to the public, community and society. In addition, it is also involved with the roles of business organizations in the society and the society's expectation of such organizations. These activities must be made voluntarily and the management must be involved as well. Also, such activities must be evaluable in three dimensions, that is, in terms of economic, social and environmental aspects, which will eventually lead to sustainable development".

SPL philosophy of Supalai has been an approach for organizational management since its inception in June 1989, which means that, for more than 24 years and stepped to the 25th anniversary, Supalai Public Co., Ltd. has CSR vision and implementation in its business practices leading to the slogan "SUPALAI...WE CARE FOR THAI SOCIETY". Evidently, it has been recognized by the society in general that the Company has been growing steadily and continually to become one of the current leading real estate development companies in Thailand.



# Policy : on Responsibility Toward Community, Society and Environment

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Supalai Public Company Limited is committed and attaches importance to business operations with the responsibility towards communities, society and the environment in order to achieve sustainable development in terms of economic, social and environmental aspects by taking into account interest of related stakeholders in the project area as well as the society in general. This is to return benefits to the community, the society and the environment on a sustainable basis. Such policy also covers the operations of the subsidiaries and associated companies as approved by the resolution of the Board of Directors' meeting No. 12/2555 held on 18 December 2012, of which practical guidelines are as follows :

1. The Company shall raise awareness among the Board of Directors, executives and employees regarding responsibility towards communities, society and environment.
2. The Company should take advantage of natural resources only as needed by causing least impact and damage to the communities, the society and the environment as well as the quality of life of the people. It also encourages the reduction of energy and resource consumption.
3. The Company shall cooperate in the implementation of standards or agreements on issues intended to help protect or reduce impact on the environment.
4. The Company prepares projects and activities for community development in the areas of its projects and the society in general with the emphasis on improving the quality of life, conservation of nature, environment, culture including the development of community economy.
5. The Company communicates and creates understanding of its operation in the communities in which it has set up the projects and ready to listen to opinions or feedback in order to ensure successful operations and provide benefits to the communities.
6. The Company creates understanding for the stakeholders by providing information on the operations and the responsibilities as an organization for the community, society and the environment.
7. The Company aims to create understanding and communicate with the society on the status and facts regarding the operations of the Company as well as the responsibility for the community, society and environment without concealing the fact that can be disclosed and cooperate in providing information to investors, shareholders, and other interested parties in a timely manner.
8. The Company provides supports to projects and activities of government sectors and the society in relation to the business of the Company by significantly taking into consideration the public interests as well as the provision of assistance in times of natural disasters.
9. The Company encourages and supports the directors, executives and employees to participate in corporate social responsibility activities.
10. The Company provides supports for public activities beneficial to the community, the development or improvement of the environment, charitable organizations as well as local events.

11. The Company is engaged in social activities by providing support in cash and kind to activities to maintain the traditions and culture. It has also been a good follower of religion and provides supports to religious activities on a regular basis.
12. The Company provides support to educational activities, development of professional knowledge, and ability in sports as well as providing assistance to the less fortunate.
13. The Company provides support and assistance to the society and communities as well as the victims of disasters on a regular basis.
14. The Company promotes and supports the design, research and development of products for the conservation of energy and environment.
15. The Company has launched a campaign to raise awareness regarding the environment and natural resources through activities with continuous employee involvement.
16. The Company provides support to the society and organizations for the conservation of the environment including the support for dissemination of environmental information to create good image and understanding of the Company's environmental management.
17. The Company has cultivated the concept of environmental responsibility among its employees in order to understand the importance of caring for the environment by providing trainings on environment on a continually basis.

Please be informed for your acknowledgement.

Notified on this 19th day of December 2012



Mr. Prateep Tangmatitham  
President





# Sustainable Business Practices



## Corporate Governance

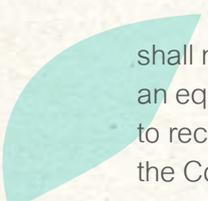
The Board of Directors of Supalai Public Company Limited is well aware of the importance of corporate governance and responsibilities to the society in the belief that good corporate governance will be a key element in enabling its business to achieve success. It will also create confidence that there is efficient management system with transparency and accountability to ensure confidence of shareholders, investors, stakeholders and all parties concerned, which will bring about sustainable growth with quality and add value to the business.

The Board of Directors understands its roles, duties, and responsibilities to the shareholders, as well as various parties concerned, and is determined to conduct business under good corporate governance principles in accordance with good practices or regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission as well as other concerned regulations. In addition, the Board of Directors has adopted and reviewed the policies including their implementation on part relating to 5 chapters of corporate governance, which consist of the following:

1. Shareholders' Rights
2. Equitable Treatment of Shareholders
3. Roles of Stakeholders
4. Information Disclosure and Transparency
5. Board Responsibilities

Meanwhile, the directors, executives and all employees as well as employees of the subsidiaries and associated companies have complied with such corporate governance policy as well as relating policies as specified in the following details:

### Chapter 1 : Shareholders' Rights



The Company recognizes and attaches importance to the rights of shareholders. It, therefore, shall not violate or reduce the rights of shareholders, instead, the basic rights will be provided to them on an equal basis, such as the right to purchase and sell or transfer shares, repurchase of shares, the rights to receive dividend, to have a share in profit of the business, to receive sufficient data and information of the Company, to attend the shareholders' meeting to exercise their rights in the shareholders' meeting to appoint or remove directors, auditors and matters having impact on the Company, etc.

The Company has observed the policy on treatment of shareholders by requiring that the Board of Directors respect the rights and treat all shareholders equally, especially the small shareholders, foreign shareholders and institutional shareholders, not limiting to only legal rights. The Company has performed its duties and operated business with honesty, transparency and accountability towards shareholders, while managing and caring for the Company's assets not to be depreciated, lost or wasted. It also shall not do any act for personal gains or the gains of related persons. The Company also has the policy to facilitate and encourage every shareholder and shareholders who are institution investors to attend the Company's shareholders' meetings, while ensuring that the policies are observed in order to conduct the meeting in compliance with the laws and guidelines for shareholders' meetings. Furthermore, in organizing the meeting, the Company shall take into account the convenience of the participants by not organizing the meeting on traditional holidays or holidays of commercial banks. Also, it shall conduct the meeting during appropriate period, that is, during 8.30 - 17.00 hours and the venue is at the headquarters of the Company, which is in the area of Bangkok, and convenience is provided such as having the staff to provide sufficient convenience, to check documents and provide lunch for shareholders attending the meeting, while convenience is provided for the elderly and the disabled as well as security system and emergency plan for the participants.

## Shareholders' Ordinary Meeting

In each year, the Company will arrange a shareholders' ordinary meeting within not more than 4 months from the end of its fiscal year. Being aware of the shareholder rights, and to enable them to fully exercise their rights in the meeting, the shareholders are given an opportunity to propose the agendas for the meeting as well as the list of persons to be appointed as Company directors, and advance questions to the Company in both Thai and English, via the Company's website ([www.supalai.com](http://www.supalai.com)) at least 3 months prior to the closing date of the accounting year of the Company. In the past year, the Company had already notified its shareholders via the SET and its website since 1st October 2013 until 7th January 2014, for maximum benefit to the shareholders, the Company has posted in its website the criteria and supporting information, both Thai and English, for the meeting to give its shareholders time to study the information before the meeting. On the date of the shareholders' ordinary meeting, the Board of Directors, advisors to the Board and the executives responsible for finance-accounting would attend the meeting and be ready to answer questions.

In 2013, the Company organized the annual ordinary meeting on 22 April 2013 at Supalai Grand Tower, Rama 3 Road, Bangkok. During the year, there would not be the extraordinary meeting of shareholders. To come to the meeting, shareholders can travel conveniently by many routes, such as

- Take the expressway via Dao Kanong and take Rama 3 exit (Chongnonsi-Nang Linchee road) then take the flyover bridge of 1 junction and turn left and pass through the tri-section traffic lights, go straight for 500 meters, then make a U-turn, Supalai Grand Tower is on the left.
- Take Bhumipol 1 Bridge and Bhumipol 2 Bridge from Suksawad road or Samut Prakan Province or Samut Sakorn Province to the exit on Rama 3 road, after reaching the traffic lights turn right, go straight for 500 meter, then make a U-turn, Supalai Grand Tower is on the left.
- From Thapra junction, go to Krungthep Bridge and to Rama 3 road, then get on the flyover until seeing the Head Office of Krungsi Bank (on the right), then do not continue on the bridge but go on normal road, Supalai Grand Tower is on the left.
- From Asok-Sukhumvit junction, come straight passing Sirikit National Convention Center and on the flyover bridge at Klong Toei to Rama 3 road and on through 2 junctions floyover bridges. After leaving the bridge and passing the tri-junction before getting on Bhumipol 1 Bridge, go straight for 500 meters, then make a U-turn, Supalai Grand Tower is on the left.
- From Silom-Sathorn, take Narathiwat Ratchanakkarin road until reaching Rama 3 road, then turn right and go through the tri-junction before the road to Bhumipol 1 Bridge by going straight for 500 meters, then make a U-turn, Supalai Grand Tower is on the left.

## Meeting Invitation

Thailand Securities Depository Company Limited the Company's share registrar, is responsible for forwarding an invitation to attend the meeting along with supporting documents for various agendas with adequate details for decision making as well as proxy forms and annual report to the shareholders not less than 21 days before the date of the meeting. To give its shareholders and institutional investors time to study details of each agenda and to make preparation for proxy where it's not convenient to attend the meeting on one's own, the stamp duties for affixing on the proxy forms are also provided free of charge to lessen the burden of shareholders.

Furthermore, the letter of invitation, supporting documents and proxy forms, both Thai and English, would be posted in the Company's website ([www.supalai.com](http://www.supalai.com)) more than 21 days before the meeting, as another channel of information for shareholder such is the same information forwarded by the Company to its shareholders in documentation form. The meeting notification would also be advertised in the newspaper 3 consecutive days before the meeting 14 days.

The Company always informs its shareholders in the letter of invitation to attend the meeting of their legal voting right, principle and procedure. There would not be any other agenda added without prior notice except in case of urgency arisen after forwarding the invitation letter, or upon any urgency relating to or affecting the shareholders' interest and it is necessary to propose that as a special agenda. In such case, the Company would urgently call an Extraordinary General Meeting of which the Company Secretary will take the minutes of the meeting properly and completely of every agenda to be further examined by its shareholders.

One or several shareholders with not less than 1 percent of paid-up capital and with shares held consecutively for not less than 1 year and still held on the day of nomination may nominate a person for election as a director. In this regard, the Nomination and Remuneration Committee will screen the lists proposed by the shareholders to see whether the persons nominated are qualified or not, accordance with the criteria for Nomination of Qualified Candidate for Directorship, has announced via the company website since 1 October 2013.

As regards remuneration for the directors, the Company has complied with the policy on criteria on proposing to shareholders and considering the remuneration for directors by appointing the Nomination and Remuneration Committee to consider the form and criteria for payment of remuneration to directors. Such remuneration has been considered by taking into account the remuneration of similar groups of industry and the expansion of the business, which will be furthered to be considered and approved by the annual shareholders' meeting. The payment of remuneration to directors has been made in compliance with Section 90 of the Public Companies Limited Act, which stipulates that "the payment of remuneration to directors shall be in accordance with the resolution of the shareholders' meeting with not less than two-third of the votes of shareholders attending the meeting", whereby monthly remuneration, gratuity and meeting allowances would be set out and the Company would propose to be considered by the shareholders at every annual ordinary shareholders' meeting. Also, the Company shall not pay any cash or kind to directors unless it is the remuneration according to the rights and benefits on a normal basis in the position as directors of the Company. Such policy has been publicised on the website of the Company ([www.supalai.com](http://www.supalai.com)) in order to inform shareholders and the general public.

### **Shareholders' Meeting Procedures**

On the meeting date, the Company would have registration officers ready 2 hours before the meeting and until the end of the meeting to provide convenience to shareholders and proxies who attend the meeting. In addition, there has been an application of e-Registration for the Annual General Meeting (AGM) as well as the e-Voting system beginning from the preparation of information for the members attending the meeting, printing of voting ballots and compiling of voting results according to the agendas and minutes of the meeting to facilitate the shareholders' meeting as well as organizing a reception for shareholders attending the meeting.

Before the meeting begins, the chairman would inform the meeting clearly of the voting and vote counting procedures for each agenda under the articles of association, as well as the requirement that the voting ballots be used for every agenda in order for the shareholders to exercise their voting rights as may be deemed appropriate for each agenda.

Explanation on voting procedures and vote counting are as follows:

1. One share shall be counted one vote and the majority of votes shall be deemed resolution. In case of an equality of votes, the Chairman shall be entitled to a casting vote distinguishing from that he has in the capacity of shareholder.
2. Any shareholder who has in a resolution a special interest shall not be entitled to exercise the right of proxy to vote, and the Chairman may ask him to leave the meeting temporarily. However, there is no prohibition for the voting for election or removal of directors.
3. Shareholders attending the Meeting in person can cast votes as they wish on the ballots handed to them at the time of registration. The proxy appointed by the shareholder can also cast votes as directed by the grantor specified in the Proxy Form, and deliver to the staff to be recorded together with the votes that the shareholders have in advance given proxy to the independent directors proposed by Company.
4. The chairman will inform the Meeting of all voting results in each agenda. The votes as counted will include all votes per directions of all shareholders that appointed proxies. Each agenda will use the latest number of shares under possession of shareholders present in the Meeting.

For the selection of directors, the vote would be cast individually, whereby the Company would nominate names to be voted one by one. For transparency of this agenda, every shareholder who either votes for, against or abstains, was required to vote by using ballots, which would be collected by the officers after all the votes have been cast.

The Company attendees would also be given an opportunity to raise questions or to give opinions with reasonable time for discussion. The issues of the questions and answers would be recorded in the minutes of the meeting in order to inform the shareholders who had not attended the meeting, and the chairman would conduct the meeting according to the agendas and would not add any agenda without notifying the shareholders in advance.

In 2013, the Company organized the annual ordinary meeting on 22 April 2013 at Supalai Grand Tower, Rama 3 Road, and Bangkok. On the meeting date, the Chairman presided over the meeting and the chairman of every Sub-Committee, the Board of Directors and the executive in charge of finance – accounting, totaling 11 persons, had attended the meeting by the concerted as follows:

- |                      |                  |  |
|----------------------|------------------|--|
| 1. Mr.Prateep        | Tangmatitham     | Chairman of the Board  |
| 2. Mrs.Ajchara       | Tangmatitham     | Director   |
| 3. Mr.Atip           | Bijanonda        | Director   |
| 4. Mr.Prakit         | Pradipasen       | Independent Director and Chairman of the Audit Committee                           |
| 5. Mr.Prasob         | Snongjati        | Independent Director and Chairman of the Nomination and Remuneration Committee     |
| 6. Dr.Virach         | Aphimeteetamrong | Independent director and Chairman of the Corporate Governance Committee            |
| 7. Mr.Anant          | Gatepithaya      | Independent Director and Chairman of the Risk Management Committee                 |
| 8. Assist.Prof. Awin | Bijayayodhin     | Independent Director   |
| 9. Mr.Prasas         | Tangmatitam      | Director   |
| 10. Mr.Tritecha      | Tangmatitham     | Director   |
| 11. Mrs.Varunee      | Lapitananuvat    | Senior Assistant Managing Director of Finance and Accounting and Company Secretary |

Advisor to the board leaves the meeting

1. Mr.Tawee Noonpukdee

Furthermore, the Company had invited the auditor from Ernst & Young to attend since the meeting in order to listen to the opinions and answer questions raised by shareholders.

1. Miss Krongkaew Limkittikul
2. Miss Chatchada Kasemsomjai

In the meeting, the Chairman explained before the meeting began how to vote and how to count the votes, as well as the requirement to use voting ballots for every agenda. The chairman also asked for concurring opinion that for those who attended the meeting later, they would be considered as forming a quorum and given voting rights from the beginning agenda, of which the meeting gave concurrence. To proceed with the meeting, the Chairman presented matters in the order of agendas and gave time for questions of each agenda. For other matters apart from the agendas, there was question time in the latter part, of which every shareholder had equal rights and was given reasonable time.

### **Shareholders' Meeting**

In 2013, the Company organized the annual ordinary meeting on 22 April 2013, of which 10 directors (the total number of directors is 10) and 763 shareholders attending the meeting. There were totaling 1,037,096,849 shares or 60.42 percent of all outstanding shares (the total paid-up shares of the Company are 1,716,553,249 shares), comprising 182 shareholders who attended the meeting themselves with total shares of 501,780,890 shares, amounting to 29.23 percent of all outstanding shares, and 581 proxies with total shares of 535,315,959 shares, amounting to 31.19 percent of all outstanding shares, forming a quorum under the articles of association and under the Public Limited Company Act, i.e. not less than 25 shareholders must attend the meeting, either by themselves or by proxy, and with total shares of not less than 1/3 of the total outstanding shares. In addition, for transparency and to be in accordance with the best practice in organizing the shareholders' meeting of listed companies, volunteers from the minority shareholders, namely, Mrs. Malinee Anuwatmethee and Mr. Kriangkrai Kitithornsap were requested to observe the vote counting at the counting point. At each agenda of the meeting, the Company held the voting and recorded resolution of the meeting clearly whether agreed or disagreed or abstained from voting. In addition, Miss Ratchadaporn Saisarai, a representative from the Thai Investors Association had also attended this meeting.

### **Disclosure of Results of the Meeting**

The Company had disclosed the resolutions of the ordinary shareholders' meeting with result of the vote in a letter to the Director and Manager of the Stock Exchange of Thailand and on the Company's website ([www.supalai.com](http://www.supalai.com)) after completion of the meeting, which was on 22 April 2013 as well as the minute of the meeting with the votes for each agenda and important questions or suggestions fully recorded. The minutes of the meeting had been forwarded to the Stock Exchange of Thailand (SET), the SET's Board of Governors and relevant agencies within 14 days from the date of the meeting, which was on 3 May 2013 and also disseminated via the Company's website for distribution to interest shareholders.

## Chapter 2 : Equitable Treatment of Shareholders

The Company has complied with the policy to treat its shareholders equally by placing emphasis on equality of both major and small shareholders, and attaching importance to their fundamental rights and encouraging them to exercise their rights as given by law. Information is provided completely and equally to make the shareholders feel confident in making investments, and provide benefits and share profits on an equal basis regardless of gender, age, race, nationality, religious beliefs, social status, disability, or political opinion. Though shareholders are unable to attend the meeting because of any inconvenience, they are entitled to appoint a proxy to attend the meeting. For such purposes, the Company has publicized guidelines on the website of the Company ([www.supalai.com](http://www.supalai.com)) to inform the shareholders and the general public.

To facilitate the shareholders who are foreigners, the Company has prepared all relevant documents in two languages i.e. English and Thai for Thai and foreign shareholders such as in Thailand and overseas, such as the notice of the meeting, proxy instrument, minutes of the meeting, annual report etc., and developed the Company's website ([www.supalai.com](http://www.supalai.com)) in two languages.

The Company will send the notice of the meeting and relevant supportive documents of various agendas to the shareholders not less than 21 days prior to the meeting date and will publicize details about the meeting, the meeting schedule and the meeting agenda on the website of the Company ([www.supalai.com](http://www.supalai.com)) 30 days prior to the meeting date.

The Company is determined to develop itself towards international standard. Therefore, its business operation is conducted based on integrity, transparency and fairness. For effectiveness and achievement of its objectives, the Company had prescribed the Code of Conduct for its directors, executives and employees to be used as a guideline for proper behavior. It has also laid down as a policy for strict compliance for maximum benefit to the shareholders and stakeholders, i.e. conflict of interest management, confidentiality, responsibility for the property and reputation of the Company, and accountability to its stakeholders.

### Conflict of Interest Management

The Company complies with the policy on conflict of interest, whereby directors, executives and all employees as well as employees in the subsidiaries and the associated companies are required to strictly comply with such policy to prevent the conflict between personal interest of its employees or his/her close associates and the Company's overall interest by requiring that the directors, executives and every employee must avoid having any personal interest that will have adverse effect on their performance for the Company's interest or that will make it difficult to perform the work properly, e.g. to make investment or to involve in any business in which the Company is interested in and it has come to one's knowledge due to the work performed under one's responsibility; or to seek interest in any organization that conducts business or is the Company's competitor; or to conduct business on behalf of the Company with one's own family members or with any business organization in which oneself or one's family members are significantly involved; or to work as an employee, director, partner or advisor of an organization that conducts business or seeks to conduct business with the Company or is in business competition with the Company or provides service to the Company's main competitor; or to get involved in the work conducted on one's own or employed by others to the extent that causes adverse effect in any respect to the work performed for the Company. Besides, the Company has the policy to prohibit directors and executives with vested interest in any agenda from participating in such particular agenda of the Board of Directors's meeting.

In this regard, every director, executive and employee is required to disclose upon arising of any situation believable as a cause for conflict of interest. Where an employee is in doubt that there might be a conflict of interest or there is something that might make others consider as a conflict of interest, he/she must report that to the Board of Directors promptly. Any business opportunity from utilizing of the Company's property or information must also be disclosed before using such opportunity for any purpose for self-interest. The Company's property or information or work position must not be used for personal gain. The Company does not have any transaction in the form of financial assistance to any company that is not its subsidiary company. There has never been any case of insider trading by its directors or executives, or any case of violation/non-compliance with the rules on connected transactions and the rules on asset trading, the Company has publicized guidelines on the website of the Company ([www.supalai.com](http://www.supalai.com)) to inform the shareholders and the general public.

### **Use of Inside Information**

The Company complies with the policy on conflict of interest, whereby directors, executives and all employees as well as employees in the subsidiaries and the associated companies are required to strictly comply with such policy. The directors, executive and employees shall not use inside information of the Company or business trading partners of the Company, that they know from performing duties, to purchase or sell or offer to purchase or sell, or persuade others to purchase or sell or offer to purchase or sell securities of the Company or those of the Company's trading partners for personal gains or for the gains of others. They shall also strictly comply with related laws, directors and executives are required to:

- Submit the list of their securities holding and report on changes of the list to the Securities and Exchange Commission Thailand within 3 day from the date of purchase, selling, transferring or receiving the transfer of the securities. This is to comply with Section 59 of the Securities and Exchange Act. The directors and executives are also prohibited from buying and selling of the Company's securities during the period of one month prior to disclosure of financial statements to the public.
- Report on the change of securities holding to the Securities and Exchange Commission Thailand and submit the copy of the report to the Company on the same day they submit the report to the Securities and Exchange Commission Thailand.
- Directors and executives who know essential inside information that has influence on securities price must not buy or sell the Company's securities for one month prior to the disclosure of financial statement to the public and they shall not disclose such essential information to other people.

The Company considers inside information and all business information essential information for operation and management of the Company. Such information is confidential and shall not disclosed to the public. If such information is exposed, the Company and its employees, including its subsidiaries, associated companies and particularly the value of the stocks traded on the Stock Exchange will be affected. Therefore, unless authorized to disclose, or legally obligated to disclose, the Company's personnel are required to maintain the confidentiality of inside information, the Company has publicized guidelines on the website of the Company ([www.supalai.com](http://www.supalai.com)), both Thai and English to inform the shareholders and the general public.

## Connected Transactions

The Company has complied with the policies on connected transactions by requiring that directors, executives and all employees as well as employees in the subsidiaries and associated companies strictly comply with the regulations of the Stock Exchange of Thailand in every respect. When a transaction is not in accordance with normal trading conditions, an approval must be obtained from the Audit Committee and then presented to the Board of Directors for approval of the transaction. The implementing steps regarding interrelated transactions or connected transactions are as follows:

1. To consider doing connected transactions, the Company shall use the same criteria as that used with general customers and in accordance with the Company's normal lending procedures to support the company operation which must be fair and reasonable with maximum benefits to the Company. For example, if the Group requests for a loan, an interest rate charged must be the same rate applied to the third parties.
2. The evaluation of the transactions of assets or services according to the total value of consideration paid or received or book value or the market value of such assets or services, depending on whichever is higher.
3. If there are transactions between each other of the Company or the subsidiaries incurred to the person who may have a conflict of interest or stake or may have a conflict of interest in the future, the Company will require the Audit Committee's comments about the need and appropriateness of such transactions. If the Audit Committee has no expertise regarding such transactions, the Company shall arrange for an independent expert or internal auditor of the Company to provide their comment in order to support the decision making of the Board of Directors or shareholders, as the case may be.
4. If the Company has a transaction between each other or other connected transactions which are applicable to requirements of the Stock Exchange of Thailand, the Company must strictly comply with such requirements.
5. The Company is required to disclose transactions with potential conflicts of interest or connected transactions or transactions between the Company and subsidiaries according to the regulations issued by the Securities and Exchange Commission Thailand which disclosed in its annual registration statement and annual reports or any other reports, as the case may be. There shall also be disclosure of connected transactions to the Stock Exchange of Thailand in accordance with the rules of the Stock Exchange of Thailand as well as items related to the Company in accordance with accounting standards which must be disclosed in the notes to the financial statements being audited by the auditor of the Company.

The directors, executives and all employees must avoid any personal interest that will have a negative effect on the performance of work for the benefit of the Company or making it difficult to perform the task correctly and efficiently. A conflict of interest may arise in many situations. However, in performing duties, the Company's benefit under legitimate law and ethics must be observed. The Company had completely disclosed connected transactions in its Annual Report (Form 56-2) and Annual Registration Statement (Form 56-1). Furthermore, the Company forbids its executives and employees from undertaking or participating in any business that is in competition with the Company's business, regardless of whether such directors, executives and employees will receive either direct or indirect interests. It is clearly indicated in

the Company's Code of Conduct. However, to conduct connected transactions or transactions with conflict of interest, the Board of Directors has laid as a policy that they must be considered and approved by the Board before proceeding. In addition, the information on details of transactions, transaction value, reasons and the need must be disclosed in the annual registration statement and annual report as per the rules of the Stock Exchange of Thailand and the Office of the Securities and Exchange Commission. The meeting must also be attended by the Audit Committee to ensure that the connected transactions are conducted fairly, reasonably, and with proper pricing policy, taking into consideration the maximum benefit of the Company, the Company has publicized guidelines on the website of the Company ([www.supalai.com](http://www.supalai.com)) to inform the shareholders and the general public.

### **Proposing Meeting Agenda, Nomination of Persons to be Appointed as Directors and Raising of Questions about the Company**

The Company has set rules for proposing meeting agenda, nomination of persons to be appointed as directors and raising of questions about the company to give an opportunity for the minority shareholders to participate in monitoring the Company's operations and selection of qualified directors who can perform duties effectively for maximum benefit of every shareholder and stakeholder of the Company.

For the Meeting in 2014, the Company has publicized such guidelines on the Company's website ([www.supalai.com](http://www.supalai.com)) and made an announcement on the website of the Stock Exchange of Thailand from October 1, 2013 to January 7, 2014 to invite the Company's shareholders to propose names of candidate to be appointed as directors, to propose meeting agenda and raise questions about the Company. However, no one proposed meeting agenda, names of candidate to be appointed as directors, or raised questions about the Company during such period.

### **Exercise of Voting Right**

The Company gives its shareholders equal voting right, one share one vote for ordinary share, which is the only type of share issued by the Company to its shareholders. One share shall be counted as one vote, and the majority of votes shall be deemed as the resolution of the shareholders' meeting.

### **Proxy**

To maintain the rights of shareholders who cannot attend in person, shareholders may appoint a proxy or any one of the independent directors who is nominated by the Company with details of the Company's directors proposed as shareholders' proxy. The Company has sent a proxy form as set out by the Department of Business Development, Ministry of Commerce which is the form describing full and clear details of proxy to shareholders, and the Company shall give the right and treat the proxy as a shareholder of the Company. In addition, the Company shall deliver a proxy form with the notice of the meeting to shareholders not less than 21 days prior to the meeting and publicized the proxy form in both Thai and English versions with details and procedures on the Company's website ([www.supalai.com](http://www.supalai.com)) more than 30 days prior to the meeting date.

## **Chapter 3 : Roles of Stakeholders**

The Company attaches importance to the rights of every group of stakeholders, both internal and external such as shareholders, employees, trading partners, competitors, government agencies including the responsibilities toward the society and the environment. The Company has also set the Code of

Conduct as ethical guidelines for business operations by taking into consideration the principle of fairness, human rights, legal respect, intellectual property rights and anti-corruption. In 2012, the Company has adopted clear policy on treatment of each group of stakeholders, policy on treatment of the society and the environment and the policy relating to anti-corruption measures by taking into account the rights of such stakeholders according to the laws or the contract made with the Company. All directors, executives and employees including employees of the Company, subsidiaries and associated companies are required to strictly comply with such policies, and such policies have been disseminated on the Company's website in order to inform shareholders and the general public. Furthermore, it has provided its stakeholders with a channel for expression of opinion regarding its operations or for making complaints in case of unfair treatment by the Company via Company's website ([www.supalai.com](http://www.supalai.com)).

### Human Rights Principles

The Company has complied with the policy on human rights principles by requiring that the directors, executives and all employees as well as employees of the subsidiaries and associated companies strictly comply with such principles. The Company regards human rights principle as common practice by taking into consideration human dignity, freedom and equality of individuals, and shall not do any act and nor encourage the violation of human rights. The Company shall not be involved with any agency, organization or individual that violates human rights in every case. The Company has provided a better understanding of human rights to employees in performing their duties, and has not supported any activity that violates human rights and all employees shall not do any act in the manner of sexual harassment, flirting, possessing pornographic pictures, using sexual language or touching the employees of the Company or outsiders who contact the Company.

For more than 20 years, Supalai Public Company Limited has been dedicated to the property development business, together with continuous conducting the corporate social responsibility activities. The Company recognizes and values the activities in support of surrounding communities and society, as well as paying attention continuously to care for the environment. Furthermore, the Company intends to work with all parties involved by focusing on building a relationship of mutual trust and acceptance as well as taking into account the impact which may occur to its stakeholders, namely, shareholders, employees, community members, customers, partners, or government agencies, including the society and the nation. In addition, an attitude and culture of the organizational have been established in order to encourage employees towards having social responsibility.

The Company recognizes the importance of human rights and freedoms with non-discrimination by promoting equality of disadvantaged and disabled people, as well as the impartiality of opportunity between women and men. There is neither gender and racist discrimination, and there is no child labors in the Company. The wages are managed to be comparable to those of other companies in the same business. Organizational structures are improved and updated in accordance with the laws of Thailand and all related occupational health and safety regulations to provide the safe working environment for all its employees.

All level of employees - from maids to executives - will be cared and treated fairly and equally **without discrimination** both in terms of remuneration and welfare according to the labor laws. In times of emergency and need, the Company treats its employees and their families with mercy and compassion. The opportunities will be given to employees to progress in their career path along with the growth of the Company by focusing on human resources development and being learning organization in order to enhance employees' knowledge and skills to increase capability to meet operational business of

the Company either in the form of scholarships or familiarization trips, both at home and abroad. There are Intranet and library for employees to research for self-development. Moreover, there exists the suggestion box being an upward communication channel for all level of employees to executives who will answer every question via email. Human rights activities which the Company has carried out are as follows:

1. Design buildings by taking into account the convenience of the disabled such as ramps and toilets for disable people.
2. Encourage people with disabilities to live independently with human dignity and equality to other people, and to participate fully and effectively in social activities under an environment where people with disabilities can access and make use of it. Disable people are given opportunity to work with the Company. In 2013, the Company employs 4 handicapped employees from the total of 772 employees.
3. Respect human rights and freedom of individuals. All parties, whether women or men, were treated equally by the Company with equal opportunities for women and men to be executives. At present, the Company's Management Committee comprises 9 members with 3 female executives included.
4. The Company pays attention to safety in the workplace by having security officers who will supervise the steps and procedures to be performed correctly, resulting in minimal number of employees' accidents from work. However, to accommodate possible risk of accidents, the Company has bought accident insurance for all employees.

### **Principle of Law Compliance**

The Company recognizes the importance of law, and applies laws along with morality, ethics and integrity with both internal and external stakeholders. It can be seen from the Company's quality policy which is focused on continuous quality improvement in the system planning, design, construction, sales and community management **to meet the requirements of the law**, professional standard, occupation and written agreements with customers. Such quality policy are regarded as creation of culture in the organization and attitude for employees and executives to comply with the laws. Also, since 2004 onwards, the Company has adopted the policy to monitor the business operations to be in line with relevant regulatory laws. The Legal Department is responsible for updating the list of enforced laws within the Company and follow up the progress, the consideration and drafting legislations, relating to the Company's business operations as well as verification, revision, amendment, confirmation on the updated list of enforced laws, and confirmation on law compliance of every department once a year (within June of each year). In general, Legal Department will report to the Chief Executive Officer, and / or the Board of Directors subject to nature of the case. Then it will be reported to the Management Committee, the Audit Committee and supervisors in all departments. Furthermore, the Chief Executive Officer has assigned the Internal Audit Department to be responsible for the follow-up of the result as well.

In addition, the Company also provides trainings to all employees involved whenever there is a promulgation of new laws or there is modification, amendment or revocation of laws or regulations as well as educating new employees, such as trainings and seminars held by the Legal Affairs Department, offering comments to improve rules and regulations suitable to the economic social environment through the state agencies and independent organizations such as the National Economic and Social Advisory Council, etc.

The Company is well aware that its business operations must be under the regulatory laws, therefore, there shall be no fraud or illegal act or making use of the gap of laws in its operation.

Currently, the Company is committed to business operation under the policy of “ Supalai ... we care for Thai society”. Although the business operation must be under the framework of the laws, it needs to take into consideration morality and ethics as well. This is to ensure the fairness and the respect of interests of all parties concerned, examples of the implementation of the Company’s policy in planning in the operational level are as follows:

- The Company has a standard form of contract for the purchase and sale of land in case the Company wants to purchase land to develop projects which is be in accordance with the standard set by the Office of Consumer Protection Board. In general, legal language will be used in the contract to purchase and sell land and sometimes the parties may not well understand because they are villagers living in the provincial areas. In such case, the Company has adapted the contract to purchase and sell the land to a language easy to understand and there shall be explanations before signing the contract which shows that the Company adheres to integrity and do not take advantage of the other party.
- In case the customers who enter into a contract to purchase and sell land or other goods with the Company and have already made a certain amount of downpayment, and the buyers subsequently, notify the Company that they have suffered for some reasons and request the Company to have a refund of such downpayment. The management of the Company, after having considered such request, can return the payment equal to the amount requested by the customers. This is based on humanitarian principles for the sake of the customers. Normally, such request, if it is not the fault of the Company, the Company shall have the right not to refund such amount of down payment, which is in accordance with the law.
- If the owner of the adjoining land points the boundary line of his land into the land of the Company even though the evidence from the land survey confirms that such boundary line belongs to the Company’s land, but the adjacent land owner still insists on the boundary line he has pointed out. In such case and in order to solve the problem and end the conflict, the Company uses the decision criteria based on the fact that, in the near future, the Company’s projects and the owner of such adjacent land will become a neighbour, therefore, it should maintain a good relationship with each other. The Company shall then decide to end this dispute by accepting the boundary line of the land to be in the Company’s land for development though the Company will lose investment opportunity, after all.
- In the case that the Company helps construct a juristic person office building for its own housing project for those who live in the Company’s project, while according to the law, the Company would just allocates a plot of land for legal entity office purpose with an area of 20 square wah with no need to construct an office building. However, the Company understands the need of customers living in the project, therefore even though a land for constructing a juristic person office building is provided, the Company also has a policy to construct a juristic person office building to be given to the customers in the housing project for further use. This is to create the value, worthiness and support to the management of that particular housing estate.

During the period of 24 years in business, it is apparent that the Company has not only focused on the best interests of the organization but also carried out the management by adhering to the legal principles, honesty, integrity, transparency, honesty and accountability as well as paying attention to the importance and responsibility of concerned parties, both directly and indirectly, such as customers, suppliers, competitors, the environment and local culture based on compromising principles along with the political and legal principles as can be seen from a variety of awards received from many agencies such as

- In 2003, the Company received the Award for “**Developer who Protects Consumers’ Advertisement Rights : Fair Advertisement of Products and Services for Consumers**” from the Consumer Protection Board of the Prime Minister’s Office.
- In 2008, the Company received the Award for “**Good Property Developer Award of 2007 - 2008**” from the Office of the Consumer Protection Board of the Prime Minister’s Office in the project to select good property developers.
- In 2010, the Company received the “**Good Property Developer Award of 2009 - 2010**” from the Office of the Consumer Protection Board of the Prime Minister’s Office in the Real Estate Star Project; and Supalai has received this award for 2 consecutive years already.
- In 2013, the Company received the “**Good Property Developer Award of 2013**” from the Office of the Consumer Protection Board of the Prime Minister’s Office in the Real Estate Star Project, whereby 4 projects of the Company received such award, namely, Supalai Suvarnabhumi, Supalai Park Srinakkarin, Supalai Park Yaek Tiwanon and Supalai River Place projects. Supalai has received this award for 3 consecutive years already.

### **Intellectual Property**

The Company has complied with the policy on Intellectual Property by requiring that the directors, executives and all employees as well as employees of the subsidiaries and associated companies strictly comply with such principles. The employees who are employed by the Company, products or production procedures, findings and development, improvement or invention of products, process, procedures; or objects made, used, sold or developed by the employees relating to the work of the Company or expanded from the work of the Company shall be considered as the products or procedures of the Company. All employees have the duty to maintain the confidentiality of trade secret, namely, business information and all technical information of the Company by protecting confidential information or business partners of the Company. The obligation to protect such information shall continue until after the employees have resigned from the Company. The disclosure of any information without permission and causing damage shall be subject to penalty according to the law. All the employees shall use computer programs with the copyrights provided by the Company, and shall not install and use unlicensed computer software in the Company, shall not demand, accept or use business information acquired illegally or immorally, as well as the Company shall not infringe the copyrights, patents and trademarks of others.

### **Anti-Corruption**

The Company has shown its intention to join the Collective Action Coalition to counter dishonesty organized by the Thai Institute of Directors (IOD), the Thai Chamber of Commerce, the International Chamber of Commerce, The Thai Listed Companies Association, The Thai Bankers’ Association, The Federation of Thai Capital Market Organization and The Federation of Thai Industries since 9 November 2010, whereby the Company has complied with the Anti-Corruption by appointing specific personnel to be responsible for preparing in writing the criteria, methods, follow-up measures and reports. The Board of Directors then assigned the Audit Committee to ensure compliance with all relevant principle of anti-corruption measures. In so doing, the Audit Committee will review the measures as well as related internal control principles and report on the measure sufficiency and efficiency. The Audit Committee shall also review risk assessment and provide recommendations to the Board of Directors regarding required practices to reduce such risks which will be further implemented by the executives, to reassure all stakeholders that the Company has conducted business in compliance with the good governance principles.

Anti-corruption-related policies, i.e. Policy on Anti-Corruption, Policy on Political Contributions, Policy on Gift and Hospitality, Policy on Whistleblowing and Complaints, Policy on Provision of Financial Support and Policy on Charity Donation by requiring that the directors, executives and all employees as well as employees of the subsidiaries and associated companies strictly comply with such principles. According to the project, the Company has publicized anti-corruption measures to all employees and to new employees in every orientation as well as publicizing to all stakeholders to be aware of such measures through the Company's website ([www.supalai.com](http://www.supalai.com)).

- **Policy on Anti-Corruption**

The Company has complied with the Policy on Anti-Corruption. Supalai Public Company Limited has implemented fair business competition strategies with an emphasis on the quality of products. Thus, the company will not tolerate any form of corruptions, either by offering, promising, asking, demanding, giving and receiving bribes, persuading any person to commit illegal acts, or discrediting, for every business and transaction of the Company in every country and concerned agency. This also refers to when one operator or more, be it an employee, executive or third party, involved in the business joins in committing undesirable or illegal acts for their own benefits. 'The benefit' herewith does not only refer to money but includes any other types of benefits which are not related to money.

In addition, a thorough anti-corruption procedure is set up to ensure that all relevant practices are implemented in accordance with the regulatory policy. Such practices will be reviewed on a regular basis to keep up to date with constant change in business laws as well as to maintain the Company's reputation.

- **Policy on Political Contributions**

The Company has a policy to support political democracy by encouraging all directors, executives and employees including, employees of its subsidiaries and other companies under its control to exercise their political right according to the law as good citizens who can express, participate and support the exercise of right outside official working hours by using their own resources only. The Company has no policy to encourage the supervisors and employees at all levels to instruct or persuade the employees and their subordinates by any means to participate in political activities of all types, which may cause conflict within the organization.

- **Policy on Gift and Hospitality**

Supalai Public Company Limited is law-abiding and has operated its business with integrity to maintain its reputation. Hence, the Company sets up the policy on the offer and acceptance of gifts, assets and any other benefits which can be carried out according to traditions and morality, for example, to express gratitude and maintain business relationships. Nevertheless, any inappropriate offer or acceptance of gifts, assets and other benefits may affect the employees' decision making and consequently their performance which may cause the Company to lose benefits. Therefore, such offer and acceptance shall not be tolerated by the Company.

- **Policy on Whistleblowing and Complaints**

The Company has complied with the policy on reporting on clues or complains by opening a channel for accepting reports on clues and complaints on violation of laws or ethical conducts or illegal conducts and any misbehavior which implies dishonest act or improper act of any person in the Company, be it employees or any segments of stakeholders. In addition, the Company has implemented protective mechanisms for informants while placing high value on reported information and complaints to ensure the confidentiality of informants and

complainants by establishing a process of implementation, investigation of the fact, summary of results as well as clear measures to protect the whistleblower or the complainant. The clues or complaints can be informed directly via email of independent directors.

- **Policy on Provision of Financial Support**

The Company has complied with the Policy on Provision of Financial Support. The Company is committed to conducting business while caring for the society continuously. To conduct business with transparency, the Company has set up procedures for supervising items of provision of financial support by reviewing the approvals of the authorized persons of the Company. It has also required that there be reporting and monitoring of provision of financial support to ensure that the provision of financial supported has been used according to the objective of the request for financial supporting.

- **Policy on Charity Donation**

The Company has complied with the Policy on Charity Donation. The Company is committed to conducting business while caring for the society continuously. To conduct business with transparency, the Company has set up procedures for supervising items of charity donation by reviewing the approvals of the authorized persons of the Company. It has also required that there be reporting and monitoring of charity donations to ensure that the money donated has been used according to the objective of the request for donations.

### **Fraud Risk Assessment**

The Company has required that there be risk assessment regarding dishonest conducts and corruption of it working units at least once a year, and has already done so in 2013 according to the following steps:

1. **Risk assessment** by requiring that every unit conduct risk assessment regarding dishonesty and corruption of its own unit.
2. **Report on result** by compiling and proposing the information on risk regarding dishonesty and corruption to the Risk Management Committee.
3. **Risk management** by requiring that the Risk Management Committee assesses and analyzes risk, prioritizes risks, prescribes guidelines and strategy for managing risk regarding dishonesty and corruption in order for the risk to be at acceptable level with appropriate cost, then reports results of the risk assessment to the Audit Committee and the Board of Directors for consideration and granting approval.
4. **Communication** by arranging for communication on risk management according to the approval of the Board of Directors to concerned parties in order to prepare manuals and practical principles to be communicated to every member of the unit for acknowledgement and compliance.
5. **Following up results** according to opinions of the Board of Directors including the compliance with the practical manuals at least once a year.
6. **Reporting** by the Audit Committee on compliance with practical manuals to the Board of Directors annually.

## Countering Dishonesty and Corruption

The Company has taken actions to prevent participation in dishonest acts and corruption as follows:

1. The Company has set out policies relating to countering dishonesty and corruption to be complied with by the directors, executives and all employees as well as employees in the subsidiaries, associated companies. Such policies are also included in the ethics to be strictly complied with by directors, executives and employees of the Company.
2. The Company has arranged for channels to report on clues when seeing any dishonest acts, and provided protection measures for persons who report or persons who provide the information.
3. The Company has assessed the risks regarding dishonesty and corruption of every unit.
4. The Company has organized campaigns to counter dishonesty and corruption, such as publicizing the policies relating to counter dishonesty and corruption among all groups of stakeholders via the Company's website ([www.supalai.com](http://www.supalai.com)), and disseminated among all employees through emails and intranet. The new employees shall also be informed immediately when joining the Company. The public relations is organized to provide knowledge relating to measures against dishonesty and corruption as well as public relations posters in every project and organized activities such as reward winning contests, answering questions, orientation to new employees to provide knowledge on the policy and practical guidelines on prevention of dishonesty and corruption.

## Ethical Practice

Apart from the policy to support the business operation with integrity, transparency and fairness to all parties involved, the Company also provides support of Dharma activities by publishing the book called "Sustainable wealth and happiness" and building Buddha image of a contemporary art form called "PhraSupanimitrmingmongkolpanyabaramee" that can communicate philosophy with a focus on the essence of Dharma in order to uplift the mind and wisdom of those who worship to stay above greed, anger and delusion, which comprise the foundation of Buddhism represented by the Buddha image as offerings to the Lord Buddha and for the well-being of good friends in the contemporary period.

## Channels and Process for Managing Complaints

The Board of Directors has provided channels for the employees and all groups of stakeholders to report on clues or complaints on illegal or dishonest acts or acts against ethics or circumstances indicating dishonesty or improper acts of persons in the organizations or any right violations. The measures to protect the persons who report on clues or complainants are as follows:

1. The Company shall keep confidential the information and the persons reporting on clues, or complainants as well as the persons subject to the complaints.
2. The Company shall disclose the information as may be deemed appropriate by taking into consideration the safety and damage of the persons who report the information or relating persons.
3. The injured parties shall be remedied according to suitable and fair process.
4. In case the complainants or persons cooperating in the fact-finding investigation may be unsafe or suffer damage, such persons can request the Company to provide suitable protection measures, or the Company may provide such measures without being requested by such complainants or cooperating persons in the fact-finding investigation if finding that they may face with trouble, damage or unsafe situation.

- The Company shall not do any unfair act towards the persons reporting clues or the complainants, either by changing the position, nature of work, place of work, or suspension of work, threatening, causing disruption of work, termination of employment, or doing any act that is unfair to the persons reporting clues, or complainants or persons cooperating in the fact-finding investigation.

The Independent Directors are required to accept the complaints. Accordingly, the clues or complaints can be reported directly to the independent directors via their emails as follows:

No.	Name of Director	Position	E-mail
1.	Mr.Prakit Pradipasen	Independent Director and Chairman of Audit Committee	p_pradipasen@hotmail.com
2.	Mr.Anant Gatepithaya	Independent Director and Member of Audit Committee	gatepithaya@yahoo.com
3.	Assist. Prof. Aswin Bijayayodhin	Independent Director and Member of Audit Committee	b.aswin@hotmail.com
4.	Mr.Prasob Snongjati	Independent Director	prasobs@infonetthailand.com
5.	Dr.Virach Aphimeteetamrong	Independent Director	virach5183@yahoo.com

The Audit Committee has the duty to report the investigation results to the Board of Directors.

### Responsible to stakeholders

The Company divides stakeholders into groups and sets up a mission to satisfy the need of each group of stakeholders as follows:

#### A) Shareholders

The Company places emphasis on the quality and sustainable business growth. Thus, it has conducted business with integrity, transparency, aiming to provide good services for customers' satisfaction, which will result in value adding and maximum returns to its shareholders in the long run. All shareholders, both major and small shareholders.

The Company complies with a policy on equal treatment of both major and small shareholders by respecting their rights, and treat all of them equally, while operating business with honesty, integrity and transparency. The Company also manages its business to grow on a stable basis for sustainable benefits of shareholders by carrying out efficient operation with good business performance, while disclosing information to shareholders appropriately, completely with standards under legal framework, ethical principles and good corporate governance practice.

#### B) Customers

The Company has committed to comply with the policy on treatment of customers, and requires that the directors, executives and all employees as well as employees of the subsidiaries and associated companies to strictly comply with such policy in order to focus on the development of customer's satisfaction and confidence and is committed to treat customers with integrity, honesty and fairness on the basis of a fair return to both parties, while delivering a quality product at a fair price as well as aiming to provide, develop and produce quality products to meet customers' demand with regular evaluation

and improvement of the potential impact on customers. The Company also controls and ensures that its product has the quality that is up to the standards and requirements of the Consumer Protection Act or other relevant laws, and also provides effective after-sales service to the customers. Such policy has been disseminated to customers through the Company's website ([www.supalai.com](http://www.supalai.com)).

The Company focuses on building customers' satisfaction and trustworthiness. It has, therefore, implemented the quality management system, ISO 9001: 2008, an international standard mainly emphasizing quality management and customers' need. The Company pays attention to every step with the need for quality check up to the delivery of goods to customers, including servicing. The management is carried out in a preventive manner based on customers' satisfaction, which is of direct benefit to the consumers. It is also another alternative for the consumers to choose houses that undergo the management process under ISO standards. The Company has laid down its quality policy as follows: "Supalai Plc. puts emphasis on the continuous development of "quality" in the systems of planning, designing, construction, sales and community management, to be in line with legal requirements, professional standards and written agreements made with customers".

It has also defined the quality objectives by requiring various departments related to the quality system to set the quality objectives that can be assessed and practicable. Each department must communicate the quality objectives to the responsible persons in the unit for achievement of such quality objectives.

The quality objectives put into practice by each unit must be approved by the Chief Executive Officer and must be announced so that every unit can take them as work targets that will lead to the achievement of objectives of the quality policy as prescribed by the Company.

Supalai Public Company Limited is the first and only real estate Company in Thailand that receives quality management assurance under ISO 9001: 2008, covering planning, designing, construction, sale, and after-sale serviced as can be seen by many awards received as follows:

- The Company was awarded "BV Symbol of Confidence in International Standard of 2013" of Bureau Veritas Certification (Thailand) Ltd. (BVC). Such award has been given by taking into consideration the Company's extensive, efficient, correct, beautiful and creative application of ISO 9001: 2008, which is the accreditation system of BVC, as part of the Company's advertising media.
- The Company has been awarded with "Top 10 Developers Awards 2012" from BCI Asia Construction Information Co.,Ltd. and Future Arc Journal from which the Company received two time consecutively, that was in 2011 and 2012, and has been 1 out of 10 property developing companies of Thailand to receive such award. The award had been given by taking into consideration the design and the development of the construction projects of the Company, which have been widely accepted by the consumers.
- The Company has been awarded with the "Excellent Property Development Project 2012" for Supalia Parkville Romklao-Suvarnabhumi project and Supalai Park Yaek Tivanont project. Also, the Company received the "Excellent Property Development Project 2011" for Supalai Park Ratchapruek – Petchakasem Project from the Thai Real Estate Appraisal Research Center of Agency for Real Estate Affairs Company Limited. Such award refers to the "Worth Buying" projects, of which appropriate price, quality, location, materials, format and design as well as the environment of the projects are taken into consideration.
- The Company received "Thailand Property Award 2011" in the category of Best Affordable Condo Development (Bangkok)" for Supalai Park Yaek Tiwanon Project, and Supalai Premier Ratchada – Narathiwat – Sathorn Project from Property Report Magazine.

- The Company has been awarded with “Certified Energy Conservation Building Label 2011” by the Energy Conservation Building Promotion Project of the Department of Alternative Energy Development and Efficiency, Ministry of Energy, altogether 27 awards. As a result, Supalai is the only property developer that received the highest number of labels for 13 housing designs and it has been awarded with such labels two time consecutively, that is in 2009 and 2011 as the presenting ceremony has been organized every period of 2 years. In addition, based on such award, the Company has developed housing designs by focusing on energy-saving and environmental friendly for its customers in every Supalai project. In so doing, it helps conserve the environment and save the electricity cost, which is in accordance with the Company’s policy of “Green Design Standard”, or the design that is environmental friendly.
- Best Performance Awards for 2010 from the Stock Exchange of Thailand of which Supalai is the only company that received such awards in the group of market capitalization higher than Baht 10,000 million. The Company’s results of operation were outstanding in terms of net profit margin, return on equity, return on assets, net gearing. Furthermore, such awards would take into consideration the results of operation over the past 3 years in the areas of continuous growth, good corporate governance, compliance with the rules of the Stock Exchange of Thailand regarding disclosure of information, the outstanding figures of Return on Assets, Return on Equity, Debt to Equity, Return to Investors etc.
- The Company received the “Best Under A Billion Award” from Forbes Asia Magazine. Supalai is one of 200 companies to receive such distinguished award considered and selected among 13,000 companies in the Asian region, and 1 out of 9 Thai listed companies to receive this award as measured by the profits, growth rate, liability and future business opportunities.
- In 2009, the Company received the Living in Thailand Award of Excellence 2008 in the category of special Reader’s Choice Award for Best Designed Property from Living in Thailand Magazine.
- In 2010, the Company has just received a Complementary Award of the “Urban Design Award 2009” at the organizational and professional level in the category of project for master planning of group of buildings for Supalai Casa Riva project from the Thai Urban Architects Association.

The Company has been committed to strictly comply with the contracts made with the customers. Fairness provided to the customers begins from the designing to respond to current demand of the customers, preparing standard contract specifying clear details of construction materials, and inspecting to deliver the house before ownership transfer and offering guarantees various arrangements have been done as follows:

- **Implement the quality management system, ISO 9001 : 2008**, the Company pays attention to every step with the need for quality check up to the delivery of goods to customers, and has also set up quality policy and ensures that the employees have been communicated for acknowledgment and compliance.
- **In designing the house** the Company takes into consideration benefit of usable areas and energy saving for maximum benefits. The Company has also designed model of the house for the disabled and the elderly as it has research and development department which has the duty to study the materials used by the Company. Therefore, a committee has been appointed for selecting each type of materials.
- **The standardized contract** : that is prescribed by the Land Allocation Committee and the Office of Consumer Protection Board has ensured that a customer who buys a house from the Company will be treated fairly from the step of making contract, because the Company will use the agreement to sell under the standard defined by the Land Allocation Committee

and Office of the Consumer Protection Board. This is to prevent and solve problem in the past where house buyers would often be taken advantage by sellers in making contract, and caused buyers not obtaining the house as requested and could not bring legal action against the seller for contract compliance as easy as this standardized contract.

- **Clear specifications of construction materials** : in sale and purchase agreement the Company will attach the list of materials used in construction with the sale and purchase agreement for every customer. It will indicate what materials will be used for the house purchased by the customer.
- **Inspection before transferring ownership** : the Company will make appointment with customer in order to inspect and accept delivery of house before transferring ownership to the customer. If the customer finds any defect in the construction or is not satisfied with the construction because the standard is lower than the model shown in the project, the Company will make modification until reaching satisfaction before transferring ownership.
- **House guarantee** : the Company provide guarantee against any defect for further 5 years in the part of building structure, and guarantee for component part or equipment essential to the building within 1 year after the transfer of ownership. The Company aims to give customers satisfaction and confidence in the event where there are any faults or defects in the house delivered and with ownership transferred but still within guarantee period. Upon being informed, the Company will make correction repair until completion.
- **Customers' opinion survey** : the Company will give customers a form to survey their satisfaction after the transfer of ownership and after-sales services in order to improve its quality and service.
- **Regarding the complaints** : the Company has the channels for accepting complaints of customers such as by phone, suggestion boxes at site, Glass Bell Project (manage@supalai.com), Smart Center (1720), Website (www.supalai.com), etc. thus, the system has been set up to solve the problems for customers rapidly and appropriately; the information reported would be further used for making improvement and development of the Company's products and services.
- **After-sale services** : are provided for customers' convenience, such as acquisition of bank credits, authorization in order for the Company to act as the customers' representative for ownership transfer, etc.
- **Delivery of House Manual** : to the home owners for the purpose of maintaining different parts of the house after the transfer of ownership.

### **C) Employees**

The Company has committed to comply with the policy on Treatment of Employees, Policy on Remuneration and Welfare and Policy on Employee Development. The Company is fully aware that employees at all levels are valuable resource of the Company, which is a factor for success and achievement of the goals of the Company. Accordingly, it shall provide care and fair treatment in terms of opportunity, returns, appointment, transfer and trainings for the employees as well as encouraging them to show their potential in order to be part of a sustainable development of the organization. The Company is well aware of the importance of all employees regardless of which section or department they are working in without any discrimination, and focuses on creating a good working environment, safety, with appropriate remuneration for their work. Such remuneration has been considered to be paid at similar rates of the same



group of industry and according to the operational results of the Company, that is, for the short term, it depends on the ability to make profits each year, while for the long term, the employees are provided with Employee Stock Options. This also depends on the considerations of the Nomination and Remuneration Committee and the Board of Directors. There is also good welfare to employees as well as the provision of innovation and new technologies to support their work as rewards to all employees operated for maximum benefits of the Company. Regarding development of personnel, the Company is fully aware that employees are valuable assets. Therefore, it always emphasizes development of knowledge and ability for all employees in order for them to grow sustainably along with the organization. Various policies of the Company have been publicized on the Company's website ([www.supalai.com](http://www.supalai.com)), for every employee to acknowledge and such policies are also included in every orientation of new employees.

The Company is well aware of the importance of its employees. It pays attention to and treats every employee of every level with fairness, both in terms of remunerations and welfares as prescribed by the labor laws. It also looks after employees and their family in emergency time based on loving kindness principles. Moreover, employees are given opportunities to be promoted along with the Company's growth. The Company attaches importance to the potential reinforcing of its employees because it foresees that "personnel" is essential resource considered as Human Capital. They can push business operation forward to meet the targets, which will result in a sustainable growth of the Company. In this regard, the Company has conducted annual Opinion Survey under the slogan "Every valuable opinion means every growth and progress together with the Company"

The Company has also adopted 8 categories of happiness in its workplace, they comprise;

1. Happy Body : Being healthy, both physically and mentally, knowing how to spend life, how to eat, how to sleep, with the following provided;
  - Sports Day, internal sporting event, and friendship games between the Company and the Press, and the Company and real estate business groups.
  - Annual health check-up.
  - Welfare for health care and accident insurance.
  - Medical care unit for employees who fall ill during work.
2. Happy Heart : To have a generous mind, with the following provided;
  - Service Award to the employees who provide constant heartfelt service, to instill in them service mind and to help build culture that leads to excellent service.
3. Happy Relax : To have a relaxing attitude towards life and work, with the following provided;
  - Supalai Club, to arrange various activities for employees, e.g. Sports Day, New Year Party.
  - Fitness room, for employees to exercise before work, at lunch time, and after work.
  - Welfare such as staying at the Company's affiliated hotels.
  - Budget for external trainings and seminars with other organizations.
4. Happy Brain : Happiness from an ongoing study and development, leading to professionalism and advancement in the career, with the following provided;
  - The 1 Business Unit 1 IDEA Project, year 2, to promote creativity for development of the Company on a teamwork basis.
  - A learning organization by having set up a library for employees to acquire further knowledge, as well as allocating budget for annual training that is in accordance with the policies and goals of the Company. In addition, employees are continually developed under the plan to enhance their capabilities in working.
  - Scholarships for Bachelors and Masters Degree.
  - Study tour, both in Thailand and abroad.

5. Happy Soul : Happiness from one's wit and wisdom of the "Peaceful and Virtuous Path", that is to have faith in one's religion and to lead a moral life with a sense of shame and fear for wrongdoings, with the following provided:
  - Preaching by monks in respect of working with happiness.
  - Permission granted to employees to take leave for religious observances, e.g. ordination, undertaking the Hajj Pilgrimage to Mecca, Saudi Arabia, etc.
  - Arrange the Kathin Robe Offering ceremony.
6. Happy Money : Knowing how to save, how to spend, how to live in a proper lifestyle, with the following provided:
  - Suitable remuneration in the form of salaries, special allowances, and operating expenses.
  - Provident fund at the rate of 3-10% according to number of years of service, as a tangible action taken by the Company to look after its employees in the long run, and also to build financial stability for its employees in the event of resignation, retirement, disability, or loss of life. This is to create a good relationship in the organization and to increase work motivation, as well as to ensure its employees a life of quality.
  - Allowance for employees, funeral benefits, wedding allowance.
  - Shuttle bus for employees between the Company and BTS stations.
7. Happy Family : Having a warm and secure family, with the following provided:
  - School scholarships for employees' children with outstanding academic performance.
  - Employees are entitled to buy residential places under the Company's projects at special price.
8. Happy Society : Creating a good society with happiness, love, harmony and kindness, with the following provided:
  - Coaches to train new employees.
  - Activity during Songkran Festival by organizing pouring water ceremony for the elderly.
  - The Company has the policy to strengthen the love and bonds between its employees and the organization according to the "Promote from Within" & "Recognize" policy, for long year-of-service employees. There has been recognition event and awards given to employees with 5, 10 and 20 years of service. Furthermore, it has emphasized to the employees to behave in a good and virtuous way so as to be quality persons of the society. They are encouraged to participate in religious observances, e.g. meditation, study tour to the Land of Buddha, the four holy places of Buddhism in India, etc. Employees with good potential are also promoted under the "Outstanding Employee of the Year" Program and "Service Award" Program, to instill in them service mind and to help build culture that leads to excellent service, and the "Excellent Creative Award" in order to build an innovation organization.
  - For training courses, the Team Learning & Development has been organized by giving a course on "Supalai Way to Excellence", under the program for efficiency development and boost up of neo - working power under Core Competency, for behavior change and reinforcement of new working culture. Every employee is encouraged to have good attitude and conscience towards oneself, colleagues and the organization by way of self potential development, both physically and psychologically. There is a combination of team building and supporting to develop a team with attitude, knowledge and skill in the same direction.

In addition, employees are encouraged to fulfill their potentials for greater efficiency to increase competitiveness. There is Employee Development Plan (EDP) carried out in the direction that is in accordance and connected with business strategy. It is considered by the Company as a key policy and implemented continuously. Employees are encouraged to learn new things, as well as to practice necessary skills in order to increase their capability. Support is provided to employees of all levels so that they can obtain knowledge to enhance their efficiency. The Company has implemented the Competency system for personnel development of knowledge and ability, as well as to accumulate knowledge, skill, personality and desirable attitudes proper for the positions. The Company has communicated to every employee of every level to have a right way of thinking and right attitude with understanding in the principles and philosophy on Core Competency. The activity for Team Learning & Development has been arranged under the program for development and increase of efficiency and neo workforce based on its Core Competency to bring about change in behavior for the building of new work culture. In 2013, the average training course for employees are 1 course / per person / per year.

The Company provides several channels for upward communication from employees of every level to the top management as follows:

- Suggestion box, the top management will answer every question via email to every employee.
- Site Visit by the top management and Human Resource Department to look after the employees, both in terms of work and daily life.
- Meeting program between employees representatives and the management to exchange opinions and suggestions in respect of the operating process of the Company.

The Company had also promoted employees with excellent performance by selecting the outstanding employee of the year. Employees with employment period of 5, 10 and 20 years, considered as valuable resource of the Company, were granted awards, to encourage their love for and committed to the Company. Moreover, the HRMS system has been implemented in the Company to raise the capabilities and efficiency of personnel management and human resource development.

- **Management** : guidelines for the organization's risk management in the new era, human resource management for supervisors, performance management system, quality management system (ISO 9001:2008), etc.
- **Change of behavior** : to create a shared value for employees of every level and every project to have a servicing culture to move forwards to achieve Supalai – Service Excellence, Supalai Way Activity, to build up unity among employees. The Key Performance Indicator (KPI) had been used to assess individual performance, causing employees to have work targets with a fair assessment in place, etc.
- **Increase of efficiency** : to make all the works performed with consistency until achieving the goals, the Company has laid down the Supalai-7 R policy to increase efficiency of its teams. The Supalai-7R strategy is an idea to build up efficiency of every department concerned, both internal and external, sharing the same objectives and targets, comprising;
  1. **CSR (Corporate Social Responsibility)** : Supalai and the society, by aiming at corporate social responsibility and returning of profit to the society, building relations between the society and Supalai, making the Company to be talked about with better image.
  2. **PR (Public Relation)** : Supalai and the media, e.g. public and media relations, by focusing on building good relations with the public and mass media, making familiarity between the management and the media with the wish to make the media a part of the organization in a constructive manner to strengthen cooperation.
  3. **CRM (Customer Relations Management)** : Supalai and customers, by aiming at better relations between the Company and its customers by organizing various useful activities for customers' satisfaction.

4. **ER (Employee Relation)** : Supalai and employees, by emphasizing good relations with employees to make every employee live and work in unity like family members and enjoy their work
5. **IR (Investor and Shareholder Relation)** : Supalai and shareholders, by creating better understanding among shareholders and investors so as to be better informed about the Company in order to have a positive feeling about the Company and become long-term shareholders. The Company also aims for operational results satisfactory to investors and shareholders
6. **SCR (Supplier Contractor Relation)** : Supalai and suppliers and contractors, by attaching importance to suppliers by treating suppliers and contractors with fairness and sincerity to obtain good returns and trust.
7. **GR (Government Relation)** : Supalai and relevant government agencies, by emphasizing relations between government agencies and the Company for coordination and flexibility; the Company complies with laws and regulation, and provides cooperation, both directly and indirectly.

In this regard, the Company has focused on reinforcement of good culture and working environment and treated every employee equally. There has been Code of Conduct for directors, executives and employees, while Supalai magazines are issued monthly. To make its employees respond to the Company's vision and mission, the Company has therefore adopted the annual motto of 2014 as follows: "Standard Quality, Impressive Services."

#### **D) For Trading Partners**

The Company has committed to comply with the policy on Treatment of Trading Partners, it has the policy to treat its contractors, trading partners, vendors and financial institution creditors equally with fairness, whereby directors, executives and all employees as well as employees in the subsidiaries and the associated companies are required to strictly comply with such policy, by taking into account the best interests of the Company, while focusing on fair returns to both parties by avoiding situations that cause a conflict of interest. It shall also comply with contractual obligations by providing accurate information and correct reports. Any negotiation to solve problems and find solutions shall be based on the business relationship. The Company has supported the construction contractors on a continual basis to boost the morale and to encourage them to create quality work products.

The Company has committed to comply with the policy on Treatment of Creditors, whereby directors, executives and all employees as well as employees in the subsidiaries and the associated companies are required to strictly comply with such policy. The Company is committed to conducting business in a fair manner in order to create trust among creditors. The Company is committed to maintaining a sustainable relationship and mutual trust with the creditors. The Company is committed to strict compliance with the conditions of the creditors regardless of whether it is the objective in spending the money, repayment, maintaining of quality of collaterals and any other agreed matters made with the creditors in order to achieve mutual benefits. In the case of non-compliance with any of the conditions, it shall inform the creditors promptly in order to jointly solve the problems by applying reasonable principles. The Company shall not do any dishonest act against the creditors. The Company treats its counterparties/creditors as follows:

- The Company strictly complies with various agreements and conditions. In the event where the Company cannot fulfill any one of the conditions, it will inform the creditors promptly in order to jointly find a solution based on rationality.

- The Company strictly follows the conditions made by its creditors, regardless of whether it is about the spending objectives, repayments, maintaining of quality of collateral, guarantee conditions, capital management, payments for goods, and any other matters agreed with its creditors in order to achieve mutual benefits.
- The Company has adopted as its policy, requiring employees whose work is to contact with suppliers to be fair-minded. In particular, employees must not receive or demand any benefit from suppliers or potential suppliers, which may affect the fair assessment or consideration in purchasing and price. This has been indicated in the Code of Conduct to be strictly complied with by the directors, executives and employees. Before making any purchase order such as construction materials for house, suppliers that are the Company's counterparties must propose quotations first so that the Company can compare for the best proposals and terms.
- The Company attaches importance to the payment of goods by making payment upon due date as agreed. However, in some cases where a supplier needs to receive payment before due date and agrees to give discount, the Company is willing to provide assistance if it has adequate liquidity and in a position to do so.
- It is the Company's policy to treat contractors as business partners, while adhering to contract or agreement mutually made under requirements of the law. In order to obtain mutual benefits in operating business between the Company and its trading partners, the Company has followed the policy to select the contractors (trading partners) on a fair basis with transparency and strictly complying with trading conditions. It also jointly considers and solves the problems with the contractors on a regular basis, for instance, the Company normally employs the contractors by providing a lump sum for the materials and the labor cost, however, in case of shortage of materials, the Company has leverage potential to assist the contractors to procure material supplies for maximum benefits in the joint business operation. In addition, the Company provides privilege to the construction contractors having worked for the Company for a long time to carry out construction work in the provincial projects in order to have work continually.
- The Company has organized events to express its gratitude to the contractors and presented the award to the role model contractors under the concept "Joint Labor and Spirits of Supalai & Contractors" in order to strengthen mutual relationship and boost the contractors' morale so as to create continual constructive work.
- The Company has also coordinated with the banks to provide support of credit lines to the contractors so as to have supplement liquidity and capacity in expanding work.
- The Company has also supported the contractors to have an opportunity to expand or change the residence by providing privilege to contractors building houses in the Company's projects to buy Supalai's houses or the houses of its subsidiaries at the discount rate of 10% from the maximum reduction price sold to the general customers of each project.
- The Company has offered a chance to new contractors to jointly work with the Company in order to create quality work. To obtain more information, such contractors can contact the Company at 0-275-8888 ext. 310 on work days of Monday-Friday.
- To jointly find a way, to develop and test materials in cooperation with the manufacturers to ensure that all materials used for construction possess the qualifications as specified.
- Taking into consideration fairness to financial institution creditors : when the economic crisis broke out in 1999, the Company had entered into the debt restructuring process with the Office of Corporate Debt Restructuring Advisory Committee (CDRAC) of the Bank of Thailand, and

completed the debt restructuring in 2002, with every creditor receiving the principals in full. As such, the Company gains trust from financial institutions which continue their support to the Company in many projects.

The Company has informed its trading partners of such policies and disseminated them on the Company's website : [www.supalai.com](http://www.supalai.com)

## E) Competitors

The Company has committed to comply with the policy on Treatment off Competitors, whereby directors, executives and all employees as well as employees in the subsidiaries and the associated companies are required to strictly comply with such policy.

- Whereby the business operations shall be conducted under the free and fair competition framework and shall not seek trade secret of the competitors by fraudulent, dishonest, inappropriate, immoral or illegal acts.
- Regarding its competitors, the Company shall not do any act to cause damage to the reputation of the competitors by accusing, defaming or using any tactics without grounds; and shall not do any act to violate intellectual property rights and copyrighted works of others or competitors; and shall not conduct monopoly with its trading partners or suppliers. The Company has never had any dispute regarding trading competitors.

Such policy has been publicised on the website of the Company ([www.supalai.com](http://www.supalai.com)).

## F) Community, Society, Environment, Healthy and Safety

### Community and Society

The Company has committed to comply with the policy on Responsibility toward Community, Society and Environment, whereby directors, executives and all employees as well as employees in the subsidiaries and the associated companies are required to strictly comply with such policy. The Company is committed and attaches importance to business operations with the responsibility towards communities, society and the environment in order to achieve sustainable development in terms of economic, social and environmental aspects by taking into account interest of related stakeholders in the project area as well as the society in general. This is to return benefits to the community, the society and the environment on a sustainable basis.

Over the past 20 years, the Company has committed to operate business while giving back to the society on a regular basis according to the slogan “**Supalai....We Care for Thai Society**” in order to return profits to the society. The Chief Executive Officer of the Company has initiated that “the return of profits to the society of business organizations is important part of corporate governance, that is, it is mutual responsibility to care for and develop the society to have good quality continually in addition to the creation of good environment for the community. Guidelines for the creation of society of Supalai focus on the provision of knowledge because knowledge can be a base for developing and improving the quality of life for personal and family benefits as well as the benefits for the society in general. Accordingly, providing knowledge is an extraordinary great contribution for happiness of the society better than providing any other factors or things. That is the source of “Saeng Prateep” Project, it is a project to create light and illumination for the development of quality of life. It is a non-profit project of which activities comprise

- **Free trainings and seminars** for the publice relating to health, dharma (religious teachings), arts, finance and investment. In 2013, the seminars conducted were Feng Shui reading for an auspicious start to the Year of Snake, Cupping Therapy, Arm Swing Exercise, When will...be rich and happy sustainably Version 2013, Tips on Business Succession to the Next Generation, Detoxification, Get Back in Shape with 18 Ways of Towel Exercise, and Tips for Office Syndrome Curing.

- **Educational activities**, having recognized the importance of education for Thai children, the Company has provided support for the development and improvement of classrooms, school buildings, libraries, dormitories in many schools in rural areas at primary schools, secondary schools and universities, for instances, the Company provided Baht 2 million to the Department of Architecture and City Planning of Thammasat University as support for preparing classrooms, and Baht 2 million to the Department of Architecture of Chulalongkorn University and more than Baht 2 million for establishing a museum of Suankularb Witthayalai School and the National Education Museum, etc.
- **Art and cultural activities**, the Company had organized “Creative Power” art exhibition, of which all the proceeds from selling art works of Baht 2,491,414 was presented to Her Royal Highness Princess Mahachakri Sirindhorn for the charity of the Thai Red Cross Society.
- **Activities on production of media for worldly and Dharma knowledge**, the Company has produced books of which the contents are tips for leading daily life and Dharma song verses called “Mong Kwang, Kid Klai, Faisung” (having wide perspectives, thinking far with high ambition) to be given to customers and the general public, and the books named “Getting Rich with Sustainable Happiness” were published at the expenses of the Company, and all the proceeds were donated to the Thai Red Cross Society.
- **Social activities**, the Company had provided life saving bags to mitigate difficulties to victims of disasters in many places and donated money to the “Capital Market Joined Forces to Help Victims of Flood” Foundation to help victims of the floods in a total amount of more than Baht 10 million. In addition, the Company had provided “Rural Home for Farmers” designs to be given to interested farmers free of charge.
- **Activities to promote family institution**, the Company attaches importance to the promotion of good relations in the family on a continual basis in order to reinforce the foundation of Thai society by organizing activities for love bondage to strengthen gratitude to parents, etc.
- **Health activities**, the Company has invited the team of medical doctors and nurses from leading hospitals to provide free health check up to Supalai customers’s family and the general public, and organized annual activities for blood donation at the Company’s main office.
- **Community development activities**, such as the improvement of road along Klong 4, donation of garbage collection truck. Installing pipe under the road and improving Soi La Sale, installing water drainage pipe and clarifier in the area of Soi Paholyothin 4, donation of operating equipment to the police stations.
- **Religious activities**, the Company has improved the landscape in the areas of temples, mosques for safety and shady areas comfortable for people visiting religious monasteries.
- **Medical check up** : The Company will invite physicians and nurses from leading hospitals to provide medical check up free of charge, and to give medical knowledge under interesting topics, with seminars on health and alternative medicine. The Supalai family and general public can participate in such activities.
- **Activity to strengthen family ties**
  - **Mother’s Day activity** : Every August will be the national Mother’s Day festival. Therefore, the Company organizes every year an activity to return profit to the society under the concept of “Mother-Lovers Gathering”. All of the Supalai Families of every project and the public can join the activity to build up a good relationship among the Supalai Families.

- **Bonds strengthening activity** : for example, meditation to strengthen family ties, activity to strengthen bonds of affection to increase gratitude towards one's parents.
- **The Company has transferred knowledge through activities which are beneficial to the society in various forms**, such as seminars to provide knowledge to the general public without having to pay for any expenses. It also has organized the activities to distribute life saving bags to the flood victims, the big cleaning day to clean various projects of the Company after the floods. In addition, activities have been organized for members of the projects with an objective to promote a warm Thai society with good family relationship.
- **Provides support services to customers in the housing project in term of safety, cleanliness and beauty and the perfect establishment of Juristic person for housing project to satisfy residential customers and help promote a good image since the Company recognizes that living in a society with good environment will inevitably affect the quality of life of the residents in the community.** As a result, the Company emphasizes creating Supalai society with good quality in order to a warm and safe society by focusing firstly on building strong relationships within the family and cultivating good attitude toward the family so as to be a good foundation for society as a whole. The Company, therefore, organizes an event that instill gratitude to the parents, or events that continuously help strengthen relationships within the family such as mindfulness - meditation, new year activities that promote the activities of family members, etc. Supalai cares not only for the Supalai residents but also for the residents of nearby areas starting from the development of the site from the beginning of the project, thus, there is a schedule for security check and prevention of various effects that may occur to the residents living in surrounding areas due to the construction. One aspect demonstrates the importance on taking care of Supalai residents is having various communications channels leading to the development of products and services in order to importantly achieve maximum benefit and satisfaction of our customers. The available communication channels are used for relating happy story or information or send feedback through community project officer, executive officer of the community and at the headquarters. Contact can be made at 02 725 8888 ext 553, 557, Smart Center at 02 725 8899 ext, 1720, or [www.supalai.com](http://www.supalai.com), project comment box and "Glass Bell" project.

Due to the policy of Supalai Public Company Limited which focuses on conducting real estate business on a continual basis along with participation in the creation of Thai society under the concept of **"Supalai.....we care for Thai Society"**, emphasis has been placed upon a variety of activities organized every year as from its establishment up to now so as to return profits to the society. Being aware of Corporate Social Responsibility (CSR), several activities with benefit to the society had been organized in several forms. In addition, in 2013, the Company has attached more importance to the society and environment by organizing a training project under the topic Workshop on "CSR Engagement" and invited expert speakers from Thai Pat Institute to provide more knowledge and understanding on CSR and the Company's direction for sustainable CSR activities.

## **Environment**

As regards the use of resources, the Company has also observed the policy on efficient use of resources, whereby the directors, executives and all employees including employees of the subsidiaries and associated companies are required to strictly observe this policy as currently, natural resources are diminishing; the Company, therefore, focuses on raising awareness of the employees to make the most effective use of resources in order to further create the habit and apply at home. This by-product is also expected to result in more efficient use of resources at national level. Such good habit



would be passed on to the younger generations and be a role model for the future. This habit will lead to the concept of “thinking before using” and will further help create the saving habit. The Company has applied various methods to create awareness on the use of resources, such as affixing stickers, conducting public relations, exhibition boards and providing knowledge through trainings under the theme “3Rs-Reduce, Reuse, Recycle” in order to achieve effective utilization of resources and reduce energy in irradiating waste, reducing pollution and reducing greenhouse gas emissions.

The Company is committed to comply with all the laws relating to environmental protection and all the laws relating to health and safety, and therefore requires that all employees do the same. It also provides knowledge on the environment, health and safety to the employees and the general public in order to be applied at the office and extended to the outsiders. The topics of the trainings comprise “Saving Energy of the Company” and “Producing Household Products”, which can be naturally decomposed and not adversely affect the environment.

In addition, the Company encourages and provides supports for the design, research and development of products in order to conserve the energy and the environment by applying the principle of polluter paying the costs in order to encourage the reduction of pollution and reduce the burden of the society according to the environmental governance. The Company also encourages its directors, executives and employees including employees of its subsidiaries and associated companies to use resources efficiently by adopting relevant policies, such as policy on the use cars, electricity, air conditioners, office equipment and water as well as the policies on reducing waste and recycle. Such policy has been publicised on the website of the Company ([www.supalai.com](http://www.supalai.com)).

The Company focuses on creating awareness of environment and safety among employees and relevant departments as follows:

- **Under the concept “Supalai Save Our World Save Your Money”**, the Company has initiated the development by designing environment and energy-saving homes and buildings by means of natural passive cooling, while preparing for mechanical cooling and active cooling as integrated elements as option to reduce the use of energy for air-conditioning, reduce lighting by electricity and other appliances where the construction cost remains at similar level as those of general houses in the market. As a result, the pricing is cost-effective with appropriate use and saving the cost of electricity. From the energy-saving concept, each Supalai project is similar to Eco Land that helps reduce global warming.
- **Environmental impact study** in accordance with the Office of Natural Resources and Environmental Policy and Planning, Ministry of Natural Resources and Environment, although the process of public participation is not mandatory, the Company has resorted to meetings to listen to the public opinions in the area which are expected to be affected by the operation of the Company. That is, there is a preliminary inquiry of all houses in expected area of the project, the information shall be then analyzes to clarify the understanding of the issues and concerns as well as adopting mitigation measures for the expected effects which may occur and to inform the public in such areas for participation in the public hearings. All meetings are opened to the public to be able to fully express their opinions, particularly regarding specific measures to mitigate the environmental impact that the Company has gathered from the preliminary inquiry. If the people are not satisfied, the measures will be modified in order to meet the needs of the people. In case of doubt by the community or group of people, or they think the environmental mitigation measures are inadequate, the Company will not disregard but will hold a Focus Group in order to listen to the concerns of the community or a specific group to find ways to mitigate the impact on the community or concerned group properly and satisfyingly.

- **Educating employees and the public on environment**, such as energy savings in the Company by improving landscape around the fire exit stairs in order to persuade employees to use the stairs instead of the elevator, preparing the products for household use, which are naturally decomposed and environmental friendly.
- **Preventing pollution during the construction**, during the construction, the Company has installed fences and canvas to cover the building to reduce noise and dust, closed working area in order to decrease the volume of dust and noise and installed dust and sound level meter as well as cleaning the wheels of vehicles before leaving the project site to prevent any soil attached.
- **Environmental conservation activities**, the Company has planted mangroves, released sea turtles for ecological abundance, grown traditional plants in Thai literature at Ban Pang Samakkee, Kaeng Khoi District, Saraburi Province.
- **Providing a security supervisor on-site for every project** in order to conduct functional analysis, monitoring, supervision, and support in terms of security.
- **Activities relating to safety of life and health of the employees and customers**, such as 5S activities for the employees by adopting the 5S policy while monitoring the implementation of such policy annually. The Company has also provided trainings on safety and annual fire drills for all employees and customers renting the building spaces, etc.
- **Environmental improvement for safety to life, health, property of its employees and customers**, e.g. activity of 5S campaigns (Clearance, Convenience, Cleanliness, Hygiene, Habit Making), annual fire-drill for all employees and customers renting the spaces in the building, taking into consideration the safety, health and environment, whereby:
  - In 2012, as the owner of Supalai Grand Tower, the Company received an award for “Safe Building, a Comfort to All” from Bangkok Metropolitan Administration, as the building with safety management system, a complimentary award in the project for increasing of participation in home and building safety by Public Works Department of the Bangkok Metropolitan Administration.
  - In 2012, the Company received a plaque under the “Thai Join Hands for Clear Canals” Project from the Prime Minister, who presided over the award giving ceremony on the occasion where the Company was a real estate company that participated in the project for sustainable saving of canals.
- **Various campaigns in the Company**, e.g. reducing global warming with our hands, turning off lights every time after use, turning off computer screen at lunchtime or whenever it’s not needed, using stairs instead of lifts, using both sides of the paper, reducing hardcopy document transmission by changing to transmission via computer instead, donating of aluminum to create prosthetic limbs and crutches, etc.

### Healthy and Safety

As regards safety, the Company has complied with the policy on safety, occupational health and environment in working, whereby the directors, executives and all employees including employees of the subsidiaries and associated companies have strictly complied with such policy. Having attached importance to the safety, occupational health and environment in working, the Company is committed

to improve its operations in terms of safety, occupational health and environment on a continual basis. Activities on safety in working have been encouraged and supported, while monitoring and evaluating the policy implementation for maximum efficiency.

The Company has set up the Committee on Safety, Occupational Health and Workplace Environment, comprising 11 members, in accordance with the Notification of the Ministry of Labor and Social Welfare, Re: Committee on Safety, Occupational Health and Workplace Environment, requiring a workplace with 500 employees or more to set up a committee of not less than 11 members, comprising the employer or his/her representative as chairman, 4 representatives of supervising level and 5 representatives of operating level as members, with the work safety officer as member and secretary. The committee members of supervising level were selected by the employer. The selection of committee members of operating level was in accordance with the Notification of the Department of Labor Protection and Welfare, Re: Rules and Procedures for Election of Committee Members Representing Employees. The employees at operating level of at least 3 but not more than 5 persons, who do not wish to apply for the election, shall be appointed as the election committee to conduct the election of committee members at operating level. In 2013, the Company's arrangement regarding safety can be summarized as follows:

- Organizing meeting on safety once a month.
- Inspecting the safety of work area, whereby members of the Committee on Safety, Occupational Health and Workplace Environment are divided to perform such duties. The inspecting results would be considered in the meeting, with follow-up made and advice given if it was found out that the correction method used was not suitable.
- Giving advice and/or order for correction of work condition that might cause danger according to the monthly report on unsafe work condition.
- Giving advice and/or order for solving of accident problem according to the report on accident project.
- Arranging for an annual fire-drill jointly with Supalai Grand Tower.
- Launching a campaign: turn off the lights, unplug appliances and office equipment during long holidays to prevent accident from shortcut to electricity.
- Launching a campaign for safe driving every long holiday to prevent car accident.
- Launching a campaign for self protection from disease, e.g. dengue fever, influenza, etc.

In addition, the Company had reported the statistics on accidents in the report of professional level of the work safety officer in accordance with the Notification of the Ministry of Labor and Social Welfare, Re: Work Safety of Employees, which done on quarterly basis. In 2013, luckily, there was no accident to any employee of the Company.

## G) Economy

The Company places emphasis on operating business with social and environmental responsibility in order to create simultaneous sustainable social and economic systems of the country, whereby:

- **Commitment to be good business operator**, the Company has the policy to pay tax in a correct, complete and timely manner since its establishment in order for the country to use for development of housing, occupation, convenience, safety and prosperity of the country. In 2012, the Company receive "Ratsadakorn Pipat" award or "Quality Taxpayer of 2011", an award given by the Revenue Department, Ministry of Finance, under the policy "Right, Proud, for the Nation". The award was given to the taxpayers who deserved praise because

these organizations or individuals were good citizens of the land, paying taxes correctly, fully, willingly, and honestly. They were exemplars for doing good things and building confidence to the public, various entrepreneurs, entities and organizations, making them aware of the benefit of taxpaying, which would be further used to bring about prosperity and security to the country.

- **Generating income in the area of real estate development projects**, the fact that the Company has developed the project in neglected and untied land to be housing or condominium projects has supported the surrounding communities to have better livelihood as some projects have helped develop the drainage systems and access roads as well as new business, new jobs, new occupations such as laundry and convenient stores, gardening, hairdressing, etc
- **Developing energy-saving houses**, the Company has received the Excellent Energy-Saving House Award and Energy-Saving Building Label, which indirectly help the country save cost for acquiring energy sources, such as,
  - In 2005, the Company received an Outstanding Award for “**Excellent Energy Conservation House**” for Supivat design in the category of small detached house of Supalai Orchid Park Watcharapol project and Supakarul design in the category of medium size detached house of Supalai Orchid Park 3 project from the Department of Alternative Energy Development and Efficiency, Ministry of Energy.
  - In 2007, the Company received a Good Award for “**Excellent Energy Conservation House**” for Supavat (new) design in the category of small detached house of Supalai Garden Ville Outer Ring Road Pinklao-Rama 5 project, and for the Supatarin design in the category of medium size detached house of Supalai Suvarnabhumi project from the Department of Alternative Energy Development and Efficiency , Ministry of Energy.
  - In 2008, the Company received a Good Award for “**Excellent Energy Conservation House**” for Supanuch (special) design and the Supadarul (new) design in the category of small detached house of Supalai Garden Ville Outer Ring Road Pinklao-Rama 5 project from the Department of Alternative Energy Development and Efficiency , Ministry of Energy.
- **The development of low-cost houses for low and middle-income people**, the Company sees the sufferings of low income people, and has, therefore, joined the Board of Investment (BOI) project to develop good quality houses at reasonable prices for lower and lower-middle income people, which comprise a sizeable number in the society.

#### **h) Government Agencies**

The Company has complied with the laws and strictly reported on such compliance, be it the tax payment and other expenses according to the regulations and rules prescribed by the state sector, and provided cooperation and support in implementing the state policies for the benefits of the country. It is also committed to carry out projects beneficial to the public, either being assigned by the state sector or initiated by the Company itself.

In this regard, the Company has arranged in place channels for stakeholders to communicate, make suggestions, provide information useful to the business operation, or to lodge complaints against improper actions, directly to the Board of Directors. The channels of receiving information or complaints, right protection of the information providers, information related to the persons making complaints are kept confidential, with the access to information allowed for those responsible



for complaints examination only. The Independent Directors will consider the matter and report to the Board of Directors. The various channels are as follows; Supalai Smart Center, tel. 1720, 02-725-8899, “You call, we care”, or Website: [www.supalai.com](http://www.supalai.com) or project opinion box.

## **Chapter 4: Information Disclosure and Transparency**

It is the Company’s policy to disclose information to all parties concerned equally, transparently and in a timely manner. The Company discloses its project information, project details project proceedings for its customers. Its shareholders are provided with financial information and financial position of the Company and beneficial information is also given to the employees. Besides, the Company has a good internal control system.

### **Disclosure of Details of the Project to Customers**

It is the Company’s policy to disclose information to its customers before making decision to buy a house, e.g. project details, project layout, specifications of construction materials.

### **Disclosure of Information to Shareholders**



The Company discloses financial information, along with analysis of results of operations and financial position as well as key information and decision-making to the Securities and Exchange Commission, the Stock Exchange of Thailand, and shareholders, on consistency basis, quarterly and yearly. The information is also disseminated via the Company’s website, both in Thai and in English. Furthermore, the Board of Directors of the Company is well aware of its mission and duty to treat all shareholders equally by ensuring that the disclosure, both financial and non-financial information, is made correctly, fully, adequately, reliably and in a timely manner in order for the shareholders to receive information on an equitable basis as required by laws, relevant organizations and government agencies. The Investor Relations Section under the Business Development and Investor Relations Department is the Company’s representative in communicating and supervising general investors, securities analysts, and shareholders. Information will be disseminated via various channels, ranging from the mass media, website, telephone, the Stock Exchange of Thailand, the Securities and Exchange Commission.

Before making any disclosure via various channels, in normal and urgent cases, it must be firstly considered by the Board of Directors for correctness, completeness, adequacy of information, before forwarding to the Stock Exchange of Thailand. Once forwarded to the Stock Exchange of Thailand, the financial statements will be disseminated via IR Website at [www.supalai.com](http://www.supalai.com) and [www.shareinvestor.com](http://www.shareinvestor.com).



The Company has taken proactive action by going out to visit analysts and investors, joining by its executive directors and executives responsible for accounting and finance to give clarification and opportunity for investors, analysts, as well as those interested to make inquiry. In addition to local investors, the Company had organized Road Show to present information and progress of the Company to foreign investors. There was also disclosure of information to the public, e.g. annual report, 56-1 Form, information presented on the day of meeting with investors, etc., to ensure full compliance with relevant regulations. Furthermore, the Company had provided information and disseminated its operation results to investors, shareholders and those concerned on quarterly basis. There were press conferences and disclosure of information to the Stock Exchange of Thailand.

In 2013, the Company has joined 2 times the Stock Exchange of Thailand's project regarding the meeting with securities analysts and investors, and also has prepared an article on "The Economic Trend in 2014" and "The trend of Housing Industry" to be published in the Company's annual report. Furthermore, the Company has given interviews and participated in panel discussions on both television and radio programs as well as becoming member of various associations in order to serve the society.

For the disclosure of key information, the Company had done via various channels and the media on consistency basis to enable its shareholders and stakeholders to be informed entirely. The channels for dissemination are as follows.

1. The Stock Exchange of Thailand
  - 1) Annual Report
  - 2) Financial Statement
  - 3) Operational Results Report on a quarterly basis
  - 4) Resolution of the Board and others
2. The Securities and Exchange Commission
3. Ministry of Commerce
4. Newspaper
5. Magazine
6. Television
7. Press Release
8. Investor Relation (contact 0-2725-8888 Ext.851 or e-mail address : [ir\\_spali@supalai.com](mailto:ir_spali@supalai.com))
9. The Company's website ([www.supalai.com](http://www.supalai.com))
10. Company Visit and One-on One Meeting
11. Domestic and Foreign Road Show
12. Analyst Meeting
13. Public Relation, Press Conference and Press Release of financial status of the Company.
14. Document delivery notify shareholders by mail

### **Disclosure of Beneficial Information to Employees**

The Company discloses beneficial information to its employees via Intranet and posting notifications at the Company's notice board to inform the employees of the information beneficial to them, such as :

- Welfare
- Announcement on appointment or promotion of employees
- Announcement on new recruitment
- Announcement on annual holidays
- News or information from Social Security Office on various welfares
- News from Revenue Department regarding the submission of tax return or tax payment

## Chapter 5: Board of Directors' Responsibilities

### 5.1 Board Structure

#### Composition of the Board of Directors

The Company's Board of Directors comprises qualified persons with knowledge, ability and experiences useful to the Company. There are 10 directors in total. The election of directors was in accordance with the resolution of the shareholders' meeting under the rules and procedures prescribed by law, comprising;

- 4 Executive Directors
- 1 Non-executive Director
- 5 Independent Directors

The Authorized Directors to sign on behalf of the Company are Mr. Prateep Tangmatitham or Mrs. Ajchara Tangmatitham or Mr. Atip Bijanonda or Mr. Tritecha Tangmatitham, jointly signed by any two out of these four persons and affix with Company's seal.

Furthermore, the Company has set as a policy that its Board of Directors shall have a range of diversified structure, comprising gender, age, educational level, knowledge, professional skill, work experience, expertise, as well as integrity and ethics. It also has appointment criteria and process for newly nominated directors (please see details under the title "Nomination of Board Members). In addition, the 10 Directors of the Company and its Executive Management have never been employees or partners of the external audit firm providing service over the past 2 years. The present Board of Directors has 5 independent and non-executive directors, with work experience related to the Company's business.

#### Company Secretary

Mrs. Varunee Lapitananuvat, Senior Assistant Managing Director of Finance and Accounting (E-mail: Varunee@supalai.com) who has suitable capability, qualifications and experiences, has been appointed as the Company Secretary by resolution of the Board of Directors' Meeting No. 7/2008 held on 29/5/2008, effective 29/5/2008.

#### Qualifications of the Company Secretary

1. Possess good knowledge and understanding of the business type of the Company and the Company secretary-related duties i.e. duties of directors, duties of the Company, and also possess knowledge on relevant laws and regulations, and always keeps abreast with news and information in order to improve the operation of duties.
2. Comply with related laws and the Company's rules and regulations with accountability, care, honesty and commitment to support the Company's operations to achieve objectives under the principles of good corporate governance and business ethics.
3. Adhere to ethics and morality and always consider the interest of the shareholders; shall not do anything that may affect reputation and image of the Company.
4. Keep the Company's information confidential and safe and not look out for personal gains from the Company's business opportunity.
5. Have good interpersonal skills and ability to liaise with various departments and agencies, both within and outside the Company.

## **Duties and responsibilities of the Company Secretary**

1. Give basic advice to Directors in respect of laws, orders and regulations of the Company of which the Board of Directors needs to know, as well as to ensure proper and consistent compliance. Report any significant change in matter of laws to Directors.
2. Organize the shareholders' meeting and Board meeting in accordance with the laws, articles of association and proper practice.
3. Take the minutes of shareholders' meeting and Board meeting, as well as to ensure compliance with the resolutions of the shareholders' meeting and Board meeting.
4. Prepare and keep the register of Directors, annual reports, letters of invitation for shareholders' meeting, letters of invitation for Board meeting, minutes of the shareholders' meeting and minutes of the Board meeting.
5. Keep the reports of interests filed reported by directors or executives and make submission as required by laws.
6. Ensure that there is the disclosure of information under responsibility to the regulatory agencies according to the regulations and requirements of government agencies.
7. Contact and communicate with general shareholders to keep them informed of various shareholders' rights and Company's news.
8. Take care of the activities of the Board.

## **Set out Qualifications of Independent Director**

To build up confidence for investors and to keep a good balance of management, the Company, therefore, defines the independence of "Independent Director" in a more strict manner than the rules prescribed by the Capital Market Supervisory Board, as follows:

1. Appointed by the Board of Directors or the shareholders of the Company to be the Audit Committee members and be independent directors.
2. Hold shares of not more than 0.5 percent of the voting shares of the Company, subsidiary companies, associated companies, or any juristic persons with potential conflict, including the shares held by related persons of such independent director.
3. Must not be nor have ever been a director with participation in management, a hired worker, an employee, an advisor with fixed salary, or a person with control over the Company, subsidiary companies, associated companies, or juristic persons with potential conflict, unless having been relieved from such title for not less than 2 years before the date of appointment as independent director.
4. Must not be a person related by blood or by legal registration as father, mother, spouse, sibling, and offspring, including spouse of offspring of an executive or major shareholder, controlling person, or a person who will be nominated as executive or controlling person of the Company or subsidiary companies.
5. Must not have nor have ever had any business relationship with the Company, subsidiary companies, associated companies, or juristic persons with potential conflicts to the extent that may obstruct the using of his/her independent discretion, and is not nor ever have been a major shareholder, a non-independent director or an executive of those with business relationship with the

Company, subsidiary companies, associated companies, or juristic persons with potential conflicts, unless having been relieved from such title for not less than 2 years before the date of filing an application with the Office of the Securities and Exchange Commission.

6. Must not be nor have ever been an auditor of the Company, subsidiary companies, associated companies, or juristic persons with potential conflicts, and is not a major shareholder, a non-independent director, an executive, or a managing partner of the audit firm where the auditors of the Company, subsidiary companies, associated companies, or juristic persons with potential conflicts are working for, unless having been relieved from such title for not less than 2 years before the date of appointment as independent director.
7. Must not be nor have ever been a provider of any professional service, including a legal consultant or financial consultant, with remuneration in excess of Baht2 million per annum from the Company, subsidiary companies, associated companies, or juristic persons with potential conflicts. Where the provider of professional service is a juristic person, it shall include the major shareholders, non-independent directors, executives, or managing partners of such professional service provider, unless having been relieved from such title for not less than 2 years before the date of appointment as independent director.
8. Must not be a director appointed as the representative of the Company directors, major shareholders, or any shareholders who are connected persons of the major shareholders of the Company.
9. Must not possess any other characteristics that will prevent the independent expression of opinions in respect of the operations of the Company.
10. The Independent Director who are qualified according to 1 - 9 may be assigned by the Board of Directors to make decision on the operations of the Company, the operations of the subsidiaries, associated companies or juristic entities which may have a conflict. The decision could be made in the form of panel.

### **Term of Sub-Committees**

The term of Sub-Committees, i.e. Audit Committee, Corporate Governance Committee, Risk Management Committee and Nomination and Remuneration Committee, shall be 3 years for each term. Upon the retirement at the end of a term, reappointment may be made.

## **5.2 Board of Directors**

The Company's Board of Directors perform the duties by taking into account integrity, transparency, fairness and maintenance of the Company's interest.

**There are 2 main aspects of the duties and responsibilities of the Board of Directors as follows:**

### **1. Adopt Business Directions, Policies and Strategy**

- Supervise and manage the Company's business operations according to the laws, objectives and articles of association of the Company as well as the resolutions of the shareholders' meeting, and maintain the interest of the Company according to the business good governance principles.
- Set out vision, mission, directions and strategy of the Company, consider and review such vision and mission regularly and grant approval at least every period of 5 years to be in accordance with the Company's business plan.

- Control and supervise the operations of the Company to be in line with the rules and regulations of concerned agencies, be responsible and maintain the benefits of shareholders. The Board of Directors must also disclose information in sufficient, correct, complete, standardized and transparent manner to shareholders and all relating parties.
- Grant approval to important strategies and policies including the objectives, financial goals and plans of the Company; monitor and supervise to ensure that the plan is implemented.
- Consider and approve the annual budget for investment and business operations as well as supervising the use of the Company's resources.
- The Board of Directors has the power to appoint one Director to be the Chief Executive Officer and Company Secretary as may be deemed appropriate.
- Supervise the system or mechanism for paying suitable remuneration to high level Executives as both short-term and long-term incentive.
- Organize the annual ordinary general meeting of shareholders within 4 months from the closing date of the accounting year of the Company, and organize the extraordinary meeting of shareholders when necessary.
- Organize the meeting of the Board of Directors every quarter and there must be not less than one half of the number of Directors attending the meeting; the decision of the meeting must be made by a majority vote; if there is a tie of votes, the Chairman can have a casting vote.
- Provide advice, jointly discuss the problems extensively and make careful decision on matters according to the agenda of the Board of Directors' meeting.
- Authorize the Chief Executive Officer to have the power to carry out the business operations of the Company as well as the power to appoint and remove the employees of the Company and determine the remuneration for working according to the policies of the Board of Directors; and authorize the employees with the operational powers in accordance with the business condition.

## **2. Monitoring the operations of the Management for a Check and Balance by**

- **Disclosing Information of the Company**
  - Arrange for accounting system, financial and auditing reports and ensure that there are efficient and effective internal control system and audit Internal.
  - Arrange for suitable communication channels with each group of shareholders and stakeholders of the Company.
  - Arrange for disclosure of correct, clear, transparent, reliable and high standard information.
  - Arrange for a preparation of statements of financial position and income statements as at the ending date of the accounting year of the Company to be presented to the annual ordinary meeting of shareholders for approval whereby the Board of Directors must arrange for an audit by the auditor before presenting to such meeting of shareholders.
  - Arrange for a report on important financial and general information to the shareholders in a correct, complete and sufficient manner; and confirm the verification of information reported.
  - Monitor and solve the problem regarding conflict of interest as well as connected transactions, which may be incurred.

- **Internal Control and Risk Management**
  - Set up guidelines for risk management in an extensive manner and ensure that the Executives are equipped with effective system or risk management process.
  - Arrange for an internal control and audit as well as systems for financial control, business operation and supervision including risk control and management.
- **Remuneration for Directors**
  - The Board of Directors has the duty to propose remuneration for directors to be approved by the Annual Ordinary General Meeting of Shareholders.
- **Remuneration for Executive Management**
  - The Board of Directors has the duty to evaluate the performance of Executive Management and set out remuneration in accordance with their performance.
- **Offering for Sale Securities to the employees and the Directors.**

### **3. Appointment and Removal of Company Directors**

The Board of Directors has delegated to the Nomination and Remuneration Committee to propose to the shareholders' meeting for approval under the rules and procedures as prescribed in the articles of association, with the key contents as follows.

1. The Company Directors are elected by the shareholders' meeting, with the number of not less than five directors, and of which not less than 3 must be independent directors. Not less than one half of all directors must have domicile in the Kingdom. In addition, at least 1 director must possess knowledge in accounting and finance. The directors must have qualification as prescribed by laws and regulations.
2. The shareholders' meeting shall elect directors as screened and nominated by the Nomination Committee under the following rules :
  - (1) A shareholder has the vote of one share per one vote.
  - (2) Each shareholder must put all of his/her votes under (1) to elect a person or several persons as directors, but he/she is not allowed to split his/her votes.
  - (3) Those who receive the highest number of votes will be elected in descending order as directors, equaling the numbers of directors to have or to be elected at that time. In case of a tie between runners-up, exceeding the numbers of directors to have or to be elected at that time, the Chairman shall make the casting vote.
3. At every annual ordinary meeting, one-third of directors shall retire from office. If it is not possible to divide the numbers of directors into 3 exact portions, retirement shall be made by the numbers closest to one-third. The directors to be retired in the first year and second year after company registration shall be decided by a draw. For the later years, the directors who have been in office for the longest period shall retire.
4. Any director who wishes to resign from his/her position shall submit the resignation letter to the Company. The resignation shall take effect as from the date on which the resignation letter reaches the Company.
5. Resolution to remove any director from a position before the end of his/her term shall be made by the votes of not less than three-fourth of the numbers of shareholders that attend the meeting and with voting right, and with all the shares held together not less than one half of the shares held by those attending the meeting with voting right.

#### 4. Delegation of Authority by the Board of Directors

Two out of four Authorized Directors with signatory power, jointly affix their signatures, for the Company, to authorize other directors or other persons to perform on his/her behalf the Company's affairs within a certain period.

In this regard, the delegation of authority and responsibility by the Board of Directors will not be the delegation or sub-delegation of authority in such a manner that enables the Board or its attorneys to approve any transactions for oneself or for any person with potential conflict (as defined in the Notification of SEC) for both the Company and subsidiary companies.

- Consider and approve the acquisition or disposal of assets unless such transaction must be approved by the meeting of shareholders; such approval must be made according to the notifications, regulations and/or rules relating to the Office of the Securities and Exchange Commission.
- Consider and approve the connected transactions unless such transactions must be approved by the meeting of shareholders; such approval must be made according to the notifications, regulations and/or rules relating to the Office of the Securities and Exchange Commission.
- Consider and approve the payment of interim dividends to shareholders when deem appropriate that the Company has sufficient profits to do so, and report such dividend payment to the subsequent shareholders' meeting.
- It has the power to consider and approve the borrowings or application for any credit facilities from financial institutions or determine new amount of overdraft (OD) as well as the amount of capital for investment and purchase of land of any item worth more than Baht 200 million each.

#### 5. Nomination of Board Members

The Company has appointed the Nomination and Remuneration Committee to consider selecting and screening the persons nominated for appointment as directors, taking into consideration the proper proportion, numbers and composition.

The Company has given its shareholders an opportunity to nominate the persons for being elected as directors at the shareholders' ordinary meeting. The Nomination and Remuneration Committee may propose to the Board the forming of an ad hoc committee, comprising the Board or outsiders, to make nomination of directors. Where, according to the screening result, there is no one proper for nomination process or for the nomination of a person with new qualifications in selection of an independent director, the Nomination and Remuneration Committee will select a qualified person with no prohibited characteristic under the Company's regulations, and make proposal to the Board of Directors for nominating on individual basis to the shareholders' ordinary meeting,

In case of the appointment of directors retiring upon the end of term of office and the appointment of new directors, according to the Articles of Association of the Company, the shareholders shall elect the Directors according to the following criteria and methods:

- 1) One shareholder has one vote per one share.
- 2) One shareholder must exercise all the votes in (1) to elect one or many persons to be Directors but cannot divide the votes to any one person in different numbers.
- 3) The persons receiving the highest numbers in respective order shall be selected to be Directors in the number equal to the prescribed number or the number for such particular

election. In the case of a tie of votes for the respective order of the candidates exceeding the prescribed number of Directors or the number of Directors for such particular election, the Chairman shall have a casting vote.

## **6. Authority of the Board of Directors**

- The Board of Directors shall work in accordance with the laws, objectives and regulations of the Company, as well as the resolutions of shareholders' meeting, with integrity, honesty and in the best interest of shareholders in both short term and long term. The Board shall also comply with the rules and regulations of the Stock Exchange of Thailand, the Office of the Securities and Exchange Commission Thailand and the Capital Market Supervisory Board established under the Securities and Exchange Act B.E. 2535 (1992) amended by the Securities and Exchange Act (No. 4), B.E. 2551 (2008).
- The Board of Directors is empowered to appoint a director as the Chairman, and can also appoint Vice Chairman, as deemed appropriate.
- The Board of Directors is empowered to appoint a director as the Chief Executive Officer, and can also appoint any person to be the Company Secretary, as deemed appropriate.
- The Board of Directors has the right to attend trainings or to participate in activities in order to increase knowledge on concerning work by using the Company's resources.

## **7. Meeting and Quorum of the Meeting**

The Company organizes the Board meeting at least once a month, and with special meetings organized as necessary. Directors are required to attend meeting every time except in case of necessity. The meeting will be pre-scheduled with exact date, time, and agenda for the whole year, which will be every second Tuesday of each month. A letter of invitation along with meeting agendas and supporting documents will be forwarded to each Director not less than 7 days before the meeting to allow them with enough study time, except in case of emergency that affects the Company's interest. The minutes of the meeting will be taken down and completed within not more than 14 days from the date of the meeting. Every Director can check the minutes of the meeting anytime by making request with the Company Secretary. The minutes of meeting already adopted by the Board of Directors will be retained in full along with related documents.

- To form a quorum for a Board meeting, not less than one half of the total numbers of director must attend the meeting. Where the Chairman is not in the meeting or cannot perform the duty, the Vice Chairman, if any, shall act as the Chairman. If there is no Vice Chairman, or if the Vice Chairman cannot perform the duty, the directors attending the meeting shall select one director to act as Chairman of the meeting.
- A decision is reached by a majority of the votes.
- Each director has 1 vote, with the exception that any director with interest in the issue is not entitled to vote in such matter. In the event of a tie of vote, the Chairman shall give the casting vote.
- To call a Board meeting, the Chairman or the person delegated shall send the letter of invitation not less than 7 days before the meeting, except in case of emergency for the protection of the Company's right or interest, the meeting may be called by other means and may be made sooner.

## 8. Advisor to the Board of Directors

The Board of Directors has appointed Mr. Tawee Noonpakdee, a qualified person, to provide to the Board advice and recommendation relevant to and under the responsibility of the Board, such as Company's policy, compliance with laws and regulations, as well as other important affairs of which with actions taken, there will be change or significant impact on the business operation of the Company.

### 5.3 Sub-Committees

The Board of Directors has appointed committee members who possess proper knowledge, expertise as the Sub-Committees, to help in studying and screening important matters that need close supervision and to give suggestions to the Board. The Company's Committees comprise Audit Committee, Corporate Governance Committee, Nomination and Remuneration Committee and Risk Management committee.

### 5.4 Management Committee

The Management Committee comprises the Chief Executive Officer, Executive Vice President, Managing Director, Executive Director, Senior Assistant Managing Director, Assistant Managing Director and Director of Department Administration.

#### The duties and responsibilities of the Management Committee

##### Finance

- Sign on the payable checks or order payments from the bank account.
- Consider and approve the purchase/redemption/renewal of promissory notes, bills of exchange and other financial instruments issued by financial institutions.
- Consider and approve the reduction of debt in normal trading/according to contracts.
- Consider and approve the transfer of money between banks.

##### Customer Service

- Consider and approve the postponement of convey and approve the termination of contracts.

##### Legal Affairs

- Consider and approve the purchase of land/development of land and applying for permission from government agencies.
- Negotiate, consider documentary contracts relating to normal operations of the Company, and provide advice and recommendations on such matter in order to be considered, scrutinized and concluded by the Board of Directors or the Executive Committee and/or responsible persons.

##### Personnel

- Consider and determine the beginning wage rates.
- Consider and approve the wage rates, adjustment of positions, salaries during the year, scholarship and welfare.
- Consider and approve the employment, appointment, relocation, suspension from work, removal, dismissal, resignation, termination of employment.
- Consider and approve the promotion at the levels lower than the Director of the Department.

##### Advertisement and Public Relations

- Consider and approve the expenses for advertisement to be actually incurred as approved of the budget by the Board of Directors.
- Consider and approve the sales-marketing plan and issue selling regulations.

## **Management of the Operations**

- Implement the policies, directions, strategies and management structures of the Company to be efficient and effective.
- Operate according to the business plan and budget approved by the Executive Committee with integrity, honesty and care in order to best maintain the benefits of the Company and the shareholders.
- Supervise general management as specified in the regulations of the Company.
- Follow up and ensure that the operations of the Company are in accordance with the policies, the business plan and the allocated budget.
- Exercise other powers necessary for the operations of the Company as assigned by the meeting of the Board of Directors and/or the Executive Committee.
- Communicate with the outside stakeholders of the organization as needed and according to the authorized powers.

The above-mentioned authorization of power to members of the Management Committee must not be in such a manner as to be able to approve the transaction of interest of oneself or other persons who may have conflict or conflict of interest with the Company or its subsidiaries unless it is a normal business operation of the Company, and has been approved by the meeting of the Board of Directors, in which attended by independent Directors and the scope of consideration has already been clearly outlined. Also, such authorization must be in compliance with the criteria of the Office of the Securities and Exchange Commission and the Regulations of the Stock Exchange of Thailand or as prescribed by other government agencies.

## **5.5 Executive Committee**

### **The duties and responsibilities of the Executive Committee**

- (1) Establish guidelines and strategies as well as overseeing the operations of the Company to be most efficient and effective.
- (2) Oversee and follow up the performance of the Company to ensure compliance with the approved business plan.
- (3) Review the operational results from time to time in order to find quick solutions to achieve business targets.
- (4) Evaluate and screen large scale investment project and annual budget before submitting for consideration by the Board of Directors.
- (5) Set up the organizational structure and carry out efficient management covering the recruitment, trainings, employment and termination of employment of employees, executives and Executive Management.
- (6) Provide advice to the Board of Directors for making decisions on important matters, and perform any other duties as assigned by the Board of Directors of the Company.
- (7) Act as a representative and operate on behalf of the Company with the third parties.
- (8) Has the power to consider and approve the payment for investment and purchase of land in the amount not more than Baht 200 million per transaction.

Furthermore, 2 members of the Executive Committee have the power to consider and approve the purchase of land not more than Baht 100 million per transaction. The exceeding amount of Baht 100 million but not more than Baht 200 million can be approved by the Executive Committee, and each member of this Committee has the power to approve the purchase of construction materials in the amount not more than Baht 500,000.

The above-mentioned authorization of power to members of the Executive Committee must not be in such a manner as to be able to approve the transaction of interest of oneself or other persons who may have conflict or conflict of interest with the Company or its subsidiaries unless it is a normal business operation of the Company, and has been approved by the meeting of the Board of Directors, in which attended by independent Directors and the scope of consideration has already been clearly outlined. Also, such authorization must be in compliance with the criteria of the Office of the Securities and Exchange Commission and the Regulations of the Stock Exchange of Thailand or as prescribed by other government agencies.

## **Chief Executive Officer**

### **The duties and responsibilities of the Chief Executive Officer**

- (1) Manage and operate the business of the Company according to the policies and powers prescribed by the Board of Directors.
- (2) Set up both short-term and long-term business goals in the annual business plan as well as the expense budget and long-term strategic plan to be approved by the Board of Directors, and report the progress of the plan and the approved budget to the Board of Directors after every period of 3 months.
- (3) Supervise the operations through the Management Committee to achieve the goals as specified in the business plan by building the competitiveness and provide appropriate returns to the shareholders.
- (4) Allocate resources and recruit personnel with potential to create maximum benefits.
- (5) Employ, appoint, remove, relocate, promote, reduce, cut the salary or wage, impose disciplinary penalties upon the officers and employees and remove the employees from the positions according to the regulations prescribed by the Board of Directors.
- (6) Promote and establish a strong organization culture and support the vision and business growth.
- (7) Monitor the operations of the Company closely, evaluate the operational results and report the operations already carried out by the Management to the Board of Directors from time to time in a timely manner.
- (8) Consider, screen and propose for approval from the Board of Directors regarding the policies and business direction of the Company, matters which, if carried out, would cause significant change to the business of the Company and matters to follow the laws and regulations of the Stock Exchange of Thailand.
- (9) Prepare details on operational powers within the Company in order to decentralize such power to enable the employees to carry out the operations and make decision efficiently with flexibility without losing control, to be proposed for approval by the Board of Directors.
- (10) Prepare reports every quarter on financial position and financial statements to be considered and approved by the Board of Directors.
- (11) Has the power to consider and approve the purchase of construction materials in the amount more than Baht 500,000 per transaction.

The above-mentioned authorization of power to Chief Executive Officer must not be in such a manner as to be able to approve the transaction of interest of oneself or other persons who may have conflict or conflict of interest with the Company or its subsidiaries unless it is a normal business operation of the Company and has been approved by the meeting of the Board of Directors, in which attended by independent Directors and the scope of consideration has already been clearly outlined. Also, such authorization must be in compliance with the criteria of the Office of the Securities and Exchange Commission and the Regulations of the Stock Exchange of Thailand or as prescribed by other government agencies.

The meetings of each committee in 2013 as follow.

Director's name	Board of Director (12 Meetings)	Risk Management Committee (1 Meeting)	Audit Committee (11 Meeting)	Nomination and Remuneration Committee (1 Meeting)	Corporate Governance Committee (1 Meeting)
Mr. Prateep Tangmatitham	12/12	1/1	-	-	-
Mrs.Ajchara Tangmatitham	12/12	1/1	-	-	-
Mr.Atip Bijanonda	11/12	1/1	-	-	1/1
Mr.Tritecha Tangmatitham	11/12	1/1	-	-	-
Mr.Prasas Tangmatitiam	11/12	-	-	-	1/1
Mr.Prakit Pradipasen	11/12	-	9/11	1/1	-
Mr.Prasob Snongjati	12/12	-	-	1/1	1/1
Dr.Virach Aphimeteetamrong	10/12	-	-	1/1	1/1
Mr.Anant Gatepithaya	12/12	1/1	10/11	-	-
Assist.Prof.Aswin Bijayayodhin	11/12	-	10/11	-	-

### 5.6 Efficiency Evaluation of the Board Meetings

The Company has organized efficiency evaluation of every Board meeting on a yearly basis. In 2013, there were 12 Board meetings. The criteria used for efficiency evaluation of the Board meetings consists of the following 10 items:

1. Notifying the meeting at least 7 days before the date of the meeting.
2. Receiving documents in full along with letter of invitation.
3. Beginning on time with time control.
4. Appropriateness and clear details of each agenda.
5. Participation of Directors.
6. Format of presentation made by the management.
7. Taking into consideration the benefits of stakeholders.
8. Summary of clear resolutions of the meeting.
9. Control and management of conflicts by the Chairman in the meeting.
10. Attendees rate

## Efficiency Evaluation Criteria of the Board Meetings

Received Score (%)	Rate
90 – 100	Excellent
80 - 89	Very good
70 - 79	Quite good
60 - 69	Moderate
Less than 60	To be improved

From the full score of 100%, the average efficiency evaluation of the Board meeting in 2013 was 97.17%, an excellent outcome.

### 5.7 History of Illegal Acts, or Dishonesty or Ethical Offences

The Company has assigned its Compliance Unit to perform the duties of operational supervision. During the past year, there were no serious offences conducted by the Board of Directors and the executives of the Company, no offences against the rules, regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand. There were no criminal offences in respect of offence against properties conducted in bad faith or in ethical respect. None of them had been convicted of a criminal offence or being under criminal prosecution or being adjudged bankrupt or being subject to receivership. Also, there was no transaction record with potential conflict of interest with the Company in the previous year.

### 5.8 Leadership and Visions

The Board of Directors has set a vision of being “Leader in innovation and value-added creation”, with a mission to “create and develop innovation for good operating results and sustainable growth”. Therefore, every kind of housing (single house, twin house, townhouse, and condominium) had been developed for the purpose of risk diversification and creating of growth potential. The Company had also developed energy-saving homes, paying attention to details in range of utilization, activity area placement, as well as materials and home-style designs. Furthermore, it was well aware that the energy and natural resources have been under depletion, it had, therefore, applied both science and art for home design and construction with energy efficiency and maximum benefits to the residents for customer satisfaction, whereby the Board of Directors has reviewed and granted approval to the visions and mission after every 5-year period.

### 5.9 Conflict of Interest

The Company abides by the policy on conflict of interest, and requires that all of directors, executives and employees are not allowed to utilize information available from their positions for personal gains. To make business decision, the maximum benefit of customers and shareholders must be taken into account, and not to let personal reason or family members to influence the decision that will be a deviation from the above principles.

The directors, executives or employees with interests in such transactions must not take any part in the approval. The Company had completely disclosed connected transactions in its Annual Report

(Form 56-2) and Annual Registration Statement (Form 56-1). Furthermore, the Company forbids its executives and employees from undertaking or participating in any business that is in competition with the Company's business, regardless of whether such directors, executives and employees will receive either direct or indirect interests. It is clearly indicated in the Company's Code of Conduct.

However, to conduct connected transactions or transactions with conflict of interest, the Board of Directors has laid as a policy that they must be considered and approved by the Board before proceeding. In addition, the information on details of transactions, transaction value, reasons and the need must be disclosed in the annual registration statement and annual report as per the rules of the Stock Exchange of Thailand and the office of the Securities and Exchange Commission. The meeting must also be attended by the Audit Committee to ensure that the connected transactions are conducted fairly, reasonably, and with proper pricing policy, taking into consideration the maximum benefit of the Company. All of this the Company's policy is on the website of The Company ([www.supalai.com](http://www.supalai.com)) both Thai and English.

Section 89/12 of the Securities and Exchange Act (No. 4) B.E. 2551 (2008) stipulates that the directors, executives or related persons can carry out the transaction with the company or its subsidiaries only after such transaction has been approved by the meeting of shareholders of the company except when such transaction is qualified according to the following characteristics:

"The transaction is a trading agreement with the characteristics that reasonable person would do with party to the agreement in general in the same circumstances with trading leverage without the influence of the person in the position of director, executive or related person, as the case may be. Also, it must be the trading agreement approved by the board of directors or according to the basis which has already been approved by the board of directors."

In 2013, there have been connected transactions worth Baht 30 million, which is more than the requirement according to the Notification of the Capital Market Supervisory Board No. Tor.Jor. 4/2552(2009), which has set out the definition of business relationship as the trading transaction of 3% or more of the net tangible assets of the applicant for permission or from Baht 20 million or more, depending on whichever amount is lower. During the previous years, the trading transactions between the 2 companies were reported to the Board of Directors' meeting on a quarterly basis every year.

As a matter of fact, the Board of Directors is of the opinion that the business relationship between Supalai PCL (Purchaser of Construction Materials) and Diamond Building Products PCL (Supplier of Construction Materials), of which Mr. Prakit Pradipasen is the Chairman of the Board of Directors, consists of normal trading transactions of Diamond Building Products PCL in its business operations of more than 3% of the net tangible assets, or more than Baht 20 million or more, depending on whichever amount is lower, with Supalai PCL.

Such relationship has not impacted the performance of duty and provision of independent opinion by Mr. Prakit Pradipasen who is also an independent director and Chairman of the Audit Committee of Supalai PCL according to Section 89/7 and Section 281/2 of the Securities and Exchange Act (No. 4) B.E. 2551 (2008) due to the following reasons:

- 1) Trading items which are the purchases made by Supalai PCL from Diamond Building Products PCL have no material impact on the income amount of Diamond Building Products PCL.
- 2) The price of goods, payment conditions and other trading conditions of transactions made with Supalai PCL by Diamond Building Products PCL have been the same as those made with other customers of Diamond Building Products PCL.
- 3) The procurement of construction materials of Supalai PCL has been made through transparent process, and comparison of prices and quality has been made without being subject to Mr. Prakit Pradiasen's influence, whatsoever.

The Board of Directors of the Company, therefore, resolved that Mr. Prakit Pradipasen continue to be an independent director and Chairman of the Audit Committee of the Company.

### 5.10 Management Philosophy

For a quality society of “Supalai People”, the Company stands firm in creating quality residence, incessant product development, society development for safety, development of professional good service, for Customers’ maximum satisfaction, by adhering to the management philosophy;

#### S : SUPERIORITY

#### P : PROFITABILITY

- Customers : Profit in the form of money or gains from life
- Employees : Good income and welfare, happy with work
- Contractors : Participate in business with satisfaction and fairness / Trading Partners
- Society : Gain benefits from the Company’s Project Development
- Shareholders : Receive dividends and value added shareholding

#### L : LONGEVITY

### 5.11 Check and Balance by Non-Executive Directors

The Company has a proper number of Directors, that is, 10 Directors and 1 advisor to the Board of Directors. The Company’s Board of Directors comprises;

- 4 Executive Directors
- 1 Non-executive Director
- 5 Independent Directors

The Independent Directors comprises a half of all Directors. Among these, there are 5 Directors with finance and accounting knowledge. During the Board of Directors’ meetings, every Director performs the supervisory duty by taking into consideration maximum benefits of the shareholders.

### 5.12 Meeting of the Non-Executive Directors (Independent Directors)

The Company promotes and supports the development of its management and operating systems by allowing its non-executive Directors to conduct meeting among themselves as deemed appropriate, without any executive Directors or the management in the meeting, in order to discuss various problems relating to business management of the Company or other interesting matters of benefits to the Company and all parties of stakeholders because they can express opinions freely and creatively in various points of views. In 2013, there was 1 meeting of non-executive Directors held on 16th August 2013.

There have been 5 non-executive Directors, comprising:

- |                        |                  |                      |
|------------------------|------------------|----------------------|
| 1. Mr.Prasob           | Snongjati        | Independent Director |
| 2. Mr.Prakit           | Pradipasen       | Independent Director |
| 3. Dr.Virach           | Aphimeteetamrong | Independent Director |
| 4. Mr.Anant            | Gatepithaya      | Independent Director |
| 5. Assist. Prof. Aswin | Bijayayodhin     | Independent Director |

### **5.13 Integration or Segregation of Positions**

The Company has combined the positions of Chairman and Chief Executive Officer for the purposes of management efficiency and cost-saving. However, all resolutions passed in every meeting must be by a majority of votes. The Chairman shall vote only in case of a tie of votes. For an important issue, a resolution must be passed by a unanimous vote from every Director attending the meeting. In case of dissent by any Director, such agenda shall not be deemed approved by the Board of Directors. In the event where the Chairman has interest in a certain issue, he/she shall abstain from voting.

### **5.14 Holding Position of Director in Other Companies by Chief Executive Officer of the Executive Committee and the Managing Director**

The Company complies with a policy on restriction of number of director positions in other companies that the CEO and the MD can take. Such policy has been publicized on the Company's Website, [www.supalai.com](http://www.supalai.com). If the CEO and the MD take too many director positions in other companies may affect the performance of duties for the Company. The Company's Board of Directors has, therefore, established the policy on holding of position of director in other companies by Chief Executive Officer of the Executive Committee and the Managing Director for maximum benefit of the Company in order for them to devote more time to perform their duties effectively follows:

1. The Chief Executive Officer of the Executive Committee and the Managing Director can hold positions in Supalai Public Company Limited and its subsidiaries and associated companies.
2. To be a director in other companies, of which the business is similar to or competitive with the business of the Company, a request must be submitted for opinion of the Audit Committee prior to submission for approval by the Board of Directors and the shareholders respectively before being appointed to such position.
3. The holding of position of director in any organization other than specified in Clauses 1 and 2, which when combined is more than 5 places, must be approved by the Board of Directors' meeting before being appointed to such position.

### **5.15 Remuneration for Directors and Executives**

#### **Remuneration for Directors**

The Company has the policy to provide remuneration to the Board of Directors, which shall be considered and scrutinized by the Nomination and Remuneration Committee consideration the same industrial sector, which shall then propose to the Board of Directors to further propose for approval by the meeting of shareholders.

#### **Remuneration for Executive Management**

The Company has the policy to provide remuneration to the executives, whereby the Nomination and Remuneration Committee is required to appraise the performance of Executives Management, determine the remuneration to be in accordance with the operational results of the Company, and consider and scrutinize the rates of remuneration for Executives Management, namely, Chief Executive Officer and the executives at the level of assistant managing director and above in order to be considered and approved by the Board of Directors every year.

## 5.16 Orientation for New Directors

The Company is well aware of the importance of duty performing of new directors, it has, therefore, defined guideline regarding preparation for duty performing of directors to enable new directors to know the Company's expectations of their roles, duties, responsibilities, policies, businesses and corporate governance practice. These include to enable them understand about the Company's business and operation, as well as to visit its business units for being prepared to perform the duty of director promptly follows:

- (1) Coordinate in providing of the Company's data in legal area and others to the Board of Directors.
- (2) Submit "Directors Guidebook" to new directors, the guidebook contains the Company's information and relevant crucial laws which will be useful for members of the Board of Directors. The Company Secretary is responsible for coordinating to deliver this guidebook to the Board of Directors. Contents of the guidebook are as follows.
  1. Articles of Association of the Company.
  2. Objectives of the Company.
  3. Affidavit of the Company.
  4. Public Limited Companies Act.
  5. Securities and Exchange Act.
  6. Guidebook for Directors of Listed Companies
  7. Charter of the Board of Directors and Charter for Sub-Committees.
  8. Business Ethics of the Board of Directors.
  9. Guidebook for good corporate governance, and other polices of the Company.
- (3) Arrange meetings with the Chairman, Board of Directors, committees and executives to make them informed of the Company's business operation for using as their principles in performing duty. The presentation is made as a whole picture and in details under the following topics:
  - The Company's vision mission and goals
  - Strategy and Management structure
  - Management structure
  - Operating data and Company's activities
  - Roles, duties and responsibilities of directors
  - Good corporate governance policy
  - Summary profiles of other directors and executives
  - Qualifications and remuneration of directors

## 5.17 Succession Plan

The Company complies with a policy on succession plan, deeming as a part of the manpower placement strategy and a subtask of human resource planning strategy. The Company has a proper and transparent plan to recruit personnel into important positions at all managerial levels to ensure that the Company has a professional management team. The Nomination and Remuneration Committee shall prepare position succession plan of Chief Executive Officer of the Executive Committee, Managing Director and executives of Company in order to propose to the Board of Directors for consideration. For the recruitment and selection of persons to serve management positions of the Company, the Nomination and Remuneration Committee has monitored the succession plan covering the following positions.

### **1. Chief Executive Officer / Managing Director Level**

In the event that the positions of Chief Executive Officer of the Executive Committee and the Managing Director are vacant or the individual in such positions cannot perform their duties, the Company has an arrangement whereby executives in a closely comparable level or their deputy shall act on their behalf until the selection process for the qualified replacements is completed. The criteria for such selection shall be based upon suitable qualifications as prescribed by the Company, as well as other qualities such as business vision, knowledge, proficiency, and experience, that well suit the Company's corporate culture. The Company's Nomination and Remuneration Committee shall be responsible for the selection process and submit their final choice to the Company's Board of Directors for approval and further appointment.

### **2. Executive Level**

In the event that the management positions at the level of department manager and above are vacant or the individual in such positions cannot perform their duties, the Company shall have the selected successor of the position proposed to the Board of Directors of the Company. The succession planning of the executive position level is as follows.

1. Analyse business condition of the Company in term of its strateg, policy, investment and expansion plans.
2. Evaluate the readiness of manpower to be consistent with the Company's strategy in both short term and long term.
3. Create plan making the availability of manpower by developing or recruiting employees to replace those resigning from the Company.
4. Create Recruitment Plan and arrange for Employee Training and Development in advance prior to retirement or early retirement of employees.
5. Define competencies, which refers to the knowledge, skills, personality and desirable attitude of the employees in certain positions and establish the Individual Development Plan.
6. Select, evaluate and assess the performance to determine the potential of employees' suitability.
7. Use tool to test and evaluate the employees to analyze their potential.
8. Select successors based on the assessment and analysis of the employees' potential and performance. The employees shall be notified in advance in order to prepare for the handover and learning of the new responsibilities, while a successor shall also be determined.
9. Develope and evaluate employees who are expected to be successors whether they can be developed and have performance as expected. If it is contrary to the expectation, the change of successors can be done.

All of this the company's policy is on the website of the company ([www.supalai.com](http://www.supalai.com)) both Thai and English.

### **5.18 Nomination of Board Members**

The Nomination and Remuneration Committee had systematically set the criteria and steps for nomination of Directors and executives, giving every shareholder an opportunity to nominate a candidate for being appointed as Company Director in the shareholders' ordinary meeting. In this regard, the Nomination and Remuneration Committee may propose to the Board of Directors to appoint an ad-hoc Committee comprising the Company Directors or external parties to conduct the nomination of Directors.

In some cases, Director Pool may be used to help making decision to nominate Directors. Under the selection criteria, a properly qualified person will be selected and screened as the Company Directors, which must be competent with special skills from a range of diversified professions. The Company has set the Board Skill Matrix, with details given in its policy on structural diversification of Company Directors, and approved by the Board meeting No. 8/2556(2013) on 13<sup>th</sup> August 2013. The skills essential for the nomination have been specified in 8 areas as follows: 1) real estate management, 2) engineering, 3) design and architecture, 4) marketing strategy and competition, 5) accounting, finance and banking, 6) economics, 7) business-related laws, and 8) risk management. All such 8 areas are included in a manual to prescribe the qualifications of the Directors to be nominated. Accordingly, essential skills that is still lacking in the Board would be considered regardless of gender, having leadership with great breadth of vision, ethics and virtue, transparent work records, not possessing any legally prohibited characteristics, and having ability to express opinions independently. Every member of the Nomination and Remuneration Committee who carries out the selection will make informed judgment with maturity and firmness by being good listener, having courage to express different and independent opinions based on integrity and accountability, conforming to the principles and standards as a professional. Subsequently, a name list of those considered suitable will be submitted to the Board of Directors before proposing to the shareholders' meeting for further approval.

### **5.19 Connected Transactions**

The Company complies with a policy on connected transactions, regulations, process for consideration and approval of transactions as well as disclosure of information in accordance with the regulations and Notifications of the Committee of the Stock Exchange of Thailand Re Disclosure of Information and Operations of Listed Companies Concerning Connected Transactions B.E. 2546 (2003) All of this the company's policy is on the website of the company ([www.supalai.com](http://www.supalai.com)) both Thai and English.

### **5.20 Risk Management**

The Company complies with a policy on risk management has set up the process for risk management covering the risk in terms of strategy, credit, liquidity, law, anti - corruption, business operations, policy, financial, the external events in order to manage risk in a systematic manner. This will reduce the risk factors that affect the success of the Company to be at an acceptable level an in consistent with the strategic plan of the Company, which cover:

- causes of risks affecting the Company in financial and non-financial aspects, and provide a review of the risks every time there is a change of various factors affecting the capital fund of the Company;
- categories of risks and determine the risk appetite to be used as a basis for responding to the risks of the Company;
- assessment of risks by adding measures for risk assessment to achieve greater accuracy in terms of both quantitative and / or qualitative aspects;
- management of risks and monitoring each category of risk according to the priority by arranging for monitoring of risks on a quarterly basis;

All of this the company's policy is on the website of the company ([www.supalai.com](http://www.supalai.com)) both Thai and English.

## 5.21 Performance Assessment of the Committee

The Board of Directors has appraised annual performance of the Committees once a year, whereby the appraisal form is in accordance with the principles of good corporate governance of the Company and the scope of authorities and duties of the Committees. Accordingly, the emphasis is placed on the use of results of the assessment to review the work product, problems or obstacles during the previous year as well as the improvement of performance of the Committees. The objective is to increase efficiency of the Committees' performance and to be used as reference in preparing CG Rating. In 2013, the appraisal was done in 2 characteristics, they are, 1) the assessment of the whole Committee; 2) the assessment made on an individual basis (self- assessment). The assessment forms were divided into 5 categories consisting of 1) assessment form for the whole Board of Directors; 2) assessment form for the Board's individual member (self-assessment); 3) assessment form for performance of the whole Audit Committee; 4) assessment form for performance of individual member of the Audit Committee (self- assessment) and 5) assessment form for performance of the whole Sub-Committee. There is an assessment process and criteria for calculation of results in percentage as follows:

### Assessment Process for the Whole Committee and Each Individual Member

Every year, the Company Secretary shall send such 5 assessment forms to all members of the Committees in order for them to assessment the annual performance on concerned matters. After having completed the assessment form, each Committee member shall submit such form to the Company Secretary in order to compile the score of each member and summarize the analysis results of the assessment of the Committees' annual performance. The report shall then be made to the Board of Directors in the following meeting of the Board of Directors, and in 2013, the report was made to the Board of Directors' meeting No. 11/2556(2013) held on 12 November 2013. The assessment appraisal results in percentage are as follows: The assessment can be summarized as follows;

Level of Score	Rate
More than 85 %	Excellence
More than 75 %	Very Good
More than 65 %	Good
More than 50 %	Fair
Less than 50 %	To be improved

1. **Assessment Form for Performance of the Whole Board of Directors** consists of 5 items as follows: performance of the Board of Directors, structure of the Board of Directors, practical guidelines of the Board of Directors, preparation and conducting of the Board of Directors' meetings and qualifications of directors.

In summary, the average score of the assessment of the whole Board of Directors according to all 5 items resulted in an excellent average score of 93%

**2. Assessment Form for Individual Member of the Board of Directors (Self- Assessment)** consists of 6 items as follows: 1) Responsibility for their own acts and decision-making with accountability; 2) Responsibility for performing duties with sufficient capability and effectiveness; 3) treating stakeholders equally and fairly with accountability; 4) having accountable operational transparency and disclosure of information; 5) having vision in creating value added business in the long run and 6) having ethics and business ethical conduct.

In summary, the assessment of members of the Board of Directors on an individual basis according to 6 items resulted in a very good average score of 77%.

**3. Assessment Appraisal Form for Performance of the Audit Committee (the Whole Committee)** consists of 13 items as follows: 1) Performing of duties of the whole Audit Committee; 2) Auditing financial statements; 3) Working with the auditors; 4) Auditing the disclosure of information in other reports; 5) Auditing the internal control and risk management; 6) Internal control units; 7) General matters; 8) Implementation of Section 89/25 of the Securities and Exchange Act; 9) Selection, nomination and offering of remuneration the auditor; 10) Meetings with the auditors; 11) Consideration of connected transactions or other transactions which might have conflict of interest; 12) Report of the Audit Committee and 13) Charter of the Audit Committee.

In summary, the assessment of performance of the whole Board of Directors according to all 13 items resulted in an excellent average score of 96%.

**4. Assessment Form for Performance of the Audit Committee's Members on an Individual Basis (Self- Assessment)** consists of 12 items as follows: 1) Knowledge, ability relating to the Company's business; 2) Specific expertise; 3) Powers and duties, independence and fairness; 4) Devotion of time in working and attending the meetings; 5) Performance of other tasks assigned by the Board of Directors with the approval of the Audit Committee; 6) Review of financial reports of the Company to ensure sufficient and correct disclosure; 7) Review to ensure that the Company has suitable internal control and internal audit systems; 8) Review to ensure that the Company comply with the Securities and Exchange Act, requirements or laws relating to the business of the Company; 9) Review to ensure that anti-corruption measures are complied with; and carrying out risk assessment and reporting to the Board of Directors for acknowledgement; 10) Considering, selecting and nominating an independent person to be the auditor of the Company; 11) Considering connected transactions or transactions that may have conflict of interest to ensure compliance with the laws and regulations of the Stock Exchange of Thailand and 12) Disclosure of operational results and providing comments in the Audit Committee's report in a complete manner.

In summary, the assessment of members of the Audit Committee on an individual basis according to all 12 items resulted in an excellent average score of 94%.

**5. Assessment Form for Performance of the Sub-Committees (of the Whole Committee)** consists 5 items as follows: 1) Performance of the Committee; 2) Structure of the Committee; 3) Practical guidelines of the Committee; 4) Preparing and conducting the meetings of the Committee and 5) Qualifications of Committee members.

In summary, the assessment of 3 Sub-Committees according to all 5 items resulted in the following average scores:

- The Nomination and Remuneration Committee got an excellent average score of 90%.
- The Board of Governance got an excellent average score of 93%.
- The Risk Management Committee got a good average score of 75%.

## 5.22 Performance Assessment of Chief Executive Officer

To evaluate the performance of Chief Executive Officer who is the top executive, the Board of Directors has determined that the Board of Directors, excluding Chief Executive Officer, assess operational performance of Chief Executive Officer and present the result to the Remuneration and Nomination Committee to determine the remuneration and further for approval by the Board of Directors. The assessment is conducted every year under the following criteria topics:

1. Achievement according to commitments, vision, business goals and annual business plan.
2. Development of human resources and establishment of the corporate culture for sustainable business growth.
3. Development, promotion and strengthening the corporate culture.
4. Supervision and management of business to be in accordance with the principles of good corporate governance.
5. Operation and management according to policies relevant to shareholders, Board of Directors, applicable laws and regulations of the Stock Exchange of Thailand.
6. Internal management to reduce the risk of dishonest act and corruption.

## 5.23 Development and Knowledge Accumulation for Directors and Executives

The Board of Directors seriously supports and promotes the knowledge development for every director for their efficiency in duty performing. It's the Company's policy to encourage its directors, executives and those supporting the secretarial works to attend seminars and training courses of Thai Institute of Directors (IOD), The Stock Exchange of Thailand, or other independent institutions, ranging from the development in part of the duties and responsibilities of directors, or new management concept, so that every director will continue to develop and improve their works, as well as to apply the knowledge properly for further benefit to the Company. (See to Board of Director)

## 5.24 Monitoring of Insider Trading

The Company complies with a policy on inside information in order to prevent inside information abuse by the directors, executives or employees. The details are as follows.

- The directors, executive and employees shall not use inside information of the Company or business trading partners of the Company, that they know from performing duties, to purchase or sell or offer to purchase or sell, or persuade others to purchase or sell or offer to purchase or sell securities of the Company or those of the Company's trading partners for personal gains or for the gains of others. They shall also strictly comply with related laws.
- Directors, executives and employees of the Company shall keep confidentiality of inside information under one's responsibility and shall not disclose such information to the public or other personnel of the Company who has no involvement.
- The Company protects inside information that is not yet disclosed to the public by giving limited access to related and necessary parties only. Security system is also provided for such information. Personnel in charge shall insist that all parties involved must strictly comply with the rules.
- A disclosure of information shall be made by authorized persons only. General personnel are not obliged to disclose the information. When asked to reveal information that they do not have authority to disclose, refer a question to the person in charge in order to provide accurate information and in the same direction.
- Other than publicly available information, the Company considers all other information as inside information for directors, executives and employees to use under the duties and responsibilities as assigned.

- Directors, executives and employees are due to take responsibility on data protection and shall not exploit the inside information for personal gains even after resigning from the Company.
- The Company's directors and executives are required to submit the list of their securities holding and report on changes of the list to the Office of the Securities and Exchange Commission within 3 day from the date of purchase, selling, transferring or receiving the transfer of the securities. This is to comply with Section 59 of the Securities and Exchange Act. The directors and executives are also prohibited from buying and selling of the Company's securities during the period of one month prior to disclosure of financial statements to the public.
- The Company requires that the directors and executives report on the change of securities holding to the Office of the Securities and Exchange Commission and submit the copy of the report to the Company on the same day they submit the report to the Office of the Securities and Exchange Commission.
- The Company requires that the directors and executives who know essential inside information that has influence on securities price must not buy or sell the Company's securities for one month prior to the disclosure of financial statement to the public and they shall not disclose such essential information to other people.
- The Company supports a campaign to use inside information via the Company's communication channel, especially during major events such as an issuance of shares or debentures for capital increase.
- Anyone who discloses information without consent of the Company and causes damage to the Company shall be subject to penalty according to the law.

### Report on Direct and Indirect Holding of Securities of Directors and Executives

To supervise the use of inside information, the Company has required that its directors and executives submit the list of their securities holding and report on changes of the list to the Office of the Securities and Exchange Commission within 3 day from the date of purchase, selling, transferring or receiving the transfer of the securities. This is to comply with Section 59 of the Securities and Exchange Act 1992. The directors and executives are also prohibited from buying and selling of the Company's securities during the period of one month prior to disclosure of financial statements to the public.

Report on Holding of Securities of Directors and Executives as of 31 December 2013

Name – Surname	Number of Share		
	As of 31 December 2012	As of 31 December 2013	Increase (Decrease) During the Year
1. Mr.Prateep Tangmatitham and spouse	484,004,244	484,004,244	-
2. Mrs.Ajchara Tangmatitham and spouse	484,004,244	484,004,244	-
3. Mr.Atip Bijanonda	5,334,140	5,334,140	-

Name – Surname	Number of Share		
	As of 31 December 2012	As of 31 December 2013	Increase (Decrease) During the Year
4. Mr.Tritecha Tangmatitham and spouse	-	-	-
5. Mr.Prasas Tangmatitam and spouse	-	-	-
6. Mr.Prakit Pradipasen and spouse	-	-	-
7. Mr.Prasob Snongjati and spouse	380,533	380,533	-
8. Dr.Virach Aphimeteetamrong and spouse	2,481,466	2,461,466	(20,000)
9. Mr.Anant Gatepithaya and spouse	-	-	-
10. Assist. Prof. Aswin Bijayayodhin and spouse	-	-	-
11. Mr.Punnapan Nengpetch and spouse	759,733	759,733	-
12. Mrs.Varunee Lapitananuvat and spouse	-	-	-
13. Mr.Kitipong Sirilugtrakun and spouse	507,373	507,373	-

## 5.25 Report on Vested Interest

Supalai Public Company Limited has committed to comply with the policy on Vested Interest, set requirements that the directors and executives report to the Company on their own or their related person's vested interest relating to the management of business of the Company or its subsidiaries pursuant to Section 89/14 of the Securities and Exchange Act B.E. 2535 (1992) amended by the Securities and Exchange Act (No. 4) B.E. 2551 (2008). Such report shall constitute information to support the Company's operations according to the requirement regarding connected transactions, which are transactions that may cause conflict of interest and lead to the siphoning of interest of the Company and its subsidiaries. The directors and executives must also perform their duties with due care and honesty, and they shall make decision on the Company's matters without vested interest either directly or indirectly. The information in such report is, therefore, beneficial in monitoring and ensuring that the directors and executives perform their duties in accordance with such principles.

### Reporting

- The directors and the executives are required to report to the company their own stake, or those of their related persons in case of stake related to the management of business of the company or its subsidiaries by filling in Form for Reporting on Stake of Directors and Executives (as in attached document) as follows:
  - First report: It should be done by the 15th of the following month from the on which there is transaction of stake.
  - Report on changes of information on stake: It should be made without delay, that is, within 3 business days from the date on which the information has changed by specifying the orderly number of such change.

2. The directors and executives shall submit report form of having their own stake or those of their related persons to the company's secretary immediately or within the specified date.
3. The secretary Company shall do as follows:
  - Submit a copy of the report on stake according to Section 89/14 to Chief Executive Officer, of the Company and the Chairman of the Audit Committee within 7 business days from the date on which the Company receives such report.
  - Maintain reports on stake reported to the Company by directors and executives.
  - Disclose the information on stake of directors and executives in the annual report (Form 56-2) and the annual registration statement (Form 56-1).

### **Penalties**

Under the provisions of the law are as follows:

1. Section 281/2 of the Securities and Exchange Act prescribes that any director or executive does not perform the duties responsibly with caution and honesty in accordance with Section 89/7 to the point that it causes damage to the Company or causes oneself or others to benefit from the violation or omission to perform such duties shall be liable to a fine not exceeding the amount of damages incurred or the amount of benefit received. However, the fine shall not be less than five hundred thousand Baht.
2. Section 281/3 of the Securities and Exchange Act prescribes that any director or executive officer who fails to comply with Section 89/14 shall be liable to a fine not exceeding five hundred thousand Baht and a fine not exceeding three thousand Baht per day throughout the period of incorrect performance.
3. Section 281/5 of the Securities and Exchange Act prescribes that any company secretary, who does not perform the duties in accordance with Section 89/15 (1) (2) or (3) or Section 89/16 shall be liable to a fine not exceeding one hundred thousand Baht.
4. Section 203 of the Public Limited Companies Act B.E. 2535 (1992) prescribes that any director fails to comply with Section 88, or complies incompletely or incorrectly shall be liable to a fine not exceeding twenty thousand Baht.

### **5.26 The Internal Audit**

The Board of Directors has established the Internal Audit Division in the Company to report directly to the Audit Committee. The Internal Audit Division can perform its duties independently according to the ethics and commitment of the Division. The objectives, mission, scope of work, authority and responsibility of the Internal Audit Division have been determined and approved by Chairman of the Audit Committee. There is also an assessment of the substantiality and effectiveness of the internal control system including the risks within the organization for the year 2013 which can be summarized as follows.

1. **Development to Add Value to Audit Work**
  - Focus on assurance and consulting services with independence and equity to add value and improve the operations of the Company.
  - Prepare an annual risk-based audit plan and implement in line with the Standard for the Professional Practice of Internal Auditing which includes the compliance audit.
  - Focus on the Proactive and Preventive Audit.

## 2. Development of Internal Auditors

Arrange a test according to Standard for the Professional Practice of Internal Auditing and encourage internal auditors to develop themselves by pursuing a certificate for professional auditors or other professions relevant to internal auditing; also promote further education in other professions related to the business of the Company.

### 5.27 Auditing Fee

The Company and its subsidiaries paid auditing fee to Ernst & Young Office Limited as the auditor for the year 2013 as well as related individuals or businesses concerning the auditors and the audit firm in the last fiscal year in a total amount of Baht 3,200,000 Baht.

Neither the auditor firm nor the auditor has relationship nor any interest with the Company / executives / major shareholders or persons related to such persons. The auditor is independent and qualified to be auditor of the Company and has also been approved by the Office of the Securities and Exchange Commission.

#### Auditing Fee for the Year 2013

1. The auditing fee for consolidated financial statement and separate financial statement totaling 1,970,000 Baht
2. An annual and quarterly auditing fee for four subsidiaries of the Company and the consolidated financial statements is Baht 1,230,000 Baht.

Total audit fees of Supalai Public Company Limited and its subsidiaries 3,200,000 Baht

#### Non-audit fee



## Business with Fairness

Supalai Public Company Limited has been committed to operate business in accordance with good corporate governance; it therefore attaches importance to operating business with integrity, transparency and fairness to all parties concerned.

Accordingly, the Company's Board of Directors has set out practical principles of "Code of Conduct" which indicates its business responsibility and ethical conduct of the management and employees, whereby the Company wishes that its personnel follow appropriate practices as well as treating all groups of stakeholders with integrity, honesty, transparency and fairness, while strictly complying with business code of conduct.

In addition, policy has been adopted that the executives adhere to code of conduct by being good samples and creating working atmosphere favorable to the compliance of and preventing violation of such code of conduct.

The Company has therefore set out code of conduct to be practical guidelines for the executives and employees in order to establish the organizational culture with good corporate governance by disclosing the details of ethical business practices on the Company's website. [www.supalai.com](http://www.supalai.com), and encouraged the practices of the code of conduct among all employees at all levels. The ethics handbook of business operation is in the booklets distributed to all employees, more details can be found on the Company Intranet system. <http://intranet.supalai.com> In addition, the Company also focuses on creating awareness of such ethical conduct for employees from the beginning of their career with Supalai. The Code of Business Conduct topics contained in the new employee orientation program which consists of details of different areas as follows:

- Management of conflict of interests
- Confidentiality
- Responsibility for the Company's property and reputation
- Responsibility to stakeholders

## Management of Conflict of Interests

The Company has adopted a policy conflict of interest, the directors, executives and all employees including the employees in the subsidiaries and associated companies must avoid having any personal interest which would have adverse effect on their performance, or cause difficulties in performing duties causing incorrect and inefficient performance. The conflict of interest can occur in many situations, however, in performing duties, the benefits of the Company according to the righteousness of the law and the ethics have to be taken into consideration.

Conflict of Interests means the interest that will cause a conflict between personal interest of an employee or his/her intimates and the Company's interest, every employee must avoid having any personal interest that will have adverse effect on the performing of duty for the interest of the Company or that will make it difficult to perform the work properly and efficiently. Conflict of interests may occur under several situations. The conflict of interests often arisen to an employee is in the event where any person or family member receives some kinds of interest from the job position of such employee in the Company.

All employees must inform the Company when there are circumstances to believe that there would be conflict of interest. If an employee suspects that there might be conflict of interest, such employee must report to the supervisor immediately and both the supervisor and the employee shall jointly consider if it is a real conflict of interest and how to best manage it. Even though not all conflicts of interest can be prevented, it is not desirable to be incurred in the Company.

## Confidentiality

The Company has adopted a policy governing the treatment of confidential information including the internal information, all of which are important and confidential business information for the management of the Company's affairs not yet disclosed to the public. If it has been exposed to public, it would impact the Company's subsidiaries, associated companies and employees of the Company, particularly, it would affect the value of shares traded on the Stock Exchange of Thailand.

All of the Company's business and technical information are of greatest importance to the building and maintaining of its competitiveness. Employees, in the process of working for the Company, can access confidential information, including the information that might be a benefit to its competitors, or, upon disclosure, might cause damage to the Company or its customers. It is the duty of employees to protect confidential information of the Company or of its trading parties, unless when being permitted for disclosure or being required by laws to make disclosure. This burden of information protection still continues even when the employees already leave the Company. Disclosure of information without permission, which might cause damage to the Company and its customers, may make such employee subject to legal liability. Furthermore, employees must not demand, accept, or use information for competition purpose obtained by illegal or immoral means.

It is the Company's policy to provide information with fastness, accuracy and completeness upon request by an outsider (after being permitted for disclosure or being required by laws to make disclosure). In this regard, it must maintain the duty of safeguarding the confidential information for competition purpose and prevent the disclosure of financial data that are sensitive to market condition. In the area of communication to the public, it is the Company's duty and policy to comply with the laws governing fair disclosure. Moreover, employees must not conduct personal business or trading of the Company shares or shares in possession of the Company of which the employees have inside information and the information is not disclosed to the public and might affect the value of such shares. The employees must not disclose such information to outsiders or to other employees who do not need to know. Every employee must follow the policies and regulations on the Company's information and prevention of insider trading. In the event where it is doubtful whether the information is to be disclosed under requirements by law or not, the management shall be contacted immediately.

## Responsibility for the Company's Property and Reputation

Employees must properly maintain and use the Company's property for business purpose only. Stealing, negligence, or incurring of loss will have direct effect on the Company's profit. It is forbidden to use the Company's funds or property unlawfully or for the wrong purpose, regardless of whether it is for personal interest or not.

To protect and properly use the Company's property, every employee must;

- Be cautious to prevent stealing, loss, damage, or misusing of the Company's property.
- Report the management promptly upon being aware of the stealing, loss, damage or misusing of the Company's property.
- Prevent others from having in their possession programs, data, electronic communication, as well as documentation.
- Properly use the Company's property or data as per business purpose under one's responsibility related to one's work.
- Not to use the Company's property or data when the employee is no longer involved with the Company.

## Responsibility to Stakeholders

The Company has established a policy in writing regarding the treatment of employees, shareholders, customers, suppliers, creditors, competitors and the society. Every employee must treat his/her colleagues, Company's and outsiders frankly and fairly. Employees should not take advantage of anyone by making up of information or misusing information. They must not present untrue information or take any deceitful or unfair action.

The Company has attached importance to the right of every stakeholder, both internal and external, taking into consideration the principle of justice. The Company is determined to operate business under a good code of conduct. Therefore, it has defined its roles, duties and responsibilities for stakeholders as follows:

### a. For shareholders

The Company places emphasis on quality and sustainable growth by operating business with integrity and transparency in order to create good services for the satisfaction of the customers, which will result in increasing value and maximum return to shareholders in the long run, while focusing on equality of both major and small shareholders by providing the rights and benefits as well as profits on an equal basis.

### b. For customers

The Company focuses on creating satisfaction and confidence by providing equal treatment to all customers with fairness, integrity and ethics. It is committed to provide updated information, which must be true, accurate and most complete, while the employees must also not intentionally provide misinformation to the customers. In addition to generally acceptable practices, the employees must not accept or arrange for reception, accept or give gifts, money, fee, services or any privilege to business partners (general practices means providing meals, beverages and other necessary expenses relating to operating business as long as it is done with good common sense and in accordance with the rules of both parties' organizations).



### **c. For the Employees**

The Company has recognized the importance of employees and, therefore, has taken care of and treated all levels of employees with fairness in terms of benefits and welfare according to the stipulation of the labor laws. The Company also provides career opportunities for employees in parallel to the growth of the Company, while attaching importance to promoting potential of personnel.

### **d. For trading partners**

The Company has treated its partners with fairness and integrity. Its relationship with trading partners must depend on the prices, quality, services and reputation. In addition to other factors, the employees who contact trading partners must pay due care to ensure fairness, they must especially not accept or demand benefit from trading partners or prospect trading partners, which may have impact on the assessment or consideration to purchase, and on the price of the trading partners. When contacting trading partners which are private sector, the employees can give or accept gifts or reception within scope of responsibility and generally accepted practices.

### **e. For competitor**

The Company has the policy on fair trade, it would not do harm to the competitors by any tactic or monopoly by requiring that the trading partners selling goods only to the Company. It also has no policy to acquire information of the competitors in such a manner that is against the code of conduct.

### **f. For society**

The Company has operated business by taking into consideration the environment by designing energy-conservation houses and returning profits to the society in the form of support for public activities which are beneficial to the communities, developing or improving the environment, the public charitable organizations as well as supporting local activities.

## Responsibility toward Consumers

In addition to the commitment and determination to create quality housing and quality society for Thailand, the Company also recognizes the importance of responsibility toward the consumers because the key factor in business sustainability is the confidence of consumers. Their satisfaction is a supporting element for business sustainability. Supalai, therefore, places emphasis on the responsibility toward consumers from the manufacturing process to after-sales services in various forms as follows:

### Products and Production

- For the development of the concept of Supalai: “Save Our World Save Your Money”, the Company has designed the environmental conservation and energy-saving houses by focusing on the design of houses and buildings to be cooled by natural means or “Passive Cooling” while also preparing the mechanical cooling or “Active Cooling” that depends on technology as mixing components. This is an energy-saving alternative to the cooling load of the air conditioner, while reducing the use of lights and other appliances, whereby the construction cost is still at a level similar to those of the houses in the general market. As a result, it is cost-effective price with proper use, and can also save the cost of electricity. The concept of design to promote energy saving has made each project of Supalai an Eco Land that helps the world reduce global warming.
- There has been a prevention of pollution during construction by building fences of the project, using canvas to cover the building to reduce noise and dust. The working place is arranged to be a closed area to reduce the noise, while a machine is installed to check the volume of noise and dust of each day. There is also arrangement to wash the wheels of the vehicles to get rid of any attached soil before leaving the project, etc.
- The manufacturing is carried out with technology, while the manufacturing process meets the environmental standards. Therefore, importance has been attached to the waste elimination process in order not to pollute the environment, such as waste water treatment system of every house. Also, the waste water released into the public water sources must meet quality standards, which would be randomly checked by the Department of Pollution Control.

### Community Service and After-Sales Service

- Providing knowledge to customers and the general public regarding the advantage of energy-saving homes for environmental conservation including the selection of safe and environmental friendly materials. The dissemination of such knowledge has been done by providing information to the employee by organizing trainings, seminars as well as publicizing in every issue of Supalai @ home magazine.
- Organizing activities relating to the safety of life and health of employees and customers, such as organizing 5s activities, trainings on safety and fire evacuation drills for employees and customers annually, as well as for lessees of the building etc.

- Providing the service unit for customers in the development projects in terms of safety, cleanliness and beauty, and establishing juristic person of the housing projects in a complete manner in order to create satisfaction for residents as well as promoting good image. The Company recognizes that living in a society that has good environment would inevitably enhance the quality of life of the residents in such community. It is, therefore, important to create Supalai society to be a quality society that is livable, warm and safe by focusing on building strong relationships within the family first in order to cultivate the awareness of everyone in the family, which would be a good foundation for the society in general. Therefore, events have been organized continually to instill recognition of gratitude toward parents or events that help strengthen relationships within the family, such as the activities of mindfulness – meditation, new year activities that promote the interaction among family members, etc. In addition, attention has to be given to residents of the adjacent areas from the start of the project by arranging for inspection of the area to be in an orderly manner and safe in order to prevent any possible impact on the surrounding residential areas due to construction of the project.
- A variety of channels to listen to feedback from customers, this is another sample showing that Supalai recognizes the importance of family, therefore, a variety of communication channels have been set up in order to develop and improve the products and services specifically for maximum benefits and satisfaction of the customers. Such communication channels are for the feedback or complaints, which can be submitted through
  - the community managing officer of the projects.
  - the community managing office at the Head Office at (02) 725 8888 #553, 557.
  - Supalai's Smart Center at (02) 725 8899, 1720.
  - opinion box at the project site and the “bell glass” project.
- Seasonal activities for strengthening relationships with the intention to care for members or residents in all Supalai projects as well as residents of surrounding communities as can be seen from events organized by Supalai.
- Jointly strengthening family relationships and cultivating gratitude mindset toward parents who are just like gods in the house for a comfortable and warm family, resulting in good attitude toward family, which is a good foundation of the society in general; also, activities such as mindfulness meditation has been organized for members annually.
- “San Saiyai (woven bond)” Journal is another communication channel to report information and news that are useful with the aim to initiate cooperation in various kinds of activities in order for the community to co-exist happily; the Company also provides knowledge which will bring about warm feeling among residents.
- Establishing juristic person of the housing project because juristic person of housing project begins to play greater role in the Thai society after the developer has cared for such project for a period as required by law; this is to help members to be aware of the benefits of the juristic person; the Company has been providing support in order to help Supalai projects to manage the community as wished by the majority of members.

## **Responsibility toward Consumers by Providing Accurate and Clear Advertisement Information and Public Relations**

Supalai Public Company Limited recognizes the importance of advertising and public relations media and, therefore, provides correct and accurate information of the products with accountability in order to be fair to the consumers as follows:

1. Statements about products used in advertising and public relations, the Company use the advertising statement that the consumers can clearly understand the details of the products in a complete manner, be it the name, format of the products (detached houses / townhouses / duplexes / condominium), locations, prices with pictures of the products included in the advertisement. In particular, the Company emphasizes accuracy and completeness of the statements in the Legal Line according to the Consumer Protection Act B.E. 2522 (1979).
2. Illustration in advertisement and public relations, the Company has the policy to focus on the use of images of detached houses / townhouses / townhomes / new home series and condominiums taken from the actual location of all forms in order for the consumers to see the products clearly. However, in case where the products have not yet been completed, the illustration used would be designed in such a scenario similar to the actual products and add the statement: "Scenario of the Projects" in every case for correct understanding by the consumers.
3. An advertisement (ad) on TV would normally controlled by the Radio and Television Administration Board (GorBorWor.). Therefore, for every ad clip or VTR to be broadcast on TV both free TV and cable TV channels, the Company submits samples and a letter of confirmation to be considered by the Board in order to censor if such ad comprises clear information, not exaggerated. If it is approved, the Company shall then send such ad to be broadcast by the TV stations.
4. Statements relating to promotions / special conditions to support the sales, in case the Company has provided exclusive rights to customers in the form of promotion, the statement in the ad shall contain details about the discount and free gifts as well as the beginning and ending dates of such promotion period for clear understanding between the Company and the customers.



# Business Operations with Economic Sustainability

## Economic Performance

- **Payment of taxes correctly, fully and in a timely manner.** This has been a guideline for business operations of the Company from the past up to the present. The tax paid shall be used for developing the country in terms of economic, social and environmental aspects in order to create convenience, comfort, safety and prosperity for the country. In 2011, the Company was awarded Ratsadakorn Pipat Award or Excellent Taxpayer Award by the Revenue Department, which is given to taxpayers who deserve praiseworthiness, and in 2012, the Company had paid tax amounting to several billion baht.
- **Generating economic income to the country.** Supalai Public Company Limited has been established in Thailand and has currently developed and built housing, commercial buildings, offices, hotels, shop-houses for selling and for rent in Bangkok metropolitan districts and its vicinities as well as provincial areas at the average of more than 8,000 units annually worth more than Baht 20,000 million. It has also helped create economic supply chain networks in a great number.
- **Payment of wages, compensation and welfare for employees.** They are provided according to the policy on compensation and welfare to be paid appropriately in the form of salary, special compensation and reasonable operational expenses. The employees are also provided with the opportunity to further their education at university level as well as opportunity to attend trainings. In addition, welfare is also provided to response to the employees' needs such as medical expenses, provident fund (3-10%), accident insurance, scholarships, uniforms, financial assistance, etc. This will help reduce the government's expenses on medical care and thereby support social development of the country. This will enable the country to have sustainable income.
- **Management of operational results to ensure confidence of stakeholders.** The Board of Directors is committed to maintain the level of Return on Equity (ROE) at a high level on a sustainable basis. Meanwhile, there has been risk management concurrently, such as the management of debt to equities ratio at the approximately rate of 1: 1, expansion of investment to provincial areas in the form of horizontal building and high rise building projects and management of cost while expanding into other businesses in order to maintain the Company's sustainable income level. Also, the Company has required that the customers pay approximately 15 - 20% of the down payment for condominium so as to prevent pseudo customers and to prevent bubble economic condition from real estate business. Moreover, this measure could allow customers to transfer more than 95 % ownership of the Company's housing projects.

- **Saving government expenditures on infrastructure development.** The Company's property development projects have invested in infrastructure as well, such as building roads and sewers in public ways, expanding electrical and plumbing area outside its projects, which has helped create convenience and comfort as well as safety to the surrounding communities.

## Role in the Market

- **Distribution of income to relevant industries in provincial region.** The Company is a leader in property project development in provincial areas, and other operators have followed suit after seeing the success of Supalai. Accordingly, economic, social and environmental progress has been distributed to provincial areas, resulting in students in the provinces being able to work in such areas without having to find work in Bangkok as in the past. In addition, new projects in the provincial region have created a lot of employment in various localities.

## Indirect Economic Impact

- **Generating income in the areas of property development projects.** The Company's development of vacant and cluttered areas to be housing or high rise building projects has resulted in better standard of living of local people due to emerging businesses in nearby areas. This is because employment and occupation have been created to surrounding communities as there are schools, shopping centers, restaurants, laundry shops, convenience stores, hair salons, gardening shops, etc. In addition to facilitating convenience, spending has been stimulated and income has been distributed to the communities, which are certainly considered positive impact.
- **Development of affordable housing for people with low and moderate income.** The Company recognizes the difficulties of people with low income and, therefore, joins the BOI project of the Office of the Board of Investment to develop good quality but affordable housing to low-income and middle-income people, which comprise a great number of the society.
- **Development of energy-saving homes.** The company has been awarded the Outstanding Energy Conservation Housing Award, and most of the Energy Conservation Building Labels for many consecutive years because such energy-saving buildings have indirectly helped the country to reduce costs in seeking energy supply sources. It has also raised awareness and realization of the public regarding energy savings.

# Operation of Environmental-Friendly Business

Through creative planning of quality housing, constructing houses that are “Cool and Happy” to live, and being fully aware of environmental protection, Supalai Public Company Limited is one of the business operators which initiated the design of energy-saving houses well accepted by the consumers. The details of the process, concept and creation are as follows:

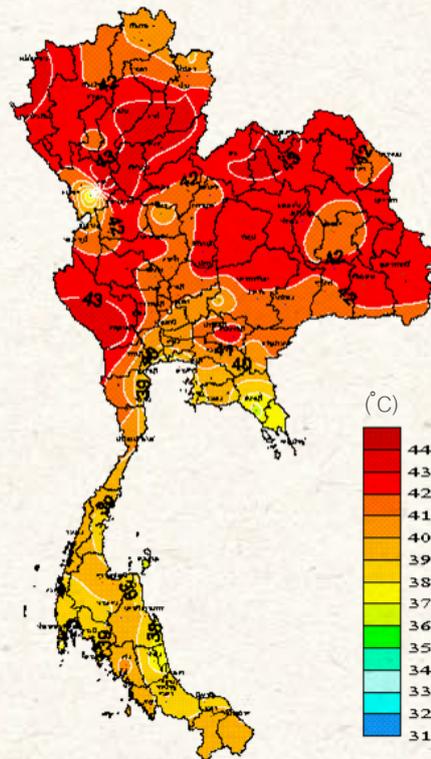
## Concept : Environmental Conservation and Energy Saving (Save our World, Save your Money)

### Reasons for Energy-Saving Concept of Supalai

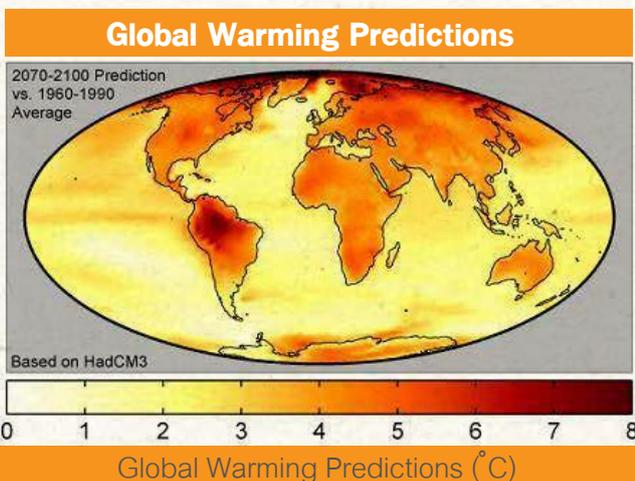
- Rising cost of electricity every year.
- Global warming and natural disasters



The highest temperature of Thailand during 1978 - 2007



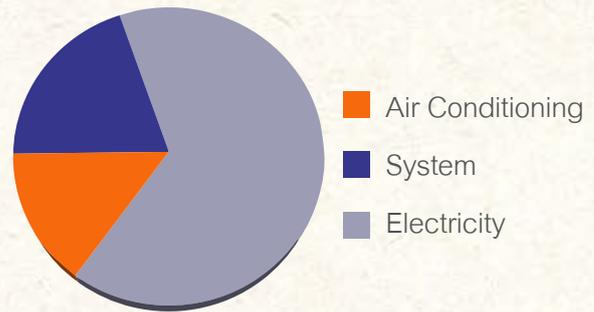
Remark Highest Temperature at 44.0 degree celcius in Muang Tak District, Tak Province on 25 April 2007



## Proportion of Energy Use in Houses

### Heavy use of air-conditioning system due to

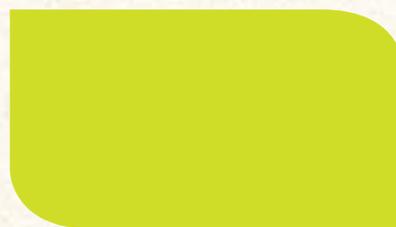
1. behavior of residents
2. environment conducting heat into the building
3. not observing principles of design for tropical region
4. inappropriate choice of materials

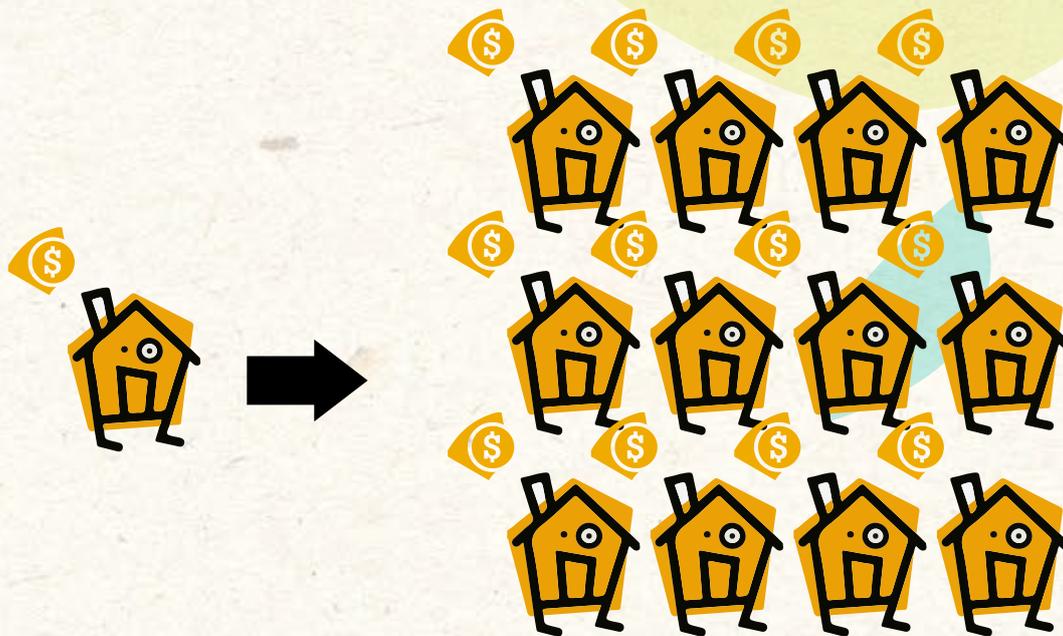


The architectural work itself can reduce the amount of heat into the building.

### (Supalai Green Design Concept)

The concept of environmental conservation and energy –saving design has been used by Supalai in its housing and condominium projects started back in 1989 when the company was established. The concept was “Save Our World, Save Your Money”, thus our design focuses on natural passive cooling houses. Overtime, this concept has been developed to become our main theme, while at the same time, the “active cooling” technology has been applied in be in accordance with the modern way of life as an integration for energy-saving of air conditioners. At the same time electricity cost can also be reduced by reducing lighting system and use less of other appliances. In doing so, the Company can still maintain the construction price at the level as that in the general market. As a result, the price of the house is cost-effective for suitable use with reduced cost of electricity, which is a good reason for selecting Supalai project.





This energy-saving concept becomes clear at the project level. Each of Supalai's project is like an Eco Land that helps the world reduce global warming and helps the nation save the money by using less energy.

## Designing Concept and Principles

There are various designing concepts and principles of energy-saving houses. Supalai divides them as follows:

1. Project Level
2. Building envelope Level
3. Interior area Level
4. Choice of material Level

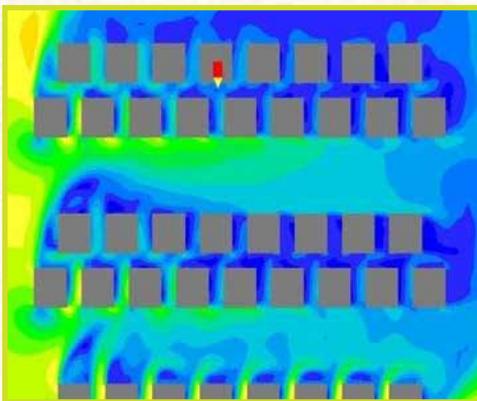
The energy-saving methods through these 4 design concepts will lead to architectural design in a more concrete manner.

## Project Level

- Land selection for development project, the land chosen must have high potential with convenient transportation, fully equipped with infrastructures and facilities to reduce commuting time in order to save energy.
- Project layout, the direction of airflow is taken in to consideration to ventilate the air, and waste disposal point must be downwind.
- Water retention area (Monkey Cheek), must be initiated to create a monkey cheek within the project to prevent flood water from reaching the house.



### Supalai projects



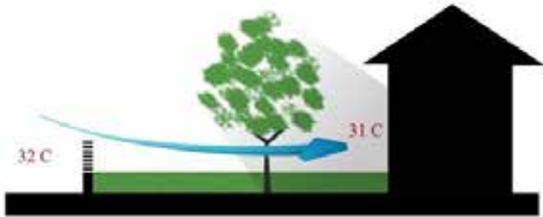
The layout in most Supalai projects is designed to have houses overlapping each other to enhance the speed of airflow with excellent ventilation and less dead space to reduce wind impact on the building.

The Supalai Orchid Park on Ringroad-Pinklao in Jaransitwong 13 lane was built with a monkey cheek project. The physical topography of the project is that the monkey cheek did not drain the water immediately after rainfall but the water would be retained and not flood the houses immediately. The water would then be drained out of the project. A good monkey cheek area would be “in quickly, out slowly” according to Supalai design.

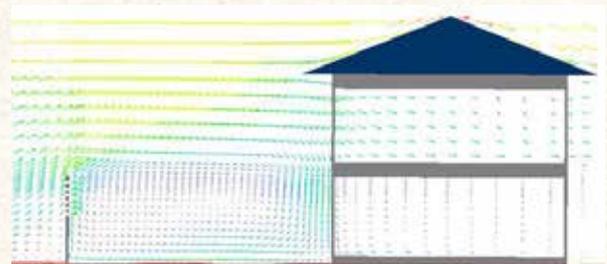


## Building Envelope

- Layout, the house or building will be aligned north-south to reduce sunlight, while accepting airflow.
- An eave is designed to provide shade around the house, appropriate slant of the roof will build large air mass in the roof to reduce heat from the roof and release outside through vents in the roof. The ceiling will be insulated against heat to keep the house cool.
- Doors and windows are designed to be in many directions for better air ventilation, whereby the doors or windows which are opposite each other would be designed to be in the direction that air can be freely flow by natural methods in order not to use air-conditioner.
- Large trees are planted to shade the house and reduce heat from coming into the house.
- The fence is designed to be airy and open with good ventilation, while garbage collection point must be hygienic.
- The exterior of the building are painted in light colors.

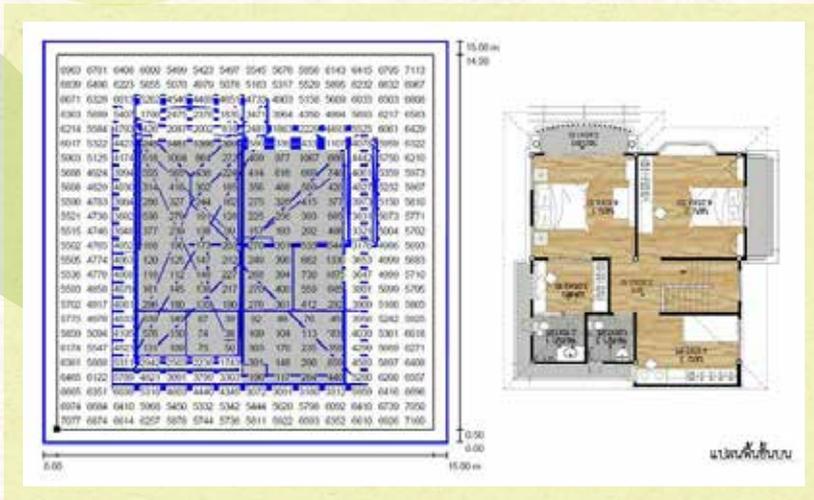


Fence designed to be airy for air ventilation



## Interior Areas

- In the master bedroom, walk-in closet can help reduce the load of air-conditioner.
- Rooms that may generate smell are designed to be downwind.
- Furniture placement must not block the airflow in the house.
- Natural lighting must be allowed in sufficient amount.
- Areas that need to be disinfected by sunlight are placed at the outer most part of the house.



Simulation of natural light value of the new “Supaphat” design house for analysis of suitability of doors and window



## Choice of Material and Equipment

- Use low heat conduction materials
- Use heat reflecting materials
- Use energy-saving electrical appliances
- Use insulation material to prevent loss of cool air from air conditioning



## Outstanding Point of Supalai Houses

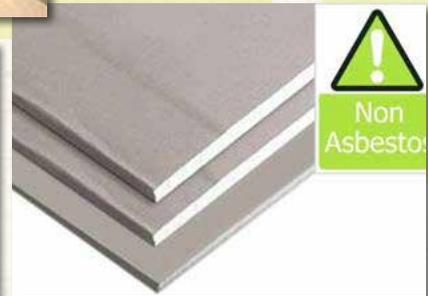
### Design

1. Focus on usable areas, both inside and outside the house.
2. The space in the house must be open, airy with good air ventilation, and the heat from heat-generating equipment must be controllable in order not to be distributed to other parts of the house and must be released from the house rapidly through good ventilation positioning doors and windows. Natural light must be allowed into appropriate areas as much as can be done such as the bathrooms.
3. The design of “ Modern Classic Style” has lasting beauty that will remain up to date.
4. Layout of the house is consistent with geographical condition, climate and Feng Shui.
5. Emphasis on comfortable living and energy-saving.
6. The bathrooms contain separate wet and dry areas with lighting system so it is not humid.
7. Promote family relations with open space design and stairs in the middle of the house to provide continuity, as well as open area for family activities.



## Materials

1. Hazardous materials having effect on health are not allowed to use such as materials made of asbestos, optic fibre, lead paints, etc. Exterior paint must be heat-reflecting type made of acrylic, which can stick well on the wall surface with high flexibility to prevent the peeling off. The paint film comprises network molecular that does not absorb water, and dirt cannot seep into the paint film. It also prevents fungi, moss, and it is self-cleaning.
2. Use durable materials: stainless rail, the walls are reinforced with tie columns and reinforced concrete lintel beam to prevent cracks.
3. The first storey floor is made of ceramic, which is scratch-resistant and easy to clean. The higher floors are laid with 12-mm laminated wood on foam to prevent humidity from cement structures.
4. UPVC Doors & Windows are chosen to provide soundproofing, preventing air leaks at the connection between door and lintel, which help save expenses for cooling by air-conditioner. They are durable and non-flammable, using low energy to produce. There is also the set of fiber screens to prevent mosquitoes and insects to enter and cause nuisance to residents in the house.
5. 5 mm. heat absorbing green-tinted glass is installed as they have low SHGC but very high VT (energy-saving glass No. 5).
6. Door frames of bedrooms, bathrooms and exits to washing areas are WPC lintel (wood + plastic). They are simulated wood to prevent bloating with water, breaking and being eaten by termite. This also helps reduce the use of natural wood.
7. Bricks used in construction are 7.5 cm foamed concrete blocks which are more porous than regular bricks, very light in weight and will retain less heat (lower OTTV)

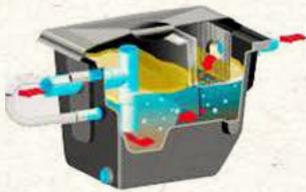


8. Insulation, 3 inches thick insulation will be installed behind the ceiling board, 6 inches in some cases.
9. Reducing the volume of humidity in the house by lining the wall of every room with wallpaper as the wallpaper is made of vinyl, which can prevent water from running through and can reduce humidity from accumulating in the wall. It can also block the humidity in and out of the wall.
10. Detailed attention is paid to the material used: such as 2" x 5" door frames are used in the bathrooms to ensure smooth level with bathroom tiling. Doorframes, eaves and wooden parts of the ceiling are painted with "Timber Shield", to provide longer lasting protection than regular paint.

11. High-efficiency, compact fluorescent light bulbs are used both inside and outside the house with automatic switch system, the light bulbs of the lamps on the gate posts are controlled by the photo switch to reduce unnecessary usage of electricity. In the future, the compact fluorescent bulbs will be replaced by LED bulbs because they use lower electricity value but longer useful life, so it can help save the cost of electricity and maintenance of the light bulbs in the long run.
12. Air conditioned with the #5 label, signifying maximum savings on electricity as they have EER higher than 11 Btu/hr/w.
13. All electric outlets are ground wired with additional Installed earth leak circuit breaker to prevent danger from electrical shocks and for safety of residents. For Outside wires, NYY (waterproof) are used.
14. Water taps, shower heads and all sanitary ware are certified water saving products with green labels.
15. Water supply system installed in bypass form can help save the power because there is no need to turn on the water pump during the period when there is sufficient pressure of the water supply.
  - The sanitary system has been designed to have separate valves for turning on and off the water of the first and the second floors for convenient maintenance. The hidden grease traps and floor drain can make water drain rapidly. It also traps smell and hairs not to clog in the drainage pipe. The ready-made type of treatment tank is used for cleanliness and conserving the environment.
  - Emphasis is on convenience, easy maintenance and hygiene for bathrooms with the vent for natural light and ventilation for natural disinfection of the bathrooms. There is shower box made of durable safety glass. The dry and wet areas are separated. Water-save faucets are used and 3-6 litre-toilet bowls are used for suitable use to save water.
16. 25-degree slope ceramic tile roof can allow suitable air mass volume in Supalai houses to prevent to prevent heat transfer from roof into the house. The light-tone roof color can transmit lower RTTV value of the heat in the roof.
17. Air-ventilation UPVC materials are used for exterior ceilings for ventilating heat in the roof, which can also help reduce heat to be released from the roof as well.

### **Management in the Project**

1. There is drainage pipe cleaning in the housing project after completion of the construction, and it must be done before rainy season in order to prevent flooding.
2. For waste management, it is the responsibility of the district office of such area and the project has coordinated with the authorities to ensure that they collect the garbage according to the schedule. In case of tree branches, there will be coordination for the authorities to collect them on a special case and regular basis.
3. A waste water and grease treatment system is also installed.



### Award-winning Supalai Homes

Projects with Energy Saving Labels:

....Supaphat (New)... Supanuch(Special)... Supadaral (New)... Supiwat...Supawanna

Assessment Criteria >40 >55 >70



อาคารอนุรักษ์พลังงาน



## Assessment Criteria for Energy-Saving and Environmental Friendly Building

Criteria	Energy-Saving	Responsibility to the Environment
1. <b>Location</b> (distance from public transport)	4	2
2. <b>Layout plan and architectural landscape</b> (open space, plants, ratio of east-west wall areas, shade under hard surfaces, architectural landscape)	8	8
3. <b>Building envelope</b> (roof skylight area, OTTV RTTV values, ratio of windows to wall, use of glass, air leakage etc.)	40	0
4. <b>Air-conditioning system</b> (air conditioned area, use of air-con #5)	10	2
5. <b>Lighting and electricity</b> (low energy consumption, energy saving light bulbs)	12	1
6. <b>Natural system and alternative energy</b> (natural air flow, main space receive natural light, alternative /recycled energy,	12	5
7. <b>Sanitation system</b> (waste water treatment, trash-grease trap, water-saving toilet bowl/shower head/tap)	4	5
8. <b>Material and construction</b> (pollution prevention plan, use of paint, insulation, reuse-recycle materials)	0	5
9. <b>Design technique and energy saving strategy/ environmental conservation</b>	10	5
<b>Total score</b>	<b>100</b>	<b>33</b>



Supadaral (New)  
Supanuch (special)  
Supiwat  
Supawanna

Assessment Criteria

>70

>55

>40

Supaphat (New)

## Supaphat (New)

(Small detached house with 3 bedrooms, 3 bathrooms and useable area of 161 sq.m.)



## Designing Principles for Energy-Saving Home

The designing principle for energy-saving home in the tropical environment such as Thailand are:

1. Reduce and prevent outside heat from coming into the house.
2. Control heat generated from all appliances inside the house so that it does not spread to other parts and ventilated out of the house as soon as possible.
3. Prevent and reduce heat from sunlight through direct doors and windows, and allow natural light into areas needed.
4. Easy-to-care house and equipment provide convenience and help save cost and energy.

## Supanuch (special)

(Small detached house with 3 bedrooms, 2 bathrooms and useable area of 143 sq.m.)



### Arrangement of useable area

**Area of Group 1** Living and dining rooms (open and connected area), focus is on reducing temperature by natural means using the speed of wind.

**Area of Group 2** Bedrooms, focus is on reducing temperature by natural means and some air-conditioning in the summer. Large bedroom has walk-in closet to separate the bathroom from relaxing area, preventing humidity from entering the relaxing area.

**Area of Group 3** Bathroom, as this is wet area that requires sunlight and good airflow, it must be designed to be next to the outer wall of the house with window for sunlight and wind. Wet and dry areas are separated for convenient use and easy cleaning.

**Area of Group 4** Kitchen, this is located to the south with open window for air and heat flow and natural light to reduce humidity.

**Area of Group 5** Storeroom and foyer of stairway, these areas require natural light for convenient use and saving energy during the day.



## Supadaral (New)

(Small detached house with 3 bedrooms, 3 bathrooms and useable area of 175 sq.m.)



## Shape of Building

1. Use of natural lighting where necessary such as stairs by designing environment for indirect light, such as light reflected from the lawn and light filtered through trees. In some cases where the opening parts receive direct sunlight, the customers are offered green non-glared glass or heat reduction film as option.
2. Design of the building incorporates shading appropriate for useable area such as awning.

## Supiwat

(Small single house with 3 bedrooms, 3 bathrooms and useable area of 171 sq.m.)



## Construction Material

1. Construction materials used have heat-reduction quality such as concrete roof tiles with 3 inches insulation against heat above ceiling board on 2nd floor. Part of the soffit maybe trellis-type to release heat trapped under the roof.
2. Walls are constructed with 7.5 inch foamed concrete blocks to reduce heat that may come in through the walls.
3. Openings are fitted with quality material that can bring natural light into the house such as 5 mm. green tinted non-glare glass.

## Supawanna

(Small detached house with 4 bedrooms, 3 bathrooms and useable area of 82 sq.m.)



## Construction Material

1. Building materials are easy for maintenance and energy-efficient such as
  - large finished-edge tiles are used for ground flooring as they are durable and easy to clean;
  - earth leak circuit breaker is installed to ensure safety of the residents and can help check electrical leaks;
  - high-efficient energy saving light bulbs are used such as compact fluorescent and fluorescent light bulbs;
  - air-conditioning unit are # 5 energy-saving type;
  - lighting for fence will provide light inside and outside the area with auto light sensor control to save energy;
  - sanitary system is designed with separate top/lower floor valves for easy maintenance. A standard water tank is installed, as well as a grease tap and waste water treatment tank to reduce impact on the environment;
  - water-saving taps are used and dual flush(3/6 litre) toilets are installed.

Good air-flow and constant heat release outside the house means that the house will be comfortable to live in. Energy use inside the house and building will be reduced, cutting cost of maintenance for the owner. The use of earth's precious resources will be lessened, helping reduce global warming. From the calculations, Supalai houses can save approximately 26-30% of electricity cost.

Design of the energy-saving building has always been part of Supalai' concept and will be continually developed to make Supalai houses and condominiums better living places for the customers

# Corporate Social Responsibility

## SUPALAI...WE CARE FOR THAI SOCIETY

Over the past 24 years, Supalai Public Company Limited has adhered to “SUPALAI...WE CARE FOR THAI SOCIETY” policy and operated its real estate development business while giving back to the community on a regular basis. A great variety of socially beneficial activities in regard to education, environment, art and culture, family, health, community and religion have been carried out to improve the quality of people’s life in the society.

### Free Trainings and Seminars to Provide Knowledge to the Public

The Company has organized seminars on various types of knowledge free of charge to Supalai customers, Supalai fan club, the general public, Supalai employees and the mass media.

In 2013, there have been creative activities such as seminars on diverse knowledge on a continual basis, for instance, “Decode Feng Shui to Enhance Auspicious Year of the Snake “ by Ajarn Ovat Watayaporn, “Cover Glass + Swing Arms for Better Health “ by Ajarn Yang Pei Shen”, “When.... Will We be Rich and Happy Sustainably, Version 2013” by Mr. Prateep Tangmatitham”, “Tips to Pass on Business to New Generation” by Dr. Suwan Walaisathian, as well as seminars and workshops for women and the younger generation who care for quality of life in collaboration with two leading publishing companies, namely, Nanme Books Co., Ltd. on “ Detoxifying for Better Shape with 18 Postures by Using a Towel “ by Ms. Wimon Ratanatakul, Yoga expert; and Amarin Printing and Publication Public Company Limited on “Tips to Win Office Syndrome” by Dr. Pramual Jarutrakulchai, medical expert of Chiwajit Home Clinic. There had also been seminars organized for Supalai’s contractors titled “Happy Contracting Work”, in which the participants have gained knowledge on accounting and finance. For construction work, they have learned about project finance for contractors of Supalai, credit facilities projects for purchasing order of goods for Supalai contractors. Also, participants have learned about tips for contractors’ success from professional speakers.





## Educational activities

The Company has development projects for many schools, universities, educational institutions on various aspects from donation of land to build Suankularb Wittayalai School of Rangsit, building school buildings, lecture rooms, donation of vehicles, whereby in 2013, it has cooperated with the Faculty of Architecture of Thammasat University on academic and research projects, the Company has also provided donations to needy schools in rural areas.

In 2013, the Company organized activities to donate money and equipment to improve the school cafeteria and library at Surat Thani Pittaya 2 School in Surat Thani Province according to the policy of “Saeng Prateep” Project with the participation and support of Olympic Tile Thailand Co., Ltd., Diamond Building Products Public Company Limited, Conwood Co., Ltd. and Aircor Ltd.

The Company had also provided educational grant to the Nation University on the occasion of the 43rd year anniversary of Nation Multimedia Group Public Company Limited and the representatives to receive such grant comprised Mr. Suthichai Yoon, President of the Nation Group, Ms. Duangkamol Chotana, Nation Group Managing Director and Professor Dr. Phong-in Rak-ariyatham, the Rector of the Nation University.

Previously, Mr. Prateep Tangmatitham, together with Supalai Public Company Limited, generously donated Baht 2,000,000 to the Faculty of Architecture and Planning, Thammasat University, to support the building of the Center of Innovative Urban, Community and Real Estate Development.

Mr. Prateep Tangmatitham, President, together with Ms. Ajchara Tangmatitham, Executive Vice President, generously made their personal contributions and on behalf of Supalai Public Company Limited at the “30 Years of Giving” charity concert, to the TISCO Foundation where these contributions were consequently allocated as scholarships given to students in need nationwide.

In addition, the Company donated copies of the book titled “Sustainable Wealth and Happiness” written by Mr.Prateep Tangmatitham, to rural schools in Chiang Mai, Khon Kaen, Songkhla, Saraburi, Phuket, Chon Buri, Surat Thani, Rayong, Udon Thani and Nakhon Ratchasima provinces, as a source of knowledge mutually used by both teachers and students.

In 1992, Donated 15 rai of land in the area of Rangsit Canal 4, Pathumthani Province to the Education Department of the Ministry of Education to build Suankularb Wittayalai School of Rang sit for grades 7-12 students

### **Environmental Conservation Activities**

In 2013, the executives of Supalai Public Company Limited and the media had jointly with school administrators participated in planting trees to restore green space at Surat Pittaya 2 School, and in the past, the Company had participated in the canal dredging and cleaning project organized by the Ministry of Finance in order to keep canal water clean in a sustainable manner. Furthermore, the Company jointly with real estate mass media had carried out the mangrove reforestation in order to bring about affluence to the ecological system at Toonkramom Mangrove Forest in the International Environmental Park of Petchaburi Province, sea turtles releasing activities with the mass media at the Turtles Conservation Center of the Navy in Chonburi Province and the reforestation of Thai literature plants at Banpang Sammakki School, Kaengkoi District of Saraburi Province.

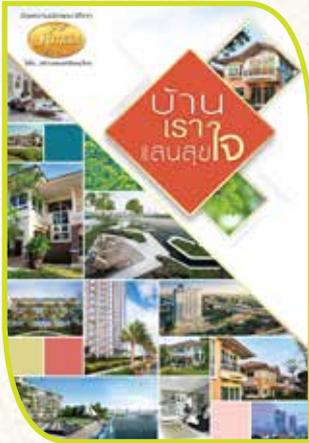
### **Art and Culture Activities**

In late June 2010, the Company had organized the art exhibition under the theme of “Creative Power” at Life Style Hall, 2<sup>nd</sup> floor of Paragon Department Store, and the proceeds from the sales of 56 pieces of art works in the exhibition in a total amount of Baht 2,400,000 had been offered to Princess Mahachakkri Sirindhorn for charity activities of the Thai Red Cross. Also some art works were presented to the Princess.



## Activities for Producing Media for both Dharma and Worldly Knowledge

The Company had produced knowledge books to be given away free to Supalai families and the general public by selecting information that is useful in all aspects, such as knowledge about health, Feng Shui, Dharma principles for leading the life, etc. in order to offer happiness during every new year occasion.



The books published are Prosperous Life, Blessed Life, Auspicious Plants, Long Life, Good Health, Happy Life, Conquer the Disease, Conquer the Age, Victory in Life, Power of Breath, Creating Life Power, Light for Life, Learning about Feng Shui, Knowing the Path to Happiness, Smiling Heart. The books “Key to Heaven and Creation of Happy Life”, Household Knowledge, and “Motto” as the latest book which comprises a collection of valuable philosophies for living,

Also, most recently, “Home Sweet Home “, as a book of collected columns: “Knowledge and houses “, “Garden @ home” and “Home Clinic” in magazine Supalai @ home of the Company since edition of 2012 up to those of 2013 have contained the contents which are useful to the readers.

They are divided into two categories, namely, “Comfortable Home “ in which there are tips for maintaining homes to be comfortable and durable; and the category of “Garden Delight” in which there is a collection of tips on decorative gardening in the housing area to be beautiful and pleasant to live, while creating both physical and mental happiness to every member of the family.

Also media pockets books, a total of three pockets books were produced, namely, 1. (Non) -Secret Tips for Management + Development of Real Property; 2. (Non) Secret Tips, Supalai + Real Property. And 3. When... will we be rich sustainably written by Mr. Prateep Tangmatitham, Supalai President. All the proceeds from the sales of the books had been given as part of the “Prateep Tangmatitham Fund” while Baht 2,000,000 was donated to the Architecture Faculty of Chulalongkorn University. As for book No.3, the entire proceeds from the book sales will be donated without deductible expense to the Thai Red Cross Society.



In addition the Company had prepared verses for Dhama song called “Wide Perspective, Think Far and Aim High”, which is a social creative song for maintaining mental value suitable for listeners of all ages. The song contents comprise advice on leading life with sustainable happiness. The name of the song came from the verses of Prapromkunaporn who has granted approval to use such name, the song was written and produced by Mr. Prateep Tangmatitham



## Social Activities

In 2013, the Company, jointly with the Supalai Relations Club had organized an event of “donation of aluminum” to be given to the Prostheses Foundation under the patronage of HRH the Princess Mother in order to provide prosthetics to those less fortunate. For such activity, Supalai had invited its employees, lessee companies of Supalai Grand Tower Building and the general public to jointly donate aluminum pulling rings of cans or materials made of aluminum by having donation box at the lobby of the building, and aluminum had been generously donated in a great amount.



In 2011, the Company had helped with the disaster relief for the flood victims led by the executives and employees of Supalai in distributing life saving bags, instant food, drinking water and other necessary items to help the customers of all Supalai projects and the people suffering from the floods in various areas with the cooperation of the Army. The Company had also donated money to help the flood victims, which was accepted by the governor of Nonthaburi Province. Besides, the Company had donated Baht 2,000,000 to the Thai Listed Companies Association as contribution to the “Capital Market for Flood Victims Fund”. The Company jointly with Dao Coffee Beans Co., Ltd., F & B By Dao Co., Ltd and Champ Boom Bell Co., Ltd. had donated floated toilets, instant food and necessary items to the flood victims in the villages of Moo 2, 3, 4 of Thachange Sub-District, Nakhonluang District of Pranakhon Sri Ayutthaya Province.

In addition, the Company had carried out the design of “Rural House for Farmer” by cooperating with the Work Team for Infrastructure, Communications and Energy, the National Social and Economic Advisory Council in conducting a study on “Development of Housing Infrastructure Project” to be given to interested farmers free of charge.

## Family Institution Promotion Activities

The Company attaches importance to continually promoting good relations within the family in order to be strong support foundation for the Thai society, such as “Developing Conscience-Meditation” activities by focusing on the practice on how to use conscience-meditation in order to develop oneself and apply in daily life as well as to strengthen families.





## Health activities

The Company invited medical teams from leading hospitals to provide free medical check-up and knowledge on interesting health topics. The Company also organized seminar on alternative medical approach Supalai families and the general public. Besides, there were charitable activities, such as “Blood Donation” for Vachira Hospital on L Floor of Supalai Grand Tower Building for Supalai employees and the employees of companies renting space in Supalai Grand Tower Building.

In 2012, Ms. Ajchara Tangmatitham, Executive Vice President, made a generous donation of Baht 1,500,000 to support work of the special care unit, Kittiwattana Building, Thammasat University Hospital. Such contribution was used for procuring medical equipment and enabled the unit to provide more thorough services and better quality treatment to the patients.

Additionally, the Company jointly provided support to the book titled “Banthuek Klai Jai” (A heartfelt memo), the proceeds from which, after administrative expense deduction, went to the Alzheimer’s Disease and Related Disorder Association (ARDA)



## Community Development Activities

The Company has focused on maintaining the environment of its projects to be in good condition at all time. If there is any problem regarding the environment, the customers can notify the Company so as to carry out the improvement and development. In the past, there had been many projects taken care of by the Company as follows:

- In 2012, the Company completed the dredging of canals in the vicinity of Supalai Parkville Romklao-Suvarnabhumi project so as to increase efficiency of the canal water management in Bangkok. This activity was performed in accordance with a cabinet resolution that requests be made for co-operation from the private sector in canal dredging within areas of real estate development projects for mitigation of impact from flooding in the future.

- In 2011, the Company had delivered a garbage collection truck worth Baht 2.1 million to Muang Lumsamkaew Municipality of Pathumthani Province for maintaining cleanliness and orderliness of nearby communities.

- In 2010, the Company donated the equipment for operation to Bang Pongpang Metropolitan Police Station for use to maintain public order of the people driving in the area.

- In 2006, the Company spent more than Baht 8 million to improve the road, install the drainage pipe and the cesspool in the area of Paholyothin Soi 48, in front of Supalai Park Ville Project.

- At the beginning of 2004, the Company spent Baht 1.4 million to install the pipe under LaSalle Road and improve this road in the area of Supalai Ville Srinakarin Project.

- In 1993, the Company had improved the road along Klong 4 canal for the comfort and convenience of the people driving in that area.

- The Company donated the garbage collection truck to the Tambol Administration Organization of Klong Luang District, Pathum Thani Province for maintaining cleanliness and public order of Supalai Buri Project and the nearby areas.

### Religious Support Activities

The Company has the project to develop landscape in many religious premises including temples, mosques and help with the design and layout of buildings in the temples by giving advice and collaboration with the Fine Arts Department, the Stock Exchange of Thailand and the Federation of Thai Capital Market Organizations (Fetco), whereby the Company has been a host for the caring and restoring of a temple in Nonthaburi Province. Also, in the past, the Company had arranged for adjusting the landscape of various religious places, such as Wat Pantainorasingh Temple in Samutsakhon Province, Wat Cholpratan Rangsarit Temple, Nonthaburi Province and Rao Dortulmuttagine Mosque in Por Bay of Phuket Province. In addition, Mr. Prateep Tangmatitham, the President of the Company, has initiated the creation of Buddha's images named "Pra Supanimit Mingmongkol" to be dedicated to the Lord Buddha. The images have been set up at Supalai projects as propitious symbol for prosperity in both work and life of families of worshippers.



"Pra Supanimit Mingmongkol"

# Supalai's Awards & Accolades

## Supalai Public Company Limited

Supalai Public Company Limited has operated real estate development business and has been recognized as a leading developer today. This has been achieved by adhering to the **S P L** philosophy, **S - Superiority**: Focus on the superiority of goods, service and management. **P - Profitability**: Emphasize profitability for every party concerned, i.e. customers, employees, contractors, shops, society and shareholders. **L- Longevity**: To operate business continuously based on security, and joining the Stock Exchange of Thailand, and implementing a quality policy in compliance with the ISO 9001: 2008 international standard, while ensuring to give back to societies on a continuous basis. The aforementioned factors have contributed to achieving a long list of prestigious awards and accolades which have brought the Company pride and joy. These awards symbolizes not only the Company's management competencies and social responsibility, but also the ability to offer quality products and its executives' professional performances, all of which emphasizes the business that has enjoyed the progressive and sustainable growth.

The awards to be proud of by Supalai and subsidiaries are as follows:

### 1. Awards for its potential regarding corporate management as listed below:



- In 2010, the Company received the best performance award and recognition certificate for “**Listed Company with Excellent Operational Results of 2010**” from the Stock Exchange of Thailand in the SET Awards 2010 presentation ceremony. It is the only listed company to receive the award among the group of listed companies with market capitalization higher than Baht 10,000 million.
- In 2010, the Company received the “**Best Under A Billion Award**” from Forbes Asia Magazine. Supalai is one of 200 companies to receive such distinguished award considered and selected among 13,000 companies in the Asian region, and 1 out of 9 Thai listed companies to receive this award as measured by the profits, growth rate, debt burden and future business opportunities.

## 2. The following awards are for corporate social responsibility:

- In 2013, the Company received the Award for “Good Real Estate Developer of 2013” from the Office of the Consumer Protection Board (CPB), the Prime Minister’s Office in the Starred Real Estate Projects CPB, whereby, 4 projects of Supalai had received such award, namely, Supalai Suvarnabhumi Project, Supalai Park Srinakarin Project, Supalai Park Yaek Tiwanon and Supalai River Place projects. This is the third time that Supalai had won such award consecutively.
- Also received in 2012 was the “Ratsadakorn-Pipat” award or the “Excellent Taxpayer 2011” award presented by the Revenue Department, Ministry of Finance in accordance with its “Integrity, Pride, and Contribution to the Nation” policy. This award is offered to any individual or corporate taxpayers who are worthy of praise and admiration as they file and pay taxes accurately, willingly and forthrightly. Such responsibilities also exemplify people’s good deeds and create confidence among citizens, entrepreneurs, agencies and organizations, while making them realize how their tax paying can immensely contribute to the country’s prosperity and stability.
- In 2012, the Company as the owner of Supalai Grand Tower Building received the award for “Safe Building, Feeling Good All Over the City” from the Bangkok Metropolitan Administration. It was given as a complementary for good management of the building in the project for participation in safety of houses and buildings organized by the Office of Civil Works of Bangkok Metropolitan Administration.
- In 2012, Supalai Public Co., Ltd. received a plaque in honor of the “Ruam Raeng Thai, Raksa Nam Sai Thuk Khu Khlong” project (Canal Dredging and Cleaning Project) for joining to help maintain the good quality of canal water in a sustainable manner. The plaque was bestowed upon the Company by Prime Minister Yingluck Shinawatra, who chaired the award-giving ceremony.



- In 2010, the Company received the “Good Property Developer Award of 2009 - 2010” from the Office of the Consumer Protection Board, Office of the Prime Minister in the Real Estate Star Project; and Supalai has received this award for 2 consecutive years already.

- In 2008, the Company received the Award for “Good Property Developer Award of 2007-2008” from the Office of the Consumer Protection Board of the Prime Minister’s Office in the project to select good property developers.



- In 2003, the Company received the Award for “Developer who Preserves Consumers’ Advertisement Rights : Fair Advertisement of Products and Services for Consumers” from the Consumer Protection Board of the Prime Minister’s Office.

### 3. The following awards are for being the leader in excellent product development:

- In 2013, the Company was awarded “BV Symbol of Confidence in International Standard” of Bureau Veritas Certification (Thailand) Ltd. (BVC). Such award has been given by taking into consideration the application of ISO 9001: 2008, the accreditation system of BVC as part of the advertising media of the Company, which has been extensive, efficient, correct according to the rules, beautiful and creative.
- In 2013, the Company had also received BCI Asia Top 10 Developers Awards 2013 in the form of plaque and certificate from BCI Asia Construction Information Co., Ltd. and Future Arc Journal, whereby Supalai had received this award for the 2nd time consecutively as one of the top 10 property developers in Thailand to receive this award. The award had been given by taking into consideration the design and the development of the construction projects of the Company, which have been widely accepted by the consumers.



- The Company, also in 2012, won accolades for the Outstanding Real Estate Project 2012: for the Supalai Parkville Romkloao-Suvarnabhumi project in the category of “detached house” and the Supalai Park @ Tiwanon Junction project for “condominium”, which were presented by the Research and Evaluation Center for Thailand’s Real Estate, Agency for Real Estate Affairs Co., Ltd. (AREA). This award represents a housing project which comprises the “worth-buying” features, by taking into account its price, quality, location and materials, as well as the style, design and the environment within the project.
- By taking the outstanding design and construction development of a housing project into account, the Company was one in ten real estate developers in Thailand that won the BCI Asia Top 10 Developers Awards 2012 organized by the BCI Asia Construction Information Co., Ltd. and FuturArc Journal. The four projects which earned the Company this award comprised Supalai Premier Asok, Supalai Park Khae Rai-Ngamwongwan, Supalai Park Ekkamai-Thong Lor and City Resort Ratchada-Huai Kwang.

- In 2011, received the Thailand Property Awards 2011 in the category of Best Affordable Condo Development (Bangkok) for Supalai Park @ Tiwanon Intersection and Supalai Premier Ratchada-Narathivas-Sathorn from Property Report Magazine.



- In 2011, the Company has received the plaque of honor for the **Excellent Property Development Project 2011** for **Supalai Park Ratchaphruek- Phetkasem Project** from the Thai Real Estate Research and Assessment Center of Agency For Real Estate Affairs Co., Ltd. Such award is for the “Value for Money” projects by taking into consideration suitable price (price per square meter), location, materials, patterns and designs of the environment of the project as well as additional giveaways.
- In 2011, the Company has received “**Top 10 Developers Awards 2011**” from BCI Asia as one of top 10 property developers in Thailand. Such award has been given due to the designs and development of construction projects of the Company, which are extensively acceptable by the consumers.
- In 2011, the Company has been awarded altogether 27 sets of “**Certified Energy Conservation Building Label 2011**” from the Department of Alternative Energy Development and Efficiency, Ministry of Energy for 13 housing designs.



- In 2010, the Company has just received a Complementary Award of the “**Urban Design Award 2009**” at the organizational and professional level in the category of project for master planning of group of buildings for Supalai Casa Riva project from the Thai Urban Architects Association.



- In 2009, the Company received the **Certified Energy Conservation Building Label 2009** from the Department of Alternative Energy Development and Efficiency, Ministry of Energy for 5 house designs, they are, best label for Supapat (new) design and good labels for Supadarul (new) design, Supawanna design, Supivat design and Supanuch (special) design.

- In 2009, the Company received the Living in Thailand Award of Excellence 2008 in the category of special Reader's Choice Award for Best Designed Property from Living in Thailand Magazine.
- In 2008, the Company received a Good Award for "Excellent Energy Conservation House" for Supanuch (special) design and the Supadarul (new) design in the category of small detached house of Supalai Garden Ville Outer Ring Road Pinklao-Rama 5 project from the Department of Alternative Energy Development and Efficiency , Ministry of Energy.



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**บ้านจัดสรรอนุรักษ์พลังงาน**  
จาก กระทรวงพลังงาน 3 ปีซ้อน

- In 2007, the Company received a Good Award for "Excellent Energy Conservation House" for Supavat (new) design in the category of small detached house of Supalai Garden Ville Outer Ring Road Pinklao-Rama 5 project, and for the Supatarin design in the category of medium size detached house of Supalai Suvarnabhumi project from the Department of Alternative Energy Development and Efficiency , Ministry of Energy.
- In 2005, the Company received an Outstanding Award for "Excellent Energy Conservation House" for Supivat design in the category of small detached house of Supalai Orchid Park Watcharapol project and Supakarul design in the category of medium size detached house of Supalai Orchid Park 3 project from the Department of Alternative Energy Development and Efficiency, Ministry of Energy.





#### 4. The professional awards for the Company's executives are as follows:

- In 2013, HRH the Crown Prince had conferred an honorary Ph.D. Degree of Science in the field of Innovation In Property Development to Mr. Prateep Tangmatitham, President of Supalai Public Company Limited at the main conference hall of Thammasat University on 1 August 2013.
- In 2013, Mr. Prateep Tangmatitham, President of Supalai Public Company Limited was awarded a plaque of honor as “Outstanding Person of the Year 2012 in the Field of Arts and Culture” from King Prajadhipok Institute’s Society, which was presented by Mr. Somsak Kiatsuranon, the President of the National Assembly at Ratripradabdaw Commemoration Night in 2013.
- In 2009, **Khun Varunee Lapitananuvat**, Senior Assistant Managing Director of Finance and Accounting of Supalai Public Company Limited received the “Analysts’ Popular CFO Award of 2009 in the Category of Real Estate and Construction Material Business” from the Securities Analysts Association.

#### 5. Awards indicating the management potential of Supalai Group:

- In 2010, , Haadyai Nakarin Co., Ltd. received the “Good Corporate Governance Award” in terms of transparency and integrity from the National Counter Corruption Commission.
- In 2009, Haadyai Nakarin Co., Ltd. received the Thai Chamber of Commerce Business Ethics Standard Test Award 2009” from the Thai Chamber of Commerce.
- In 2008, Haadyai Nakarin Company Limited received the Award for “Excellent Ethical Conduct” from the Chamber of Commerce of Songkhla Province for being the organization with ethical management according to the ethical principles of the Chamber of Commerce.

# Supalai Quality Projects



Supalai Casa Riva



Supalai Wellington



Supalai Prima Riva



Supalai Premier @ Ratchathewi



Supalai River Resort



Supalai Vista @ Tiwanon Intersection



Supalai Veranda  
Rantchavipha-Prachachuen



Supalai Park Srinakarin



Supalai Park @Tiwanon



Supalai Park @ Ratchayothin



City Resort  
Ratchada-Huaykwang



Supalai City Resort  
Phra Nang Klao Station-Chao Phraya



Supalai City Resort  
Ratchayothin-Phaholyothin 32



City Home @ Srinakarin



Supalai Grand Tower



Supalai Suvarnabhumi



Supalai Montara  
Pinklao - Phuththamonthon Sai 1



Supalai Suanluang



Supalai Orchid Park  
Outer Ring Road - Rama 2



Supalai Park Ville  
Romklao - Suvarnabhumi



Supalai Park Ville Ramindra 23



Supalai Park Ville Ramindra 5



Supalai Park Ville  
Outer Ring - Ratchaphruek



Supalai Park Ville Pracha Uthit



Supalai Garden Ville Suvarnabhumi



Supalai Garden Ville  
Outer Ring Road Pinklao - Rama V



Supalai Garden Ville  
Changwattana - Laksi



Supalai Garden Ville  
Outer Ring - Lamlukka Klong 3



Supalai Garden Ville  
Outer Ring - Lamlukka Klong 5



Supalai Garden Ville  
Tiwanon - Pathumthani



Supalai Ville  
Sri Samarn - Pathumthani



Supalai Ville  
Ratchaphruek - Bang Bua Thong



Supalai Ville Phraeksa



Supalai Ville Onnuj-Suan Luang



Supalai Ville Phahonyothin 52



Supalai Ville Saimai - Watcharapol



Supalai Ville Srinakarin - Kingkeaw



Supalai Ville  
Outer Ring - Lamlukka Klong 3



Supalai Ville  
Outer Ring Road - Rama II



Novo Ville  
Outer Ring - Lamlukka Klong 5



Novo Ville Tiwanon - Pathumthani



Novo Ville Bangkok - Pathumthani



Supalai Mare @ Pattaya



Supalai Vista @ Sri Racha-  
Laemchabang Port Intersection



Supalai City Resort @ Rayong



Supalai Park Ville Sriracha



Supalai Garden Ville Bangsaen



Supalai Ville Theprasit 8



Supalai City Resort Phuket



Supalai Park @ Downtown Phuket



Supalai Park @ Phuket City



Supalai Vista Phuket



Supalai Garden Ville Phuket



Supalai Essence Phuket



Supalai Monte @ Viang Chiang Mai



Supalai Park Ville  
Chaugpak Chiang Mai



Supalai Ville Chiang Mai



Supalai Moda Chiang Mai



Supalai Garden Ville Suratthani



Supalai Park Ville Nittayo



Supalai Royal River



Supalai Garden Ville  
Mailwan Khonkaen



Supalai Park Ville Srichan Khonkaen



Asean City Resort



City Resort Pasawang Phaetkaseam



Palm Spring Grand Ville



Palm Springs - Airport



Palm Springs 7



Supalai Pasak Resort  
Hotel & Spa, Saraburi



Supalai Resort & Spa Phuket





บริษัท สุภาลัย จำกัด (มหาชน)

ทะเบียนเลขที่ 0107535000303  
1011 อาคารสุภาลัย แกรนด์ ทาวเวอร์  
ถ.พระราม 3 แขวงช่องนนทรี  
เขตยานนาวา กรุงเทพมหานคร 10120

โทร. (02) 725-8888

แฟกซ์ (02) 683-3888

**Supalai Public Company Limited**

Registration NO. 0107535000303  
1011 Supalai Grand Tower Building,  
Rama III Road, Chong Nonsee,  
Yannawa, Bangkok 10120 Thailand

Phone (622) 725-8888

Fax (662) 683-3888



[www.supalai.com](http://www.supalai.com)



**SAVE ENERGY**

