



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

THANACHART CAPITAL PUBLIC COMPANY LIMITED

Fiscal Year End 31 December 2024



Table of Contents

	Page
Business Operations and Performance	
Group Structure and Operations	1
Risk Management	4
Sustainable Development	7
Corporate Governance	
Corporate Governance Policy	11
Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information	12
Performance Report on Corporate Governance	21

Group Structure and Operations

Group Structure and Operations

Business Overview and Policies (1.1)

Company Information (1.1.5)

Company Name : THANACHART CAPITAL PUBLIC COMPANY LIMITED

Symbol : TCAP

Address : 444 MBK TOWER, FLOOR 16-17, PHAYATHAI ROAD, WANG MAI, PATHUM WAN

Province : Bangkok

Postcode : 10330

Business : The Company operates an investment business and is the parent company (holding company) of Thanachart Group. It operates a wide range of financial businesses, including hire purchase, non-life and life insurance, securities brokerage, asset-based financing, non-performing asset management, and investment.

Registration Number : 0107536000510

Telephone : 0-2217-8000

Fax (if applicable) : 0-2217-8312

Website : www.thanachart.co.th

Email : tcap_ir@thanachart.co.th

Total Shares Sold (shares)

Common Stock : 1,048,603,907

Preferred Stock : 12,826

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping

	2022	2023	2024
Total revenue from operations (Thousand baht)	10,968,276.00	12,328,688.00	12,232,759.00
company business (Thousand baht)	2,825,896.00	4,130,538.00	5,610,954.00
Securities Business (Thousand baht)	1,300,877.00	1,059,543.00	879,693.00
Life Insurance Business (Thousand baht)	241,419.00	100,867.00	104,787.00
Insurance Business (Thousand baht)	2,096,391.00	2,433,114.00	2,567,121.00
Assets Management (Thousand baht)	293,861.00	152,450.00	-10,711.00
Hire Purchase and Leasing Business (Thousand baht)	3,117,716.00	3,163,159.00	2,576,410.00
Other (Thousand baht)	1,092,116.00	1,289,017.00	504,505.00
	2022	2023	2024
Total revenue from operations (%)	100.00	100.00	100.00
company business (%)	25.76	33.50	45.87
Securities Business (%)	11.86	8.59	7.19
Life Insurance Business (%)	2.20	0.82	0.86
Insurance Business (%)	19.11	19.74	20.99
Assets Management (%)	2.68	1.24	-0.09
Hire Purchase and Leasing Business (%)	28.42	25.66	21.06
Other (%)	9.97	10.45	4.12

By Geographical Area or Market

	2022	2023	2024
Total revenue from operations (Thousand baht)	10,968,276.00	12,328,688.00	12,232,759.00
Domestic (Thousand baht)	10,968,276.00	12,328,688.00	12,232,759.00
International (Thousand baht)	0.00	0.00	0.00

	2022	2023	2024
Total revenue from operations (%)	100.00	100.00	100.00
Domestic (%)	100.00	100.00	100.00
International (%)	0.00	0.00	0.00

Other income as specified in the financial statements

	2022	2023	2024
Total other income (Thousand baht)	409,198.00	397,214.00	377,421.00
Other income from operations (Thousand baht)	409,198.00	397,214.00	377,421.00
Other income not from operations (Thousand baht)	0.00	0.00	0.00

Information on Products and Services (1.2.2)**Product/Service Information and Business Innovation Development (1.2.2.1)**

Research and Development (R&D) Policy : No

(Unit : Thousand baht)	2022	2023	2024
R&D expenses in the past 3 years	N/A	N/A	N/A

Risk Management

Risk Management

Risk Factors (2.2)

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

(Credit Risk)

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates
- Business operations of partners in the supply chain

(Market Risk)

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

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

(Liquidity Risk)

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates
- Behavior or needs of customers / consumers

(Operational Risk)

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates

Operational Risk

- Systems or internal control system

Compliance Risk

- Corporate Governance

(Information Technology Risk)

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Information security and cyber-attack

Strategic Risk

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Insufficient sources of funding
- Change in financial and investment policies of financial institutions that affect business operations

Reputation Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Damage to company image and reputation

Regulatory Risk

Risk Management Measures: Yes

Related Risk Topics

Compliance Risk

- Change in laws and regulations
- Laws and regulations is not favorable for doing business
- Violations of laws and regulations
- Corporate Governance

Risk to Securities Holder (2.2.2)

Risks to Shareholders

Risk Management Measures: Yes

Related Risk Topics

- Return from investment of securities holder

Sustainable Development

Sustainable Development

Sustainability Management Policy and Targets (3.1)

Sustainability Management Policy and Targets

Corporate Sustainability Policy : Yes

URL of corporate sustainability policy : <https://www.thanachart.co.th/th/sustainability/sustainable-development-and-corporate-social-responsibility>
(if applicable)

Environmental Aspect (3.3)

Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : Yes

URL of environmental policy and practice : <https://www.thanachart.co.th/th/sustainability/sustainable-development-and-corporate-social-responsibility>
(if applicable)

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

Results with Respect to the Environmental Aspect (3.3.2)

Energy management

• Electricity consumption

	2022	2023	2024
Total electricity consumption within the organization (Kilowatt-Hours)	1,905,058.00	1,824,611.00	1,854,063.00

Water management

• Water consumption

	2022	2023	2024
Total water withdrawal (Cubic meters)	9,076.00	11,532.00	13,252.00

Waste management

• Waste from operations

	2022	2023	2024
Non-hazardous waste (Kilograms)	23,588.00	23,160.00	22,678.00
Total waste generated (Kilograms)	23,588.00	23,160.00	22,678.00

Greenhouse gas management

• Greenhouse gas emissions

	2022	2023	2024
Scope 1 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Scope 2 (Tons of carbon dioxide equivalents)	952.00	912.00	927.00
Scope 3 (Tons of carbon dioxide equivalents)	56.79	57.85	58.20
Total GHG emissions (Metric tonnes of carbon dioxide equivalent)	1,008.79	969.85	985.20

• Verification of greenhouse gas emissions over the past year

Third-party verification : No

Social Aspect (3.4)

Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy and Practice : Yes

URL of human rights policy : <https://www.thanachart.co.th/th/sustainability/sustainable-development-and-corporate-social-responsibility>

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

Results with Respect to the Social Aspect (3.4.2)

Information about employees

• Total number of employees

	2022	2023	2024
Number of male employees (Persons)	802	822	830
Number of female employees (Persons)	1,012	1,030	1,031
Total number of employees (Persons)	1,814	1,852	1,861

• Employee remuneration

	2022	2023	2024
Employee remuneration (baht)	2,028,000.00	1,697,000.00	2,077,000.00

• Employee development and training

	2022	2023	2024
Average employee training hours (Hours / Person / Year)	8,642.75	12,868.73	30,039.50

• Health, safety and work environment

	2022	2023	2024
Total number of lost time injury incidents by employees (Cases)	0	0	0

• **Employee retention**

	2022	2023	2024
Percentage of employees who voluntarily resigned (%)	0.00	0.00	N/A

• **Significant labor dispute**

	2022	2023	2024
Significant labor dispute	No	No	No

Corporate Governance Policy

Corporate Governance Policy

Overview of the Corporate Governance Policy and Guideline (6.1)

Corporate Governance Policy

Corporate Governance Policy : Yes

Company website on corporate governance policy : <https://www.thanachart.co.th/storage/content/corporate-governance/corporate-governance-anti-corruption-policy/20250108-tcap-cg-policy-2025-th.pdf>

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

Policy and guideline related to the board of directors

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

Code of Conduct (6.2)

Establishing a Code of Conduct

Establishing a Code of Conduct

Code of Conduct : Yes

Policy and Guideline related to the Code of Conduct

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

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

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

Board of Directors (7.2)

Composition of the board of directors (7.2.1)

	Number of persons	Percentage (%)
Total number of directors	9	100.00
Number of male directors	6	66.67
Number of female directors	3	33.33
Number of executive directors	3	33.33
Number of non-executive directors	6	66.67
Number of independent directors	4	44.44

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

List of directors

General information	Position	Date position was assumed	Experience and expertise
1. Mr. BANTERNG TANTIVIT Gender: Male Age: 80 years old Highest level of education: Master's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive) Director type: Original director	30 Oct 1980	Finance, Corporate Management, Leadership, Governance/ Compliance, Sustainability

2.	Mr. SUPHADEJ POONPIPAT Gender: Male Age: 74 years old Highest level of education: Master's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Executive) Director type: Original director	23 May 1983	Finance & Securities, Property Development, Sustainability, Corporate Management, Leadership
3.	Mrs. SIRIPEN SITASUWAN Gender: Female Age: 76 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	23 May 2000	Accounting, Risk Management, Audit, Internal Control, Governance/ Compliance
4.	Ms. SUVARNAPHA SUVARNAPRATHIP Gender: Female Age: 79 years old Highest level of education: Bachelor's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	1 Sep 2005	Banking, Finance, Sustainability, Corporate Management, Risk Management
5.	Mr. SOMJATE MOOSIRILERT Gender: Male Age: 68 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	2 Mar 2009	Banking, Finance & Securities, Finance, Leadership, Governance/ Compliance

6.	Mr. TIRAPHOT VAJRABHAYA Gender: Male Age: 71 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	3 Apr 2014	Finance & Securities, Finance, Risk Management, Budgeting, Governance/ Compliance
7.	Mr. VICHIT YANAMORN Gender: Male Age: 78 years old Highest level of education: Master's degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Original director	25 Feb 2015	Finance, Sustainability, IT Management, Corporate Management, Governance/ Compliance
8.	Mrs. SALINEE WANGTAL Gender: Female Age: 70 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	1 Jan 2020	Finance, Sustainability, Data Analysis, Risk Management, Governance/ Compliance
9.	Mr. THANACHART NUMNONGDA Gender: Male Age: 59 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	1 Jan 2020	Finance & Securities, IT Management, Data Analysis, Corporate Management, Governance/ Compliance

Other Information pertaining to committees

The Chairman is an independent director : No

The Chairman and the manager are the same person : No

The Chairman and the manager are members of the same family : No

The company appoints at least one independent director to determine the agenda of the Board of Directors' meetings : No

Sub-committees (7.3)

Information about sub-committees (7.3.2)

Audit Committee

List of audit committee members

General information	Position	Date position was assumed	Experience and expertise
1. Mrs. SIRIPEN SITASUWAN Gender: Female Age: 76 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	23 May 2000	Accounting, Risk Management, Audit, Internal Control, Governance/ Compliance
2. Mr. TIRAPHOT VAJRABHAYA Gender: Male Age: 71 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	3 Apr 2014	Finance & Securities, Finance, Risk Management, Budgeting, Governance/ Compliance

3.	Mrs. SALINEE WANGTAL	Audit committee	1 Jan 2020	Finance, Sustainability,
	Gender: Female	(Non-executive,		Data Analysis, Risk
	Age: 70 years old	Independent director)		Management, Governance/
	Highest level of education:			Compliance
	Master's degree	Director type: Original		
	Major: Business Administration	director		
	Thai nationality: Yes			
	Residing in Thailand: Yes			

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

Executive Committee

List of executive committee members

General information	Position	Date position was assumed
1. Mr. SUPHADEJ POONPIPAT Gender: Male Age: 74 years old Highest level of education: Master's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	23 May 1983
2. Ms. SUVARNAPHA SUVARNAPRATHIP Gender: Female Age: 79 years old Highest level of education: Bachelor's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Vice-chairman of the executive committee	1 Sep 2005
3. Mr. SOMJATE MOOSIRILERT Gender: Male Age: 68 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	2 Mar 2009

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Nomination, Remuneration, and Corporate Governance Committee	Mr. TIRAPHOT VAJRABHAYA	Chairman
	Mrs. SIRIPEN SITASUWAN	Member
	Mr. VICHIT YANAMORN	Member
Report of the Risk Oversight Committee	Mr. THANACHART NUMNONDA	Chairman
	Mr. VICHIT YANAMORN	Member
	Mrs. SALINEE WANGTAL	Member

Roles of Sub-committees

Sub-committees responsible for risk management	: Report of the Risk Oversight Committee
Sub-committees responsible for nomination	: Nomination, Remuneration, and Corporate Governance Committee
Sub-committees responsible for remuneration	: Nomination, Remuneration, and Corporate Governance Committee
Sub-committees responsible for corporate governance	: None
Sub-committees responsible for corporate sustainability development	: None

Executives (7.4)

List and positions of the executive (7.4.1)

The four highest-ranking executives

General information	Position	Date position was assumed	Experience and expertise
1. Mr. SOMJATE MOOSIRILERT Gender: Male Age: 68 years old Highest level of education: Master's degree Major: Management	CHIEF EXECUTIVE OFFICER	2 Mar 2009	Banking, Finance & Securities, Finance, Leadership, Governance/ Compliance
2. Mr. Perapart Meksingvee Gender: Male Age: 57 years old Highest level of education: Master's degree Major: Finance	President	1 Jan 2025	Business Administration, Insurance, Governance/ Compliance, Leadership, Finance
3. Mrs. Thanawan Chaisithikarnkha [1][2] Gender: Female Age: 59 years old Highest level of education: Master's degree Major: Management	Executive Vice President, Financial and Corporate Strategy	1 Jan 2024	Banking, Accounting, Finance, Data Analysis, Budgeting
4. Mr. Sorasak Chayarak Gender: Male Age: 48 years old Highest level of education: Master's degree Major: Business Administration	First Vice President, Corporate Strategy and Investment	1 Jan 2024	Banking, Finance & Securities, Finance, Data Analysis, Strategic Management
5. Mr. Wichai Sathiarujikanon Gender: Male Age: 60 years old Highest level of education: Master's degree Major: Business Administration	Vice President, Audit	1 Jan 2024	Business Administration, Accounting, Audit, Internal Control

6.	Ms. Aree Danmongkol Gender: Female Age: 58 years old Highest level of education: Master's degree Major: Management	Vice President, Human Resources	1 Jan 2024	Business Administration, Banking, Human Resource Management, Data Management
7.	Ms. Apisuda Thongpao Gender: Female Age: 53 years old Highest level of education: Bachelor's degree Major: Law	Vice President, Legal and Compliance	1 Jan 2024	Law
8.	Ms. Aphatsanan Kwansaensit Gender: Female Age: 56 years old Highest level of education: Master's degree Major: Business Administration	Vice President, Financial Accounting and Budgeting	1 Jan 2025	Business Administration, Banking, Accounting, Finance

[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

Employees (7.5)

Information about company employees

Employees

Number of male employees (persons) : 830

Number of female employees (persons) : 1,031

Total number of employees (persons) : 1,861

Employee Remuneration

Total employee remuneration : 2,077,000.00

Provident fund

Total number of employees (persons) : 1,861

Number of employees contributing to the PVD (persons) : 1,300

Percentage of employees who are members (%) : 69.85

Performance Report on Corporate Governance

Performance Report on Corporate Governance

Summary of Director Performance (8.1)

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

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. BANTERNG TANTIVIT	Chairman of the board	Participating
Mr. SUPHADEJ POONPIPAT	Vice Chairman	Participating
Mrs. SIRIPEN SITASUWAN	Director	Participating
Ms. SUVARNAPHA SUVARNAPRATHIP	Director	Participating
Mr. SOMJATE MOOSIRILERT	Director	Participating
Mr. TIRAPHOT VAJRABHAYA	Director	Participating
Mr. VICHIT YANAMORN	Director	Participating
Mrs. SALINEE WANGTAL	Director	Participating
Mr. THANACHART NUMNONDA	Director	Participating

Directors' performance assessment

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

Meeting attendance and remuneration to each Board member (8.1.2)

Meeting attendance of the board of directors

Number of board meetings (times) : 12

Date of AGM meeting : 5 Apr 2024

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. BANTERNG TANTIVIT (Chairman of the board)	-	12/12	Participating	Did not hold the meeting
2. Mr. SUPHADEJ POONPIPAT (Vice Chairman)	-	12/12	Participating	Did not hold the meeting
3. Mrs. SIRIPEN SITASUWAN (Director)	-	12/12	Participating	Did not hold the meeting
4. Ms. SUVARNAPHA SUVARNAPRATHIP (Director)	-	12/12	Participating	Did not hold the meeting
5. Mr. SOMJATE MOOSIRILERT (Director)	-	12/12	Participating	Did not hold the meeting
6. Mr. TIRAPHOT VAJRABHAYA (Director)	-	12/12	Participating	Did not hold the meeting
7. Mr. VICHIT YANAMORN (Director)	-	12/12	Participating	Did not hold the meeting
8. Mrs. SALINEE WANGTAL (Director)	-	12/12	Participating	Did not hold the meeting
9. Mr. THANACHART NUMNONGDA (Director)	-	12/12	Participating	Did not hold the meeting

Remuneration for company directors

List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non-monetary
1. Mr. BANTERNG TANTIVIT (Chairman of the board)	-	720,000.00	8,151,147.14	No
2. Mr. SUPHADEJ POONPIPAT (Vice Chairman)	-	360,000.00	4,075,573.54	No
3. Mrs. SIRIPEN SITASUWAN (Director)	-	360,000.00	4,075,573.54	No

4.	Ms. SUARNAPHA SUARNAPRATHIP (Director)	-	360,000.00	4,075,573.54	No
5.	Mr. SOMJATE MOOSIRILERT (Director)	-	360,000.00	4,075,573.54	No
6.	Mr. TIRAPHOT VAJRABHAYA (Director)	-	360,000.00	4,075,573.54	No
7.	Mr. VICHIT YANAMORN (Director)	-	360,000.00	4,075,573.54	No
8.	Mrs. SALINEE WANGTAL (Director)	-	360,000.00	4,075,573.54	No
9.	Mr. THANACHART NUMNONGDA (Director)	-	360,000.00	4,075,573.54	No

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

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

Meeting attendance of audit committee

Number of Audit committee meetings (times) : 15

	List of directors	Termination date	Number of the audit committee meeting
1.	Mrs. SIRIPEN SITASUWAN (Chairman of the audit committee)	-	15/15
2.	Mr. TIRAPHOT VAJRABHAYA (Audit committee)	-	14/15
3.	Mrs. SALINEE WANGTAL (Audit committee)	-	15/15