



# **Annual Registration Statement / Annual Report**

## **Form 56-1 One Report**

### **(Structured Data Report)**

**SAHA-UNION PUBLIC COMPANY LIMITED**

Fiscal Year End 31 December 2023



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# Group Structure and Operations

## Group Structure and Operations

### Business Overview and Policies (1.1)

#### Company Information (1.1.5)

Company Name : SAHA-UNION PUBLIC COMPANY LIMITED

Symbol : SUC

Address : 1828 SUKHUMVIT ROAD, PHRAKHANONG TAI, PHRAKHANONG

Province : Bangkok

Postcode : 10260

Business : It is the flagship company of the Saha-Union Group. The group's operations can be divided into 6 categories: (1) Manufacturing : textile, plastic, rubber and metal products, (2) Computer, (3) Energy and others in China, (4) Hotel, (5) Hospital and (6) Investment and others.

Registration Number : 0107537000971

Telephone : 0-2311-5111-9

Fax (if applicable) : 0-2311-6867

Website : [www.sahaunion.co.th](http://www.sahaunion.co.th)

Email : [companysecretary@sahaunion.co.th](mailto:companysecretary@sahaunion.co.th)

#### Total Shares Sold (shares)

Common Stock : 300,000,000

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

#### By Product Line or Business Grouping

	2021	2022	2023
Total revenue from operations (Thousand baht)	9,407,635.50	10,532,107.16	9,649,325.81
Plastic rubber and metal Business (Thousand baht)	3,841,563.01	4,409,934.23	4,021,816.15
Trading Business (Thousand baht)	2,462,630.52	2,808,909.17	2,521,977.43
Energy Business (Thousand baht)	1,872,692.88	1,869,397.82	1,587,047.76
Other (Thousand baht)	1,230,749.09	1,443,865.94	1,518,484.47

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Plastic rubber and metal Business (%)	40.83	41.87	41.68
Trading Business (%)	26.18	26.67	26.14
Energy Business (%)	19.91	17.75	16.45
Other (%)	13.08	13.71	15.74

#### By Geographical Area or Market

	2021	2022	2023
Total revenue from operations (Thousand baht)	9,407,635.50	10,532,107.16	9,649,325.81
Domestic (Thousand baht)	4,201,870.00	5,066,720.81	4,696,059.38
International (Thousand baht)	5,205,765.50	5,465,386.35	4,953,266.43

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00

Domestic (%)	44.66	48.11	48.67
International (%)	55.34	51.89	51.33

#### Other income as specified in the financial statements

	2021	2022	2023
Total other income (Thousand baht)	575,339.59	677,005.84	707,370.24
Other income from operations (Thousand baht)	370,411.68	372,482.70	542,055.09
Other income not from operations (Thousand baht)	204,927.91	304,523.14	165,315.15

#### Share of profit of joint ventures and associates accounted for using equity method

	2021	2022	2023
Share of profit (Thousand baht)	475,506.88	543,329.50	499,361.10

## Information on Products and Services (1.2.2)

### Product/Service Information and Business Innovation Development (1.2.2.1)

Research and Development (R&D) Policy : No

(Unit : Thousand baht)	2021	2022	2023
R&D expenses in the past 3 years	0.00	0.00	0.00

# Risk Management

# Risk Management

## Risk Factors (2.2)

**Risk that might affect the company's business, including environmental, social and corporate governance issues (2.2.1)**

### Increasing interest rate risk

**Risk Management Measures:** Yes

#### Related Risk Topics

Financial Risk

- Fluctuation in exchange rates, interest rates, or the inflation rate

### Risk of increasing prices of oil and energy in Thailand

**Risk Management Measures:** Yes

#### Related Risk Topics

Operational Risk

- Other

### Risk of economic changes

**Risk Management Measures:** Yes

#### Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates

### Risk of changes in regulations, laws, and procedures

**Risk Management Measures:** Yes

#### Related Risk Topics

Compliance Risk

- Change in laws and regulations



**Risk of selecting new businesses to invest, as well as forms of investment**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Other

**Decreasing income from investment**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

- Delays in the development of future projects

**Risk of investment impairment**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

- Delays in the development of future projects

**Risk of damage and management errors of invested business**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

- Delays in the development of future projects

**Risk of reliance on orders from a few key customers**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

- Other

#### **Risk of damage from corruption**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- Corruption

#### **Risk of foreign currency exchange loss in the Group companies**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Financial Risk

- Fluctuation in exchange rates, interest rates, or the inflation rate

#### **Risk from developing a new generation of employees to replace the old generations, promoting sustainable corporate growth**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- Human error in business operations

#### **Climate Change Risk**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- Climate change and disasters
- Impact on the environment

#### **Digital Technology Changes and Cyber Threats**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- Information security and cyber-attack

## **Risk to Securities Holder (2.2.2)**

**Risk from the uncertainty of return that investors will receive**

**Risk Management Measures:** No

### **Related Risk Topics**

- Return from investment of securities holder

**Risk from the ability to pay dividends that fails to meet the expectations of investors**

**Risk Management Measures:** No

### **Related Risk Topics**

- Return from investment of securities holder

# Sustainable Development

## Sustainable Development

### Sustainability Management Policy and Targets (3.1)

#### Sustainability Management Policy and Targets

Corporate Sustainability Policy : Yes

URL of corporate sustainability policy : [https://www.sahaunion.com/driving\\_business\\_for\\_sustainability/](https://www.sahaunion.com/driving_business_for_sustainability/)

### Environmental Aspect (3.3)

#### Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : Yes

URL of environmental policy and practice : [https://www.sahaunion.com/driving\\_business\\_for\\_sustainability/](https://www.sahaunion.com/driving_business_for_sustainability/)

Company environmental guideline : Electricity Management, Fuel Management, Water Management,  
Greenhouse Gas and Climate Change Management

#### Results with Respect to the Environmental Aspect (3.3.2)

##### Energy management

###### • Fuel consumption

	2021	2022	2023
Gasoline (Litres)	7,087.73	7,877.89	6,295.90

###### • Electricity consumption

	2021	2022	2023
Total electricity consumption within the organization (Kilowatt-Hours)	928,000.00	990,000.00	1,020,000.00

##### Water management

###### • Water consumption

	2021	2022	2023
Total water withdrawal (Cubic meters)	9,336.00	13,519.00	12,687.00

## Waste management

### • Waste from operations

	2021	2022	2023
Total waste generated (Kilograms)	0.00	0.00	0.00

## Greenhouse gas management

### • Greenhouse gas emissions

	2021	2022	2023
Total GHG emissions target (Metric tonnes of carbon dioxide equivalent)	N/A	N/A	N/A
Scope 1 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Scope 2 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Scope 3 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
<b>Total GHG emissions (Metric tonnes of carbon dioxide equivalent)</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>

### • Verification of greenhouse gas emissions over the past year

Third-party verification : No

## Social Aspect (3.4)

### Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy and Practice : Yes

URL of human rights policy : [https://www.sahaunion.com/disclosure\\_report\\_form\\_56-1/](https://www.sahaunion.com/disclosure_report_form_56-1/)

Company human right guideline : Employee Rights, Consumer Rights, Community and Environment Rights, Safety and Occupational Health at Work

### Results with Respect to the Social Aspect (3.4.2)

#### Information about employees

##### • Total number of employees

	2021	2022	2023
Number of male employees (Persons)	20	19	20
Number of female employees (Persons)	48	49	52
<b>Total number of employees (Persons)</b>	<b>68</b>	<b>68</b>	<b>72</b>

##### • Employee remuneration

	2021	2022	2023
Employee remuneration (baht)	32,663,453.00	32,651,859.50	34,564,276.25

##### • Employee development and training

	2021	2022	2023
Average employee training hours (Hours / Person / Year)	25.87	53.38	24.47
Employee development and training expenses (baht)	27,700.00	103,326.00	87,972.88

##### • Health, safety and work environment

	2021	2022	2023
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Total number of lost time injury incidents by employees (Cases)	0	1	0
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• **Employee retention**

	2021	2022	2023
Percentage of employees who voluntarily resigned (%)	5.88	2.94	4.17

• **Significant labor dispute**

	2021	2022	2023
Significant labor dispute	No	No	No



# Corporate Governance Policy

## Corporate Governance Policy

### Overview of the Corporate Governance Policy and Guideline (6.1)

#### Corporate Governance Policy

Corporate Governance Policy : Yes

Company website on corporate governance policy : <https://www.sahaunion.com/corporategovernancemanual/>

#### Policy and Guideline Related to the Board of Directors (6.1.1)

##### Policy and guideline related to the board of directors

Company policy and guideline : Nomination of Directors, Compensation, Independence of the Board of Directors, Director Development, Board Performance Evaluation, Corporate Governance of Subsidiaries and Associated Companies

## Code of Conduct (6.2)

### Establishing a Code of Conduct

#### Establishing a Code of Conduct

Code of Conduct : Yes

##### Policy and Guideline related to the Code of Conduct

Company policy and guideline : Preventing of Conflicts of Interest, Preventing the Misuse of Inside Information, Anti-corruption, Whistleblowing

Corporate Governance Structure  
and Significant Information Regarding  
the Board of Directors, Subcommittees,  
Management,  
Employee and Other Information

## Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information

### Board of Directors (7.2)

#### Composition of the board of directors (7.2.1)

	Number of persons	Percentage (%)
Total number of directors	15	100.00
Number of male directors	11	73.33
Number of female directors	4	26.67
Number of executive directors	4	26.67
Number of non-executive directors	11	73.33
Number of independent directors	5	33.33

#### Information on the board of directors and persons with authority to control the company (7.2.2)

##### List of directors

General information	Position	Date position was assumed	Experience and expertise
1. Ms. DALAD SAPTHAVICHAIKUL Gender: Female Age: 67 years old Highest level of education: Master's degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive)  Director type: Re-elected as director	1 Jan 2018	Economics, Law, Strategic Management, Risk Management, Human Resource Management, Corporate Management, Finance, Negotiation, Corporate Social Responsibility, Procurement, Governance/ Compliance, Accounting, Leadership, Finance & Securities

2.	Mr. CHUTINDHON DARAKANANDA Gender: Male Age: 64 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Executive)  Director type: Re-elected as director	22 Feb 2007	Engineering
3.	Mr. BOVORN RAT DARAKANANDA Gender: Male Age: 60 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	28 Feb 1994	Engineering, Energy & Utilities, Strategic Management, Data Management, Change Management, Risk Management, Human Resource Management, IT Management, Data Analysis, Property Development, Statistics, Economics
4.	Mrs. PINIJPORN DARAKANANDA KASEMSAP Gender: Female Age: 61 years old Highest level of education: Doctoral degree Major: Pharmacy Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Original director	1 Jan 2011	Property Development, Design, Personal Products & Pharmaceuticals, Agribusiness
5.	Mrs. CHANTORNTREE DARAKANANDA Gender: Female Age: 60 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	24 Jan 2013	Health Care Services, Property Fund & REITs, Project Management, Data Analysis, Accounting, Leadership

6.	Mr. SUPAKIT PAUNGBUA Gender: Male Age: 63 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	1 Jan 2018	Automotive, Industrial Materials & Machinery, Project Management, Human Resource Management, Budgeting, Corporate Management, Negotiation, Corporate Social Responsibility, Procurement, Leadership, Steel
7.	Mr. PITTAWAT PRERTTITUMRONG Gender: Male Age: 59 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	1 Jan 2020	Finance, Engineering, Marketing, Data Analysis, Accounting
8.	Mr. NITHIPHAN DARAKANANDA Gender: Male Age: 51 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Original director	1 Jan 2021	Engineering, Professional Services, Construction Materials, Industrial Materials & Machinery
9.	Mr. CHAI JANGSIRIKUL Gender: Male Age: 66 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	1 Apr 2021	Accounting, Internal Control, Change Management, Project Management, Budgeting, Data Analysis, Finance, Commerce

10.	Mr. PRINYA SAINAMTHIP Gender: Male Age: 63 years old Highest level of education: Doctoral degree Major: Ceramics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	1 Jan 2022	Strategic Management, Change Management, Risk Management, Corporate Management, Project Management, Marketing, Data Analysis, Sustainability, Corporate Social Responsibility, Governance/ Compliance, Leadership, Construction Materials
11.	Mr. THITIVAT SUEBSAENG Gender: Male Age: 70 years old Highest level of education: Doctoral degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Newly appointed director to replace ex-director	1 Jan 2023	Strategic Management, Change Management, Corporate Management, Budgeting, Negotiation, Sustainability, Corporate Social Responsibility, Procurement, Governance/ Compliance, Petrochemicals & Chemicals, Leadership, Energy & Utilities, Automotive, Steel
12.	Mr. KOLLATAT TANGCHITKUL Gender: Male Age: 40 years old Highest level of education: Master's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	1 Jan 2023	Automotive, Media & Publishing, Finance & Securities, Fashion

13.	Mr. KURUJIT NAKORNTHAP Gender: Male Age: 68 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	1 May 2023	Law, Strategic Management, Change Management, Risk Management, Corporate Management, Brand Management, Project Management, Budgeting, Audit, Data Analysis, Negotiation, Transportation & Logistics, Sustainability, Corporate Social Responsibility, Procurement, Governance/ Compliance, Petrochemicals & Chemicals, Energy & Utilities, Engineering, Statistics, Economics, Mining
14.	Ms. PAWASUT SEEWIROT Gender: Female Age: 55 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Newly appointed director to replace ex-director	1 Sep 2023	Strategic Management, Data Management, IT Management, Corporate Management, Brand Management, Marketing, Digital Marketing, Data Analysis, Sustainability, Leadership, Information & Communication Technology
15.	Mr. THAVEE THAVEESANGSAKULTHAI Gender: Male Age: 60 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Newly appointed director to replace ex-director	23 Nov 2023	Strategic Management, Project Management, Budgeting, Data Analysis, Finance, Banking, Property Development, Food & Beverage

#### List of directors who resigned/vacated their position during the year

General information	Position	Tenure	Replacement Director
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1.	Mr. VACHARAPHONG DARAKANANDA Gender: Male Age: 58 years old Highest level of education: Bachelor's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)	Date position was assumed: 28 Feb 1994 Date directorship ended: 1 Oct 2023	Mr. THAVEE THAVEESANGSAKULTHAI Date position was assumed: 23 Nov 2023
2.	Mr. NANTHIYA DARAKANANDA Gender: Male Age: 55 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)	Date position was assumed: 1 Jul 1996 Date directorship ended: 21 Apr 2023	Ms. PAWASUT SEEWIROT Date position was assumed: 1 Sep 2023
3.	Mr. YANYONG TUNGJITKUL Gender: Male Age: 71 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)	Date position was assumed: 24 Sep 2009 Date directorship ended: 1 Jan 2023	Mr. KOLLATAT TANGCHITKUL Date position was assumed: 1 Jan 2023
4.	Mr. PREECHA SHUNHAVANICH Gender: Male Age: 66 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)	Date position was assumed: 1 Jan 2015 Date directorship ended: 1 Jan 2023	Mr. THITIVAT SUEBSAENG Date position was assumed: 1 Jan 2023
5.	Mr. ANON SIRISAENG TAKSIN Gender: Male Age: 71 years old Highest level of education: Honorary degree Major: Public Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)	Date position was assumed: 1 Jan 2020 Date directorship ended: 1 May 2023	Mr. KURUJIT NAKORNTHAP Date position was assumed: 1 May 2023

## Other Information pertaining to committees

The Chairman is an independent director	: No
The Chairman and the manager are the same person	: No
The Chairman and the manager are members of the same family	: No
The company appoints at least one independent director to determine the agenda of the Board of Directors' meetings	: No

## Sub-committees (7.3)

### Information about sub-committees (7.3.2)

#### Audit Committee

##### List of audit committee members

General information		Position	Date position was assumed	Experience and expertise
1.	Mr. CHAI JANGSIRIKUL [1] Gender: Male Age: 66 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	1 Jan 2022	Accounting, Internal Control, Change Management, Project Management, Budgeting, Data Analysis, Finance, Commerce
2.	Mr. PRINYA SAINAMTHIP [1] Gender: Male Age: 63 years old Highest level of education: Doctoral degree Major: Ceramics Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Re-elected as director	1 Jan 2022	Strategic Management, Change Management, Risk Management, Corporate Management, Project Management, Marketing, Data Analysis, Sustainability, Corporate Social Responsibility, Governance/ Compliance, Leadership, Construction Materials

3.	Mr. KURUJIT NAKORNTHAP [1] Gender: Male Age: 68 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	1 May 2023	Law, Strategic Management, Change Management, Risk Management, Corporate Management, Brand Management, Project Management, Budgeting, Audit, Data Analysis, Negotiation, Transportation & Logistics, Sustainability, Corporate Social Responsibility, Procurement, Governance/ Compliance, Petrochemicals & Chemicals, Energy & Utilities, Engineering, Statistics, Economics, Mining
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[1] A director with the accounting expertise needed to review financial statements

#### List of audit committee who resigned/vacated their position during the year

General information	Position	Tenure	Replacement Director
1. Mr. ANON SIRISAENG TAKSIN [1] Gender: Male Age: 71 years old Highest level of education: Honorary degree Major: Public Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)	Date position was assumed: 1 Jan 2020  Date directorship ended: 1 May 2023	Mr. KURUJIT NAKORNTHAP Date position was assumed: 1 May 2023

[1] A director with the accounting expertise needed to review financial statements

### Executive Committee

#### List of executive committee members

General information	Position	Date position was assumed
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1.	Mrs. CHANTORNTREE DARAKANANDA	Member of the executive committee	22 Dec 2016
	Gender: Female		
	Age: 60 years old		
	Highest level of education: Master's degree		
	Major: Business Administration		
	Thai nationality: Yes		
	Residing in Thailand: Yes		

**List of executive committee members who resigned/vacated their position during the year**

General information	Position	Tenure	Replacement Director
1. Mr. PREECHA SHUNHAVANICH	Member of the executive committee	Date position was assumed: 1 Jan 2015	No replacement director
Gender: Male			
Age: 66 years old			
Highest level of education: Master's degree		Date directorship ended: 1 Jan 2023	
Major: Business Administration			
Thai nationality: Yes			
Residing in Thailand: Yes			

**Other sub-committees**

**Sub-committees information**

Name of sub-committees	List of directors	Position
The Nomination and Remuneration Committee	Mr. KURUJIT NAKORNTHAP	Chairman
	Mr. PRINYA SAINAMTHIP	Member
	Mr. CHUTINDHON DARAKANANDA	Member
Risk Management Committee	Mrs. CHANTORNTREE DARAKANANDA	Chairman
	Mr. VACHARAPHONG DARAKANANDA	Member
	Ms. Ruangdao Supachorncharan	Member
Investment Committee	Ms. DALAD SAPTHAVICHAIKUL	Chairman
	Mr. CHUTINDHON DARAKANANDA	Member
	Mrs. CHANTORNTREE DARAKANANDA	Member
	Mr. BOVORN RAT DARAKANANDA	Member
	Mrs. PINIJ PORN DARAKANANDA KASEMSAP	Member
	Mr. VACHARAPHONG DARAKANANDA	Member

## **Roles of Sub-committees**

Sub-committees responsible for risk management	: Risk Management Committee
Sub-committees responsible for nomination	: The Nomination and Remuneration Committee
Sub-committees responsible for remuneration	: The Nomination and Remuneration Committee
Sub-committees responsible for corporate governance	: None
Sub-committees responsible for corporate sustainability development	: None

## Executives (7.4)

### List and positions of the executive (7.4.1)

#### The four highest-ranking executives

General information	Position	Date position was assumed	Experience and expertise
1. Mrs. CHANTORNTREE DARAKANANDA Gender: Female Age: 60 years old Highest level of education: Master's degree Major: Business Administration	President	22 Dec 2016	Health Care Services, Property Fund & REITs, Project Management, Data Analysis, Accounting, Leadership
2. Ms. Ruangdao Supachorncharan [1][2] Gender: Female Age: 43 years old Highest level of education: Master's degree Major: Management	Chief Financial Officer	1 Jul 2020	Accounting

[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

### Remuneration policy for executives (7.4.2 – 7.4.3)

#### Remuneration policy for executives

Remuneration policy for executives : Yes

#### Remuneration

	2021	2022	2023
Total executive remuneration (baht)	11,677,138.00	11,119,238.00	10,083,703.00

#### Other forms of remuneration

Employee Stock Ownership Plan (ESOP) : No

Employee Joint Investment Program (EJIP) : No

## Employees (7.5)

### Information about company employees

#### Employees

Number of male employees (persons) : 20

Number of female employees (persons) : 52

**Total number of employees (persons) : 72**

#### Employee Remuneration

Total employee remuneration : 34,564,276.25

#### Provident fund

Total number of employees (persons) : 72

Number of employees contributing to the PVD (persons) : 62

Percentage of employees who are members (%) : 86.11

## Other Significant Information (7.6)

### Other significant information

#### Assigned persons

- Person assigned to take direct responsibility for accounting oversight

General information	Email	Telephone
1. Ms. Ruangdao Supachorncharan	ruangdao@sahaunion.co.th	02-3115111-9 ต่อ 7675



• **Company secretary**

General information	Email	Telephone
1. Mrs. Chadaporn Jiemsakultip	chada.j@sahaunion.co.th	02-3115111-9 ต่อ 7811

• **Head of internal audit**

General information	Email	Telephone
1. Mr. Khosit Thepchalerm	khosit@sahaunion.co.th	02-3115111-9 ต่อ 7633

• **Head of compliance unit**

General information	Email	Telephone
1. Mrs. Chadaporn Jiemsakultip	chada.j@sahaunion.co.th	02-3115111-9 ต่อ 7811

• **Head of investor relations**

General information	Email	Telephone
1. Mrs. Chadaporn Jiemsakultip	chada.j@sahaunion.co.th	02-3115111-9 ต่อ 7811
2. Ms. Ruangdao Supachorncharan	ruangdao@sahaunion.co.th	02-3115111-9 ต่อ 7675

**Company's auditor**

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
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1. EY OFFICE LIMITED	<p>1. Mr. Termphong Opanaphan  Email: Termphong.Opanaphan@th.ey.com  Telephone: 02-2640777</p> <p>2. Mrs. Ponnard Paocharoen  Email: ponnard.wattanawong@th.ey.com  Telephone: 02-2640777</p> <p>3. Ms. Vilailak Laohasrisakul  Email: vilailak.laohasrisakul@th.ey.com  Telephone: 02-2640777</p>	2,640,000.00	-
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# Performance Report on Corporate Governance

# Performance Report on Corporate Governance

## Summary of Director Performance (8.1)

### Selection, development, and evaluation of duty performance of the Board of Directors (8.1.1)

#### List of new directors appointed in the past year

• List of continuing directors (full term of directorship and being re-appointed as a director)

General information	Position	Date position was assumed	Experience and expertise
1. Ms. DALAD SAPTHAVICHAIKUL Gender: Female Age: 67 years old Highest level of education: Master's degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive)  Director type: Re-elected as director	Date position was assumed: 1 Jan 2018	Economics, Law, Strategic Management, Risk Management, Human Resource Management, Corporate Management, Finance, Negotiation, Corporate Social Responsibility, Procurement, Governance/ Compliance, Accounting, Leadership, Finance & Securities
2. Mr. CHUTINDHON DARAKANANDA Gender: Male Age: 64 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Executive)  Director type: Re-elected as director	Date position was assumed: 22 Feb 2007	Engineering
3. Mr. BOVORN RAT DARAKANANDA Gender: Male Age: 60 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	Date position was assumed: 28 Feb 1994	Engineering, Energy & Utilities, Strategic Management, Data Management, Change Management, Risk Management, Human Resource Management, IT Management, Data Analysis, Property Development, Statistics, Economics

4.	Mr. PITTAWAT PRERTTITUMRONG Gender: Male Age: 59 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 1 Jan 2020	Finance, Engineering, Marketing, Data Analysis, Accounting
5.	Mr. PRINYA SAINAMTHIP Gender: Male Age: 63 years old Highest level of education: Doctoral degree Major: Ceramics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 1 Jan 2022	Strategic Management, Change Management, Risk Management, Corporate Management, Project Management, Marketing, Data Analysis, Sustainability, Corporate Social Responsibility, Governance/ Compliance, Leadership, Construction Materials

• List of newly appointed director to replace the ex-director

General information	Position	Date position was assumed	Experience and expertise
1. Mr. THITIVAT SUEBSAENG Gender: Male Age: 70 years old Highest level of education: Doctoral degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Newly appointed director to replace ex-director	Date position was assumed: 1 Jan 2023	Strategic Management, Change Management, Corporate Management, Budgeting, Negotiation, Sustainability, Corporate Social Responsibility, Procurement, Governance/ Compliance, Petrochemicals & Chemicals, Leadership, Energy & Utilities, Automotive, Steel
2. Mr. KOLLATAT TANGCHITKUL Gender: Male Age: 40 years old Highest level of education: Master's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	Date position was assumed: 1 Jan 2023	Automotive, Media & Publishing, Finance & Securities, Fashion

3.	Mr. KURUJIT NAKORNTHAP Gender: Male Age: 68 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	Date position was assumed: 1 May 2023	Law, Strategic Management, Change Management, Risk Management, Corporate Management, Brand Management, Project Management, Budgeting, Audit, Data Analysis, Negotiation, Transportation & Logistics, Sustainability, Corporate Social Responsibility, Procurement, Governance/ Compliance, Petrochemicals & Chemicals, Energy & Utilities, Engineering, Statistics, Economics, Mining
4.	Ms. PAWASUT SEEWIROT Gender: Female Age: 55 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Newly appointed director to replace ex-director	Date position was assumed: 1 Sep 2023	Strategic Management, Data Management, IT Management, Corporate Management, Brand Management, Marketing, Digital Marketing, Data Analysis, Sustainability, Leadership, Information & Communication Technology
5.	Mr. THAVEE THAVEESANGSAKULTHAI Gender: Male Age: 60 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Newly appointed director to replace ex-director	Date position was assumed: 23 Nov 2023	Strategic Management, Project Management, Budgeting, Data Analysis, Finance, Banking, Property Development, Food & Beverage

### Development of directors over the past year

List of directors	Position	Participated in director development program
Ms. DALAD SAPTHAVICHAIKUL	Chairman of the board	Non-participating
Mr. CHUTINDHON DARAKANANDA	Vice Chairman	Non-participating

Mr. BOVORN RAT DARAKANANDA	Director	Non-participating
Mrs. PINIJPORN DARAKANANDA KASEMSAP	Director	Non-participating
Mrs. CHANTORNTREE DARAKANANDA	Director	Participating
Mr. SUPAKIT PAUNGBUA	Director	Non-participating
Mr. PITTAWAT PRERTTITUMRONG	Director	Non-participating
Mr. NITHIPHAN DARAKANANDA	Director	Non-participating
Mr. CHAI JANGSIRIKUL	Director	Non-participating
Mr. PRINYA SAINAMTHIP	Director	Non-participating
Mr. THITIVAT SUEBSAENG	Director	N/A
Mr. KOLLATAT TANGCHITKUL	Director	N/A
Mr. KURUJIT NAKORNTHAP	Director	N/A
Ms. PAWASUT SEEWIROT	Director	N/A
Mr. THAVEE THAVEESANGSAKULTHAI	Director	N/A
Mr. VACHARAPHONG DARAKANANDA	Director	Non-participating
Mr. NANTHIYA DARAKANANDA	Director	Non-participating
Mr. YANYONG TUNGJITKUL	Director	Non-participating
Mr. PREECHA SHUNHAVANICH	Director	Non-participating
Mr. ANON SIRISAENGTAKSIN	Director	Non-participating

## Directors' performance assessment

Method used to evaluate directors' performance : Whole-board-of-directors assessment, Individual-director assessment (self-assessment)

## Meeting attendance and remuneration to each Board member (8.1.2)

### Meeting attendance of the board of directors

Number of board meetings (times) : 13

Date of AGM meeting : 20 Apr 2023

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Ms. DALAD SAPTHAVICHAIKUL (Chairman of the board)	-	13/13	Participating	Did not hold the meeting
2. Mr. CHUTINDHON DARAKANANDA (Vice Chairman)	-	13/13	Participating	Did not hold the meeting
3. Mr. BOVORN RAT DARAKANANDA (Director)	-	6/13	Participating	Did not hold the meeting
4. Mrs. PINIJPORN DARAKANANDA KASEMSAP (Director)	-	12/13	Non-participating	Did not hold the meeting
5. Mrs. CHANTORNTREE DARAKANANDA (Director)	-	13/13	Participating	Did not hold the meeting
6. Mr. SUPAKIT PAUNGBUA (Director)	-	13/13	Participating	Did not hold the meeting
7. Mr. PITTAWAT PRERTTITUMRONG (Director)	-	13/13	Participating	Did not hold the meeting
8. Mr. NITHIPHAN DARAKANANDA (Director)	-	12/13	Participating	Did not hold the meeting
9. Mr. CHAI JANGSIRIKUL (Director)	-	13/13	Participating	Did not hold the meeting
10. Mr. PRINYA SAINAMTHIP (Director)	-	12/13	Participating	Did not hold the meeting
11. Mr. THITIVAT SUEBSAENG (Director)	-	12/13	Participating	Did not hold the meeting
12. Mr. KOLLATAT TANGCHITKUL (Director)	-	12/13	Participating	Did not hold the meeting
13. Mr. KURUJIT NAKORNTHAP (Director)	-	9/9	Non-participating	Did not hold the meeting



14.	Ms. PAWASUT SEEWIROT (Director)	-	5/5	Non-participating	Did not hold the meeting
15.	Mr. THAVEE THAVEESANGSAKULTHAI (Director)	-	1/1	Non-participating	Did not hold the meeting
16.	Mr. VACHARAPHONG DARAKANANDA (Director)	1 Oct 2023	8/9	Participating	Did not hold the meeting
17.	Mr. NANTHIYA DARAKANANDA (Director)	21 Apr 2023	0/4	Non-participating	Did not hold the meeting
18.	Mr. YANYONG TUNGJITKUL (Director)	1 Jan 2023	0/0	Non-participating	Did not hold the meeting
19.	Mr. PREECHA SHUNHAVANICH (Director)	1 Jan 2023	0/0	Non-participating	Did not hold the meeting
20.	Mr. ANON SIRISAENG TAKSIN (Director)	1 May 2023	3/4	Participating	Did not hold the meeting

#### Remuneration for company directors

	List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non- monetary
1.	Ms. DALAD SAPTHAVICHAIKUL (Chairman of the board)	-	144,000.00	4,590,000.00	No
2.	Mr. CHUTINDHON DARAKANANDA (Vice Chairman)	-	144,000.00	4,350,000.00	No
3.	Mr. BOVORN RAT DARAKANANDA (Director)	-	144,000.00	0.00	No
4.	Mrs. PINIJPORN DARAKANANDA KASEMSAP (Director)	-	144,000.00	0.00	No
5.	Mrs. CHANTORNTREE DARAKANANDA (Director)	-	144,000.00	0.00	No
6.	Mr. SUPAKIT PAUNGBUA (Director)	-	144,000.00	0.00	No
7.	Mr. PITTAWAT PRERTTITUMRONG (Director)	-	144,000.00	0.00	No
8.	Mr. NITHIPHAN DARAKANANDA (Director)	-	144,000.00	0.00	No
9.	Mr. CHAI JANGSIRIKUL (Director)	-	144,000.00	132,000.00	No
10.	Mr. PRINYA SAINAMTHIP (Director)	-	144,000.00	150,000.00	No
11.	Mr. THITIVAT SUEBSAENG (Director)	-	144,000.00	0.00	No

12.	Mr. KOLLATAT TANGCHITKUL (Director)	-	144,000.00	0.00	No
13.	Mr. KURUJIT NAKORNTHAP (Director)	-	96,000.00	100,000.00	No
14.	Ms. PAWASUT SEEWIROT (Director)	-	48,000.00	0.00	No
15.	Mr. THAVEE THAVEESANGSAKULTHAI (Director)	-	12,000.00	0.00	No
16.	Mr. VACHARAPHONG DARAKANANDA (Director)	1 Oct 2023	108,000.00	0.00	No
17.	Mr. NANTHIYA DARAKANANDA (Director)	21 Apr 2023	48,000.00	0.00	No
18.	Mr. YANYONG TUNGJITKUL (Director)	1 Jan 2023	0.00	0.00	No
19.	Mr. PREECHA SHUNHAVANICH (Director)	1 Jan 2023	0.00	0.00	No
20.	Mr. ANON SIRISAENGTAKSIN (Director)	1 May 2023	48,000.00	50,000.00	No

## Report on the Audit Committee's Performance for the Past Year (8.2)

### Report on the audit committee's performance for the past year

#### Meeting attendance of audit committee

Number of Audit committee meetings (times) : 6

	List of directors	Termination date	Number of the audit committee meeting
1.	Mr. CHAI JANGSIRIKUL (Chairman of the audit committee)	-	6/6
2.	Mr. PRINYA SAINAMTHIP (Audit committee)	-	6/6
3.	Mr. KURUJIT NAKORNTHAP (Audit committee)	-	5/5
4.	Mr. ANON SIRISAENGTAKSIN (Audit committee)	1 May 2023	1/1