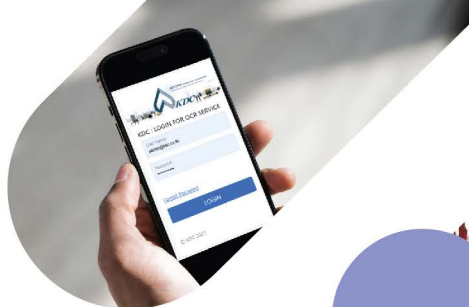




KRUNGDHEP SOPHON PCL.

Annual Registration Statement /  
**Annual Report**  
**2023**

(Form 56-1 One Report)



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In 2023 profit of your company increased by 7.4% to THB 97.57 Million. There was an extraordinary item of THB 7.35 Million for compensation of 2,292 Square meters of our land at Klong San, for the Metropolitan Rapid Transit Purple Line project. Without this, the profit would have declined by 0.7%

Thailand economy grew by 1.9% in 2023, despite the increase in tourism. Consumption and investment by the private sector increased. Spending and investment by government sector declined mainly because the newly elected government wanted to have their own budget although there was only a few months left in the fiscal year, thus causing a freeze on the budget except for basic items. Exports also declined by 2.8%, imports declined more by 3.8%. By the fourth quarter both exports and imports recovered. Once again the country is enjoying trade and current account surplus.

Underspending by the public sector is expected to continue in 2024 and most institutions forecasted slightly better growth of around 2.7%.

Informed observers are weary about the bath 500 billion handout that the government wanted because it is more than 20% of the 2023 budget and because it proposed to use digital wallet. They are worried it could destroy the disciplinary financial framework that has protected the country for the last 60 years. They are also worried about the increasing corruption in the country.

Foreign investment has started to bypass Thailand. Still, inflation was 1.3%, partly because of continued subsidies of energy price and price control of essential food and beverages. Unemployment is about 1%. Foreign reserves is more than nine months of imports. Thailand has a healthy balance sheet but lacks the capability to invest and grow. The same trends should continue in 2024. The country needs to re-examine its basic assumptions, set new mission, vision and objectives, acquire new competences and move towards steady growth and development again.

The slow growing economy has created more competition, and we are continuing to transform your company to make it more resilient. Anyway in 2024 the board of directors is pleased to propose an increase of dividend by 50 stang to baht 10.

On behalf of the board of directors, I would like to thank our two resigned directors Miss Suthawan Sakkoson and Mr. Seksan Kiatsupaibul for their dedication and advice, especially Miss Suthawan Sakkoson who was also chairman of the audit committee. I would also like to welcome our new directors, Mr. Polchak Nimwatan and Mr. Sunti Tirapat. I would like to thank every staff for their dedication, commitment and readiness to learn and grow. Finally, I would like to thank our shareholders for your support.

(Mr. Chote Sophonpanich)  
Chairman



## Financial Statement Summary

(Unit : Thousand Baht)

Particulars	2023	%	2022	%	2021	%
Current Assets	270,008	30	228,953	26	197,325	23
Quick Assets	195,757	22	160,671	18	133,708	16
Non-Current Assets	594,556	66	618,951	70	614,148	72
<b>Total Asset</b>	<b>902,701</b>	<b>100</b>	<b>890,399</b>	<b>100</b>	<b>858,547</b>	<b>100</b>
Current Liabilities	61,074	7	82,935	9	87,874	10
<b>Total Liabilities</b>	<b>104,268</b>	<b>12</b>	<b>127,894</b>	<b>14</b>	<b>131,073</b>	<b>15</b>
<b>Shareholder's Equity</b>	<b>798,433</b>	<b>88</b>	<b>762,505</b>	<b>86</b>	<b>727,474</b>	<b>85</b>
<b>Total Revenues</b>	<b>342,709</b>	<b>100</b>	<b>315,698</b>	<b>100</b>	<b>337,905</b>	<b>100</b>
Total Expenses	220,705	64	202,271	64	219,801	65
Financial Income	254	0	84	0	75	0
Financial Cost	236	0	407	0	1,328	0
Income Tax Expense	24,453	7	22,292	7	23,850	7
<b>Net Profit</b>	<b>97,569</b>	<b>28</b>	<b>90,812</b>	<b>29</b>	<b>93,000</b>	<b>28</b>

(Unit : Thousand Baht)

Financial Ratios	Unit	2023	2022	2021
<b>1. Liquidity Ratio</b>				
- Current Ratio: CR	Times	4.42	2.76	2.25
- Quick Ratio: QR)	Times	3.21	1.94	1.52
<b>2. Profitability Ratio</b>				
- Gross Margin: GM	%	35.60	35.93	34.95
- Net Profit Margin: NP	%	28.47	28.77	27.52
- Return on Equity: ROE	%	12.22	11.91	12.78
<b>3. Performance of Operation Ratio</b>				
- Return on Asset: ROA	%	10.81	10.20	10.83
- Return on Fixed Asset: ROFA	%	16.41	14.67	15.14
- Asset Turnover: ATO	Times	0.38	0.35	0.39
<b>4. Debt Service and Dividend Paid-out Ratio</b>				
- Debt to Equity: D/E	Times	0.13	0.17	0.18
- Interest Coverage: IC	Times	517	279	89
- Dividend Paid Out: DP	%	61.49	66.07	61.29

(Unit : Thousand Baht)

Financial Ratios	Unit	2023	2022	2021
<b>5. Per Share's Information</b>				
- Book Value per share: BVS	Baht	133.07	127.08	121.25
- Earnings per share: EPS	Baht	16.26	15.14	15.50
- Dividend per share: DVS	Baht	10.50*	10.00	9.50
<b>6. Growth Ratio</b>				
- Asset Growth	%	1.38	3.71	4.06
- Revenue Growth	%	8.56	(6.57)	(14.09)
<b>7. Collection Performance</b>				
- Receivable Turnover	Times	5.79	5.90	5.77
- Average day of Collection	Days	63.09	61.84	63.24

\*Depend on an approval of Shareholder

## Part 1

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# Business and Operating Performance

01



## 1. Business and Operating Performance

### 1.1 Policy and Business Operations Overview

#### 1.1.1 Vision Mission and Goals or Company Business Strategy

Determination, continuous improvement and self-development aimed at sustaining stakeholders' satisfaction.

#### 1.1.2 Major Changes and Development of the Company

Previously named “Krungdhep Warehouse Co., Ltd.,” and renamed Krungdhep Sophon Public Company Limited, the company was founded by Bangkok Bank Public Company Limited, in 1961, for the purpose of conducting warehousing activities as approved by the Ministry of Commerce, initially utilising warehouses leased from external parties.

In 1965, the company increased registered capital to Baht 30 million to fund business expansion by buying 2 pieces of land and warehouse buildings located in Bangpakong District from Bangkok Bank Public Company Limited. The first piece of land measuring around 32 rai was equipped with docks for ocean freighters and 16 warehouse buildings. The second site at the foot Rama 1 bridge in Thonburi measuring around 1 rai came with a warehouse which covered the entire ground. In addition, the company bought another plot of land equipped with one warehouse located in Bukkalo Sub-District, Thonburi District of Bangkok Metropolis.

In 1994, the company transferred its entire warehousing business to a subsidiary company, KWC Logistics Co., Ltd., Formerly K.W.C. Warehouse Co., Ltd. The Company changed its name on November 9, 2014, which subsequently leased all business activities relating to document storage and administration.

#### 1.1.3 Name Location of Head Office, Type of Business

Krungdhep Sophon Public Company Limited

185 Rajburana Road, Kwaeng Bangpakok, Khet Rajburana, Bangkok 10140

Registration No : 0107537002435

Telephone : 0-2871-3191-5 #1 Facsimile : 0-2427-0964

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

Type of Business: The Company consists of 3 businesses.

- (1) Land Development Business
- (2) Warehouse Business
- (3) Document Warehouse Business

At present, the Company's total registered capital of Baht 60,000,000 consists of 6,000,000 shares valued at Baht 10 per share.

### 1.2 Business Attributes

#### 1.2.1 Income Structure

The income structure, not include other revenue of the company in accordance with the Consolidated Financial Statements ended as of December 31, 2021 to 2023 are detailed as follows:

(Unit: Thousand Baht)

Group of Business	Operation by	Percentage of Shareholding	Income (year)					
			2023	%	2022	%	2021	%
Logistics	KWC Logistics Co., Ltd.	99.9996	50,553	12.84	49,585	13.25	45,466	11.68
Document Storage	Krungdhep Document Co., Ltd.	99.9991	281,288	71.42	262,980	70.28	287,129	73.77
Investment	Krungdhep Sophon Public Company Limited	100	61,975	15.74	61,631	16.47	56,618	14.55
Total			393,816	100.00	374,196	100.00	389,213	100.00

Source: Consolidated Financial Statements of the Company

Note: \* KWC Logistics Co., Ltd shareholding structure as in table 1.

Table 1 : Percentage of holding in KWC Logistics Co., Ltd. by type of share as of 31 December 2023

Shareholding in accordance with the list of shareholders (Bor.Or.Jor 5)	Quantity of Shareholdings				Total	
	Ordinary Shares	%	Preferred Shares	%	Number of Shares	%
2 Directors of KWC Logistics Co.,Ltd.	2	0.004	-	-	2	0.004
Krungdhep Sophon Public Company Limited– Ordinary Shares	49,998	99.996	5,000	100.00	54,998	99.996
Total	50,000	100.00	5,000	100.00	55,000	100.00

Table 2 : Proportion of dividend receive by type of share in KWC Logistics Co., Ltd. as of 31 December 2023

Shareholding calculation based on entitlement to receive the company's dividend payment	Quantity of Shareholdings		Total	
	Ordinary Shares	Preferred Shares	Shares	%
2 Directors of KWC Logistics Co.,Ltd.	2	-	2	0.004
Krungdhep Sophon Public Company Limited– Ordinary Shares	49,998	5,000	54,998	99.996
Total	50,000	5,000	55,000	100.00
Directors of KWC Logistics Co.,Ltd.- Preferred Shares				
- 2 Directors co-receive dividend after paid to Preferred share's holder.	2	-	2	0.0004
Krungdhep Sophon Public Company Limited				
- Dividends receive to Preferred share's holder (55,000 x 10% x 90%)	-	495,000	495,000	90.00
- Dividend co-receive after paid to Preferred share's holder	49,998	5,000	54,998	9.9996
Total right to receive dividends	49,998	500,000	549,998	99.9996
Total	50,000	500,000	550,000	100

\*\*According to the articles of association of KWC Logistics Co., Ltd. it is prescribed that the preferred shares shall have the first priority to receive 90% of the total approved dividend payment and shall also be entitled to a portion of the remaining approved dividend payment on the same basis as ordinary shares.



### 1.2.2 Product

Product or Service Features, Marketing and Competition, Product/Service Procurement and Future Business Expansion Trends

#### **KWC Logistics Co., Ltd.**

##### **(A) Products and Services**

The company operates a warehouse business related to space renting and the port of loading/unloading goods for retail customers. The company received approval and certified by the Department of Inland Transportation and Marine Commerce, ISPS Code (International Ship & Port Facility Security Code).

##### **(B) Marketing and Competition**

Nearby warehouse markets and ports are highly competitive in terms of rental rates and service quality. The Company has enhanced its warehouse facilities by replacing the roofing sheets from double corrugated tiles to metal sheets and maintaining the pier in impeccable condition at all times. Additionally, cleanliness in the surrounding warehouse and port areas is diligently upheld, and the spacious layout facilitates convenient loading and unloading of products for customers. The warehouse space is segmented into various sizes available for rent, catering to diverse customer needs, which represents a key strength of the Company. Furthermore, competitive service prices are offered to enable the Company to effectively compete with other service providers in the market.

##### **(C) Business Development**

The Company has changed its name from K.W.C Warehouse Co., Ltd. to KWC Logistics Co., Ltd. and has cancelled its public warehouse license with the Ministry of Commerce. This enables the Company to conduct a variety of businesses and offer various services according to customer needs.

#### **Krungdhep Document Co., Ltd.**

##### **(A) Product or Service Features**

The company provides storage and management services for document and computer backup media using a world-class barcode document storage management system which can ensure accuracy and quick search and prevent errors in the management system, taking into account various factors that may affect documents and backup media. At every step, there are detailed checks as well as digital document scanning, indexing, and hosting service which is a standardized system for digital document storage and management at organizational level called Enterprise Content Management Application or ECM with an aim to response to organizational needs for quick information to support decision-making and maximize operational efficiency. The Company has developed a platform utilizing OCR technology for transcribing data from image files, capable of interpreting both printed and handwritten texts. This platform employs AI to verify outcomes with high accuracy, facilitating its use in other systems or for analytics. Developed in collaboration with several partners, this initiative aims to position the company as a future lead-

er in digital document and data management services. Additionally, the Company has launched new services leveraging our strengths, such as outsourced documents and data management for customer organizations. This service utilizes our expertise in document and data management, combined with efficient technology and systems, to shorten operational timelines, reduce costs, and enable comprehensive monitoring of processes. Another innovation is our Digital Mailroom System, designed for managing both incoming and outgoing organizational documents-transforming original documents into electronic formats and integrating with postal or urgent document delivery systems to track letter statuses until delivery. This eliminates the need for data retrieval from multiple sources, allowing customers to concentrate on their core organizational tasks. Our services are certified under ISO 9001:2015 Quality Standards, ISO/IEC 27001 Information Security Standards, and ISO 45001 Occupational Health and Safety Standards, aligning with the Personal Data Protection Act (PDPA) to ensure customer confidence in our services.

## **(B) Marketing and competition**

Document storage/management and Computer Back-up media and electronic management service has become well known due to market understanding acceptance and recognition of potential benefits, be able to help increase speed and convenience to customers' needs which makes the service easier, faster and more accurate. Solving various major problems such as long-term cost reduction, economizing storage space and minimizing risks arising from in-house document and/or data storage etc. During the past year, marketing techniques have changed quite substantially while 2 types of competition can be described as follows:

1. The competitions in the existing products and services consist of the extension of in-depth service patterns, such as in-depth service in the detail of documents deposited by the customers, document verification and management for use in the business process, and broad service that is the service covering all over the whole nation, which is the competition in term of service provision. There has still been price competition due to more demand from key competitors for market shares.
2. Competing on the basis of new products and services such as converting documents into digital format. This new trend in data usage and management helps to minimize storage space, expedite data search and enable concurrent data sharing. Various organizations have adopted this technique to improve operational efficiency and maximize customer satisfaction to gain greater market share. Customer features. Customer groups that demand state-of-the-art services are mainly large organizations which have to deal with huge quantities of documents and data that are difficult to manage, hence the need for expert service providers who can offer advice or convenient services to cost costs or importantly, immediately transform existing procedures. Target groups that can expect to benefit from this service include business conglomerates or government agencies that own important data which form the basis for decision-making and various action plans. Because existing laws recognize the importance of documents and data, various organizations have been assigned to collect and manage documents more effectively. Especially the Personal Information Act That requires organizations to store, maintain, use and destroy when no longer needed. Risk factors confronting every

organization also drive home the importance of efficient data and document management. The company firmly believes that an efficient management system that is quick, correct and accurate can ensure data confidentiality and safety at a reasonable service charge. This is the main factor which will affect customers' decision to select service providers. Moreover, software applications for managing digital documents will gain wider recognition by users because of the ability to archive all types of records and able to automatically store document history in the system. This system is accepted by law. It can connect information from multiple systems to support the increasing operational efficiency. In addition, customers are beginning to have greater demand for operational efficiency such as demand for document approval before storage or publication and demand for analysis of activities related to internal documents. The purpose of offering document management assistance services within organizations or processes is to alleviate the burdens on employees, enabling them to concentrate on business or customer-facing activities that are critical for maintaining competitiveness, especially in terms of responsiveness and cost reduction. The demand for such services has been continuously and increasingly evident.

#### **(C) Competitive conditions**

The business is facing increased competition in terms of pricing strategy and service quality to gain market share, and more new entrants are competing in the market. Additionally, substitute services are being offered, for example, document scanning that can destroy some documents more quickly while others are not printed out on paper such as e-Tax invoices. In terms of customers, the company found that customers are demanding more, especially for additional services that can meet new organizational needs which can help create business excellence for customers' organizations.

##### **Number and size of the competition.**

At present 10 players in the market can be divided into 3 categories.

Large players: 3 companies account for 82% market share.

Medium-sized companies: 3 players hold 16% market share.

Small scale operators: 4 companies account for 2% market share.

#### **(D) Product or service procurement**

Since the main income comes from services whose factors consist of personnel and technology, products or raw materials constitute a small part of the work process and cost structure. The company provides a transport service that covers the entire country and has quality suppliers as well as a service system that promotes close collaboration to ensure service quality and efficiency. The company is the role model for digital document systems, sends electronic invoices and digital reports to customers, and adopts technology in services to reduce errors and risks and increase convenience and safety. In terms of environmental impact in the service process, the company strives to decrease energy consumption from biomass by reducing the size, switching to electronic formats, using renewable energy such as sunlight and wind, and minimizing waste. Solar Roof Top in the size of 119 Kw/hr has been utilized to reduce biomass energy consumption

and electricity bills, resulting in energy savings of around 35% of total consumed energy cost

#### (E) Future business growth trends

The market for depository business of documents and computer media has still tended to continuously grow in part of document deposit due to the customers' understanding and recognition of more necessity of systematic document management. In part of computer media storage, it has tended to be slowed down due to the change in data backup technology to a Cloud Backup System. The market for the depository business of documents and computer media has been showing a continuous growth trend, particularly in document storage, as customers increasingly recognize the importance of systematic document management. However, the demand for computer media storage has seen a slowdown due to the shift towards Cloud Backup Systems for data backup. In response to these market dynamics, the company has focused on developing new services that build upon its existing offerings, which includes document storage in a strong room for highly important or valuable documents that require special security measures, digital document storage and data management known as the KDC Working Platform, data transcription from electronic files (OCR) catering to customers who prefer leasing services without the need for direct investment in the technology. To support these services, the company has made significant investments in infrastructure, such as buildings dedicated to digital services and large strong rooms for secure document storage in response to the needs of large organizations, emphasizing the importance of document management, as well as invested and developed with the technological developer of digital document and data management, Automation System, and Data Analytics, which is the development towards a digital world in the future.

### Assets Using for Business Operation

#### 1. Krungdhep Sophon Public Company Limited

- (A) Land comprising 32 Rai located at Rajburana Road, Bangpakok, Rajburana, Bangkok Metropolis. The land is composed of
  - Warehouse amounting to 16 houses, aggregate areas of 27,690 Square Meter.
  - Wharfs, size 6,000-ton amounting to 2 wharfs.
  - 3-Floor Office Building
- (B) Land comprising 789 Square Wah located at Taksin Road, Bukkalo, (Bangsaikai), Thonburi, Bangkok Metropolis having the 4-Floor commercial building amounting 1 building
- (C) Land comprising 573 Square Wah located at Payamai Road, Bangkokyai (South), Khlongsan (Bangkokyai) Bangkok Metropolis having one warehouse, fully utilized, with the area of 2,257 Square Meter.

Item (A) to (C) have the book value approximately 35,408,768 Baht.

The possession purpose is to hold for warehouse business operation.

- (D) Land comprising 101 Rai located at Saenpoodas, Banpho, Chachoengsao Province that has been developed for Krungdhep Document Co., Ltd to lease for its storage business.

It has a book value of approximately 115,759,494 Baht.

The possession purpose is to hold for document storage business operation.

## **2. KWC Logistics Co., Ltd**

- (A) Warehouse amounting 1 house with the area of 1,657 Square Meter, as the company's proprietary, located at Taksin Road, Bukkalo, (Bangsaikai), Thonburi, Bangkok Metropolis
- (B) The warehouse amounting to 16 houses including the 2 wharfs located at Rajburana Road, Bangpakok, Rajburana, Bangkok Metropolis leasing from Krungdhep Sophon Public Company Limited for warehouse and wharf business operation.

## **3. Krungdhep Document Co., Ltd**

- (A) Document Storage Building No.1 (Phase1) house with the area of 5,000 Square Meter including racking, office building, field, and food court, valued at 80,000,000 Baht constructed on the land leased from Krungdhep Sophon Public Company Limited in Chachoengsao Province, started to store the documents and received the revenue from September 1996.
- (B) Document Storage Building No.1 (Phase2) with an area of 5,000 Square Meter including racking valued at 40,000,000 Baht started to operate from the beginning of 2002 year.
- (C) Document Storage Building No. 2 with an area of 8,000 Square Meter including racking valued at 151,000,000 Baht started to operate from March 2006.
- (D) Document Storage Building No. 3 with an area of 10,000 Square Meter including racking valued at 138,000,000 Baht started to operate from September 2014.
- (E) VAS Building with an area of 1,160 Square Meters with computers and scanners valued at 38,165,000 Baht started to operate from August 2019.
- (F) Document Storage Building No. 4 with an area of 10,000 Square Meter including racking valued at 146,000,000 Baht started to operate from September 2020.
- (G) Strong Room Building with an area of 1,900 Square Meter including equipment with document shelf and security system valued at 70,000,000 Baht started to operate from December 2021.

## **1.3 Shareholding structure of Group companies**

To date, Krungdhep Sophon Public Company Limited's business activities have focused on developing existing land holdings which came equipped with warehousing facilities. (Subsidiary company, KWC Logistics Co., Ltd. leased these facilities to carry out subsequent business activities.) The Company is currently mulling development options for some land plots located in business districts along with acquisition of new land plots that will be leased out to subsidiary companies as in the case of land located in Chachoengsao Province.

The company invests by holding shares in subsidiary companies, earning returns in the form of dividend income as detailed below.



Company	Country	Business category	Proportion of shareholding (percentage) As of December 31, 2023
KWC Logistics Co., Ltd.	Thailand	Logistics	99.9996 of Baht 5.5 M registered capital
Krungdhep Document Co., Ltd.	Thailand	Document storage	99.9991 of Baht 100 M registered capital

Remark: KWC Logistics Co., Ltd.: registered capital is 5,500,000 Baht, divided into ordinary shares of 50,000 and preferred shares of 5,000 / 100 Baht each.  
 Krungdhep Document Co., Ltd.: registered capital is 100,000,000 Baht, divided into ordinary shares of 1,000,000 / 100 Baht each.

## Shareholders

As of 31 December 2023, the list of the 10 largest shareholders of Krungdhep Sophon Public Company Limited, including the shares held by related parties under Section 258 of the Securities Act is as follows.

No	Name of Shareholders	Nationality	Shares	Percent
1	Watana Chote Co., Ltd.	Thai	943,680	15.73
2	Bangkok Bank PCL.	Thai	530,000	8.83
3	Bangkok Insurance PCL	Thai	358,400	5.97
4	Vayupak Fund 1 MFC	Thai	250,834	4.18
5	Vayupak Fund 1 KTAM	Thai	250,833	4.18
6	Mr. Charn Sophonpanich	Thai	239,023	3.98
7	Mr. Chai Sophonpanich	Thai	178,202	2.97
8	Mr. Chatri Sophonpanich	Thai	174,260	2.90
9	Khunying Chodchoy Sophonpanich	Thai	167,040	2.78
10	Mr. Rabin Sophonpanich	Thai	152,440	2.54
	<b>Total</b>		<b>3,244,712</b>	<b>54.06</b>

Shareholders who hold shares more than 0.5% = 29 persons (79.32% of the total issued shares)

Shareholders who hold shares less than 0.5% = 302 persons (20.66% of the total issued shares)

## 1.4 Registered capital and paid-up capital

As of December 31, 2023, registered capital is 60,000,000 Baht, paid-up capital is 60,000,000 Baht, divided into ordinary shares of 6,000,000, 10 Baht each.

## 1.5 Other Securities

- None -

## 1.6 Dividend Payment Policy

Krungdhep Sophon Public Company Limited has it policy to pay a dividend of approximately 50% of the net profit based on the consolidated financial statements. The payment of dividend in the past 3 years are as follows:

Year	Dividend Payment Per Share (Baht)	Net Profit per Share (Baht)	Rate of Dividend Payment (%)
2023	*10.50	16.26	64.57
2022	10.00	15.14	66.07
2021	9.50	15.50	61.29

\*Subject to the consideration and approval of the Shareholders Meeting of the Company

There are a few key factors that the Company use to consider the the divined payment to the shareholders of the Company and its subsidiary units. They are the condition and efficiency of the cash flow and liquidity of the Company and its subsidiary units, and the need for usage of such cash for generation of working capital to drive business.

### Risk Management

The Sophonpanich group and those related group are the majority shareholders of more than 50% of total shares and are deemed to be able to control the votes and consensus of the shareholders in most of the important matters to be considered for approval such as the appointment of the board of directors. The exception applies to matters in relation to laws and regulations which require that a ratio of 3 within 4 votes are agreed and conceded by the shareholders. As such, the other shareholders will be unable to obtain or collect consensus with their own group and counterbalance the proposal from major shareholders.



### 2.1 Risk Management Plan

1. Krungdhep Sophon Public Company Limited and its subsidiaries operate the business under the risk appetite in order to achieve the objectives, goals, and strategic plans, and fulfill the stakeholders' expectation by determining that the risk management is part of the annual business plan preparation daily administration and decision-making, as well as project management process.
2. All executives and employees own risks, have duty and responsibility to identify the event, and assess risk responsible by their work units, and formulate the appropriate measures for managing risk in an acceptable level.
3. Promote the risk management as part of the corporate culture whereas all executives and employees shall be aware of the significance of risk management.
4. The risks that may affect the achievement of objectives and strategies of Krungdhep Sophon Public Company Limited and its subsidiaries shall be managed in time and continuously as follows.
  - 4.1 Extensively and timely identify risks.
  - 4.2 Assess the risk likelihood and impact if the said event occurs.
  - 4.3 Manage risks to be in an acceptable level. However, the appropriateness of the occurring cost and return shall be taken into account.
  - 4.4 Regularly monitor and oversee and report the risks in order to ensure that the risks of the Company and its subsidiaries are appropriately managed.

The Board of Directors establishes the risk management plan as a guideline for managing the risks with the likelihood for an enterprise-wide coverage in order to be the execution according to the Corporate Governance Code, and to be the management tool that contributes to enhance the opportunity of success according to the Company's objectives. All directors, executives, and employees own the risks, and shall have duty and responsibility to identify the event, analyze and assess the likelihood and severity level of the impact that may affect the business operation of Krungdhep Sophon Public Company Limited and its subsidiaries, and formulate the risk limitation, prevention and control measures as the operating framework in the risk management process for the enterprise-wide coverage, and consistency with the objectives, goals, and strategic plans of Krungdhep Sophon Public Company Limited and its subsidiaries, as well as assess the efficiency of the risk management, monitor the situations and risk factors that may be varied all the time.

Therefore, the Company has formulated the enterprise risk management plan for managing the contingent risks, and set up the Risk Management Working Group for considering the arisen risks in each department, and then considering the linkage between the risks of each department for formulating the strategies and the guideline for the overall enterprise risk management to be consistent with the risk management plan and objectives of the Company, and simultaneously and regularly monitoring and reporting to the Risk Management Committee on a quarterly basis. The key risks that may affect the

Company's operations are as follows.

1. Strategy Risk
2. Operation Risk
3. Financial Risk
4. Compliance Risk
5. Administration Risk
6. Digital & Technology Risk
7. Emerging Risk

## Objectives

1. To ensure that the Board of Directors, the Risk Management Committee, and the executives are informed of the data of key risks and risks in overview, as well as efficiently and effectively supervise the risks.
2. To ensure that all executives and employees apply the risk management system in the same way enterprise wide, and the risk management is defined to be part of decision-making in formulating the corporate strategies, plans, and operations in various areas.
3. To enable to extensively search, identify, limit, and prevent the risks enterprise wide in order to appropriately reduce the corporate loss or damage.
4. To formulate the risk management guideline to be in an acceptable level by taking into account the measures for efficiently reducing the likelihood or impact from the contingent risks and achieving the objectives determined by the Company.

## Scope

This risk management plan is effective for all operations, and all directors, executives and employees of Krungdhep Sophon Public Company Limited and its subsidiaries.

## 2.2 Risk Factors

1. **National economic situation:** In case of a slowdown or sharp decline of economy, the rate of service using of warehouse and archive business will decrease and it directly affects the income. Realizing this issue, the Company assigns a team to closely monitor the situation and prepares work plans to prevent such risks while seeking new opportunities.
2. **Financial risk:** This risk is unexpected and may occur as a result of domestic and international financial and capital market as well as other important events which may impact the overall economy. The Company may also be affected by the change in financial liquidity, exchange rate and interest rate occurred. Therefore, the strict policy on financial management has been imposed. Trade receivables have been closely followed up to prevent bad debts or long overdue debts. Expenses have been controlled to ensure that funds are spent necessarily and investment in each project is appropriate. Also, financial updates have been monitored and the operating results have been reported monthly and updated on timely basis.

3. **Natural Disaster:** In having the warehouse business located near the river, flood is one of the major risk factors. The company installed a good security system which can be monitored and regularly audited by professional staff. The equipment is ready at all times including Property Insurance covered.
4. **Fire:** Fire is a major risk factor of both subsidiary companies. These two companies provide space rental, deposit products and documents or clients property. The company sees the importance in providing full insurance coverage with reasonable protection systems i.e., Smoke Detector, Heat Detector, Water Pump, Fire Hose and Fire Extinguisher. The Fire Drills has been scheduled on a regular basis.
5. **Government Regulations:** As the location of the warehouse has changed from warehousing business area to crowded residential area, there might be some risks of prohibitions or restrictions on the use of heavy trucks. With regard to the impacts of Land and Building Tax Act, B.E. 2562 (2019), it is likely that the Company may have to pay higher land and building tax, hence a higher operating costs. In addition, some other regulations may hinder the business operation, which the Company has been closely monitoring.
6. **Backup Systems:** The backup systems play an important role in Document Storage business. The system stores customer information with good search engine and the specific information can be found quickly. The company considers the backup system is the most important supporting both internal and external. In case of emergency, the UPS is ready at all times. The data recovery is tested regularly. The backup power is ready at all times in case of an emergency with correct and consistent data retrieval.
7. **Personnel:** The Company realizes the importance of personnel management by focusing on the strengths of employees. Our operations shall be continuous to meet the changing technology and enhance efficiency for the organization. We seek new opportunities to expand our market and plan to build effective personnel by encouraging them to attend knowledge training programs to improve their skills and abilities to ensure better performance and service provision to customers.
8. **Sales and Marketing:** Presently, there are changes of current market and consumer demand. The company must be alert in providing fast and efficient service to new and old customers with fair prices including after-sales services (Customer Care) in order to assure the customer will receive customer care services beyond expectations.
9. **Warehouse Structure and Document Storage Care:** The company has hired the Consulting firm to audit warehouse safety structure and systems as well as develop maintenance program in order to maintain warehouse and document storage under secured and available at all times.
10. **Structure and the pier management:** The company has consulted experts to conduct survey and maintenance the dock structure regularly. In addition, there is also an inspection of the security of the port according to the ISPS Code standard in order to create confidence for the users.



11. **Cyber threats:** At present, the business competition is increasing. The company therefore opens a channel for customers can access their own information that has carried out with the company or can use various services via online computer, but at the same time it is a vulnerability to be attacked and being affected by cyber threats through the internet system results in the risk that data may leak and affect customers. The company therefore invested in various disaster prevention systems as well as setting the standard for the security of customer information with the ISO/IEC 27001 standard Which has been continuously certified.
12. **Technology Distribution:** Data for important documents of customers, at present, it is in digital format or is converted into a more digital format which requires Technology to manage the standard and secure enough that the company has invested in the system for storing and managing enterprise information (Enterprise Content Management) to accommodate the increasing use of customers. At the same time, the changing technology may result in some unnecessary documents with reduced quantities. The company has considered this risk factor and focus on trying to develop new services that are valuable to customers' businesses in order to compensate the business that may be reduced in the future.
13. **Personal Data Protection Act (PDPA):** According to the said Act, the Company has considered on the significance of the contingent risk prevention by preparing the personal data protection policy, appointing the working group and determining the personal data protection officer in governing the operating process related to the personal data to ensure that the Company has the standard operating and auditing process for managing the personal data.



#### 3.1 Sustainability Policy and Targets

Krungdhep Sophon Public Company Limited and its subsidiaries aim for the business conduct in accordance with a sustainable development guideline with creation of the stakeholder confidence through the excellent and transparent operation, and continuous innovation development. The management is taken place as a practical guideline in the same direction in accordance with the international standard, under the following operating policy.

1. Respect and comply with the relevant requirements and laws, and international regulations.
2. Take into account the maintenance of balance in economy, society, and environment, and stakeholders of all parties for sustainable business growth.
3. Promote an abatement of the operating impact together with business growth to the extent of economy, society, and environment.
4. Create awareness on management policy to build a sustainable social foundation.
5. Promote and develop the innovation and technology in operation for sustainable economic, social and environmental benefits.
6. Transparently disclose the overall operation in sustainability in accordance with the international standard guideline to be the good model standard of behavior creation that leads to the continuous development.

Nevertheless, all directors, executives, and employees have a duty to promote, support, advance, and observe in conformity to the policy and framework of sustainability management.

## Vision Mission Statement and Corporate Core Values



### Vision

1. For our Customers - Helping our customers to become effective in cost management and business processes through the design of our Solutions with the usage of best-in-class technology
2. For our Employees - Accelerating individual capabilities using strength-based development programs



### Mission Statement

1. Krungdhep Sophon PCL - "Deliver VALUE to our customers by offering Sound Business and Technology Solutions in combination with IT provisions through our Group of Companies and ensuring Optimum Return on Stakeholders Capital" (Krungdhep Sophon PCL stakeholders are Customers, Employees, Shareholders, Suppliers and Society/Environment)
2. KWC Logistics Co., Ltd. - "Specializing in Warehouse and Wharf business to manage our customers businesses with accuracy, efficiency and highest effectiveness."
3. Krungdhep Document Co., Ltd.- "As a Business Content Management Expert, KDC will provide Sound Customer Solutions by Delivering outstanding services through our professional employees with customer satisfaction."

### Corporate Values Towards Sustainability

Service  
Excellence

Professional  
Teamwork

Employee  
Development

Customer  
Orientation

### Service Excellence



- Utilize technology to support working within the organization to reduce cost and to increase the work with efficiency and effectiveness.
- Continuously look for ways to get better results.

### Professional Teamwork



- Collaborate among all functions to achieve business results.
- Perform as a representative of the company by taking good care of the company visitors.
- Share the work development guidelines and be able to show the improvement in the area of responsibility.

### Employee Development



- Continuously demonstrate self-development.
- Maximize the potential by taking different assignments within the work function. Share the work development guidelines and be able to show the improvement in the area of responsibility.

### Customer Orientation



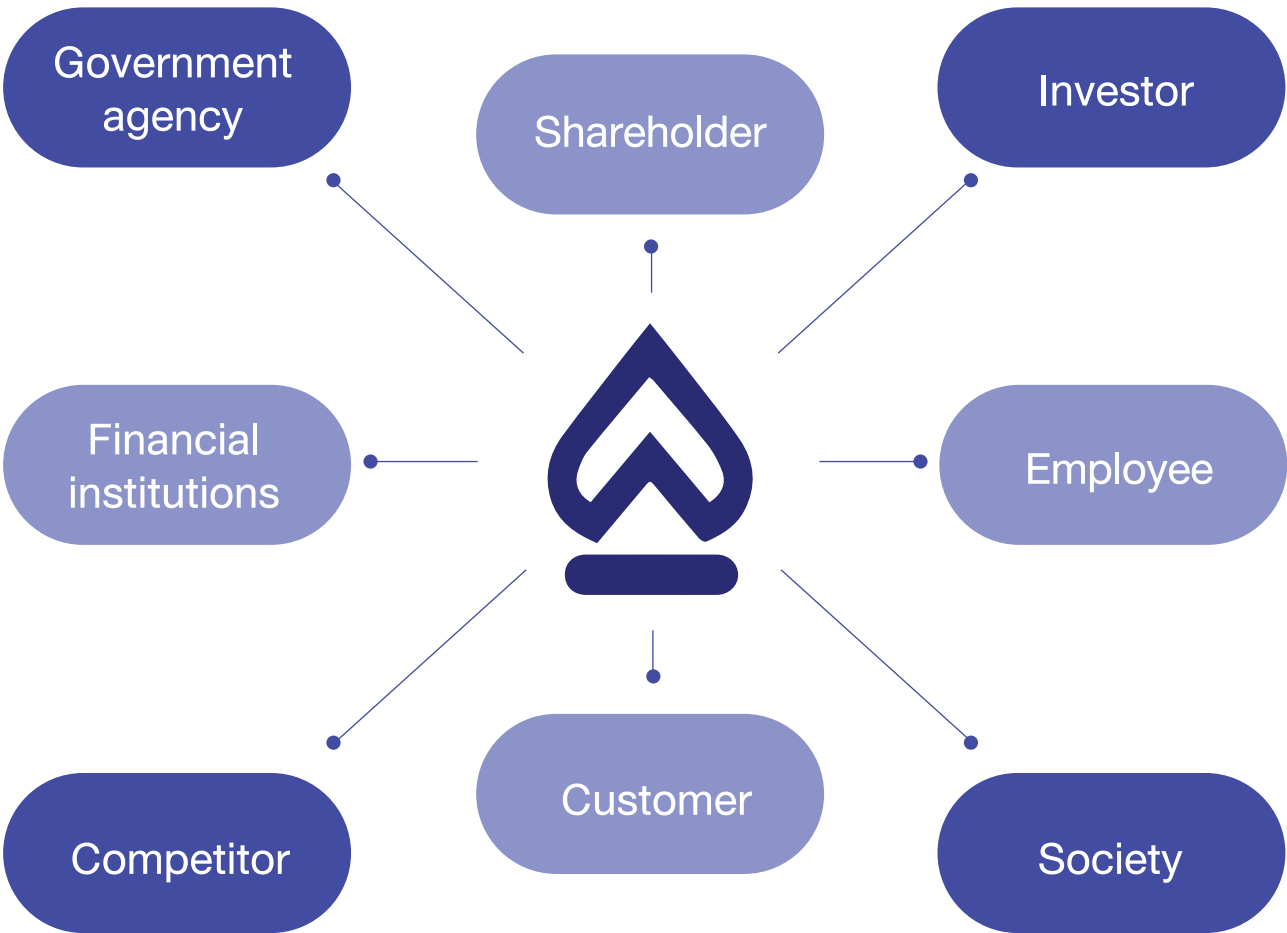
- Provide the service to the customers based on what have been agreed upon.
- Seek for customers' needs and exceed their expectations.
- Continuously develop and improve customer services to maintain the customer loyalty.

3.2 Management of Stakeholder Impact in Business Value Chain

3.2.1 Business Value Chain

The Company realizes on the importance of the shareholders who are a group of stakeholders as aforementioned, the Company also has a policy to give precedence and realize on the rights of other groups of stakeholders whether in the group of the Company’s employees, customers, related financial institutions, suppliers, and society, as well as human rights concern, and anti-corruption as well. Each group of stakeholders shall be fairly and transparently treated according to the requirements of the related laws and rules for collaboration between the Company and all groups of stakeholders, resulting in positive effect toward the operation, and creation of the corporate stability. The Company has treated the groups of stakeholders who are the shareholders, employees, suppliers, customers, and society.

Stakeholder Link Show





### 3.2.2 Analysis on the Stakeholders in Business Value Chain

The Company analyzes and identifies the key stakeholders and integrate the interest and points of anxiety of the stakeholders in the plan and sustainability issue, and contact channels by defining the opinion and suggestion hearing channels shall be defined both formal and informal mode, and promoting the stakeholder participation in order to appropriately fulfill the need and expectation of the stakeholders as follows.

No.	Group of Stakeholders	Expectation	Practical Guideline	Fulfillment
1.	Shareholder/ Investor	1. Financial return (profit, dividend, and share value) 2. Improvement of business overall operation 3. Stable growth and good corporate governance of the business 4. Rights and impartiality care 5. Availability of risk management system	1. Transparent dissemination of reports and information 2. Business operation according to the Principle of Good Governance 3. Focus on the generation of continuous and long-term return 4. Creation of maximum interest to the shareholders	1. Compliance with the Corporate Governance Code, stakeholder treatment on fairness, transparency, and accountability basis. 2. Suitable dividend payment 3. Disclosure of correct and complete information
2.	Employee	1. Employee treatment by adhering to the principle of human rights 2. Payment of fair remuneration 3. Compliance with the labor ethics 4. Life and property safety 5. Employee training and potential 6. Job stability and progress	1. Organizational commitment creation activity 2. Stability and growth opportunity in duty 3. Receipt of fair return and welfare in a good level that can be competitive with the labor market 4. Availability of good and safe working environment 5. Being trained in the skills related to the responsible works and development for the growth opportunity in the organization	1. Payment of fair and suitable return and income 2. Provident Fund 3. Yearly health examination 4. Organizing the yearly training, and on-the-job training and development 5. Fair, equal, and impartial human rights respect and treatment to the employees and labor 6. Arrangement of good and safe working environment, and occupational health care, promotion of the employee's quality of work life

No.	Group of Stakeholders	Expectation	Practical Guideline	Fulfillment
3.	Community and Society	<ol style="list-style-type: none"> <li>1. Promotion and support of social activities that are useful for community and society</li> <li>2. Development of the community to ensure the self-sustainable dependence</li> </ol>	<ol style="list-style-type: none"> <li>1. Suggestion hearing and receipt of complaints</li> <li>2. Support on the community activities</li> </ol>	<ol style="list-style-type: none"> <li>1. Participation in the activities with the community</li> <li>2. Complaint response and management</li> <li>3. Cultivation of conscious mind for the employees to have social, community, and environmental responsibility.</li> </ol>
4.	Customer	<ol style="list-style-type: none"> <li>1. Good and standard service usage</li> <li>2. Fair and transparent competition</li> <li>3. Suitable and fair price of goods and services</li> <li>4. Performance security, and goods and service responsibility</li> <li>5. Confidentiality of the customer information</li> </ol>	<ol style="list-style-type: none"> <li>1. Provision of services according to the standard and the customer needs.</li> <li>2. Seeing the customers in order to get inside the service problems and create good customer relationship</li> <li>3. Provision of knowledge to the customers</li> <li>4. Display of goods, booth exhibition, and advertising of goods</li> <li>5. Complaint and opinion hearing</li> </ol>	<ol style="list-style-type: none"> <li>1. Fair, transparent, and accountable compliance with the Corporate Governance Code</li> <li>2. Availability of business ethics of the "Krungdhep Sophon" Group</li> <li>3. Availability of anti-corruption policy</li> <li>4. Standard management according to ISO 9001: 2015, ISO 27001: 2013, and ISO 45001:2018 Systems</li> </ol>
5.	Trade Competitor	<ol style="list-style-type: none"> <li>1. Fair and transparent competition</li> <li>2. non-underpricing competition</li> <li>3. non-discrediting the competitor</li> </ol>	<ol style="list-style-type: none"> <li>1. Fair exchange of news information</li> </ol>	<ol style="list-style-type: none"> <li>1. Compliance with the principle of business ethics for the fair and transparent business operation</li> <li>2. non-discrediting the competitor through malicious accusation</li> <li>3. Competition by offering the services for customer satisfaction</li> </ol>
6.	Financial Institution	<ol style="list-style-type: none"> <li>1. Punctual debt repayment</li> <li>2. Ability to comply with the contractual conditions and terms</li> </ol>	<ol style="list-style-type: none"> <li>1. Regular financial statements report</li> </ol>	<ol style="list-style-type: none"> <li>1. Debt repayment in the period and strict compliance with the conditions and terms of the contracts</li> <li>2. Clear disclosure of financial information</li> </ol>

No.	Group of Stakeholders	Expectation	Practical Guideline	Fulfillment
7.	Government Agency	1. Ability to comply with the related rules and laws 2. non-creation of social and environmental impacts	1. Strict and complete compliance with rules 2. Report of information as required by laws	1. Compliance with rules and regulations as required by laws in every area 2. Correct and transparent disclosure of information

### Working Framework of the Stakeholders

The Company prepares the practice of the Supplier Code of Conduct to ensure the adherence of the Company's personnel in properly engaging the business and performing in the same direction according to the principle of ethics through equitable and fair stakeholder respect and treatment.

## 3.3 Sustainability Management in Environmental Dimension

### 3.3.1 Safety Health and Environment Policy

Krungdhep Sophon Public Company Limited and its subsidiaries aim for business operation on good occupational health and environmental safety basis under the following practical guideline.

1. The Company shall strictly comply with the relevant laws and rules in term of safety, occupational health, and environment.
2. The Company shall support, promote, oversee, and preserve the environment in term of safety, occupational health and working environment to be safe for life, properties and occupational health of the staffs.
3. The Company shall promote and support the personnel to possess knowledge and understand, and culture safety, occupational health, and environment awareness to prevent and reduce the environmental impact, control and abate risks, and prevent the occurrence of accident and occupational illness, and reinforce the occupational health and environmental quality.
4. The Company shall determine the operating objective and goal for safety, occupational health and environment to be consistent with the resource support in accordance with the goal of the safety, occupational health and environment standards, to seriously and sustainably prevent and reduce the environmental impact.
5. The Company shall suitably and sustainably allocate the resource consumption for operation in consistency with the policy, objective and goal of the environment.
6. The Company shall openly disclose the information relating to its operation in term of safety, occupational health, and environment.

### 3.3.2 Overall Operation in Environment

#### 1. Environmental Care

1.1 The Company oversees the discharge of wastewater down in the river by wharf and warehouse business, located at the side of Chao Phraya River. The wastewater well has been built, and water samples are taken from different points and sent to inspect the quality to be within standard, and regularly measure the values of Ph, BOD, Suspended Solids, Oil & Grease Content, Nitrate-Nitrogen Content, and Phosphate Content, and others on a quarterly basis, and report to the Marine Department, Ministry of Transport.

1.2 The Company systematically manages the refuses and wastes in the business operation process according to the 3R (Reduce Reuse Recycle) principle and establishes the efficient refuse sorting system based on the type, together with creation of awareness and participation of the related parties by starting from promoting the sorting of refuses inside the Company. In sorting of refuse type, some types of refuses can be recycled for utilization in other areas. The types of refuses can be classified into 4 types as follows.

1. General Wastes
2. Infectious Wastes
3. Hazardous Wastes
4. Recycle Wastes

The Company created the “Turning Plastic into Merit” Project to extend the “Waste Management” Project. This Project was created by integrating the Company and the employees in plastic waste management to efficiently prevent and solve plastic waste problems. The collected plastic waste is taken back into the recycling process for reuse. It is the creation of employee awareness to perceive the value of natural resources and the significance of participation in environmental care by donating 70,000 used plastic bottles to Wat Chak Daeng. The temple recycled the said plastic bottles into PPE suits and then donated for the days of performing the religious rite of the deceased from COVID-19; and produced them as the fabrics of yellow robes for the Buddhist monks.



1.3 The Company gives precedence to the proper and efficient consumption of electric energy, contributing to the reduction of the occurrence of global warming that has been the current problem. The publicity on turning off the electricity when not using is performed by starting from turning off the electricity in daily lunch break period and turning on-off the electric appliances, for instance, office air-conditioner, ventilator, and electricity in the buildings, as well as campaigning the employees to turn off the electricity when they must leave for meeting, or they are not in the workroom. The Company has launched the project to replace the normal typed lamps to be the LED lamps. The lighting lamps on the road around the warehouse have been replaced from normal type to LED lamps.

The Company installed Solar Roofs as renewable-type alternative energy that is used and naturally regenerated, green energy without pollution, and high potential energy, having a circuit board size of 520 square meters. In 2023, renewable energy will be used in the document storage area. At Bang Pakong office which can reduce electricity use by more than 30 percent from 2022



**Electricity usage table Bang Pakong Office 2021–2023**

2021	2022	2023
544,460 Units	481,020 Units	318,460 Units

## 2. Community Development Participation

The Company has stepped forward to continue the social and community development activities through public mind activities that promote the corporate employees to have public mind, think good and do good, know how to share the interest to the society, community, and environment. Therefore, the “Reinforcement of Fish House and Crab Bank” Project has been launched as the source of mangrove crab yearling culture area and fish house, It is a sanctuary and spawning ground for many species of fish that have almost disappeared to come back and spread in the food chain of aquatic animals in the Bang Pakong Basin where is the source of learning of the persons inside the community and people outside the community and the persons who are interested at Wat Khongkha Ram, Bang Pakong Sub-district, Bang Pakong District, Chachoengsao Province.



### “Reinforcement of Fish House and Crab Bank”



### 3. Donation

3.1 The Company, in collaboration with the Very Good Volunteer Group, created the “Sharing Kindness into Medicine” Project, which delivers medicines and household medicines for donation to remote communities in the border area of Mae Hong Son Province. The Company donated 120 boxes for packing the donated medicines.



### 3.4 Sustainability Management in Environmental Dimension

#### 3.4.1 Corporate Social Responsibility Policy

Krungdhep Sophon Public Company Ltd. and its subsidiaries are committed to conducting our business growth on the basis of corporate governance, social responsibility and environmental sustainability. We hold responsibility for corporate actions to encourage a positive impact on the environment and stakeholders including employees, clients, investors, business partners, local communities and others for their long-term benefits.

Our goal is to maintain a positive relationship among industrial sectors and local communities and upgrade the progress simultaneously. In order to move forward and meet company objectives based on our Vision and Mission Statement to support social responsibility and environmental awareness, the Corporate Social Responsibility Policy was established as follows:

- 1) To conduct business with honesty, transparency, fairness and accountability. The company is focusing on the growth of the group, together with the quality of life of employees, local communities and the quality of society. All dimensions of the environment, including the interests of stakeholders.
- 2) To operate the business with a focus on corporate governance under professional ethics awareness and verifiable, especially the process involved or vulnerable to fraud within the company. This includes all types of corruption whether direct or indirect.
- 3) Giving the importance to the respect of human rights, by not taking advantage of employees, customers, business partners as well as individuals in the society and treat that individual reasonable, equal and fair.
- 4) Operated by having employees of the company and its subsidiaries perform their duty in compliance with the company's regulations as mentioned above. In addition, the company also pays attention to the importance of Training and Development including the future career success of their employees.
- 5) Operated by paying special attention to reasonable price offering of Standard Services for better living conditions of employees, consumers and society. These services are Advance Information Technology, Health and Safety which will be beneficial to employees, consumers, society and the environment.
- 6) Operated by supporting the development and environmental protection and conservation, energy efficiency, water, fuel, plastics and paper effectively.
- 7) Operated by a focus on local community development. The company needs strong community support in order to run business smoothly. Community participation that must be practiced regularly in parallel with a sustainable business practice. The company and its subsidiaries sponsor events and activities including the support of educational programs for schools and Institutions and focus on supporting the development of youth in the community. This also includes the relief to victims of natural disasters and other disasters.

- 8) Conducting the business by focusing on Innovation to social development and environmental sustainability which includes Marketing Policy, Investment, Product Offering and Services to Corporate Social Responsibility as well as providing extra services to our customers' needs appropriately.

### 3.4.2 Overall Operation in Society

#### (1) Human Rights

Krungdhep Sophon Public Company Limited and its subsidiaries realize and give precedence to the support and promotion in protection of human rights of the employees and all groups of stakeholders, and international labour standards, whereas the virtue is determined as part of behavior that is desired in the organization. However, the Company and its subsidiaries are confident that the business operations of the Company and the employee operation are based on the principle of equitable respect, honor, and dignity to each other. The Company also establishes the following human rights policy.

##### 1. Non-Discrimination

The Company treats the related parties without discrimination against anyone due to the difference in race, religion, nationality, sex, age, educational foundation, skin color, political views, social status, union membership, sexual orientation, or other characteristics.

##### 2. Forced Labour and Child Labour

The Company is prohibited to act or support the labour enforcement and labour violation or threat and harassment in all forms, and for child labour employment, female labour employment, and alien labour employment shall be properly and completely carried out as required by the labour law.

##### 3. Labour Right of the Employee

The Company respects the employee rights and freedoms in conglomeration or assembly in order to negotiate to be consistent with the related laws and set of regulations, and the right to mutually negotiate for the employee interest.

##### 4. Employment and Operation

The Company establishes the employment and personnel recruitment process and carries out with justice, equality, and impartiality without sex, race, religion, and status discrimination.

##### 5. Working Hours and Wage

The Company gives wage and return to the employees, whereas the employees are not assigned to work for longer time than the law requirement, including the matter of working time and hours. In addition, all employees must give consent on overtime in all cases, whereas the Company complies and executes according to the law requirement. Holidays shall be allocated to all employees at least once a week.

##### 6. Equitable employee treatment

The Company treats the employees with justice whether the employees will operate wherever, whereas all employees are employed under the terms and conditions of employment, which conform to laws, and the working skills are appropriately trained. The Company is aware of the value of all employees and support and collaboration given by the employees and is determined for the impartial



opportunity and anti-discrimination through dedication to maintain the organization to be the place where is free of discrimination, severity of violation, threat or being harassed in every way.

## **7. Occupational Health and Safety**

The Company is determined to strictly comply with the laws and regulations of occupational health and safety through the availability of occupational health and environmental safety as the practical guideline and framework for the Company's business operation that has the minimum community, environmental, and social impacts.

### **(2) Fair Labour Treatment**

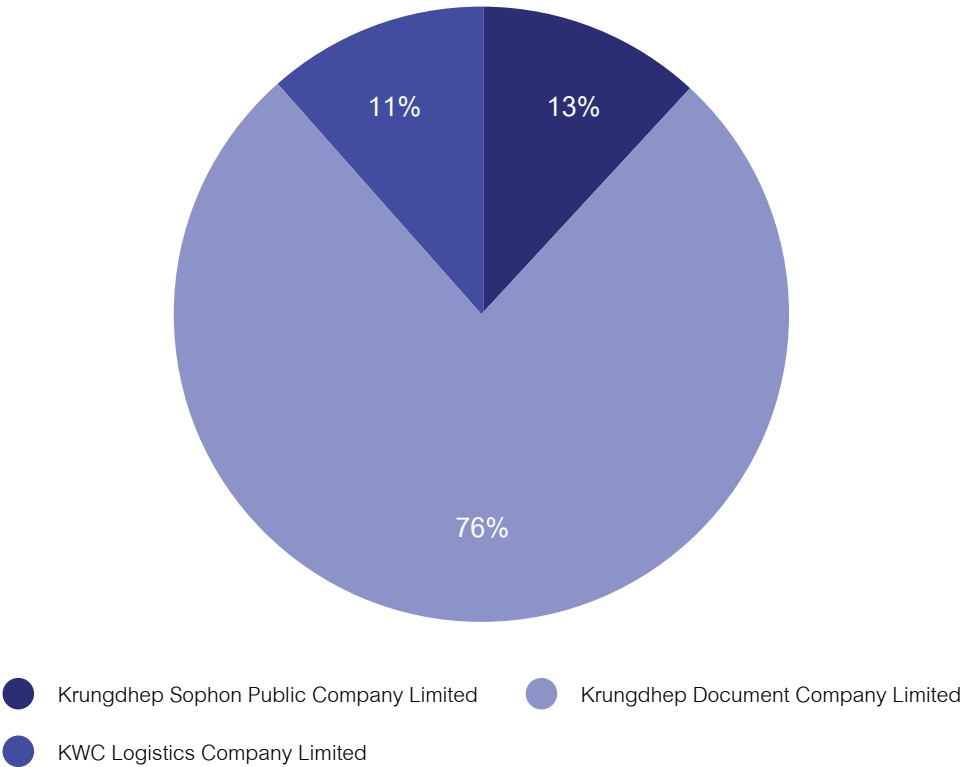
The Company realizes that the "employee" is a crucial resource leading to the maximum efficiency of the success of the Company's business operation and the achievement of the defined goals. Therefore, the Company is determined to ensure the pride and confidence of all employees in the organization, and fair employee remuneration.

Whereas the business operation ideology of "Krungdhep Sophon" Group is as follows.

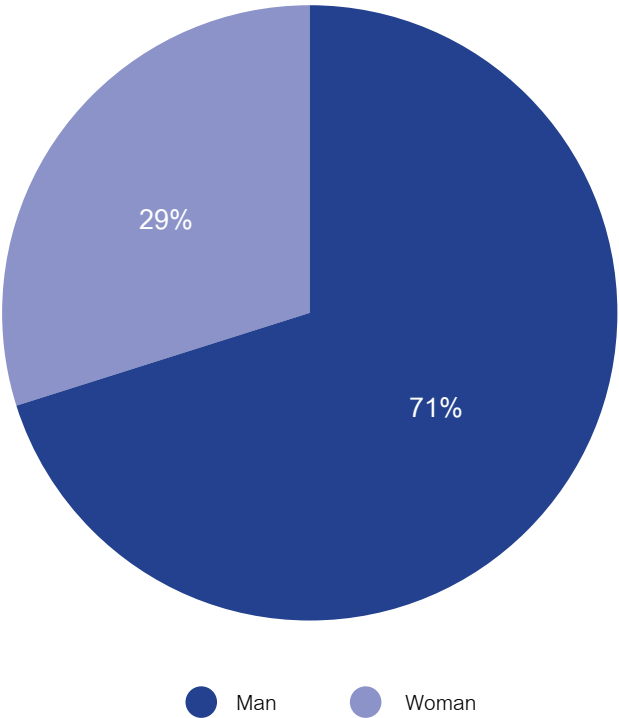
1. Persisting in Fairness: The supplier shall conduct its business taking into account the sustainability and equitable fairness for the related parties and stakeholders of all parties.
2. Determination in Excellency and Confidence in People Value: The supplier aims at execution with intention of effect in resource excellency for the continuous development and concurrent progress together with the Company.
3. Adherence to Social Responsibility: The supplier shall conduct its business taking into account the due duties and responsibilities toward the country, society, and environment.
4. Legal Compliance: The supplier shall conduct its business in compliance with laws and rules enforced in business conduct and licenses related to the said business conduct.

The Company gives precedence to the care and development of all personnel according to the principle of human rights, non-discrimination, or sex, age, skin color discrimination or other discrimination characteristics. The structure of personnel is classified based on the following manners.

All employees are classified by company structure.



All employees are separated by gender.



## (2.1) Employee Care

- The Company prepares the human resource management policy to be the personnel management guideline for the Company's availability of adequate and appropriate employees for operating, recruitment of quality employees, and development of working competence, potential, and skills for the Company's growth support, and the employee care to be happy, have operating morale and courage. The principle of fairness, transparency, and giving an equitable opportunity to the employees. The principle of fairness, transparency, and giving impartial opportunities to the employees shall be adhered to in the personnel management.
- The Company set up a Welfare Committee in the establishment in order to act as transfer medium in the employee welfare for the employer's acknowledgement, and mutually discuss and suggest, as well as oversee the welfare management inside the establishment. In the Company's opinion, the employees shall receive benefit, and have morale and courage for continuous working. Therefore, the Company has supported to supply the working equipment, apparatus and appliances, and facilities, and create the good working environment as proposed by the Welfare Committee. At present, the Company has set up the Welfare Committee in the establishment at Krungdhep Document Co., Ltd.
- The Company has set the Provident Fund of the Company's employees since 1986 before promulgation of the Provident Fund Act B.E. 2530 (1987) with the objectives of support and being a welfare for the employees in saving and creation of future security, resulting in the availability of a sum of money by the employee when desiring to leave or when retirement, and being a motivation for the employee to work with the Company in long term. At present, the Company has defined the contribution payment for the employees at the rate of 3-15% of wage based on the employee's service duration.

## Remuneration Payment Policy

The Company's employee remuneration policy is applied to all employees. This policy ensures that the Company can attract, develop potential, and retain high-performance employees and motivate them to work. In the competitive market, the employees shall obtain a reasonable remuneration offer that is in line with the market guideline as the main remuneration mix. The result is the working morale feeling of the employee to create a sustainable outcome and make the companies continuous growth.

## Remuneration component

During the performance evaluation, each employee and superior shall assess the employee's performance in the last year and set a new goal. The employee's salary adjustment decision-making shall refer to the following evaluation result.

1. **Salary** shall be obtained and determined by referring to the role and position of each employee, including occupational experience, responsibility, job complexity, and state of the domestic market.

2. **Yearly Performance-Based Bonus** is a motivation and reward for the employee who operates to meet the set goals. The evaluation is classified as KPI (Key Performance Indicator) evaluation for the employees and PMS (Performance Management System) evaluation for supervisory and higher-level employees. The goals consist of the Company's, division and personal goals. The yearly performance-based bonus refers to the operation evaluation of the Company reflecting the performance of the division and each employee, for instance, PMS comprising the matters of finance, customer, operational process, and individual efficiency. In addition, both financial and non-financial factors are used to consider the yearly bonus of each person. In other words, the operation is in line with the in-house guidelines and process, employee capability and capacity, employee achievement, working devotion, and others.
3. **Welfare** refers to the Company's regulations and employment contract of each employee, practice in the country's market, and/or role and position of the employee.
4. **Severance Pay in Case of Dismissal** shall be paid according to the Labor Protection Act.

## **(2.2) Employee Development**

The Company realizes on the importance of the continuous personnel development for reinforcing the knowledge, competence, working skill and efficiency, and attitude toward the operation to be consistent with the Company's business operation strategies and according to the government policy guideline in order to enhance the competence and be ready for supporting the Company's growth through the determination of personnel development plan to be the yearly training plan. In the case of training for enhancing the working skills both of in-house training and delivery of the employees to attend the training in the external agency's courses for regularly providing the knowledge to the employees. In last year, the Company organized the training for the employee potential development in year-round as follows.

- Perform On-the-Job Training and Development according to the necessary knowledge and skill standards of each position, and after that, the supervisor shall be responsible for training and coaching the employees in such position for determining to the development of personnel to have the proper operating capability.
- Organize the training for the employees who are new entrants and train the employees whose positions are removed or promoted and arrange a regular review.
- Organize In-house Training.
- Include promoting the employee to learn the Public Training Course for Specialized Skill

Training Method	Program
In-house Training	<ol style="list-style-type: none"> <li>1. Workshop Peter F Drucker</li> <li>2. Awareness Training</li> <li>3. ISO 9001:2015</li> <li>4. Basic Firefighting Training</li> </ol>
Public Training	<ol style="list-style-type: none"> <li>1. Data Analytics for Business No.5</li> <li>2. Service Design in the Digital Age No.12</li> <li>3. Advanced Firefighting</li> <li>4. TU x TDA CO-CERTIFICATE PROGRAM IN BUSINESS DAT ANALYTICS</li> <li>5. Safety Officer - Supervisor Level</li> <li>6. Programming in C# with visual studio</li> <li>7. Work instruction Step-by-Step in practices.</li> <li>8. Creation of Dashboard Using Excel PivotTable (New Course in 2023)</li> <li>9. Business Analysis - Becoming a Business and Economic Analyst, Class 83</li> <li>10. Data Analytics Bootcamp</li> <li>11. Voice of Customer VOC Customer Insight</li> <li>12. Techniques for Dealing with Customer Complaints in Providing Services</li> <li>13. Effective Communication and Coordination Techniques</li> <li>14. Safety Committee</li> <li>15. Use of Forklift</li> <li>16. Effective Work Planning &amp; Monitoring</li> <li>17. Handling and Managing Customer Complaints</li> <li>18. Professional Trenning and Follow up.</li> <li>19. Effective warehouse and inventory management</li> <li>20. Making ChatGPT in Thai Language for Own Use with Open Thai GPT Course</li> <li>21. Overview of Financial Reporting Standards, Class 1-66</li> <li>22. IT Security and Cybersecurity Management</li> <li>23. Refreshment Training Program RFP 9-2023</li> <li>24. Company Secretary Professional Development Project has been selected to participate in the project for the year 2023.</li> <li>25. Personal Data Protection Act B.E. 2562 (A.D. 2019)</li> <li>26. Labor Law for Personnel Management</li> <li>27. Important Accounting Records regarding Income, Expenses and Correct Practices according to Financial Reporting Standards</li> <li>28. Taxes for Tax Accountants for the Whole System</li> <li>29. Preparation and Inspection of Property Rental Agreement together with Effective Negotiation Techniques</li> <li>30. Negotiation Techniques for Purchasing</li> <li>31. Consolidated Financial Statements Workshop</li> </ol>

Training Method	Program
Public Training	32. Deferred Tax, Accounting Procedures according to TAS 12 and Calculation Using Microsoft Excel 33. Effective Contract Drafting and Negotiation Strategies 34. Withholding Tax and Hot Issues of e-Withholding Tax, Two Systems of Withholding Tax 35. The Art of Communication, Instruction, Coaching, Controlling, and Assignment for Supervisors 36. Techniques for Debt Collection over the Phone (Workshop) 37. Enterprise Risk Management 38. Formulas, Statistics and Reports for Analysis in Human Resource Management 39. Establishment of Competency and Preparation of Employee Development Plan (IDP) in the Unit 40. Human Resources Management Profession Act 41. Psychology in Communication to Enhance Relationships and Working Efficiency 42. Techniques for Speaking with Customers to Make an Impression 43. Port Master Course 44. Port Security Supervisor

### (2.3) Employee Safety and Health

The Company has set up the Occupational Safety Committee (OSC (KhorPorOr)) and formulates the safety policy in the establishment to have the following duties.

- Consider the occupational safety policy and plan, as well as off-the-job safety to prevent and reduce the occurrence of occupational accident, danger, sickness or trouble and annoyance event, or occupational unsafety, and propose to the employer.
- Report and suggest the proper improvement and corrective measure and guideline according to the laws relating to the occupational safety and occupational safety standards to the employer for the occupational safety of the employees, contractors, and third parties who enter to operate or enter to use the services in the establishment.
- Promote and support the occupational safety activities of the establishment.
- Consider the regulations and handbook on occupational safety, as well as the occupational safety standards of the establishment, and propose to the employer.
- Survey the occupational safety operation and verify the statistics of danger occurred in the establishment for at least once a month.
- Consider the training projects or plans relating to the occupational safety, as well as the training projects or plans relating to the roles, duties, and responsibilities in terms of safety of the

employees, supervisors, executives, employer, and personnel at all levels for proposing to the employer.

- Systemize the unsafe working environment reporting to be the duty of every employee at all levels for performing.
- Follow up the progress result of the matters proposed to the employer.
- Report the yearly performance, and specify problems, obstacles, and suggestions in duty performance of the Board of Directors when reaching one year of duty performance in order to propose to the employer.
- Assess the overall operation of occupational safety of the establishment.
- Operate other occupational safety as assigned by the employer.

**Table of Occupational Accident Statistics in 3 Years Comparison  
(Bang Pakong-Chachoengsao)**

Severity	Number of Times per Year		
	2023	2022	2021
Property damage	1	2	4
Not up to be off	0	0	0
Being off not more than 3 days	0	0	0
Being off more than 3 days	0	0	0
Total Number (Times)	1	2	4

**Table of Occupational Accident Statistics in 3 Years Comparison  
(Head Office-Ratburana)**

Severity	Number of Times per Year		
	2023	2022	2021
Property damage	11	2	7
Not up to be off	0	0	0
Being off not more than 3 days	0	0	0
Being off more than 3 days	0	0	0
Total Number (Times)	11	2	7

The Company emphasizes employee safety care by yearly planning and training in the fire protection and fire escape drill system for the employees at least once a year.





## (2.4) Employee Health

The Company provides life insurance, accident insurance, and health insurance, to all employees at all levels when working with the Company, particularly the employees who must travel to provide services to the up-country customers. The Company pays attention to and gives precedence to travelling safety. Therefore, travel insurance has been additionally made for everyone who goes out for operation. The Company continuously reviews and updates the insurance program for the protection addition to be consistent with the current economic situation and cost of living, and also provides the yearly physical examination for every employee.

## (2.5) Yearly Employee Physical Examination

The Company arranges the yearly employee health examination under the objective of promoting the employees to get the yearly physical examination due to the necessity of physical examination in the current age because the organizational personnel can be informed of their health position, and treated or prevented without delay, and also create an awareness for the employees to efficiently take care of their health. In addition, according to the physical examination result, the Company is able to acknowledge the health condition and illness trend of the employees or acknowledge the illness from the beginning period and get proper treatment, and the Company is also able to take the physical examination result for analyzing in order to supply the preventive measures in the future.







## 4. Management Discussion and Analysis (MD&A)

### 4.1 Management Discussion and Analysis

Operating results for the Year 2022 compared to those of last year.

In 2023, the total revenue increased by 27.1 million Baht, or 8.6%, reaching 342.7 million Baht. This growth was primarily driven by increases in several revenue streams: rental, document deposit, delivery services, BPO, and E-Service, which collectively rose by 20 million Baht. Additionally, revenue from compensation related to the use of immovable properties for The Purple Line MRT Project contributed 9.17 million Baht. However, there were declines in document destruction service, scan work, and port revenues, amounting to a total decrease of 2.5 million Baht. On the expense side, total expenses in 2023 were 220.9 million Baht, marking an increase of 18.3 million Baht from the previous year. The rise in expenses was largely due to a 19.5 million Baht increase in the cost of sales and services. Conversely, administrative expenses saw a reduction of 3.2 million Baht.

However, the Company's total net profit was 97.6 million Baht, higher than the year by 6.8 million Baht or 7.4%.

### 4.2 Financial Analysis Report

Financial Ratios as at 31 December 2023 and previous year in same date

(Unit : Thousand Baht)

Particulars	2023	%	2022	%	2021	%
Current Assets	270,008	30	228,953	26	197,325	23
Quick Assets	195,757	22	160,671	18	133,708	16
Non-Current Assets	594,556	66	618,951	70	614,148	72
<b>Total Asset</b>	<b>902,701</b>	<b>100</b>	<b>890,399</b>	<b>100</b>	<b>858,547</b>	<b>100</b>
Current Liabilities	61,074	7	82,935	9	87,874	10
<b>Total Liabilities</b>	<b>104,268</b>	<b>12</b>	<b>127,894</b>	<b>14</b>	<b>131,073</b>	<b>15</b>
Shareholder's Equity	798,433	88	762,505	86	727,474	85
<b>Total Revenues</b>	<b>342,709</b>	<b>100</b>	<b>315,698</b>	<b>100</b>	<b>337,905</b>	<b>100</b>
Total Expenses	220,705	64	202,271	64	219,801	65
Financial Income	254	0	84	0	75	0
Financial Cost	236	0	407	0	1,328	0
Income Tax Expense	24,453	7	22,292	7	23,850	7
<b>Net Profit</b>	<b>97,569</b>	<b>28</b>	<b>90,812</b>	<b>29</b>	<b>93,000</b>	<b>28</b>

(Unit : Thousand Baht)

Financial Ratios	Unit	2023	2022	2021
<b>1. Liquidity Ratio</b>				
Current Ratio: CR	Times	4.42	2.76	2.25
Quick Ratio: QR)	Times	3.21	1.94	1.52
<b>2. Profitability Ratio</b>				
Gross Margin: GM	%	35.60	35.93	34.95
Net Profit Margin: NP	%	28.47	28.77	27.52
Return on Equity: ROE	%	12.22	11.91	12.78
<b>3. Performance of Operation Ratio</b>				
Return on Asset: ROA	%	10.81	10.20	10.83
Return on Fixed Asset: ROFA	%	16.41	14.67	15.14
Asset Turnover: ATO	Times	0.38	0.35	0.39
<b>4. Debt Service and Dividend Paid-out Ratio</b>				
Debt to Equity: D/E	Times	0.13	0.17	0.18
Interest Coverage: IC	Times	517	279	89
Dividend Paid Out: DP	%	61.49	66.07	61.29

## 1. Financial Statement Analysis

### 1.1 Total Assets

KWC has total assets of THB 903 million, increasing 1.4% and 3.7% in 2022 and 2021, respectively; resulting in returns on total assets for the year 2023 of 10.8% (10.2% and 10.8% in 2022 and 2021 respectively) and returns on fixed assets of 16.4% (14.7% and 15.1% in 2022 and 2021 respectively).

### 1.2 Total Liabilities

The Company's total liabilities amounted to 104 million Baht, decreasing from 2022 by -18.5%, and decreasing from 2021 by -2.4%. The main factors were due to debt payment of the assets of the documentary rack installation project which was delivered at the beginning of the year 2023. The Company's Debt to Equity Ratio was 0.13 times while the ratio was 0.17 times in 2022 and 0.18 times in 2021.

## 1.3 Shareholder's Equity

The Company's shareholder's equity is THB 798.4 million, an increase of 4.7% compared to the previous year, and the book value per share is THB 133.07, increasing THB 6.0 per share and THB 5.8 per share in 2021. The Company's net profit per share is THB 16.26 (whereas the net profit per share in 2022 and 2021 are THB 15.14 and THB 15.50 respectively).

## 2. Liquidity

### 2.1 Cash Flow

KWC's cash and cash equivalents are THB 56.8 million, derived from operating activities amounting to THB 105.7 million, spent on investing activities amounting THB -15.8 million and spent on financing activities amounting THB -63.8 million. The main factors are dividends paid to shareholders amounting THB 60 million at the end of 2023, a decrease of net cash by THB 26.1 million. Combined with the brought forward balance of THB 30.7, the total amount of cash and cash equivalents at the end of 2023 is THB 56.8 million.

### 2.2 Liquidity Ratio

The Company has a working capital ratio of 4.4 times and quick capital ratio of 3.2 times; both ratios are 1.7 and 1.3 times higher than the previous year, respectively.

As for the current liabilities of 2023, lower than 2022 due to the payment of property creditors, the project to install document shelves (Rack) according to Section 1.2 above and from the calculation of financial ratios, the average debt collection period. (Average day of Collection) approximately 63 days (year 2022 equals 62 days and year 2021 equals 63 days), therefore there is no impact on the overall liquidity of the company.

### 2.3 Capital Expenditure

The Company has spent THB 4.6 million to invest in fixed assets, mainly including computer equipment and software, improvement of utility systems, and security systems.

### 2.4 Sources of Investment Funds

KWC's sources of investment funds are from its own retained earnings in the form of securities or funds that generate returns and are ready to be converted into cash or funds when needed.

### Key factors or events that may affect the financial position.

The Company has continuously conducted research and development of digital service products to develop new services after the document deposit aspect by developing a Platform for Content Management or Digital Solutions services to ensure that the customers can use both Physical and Digital services.

At present, the Company has planned to reduce the consumption of electrical energy by implementing the Solar Roof Project for environmental friendliness and reduction of energy expenses.

## **Credit Policy**

The Company has the Credit Management Regulation as a guideline for Credit Control and Risk Management which helps all operations concerned with how to filter and evaluate Credit Risk. The Credit Approval Process is as follows.

### **1. Customers Evaluation**

The Marketing Team will define the targeted customers and gather all related credit information. Qualified customers need to have good business potential and a reputation in terms of operating results and financial status.

### **2. Credit Analytical Review**

To know the level of Credit Risk, Marketing Team will collect and analysis customer's financial status by using trusted source of financial data such as the Financial Report filed at Department of Business Development, Government Office and Related documents issued by Revenue Department.

### **3. Credit Approval Process**

Delegated Authority is defined, especially the credit balance for each authorized level as follows.

- 3.1 Authorized Credit not over Baht 2 million can be approved by the Managing Director.
- 3.2 Authorized Credit over Baht 2 million must be jointly approved by 2 authorized directors.

### **4. Credit Term**

Credit Term 30 days will be granted to customers and standard credit term 30-60 days will be provided for suppliers and creditors subjected to each business transaction.

### **5. Policy for Allowance for doubtful Debts according to Thai Financial Reporting Standard No.9 (TFRS 9)**

The outstanding debts will be closely monitored by the finance team, the sales and marketing team will assist if there are any problems concerning debt collection to complete the collection target. Monthly Debt Meeting will be arranged to update the status of each debtor together with the Aging Report and the reason support for the long overdue debtors. The Company will make the Allowance for doubtful Debts according to Thai Financial Reporting Standard No.9 (TFRS 9) to reflex the financial status as above-mentioned.

## 5. General Information



### 5.1 General Information

#### Krungdhep Sophon Public Company Limited

Name	:	Krungdhep Sophon Public Company Limited
Types of Business	:	The Company consists of 3 businesses which are land development, warehouse business and document warehouse business.
Principal Office	:	185 Rajburana Road, Kwaeng Bangpakok, Khet Rajburana, Bangkok 10140
Registration No	:	0107537002435
Homepage	:	www.kwc.co.th
Telephone	:	0-2871-3191-5 # 1
Facsimile	:	0-2427-0964
Registered Capital	:	As of December 31, 2023. registered capital is 60,000,000 Baht, divided into ordinary shares of 6,000,000, 10 Baht each
Paid-Up Capital	:	As of December 31, 2023. registered capital is 60,000,000 Baht, divided into ordinary shares of 6,000,000, 10 Baht each

#### General information about juristic persons in which the company holds 10% of direct shares. KWC Logistics Company Limited

Name	:	KWC Logistics Company Limited
Types of Business	:	warehouse and wharf business with over an area of 27000 m2
Principal Office	:	185 Rajburana Road, Kwaeng Bangpakok, Khet Rajburana, Bangkok 10140
Warehouse Location	:	1. Bangpakok Warehouse, No 185/1 Rajburana Road, Kwaeng Bangpakok, Khet Rajburana Bangkok 10140 2. Samrae, No 289/1 Taksin Road, Bukkaloo, Thonburi, Bangkok 10600
Registration No	:	0105534087373
Homepage	:	www.kwclogistics.in.th
Telephone	:	0-2871-3191-5 # 2
Facsimile	:	0-2427-0964
Registered Capital	:	As of December 31, 2023. registered capital is 5,500,000 Baht, divided into ordinary shares of 50,000 and preferred shares of 5,000 Baht, 100 Baht each
Paid-Up Capital	:	As of December 31, 2023. paid-up capital is 5,500,000 Baht, divided into ordinary shares of 50,000 and preferred shares of 5,000 Baht, 100 Baht each

Name		:	Krungdhep Document Company Limited
Types of Business	:		Document storage and document management services
Principal Office	:		185 Rajburana Road, Kwaeng Bangpakok, Khet Rajburana, Bangkok 10140
Warehouse Locations:	:		11/1 Pimpa-Sanpudas Road, Amphoe Ban Pho, Chachoengsao 24140
Telephone	:		0-3857-7365-7 and Facsimile 0-3857-7368
Registration No	:		0105538117803
Homepage	:		www.kdc.co.th
Telephone	:		0-2871-3191-5 # 3
Facsimile	:		0-2427-0964
Registered Capital	:		As of December 31, 2023. registered capital is 100,000,000 Baht, divided into ordinary shares of 1,000,000 Baht, 100 Baht each
Paid-Up Capital	:		As of December 31, 2023. paid-up capital is 100,000,000 Baht, divided into ordinary shares of 1,000,000 Baht, 100 Baht each

Registrar		
Thailand Securities Depository Company Limited		
Address	:	The Stock Exchange of Thailand Building 93 Ratchadaphisek Road, Dindaeng, Dindaeng, Bangkok 10400
Telephone	:	0-2009-9000
Facsimile	:	0-2009-9991

Auditor		
Dr. Virach & Associates office Co.,Ltd.		
Address	:	518/3 Maneeya Center North Building, 7 <sup>th</sup> Floor, Ploenchit Road, Lumpini, Patumwan, Bangkok 10330
Telephone	:	0-2250-0634, 0-2252-2860, 0-2255-2518, 0-2254-8386-7
Facsimile	:	0-2254-1210, 0-2255-2518



Legal Advisor		
KANUNG & PARTNERS LAW OFFICES		
Address	:	25 <sup>th</sup> Floor, The 9 <sup>th</sup> Towers Grand Rama 9 (Tower B), 33/4 Rama IX Road, Huay Kwang, Bangkok 10310
Telephone	:	0-2168-1222
Facsimile	:	0-2168-1212, 0-2168-1268

Internal Audit Advisor		
DHARMNITI INTERNAL AUDIT CO., LTD		
Address	:	178 Dharmniti Building 5 <sup>th</sup> Fl., Soi Permsap (Prachachuen 20) Prachachuen Rd., Bangsue, Bangkok 10800, Thailand
Telephone	:	0-2596-0500 Ext. 520, 521
Facsimile	:	0-2596-0539

## 5.2 Other Important Information

- None

## 5.3 Legal Disputes

Krungdhep Document Co.,Ltd. has entered into the contract for outsource services to perform the duty in verifying and recording the data of Retail Loan Approval Bureau of the Government Savings Bank pursuant to the Contract No. PorNor.Por.03-83/2562 dated 31 May 2019. The work is effective from 26 June 2019 to 25 June 2021. However, as after the expiration of services and delivery of all works pursuant to the Contract, the Government Savings Bank has still incompletely paid the wage pursuant to the Contract, and the outstanding wage has been in total amount of 25,795,958.67 Baht. The Government Savings Bank claimed that the Company has improperly complied with the Contract in the matters of the number of operators, percentage of work accuracy, and employee qualification. Therefore, the Bank has charged a fine and deducted the wage that has been payable to the Company. In part of the employee qualification, the Government Savings Bank has charged a fine in the amount of approximately 19 million Baht. However, due to the Company's opinion that the charge of such fine has been improper, therefore, it has issued the dispute notice on the charge of fine of Government Savings Bank and reserved its right to monitor and take the fine back in part of which the Bank has improperly deducted wage throughout the contractual term for several times. In addition, the Company has already entrusted the law firm to issue the demand notice to Government Savings Bank. However, Government Savings Bank has still affirmed the said charge of fine.

Thus, the Company has entrusted a law firm to take legal proceedings against the Government Savings Bank to go to the Civil Court, Black Case No. Por.5252/2564 in the accusation of the breach of contract, call of wage and monitoring on taking the property back, capital amount (principal and interest until the litigation date) in total of 27,912,354.62 Baht.



Furthermore, as the Company has already verified and deemed that the Company has properly complied with the Contract, but the said event may take long time for negotiating to seek for the final agreement, the Company has recorded the whole amount of fine for 19.00 million Baht in 2020 to be in line with the Conservatism Concept in the accounting. The said fine has been recorded as expense to be included in administrative expense and recorded the fine account of which the final agreement has not yet met in the current liabilities. On 31 July 2023, the Court of First Instance judged to dismiss the case and Krungdhep Document Company Limited filed an appeal on 27 November 2023. The case is currently being considered by the Court of Appeals.

## Part 2

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### Corporate Governance



## 6. Corporate Governance Policy



### 6.1 Corporate Governance Policy

#### Krungdhep Sophon Public Company Limited's policy on Good Governance

Realizing the importance of Good Governance as a key factor in sustaining business enterprises, and the foundation for on-going efforts to promote organizational efficiency and productivity, and to foster confidence among shareholders, investors, customers, trading partners, employees as well as all related parties, including society and the environment, the company has adopted the following principles of Good Governance

1. Shareholders' rights Category
2. Equitable treatment of shareholders Category
3. Stakeholders' roles Category
4. Data disclosure and transparency Category
5. Accountability of the Board of Directors

#### Implementation of Good Corporate Governance Policy

##### Category 1 Shareholders' rights

##### 1.1 Recognizing the importance of shareholders' rights

The Board of Directors realizes the importance of the company's shareholders who have the right of ownership, the right to make decisions on major changes, and the power to control the company through the Board of Directors who has been elected to act on their behalf, the company has adopted the policy of giving equal importance to the right of every shareholder in accordance with the principle of equality, fairness as well as the relevant laws or regulations. Shareholders' basic rights such as the right to participate in shareholders' meetings, the right to buy/sell/transfer shares, to obtain adequate business information, or to receive a share of business profit, will be protected and shareholders will be encouraged to exercise their rights to the fullest extent. To facilitate contact and enquiry regarding shareholders' rights in various matters, the company has appointed an Investor Relations Officer who will answer questions from shareholders and investors. The including rules and regulations of the company posted in website: [www.kwc.co.th](http://www.kwc.co.th)

##### 1.2 The right to participate in Shareholders' meetings.

Participation in shareholders' meetings is a fundamental right of shareholders and has significant impact on the enterprise's decision-making process, hence the Board gives due importance to the right to participate in Shareholders' Meetings and encourages shareholders to exercise their right to participate in shareholders' meetings to the fullest extent. Shareholders have the right to be informed of rules, regulations and methods for participating in such meetings and to receive the necessary data and information relating the meeting agenda prior to the meetings so that they will be prepared to cast their votes, to express opinions or pose questions to directors, and to exercise their right to appoint other people as proxy. The company's policy to encourage shareholders to exercise the abovementioned rights is clearly evident from the various procedures which have been adopted as follows:

- (1) Announcing news of Shareholders' Meetings through public media: when the Board has reached a unanimous decision regarding the date, time and place of the meeting and has determined the agenda of the meetings, the company shall notify the Stock Exchange of Thailand so that the news can be released immediately to shareholders.
- (2) Convenience in exercising the right to attend meetings: the date, time and place of the meeting must be convenient and easy for shareholders to participate. For example, in 2023, the company scheduled the 29<sup>th</sup> Annual General Meeting of Shareholders on April 4, 2023, at 10.30 am, at Heliconia Rooms 1-3, Floor EL, Emporium Suites by Chatrium Hotel, No. 622 Sukhumvit 24 Alley, Khlong Tan Sub-district, Khlong Toei District, Krung Thep Maha Nakhon (Bangkok) 10110 The shareholders requested to authorize the independent directors of the Company. Attend the meeting on their behalf or be able to attend the meeting in person.
- (3) Providing data to supplement the meeting agenda: The Company distributed a letter of invitation to the meeting, along with data and documents that are relevant to agenda items that had already been posted on the Website: [www.kwc.co.th](http://www.kwc.co.th) 30 days prior to the date of the meeting. Thailand Securities Depository Co., Ltd., which acts as the Company's Share Certificate Registrar, was also delegated to send the letter of invitation to the Meeting to all shareholders no less than 15 days before the date of the meeting. If Shareholders are unable to attend the meeting in person, they are invited to authorize appropriate persons to attend the meeting on their behalf. In addition to attaching a proxy form approved by the Ministry of Commerce to be signed by shareholders who are unable to attend in person, the company normally places newspaper advertisements on 3 consecutive days to announce the meeting schedules. Prior to the meeting in 2023, newspaper announcements were made no less than 3 days.
- (4) Convenient pre-registration: On the date of the meeting, the company's officers stand ready to welcome and assist shareholders who wish to pre-register no less than 1 hour before the meeting. As shareholders' data are already stored on the computer, the registration process is speedy and accurate.
- (5) Shareholders are given opportunity to ask questions and express their opinion: Directors and high-level executives attend Annual General Meeting of Shareholders to offer clarifications and respond to various questions from shareholders, they also encourage shareholders to propose recommendations in matters that benefit the company which obtain good cooperation from shareholders. The relaxed and friendly atmosphere of the meeting drew creative recommendations from shareholders. As a result of the abovementioned method to encourage shareholders to exercise their rights. The 29<sup>th</sup> Annual General Meeting of Shareholders has 28 shareholders attending the meeting and have appointed 30 proxies for a total of 58 shareholders, accounting for a total of 3,778,874 shares or 62.99 percent of total.

## Category 2 Equitable treatment of shareholders

In their capacity as owners of the company, all shareholders shall have equal rights as shareholders in every respect. It is therefore the company's policy to oversee all shareholders, including executive or

non-executive shareholders of the company or foreign shareholders, to ensure equal and fair treatment as well as compliance with laws criteria, not only in regard to protection of the abovementioned basic shareholders' rights, but also including equal treatment at shareholders' meetings, internal data control to ensure that they are used properly and not to take advantage of other shareholders. Directors and executives are also required to disclose information regarding their personal stake holdings to prevent conflict of interests.

## 2.1 Shareholders' meetings

In order to safeguard management and operational transparency as well as fairness for all shareholders alike, shareholders must be able to express their opinions or question executives and to participate in decision-making. The company's regulations therefore require that major issues such as operating results, financial statements, allocation of profit from the previous year, election of directors and appointment of auditors shall be submitted to Shareholders' Meetings for their consent or approval.

The Company recognizes the importance of equal treatment for all shareholders including minority shareholders and shareholders who are foreign nationals. In order to allow all shareholders to participate in the company's operations, the company has adopted the policy of giving all shareholders the right to propose agenda items and/or the name(s) of person (s) to be selected as Directors prior to each meeting. This policy ensures that agenda items are thoroughly reviewed for the benefit of the Company and that person (s) who are suitably qualified can be selected and can execute their duties efficiently for the greatest benefit of the company and all stakeholders. Towards this end, every shareholder who holds the company's share(s) for a minimum period of 12 months up to the day of the proposal shall be entitled to propose the agenda of the meeting or propose the name of person(s) who are suitably qualified to be elected as Company's Director, effective from September 21, 2023, to December 31, 2023. Shareholders have been informed of this matter via the Stock Exchange of Thailand and announcement placed on the company's website [www.kwc.co.th](http://www.kwc.co.th), along with clear-cut procedure and transparent criteria for consideration by shareholders who can contact us by E-mail address: [infokwc@kwc.co.th](mailto:infokwc@kwc.co.th), or by registered mail addressed to The Company Secretary, Krungdhep Sophon Public Company Limited, within the specified period of time prior to the Shareholders Meeting.

In order to convene a shareholders' meeting, apart from posting a notification of the meeting schedule and the accompanying documents on website: [www.kwc.co.th](http://www.kwc.co.th), the company also sends out the aforesaid notification of the meeting schedule to shareholders no less than 15 days prior to the date of the meeting. Notification of the meeting schedule is also advertised in newspapers on 3 consecutive days, but not less than 3 days before the meeting takes place.

Notification of the meeting shall specify the date, time and place of the meeting, as well as a comprehensive agenda of the meeting as required by law. The agenda shall include matters that are submitted to the meeting for information as well as matters that require decision by voting, including the Board of Directors' opinion, comprehensive and adequate data to support shareholders' consideration and voting on each and every agenda item.

In addition, notification of the meeting will also provide succinct information regarding all the documentation that shareholders are required to present before being admitted to the meeting. A proxy form approved by the Ministry of Commerce will also be attached in a format that enables the shareholder to determine the direction of vote, thereby allowing shareholders who wish to authorize other people to attend the meeting on their behalf to make the necessary authorization. At the Shareholders' Meeting in 2023, the company provided another option for shareholders by proposing the names of the independent director, for shareholders to select as proxy to participate in the meeting and vote on their behalf.

On the date of the meeting, the company will allow shareholders to register to attend the meeting no less than 2 hours before the meeting commences. Apart from shareholders who are listed as shareholders as at the closing date for share transfers and proxies who have been authorized by shareholders, the company's directors and executives of the company also recognize the importance to participate in the shareholders' meetings to listen to shareholders' questions, views and recommendations.

At the start of the Shareholders' Meeting and before proceeding with the agenda of the meeting, the Company Secretary shall inform the meeting of the names of directors who are participating in the meeting as well as the criteria for voting. During the meeting, the Chairman of the meeting will also give all shareholders equal opportunity to exercise their rights to review the company's operations, to question, express opinions and propose various recommendations to the fullest extent. The Chairman and relevant executives will answer questions from shareholders and listen to various views and recommendations made by shareholders for the sake of joint consideration or future implementation as deemed appropriate. These questions, views and recommendations should be duly recorded in the report of the meeting.

Shareholders are free to vote for or against, or to abstain from voting on, every agenda proposed resolution of the Shareholders' Meeting as they see fit. In regard to the election of the company's directors, shareholders shall vote for or against, or abstain from voting for each director. In taking votes on each proposed resolution, if no one objects, disagrees or abstains from voting, it shall be deemed that shareholders have voted to approve or agree to the company's proposed resolution. If any shareholder objects, disagrees or abstains from voting, the company will allocate a ballot only to the shareholder who objects, disagrees or abstains from voting.

Final decision of the Shareholders' Meeting, the Company Secretary shall inform the Shareholders' Meeting of the number of votes cast for or against each resolution on the agenda and the number of people who abstained from voting. The resolution shall be determined by the majority of votes cast by shareholders, with each share counted equally as 1 vote. The resolution of the meeting and the number of votes cast on each agenda item shall be duly recorded. Accurate and comprehensive reports of the Shareholders' Meeting shall also be prepared and sent to the relevant government departments within the required time frame and shall be distributed to shareholders via the company's website: [www.kwc.co.th](http://www.kwc.co.th), 14 days after the meeting, so that shareholders and related parties can review and inspect the report.

## 2.2 Supervision of internal data usage

To prevent directors and relevant executives from using internal data for the purpose of buying, selling securities or to seek inappropriate personal benefits for themselves or other people, the company's policy requires that directors and executives shall observe Clause 59 of the Securities and Stock Exchange Act B.E. 2535, and report holdings of the company's shares to the Office of the Securities and Exchange Commission within the required time frame, and also report to the meeting of the company's Board of Directors.

In addition to compliance with laws and regulations, the company has also adopted a business ethics policy which requires that secrets of the company and its customers shall not be disclosed or used for own or other people's personal benefits. This disciplinary policy shall be strictly exercised by directors, executives and employees.

## 2.3 Rule for disclosing stake holdings of directors and executives.

In the event that company directors and executives have a stake in a transaction, the company's policy requires directors and executives to disclose data regarding their own or related parties' stake holdings in any transaction that may cause conflict of interests, thereby enabling decisions to be made for the benefit of the company as a whole. In this regard, directors and executives who stand to lose or benefit from any transaction with the company shall not participate in the decision to execute that transaction.

### Category 3 Stakeholders' roles

Realizing the importance of shareholders who constitute one category of stakeholders as mentioned above, the company will give due importance to, and recognize, the rights of other stakeholder groups including the company's employees, customers, related financial institutions, trade partners and society, including the importance to the respect of human rights and anti-corruption. Whilst ensuring fair and transparent treatment of every stakeholder group in accordance with various relevant laws and regulations. This policy will help to strengthen cooperation between the company and each and every stakeholder group for the benefit of the organization's operations and stability. Towards this end, the company has endeavored to treat each stakeholder group as follows:

**Shareholders:** Recognizing the importance and respecting the equal rights of every shareholder, organizational management and administration have been based on the principle of caution and efficiency to ensure sustained growth of the company and appropriate returns for shareholders. Shareholders will receive accurate and transparent information on operating results along with documents relating to financial statements and also venue of Shareholders' Meeting. Advance notification and data are also provided prior to all Shareholders' Meetings.

**Employees:** Apart from appropriate welfare benefits and remunerations, the company supports employees' personal development and promotes continuous development of employees' capabilities/work skills.

**Customers:** In accordance with the principle of honesty and loyalty, the company strives to protect and maximize customer benefit. The company responds to customers' needs by offering quality products

and excellent services to all customers alike and providing comprehensive and accurate data and information whilst treating customers with respect at all times.

**Trade Partners:** The company cooperates with trade partners by exchanging data and information that benefit joint business operations and ensure success of the company's operations, whilst abiding by the principle of honesty, loyalty and fairness for all trade partners.

**Society:** The company cooperates and supports public and private sector policies and activities as deemed appropriate in each case. Business operations will be conducted and controlled within the framework of the law while avoiding cooperation with, or support of, enterprises that violate the laws or businesses that adversely impact the environment. The company also encourages all employees and executives on a continuing basis to promote and instill awareness of corporate social responsibility.

**Trade Competitors:** The Company establishes a policy for the fair treatment and responsibility of its competitors and conduct under a framework of good competition rule, and avoidance of corruption method in damaging its trade competitors. However, the Company focuses on a competition in value and impression of service, and an excellent achievement quality to meet the customer expectation more than a price competition. In the case where price is a key element of the selection consideration, the Company always offers a reasonable price in accordance with the guideline of practice.

- (1) Openly compete in business operation without a policy to use any means for the illegal acquisition of the competitor's information in conflict with the code of ethics and professional code of conduct.
- (2) The Company aims at fair quotation which is suitable for achievement quality and customer expectation.
- (3) Strictly comply with the terms and conditions specified in the employment contract.
- (4) Deliver quality services and achievement to meet the customer expectation at fair price.

### 3.1 Corporate Social Responsibility Policy

Krungdhep Sophon Public Company Ltd. and its subsidiaries are committed to conducting our business growth on the basis of corporate governance, social responsibility and environmental sustainability. We hold responsibility for corporate actions to encourage a positive impact on the environment and stakeholders including employees, clients, investors, business partners, local communities and others for their long-term benefits.

Our goal is to maintain a positive relationship among industrial sectors and local communities and upgrade the progress simultaneously. To move forward and meet company objectives based on our Vision and Mission Statement to support social responsibility and environmental awareness, the Corporate Social Responsibility Policy was established as follows:

- 1) To conduct business with honesty, transparency, fairness and accountability. The company is focusing on the growth of the group, together with the quality of life of employees, local communities and the quality of society. All dimensions of the environment, including the interests of stakeholders.
- 2) To operate the business with a focus on corporate governance under professional ethics awareness and verifiable, especially the process involved or vulnerable to fraud within the company. This includes all types of corruption whether direct or indirect.



- 3) Giving the importance to the respect of human rights, by not taking advantage of employees, customers, business partners as well as individuals in the society and treat that individual reasonable, equal and fair.
- 4) Operated by having employees of the company and its subsidiaries perform their duty in compliance with the company's regulations as mentioned above. In addition, the company also pays attention to the importance of Training and Development including the future career success of their employees.
- 5) Operated by paying special attention to reasonable price offering of Standard Services for better living conditions of employees, consumers and society. These services are Advance Information Technology, Health and Safety which will be beneficial to employees, consumers, society and the environment.
- 6) Operated by supporting the development and environmental protection and conservation, energy efficiency, water, fuel, plastics and paper effectively.
- 7) Operated by a focus on local community development. The company needs strong community support in order to run business smoothly. Community participation is something that must be practiced regularly in parallel with sustainable business practices. The company and its subsidiaries sponsor events and activities including the support of educational programs for schools and Institutions and focus on supporting the development of youth in the community. This also includes the relief to victims of natural disasters and other disasters.
- 8) Conducting the business by focusing on Innovation to social development and environmental sustainability which includes Marketing Policy, Investment, Product Offering and Services to Corporate Social Responsibility as well as providing extra services to our customers' needs appropriately.

### 3.2 Anti-Corruption Policy

The company is committed to doing business with integrity and the highest anti-corruption standards by adhering to social responsibility and stakeholder. It refers to the entire groups of employees, customers, shareholders, partners, social and environmental. To make decisions and carry out the business successfully, the company has established the written Anti-Corruption Policy as a guideline based on corporate governance and ethical awareness.

#### Definition of Anti-Corruption Policy

Corruption means to bribe not to be in any form by offering the promise given pledged claims or accepting money, property or other benefits that are not appropriate. All should be aware that in many countries it is a criminal offence to bribe or attempt to bribe a government official and that it may also be an offence to provide secret commissions or payments either to government officials or within business dealings direct and indirect including customers and partners. Unless there is permission of local laws, rules, regulations, customs and traditions or traditional trade can be done.

#### Four main Principles of Corruption

1. Political Support means providing cash or political contributions, gifts or prizes and/or attending the event, as well as encouraging employees to participate in political activities on behalf of the company in order to gain a business advantage. This does not include the employees participating in the rights

of individual freedom. The company operates a fair policy based on a philosophy that the Company is free from professional politicians, political or affiliated parties. The company will comply strictly by not giving or offering anything of value for the purpose of obtaining or retaining business.

2. Charitable Donations may cause a risk to the company because such activity is money spending related without tangible rewards and lead to corruption activity. To prevent charitable donation from being hidden incomplete or false documentation, many anti-corruption laws have criteria for books, records and internal financial controls as follows:

- 2.1 Must prove that there is actually a charity project. The project has been implemented to support the objectives successfully with true benefit to society.

- 2.2 Must prove that a donation to a charity is not related to reciprocal benefits to any person or any government organization unless receive a normal Award Recognition for example, logo presentation announced at the venue or public posting in the media.

3. Donations (Sponsorships): Aims to Business Branding or reputation of the company or risk of a payment for services or benefits. There may be a risk of payment for services or benefits that are difficult to measure and track. Cash or cash equivalents may relate to Bribery. The company has set a policy and guidelines on donations (Sponsorships) on review processes and details control as well as auditing as follows:

- 3.1 Must prove that the requester has done the said project, and the objective was successful truly beneficial to the society.

- 3.2 Must prove that the donations or any form of benefits can be calculated as money and does not consider a favor to any person for example, offer lodging and meals unless receiving the Awards as a normal business practice.

4. Gift and Entertainment/Hospitality and Other Expenses: Review and Audit processes including evaluation criteria should be under company Policy and Guidelines and compliance with Corporate Social Responsibility (CSR).

### **Report Fraud, Misconduct and any Breaches of the Code (Whistleblower Policy)**

If you are aware of fraud or misconduct, or believe there is a serious breach of the Code, once received the report from either internal or external, the company has assigned an independent agency to investigate the facts as the following process:

1. The company has set contacts and complaints channel on the website, Annual Report, Corporate Governance Report and Business Ethics Manual for fast fact-finding process which includes:

- 1.1 Sufficient clarification with details of evidence and complaints must be true and / or enough to investigate.

- 1.2 The summary of important materials will be submitted to a focal person whom responsible for submission to the Investigation Committee which includes Committee Center (Compliance), Human Resources Management Department, section of a person receives complaints and section of a person making a report (an employee case) to expand its fact-finding.

- 1.3 The personnel making the report will be kept fully informed throughout the investigation and will not be personally disadvantaged whether a person is an employee or a third party.
  - 1.4 The reporter may remain anonymous unless the reporter/the appellant sees that disclosure will be useful and enable the company to report the progress or be able to request additional information in order to protect against any future harassment.
2. Process to ensure Fairness: The Investigation Committee will make sure that all reporting will be kept strictly confidential and secure within the law. The person making the report will be kept fully informed throughout the investigation. The Committee is aware of safety and damage to the whistleblower or the complainant and the respondent or those who cooperated in the investigation including sources of information or related parties. The action is signed and ratified by all parties concerned.
3. Reporting Process: The Investigation Committee is responsible to report the Fact-finding directly to Krungdhep Sophon PLC Managing Director, Audit Committee and Board of Directors based on each incident by reviewing the appropriate report prior to the presentation to authorized personnel under Investigation Committee as the following criteria:
  - 3.1 Managing Director, Krungdhep Sophon PCL: concerning general management which has quite serious effect and under the supervision of the Managing Director of Krungdhep Sophon Public Co., Ltd.
  - 3.2 Audit Committee: related with Corporate Governance Policy and/or an intention act of fraud with serious impact.
  - 3.3 Board of Directors: The Audit Committee is of the opinion that the incident should be reported for information and/or to consider taking action on matters related to the Policy and Regulations and/or issues affect executives.
4. Disciplinary Action and Result of Operations
  - 4.1 The punishment shall be in accordance with the Disciplinary action and/or legal requirements.
  - 4.2 In case the reporter may be in contact, the written result of the investigation process will be notified.
  - 4.3 If there are any amendments, the committee leader will report to the authorized personnel respectively.
    - 4.4.1 Company employees who violated or do not comply with the said policy will be considered taking under Disciplinary Action. There may be a warning notice and punishment or termination of employment. If found intentional violation, there may be litigation in civil and criminal penalties.
    - 4.4.2 Due to any violation or non-compliance with this company's Directors policy, there will be an investigation and punishment with written warning notice or penalties as defined by law. If found intentional violation, there may be litigation in civil and criminal penalties.

## Anti-Corruption Policy

All Directors, management and employees of the Company cannot accept corruption in any form either directly or indirectly. The policy applies to the entire workforce, operations, subsidiaries and affiliates, in terms of all dealings and transactions in all countries and all agencies involved. The entire Krungdhep Sophon PCL workforce is required to read, understand and review this policy regularly to comply with business practices and local law requirements.

### Responsibilities

1. The Board of Directors is responsible for policy setting and oversees a system that supports Anti-Corruption Policy effectively. The managers are required to enforce the policy, educate employees as a corporate culture and ensure that the management is aware of the importance of this policy.
2. The Audit Committee is responsible for reviewing the financial reports and accounting systems and internal controls. To ensure the effectiveness and up to date of Internal Audit and Risk Management systems meet International Standards.
3. Managing Director and the Management team are responsible to set and encourage the Anti-Corruption system within the entire organization by communicating to employees and other stakeholders, including perform regular review of rules and regulations to comply with the change of business and local law requirements.
4. Senior Accounting and Finance Manager and Internal Auditor have duties and responsibility for auditing and reviewing the operations that are performed correctly according to the company practices guidelines, legal and corporate governance requirements. This is to ensure that there is sufficient control over the potential corruption risk and report to the Audit Committee.
5. The appointment of the Audit Committee: In case a committee member receives a complaint and has a lower position than a Managing Director, the Managing Director is responsible for appointing a new member. If the position of the said individual is a Managing Director or a Company Director, the Audit Committee is responsible for appointing a new member.

### Guidelines

1. Company's directors, management, employees at all levels must comply with the company's Anti-Corruption Policy and Code of Conduct by not getting involved with all types of corruption whether direct or indirect.
2. The employees should not be careless if they are aware of fraud or misconduct or believe there is a serious breach of the Code. It is an employee's duty to report to the Manager or the assigned personnel responsible for monitoring the Code of Conduct through channels set by the company.
3. All reporting will be kept strictly confidential and secure within the law. The person who cooperates and makes the report will be under Complaint Protection and free from personally disadvantaged according to the Whistleblower Policy practices.

4. A person who commits corrupt should fall into Company unethical action and be considered Disciplinary Actions set forth by the Company. If this action is illegal, a person will be punished by law.
5. The Company recognizes the importance of the dissemination of knowledge and understanding to the third party that associated with the company on the Anti-Corruption Policy which may impact in regard to compliance with the policy against corruption campaign.
6. The company is committed to creating and maintaining a corporate culture by not accepting any corruption when doing business with the government and private sector.

### Terms of Action

1. Anti-Corruption Policy covers Human Resources Administration which includes recruitment or selection of candidates, promotion, demotion, transfers, training, performance evaluation, compensation, suspension and termination. It will be communicated to all levels of employees through their department heads to understand and take ownership of business activities effectively.
2. Any transaction related to the Anti-Corruption practices must follow the company's Code of Conduct and refer to Corporate Governance Policy and Guidelines for stakeholder groups including Company Operation Manual as well as other practices will be set up soon.
3. To be clear of an action plan in regard to corruption prevention, the Board of Directors, Executives and employees at all levels must follow the rules and regulations or company guidelines.
  - 3.1 Gift: To provide or accept gifts means items that can be given or received by other companies for advertisement purposes such as: Notebook and Calendar, but the company has announced a policy of no longer accepting various gift baskets. For entertainment refers to meals in the various banquet and conference can be organized and obtained as appropriate.
  - 3.2 Donations to Charity or Sponsorship: The Company does not have a policy to accept donations but to make donations or sponsorship must be transparent and legitimate.
  - 3.3 Business Relationships and Government Procurement Do not offer or accept bribes for the purpose of obtaining or retaining business. In contacting the government must be transparent, honest and proceed in accordance with the relevant legislation.
  - 3.4 Business Relationships and Purchasing Contract with private sector and affiliates Do not offer or accept bribes for the purpose of obtaining or retaining business. In contacting the private sector and affiliates must be transparent, honest and proceed in accordance with the relevant legislation.
  - 3.5 Use of information for personal gain Must comply with the regulations of the company.
  - 3.6 Use of property for personal gain Must comply with the regulations of the company.
  - 3.7 Appointment of sellers (Supplier) must comply with procurement regulations.

3.8 The Company does not have a policy to punish or give negative results against corrupt employees even if the action will cause the company to lose business opportunities.

## Anti-corruption Policy Guidelines

### Receiving – giving gifts, entertainments or any other benefits (No Gift Policy)

Principles that the Company has established regarding a good corporate governance policy and business ethics for employees shall serve as the guidelines for employees in receiving - giving gifts, entertainments, or any other benefits as specified in the business ethics and shall be adhered to in the same way in accordance with Anti-corruption Policy. These guidelines shall be considered as part of the good corporate governance policy and business ethics of the Group.

### Guidelines

#### 1. Gifts, souvenirs or any other benefits

1.1 Giving gifts or souvenirs according to traditions can be done if not interfering with relevant laws and local customs, such as for Thailand, not more than 3,000 Baht per person per occasion according to the announcement of the NCC Committee and should be given in the form that helps promote the image of the Company and affiliates as follows:

1.1.1 Diary or calendar

1.1.2 Products of the Company and affiliates

1.1.3 Public relations materials for the Company and affiliates (Corporate Logo/Corporate Brand)

1.1.4 Royal Project products, community products in the Company and affiliates operating area, or products for charity or public benefit, or products that support sustainable development.

1.2 Giving gifts and souvenirs should be conducted in the same standard to prevent discrimination.

1.3 No gifts, souvenirs, property or any other benefits shall be given to spouses, children or related persons of government officials, customers, partners, and contact persons because such conduct is viewed as acting on behalf.

1.4 Giving souvenirs on important business occasions, such as the establishment date or the signing date of business contracts can be done but if the value of the souvenir exceeds 3,000 Baht, it must be approved by the executive of the vice president level or above or top executives of the companies in the group.

\* Normal traditional practice means festivals or important dates which gifts may be given to each other and includes the opportunity to congratulate, thanking opportunity, welcoming, condolence or providing assistance according to the etiquette that is practiced in the community. (According to the regulations of the Prime Minister's Office on giving or receiving gifts of government officials, BE 2544)

#### 2. Banquet and entertainment.

2.1 Expenses on business banquet and entertainment such as in the form of food and beverage or sports and other expenses directly related to business practices or as a commercial tradition

including providing business insight; all these can be done but must be spending reasonably and not affecting the decision in the operation or causing conflicts of interest.

### 3. Organizing CSR activities with government offices or government officials

- 3.1 Organizing CSR activities with government offices or government officials can be done as appropriate which must be done on behalf of the Company with the objectives in accordance with the Company CSR policy and proceed through the procedures set out by the Company and affiliates.
- 3.2 Organizing the CSR activities or any activities in the name of the Company and affiliates must exclude activities related to supporting the political parties.

### 4. Receiving gifts, souvenirs or any other benefits

- 4.1 Personnel of the Company and affiliates do not accept gifts, souvenirs or any other benefits in all cases and have a duty to notify the third party of the policy to refrain from receiving such gifts.
- 4.2 If there is a need to receive a gift, souvenirs or any other benefits and cannot return, each department shall appoint a responsible person to carry out the collection of such items and make donations to individuals or external offices for charity or public benefit, except:
  - 4.2.1 If it is a consumable item with an expiration date less than 1 month, it shall be under the discretion of the supervisor of the unit that receives the gift for handling.
  - 4.2.2 If it is a diary as a public relations media for the company, employees can receive it as a personal gift.
  - 4.2.3 In the case of receiving gifts or souvenirs, in the name of the organization to the organization such as signing a business contract, it can be done but such gifts or souvenirs must be the property of the Company.

### 5. Accepting offers for meetings, training, seminars and business visits using the suppliers' budget.

- 5.1 Accepting offers for meetings, training, seminars and business visits using the suppliers' budget can be done in accordance with the terms specified in the contract but must not have passive tourism in the activity. Accepting offers for meetings, training, seminars and business visits using the suppliers' budget but not specified in the contract, can be done if the offer is appropriate and beneficial to the Company and affiliates. This must be approved by the supervisor and in accordance with the Company and affiliates regulations.
- 5.2 Not accepting proposals for training, seminars that have travel characteristics without the intention of transferring knowledge.

### 6. Supporting travel expenses and other expenses for government officials

- 6.1 Supporting travel expenses and other expenses for government officials can be done as appropriate and in accordance with the regulations of the Company and affiliates.

### 7. Donation and support to government offices or government officials including charitable organizations.

- 7.1 Donations and support to any organization must be conducted under the following conditions:



- 7.1.1 Being a reliable organization and/or has been established legally.
- 7.1.2 The donation must be made in the name of the Company and affiliates in a transparent, legal manner and according to the regulations of the Company and affiliates.
- 7.1.3 Do not pay directly to government officials or any other person in the name of the person, unless there are details specified in the requesting letter and evidence of receipt in writing.
- 7.1.4 There should be a monitoring process to ensure that the donation/sponsorship has been used for the benefit of the public and/or in accordance with the objectives of such donation/sponsorship.

#### Category 4 Data disclosure and transparency

##### **4.1 Data disclosure**

In keeping with the policy to ensure operational and management transparency and accountability, and realizing the importance of accurate, comprehensive and early disclosure of significant data, the company has distributed various data and information via various in-house publications to keep investors and other relevant parties informed. In addition, data is also distributed by various channels of communication and Stock Exchange media, including disclosure of annual operating results 56-1 One Report and disclosure via the company's website: [www.kwc.co.th](http://www.kwc.co.th), which is updated on a regular basis.

Disclosure of data which the company deems to be significant shall include financial statements as well as various non-financial data that are required by the Securities and Exchange Commission, the stock Exchange of Thailand, as well as other significant and relevant data, namely, corporate governance policy and implementation, policy on directors' remunerations, directors' profiles, the Board of Directors' duties and performance.

##### **4.1.1 Corporate Governance and implementation policy.**

A written policy on Corporate Governance which has been approved by the meeting of the company's Board of Directors confirms the company's determination to conduct business operations in accordance with the principle of Good Governance, thereby ensuring management transparency, efficiency and efficacy, for the benefit and confidence of every stakeholder group. To ensure thorough understanding and consistent methods of implementation, the Human Resource Department is responsible for organizing training courses. The HR department will also follow-up on actual implementation, evaluation and subsequent adjustments to suit changing conditions. The company's Good Governance policy is also published on website: [www.kwc.co.th](http://www.kwc.co.th)

##### **4.1.2 Financial Statements and the Board of Directors' accountability for financial statements**

As the company's Board of Directors is accountable for the company's financial statements and consolidated accounts of the company and its subsidiaries in the annual report, the Board of Directors shall ensure that the abovementioned financial statements are prepared in accordance with generally accepted accounting practices, disclosure of significant data in the Explanatory Note attached to the financial statements is adequate and has been

inspected by authorized auditors, and duly audited by the Audit Committee. The Board of Directors has also prepared a Report on the Accountability of the Board of Directors for the financial statements as appears in Registration form 56-1 One Report under the section Financial Statements which precedes the Report of the Auditor

#### **4.1.3 Report on stakeholdings of Director, executives and relevant persons.**

The Company's Board of Directors has ruled that Directors, executives and relevant persons shall report their stakeholdings every time that these stakeholdings change, with a view to using such data to follow up on various matters such as interrelated transactions in accordance with the announcement by the Capital Market Commission No. Tor Jor. 2/2552 dated January 26, 2009, which pertains to reporting of stakeholdings by Directors, executives and relevant persons. The first such report undertaken on June 11, 2009, was submitted to the Chairman of the Board and the Audit Committee Chairperson within 7 working days counting from the day that the company received the report. The Board of Directors has ruled that all stake holdings of Director, executives and relevant persons shall be reported to the Board of Directors meeting on a quarterly basis.

#### **4.1.4 Report of shareholdings of Directors, executives and relevant persons**

The Company's Board of Directors has ruled that Directors and executives shall observe Section 59 of the Act of Securities and Stock Exchange B.E. 2535 regarding mandatory reporting of shareholdings in the company to the Office of the Commission on Securities and stock Exchange Supervision within the required period of time. Directors and executives shall also report such shareholdings to the Board of Directors at each quarterly meeting of the Board.

### **Directors and Executives' Securities Trading Policy**

#### **1. Introduction**

Krungdhep Sophon Public Company Limited ("the Company") aims for the transparent and fair treatment to all shareholders according to the Corporate Governance Code to attain the said intention. Therefore, the Board of Directors has prepared and adopted the Directors and Executives' Securities Trading Policy as the practical guideline accordingly.

#### **2. Objectives**

**This Policy's objectives are:**

- (1) To prescribe the Company's rules and practical guidelines relating to the directors and executives' securities trading.
- (2) To support the compliance of the directors and executives with the Securities and Exchange Act B.E. 2535 (1992) (the "Securities and Exchange Act") relating to the insider trading of the securities, and the Notifications of the Office of the Securities and Exchange Board (the "Office of the SEC") relating to Reporting the Directors and Executives' Securities Trading.

- (3) To maintain the confidence of the shareholders and investors in the Company's securities.

### 3. Scope

- (1) This Policy is applicable to the Company's directors and executives. In addition, the partial contents of the Policy also cover the spouse and underage child of the said persons.
- (2) This Policy covers the trading of the Company's securities listed in the Stock Exchange of Thailand.

### 4. Definition

Any statements or terms in this Policy are meant as follows unless the said statements will be otherwise expressed or described.

- (1) "Policy" refers to the Directors and Executives' Securities Trading Policy.
- (2) "Company" refers to Krungdhep Sophon Public Company Limited.
- (3) "Securities" refers to (ordinary and preference) shares and convertible securities, for instance, Debenture, Convertible Debenture, Warrants for Purchasing Shares, or Transferable Subscription Rights ("TSR"), Stock Options, Derivatives (for instance, Futures and Option), and other financial instruments which are tradable in the financial market.
- (4) "Trading" refers to the purchase, sale, transfer, or transfer acceptance of the securities and/or the legal benefits in securities, including exercise of the rights to purchase shares or exercise of the rights under Warrants for Purchasing Shares or Convertible Debentures.
- (5) "Inside Information" refers to the fact as the essence for making the decision on the securities trading which is not publicly disclosed. The samples of the inside information are as follows:
- a) Financial position and financial turnover.
  - b) Financial projections.
  - c) Dividend payment or non-dividend payment.
  - d) Change in credit rating.
  - e) Change in the securities' par value.
  - f) Call for securities redemption.
  - g) Business plan, including strategic plan, marketing plan and fund-raising plan.
  - h) Significant change in investment plan or investment structure.
  - i) Joint venture, merger, or sale of business.
  - j) Tender offer of other company's securities.
  - k) Purchase or sale of the key assets.
  - l) Information about the important new product.
  - m) Acquisition or loss of an important trade contract.
  - n) Important legal disputes.
  - o) Change in the Company's objectives.
  - p) Change in the significant accounting policies.
  - q) Change in the controlling power or significant change in the Board of Directors or top executive.

- (6) “Director” refers to the director of the Company.
- (7) “Executive” refers to the Managing Director, the person who holds the first four executive level office descending from the Managing Director and includes the person who holds the executive level office in the accounting or financial line in the level of department manager or equivalent of the Company (in the definition of the Office of the SEC).
- (8) “Persons designed by the Company” refer to the persons who are in the office or duty to perceive the inside information of the Company (including the spouse and underage child of the said persons). The sample of the persons who may perceive the insider information is as follows.
- a) Directors.
  - b) Executives.
  - c) Employees in the following work units of Accounting Department, Finance Department, Investor Relations Department and Company Secretary, Risk Management Department, and Marketing Department.
  - d) Every employee who attends the Board of Directors’ meeting and/or the Sub-Committee’s meeting in the agenda relating to the matters pursuant to Clause 4 (4).
  - e) Any other persons designated by the Company.

However, the Company Secretary is responsible for maintaining the Register of the Lists of Persons Designated by the Company and notifying the said persons for acknowledgement upon addition or deletion of the lists in said Register.

## **5. Duties and Responsibilities**

- (1) The Board of Directors assigns the Managing Director to have duty to govern this Policy to ensure that the persons designated by the Company strictly comply with the Policy.
- (2) The Company Secretary has the main duty to adopt this Policy for practice and follow up the effectiveness and clarify and reply to the queries.
- (3) The executives have duty and responsibility to assure that his/her subordinates are realized on the significance and understand this Policy, and strictly comply with the policy.
- (4) The directors and executives shall strictly comply with this Policy and communicate it to their spouse and underage children for acknowledgement.

## **6. Policy and Practical Guideline**

### **6.1 Prohibition of the insider trading of the securities**

The directors and executives must comply with the prohibition of the insider trading of the securities as prescribed in the Securities and Exchange Act in Section 241 “in purchasing or selling the listed securities in the Stock Exchange of Thailand, or securities traded in the Securities Trading Center, any person is prohibited to purchase or sell, or offer for purchasing or offer for sale, or persuade other person to purchase or sell or offer for purchasing or offer for sale of the listed securities in the SEC or of the

securities traded in the Securities Trading Center either directly or indirectly in the manners that likely to take advantage of the third party using the fact as an essence of the change in the securities price which is not publicly disclosed and perceived by him/her in the said position or status, and whether the said act will be performed for his/her own or other person's benefit or disclose the said fact to allow other person to perform the said act whereas he/she obtains the return."

## **6.2 Blackout period**

6.2.1 The person designated by the Company is prohibited to trade the Company's securities within the 30 (thirty) days period prior to quarterly and yearly disclosure of the financial statements and other period which will be periodically specified by the Company.

6.2.2 In a special situation, the person designated by the Company may sell the Company's securities during blackout period if he/she falls in the situations, for instance, a severe financial difficulty, or a requirement for observing the legal requirements, or falls under the judicial order, whereas the record specifying the reasons must be prepared and proposed to request the approval to:

- (1) The Chairman of the Board of Directors (in case where the seller is the director or the Company Secretary).
- (2) The Chairman of the Audit Committee (in case where the seller is the Chairman of the Committee).
- (3) The Managing Director (in case where the seller is the person designated by the Company and not the director and the Company Secretary). However, a copy of such a record shall also be delivered to the Company Secretary.

6.2.3 The Company Secretary shall announce a blackout period to the person designated by the Company for advance acknowledgement.

## **6.3 Securities holding reporting.**

### **6.3.1 First reporting**

- (1) The directors and executives are responsible for preparing Their, Their Spouse and Underage Child's Securities Holding Report in Form 59-1 (Attachment 1) of the Office of the SEC and delivering it to the Office of the SEC within 30 (thirty) days from the date of which they are appointed as the executive directors or auditors of the Company or the closing date of the public offering of the securities pursuant to the Securities and Exchange Act in Section 59.
- (2) The persons designated by the Company other than the director and executive are responsible for preparing the Group of the Companies' Securities Holding Report (Attachment 2) and delivering to the Company Secretary within 30 (thirty) days from the date of which the notification date of the Company Secretary.

### 6.3.2 Reporting upon changes

- (1) The first four directors and executives of the Company are responsible for preparing the Change of the Company's Directors' Securities Holding Report in Form 59-2 (Attachment 3) of the Office of the SEC and delivering to the Office of the SEC within 3 (three) working days from the purchasing, selling, transferring or transfer accepting date of the securities pursuant to the Securities and Exchange Act in Section 59.
- (2) The persons designated by the Company other than the director, executive and auditor are responsible for preparing the Change of the Group of the Company's Securities Holding Report Form (Attachment 4) and delivering to the Company Secretary within 3 (three) working days from the purchasing, selling, transferring or transfer accepting date of the securities.

### 6.3.3 Exception

The Change of the Company's Directors' Securities Holding Report Form must not be prepared in Form 59-2 for the change of the securities holding in the following cases.

- (1) Offering for sale of shares to the primary shareholders in the shareholding proportion (Rights Offering).
- (2) Exercise of the rights based on the converted securities.
- (3) Offering for sale of shares or exercise of the rights under Warrants for Purchasing Newly Issued Shares or Convertible Debentures to the directors or employees of the Company (Employee Stock Option Program ("ESOP")) or Warrants for Acquiring Securities from Employee Joint Investment Program ("EJIP").
- (4) Acquisition of the securities by legacy.
- (5) Transfer or transfer acceptance of the securities from depositing as the trading guarantee of the futures contract.

### 6.4 Trading of the securities not within the scope of trading the securities according to this Policy.

This Policy is not applicable in the case of entering into the securities holding or accepting the tender offer of the securities for a business takeover.

## 7. Penalty in Case of the Policy Violation

The director and executive who violated the said policy may be liable both for criminal and civil offence pursuant to the Securities and Exchange Act.

## 8. Policy Review

The Company Secretary must regularly review this Policy and propose to the Board of Directors for considering and approving in case of change.

## 9. Monitoring and Supervision of the Policy Observance

- The first four directors and executives from the Managing Director are designated to report the change of securities' holding to the Office of the Securities and Exchange Board (SEC) pursuant to Section 59 of the Securities and Exchange Act B.E. 2535 (1992) within 3 (three) working days from the purchasing, selling, transferring or transfer accepting date.
- The director and executives who purchase, sell, transfer, or accept the transfer of securities shall deliver 1 (one) copy of the said Report to the Company Secretary to be retained as evidence.
- The Company Secretary shall gather the Change of the Company's Directors' Securities Holding Report to be quarterly proposed to the Board of Directors' Meeting.

## 10. In the Case of Doubts

If the directors and executives have any questions or doubts relating to this Policy or are not sure that the inside information with the essence are publicly disclosed, or the securities can be traded in any situations, please contact the Company Secretary Department via the following channel.

Company Secretary Department

Krungdhep Sophon Public Company Limited

Address: 185, Rajaburana Road., Bangpakok, Rajaburana, Bangkok 10140

Tel: 02-871 3191 Ext. 229

E-mail: pawarisa@krungdhepsophon.com

### Report of shareholdings of Director

No	Directors	No of Shares held 2023	No of Shares held 2022
1	Mr. Chote Sophonpanich	*93,632	*93,632
2	Mr. Lau Ting Fai	167,040	90,000
3	Mr. Amorn Asvanunt	-	-
4	Mr. Pongchai Athikomrattanakul	-	-
5	Mr. Seksan Kiatsupaibul	-	-
6	Mr.Pawut U-Thasootorn	-	-
7	Mr. Darnp Sukontasap	-	-
8	Mr. Polchak Nimwatana	-	-
9	Mr.Sunti Tirapat	-	-
10	Mr. Subin Liengpunsakul	-	-
11	Miss Suthawan Sakkosol	-	-
12	Mr.Somsak Jaitrong	-	-
13	Mr.Chanchai Lamyordmakpol	-	-

\*Including related parties



## Report of shareholdings of Executives

No	Executives	No of Shares 2023	No of Shares 2022
1	Mr. Charoen Fongsataporn	-	-
2	Miss Sukanya Preechaharn	-	-
3	Mr. Deacha Sumeerang	-	-
4	Miss Pawarisa Kerdphoungaew	-	-

### 4.1.5 Remuneration and Payment to Directors and Executives Policy

To reflect the scope of duties and responsibilities of each director and high-level executives, the company has disclosed the remuneration policy for directors and executives. The company also declared the amount of remuneration that each director has received under Clause 7 Corporate Governance Structure and Information of Board of Directors, Sub-committee, Management, Employees and Others

### 4.1.6 Directors' profiles and performance

The company has disclosed the list of directors, independent directors and directors of various sub-committees, including the profiles of each director and information relating to the roles, duties and performance of the Board of Directors and sub-committees during the past year, in Clause 7 Corporate Governance Structure and Information of Board of Directors, Sub-committee, Management, Employees and Others

## 4.2 Relationship with investors

Recognizing the importance of accurate, comprehensive, and transparent data disclosure, including general data and data that have significant impact on the company's share price, the Board of Directors has distributed the abovementioned data and information to investors and relevant parties via various communication channels provided by the stock Exchange. The company is also in the process of developing an alternative data distribution method by using the company's Web Site to convey important information and news to shareholders and investors. Regarding Investor Relations activities, the company has delegated the duty of communicating with institutional investors, shareholders, analysts, and relevant public sector organizations, to the General Administrative Manager, who can be contacted at phone number 02-871-3191 Ext. 229. And: e-mail: infokwc@kwc.co.th

## Category 5 Accountability of the Board of Directors

### 5.1 Management Structure

Details are appeared in Corporate Governance Structure

### 5.2 Internal Controls and Risk Management

#### Internal Audit

The Board of Directors requires that every department, including business units and supporting

organizations, prepare written work procedures which shall be regularly audited by the Internal Audit Office to ensure that such procedures are actually implemented. The efficiency and adequacy of internal control shall be evaluated regularly. To ensure the independence and balancing role of the Internal Audit Office, the Board of Directors resolved that the Internal Audit Office should report directly to the Audit Committee on a regular basis according to set schedules.

## **Risk Management**

The Board of Directors has appointed a Risk Management Team to evaluate risk factors that may affect the company's business objectives, analyze events that trigger such risk factors, identify risk management measures while monitoring events that cause such risks, and recommend risk management measures to be included in the annual budget.

### **5.3 Business ethics**

The Board of Directors has prepared the "Ethics Handbook" for business operations, prescribing practices for directors, executives, and employees to adhere to in their operations and has compiled such guidelines to be documented with comprehensive information including treatment to employees, shareholders, customers, business partners, competitors, society and the environment as a whole. The Board makes sure that the ethics are strictly complied with and conducts a review yearly.

The Company has issued procedures of ethics for directors, executives, employees and subsidiaries in writing which are to be applied and followed as follows:

#### **The ideology of Krungdhep Sophon Public Co., Ltd.**

Krungdhep Sophon Public Co., Ltd., and its subsidiaries, all together are called "Krungdhep Sophon Group", has an ideology of business operation, namely:

##### **1. Committed to fairness.**

"Krungdhep Sophon Group" intends to conduct business honestly, morally, and ethically, using the best effort to develop the business and create good returns, providing high-quality services at reasonable prices, ensure the stability and profitability of the business operation in order to continuously benefit the shareholders' investment and sustainable for all stakeholders in a fair manner.

##### **2. Striving for excellence and believe in the value of people.**

"Krungdhep Sophon Group" aims to do everything towards the excellence in human resources. "Krungdhep Sophon Group" considers that employees are a valuable and important resource and therefore always adhering to the selection of those who are able to work and develop themselves to progress with the group, while creating stability and a strong commitment to employees to be confident to work with the group in a longer term.

##### **3. Hold on to social responsibility.**

"Krungdhep Sophon Group" conducts business by taking into account the duties and responsibilities towards the country, society and the environment.

## Ethics in doing the business of the Group.

"Krungdhep Sophon Group" has business ethics as follows:

### 1. Fairness to business stakeholders

"Krungdhep Sophon Group" treats fairly related to the business stakeholders whether they are buyers, sellers, partners, competitors etc.

### 2. Exploiting business benefits

"Krungdhep Sophon Group" does not want directors, executives, employees to receive or offer benefits to anyone that is contrary to ethics and laws.

### 3. Non-discrimination

"Krungdhep Sophon Group" treats relevant parties without discriminating against anyone due to differences in race, religion, nationality, gender, age or education background.

## Code of Conduct for Directors, Executives, and Employees

In order to comply with business ideology and ethics, "Krungdhep Sophon Group" therefore sets out the guidelines that uphold morality and honesty as follows:

### Policy on compliance with relevant laws and regulations

The companies in the "Krungdhep Sophon Group" are committed to respecting and complying with relevant laws and regulations wherever they enter the business and have set the policies as follows:

1. Directors, executives and employees must comply with local laws, regulations and respect local customs in the countries in which the company operates.
2. Directors, executives and employees must comply with the requirements of the Stock Exchange of Thailand and the Securities and Exchange Commission.
3. Directors, executives and employees must comply with the Company's regulations.
4. Directors, executives and employees must not help, support or cooperate, promote the avoidance of compliance with laws or regulations. Directors, executives, and employees must cooperate with the regulatory authorities and report information about violations or non-compliance with laws or regulations to the responsible office.

## Responsibility for the Company and property of "Krungdhep Sophon Group"

The property of "Krungdhep Sophon Group" means all movable and immovable property of "Krungdhep Sophon Group" including technology, academic knowledge, information, documents, rights, copyrights, patents and inventions and the confidentiality of "Krungdhep Sophon Group". Directors, executives, and employees have the duty and responsibility to use the property of "Krungdhep Sophon Group" to fully benefit and care to prevent loss to "Krungdhep Sophon Group" or not used for the benefit of oneself and others.

## Protecting company assets

The Company encourages directors, executives and employees to use the resources and assets of the company as efficiently as possible to increase competitiveness and provide good service to customers, by defining as follows:

1. Must use the Company's assets and resources economically and maximize benefits.
2. Must help to prevent any assets of the Company from being damaged or lost.

## Computer system usage policy

1. Krungdhep Sophon Public Co., Ltd. provides computer systems, computers, peripherals and applications in services related to business only. They are not allowed for use with the work that is not related to the business of Krungdhep Sophon Public Co., Ltd.
2. The rules for using this computer system and internet connection are considered as part of the operational requirements of all employees. If not complying, it shall be considered as a disciplinary offense.
3. Access to the computer system and internet connection of Krungdhep Sophon Public Co., Ltd. must follow the procedures for applying for permission. The direct supervisor of those who request to use the service shall be the applicant and perform according to the process of requesting access as specified by the Company.
4. Krungdhep Sophon Public Co., Ltd. does not support or allow the employees to commit the Computer Crime Act BE 2560 and other associated laws.
5. All employees are responsible for keeping computers and accessories in the condition that are able to use. The computers, programs, peripherals, additional information, including the employee password, are the property of Krungdhep Sophon Public Co., Ltd.
6. Users must understand and sign in order to confirm that they will comply with the computer system usage policy and connection to the Internet and if there is a change in this policy, users must study in order to understand and sign in to confirm once a year.
7. Krungdhep Sophon Public Co., Ltd. operates under Thai law. Therefore, the use of computer systems and internet connections shall comply with the Computer Crime Act BE 2560 and other complementary laws.

## Conflict of interest and confidential information

Keeping the interest of "Krungdhep Sophon Group":

Directors, executives, and employees should not do anything against the interests of the "Krungdhep Sophon Group", such as having any activities or actions that may cause the "Krungdhep Sophon Group" to lose benefits or gain less than they should or to share benefits from "Krungdhep Sophon Group" to others.

1. Directors, executives and employees must not undertake any business or investment which is a competition with the business of "Krungdhep Sophon Group".

2. Directors, executives and employees must not have or buy shares or become partners of companies or businesses that compete with "Krungdhep Sophon Group". In the case of directors, executive or employees or family members taking part in or being a shareholder in a business competing with the business of the Company or any business which may cause the conflict of interest, the Managing Director must be notified in writing.
3. Investment or shares that have before joining the Group or acquired by inheritance or giving. In the case that directors and executive and employees have invested or acquired a business that is competitive or may compete with the "Krungdhep Sophon Group" or have a competitor's stock before entering the "Krungdhep Sophon Group", the Group must be notified before joining the Group or in the event that the "Krungdhep Sophon" group has joined that business later, the Group must be informed immediately.
4. Directors, executives and employees holding Company shares must report when there is a movement of a purchase or selling shares of the Company every time to the Managing Director or Company Secretary.

#### Conflict of interest

"Krungdhep Sophon Group" considers that it is an important policy not to allow directors, executive or employees to take advantage of their being the directors, executives or employees to seek personal benefit. Therefore, prescribing the following practices:

1. Avoid making connected transactions that may cause conflicts of interest with the company.
2. In the event that it is necessary to make such transactions for the benefit of the Company, make the transaction as if doing transactions with third parties. The directors, executives or employees who have an interest in that item must not take part in the approval process.
3. In the case that it is considered a connected transaction under the announcement of the Stock Exchange of Thailand, directors, executive or employees must strictly comply with the rules, procedures, and disclosure of connected transactions of listed companies.
4. In the case of directors, executives or employees to be directors, partners or consultants in other companies or business organizations, that position must not be contrary to the interests of the Company and direct duties in the Company.
5. Working other than the work of the Company, the executives, the employees must fully devote themselves and time to the company. In the event of special tasks, executives and employees must get permission in a hierarchy by requesting approval from the Managing Director. For the Managing Director, he must request for the approval from the Board.

#### Receiving and offering benefits

1. Receiving benefits and financial involvement with business operators; Executives and employees will not request, receive or consent to receive money, items or other benefits from customers, contractors, consultants, vendors, suppliers of goods and services to the Company or from any other person

involved with doing business with the Company. In addition, executives and employees are not involved in financial matters such as joint venture or trade, not lending or borrowing, soliciting, using checks, exchanging cash, buying products, crediting, trading, renting, or creating commitments any financial obligation with these individuals.

2. The executive and employees must not offer any benefits to government officials, customers, trade unions or any other third parties that are motivated to do a wrongful act.
3. The executive and employees should avoid giving or accepting any gifts from partners or those who do business with them, except in festivals at a reasonable value and not related to business commitments.
4. Executives and employees should avoid giving or accepting banquet and entertainment in a way that is unusual, from the person that the Company does business with.
5. On the occasion of tradition, exchanging gifts with each other is normal. But, if employees receive gifts that are worth more than normal from people doing business with the Company, the employees must report to their hierarchical supervisors.
6. Giving and receiving gifts; The executives and employees in the Group should not give gifts to supervisors or receive gifts from subordinates.

### Keeping confidential information

Directors, executives and employees will not benefit themselves or others based on the information of "Krungdhep Sophon Group". The Company considers that it is the responsibility of directors, executives and employees to strictly keep the confidentiality of the Company, especially inside information that has not been disclosed to the public or information that affects business operations or stock prices. Therefore, prescribing the following practices:

1. Directors, executives and employees must not take the opportunity or information obtained from being a director or employee for self-interest or the others in doing business that is competing with the Company's or related businesses.
2. Not use internal information for their own benefit in trading the Company's shares or provide inside information to other people for the purpose of trading the Company's shares.
3. Not disclose the Company's business secrets to outsiders, especially the competitor, even after being the directors, executive or employees.
4. Directors, executives and employees must not buy company shares before the financial statements being published and 2 days after the financial statements are disclosed.

### Political rights

The Company encourages directors, executives and employees to exercise their rights as good citizens according to the law, but prohibits directors, executives and employees from participating in any activities that may lead to the understanding that the Company is involved or supporting a certain political party. The Company has defined the practice for the directors, executives and employees as

follows:

1. Should exercise their rights as good citizens according to the Constitution and other relevant laws.
2. Have the right to participate in political activities on their own behalf, not in working hours and not on behalf of the Company.
3. Not participate in any activities that may cause understanding that the Company is involved or provides political support to any party or group of forces.
4. Prohibit the use of the Company assets to support a particular party or any power group.

#### Opinions and interviews with the media

1. The Company assigns the Managing Director to be the authority in giving interviews or answering questions to shareholders, investors, media, and third parties. Other senior executives may provide information with permission from the Managing Director.
2. The Company assigns the investors relations to be responsible for communicating with shareholders, fund managers, investors and financial institutions.

#### Dealing with the stakeholders has 6 areas as follows:

##### (1) Policies and dealing with customers.

"Krungdhep Sophon Group" recognizes the importance of customer satisfaction towards the success of the Company's business. Therefore, it has the intention to seek ways to meet the needs of customers more efficiently and effectively at all times and has defined the following policies and practices:

1. Deliver products and provide quality services that meet or exceed the expectations of customers at fair prices.
2. Providing accurate and sufficient information and news in a timely manner for customers about the products and services without any exaggeration that causes customers to misunderstand about the quality, quantity, or conditions of those products or services.
3. Strictly complying with the terms and conditions to the customers. In the case of failing to comply with any conditions, the customer must be notified in order to jointly find a solution.
4. Contact customers with courtesy, efficiency and reliability.
5. Provide a system and process that allows customers to complain about the quality, quantity, safety of products and services as well as the speed of response or delivery.
6. Keep customers' confidentiality and not use it wrongfully for own benefits or related persons.
7. Provide advice on how to use the product and the Company's services effectively for the maximum benefit of the customers.

##### (2) Policies and dealing with employees.

The company in the "Krungdhep Sophon Group" recognizes that employees are the key to the success of achieving corporate goals. Therefore, it is the Company's policy to provide fair treatment in terms of opportunities, rewards, appointment, transfer and potential development. In order to comply with the said policy, the Company adheres to the following guidelines as a practice:



1. Treat employees with courtesy and respect for individuality and human dignity.
2. Provide fair compensation to employees.
3. Keeping the working environment safe for the life and property of employees.
4. Appointment and transfer include rewarding and punishing the employee in good faith and based on knowledge, capability and suitability of that employee.
5. Give importance to the development of knowledge and competency of the employee by providing thorough and consistent opportunities.
6. Listen to comments and suggestions based on the professional knowledge of employees.
7. Strictly comply with various laws and regulations related to employees.
8. Avoid any actions which are unfair and may affect the stability of the employee's job or threaten and create pressure on the mental state of the employee.
9. Allow employees to complain in the case that they are not treated fairly in accordance with the system and process specified.
10. Keeping the reputation of the company; Executive and employees have the right to freedom of conduct as personal matters but should avoid negatively affecting the image of the Company.
11. Executives and employees who are supervisors should behave in a respectful manner for employees and employees should not do anything disrespectful to the supervisors.
12. An important factor that makes people work together effectively is discipline, that is, compliance with rules and regulations, whether written or not, and having a conscious mind to behave like that consistently.

### (3) Policies and dealing with the shareholders.

"Krungdhep Sophon Group" recognizes that shareholders are the owners of the Company and the Company is responsible for creating long-term value for shareholders. Therefore, the Company has required the directors, executives and employees to follow these guidelines:

1. Perform duties with honesty, as well as deciding to take any action with a pure mind with care, prudence and fairness to major and minor shareholders for the maximum benefit of the shareholders as a whole.
2. Prepare the company status report, performance results, financial and accounting status, and other reports consistently and completely according to reality.
3. Inform all shareholders equally about the future trends of the organization, both positive and negative, based on feasibility, sufficient support and reasoning information.
4. It is prohibited to seek benefits for themselves and others by using any information about the Company which has not been disclosed to the public or taking any action in a manner that may cause conflicts of interest with the organization.

#### (4) Human Rights Policy

The Board of Directors strictly emphasizes on and respects to the principle of human rights and establishes the policy of the fair and equitable labor treatment, non-discrimination for the reasons of race, religion, sex, skin color, language, and lineage, and non-use of child labor and anti-sexual harassment. The Company is well aware that human resources are the key administrative factor in value addition and increase of output. The Company has improved the occupational environment and conditions to ensure that the employees have a good quality of life and have the opportunities to show their potential and drill and enhance their working skills. The employees are promoted to have knowledge and understanding of the principle of human rights for the proper implementation.

#### (5) Policies and dealing with suppliers and/or creditors.

"Krungdhep Sophon Group" has a policy that will treat partners and/or creditors equally and fairly by taking into account the best interests of the Company, based on fair compensation to both parties and avoid situations that cause the conflict of interest as well as comply with the covenant, providing true and accurate reports, negotiation, solving problems and finding solutions based on business relationships with the following guidelines.

1. Do not call or accept or pay any dishonest benefits in trading with partners and/or creditors.
2. In the event that there is information on whether to call or receive or pay any dishonest benefits, it must be disclosed to the partner and/or creditors to jointly resolve the problem fairly and quickly.
3. Strictly complying with various agreed conditions in the case of failing to comply with any conditions, the creditors must inform the creditors in advance in order to jointly find a solution.

#### (6) Policies and social responsibility

The companies in the "Krungdhep Sophon Group" have the policy to conduct business that is beneficial to the economy and society, local customs that unit of the company is located and is the company policy to be good citizen, complying with all relevant laws and regulations, striving to use continuous efforts to upgrade the quality of society, both by itself and in collaboration with the state and community, to strengthen the policies above.

The Company will return part of the profits to activities that contribute to society regularly and will instill the consciousness of employees at all levels to be social responsibility minded seriously and continuously in order to remain a good corporate culture in the long run.

#### Safety, Health and Environment

The companies in the "Krungdhep Sophon Group" are committed to conducting business based on safety, health and environment with the following guidelines.

1. The Company will comply with various laws and regulations in the safety, occupational health and environment of the country in which the company operates.
2. The Company will always maintain a safe working environment for the life and property of employees.

3. Executives and employees must seriously pay attention to all activities that will enhance the quality, health and environment.
4. The Company will disclose information directly about the relationship of the Company's operations to safety, occupational health and the environment.

The companies in the "Krungdhep Sophon Group" define the duties and responsibilities of all directors, executives and employees to understand and follow the policies and practices as set out in this Code of Conduct strictly not complying with voluntary practices and cannot claim for not to being aware of this ethics practice.

Executives at all levels in the organization must take care of and assume that it is important to ensure that employees under their command line understand and follow the ethics manual seriously.

### Receiving complaints on corporate governance and business ethics

The Company has appointed the Chairman of the Audit Committee, which is an independent director, to receive complaints on corporate governance and business ethics. The Company's employees can submit complaints on corporate governance and business ethics directly to the following address:

#### By Mail

Chairman of the Audit Committee  
Krungdhep Sophon Public Co., Ltd.  
185 Rat Burana Road, Bang Pakok Sub-district,  
Rat Burana District, Bangkok 10140  
E-mail: infokwc@kwc.co.th

### 5.4 Vision and Mission Statement

#### TOP of MIND is the Vision Statement to the Krungdhep Sophon PCL group of companies:

1. For our customers – Helping our customers to become effective in cost management and business processes through the design of our Solutions with the usage of best-in-class technology.
2. For our Employees – Accelerating individual capabilities using strength-based development programs.

#### The mission statements are written separately by group of companies as follow:

1. Krungdhep Sophon PCL – “Deliver VALUE to our customers by offering Sound Business and Technology Solutions in combination with IT provisions through our Group of Companies and ensuring Optimum Return on Stakeholders Capital” (Krungdhep Sophon PCL stakeholders are Customers, Employees, Shareholders, Suppliers and Society/Environment)
2. KWC Logistics – “Specializing in Warehouse and Wharf business to manage our customers businesses with accuracy, efficiency and highest effectiveness.”
3. Krungdhep Document – “As a Business Content Management Expert, KDC will provide Sound Customer Solutions by Delivering outstanding services through our professional employees with customer satisfaction.”

## The Corporate Core Values:

The Company upholds 4 new core values that have been cascaded down to all its Employees.

1. Service Excellence: Through the Innovative Use of Technology and Business Solutions Design

- 1.1 Utilize technology to support working within the organization to reduce cost and to increase the work with efficiency and effectiveness.
- 1.2 Continuously look for ways to get better results.

2. Professional Teamwork: Collaboration through “Touch Points”

- 2.1 Collaborate among all functions to achieve business results.
- 2.2 Perform as a representative of the company by taking good care of the company visitors.
- 2.3 Share the work development guidelines and be able to show the improvement in the area of responsibility.

3. Employee Development: Maximize Individual Potential

- 3.1 Continuously demonstrate self-development.
- 3.2 Maximize the potential by taking different assignments within the work function. Share the work development guidelines and be able to show the improvement in the area of responsibility.

4. Customer Orientation: Zero Disappointment

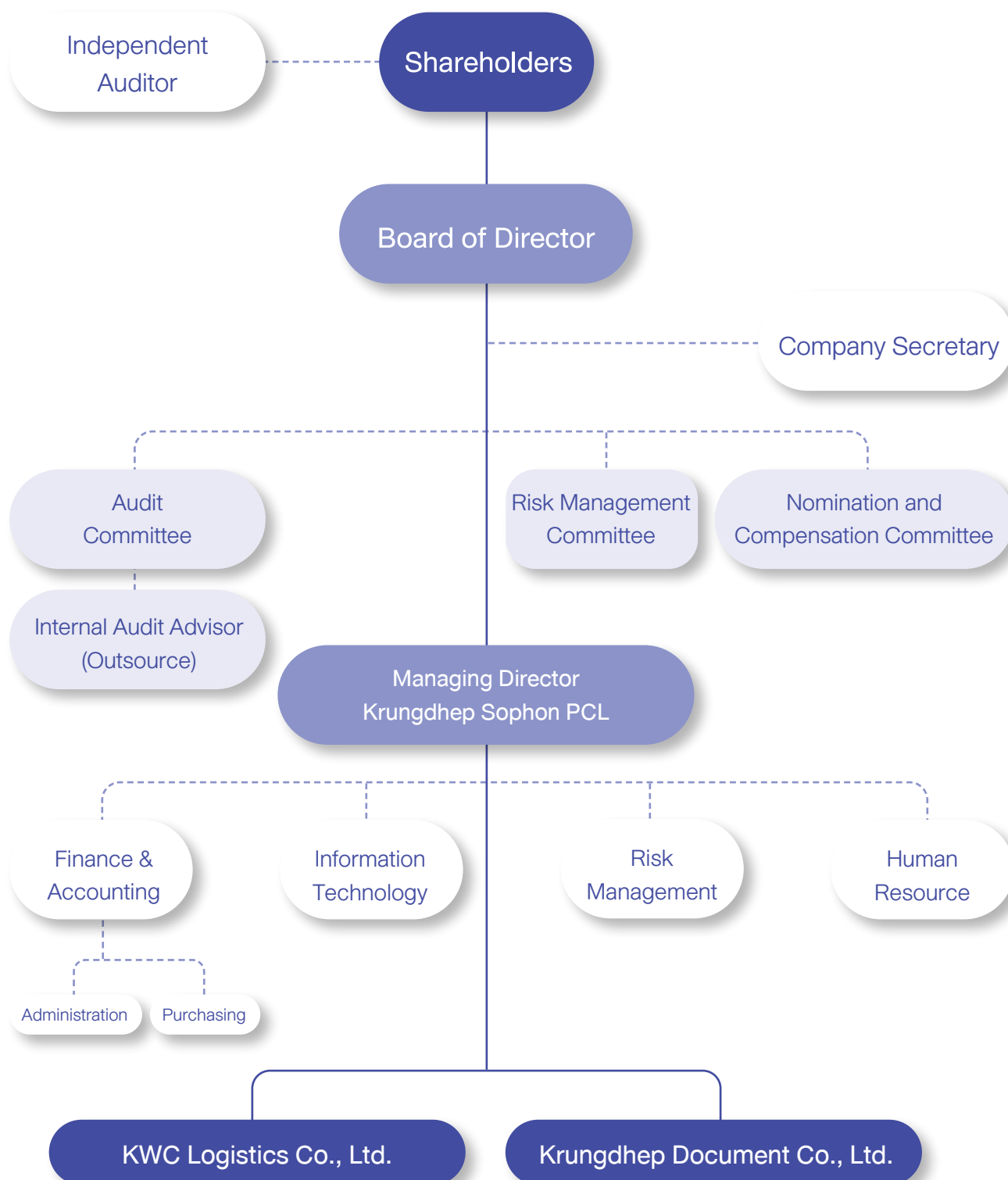
- 4.1 Provide service to the customers based on what has been agreed upon.
- 4.2 Seek for customers’ needs and exceed their expectations.
- 4.3 Continuously develop and improve customer services to maintain customer loyalty.

## 7. Corporate Governance Structure and Information of Board of Directors, Sub-committee, Management, Employees and Others



### 7.1 Corporate Governance Structure

#### Organization Structure



## 7.2 The Board of Directors

As of December 31, 2023, the Board of Directors of Krungdhep Sophon Public Company Limited is composed of 9 Members as follows:

No	Name of Directors	Position	No of Meeting of Directors
			No of Meeting held
			10
1	Mr. Chote Sophonpanich	Chairman	10/10
2	Miss Suthawan Sakkosol <sup>1</sup>	Independent Director Chairman of the Audit Committee	3/3
3	Mr. Amorn Asvanunt <sup>2</sup>	Independent Director Chairman of the Audit Committee Chairman of the Nomination and Compensation Committee Member of the Risk Management Committee	9/10
4	Mr. Pongchai Athikomrattanakul	Independent Director Chairman of the Risk Management Committee	9/10
5	Mr. Seksan Kiatsupaibul <sup>3</sup>	Independent Director Member of Audit Committee Member of Risk Management Committee	8/8
6	Mr. Pawut U-Thasoonorn	Independent Director Member of Audit Committee Member of the Nomination and Compensation Committee	10/10
7	Mr. Somsak Jaitrong <sup>4</sup>	Director Member of the Nomination and Compensation Committee	0/0
8	Mr. Lau Ting Fai	Director	8/10
9	Mr. Damp Sukontasap <sup>5</sup>	Director Chairman Executive Committee	9/9
10	Mr. Polchak Nimwatana <sup>6</sup>	Independent Director Chairman of the Nomination and Compensation Committee	7/7
11	Mr.Sunti Tirapat <sup>7</sup>	Independent Director Member of Audit Committee Member of Risk Management Committee	1/1
12	Mr.Chanchai Lamyordmakpol <sup>8</sup>	Director Managing Director	2/2
13	Mr. Subin Liengpunsakul <sup>9</sup>	Director Managing Director	8/8

Remark

1. Miss Suthawan Sakkoson resigned from the position of Independent Director and Chair of the Audit Committee, May 10, 2023.

2. The Board of Directors' Meeting No.3/2023 held on 10 May 2023 hereby resolved the following resolutions Appointment of Mr. Amorn Asvanunt as a Chairman of the Audit Committee, which shall be effective on May 11, 2023, onwards and retired from the position of Chairman of the Nomination and Remuneration Committee and resigned from being a member of the Risk Management Committee on August 9, 2023.

3. Mr. Seksan Kiatsupaibul resigned from the position of Independent Director and Member of the Audit Committee effective November 8, 2023.
4. Mr. Somsak Jaitrong submitted a resignation from the board member on 11 January 2023
5. The Board of Director Meeting No.1/2023 held on 18 January 2023 approved the appointment of Ph.D. Damp Sukontasap as the Company's director, effective on January 19, 2023, onwards. Replacing Mr. Somsak Jaitrong
6. Mr. Polchak Nimwatana was appointed as a director by the 2023 Annual General Meeting of Shareholders held on April 4, 2023. And the board of director meeting No.3/2023, held on 10 May 2023 has appointed Mr. Polchak Nimwatana as Independent Director effective from 10 May 2023 onwards.
7. The board of director meeting No. 9/2023, Approved the appointment of Mr.Sunti Tirapat as a Independent and Member of the Audit Committee replacing the resigned director, which will be effective from November 9, 2023, onwards. Replacing Mr. Seksan Kiatsupaibul
8. Mr. Chanchai Lamyordmakpol completed his term on April 4,2023 and submitted a resignation from the board member.
9. The board of director meeting No. 3/2023, dated May 10, 2023, Approved the appointment of Mr. Subin Liengpunsakul as a director and managing director replacing the resigned director, which will be effective from May 18, 2023, onwards. Replacing Mr. Mr. Chanchai Lamyordmakpol

## **Directors Authorized to Sign on Behalf of Krungdhep Sophon Public Company Limited**

Two directors jointly sign and seal the company.

## **Roles, Duties and Responsibilities of the Board of Directors**

The Board of Directors is duty bound to act in accordance with the law, the company's objectives and resolutions of the Shareholders' Meeting, including compliance with the criteria and regulations of the Stock Exchange of Thailand and the Exchange and Securities Commission.

The Board of Directors is accountable to the shareholders for the company's business operations and corporate governance in accordance with the management objectives and maximization of shareholders' benefit whilst taking into account the benefits of all stakeholder groups. The Board of Directors also gives consent on determination of the vision, mission, strategy, target, work plan, and budget of the Company, and establishes a mechanism of performance governance, monitoring, and evaluation in accordance with the setting target.

The Board of Directors appoints the Managing Director who functions as Chief Executive Officer and determines the remuneration rate. The Managing Director shall not hold the position of Chairman of the Board of Directors.

The Board of Directors have set the following scope of work as their duties and responsibilities to authorize:

### **1. Set up of Policies and Procedures**

#### **1.1 Human Capital Resources**

The Board of Directors have the authority to select and appoint key management resources and committees to help manage the business processes in accordance with the regulations of the Company:

#### **The Committees are:**

- Audit Committee
- Risk Management Committee
- Nomination and Compensation Committee

#### **Members of Management:**

- Managing Director of Krungdhep Sophon PCL
- Managing Directors of Krungdhep Document Co., Ltd.
- General Manager of KWC Logistics Co., Ltd.
- The Financial Controller or Chief Financial Officer
- Company Secretary
- Operations Manager



## 1.2 Businesses

The Board of Directors have the authority to approve policies and procedures to consider business strategies, business action plans, business budget, organization structure, salary structure, the company's compensation and benefit scheme and structure, and manpower requisition.

## 1.3 Finance

The Board of Directors have the authority to approve the annual budget laying out the targets on revenue, expenses and net profits, inclusive of:

- Capital expenditure (CAPEX)
- Operation expenditure (OPEX)

## 2. Regulate and Manage the Managing Director of Krungdhep Sophon PCL to manage the Company and its subsidiary units within the rules and regulations and targets as set up the board of directors.

### Related Parties Transaction Practice

In accordance with clause 89/2 of the Securities and stock Exchange Act (4th edition) B.E. 2551, the company's Board of Directors Meeting No. 3/2551 held on August 2008, considered and approved the principle of authorizing the management to approve transactions in case of the company or its subsidiary has transactions with their executive director (s) or related parties, assuming that these transactions are normal business transactions or transactions that support normal business undertakings under general trade conditions in the same manner that a conscionable person may transact with partner(s) joined by a general agreement under similar circumstances, subject to commercial bargaining power and without any influence to their status as director, executive or related party. In this regard, the management will submit Quarterly. Related transactions reports to the Board of Directors whenever any such transaction has been approved.

### Duties and Responsibilities of the Chairman of the Board

1. The Chairman of the Board or the person entrusted by the Chairman of the Board has duty to call the Board of Directors' Meeting by sending an invitation to the meeting at least 7 (seven) days (5 working days) in advance before the meeting date.
2. Play a role in mutually determining the meeting agenda with the Chief Executive Officer and the President to supervise the important matters to be filled as the agenda of the Board of Directors' Meeting.
3. Preside over the Board of Directors' Meeting and being a casting vote in the Board of Directors' Meeting.
4. Have the duty to efficiently control the meeting, adequately allocate the time for the Management to present data, support, and give the directors the opportunity to independently inquire and comment and control the discussion issue.
5. Promote the directors to perform their duties under the scope of authorities, duties, and responsibilities of the Board of Directors, and the related laws, and comply with the Corporate Governance Code, for instance, abstaining the resolution voting and leave the meeting room, upon consideration on the agenda of which the directors have the conflict of interests.

6. Control to ensure that the duty performance of the Board of Directors is efficiently taken place and achieves the main organizational objectives and goals.
7. Encourage the directors to attend the Shareholders' Meeting and preside over the Chairman of the Meeting to efficiently control the meeting and reply to the queries of the shareholders.
8. Supervise to ensure that all directors are involved in promoting to have the organizational culture with ethics and good corporate governance.
9. Strengthen good relationships between the executive directors and the non-executive directors, and between the Board of Directors and the Management.

#### **Duties and Responsibilities of the Managing Director**

1. Establish the goals, policies, strategic plans, business plans, visions, and missions, and propose to the executive directors before proposing the Board of Directors and carry out to attain the approved goals.
2. Govern and take responsibility on the Company's management and perform routine works in the ordinary course of business for the Company's benefit according to the objectives, articles of association, and work regulations, performance report, plans established by the Board of Directors' Meeting, and/or the Shareholders' Meeting under the relevant laws, and the scope of authority defined by the Board of Directors.
3. Command and issue the work regulations, rules, announcements, orders, and records to ensure the work performance according to the Board of Directors' policies.
4. Govern and monitor the operation of the management and the employees for complying with the policies, the set of regulations, and the work performance with the principle of good governance in doing the business and the business direction acquired from the Board of Directors.
5. Promote and develop the employee's knowledge, competence, and potential to enhance the organizational potential.
6. Consider nominating the consultants required for the Company's operations.
7. Have authority to recruit, appoint, remove, punish and dismiss the employees who are inferior to the department manager.
8. Seek for the business opportunities in terms of investment banking, investment, business consultant, and new businesses to increase revenues for the Company and the employees.
9. Consider approving the operating expenses / investment funds based on the financial limit approved and assigned by the Board of Directors.
10. Systemize the reliable accounting and financial and auditing reports and supervise the assessment process for the adequacy of the internal control, risk management, financial reporting, and monitoring to ensure effective compliance.
11. Solve the business problems and settle the conflict of interests inside the Company.

## 9.3 Sub-Committee

### Independent Director, Sub-Committee and Executives

#### Independent Directors

The Independent Director comprises of:

- |                                   |                      |
|-----------------------------------|----------------------|
| 1. Miss Suthawan Sakkosol         | Independent Director |
| 2. Mr. Amorn Asvanunt             | Independent Director |
| 3. Mr. Pongchai Athikomrattanakul | Independent Director |
| 4. Mr. Seksan Kiatsupaibul        | Independent Director |
| 5. Mr. Pawut U-Thasoonorn         | Independent Director |
| 6. Mr. Polchak Nimwatana          | Independent Director |
| 7. Mr. Sunti Tirapat              | Independent Director |

The company's Board of Directors has defined the term "independent director" the same as stipulated in the regulations of the Office of the Securities and Securities Exchange Commission (SEC) and Stock Exchange of Thailand (SET), as follows.

1. He/she shall not own shares in excess of 1 percent of the total shares with voting rights of the company, the parent company, subsidiary company, joint venture or legal entity that may have conflict of interest. In this regard, shareholdings of parties that are related to the independent director shall be included as shareholding of the independent director.
2. He/she shall not be, or shall not have been, director(s) that had participated in the management, employee, staff, advisor who receive regular monthly wage, or any person authorized to control the company, parent company, subsidiary company, joint venture company, same-level subsidiary, or any legal entity that may have conflict of interest, except in the case that the aforementioned status has been terminated no less than 2 years prior to their appointment.
3. He/she is not related by blood or by legal registration as father, mother, spouse, sibling or offspring, including spouse of offspring of company executives, major shareholder, or person with authority to control, or person who will be nominated as executive or person with authority to control the company or its subsidiary.
4. He/she shall not have or have had a business relationship with the company, parent company, subsidiary company, joint venture, or legal entity that may have conflict of interest that may hinder the exercise of free judgment. He/she shall also not be, or have been, a major shareholder, non-independent director or executive of persons that have business relationships with the company, parent company, subsidiary company, joint venture company or legal entity that may have conflict of interest, except in the case that the status has been terminated at least 2 years prior to their appointment.
5. He/she shall not be, or have been, auditor of the company, parent company, subsidiary, joint venture company or legal entity that may have conflict of interest, except in the case that the status has been terminated no less than 2 years prior to the day of their appointment.

6. He/she shall not be, or have been, provider of any professional services, including legal or financial consulting services for which remuneration more than Baht 2 million has been paid by the company, parent company, subsidiary, joint venture company or legal entity that may have conflict of interest. the event that the provider of any professional services is a legal entity, this requirement shall include major shareholder, non-independent director, executive or manager's shareholding by the provider of professional services except in the case that the status has been terminated no less than 2 years prior to the day of their appointment.
7. He/she shall not be directors that have been appointed to represent the company's director, major shareholder or shareholder that is related to the company's major shareholder.
8. He/she shall not have any other status that may hinder the expression of independent opinion in regard to the company's performance. Subsequent to the appointment as independent director in accordance with the criteria described in 1-8 above, the independent director may be authorized to participate in making a collective decision that concerns the undertakings of the company, parent company, subsidiary, joint venture company or subsidiary company with similar ranking, or legal entity which may have conflict of interest.

## Committees

The 3 Committees appointed by the Board of Directors to assist in overseeing corporate governance are as follows:

- (1) The Audit Committee
- (2) The Risk Management Committee
- (3) The Nomination and Compensation Committee

### (1) The Audit Committee

Composition and qualifications: The Audit Committee, comprised of 3 directors of the company who have the qualifications to serve as independent directors and have sufficient knowledge and experience to carry out the task of auditing the trustworthiness of financial statements, was appointed by the Board of Directors in accordance with the criteria of the Stock Exchange of Thailand.

No	Name	Position	Year 2023
			Meeting held
			4
1	Miss Suthawan Sakkosol <sup>1</sup>	Chairman of Audit Committee	2/2
2	Mr. Amorn Asvanunt <sup>2</sup>	Chairman of Audit Committee	2/2
3	Mr. Seksan Kiatsupaibul <sup>3</sup>	Audit Committee	4/4
4	Mr. Pawut U-Thasoonorn	Audit Committee	4/4
5	Mr. Sunti Tirapat <sup>4</sup>	Audit Committee	0/0

1. Miss Suthawan Sukkoson resigned from the position of Independent Director and Chair of the Audit Committee, May 10, 2023.
2. The Board of Directors' Meeting No.3/2023 held on 10 May 2023 hereby resolved the following resolutions Appointment of Mr. Amorn Asvanunt as a Chairman of the Audit Committee, which shall be effective on May 11, 2023, onwards. Replacing Miss Suthawan Sukkoson
3. Mr. Seksan Kiatsupaibul resigned from the position of Independent Director and Member of the Audit Committee effective November 8, 2023.
4. The board of director meeting No. 9/2023, Approved the appointment of Mr.Sunti Tirapat as a Independent and Member of the Audit Committee replacing the resigned director, which will be effective from November 9, 2023, onwards. Replacing Mr. Seksan Kiatsupaibul

On May 13, 2023, the Board of Directors appointed the entire Audit Committee which had completed its term of office to act as Audit Directors for another term. The term of office of this Committee is 3 years or no later than the tenure of the Company's Director, starting from May 2023 to May 2026.

In 2023, the Audit Committee held a total of 4 meetings by jointly meeting with the auditor and/or internal auditor, with the Management's meeting attendance according to the related agenda to consider the audit work and/or internal audit work. Additionally, the Audit Committee held meetings with the auditor or the internal auditor without the Management's meeting attendance to support transparency in hearing opinions and advice.

**Duties and responsibilities:** The audit committee has the scope of duties and responsibilities to the Board of Director on the following matter.

#### 1. Approval of the Financial Statements

The Audit Committee attended the meeting with the auditor to consider and approve the quarterly financial statements and financial statements for 2023 of the Company and its subsidiaries, which have been verified and audited by the auditor and approved on an unqualified basis by the auditor before proposing the Board of Directors for approval consideration.

In the opinion of the Audit Committee, the financial report has properly and fairly presented the Company's financial position and performance in materiality according to the Thai Accounting Standards and the information has been adequately disclosed.

#### 2. Verification of the Related Party Transactions

The Audit Committee has verified the reasonableness of the related party transactions that may cause a conflict of interest between the stakeholders and the Company and its subsidiaries. The verification is regarded as the main agenda in the Audit Committee's Meeting. The Audit Committee has also verified the said disclosure of information to be complete and proper. In the opinion of the Audit Committee, the related party transactions that occurred during the year have been normal business transactions of the businesses and taken place for the Company's benefit, and the information has been completely disclosed.

#### 3. Verification of Internal Control and Risk Management Systems

In 2023, the Board of Directors appointed and hired Dharmniti Public Company Limited as the person who perform the duty of internal audit, verification, and assessment of the adequacy and appropriateness of internal control and risk management systems according to the internal audit standards under the approved audit plan and monitoring to ensure the improvement and correction under the suggestions of the audit result report. The consulting company is the person who performs internal audit work for the Company and its subsidiaries.

However, the internal audit results did not reveal indications of corrupt practices or faults that might cause significant damage to the financial statements. In the opinion of the Audit Committee, the Company has had an internal control system to ensure that the risk can be managed at the appropriate and acceptable level.

#### 4. Supervision and Suggestion of Internal Audit Work

The Audit Committee is independent of supervising the audit operation, suggestion, and verification of the internal audit plan for 2023, as well as monitoring and considering the update of the internal audit plan to be always suitable for the situations.

In the opinion of the Audit Committee, the Company's internal audit system is adequately and appropriately independent, covers important activities, and also sustains the development of being more effective in supporting the changing businesses.

#### 5. Performance Reporting

The Audit Committee reported the quarterly performance to the Board of Directors and proposed opinions and suggestions that are useful for the Management's management to ensure that the Management appropriately takes the suggestions to consider improvement and correction. Moreover, the Audit Committee has also conducted a self-assessment of the Audit Committee's performance to further take the results to be the guidelines for the operation development.

#### 6. Review of the Audit Committee Charter

The Audit Committee has reviewed the Audit Committee Charter to be consistent with the Good Corporate Governance Policy of the entity under the requirements of the Stock Exchange of Thailand at least once a year.

#### 7. Consideration of the Auditor Appointment

The Audit Committee considered selecting the auditor and remuneration and proposed to the Board of Directors for presenting the shareholders for approval on appointing the Company's auditor for the year 2024 and resolved the appointment of EY Office Company Limited as the Company's auditor.

The Board of Directors Meeting No. 4/2023 on November 1, 2023, approved the Charter of the Audit Committee. The Audit Committee has reviewed these charters and announced on November 1, 2023, the charter is reviewed regularly and also appointed Company secretary as secretary of the Audit Committee.

### (2) Risk Management Committee

**Composition and qualifications:** The Risk Management Committee comprises 3 directors of the company who have been selected and appointed by the company's Board of Directors

No	Name	Position	Year 2023
			Meeting held
			4
1	Mr. Pongchai Athikomrattanakul	Chairman of the Risk Management Committee	4/4
2	Mr. Amorn Asvanunt <sup>1</sup>	Risk Management Committee	3/3
3	Mr. Seksan Kiatsupaibul	Risk Management Committee	4/4

1. Mr. Amorn Asvanunt resigned from being a member of the Risk Management Committee on August 9, 2023.

On May 13, 2023, the Board of Directors appointed the entire Risk Management Committee which had completed its term of office to resume as members of the Risk Management Committee for another term. The term of office of this Committee is 3 years or no later than the tenure of the Company's Directors, starting from May 2023 to May 2026.

In 2023, the Risk Management Committee held total of 4 meetings to perform the duties according to the scope of authority entrusted by the Board of Directors.

#### Duties and responsibilities

1. Establish the risk management policy and guideline of the Company and its subsidiaries and propose to the Board of Directors for considering on the overall risk management, covering all the following types of key risks that may affect the Company's operations: 1) Strategic Risk, 2) Operational Risk, 3) Financial Risk, 4) Legal and Regulatory Risk, 5) Human Resource Risk, 6) Digital and Technology Risk and 7) Emerging Risk
2. Appoint the Risk Management Working Group by nominating the executives and employees of the Company and its subsidiaries.
3. Assess the adequacy of risk management and supervise the Risk Management Working Group of the Company and its subsidiaries and execute according to the risk management policy and Key Risk Indicator as defined by the Risk Management Committee.
4. Monitor the performance and advise for promoting the development of more efficient and effective enterprise risk management.
5. Review the Charter of the Risk Management Committee already approved by the Board of Directors.
6. Report the execution in terms of risk to the Board of Directors at least twice a year after the Risk Management Committee's Meeting is held.

The Steering Group on Risk Management (comprised of the Executive Management team) shall present a summary report to the Risk Management Committee at least twice yearly, for consideration and presentation to the Board of Directors of the company. At present, all the operational units have made joint analysis and evaluation of risks, along with continuous preparation of a risk management action plan. Improvements and developments have also been made to reduce risks that may impact on the company's operations.



### (3) Nomination and Compensation Committee

**Components and Qualification of the Committee:** The Nomination and Compensation Committee consists of 3 members of the Board of Directors appointed.

No	Name	Position	Year 2023
			Meeting held
			7
1	Mr. Amorn Asvanunt <sup>1</sup>	Chairman of Nomination and Compensation Committee	2/2
2	Mr. Polchak Nimwatana <sup>2</sup>	Chairman of Nomination and Compensation Committee	5/5
3	Mr. Somsak Jaitrong <sup>3</sup>	Nomination and Compensation Committee	1/1
4	Mr. Pawut U-Thasoonorn	Nomination and Compensation Committee	7/7

1. Mr. Amorn Asvanunt resigned from being Chairman of the Nomination and Remuneration Committee. Effective from 11 May 2023 onwards.

2. Mr. Polchak Nimwatana appoint as an independent director and chairman of the Nomination and Remuneration Committee. Effective from May 10, 2023 Replacing Mr. Amorn Asvanunt

3. Mr. Somsak Jaitrong resigned from being a member of the Nomination and Remuneration Committee. Effective from January 11, 2023

The Board agreed and approved the Nomination and Remuneration Committee Charter, for their duties, responsibilities, and practices which the Board of Directors assigned to the Nomination and Remuneration Committee can perform their duties fairly. appropriate and transparent principles of good corporate governance provide confidence to all stakeholders.

In the year 2023, the Nomination and Remuneration Committee held a total of 7 meetings and performed its duties and responsibilities as entrusted by the Board to execute

#### Duties and responsibilities

1. Consider selecting and nominating the qualified person to be elected as the Company's director in replacement of the director who must retire by rotation to the Board of Directors, to be proposed to the General Meeting of Shareholders for considering the election, as well as supervise the Board of Directors to have the size and composition that are suitable for the business operation.
2. Review the remuneration of the Company's directors and members of the Sub-Consideration be appropriate based on the entrusted duties, to be proposed to the Board of Directors for considering and proposing the Meeting of Shareholders for the approval consideration.
3. Consider screening and selecting qualified people to be appointed as the director, Company Secretary, top executive, and person with management authority, and propose to the Board of Directors for considering the appointment approval. The variety of knowledge, competency, and experiences in different fields are appropriately considered in order to contribute to reinforce, promote, and carry forward the corporate business to achieve the setting goals.
4. Propose the policies, rules, and procedure for nomination and determination of remuneration including other benefits of the Company's directors, and the Company's top executives and persons with the management authority.

5. Consider suggesting a perspective policy relating to the Company's determination of remuneration and benefits.
6. Usually review the Charter of the Nomination and Remuneration Committee once a year to be appropriate for the changing environment.

## 7.4 Executives

### 7.4.1 Executives comprise.

No	Name	Position
1	Mr. Subin Liengpunsakul	Director and Managing Director Krungdhep Sophon Public Company Limited
2	Mr. Charoen Fongsataporn	Financial Controller Krungdhep Sophon Public Company Limited
3	Miss Sukanya Preechaharn	Senior Manager Human Resource Krungdhep Sophon Public Company Limited
4	Mr. Deacha Sumeerang	Risk Management Manager Krungdhep Sophon Public Company Limited

### 7.4.2 Remuneration for directors and executives

#### Policy on directors' remuneration

In 2014, Teruels'd of Directors has appointed the Nomination and Remuneration Committee, and determined the policy, rule and procedure for the nomination, remuneration and other benefits of the director, Managing Director, and the member of the sub-committee. The Nomination and Remuneration Committee shall assist in governing the remuneration to be transparent at the appropriate level, considering the scope of duties, roles, and responsibilities of the Board of Directors and each sub-committee, and time allocation to perform the duty with the Company. The said remuneration shall be adequate to motivate the nomination of director and the retention of good director to willfully perform his/her duties and dedicate himself/herself to creating usefulness for the Company. In addition, the payment of the director/committee member's remuneration in the group and the size of the companies with similar business is considered in comparison in accordance with the regulations and policies related to the remuneration of the director/committee member and managing director.

#### Remuneration Policy for high level executives

It is the company's policy to pay suitable but not excessive remunerations to high level executives, considering the scope of responsibilities and duties of each executive according to the expectations or the company's target, and the economic value of the task. Towards this end, a salary structure has been prepared along with a wage payment plan, to ensure appropriate and fair remuneration that can motivate and compare with other companies in a similar line of business and in accordance with relevant laws and regulations. The remuneration package is within the regulations of the company and in line with the business performance of the company.

### 7.4.3 Directors' remuneration

#### Monetary compensation

1.1 Remuneration for 9Company's directors in the amount of 3,874,166.66 Baht and Audit Committee 3 persons the amount 720,000 Baht

1.2 Remuneration for The Nomination and Remuneration Committee and Risk Management Committee in the amount of 860,000 Baht (Remuneration in the form of meeting allowance).

Type of Remuneration	Monthly Remuneration (Baht/Month)	Meeting Allowance (Baht/Time)
1) The Director's Remuneration		
- Chairman of the Board	75,000	
- Director	25,000	
- Chairman Executive Committee	75,000	
2) The Sub-Committee Member's Remuneration		
2.1 Audit Committee		
- Chairman of the Committee	30,000	
- Member	15,000	
2.2 The Nomination and Remuneration Committee and Risk Management Committee		
- Chairman of the Committee		40,000
- Member		20,000

The Annual General Meeting of Shareholders for 2023 held on April 4, 2023, resolved to approve the determination of the director's remuneration for 2023 not exceeding 5.5 million Baht. The said remuneration includes monthly salary and meeting allowance. Remuneration of the sub-committees for the Chairman of the Committee are as follows.

No	Name	Board of Committee	Audit Committee	Nomination and Compensation Committee	Risk Management Committee	Total
1	Mr. Chote Sophonpanich	900,000.00	-	-	-	900,000.00
2	Miss Suthawan Sakkosol	108,333.33	130,000.00	-	-	238,333.33
3	Mr. Amorn Asvanunt	300,000.00	230,000.00	80,000.00	60,000.00	670,000.00
4	Mr. Pongchai Athikomrattanakul	300,000.00	-	-	160,000.00	460,000.00
5	Mr. Lau Ting Fai	300,000.00	-	-	-	300,000.00
6	Mr. Seksan Kiatsupaibul	256,666.67	154,000.00	-	80,000.00	490,666.67
7	Mr. Pawut U-Thasootorn	300,000.00	180,000.00	180,000.00	-	660,000.00
8	Mr. Darnp Sukontasap	855,000.00	-	-	-	855,000.00
9	Mr. Polchak Nimwatana	222,500.00	-	280,000.00	-	502,500.00

No	Name	Board of Committee	Audit Committee	Nomination and Compensation Committee	Risk Management Committee	Total
10	Mr.Somsak Jaitrong	25,000.00	-	20,000.00	-	45,000.00
11	Mr.Chanchai Lamyordmak	77,500.00	-	-	-	77,500.00
12	Mr. Subin Liengpunsakul	185,833.33	-	-	-	185,833.33
13	Mr. Sunti Tirapat	43,333.33	26,000.00	-	-	69,333.33
	<b>Total</b>	<b>3,874,166.66</b>	<b>720,000.00</b>	<b>560,000.00</b>	<b>300,000.00</b>	<b>5,454,166.66</b>

Remark: Refer to 2023 AGM, Directors' remuneration was approved at 5.5 million baht. Actually, used according to the shareholders' meeting 5,454,166.66 Baht.

## 7.5 Human Resources Capital

### 1. The total number of Employees of the Company and its Subsidiaries as of December 31, 2023

Staff	2023	2022	2021
Male	112	117	127
Female	60	55	61
<b>Total</b>	<b>172</b>	<b>172</b>	<b>188</b>

#### 1.1 Employees male classified by age (unit: person)

Year	2023	2022	2021
Less than 30 years	36	40	42
Between 30-50 years	59	60	65
Between 30-50 years	17	17	20

#### 1.2 Employees female classified by age (Unit: person)

Year	2023	2022	2021
Less than 30 years	17	10	16
Between 30-50 years	38	40	44
Between 30-50 years	5	5	1

### 1.3 Total number of employee positions in the company and subsidiaries (units: people)

Company	Position	Permanent Employees (person)	Temporary Employees (person)
Krungdhep Sophon PCL.	Executive	3	
	Accounting	6	
	Procurement	3	
	HR	4	
	Risk Management	2	
	Finance	4	
	Secretary	2	
	IT	1	
KWC Logistics Co., Ltd.	Executive	1	
	Customer Service	3	
	Operation	3	
	Administration	12	
Krungdhep Document Co., Ltd.	Executive	1	
	IT	10	
	Business Development	9	
	Operation	89	13
Total		153	18

Note: -

- Full-time employees refer to employees who receive remuneration in the form of regular monthly salary.
- Temporary employees refer to employees who work daily and receive wages that are higher than the daily minimum wage rate determined by labor laws.

### 1.4 Employees male Classified by position (unit: person)

Position	2023	2022	2021
Operation	102	108	118
Executives	4	4	5
Senior Executives	6	5	4

### 1.5 Employees female Classified by position (unit: person)

Position	2023	2022	2021
Operation	58	53	60
Executives	2	2	1
Senior Executives	0	0	0

## 2. Employees' remuneration

**2.1 Salary and Bonus:** In 2023, financial remuneration of the employees of the Company and its subsidiaries consisting of (Unit: Baht)

Type	2023	2022	2021
Salary	87,371,542.88	72,787,419.40	113,235,962.38
Bonus	9,210,462.45	7,844,615.68	7,368,663.53
Total	96,582,005.33	80,632,034.08	120,604,625.91

### 2.2 Employee compensation classified by gender (Unit: Baht)

Remuneration Salary and Bonus	2023	2022	2021
Male	70,256,971.86	56,364,592.45	65,696,569.93
Female	26,325,033.47	24,267,441.63	54,908,055.98
Total	96,582,005.33	80,632,034.08	120,604,625.91

### 2.3 Contributions to the Provident Fund in 2023

Employees of the company and its subsidiaries paid up 5-10 percent of their salary into the Provident Fund Which the company has contributed into the fund 5-10 percent of salary to the Provident Fund for Employees. (Unit: Baht)

	2023	2022	2021
Provident Fund Contribution	4,222,271.88	4,027,985.43	3,920,760.68
Total Number of the Employees (Persons)	172	172	188
Number of the PVD-Participative Employees (Persons)	162	162	155
Proportion of the Member Employees (%)	94.18	94.18	82.44

### 2.4 Other Employees' benefits granted.

In addition to remuneration in the form of salary, contributions to the Provident Fund, overtime pay, living expenses, diligence reward, etc., The company also grants other employee benefits such as group life and health insurance, office uniforms, annual health check-up.

## 3. Human Resources Turnover during the last 3 years

- In 2023, a total of 31 employees resigned and retired and 44 new employees were hired.
- In 2022, a total of 40 employees resigned and retired and 36 new employees were hired.
- In 2021, a total of 36 employees resigned and retired and 34 new employees were hired.

### 3.1 Employees who voluntarily resigned, classified by gender (unit: people)

	2023	2022	2021
Total number of employees who resigned voluntarily	22	28	21
Number of male employees who resigned voluntarily	15	23	15
Number of female employees who resigned voluntarily	7	5	6

## 4. Significant labor disputes that occurred during the last 3 years

- none

## 5. Employee Development

### 5.1 Human Resources Capital Policy

The company supports and promotes personnel development at every level and in all aspects including Management, Technical skills, Information Technology, Safety and Health, with a view to providing knowledge and capability needed to maximize operational efficiency, which will in turn improving the Company's Professional standing and ensure future International Standardization

### 5.2 Employee training programs

There were both Internal and External Skills Development Training for management and employees scheduled in 2023 as follows:

#### Internal Learning programs are comprised of 4 courses:

- 1.Workshop Peter F Drucker
- 2.Awareness Training
- 3.ISO 9001:2015
- 4.Safe of forklifts

#### External training for 32 courses as follows:

- 1.Overview of Financial Reporting Standards, Class 1-66
- 2.IT Security and Cybersecurity Management
- 3.Refreshment Training Program (RFP) 9/2023
- 4.Labor Law for Personnel Management
- 5.Tax issues and tax-accounting documents for purchasing work.
- 6.Importance Accounting Records regarding Income, Expenses and Correct Practices according to Financial Reporting Standards
- 7.Taxes for Tax Accountants for the Whole System
- 8.Negotiation Techniques for Purchasing
- 9.Effective Communication and Coordination Techniques
10. Consolidated Financial Statements Workshop (New Course in 2023)
11. The Art of Communication, Instruction, Coaching, Controlling, and Assignment for Supervisors
12. Deferred Tax, Accounting Procedures according to TAS 12 and Calculation Using Microsoft Excel



13. Withholding Tax and Hot Issues of e-Withholding Tax, Two Systems of Withholding Tax
14. Effective Contract Drafting and Negotiation Strategies
15. Techniques for Debt Collection over the Phone (Workshop)
16. Enterprise Risk Management
17. Human Resources Management Profession Act
18. Data Analytics for Business No.5
19. Service Design in the Digital Age No.12
20. Advanced Firefighting
21. TU X TDA Co-certificate program in Business Data analytics
22. Safety Officer - Supervisor Level
23. Programming in C# with visual studio
24. Work instruction Step-by-Step in practices.
25. Creation of Dashboard Using Excel PivotTable (New Course in 2023)
26. Voice of Customer VOC Customer Insight
27. Techniques for Dealing with Customer Complaints in Providing Services
28. Safety Committee
29. Use of Forklift (2IN1)
30. Handling and Managing Customer Complaints
31. Professional Training and Follow up
32. Port Security Supervisor

**Online training for 9 courses as follows:**

1. Formulas, Statistics and Reports for Analysis in Human Resource Management
2. Establishment of Competency and Preparation of Employee Development Plan (IDP) in the Unit
3. Business Analysis - Becoming a Business and Economic Analyst, Class 83
4. Data Analytics Bootcamp
5. Effective Work Planning & Monitoring
6. Efficient warehouse management and inventory control
7. Psychology in Communication to Enhance Relationships and Working Efficiency
8. Techniques for Speaking with Customers to Make an Impression
9. Port Master Course

**5.3 Average training hours for employees (Unit: hours/person/year)**

	2023	2022	2021
Average number of training hours for employees	8.30	6	6

**5.4 Expenses for training knowledge and developing employees (Unit: Baht)**

	2023	2022	2021
Expenses for training knowledge and developing employees	541,340.75	424,297.00	119,733.00

## 6. Operational Security

The Company is aware of the significance of operational security whereas the guideline of practice is established to attain the security objective as follows.

6.1 The company sends employees and executives to attend training related to the operational security for recognition and awareness on the operational safety, such as the course of the operational security officer, as well as the security training at all levels required by law. in accordance, the company also organizes practical training on fire prevention and regular dockyard drills on a quarterly basis in accordance with the government regulations. At present, the company docks' compliance with ISPS Code has been certified by SOC.

6.2 The Company improves the environment in the work area to upgrade both service and security in the workplace.

- Improve warehouse building by replacing asbestos roofing tiles with metal sheets.
- Improve electrical system in the Company's area.
- Install guidepost and define the vehicle route in warehouse area.
- Apply the technology to support security surveillance.
- Yearly inspect the dock's structural strength and plan the repair.

## 7. Safety, Occupational Health and Environment

The company is focused to conduct business in compliance to socio economic requirements and standard pertaining to safety, occupational health and environment as follow:

7.1 The Company will follow the regulations and procedures in relation to safety, occupational health and environment with the following process:

- Appoint a professional safety officer to oversee, analyze, and improve safety, occupational health, and environment.
- provision of annual safety plan to the Department of Labor and Welfare
- develop professional safety manuals and provide professional safety knowledge training to employees.
- announce, publish and post symbols in relation to hazard/danger awareness and symbols in relation to safety, occupational health and environment.
- Prepare a signboard showing the statement of the employer's and the employee's rights and duties in the business establishment.
- Send the employees to participate in training in safety, occupational health, and environment-related courses such as supervisory safety officer, standard of the building electrician, and safety on use of forklift.
- create signs with information on duties and responsibilities of employer and employees on safety, occupational health and environment provide training courses of safety specialist and senior technical safety specialists to qualified employees.
- announcement and appoint safety, occupational health and environment committee.
- implement annual fire drill together with first aid process.
- collect analytical data and statistics on professional in safety.

7.2 The Company is committed to provide safe work environment to the lives of its employees and their assets with the following details:

- provision of safety equipment and gear that meets industry standard for employees to wear and protect during work such as safety belt, safety shoes, safety gloves, illuminating vests or jacket, and masks.
- develop action plan on evaluation of work safe environment such as on light, sound, and heat.
- Improve the environment and working area to reduce the operational risk such as goose step and vehicle routing / printing section area separation from working area, installation of air filter system in operational area.
- Examine and share the operational area applying technology of VMS system and barrier gate system.

7.3 Management and employees are committed to and support activities in promoting quality occupational health and environment.

7.4 The company will disclose information openly. About the relationship of the operations of the Company to safety, health and the environment.

7.5 Company has set up safety, occupational health and environment committee at workplace to ensure sufficient and appropriate facilities pertaining to safety, hygiene, and protect the losses to both employees and employers, by providing strict guidelines on how to conduct work in a safety manner, eliminating accident and incident on premise, and elimination of disease contamination within workplace, as follow:

- hold a safety, occupational health and environment committee meeting at least one time per year.
- provide safety policies and procedures with signed approval from authorized management team and circulate the policies to employees.
- Monthly survey safety and environment in workplace by safety, occupational health, and environment working group.
- develop safety plans to submit to safety, occupational health and environment committee to be trained in safety committee training courses.

## 7.6 Other Important Information

### Company Secretary

The Board of Directors has appointed Miss Pawarisa Kerdphoungkaew to be the Corporate Secretary. The responsibilities and duties of the Corporate Secretary include the following:

1. To prepare and collect the following documents as required by the Securities and Stock Exchange Act, namely,
  - Directors' registration
  - Notification of the Board of Directors' meeting, report of the Board of Directors' Meeting and the company's Annual Report
  - Notification of the Shareholders' Meeting and Report of the Shareholders' Meeting

2. Collating and maintaining reports on stake holdings submitted by directors or executives to the Company Secretary. Dispatching copies of the reports of stake holdings to the Chairman of the company and Chairman of the Audit Committee within 7 days from receiving date of the reports.
3. Maintaining Shareholders' registration, Articles of Association, regulations of the company, and other matters related to shareholders in compliance with laws and regulations.
4. Organizing Board of Directors' meetings, shareholders' meetings in accordance with the laws and regulations of the Stock Exchange and the Securities and Exchange Commission, and all relevant public company law.
5. Undertaking any other activities in accordance with notifications issued by the Capital Market Supervision Committee, and other activities assigned by the company's Board of Directors.

### **Topmost Person in Charge of the Accounting and Finance Line**

The Board of Directors has appointed Mr. Charoen Fongsataporn, who has knowledge and competency in accounting and finance to assume the Financial Controller Position to hold the topmost executive position in the Accounting and Finance Line and have the following duties and responsibilities.

1. Establish and review the work plan, manpower plan, workforce development plan, and budget according to the Company's policy, and develop and improve the work method of the Department to be efficient, as well as communicate to the staffs for acknowledgement and observance.
2. Select the personnel with the suitable knowledge, competency, and experiences for the position to work, and develop workforce to have knowledge and competency for efficient work performance, as well as prepare workforce in replacement to be ready and adequate for the departmental workload in each period.
3. Judge, allocate, and assign works which are consistent and suitable for workload and the staff's qualification to the staff.
4. Follow up, screen, audit, and control the work performance, give counsels and advice to, and solve the problems for the staffs to ensure the efficient success of work and achievement of the setting target, as well as continuously report the follow-up and progress result for the departmental work performance to the superior for acknowledgement, and suggest the useful opinions to the superior for the decision support.
5. Justly appraise the performance and consider feat or penalties of the staff according to the criteria determined by the Company.
6. Attending the executive level meeting, the Board of Directors' meeting and other meetings as entrusted by the superior and determined by the Company, and properly and completely report the superior and transfer to the staff for acknowledgement.
7. Efficiently contact and coordinate with both internal and external persons and work units to perform work to achieve the goals and maintain the benefit and reinforce the good image of the Company.

8. Manage and verify the documentary correctness and completeness, and sign for approving the operating expenses according to the rules of the Company and supervise and control the departmental expenses to be in an appropriate level and consistent with the setting target within the approved budget and suggest the guideline of the Company's expense reduction.
9. Supervise and govern the departmental staffs to have discipline and work properly according to the rules of the Company and behave himself/herself as good model for the Company's staffs.
10. Reinforce morale and good attitude of the departmental staff toward the organization and strengthen the good relationship between the staff at all levels.
11. Plan the accounting, finance, and purchasing works, and systemize to be consistent with the operating guidelines of the Company.
12. Control the accounting preparation and audit the account closing of the Company to be proper according to the stipulated practical guideline.
13. Control and develop the preparation of the related tax report for filing to the related administrative agencies using E-Tax Filing.
14. Supervise the purchasing to be proper according to the purchasing rules and authority to comply with the system properly and transparently.
15. Analyze and assess the financial position of the Company and manage the working capital for the maximum benefit of the Company.
16. Plan the financial management in the investment projects of the Company and conduct the feasibility study on the Project's finance and return.

### **Bookkeeping Supervisor**

In the organization structure of the Company, the supervisory level officer in the Chief Accountant Position, namely Miss Piyawan Chaiwong, who has knowledge and understanding on the Company's accounting system, has been appointed to assume the Chief Accountant Position to supervise the bookkeeping and have the following duties and responsibilities.

1. Prepare the report of the monthly/annual financial statements, gather the financial report on schedule, and submit the financial report on time.
2. Take responsibility on controlling the account and finance, verify and approve the transaction and tax deduction documentations, proper bookkeeping according to Thai Accounting Standards, preparing the proper accounting transactions according to Thai Accounting Standards and taxation, and approving according to the Company's rules.
3. Control works in the financial department to be honest and transparent according to the Company's rules, and regularly carry out a spot check on the cash counting, and efficiently develop the working system to be modern all the time.
4. Examine the tax reports, and properly deliver taxes to the Revenue Department's deadline.

5. Properly and completely deliver the annual financial statements to the Department of Business Development, Ministry of Commerce within the specified period.
6. Properly prepare annual budget to be completed on schedule and control and supervise the use of budget according to the policy, and the spending under the proper request for approval.
7. More efficiently develop the projects other than above and properly and quicker performs works under the responsibilities.
8. Monitor the corrections, suggestions, and issues specified by both external and internal auditors in the Audit Report to be revised, and periodically report the superior about the work progress and monitor the corrections and improvements of the issues and enable to specify the completed corrected and improved works and the remaining works together with reasons.
9. The Work/Property Inspection and Acceptance Committee properly and completely inspects and accepts works as required by the Company, raises the issues in case of problems in inspection and acceptance for each case.
10. Other work assigned by the superior.

## Audit Fee

### (1) The Audit Fees are as follows:

Name	2023	2022
Krungdhep Sophon Public Company Limited	720,000	720,000
Krungdhep Document Public Co., Ltd	410,000	440,000
KWC Logistics Co., Ltd	300,000	330,000
<b>Total</b>	<b>1,430,000</b>	<b>1,490,000</b>

\*Subject to the consideration and approval of the Shareholders Meeting

**(2) Non-Audit fees such as travelling expenses and other related expenses:** Actually, paid in 2023, amount 67,000 Baht.



### 8.1 Development of directors and executives

#### Knowledge and understanding of duties to be performed.

Realizing the important role of the Board of Directors in ensuring that the rights of all stakeholder groups are exercised correctly and equitably to enhance the confidence of all stakeholder groups and long-term growth prospects of the enterprise, the company has selected knowledgeable and capable people with excellent work experienced to serve as directors on the company's Board of Directors. These directors are responsible for supervising the implementation of various rules and regulations, approving business plans and setting up standards of corporate governance, determining future direction and strategies of the company.

The Company establishes a policy to support its directors and executives to participate in seminar and training of the courses which are useful for the duty performance, organized by the Thai Institute of Directors, the SET, or other independent institutions for the continuous improvement of their operations, and utilization of their knowledge with the Company and the Company's business group accordingly.

In 2023, the Company's director and top executive for two persons participated in training in the courses Follows:

No.	List of the Directors and Executives	Couse Title	Course Organizer
1	Mr. Subin Liengpunsakul	Director Certification Program 348/2023	Thai Institute of Directors Association (IOD)
2	Mr. Charoen Fongsataporn	<ul style="list-style-type: none"> <li>- TLCA CFO CPD 1/2566 Economic Update for CFO</li> <li>- TLCA CFO CPD 2/2023 Risk Management for CFOs</li> <li>- TLCA CFO CPD 3/2023 Fintech (Fintech) financial technology</li> <li>- TLCA CFO CPD 6/2023 What is the future of the CFO role?</li> <li>- TLCA CFO CPD 8/2023 Guidelines for issuing and offering debt instruments to preserve the environment.</li> <li>- Economic and Business Update Series No.1</li> <li>- Insight in SET (No.2)</li> </ul>	<ul style="list-style-type: none"> <li>- Thai Listed Companies Association (TLCA) and The Securities and Exchange Commission</li> <li>- Thai Listed Companies Association (TLCA) and The Securities and Exchange Commission</li> <li>- Thai Listed Companies Association (TLCA) and The Securities and Exchange Commission</li> <li>- Thai Listed Companies Association (TLCA) and The Securities and Exchange Commission</li> <li>- Thai Listed Companies Association (TLCA) and The Securities and Exchange Commission</li> <li>- Stock Exchange of Thailand &amp; Market for Alternative Investment</li> <li>- Stock Exchange of Thailand &amp; Market for Alternative Investment</li> </ul>



### Combining or separating executive positions

The Chairman of the Board shall not be the same person as the Managing Director to ensure separation of responsibilities for policy planning, corporate governance, and administration, and to prepare training courses for executives' development.

### Executive's succession and development planning

To prepare for executive positions, the company has prepared an executive development plan by selecting executives from every department on the basis of outstanding performance and potential to accept higher responsibilities. Success of this development plan will be followed up for the purpose of considering annual promotions.

### Training and education

The company encourages directors and executives to participate in training programs and workshop seminars so as to improve their knowledge which can be applied for the benefit of stakeholders in keeping with the Good Governance policy.

### The Board of Directors' Meeting

The Company schedules the meeting date and determines the regular meeting agenda for the Board of Directors' Meeting in advance in each year. The Company Secretary will schedule the meeting date and the regular meeting agenda for the meeting year-round in advance from the year-end period prior to the meeting in the following years to allow the directors to allocate their time and attend the meeting. Generally, the Board of Directors' Meeting will be organized every 1.5 months on the third Wednesday of the month, and may be changed, or the appointment may be additionally made for the Board of Directors' Meeting as appropriate. Each director must at least attend the Board of Directors' Meeting for 75% of the number of the meetings yearly organized, unless the appropriate reason and necessity.

A quorum of the Board of Directors' Meeting consists of directors, not less than two-thirds of total directors. The number of the Board of Directors' Meetings shall be consistent with the obligations, duties, and responsibilities of the Board of Directors. However, during the last 2023, the Board of Directors convened a total of 10 meetings and the non-executive directors had an opportunity to convene one meeting without the meeting attendance of the Management on November 8, 2023.

In selecting the issue to be filled as the agenda of the Board of Directors' Meeting, the Chairman of the Board, and the Managing Director shall mutually consider the significance and necessity. However, each director can freely propose the issues to be filled as the agenda of the Board of Directors' Meeting.

The Company Secretary is responsible for holding the meeting and sending the invitation letter for the meeting, meeting agenda, and meeting documentation to the directors at least 5 (five) days in advance prior to the meeting date to allow the directors to have sufficient time for considering the information prior to the meeting attendance, except emergency. Each director can request additional information from the Company Secretary and is independent to propose the issues on the meeting agenda.

### Holding of the director office by the director at other companies

The Board of Directors realizes the significance of efficient duty performance as the directors of the Company. Therefore, the number of the companies of which each director will hold the office shall be appropriately determined due to the possibility on decrease in the efficiency of duty performance as the director of the Company in case where the number of the companies of which the director holds the office are excessive as follows.

- Each director of the Company (except the executive director) shall hold the director's office in other listed companies for not more than five companies without exception.
- An executive director shall hold the director's office in other listed companies for not more than two companies.
- In the event where any director of the Company holds the director or executive office in another company, he/she shall notify the Board of Directors for acknowledgement.

The director of the Company is unable to enter as the partner or enter as the director in other private company or public limited company that operates the business of which the business condition is similar to and competitive with the Company's business, unless advance notification to the Shareholders' Meeting prior to the appointment resolution.

Every new entering director must disclose his/her external activities and interests upon assuming the director's office. In addition, every director has a duty to report his/her activities and inform the change in the information (if any) relating to the external interests for the Company's acknowledgement.

### Performance evaluation of the Board of Directors on individual board basis

The Board of Directors yearly conducts a performance evaluation of the Board of Directors for the whole board and report an evaluation result to the Board of Directors for acknowledgement whether and how in the past one-year period, the operation is complete and suitable under the scope of the authority and in accordance with the Corporate Governance Code. The performance evaluation result shall be used for the improvement and correction in the following year. However, the Company Secretary shall collect and summarize the result for the Board of Directors' acknowledgement.

A performance evaluation form of the Board of Directors on an individual board basis has been developed from the self-evaluation form of the SET. The evaluation topics are classified into four main categories consisting of: 1) Structure and Qualification of the Board of Directors, 2) Roles, Duties, and Responsibilities of the Board of Directors, 3) Board Meetings, 4) Performance of the Board of Directors 5) Relationship with Management and 6) Director development Each category consists of 48 sub-topics under self-evaluation form of the Board of Directors.

The summary on the self-evaluation of the Board of Directors on an individual basis for 2023 indicated the total average score level of all categories at 95.73%

## Performance evaluation of the directors and members of the sub-committees on an individual person basis.

In 2023, the Board of Directors conducted a performance evaluation of the directors and the members of the sub-committees on individual person basis, focusing on utilization of the evaluation result for improving the duty performance of the Board of Directors. A self-evaluation was scheduled to be conducted once a year. However, the Company Secretary collected and summarized the result for the Board of Directors' acknowledgement.

The summary on the self-evaluation of the Board of Directors on individual member basis (self-evaluation) for 2023 indicated total average score level of all categories at 95.20%

## Self-evaluation of the sub-committees

In 2023, three sets of the sub-committees under the governance of the Board of Directors conducted a self-evaluation on their performance for the whole committee and reported the evaluation result to the Board of Directors.

The Audit Committee, the Nomination and Remuneration Committee, and the Risk Management Committee used evaluation forms to conduct self-evaluation on their performance for the whole sub-committee. The said evaluation form contains the queries which are classified into four categories as follows: 1) Structure and Qualification of the Committee, 2) Sub-Committee Meetings, and 3) Roles, Duties, and Responsibilities of the Sub-Committees. 4) Report of the sub-committees the self-evaluation on their performance for the whole committee of the Audit Committee, the Nomination and Remuneration Committee, and respectively. cement Committee indicated the total average score level of all categories at 97.81% 92.97% and 98.83% respectively.

## The evaluation of the Corporate Governance Report of year 2023

As the Stock Exchange of Thailand supports the Institute of Director to conduct survey and evaluate the good corporate convergence of registered public companies in year 2023, the Company has received a scoring of 74%

## Selection criteria for the director of the Company

In selecting and considering a qualified and suitable candidate to be nominated as the director and from giving the minor shareholders and major shareholders the opportunity to nominate, the said nomination must be passed for the consideration of Board of Directors. The director of the Company must be qualified consistency with the determined laws and criteria whereas the differences in sex, tribe, race, nationality or native land are not taken to be a qualification limitation. In addition, the Company also gives precedence to the matter of the director's independence, potential conflict of interests with the Company, competency, and expertise of the Company's Board of Directors.

## Orientation of the new director

The Company organizes a talk from the Managing Director and top executives on the nature of business operation, and guidelines of the business conduct, the relevant regulations and information which is necessary and useful for the duty performance. A Welcome Package for TOP's New Board of Director is prepared as the information which is useful for working and contains the key information, such

as schedule of the Board of Directors' Meeting, history and business of the Company, guideline of the business conduct, strategic plan, latest achievements, Corporate Governance Code and Business Code of Conduct Manual, Charter of the Sub-Committees, Independent Director Manual (for independent director), etc.

### **Evaluation of the Managing Directors' Performance**

The Board of Directors acknowledged the evaluation result of the Managing Director's performance. The evaluation was performed by the non-executive directors using the evaluation topics according to the guideline of the Stock Exchange of Thailand, consisting of the following topics: 1) leadership, 2) formulation of strategies, 3) strategic compliance, 4) financial planning and performance, 5) relationship with the Board of Directors, 6) External Relationship, 7) Management and Personnel Relationship, 8) Succession, 9) Product and Service Knowledge, and 10) Personal Characteristics.

The overall evaluation result of the Managing Director's performance has been for 2023 indicated total average score level of all categories at 81.10% whereas the Company intends to yearly evaluate the Managing Director's performance according to the Good Corporate Governance. However, the next evaluation of the Managing Director's performance will be performed in 2024.

### **8.2 Overseeing the operations of its subsidiaries.**

Krungdhep Sophon Public Company Limited has two subsidiary companies mentioned in the General Information Section. Such 2 subsidiary companies are under the business operation control via the Board of Directors of the Company appointed 3 company Director (one is a Managing Director of Krungdhep Sophon Public Company Limited) and 2 Executives being Director of KWC Logistics Co., Ltd. and Krungdhep Document Co., Ltd. agree to hold meetings every 1.5 months (or as needed) to help accelerate decision making processes. With reference to the working frame of the Board of Directors, the Board of Directors have full authority to direct the business goals including budget, operation and other transactions of both subsidiaries.

### **Compliance with the Corporate Governance Code for Listed Companies 2017**

The Board of Directors has understood the roles, duties, benefits, and principles of the Corporate Governance Code for Listed Companies 2017, whereby the Board of Directors has suitably applied the Corporate Governance Code to the contexts of the Company. The Corporate Governance and Risk Management Committee, which is deemed a subcommittee with the duty to supervise and monitor to ensure the Company's compliance with the Corporate Governance Code to promote and support the Company's business operations conducive to the sustainable value creation, requires that the appropriateness of compliance with the Corporate Governance Code shall be reviewed at least once a year. The Board of Directors has then authorized the Corporate Governance and Risk Management Committee to consider and evaluate the application of the same for proposal to the Board of Directors for further consideration.

The Board of Directors shall have the duty to establish the Company's visions and missions so that its executives and staff intend to perform their work in the same direction. In 2023, the Board of Directors considered reviewing and approving the visions, missions, strategies, goals, and directions of business

operations of the Company, including review of significant policies to ensure that they shall be appropriate and consistent with the business operations in accordance with the Corporate Governance Code.

The Board of Directors has monitored and supervised to ensure the Company's strategies shall be practically implemented. In the Board of Directors' Meeting on a quarterly basis, the Board of Directors has followed up the management team's performance, which is required that there shall be report on performance and operational results of the Company, particular in respect of the financial goals and action plans, to achieve the formulated strategies.

### Compliance with the Corporate Governance Code in other Matters

The Company has complied with the Corporate Governance Code for Listed Companies to achieve assessment in various aspects. The Company received the "Good" rating from corporate governance assessment in the Corporate Governance Report of Thai Listed Companies 2022 from the Thai Institute of Directors Association (IOD). The Company has conformed to all principles of the Corporate Governance Code for Listed Companies 2017, except for the following:

1. The composition of the Nomination and Remuneration Committee: It should be consisted mainly of independent directors (more than 50 percent): The Board of Directors establishes the composition of the Nomination and Remuneration Committee of the Company that it shall be comprised of four members, out of which not less than half shall be independent directors which have leadership, vision, independence in making decisions, skills and experience which are useful for the Company, prudence, honesty and dedication of their time to performance of their duties in an adequate manner.
2. The composition of the Board of Directors required that more than 50 percent of the Board shall be independent directors: The structure of the Board of Directors shall consist of persons engaging in the business and in various other fields, which have qualifications, skills, experience in administration and operating works which are useful for the Company, and shall include independent directors which have at least qualifications under the requirements stipulated by the SEC Office and the Stock Exchange, namely, there must be at least one-third of the total number of directors as independent directors but not less than three persons. The Chairman of the Board of Directors shall not the same person as Managing Directors.

### Control of inside information

The Audit Committee performs the duties to ensure the appropriate and effective control of inside information and internal audit, review the financial report of the company is accurate and reliable, consider the related party's transaction or the transaction that may have the conflict of interest to comply with the law and regulations of the Stock Exchange and relevant laws governing the business. This is to ensure that those transactions are reasonable and beneficial to the Company, inform the Management to correct deficiencies found with the Audit Committee deems appropriate. The internal audit consultant is free to perform their internal audit duties and evaluate the efficiency and sufficient of internal control. In addition, the company aims to encourage the Internal Audit Department to conduct the audit in accordance with international standards and use of COSO Internal Control Integrated Framework. The company provided training to its executives and employees and its subsidiary companies' executive and employees in

respect to the corporate governance, risk management, internal control, and internal control self-evaluation so that the performance and all departments of the company and its subsidiary companies can test and evaluate the sufficiency and efficiency of internal control system within the organization. The Board of Directors is to ensure the Internal Audit Department is independent and request any report to be made directly to the Audit Committee.

The company has presented the Audit Committee Report as appeared in the 56-1 One Report.



## 9. Internal Control and Related Parties Transactions

### 9.1 Internal Control

The Company has a Risk Management Committee which has been appointed by the Board of Directors to consider and manage the risks of the business operation of the Company and the subsidiaries. The Company emphasizes the following 7 major risks which impact its business operation:

1. Relationship with external persons: The Company realizes the importance of communication and knowledge sharing with outsiders including customers, suppliers and the public, which may have great influence on the Company's policy on new business. Website will be used most effectively. Seminars will be arranged to share knowledge with customers. Products will be presented in a variety of trade exhibitions. Customer visits will be done to give information to and take requests from customers. meetings will be held to exchange information, needs and possible solutions to problems to support each other's task.
2. Strategic Risk: Each year, the management continually monitors and analyzes the changes caused by external and internal factors affecting the business operations, both short and long term. Also set strategic and business plans including budgets in order to drive business growth and customer demand. These plans will be proposed to the Board of Directors for the Company direction and its subsidiaries. It will be communicated to all employees, customers and stakeholders to ensure the operation is going in the same direction.
3. Information Technology: The Company sees the importance of an Information Technology System. IT systems are the key to business driven both internal and external.
  - The Company has a great system for customers, which is RSSQL application used for archive management. It can be called real-time service. Also, we have digital archive system where customers can search documents stored in the Company's digital system very conveniently, which definitely meets their digital archive requirements. Data is accessible very quickly, accurately and safely. Access has been developed to ensure better security and efficiency.
  - For external audit, the Company establishes the software system of Transport Management System (TMS), which is the system used in the transportation system management of the business, contributing to the system management, planning, detail of transportation, vehicle and employee control, and report of the transporting vehicle position, with an electronic program.
  - Internal: The Company has established the online meeting holding policy for the external service providers, such as Supplier, Vendor, and Customer, so as to be consistent with the Covid-19 pandemic prevention situation and to replace the primary form of the meeting.
  - Due to an increase in the current external business competition, the Company has opened a channel for the customers to ensure accessibility to their data deposited with the Company or retrieve for service usage through an Online System. Cyber, the opportunity for attack and cyber threat impact has been simultaneously given through Internet System, resulting in the likelihood of data leakage risk and customer impact. Therefore, the Company invested in Risk Prevention

Systems. In addition, the Company purchased cyber insurance as a guarantee in the event of a state of emergency to mitigate the cyber-attack impact.

- The Company has the policy to use IT systems to manage the movement of documents and data within the organization, to reduce paper usage and use more IT systems in order to access information that is necessary for operations to increase efficiency and providing services to customers faster. The subsidiaries have set the standard for the security of customer information with ISO / IEC 27001 standard Which has been continuously certified.

- External: The Company has established the online meeting holding policy to be adopted inside the organization for contributing to enhance the working efficiency of all work units so as to be consistent with the Covid-19 pandemic prevention situation and to replace the primary form of the meeting.

4. Natural Disaster and Crisis Prevention System: The Company has the policy to respond to natural disaster by making emergency response plan and business continuity plan (BCP) to ensure that, in case of natural disaster or crisis, the Company will be able to continue its business operation without problems. This plan has been practiced with customers on a regular basis.

5. Human resources: The Company emphasizes development of personnel at all levels. Therefore, annual personnel development plan has been made for all executives and employees by focusing on development according to the duties of each division along with development of skills and knowledge such as IT, English proficiency and team working.

6. Safety standard: The Company focuses on taking care of the places and property of customers as well as work safety according to ISO 45001:2018. Therefore, we provide personal protective equipment to employees, establish work process safety, implement technology to ensure work safety and determine the workplace according to the importance of customer data and measures to restrict access to each area to enhance safety of customer's property and data.

7. Personal Data Protection Act (PDPA): The Company has established the personal data protection policy and appointed the working group and the officers in charge of processes to ensure the governance and protection of personal data to avoid the leakage of personal data.

### Personal Data Protection Policy (PDPA)

The Company has established the Personal Data Protection Policy to clarify the details and procedure for managing and processing personal data under the Company's possession and supervision to ensure maximum security which is compliance with the Personal Data Protection Act B.E. 2562 (2019), hereinafter referred to as the "Personal Data Protection Law". Therefore, the Company has announced the Personal Data Protection Policy as follows:

#### Clause 1 Definition

- Personal Data means the person-related data that is directly or indirectly identifiable but particularly excludes the deceased's data.
- Data Subject means you who is a natural person.
- Data Controller means Krungdhep Sophon Public Company Limited, KWC Logistics Company



Limited, and Krungdhep Document Company Limited, hereinafter collectively referred to as the “Company”.

- Data Processor means a person or a juristic person who operates the collection, use, or disclosure of your personal data according to the Company’s order.
- Data Protection Officer means a person or a juristic person who performs the duty of auditing the Company’s operation or the Data Processor, including the employees or the contractors of the said person about the collection, use, or disclosure of the personal data to ensure legality.

## **Clause 2 Source and Personal Data Collected by the Company**

The Company shall collect personal data from you, or other sources of data as follows:

- 2.1 Personal data includes name, surname, title, age, sex, date of birth, age, photograph, blood group, nationality, religion, date of birth, data from personal background, education, position, career duty, shareholding data, Identification Card Number, and Passport Number, name card, shareholding proportion, signature, marital status, personal data of family member, criminal record, health checkup data, biometric data, photographs from phone camera, Closed Circuit Television, etc.
- 2.2 Contact data includes Telephone Number, address, country, identification account via Digital Identity Account, and profile pictures, including other data that is part of the profile related to the said Digital Account, etc.
- 2.3 Sensitive data includes your religious data appearing in identification card and/or ethnic-related data appearing in authentication documents, etc.
- 2.4 Financial data includes Bank Account Number, Taxpayer ID Number, etc.
- 2.5 Technical data includes E-mail, password, usage data of applications, Facebook, other technical data acquired from the use of online data, etc.
- 2.6 Other data other than stated in Clause 2.1-2.5.

Furthermore, the Company may request you to provide the personal data of your related persons, such as the personal data of the father, mother, husband, wife, or child. The Company shall supervise those personal data under this Policy.

## **Clause 3 Objective of Collection, Use, or Disclosure of Your Personal Data**

- 3.1 For necessity to the following normal business operations of the Company
  - 3.1.1 To operate the business for developing and leasing immovable properties and investing in subsidiaries.
  - 3.1.2 To operate the warehouse and wharf business.
  - 3.1.3 To operate the document depository and management, document scanning, and electronic document management service businesses.
  - 3.1.4 Other operations, e.g. sale of products/services to the Company’s customers, accounting, finance, auditing, personnel management, advertising and public relations, marketing, and any other operations relating to technology and information for completion of the aforesaid business operations

- 3.2 For executing the Labor Laws, e.g. Labor Protection Law, Social Security Law, Compensation Fund Law, Labor Relations Law, Provident Fund Law, etc.
- 3.3 For complying with other related laws, e.g. Civil and Commercial Law, Civil Procedure Law and/or Criminal Procedure Law, and Bankruptcy Law, etc.
- 3.4 For establishing the right of claim according to law

#### **Clause 4 Personal Data Processing**

After receipt of personal data from the source of personal data, the Company shall execute your personal data as specified in the detail in the handbook documents of each work unit and classified by the company.

- 4.1 Supervising and taking responsibility for job recruitment, employee employment, and compliance with the employee employment contract, work regulations, rules and/or orders of the employees, and expiration of the employee employment contract.
- 4.2 Controlling visitor access, controlling the record of image data via CCTV, controlling the sub-employment of the administrative works.
- 4.3 Supervising the payment and receiving money related to the Company's business.
- 4.4 Preparing the contractual documentation for the government agencies and the Company's business partners and opening Accounts for new customers.
- 4.5 Cancelling and adding the authorized person for performing the Company's transactions
- 4.6 Supervising, storing, scanning the customer documents, and delivering documents to customers.
- 4.7 Overseeing and providing services to the Company's customers in various areas and delivering invoices.
- 4.8 Overseeing purchase/procurement and storing the customer data records in the Company's system.
- 4.9 Supervising and preparing the usage system of the employees and customers and receiving opinions via website.
- 4.10 Managing the customer documents and receiving and delivering documents based on the customer orders.
- 4.11 Scanning documents and receiving and delivering document scan files to customers.

#### **Clause 5 Disclosure of Your Personal Data to Other Persons**

The Company may disclose your personal data to the following persons.

- 5.1 Group of the Companies consists of Krungdhep Sophon Public Company Limited, KWC Logistics Company Limited, and Krungdhep Document Company Limited.
- 5.2 The Company's service users include the customers of the Company's service users.
- 5.3 Practitioners include physicians, auditors, legal advisors, lawyers, etc.
- 5.4 Government agencies or other regulatory agencies as required by law include the Revenue Department, Social Security Fund, Court, Royal Thai Police, etc.
- 5.5 Related third parties include credit-facilitating banks, insurance/life insurance companies, debt collection companies, etc.

## Clause 6 Cross-Border Data Transfer

The Company may need to transfer your personal data to foreign agencies or international organizations. The Company shall request your prior consent unless the Personal Data Protection Law permits the Company to do so.

However, in some cases, some receivers of your personal data may be in a destination country with personal data protection standards not equivalent to Thailand standards. When the personal data is transferred to foreign countries, the Company shall proceed according to the security procedures to be in line with the legal duties to ensure that the data is protected at the same level as we protect your personal data according to the currently applicable Personal Data Protection Law.

## Clause 7 Personal Data Collection Period

The Company shall collect personal data according to the objective and necessity. Additionally, when that personal data must not be stored according to the objective or out of necessity, the Company shall manage to erase, destroy, or de-identify the said personal data as quickly as possible as determined in the Company's security standards. However, the Company shall further collect the said personal data not more than 10 years from the expiry date of the personal data collection.

Furthermore, the event of any necessity results in the Company's need to further collect, use, or disclose the personal data aforementioned. The Company reserves its right to extend the period as necessary and gives advance notice to you for acknowledgement.

## Clause 8 Rights of Data Subject

Under the period of personal data collection, as determined in Clause 7, you are entitled to execute the following.

- 8.1 Right to withdrawal of the consent on collection, use, or disclosure of personal data in the case of the Company's request for your consent only;
- 8.2 Right to request for viewing personal data and request for the copy of personal data or disclose the acquisition of the said personal data without his/her consent;
- 8.3 Right to request for receiving the personal data, request for transmitting or transferring the personal data to other companies, or request for receiving the personal data transmitted or transferred by the Company.
- 8.4 Right to object to collection, use, or disclosure of personal data that has been collected by the Company without the request of your consent as required by law.
- 8.5 Right to request for the Company's erasure or destruction or de-identification of the personal data that make you unidentifiable, particularly in the case where the personal data is out of necessity, or you withdraw consent, or you exercise the right to object under Clause 8.4.
- 8.6 Right to request for suspension of the personal data usage in the case where the personal data is in the process of verification to be correct, updated, valid, and not to cause misunderstanding or to be out of necessity to store, or in the process of proof as required by law.
- 8.7 Right to request revising personal data to be correct, updated, valid and not to cause misunderstanding.

However, the details for exercising each type of your rights shall be in the Request Form prepared by the Company. You can contact to request for receiving to fill the Form at the Company.

You need not pay any expenses for execution under the above rights. The Company shall consider and notify the consideration results under your request within 30 days from the date on which the company has received the said request.

#### **Clause 9 Personal Data Security Measures**

The Company shall establish personal data security measures covering the preventive measures in management, technical, and physical aspects regarding the access or use of personal data. The Company has collected data according to ISMS 2700:2013 (Information Security Management System) System Standard.

#### **Clause 10 Change in Personal Data Protection Policy**

The Company shall regularly consider reviewing the Personal Data Protection Policy to be consistent with the said related practices, laws, and regulations. However, if the Personal Data Protection Policy is changed, the Company shall publish the latest issue of the Policy for your acknowledgement via the Company's website.

#### **Clause 11 Contact Channels**

##### Krungdhep Sophon Public Company Limited

Head Office	185 Rajburana Road, Kwaeng Bangpakok, Khet Rajburana, Bangkok 10140
Website	<a href="http://www.kwc.co.th">www.kwc.co.th</a>
Telephone	02-871-3191-5 Ext. 279
Email	<a href="mailto:deacha@krungdhepsophon.com">deacha@krungdhepsophon.com</a>

##### KWC Logistics Company Limited

Head Office	185 Rajburana Road, Kwaeng Bangpakok, Khet Rajburana, Bangkok 10140
Website	<a href="http://www.kwclogistics.in.th">www.kwclogistics.in.th</a>
Telephone	02-871-3191-5 Ext. 279
Email	<a href="mailto:deacha@krungdhepsophon.com">deacha@krungdhepsophon.com</a>

##### Krungdhep Document Company Limited

Head Office	185 Rajburana Road, Kwaeng Bangpakok, Khet Rajburana, Bangkok 10140
Website	<a href="http://www.kdc.co.th">www.kdc.co.th</a>
Telephone	02-871-4558 Ext. 0
Warehouse	11/1 Pimpa-Sanpudas Road, Amphoe Ban Pho, Chachoengsao 24140
Email	<a href="mailto:deacha@krungdhepsophon.com">deacha@krungdhepsophon.com</a>

#### **Clause 12 Data Protection Officer**

Mr. Deacha Sumeerang  
Telephone: 02-871-3191-5 Ext. 279  
Email: [deacha@krungdhepsophon.com](mailto:deacha@krungdhepsophon.com)

## 9.2 Related Parties Transactions

The Company has accounting transactions with its related parties, which are managed by its shareholders or having some shareholders or co-directors managing those businesses or parties. Such business transactions consist of services and loans of which the rate of services and interest are in accordance with the market price as would be chargeable to a third party and are under the mutually agreed conditions.

The following transactions incurred between the Company and following companies:

COMPANIES	RELATIONSHIP
Krungdhep Document Company Limited	Subsidiary
KWC Logistics Company Limited	Subsidiary
Bangkok Bank Public Company Limited	Its shareholder
Bangkok Insurance Public Company Limited	Its shareholder
Bangkok Life Assurance Public Company Limited	Co-shareholder
BBL Asset Management Company Limited	Co-shareholder
Green Spot Company Limited	Co-shareholder and co-directors
Palang Sophon Company Limited	Co-shareholder and co-directors
Aioi Bangkok Insurance Public Company Limited	Co-shareholder
Shangri-La Hotel Public Company Limited	Co-shareholder

As of 31 December 2023, the significant related transactions are as follows :

TRANSACTIONS IN STATEMENTS OF FINANCIAL POSITION		Baht
1	Cash at bank	
	- Related parties	38,697,174
2	Trade receivables	
	- Related parties	5,440,726
3	Other current receivables	
	- Related parties	96,327
4	Marketable Securities	
	- Related parties	3,156,275
5	Investments in the Open-end Fund	
	- Related parties	134,118,104

In 2023, the significant related transactions are as follows :

TRANSACTIONS IN STATEMENTS OF INCOME		Baht
1	Storage fees income	
	- Related parties	19,683,146
2	Income from sales	
	- Related parties	30,005
3	Management fee income	
	- Related parties	11,983,008
4	Financial income	
	- Related parties	247,988
5	Cost of sales and services	
	- Related parties	1,284,547
6	Administrative expenses	
	- Related parties	134,901

### Necessity and Reasonableness of the Entry into Related Parties Transactions

In operating a highly competitive business, the availability of business alliance or network will contribute to more business operation flexibility than the requirement of dependence on the third party.

#### 1. Approval Procedure for Entering into the Related Parties Transactions

The entry into the related party's transactions that are not trading, or provision of normal services shall be considered and approved by the Board of Directors of Krungdhep Sophon Public Company Limited.

#### 2. Policy and Trend of Future Entry into the Related Parties Transactions

The related party's transactions between the Company and its subsidiaries are the normal transactions of the general business. Thus, in the future, the related parties' transactions for trading and service provision shall remain existent, whereas the Company shall execute by mainly taking into account the Company's interest, and the price charged between them shall be taken place based on the market price. In part of inter-borrowings or loans, the Company shall perform as much as necessary and suitable by mainly taking into account the Company's interest as well.

### Opinions of the Audit Committee on Related Parties Transactions

The said related parties' transactions are considered and approved by the Audit Committee that the said related parties' transactions are reasonably and necessarily taken place for the Company's business operations. In entering into the said transactions, the Company shall mainly consider the maximum benefits that will be gained, without transfer of interest between the Company and the person who may have conflict of interest.

## Policy and Procedure for Approving the Entry into the Related Parties Transactions

In the case of having the related parties' transactions with the person who may have conflict of interest or gain and loss, the Audit Committee shall remark on the necessity of the entry into the transactions. The terms and conditions in the said transactions shall be consistent with the market price and the used price, and assessable and comparable with market price. In the case of no compared price, the used price shall be reasonable and maximally useful for the Company and the Company's shareholders. If the Audit Committee is not expert in considering the contingent related parties' transactions, the Company shall assign the independent expert to remark about the said related parties' transactions to be used as support of the decision-making of the Board of Directors, the Audit Committee, or the shareholders, as the case may be. The director who has gain and loss shall not attend the meeting and not exercise his/her right to vote to approve the said transaction. In addition, the related parties' transactions shall be disclosed in the Annual Report and Annual Registration Statement.

## Policy Relating to the Future Related Parties Transactions

In the case where the related parties transactions are entered in the future, particularly the related parties transactions of the subsidiaries, each work unit of the subsidiaries shall notify to the Secretary of the Audit Committee the detail of the expected transactions, such as transaction value, price, conditions, and reason requiring the related parties transactions for the primary audit of the Secretary of the Audit Committee that the said transactions must be approved by the executives/Audit Committee/Board of Directors/shareholders of the Company. However, the Company shall comply with the Securities and Exchange Act, regulations, notifications, orders, or requirements of the Capital Market Supervisory Board, the SEC, and the Stock Exchange of Thailand, and according to the Company's regulations. However, every related party's transaction shall be reviewed by the Internal Audit Department.

In addition, if entering into the related party's transaction, the Company shall assign the Audit Committee to remark about the appropriateness of the said transactions. However, the Company and its subsidiaries have no intention of having the connected transactions occur and directly related to the Company's directors or executives.

However, the Company and its subsidiaries may enter into the related parties' transactions with the directors or executives. The Board of Directors' Meeting resolved the principle so that the Management can approve the reasonable, transparent, and comparable transactions as if entered with the third parties, and as the normal business transactions or support the normal business without conflict of interests as the director, executive, or related party.

## Part 3

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### Financial Statements

03



## Report of the Board of Director's Responsibilities for Financial Reports

The Board of Directors is responsible for consolidated financial statements of the Company and its subsidiaries and financial information that appears in the annual report. Such financial statements are prepared in accordance with accounting standards generally accepted in Thailand using appropriate and consistent accounting policies as well as careful judgment and best estimates in the preparation including sufficient disclosure of important information in the notes to financial statements.

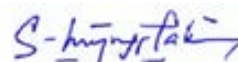
The Board has provided and maintained an effective internal control system in order to reasonably ensure that the recording of accounting data is correct, complete and sufficient to maintain the property and to identify weaknesses in order to prevent fraud or abnormal operation significantly.

The Board of Directors has appointed Audit Committee to be responsible for financial reports quality and internal control systems and the opinion of Audit Committee regarding this matter shall appear in the report of Audit Committee which is shown in the annual report.

The Board of Directors sees that the overall internal control system of the company is at a satisfactory level and able to create reasonable confidence in reliability of the financial statements of the company and its subsidiaries as of December 31, 2023.



(Mr. Chote Sophonpanich)  
Chairman



(Mr. Subin Liengpunsakul)  
Managing Director

### Financial Statements

Krungdhep Sophon Public Company Limited's Consolidated Financial Statements and Separate Financial Statements as at December 31, 2023 was audited by Miss Ratcharin Charoenkijpailert Certified Public Accountant Registration No. 7037 of Dr.Virach and Associates Office Co., Ltd.

### Summary of Auditor's report

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Krungdhep Sophon Public Company Limited and its subsidiaries and of Krungdhep Sophon Public Company Limited as at December 31, 2023 and their financial performance and cash flows for the year then ended, in accordance with Thai Financial Reporting Standards.

# **Consolidated Financial Statements And Separate Financial Statements**

December 31, 2023

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Krungdhep Sophon Public Company Limited

2023

## AUDITOR'S REPORT

### To The Shareholders of Krungdhep Sophon Public Company Limited

#### Opinion

I have audited the accompanying consolidated financial statements of Krungdhep Sophon Public Company Limited and its subsidiaries, which comprise the consolidated statements of financial position as at December 31, 2023, the related consolidated statements of income, statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, notes to the financial statements, including a summary of significant accounting policies, and have also audited the separate financial statements of Krungdhep Sophon Public Company Limited for the same period.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Krungdhep Sophon Public Company Limited and its subsidiaries and of Krungdhep Sophon Public Company Limited as at December 31, 2023, and their financial performance and cash flows for the year then ended, in accordance with Thai Financial Reporting Standards.

#### Basis for Opinion


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

#### Key Audit Matters

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

#### Transactions with related parties.

The Group companies have accounting transactions with several related parties, as described in Note 21 to the financial statements. The Group companies have to determine how to gather information to be disclosed in the notes to the financial statements with completeness and accuracy, and the pricing policy is based on the normal business.

I have assessed and testing the effectiveness of the internal control and procedure of gathering information about transactions with related parties. I have audited by sampling the transactions with related parties, business transactions, relationships, documentation for the revenue recognition from related parties, pricing policy, and analytical of unusual materiality items. 

Based on our testing, in my opinion, transactions with related parties are free from material misstatement.

### Storage fee income recognition

The Group companies have revenues from storage fee which is the core income of the group with high and significant value amount of Baht 262.43 million for the year ended December 31, 2023, which might not be properly recorded and complete in the accounting period.

I have assessed and testing revenues recognition system, accounts receivable and receiving, examined the billing system, cut-off and examine the accuracy and completeness of the revenues recognition from storage fee.

Based on our testing, in my opinion, the revenues from storage fee are properly recorded and complete.

### **Other Information**

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

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

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

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

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

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

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

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



## Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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



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

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

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



(Miss Ratcharin Charoenkijpailert)

Certified Public Accountant Registration No. 7037

Dr. Virach & Associates Office Co., Ltd.

Bangkok : February 13, 2024

**KRUNGDHEP SOPHON PUBLIC COMPANY LIMITED AND SUBSIDIARIES**

**STATEMENTS OF FINANCIAL POSITION**

**AS AT DECEMBER 31, 2023**

		<b>ASSETS</b>			
		<b>BAHT</b>			
		<b>CONSOLIDATED</b>		<b>SEPARATE FINANCIAL STATEMENTS</b>	
	<b>Notes</b>	<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>
<b>Current Assets</b>					
Cash and cash equivalents	3.2 and 4	56,799,856	30,688,614	9,326,956	12,251,749
Trade and other current receivables	3.3 and 5	74,250,374	68,281,827	14,475,288	15,427,604
Other short-term loans	3.3 and 5	-	-	-	-
Inventories	3.4	500,811	298,824	-	-
Current tax assets		362,778	254,877	-	83,972
Other current financial assets					
Marketable securities	3.3 and 6	3,156,275	3,668,550	3,156,275	3,668,550
Investments in Open-end Fund	3.3 and 7	134,118,104	123,969,682	26,623,943	27,355,900
Other current assets		819,336	1,774,381	175,106	165,135
Non-current assets classified as held for sale	3.5	2	15,957	1	2
<b>Total Current Assets</b>		<b>270,007,536</b>	<b>228,952,712</b>	<b>53,757,569</b>	<b>58,952,912</b>
<b>Non-current Assets</b>					
Investments in subsidiaries	3.6 and 8	-	-	112,163,441	112,163,441
Investments property	3.7 and 9	30,762,350	32,799,129	149,064,058	151,779,466
Property, plant and equipment	3.8 and 10	594,556,152	618,950,864	2,884,845	2,246,544
Right-of-use assets	3.11 and 11	5,010,865	6,852,354	1,155,290	-
Intangible assets	3.9 and 12	1,972,486	2,503,178	530,178	287,974
Deferred income tax assets	3.10 and 20	-	-	928,470	1,722,015
Other non-current assets		391,553	340,391	111,622	27,950
<b>Total Non-current Assets</b>		<b>632,693,406</b>	<b>661,445,916</b>	<b>266,837,904</b>	<b>268,227,390</b>
<b>TOTAL ASSETS</b>		<b>902,700,942</b>	<b>890,398,628</b>	<b>320,595,473</b>	<b>327,180,302</b>

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



**KRUNGDHEP SOPHON PUBLIC COMPANY LIMITED AND SUBSIDIARIES**

**STATEMENTS OF FINANCIAL POSITION**

**AS AT DECEMBER 31, 2023**

**LIABILITIES AND SHAREHOLDERS' EQUITY**

		BAHT			
		CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	Notes	2023	2022	2023	2022
<b>Current Liabilities</b>					
Trade and other current payables	13	29,643,370	51,690,218	10,143,058	11,744,808
Current portion					
Lease liabilities	3.11 and 14	3,435,250	3,318,834	330,895	-
Accrued corporate income tax		6,546,214	6,641,423	704,404	-
Fine fee under discussion	28	19,004,600	19,004,600	-	-
Other current liabilities		2,444,767	2,280,038	199,043	257,774
<b>Total Current Liabilities</b>		61,074,201	82,935,113	11,377,400	12,002,582
<b>Non-current Liabilities</b>					
Lease liabilities	3.11 and 14	1,830,533	4,080,852	841,717	-
Provision for long-term employee benefits	3.12 and 15	11,262,398	16,757,213	1,842,293	7,545,113
Deferred income tax liabilities	3.10 and 20	6,292,995	4,801,493	-	-
Other non-current liabilities		23,808,205	19,319,411	7,672,448	7,526,000
<b>Total Non-current Liabilities</b>		43,194,131	44,958,969	10,356,458	15,071,113
<b>TOTAL LIABILITIES</b>		104,268,332	127,894,082	21,733,858	27,073,695

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

**KRUNGDHEP SOPHON PUBLIC COMPANY LIMITED AND SUBSIDIARIES**

**STATEMENTS OF FINANCIAL POSITION**

**AS AT DECEMBER 31, 2023**

**LIABILITIES AND SHAREHOLDERS' EQUITY (CONTINUED)**

		BAHT			
		CONSOLIDATED		SEPARATE FINANCIAL	
				STATEMENTS	
Notes		2023	2022	2023	2022
<b>Shareholders' Equity</b>					
Share capital					
Authorized share capital					
	6,000,000 common stocks of Baht 10 par value	60,000,000	60,000,000	60,000,000	60,000,000
Issued and paid-up share capital					
	6,000,000 common stocks at Baht 10 each	60,000,000	60,000,000	60,000,000	60,000,000
	Premium on common stocks	96,000,000	96,000,000	96,000,000	96,000,000
Retained earnings					
Appropriated					
	Legal reserve 16	10,000,000	10,000,000	10,000,000	10,000,000
	General reserve 17	59,000,000	59,000,000	59,000,000	59,000,000
	Unappropriated	572,795,947	536,458,402	73,230,362	74,065,534
	Other components of shareholders' equity	631,253	1,041,073	631,253	1,041,073
	Total Shareholders' Equity of Parent	798,427,200	762,499,475	298,861,615	300,106,607
	Non-controlling interests	5,410	5,071	-	-
	<b>Total Shareholders' Equity</b>	798,432,610	762,504,546	298,861,615	300,106,607
	<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	902,700,942	890,398,628	320,595,473	327,180,302

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

**KRUNGDHEP SOPHON PUBLIC COMPANY LIMITED AND SUBSIDIARIES**

**STATEMENTS OF INCOME**

**FOR THE YEAR ENDED DECEMBER 31, 2023**

		BAHT			
		CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	Notes	2023	2022	2023	2022
<b>Revenues</b>					
Rental income		40,322,253	38,870,342	28,377,672	28,034,380
Storage fees		262,434,485	244,065,796	-	-
Sales		6,431,916	6,495,601	-	-
Wharfage services		10,515,912	11,279,643	-	-
Services income		11,983,008	11,991,247	33,596,904	33,596,900
Other incomes					
Dividend income from subsidiaries		-	-	42,499,652	40,999,658
Others		11,021,810	2,995,688	9,859,622	818,853
Total other incomes		11,021,810	2,995,688	52,359,274	41,818,511
<b>Total revenues</b>		342,709,384	315,698,317	114,333,850	103,449,791
<b>Expenses</b>					
Cost of services		145,943,421	125,994,506	8,983,918	8,675,852
Cost of sales		6,083,605	6,400,688	-	-
Selling expenses		3,232,070	1,666,313	-	-
Administrative expenses		60,125,188	63,885,974	35,845,752	37,265,837
Directors' remuneration	18	5,454,167	5,020,000	5,454,167	5,020,000
Other gain					
Gain on measurement at fair value of financial assets					
- Investments in Open-end Fund		(997,628)	(212,593)	(192,551)	(82,399)
<b>Total expenses</b>		219,840,823	202,754,888	50,091,286	50,879,290
Profit from operating activities		122,868,561	112,943,429	64,242,564	52,570,501
Finance income		253,536	84,193	84,047	25,556
Finance cost		236,435	407,416	35,131	-
(Reverse) expected credit loss		863,696	(484,319)	-	-
Profit before income tax		122,021,966	113,104,525	64,291,480	52,596,057
Income tax expenses	3.10 and 20	24,452,677	22,292,039	4,352,578	1,974,690
<b>Profit for the years</b>		97,569,289	90,812,486	59,938,902	50,621,367
Profit attributable to					
Equity holders of the parent		97,568,598	90,811,789	59,938,902	50,621,367
Non-controlling interests		691	697	-	-
		97,569,289	90,812,486	59,938,902	50,621,367
Earnings per share to equity holders of the parent					
Basic earnings per share	3.13	16.26	15.14	9.99	8.44
The number of 6,000,000 common stocks used in computation					B.

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

**KRUNGDHEP SOPHON PUBLIC COMPANY LIMITED AND SUBSIDIARIES**

**STATEMENTS OF COMPREHENSIVE INCOME**

**FOR THE YEAR ENDED DECEMBER 31, 2023**

		BAHT			
		CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
Notes		2023	2022	2023	2022
	Profit for the years	97,569,289	90,812,486	59,938,902	50,621,367
	Other comprehensive income (loss) :				
	Components of other comprehensive income (loss)				
	that will not be reclassified to profit or loss :				
	Recognized loss on remeasuring				
	marketable securities				
	Recognized loss in other comprehensive income	6	(512,275)	(82,625)	(512,275)
	Component of income tax		102,455	16,525	(512,275)
	Other comprehensive loss for the years-net of tax		(409,820)	(66,100)	(409,820)
	Adjusted actuarial gain (loss) from employee benefit plan	15	(1,538,821)	1,606,121	(967,593)
	Component of income tax		307,764	(321,224)	193,519
	Actuarial gain (loss) from employee benefit plan-net of tax		(1,231,057)	1,284,897	(774,074)
	Other comprehensive income (loss) for the years-net of tax		(1,640,877)	1,218,797	(1,183,894)
	Total comprehensive income for the years		95,928,412	92,031,283	58,755,008
	Total comprehensive income attributable to				
	Equity holders of the parent		95,927,725	92,030,573	58,755,008
	Non-controlling interests		687	710	-
			95,928,412	92,031,283	58,755,008

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



**KRUNGDHEP SOPHON PUBLIC COMPANY LIMITED AND SUBSIDIARIES**  
**STATEMENTS OF CHANGE IN SHAREHOLDERS' EQUITY**  
**FOR THE YEAR ENDED DECEMBER 31, 2023**

**CONSOLIDATED**

BAHT

	Equity holders of the parent										Non-controlling interests	Total
	Issued and paid-up share capital	Premium on common stocks	Retained earnings		Other components of shareholders' equity			Total equity holders of the parent				
			Appropriated	Unappropriated	Other comprehensive income (loss)	Marketable securities						
							Legal reserve		General reserve			
Notes												
Year 2022												
	60,000,000	96,000,000	10,000,000	59,000,000	501,361,729	1,107,173		727,468,902	4,703	727,473,605		
	-	-	-	-	90,811,789	(66,100)		90,745,689	697	90,746,386		
	-	-	-	-	1,284,884	-		1,284,884	13	1,284,897		
	-	-	-	-	92,096,673	(66,100)		92,030,573	710	92,031,283		
18	-	-	-	-	(57,000,000)	-		(57,000,000)	-	(57,000,000)		
	-	-	-	-	-	-		-	(342)	(342)		
	60,000,000	96,000,000	10,000,000	59,000,000	536,458,402	1,041,073		762,499,475	5,071	762,504,546		
Year 2023												
	60,000,000	96,000,000	10,000,000	59,000,000	536,458,402	1,041,073		762,499,475	5,071	762,504,546		
	-	-	-	-	97,568,598	(409,820)		97,158,778	691	97,159,469		
	-	-	-	-	(1,231,053)	-		(1,231,053)	(4)	(1,231,057)		
	-	-	-	-	96,337,545	(409,820)		95,927,725	687	95,928,412		
18	-	-	-	-	(60,000,000)	-		(60,000,000)	-	(60,000,000)		
	-	-	-	-	-	-		-	(348)	(348)		
	60,000,000	96,000,000	10,000,000	59,000,000	572,795,947	631,253		798,427,200	5,410	798,432,610		

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

**KRUNGDHEP SOPHON PUBLIC COMPANY LIMITED AND SUBSIDIARIES**  
**STATEMENTS OF CHANGE IN SHAREHOLDERS' EQUITY**  
**FOR THE YEAR ENDED DECEMBER 31, 2023**

**SEPARATE FINANCIAL STATEMENTS**

		BAHT						
Notes		Issued and paid-up share capital	Premium on common stocks	Retained earnings			Other components	
				Appropriated		Unappropriated	Other comprehensive income (loss)	Total
				Legal reserve	General reserve			
Year 2022								
	Beginning balances as at January 1, 2022	60,000,000	96,000,000	10,000,000	59,000,000	80,725,697	1,107,173	306,832,870
	Comprehensive income (loss) for the year	-	-	-	-	50,621,367	(66,100)	50,555,267
	Actuarial loss from employee benefit plan-net of tax	-	-	-	-	(281,530)	-	(281,530)
	Comprehensive income (loss) for the year 2022	-	-	-	-	50,339,837	(66,100)	50,273,737
18	Dividend payment	-	-	-	-	(57,000,000)	-	(57,000,000)
	Ending balances as at December 31, 2022	60,000,000	96,000,000	10,000,000	59,000,000	74,065,534	1,041,073	300,106,607
Year 2023								
	Beginning balances as at January 1, 2023	60,000,000	96,000,000	10,000,000	59,000,000	74,065,534	1,041,073	300,106,607
	Comprehensive income (loss) for the year	-	-	-	-	59,938,902	(409,820)	59,529,082
	Actuarial loss from employee benefit plan-net of tax	-	-	-	-	(774,074)	-	(774,074)
	Comprehensive income (loss) for the year 2023	-	-	-	-	59,164,828	(409,820)	58,755,008
18	Dividend payment	-	-	-	-	(60,000,000)	-	(60,000,000)
	Ending balances as at December 31, 2023	60,000,000	96,000,000	10,000,000	59,000,000	73,230,362	631,253	298,861,615

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

**KRUNGDHEP SOPHON PUBLIC COMPANY LIMITED AND SUBSIDIARIES**

**STATEMENTS OF CASH FLOWS (1/3)**

**FOR THE YEAR ENDED DECEMBER 31, 2023**

	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL	
	2023	2022	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES				
PROFIT FOR THE YEARS	97,569,289	90,812,486	59,938,902	50,621,367
ADJUSTMENT TO RECONCILE PROFIT FOR THE YEARS				
TO CASH PROVIDED FROM (USED IN) OPERATION :				
Income tax expenses	24,452,677	22,292,039	4,352,578	1,974,690
Unrealized gain on investments in Open-end Fund	(997,628)	(212,594)	(192,551)	(82,399)
Realized gain on disposal of investments in Open-end Fund	(150,794)	(31,234)	(75,492)	(14,217)
Bad debt - Trade receivable	800,000	-	-	-
(Reverse) expected credit loss	863,696	(484,319)	-	-
Depreciation - investments property	2,537,509	2,642,821	3,010,412	3,012,899
Depreciation - plant and equipment	31,278,164	31,539,619	1,115,436	936,368
Depreciation - right-of-use assets	3,211,695	3,144,121	214,916	-
Intangible assets amortization	1,145,569	1,332,607	147,829	233,223
Loss on unused investments property	30	-	30	6
Loss on unused equipment	57	64,250	-	5
Loss on unused intangible assets	7,790	16,543	7,733	16,525
(Gain) loss on disposal non-current assets classified as held for sale	7,078	(78,946)	(1,400)	(3,391)
(Gain) loss on disposal equipment	262,216	532,333	(3,536)	(136,012)
Dividend income from investments	-	-	(42,499,652)	(40,999,658)
Long-term employee benefits expenses	3,829,101	2,975,771	1,571,038	1,177,770
Finance income	(253,536)	(84,193)	(84,047)	(25,556)
Finance cost	236,435	407,416	35,131	-
Profit from operation before changes in operating assets and liabilities items	164,799,348	154,868,720	27,537,327	16,711,620
(INCREASE) DECREASE IN OPERATING ASSETS ITEMS				
Trade and other current receivables	(7,632,243)	(4,180,272)	952,316	(1,323,612)
Inventories	(201,987)	368,841	-	-
Other current assets	960,045	(680,637)	(9,971)	10,741
Other non-current assets	198,715	135,165	300	(11,600)
INCREASE (DECREASE) IN OPERATING LIABILITIES ITEMS				
Trade and other current payables	(23,396,207)	(7,630,108)	(1,679,731)	(553,895)
Other current liabilities	164,729	281,988	(58,731)	88,208
Provision for long-term employee benefits	(10,862,737)	(437,683)	(8,241,451)	-
Other non-current liabilities	4,651,994	2,026,632	146,448	(275,000)
CASH PROVIDED FROM OPERATION	128,681,657	144,752,646	18,646,507	14,646,462
Income tax expenses paid	(23,008,943)	(21,995,104)	(2,558,655)	(3,159,134)
NET CASH PROVIDED FROM OPERATING ACTIVITIES	105,672,714	122,757,542	16,087,852	11,487,328

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

**KRUNGDHEP SOPHON PUBLIC COMPANY LIMITED AND SUBSIDIARIES**

**STATEMENTS OF CASH FLOWS (2/3)**

**FOR THE YEAR ENDED DECEMBER 31, 2023**

	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL	
	2023	2022	2023	2022
CASH FLOWS FROM INVESTING ACTIVITIES				
(Increase) decrease in investments in Open-end Fund	(9,000,000)	(41,000,000)	1,000,000	8,000,000
Dividend income from subsidiaries	-	-	42,499,652	40,999,658
Proceeds from interest income	253,536	84,193	84,047	25,556
Increase in investments property	(500,760)	(959,790)	(888,493)	(1,743,175)
Increase in plant and equipment	(6,109,616)	(12,618,033)	(1,124,361)	(418,359)
Increase in intangible assets	(581,928)	(34,022)	(357,027)	(10,322)
Proceeds from equipment disposal	130,711	458,603	4,860	222,444
Proceeds from non-current assets classified as held for sale disposal	8,879	78,953	1,402	3,392
NET CASH PROVIDED FROM (USED IN) INVESTING ACTIVITIES	(15,799,178)	(53,990,096)	41,220,080	47,079,194
CASH FLOWS FROM FINANCING ACTIVITIES				
Repayment for long-term loan from financial institutions	-	(23,200,000)	-	-
Repayment for leases liabilities	(3,504,109)	(2,864,488)	(197,594)	-
Dividend payment	(60,000,000)	(57,000,000)	(60,000,000)	(57,000,000)
Subsidiary dividend paid to non-controlling interests	(348)	(342)	-	-
Interest expenses paid	(257,837)	(385,834)	(35,131)	-
NET CASH USED IN FINANCING ACTIVITIES	(63,762,294)	(83,450,664)	(60,232,725)	(57,000,000)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	26,111,242	(14,683,218)	(2,924,793)	1,566,522
CASH AND CASH EQUIVALENTS AS AT JANUARY 1,	30,688,614	45,371,832	12,251,749	10,685,227
CASH AND CASH EQUIVALENTS AS AT DECEMBER 31,	56,799,856	30,688,614	9,326,956	12,251,749

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



**KRUNGDHEP SOPHON PUBLIC COMPANY LIMITED AND SUBSIDIARIES**

**STATEMENTS OF CASH FLOWS (3/3)**

**FOR THE YEAR ENDED DECEMBER 31, 2023**

	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL	
	2023	2022	2023	2022
ADDITIONAL DISCLOSURE ITEMS TO CASH FLOWS STATEMENTS				
NON-CASH FLOWS ITEMS COMPRISE:				
Recognized loss on remeasuring marketable securities	(512,275)	(82,625)	(512,275)	(82,625)
Increase in investments property from assets payable	-	-	-	387,733
Increase in plant and equipment from assets payable	1,166,822	24,795,953	37,242	572,603
Transferring investments property to equipment	-	-	593,459	-
Transferring equipment to non-current assets held for sale	2	15,957	1	1
Increase in right-of-use assets from lease liabilities	1,370,206	1,600,726	1,370,206	-
Increase in intangible assets from assets payable	40,739	-	40,739	-
Increase in other current assets from other non-current assets	5,000	-	-	-
Transferring current tax assets to other non-current assets	254,877	97,345	83,972	-
Transferring other non-current liabilities to other current payables	163,200	5,100	-	-
Effect from adjusted estimation of employee benefit				
Decrease (increase) in deferred income tax assets	(307,764)	321,224	(193,519)	(70,383)
(Decrease) increase in provision for long-term employee benefits	1,538,821	(1,606,121)	967,593	351,913
Increase (decrease) in retained earnings	(1,231,057)	1,284,897	(774,074)	(281,530)

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

**KRUNGDHEP SOPHON PUBLIC COMPANY LIMITED AND SUBSIDIARIES**

**NOTES TO THE FINANCIAL STATEMENTS**

**DECEMBER 31, 2023**

**1. GENERAL INFORMATION**

<b>1.1</b> Company status	A juristic person established under Thai law and listed on the Stock Exchange of Thailand.
<b>1.2</b> Company location	185 Rasburana Road, Kwaeng Bangpakok, Khet Rasburana, Bangkok 10140, Thailand.
<b>1.3</b> Type of business	(1) Developing and leasing property. (2) Invest in subsidiaries which operate business according to Note 8 to the financial statements. (3) Invest in listed securities on the Stock Exchange of Thailand. (4) To service management consulting.

**2. BASIS FOR FINANCIAL STATEMENT PRESENTATION**

**2.1** These financial statements are prepared in accordance with the Accounting Standards and Financial Reporting Standards issued by the Federation of Accounting Professions under the Accounting Profession Act, B.E. 2547 (2004), and the Accounting Act, B.E. 2543 (2000), and the Notification of the Office of Securities and Exchange Commission.

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

**2.3** These consolidated financial statements included the financial statements of Krungdhep Sophon Public Company Limited and its subsidiaries as follows:

SUBSIDIARY COMPANIES	% HOLDING		Established in
	2023	2022	
KWC Logistics Company Limited	99.9996	99.9996	THAILAND
Krungdhep Document Company Limited	99.9991	99.9991	THAILAND

The financial statements of the subsidiaries are presented with same accounting policies of the parent company.

**2.4** Inter-company balances and transactions of the Company and subsidiaries have been eliminated from the consolidated financial statements.

**2.5** Accounting standards that became effective in the current accounting year

During the year, the Group company has adopted the revised financial reporting standards and interpretations which are effective for fiscal years beginning on or after January 1, 2023. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The adoption of these financial reporting standards does not have any significant impact on the Group company's financial statements.

**2.6** Financial reporting standards that will become effective for fiscal years beginning on or after January 1, 2024

The Federation of Accounting Professions issued a number of revised financial reporting standards, which are effective for fiscal years beginning on or after January 1, 2024. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

Management of group company is evaluating the impact of such financial reporting standards and financial reporting standard interpretations on the financial statements in the year when they are adopted.

### **3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**3.1 Revenues and expenses recognition**

The Company and subsidiaries recognized revenues and expenses from the following basis:

Revenues from sales of goods are recognized when the control of the goods have been transferred to the buyer. Sales are the invoiced value, excluding value added tax after deducting discounts.

Rental income is recorded over the lease period.

Service income is recorded over the service period.

Dividend income is recorded when the right to receive the dividends is established.

Other revenues and expenses recognized on an accrual basis, except for the six-month past due interest receivable from loan with uncovers collateral will be recorded as revenue when collected.

### **3.2 Cash and cash equivalents**

Cash and cash equivalents are cash on hand, deposits in bank and all highly liquid investments due not more than 3 months from the date of acquisition with no obligation.

### **3.3 Financial instruments**

#### **Measurement**

- Financial assets which are investments in Open-end Fund are measured at fair value through profit or loss.
- Financial assets which are equity instruments-marketable securities are measured at fair value through other comprehensive income.

#### **Impairment**

- The Group company applies a simplified approach to determine the lifetime expected credit loss for trade accounts receivable. The Group company instead recognises a loss allowance based on lifetime expected credit loss at each reporting date. Therefore, it is based on its historical credit loss experience and adjusted for forward-looking factors specific to the debtors and the economic environment.

### **3.4 Inventories**

Inventories are stated at cost or net realizable value, whichever is the lower. Cost is calculated by the first-in, first-out method.

### **3.5 Non-current assets classified as held for sale**

Non-current assets classified as held for sale are stated at book value or net fair value, whichever is the lower.

### **3.6 Investments in subsidiary companies**

Subsidiary companies mean the companies in which the parent company in the group companies, directly or indirectly, has power more than one half of the total voting rights or

power to govern the financial and operating policies of subsidiaries. Investments in subsidiaries are presented by cost method in the separate financial statements.

### 3.7 Investments property

Investments property consist of land, building, warehouse and improvement stated at cost. Depreciation of building, warehouse and improvement is calculated by the straight-line method with the estimated useful life of 5-20 years.

### 3.8 Property, plant and equipment

Property, plant and equipment are stated at cost. Depreciation is calculated by the straight-line method over the estimated useful life of the following assets:

PARTICULARS	YEARS OF USEFUL (LIFE)	
	Start Jan. 1, 2012	Before Jan. 1, 2012
Wharf, dam and improvement	5-20	5-20
Building, warehouse and improvement	5-50	5-20
Other structures	5-20	5-20
Utility systems	5-50	5-20
Tools and equipment	5-10	5
Office furniture and equipment	5	5
Vehicles	5	5
Leasehold improvement	5	5

### 3.9 Intangible assets

Intangible assets are computer softwares used in the Company's operation. Such intangible assets are amortized by the straight-line method based on the estimated useful life of 5 years.

### 3.10 Income taxes

#### Deferred tax assets/liabilities

Deferred tax assets/liabilities are recognized for temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes as at the statements of financial position date. They will be realised in future period when the income is realised, or the expenses provided for are actually incurred and considered deductible for income tax purposes.

Deferred tax assets are recognized for deductible temporary differences or addtible tax are deferred tax liabilities if it is highly probable that the Company will generate sufficient taxable profits from its future operations to utilise these assets.

At each statements of financial position date, the Company reviews and reduces the carrying amount of deferred tax assets/liabilities to the extent that it is no longer probable that sufficient taxable profit be available to allow all or part of the deferred tax asset or deferred tax liabilities to be utilised.

### **Income tax expenses**

Income tax expenses from profit/loss for the year consist of current income tax and deferred tax. Income tax expenses recognized in the statements of income unless part of transaction recorded in shareholders' equity recorded directly to equity.

## **3.11 Leases**

### **Right-of-use assets**

The Group recognizes right-of-use assets at the commencement date of the lease. Right-of-use assets are stated at cost, less any accumulated depreciation and impairment losses. Depreciation is calculated by the straight-line basis over the shorter of the lease term and the estimated useful lives.

### **Liabilities under lease agreements**

On the date the lease starts to take effect the Group recognizes liabilities under lease contact at the present value of the amount of the lease payments. Discounted by the interest rate implied by the lease agreement or the incremental borrowing rate of the Group.

### **Short-term lease and lease which the underlying asset is of low value**

The amount has been paid on less than 12 months since the lease commencement or the underlying assets is of low value, which recognized as expenses on the straight-line basis through the lease term.

### **3.12 Employee benefits**

#### **Short-term employee benefits**

The Company and its subsidiaries recognized salaries, wages, bonuses and contributions to the social security fund as expenses when incurred.

#### **Long-term employee benefits**

##### Defined contribution plan

The Company and its subsidiaries provide a provident fund, which is a defined contribution plan, the assets of which are held in a separate trust fund and managed by the external fund manager. Such provident fund is contributed by payments from employees and the Company. Contributions to the provident fund are charged to the statements of income in the incurred period.

##### Defined benefits plan

The provision for employee retirement benefits, the Company and its subsidiaries are recognized as an expense of operations over the employee's service period. It is calculated by estimating the amount of future benefit earned by employees in return for service provided to the Company in the current and future periods, with such benefit being discounted to determine the present value. The reference point for setting the discount rate is the yield rate of government bonds as at the reporting date. The calculation is performed by a qualified actuary using the Projected Unit Credit Method.

### **3.13 Earnings per share**

Basic earnings per share is calculated by dividing the annual net profit by the weighted average number of common stocks held by outsiders during the year.

### **3.14 Significant accounting judgments and estimates**

In preparation of financial statements in accordance with generally accepted accounting principles requires management to use judgments on various estimates and assumptions that will affect the reported amounts of revenues, expenses, assets and liabilities including the disclosure of contingent assets and liabilities. Actual results may differ from those estimates.



Estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions of significant accounting relate primarily to allowance for expected credit loss, depreciation of investments property, depreciation of plant and equipment, amortization of intangible assets and provision for long-term employee benefits. All other estimates mentioned above are further disclosed in the corresponding notes to the financial statements.

#### 4. CASH AND CASH EQUIVALENTS

PARTICULARS	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
Cash	157,927	152,400	63,000	63,000
Cheques on hand	277,765	80,934	-	-
Deposit in banks	56,364,164	30,455,280	9,263,956	12,188,749
Total cash and cash equivalents	56,799,856	30,688,614	9,326,956	12,251,749

#### 5. TRADE AND OTHER CURRENT RECEIVABLES

PARTICULARS	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
Post dated cheques	654,320	292,660	61,750	30,875
Trade receivables can be classified according to the aging of outstanding as follows :				
Current	43,696,293	38,767,729	13,902,984	14,801,873
Overdue within 3 months	9,096,085	7,773,114	-	-
Over 3 to 6 months	727,904	234,031	-	-
Over 6 to 12 months	646,777	228,331	-	-
Over 12 months	23,174,408	23,502,504	-	-
Total	77,995,787	70,798,369	13,964,734	14,832,748
<u>Less</u> Allowance for expected credit loss	(6,087,929)	(5,224,233)	-	-
Trade receivables-net	71,907,858	65,574,136	13,964,734	14,832,748
Other current receivables	2,342,516	2,707,691	510,554	594,856
Total trade and other current receivables	74,250,374	68,281,827	14,475,288	15,427,604

### **Other short-term loans**

Other short-term loans which have settlement problems or became default can be classified according to outstanding balances by aging as follows:

AGING	BAHT	
	CONSOLIDATED	
	2023	2022
Over 12 months	24,719,263	24,719,263
Allowance for expected credit loss	(24,719,263)	(24,719,263)
Other short-term loans-net	-	-

One trade account receivable and short-term loan which have book value of Baht 3.54 million and Baht 24.72 million, respectively, total amount Baht 28.26 million. The Court had a verdict for bankruptcy on debtor. Therefore, the subsidiary has submitted a request for debt settlement to the official receiver. This default occurred in 1997 and was fully reserved for the allowance for expected credit loss. This case was under process in the Legal Execution Department. Due to various creditors concerned, the subsidiary company was Creditor Number 17 which made searching for debtor's property consumed more time. At the present, the official receiver reported the case had already extended for 44 times and 45 times for another 6 months started from 22 June 2023 and 22 December 2023, respectively, to divide debtor's property. Progress would be followed up with the official receiver of the Legal Execution Department.

The subsidiary company has Government Savings Bank receivable amount Baht 19.00 million, which is a recorded data fee for May, July and August 2020 that the subsidiary has not received due to a dispute. The bank's claim that the subsidiary did not comply with the contract and issue the fine fee equal to Baht 19.00 million. The bank has offset such fine from the wages, which has to pay to the subsidiary under the contract. The subsidiary company has recorded the full amount of the fine fee under discussion (Note 28).

The subsidiary company did not provide the allowance for expected credit loss incurred from the receivable Government Savings Bank.

## 6. OTHER CURRENT FINANCIAL ASSETS/MARKETABLE SECURITIES

PARTICULARS	BAHT	
	CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS	
	2023	2022
Marketable securities - aggregate cost		
Beginning balances	2,367,209	2,367,209
<u>Less</u> Disposal during the years	-	-
Ending balances	2,367,209	2,367,209
Unrealized gain on investment revaluation	789,066	1,301,341
Marketable securities - fair value	3,156,275	3,668,550
Loss in revaluation of investments for the year	(512,275)	(82,625)

The marketable securities are equity instruments which are measured at fair value through other comprehensive income.

## 7. OTHER CURRENT FINANCIAL ASSETS/ INVESTMENTS IN OPEN-END FUND

PARTICULARS	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
Investments in Open-end Fund - Debt securities	132,944,320	123,376,221	26,301,745	26,907,536
Allowance for adjustment investment value in Open-end Fund	1,173,784	593,461	322,198	448,364
Fair value	134,118,104	123,969,682	26,623,943	27,355,900

Investments in Open-end Fund are trading securities which are measured at fair value. Gain on investments in Open-end Fund incurred during the period was duly presented in the statements of income as follows:

PARTICULARS	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
Unrealized gain on investments in Open-end Fund	997,628	212,594	192,551	82,399
Realized gain on disposal of investments in Open-end Fund	150,794	31,234	75,492	14,217
Gain on investments in Open-end Fund	1,148,422	243,828	268,043	96,616

## 8. INVESTMENTS IN SUBSIDIARIES

SUBSIDIARIES	% HOLDING		BAHT	
			COST METHOD	
	2023	2022	2023	2022
KWC Logistics Co., Ltd.	99.9996	99.9996	12,163,389	12,163,389
Krungdhep Document Co., Ltd.	99.9991	99.9991	100,000,052	100,000,052
TOTAL			112,163,441	112,163,441

SUBSIDIARIES	TYPE OF BUSINESS	BAHT			
		PAID - UP CAPITAL		DIVIDENDS	
		2023	2022	2023	2022
KWC Logistics Co., Ltd.	Warehouse and logistics	5,500,000	5,500,000	6,499,976	4,999,982
Krungdhep Document Co., Ltd.	Document storage and data management	100,000,000	100,000,000	35,999,676	35,999,676
Total				42,499,652	40,999,658

## 9. INVESTMENTS PROPERTY

PARTICULARS	BAHT					
	CONSOLIDATED					
	Land and improvement	Wharf, dam and improvement	Building, warehouse and improvement	Other structures	Work in construction	Total
<b>Cost</b>						
January 1, 2022	15,627,815	360,000	74,945,248	28,500,320	-	119,433,383
Purchases	-	-	614,180	345,610	-	959,790
Disposals/unused	-	-	(614,180)	-	-	(614,180)
December 31, 2022	15,627,815	360,000	74,945,248	28,845,930	-	119,778,993
Purchases	-	-	500,760	-	-	500,760
Disposals/unused	-	-	(815,783)	-	-	(815,783)
December 31, 2023	15,627,815	360,000	74,630,225	28,845,930	-	119,463,970
<b>Accumulated depreciation</b>						
January 1, 2022	-	359,999	60,357,776	24,233,448	-	84,951,223
Depreciation for the year 2022	-	-	2,085,711	557,110	-	2,642,821
Disposals/unused	-	-	(614,180)	-	-	(614,180)
December 31, 2022	-	359,999	61,829,307	24,790,558	-	86,979,864
Depreciation for the year 2023	-	-	1,968,635	568,874	-	2,537,509
Disposals/unused	-	-	(815,753)	-	-	(815,753)
December 31, 2023	-	359,999	62,982,189	25,359,432	-	88,701,620
<b>Net book value</b>						
December 31, 2022	15,627,815	1	13,115,941	4,055,372	-	32,799,129
December 31, 2023	15,627,815	1	11,648,036	3,486,498	-	30,762,350
<b>Fair value</b>						
2022						1,861,648,150
2023						3,419,700,000

PARTICULARS	BAHT					
	SEPARATE FINANCIAL STATEMENTS					
	Land and improvement	Wharf, dam and improvement	Building, warehouse and improvement	Other structures	Work in construction	Total
<b>Cost</b>						
January 1, 2022	131,387,309	18,619,271	79,776,616	27,855,973	-	257,639,169
Purchases	-	-	614,180	345,610	1,171,118	2,130,908
Disposals/unused	-	-	(2,434,069)	-	-	(2,434,069)
Transfer to non-current assets held for sale	-	-	(21,000)	-	-	(21,000)
December 31, 2022	131,387,309	18,619,271	77,935,727	28,201,583	1,171,118	257,315,008
Purchases	-	-	500,760	-	387,733	888,493
Disposals/unused	-	-	(815,783)	-	-	(815,783)
Transfer in (out)	-	-	965,392	-	(965,392)	-
Transfer to equipment	-	-	-	-	(593,459)	(593,459)
December 31, 2023	131,387,309	18,619,271	78,586,096	28,201,583	-	256,794,259
<b>Accumulated depreciation</b>						
January 1, 2022	-	18,155,686	63,218,626	23,603,393	-	104,977,705
Depreciation for the year 2022	-	156,515	2,302,913	553,471	-	3,012,899
Disposals/unused	-	-	(2,434,063)	-	-	(2,434,063)
Transfer to non-current assets held for sale	-	-	(20,999)	-	-	(20,999)
December 31, 2022	-	18,312,201	63,066,477	24,156,864	-	105,535,542
Depreciation for the year 2023	-	156,514	2,288,661	565,237	-	3,010,412
Disposals/unused	-	-	(815,753)	-	-	(815,753)
December 31, 2023	-	18,468,715	64,539,385	24,722,101	-	107,730,201
<b>Net book value</b>						
December 31, 2022	131,387,309	307,070	14,869,250	4,044,719	1,171,118	151,779,466
December 31, 2023	131,387,309	150,556	14,046,711	3,479,482	-	149,064,058
<b>Fair value</b>						
2022						2,052,749,750
2023						3,607,812,250



PARTICULARS	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
Rental income from investments property	40,302,299	38,858,342	28,377,672	28,034,380
Direct operating expenses that generated rental income	8,688,149	8,808,411	8,378,565	8,126,108

Assets fair value are appraised by independence appraiser as regulated by the Office of Securities and Exchange Commission, Thailand.

In 2023, the independence appraiser evaluated assets by using valuation method, as follows :

1. Market Comparison Approach, the value is derived from comparison of market value of similar properties or nearly substitutes for one another by compare other factors that affect assets valuation and trading price in the past
2. Income Approach, the estimated discounted cash flow. Consider using only investments property by considering the income generating ability of the property, the income from operation will be estimated and deduct the costs of all related operations. The sum of each year's net income is calculated as present value when added to the present value of the property in the final year, which is obtained from the last year's income multiplied by the rate of return on investment, will be the value of the property.
3. Depreciated Replacement Cost Approach, the value is obtained by estimating the replacement cost of new building and construction based on today's construction cost. The replacement cost subtract by the accrued depreciation of building based on condition and estimated useful life, the value is fair value of building and construction. The market value of the subject property is equal to combine market value of the land and fair value of building and construction.

Independence appraiser and the Company suggest that asset valuation by market comparison approach is the suitable approach for Company's land and construction's appraisal, and replacement cost approach of building for appraisal subsidiary company's construction on the Company's land.

The detail of appraisal assets as follows :

LOCATION	ASSET'S CATEGORY	THOUSAND BAHT	
		CONSOLIDATED	SEPARATE FINANCIAL STATEMENTS
<b>APPRAISAL ASSETS 2023</b>			
BANGPAKOK	LAND AND CONSTRUCTION	3,087,000	3,087,000
SAPANPUT	LAND AND CONSTRUCTION	144,500	144,500
SAMRAY	LAND AND CONSTRUCTION	184,388	184,388
SAMRAY (SUBSIDIARY COMPANY)	CONSTRUCTION	3,812	-
<b>APPRAISAL ASSETS 2021</b>			
BANGPAKONG	LAND	-	191,924
FAIR VALUE		3,419,700	3,607,812

The Company and subsidiary have depreciation of investments property shown in statements of income for the years ended December 31, 2023 and 2022, as follows :

FOR THE YEARS ENDED DECEMBER 31,	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
Cost of services	2,517,447	2,622,758	2,628,579	2,723,113
Administrative expenses	20,062	20,063	381,833	289,786
Total	2,537,509	2,642,821	3,010,412	3,012,899

# 10. PROPERTY, PLANT AND EQUIPMENT

PARTICULARS	BAHT									
	CONSOLIDATED									
	Land and improvement	Wharf, dam and improvement	Building, warehouse and improvement	Other structures	Utility systems	Tools and equipment	Office furniture and equipment	Vehicles	Work in construction	Total
<b>Cost</b>										
January 1, 2022	115,759,494	18,218,771	572,546,789	39,595,040	114,951,777	29,633,549	56,163,183	900,570	110,400	947,879,573
Purchases	-	-	25,777,000	445,206	1,463,280	2,748,717	2,326,601	-	4,653,182	37,413,986
Disposals/unused	-	-	(4,919,889)	(77,000)	(558,306)	(77,645)	(4,621,708)	(401,375)	-	(10,655,923)
Transfer in (out)	-	-	-	-	-	110,400	-	-	(110,400)	-
Transfer to non-current assets held for sale	-	-	(21,000)	-	(195,000)	-	(134,596)	-	-	(350,596)
December 31, 2022	115,759,494	18,218,771	593,382,900	39,963,246	115,661,751	32,415,021	53,733,480	499,195	4,653,182	974,287,040
Purchases	-	-	655,300	55,866	187,041	727,658	4,872,439	-	778,134	7,276,438
Disposals/unused	-	-	(505,300)	(34,830)	(679,875)	(373,279)	(3,308,885)	-	-	(4,902,169)
Transfer in (out)	-	-	965,392	-	411,948	-	239,976	-	(1,617,316)	-
Transfer to non-current assets held for sale	-	-	-	-	-	(1,012,500)	(55,622)	-	-	(1,068,122)
December 31, 2023	115,759,494	18,218,771	594,498,292	39,984,282	115,580,865	31,756,900	55,481,388	499,195	3,814,000	975,593,187
<b>Accumulated depreciation</b>										
January 1, 2022	-	17,795,687	198,304,012	19,432,060	35,920,795	23,518,044	38,158,742	602,593	-	333,731,933
Depreciation for the year 2022	-	156,514	17,125,166	1,694,774	3,021,296	2,623,188	6,825,364	93,317	-	31,539,619
Disposals/unused	-	-	(4,155,248)	(76,998)	(414,574)	(68,740)	(4,483,803)	(401,374)	-	(9,600,737)
Transfer to non-current assets held for sale	-	-	(20,999)	-	(179,047)	-	(134,593)	-	-	(334,639)
December 31, 2022	-	17,952,201	211,252,931	21,049,836	38,348,470	26,072,492	40,365,710	294,536	-	355,336,176
Depreciation for the year 2023	-	156,515	18,047,872	1,689,417	3,080,011	2,025,184	6,189,342	89,823	-	31,278,164
Disposals/unused	-	-	(328,645)	(5,574)	(517,418)	(373,227)	(3,284,321)	-	-	(4,509,185)
Transfer to non-current assets held for sale	-	-	-	-	-	(1,012,499)	(55,621)	-	-	(1,068,120)
December 31, 2023	-	18,108,716	228,972,158	22,733,679	40,911,063	26,711,950	43,215,110	384,359	-	381,037,035
<b>Net book value</b>										
December 31, 2022	115,759,494	266,570	382,129,969	18,913,410	77,313,281	6,342,529	13,367,770	204,659	4,653,182	618,950,864
December 31, 2023	115,759,494	110,055	365,526,134	17,250,603	74,669,802	5,044,950	12,266,278	114,836	3,814,000	594,556,152

PARTICULARS	BAHT					
	SEPARATE FINANCIAL STATEMENTS					
	Utility systems	Tools and equipment	Office furniture and equipment	Vehicles	Work in construction	Total
<b>Cost</b>						
January 1, 2022	5,096,822	232,614	6,556,825	401,375	-	12,287,636
Purchases	-	5,688	926,809	-	58,465	990,962
Disposals/unused	-	-	(738,495)	(401,375)	-	(1,139,870)
Transfer to non-current assets held for sale	-	-	(16,457)	-	-	(16,457)
December 31, 2022	5,096,822	238,302	6,728,682	-	58,465	12,122,271
Purchases	16,200	-	1,145,403	-	-	1,161,603
Disposals/unused	(74,900)	-	(34,526)	-	-	(109,426)
Transfer in (out)	58,465	-	-	-	(58,465)	-
Transfer from investments property	353,483	-	239,976	-	-	593,459
Transfer to non-current assets held for sale	-	-	(55,622)	-	-	(55,622)
December 31, 2023	5,450,070	238,302	8,023,913	-	-	13,712,285
<b>Accumulated depreciation</b>						
January 1, 2022	5,026,660	173,716	4,407,498	401,374	-	10,009,248
Depreciation for the year 2022	22,186	20,681	893,501	-	-	936,368
Disposals/unused	-	-	(652,059)	(401,374)	-	(1,053,433)
Transfer to non-current assets held for sale	-	-	(16,456)	-	-	(16,456)
December 31, 2022	5,048,846	194,397	4,632,484	-	-	9,875,727
Depreciation for the year 2023	64,927	20,910	1,029,599	-	-	1,115,436
Disposals/unused	(74,900)	-	(33,202)	-	-	(108,102)
Transfer to non-current assets held for sale	-	-	(55,621)	-	-	(55,621)
December 31, 2023	5,038,873	215,307	5,573,260	-	-	10,827,440
<b>Net book value</b>						
December 31, 2022	47,976	43,905	2,096,198	-	58,465	2,246,544
December 31, 2023	411,197	22,995	2,450,653	-	-	2,884,845

Some plots of lands are expropriated which currently waiting for the Bangkok Metropolitan Administration to inform the Company (see also Note 23).

Krungdhep Document Company Limited's building and warehouse were built on the Company's land under Lease Agreement of 1 year period, which can be renewed until the year 2025. And KWC Logistics Company Limited's warehouse was built on the Company's land under the Lease Agreement with renewal right of every year.

The Company and subsidiaries have depreciation of plant and equipment shown in statements of income for the years ended December 31, 2023 and 2022, as follows :

FOR THE YEARS ENDED DECEMBER 31,	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
Cost of services	29,828,406	30,070,515	81,733	38,293
Administrative expenses	1,449,758	1,469,104	1,033,703	898,075
Total	31,278,164	31,539,619	1,115,436	936,368

## 11. RIGHT-OF-USE ASSETS

As at December 31, 2023 and 2022, the right-of-use assets arose from the following:

PARTICULARS	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
Cost beginning balances	14,891,194	14,146,186	-	-
Increase during the years	1,370,206	1,600,726	1,370,206	-
Termination lease agreement	-	(855,718)	-	-
Cost ending balances	16,261,400	14,891,194	1,370,206	-
Accumulated depreciation				
beginning balances	8,038,840	5,750,437	-	-
Depreciation	3,211,695	3,144,121	214,916	-
Termination lease agreement	-	(855,718)	-	-
Accumulated depreciation				
ending balances	11,250,535	8,038,840	214,916	-
Net book value balances	5,010,865	6,852,354	1,155,290	-

The Company and subsidiaries have depreciation of right of use assets shown in statements of income for the years ended December 31, 2023 and 2022, as follows :

FOR THE YEARS ENDED DECEMBER 31,	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
Cost of services	2,996,779	2,996,778	-	-
Administrative expenses	214,916	147,343	214,916	-
Total	3,211,695	3,144,121	214,916	-

## 12. INTANGIBLE ASSETS

PARTICULARS	BAHT	
	CONSOLIDATED	SEPARATE FINANCIAL STATEMENTS
<b>Computer softwares</b>		
<b><u>Cost</u></b>		
January 1, 2022	15,273,803	3,589,210
Purchases	34,022	10,322
Unused	(1,830,514)	(1,652,743)
December 31, 2022	13,477,311	1,946,789
Purchases	622,667	397,766
Unused	(1,151,440)	(47,196)
December 31, 2023	12,948,538	2,297,359
<b><u>Accumulated amortization</u></b>		
January 1, 2022	11,455,497	3,061,810
Amortization for the year 2022	1,332,607	233,223
Unused	(1,813,971)	(1,636,218)
December 31, 2022	10,974,133	1,658,815
Amortization for the year 2023	1,145,569	147,829
Unused	(1,143,650)	(39,463)
December 31, 2023	10,976,052	1,767,181
<b><u>Net book value</u></b>		
December 31, 2022	2,503,178	287,974
December 31, 2023	1,972,486	530,178

The Company and subsidiaries have amortization shown in statements of income for the years ended December 31, 2023 and 2022, as follows :

FOR THE YEARS ENDED DECEMBER 31,	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL	
	2023	2022	2023	2022
Cost of services	982,134	1,038,234	-	-
Administrative expenses	163,435	294,373	147,829	233,223
Total	1,145,569	1,332,607	147,829	233,223

### 13. TRADE AND OTHER CURRENT PAYABLES

PARTICULARS	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
Trade payables	923,430	1,521,341	-	-
Other current payables	27,457,081	23,667,713	10,062,222	10,747,754
Assets payable	1,262,859	26,501,164	80,836	997,054
Total trade and other current payables	29,643,370	51,690,218	10,143,058	11,744,808

### 14. LEASE LIABILITIES

PARTICULARS	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
Within one year	3,567,407	3,541,720	372,360	-
Over 1-5 years	1,903,555	4,180,345	884,355	-
Total	5,470,962	7,722,065	1,256,715	-
<u>Less</u> Deferred interest expenses	(205,179)	(322,379)	(84,103)	-
Total	5,265,783	7,399,686	1,172,612	-
<u>Less</u> Current portion of leases liabilities	(3,435,250)	(3,318,834)	(330,895)	-
Liabilities under leases liabilities-net	1,830,533	4,080,852	841,717	-

Lease liabilities are vehicle for monthly payment which will be completed within 2027.

The portion of leases liabilities due within one year was shown under current liabilities.



## 15. PROVISION FOR LONG-TERM EMPLOYEE BENEFITS

FOR THE YEARS ENDED DECEMBER 31,	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
<u>Defined benefit obligation</u>				
Beginning balances	16,757,213	15,825,246	7,545,113	6,015,430
<u>Add</u> Current service cost	3,341,451	2,659,145	1,381,619	1,070,095
Interest cost	487,650	316,626	189,419	107,675
<u>Less</u> Benefit paid during the year	(10,862,737)	(437,683)	(8,241,451)	-
Actuarial (gain) loss from employee benefit plan	1,538,821	(1,606,121)	967,593	351,913
Ending balances	11,262,398	16,757,213	1,842,293	7,545,113

The key assumptions used in determining the employee benefit liabilities are shown as follows:

PARTICULARS	RATES PER ANNUM			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
Discount rate	3.18-3.63	3.09-3.92	3.36	3.09
Salary increase rate	2.20-5.20	2-5	2.20-5.20	2-5
Staff turnover rate (depending on age)	0-23	0-24	0-17	0-17

The Company and subsidiaries have long-term employee benefits expenses shown in statements of income for the years ended December 31, 2023 and 2022, as follows :

FOR THE YEARS ENDED DECEMBER 31,	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL	
	2023	2022	2023	2022
Cost of services	1,130,626	1,146,896	-	-
Administrative expenses	2,698,475	1,828,875	1,571,038	1,177,770
Total	3,829,101	2,975,771	1,571,038	1,177,770

## 16. LEGAL RESERVE

The Company set up legal reserve which duly met 10% of authorized share capital, in compliance with the Public Company Act. This reserve is forbidden for dividend payment.

## 17. GENERAL RESERVE

The Company provided general reserve for using in general operation without specific objective.

## 18. DIVIDEND PAYMENT AND DIRECTORS' REMUNERATION

On April 4, 2023, the Ordinary General Shareholders' Meeting for 2023 was held and approved the payment dividends to shareholders at Baht 10.00 per share, to the shareholders of 6 million shares, totalling Baht 60.00 million by fixing the payment date for dividend on April 24, 2023, and has approved to pay directors' remuneration amounting to Baht 5.50 million.

On April 18, 2022, the Ordinary General Shareholders' Meeting for 2022 was held and approved the payment dividends to shareholders at Baht 9.50 per share, to the shareholders of 6 million shares, totalling Baht 57.00 million by fixing the payment date for dividend on May 9, 2022, and has approved to pay directors' remuneration amounting to Baht 5.50 million.

## 19. EXPENSES BY NATURE

PARTICULARS	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
Consumables used	7,262,060	6,685,652	-	-
Directors and management remuneration	21,909,179	21,191,953	21,909,179	21,191,953
Employee benefit expenses	80,843,965	74,852,875	10,469,476	13,189,371
Depreciation and amortization expenses	38,172,937	38,659,168	4,488,592	4,182,490
Plant and premises expenses	15,357,309	15,762,240	6,352,254	6,201,051
Tools and equipment expenses	19,547,981	13,085,527	841,621	836,622

## 20. INCOME TAX

Corporate income taxes of the Company and subsidiaries for the years ended December 31, 2023 and 2022 are calculated from the accounting profit after adjustment with some other revenues and expenses which are exempted from income tax or being disallowable expenses in corporate income tax computation.

Corporate income tax of the Company and subsidiaries for the years ended December 31, 2023 and 2022 was calculated at 20 percent.

Income tax expenses recognized in statements of income consist:

FOR THE YEARS ENDED DECEMBER 31,	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
The income tax for the years	22,550,956	22,024,681	3,263,059	2,289,539
Amortization of temporary differences	1,901,721	267,358	1,089,519	(314,849)
Income tax expenses	24,452,677	22,292,039	4,352,578	1,974,690

As at December 31, 2023 and 2022, the deferred tax assets (liabilities) arose from the following temporary differences:

PARTICULARS	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
<b>Accumulated of temporary differences in the statements of income</b>				
Allowance for adjustment investment value in Open-end Fund	(1,173,784)	(593,461)	(322,198)	(448,364)
Allowance for expected credit loss				
- Trade receivables	6,087,929	5,224,233	-	-
- Other short-term loans	24,719,263	24,719,263	-	-
Calculate depreciation difference from tax rate	(75,708,312)	(71,924,512)	-	-
Leases	242,599	296,475	17,322	-
Provision for long-term employee benefits	9,723,577	17,284,002	874,700	6,113,868
Liabilities from accrued land expropriation	3,894,000	3,894,000	3,894,000	3,894,000
Total	(32,214,728)	(21,100,000)	4,463,824	9,559,504
<b>Temporary differences in other comprehensive income</b>				
<b>- Recognized in other components of shareholders' equity</b>				
Unrealized gain on remeasuring in market securities	(789,066)	(1,301,341)	(789,066)	(1,301,341)
<b>- Recognized in retained earnings</b>				
Provision for long-term employee benefits	1,538,821	(1,606,121)	967,593	351,913
<b>Total</b>	(31,464,973)	(24,007,462)	4,642,351	8,610,076
<b>Deferred tax assets (liabilities)</b>	(6,292,995)	(4,801,493)	928,470	1,722,015

## 21. TRANSACTIONS WITH RELATED PARTIES

The Company has accounting transactions with its related parties, which are related by shareholding or having some shareholders or co-directors. Such business transactions are in accordance with under the mutually agreed conditions.

The following transactions incurred between the Company and following companies :

COMPANIES	RELATIONSHIP
Krungdhep Document Company Limited	Subsidiary (Note 8)
KWC Logistics Company Limited	Subsidiary (Note 8)
Bangkok Bank Public Company Limited	Its shareholder
Bangkok Insurance Public Company Limited	Its shareholder
Bangkok Life Assurance Public Company Limited	Co-shareholder
BBL Asset Management Company Limited	Co-shareholder
Green Spot Company Limited	Co-shareholder and directors
Palang Sophon Company Limited	Co-shareholder and directors
Aioi Bangkok Insurance Public Company Limited	Co-shareholder
Shangri-La Hotel Public Company Limited	Co-shareholder

The significant related transactions are as follows :

TRANSACTIONS IN STATEMENTS OF FINANCIAL POSITION	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
<b>1. Cash at bank</b>				
- Related party	38,697,174	23,691,982	9,179,283	12,167,484
<b>2. Trade receivables</b>				
- Subsidiaries	-	-	13,870,484	14,769,373
- Related parties	5,440,726	5,798,282	-	-
Total	5,440,726	5,798,282	13,870,484	14,769,373
<b>3. Other current receivables</b>				
- Subsidiaries	-	-	70,393	45,647
- Related party	96,327	684,327	7,082	66,598
Total	96,327	684,327	77,475	112,245
<b>4. Marketable Securities</b>				
- Related party	3,156,275	3,668,550	3,156,275	3,668,550
<b>5. Investments in the Open-end Fund</b>				
- Related party	134,118,104	123,969,682	26,623,943	27,355,900
<b>6. Deposit payment</b>				
- Subsidiary	-	-	11,215	11,215
<b>7. Other current payables</b>				
- Subsidiaries	-	-	37,236	38,668
<b>8. Deposit received</b>				
- Subsidiary	-	-	7,607,448	7,461,000

TRANSACTIONS IN STATEMENTS OF INCOME	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
<b>1. Rental income</b>				
- Subsidiaries (Rental income is calculated on the space occupied at the rate mutually agreed in the contract.)	-	-	27,987,672	27,401,880
<b>2. Storage fees income</b>				
- Related parties (Storage fee income is calculated on the storage quantity at the rate mutually agree in the contract.)	19,683,146	20,322,945	-	-
<b>3. Income from sales</b>				
- Related parties	30,005	35,615	-	-
<b>4. Service income</b>				
- Subsidiaries (Service income is calculated by sharing the Company's administrative expenses in proportion to the service rendered of group companies and the estimate service rendered of Company's unit to the group companies.)	-	-	33,596,904	33,596,900
<b>5. Management fee income</b>				
- Related parties (Management fee is calculated on cost plus margin.)	11,983,008	11,991,247	-	-
<b>6. Dividend income</b>				
- Subsidiaries	-	-	42,499,652	40,999,658
<b>7. Finance income</b>				
- Related party	247,988	81,772	83,582	25,378
<b>8. Other income</b>				
- Subsidiaries	-	-	525,662	527,773
<b>9. Cost of sales and services</b>				
- Related parties	1,284,547	2,089,094	157,966	175,564
<b>10. Administrative expenses</b>				
- Subsidiaries	-	-	746,831	739,341
- Related parties	134,901	271,274	34,809	96,738
Total	134,901	271,274	781,640	836,079

## 22. INFORMATION BY SEGMENT

Financial information by business segments.

For the year ended December 31, 2023	BAHT				
	Warehouse Segment	Document Storage Segment	Assets Rental and Other Segments	Eliminated Items	Consolidated Financial Statements
Rental income	40,037,284	-	28,377,672	(28,092,703)	40,322,253
Storage fees	-	262,868,359	-	(433,874)	262,434,485
Sale	-	6,436,437	-	(4,521)	6,431,916
Wharfage services	10,515,912	-	-	-	10,515,912
Services income	-	11,983,008	33,596,904	(33,596,904)	11,983,008
Total revenues	50,553,196	281,287,804	61,974,576	(62,128,002)	331,687,574
Cost of sales and services	24,690,171	144,786,922	8,983,918	(26,433,985)	152,027,026
Gross profit	25,863,025	136,500,882	52,990,658	(35,694,017)	179,660,548
Other incomes	1,853,634	387,111	52,443,321	(43,408,720)	11,275,346
Distribution costs	509,548	2,722,522	-	-	3,232,070
Administrative expenses and directors' remuneration	19,632,488	41,339,380	41,107,368	(36,633,813)	65,445,423
Finance cost	-	201,304	35,131	-	236,435
Income tax expenses	1,549,868	18,550,231	4,352,578	-	24,452,677
Profit for the year					97,569,289
Profit attributable to					
Equity holders of the parent					97,568,598
Non-controlling interests					691
Investments property-net	16,732	-	149,064,058	(118,318,440)	30,762,350
Property, plant and equipment-net	1,060,160	472,483,558	2,884,845	118,127,589	594,556,152



For the year ended December 31, 2022	BAHT				
	Warehouse Segment	Document Storage Segment	Assets Rental and Other Segments	Eliminated Items	Consolidated Financial Statements
Rental income	38,305,132	-	28,034,380	(27,469,170)	38,870,342
Storage fees	-	244,486,853	-	(421,057)	244,065,796
Sale	-	6,502,051	-	(6,450)	6,495,601
Wharfage services	11,279,643	-	-	-	11,279,643
Services income	-	11,991,247	33,596,900	(33,596,900)	11,991,247
Total revenues	49,584,775	262,980,151	61,631,280	(61,493,577)	312,702,629
Cost of sales and services	24,696,939	124,819,163	8,675,852	(25,796,760)	132,395,194
Gross profit	24,887,836	138,160,988	52,955,428	(35,696,817)	180,307,435
Other incomes	2,171,150	937,479	41,844,067	(41,872,815)	3,079,881
Distribution costs	-	1,666,313	-	-	1,666,313
Administrative expenses and directors' remuneration	18,579,558	44,026,767	42,203,438	(36,600,701)	68,209,062
Finance cost	-	407,416	-	-	407,416
Income tax expenses	1,707,731	18,609,618	1,974,690	-	22,292,039
Profit for the year					90,812,486
Profit attributable to					
Equity holders of the parent					90,811,789
Non-controlling interests					697
Investments property-net	74,644	-	151,779,466	(119,054,981)	32,799,129
Property, plant and equipment-net	1,413,055	496,457,863	2,246,544	118,833,402	618,950,864

## 23. ACCRUED LAND EXPROPRIATION

Part of the Company's land under Title Deeds Numbers 1578, 1582 and 1605 is in the highway expropriated alignment areas under the Municipal Highway Expansion Project for Klong Bangpakok Zone, Rasburana Road, B.E. 2541 (1998) in accordance with a Royal Decree. During 1998, the Company had received the first lot of land compensation from the Bangkok Metropolitan Administration and in accordance with the result of the Court's judgments, the Company must pay back to Bangkok Metropolitan Administration. In 2010, the Company therefore estimated the compensation that was supposed to be paid back to the Bangkok Metropolitan Administration as the liabilities amount of Baht 3.89 million and recorded as expense in the statements of income with the same amount. Currently it is pending to pay back the compensation to Bangkok Metropolitan Administration.

## 24. COMMITMENT

24.1 The Company and subsidiaries have commitment from letters of guarantee issued by commercial banks as follow:

PARTICULARS	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
Letters of Bank Guarantee	11,597,417	10,695,096	458,400	458,400

24.2 As at December 31, 2023 and 2022, the subsidiary has credit facilities as follow :

Particulars	Credit Line (Million Baht)	Collateral
Krungdhep Document Company Limited		
Overdrafts	10	} Guaranteed by Krungdhep Sophon Public Company Limited
Short-term loans	20	
Credit Line Letters of Bank Guarantee	25	

#### 24.3 Operating lease commitment and Service Agreement as follows :

The Company and subsidiaries have chosen not to recognize the usage rights assets. For short-term lease agreements, leases in which the underlying asset has low value or previous lease agreements are classified as operating lease agreements with the expiration of the lease term within 12 months.

As at December 31, 2023 and 2022, the Company and its subsidiaries have commitments under lease and service agreements, in the consolidated financial statements amount of Baht 3.72 million and Baht 2.33 million, respectively, and in the separate financial statements amount of Baht 1.31 million and Baht 1.70 million, respectively.

### 25. DISCLOSURE OF FINANCIAL INSTRUMENTS

The Company and its subsidiaries have information relating to the financial instruments both in and off statements of financial position, as follows:

#### 25.1 Accounting policies

Accounting policies are disclosed in Note 3 to the financial statements.

#### 25.2 Risk from breach of contracts

Due to the contracting party does not follow the requirement in the contract which caused damage to the Company and its subsidiaries.

The credit risk with respect to the concentration of trade accounts receivable is limited due to the Company and its subsidiaries have a large number of customers and its credit management and debt collection are efficient. Therefore, the Company and subsidiaries expect no risk to have negative effect.

For financial assets shown in the statements of financial position, the book value of such assets is net from various provisions to be estimated fair value. Such provisions are assumed to be the value of risk expecting to be incurred from breach of contracts.

### 25.3 Risk relating to interest rate

Risk from the fluctuation in interest rate may have negative effect to the Company and its subsidiaries for the current and the following years. The Company and its subsidiaries expect that they can manage the contingent risk, due to the Company has set up a plan and follow up the situation closely.

### 25.4 Fair value of financial instruments

The following methods and assumptions are used to estimate the fair value of financial instruments.

Financial assets shown at book value which equal to estimated fair value.

Financial liabilities shown at book value which equal to estimated fair value. Loans carrying interest rates close to the market rates.

### 25.5 Fair value estimation

The Group companies use the market approach to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards, except that the cost approach or income approach is used when there is no active market or when a quoted market price is not available.

All assets and liabilities for which fair value measured or disclosed in the financial statements are categorised within the fair value hierarchy into three levels based on categorise of input to be used in fair value measurement as follows:

Level 1 - Use of quoted market prices in an active market for such assets or liabilities

Level 2 - Use of other observable inputs for such assets or liabilities, whether directly or indirectly

Level 3 - Use of unobservable inputs such as estimates of future cash flows

As at December 31, 2023 and 2022, the Company and subsidiaries have assets that were measured at fair value disclosed using different level of inputs as follows :

BAHT

CONSOLIDATED				
AS AT DECEMBER 31, 2023				
	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value through profit or loss				
- Investment Unit	134,118,104	-	-	134,118,104
Financial assets measured at fair value through other comprehensive income				
- Equity Instruments	3,156,275	-	-	3,156,275
Total assets	137,274,379	-	-	137,274,379

BAHT

CONSOLIDATED				
AS AT DECEMBER 31, 2022				
	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value through profit or loss				
- Investment Unit	123,969,682	-	-	123,969,682
Financial assets measured at fair value through other comprehensive income				
- Equity Instruments	3,668,550	-	-	3,668,550
Total assets	127,638,232	-	-	127,638,232

BAHT

SEPARATE FINANCIAL STATEMENTS				
AS AT DECEMBER 31, 2023				
	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value through profit or loss				
- Investment Unit	26,623,943	-	-	26,623,943
Financial assets measured at fair value through other comprehensive income				
- Equity Instruments	3,156,275	-	-	3,156,275
Total assets	29,780,218	-	-	29,780,218

BAHT

SEPARATE FINANCIAL STATEMENTS

AS AT DECEMBER 31, 2022				
	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value through profit or loss				
- Investment Unit	27,355,900	-	-	27,355,900
Financial assets measured at fair value through other comprehensive income				
- Equity Instruments	3,668,550	-	-	3,668,550
Total assets	31,024,450	-	-	31,024,450

## 26. CONTRIBUTION TO PROVIDENT FUND

The Company and its subsidiaries have set up and registered provident fund on January 1, 1999, in compliance with the Provident Fund Act B.E. 2530 (1987), in order to be the savings and welfare promotion, as well as the fringe benefits upon resignation or retirement to its employees according to the Company's regulation. The employees contribute one portion and another portion by the Company at 5-10 % of their basic salaries. It has also appointed the Bangkok Capital Asset Management Company Limited to be the fund manager.

Provident fund contributions made by the Company and its subsidiaries for their employees are recorded as expenses in the statements of income for the years ended December 31, 2023 and 2022 as follows:

PARTICULARS	BAHT			
	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
Krungdhep Sophon Public Company Limited	1,340,413	1,397,610	1,340,413	1,397,610
Krungdhep Document Company Limited	2,389,802	2,165,335	-	-
KWC Logistics Company Limited	492,057	465,041	-	-
Total	4,222,272	4,027,986	1,340,413	1,397,610

## 27. CAPITAL MANAGEMENT

The main objectives of the Company and subsidiaries in capital management are to provide the appropriate financial structure and maintain ability to continue their business as a going concern in order to generate returns for shareholders and benefits for other stakeholders.

The Company and its subsidiaries have debt-to-equity ratios as follows:

PARTICULAR	CONSOLIDATED		SEPARATE FINANCIAL STATEMENTS	
	2023	2022	2023	2022
Debt-to-equity ratio	0.13 : 1	0.17 : 1	0.07 : 1	0.09 : 1

## 28. FINE FEE UNDER DISCUSSION

Krungdhep Document Company Limited (subsidiary company) has the Data Entry Project with Government Savings Bank for 24 months or 2 year-contract which started from June 26, 2019 to June 25, 2021. Due to a prove of staff qualification and Staff Personal Data File not in according to the contract, the Bank has issued the fine fee equal to Baht 19.00 million. As a result, the Bank has claimed to settle 3 payments (Periods 11, 13 and 14) for hire of work in May, July and August 2020 with this fine fee. Refer to the fact in the contract and legal issues, Krungdhep Document Company Limited had sent the letter dated October 2, 2020 to the Bank for not claiming the damage because there was no damage occurred according to the above issues and the subsidiary company can deliver work to the Bank and was accepted by the Bank.

The subsidiary company has investigated the above issues and ensured that the conditions in the contract are correctly comply. However, the discussion term may consume time for conclusion. In order to comply with the Conservatism in Accounting, in 2020, the subsidiary company decided to make fully amount Baht 19.00 million as administrative expense and recorded as the fine fee under discussion in current liabilities in the consolidated financial statements.

On November 9, 2021, the subsidiary has filed a lawsuit claiming damages. On July 31, 2023, the civil court has dismissed the case. The subsidiary will not be affected by the aforementioned dismissal because there is a provision for fines as mentioned above. The subsidiary filed an appeal with the court on November 27, 2023. The case is under consideration by the appeal court.

## **29. EVENTS AFTER THE REPORTING PERIOD**

On February 13, 2024, the Board of Directors of the Company Meeting No.2/2024 was held and approved a resolution to pay Annual Dividend to shareholders at Baht 10.50 per share totaling amount Baht 63 million. Such dividend will be proposed for approval in the next Ordinary General Shareholders' Meeting.

## **30. FINANCIAL STATEMENTS APPROVAL**

These financial statements were duly approved by the Company's directors on February 13, 2024.



## Part 4

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### Certification of Accuracy

04

## Confirmation of Information Accuracy

The Company having carefully, reviewed the information contained in this Annual Registration Statement, hereby certify that the said information is accurate, complete, and true, is not misleading and does not omit any material information which is required to be disclosed and false or that:

- (1) The financial Statements and financial information forming a part hereof contain accurate and complete material information in respect of the financial condition, results of operations and cash flows of the Company and its subsidiaries.
- (2) The Company is responsible for arranging for an effective disclosure system to assure that the Company properly and completely discloses the material information of the Company and its subsidiaries and shall be responsible for monitoring to ensure compliance with such system.
- (3) The Company is responsible for arranging for an effective internal control and monitoring them to ensure compliance with such system, and the Company has reported the information as of 31 December 2023 relating to the internal control, including the deficiency and material change of the internal control that may affect preparation of financial reports of the Company and its subsidiaries, to the auditor and Audit Committee.

As evidence all documents are the same setoff documents that the Company has reviewed, The Company assigned Mr. Subin Liengpunsakul to initial all pages hereof. If any pages do not have the initials of Mr. Subin Liengpunsakul indicated, it shall be decided that the Company has not reviewed the aforesaid information.

Name	Position	Signature
1. Mr. Chote Sophonpanich	Chairman	
2. Mr. Subin Liengpunsakul	Director, Managing Director	
Name	Position	Signature
Proxy Mr. Subin Liengpunsakul	Director, Managing Director	

**Attachment**

## Attachment 1

# Mr.Chote Sophonpanich Chairman

### Age 81 years

**Education** Bachelor's degree of Economics, Sydney University, Australia

#### Training Programs

- Thai economy in a world of changing competition with the Minister of Finance, Mr.arkhom termpittayapaisith organized by Thailand Management Association
- AMCHAM Woman Committee : Women on Board 2023
- Plan 13 and Thailand's preparations under the new competitive context by Mr.Danucha Pichayanan, Secretary-General of the National Economic and Social Development Council organized by Thailand Management Association
- EEC and pushing the country to be a target for international investment with Dr.Chula Sukmanop, Secretary-General of the EEC organized by Thailand Management Association
- 2023 Integral Conversation : The Future of Sustainable Growth from an Asian Perspective (October 26-28 Guilin Integral)

**Appointed effective on** July 15, 1994

**No. of years as Company Director** 29 Years

**% Shares (as of December 2023)** 93,632 shares (1.56%) \*

**Position in Listed Companies** None

#### Position in Non-Listed Companies

- Chairman Green Spot Co., Ltd.
- Chairman Watana Chote Co., Ltd.
- Director Green Spot Sales Co., Ltd.
- Director The Sophonpanich Co., Ltd.
- Director C.R. Holding Co., Ltd.
- Director Watana Charn Co., Ltd.

**Position in Related parties which may have conflict of interest or same business and compete with companies.** None

<b>Working Experience</b>	Director	Mitkorn Development Co., Ltd
<b>(Last 5 years)</b>	Director	Chaiwat Co., Ltd.
	Director	City Club Co., Ltd.

**Attended the Meeting 2023** Board of Director Meeting 10 times out of 10 times.

\*Including related parties

## Miss Suthawan Sakkoson

### Independent Director

### Chairman of the Audit Committee

#### Age 58 years

Education	Master Public Administration Chulalongkorn University
	Bachelor Financial accounting University of the Thai Chamber of Commerce
Training Programs	2023 - None
Appointed effective on	January 25, 2016
No. of years as Company Director	7 Years
% Shares (as of December 2023)	None
Position in Listed Companies	None
Position in Non-Listed Companies	None
Position in Related parties which may have conflict of interest or same business and compete with company	None

#### Working Experience

- 2021 - Present      Director of Portfolio Management Bureau State Enterprise Policy Office
- 2016 - 2021      Director of State Enterprise Development 3 Bureau State Enterprise Policy Office
- 2012-2016      Specialist Securities State Enterprise Policy office

**Attended the Meeting 2023**      Board of Director Meeting 3 times out of 10 times.  
    Board of the Audit Committee Meeting 2 times out of 4 times.

\*Miss Suthawan Sakkoson resigned from the position of Independent Director and Chair of the Audit Committee, May 10, 2023.

## Mr. Amorn Asvanunt

Independent Director / Chairman of the Audit Committee

Chairman of the Nomination and Compensation

Committee Member of the risk Management Committee

### Age 75 years

Education M.B.A Bowling Green State University Ohio, U.S.A  
Bachelor of BA (Accountancy) Chulalongkorn University

Training Programs 2023 - None

Appointed effective on April 26, 2005

No. of years as Company Director 18 years

% Shares (as of December 2023) None

#### Position in Listed Companies

- June 2017-Present Chairman of the Audit Committee S&J International Enterprises PCL.
- April 1999-April 2023 Member of the Audit Committee I.C.C. International PCL.
- June 2002-April 2023 Member of the Audit Committee Far East DDB PCL

#### Position in Non-Listed Companies

- 1987-Present Director, Independent Director BNH Medical Centre Co., Ltd.

Position in Related parties which may None

have conflict of interest or same

business and compete with company

### Working Experience

October 2004-October 2015 Director, Executive Director, Member of the Risk Management Committee, Member of the Credit Committee TMB PLC (now TTB Bank)

**Attended the Meeting 2023** Board of Director Meeting 9 times out of 10 times.  
Board of Nomination and Compensation Committee Meeting 2 times out of 7 times.  
Board of Member of the Risk Management Committee Meeting 3 times out of 4 times.  
Board of the Audit Committee Meeting 2 times out of 4 times.

\*The Board of Directors' Meeting No.3/2023 held on 10 May 2023 hereby resolved the following resolutions Appointment of Mr. Amorn Asvanunt as a Chairman of the Audit Committee, which shall be effective on May 11, 2023, onwards and retired from the position of Chairman of the Nomination and Remuneration Committee.

\*Board of Directors Meeting No. 5/2023 on 9 August 2023, Mr. Amorn Asvanunt resigned from being a member of the Risk Management Committee. Effective from 9 August 2023 onwards.

# Mr. Pongchai Athikomrattanakul

## Independent Director

### Chairman of the Risk Management Committee

#### Age 52 years

**Education** Ph.D. Industrial Engineering, Iowa State University, USA.  
Master Industrial Engineering, Iowa State University, USA.  
Bachelor Production Engineering 1st Class honors, King Mongkut's University of Technology Thonburi

**Training Programs** 2023 - None

**Appointed effective on** April 19, 2021

**No. of years as Company Director** 2 Years

**% Shares (as of December 2023)** None

#### Position in Listed Companies

- Independent Director and Member of the Audit Committee
- Chairman of the Risk Management Committee S&J International Enterprises PCL

**Position in Non-Listed Companies** None

**Position in Related parties which may have conflict of interest or same business and compete with company** None

#### Working Experience

- 2019-Present • Independent Director and Audit Committee, S&J International Enterprises Public Company Limited
- The National Strategic Committee on Human Resource Development and Empowerment, National Strategic Committee, The Prime Minister's Office
- The Cooperation Committee between The Ministry of Agriculture and Cooperatives and The Federation of Thai Industries, Ministry of Agriculture and Cooperatives
- The Sub-Committee on Transport, The Senate
- 2017-Present • The Sub-Committee on National Single Window (NSW), Office of the National Economic and Social Development Council
- The Committee on Corporate Communication, Thai Red Cross Society
- The Board Committee, Institute for Scientific and Technological Research and Service, King Mongkut's University of Technology Thonburi (KMUTT)
- 2016-Present • Government Coordination Sub-Committee on Commercial and Industrial Services, Thailand Convention & Exhibition Bureau (TCEB), The Prime Minister's Office
- 2004-Present • Director, Center for Logistics Excellence, King Mongkut's University of Technology Thonburi

#### Attended the Meeting 2023

Board of Director Meeting 9 times out of 10 times.

Board of Member of the Risk Management Committee Meeting 4 times out of 4 times.

## Mr. Seksan Kiatsupaibul

Independent Director / Member of the Audit Committee  
Member of the Risk Management Committee

**Age 51 years**

### Education

2000 Ph.D., Industrial and Operations Engineering,  
the University of Michigan, Ann Arbor, USA  
2000 M.S., Mathematics, the University of Michigan, Ann Arbor, USA  
1996 M.S.E., Industrial and Operations Engineering, the University of  
Michigan, Ann Arbor, USA  
1993 B.Eng., Control Engineering, King Mongkut Institute of  
Technology Ladkrabang

Training Programs 2023 - None

Appointed effective on April 18, 2022

No. of years as Company Director 2 years

% Shares (as of December 2023) None

Position in Listed Companies None

Position in Non-Listed Companies None

Position in Related parties which may

have conflict of interest or same

business and compete with company

### Working Experience

- 2012 Current, Associate Professor, Department of Statistics,  
Chulalongkorn Business School, Chulalongkorn University
- 2006 - 2012, Assistant Professor, Department of Statistics,  
Chulalongkorn Business School, Chulalongkorn University
- 2003 - 2006, Lecturer, Department of Statistics, Chulalongkorn Business School,  
Chulalongkorn University
- 2000 - 2002, Manager, Enron North America, Houston, USA
- 1999 Visiting Scholar, Delft University of Technology, Delft, The Netherlands

### Attended the Meeting 2023

Board of Director Meeting 8 times out of 10 times.

Board of the Audit Committee Meeting 4 times out of 4 times.

Board of the Risk Management Committee Meeting 4 times out of 4 times.

\*Mr. Seksan Kiatsupaibul resigned from the position of Independent Director and Member of the Audit Committee effective November 8, 2023.



## Mr. Pawut U-Thasoontorn

Independent Director / Member of the Audit Committee  
Member of the Nomination and Compensation Committee

### Age 47 years

Education	Master of Arts in Economics University of Maryland, College Park Bachelor of Economics Chulalongkorn University
Training Programs	2023 - None
Appointed effective on	April 18, 2022
No. of years as Company Director	2 years
% Shares (as of December 2023)	None
Position in Listed Companies	None
Position in Non-Listed Companies	Palang Sophon Limited
Position in Related parties which may have conflict of interest or same business and compete with company	None

### Working Experience

- President Palang Sophon Limited
- Assistant Manager, Gas Contracts Chevron, Singapore
- Gas & Power Business Analyst Chevron, Korea
- Commercial Analyst Chevron, Thailand
- Economist Palang Sophon Limited

### Attended the Meeting 2023

Board of Director Meeting 10 times out of 10 times.

Board of Member of the Audit Committee Meeting 4 times out of 4 times.

Board of Nomination and Compensation Committee Meeting 7 times out of 7 times.

## Mr. Somsak Jaitrong

### Director

Member of the Nomination and Compensation Committee

#### Age 66 years

Education	Master's Degree Mechanical Engineering Lamar University, USA Bachelor's Degree Mechanical Engineering KMIT North, Bangkok
Training Programs	2023 - None
Appointed effective on	March 6, 2014
No. of years as Company Director	9 years
% Shares (as of December 2023)	None
Position in Listed Companies	None
Position in Non-Listed Companies	None
Position in Related parties which may have conflict of interest or same business and compete with company	None

#### Working Experience

- 2011-2012 Vice President-Consumer Global Manufacturing Strategy Deployment  
Johnson & Johnson
- 2010-2011 Vice President-Consumer Integrated Manufacturing, Asia Pacific  
Johnson & Johnson
- 2005-2009 Executive Director-Consumer Integrated Manufacturing, Asia Pacific  
Johnson & Johnson

#### Attended the Meeting 2023

Board of Director Meeting 0 times out of 10 times.

Board of Nomination and Compensation Committee Meeting 1 times out of 7 times.

\*Mr. Somsak Jaitrong submitted a resignation from the board member on 11 January 2023

## Mr. Lau Ting Fai

### Director

#### Age 75 years

Education	Bachelor Assumption University
Training Programs	2023 - None
Appointed effective on	July 15, 1994
No. of years as Company Director	29 years
% Shares (as of December 2023)	167,040 shares (2.78%)
Position in Listed Companies	None
Position in Non-Listed Companies	Director Yomix Co., Ltd.
Position in Related parties which may have conflict of interest or same business and compete with company	None

Working Experience	Director Asia Warehouse Co., Ltd.
Attended the Meeting 2023	Board of Director Meeting 8 times out of 10 times.

## Mr. Darnp Sukontasap

### Director / Chairman Executive Committee

#### Age 66 years

Education	Ph.D. (Law and Diplomacy), Fletcher School, Tufts University Master of Arts in Law and Diplomacy, Fletcher School, Tufts University Bachelor of Political Science (International Relations), Chulalongkorn University
Training Programs	2023 - None
Appointed effective on	January 19, 2023
No. of years as Company Director	1 year
% Shares (as of December 2023)	None
Position in Listed Companies	Director PSG Corporation Public Company Limited Qualified Director International Institute for Trade and Development-ITD (Public Organization)
Position in Non-Listed Companies	Chairman Black Ink Group (Thailand) Co., Ltd.
Position in Related parties which may have conflict of interest or same business and compete with company	None

#### Working Experience

- 2017-2022 Director and Chairman of Executive Committee Export-Import Bank of Thailand

#### Attended the Meeting 2023

Board of Director Meeting 9 times out of 10 times.

\* The Board of Director Meeting No.1/2023 held on 18 January 2023 approved the appointment of Ph.D. Darnp Sukontasap as the Company's director, effective on January 19, 2023, onwards.

## Mr. Polchak Nimwatana

### Independent Director

### Chairman of the Nomination and Compensation Committee

#### Age 45 years

**Education** Bachelor of Business Administration (Finance and Banking), Thammasat University  
Master of Science in Finance, University of Illinois at Urbana Champaign, U.S.A  
Master of Business Administration, Columbia University, U.S.A

**Training Programs** 2023 – None

**Appointed effective on** April 4, 2023

**No. of years as Company Director** 1 years

**% Shares (as of December 2023)** None

**Position in Listed Companies** None

**Position in Non-Listed Companies** Director of Thai Smile Airways Co., Ltd

**Position in Related parties which may** None

**have conflict of interest or same business  
and compete with company**

#### Working Experience

- Deputy Director of the State Enterprise Policy Office  
State Enterprise Policy Office, Ministry of Finance
- Director of State Enterprise Development 1 Bureau  
State Enterprise Policy Office, Ministry of Finance
- Director of State Enterprise Policy and Planning Bureau  
State Enterprise Policy Office, Ministry of Finance
- State Enterprise Analyst, Expert Level, Portfolio Management Bureau  
State Enterprise Policy Office, Ministry of Finance
- State Enterprise Analyst, Public Private Partnership Bureau  
State Enterprise Policy Office, Ministry of Finance
- Director of TSFC Securities Plc.

#### Attended the Meeting 2023

Board of Director Meeting 7 times out of 10 times.

Board of Nomination and Compensation Committee Meeting 5 times out of 7 times.

\*Mr. Polchak Nimwatana was appointed as a director by the 2023 Annual General Meeting of Shareholders held on April 4, 2023. And the board of director meeting No.3/2023, held on 10 May 2023 has appointed Mr. Polchak Nimwatana as Independent Director effective from 10 May 2023 onwards.

## Mr. Sunti Tirapat

Independent Director / Member of the Audit Committee  
Member of the Risk Management Committee

### Age 64 years

**Education** Ph.D., Finance, University of Wisconsin-Madison, USA  
MBA, University of Wisconsin-Madison, USA  
Bachelor's degree in accounting (First Class Honors),  
Faculty of Commerce and Accountancy Chulalongkorn University

**Training Programs** 2023 - None

**Appointed effective on** November 9, 2023

**No. of years as Company Director** - years

**% Shares (as of December 2023)** None

**Position in Listed Companies** None

**Position in Non-Listed Companies** None

**Position in Related parties which may** None

**have conflict of interest or same business  
and compete with company**

### Working Experience

- 2018-present Faculty of Business Administration National Institute of Development Administration
- 1984-2018 Faculty of Commerce and Accountancy Chulalongkorn University

**Attended the Meeting 2023** Board of Director Meeting 1 times out of 10 times.

\*The board of director meeting No. 9/2023, Approved the appointment of Mr.Sunti Tirapat as a Independent and Member of the Audit Committee replacing the resigned director, which will be effective from November 9, 2023, onwards.

## Mr. Chanchai Lamyordmakpol

### Director / Managing Director

#### Age 59 years

Education	Master of Business Administration Thammasat University Bachelor of Chemical Engineering Faculty of Science Chulalongkorn University
Training Programs	2023 - None
Appointed effective on	April 29, 2016
No. of years as Company Director	7 years
% Shares (as of December 2023)	None
Position in Listed Companies	None
Position in Non-Listed Companies	None
Position in Related parties which may have conflict of interest or same business and compete with company	None

#### Working Experience

- 2014-2016 Director of Operations Linfox M Logistics (Thailand) Co., Ltd.
- 2012-2014 Director of Contract Logistics Schenker (Thai) Co., Ltd.
- 2012 Supply Chain Director Dutch Mill Co., Ltd.
- 2003-2011 Distribution Operations Director Thainamthip Co., Ltd.
- 1997-2003 Senior Manger Johnson & Johnson (Thailand) Limited
- 1987-1997 Manager Colgate-Palmolive (Thailand) Limited

**Attended the Meeting 2023** Board of Director Meeting 2 times out of 10 times.

\*Mr. Chanchai Lamyordmakpol has completed his term on April 4, 2023 and submitted a resignation from the board member

## Mr. Subin Liengpunsakul

### Director / Managing Director

#### Age 51 years

**Education** Master of Philosophy Finance, University of Cambridge, UK  
(British Chevening Scholarship)  
Master of Science, Operations Research, Stanford University,  
USA (Bank of Thailand Scholarship)

#### Training Programs

- Director Certification Program 348/2023 By Thai Institute of Directors Association (IOD)

**% Shares (as of December 2023)** None

**Position in Listed Companies** None

**Position in Non-Listed Companies** None

**Position in Related parties which may** None

**have conflict of interest or same business**

**and compete with company**

#### Working Experience

- 2004-present Adjunct Faculty Member, Chulalongkorn University and Mahidol University,
- 1999-2023 Director, Bank of Thailand
- 1993-1996 Analyzer Supervisor, Esso (Thailand) Co., Ltd.
- 1992 Field Engineer, Schlumberger Limited

**Attended the Meeting 2023** Board of Director Meeting 8 times out of 10 times.

\*The board of director meeting No. 3/2023, dated May 10, 2023, Approved the appointment of Mr. Subin Liengpunsakul as a director and managing director replacing the resigned director, which will be effective from May 18, 2023, onwards.



## Mr. Charoen Fongsataporn

### Chief Financial Officer

**Age 60 years**

**Education** MBA Marketing, Chulalongkorn University  
Bachelor's degree in accounting, Chulalongkorn University  
Bachelor's degree in business administration, Sukhothaimathiratch University  
Mini Master of Management Program, Faculty of Public Administration National Institute of Development Administration (NIDA)

#### Training Programs

- TLCA CFO CPD 1/2566 "Economic Update for CFO"  
by Thai Listed Companies Association (TLCA) and The Securities and Exchange Commission
- TLCA CFO CPD 2/2023 "Risk Management for CFOs"  
by Thai Listed Companies Association (TLCA) and The Securities and Exchange Commission
- TLCA CFO CPD 3/2023 "Fintech (Fintech) financial technology"  
by Thai Listed Companies Association (TLCA) and The Securities and Exchange Commission
- TLCA CFO CPD 6/2023 "What is the future of the CFO role?"  
by Thai Listed Companies Association (TLCA) and The Securities and Exchange Commission
- TLCA CFO CPD 8/2023 "Guidelines for issuing and offering debt instruments to preserve the environment".  
by Thai Listed Companies Association (TLCA) and The Securities and Exchange Commission
- Economic and Business Update Series No.1  
by Stock Exchange of Thailand & Market for Alternative Investment
- Insight in SET (No.2) by Stock Exchange of Thailand & Market for Alternative Investment

**% Shares (as of December 2023)** None

**Position in Listed Companies** None

**Position in Non-Listed Companies** None

**Position in Related parties which may** None

have conflict of interest or same business and compete with company.

#### Working Experience

- 2558-2559 Chief Financial Officer / Kids Edutainment Co., Ltd. (KidZania)
- 2555-2558 Director / Tricor Outsourcing (Thailand) Co., Ltd.
- 2549-2555 Group-CFO / Shriro Holdings (Thailand) Co., Ltd.
- 2548-2549 VP-Finance and Accounting / Amarin Printing Public Co., Ltd.
- 2539-2548 Finance and Accounting Director / Thai British Security Printing Public Co., Ltd.
- 2538-2539 Corporate Finance & Planning Manager / First Pacific Land Public Co., Ltd.

- 2535-2538 Deputy Managing Director-Finance / S.M.T.Leasing Co., Ltd and and Accounting S.M.T. Rent-A-Car Co., Ltd.
- 2533-2535 Controller-Southeast Asia / Lufthansa German Airlines
- 2531-2533 Finance Manager / Farmitalia Carlo Erba Co., Ltd.
- 2528-2531 Senior Auditor / Price Waterhouse

## Mr. Deacha Sumeerang

### Risk Management Manager

**Age 60 years**

Education	Bachelor of Management Science Sukhothai Thammathirat University
Training Programs	Climate Change Measurement & Management by The Stock Exchange of Thailand
% Shares (as of December 2023)	None
Position in Listed Companies	None
Position in Non-Listed Companies	None
Position in Related parties which may have conflict of interest or same business and compete with company	None
Working Experience	System Engineer Manager BM Computer Co.,Ltd. Application Manager PSP (Thailand) Co.,Ltd. IT Manager Krungdhep Document Co.,Ltd.

## Miss Sukanya Preechahan

### HR Manager

**Age 50 years**

**Education** Bachelor Human Resources Suan Dusit University

#### Training Programs

- Creating competencies and employee development plans (IDP) in the agency.  
By HR Center Company Limited
- Human Resources Management Profession Act.  
By Dharmniti Seminar and Training Co., Ltd.
- Salary & Benefit Survey 2024, Salary & Benefit Survey Project 2024

**% Shares (as of December 2023)** None

**Position in Listed Companies** None

**Position in Non-Listed Companies** None

**Position in Related parties which may** None

**have conflict of interest or same business  
and compete with company**

#### Working Experience

- 2010-2016 Human Resources Department Head United Motor Works (Siam) Public Company Ltd.
- 2008-2009 Human Resources Officer Team Consulting Engineering and Management Co., Ltd.
- 2007-2008 Human Resources Officer Work Point Entertainment Public Company Ltd.
- 2006-2007 Human Resources Manager Sangthong Auto Partsworld Co., Ltd.
- 2003-2006 Assistant Human Resources Executive Mandarin Clothing Co., Ltd.

## Miss Pawarisa Kerdphoungkaew

### Company Secretary

#### Age 39 years

Education Bachelor's in accounting Sripatum University

#### Training Programs

- 21 April 2023 Refreshment Training Program RFP 9/2023  
by Thai Institute of Directors (IOD)
- June-July 2023 Company Secretary Professional Development Program 2023  
by Thai Listed Companies Association (TLCA)

% Shares (as of December 2023) None

Position in Listed Companies None

Position in Non-Listed Companies None

Position in Related parties which may None

have conflict of interest or same business  
and compete with company

#### Working Experience

- Information and Data Center Coordinator, Company Secretary Department Kiatnakin Bank PLC
- Secretary, Director of Accounting and Finance Department Mitr Phol Sugar Corporation., Ltd.
- Secretary, Small and Medium Enterprise Department TMB Bank PLC

## Attachment 2

### Details of directors of subsidiaries

No	Name	Krungdhep Sophon PCL.	subsidiaries		Remark
			KWC Co., Ltd.	Krungdhep Document Co., Ltd.	
1	Mr.Chote Sophonpanich	X	-	-	
2	Mr.Amorn Asvanunt	/	-	-	
3	Mr.Pongchai Athikomrattanakul	/	-	-	
4	Mr. Seksan Kiatsupaibul	/	-	-	
5	Mr. Pawut U-Thasootorn	/	-	-	
6.	Mr.Lau Ting Fai	/	-	-	
7	Mr. Darnp Sukontasap	/	/	/	
8	Mr. Polchak Nimwatana	/	-	-	
9	Mr. Sunti Tirapat	/	-	-	
10	Miss Suthawan Sakkoson	/	-	-	
11	Mr.Somsak Jaitrong	/	-	-	
12	Mr.Chanchai Lamyordmakpol	/	X	X	
13	Mr. Subin Liengpunsakul	/	X	X	

Remark:

1. Mr. Chanchai Lamyordmakpol completed his term on April 4,2023 and submitted a resignation from the board member.
2. The board of director meeting No. 3/2023, dated May 10, 2023, Approved the appointment of Mr. Subin Liengpunsakul as a director and managing director replacing the resigned director, which will be effective from May 18, 2023, onwards.



Chairman



Director

## Attachment 3

Topic	Detail
Internal Audit Advisor (Outsource)	DHARMNITI INTERNAL AUDIT CO., LTD 178 Dharmniti Building 5th Fl., Soi Permsap (Prachachuen 20) Prachachuen Rd., Bangsue, Bangkok 10800, Telephone: 0-2596-0500 Dial 520, 521 Facsimile: 0-2596-0539
Head of Internal Audit Advisor	Miss Somcharee Kaewkhomdee
Education	Bachelor's degree, Faculty of Humanities and Social Science in Accounting Major, Burapha University (Bachelor of Accountancy)
Experiences	<ul style="list-style-type: none"> <li>- 2006 - 2008 - Internal Auditor, Internal Audit Division/ Dharmniti Auditing Company Limited that provides the audit and internal audit services.</li> <li>- 2009 - 2010 - Senior Internal Auditor, Internal Audit Division/Dharmniti Auditing Company Limited that provides the audit and internal audit services.</li> <li>- 2011 - 3 June 2016 - Assistant Manager, Internal Audit Division/Dharmniti Auditing Company Limited that provides the audit and internal audit services.</li> <li>- June 2016 - Present - Executive Director and Internal Audit Department Manager, Dharmniti Auditing Company Limited that provides internal audit services.</li> </ul>
Training	<ul style="list-style-type: none"> <li>- Internal Auditor Program, Class 1-2</li> <li>- Risk Assessment Program</li> <li>- COSO 2013 Program for Theory and Practice</li> <li>- Maintenance and Improvement Program for the Work Unit's Internal Audit Quality</li> <li>- Self-Assessment Form on Anti-Corruption Measure</li> <li>- Corruption Investigation and Inquiry Guideline</li> <li>- International Standards for the Professional Practice of Internal Auditing</li> <li>- Training for Preparing the Examination of CIA Part II of the Federation of Accounting Professions</li> <li>- Internal Audit Program: Prepared Course for International Certified Internal Auditor (Pre CIA), Chulalongkorn University</li> </ul>

Topic	Detail
Certificate	Certified Professional Internal Auditor of Thailand
Responsibilities	<ul style="list-style-type: none"> <li>- Prepare the annual audit plan and propose to the Audit Committee.</li> <li>- Plan the details of each audit process based on the plan approved by the Audit Committee.</li> <li>- Conduct the audit in collaboration with the team as determined in the plan.</li> <li>- Hold the meeting to conclude the audit result with the work units and Executive and suggest the corrective guideline.</li> <li>- Report the audit result to the Management and the Audit Committee</li> </ul>



## Asset for Business Operations and Details of Assets Assessment

Name	Item		Property Valuer/ Operating Controller or Key Valuer	Objective of the Property Price Valuation	Reporting Date
	Property	Cost Estimate (Baht) (Fair Market Value)			
Krungd- hep Sophon Public Company Limited	Land with buildings (Buildings and wharf)	3,087,000,000	Knight Frank Chartered (Thailand) Company Limited	To determine the market value under Freehold Interest mode, reflecting the current condition of the property and ensuring it is free from encumbrances, for consideration within the company.	16 November 2023
	Land with buildings (4 floor commercial building, 1 floor warehouse)	188,200,000	Knight Frank Chartered (Thailand) Company Limited	To determine the market value under Freehold Interest mode, reflecting the current condition of the property and ensuring it is free from encumbrances, for consideration within the company.	16 November 2023
	Land with buildings (single floor warehouse and wharf)	144,500,000	Knight Frank Chartered (Thailand) Company Limited	To ascertain the property's market value under Freehold Interest mode, and ensuring it is free from encumbrances, with the objective of evaluat- ing the appeal of the expropriation price set by the Mass Rapid Transit Authority of Thailand (MRTA).	21 July 2023

**Corporate Governance Policy and Code of Conduct of the Company**  
**“Disclosure information on the Company's website”**

### Audit Committee Report

The Audit Committee of Krungdhep Sophon Public Company Limited consists of 3 positions comprising Miss Suthawan Sakkoson as the Chairman of the Audit Committee, Mr. Pawut U-Thasoonorn and Prof.Dr. Seksan Kiatsupaibul as the members of the Audit Committee. Later in May 2023, the Board of Directors appointed Mr. Amorn Asvanunt as the Chairman of the Audit Committee to succeed in the replacement of Miss Suthawan Sakkoson, the resigned. Later in November 2023, the Board of Directors appointed Assoc.Prof.Dr. Sunti Tirapat to succeed in the replacement of Prof. Dr. Seksan Kiatsupaibul, the resigned. Every director above possesses qualifications and is independent under the Notifications of the Stock Exchange of Thailand.

The Audit Committee has performed the duty under the scope of responsibility according to the Audit Committee Charter in supervising the Company's operations to ensure that the management is in line with the Company's policy with transparency, responsibility, good governance, and good code of conduct, rules of good internal control, independence in proposing opinions and suggestions for operating improvement to bring about the efficient and effective internal control management and risk management for the Company.

In 2023, the Audit Committee held a total of 4 meetings by jointly meeting with the auditor and/or internal auditor, with the Management's meeting attendance according to the related agenda to consider the audit work and/or internal audit work. Additionally, the Audit Committee held meetings with the auditor or the internal auditor without the Management's meeting attendance to support transparency in hearing opinions and advice.

#### 1. Approval of the Financial Statements

The Audit Committee attended the meeting with the auditor to consider and approve the quarterly financial statements and financial statements for 2023 of the Company and its subsidiaries, which have been verified and audited by the auditor and approved on an unqualified basis by the auditor before proposing the Board of Directors for approval consideration.

In the opinion of the Audit Committee, the financial report has properly and fairly presented the Company's financial position and performance in materiality according to the Thai Accounting Standards and the information has been adequately disclosed.

#### 2. Verification of the Related Party Transactions

The Audit Committee has verified the reasonableness of the related party transactions that may cause a conflict of interest between the stakeholders and the Company and its subsidiaries. The verification is regarded as the main agenda in the Audit Committee's Meeting. The Audit Committee has also verified the said disclosure of information to be complete and proper. In the opinion of the Audit Committee, the related party transactions that occurred during the year have been normal business transactions of the businesses and taken place for the Company's benefit, and the information has been completely disclosed.

#### 3. Verification of Internal Control and Risk Management Systems

In 2023, the Board of Directors appointed and hired Dharmniti Public Company Limited as the person

who perform the duty of internal audit, verification, and assessment of the adequacy and appropriateness of internal control and risk management systems according to the internal audit standards under the approved audit plan and monitoring to ensure the improvement and correction under the suggestions of the audit result report. The consulting company is the person who performs internal audit work for the Company and its subsidiaries.

However, the internal audit results did not reveal indications of corrupt practices or faults that might cause significant damage to the financial statements. In the opinion of the Audit Committee, the Company has had an internal control system to ensure that the risk can be managed at the appropriate and acceptable level.

#### 4. Supervision and Suggestion of Internal Audit Work

The Audit Committee is independent of supervising the audit operation, suggestion, and verification of the internal audit plan for 2023, as well as monitoring and considering the update of the internal audit plan to be always suitable for the situations.

In the opinion of the Audit Committee, the Company's internal audit system is adequately and appropriately independent, covers important activities, and also sustains the development of being more effective in supporting the changing businesses.

#### 5. Performance Reporting

The Audit Committee reported the quarterly performance to the Board of Directors and proposed opinions and suggestions that are useful for the Management's management to ensure that the Management appropriately takes the suggestions to consider improvement and correction. Moreover, the Audit Committee has also conducted a self-assessment of the Audit Committee's performance to further take the results to be the guidelines for the operation development.

#### 6. Review of the Audit Committee Charter

The Audit Committee has reviewed the Audit Committee Charter to be consistent with the Good Corporate Governance Policy of the entity under the requirements of the Stock Exchange of Thailand at least once a year.

#### 7. Consideration of the Auditor Appointment

The Audit Committee considered selecting the auditor and remuneration and proposed to the Board of Directors for presenting the shareholders for approval on appointing the Company's auditor for the year 2024 and resolved the appointment of EY Office Company Limited as the Company's auditor.

In the opinion of the Audit Committee from verification and consideration of the matters operated by the Audit Committee throughout the year 2023, Krungdhep Sophon Public Company Limited and its subsidiaries have had adequate and appropriate internal control and risk management systems that create reasonable assurance on the reliability of financial statements and perform works according to the Corporate Governance Code under the Notifications of the Stock Exchange of Thailand.



(Mr. Amorn Asvanunt)

Chairman of the Audit Committee

### Report of The Risk Management Committee

The Risk Management Committee of Krungdhep Sophon Public Company Limited consists of three members of the Risk Management Committee, namely Mr. Pongchai Athikomrattanakul Independent director, Mr. Amorn Asvanunt Independent director, and Mr. Seksan Kiatsupaibul Independent director.

There are 2 directors: 1. Mr. Amorn Asvanunt (independent director) has requested to resign from being a member of the Risk Management Committee on 9 August 2023 and 2. Mr. Seksan Kiatsupaibul (Independent Director) has requested to resign from being a director of the company on November 8, 2023.

The Board therefore resolved to appoint Mr. Sunti Tirapat (independent director) as a member of the Risk Management Committee on November 9, 2023.

Currently, the Risk Management Committee Consisting of 2 Risk Management Committee members: Mr. Pongchai Athikomrattanakul (Independent Director) and Mr. Sunti Tirapat (Independent Director).

In 2023, the Risk Management Committee held total of four meetings to perform the duties according to the scope of authority entrusted by the Board of Directors as per the following summary of the significant executions.

1. Establish the risk management policy and guideline of the Company and its subsidiaries and propose to the Board of Directors for considering on the overall risk management, covering all the following types of key risks that may affect the Company's operations: 1) Strategic Risk, 2) Operational Risk, 3) Financial Risk, 4) Legal and Regulatory Risk, 5) Human Resource Risk, 6) Digital and Technology Risk and 7) Emerging Risk
2. Appoint the Risk Management Working Group by nominating the executives and employees of the Company and its subsidiaries.
3. Assess the adequacy of risk management and supervise the Risk Management Working Group of the Company and its subsidiaries and execute according to the risk management policy and Key Risk Indicator as defined by the Risk Management Committee.
4. Monitor the performance and advise for promoting the development of more efficient and effective enterprise risk management.
5. Review the Charter of the Risk Management Committee already approved by the Board of Directors.
6. Report the execution in terms of risk to the Board of Directors at least twice a year after the Risk Management Committee's Meeting is held.

The Risk Management Committee is confident that the Company has efficiently managed the risks to be consistent with the internal control system and the good corporate governance guidelines.



Mr. Pongchai Athikomrattanakul  
Chairman of the Risk Management Committee

### Report of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee comprises three directors, namely Mr. Amorn Asvanunt the independent director, Mr. Somsak Jaitrong Director and Mr. Pawut U-Thasootorn the independent director.

There are 2 directors: 1. Mr. Somsak Jaitrong resigned from being a director of the company on January 11, 2023, and 2. Mr. Amorn Asvanunt, an independent director, has resigned from being the chairman of the Nomination Committee. and compensation was determined on May 11, 2023

The Board of Directors therefore resolved to appoint Mr. Polchak Nimwatana, Chairman of the Nomination and Remuneration Committee. Effective from May 12, 2023

Currently, the Nomination and Remuneration Committee has 2 directors: Mr. Polchak Nimwatana, an independent director, and Mr. Pawut U-Thasootorn, an independent director.

In the year 2023, the Nomination and Remuneration Committee held a total of 7 meetings and performed its duties and responsibilities as entrusted by the Board to execute the following matters.

1. Consider selecting and nominating the qualified person to be elected as the Company's director in replacement of the director who must retire by rotation to the Board of Directors, to be proposed to the General Meeting of Shareholders for considering the election, as well as supervise the Board of Directors to have the size and composition that are suitable for the business operation.
2. Review the remuneration of the Company's directors and members of the Sub-Consideration be appropriate based on the entrusted duties, to be proposed to the Board of Directors for considering and proposing the Meeting of Shareholders for the approval consideration.
3. Consider screening and selecting qualified people to be appointed as the director, Company Secretary, top executive, and person with management authority, and propose to the Board of Directors for considering the appointment approval. The variety of knowledge, competency, and experiences in different fields are appropriately considered in order to contribute to reinforce, promote, and carry forward the corporate business to achieve the setting goals.
4. Propose the policies, rules, and procedure for nomination and determination of remuneration including other benefits of the Company's directors, and the Company's top executives and persons with the management authority.
5. Consider suggesting a perspective policy relating to the Company's determination of remuneration and benefits.
6. Usually review the Charter of the Nomination and Remuneration Committee once a year to be appropriate for the changing environment.



Mr. Polchak Nimwatana

Chairman of the Nomination and Compensation Committee



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