



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

RS 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 : RS PUBLIC COMPANY LIMITED

Symbol : RS

Address : 27 RS Group Bldg., Tower A, Prasert-Manukitch Road, Sena
Nikhom, Chatuchak

Province : Bangkok

Postcode : 10900

Business : The company operates commercial and entertainment businesses
under the Entertainmerce model. It has its own brand of products
and distribution channels. Including both television and
radio media. that can take full advantage of the eco-system

Registration Number : 0107546000016

Telephone : 0-2037-8888

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

Email : cs@rs.co.th

Total Shares Sold (shares)

Common Stock : 1,069,745,493

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)	3,572,833.39	3,532,754.62	3,650,463.06
Commerce Business (Thousand baht)	2,263,428.22	1,714,518.23	1,431,776.68
Media Business (Thousand baht)	1,078,671.56	1,421,863.12	1,647,704.43
Music and Other Business (Thousand baht)	230,733.61	396,373.27	570,981.95

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Commerce Business (%)	63.35	48.53	39.22
Media Business (%)	30.19	40.25	45.14
Music and Other Business (%)	6.46	11.22	15.64

By Geographical Area or Market

	2021	2022	2023
Total revenue from operations (Thousand baht)	3,572,833.39	3,532,754.62	3,650,463.06
Domestic (Thousand baht)	3,572,833.39	3,532,754.62	3,650,463.06
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)	16,754.00	16,455.00	154,762.00
Other income from operations (Thousand baht)	0.00	0.00	0.00
Other income not from operations (Thousand baht)	16,754.00	16,455.00	154,762.00

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 Reliance on OEMs. (Original Equipment Manufacturer)

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

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

Risk from changing in Media Industry that Affect TV and Radio Businesses.

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Behavior or needs of customers / consumers
- Changes in technologies

Risk Related to Product Quality and Safety.

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Safety, occupational health, and working environment

Risk from Inventory Management and Cost Management of Obsolete Products.

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Product obsolescence

Liquidity Risk and Risk from sourcing Funds to Support Business Plans.

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Business operations of partners in the supply chain

Financial Risk

- Liquidity risk

Risk from Notifications and Regulations of NBTC.

Risk Management Measures: Yes

Related Risk Topics

Compliance Risk

- Change in laws and regulations

Risk from the Concession Extension of Radio Business.

Risk Management Measures: Yes

Related Risk Topics

Compliance Risk

- Change in laws and regulations

Risk to Securities Holder (2.2.2)

Risk from Investment in Business Expansion.

Risk Management Measures: Yes

Related Risk Topics

- Return from investment of securities holder

Risk from the Major Distribution Channels of Commerce Business.

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.rs.co.th/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://ir.rs.co.th/storage/download/cg/20230127-rs-cg-policy-th.pdf>

Remark : Code of conduct chapter 6.1 Policy and practice

Company environmental guideline : Electricity Management, Fuel 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)	N/A	54,170.00	70,255.00
Gasoline (Litres)	N/A	57,708.00	284.00
LPG (Kilograms)	N/A	3,600.00	3,015.00

• Electricity consumption

	2021	2022	2023
Total electricity consumption within the organization (Kilowatt-Hours)	5,217,300.00	5,374,800.00	6,126,000.00

Water management

• Water consumption

	2021	2022	2023
Total water withdrawal (Cubic meters)	44,227.00	42,152.00	50,044.00

Waste management

• Waste from operations

	2021	2022	2023
Non-hazardous waste (Kilograms)	4,100.00	69,000.00	39,000.00
Total waste generated (Kilograms)	4,100.00	69,000.00	39,000.00

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)	N/A	284,285.00	355,626.00
Scope 2 (Tons of carbon dioxide equivalents)	2,608,128.27	2,686,863.00	3,026,387.00
Scope 3 (Tons of carbon dioxide equivalents)	N/A	57,115.00	32,881.00
Total GHG emissions (Metric tonnes of carbon dioxide equivalent)	2,608,128.27	3,028,263.00	3,414,894.00

• Verification of greenhouse gas emissions over the past year

Third-party verification : No

Social Aspect (3.4)

Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy and Practice : Yes

URL of human rights policy : https://www.rs.co.th/category/policies_corporate_documents/

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)	529	560	560
Number of female employees (Persons)	755	796	778
Total number of employees (Persons)	1,284	1,356	1,338

• Employee remuneration

	2021	2022	2023
Employee remuneration (baht)	872,856,287.00	922,638,734.00	897,072,560.00

• Employee development and training

	2021	2022	2023
Average employee training hours (Hours / Person / Year)	30.00	10.00	8.00
Employee development and training expenses (baht)	191,998.34	965,341.15	471,988.91

• Health, safety and work environment

	2021	2022	2023
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Total number of lost time injury incidents by employees (Cases)	0	0	0
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• **Employee retention**

	2021	2022	2023
Percentage of employees who voluntarily resigned (%)	24.14	13.42	21.15

• **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://ir.rs.co.th/storage/download/cg/20230127-rs-cg-policy-th.pdf>

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

Policy and guideline related to the board of directors

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

Code of Conduct (6.2)

Establishing a Code of Conduct

Establishing a Code of Conduct

Code of Conduct : Yes

Policy and Guideline related to the Code of Conduct

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

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

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

Board of Directors (7.2)

Composition of the board of directors (7.2.1)

	Number of persons	Percentage (%)
Total number of directors	7	100.00
Number of male directors	5	71.43
Number of female directors	2	28.57
Number of executive directors	3	42.86
Number of non-executive directors	4	57.14
Number of independent directors	3	42.86

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. SURACHAI CHETCHOTISAK Gender: Male Age: 61 years old Highest level of education: Honorary degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Executive) Director type: Original director	14 Nov 2012	Risk Management, IT Management, Marketing, Strategic Management, Human Resource Management, Leadership, Business Administration, Commerce, Media & Publishing, Sustainability, Governance/ Compliance

2.	<p>Mrs. PORNPAN TECHARUNGCHAIKUL</p> <p>Gender: Female</p> <p>Age: 53 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: Original director</p>	21 Apr 2004	<p>Strategic Management, Risk Management, Human Resource Management, Marketing, Accounting, Commerce, IT Management, Leadership, Finance, Business Administration, Governance/ Compliance, Sustainability</p>
3.	<p>Mr. PHISIT DACHANABHIROM</p> <p>Gender: Male</p> <p>Age: 82 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 (Non-executive, Independent director)</p> <p>Director type: Original director</p>	19 Feb 2007	<p>Strategic Management, Risk Management, Human Resource Management, IT Management, Audit, Marketing, Finance, Corporate Social Responsibility, Accounting, Leadership, Commerce</p>
4.	<p>Mr. SORAT VANICHVARAKIJ</p> <p>Gender: Male</p> <p>Age: 50 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive)</p> <p>Director type: Original director</p>	14 Nov 2012	<p>Strategic Management, Human Resource Management, Marketing, Finance, Accounting, Risk Management, Corporate Social Responsibility, Leadership, Business Administration, Sustainability</p>
5.	<p>Mrs. WANSUDA THANASARANART</p> <p>Gender: Female</p> <p>Age: 72 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive, Independent director)</p> <p>Director type: Original director</p>	20 Jan 2016	<p>Marketing, Corporate Social Responsibility, Finance, Accounting, Banking, Business Administration, Sustainability, Leadership</p>

6.	Mr. WITTAWAT WETCHABUTSAKORN Gender: Male Age: 43 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	31 Jan 2020	Risk Management, Finance, Accounting, Strategic Management, Leadership, Economics, Governance/ Compliance, Budgeting, Negotiation, Sustainability
7.	Mr. SUPAKIT ASSAVACHAI Gender: Male Age: 65 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	30 Jun 2021	Accounting, Sustainability, Risk Management, Strategic Management, Leadership, Human Resource Management, Corporate Management

Other Information pertaining to committees

The Chairman is an independent director	: No
The Chairman and the manager are the same person	: Yes
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.	Mr. PHISIT DACHANABHIROM [1] Gender: Male Age: 82 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	26 Feb 2007	Strategic Management, Risk Management, Human Resource Management, IT Management, Audit, Marketing, Finance, Corporate Social Responsibility, Accounting, Leadership, Commerce
2.	Mrs. WANSUDA THANASARANART [1] Gender: Female Age: 72 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	13 Jan 2016	Marketing, Corporate Social Responsibility, Finance, Accounting, Banking, Business Administration, Sustainability, Leadership
3.	Mr. SUPAKIT ASSAVACHAI [1] Gender: Male Age: 65 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	30 Jun 2021	Accounting, Sustainability, Risk Management, Strategic Management, Leadership, Human Resource 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. SURACHAI CHETCHOTISAK Gender: Male Age: 61 years old Highest level of education: Honorary degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	2 Jan 2003
2. Mrs. PORNPAN TECHARUNGCHAIKUL Gender: Female Age: 53 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	21 Apr 2004
3. Mr. WITTAWAT WETCHABUTSAKORN Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	31 Jan 2024

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Nomination and Remuneration Committee	Mr. PHISIT DACHANABHIROM	Chairman
	Mrs. WANSUDA THANASARANART	Member
	Mr. SUPAKIT ASSAVACHAI	Member

Risk Management Committee	Mrs. PORNPAN TECHARUNGCHAIKUL	Chairman
	Mr. WITTAWAT WETCHABUTSAKORN	Member
	Ms. Kunchanya Karuhadej	Member
Corporate Governance and Sustainable Development	Mr. WITTAWAT WETCHABUTSAKORN	Chairman
	Ms. Kunchanya Karuhadej	Member
	Mr. Parin Fuangvut	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	: Corporate Governance and Sustainable Development
Sub-committees responsible for corporate sustainability development	: Corporate Governance and Sustainable Development

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. SURACHAI CHETCHOTISAK Gender: Male Age: 61 years old Highest level of education: Honorary degree Major: Business Administration	CHIEF EXECUTIVE OFFICER	17 Apr 1992	Risk Management, IT Management, Marketing, Strategic Management, Human Resource Management, Leadership, Business Administration, Commerce, Media & Publishing, Sustainability, Governance/ Compliance
2. Mrs. PORNPAN TECHARUNGCHAIKUL Gender: Female Age: 53 years old Highest level of education: Master's degree Major: Business Administration	Chief of Executive Officer, RS Music	21 Apr 2014	Strategic Management, Risk Management, Human Resource Management, Marketing, Accounting, Commerce, IT Management, Leadership, Finance, Business Administration, Governance/ Compliance, Sustainability
3. Mr. WITTAWAT WETCHABUTSAKORN [1] Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Business Administration	Chief Financial Officer	31 Jan 2020	Risk Management, Finance, Accounting, Strategic Management, Leadership, Economics, Governance/ Compliance, Budgeting, Negotiation, Sustainability
4. Ms. Kunchanya Karuhadej Gender: Female Age: 53 years old Highest level of education: Master's degree Major: human resource management	Chief People Officer	12 Nov 2020	Business Administration, Human Resource Management

5.	Ms. Suchada Theeravachirakul Gender: Female Age: 60 years old Highest level of education: Master's degree Major: Business Administration	Chief Executive Officer, RS pet all	1 May 2022	Business Administration, Commerce, Finance, Accounting
6.	Mrs. Pakapamon Supanichvoraparch Gender: Female Age: 55 years old Highest level of education: Bachelor's degree Major: Business Administration	Chief Media Sales & Marketing Officer	3 Oct 2022	Business Administration, Commerce, Media & Publishing, Marketing
7.	Ms. Nongluk Ngamroj Gender: Female Age: 52 years old Highest level of education: Bachelor's degree Major: Business Administration	Chief Executive Officer, RS Multimedia & Entertainment	1 Jan 2024	Business Administration, Media & Publishing, Commerce

[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)	60.65	122.60	73.64

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)	: 560
Number of female employees (persons)	: 778
Total number of employees (persons)	: 1,338

Employee Remuneration

Total employee remuneration	: 897,072,560.00
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Provident fund

Total number of employees (persons)	: 1,338
Number of employees contributing to the PVD (persons)	: 656
Percentage of employees who are members (%)	: 49.03

Performance Report on Corporate Governance

Performance Report on Corporate Governance

Summary of Director Performance (8.1)

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

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. SURACHAI CHETCHOTISAK	Chairman of the board	Non-participating
Mrs. PORNPAN TECHARUNGCHAIKUL	Director	Participating
Mr. PHISIT DACHANABHIROM	Director	Participating
Mr. SORAT VANICHVARAKIJ	Director	Non-participating
Mrs. WANSUDA THANASARANART	Director	Participating
Mr. WITTAWAT WETCHABUTSAKORN	Director	Participating
Mr. SUPAKIT ASSAVACHAI	Director	Participating

Directors' performance assessment

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

Meeting attendance and remuneration to each Board member (8.1.2)

Meeting attendance of the board of directors

Number of board meetings (times) : 8

Date of AGM meeting : 10 Apr 2023

EGM meeting : Yes

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. SURACHAI CHETCHOTISAK (Chairman of the board)	-	8/8	Participating	Participating
2. Mrs. PORNPAN TECHARUNGCHAIKUL (Director)	-	8/8	Non-participating	Participating
3. Mr. PHISIT DACHANABHIROM (Director)	-	8/8	Participating	Participating
4. Mr. SORAT VANICHVARAKIJ (Director)	-	8/8	Participating	Participating
5. Mrs. WANSUDA THANASARANART (Director)	-	8/8	Participating	Participating
6. Mr. WITTAWAT WETCHABUTSAKORN (Director)	-	8/8	Participating	Participating
7. Mr. SUPAKIT ASSAVACHAI (Director)	-	8/8	Participating	Participating

Remark : Mr.Danaisith Peslapan resigned from the Director and Executive because retirement on 15 December 2023

Remuneration for company directors

List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non-monetary
1. Mr. SURACHAI CHETCHOTISAK (Chairman of the board)	-	240,000.00	N/A	No
2. Mrs. PORNPAN TECHARUNGCHAIKUL (Director)	-	200,000.00	N/A	No
3. Mr. PHISIT DACHANABHIROM (Director)	-	390,000.00	1,000,000.00	No
4. Mr. SORAT VANICHVARAKIJ (Director)	-	200,000.00	N/A	No
5. Mrs. WANSUDA THANASARANART (Director)	-	325,000.00	840,000.00	No
6. Mr. WITTAWAT WETCHABUTSAKORN (Director)	-	200,000.00	N/A	No
7. Mr. SUPAKIT ASSAVACHAI (Director)	-	325,000.00	840,000.00	No

Remark : Mr.Danaisith Peslapan resigned from the Director and Executive because retirement on 15 December 2023

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) : 5

List of directors		Termination date	Number of the audit committee meeting
1.	Mr. PHISIT DACHANABHIROM (Chairman of the audit committee)	-	5/5
2.	Mrs. WANSUDA THANASARANART (Audit committee)	-	5/5
3.	Mr. SUPAKIT ASSAVACHAI (Audit committee)	-	5/5