



# **Annual Registration Statement / Annual Report**

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

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

**I.C.C. INTERNATIONAL 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 : I.C.C. INTERNATIONAL PUBLIC COMPANY LIMITED

Symbol : ICC

Address : 530 Soi Sathupradit 58 Bangpongpan Subdistrict, Yannawa District

Province : Bangkok

Postcode : 10120

Business : The Company operates in import and distribution of products from upcountries . The products are cosmetics and fragrances, hair care products, skin care products, underwears, outfits, sport wears, washing and clothing care products, fashion and leather products.

Registration Number : 0107537001374

Telephone : 0-2293-9000, 0-2293-9300

Fax (if applicable) : 0-2294-3024

Website : <http://www.icc.co.th>

Email : [webmaster@icc.co.th](mailto:webmaster@icc.co.th)

#### Total Shares Sold (shares)

Common Stock : 290,633,730

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)	7,442,721.93	9,456,077.53	10,031,958.35
Cosmetic, toiletries & perfumeries (Thousand baht)	535,858.58	559,463.11	638,172.52
Women's apparel (Thousand baht)	2,120,759.03	2,622,356.02	2,675,145.07
Men's apparel (Thousand baht)	1,877,079.33	2,737,690.09	2,744,551.36
Others (Thousand baht)	1,540,775.88	2,186,432.68	1,349,261.16
Household products (Thousand baht)	1,368,249.11	1,350,135.63	2,624,828.24

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Cosmetic, toiletries & perfumeries (%)	7.20	5.92	6.36
Women's apparel (%)	28.49	27.73	26.67
Men's apparel (%)	25.22	28.95	27.36
Others (%)	20.70	23.12	13.45
Household products (%)	18.38	14.28	26.16

#### By Geographical Area or Market

	2021	2022	2023
Total revenue from operations (Thousand baht)	7,442,721.93	9,456,077.53	10,031,958.35
Domestic (Thousand baht)	7,334,307.23	9,260,000.56	9,859,276.26
International (Thousand baht)	108,414.70	196,076.97	172,682.09

Denmark (Thousand baht)	0.00	0.00	0.00
Japan (Thousand baht)	6,187.58	11,309.51	13,593.47
Switzerland (Thousand baht)	121.50	0.00	0.00
Vietnam (Thousand baht)	3,906.21	7,380.97	6,462.55
Taiwan (Thousand baht)	2,027.06	0.00	362.30
Cambodia (Thousand baht)	16,130.86	25,445.92	19,265.94
China (Thousand baht)	1.48	303.95	0.00
Myanmar (Thousand baht)	65,199.22	135,606.86	121,192.31
Philippines (Thousand baht)	883.25	0.00	49.12
Maldives (Thousand baht)	103.97	106.49	175.19
Laos (Thousand baht)	13,853.57	15,244.51	11,581.21
Iraq (Thousand baht)	0.00	678.76	0.00

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Domestic (%)	98.54	97.93	98.28
International (%)	1.46	2.07	1.72
Denmark (%)	0.00	0.00	0.00
Japan (%)	5.71	5.77	7.87
Switzerland (%)	0.11	0.00	0.00
Vietnam (%)	3.60	3.76	3.74
Taiwan (%)	1.87	0.00	0.21
Cambodia (%)	14.88	12.98	11.16
China (%)	0.00	0.16	0.00

Myanmar (%)	60.14	69.16	70.18
Philippines (%)	0.81	0.00	0.03
Maldives (%)	0.10	0.05	0.10
Laos (%)	12.78	7.77	6.71
Iraq (%)	0.00	0.35	0.00

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

	2021	2022	2023
Total other income (Thousand baht)	640,157,233.00	976,955,093.00	1,189,281,438.00
Other income from operations (Thousand baht)	0.00	0.00	0.00
Other income not from operations (Thousand baht)	640,157,233.00	976,955,093.00	1,189,281,438.00
Dividend income (Thousand baht)	379,650,160.00	340,394,044.00	921,033,643.00
Gain on disposal of land (Thousand baht)	0.00	392,650,817.00	0.00
Gain on transfer other non-current financial asset to investment in associate (Thousand baht)	0.00	28,143,793.00	0.00
Gain on bargain purchase (Thousand baht)	0.00	11,474,738.00	0.00
Other income (Thousand baht)	260,507,073.00	204,291,701.00	268,247,795.00

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

	2021	2022	2023
Share of profit (Thousand baht)	14,806,178.00	14,988,908.00	-2,034,379.00

## 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	N/A



# 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)**

### Production Risks

**Risk Management Measures:** Yes

#### Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates
- Behavior or needs of customers / consumers
- Business operations of partners in the supply chain

Operational Risk

- Shortage or fluctuation in pricing of raw materials or productive resources

### Product Management Risks in Stores

**Risk Management Measures:** Yes

#### Related Risk Topics

Strategic Risk

- Behavior or needs of customers / consumers
- Changes in technologies
- Business operations of partners in the supply chain

Operational Risk

- Product obsolescence
- Climate change and disasters

### **Risks Relating to Sales Channels**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- Reliance on large customers or few customers
- Reliance on large partners / distributors or few partners / distributors

Operational Risk

- Loss or damage from non-compliance of partners or counterparties

### **Risks Relating to Changing Customer Behavior**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- Behavior or needs of customers / consumers
- Changes in technologies
- Reliance on large customers or few customers
- Reliance on large partners / distributors or few partners / distributors
- ESG risk

Operational Risk

- Product obsolescence
- Impact on the environment

### **Risk from the Online Sale Which Changes Rapidly**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- Behavior or needs of customers / consumers
- Changes in technologies
- Business operations of partners in the supply chain
- Competition risk

#### **Risks from reduction in the number of tourists**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- Volatility in the industry in which the company operates
- Government policy

Operational Risk

- Climate change and disasters

#### **Risks to environmental impact**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- ESG risk

Operational Risk

- Climate change and disasters
- Impact on the environment

#### **Outdated Products**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- Volatility in the industry in which the company operates
- Behavior or needs of customers / consumers
- Changes in technologies
- Reliance on large partners / distributors or few partners / distributors

#### Operational Risk

- Product obsolescence
- Climate change and disasters
- Impact on the environment

#### Fluctuations from exchange rates

**Risk Management Measures:** Yes

#### Related Risk Topics

#### Financial Risk

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

#### External market competition

**Risk Management Measures:** Yes

#### Related Risk Topics

#### Strategic Risk

- Volatility in the industry in which the company operates
- Behavior or needs of customers / consumers
- Government policy
- Changes in technologies

#### Compliance Risk

- Change in laws and regulations
- Laws and regulations is not favorable for doing business

- Corporate Governance

### **Regulation, laws, rules, and relevant laws Risk**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- Government policy

Compliance Risk

- Change in laws and regulations
- Corporate Governance

### **Aging Society Risk**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- Government policy

Operational Risk

- Reliance on employees in key positions
- Human error in business operations
- Impact on human rights

### **Risk from Corruption**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- Corruption

Compliance Risk

- Corporate Governance

### **Risk in Human Rights**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- Impact on human rights

Compliance Risk

- Corporate Governance

### **Risk in Personal Information Protection**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- Changes in technologies

Operational Risk

- Information security and cyber-attack

Compliance Risk

- Violations of laws and regulations

### **Risk in the Cyber Safety**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- Changes in technologies

Operational Risk

- Information security and cyber-attack

## Compliance Risk

- Violations of laws and regulations

## Risk to Securities Holder (2.2.2)

### Investment

**Risk Management Measures:** Yes

#### Related Risk Topics

- Return from investment of securities holder

### Loans and guarantees

**Risk Management Measures:** Yes

#### Related Risk Topics

- Return from investment of securities holder

### Risks from uncertainty of returns that investors expected to receive

**Risk Management Measures:** Yes

#### Related Risk Topics

- Return from investment of securities holder

### Risks of incapability to pay dividends as investors expected

**Risk Management Measures:** Yes

#### Related Risk Topics

- Return from investment of securities holder

## Risk to Securities Holder from Investing in Foreign Securities (Applicable to only foreign companies) (2.2.3)



-None-

**Risk Management Measures:** No

**Related Risk Topics**

- Other

# 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://investor.icc.co.th/index.php/publication-th/sustainability-report-th/>

### 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://investor.icc.co.th/index.php/publication-th/sustainability-report-th/>

Company environmental guideline : Electricity Management, Fuel Management, Renewable/Clean Energy Management, Water Management, Waste Management, Greenhouse Gas and Climate Change Management

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

##### Energy management

###### • Fuel consumption

	2021	2022	2023
Jet fuel (Litres)	N/A	N/A	0.00
Diesel (Litres)	N/A	N/A	93,497.85
Gasoline (Litres)	N/A	N/A	12,182.04
Fuel oil (Litres)	N/A	N/A	0.00
Crude oil (Barrels)	N/A	N/A	0.00
Natural gas (Standard cubic feet)	N/A	N/A	0.00
LPG (Kilograms)	N/A	N/A	0.00

Steam (Metric tonnes)	N/A	N/A	0.00
Coal (Metric tonnes)	N/A	N/A	0.00

• **Electricity consumption**

	2021	2022	2023
Total electricity consumption within the organization (Kilowatt-Hours)	4,241,000.00	4,323,565.00	3,392,358.00

**Water management**

• **Water consumption**

	2021	2022	2023
Total water withdrawal (Cubic meters)	48,111.00	53,745.00	85,408.00

**Waste management**

• **Waste from operations**

	2021	2022	2023
Non-hazardous waste (Kilograms)	1,136.00	1,179.00	3,047.00
Hazardous waste (Kilograms)	0.00	0.00	0.00
<b>Total waste generated (Kilograms)</b>	<b>1,136.00</b>	<b>1,179.00</b>	<b>3,047.00</b>

**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	357.00
Scope 2 (Tons of carbon dioxide equivalents)	N/A	N/A	1,696.00

Scope 3 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Remark : Not Report in This Issue			
<b>Total GHG emissions (Metric tonnes of carbon dioxide equivalent)</b>	<b>0.00</b>	<b>0.00</b>	<b>2,053.00</b>

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

Third-party verification : Yes

Name of verifying organization : BSI Group (Thailand) Co., Ltd.

## 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://investor.icc.co.th/index.php/publication-th/sustainability-report-th/>

Company human right guideline : Employee Rights, Migrant Workers, Child Labor, Consumer Rights, Community and Environment Rights, Safety and Occupational Health at Work, Non-discrimination

### 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)	461	444	427
Number of female employees (Persons)	3,173	2,932	2,753
<b>Total number of employees (Persons)</b>	<b>3,634</b>	<b>3,376</b>	<b>3,180</b>

##### • Employee remuneration

	2021	2022	2023
Employee remuneration (baht)	0.00	1,010,888,278.00	1,035,959,112.00

##### • Employee development and training

	2021	2022	2023
Average employee training hours (Hours / Person / Year)	430.00	280.00	24,237.00
Employee development and training expenses (baht)	2,355,391.70	2,213,646.00	149,151,518.00

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

	2021	2022	2023
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Total number of lost time injury incidents by employees (Cases)	11	3	2
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• **Employee retention**

	2021	2022	2023
Percentage of employees who voluntarily resigned (%)	N/A	23.99	5.03

• **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://investor.icc.co.th/wp-content/uploads/2019/07/CG-Code-Iny.pdf>

#### 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	12	100.00
Number of male directors	8	66.67
Number of female directors	4	33.33
Number of executive directors	3	25.00
Number of non-executive directors	9	75.00
Number of independent directors	5	41.67

#### 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. Mr. BOONKIET CHOKWATANA Gender: Male Age: 76 years old Highest level of education: Honorary degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Executive)  Director type: Original director	31 May 2016	Marketing, Engineering, Corporate Management, Strategic Management, Change Management, Fashion, Commerce

2.	Mr. THAMARAT CHOKWATANA Gender: Male Age: 54 years old Highest level of education: Bachelor's degree Major: Arts Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	24 Mar 1999	Marketing, Fashion, Strategic Management, Risk Management, Corporate Management, Commerce
3.	Mr. THIRAPHONG VIKITSET Gender: Male Age: 77 years old Highest level of education: Doctoral degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	26 Apr 1999	Economics, Audit
4.	Mr. ANUCHIT ANUCHITANUKUL Gender: Male Age: 52 years old Highest level of education: Doctoral degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	9 Apr 2020	Engineering, Audit, IT Management, Digital Marketing
5.	Mr. PITAK PRUITTISARIKORN Gender: Male Age: 60 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	24 Apr 2023	Business Administration, Engineering, Audit

6.	<p>Mr. NATHPORN CHATUSRIPITAK</p> <p>Gender: Male</p> <p>Age: 48 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Finance</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Re-elected as director</p>	5 May 2023	<p>Business Administration, Finance, Marketing, Engineering, Audit</p>
7.	<p>Mrs. NUALPHAN LAMSAM</p> <p>Gender: Female</p> <p>Age: 57 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p>	14 Oct 2022	<p>Marketing, Fashion, Insurance, Commerce</p>
8.	<p>Mr. SOMPHOL CHAISIRIROJ</p> <p>Gender: Male</p> <p>Age: 66 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Arts</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive)</p> <p>Director type: Original director</p>	29 Sep 2009	<p>Marketing, Fashion, Commerce</p>
9.	<p>Ms. MUNCHUSA TERAPONGPIPAT</p> <p>Gender: Female</p> <p>Age: 65 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Public Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Executive)</p> <p>Director type: Original director</p>	25 Apr 2016	<p>Human Resource Management, Risk Management, Sustainability, Corporate Social Responsibility</p>

10.	Mrs. KOBSUK SAENGSAWAD Gender: Female Age: 62 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Re-elected as director	25 Apr 2016	Law
11.	Mr. SURAT WONGRATTANAPASSORN Gender: Male Age: 57 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Re-elected as director	13 Jan 2017	IT Management, Information & Communication Technology
12.	Mrs. CHAILADA TANTIVEJAKUL Gender: Female Age: 47 years old Highest level of education: Bachelor's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Original director	22 Apr 2019	Marketing, Governance/ Compliance, Fashion, Commerce

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

General information	Position	Tenure	Replacement Director
1. Mr. AMORN ASVANUNT Gender: Male Age: 75 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: 19 Apr 1994  Date directorship ended: 24 Apr 2023	Mr. PITAK PRUITTISARIKORN Date position was assumed: 24 Apr 2023

2.	Mr. NOPHORN BHONGSVEJ Gender: Male Age: 76 years old Highest level of education: Master's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)	Date position was assumed: 27 Apr 2015 Date directorship ended: 4 May 2023	Mr. NATHPORN CHATUSRIPITAK Date position was assumed: 5 May 2023
3.	Mrs. NUALPHAN LAMSAM Gender: Female Age: 57 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)	Date position was assumed: 14 Oct 2022 Date directorship ended: 31 Dec 2023	No replacement director

#### 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	: Yes

## 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. THIRAPHONG VIKITSET Gender: Male Age: 77 years old Highest level of education: Doctoral degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director)  Director type: Original director	26 May 1999	Economics, Audit
2.	Mr. ANUCHIT ANUCHITANUKUL Gender: Male Age: 52 years old Highest level of education: Doctoral degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Original director	9 Apr 2020	Engineering, Audit, IT Management, Digital Marketing
3.	Mr. NATHPORN CHATUSRIPITAK Gender: Male Age: 48 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Re-elected as director	5 May 2023	Business Administration, Finance, Marketing, Engineering, Audit



4.	Mr. PITAK PRUITTISARIKORN	Audit committee	5 May 2023	Business Administration, Engineering, Audit
	Gender: Male	(Non-executive, Independent director)		
	Age: 60 years old			
	Highest level of education:			
	Master's degree	Director type: Original		
	Major: Engineering	director		
	Thai nationality: Yes			
	Residing in Thailand: Yes			

[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. AMORN ASVANUNT [1] Gender: Male Age: 75 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)	Date position was assumed: 26 May 1999 Date directorship ended: 24 Apr 2023	Mr. PITAK PRUITTISARIKORN Date position was assumed: 5 May 2023
2. Mr. NOPHORN BHONGSVEJ Gender: Male Age: 76 years old Highest level of education: Master's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)	Date position was assumed: 18 May 2015 Date directorship ended: 4 May 2023	Mr. NATHPORN CHATUSRIPITAK Date position was assumed: 5 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.	Mr. THAMARAT CHOKWATANA Gender: Male Age: 54 years old Highest level of education: Bachelor's degree Major: Arts Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	21 May 2021
2.	Ms. MUNCHUSA TERAPONGPIPAT Gender: Female Age: 65 years old Highest level of education: Bachelor's degree Major: Public Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	25 May 2010
3.	Mrs. Ramida Russell Maneesatien Gender: Female Age: 54 years old Highest level of education: Master's degree Major: Communication Arts Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	25 May 2010
4.	Mr. Yothin Suvannakate Gender: Male Age: 51 years old Highest level of education: Master's degree Major: Information Technology Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	21 May 2021
5.	Mr. Supalerk Cheewakoset Gender: Male Age: 53 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	18 Aug 2023

6.	<p>Mrs. Duangrudee Milintanggul</p> <p>Gender: Female</p> <p>Age: 57 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Business Administration &amp; Economics</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	18 Aug 2023
7.	<p>Ms. Yauwaluk Namakorn</p> <p>Gender: Female</p> <p>Age: 55 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	18 Aug 2023

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

General information	Position	Tenure	Replacement Director
<p>1. Mrs. Nonglaks Techaboonanek</p> <p>Gender: Female</p> <p>Age: 69 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Communication Arts</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>Date position was assumed: 18 May 2015</p> <p>Date directorship ended: 5 May 2023</p>	No replacement director
<p>2. Mr. Nattapat Petchratanaporn</p> <p>Gender: Male</p> <p>Age: 64 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Accounting</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>Date position was assumed: 25 May 2010</p> <p>Date directorship ended: 18 Aug 2023</p>	No replacement director

3.	Mr. VIRITPOL CHAITHAVORNSATHIEN Gender: Male Age: 53 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	Date position was assumed: 1 Mar 2017 Date directorship ended: 18 Aug 2023	No replacement director
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## Other sub-committees

### Sub-committees information

Name of sub-committees	List of directors	Position
Audit Committee	Mr. THIRAPHONG VIKITSET	Chairman
	Mr. ANUCHIT ANUCHITANUKUL	Member
	Mr. PITAK PRUITTISARIKORN	Member
	Mr. NATHPORN CHATUSRIPITAK	Member
Nomination Committee	Mr. BOONKIET CHOKWATANA	Chairman
	Mr. THAMARAT CHOKWATANA	Member
	Ms. MUNCHUSA TERAPONGPIPAT	Member
Remuneration Committee	Mr. THAMARAT CHOKWATANA	Chairman
	Mr. Boonsithi Chokwatana	Member
	Mr. Manu Leelanuwatana	Member
	Mr. BOONKIET CHOKWATANA	Member
	Ms. MUNCHUSA TERAPONGPIPAT	Member
Risk Management Committee	Mr. THAMARAT CHOKWATANA	Chairman
	Ms. MUNCHUSA TERAPONGPIPAT	Member
	Mr. Yothin Suvannakate	Member
	Ms. Yauwaluk Namakorn	Member
	Mrs. Duangrudee Milintanggul	Member
	Mr. SURAT WONGRATTANAPASSORN	Member
Corporate Governance and Sustainable Development Committee	Ms. MUNCHUSA TERAPONGPIPAT	Member
	Mrs. CHAILADA TANTIVEJAKUL	Member
	Mrs. Duangrudee Milintanggul	Member
	Mr. ANUCHIT ANUCHITANUKUL	Chairman
	Ms. Yauwaluk Namakorn	Member

## **Roles of Sub-committees**

Sub-committees responsible for risk management	: Risk Management Committee
Sub-committees responsible for nomination	: Remuneration Committee
Sub-committees responsible for remuneration	: Nomination Committee
Sub-committees responsible for corporate governance	: Corporate Governance and Sustainable Development Committee
Sub-committees responsible for corporate sustainability development	: Corporate Governance and Sustainable Development Committee

## 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. Mr. THAMARAT CHOKWATANA Gender: Male Age: 54 years old Highest level of education: Bachelor's degree Major: Arts	Executive Chairman	21 May 2021	Marketing, Fashion, Strategic Management, Risk Management, Corporate Management, Commerce
2. Ms. MUNCHUSA TERAPONGPIPAT Gender: Female Age: 65 years old Highest level of education: Bachelor's degree Major: Public Administration	Vice President Company Administration Div	25 May 2010	Human Resource Management, Risk Management, Sustainability, Corporate Social Responsibility
3. Mr. SURAT WONGRATTANAPASSORN Gender: Male Age: 57 years old Highest level of education: Doctoral degree Major: Business Administration	Vice President Information Technology	1 May 2013	IT Management, Information & Communication Technology
4. Mrs. Ramida Russell Maneesatiean Gender: Female Age: 54 years old Highest level of education: Master's degree Major: Communication Arts	Vice President Division B	25 May 2010	Fashion, Marketing
5. Mr. Yothin Suvannakate Gender: Male Age: 51 years old Highest level of education: Master's degree Major: Information Technology	Vice President Business Support Division and Second Vice	1 Apr 2022	Data Analysis, Statistics, Data Management, Information & Communication Technology

6.	Mr. Supalerk Cheewakoset Gender: Male Age: 53 years old Highest level of education: Master's degree Major: Business Administration	Vice President Division O	18 Aug 2023	Business Administration, Data Analysis, Marketing, Fashion
7.	Mrs. Duangrudee Milintanggul Gender: Female Age: 57 years old Highest level of education: Bachelor's degree Major: Business Administration & Economics	Vice President Office of Commission and Compliance Division	18 Aug 2023	Business Administration, Fashion, Data Analysis, Governance/ Compliance
8.	Ms. Yauwaluk Namakorn [1][2] Gender: Female Age: 55 years old Highest level of education: Master's degree Major: Business Administration	Vice President Accounting & Finance Division	1 Apr 2022	Banking, Accounting, Finance, Business Administration
9.	Ms. Wanlaya Chongkaona Gender: Female Age: 56 years old Highest level of education: Master's degree Major: Marketing Management	Vice President Division G	1 Apr 2023	Fashion, Business Administration, Data Analysis
10.	Mr. Sawat Posinsomwong Gender: Male Age: 55 years old Highest level of education: Master's degree Major: Business Administration	Vice President Division W	1 Nov 2014	Business Administration, Fashion, Data Analysis
11.	Mrs. Kityaporn Chaithavornsathien Gender: Female Age: 48 years old Highest level of education: Bachelor's degree Major: Business Administration	Vice President Division D	16 Apr 2011	Business Administration, Fashion, Marketing

[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)	7,546,000.00	5,896,000.00	6,744,000.00

## 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) : 427

Number of female employees (persons) : 2,753

**Total number of employees (persons)** : 3,180

#### Employee Remuneration

Total employee remuneration : 1,035,959,112.00

#### Provident fund

Total number of employees (persons) : 3,180

Number of employees contributing to the PVD (persons) : 2,620



Percentage of employees who are members (%) : 82.39

# 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. Mr. NATHPORN CHATUSRIPITAK Gender: Male Age: 48 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 5 May 2023	Business Administration, Finance, Marketing, Engineering, Audit
2. Mrs. KOBSUK SAENGSAWAD Gender: Female Age: 62 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Re-elected as director	Date position was assumed: 25 Apr 2016	Law
3. Mr. SURAT WONGRATTANAPASSORN Gender: Male Age: 57 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Re-elected as director	Date position was assumed: 13 Jan 2017	IT Management, Information & Communication Technology

## Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. BOONKIET CHOKWATANA	Chairman of the board	Participating
Mr. THAMARAT CHOKWATANA	Director	Participating
Mr. THIRAPHONG VIKITSET	Director	Non-participating
Mr. ANUCHIT ANUCHITANUKUL	Director	Non-participating
Mr. PITAK PRUITTISARIKORN	Director	Participating
Mr. NATHPORN CHATUSRIPITAK	Director	Non-participating
Mrs. NUALPHAN LAMSAM	Director	Non-participating
Mr. SOMPHOL CHAISIRIROJ	Director	Participating
Ms. MUNCHUSA TERAPONGPIPAT	Director	Participating
Mrs. KOBSUK SAENGSAWAD	Director	Participating
Mr. SURAT WONGRATTANAPASSORN	Director	Participating
Mrs. CHAILADA TANTIVEJAKUL	Director	Non-participating
Mr. AMORN ASVANUNT	Director	Non-participating
Mr. NOPHORN BHONGSVEJ	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) : 14

Date of AGM meeting : 24 Apr 2023

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. BOONKIET CHOKWATANA (Chairman of the board)	-	14/14	Participating	Did not hold the meeting
2. Mr. THAMARAT CHOKWATANA (Director)	-	14/14	Participating	Did not hold the meeting
3. Mr. THIRAPHONG VIKITSET (Director)	-	13/14	Participating	Did not hold the meeting
4. Mr. ANUCHIT ANUCHITANUKUL (Director)	-	14/14	Participating	Did not hold the meeting
5. Mr. PITAK PRUITTISARIKORN (Director)	-	0/0	Participating	Did not hold the meeting
6. Mr. NATHPORN CHATUSRIPITAK (Director)	-	0/0	Non-participating	Did not hold the meeting
7. Mrs. NUALPHAN LAMSAM (Director)	-	6/8	Participating	Did not hold the meeting
8. Mr. SOMPHOL CHAISIROJ (Director)	-	14/14	Participating	Did not hold the meeting
9. Ms. MUNCHUSA TERAPONGPIPAT (Director)	-	13/14	Participating	Did not hold the meeting
10. Mrs. KOBSUK SAENGSAWAD (Director)	-	14/14	Participating	Did not hold the meeting
11. Mr. SURAT WONGRATTANAPASSORN (Director)	-	14/14	Participating	Did not hold the meeting
12. Mrs. CHAILADA TANTIVEJAKUL (Director)	-	14/14	Participating	Did not hold the meeting
13. Mr. AMORN ASVANUNT (Director)	24 Apr 2023	14/14	Participating	Did not hold the meeting

14.	Mr. NOPHORN BHONGSVEJ (Director)	4 May 2023	14/14	Participating	Did not hold the meeting
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## Remuneration for company directors

	List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non- monetary
1.	Mr. BOONKIET CHOKWATANA (Chairman of the board)	-	748,000.00	0.00	No
2.	Mr. THAMARAT CHOKWATANA (Director)	-	840,000.00	0.00	No
3.	Mr. THIRAPHONG VIKITSET (Director)	-	646,000.00	0.00	No
4.	Mr. ANUCHIT ANUCHITANUKUL (Director)	-	570,000.00	0.00	No
5.	Mr. PITAK PRUITTISARIKORN (Director)	-	0.00	0.00	No
6.	Mr. NATHPORN CHATUSRIPITAK (Director)	-	0.00	0.00	No
7.	Mrs. NUALPHAN LAMSAM (Director)	-	160,000.00	0.00	No
8.	Mr. SOMPHOL CHAISIROJ (Director)	-	390,000.00	0.00	No
9.	Ms. MUNCHUSA TERAPONGPIPAT (Director)	-	630,000.00	0.00	No
10.	Mrs. KOB SUK SAENGSAWAD (Director)	-	390,000.00	0.00	No
11.	Mr. SURAT WONGRATTANAPASSORN (Director)	-	390,000.00	0.00	No
12.	Mrs. CHAILADA TANTIVEJAKUL (Director)	-	440,000.00	0.00	No
13.	Mr. AMORN ASVANUNT (Director)	24 Apr 2023	670,000.00	0.00	No
14.	Mr. NOPHORN BHONGSVEJ (Director)	4 May 2023	620,000.00	0.00	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) : 18

List of directors		Termination date	Number of the audit committee meeting
1.	Mr. THIRAPHONG VIKITSET (Chairman of the audit committee)	-	18/18
2.	Mr. ANUCHIT ANUCHITANUKUL (Audit committee)	-	18/18
3.	Mr. NATHPORN CHATUSRIPITAK (Audit committee)	-	0/0
4.	Mr. PITAK PRUITTISARIKORN (Audit committee)	-	0/0
5.	Mr. AMORN ASVANUNT (Audit committee)	24 Apr 2023	18/18
6.	Mr. NOPHORN BHONGSVEJ (Audit committee)	4 May 2023	18/18