



# **Annual Registration Statement / Annual Report**

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

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

**SHANGRI-LA HOTEL 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 : SHANGRI-LA HOTEL PUBLIC COMPANY LIMITED

Symbol : SHANG

Address : 89 SOI WAT SUAN PLU, NEW ROAD, BANGRAK, BANGRAK

Province : Bangkok

Postcode : 10500

Business : The principal activities of the Company are those of a hotelier which provide lodging, food and beverage services, facilities for conferences and functions and other services and facilities in connection with hotel business and investment holding.

Registration Number : 0107537001773

Telephone : 0-2236-7777

Fax (if applicable) : 0-2236-8579

Website : [www.shangri-la.com/group/investors/public-disclosure](http://www.shangri-la.com/group/investors/public-disclosure)

Email : [nongthanus.tansavatdi@shangri-la.com](mailto:nongthanus.tansavatdi@shangri-la.com)

#### Total Shares Sold (shares)

Common Stock : 130,000,000

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)	355,874.00	1,201,012.00	2,186,190.00
Hotel Business (Thousand baht)	334,507.00	1,175,897.00	2,157,035.00
Other (Thousand baht)	21,367.00	25,115.00	29,155.00

  

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Hotel Business (%)	94.00	97.91	98.67
Other (%)	6.00	2.09	1.33

#### By Geographical Area or Market

	2021	2022	2023
Total revenue from operations (Thousand baht)	355,874.00	1,201,012.00	2,186,190.00
Domestic (Thousand baht)	355,874.00	1,201,012.00	2,186,190.00
International (Thousand baht)	0.00	0.00	0.00

  

	2021	2022	2023
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**

	2021	2022	2023
Total other income (Thousand baht)	21,367.00	25,114.00	29,154.00
Other income from operations (Thousand baht)	21,041.00	16,839.00	28,111.00
Other income not from operations (Thousand baht)	326.00	8,275.00	1,043.00

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

	2021	2022	2023
Share of profit (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)	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)**

**Volatility in the Industry in which the Company operates**

**Risk Management Measures:** Yes

### **Related Risk Topics**

#### Strategic Risk

- Volatility in the industry in which the company operates
- Behavior or needs of customers / consumers
- Government policy
- Policies or international agreements related to business operations
- Changes in technologies
- Business operations of partners in the supply chain

#### Operational Risk

- Reliance on employees in key positions
- Information security and cyber-attack
- Loss or damage from non-compliance of partners or counterparties
- Safety, occupational health, and working environment
- Climate change and disasters

#### Compliance Risk

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



- Corporate Governance

#### Financial Risk

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

# Sustainable Development

## Sustainable Development

### Sustainability Management Policy and Targets (3.1)

#### Sustainability Management Policy and Targets

Corporate Sustainability Policy : Yes

### Environmental Aspect (3.3)

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

Environmental Policy and Practice : Yes

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

###### • Electricity consumption

	2021	2022	2023
Total electricity consumption within the organization (Kilowatt-Hours)	16,773,591.00	23,070,642.00	30,052,354.00

##### Water management

###### • Water consumption

	2021	2022	2023
Total water withdrawal (Cubic meters)	280,286.00	416,304.00	517,782.00

##### Waste management

###### • Waste from operations

	2021	2022	2023
Non-hazardous waste (Kilograms)	160,670.00	297,350.00	336,604.00
Hazardous waste (Kilograms)	450.00	1,200.00	2,867.00
<b>Total waste generated (Kilograms)</b>	<b>161,120.00</b>	<b>298,550.00</b>	<b>339,471.00</b>

## Greenhouse gas management

### • Greenhouse gas emissions

	2021	2022	2023
Total GHG emissions target (Metric tonnes of carbon dioxide equivalent)	N/A	N/A	N/A
Scope 1 (Tons of carbon dioxide equivalents)	94.00	2,157.00	3,264.00
Scope 2 (Tons of carbon dioxide equivalents)	11,355.00	13,809.00	13,399.00
Scope 3 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
<b>Total GHG emissions (Metric tonnes of carbon dioxide equivalent)</b>	<b>11,449.00</b>	<b>15,966.00</b>	<b>16,663.00</b>

### • 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

Company human right guideline : Employee Rights, 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)	425	444	532
Number of female employees (Persons)	299	358	403
<b>Total number of employees (Persons)</b>	<b>724</b>	<b>802</b>	<b>935</b>

##### • Employee remuneration

	2021	2022	2023
Employee remuneration (baht)	0.00	0.00	0.00

##### • Employee development and training

	2021	2022	2023
Average employee training hours (Hours / Person / Year)	18.51	23.16	25.57
Employee development and training expenses (baht)	2,175,141.00	2,648,955.00	2,809,146.00

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

	2021	2022	2023
Total number of lost time injury incidents by employees (Cases)	12	20	34

• **Employee retention**

	2021	2022	2023
Percentage of employees who voluntarily resigned (%)	26.93	32.67	17.01

• **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

#### 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 : Independence of the Board of Directors, Director Development,  
Board Performance Evaluation

## 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	1	10.00
Number of non-executive directors	9	90.00
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
1. Mr. MARIS PAKDEETAVEEVIVAT Gender: Male Age: 79 years old Highest level of education: Below a bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Executive)  Director type: Original director	13 Sep 1990	Engineering, Leadership, Governance/ Compliance

2.	<p>Mrs. CHANIDA ASDATHORN</p> <p>Gender: Female</p> <p>Age: 82 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: Original director</p>	1 Apr 1992	<p>Economics, Agribusiness, Food &amp; Beverage, Banking, Property Fund &amp; REITs, Commerce, Health Care Services, Tourism &amp; Leisure, Transportation &amp; Logistics, Marketing, Finance, Corporate Social Responsibility, Sustainability, Procurement, Data Analysis, Negotiation, Change Management, Leadership, Strategic Management, Risk Management</p>
3.	<p>Mr. SURIN ASDATHORN</p> <p>Gender: Male</p> <p>Age: 81 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Political Science</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>	29 Apr 1996	<p>Agribusiness, Food &amp; Beverage, Industrial Materials &amp; Machinery, Steel, Construction Materials, Energy &amp; Utilities, Transportation &amp; Logistics, Corporate Social Responsibility, Human Resource Management, Leadership</p>
4.	<p>Mr. JAYAVADH BUNNAG</p> <p>Gender: Male</p> <p>Age: 79 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Law</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive, Independent director)</p> <p>Director type: Original director</p>	21 Jun 1999	<p>Law, Governance/ Compliance</p>
5.	<p>Mr. KLEDCHAI BENJAATHONSIRIKUL</p> <p>Gender: Male</p> <p>Age: 68 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Law</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive, Independent director)</p> <p>Director type: Original director</p>	15 Nov 1999	<p>Transportation &amp; Logistics, Law, Leadership, Strategic Management, Risk Management, Audit, Internal Control, Budgeting, Governance/ Compliance</p>

6.	<p>Mr. KOVIT POSHYANANDA</p> <p>Gender: Male</p> <p>Age: 88 years old</p> <p>Highest level of education: Doctoral degree</p> <p>Major: Economics</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>	14 Aug 2001	<p>Economics, Banking, Finance &amp; Securities, Property Development, Finance, Data Analysis, Statistics, Governance/ Compliance</p>
7.	<p>Mrs. PAVINEE MEENSUK</p> <p>Gender: Female</p> <p>Age: 65 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Accounting</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive)</p> <p>Director type: Original director</p>	16 Aug 2004	<p>Transportation &amp; Logistics, Law, Accounting, Finance, Human Resource Management, Data Analysis, Corporate Management, Change Management, Budgeting</p>
8.	<p>Mr. SUPOT SINGHASANEH</p> <p>Gender: Male</p> <p>Age: 74 years old</p> <p>Highest level of education: Honorary degree</p> <p>Major: Accounting</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p>	14 Nov 2022	<p>Accounting, Finance</p>
9.	<p>Mr. HOI FAI ALFRED WU</p> <p>Gender: Male</p> <p>Age: 63 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Accounting</p> <p>Thai nationality: No</p> <p>Residing in Thailand: No</p>	<p>Director</p> <p>(Non-executive)</p> <p>Director type: Newly appointed director to replace ex-director</p>	28 Apr 2023	<p>Finance &amp; Securities, Accounting, Finance, Fund Management</p>

10. Mr. NUTTHAPOL ASADATHORN	Director (Non-executive)	20 Feb 2023	Economics, Agribusiness, Energy & Utilities, Finance, IT Management, Data Analysis, Statistics, Project Management, Corporate Management, Engineering, Leadership, Strategic Management
Gender: Male			
Age: 57 years old			
Highest level of education:	Director type: Newly		
Doctoral degree	appointed director to		
Major: Engineering	replace ex-director		
Thai nationality: Yes			
Residing in Thailand: Yes			

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

General information	Position	Tenure	Replacement Director
1. Mr. KONG LEONG CHAN Gender: Male Age: 51 years old Highest level of education: Bachelor's degree Major: Science Thai nationality: No Residing in Thailand: No	Director (Non-executive)	Date position was assumed: 13 May 2019 Date directorship ended: 31 Dec 2023	No replacement director
2. Mr. HUI YEOW LEE Gender: Male Age: 50 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: No Residing in Thailand: No	Director (Non-executive)	Date position was assumed: 9 Aug 2021 Date directorship ended: 27 Apr 2023	Mr. HOI FAI ALFRED WU Date position was assumed: 28 Apr 2023
3. Mr. SOMKIAT ASADATHORN Gender: Male Age: 88 years old Highest level of education: Below a bachelor's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)	Date position was assumed: 13 Sep 1990 Date directorship ended: 20 Feb 2023	Mr. NUTTHAPOL ASADATHORN Date position was assumed: 20 Feb 2023

#### Other Information pertaining to committees

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. Mr. KOVIT POSHYANANDA [1] Gender: Male Age: 88 years old Highest level of education: Doctoral degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director)  Director type: Re-elected as director	14 Aug 2001	Economics, Banking, Finance & Securities, Property Development, Finance, Data Analysis, Statistics, Governance/ Compliance
2. Mr. KLEDCHAI BENJAATHONSIRIKUL Gender: Male Age: 68 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Original director	15 Nov 1999	Transportation & Logistics, Law, Leadership, Strategic Management, Risk Management, Audit, Internal Control, Budgeting, Governance/ Compliance

3.	Mr. JAYAVADH BUNNAG Gender: Male Age: 79 years old Highest level of education: Master's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Original director	15 Nov 1999	Law, Governance/ Compliance
4.	Mr. SUPOT SINGHASANEH [1] Gender: Male Age: 74 years old Highest level of education: Honorary degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Original director	15 Nov 2023	Accounting, Finance

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

## Other sub-committees

### Roles of Sub-committees

Sub-committees responsible for risk management : None

Sub-committees responsible for nomination : None

Sub-committees responsible for remuneration : None

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. MARIS PAKDEETAVEEVIVAT Gender: Male Age: 79 years old Highest level of education: Below a bachelor's degree Major: Engineering	MANAGING DIRECTOR	13 May 2013	Engineering, Leadership, Governance/ Compliance
2. Ms. NIPA SMANOT [1] Gender: Female Age: 64 years old Highest level of education: Bachelor's degree Major: Accounting	Area Financial Controller	1 Jun 2005	Finance & Securities, Tourism & Leisure, Marketing, Accounting, Finance, Corporate Social Responsibility, Human Resource Management, Sustainability, Procurement, Fund Management, Data Management, Data Analysis, Negotiation, Corporate Management, Change Management, Leadership, Strategic Management, Risk Management, Audit, Internal Control, Budgeting, Governance/ Compliance
3. Mrs. TOY HANG YUE Gender: Female Age: 59 years old Highest level of education: Below a bachelor's degree Major: Engineering	General Manager	18 Oct 2021	Tourism & Leisure, Finance, Corporate Social Responsibility, Human Resource Management, Sustainability, Procurement, Fund Management, Data Management, Data Analysis, Negotiation, Corporate Management, Change Management, Leadership, Strategic Management, Risk Management, Audit, Internal Control, Budgeting, Governance/ Compliance



4.	<p>Mr. GOLDEN WESSEL WHITEHEAD</p> <p>Gender: Male</p> <p>Age: 45 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Hospitality</p>	Resident Manager	6 Jun 2022	<p>Food &amp; Beverage, Tourism &amp; Leisure, Finance, Corporate Social Responsibility, Sustainability, Procurement, Fund Management, IT Management, Data Management, Data Analysis, Negotiation, Corporate Management, Change Management, Leadership, Strategic Management, Risk Management, Audit, Internal Control, Budgeting, Governance/ Compliance</p>
5.	<p>Mr. KEITH SANTOSH RAJAN</p> <p>Gender: Male</p> <p>Age: 44 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Business Administration</p>	<p>Executive Assistant</p> <p>Manager i/c Food &amp; Beverage</p>	1 Jun 2023	<p>Food &amp; Beverage, Tourism &amp; Leisure, Marketing, Finance, Corporate Social Responsibility, Human Resource Management, Sustainability, Procurement, Digital Marketing, Brand Management, Negotiation, Change Management, Leadership, Strategic Management, Risk Management, Audit, Internal Control, Budgeting, Governance/ Compliance</p>
6.	<p>Mr. ALMARIO VILLANUEVA MUNGAL</p> <p>Gender: Male</p> <p>Age: 46 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Fine and Applied Arts</p>	<p>Director of</p> <p>Commercial Marketing</p>	7 Mar 2023	<p>Economics, Commerce, Media &amp; Publishing, Tourism &amp; Leisure, Information &amp; Communication Technology, Marketing, Corporate Social Responsibility, Sustainability, Data Analysis, Digital Marketing, Brand Management, Negotiation, Corporate Management, Change Management, Leadership, Strategic Management, Risk Management</p>

7.	Ms. PUEY KEE LIM Gender: Female Age: 46 years old Highest level of education: Below a bachelor's degree Major: Education	Director of Commercial Sales	1 Jul 2022	Tourism & Leisure, Marketing, Finance, Corporate Social Responsibility, Data Analysis, Digital Marketing, Change Management, Leadership, Strategic Management, Risk Management, Audit, Internal Control, Budgeting, Governance/ Compliance
8.	Mr. Chee Hoong Lee Gender: Male Age: 64 years old Highest level of education: Master's degree Major: Business Administration	Director of Engineering	4 Jul 2022	Energy & Utilities, Tourism & Leisure, Corporate Social Responsibility, Project Management, Engineering, Architecture, Design, Change Management, Leadership, Strategic Management, Risk Management, Audit, Internal Control, Budgeting, Governance/ Compliance
9.	Mrs. PATCHANEE PHURITAT Gender: Female Age: 42 years old Highest level of education: Bachelor's degree Major: Humanities	Director of Human Resources	1 Aug 2023	Tourism & Leisure, Corporate Social Responsibility, Human Resource Management, Sustainability, Change Management, Leadership, Strategic Management, Risk Management, Audit, Internal Control, Budgeting, Governance/ Compliance
10.	Mr. PHILLIP TREVOR TAYLOR Gender: Male Age: 37 years old Highest level of education: Below a bachelor's degree Major: Cookery	Executive Chef	1 Apr 2022	Food & Beverage, Tourism & Leisure, Corporate Social Responsibility, Change Management, Leadership, Strategic Management, Risk Management, Audit, Internal Control, Budgeting, Governance/ Compliance

11.	Mr. JEREMIAH TIMOTHY STEFAN Gender: Male Age: 41 years old Highest level of education: Bachelor's degree Major: Economics	Director of Revenue Optimization	3 Jan 2023	Tourism & Leisure, Information & Communication Technology, Finance, Corporate Social Responsibility, IT Management, Data Analysis, Statistics, Digital Marketing, Brand Management, Change Management, Leadership, Strategic Management, Risk Management, Audit, Internal Control
12.	Mr. GABRIELE LOMBARDO Gender: Male Age: 51 years old Highest level of education: Bachelor's degree Major: Hospitality	General Manager	1 Apr 2017	Economics, Food & Beverage, Fashion, Home & Office Products, Automotive, Tourism & Leisure, Marketing, Corporate Social Responsibility, Human Resource Management, Sustainability, Digital Marketing, Project Management, Corporate Management, Design, Change Management, Leadership, Strategic Management, Risk Management, Audit, Internal Control, Budgeting, Governance/ Compliance
13.	Ms. WIYADA SORNPRAPHA Gender: Female Age: 54 years old Highest level of education: Master's degree Major: Business Administration	Director of Sales and Marketing	1 May 2014	Commerce, Professional Services, Tourism & Leisure, Marketing, Data Analysis, Digital Marketing, Brand Management, Negotiation, Project Management, Corporate Management, Leadership, Strategic Management, Budgeting

14.	Ms. SUKANYA JITTANAN Gender: Female Age: 46 years old Highest level of education: Bachelor's degree Major: Law	Director of Human Resources	17 Jun 2019	Home & Office Products, Tourism & Leisure, Law, Corporate Social Responsibility, Human Resource Management, Sustainability, Data Management, Leadership, Strategic Management, Budgeting, Governance/ Compliance
15.	Mr. EZANI BIN AMIR Gender: Male Age: 46 years old Highest level of education: Below a bachelor's degree Major: -	Director of Food & Beverage	10 Jul 2023	Food & Beverage, Sustainability, Leadership, Strategic Management, Budgeting
16.	Mr. GUILLAUME COMPARAT Gender: Male Age: 43 years old Highest level of education: Bachelor's degree Major: Culinary	Executive Chef	9 Oct 2023	Food & Beverage, Sustainability, Leadership, Strategic Management, Budgeting
17.	Mr. CHALERM PROKA Gender: Male Age: 55 years old Highest level of education: Bachelor's degree Major: Engineering	Chief Engineer	25 Nov 2019	Industrial Materials & Machinery, Construction Materials, Energy & Utilities, Engineering, Architecture, Leadership
18.	Mr. SONGKRAN TIRANON Gender: Male Age: 42 years old Highest level of education: Bachelor's degree Major: Accounting	Financial Controller	1 Jul 2023	Economics, Banking, Finance & Securities, Insurance, Commerce, Accounting, Finance, Procurement, Leadership, Strategic Management, Audit, Internal Control, Budgeting, Governance/ Compliance

[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 : No

## Remuneration

	2021	2022	2023
Total executive remuneration (baht)	34,836,471.95	56,297,207.42	60,732,917.42

## 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) : 532

Number of female employees (persons) : 403

**Total number of employees (persons)** : 935

#### Employee Remuneration

Total employee remuneration : 0.00

#### Provident fund

Total number of employees (persons) : 935

Number of employees contributing to the PVD (persons) : 729

Percentage of employees who are members (%) : 77.97

# 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. SURIN ASDATHORN Gender: Male Age: 81 years old Highest level of education: Bachelor's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Re-elected as director	Date position was assumed: 29 Apr 1996	Agribusiness, Food & Beverage, Industrial Materials & Machinery, Steel, Construction Materials, Energy & Utilities, Transportation & Logistics, Corporate Social Responsibility, Human Resource Management, Leadership
2. Mr. KOVIT POSHYANANDA Gender: Male Age: 88 years old Highest level of education: Doctoral degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 14 Aug 2001	Economics, Banking, Finance & Securities, Property Development, Finance, Data Analysis, Statistics, Governance/ Compliance

###### • List of newly appointed director to replace the ex-director

General information	Position	Date position was assumed	Experience and expertise
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1.	Mr. HOI FAI ALFRED WU Gender: Male Age: 63 years old Highest level of education: Master's degree Major: Accounting Thai nationality: No Residing in Thailand: No	Director (Non-executive)  Director type: Newly appointed director to replace ex-director	Date position was assumed: 28 Apr 2023	Finance & Securities, Accounting, Finance, Fund Management
2.	Mr. NUTTHAPOL ASADATHORN Gender: Male Age: 57 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Newly appointed director to replace ex-director	Date position was assumed: 20 Feb 2023	Economics, Agribusiness, Energy & Utilities, Finance, IT Management, Data Analysis, Statistics, Project Management, Corporate Management, Engineering, Leadership, Strategic Management

#### Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. MARIS PAKDEETAVEEVIVAT	Vice Chairman	Non-participating
Mrs. CHANIDA ASDATHORN	Director	Non-participating
Mr. SURIN ASDATHORN	Director	Non-participating
Mr. JAYAVADH BUNNAG	Director	Non-participating
Mr. KLEDCHAI BENJAATHONSIRIKUL	Director	Non-participating
Mr. KOVIT POSHYANANDA	Director	Non-participating
Mrs. PAVINEE MEENSUK	Director	Non-participating
Mr. SUPOT SINGHASANEH	Director	Non-participating
Mr. HOI FAI ALFRED WU	Director	Non-participating
Mr. NUTTHAPOL ASADATHORN	Director	Non-participating
Mr. KONG LEONG CHAN	Director	Non-participating
Mr. HUI YEOW LEE	Director	Non-participating

Mr. SOMKIAT ASADATHORN	Director	Non-participating
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## Directors' performance assessment

Method used to evaluate directors' performance : Whole-board-of-directors assessment

## Meeting attendance and remuneration to each Board member (8.1.2)

### Meeting attendance of the board of directors

Number of board meetings (times) : 5

Date of AGM meeting : 27 Apr 2023

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. MARIS PAKDEETAVEEVIVAT (Vice Chairman)	-	5/5	Participating	Did not hold the meeting
2.	Mrs. CHANIDA ASDATHORN (Director)	-	5/5	Participating	Did not hold the meeting
3.	Mr. SURIN ASDATHORN (Director)	-	5/5	Participating	Did not hold the meeting
4.	Mr. JAYAVADH BUNNAG (Director)	-	5/5	Participating	Did not hold the meeting
5.	Mr. KLEDCHAI BENJAATHONSIRIKUL (Director)	-	4/5	Participating	Did not hold the meeting
6.	Mr. KOVIT POSHYANANDA (Director)	-	4/5	Participating	Did not hold the meeting
7.	Mrs. PAVINEE MEENSUK (Director)	-	5/5	Participating	Did not hold the meeting

8.	Mr. SUPOT SINGHASANEH (Director)	-	4/5	Participating	Did not hold the meeting
9.	Mr. HOI FAI ALFRED WU (Director)	-	3/3	Non-participating	Did not hold the meeting
10.	Mr. NUTTHAPOL ASADATHORN (Director)	-	4/4	Participating	Did not hold the meeting
11.	Mr. KONG LEONG CHAN (Director)	31 Dec 2023	5/5	Non-participating	Did not hold the meeting
12.	Mr. HUI YEOW LEE (Director)	27 Apr 2023	2/2	Non-participating	Did not hold the meeting
13.	Mr. SOMKIAT ASADATHORN (Director)	20 Feb 2023	0/0	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. MARIS PAKDEETAVEEVIVAT (Vice Chairman)	-	N/A	180,000.00	No
2.	Mrs. CHANIDA ASDATHORN (Director)	-	N/A	180,000.00	No
3.	Mr. SURIN ASDATHORN (Director)	-	N/A	180,000.00	No
4.	Mr. JAYAVADH BUNNAG (Director)	-	N/A	480,000.00	No
5.	Mr. KLEDCHAI BENJAATHONSIRIKUL (Director)	-	N/A	480,000.00	No
6.	Mr. KOVIT POSHYANANDA (Director)	-	N/A	580,000.00	No
7.	Mrs. PAVINEE MEENSUK (Director)	-	N/A	180,000.00	No
8.	Mr. SUPOT SINGHASANEH (Director)	-	N/A	218,630.00	No
9.	Mr. HOI FAI ALFRED WU (Director)	-	N/A	122,301.00	No
10.	Mr. NUTTHAPOL ASADATHORN (Director)	-	N/A	155,342.00	No
11.	Mr. KONG LEONG CHAN (Director)	31 Dec 2023	N/A	180,000.00	No
12.	Mr. HUI YEOW LEE (Director)	27 Apr 2023	N/A	57,205.00	No

13.	Mr. SOMKIAT ASADATHORN (Director)	20 Feb 2023	N/A	24,658.00	No
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## 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.	Mr. KOVIT POSHYANANDA (Chairman of the audit committee)	-	4/4
2.	Mr. KLEDCHAI BENJAATHONSIRIKUL (Audit committee)	-	4/4
3.	Mr. JAYAVADH BUNNAG (Audit committee)	-	4/4
4.	Mr. SUPOT SINGHASANEH (Audit committee)	-	0/0