



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

BTS Group Holdings Public Company Limited

Fiscal Year End 31 March 2024



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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 : BTS Group Holdings Public Company Limited

Symbol : BTS

Address : 14th-15th Floor, TST Tower, 21 Soi Choei Phuang, Viphavadi-Rangsit Road, Chomphon, Chatuchak

Province : Bangkok

Postcode : 10900

Business : A multi-industry conglomerate utilising data and partnerships to amplify value from its proprietary transport and media network through our 3 core businesses, MOVE, MIX and MATCH.

Registration Number : 0107536000421

Telephone : 0-2273-8511-5

Website : <http://www.btsgroup.co.th>

Email : -

Total Shares Sold (shares)

Common Stock : 13,167,638,462

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping

	2022	2023	2024
Total revenue from operations (Thousand baht)	31,194,500.54	24,138,715.99	24,387,089.55
MOVE (Thousand baht)	20,873,065.97	12,293,469.77	12,003,085.14
MOVE, MIX and MATCH business (Thousand baht)	4,297,476.68	5,137,834.60	5,112,093.29
MATCH (Thousand baht)	652,095.97	641,514.05	851,028.73
Other (Thousand baht)	5,371,861.92	6,065,897.57	6,420,882.39

	2022	2023	2024
Total revenue from operations (%)	100.00	100.00	100.00
MOVE (%)	66.91	50.93	49.22
MOVE, MIX and MATCH business (%)	13.78	21.28	20.96
MATCH (%)	2.09	2.66	3.49
Other (%)	17.22	25.13	26.33

By Geographical Area or Market

	2022	2023	2024
Total revenue from operations (Thousand baht)	31,194,500.54	24,138,715.99	24,387,089.55
Domestic (Thousand baht)	31,194,500.54	24,138,715.99	24,387,089.55
International (Thousand baht)	0.00	0.00	0.00

	2022	2023	2024
Total revenue from operations (%)	100.00	100.00	100.00

Domestic (%)	100.00	100.00	100.00
International (%)	0.00	0.00	0.00

Other income as specified in the financial statements

	2022	2023	2024
Total other income (Thousand baht)	1,196,776.99	891,570.80	159,408.74
Other income from operations (Thousand baht)	262,713.53	227,788.74	159,408.74
Other income not from operations (Thousand baht)	934,063.46	663,782.06	0.00

Information on Products and Services (1.2.2)

Product/Service Information and Business Innovation Development (1.2.2.1)

Research and Development (R&D) Policy : No

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

Risk Management

Risk Management

Risk Factors (2.2)

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

Thai Economy Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates
- Government policy
- Competition risk

Revenue Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Behavior or needs of customers / consumers
- Government policy

Business Strategy Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Government policy
- Other

Market Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates
- Behavior or needs of customers / consumers
- Government policy
- Business operations of partners in the supply chain
- Other

Investment Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Business operations of partners in the supply chain
- Other

Operational Cost Risk

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Systems or internal control system
- Loss or damage from non-compliance of partners or counterparties

Business Interruption Risk

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Delays in the development of future projects
- Climate change and disasters
- Impact on the environment
- Other

Limited Service Provider Reliance Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Reliance on large partners / distributors or few partners / distributors

Personnel Risk

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Reliance on employees in key positions
- Shortage or reliance on skilled workers
- Systems or internal control system
- Human error in business operations

Reputation Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Behavior or needs of customers / consumers
- Damage to company image and reputation

Operational Risk

- Corruption

Liquidity Risk

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Insufficient sources of funding
- Change in financial and investment policies of financial institutions that affect business operations
- Default on payment or exchange of goods

Credit Risk

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Default on payment or exchange of goods

Foreign Exchange Rate Risk

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

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

Interest Rate Risk

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

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

Treasury Management Risk

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Insufficient sources of funding
- Fluctuation in exchange rates, interest rates, or the inflation rate
- Fluctuation in return on assets or investment

Risk from Termination of Concession Agreement and Long-Term Operation and Maintenance Service Agreement

Risk Management Measures: Yes

Related Risk Topics

Compliance Risk

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

Litigation and Legal Dispute Risks

Risk Management Measures: Yes

Related Risk Topics

Compliance Risk

- Other

Personal Data Management Risk

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Systems or internal control system
- Human error in business operations

- Information security and cyber-attack

Compliance Risk

- Violations of laws and regulations
- Corporate Governance

Environmental Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Behavior or needs of customers / consumers
- Government policy

Operational Risk

- Climate change and disasters
- Impact on the environment

Compliance Risk

- Change in laws and regulations

Social and Community Risks

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Business operations of partners in the supply chain

Operational Risk

- Safety, occupational health, and working environment
- Impact on the environment
- Impact on human rights

Risk to Securities Holder (2.2.2)

Control Dilution Risk from the Issuance of Ordinary Shares under the Warrants Issuance

Risk Management Measures: Yes

Related Risk Topics

- Return from investment of securities holder

>25% Major Shareholder Risk

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.btsgroup.co.th/storage/sustainability/policies-performances/relevant-policies/20210616-bts-sustainability-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.btsgroup.co.th/storage/sustainability/policies-performances/relevant-policies/20210616-bts-environmental-management-th.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

	2022	2023	2024
Diesel (Litres)	104,197.69	124,984.61	155,475.23
Gasoline (Litres)	19,620.65	22,550.92	92,474.92
Natural gas (Standard cubic feet)	24,829.82	29,287.78	26,605.21
LPG (Kilograms)	N/A	2,418.00	1,482.00

• Electricity consumption

	2022	2023	2024
Total electricity consumption within the organization (Kilowatt-Hours)	160,018,000.00	176,404,000.00	184,008,000.00

Water management

• Water consumption

	2022	2023	2024
Total water withdrawal (Cubic meters)	208,800.00	199,500.00	228,700.00

Waste management

• Waste from operations

	2022	2023	2024
Non-hazardous waste (Kilograms)	503,230.00	659,320.00	754,700.00
Hazardous waste (Kilograms)	95,090.00	156,230.00	100,160.00
Total waste generated (Kilograms)	598,320.00	815,550.00	854,860.00

Greenhouse gas management

• Greenhouse gas emissions

	2022	2023	2024
Total GHG emissions target (Metric tonnes of carbon dioxide equivalent)	99,137.00	175,935.00	175,935.00
Scope 1 (Tons of carbon dioxide equivalents)	3,487.00	5,681.00	4,585.00
Scope 2 (Tons of carbon dioxide equivalents)	66,079.00	71,876.00	73,531.00
Scope 3 (Tons of carbon dioxide equivalents)	65,663.00	75,692.00	32,991.00
Total GHG emissions (Metric tonnes of carbon dioxide equivalent)	135,229.00	153,249.00	111,107.00

• 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.btsgroup.co.th/storage/sustainability/policies-performances/relevant-policies/20210616-bts-human-rights-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

	2022	2023	2024
Number of male employees (Persons)	2,693	2,924	3,317
Number of female employees (Persons)	2,664	2,956	3,134
Total number of employees (Persons)	5,357	5,880	6,451

• Employee remuneration

	2022	2023	2024
Employee remuneration (baht)	2,712,740,000.00	3,360,079,885.65	3,099,625,488.68

• Employee development and training

	2022	2023	2024
Average employee training hours (Hours / Person / Year)	125.75	34.27	77.43
Employee development and training expenses (baht)	15,960,000.00	6,223,193.70	18,600,000.00

• Health, safety and work environment

	2022	2023	2024
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Total number of lost time injury incidents by employees (Cases)	3	3	3
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• **Employee retention**

	2022	2023	2024
Percentage of employees who voluntarily resigned (%)	10.19	12.60	11.18

• **Significant labor dispute**

	2022	2023	2024
Significant labor dispute	No	No	No

Corporate Governance Policy

Corporate Governance Policy

Overview of the Corporate Governance Policy and Guideline (6.1)

Corporate Governance Policy

Corporate Governance Policy : Yes

Company website on corporate governance policy : <https://www.btsgroup.co.th/u/th/2023/corporate-governance-policy-and-code-of-business-conduct>

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	11	100.00
Number of male directors	10	90.91
Number of female directors	1	9.09
Number of executive directors	4	36.36
Number of non-executive directors	7	63.64
Number of independent directors	6	54.55

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. Keeree Kanjanapas Gender: Male Age: 74 years old Highest level of education: Below a bachelor's degree Major: - Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive) Director type: Original director	18 Dec 2006	Property Development, Transportation & Logistics, Marketing, Corporate Management, Leadership, Change Management, Corporate Social Responsibility, Sustainability, Risk Management, Governance/ Compliance

2.	<p>Mr. Rangsin Kritalug</p> <p>Gender: Male</p> <p>Age: 62 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 (Executive)</p> <p>Director type: Re-elected as director</p>	18 Dec 2006	<p>Property Development, Transportation & Logistics, Information & Communication Technology, Law, Marketing, Accounting, Finance, Corporate Social Responsibility, Human Resource Management, Sustainability, Procurement, IT Management, Architecture, Governance/ Compliance</p>
3.	<p>Mr. Chi Keung Kong</p> <p>Gender: Male</p> <p>Age: 49 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: Original director</p>	18 Dec 2006	<p>Insurance, Property Development, Media & Publishing, Transportation & Logistics, Finance, Digital Marketing, Leadership, Strategic Management, Risk Management, Budgeting, Information & Communication Technology, Food & Beverage</p>
4.	<p>Mr. Suchin Wanglee</p> <p>Gender: Male</p> <p>Age: 88 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Engineering</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>	29 Jul 2010	<p>Insurance, Finance, Corporate Management, Leadership, Strategic Management, Negotiation, Data Analysis</p>
5.	<p>Mr. KAVIN KANJANAPAS</p> <p>Gender: Male</p> <p>Age: 49 years old</p> <p>Highest level of education: Below a bachelor's degree</p> <p>Major: -</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Executive)</p> <p>Director type: Re-elected as director</p>	29 Jul 2010	<p>Insurance, Property Development, Transportation & Logistics, Media & Publishing, Information & Communication Technology, Marketing, Finance, Digital Marketing, Engineering, Corporate Management, Leadership, Strategic Management, Risk Management</p>

6.	Mr. Surapong Laoha-unya Gender: Male Age: 62 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	29 Jul 2010	Media & Publishing, Transportation & Logistics, Corporate Management, Project Management, Engineering, Leadership, Strategic Management
7.	Mr. Charoen Wattanasin Gender: Male Age: 87 years old Highest level of education: Below a bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	29 Jul 2010	Marketing, Corporate Social Responsibility, Sustainability, Risk Management, Corporate Management
8.	Mr. YING CHEW HENRY CHEONG Gender: Male Age: 76 years old Highest level of education: Master's degree Major: Management Thai nationality: No Residing in Thailand: No	Director (Non-executive, Independent director) Director type: Original director	29 Jul 2010	Information & Communication Technology, Marketing, Finance, IT Management, Corporate Management, Data Management, Finance & Securities
9.	Mrs. Pichitra Mahaphon Gender: Female Age: 73 years old Highest level of education: Bachelor's degree Major: - Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	28 Mar 2016	Property Development, Media & Publishing, Transportation & Logistics, Finance, Accounting, Risk Management, Audit, Internal Control

10.	Mr. KAROON CHANDRANGSU Gender: Male Age: 75 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	23 Jul 2018	Property Development, Transportation & Logistics, Information & Communication Technology, Engineering, Risk Management
11.	Mr. Paisal Tarasansombat Gender: Male Age: 59 years old Highest level of education: Below a bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	14 Feb 2020	Steel, Economics, Accounting, Finance, Corporate Management, Risk Management, Law, Marketing, Corporate Social Responsibility, Sustainability

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

General information	Position	Tenure	Replacement Director
1. Mr. Anat Arbhabhira Gender: Male Age: 86 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)	Date position was assumed: 28 May 2009 Date directorship ended: 27 Jul 2023	No replacement director

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	: Yes
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. Pichitra Mahaphon [1] Gender: Female Age: 73 years old Highest level of education: Bachelor's degree Major: - Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	15 Feb 2021	Property Development, Media & Publishing, Transportation & Logistics, Finance, Accounting, Risk Management, Audit, Internal Control
2. Mr. Suchin Wanglee Gender: Male Age: 88 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	29 Jul 2010	Insurance, Finance, Corporate Management, Leadership, Strategic Management, Negotiation, Data Analysis
3. Mr. Charoen Wattanasin Gender: Male Age: 87 years old Highest level of education: Below a bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	29 Jul 2010	Marketing, Corporate Social Responsibility, Sustainability, Risk Management, Corporate Management

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

Executive Committee

List of executive committee members

General information	Position	Date position was assumed
1. Mr. Keeree Kanjanapas Gender: Male Age: 74 years old Highest level of education: Below a bachelor's degree Major: - Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	29 Jul 2010
2. Mr. Surapong Laoha-unya Gender: Male Age: 62 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	29 Jul 2010
3. Mr. KAVIN KANJANAPAS Gender: Male Age: 49 years old Highest level of education: Below a bachelor's degree Major: - Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	29 Jul 2010
4. Mr. Rangsin Kritalug Gender: Male Age: 62 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	29 Jul 2010

5.	Mr. Chi Keung Kong Gender: Male Age: 49 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: No Residing in Thailand: Yes	Member of the executive committee	29 Jul 2010
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List of executive committee members who resigned/vacated their position during the year

General information	Position	Tenure	Replacement Director
1. Mr. Anat Arbhabhira Gender: Male Age: 86 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	Date position was assumed: 29 Jul 2010 Date directorship ended: 27 Jul 2023	No replacement director

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Nomination and Remuneration Committee	Mr. Suchin Wanglee	Chairman
	Mr. Charoen Wattanasin	Member
	Mr. Rangsin Kritalug	Member
	Mr. Chi Keung Kong	Member
	Mr. Paisal Tarasansombat	Member
Sustainability Committee	Mr. Keeree Kanjanapas	Chairman
	Mr. Charoen Wattanasin	Member
	Mr. Rangsin Kritalug	Member
	Mr. Daniel Ross	Member

Risk Management Committee	Mrs. Pichitra Mahaphon	Chairman
	Mr. Pipop Intaratut	Member
	Mr. Sumit Srisantithum	Member
	Mrs. Chitkasem Moo-Ming	Member
	Ms. Chawadee Rungruang	Member

Roles of Sub-committees

Sub-committees responsible for risk management	: Risk Management Committee
Sub-committees responsible for nomination	: Nomination and Remuneration Committee
Sub-committees responsible for remuneration	: Nomination and Remuneration Committee
Sub-committees responsible for corporate governance	: Sustainability Committee
Sub-committees responsible for corporate sustainability development	: Sustainability 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. KAVIN KANJANAPAS Gender: Male Age: 49 years old Highest level of education: Below a bachelor's degree Major: -	CHIEF EXECUTIVE OFFICER	1 Apr 2015	Insurance, Property Development, Transportation & Logistics, Media & Publishing, Information & Communication Technology, Marketing, Finance, Digital Marketing, Engineering, Corporate Management, Leadership, Strategic Management, Risk Management
2. Mr. Rangsin Kritalug Gender: Male Age: 62 years old Highest level of education: Master's degree Major: Business Administration	Chief Operating Officer	29 Jul 2010	Property Development, Transportation & Logistics, Information & Communication Technology, Law, Marketing, Accounting, Finance, Corporate Social Responsibility, Human Resource Management, Sustainability, Procurement, IT Management, Architecture, Governance/ Compliance
3. Mr. Chi Keung Kong Gender: Male Age: 49 years old Highest level of education: Master's degree Major: Business Administration	Deputy Chief Executive Officer	1 Apr 2015	Insurance, Property Development, Media & Publishing, Transportation & Logistics, Finance, Digital Marketing, Leadership, Strategic Management, Risk Management, Budgeting, Information & Communication Technology, Food & Beverage

4.	Mr. Daniel Ross Gender: Male Age: 49 years old Highest level of education: Bachelor's degree Major: Mathematics	Chief Investment Officer	10 Aug 2015	Property Development, Tourism & Leisure, Corporate Social Responsibility, Sustainability, Governance/ Compliance
5.	Mr. Surapong Laoha-unya Gender: Male Age: 62 years old Highest level of education: Master's degree Major: Engineering	Chief Officer of MOVE Business	16 Nov 2020	Media & Publishing, Transportation & Logistics, Corporate Management, Project Management, Engineering, Leadership, Strategic Management
6.	Mr. Lap Shun Nelson Leung Gender: Male Age: 49 years old Highest level of education: Master's degree Major: Business Administration	Chief Officer of MIX Business	16 Nov 2020	Media & Publishing, Finance, Marketing, Data Analysis, Digital Marketing, Corporate Management
7.	Mr. Sayam Siwarapornskul Gender: Male Age: 47 years old Highest level of education: Master's degree Major: Law	Chief Legal Officer	16 Nov 2020	Law
8.	Ms. Chawadee Rungruang [1] Gender: Female Age: 47 years old Highest level of education: Master's degree Major: Business Administration	Chief Financial Officer	15 Aug 2023	Accounting, Finance, Property Development, Transportation & Logistics, Project Management, Risk Management, Audit, Budgeting
9.	Mr. Chotchawal Leetrairong Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Business Administration	Chief Officer of MATCH Business	31 May 2024	Business Administration, Banking, Finance & Securities, Law, Accounting, Finance, Project Management, Strategic Management

[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

	2022	2023	2024
Total executive remuneration (baht)	N/A	80,977,650.00	88,658,098.53

Other forms of remuneration

Employee Stock Ownership Plan (ESOP) : Yes

Employee Joint Investment Program (EJIP) : No

Employees (7.5)

Information about company employees

Employees

Number of male employees (persons) : 3,317

Number of female employees (persons) : 3,134

Total number of employees (persons) : 6,451

Employee Remuneration

Total employee remuneration : 3,099,625,488.68

Provident fund

Total number of employees (persons) : 6,451

Number of employees contributing to the PVD (persons) : 5,849

Percentage of employees who are members (%) : 90.67

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. Rangsin Kritalug Gender: Male Age: 62 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	Date position was assumed: 18 Dec 2006	Property Development, Transportation & Logistics, Information & Communication Technology, Law, Marketing, Accounting, Finance, Corporate Social Responsibility, Human Resource Management, Sustainability, Procurement, IT Management, Architecture, Governance/ Compliance
2. Mr. KAVIN KANJANAPAS Gender: Male Age: 49 years old Highest level of education: Below a bachelor's degree Major: - Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	Date position was assumed: 29 Jul 2010	Insurance, Property Development, Transportation & Logistics, Media & Publishing, Information & Communication Technology, Marketing, Finance, Digital Marketing, Engineering, Corporate Management, Leadership, Strategic Management, Risk Management

3.	Mr. KAROON CHANDRANGSU	Director	Date position was assumed:	Property Development,
	Gender: Male	(Non-executive,	23 Jul 2018	Transportation & Logistics,
	Age: 75 years old	Independent director)		Information & Communication
	Highest level of education:			Technology, Engineering,
	Doctoral degree	Director type: Re-elected		Risk Management
	Major: Engineering	as director		
	Thai nationality: Yes			
	Residing in Thailand: Yes			

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. Keeree Kanjanapas	Chairman of the board	Participating
Mr. Rangsin Kritalug	Director	Participating
Mr. Chi Keung Kong	Director	Participating
Mr. Suchin Wanglee	Director	Participating
Mr. KAVIN KANJANAPAS	Director	Participating
Mr. Surapong Laoha-unya	Director	Participating
Mr. Charoen Wattanasin	Director	Participating
Mr. YING CHEW HENRY CHEONG	Director	Participating
Mrs. Pichitra Mahaphon	Director	Participating
Mr. KAROON CHANDRANGSU	Director	Participating
Mr. Paisal Tarasansombat	Director	Participating
Mr. Anat Arbhabhira	Director	N/A

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) : 11

Date of AGM meeting : 27 Jul 2023

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. Keeree Kanjanapas (Chairman of the board)	-	11/11	Participating	Did not hold the meeting
2.	Mr. Rangsin Kritalug (Director)	-	10/11	Participating	Did not hold the meeting
3.	Mr. Chi Keung Kong (Director)	-	11/11	Participating	Did not hold the meeting
4.	Mr. Suchin Wanglee (Director)	-	11/11	Participating	Did not hold the meeting
5.	Mr. KAVIN KANJANAPAS (Director)	-	10/11	Participating	Did not hold the meeting
6.	Mr. Surapong Laoha-unya (Director)	-	11/11	Participating	Did not hold the meeting
7.	Mr. Charoen Wattanasin (Director)	-	11/11	Participating	Did not hold the meeting
8.	Mr. YING CHEW HENRY CHEONG (Director)	-	10/11	Participating	Did not hold the meeting
9.	Mrs. Pichitra Mahaphon (Director)	-	10/11	Participating	Did not hold the meeting
10.	Mr. KAROON CHANDRANGSU (Director)	-	10/11	Participating	Did not hold the meeting
11.	Mr. Paisal Tarasansombat (Director)	-	10/11	Participating	Did not hold the meeting

12.	Mr. Anat Arbhabhira (Director)	27 Jul 2023	2/2	Participating	Did not hold the meeting
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Remuneration for company directors

	List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non- monetary
1.	Mr. Keeree Kanjanapas (Chairman of the board)	-	0.00	4,376,615.41	No
2.	Mr. Rangsin Kritalug (Director)	-	0.00	2,188,307.69	No
3.	Mr. Chi Keung Kong (Director)	-	0.00	2,188,307.69	No
4.	Mr. Suchin Wanglee (Director)	-	80,000.00	2,188,307.69	No
5.	Mr. KAVIN KANJANAPAS (Director)	-	0.00	2,188,307.69	No
6.	Mr. Surapong Laoha-unya (Director)	-	0.00	2,188,307.69	No
7.	Mr. Charoen Wattanasin (Director)	-	80,000.00	2,188,307.69	No
8.	Mr. YING CHEW HENRY CHEONG (Director)	-	0.00	2,188,307.69	No
9.	Mrs. Pichitra Mahaphon (Director)	-	80,000.00	2,528,307.69	No
10.	Mr. KAROON CHANDRANGSU (Director)	-	0.00	2,188,307.69	No
11.	Mr. Paisal Tarasansombat (Director)	-	0.00	2,188,307.69	No
12.	Mr. Anat Arbhabhira (Director)	27 Jul 2023	0.00	1,852,307.69	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. Pichitra Mahaphon (Chairman of the audit committee)	-	4/4
2.	Mr. Suchin Wanglee (Audit committee)	-	4/4
3.	Mr. Charoen Wattanasin (Audit committee)	-	4/4