



# **Annual Registration Statement / Annual Report**

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

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

**SINGHA ESTATE 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 : SINGHA ESTATE PUBLIC COMPANY LIMITED

Symbol : S

Address : 123 Sun Towers Building B, 22nd Floor, Vibhavadi-Rangsit Road,  
Chom Phon, Chatuchak

Province : Bangkok

Postcode : 10900

Business : Property development and investment

Registration Number : 0107547000443

Telephone : 0-2050-5555

Fax (if applicable) : 0-2617-6444-5

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

Email : [IR@singhaestate.co.th](mailto:IR@singhaestate.co.th)

#### Total Shares Sold (shares)

Common Stock : 6,853,719,395

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)	8,316,555.14	12,754,177.84	15,065,889.04
Residential (Thousand baht)	2,221,207.44	2,571,835.18	3,645,316.14
Hospitality (Thousand baht)	4,512,384.71	8,692,287.39	9,700,502.03
Commercial (Thousand baht)	964,780.29	1,014,126.05	1,234,007.00
Construction materials (Thousand baht)	0.00	0.00	0.00
Industrial Estate (Thousand baht)	16,501.33	208,615.24	58,153.79
Others (Thousand baht)	24,402.40	42,660.20	36,783.12
Other (Thousand baht)	577,278.97	224,653.78	391,126.96

  

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Residential (%)	26.71	20.16	24.20
Hospitality (%)	54.26	68.15	64.39
Commercial (%)	11.60	7.95	8.19
Construction materials (%)	0.00	0.00	0.00
Industrial Estate (%)	0.20	1.64	0.31
Others (%)	0.29	0.33	0.32
Other (%)	6.94	1.76	2.60

**By Geographical Area or Market**

	2021	2022	2023
Total revenue from operations (Thousand baht)	8,316,555.14	12,754,177.84	15,065,889.04
Domestic (Thousand baht)	3,881,083.47	5,047,905.98	6,709,319.10
International (Thousand baht)	4,435,471.67	7,706,271.86	8,356,569.94
Maldives (Thousand baht)	1,669,474.91	2,493,247.70	2,898,347.43
Fiji (Thousand baht)	109,963.54	1,161,471.68	1,294,360.29
Mauritius (Thousand baht)	95,301.90	379,017.76	182,996.60
United Kingdom (Thousand baht)	2,560,731.32	3,672,534.72	3,980,865.62

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Domestic (%)	46.67	39.58	44.53
International (%)	53.33	60.42	55.47
Maldives (%)	37.64	32.35	34.68
Fiji (%)	2.48	15.07	15.49
Mauritius (%)	2.15	4.92	2.19
United Kingdom (%)	57.73	47.66	47.64

**Other income as specified in the financial statements**

	2021	2022	2023
Total other income (Thousand baht)	0.00	0.00	0.00
Other income from operations (Thousand baht)	0.00	0.00	0.00
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)	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)**

### Strategic 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
- Economic risk
- Other

### Operational Risk

**Risk Management Measures:** Yes

#### Related Risk Topics

Operational Risk

- Information security and cyber-attack
- Other

### Financial Risk

**Risk Management Measures:** Yes

#### Related Risk Topics

Financial Risk

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

- Other

#### **Regulatory and Compliance Risk**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Compliance Risk

- Violations of laws and regulations
- Corporate Governance

#### **ESG Risk**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

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

### **Risk to Securities Holder (2.2.2)**

#### **Risks from free float**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

- Return from investment of securities holder

### **Risk to Securities Holder from Investing in Foreign Securities (Applicable to only foreign companies) (2.2.3)**

## **Risks of the Foreign Securities Investment**

**Risk Management Measures:** Yes

### **Related Risk Topics**

- Foreign Investment Risk

# 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://investor.singhaestate.co.th/storage/document/governance/01-s-2022-sustainable-development-policy-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://investor.singhaestate.co.th/storage/document/governance/01-s-2022-sustainable-development-policy-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

	2021	2022	2023
Diesel (Litres)	3,750.00	34,833.00	4,477.00
Gasoline (Litres)	N/A	35,560.83	N/A
LPG (Kilograms)	N/A	39,327.00	51,609.00

###### • Electricity consumption

	2021	2022	2023
Total electricity consumption within the organization (Kilowatt-Hours)	27,024,000.00	32,650,000.00	33,497,899.00

## Water management

### • Water consumption

	2021	2022	2023
Total water withdrawal (Cubic meters)	203,178.00	292,418.00	337,678.00

## Waste management

### • Waste from operations

	2021	2022	2023
Non-hazardous waste (Kilograms)	1,204,366.00	1,598,387.03	877,788.00
Hazardous waste (Kilograms)	27,913.50	1,729.03	0.00
<b>Total waste generated (Kilograms)</b>	<b>1,232,279.50</b>	<b>1,600,116.06</b>	<b>877,788.00</b>

## Greenhouse gas management

### • Greenhouse gas emissions

	2021	2022	2023
Total GHG emissions target (Metric tonnes of carbon dioxide equivalent)	8,849.00	17,600.00	42,480.00
Scope 1 (Tons of carbon dioxide equivalents)	860.00	2,356.00	13,668.00
Scope 2 (Tons of carbon dioxide equivalents)	5,516.00	13,675.00	12,399.00
Scope 3 (Tons of carbon dioxide equivalents)	75.00	12,410.00	12,649.00
<b>Total GHG emissions (Metric tonnes of carbon dioxide equivalent)</b>	<b>6,451.00</b>	<b>28,441.00</b>	<b>38,716.00</b>

### • 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://investor.singhaestate.co.th/storage/document/governance/06-s-2022-human-rights-policy-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

	2021	2022	2023
Number of male employees (Persons)	1,713	1,967	1,998
Number of female employees (Persons)	975	1,145	1,176
<b>Total number of employees (Persons)</b>	<b>2,688</b>	<b>3,112</b>	<b>3,174</b>

##### • Employee remuneration

	2021	2022	2023
Employee remuneration (baht)	1,421,773,104.70	1,960,899,213.00	2,188,789,869.00

##### • Employee development and training

	2021	2022	2023
Average employee training hours (Hours / Person / Year)	27.05	30.11	42.44
Employee development and training expenses (baht)	1,412,887.76	8,376,197.07	8,362,941.93

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

	2021	2022	2023
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Total number of lost time injury incidents by employees (Cases)	2	1	3
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• **Employee retention**

	2021	2022	2023
Percentage of employees who voluntarily resigned (%)	21.73	25.16	24.98

• **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://investor.singhaestate.co.th/storage/document/governance/s-corporate-governance-policy-governance-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	10	100.00
Number of male directors	8	80.00
Number of female directors	2	20.00
Number of executive directors	1	10.00
Number of non-executive directors	9	90.00
Number of independent directors	5	50.00

#### Information on the board of directors and persons with authority to control the company (7.2.2)

##### List of directors

General information	Position	Date position was assumed	Experience and expertise
1. Mr. PETIPONG PUNGBUN NA AYUDHYA Gender: Male Age: 76 years old Highest level of education: Honorary degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director)  Director type: Original director	12 Oct 2016	Law, Economics, Risk Management, Governance/ Compliance, Corporate Social Responsibility, Sustainability, Property Development, Business Administration

2.	Mr. PRASAN CHUAPHANICH Gender: Male Age: 71 years old Highest level of education: Honorary degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	8 Jul 2022	Economics, Banking, Accounting, Finance, Internal Control, Audit, Governance/ Compliance, Energy & Utilities, Business Administration, Risk Management, Sustainability
3.	Mr. CHARAMPORN JOTIKASTHIRA Gender: Male Age: 66 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	24 Feb 2017	Finance, Banking, Economics, Risk Management, Property Development, Tourism & Leisure, Accounting, Business Administration, Energy & Utilities
4.	Assoc. Prof. THANAVATH PHONVICHAI Gender: Male Age: 58 years old Highest level of education: Doctoral degree Major: Applied Statistics and Research Methods Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	22 Apr 2015	Property Development, Accounting, Finance, Energy & Utilities, Economics, Risk Management, Governance/ Compliance, Sustainability, Commerce, Banking, Business Administration
5.	Mrs. CHANANYARAK PHETCHARAT Gender: Female Age: 60 years old Highest level of education: Master's degree Major: Management Information System Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	5 Jan 2024	Business Administration, Accounting, Finance, Risk Management, Governance/ Compliance, Sustainability, Banking, Transportation & Logistics, Energy & Utilities

6.	Dr. CHAYANIN DEBHAKAM Gender: Male Age: 54 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Original director	12 Sep 2014	Energy & Utilities, Food & Beverage, Property Development, Corporate Social Responsibility, Governance/ Compliance, Sustainability, Risk Management, Business Administration
7.	Mr. Voravud Bhirombhakdi Gender: Male Age: 50 years old Highest level of education: Bachelor's degree Major: Bachelor of Fine Arts (BFA) Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Original director	27 Jan 2023	Governance/ Compliance, Sustainability, Marketing, Food & Beverage, Business Administration
8.	Mr. NUTCHDHAWATTANA SILPAVITTAYAKUL Gender: Male Age: 60 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Original director	7 Jun 2017	Finance, Accounting, Food & Beverage, Governance/ Compliance, Sustainability, Property Development, Economics, Risk Management, Energy & Utilities, Business Administration
9.	Mr. DON BOONMAN Gender: Male Age: 57 years old Highest level of education: Bachelor's degree Major: Arts in English Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Original director	18 Feb 2022	Property Development, Human Resource Management, Sustainability, Governance/ Compliance, Food & Beverage, Business Administration

10.	Mrs. THITIMA RUNGKWANSIROJ	Director (Executive)	23 Apr 2021	Accounting, Finance, Risk Management, Governance/ Compliance, Sustainability, Economics, Property Development, Law, Energy & Utilities, Business Administration
	Gender: Female			
	Age: 62 years old			
	Highest level of education:	Director type: Original		
	Master's degree	director		
	Major: Accounting			
	Thai nationality: Yes			
	Residing in Thailand: Yes			

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

General information	Position	Tenure	Replacement Director
1. Mr. KAROON NUNTILEEPONG Gender: Male Age: 63 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)	Date position was assumed: 12 Nov 2014 Date directorship ended: 5 Jan 2024	Mrs. CHANANYARAK PHETCHARAT Date position was assumed: 5 Jan 2024

#### 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	: No

## Sub-committees (7.3)

### Information about sub-committees (7.3.2)

#### Audit Committee

##### List of audit committee members

General information		Position	Date position was assumed	Experience and expertise
1.	Mr. PRASAN CHUAPHANICH [1] Gender: Male Age: 71 years old Highest level of education: Honorary degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	8 Jul 2022	Economics, Banking, Accounting, Finance, Internal Control, Audit, Governance/ Compliance, Energy & Utilities, Business Administration, Risk Management, Sustainability
2.	Mr. CHARAMPORN JOTIKASTHIRA [1] Gender: Male Age: 66 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	7 Jun 2017	Finance, Banking, Economics, Risk Management, Property Development, Tourism & Leisure, Accounting, Business Administration, Energy & Utilities
3.	Mrs. CHANANYARAK PHETCHARAT [1] Gender: Female Age: 60 years old Highest level of education: Master's degree Major: Management Information System Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Newly appointed director to replace ex-director	5 Jan 2024	Business Administration, Accounting, Finance, Risk Management, Governance/ Compliance, Sustainability, Banking, Transportation & Logistics, Energy & Utilities

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



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

General information	Position	Tenure	Replacement Director
1. Mr. KAROON NUNTILEEPONG [1] Gender: Male Age: 63 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)	Date position was assumed: 12 Nov 2014 Date directorship ended: 5 Jan 2024	Mrs. CHANANYARAK PHETCHARAT Date position was assumed: 5 Jan 2024

[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. Dr. CHAYANIN DEBHAKAM Gender: Male Age: 54 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	12 Sep 2014
2. Mr. DON BOONMAN Gender: Male Age: 57 years old Highest level of education: Bachelor's degree Major: Arts in English Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	18 Feb 2022

3.	<p>Mr. Chutchai Wiratyosin</p> <p>Gender: Male</p> <p>Age: 56 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Marketing</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>11 Nov 2022</p>
4.	<p>Mrs. THITIMA RUNGKWANSIROJ</p> <p>Gender: Female</p> <p>Age: 62 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Accounting</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>10 Feb 2021</p>
5.	<p>Mr. ATTAVUTH MATHAYOMCHAN</p> <p>Gender: Male</p> <p>Age: 53 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>12 Sep 2014</p>
6.	<p>Mrs. ORANEE POOLKWAN</p> <p>Gender: Female</p> <p>Age: 54 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>Member of the executive committee</p>	<p>1 May 2021</p>
7.	<p>Mr. CHAIRATH SIVAPORNPAN</p> <p>Gender: Male</p> <p>Age: 41 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Finance</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>1 May 2021</p>

8.	Mr. MICHAEL DAVID MARSHALL Gender: Male Age: 61 years old Highest level of education: Bachelor's degree Major: Business Studies & Marketing Thai nationality: No Residing in Thailand: Yes	Member of the executive committee	21 Nov 2023
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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. DIRK ANDRE L. DE CUYPER Gender: Male Age: 58 years old Highest level of education: Bachelor's degree Major: Bachelor of Hotel Management Thai nationality: No Residing in Thailand: Yes	Member of the executive committee	Date position was assumed: 14 Nov 2018 Date directorship ended: 16 Nov 2023	Mr. MICHAEL DAVID MARSHALL Date position was assumed: 21 Nov 2023

#### Other sub-committees

#### Sub-committees information

Name of sub-committees	List of directors	Position
The Nomination and Remuneration Committee	Dr. CHAYANIN DEBHAKAM Assoc. Prof. THANAVATH PHONVICHAI Mrs. CHANANYARAK PHETCHARAT	Chairman Member Member
The Risk Management Committee	Mr. CHARAMPORN JOTIKASTHIRA Mrs. THITIMA RUNGKWANSIROJ Assoc. Prof. THANAVATH PHONVICHAI	Chairman Member Member
The Corporate Governance and Sustainable Development Committee	Dr. CHAYANIN DEBHAKAM Mr. NUTCHDHAWATTANA SILPAVITTAYAKUL Mrs. THITIMA RUNGKWANSIROJ Mr. Voravud Bhirombhakdi	Member Member Member Member

The Executive Committee	Dr. CHAYANIN DEBHAKAM	Chairman
	Mrs. THITIMA RUNGKWANSIROJ	Member
	Mr. ATTAVUTH MATHAYOMCHAN	Member
	Mrs. ORANEE POOLKWAN	Member
	Mr. CHAIRATH SIVAPORNPAN	Member
	Mr. Chutchai Wiratyosin	Member
	Mr. DON BOONMAN	Member
	Mr. MICHAEL DAVID MARSHALL	Member

## Roles of Sub-committees

Sub-committees responsible for risk management	: The Risk Management Committee
Sub-committees responsible for nomination	: The Nomination and Remuneration Committee
Sub-committees responsible for remuneration	: The Nomination and Remuneration Committee
Sub-committees responsible for corporate governance	: The Corporate Governance and Sustainable Development Committee
Sub-committees responsible for corporate sustainability development	: The Corporate Governance and 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. Mrs. THITIMA RUNGKWANSIROJ Gender: Female Age: 62 years old Highest level of education: Master's degree Major: Accounting	CHIEF EXECUTIVE OFFICER	10 Feb 2021	Accounting, Finance, Risk Management, Governance/ Compliance, Sustainability, Economics, Property Development, Law, Energy & Utilities, Business Administration
2. Mr. ATTAVUTH MATHAYOMCHAN Gender: Male Age: 53 years old Highest level of education: Master's degree Major: Management	Chief Residential Development Officer	12 Sep 2014	Engineering, Project Management, Property Development
3. Mrs. ORANEE POOLKWAN Gender: Female Age: 54 years old Highest level of education: Master's degree Major: Business Administration	Chief Commercial and Retail Officer	1 May 2021	Finance, Banking, Commerce
4. Mr. CHAIRATH SIVAPORNPAN [1] Gender: Male Age: 41 years old Highest level of education: Master's degree Major: Finance	Chief Financial Officer	1 May 2021	Economics, Finance, Accounting, Property Development
5. Mr. KHEM KAMWONGPIN Gender: Male Age: 51 years old Highest level of education: Master's degree Major: Engineering	Chief Design and Construction	1 Nov 2022	Property Development, Construction Services, Engineering, Design

[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)	45,327,871.00	56,131,352.00	67,771,612.00

### 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) : 1,998

Number of female employees (persons) : 1,176

**Total number of employees (persons)** : 3,174

#### Employee Remuneration

Total employee remuneration : 2,188,789,869.00

#### Provident fund

Total number of employees (persons) : 3,174

Number of employees contributing to the PVD (persons) : 944

Percentage of employees who are members (%) : 29.74

# 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 newly appointed director to replace the ex-director

General information	Position	Date position was assumed	Experience and expertise
1. Mrs. CHANANYARAK PHETCHARAT Gender: Female Age: 60 years old Highest level of education: Master's degree Major: Management Information System Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	Date position was assumed: 5 Jan 2024	Business Administration, Accounting, Finance, Risk Management, Governance/ Compliance, Sustainability, Banking, Transportation & Logistics, Energy & Utilities

#### Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. PETIPONG PUNGBUN NA AYUDHYA	Chairman of the board	Participating
Mr. PRASAN CHUAPHANICH	Director	Participating
Mr. CHARAMPORN JOTIKASTHIRA	Director	Participating
Assoc. Prof. THANAVATH PHONVICHAI	Director	Participating
Mrs. CHANANYARAK PHETCHARAT	Director	Non-participating
Dr. CHAYANIN DEBHAKAM	Director	Participating
Mr. Voravud Bhirombhakdi	Director	Participating

Mr. NUTCHDHAWATTANA SILPAVITTAYAKUL	Director	Participating
Mr. DON BOONMAN	Director	Participating
Mrs. THITIMA RUNGKWANSIROJ	Director	Participating
Mr. KAROON NUNTILEEPONG	Director	Participating

Remark : On 23 August 2023, the Board of Directors and senior executives attended a lecture on “Macroeconomic Analysis in overall for the year 2023”, held by Krungthai COMPASS advisors, Krung Thai Bank Public Company Limited, conveying information and knowledge regarding Thailand’s macroeconomic in overall, direction and tendency of the major changes in business sector, impact from political and economic situation of foreign countries and so on, to support the Board of Directors to perform its duties effectively and benefit to the outlining of the Company business strategies in the future.

## 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) : 9

Date of AGM meeting : 28 Apr 2023

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. PETIPONG PUNGBUN NA AYUDHYA (Chairman of the board)	-	9/9	Participating	Did not hold the meeting
2. Mr. PRASAN CHUAPHANICH (Director)	-	6/9	Participating	Did not hold the meeting
3. Mr. CHARAMPORN JOTIKASTHIRA (Director)	-	8/9	Participating	Did not hold the meeting
4. Assoc. Prof. THANAVATH PHONVICHAI (Director)	-	9/9	Participating	Did not hold the meeting

5.	Mrs. CHANANYARAK PHETCHARAT (Director)	-	0/0	Non-participating	Did not hold the meeting
6.	Dr. CHAYANIN DEBHAKAM (Director)	-	7/9	Participating	Did not hold the meeting
7.	Mr. Voravud Bhirombhakdi (Director)	-	7/8	Participating	Did not hold the meeting
8.	Mr. NUTCHDHAWATTANA SILPAVITTAYAKUL (Director)	-	8/9	Participating	Did not hold the meeting
9.	Mr. DON BOONMAN (Director)	-	9/9	Participating	Did not hold the meeting
10.	Mrs. THITIMA RUNGKWANSIROJ (Director)	-	9/9	Participating	Did not hold the meeting
11.	Mr. KAROON NUNTILEEPONG (Director)	5 Jan 2024	9/9	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. PETIPONG PUNGBUN NA AYUDHYA (Chairman of the board)	-	450,000.00	1,282,633.50	Yes
2.	Mr. PRASAN CHUAPHANICH (Director)	-	480,000.00	869,164.76	No
3.	Mr. CHARAMPORN JOTIKASTHIRA (Director)	-	630,000.00	807,494.29	No
4.	Assoc. Prof. THANAVATH PHONVICHAI (Director)	-	470,000.00	557,772.70	Yes
5.	Mrs. CHANANYARAK PHETCHARAT (Director)	-	0.00	0.00	No
6.	Dr. CHAYANIN DEBHAKAM (Director)	-	900,000.00	1,517,772.70	No
7.	Mr. Voravud Bhirombhakdi (Director)	-	290,000.00	446,667.00	No
8.	Mr. NUTCHDHAWATTANA SILPAVITTAYAKUL (Director)	-	320,000.00	567,494.29	No
9.	Mr. DON BOONMAN (Director)	-	610,000.00	548,051.11	No
10.	Mrs. THITIMA RUNGKWANSIROJ (Director)	-	490,000.00	567,494.29	No
11.	Mr. KAROON NUNTILEEPONG (Director)	5 Jan 2024	530,000.00	807,494.29	Yes

Remark : 1) Remuneration of directors as of 31 December 2023.

2) Mr. Karoon Nuntileepong vacated his office of the independent director, including the member of the Audit Committee and the member of the Nomination and Remuneration Committee with the effect from 5 January 2024.

3) Mrs. Chananyarak Phetcharat was appointed as the Company's independent director in replacement of the vacant position, including approval as the member of the Audit Committee and the member of the Nomination and Remuneration Committee with an effect from 5 January 2024 onwards.

## 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) : 7

	List of directors	Termination date	Number of the audit committee meeting
1.	Mr. PRASAN CHUAPHANICH (Chairman of the audit committee)	-	7/7
2.	Mr. CHAMPORN JOTIKASTHIRA (Audit committee)	-	6/7
3.	Mrs. CHANANYARAK PHETCHARAT (Audit committee)	-	0/0
4.	Mr. KAROON NUNTILEEPONG (Audit committee)	5 Jan 2024	7/7

Remark : 1) Mr. Karoon Nuntileepong vacated his office of the independent director, including the member of the Audit Committee and the member of the Nomination and Remuneration Committee with the effect from 5 January 2024.  
2) Mrs. Chananyarak Phetcharat was appointed as the Company's independent director in replacement of the vacant position, including approval as the member of the Audit Committee and the member of the Nomination and Remuneration Committee with an effect from 5 January 2024 onwards.