



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

SAMART DIGITAL PUBLIC COMPANY LIMITED

Fiscal Year End 31 December 2023



Table of Contents

	Page
Business Operations and Performance	
Group Structure and Operations	1
Risk Management	4
Sustainable Development	6
Corporate Governance	
Corporate Governance Policy	10
Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information	11
Performance Report on Corporate Governance	20

Group Structure and Operations

Group Structure and Operations

Business Overview and Policies (1.1)

Company Information (1.1.5)

Company Name : SMART DIGITAL PUBLIC COMPANY LIMITED

Symbol : SDC

Address : 99/2 Moo 4, Software Park, 34 Fl., Chaengwattana Rd., Klong
Gluar, Pak-kred

Province : Nonthaburi

Postcode : 11120

Business : The business operations of the Company divided into 2 lines of
business which are Digital Network and Digital Content.

Registration Number : 0107546000318

Telephone : 0-2502-6000

Website : www.smartdigital.com

Email : CorporateSecretary@smartdigital.com

Total Shares Sold (shares)

Common Stock : 29,793,015,672

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)	393,728.00	647,556.00	1,911,245.00
Digital Network (Thousand baht)	264,711.00	513,342.00	1,795,689.00
Digital Content (Thousand baht)	129,017.00	134,214.00	115,547.00
Other (Thousand baht)	0.00	0.00	9.00

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Digital Network (%)	67.23	79.27	93.95
Digital Content (%)	32.77	20.73	6.05
Other (%)	0.00	0.00	0.00

By Geographical Area or Market

	2021	2022	2023
Total revenue from operations (Thousand baht)	393,728.00	647,556.00	1,911,245.00
Domestic (Thousand baht)	393,728.00	647,556.00	1,911,245.00
International (Thousand baht)	0.00	0.00	0.00
United States of America (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
United States of America (%)	0.00	0.00	0.00

Other income as specified in the financial statements

	2021	2022	2023
Total other income (Thousand baht)	24,461.98	10,820.57	66,859.04
Other income from operations (Thousand baht)	24,461.98	6,806.59	55,361.14
Other income not from operations (Thousand baht)	0.00	4,013.98	11,497.90

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	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)

Business Risks

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Behavior or needs of customers / consumers
- Reliance on large customers or few customers

Operational Risk

- Shortage or fluctuation in pricing of raw materials or productive resources
- Delays in the development of future projects
- Business operations that have no commercial results

Financial Risk

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Insufficient sources of funding
- Fluctuation in exchange rates, interest rates, or the inflation rate

Risk from major shareholders holding over 50% of the shares

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Other

Social and Environmental Risk

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Other

Legal dispute

Risk Management Measures: Yes

Related Risk Topics

Compliance Risk

- Other

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://cms-prod.bug2mobile.com/uploads/7_T_Sustainable_40b65c63b9.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://cms-prod.bug2mobile.com/uploads/1_T_Environment_f392db2892.pdf

Company environmental guideline : Electricity Management, Water Management, Waste 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)	62,404.07	68,142.04	67,441.48

Water management

• Water consumption

	2021	2022	2023
Total water withdrawal (Cubic meters)	654.67	620.33	513.72

Waste management

• Waste from operations

	2021	2022	2023
Total waste generated (Kilograms)	0.00	0.00	0.00

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	N/A	N/A
Scope 2 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Scope 3 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Total GHG emissions (Metric tonnes of carbon dioxide equivalent)	0.00	0.00	0.00

• 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://cms-prod.bug2mobile.com/uploads/2_T_Human_Right_5ed577387d.pdf

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

Results with Respect to the Social Aspect (3.4.2)

Information about employees

• Total number of employees

	2021	2022	2023
Number of male employees (Persons)	52	46	40
Number of female employees (Persons)	42	40	37
Total number of employees (Persons)	94	86	77

• Employee remuneration

	2021	2022	2023
Employee remuneration (baht)	42,471,259.11	38,183,295.58	36,816,194.65

• Employee development and training

	2021	2022	2023
Average employee training hours (Hours / Person / Year)	8.00	6.00	6.00
Employee development and training expenses (baht)	22,614.00	221,300.00	14,288.00

• 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 (%)	23.40	30.23	29.87

• **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://cms-prod.bug2mobile.com/uploads/3_T_CG_Policy_2024_eb314c31fe.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	6	85.71
Number of female directors	1	14.29
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. PIYAPAN CHAMPASUT Gender: Male Age: 75 years old Highest level of education: Master's degree Major: Public Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director) Director type: Original director	1 Mar 2016	Law, Corporate Management, Sustainability, Governance/ Compliance

2.	<p>Mr. CHOTIVID CHAYAVADHANANGKUR</p> <p>Gender: Male</p> <p>Age: 76 years old</p> <p>Highest level of education: Doctoral 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: Re-elected as director</p>	30 Sep 2003	Engineering, Corporate Management
3.	<p>Mr. WATCHAI VILAILUCK</p> <p>Gender: Male</p> <p>Age: 61 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 (Executive)</p> <p>Director type: Re-elected as director</p>	30 Sep 2003	Accounting, Corporate Management, Finance, Information & Communication Technology, Leadership, Strategic Management, Finance & Securities, Business Administration
4.	<p>Mr. KUNTHIT ARUNYAKANANDA</p> <p>Gender: Male</p> <p>Age: 57 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>	30 Sep 2003	Accounting, Finance, Corporate Management
5.	<p>Mr. CHAROENRATH VILAILUCK</p> <p>Gender: Male</p> <p>Age: 63 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)</p> <p>Director type: Original director</p>	11 May 2005	Engineering, Corporate Management, Finance & Securities, Automotive, Negotiation, Leadership, Strategic Management

6.	Ms. BOONRUT MONGKOLRATANAKORN Gender: Female Age: 61 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	10 Aug 2021	Accounting, Finance, Governance/ Compliance
7.	Mr. SUPAVAS PROHMVITAK Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Additional and newly-appointed directors	27 Apr 2023	Strategic Management, Digital Marketing, Information & Communication Technology, Business Administration, Marketing, Data Analysis, Brand Management

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.	<p>Mr. CHOTIVID CHAYAVADHANANGKUR [1]</p> <p>Gender: Male</p> <p>Age: 76 years old</p> <p>Highest level of education: Doctoral degree</p> <p>Major: Engineering</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Chairman of the audit committee</p> <p>(Non-executive, Independent director)</p> <p>Director type: Re-elected as director</p>	12 Nov 2009	Engineering, Corporate Management
2.	<p>Mr. KUNTHIT ARUNYAKANANDA [1]</p> <p>Gender: Male</p> <p>Age: 57 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>Audit committee</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p>	30 Sep 2003	Accounting, Finance, Corporate Management
3.	<p>Mr. PIYAPAN CHAMPASUT [1]</p> <p>Gender: Male</p> <p>Age: 75 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Public Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Audit committee</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p>	1 Mar 2016	Law, Corporate Management, Sustainability, Governance/ Compliance

[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. WATCHAI VILAILUCK Gender: Male Age: 61 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	1 Nov 2016
2. Mrs. SUMONTIP SRIMEK Gender: Female Age: 63 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 May 2019
3. Mr. HIRAN PHANBANLAEM Gender: Male Age: 60 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 May 2019
4. Mr. SUPAVAS PROHMVITAK Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	27 Apr 2023

List of executive committee members who resigned/vacated their position during the year

General information	Position	Tenure	Replacement Director
1. Ms. BOONRUT MONGKOLRATANAKORN Gender: Female Age: 61 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	Date position was assumed: 10 Aug 2021 Date directorship ended: 11 May 2023	Mr. SUPAVAS PROHMVITAK Date position was assumed: 27 Apr 2023

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Risk Management Committee	Mr. WATCHAI VILAILUCK	Chairman
	Mr. CHAROENRATH VILAILUCK	Member
	Mr. SUPAVAS PROHMVITAK	Member
Nominating and Compensation Committee	Mr. KUNTHIT ARUNYAKANANDA	Chairman
	Mr. CHOTIVID CHAYAVADHANANGKUR	Member
	Ms. BOONRUT MONGKOLRATANAKORN	Member
Corporate Governance Committee	Mr. CHOTIVID CHAYAVADHANANGKUR	Chairman
	Mr. KUNTHIT ARUNYAKANANDA	Member
	Ms. BOONRUT MONGKOLRATANAKORN	Member
Sustainable Development Committee	Mr. SUPAVAS PROHMVITAK	Chairman
	Mrs. SUMONTIP SRIMEK	Member
	Mr. HIRAN PHANBANLAEM	Member

Roles of Sub-committees

Sub-committees responsible for risk management : Risk Management Committee

Sub-committees responsible for nomination : Nominating and Compensation Committee

Sub-committees responsible for remuneration : Nominating and Compensation Committee

Sub-committees responsible for corporate governance : Corporate Governance Committee

Sub-committees responsible for corporate sustainability development : 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. Mr. WATCHAI VILAILUCK Gender: Male Age: 61 years old Highest level of education: Bachelor's degree Major: Accounting	EXECUTIVE CHAIRMAN	1 Nov 2016	Accounting, Corporate Management, Finance, Information & Communication Technology, Leadership, Strategic Management, Finance & Securities, Business Administration
2. Mr. SUPAVAS PROHMVITAK Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Business Administration	General Manager	1 Jun 2022	Strategic Management, Digital Marketing, Information & Communication Technology, Business Administration, Marketing, Data Analysis, Brand Management
3. Mrs. SUMONTIP SRIMEK [2] Gender: Female Age: 63 years old Highest level of education: Master's degree Major: Business Administration	Vice President - Accounting	30 Sep 2003	Accounting
4. Mr. HIRAN PHANBANLAEM [1] Gender: Male Age: 60 years old Highest level of education: Master's degree Major: Business Administration	Assistant Vice President - Finance	1 Jul 2017	Finance

5.	Ms. BOONRUT MONGKOLRATANAKORN	Assistant Vice President – Corporate Secretary	10 Aug 2021	Accounting, Finance, Governance/ Compliance
	Gender: Female			
	Age: 61 years old			
	Highest level of education: Bachelor's degree			
	Major: Accounting			

[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)	7,643,241.00	7,421,400.20	8,363,072.60

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) : 40

Number of female employees (persons) : 37

Total number of employees (persons) : 77

Employee Remuneration

Total employee remuneration : 36,816,194.65

Provident fund

Total number of employees (persons) : 77

Number of employees contributing to the PVD (persons) : 64

Percentage of employees who are members (%) : 83.12

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. CHOTIVID CHAYAVADHANANGKUR Gender: Male Age: 76 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	Date position was assumed: 30 Sep 2003	Engineering, Corporate Management
2. Mr. WATCHAI VILAILUCK Gender: Male Age: 61 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	Date position was assumed: 30 Sep 2003	Accounting, Corporate Management, Finance, Information & Communication Technology, Leadership, Strategic Management, Finance & Securities, Business Administration

• List of newly appointed director (not being replaced the ex-director)

General information	Position	Date position was assumed	Experience and expertise
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1.	Mr. SUPAVAS PROHMVITAK	Director	Date position was	Strategic Management,
	Gender: Male	(Executive)	assumed:	Digital Marketing,
	Age: 52 years old		27 Apr 2023	Information & Communication
	Highest level of education:	Director type: Additional		Technology, Business
	Master's degree	and newly-appointed		Administration, Marketing,
	Major: Business Administration	directors		Data Analysis, Brand
	Thai nationality: Yes			Management
	Residing in Thailand: Yes			

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. PIYAPAN CHAMPASUT	Chairman of the board	Participating
Mr. CHOTIVID CHAYAVADHANANGKUR	Director	Participating
Mr. WATCHAI VILAILUCK	Director	Participating
Mr. KUNTHIT ARUNYAKANANDA	Director	Participating
Mr. CHAROENRATH VILAILUCK	Director	Participating
Ms. BOONRUT MONGKOLRATANAKORN	Director	Participating
Mr. SUPAVAS PROHMVITAK	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 : 27 Apr 2023

EGM meeting : Yes

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. PIYAPAN CHAMPASUT (Chairman of the board)	-	8/8	Participating	Participating
2.	Mr. CHOTIVID CHAYAVADHANANGKUR (Director)	-	8/8	Participating	Participating
3.	Mr. WATCHAI VILAILUCK (Director)	-	7/8	Participating	Participating
4.	Mr. KUNTHIT ARUNYAKANANDA (Director)	-	8/8	Participating	Participating
5.	Mr. CHAROENRATH VILAILUCK (Director)	-	8/8	Participating	Participating
6.	Ms. BOONRUT MONGKOLRATANAKORN (Director)	-	8/8	Participating	Participating
7.	Mr. SUPAVAS PROHMVITAK (Director)	-	5/5	Non-participating	Participating

Remuneration for company directors

	List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non-monetary
1.	Mr. PIYAPAN CHAMPASUT (Chairman of the board)	-	300,000.00	80,000.00	No
2.	Mr. CHOTIVID CHAYAVADHANANGKUR (Director)	-	325,000.00	60,000.00	No
3.	Mr. WATCHAI VILAILUCK (Director)	-	105,000.00	60,000.00	No
4.	Mr. KUNTHIT ARUNYAKANANDA (Director)	-	270,000.00	60,000.00	No
5.	Mr. CHAROENRATH VILAILUCK (Director)	-	120,000.00	60,000.00	No
6.	Ms. BOONRUT MONGKOLRATANAKORN (Director)	-	195,000.00	60,000.00	No
7.	Mr. SUPAVAS PROHMVITAK (Director)	-	75,000.00	0.00	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.	Mr. CHOTIVID CHAYAVADHANANGKUR (Chairman of the audit committee)	-	4/4
2.	Mr. KUNTHIT ARUNYAKANANDA (Audit committee)	-	4/4
3.	Mr. PIYAPAN CHAMPASUT (Audit committee)	-	4/4