



# **Annual Registration Statement / Annual Report**

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

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

**THAI STEEL CABLE PUBLIC COMPANY LIMITED**

Fiscal Year End 30 September 2024



## Table of Contents

	Page
<b>Business Operations and Performance</b>	
Group Structure and Operations	1
Risk Management	4
Sustainable Development	9
<b>Corporate Governance</b>	
Corporate Governance Policy	14
Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information	15
Performance Report on Corporate Governance	25

# Group Structure and Operations

## Group Structure and Operations

### Business Overview and Policies (1.1)

#### Company Information (1.1.5)

Company Name : THAI STEEL CABLE PUBLIC COMPANY LIMITED

Symbol : TSC

Address : 700/737 Moo. 1, Tambol Panthong, Amphur Panthong

Province : Chonburi

Postcode : 20160

Business : The Company is a manufacturer of automobile and motorcycle control cable and window regulator, supplying to leading automobile and motorcycle manufacturers domestically and internationally.

Registration Number : 0107548000145

Telephone : 0-3844-7200-05

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

Email : [thaisteel@tscpcl.com](mailto:thaisteel@tscpcl.com)

#### Total Shares Sold (shares)

Common Stock : 259,800,000

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)	2,661.00	2,914.00	2,730.00
Automobile control cables (Thousand baht)	1,766.00	2,030.00	1,893.00
Motorcycle control cables (Thousand baht)	390.00	410.00	377.00
Automobile window regulators (Thousand baht)	341.00	319.00	231.00
Other (Thousand baht)	164.00	155.00	229.00

	2022	2023	2024
Total revenue from operations (%)	100.00	100.00	100.00
Automobile control cables (%)	66.37	69.66	69.34
Motorcycle control cables (%)	14.66	14.07	13.81
Automobile window regulators (%)	12.81	10.95	8.46
Other (%)	6.16	5.32	8.39

By Geographical Area or Market

	2022	2023	2024
Total revenue from operations (Thousand baht)	2,661.00	2,914.00	2,730.00
Domestic (Thousand baht)	2,499.00	2,774.00	2,488.00
International (Thousand baht)	162.00	140.00	196.00

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

Domestic (%)	93.91	95.20	91.14
International (%)	6.09	4.80	7.18

Other income as specified in the financial statements

	2022	2023	2024
Total other income (Thousand baht)	16.00	7.00	47.00
Other income from operations (Thousand baht)	16.00	7.00	47.00
Other income not from operations (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)	2022	2023	2024
R&D expenses in the past 3 years	2,129.48	1,881.13	1,571.77

# 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)**

### Risks from reliance on majority shareholders

**Risk Management Measures:** Yes

#### Related Risk Topics

Strategic Risk

- Corporate ownership structure risk

### Risks from foreign competition

**Risk Management Measures:** Yes

#### Related Risk Topics

Strategic Risk

- Policies or international agreements related to business operations

### Risks from fluctuation of raw material prices

**Risk Management Measures:** Yes

#### Related Risk Topics

Strategic Risk

- Business operations of partners in the supply chain

### Risks from dependence on limitation of supplier

**Risk Management Measures:** Yes

#### Related Risk Topics

Strategic Risk

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



#### **Risks from reliance on major customers**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- Reliance on large customers or few customers

**Risks from majority shareholder groups holding shares more than 50% and having management control in the Company, and the interest of majority shareholders may conflict with the interest of the Company and/or other shareholders**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- Corporate ownership structure risk

#### **Risks from warranty claims**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- Systems or internal control system

#### **Risk from cyber security**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- System disruption risk

#### **Risks from foreign exchange rate fluctuation**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Financial Risk

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

#### **Risks from change to electric automotive technology**

**Risk Management Measures:** Yes

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

Strategic Risk

- Changes in technologies

#### **Risks related to Digital Transformation**

**Risk Management Measures:** Yes

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

Strategic Risk

- Changes in technologies

#### **Risks related to Competitive**

**Risk Management Measures:** Yes

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

Strategic Risk

- Competition risk

#### **Risks from climate change**

**Risk Management Measures:** Yes

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

Strategic Risk

- Climate change and disasters

#### **Risks from epidemics**

**Risk Management Measures:** Yes

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

Strategic Risk

- Pandemic risk

### **Risks from geopolitical tensions**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- Policies or international agreements related to business operations

### **Human rights in the supply chain**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- ESG risk

### **Risks related to occupational safety, health, environment and community**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- ESG risk

### **Environmental Compliance**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- ESG risk

### **Corruption**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- ESG risk

## Risk to Securities Holder (2.2.2)

### Market Risk

**Risk Management Measures:** Yes

#### Related Risk Topics

- Return from investment of securities holder

### Company Risk

**Risk Management Measures:** Yes

#### Related Risk Topics

- Return from investment of securities holder

### Industrial 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://image.makewebeasy.net/makeweb/0/KFfscnUhS/Document/56\\_1\\_One\\_report\\_TH\\_23\\_1.pdf?v=202311151122](https://image.makewebeasy.net/makeweb/0/KFfscnUhS/Document/56_1_One_report_TH_23_1.pdf?v=202311151122)

Remark : Annual report Page 51-53 (3.1 Corporate social sustainable responsibility policy)

## 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://image.makewebeasy.net/makeweb/0/KFfscnUhS/Document/CG\\_handbook\\_2023\\_TH.pdf?v=202305101549](https://image.makewebeasy.net/makeweb/0/KFfscnUhS/Document/CG_handbook_2023_TH.pdf?v=202305101549)

Remark : CG handbook Page 68

Company environmental guideline : Electricity Management, Fuel 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
Jet fuel (Litres)	0.00	0.00	0.00
Diesel (Litres)	4,724.34	7,497.25	6,361.10
Gasoline (Litres)	22,729.65	28,673.98	20,731.78
Fuel oil (Litres)	0.00	0.00	0.00

Crude oil (Barrels)	0.00	0.00	0.00
Natural gas (Standard cubic feet)	0.00	0.00	0.00
LPG (Kilograms)	39,885.00	36,312.00	37,578.00
Steam (Metric tonnes)	0.00	0.00	0.00
Coal (Metric tonnes)	0.00	0.00	0.00

• **Electricity consumption**

	2022	2023	2024
Total electricity consumption within the organization (Kilowatt-Hours)	8,193,374.00	7,338,206.26	5,511,763.55

**Water management**

• **Water consumption**

	2022	2023	2024
Total water withdrawal (Cubic meters)	23,716.00	23,151.00	16,355.00

**Waste management**

• **Waste from operations**

	2022	2023	2024
Non-hazardous waste (Kilograms)	392,930.00	415,562.00	120,480.00
Hazardous waste (Kilograms)	21,730.00	16,960.00	25,612.70
<b>Total waste generated (Kilograms)</b>	<b>414,660.00</b>	<b>432,522.00</b>	<b>146,092.70</b>

**Greenhouse gas management**

• **Greenhouse gas emissions**

	2022	2023	2024
--	------	------	------

Scope 1 (Tons of carbon dioxide equivalents)	418.00	387.00	273.00
Scope 2 (Tons of carbon dioxide equivalents)	2,862.00	2,665.00	1,977.00
Scope 3 (Tons of carbon dioxide equivalents)	80.59	120.12	72.70
<b>Total GHG emissions (Metric tonnes of carbon dioxide equivalent)</b>	<b>3,360.59</b>	<b>3,172.12</b>	<b>2,322.70</b>

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

Third-party verification : Yes

Name of verifying organization : ECEE CO., LTD



## 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://image.makewebeasy.net/makeweb/0/KFfscnUhS/Document/TSC\\_%E0%B8%99%E0%B9%82%E0%B8%A2%E0%B8%9A%E0%B8%B2%E0%B8%A2%E0%B8%AA%E0%B8%B4%E0%B8%97%E0%B8%98%E0%B8%B4%E0%B8%A1%E0%B8%99%E0%B8%B8%E0%B8%A9%E0%B8%A2%E0%B8%8A%E0%B8%99.pdf?v=202305101549](https://image.makewebeasy.net/makeweb/0/KFfscnUhS/Document/TSC_%E0%B8%99%E0%B9%82%E0%B8%A2%E0%B8%9A%E0%B8%B2%E0%B8%A2%E0%B8%AA%E0%B8%B4%E0%B8%97%E0%B8%98%E0%B8%B4%E0%B8%A1%E0%B8%99%E0%B8%B8%E0%B8%A9%E0%B8%A2%E0%B8%8A%E0%B8%99.pdf?v=202305101549)

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)	610	566	510
Number of female employees (Persons)	618	575	528
<b>Total number of employees (Persons)</b>	<b>1,228</b>	<b>1,141</b>	<b>1,038</b>

##### • Employee remuneration

	2022	2023	2024
Employee remuneration (baht)	470,061,503.00	442,172,374.00	459,604,682.00

##### • Employee development and training

	2022	2023	2024
Average employee training hours (Hours / Person / Year)	7.18	6.90	5.25
Employee development and training expenses (baht)	2,208,277.00	1,204,050.00	1,237,597.00

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

	2022	2023	2024
Total number of lost time injury incidents by employees (Cases)	0	0	0

• Employee retention

	2022	2023	2024
Percentage of employees who voluntarily resigned (%)	44.46	12.36	33.24

• 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://image.makewebeasy.net/makeweb/0/KFfscnUhS/Document/CG\\_handbook\\_2023\\_TH.pdf?v=202305101549](https://image.makewebeasy.net/makeweb/0/KFfscnUhS/Document/CG_handbook_2023_TH.pdf?v=202305101549)

Remark : Section 5 Accountability of Directors (Page 29-38)

### 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

Remark : Conflicts of Interest Page 60-61  
Maintaining Confidential Information and Use of Inside Information Page 63  
Anti - Corruption and Bribery Policy Page 101-102  
Anti - Corruption Policy Page 103-118  
Whistle -Blowing Policy Page 126-127

#### 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	11	100.00
Number of female directors	0	0.00
Number of executive directors	3	27.27
Number of non-executive directors	8	72.73
Number of independent directors	4	36.36

#### 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. SUNSURN JURANGKOOL Gender: Male Age: 82 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive)  Director type: Re-elected as director	2 Apr 2005	Automotive

2.	Mr. THAVEECHAT JURANGKOOL Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	2 Apr 2005	Automotive
3.	Mr. Sarit Patanatmarueng Gender: Male Age: 49 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	2 Apr 2005	Automotive
4.	Mr. Apinan Na Ranong Gender: Male Age: 74 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	2 Apr 2005	Automotive
5.	Mr. Prinya Waiwatana Gender: Male Age: 77 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	2 Apr 2005	Accounting, Finance

6.	<p>Mr. Chatchai Earsakul</p> <p>Gender: Male</p> <p>Age: 69 years old</p> <p>Highest level of education: Master's 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>	17 May 2010	Automotive
7.	<p>Mr. Veerawat Korphaibool</p> <p>Gender: Male</p> <p>Age: 56 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</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p>	27 Jan 2016	Automotive
8.	<p>Mr. SANTI PATANATMARUENG</p> <p>Gender: Male</p> <p>Age: 46 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Political Science</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>	12 Feb 2018	Automotive
9.	<p>Mr. NUTTAPOL JURANGKOOL</p> <p>Gender: Male</p> <p>Age: 48 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</p> <p>(Non-executive)</p> <p>Director type: Original director</p>	1 Jan 2021	Automotive



10.	Mr. TARO TERAURA	Director (Non-executive)	9 Feb 2022	Automotive
	Gender: Male			
	Age: 47 years old			
	Highest level of education:	Director type: Re-elected		
	Bachelor's degree	as director		
	Major: Engineering			
	Thai nationality: No			
	Residing in Thailand: No			
11.	Mr. Kazunori Sudo	Director (Executive)	8 Feb 2023	Automotive
	Gender: Male			
	Age: 60 years old			
	Highest level of education:	Director type: Original		
	Bachelor's degree	director		
	Major: Engineering			
	Thai nationality: No			
	Residing in Thailand: No			

#### 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. Mr. Prinya Waiwatana [1] Gender: Male Age: 77 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: Re-elected as director	2 Apr 2005	Accounting, Finance
2. Mr. Apinan Na Ranong Gender: Male Age: 74 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Original director	2 Apr 2005	Automotive
3. Mr. Chatchai Earsakul Gender: Male Age: 69 years old Highest level of education: Master's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Re-elected as director	17 May 2010	Automotive

4.	Mr. Veerawat Korphaibool	Audit committee	27 Jan 2016	Automotive
	Gender: Male	(Non-executive,		
	Age: 56 years old	Independent director)		
	Highest level of education:			
	Master's degree	Director type: Original		
	Major: Business Administration	director		
	Thai nationality: Yes			
	Residing in Thailand: Yes			

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

## Other sub-committees

### Sub-committees information

Name of sub-committees	List of directors	Position
Corporate Governance Committee	Mr. Prinya Waiwatana	Chairman
	Mr. Chatchai Earsakul	Member
	Mr. Apinan Na Ranong	Member
	Mr. Veerawat Korphaibool	Member
Nomination and Remuneration Committee	Mr. Apinan Na Ranong	Chairman
	Mr. Prinya Waiwatana	Member
	Mr. Chatchai Earsakul	Member
	Mr. Veerawat Korphaibool	Member
	Mr. SANTI PATANATMARUENG	Member
Risk Management Committee	Mr. Sarit Patanatmarueng	Chairman
	Ms. Sirina Patanatmarueng	Member
	Ms. Patra Chaiyosburana	Member
	Mr. Kazunori Sudo	Member
	Mrs. Kasita Pitaksongkram	Member
	Mr. Suthon Prempre	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 Committee

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. THAVEECHAT JURANGKOOL Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Finance	CHIEF EXECUTIVE OFFICE	2 Apr 2005	Automotive
2. Mr. Sarit Patanatmarueng Gender: Male Age: 49 years old Highest level of education: Master's degree Major: Business Administration	Managing Director	2 Apr 2005	Automotive
3. Ms. Sirina Patanatmarueng [1] Gender: Female Age: 50 years old Highest level of education: Master's degree Major: Arts	Senior General Manager Business Administration Division	11 May 2016	Accounting, Finance
4. Ms. Patra Chaiyosburana Gender: Female Age: 52 years old Highest level of education: Master's degree Major: Marketing	Senior General Manager Business Operation Division and Research and Development Division	28 Jan 2019	Marketing

5.	Mr. Kazunori Sudo Gender: Male Age: 60 years old Highest level of education: Bachelor's degree Major: Engineering	General Manager Research and Development Division	8 Feb 2023	Automotive
6.	Mrs. Kasita Pitaksongkram Gender: Female Age: 42 years old Highest level of education: Master's degree Major: Business Administration	General Manager Business Operation Division	10 Jun 2024	Human Resource 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

	2022	2023	2024
Total executive remuneration (baht)	80,123,941.33	75,016,731.00	82,300,840.00

Remark : CG handbook Page 37 no. 6.3 Remuneration

### 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) : 510

Number of female employees (persons) : 528

**Total number of employees (persons)** : 1,038

## Employee Remuneration

Total employee remuneration : 459,604,682.00

## Provident fund

Total number of employees (persons) : 1,038

Number of employees contributing to the PVD (persons) : 477

Percentage of employees who are members (%) : 45.95

## Other Significant Information (7.6)

### Other significant information

#### Assigned persons

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

General information	Email	Telephone
1. Ms. Chanakan Luangprasert	chanakan.l@tscpcl.com	0619491595

##### • Company secretary

General information	Email	Telephone
1. Ms. Kanokdao Apichartrotjanakul	kanokdao.a@tscpcl.com	0944515556

##### • Head of internal audit

General information	Email	Telephone
1. Ms. Supisra Kiatkanarat	supisra.k@tscpcl.com	

• Head of compliance unit

General information	Email	Telephone
1. Ms. Kanokdao Apichartrotjanakul	kanokdao.a@tscpcl.com	0944515556

• Head of investor relations

General information	Email	Telephone
1. Ms. Kanokdao Apichartrotjanakul	kanokdao.a@tscpcl.com	0944515556

Company's auditor

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
1. PRICEWATERHOUSECOOPERS ABAS COMPANY LIMITED	<p>1. Mr. Pongthavee Ratanakoses Email: pongthavee. ratanakoses@pwc.com Telephone: -</p> <p>2. Ms. Rodjanart Banyatananusard Email: - Telephone: -</p> <p>3. Mr. Boonrueng Lerdwiseswit Email: - Telephone: -</p>	1,500,000.00	<p>Details: The monitoring of compliance with the terms of the Investment Promotion Act (BOI privilege 3 licenses)</p> <p>Total service fee (baht): 270,000.00</p>

# 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. SUNSURN JURANGKOOL Gender: Male Age: 82 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive)  Director type: Re-elected as director	Date position was assumed: 2 Apr 2005	Automotive
2. Mr. Prinya Waiwatana Gender: Male Age: 77 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 2 Apr 2005	Accounting, Finance
3. Mr. Chatchai Earsakul Gender: Male Age: 69 years old Highest level of education: Master's 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: 17 May 2010	Automotive

4.	Mr. TARO TERAURA	Director	Date position was assumed:	Automotive
	Gender: Male	(Non-executive)	9 Feb 2022	
	Age: 47 years old			
	Highest level of education:	Director type: Re-elected		
	Bachelor's degree	as director		
	Major: Engineering			
	Thai nationality: No			
	Residing in Thailand: No			

## Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. SUNSURN JURANGKOOL	Chairman of the board	Non-participating
Mr. THAVEECHAT JURANGKOOL	Director	Non-participating
Mr. Sarit Patanatmarueng	Director	Non-participating
Mr. Apinan Na Ranong	Director	Non-participating
Mr. Prinya Waiwatana	Director	Non-participating
Mr. Chatchai Earsakul	Director	Non-participating
Mr. Veerawat Korphaibool	Director	Non-participating
Mr. SANTI PATANATMARUENG	Director	Non-participating
Mr. NUTTAPOL JURANGKOOL	Director	Non-participating
Mr. TARO TERAURA	Director	Non-participating
Mr. Kazunori Sudo	Director	Non-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) : 4

Date of AGM meeting : 23 Jan 2024

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. SUNSURN JURANGKOOL (Chairman of the board)	-	4/4	Participating	Did not hold the meeting
2.	Mr. THAVEECHAT JURANGKOOL (Director)	-	4/4	Participating	Did not hold the meeting
3.	Mr. Sarit Patanatmarueng (Director)	-	4/4	Participating	Did not hold the meeting
4.	Mr. Apinan Na Ranong (Director)	-	4/4	Participating	Did not hold the meeting
5.	Mr. Prinya Waiwatana (Director)	-	4/4	Participating	Did not hold the meeting
6.	Mr. Chatchai Earsakul (Director)	-	4/4	Participating	Did not hold the meeting
7.	Mr. Veerawat Korphaibool (Director)	-	4/4	Participating	Did not hold the meeting
8.	Mr. SANTI PATANATMARUENG (Director)	-	4/4	Participating	Did not hold the meeting
9.	Mr. NUTTAPOL JURANGKOOL (Director)	-	4/4	Participating	Did not hold the meeting
10.	Mr. TARO TERAURA (Director)	-	0/4	Non-participating	Did not hold the meeting
11.	Mr. Kazunori Sudo (Director)	-	4/4	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. SUNSURN JURANGKOOL (Chairman of the board)	-	140,000.00	425,127.27	No
2.	Mr. THAVEECHAT JURANGKOOL (Director)	-	100,000.00	425,127.27	No
3.	Mr. Sarit Patanatmarueng (Director)	-	100,000.00	425,127.27	No
4.	Mr. Apinan Na Ranong (Director)	-	300,000.00	425,127.27	No
5.	Mr. Prinya Waiwatana (Director)	-	300,000.00	425,127.27	No
6.	Mr. Chatchai Earsakul (Director)	-	300,000.00	425,127.27	No
7.	Mr. Veerawat Korphaibool (Director)	-	300,000.00	425,127.27	No
8.	Mr. SANTI PATANATMARUENG (Director)	-	100,000.00	425,127.27	No
9.	Mr. NUTTAPOL JURANGKOOL (Director)	-	100,000.00	425,127.27	No
10.	Mr. TARO TERAURA (Director)	-	0.00	425,127.27	No
11.	Mr. Kazunori Sudo (Director)	-	100,000.00	283,418.18	No

Remark : 1. Other monetary compensation for Mr. Kazunori Sudo was calculated based on his tenure as a director for 8 months (February 2023 - September 2023) that was appointed as a director to replace a resigned board member, effective from February 8, 2023.

2. Other monetary compensation refers to the director's remuneration, which is calculated at a rate of 1.50% of the dividends paid in 2023 and will be paid in 2024.

## 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. Prinya Waiwatana (Chairman of the audit committee)	-	4/4
2.	Mr. Apinan Na Ranong (Audit committee)	-	4/4
3.	Mr. Chatchai Earsakul (Audit committee)	-	4/4
4.	Mr. Veerawat Korphaibool (Audit committee)	-	4/4