



# **Annual Registration Statement / Annual Report**

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

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

**PRANDA JEWELRY 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 : PRANDA JEWELRY PUBLIC COMPANY LIMITED

Symbol : PDJ

Address : 28 Soi Bangna-Trade 28 Bangna Tai Bangna

Province : Bangkok

Postcode : 10260

Business : Pranda Group's core businesses are production, distribution and retail of fine jewelry products. The Company has become one of Thailand's leading jewelry exporters with customer base spanning in key regions of the world from North America to Europe and Asia.

Registration Number : 0107537001986

Telephone : 0-2769-9999, 0-2361-3311

Fax (if applicable) : 0-2398-2143, 0-2399-4874

Website : [www.pranda.com](http://www.pranda.com)

Email : [ir@pranda.co.th](mailto:ir@pranda.co.th)

#### Total Shares Sold (shares)

Common Stock : 592,928,784

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)	2,965,575.00	3,649,027.00	3,445,662.00
Production Base (Thousand baht)	2,152,353.00	2,698,263.00	2,448,278.00
Omni Channel base (Thousand baht)	748,187.00	912,127.00	963,210.00
Other (Thousand baht)	65,035.00	38,637.00	34,174.00

  

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Production Base (%)	72.58	73.94	71.05
Omni Channel base (%)	25.23	25.00	27.95
Other (%)	2.19	1.06	0.99

#### By Geographical Area or Market

	2021	2022	2023
Total revenue from operations (Thousand baht)	2,965,575.00	3,649,027.00	3,445,662.00
Domestic (Thousand baht)	830,254.00	940,767.00	1,000,220.00
International (Thousand baht)	2,135,321.00	2,708,260.00	2,445,442.00
United States of America (Thousand baht)	581,034.00	554,063.00	533,336.00
Hong Kong (Thousand baht)	269,824.00	445,294.00	510,217.00
United Kingdom (Thousand baht)	349,015.00	388,674.00	241,615.00
Canada (Thousand baht)	352,349.00	534,249.00	407,160.00

Other countries (Thousand baht)	583,099.00	785,980.00	753,114.00
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	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Domestic (%)	28.00	25.78	29.03
International (%)	72.00	74.22	70.97
United States of America (%)	27.21	20.46	21.81
Hong Kong (%)	12.64	16.44	20.86
United Kingdom (%)	16.34	14.35	9.88
Canada (%)	16.50	19.73	16.65
Other countries (%)	27.31	29.02	30.80

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

	2021	2022	2023
Total other income (Thousand baht)	142,195.00	38,637.00	34,174.00
Other income from operations (Thousand baht)	65,035.00	38,637.00	34,174.00
Other income not from operations (Thousand baht)	77,160.00	0.00	0.00

Remark : Others revenue and gain on exchange rate

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

	2021	2022	2023
Share of profit (Thousand baht)	805.00	-3,245.00	-30.00

## Information on Products and Services (1.2.2)

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

Research and Development (R&D) Policy : No

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

# Risk Management

# Risk Management

## Risk Factors (2.2)

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

**Risk from fluctuating raw material prices**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

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

**Financial Risk**

**Risk Management Measures:** Yes

**Related Risk Topics**

Financial Risk

- Other

**Risks of changes in consumer behavior from advancement of technology**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Changes in technologies

**Risks of loss or shortage of specialized personnel**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

- Shortage or reliance on skilled workers

#### **Risks of acceptance from the community and society**

**Risk Management Measures:** Yes

##### **Related Risk Topics**

Operational Risk

- Impact on the environment
- Impact on human rights

#### **Risks from consumption of natural resources and energy**

**Risk Management Measures:** Yes

##### **Related Risk Topics**

Operational Risk

- Climate change and disasters
- Impact on the environment

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

#### **Risk associated with major shareholders with more than 25% of the Company**

**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.pranda.com/th/sustainability/>

### Environmental Aspect (3.3)

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

Environmental Policy and Practice : Yes

URL of environmental policy and practice : <https://shorturl.at/hin45>

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

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

##### Energy management

###### • Fuel consumption

	2021	2022	2023
Diesel (Litres)	22,846.17	19,514.33	20,186.75
Gasoline (Litres)	7,160.98	7,917.33	8,778.77
LPG (Kilograms)	30,447.00	36,168.00	21,131.00

###### • Electricity consumption

	2021	2022	2023
Total electricity consumption within the organization (Kilowatt-Hours)	7,012,815.00	7,150,386.00	6,849,689.57

## Water management

### • Water consumption

	2021	2022	2023
Total water withdrawal (Cubic meters)	89,125.00	103,769.00	109,754.00

## Waste management

### • Waste from operations

	2021	2022	2023
Non-hazardous waste (Kilograms)	4,909.50	15,318.00	4,305.00
Hazardous waste (Kilograms)	5,494.00	8,860.00	8,567.00
<b>Total waste generated (Kilograms)</b>	<b>10,403.50</b>	<b>24,178.00</b>	<b>12,872.00</b>

## Greenhouse gas management

### • Greenhouse gas emissions

	2021	2022	2023
Total GHG emissions target (Metric tonnes of carbon dioxide equivalent)	N/A	4,584.70	4,343.40
Scope 1 (Tons of carbon dioxide equivalents)	494.00	596.00	N/A
Scope 2 (Tons of carbon dioxide equivalents)	3,540.00	3,611.00	N/A
Scope 3 (Tons of carbon dioxide equivalents)	792.00	843.00	N/A
<b>Total GHG emissions (Metric tonnes of carbon dioxide equivalent)</b>	<b>4,826.00</b>	<b>5,050.00</b>	<b>0.00</b>

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

Third-party verification : Yes

Name of verifying organization : Center of Excellence on Environmental strategy for GREEN business (VGREEN),  
Faculty of Environment, Kasetsart University.

## 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://shorturl.at/jqCM0>

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)	642	678	653
Number of female employees (Persons)	1,328	1,348	1,459
<b>Total number of employees (Persons)</b>	<b>1,970</b>	<b>2,026</b>	<b>2,112</b>

##### • Employee remuneration

	2021	2022	2023
Employee remuneration (baht)	636,772,562.51	685,110,434.49	662,627,046.78

##### • Employee development and training

	2021	2022	2023
Average employee training hours (Hours / Person / Year)	17.51	16.65	19.97
Employee development and training expenses (baht)	337,093.87	542,896.52	3,023,392.87

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

	2021	2022	2023
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Total number of lost time injury incidents by employees (Cases)	5	5	8
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• **Employee retention**

	2021	2022	2023
Percentage of employees who voluntarily resigned (%)	18.68	18.02	18.32

• **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://shorturl.at/dBEMT>

#### 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	4	44.44
Number of female directors	5	55.56
Number of executive directors	5	55.56
Number of non-executive directors	4	44.44
Number of independent directors	3	33.33

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

##### List of directors

General information	Position	Date position was assumed	Experience and expertise
1. Mrs. RAWITTHA PONGNUCHIT Gender: Female Age: 73 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director)  Director type: Original director	14 Aug 2012	Law, Internal Control

2.	<p>Mr. PRAMOTE TIASUWAN</p> <p>Gender: Male</p> <p>Age: 72 years old</p> <p>Highest level of education: Below a bachelor's degree</p> <p>Major: Engineering</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Vice Chairman (Executive)</p> <p>Director type: Original director</p>	24 Jul 2020	<p>Fashion, Corporate Social Responsibility, Sustainability, Strategic Management, Engineering</p>
3.	<p>Mrs. SUNANTA TIASUWAN</p> <p>Gender: Female</p> <p>Age: 73 years old</p> <p>Highest level of education: Below a 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: Original director</p>	1 Jan 1993	<p>Fashion, Finance, Corporate Social Responsibility, Sustainability, Risk Management, Governance/ Compliance, Accounting, Strategic Management</p>
4.	<p>Mrs. PRANEE KHUNPRASERT</p> <p>Gender: Female</p> <p>Age: 70 years old</p> <p>Highest level of education: Below a bachelor's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Executive)</p> <p>Director type: Original director</p>	23 Dec 1993	<p>Fashion, Design, Brand Management, Corporate Management, Strategic Management, Marketing</p>
5.	<p>Ms. PITTAYA TIASUWAN</p> <p>Gender: Female</p> <p>Age: 68 years old</p> <p>Highest level of education: Below a bachelor's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Executive)</p> <p>Director type: Original director</p>	22 Apr 2013	<p>Fashion</p>

6.	Mr. DECHA NUNTANAJAROENKUL Gender: Male Age: 63 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	23 Apr 2019	Fashion, Marketing
7.	Mr. CHANAT SORAKRAKITIKUL Gender: Male Age: 44 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	20 Apr 2022	Accounting, Finance, Internal Control, Risk Management, Strategic Management, Business Administration, Construction Materials, Governance/ Compliance, Budgeting
8.	DR. JIRAPORN POPAIROJ Gender: Female Age: 62 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	28 Sep 2023	Business Administration, Finance, Accounting, Law, Internal Control, Governance/ Compliance, Banking
9.	Mr. CHAKRIT THEEPAKORNSUKKASAME Gender: Male Age: 46 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: Newly appointed director to replace ex-director	20 Apr 2023	Business Administration, Finance, Engineering, Internal Control, Governance/ Compliance, Budgeting, Risk Management, Construction Materials

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

General information	Position	Tenure	Replacement Director
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1.	Mr. Chamnong Watanagase Gender: Male Age: 71 years old Highest level of education: Doctoral degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)	Date position was assumed: 25 Mar 2014 Date directorship ended: 19 Apr 2023	Mr. CHAKRIT THEEPAKORNSUKKASAME Date position was assumed: 20 Apr 2023
2.	Mrs. Surat Sirijansawang Gender: Female Age: 64 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)	Date position was assumed: 5 Apr 2022 Date directorship ended: 28 Sep 2023	DR. JIRAPORN POPAIROJ Date position was assumed: 28 Sep 2023

#### Other Information pertaining to committees

The Chairman is an independent director	: Yes
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. Mrs. RAWITTHA PONGNUCHIT [1] Gender: Female Age: 73 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Original director	21 Apr 2022	Law, Internal Control
2. DR. JIRAPORN POPAIROJ [1] Gender: Female Age: 62 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	28 Sep 2023	Business Administration, Finance, Accounting, Law, Internal Control, Governance/ Compliance, Banking
3. Mr. CHAKRIT THEEPAKORNSUKKASAME [1] Gender: Male Age: 46 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: Newly appointed director to replace ex-director	20 Apr 2023	Business Administration, Finance, Engineering, Internal Control, Governance/ Compliance, Budgeting, Risk Management, Construction Materials

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

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

General information	Position	Tenure	Replacement Director
1. Mr. Chamnong Watanagase [1] Gender: Male Age: 71 years old Highest level of education: Doctoral degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director)	Date position was assumed: 25 Mar 2014 Date directorship ended: 19 Apr 2023	Mr. CHAKRIT THEEPAKORNSUKKASAME Date position was assumed: 20 Apr 2023
2. Mrs. Surat Sirijansawang Gender: Female Age: 64 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director)	Date position was assumed: 5 Apr 2022 Date directorship ended: 28 Sep 2023	DR. JIRAPORN POPAIROJ Date position was assumed: 28 Sep 2023

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

#### Executive Committee

##### List of executive committee members

General information	Position	Date position was assumed
1. Mrs. PRANEE KHUNPRASERT Gender: Female Age: 70 years old Highest level of education: Below a bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	12 May 2004

2.	<p>Mr. PRAMOTE TIASUWAN</p> <p>Gender: Male</p> <p>Age: 72 years old</p> <p>Highest level of education: Below a bachelor's degree</p> <p>Major: Engineering</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>12 May 2004</p>
3.	<p>Ms. PITTAYA TIASUWAN</p> <p>Gender: Female</p> <p>Age: 68 years old</p> <p>Highest level of education: Below a bachelor's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>12 May 2004</p>
4.	<p>Mr. DECHA NUNTANAJAROENKUL</p> <p>Gender: Male</p> <p>Age: 63 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>12 May 2004</p>
5.	<p>Mr. CHANAT SORAKRAKITIKUL</p> <p>Gender: Male</p> <p>Age: 44 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>1 Apr 2012</p>
6.	<p>Mr. PITIPONG TIASUWAN</p> <p>Gender: Male</p> <p>Age: 41 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>1 Jan 2022</p>

## Other sub-committees

## Sub-committees information

Name of sub-committees	List of directors	Position
Audit Committee	DR. JIRAPORN POPAIROJ	Chairman
	Mrs. RAWITTHA PONGNUCHIT	Member
	Mr. CHAKRIT THEEPAKORNSUKKASAME	Member
Group Executive Committee	Mrs. PRANEE KHUNPRASERT	Chairman
	Mr. PRAMOTE TIASUWAN	Member
	Ms. PITTAYA TIASUWAN	Member
	Mr. DECHA NUNTANAJAROENKUL	Member
	Mr. CHANAT SORAKRAIKITIKUL	Member
	Mr. PITIPONG TIASUWAN	Member
(3) Nomination and Remuneration Committee	DR. JIRAPORN POPAIROJ	Chairman
	Mrs. SUNANTA TIASUWAN	Member
	Mr. CHAKRIT THEEPAKORNSUKKASAME	Member
Risk Management Committee	Mr. CHAKRIT THEEPAKORNSUKKASAME	Chairman
	Mr. CHANAT SORAKRAIKITIKUL	Member
	Mrs. PRANEE KHUNPRASERT	Member
	Mr. PRAMOTE TIASUWAN	Member
	Ms. PITTAYA TIASUWAN	Member
	Mr. DUSIT CHONGSUTTHANAMANEE	Member
Corporate Sustainable Development Committee	Mr. PRAMOTE TIASUWAN	Chairman
	Mr. SOMSAK SRIRUEANGMON	Member
	Mrs. CHAWEE JARUKORNVASIN	Member
	Ms. SASISOPA WATTAKEECHAROEN	Member
	Ms. SUPORN RUNGPITAYATORN	Member
	Ms. PHENKHAEE RUGKASIGONE	Member

## Roles of Sub-committees

Sub-committees responsible for risk management	: Risk Management Committee
Sub-committees responsible for nomination	: (3) Nomination and Remuneration Committee
Sub-committees responsible for remuneration	: (3) Nomination and Remuneration Committee
Sub-committees responsible for corporate governance	: None
Sub-committees responsible for corporate sustainability development	: Corporate Sustainable Development Committee

## Executives (7.4)

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

#### The four highest-ranking executives

General information	Position	Date position was assumed	Experience and expertise
1. Mrs. PRANEE KHUNPRASERT Gender: Female Age: 70 years old Highest level of education: Below a bachelor's degree Major: Business Administration	CHAIRMAN OF GROUP EXECUTIVE COMMITTEE	1 May 2016	Fashion, Design, Brand Management, Corporate Management, Strategic Management, Marketing
2. Mr. PRAMOTE TIASUWAN Gender: Male Age: 72 years old Highest level of education: Below a bachelor's degree Major: Engineering	Managing Director - Production	12 May 2004	Fashion, Corporate Social Responsibility, Sustainability, Strategic Management, Engineering
3. Ms. PITTAYA TIASUWAN Gender: Female Age: 68 years old Highest level of education: Below a bachelor's degree Major: Business Administration	Managing Director - Supply Chain & Gemstones	12 May 2004	Fashion
4. Mr. DECHA NUNTANAJAROENKUL Gender: Male Age: 63 years old Highest level of education: Master's degree Major: Business Administration	Managing Director - Marketing	12 May 2004	Fashion, Marketing
5. Mr. CHANAT SORAKRAIKITIKUL [1][2] Gender: Male Age: 44 years old Highest level of education: Master's degree Major: Business Administration	Managing Director - Finance & Risk Mangement	1 Apr 2012	Accounting, Finance, Internal Control, Risk Management, Strategic Management, Business Administration, Construction Materials, Governance/ Compliance, Budgeting

6.	Mr. PITIPONG TIASUWAN	Managing Director –	1 Jan 2022	Business Administration,
	Gender: Male	Omnichannel		Fashion
	Age: 41 years old	Retailing		
	Highest level of education: Master's degree			
	Major: Business Administration			

[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)	18,837,379.00	22,494,360.00	21,600,600.00

### Other forms of remuneration

Employee Stock Ownership Plan (ESOP) : No

Employee Joint Investment Program (EJIP) : No

## Employees (7.5)

### Information about company employees

#### Employees

Number of male employees (persons) : 653

Number of female employees (persons) : 1,459

**Total number of employees (persons) : 2,112**

## Employee Remuneration

Total employee remuneration : 662,627,046.78

## Provident fund

Total number of employees (persons) : 2,112

Number of employees contributing to the PVD (persons) : 1,164

Percentage of employees who are members (%) : 55.11

## Other Significant Information (7.6)

### Other significant information

#### Assigned persons

##### • Person assigned to take direct responsibility for accounting oversight

General information	Email	Telephone
1. Mrs. PHAIRIN JEANPHUN	Phairin_j@pranda.co.th	02-769-9999

##### • Company secretary

General information	Email	Telephone
1. Mr. DUSIT CHONGSUTTHANAMANEE	dusit_c@pranda.co.th	02-769-9431

##### • Head of internal audit

General information	Email	Telephone
1. Ph.D. THANADOL RUKSAPOLO	thanadol@thanacorp.com	02-434-9999

##### • Head of compliance unit

General information	Email	Telephone
1. Mr. DUSIT CHONGSUTTHANAMANEE	dusit_c@pranda.co.th	02-769-9431

• Head of investor relations

General information	Email	Telephone
1. Mr. DUSIT CHONGSUTTHANAMANEE	dusit_c@pranda.co.th	02-769-9431

Company's auditor

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
1. EY OFFICE LIMITED	1. Mrs. Chonlaros Suntiasvaraporn Email: Chonlaros. Suntiasvaraporn@th.ey.com Telephone: 02-264-0777	3,480,000.00	-

# 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 newly appointed director to replace the ex-director

General information	Position	Date position was assumed	Experience and expertise
1. DR. JIRAPORN POPAIROJ Gender: Female Age: 62 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	Date position was assumed: 28 Sep 2023	Business Administration, Finance, Accounting, Law, Internal Control, Governance/ Compliance, Banking
2. Mr. CHAKRIT THEEPAKORNSUKKASAME Gender: Male Age: 46 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: Newly appointed director to replace ex-director	Date position was assumed: 20 Apr 2023	Business Administration, Finance, Engineering, Internal Control, Governance/ Compliance, Budgeting, Risk Management, Construction Materials

#### 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) : 7

Date of AGM meeting : 19 Apr 2023

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mrs. RAWITTHA PONGNUCHIT (Chairman of the board)	-	7/7	Participating	Did not hold the meeting
2. Mr. PRAMOTE TIASUWAN (Vice Chairman)	-	7/7	Participating	Did not hold the meeting
3. Mrs. SUNANTA TIASUWAN (Director)	-	6/7	Participating	Did not hold the meeting
4. Mrs. PRANEE KHUNPRASERT (Director)	-	5/7	Participating	Did not hold the meeting
5. Ms. PITTAYA TIASUWAN (Director)	-	6/7	Participating	Did not hold the meeting
6. Mr. DECHA NUNTANAJAROENKUL (Director)	-	6/7	Participating	Did not hold the meeting
7. Mr. CHANAT SORAKRAIKITIKUL (Director)	-	7/7	Participating	Did not hold the meeting
8. DR. JIRAPORN POPAIROJ (Director)	-	1/1	Participating	Did not hold the meeting
9. Mr. CHAKRIT THEEPAKORNSUKKASAME (Director)	-	6/6	Participating	Did not hold the meeting
10. Mr. Chamnong Watanagase (Director)	19 Apr 2023	N/A	N/A	Did not hold the meeting
11. Mrs. Surat Sirijansawang (Director)	28 Sep 2023	N/A	N/A	Did not hold the meeting

#### Remuneration for company directors

List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non-monetary
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1.	Mrs. RAWITTHA PONGNUCHIT (Chairman of the board)	-	0.00	1,260,000.00	No
2.	Mr. PRAMOTE TIASUWAN (Vice Chairman)	-	N/A	N/A	N/A
3.	Mrs. SUNANTA TIASUWAN (Director)	-	N/A	N/A	N/A
4.	Mrs. PRANEE KHUNPRASERT (Director)	-	N/A	N/A	N/A
5.	Ms. PITTAYA TIASUWAN (Director)	-	N/A	N/A	N/A
6.	Mr. DECHA NUNTANAJAROENKUL (Director)	-	N/A	N/A	N/A
7.	Mr. CHANAT SORAKRAIKITIKUL (Director)	-	N/A	N/A	N/A
8.	DR. JIRAPORN POPAIROJ (Director)	-	40,000.00	24,000.00	No
9.	Mr. CHAKRIT THEEPAKORNSUKKASAME (Director)	-	135,000.00	81,000.00	No
10.	Mr. Chamnong Watanagase (Director)	19 Apr 2023	N/A	150,000.00	No
11.	Mrs. Surat Sirijansawang (Director)	28 Sep 2023	110,000.00	160,000.00	No

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

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

#### Meeting attendance of audit committee

Number of Audit committee meetings (times) : 4

	List of directors	Termination date	Number of the audit committee meeting
1.	Mrs. RAWITTHA PONGNUCHIT (Audit committee)	-	4/4
2.	DR. JIRAPORN POPAIROJ (Chairman of the audit committee)	-	1/1
3.	Mr. CHAKRIT THEEPAKORNSUKKASAME (Audit committee)	-	3/3
4.	Mr. Chamnong Watanagase (Chairman of the audit committee)	19 Apr 2023	N/A
5.	Mrs. Surat Sirijansawang (Chairman of the audit committee)	28 Sep 2023	N/A

