



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

Minor International Public Company Limited

Fiscal Year End 31 December 2023



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Group Structure and Operations

Group Structure and Operations

Business Overview and Policies (1.1)

Company Information (1.1.5)

Company Name : Minor International Public Company Limited

Symbol : MINT

Address : 88 The Parq Building 12th Fl., Ratchadaphisek Road, Klongtoey
Subdistrict, Klongtoey District

Province : Bangkok

Postcode : 10110

Business : Food and Beverages, Hotel and Mixed-use including Residential
Development, Point-Based Vacation Club and Plaza and
Entertainment Business, together with Retail Trading.

Registration Number : 0107536000919

Telephone : 0 2365 7500

Website : www.minor.com

Email : feedback@minor.com

Total Shares Sold (shares)

Common Stock : 5,595,798,073

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping

	2021	2022	2023
Total revenue from operations (Thousand baht)	76,211,261.43	126,306,803.68	153,049,241.56
Hotel and related services operations (Thousand baht)	46,202,148.79	93,329,677.74	117,919,377.04
Food and Beverage (Thousand baht)	20,509,115.45	26,192,532.69	29,238,183.26
Distribution and Manufacturing (Thousand baht)	2,769,695.31	2,507,451.31	2,181,940.34
Dividends income (Thousand baht)	602.83	2,000.97	28,135.83
Interest income (Thousand baht)	633,887.10	865,157.13	1,364,974.06
Other Income (Thousand baht)	6,095,811.95	3,409,983.84	2,316,631.03

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Hotel and related services operations (%)	60.62	73.89	77.05
Food and Beverage (%)	26.91	20.74	19.10
Distribution and Manufacturing (%)	3.63	1.99	1.43
Dividends income (%)	0.00	0.00	0.02
Interest income (%)	0.83	0.68	0.89
Other Income (%)	8.00	2.70	1.51

By Geographical Area or Market

	2021	2022	2023
Total revenue from operations (Thousand baht)	76,211,261.43	126,306,803.68	153,049,241.56
Domestic (Thousand baht)	19,033,867.87	26,511,932.29	32,206,376.27
International (Thousand baht)	57,177,393.56	99,794,871.39	120,842,865.29
Spain (Thousand baht)	10,487,618.75	15,510,332.12	18,244,417.99
Italy (Thousand baht)	7,193,435.53	13,723,281.06	18,013,468.23
Australia (Thousand baht)	7,917,937.51	11,185,720.13	13,762,002.92
Germany (Thousand baht)	6,375,027.12	10,501,829.16	12,999,293.77
Netherlands (Thousand baht)	3,215,642.83	9,650,561.79	12,156,521.81
Other countries (Thousand baht)	21,987,731.82	39,223,147.13	45,667,160.57

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Domestic (%)	24.98	20.99	21.04
International (%)	75.02	79.01	78.96
Spain (%)	18.34	15.54	15.10
Italy (%)	12.58	13.75	14.91
Australia (%)	13.85	11.21	11.39
Germany (%)	11.15	10.52	10.76
Netherlands (%)	5.62	9.67	10.06
Other countries (%)	38.46	39.30	37.79

Other income as specified in the financial statements

	2021	2022	2023
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Total other income (Thousand baht)	6,095,811.95	3,409,983.84	2,316,631.03
Other income from operations (Thousand baht)	6,095,811.95	3,409,983.84	2,316,631.03
Rental income (Thousand baht)	157,365.52	207,431.28	276,962.74
Premium sales income (Thousand baht)	123,692.42	147,715.75	152,027.75
Subsidy income (Thousand baht)	173,480.72	190,981.51	174,126.99
Advisory income (Thousand baht)	189,300.38	191,840.93	178,707.78
Trademark fee income (Thousand baht)	106,526.59	121,933.36	116,136.88
Maintenance fee income (Thousand baht)	72,140.16	73,141.62	80,040.34
Government subsidy (Thousand baht)	3,142,997.95	1,231,205.99	0.00
Gain on sales and manage back (Thousand baht)	937,310.46	0.00	0.00
Other income not from operations (Thousand baht)	1,192,997.75	1,245,733.41	1,338,628.55

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

	2021	2022	2023
Share of profit (Thousand baht)	-208,724.76	135,503.46	580,506.54

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 : Yes

(Unit : Thousand baht)	2021	2022	2023
R&D expenses in the past 3 years	50,616.04	78,461.81	76,410.04

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.minor.com/storage/download/corporate-policies/20230523-mint-sustainability-development-policy-th.pdf>

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.minor.com/storage/download/corporate-policies/environmental-policy-th-2022.pdf>

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

Results with Respect to the Environmental Aspect (3.3.2)

Energy management

• Fuel consumption

	2021	2022	2023
Diesel (Litres)	26,064,103.00	20,307,647.00	N/A
Gasoline (Litres)	1,364,465.00	2,255,341.00	N/A
Natural gas (Standard cubic feet)	722,757,600.00	861,736,986.00	N/A
LPG (Kilograms)	7,025,562.00	30,951,094.00	N/A

• Electricity consumption

	2021	2022	2023
Total electricity consumption within the organization (Kilowatt-Hours)	592,257,410.55	760,640,069.91	885,782,633.74

Water management

• Water consumption

	2021	2022	2023
Total water withdrawal (Cubic meters)	7,656,100.17	11,337,623.12	12,624,475.32

Waste management

• Waste from operations

	2021	2022	2023
Non-hazardous waste (Kilograms)	4,887,662.07	21,337,501.22	25,454,286.40
Hazardous waste (Kilograms)	350,848.71	235,769.65	84,012.60
Total waste generated (Kilograms)	5,238,510.78	21,573,270.87	25,538,299.00
Remark : Expanded data scope for Minor Food Thailand from 1 brand in 2021 to 6 brands in 2023 & 24			

Greenhouse gas management

• Greenhouse gas emissions

	2021	2022	2023
Total GHG emissions target (Metric tonnes of carbon dioxide equivalent)	N/A	N/A	N/A
Scope 1 (Tons of carbon dioxide equivalents)	137,644.49	243,781.20	255,292.47
Scope 2 (Tons of carbon dioxide equivalents)	204,561.64	257,325.51	289,360.37
Scope 3 (Tons of carbon dioxide equivalents)	489,775.87	810,843.96	1,235,613.67
Total GHG emissions (Metric tonnes of carbon dioxide equivalent)	831,982.00	1,311,950.67	1,780,266.51

• Verification of greenhouse gas emissions over the past year

Third-party verification : Yes

Name of verifying organization : LRQA (Thailand) Limited

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.minor.com/storage/download/corporate-policies/20220407-human-rights-policy-th.pdf>

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

Results with Respect to the Social Aspect (3.4.2)

Information about employees

• Total number of employees

	2021	2022	2023
Number of male employees (Persons)	22,944	27,152	28,991
Number of female employees (Persons)	24,814	28,323	29,534
Total number of employees (Persons)	47,758	55,475	58,525

Remark : Represent employees of businesses under Operational Control only. If considering all employees from operational and non-operational control units, total employees were 78,094 in year 2023.

• Employee remuneration

	2021	2022	2023
Employee remuneration (baht)	23,160,000,000.00	32,039,000,000.00	38,809,000,000.00

Remark : Employee remuneration comprises salaries, wages, welfares and regular contribution for employees directly hired by Minor.

• Employee development and training

	2021	2022	2023
Average employee training hours (Hours / Person / Year)	27.00	35.00	31.00
Employee development and training expenses (baht)	55,073,654.00	125,017,179.63	169,563,787.00

• **Health, safety and work environment**

	2021	2022	2023
Total number of lost time injury incidents by employees (Cases)	314	487	604

Remark : Numbers of lost-time work-related injury

• **Significant labor dispute**

	2021	2022	2023
Significant labor dispute	No	No	No

Corporate Governance Policy

Corporate Governance Policy

Overview of the Corporate Governance Policy and Guideline (6.1)

Corporate Governance Policy

Corporate Governance Policy : Yes

Company website on corporate governance policy : <https://www.minor.com/storage/download/guidelines/20221220-cg-guidelines-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	10	100.00
Number of male directors	8	80.00
Number of female directors	2	20.00
Number of executive directors	3	30.00
Number of non-executive directors	7	70.00
Number of independent directors	4	40.00

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
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1.	<p>Mr. William Ellwood Heinecke</p> <p>Gender: Male</p> <p>Age: 74 years old</p> <p>Highest level of education: Honorary degree</p> <p>Major: Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Chairman of the board (Executive)</p> <p>Director type: Original director</p>	1 Sep 1978	<p>Strategic Management, Change Management, Corporate Management, Brand Management, Project Management, Budgeting, Audit, Marketing, Digital Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Transportation & Logistics, Personal Products & Pharmaceuticals, Home & Office Products, Sustainability, Corporate Social Responsibility, Governance/ Compliance, Insurance, Petrochemicals & Chemicals, Leadership, Property Development, Media & Publishing, Food & Beverage, Fashion</p>
2.	<p>Mr. Emmanuel Jude Dillipraj Rajakarier</p> <p>Gender: Male</p> <p>Age: 58 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: No</p> <p>Residing in Thailand: Yes</p>	<p>Director (Executive)</p> <p>Director type: Re-elected as director</p>	14 Nov 2008	<p>Strategic Management, Change Management, Corporate Management, IT Management, Brand Management, Project Management, Budgeting, Audit, Marketing, Digital Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Governance/ Compliance, Leadership, Property Development, Food & Beverage, Fashion</p>

3.	<p>Mr. Thiraphong Chansiri</p> <p>Gender: Male</p> <p>Age: 58 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive)</p> <p>Director type: Original director</p>	26 Aug 2013	<p>Strategic Management, Change Management, Risk Management, Corporate Management, Brand Management, Project Management, Budgeting, Marketing, Digital Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Transportation & Logistics, Personal Products & Pharmaceuticals, Home & Office Products, Sustainability, Corporate Social Responsibility, Packaging, Governance/ Compliance, Insurance, Leadership, Property Development, Media & Publishing, Food & Beverage, Finance & Securities, Fashion</p>
4.	<p>Mr. John Scott Heinecke</p> <p>Gender: Male</p> <p>Age: 52 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive)</p> <p>Director type: Re-elected as director</p>	11 Nov 2013	<p>Strategic Management, Change Management, Risk Management, Corporate Management, Budgeting, Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Transportation & Logistics, Personal Products & Pharmaceuticals, Home & Office Products, Sustainability, Corporate Social Responsibility, Leadership, Property Development, Food & Beverage, Fashion</p>

5.	<p>Ms. Suvabha Charoenying</p> <p>Gender: Female</p> <p>Age: 60 years old</p> <p>Highest level of education:</p> <p>Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p>	22 Jan 2016	<p>Paper & Printing Materials, Property Fund & REITs, Strategic Management, Fund Management, Change Management, Corporate Management, Brand Management, Project Management, Budgeting, Audit, Marketing, Digital Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Banking, Governance/ Compliance, Accounting, Insurance, Leadership, Food & Beverage, Finance & Securities, Fashion</p>
6.	<p>Mr. Charamporn Jotikasthira</p> <p>Gender: Male</p> <p>Age: 66 years old</p> <p>Highest level of education:</p> <p>Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Re-elected as director</p>	4 Apr 2017	<p>Strategic Management, Change Management, Risk Management, Corporate Management, IT Management, Brand Management, Project Management, Budgeting, Audit, Tourism & Leisure, Data Analysis, Finance, Negotiation, Transportation & Logistics, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Banking, Governance/ Compliance, Accounting, Leadership, Property Development, Engineering, Food & Beverage, Fashion</p>

7.	<p>Mr. Niti Osathanugrah</p> <p>Gender: Male</p> <p>Age: 50 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Economic Law</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive)</p> <p>Director type: Original director</p>	23 May 2018	<p>Strategic Management, Change Management, Risk Management, Corporate Management, Budgeting, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Governance/ Compliance, Insurance, Leadership, Property Development, Food & Beverage, Economics, Fashion, Law</p>
8.	<p>Ms. Camille Ma</p> <p>Gender: Female</p> <p>Age: 66 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Management</p> <p>Thai nationality: No</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Re-elected as director</p>	19 Jun 2020	<p>Strategic Management, Change Management, Budgeting, Audit, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Governance/ Compliance, Accounting, Leadership, Food & Beverage, Fashion</p>
9.	<p>Mr. Anhul Chauhan</p> <p>Gender: Male</p> <p>Age: 49 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Marketing and IT</p> <p>Thai nationality: No</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Executive)</p> <p>Director type: Original director</p>	22 Apr 2022	<p>Strategic Management, Change Management, Corporate Management, Information & Communication Technology, Brand Management, Budgeting, Marketing, Digital Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Leadership, Food & Beverage, Fashion</p>

10. Mr. Michael David Selby	Director	20 May 2022	Strategic Management, Change
Gender: Male	(Non-executive,		Management, Corporate
Age: 69 years old	Independent director)		Management, Project
Highest level of education:			Management, Budgeting,
Master's degree	Director type: Original		Tourism & Leisure, Data
Major: International Law &	director		Analysis, Finance,
Finance			Negotiation, Transportation
Thai nationality: Yes			& Logistics, Personal
Residing in Thailand: Yes			Products & Pharmaceuticals,
			Home & Office Products,
			Corporate Social
			Responsibility, Banking,
			Accounting, Leadership,
			Engineering, Food & Beverage,
			Fashion, Law

Other Information pertaining to committees

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

Sub-committees (7.3)

Information about sub-committees (7.3.2)

Audit Committee

List of audit committee members

General information		Position	Date position was assumed	Experience and expertise
1.	Ms. Suvabha Charoenying [1] Gender: Female Age: 60 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	22 Jan 2016	Paper & Printing Materials, Property Fund & REITs, Strategic Management, Fund Management, Change Management, Corporate Management, Brand Management, Project Management, Budgeting, Audit, Marketing, Digital Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Banking, Governance/ Compliance, Accounting, Insurance, Leadership, Food & Beverage, Finance & Securities, Fashion

2.	Mr. Charnporn Jotikasthira [1] Gender: Male Age: 66 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: Re-elected as director	4 Apr 2017	Strategic Management, Change Management, Risk Management, Corporate Management, IT Management, Brand Management, Project Management, Budgeting, Audit, Tourism & Leisure, Data Analysis, Finance, Negotiation, Transportation & Logistics, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Banking, Governance/ Compliance, Accounting, Leadership, Property Development, Engineering, Food & Beverage, Fashion
3.	Ms. Camille Ma [1] Gender: Female Age: 66 years old Highest level of education: Master's degree Major: Management Thai nationality: No Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Re-elected as director	19 Jun 2020	Strategic Management, Change Management, Budgeting, Audit, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Governance/ Compliance, Accounting, Leadership, Food & Beverage, Fashion

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

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Compensation Committee	Ms. Camille Ma Mr. Charnporn Jotikasthira Ms. Suvabha Charoenying Mr. Thiraphong Chansiri	Chairman Member Member Member

Nominating and Corporate Governance Committee	Ms. Suvabha Charoenying	Chairman
	Mr. Charamporn Jotikasthira	Member
	Ms. Camille Ma	Member
Sustainability and Risk Management Oversight Committee	Mr. Charamporn Jotikasthira	Chairman
	Mr. Niti Osathanugrah	Member
	Mr. John Scott Heinecke	Member
	Ms. Camille Ma	Member
Audit Committee	Ms. Suvabha Charoenying	Chairman
	Mr. Charamporn Jotikasthira	Member
	Ms. Camille Ma	Member

Roles of Sub-committees

Sub-committees responsible for risk management	: Sustainability and Risk Management Oversight Committee
Sub-committees responsible for nomination	: Nominating and Corporate Governance Committee
Sub-committees responsible for remuneration	: Compensation Committee
Sub-committees responsible for corporate governance	: Nominating and Corporate Governance Committee
Sub-committees responsible for corporate sustainability development	: Sustainability and Risk Management Oversight Committee

Executives (7.4)

List and positions of the executive (7.4.1)

The four highest-ranking executives

General information	Position	Date position was assumed	Experience and expertise
1. Mr. Emmanuel Jude Dillipraj Rajakarier Gender: Male Age: 58 years old Highest level of education: Master's degree Major: Business Administration	Group Chief Executive Officer	1 Jan 2020	Strategic Management, Change Management, Corporate Management, IT Management, Brand Management, Project Management, Budgeting, Audit, Marketing, Digital Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Governance/ Compliance, Leadership, Property Development, Food & Beverage, Fashion
2. Mr. Kosin Chantikul Gender: Male Age: 41 years old Highest level of education: Master's degree Major: Business Administration	Chief Investment Officer	1 Feb 2020	Strategic Management, Change Management, Project Management, Tourism & Leisure, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Leadership, Food & Beverage, Economics, Fashion

3.	<p>Mrs. Aurakanda Attavipach</p> <p>Gender: Female</p> <p>Age: 55 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p>	Chief People Officer	14 Mar 2022	<p>Change Management, Human Resource Management, Corporate Management, Project Management, Tourism & Leisure, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Leadership, Food & Beverage, Fashion, Governance/ Compliance</p>
4.	<p>Mr. Chaiyapat Paitoon [1]</p> <p>Gender: Male</p> <p>Age: 52 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Finance</p>	Chief Financial Officer	1 Apr 2022	<p>Strategic Management, Change Management, Corporate Management, Project Management, Budgeting, Tourism & Leisure, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Banking, Governance/ Compliance, Accounting, Leadership, Food & Beverage, Fashion</p>
5.	<p>Mrs. Chompan Kulnides</p> <p>Gender: Female</p> <p>Age: 47 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p>	Chief Sustainability Officer	1 Jan 2023	<p>Change Management, Project Management, Tourism & Leisure, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Sustainability, Corporate Social Responsibility, Governance/ Compliance, Leadership, Food & Beverage, Fashion</p>

[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

Remuneration policy for executives (7.4.2 – 7.4.3)

Remuneration policy for executives

Remuneration policy for executives : Yes

Remuneration

	2021	2022	2023
Total executive remuneration (baht)	138,000,000.00	252,000,000.00	304,000,000.00

Other forms of remuneration

Employee Stock Ownership Plan (ESOP) : No

Employee Joint Investment Program (EJIP) : Yes

Employees (7.5)

Information about company employees

Employees

Number of male employees (persons) : 28,991

Number of female employees (persons) : 29,534

Total number of employees (persons) : 58,525

Remark : Represent employees of businesses under Operational Control only. If considering all employees from operational and non-operational control units, total employees were 78,094 in year 2023.

Employee Remuneration

Total employee remuneration : 38,809,000,000.00

Remark : Employee remuneration comprises salaries, wages, welfares and regular contribution for employees directly hired by Minor.

Provident fund

Total number of employees (persons) : 58,525

Number of employees contributing to the PVD (persons) : 9,811

Percentage of employees who are members (%) : 16.76

Other Significant Information (7.6)

Other significant information

Assigned persons

- Person assigned to take direct responsibility for accounting oversight

General information	Email	Telephone
1. Mr. Isara Siribunrit	isara_si@minor.com	023656200

- Company secretary

General information	Email	Telephone
1. Ms. Saranya Soontaros	saranya_so@minor.com	023656115

- Head of internal audit

General information	Email	Telephone
1. Mr. Winchai Chongfusuwan	winchai_ch@minor.com	023656125

- Head of compliance unit

General information	Email	Telephone
1. Mr. Torpong Muadchaiyaphum	torpong_mu@minor.com	023656120

- Head of investor relations

General information	Email	Telephone
1. Ms. Namida Artispong	namida_ar@minor.com	023657636

Company's auditor

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
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1.	PRICEWATERHOUSECOOPERS ABAS COMPANY LIMITED	1. Mr. Paiboon Tunkoon	2,200,000.00	-
		Email: -		
		Telephone: -		
		2. Mr. Chanchai Chaiprasit		
		Email: -		
		Telephone: -		
		3. Ms. Sinsiri Thangsombat		
		Email: -		
		Telephone: -		

Performance Report on Corporate Governance

Performance Report on Corporate Governance

Summary of Director Performance (8.1)

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

List of new directors appointed in the past year

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

General information	Position	Date position was assumed	Experience and expertise
1. Mr. Emmanuel Jude Dillipraj Rajakarier Gender: Male Age: 58 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: No Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	Date position was assumed: 14 Nov 2008	Strategic Management, Change Management, Corporate Management, IT Management, Brand Management, Project Management, Budgeting, Audit, Marketing, Digital Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Governance/ Compliance, Leadership, Property Development, Food & Beverage, Fashion

2.	<p>Mr. John Scott Heinecke</p> <p>Gender: Male</p> <p>Age: 52 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive)</p> <p>Director type: Re-elected as director</p>	<p>Date position was assumed: 11 Nov 2013</p>	<p>Strategic Management, Change Management, Risk Management, Corporate Management, Budgeting, Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Transportation & Logistics, Personal Products & Pharmaceuticals, Home & Office Products, Sustainability, Corporate Social Responsibility, Leadership, Property Development, Food & Beverage, Fashion</p>
3.	<p>Mr. Charnporn Jotikasthira</p> <p>Gender: Male</p> <p>Age: 66 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive, Independent director)</p> <p>Director type: Re-elected as director</p>	<p>Date position was assumed: 4 Apr 2017</p>	<p>Strategic Management, Change Management, Risk Management, Corporate Management, IT Management, Brand Management, Project Management, Budgeting, Audit, Tourism & Leisure, Data Analysis, Finance, Negotiation, Transportation & Logistics, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Banking, Governance/ Compliance, Accounting, Leadership, Property Development, Engineering, Food & Beverage, Fashion</p>
4.	<p>Ms. Camille Ma</p> <p>Gender: Female</p> <p>Age: 66 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Management</p> <p>Thai nationality: No</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive, Independent director)</p> <p>Director type: Re-elected as director</p>	<p>Date position was assumed: 19 Jun 2020</p>	<p>Strategic Management, Change Management, Budgeting, Audit, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Governance/ Compliance, Accounting, Leadership, Food & Beverage, Fashion</p>

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. William Ellwood Heinecke	Chairman of the board	Participating
Mr. Emmanuel Jude Dillipraj Rajakarier	Director	Participating
Mr. Thiraphong Chansiri	Director	Participating
Mr. John Scott Heinecke	Director	Participating
Ms. Suvabha Charoenying	Director	Participating
Mr. Charnporn Jotikasthira	Director	Participating
Mr. Niti Osathanugrah	Director	Participating
Ms. Camille Ma	Director	Participating
Mr. Anhul Chauhan	Director	Participating
Mr. Michael David Selby	Director	Non-participating

Directors' performance assessment

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

Meeting attendance and remuneration to each Board member (8.1.2)

Meeting attendance of the board of directors

Number of board meetings (times) : 8

Date of AGM meeting : 21 Apr 2023

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. William Ellwood Heinecke (Chairman of the board)	-	8/8	Participating	Did not hold the meeting
2.	Mr. Emmanuel Jude Dillipraj Rajakarier (Director)	-	8/8	Participating	Did not hold the meeting
3.	Mr. Thiraphong Chansiri (Director)	-	8/8	Participating	Did not hold the meeting
4.	Mr. John Scott Heinecke (Director)	-	8/8	Participating	Did not hold the meeting
5.	Ms. Suvabha Charoenying (Director)	-	8/8	Participating	Did not hold the meeting
6.	Mr. Charamporn Jotikasthira (Director)	-	7/8	Participating	Did not hold the meeting
7.	Mr. Niti Osathanugrah (Director)	-	8/8	Participating	Did not hold the meeting
8.	Ms. Camille Ma (Director)	-	8/8	Participating	Did not hold the meeting
9.	Mr. Anhul Chauhan (Director)	-	8/8	Participating	Did not hold the meeting
10.	Mr. Michael David Selby (Director)	-	7/8	Non-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. William Ellwood Heinecke (Chairman of the board)	-	N/A	250,000.00	Yes
2.	Mr. Emmanuel Jude Dillipraj Rajakarier (Director)	-	N/A	250,000.00	Yes
3.	Mr. Thiraphong Chansiri (Director)	-	1,350,000.00	447,000.00	Yes
4.	Mr. John Scott Heinecke (Director)	-	1,400,000.00	172,000.00	Yes

5.	Ms. Suvabha Charoenying (Director)	-	1,640,000.00	1,157,000.00	Yes
6.	Mr. Charamporn Jotikasthira (Director)	-	1,360,000.00	1,045,000.00	Yes
7.	Mr. Niti Osathanugrah (Director)	-	1,400,000.00	533,000.00	Yes
8.	Ms. Camille Ma (Director)	-	1,660,000.00	1,045,000.00	Yes
9.	Mr. Anhul Chauhan (Director)	-	N/A	250,000.00	Yes
10.	Mr. Michael David Selby (Director)	-	1,000,000.00	161,000.00	Yes

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) : 4

	List of directors	Termination date	Number of the audit committee meeting
1.	Ms. Suvabha Charoenying (Chairman of the audit committee)	-	4/4
2.	Mr. Charamporn Jotikasthira (Audit committee)	-	4/4
3.	Ms. Camille Ma (Audit committee)	-	4/4