



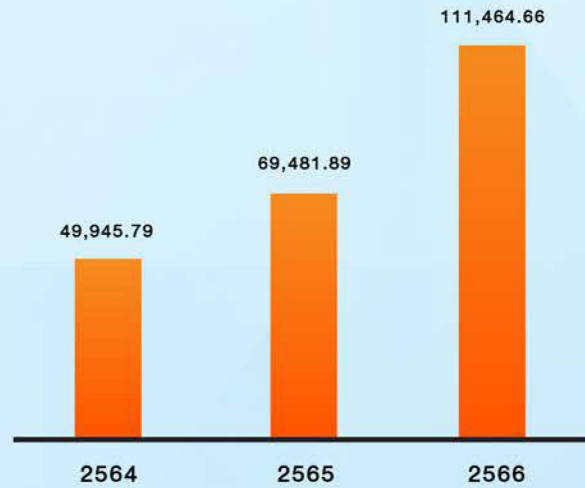
# Financial Highlights

Accounting and Business Summary as of 31 December 2023

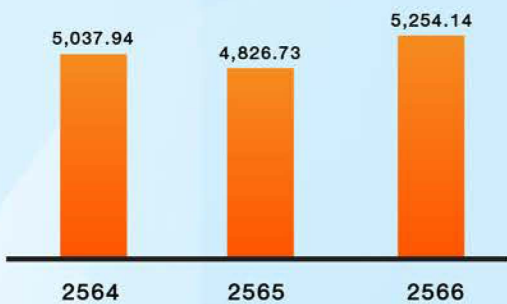
Total Operating Income (million Baht)



Total Assets (million Baht)



Net Profit (million Baht)



Total Liabilities (million Baht)



Net profit margin to total revenue



Return on equity



Return on assets





## Summary of Financial Information

(Million Baht)

Fiscal year ending December 31	2023	2022	2021
Financial Position			
Loans to customers and accrued interest receivables	97,108.64	55,269.77	33,689.14
Non-performing loans	3,289.92	3,560.46	3,660.50
Allowance for expected credit losses/allowance for doubtful debts	(1,830.04)	(748.13)	(735.56)
Total assets	111,464.66	69,481.89	49,945.79
Deposits and loans	30,866.55	12,981.56	3,930.67
Senior bonds	43,640.96	22,032.63	14,073.44
Total liabilities	80,268.03	40,477.31	22,970.46
Shareholders' equity	31,196.63	29,004.58	26,975.33
Issued and paid-up capital	1,373.15	1,373.15	1,373.15
Number of shares (shares)	1,373,152,393	1,373,152,393	1,373,152,393
Operating performance			
Interest income	15,743.71	8,779.57	6,855.33
Other income	3,170.82	3,495.74	3,375.51
Total operating income	18,914.53	12,275.31	10,230.83
Total operating expenses	10,045.03	5,520.67	3,020.78
Profit before financial expenses and income tax	8,869.50	6,754.64	7,210.05
Net profit	5,254.14	4,826.73	5,037.94
Financial ratios			
Net profit margin to total revenue	27.78	39.32	49.24
Return on equity	17.46	17.24	19.74
Return on assets	5.81	8.08	9.88
Book value per share	22.72	21.12	19.64
Earnings per share	3.64	3.26	3.44





## Report of Board of Directors

The year 2023 is another challenging year in many aspects. The global and Thai economies continue to face challenges and uncertainties, and there are new regulatory issues aimed at promoting good financial discipline based on the principles of Responsible Lending, according to the policies of the Bank of Thailand. The Company has conducted its business according to good corporate governance principles, providing fair services to customers and managing risks efficiently to ensure that the Company's operations achieve their goals, in line with the context of sustainable development of the country and international standards. The Company's board of directors has overseen and performed their duties for the utmost benefit of the Company, shareholders, and all stakeholders in a balanced manner, emphasizing support for the management's operations in all aspects, along with internal control, risk management, organizational development, and good and transparent corporate governance.

**SAWAD has continued to grow**, with the Company and its subsidiaries (ending on December 31, 2023) reporting a total net profit of 5,254 million baht. The Company earned 15,743.71 million baht in interest income and 3,170.82 million baht in other income, totaling 18,914.53 million baht in revenue. This represents an increase of more than 54% compared to the same period of the previous year. The growth in 2023 stems from the core business achieving its targets, including the transition of Fast Money Company Limited ("FM") from an associate company to a subsidiary, leading to increased interest income. This pushed the total loan portfolio for the year to expand to a high level of 98,569 million baht, thereby supporting continuous revenue and net profit growth according to the plan.

**Driving the strategy to expand the business**, leveraging expertise in the loan service business to create the best experience for customers, the Company operates carefully, securely, delivering value to stakeholders, and fostering sustainability for the organization. The Company resolved to purchase 4,900,000 ordinary shares of Fast Money Company Limited, with a par value of 100 baht per share, by repurchasing shares from the Government Savings Bank according to the shareholder agreement between the Government Savings Bank and the Company (the shareholder agreement), at a price of 306 baht per share, amounting to 1,499.4 million baht. This price is the same as the price at which the Company previously sold the said ordinary shares to the Government Savings Bank, resulting in an increase in the shareholding ratio to 98% from the previous 49%. Bringing Fast Money Company Limited back under management will help the Company manage costs effectively, support increased revenue, and expand the loan portfolio according to the planned targets. Additionally, there is an expansion of the business with the establishment of a subsidiary, Srisawad Asset Solutions Co., Ltd., aimed at supporting the restructuring of asset management business shareholding and accommodating the company's investment in asset management and other businesses. This enhances the company's strength, generating sustainable and stable profits.



Committed to sustainable organizational development, the Company prioritizes conducting its business by earnestly creating the utmost benefit for all stakeholders, considering the balance of environmental, social, and governance (ESG) aspects alongside achieving its business goals. The Company has been selected as a sustainable stock for 2 consecutive years. Given the global environmental impacts due to climate change, the company has taken a stance to drive towards a sustainable future by committing to achieving net-zero greenhouse gas emissions by the year 2593 (2050 AD) as part of its goal to conduct business responsibly towards the environment, society, and governance. This is under the concept of "loans for sustainability," coupled with the importance of creating financial accessibility along with providing knowledge on good financial discipline.

Such achievements would not have been possible without the dedication and hard work under the experience of our personnel, executives, and employees. As a representative of the management and staff, I would like to express my gratitude for the support from our customers, shareholders, partners, suppliers, and all stakeholders who have consistently placed their trust in our company. SAWAD pledges that the board of directors, executives, and all employees will adhere to corporate governance principles and unceasingly seek opportunities and experiences to develop the business towards a future under the principle of "sustainable growth" for the benefit of shareholders, customers, all stakeholders, alongside caring for the environment and contributing to societal development.



Mr. Sukont Kanjanahuttakit

Chairman of Board of Directors



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## 1 Part 1 Business Operation and Performance

### 1. Business Operation and Performance

#### 1.1 Business Operation

SAWAD Group operates secured loan services for retail customers under the service mark “Srisawad Ngern Sod Than Jai”, hire purchase loans for new motorcycles, personal loans, nano finance loans, debt collection, and NPL purchases from financial institutions for asset management. The Company’s secured loans for retail customers are classified by types of loans and collateral.

##### Vision

To become a leader of financial convenience stores in Thailand

##### Mission

To provide prompt financial services covering all areas in demand, with appropriate risk management and continued quality development for employees to gear up for sustainable growth

##### Business targets in next three to five years

To expand financial services covering all sub-districts across Thailand; to expand financial services to ASEAN with more new choices of financial products to match particular economic conditions and demand for financing in each country, under cautious risk assessment; and to expand NPL management services as well as debt collection services.

#### The Company's History, Changes and Significant Development

- |             |  |
|-------------|--|
| 1979 - 2013 | <ul style="list-style-type: none"><li>● The Kaewbootta family founded the Company to provide vehicle title loans in</li><li>● Petchabun Province. The business had been expanded to include larger service coverage in other provinces, marking a pioneer of the so-called car-for-cash loan segment.</li></ul>  |
| 2014        | <ul style="list-style-type: none"><li>● The Company carried out the initial public offering for the total shares of 250,000,000 at a par value at 1 baht and at a share price of 6.90 baht per share. In addition, the Company registered the change of the paid-up capital to 1,000 million baht (1,000,000,000 shares at a par value at 1 baht) with the Business Development Department, Ministry of Commerce on May 2, 2014. Then, the Stock Exchange of Thailand listed 1,000,000,000 ordinary shares at the par value of 1 baht, with the stock trading started on May 8, 2014.</li><li>● The Company founded Srisawad Asset Management Co. Ltd, with the registered capital of 25 million baht to operate debt collection services and purchase</li></ul> |



- distressed assets from financial institutions for management, with an operating license being granted by the Bank of Thailand on July 9, 2014.
- 2015
- On September 9, 2014, the Extraordinary Shareholder Meeting No 3/2014 resolved to allow the Company to receive the business transfer from Srisawad Power 1982 Co, Ltd. , its subsidiary. The transaction was completed on September 30, 2014 and Srisawad Power1982 already registered the company's dissolution.
  - The Company increased registered capital from 1,000 million baht to 1,060 million baht by issuing 60 million ordinary shares at a par value of 1 baht to support stock dividend amounting to 20 million shares; reserve for the first warrant exercise amounting 40 million shares and; and issue the warrant No. 1 ( SAWAD- W1) amounting 40 million units allocated to existing shareholders.
  - The Company was granted a license for nano finance operation by the Bank of Thailand.
  - Srisawad Asset Management raised its registered capital from 25 million baht to 100 million baht and renamed SWP Asset Management Co.,Ltd.
  - The Company founded Srisawad International Holding Co. Ltd , with the registered capital of 10 million baht, to operate as a holding company.
  - The Company founded Srisawad Vietnam LLC, with the registered capital of 200 million baht, to operate trading service in Vietnam.
- 2016
- The Company decreased and increased capital fund from 1,060 million baht to 1,086.5 million baht by issuing 26.5 million ordinary shares, at a par value of 1 baht, to support stock dividends amounting to 25.5 million shares, and reserve for adjusted exercise ratio of the warrant No. 1 amounting to 1 million shares.
  - The Company founded SWP Services Co. Ltd, with the registered capital of 15 million baht, to provide consultancy services to implement and manage the credit-provision process from end to end. After restructuring within the Group, the Company disposed all ordinary shares of SWP Services to Srisawad International Holding Co., Ltd. (the Company's subsidiary).
  - The Company established Srisawad Power 2014 Co., Ltd., with registered capital of 1 million baht, to operate debt collection service business.
  - United Coastal Co., Ltd. was founded with registered capital of 1 million baht to operate as a holding company overseas.
  - The Company invested in Bangkok First Investment & Trust Plc. at 9.84% of the paid-up capital. The Company requested for a permission from the Bank of Thailand to hold the shares in the financial institution at exceeding 10% of the total shares and it



- subsequently received the permission to hold up to 100% shares in BFIT from The Bank of Thailand on December 27, 2016.
- 2017
- The Company invested in Bangkok First Investment & Trust Plc. (later renamed Srisawad Finance Plc.) through the Company's agent and tender offer for 36.35% of the paid up capital.
  - The Company decreased and increased registered capital from 1,086.5 million baht to 1,130 million baht by issuing 43.5 million shares at a par value of 1 baht, to support stock dividend payment amounting to 41.8 million shares, and reserve for adjusted exercise ratio of Warrant No. 1 amounting to 1.6 million shares.
  - The Company raised fund in Srisawad Power 2014 Co., Ltd. from 1 million baht to 2,000 million baht and transferred partial business and branches to Srisawad Power 2010 Co., Ltd. Srisawad Power 2014 Co., Ltd. started to provide loans, loan management services and debt collection services.
  - The Company transformed the Company's business from lending business to holding business and changed the Company's name to "Srisawad Corporation Plc." in preparation to found a financial group..
  - The Company restructured business among the Company's group by segregating between lending transaction types and transactions sizes.
  - Srisawad International Holding Co., Ltd. founded Srisawad Leasing Laos Co., Ltd. with registered capital of 12.08 million baht in order to expand the lending business to Laos.
- 2018
- The Company decreased and increased registered capital from 1,130 million baht to 1,192.72 million baht by issuing 62.77 million ordinary shares at a par value of 1 baht, to support stock dividend payment amounting to 60.41 million shares, and reserve for adjusted exercise ratio of Warrant No. 1 amounting 2.36 million shares.
  - The Company increased capital in the its subsidiaries and associates as follows:
    1. Increased the capital in Srisawad International Holding Co., Ltd. from 10 million baht to 300 million baht.
    2. Increased the capital in Fast Money Co., Ltd. from 50 million baht to 150 million baht.
    3. SWP Services Co., Ltd. (the subsidiary of Srisawad International Holding or "SIH") increased the capital from 15 million baht to 300 million baht. SIH exercised its right for 210 million baht or 75% of the registered capital, with the rest 25% of the registered capital sold to Win Lily Pte. Ltd to benefit or facilitate the business in Myanmar.





- The office was relocated from the Ninth Grand Rama 9 Tower to Srisawad Building, Cheang Wattana Road.
  - Proceeded with a registration of business dissolution of United Coastal Co., Ltd. (i.e., a subsidiary of SIH).
  - The Company decreased and increased the registered capital from 1,192.72 million baht to 1,249.71 million baht by issuing 57 million ordinary shares at a par value of 1 baht to be allocated and offered on a private placement basis, i.e., Cathay Financial Holding Co., Ltd. or its associates at the offered price of 45 baht per share, worth a total of 2,565 million baht.
  - The Company founded P Lending Co., Ltd, with the registered capital of 5 million baht, with the Company holding 75% of total shares and the rest 25% being held by strategic partners, to establish a lending business platform.
- 2019
- The Company increased the registered capital from 1,249.71 million baht to 1,374.66 million baht by issuing 124.95 million ordinary shares at a par value of 1 baht to support stock dividend payment amounting to 120.48 million shares, and reserve for adjusted exercise ratio of the warrant No. 1 amounting to 4.47 million shares.
  - Srisawad International Holding Co., Ltd. bought the shares of SWP Services Co., Ltd. back from the partner due to business disagreements.
  - Subscribed and oversubscribed the right to purchase new shares of BFIT, which raised the holding in BFIT from 45% to 78%. Subsequently, a tender offer was made for BFIT's shareholders; after the tender offer, the Company's holding in BFIT increased to 82 %.
  - Holders of SAWAD- W1 warrants had exercised their rights to purchase ordinary shares amounting to 8,893,749 units; as a consequence, the paid-up capital increased by 11,001,563 baht.
  - Srisawad International Holding Co., Ltd. disposed its investment in Srisawad Vietnam LLC from 100% to 10% to its business partners.
- 2020
- From the last exercise of SAWAD-W1, 29,834,500 units of SAWAD-W1 had been exercised; as a consequence, the paid-up capital increased by 36,905,142 baht and SAWAD- W1 expired and was delisted.
  - Srisawad International Holding Co., Ltd. established three companies, Srisawad Pico Narathivas Co., Ltd., Srisawad Pico Yala Co., Ltd., and Srisawad Pico Pattani Co., Ltd. in order to expand to PICO finance business.



2021

- The Company decreased and increased the registered capital from 1,374.66 million baht to 1,428.08 million baht by issuing 54.93 million ordinary shares to reserve for the right exercise of SAWAD-W2.
- The Company issued and offered SAWAD-W2 amounting to 54.93 million units to existing shareholders.
- The Company founded Srisawad Digital Co., Ltd, with 50 million baht registered capital; the Company held 100% shares in this company in order to expand to digital personal lending business.
- The Company increased the investment in Srisawad Capital Co., Ltd to hold 65% shares in order to expand personal loan business under regulatory supervision.
- The Company entered into a joint investment transaction with Government Savings Bank ("GSB") in Fast Money Co., Ltd. ("FM"), the Company's wholly owned subsidiary, in order to operate the business of auto title loans for quality and low risk customers, with the interest at the rate of up to 18% per annum, which may be reasonably raised in line with FM's business operation. GSB would subscribe to the newly-issued ordinary shares in FM at not exceeding 1,300,500,000 baht and the value of the purchase of the existing ordinary shares in FM from the Company will not exceed 198,900,000 baht and the value of the newly-issued ordinary shares and the existing ordinary shares is 306 baht per share. The Company will jointly invest in FM whereby the value of subscription to the newly-issued ordinary shares in FM will not exceed Baht 1,300,500,000 and the value of the newly-issued ordinary shares is Baht 306 per share. After the joint investment, GSB will hold no more than 49 % of total shares in FM, and the Company will hold no less than 49% of the total shares in FM. Following the transaction, FM became the Company's associate.
- The Company entered into a joint investment transaction with Noble Development Public Company Limited ("NOBLE") in SWP Asset Management Co., Ltd. ("SWP"), the Company's 85%-owned subsidiary, which operates mainly in the non-performing loan and non-performing asset businesses, with the joint investment value by NOBLE of 300,000,000 baht. After the joint investment, NOBLE holds 20% of the total shares in SWP.
- Srisawad Capital Co., Ltd, the Company's subsidiary, invested in S Leasing Co. Ltd, with the holding of 90% to operate hire purchase loans for new motorcycles; this enables to the Company to resume hired purchase loan services for new motorcycles once again.



- The Company decreased and increased the registered capital from 1,428.08 million baht to 1,428.08 million baht by issuing 0.93 million ordinary shares, at a par value of 1 baht, to reserve for the right exercise of SAWAD-W2.
- 2022
- The Company had unwinded the joint investment transaction in SWP Asset Management Co., Ltd. ("SWP") with Noble Development Public Company Limited, and repurchased SWP's shares then made the Company hold 89% of SWP.
  - Srisawad Capital Co., Ltd., one of the Company's subsidiary, invested in Cathay Leasing Co., Ltd. with 100% shareholding for expansion of new motorcycle hire-purchase business.
  - The Company resolved to approve Srisawad Finance Plc. ("BFIT") to return its finance business license and discontinue finance business. The Company entered into the Share Swap Transaction by selling 65% shareholding in Srisawad Capital Co., Ltd. ("SCAP") to Srisawad Finance Public Company Limited, and acquisition of new ordinary shares in BFIT (the Company held 81.64% of BFIT's total shares) as a result the Company hold 0% and 72.05% of Srisawad Capital Co., Ltd. and BFIT respectively. Also resolved to approve BFIT plans to consolidate SCAP business with its business through an Entire Business Transfer ("EBT") BFIT changed its name from Srisawad Finance Public Company Limited to Srisawad Capital 1969 Public Company Limited and changed ticker symbol in the Stock Exchange of Thailand from BFIT to SCAP. As at 31 December 2022, Srisawad Capital Company Limited was under dissolution process after entire business transfer to Srisawad Capital 1969 Public Company Limited.
  - Srisawad Power 2014 Co., Ltd., one of the Company's subsidiary, invested in NISR Capital Co., Ltd. (later changed its name to Srisawad Power 2022 Co., Ltd.) with 100% shareholding for expansion of Personal loans under supervision of the Bank of Thailand. After started business, Srisawad Power 2022 Co., Ltd. had raised capital fund from Baht 51 million to Baht 500 million.
  - Srisawad International Holding Co., Ltd., one of the Company's subsidiary, increased the investment in Srisawad Vietnam LLC from 10% of shareholding to 70% of shareholding for expansion lending business in Vietnam.
- 2023
- The Company had resolved to acquire 4,900,000 ordinary shares of Fast Money Company Limited ("FM") for a total value of 1,499.4 million baht from Government Savings Bank. Then the Company's shareholding proportion in Fast Money Company Limited changed from 49 percent to 98 percent, transforming Fast Money Company Limited from an associate company to a subsidiary of the company





- The Company has restructured within the group to enhance operational efficiency and effectiveness, and to eliminate conflicts of interest. Sri Sawad International Holding Co., Ltd. (a subsidiary of the company), sold all of its shares in Sawad Rung Reung Finance (Cambodia) Co., Ltd. to Srisawad Capital 1969 Public Company Limited.
- Dissolution of 3 subsidiaries of Srisawad International Holding Co., Ltd., details as follow:
  1. Srisawad Pico Yala Co., Ltd.
  2. Srisawad Pico Pattani Co., Ltd.
  3. Srisawad Pico Narathiwas Co. Ltd.
- Established Srisawad Asset Solution Company Limited, registered capital 750,000 baht , 89.33 % owned by the company, to conduct business investing in other businesses.

Use of fund in accordance with objectives

In 2023, the Company raised fund by issuing 4 times as follows:

No.	Detail	Amount (MB)
1/2023	Guaranteed Debentures No.1/2023 tranche 1 Due B.E. 2567, tranche 2 due B.E. 2569, tranche 3 due B.E. 2570	6,000.00
2/2023	Guaranteed Debentures No.2/2023 Due B.E. 2568	4,113.00
3/2023	Guaranteed Debentures No.3/2023 tranche 1 Due B.E. 2569, tranche 2 due B.E. 2570, tranche 3 due B.E. 2571	9,168.20
4/2023	Guaranteed Debentures No.4/2023 tranche 1 Due B.E.2568, tranche 2 due B.E. 2569, tranche 3 due B.E. 2570, tranche 4 due B.E. 2571	6,364.50
Total		25,645.70



Use of fund	Amount as objectives (million bath)	Fund used (million baht)	Duration of fund use (month(s))	Progress of the use of fund
1. To repay debts from issuance of debt instruments	5,053.10	5,053.10	1	<ul style="list-style-type: none"> <li>- Repaid the bonds No. 1/2020, which were due for redemption in 2023 amounted 2,500 million Baht</li> <li>- Repaid bond No. 2/ 2019 which were due for redemption in 2023 amounted 500 million Baht</li> <li>- Repaid bond No. 2/ 2020 tranche 2, which were due for redemption in 2023 amounted 603.10 million Baht.</li> <li>- Repaid bond No. 1/ 2021 tranche 1, which were due for redemption in 2023 amounted 1,450 million Baht.</li> </ul>
2. To be reserved as working capital	20,592.60	20,592.60	3	- To be used for expansion of retail lending business
Total	25,645.70	25,645.70		



## 1.2 Business Profiles

Revenue structures of the Company and the subsidiaries

The revenue structure of the Company and the subsidiaries as in the consolidated financial statements ending December 31 is as follows.

(Million Baht)

Revenue Structure	2023		2022		2021	
	Million Baht	%	Million Baht	%	Million Baht	%
<b>Interest Income</b>						
Revenue from hire purchase business	5,709.64	30.19	2,490.13	20.28	682.15	6.67
Interest income from lending business	9,508.58	50.27	6,002.72	48.90	5,947.95	58.14
Interest income from asset management business	525.50	2.78	286.72	2.34	225.23	2.20
Total interest income	15,743.72	83.24	8,779.57	71.52	6,855.33	67.01
<b>Fee and service income</b>						
Insurance brokerage fee income	973.75	5.15	1,019.32	8.30	666.81	6.52
Other income	2,197.06	11.61	2,476.42	20.17	2,708.69	26.48
Total fee and service income	3,170.81	16.76	3,495.74	28.48	3,375.50	32.99
Total Revenue	18,914.53	100.00	12,275.31	100.00	10,230.83	100.00





## Business Structure

Business classified by types of income	Operated by	Portion of holding
Revenue from hire purchase business	- S Leasing Co., Ltd. (indirectly held through Srisawad Capital 1969 Pcl.)	64.84%
	- Cathay Leasing Co., Ltd. (indirectly held through Srisawad Capital 1969 Pcl.)	72.05%
Interest income from lending business	- Srisawad Power 2014 Co., Ltd.	99.99%
	- Srisawad Power 2022 Co., Ltd.	99.99%
	(indirectly held through Srisawad Power 2014 Co., Ltd.)	
	- Srisawad Capital 1969 Public Company Limited	72.05%
	- Srisawad Digital Co., Ltd.	99.99%
Interest income from asset management business	- Fast Money Co. Ltd.	99.99%
	- SWP Asset Management Co. , Ltd.	89.00%
Insurance brokerage fee income	- Srisawad Power 2014 Co., Ltd.	99.99%

## Details of the products or services

## Auto title and home-backed loans

SAWAD Group provides secured loans under the operation of Srisawad Power 2014 Co., Ltd., Srisawad Power 2022 Co., Ltd., Fast Money Co., Ltd. and Srisawad Digital Co., Ltd. in Thailand. In addition, the Company also provides secured loan services in Laos under Srisawad Leasing Laos Co., Ltd. and Srisawad Vietnam LLC. In Vietnam. The offered loans are collateralized by all kinds of vehicles, including personal cars with not exceeding seven seats, personal trucks (pick-up trucks), motorcycles, six-wheel vehicles, ten-wheel vehicles, trailers, vehicles used for agricultural purposes and etc. In addition to vehicles, other types of collateral are also accepted, including houses, land, condominiums.

Furthermore, in 2021, the Company entered a joint investment transaction with Government Savings Bank (GSB) to invest in Fast Money Co., Ltd (FM). FM operates auto title loans for quality and low risk customers, with the interest rate not exceeding 18% per annum. This results in the interest income structure not including Fast Money Co., Ltd.

During 2023 the Company repurchased ordinary shares of Fast Money Co., Ltd. (FM) from Government Savings Bank. After that, the proportion of holding of Fast Money Co., Ltd. had changed from 49% to 98%, then Fast

Money Co., Ltd. transformed from associate to a subsidiary of the Company. However, the Company still offered relief measures for customers by launching a low-interest rate campaign for good quality customers with proven repayment record as well as offering refinancing loans.

As of December 31, 2023, the Company offered auto title loans and home-backed loans with the total net receivables under the hire purchase contracts and loan agreements totaling 62,849 million baht, with over 30% being were home-backed loans.

*Loan value classified by collateral*

Loans classified by collaterals <sup>/1</sup>	December 31, 2023		December 31, 2022		December 31, 2021	
	Million Baht	%	Million Baht	%	Million Baht	%
Motorcycles	16,016.05	25.48	295.83	0.87	165.72	0.62
Commercial vehicles	3,662.50	5.83	2,414.63	7.09	1,663.12	6.18
Vehicles used for agricultural purposes	59.83	0.10	49.23	0.14	35.97	0.13
Four-wheel vehicles	19,975.15	31.78	14,052.78	41.27	10,828.79	40.22
Title deeds of houses, land and condominiums	23,134.99	36.81	17,238.57	50.63	14,232.23	52.86
<b>Total</b>	<b>62,848.51</b>	<b>100.00</b>	<b>34,051.04</b>	<b>100.00</b>	<b>26,925.84</b>	<b>100.00</b>

*Loan accounts classified by collateral*

Accounts classified by collateral	December 31, 2023		December 31, 2022		December 31, 2021	
	Contracts	%	Contracts	%	Contracts	%
Motorcycles	840,849	69.58	16,973	5.93	15,698	6.75
Commercial vehicles	49,254	4.07	17,573	6.15	16,033	6.89
Vehicles used for agricultural purposes	645	0.05	575	0.20	529	0.23
Four-wheel vehicles	207,988	17.21	176,945	61.88	141,523	60.85
Title deeds of houses, land and condominiums	109,830	9.09	73,901	25.84	58,797	25.28
<b>Total</b>	<b>1,208,566</b>	<b>100.00</b>	<b>285,967</b>	<b>100.00</b>	<b>232,580</b>	<b>100.00</b>

The value of the Company's secured loans declined in 2021 after the Company and GSB jointly invested in FM. Following the joint investment transaction, FM's status was changed from the Company's subsidiary previously to the associate. Therefore, the value of receivables as of December 31, 2021 had fallen significantly. However, in 2023, the Company repurchased shares of Fast Money Co., Ltd., changing its status from an associate company to a subsidiary. Therefore, the secured loan receivables were included in the total loan receivables of the group, as evidenced by an increase of 28,798 million Baht from the total receivables at the end of 2022, which amounted to 34,051 million Baht.

**Non-secured retail loans**

SAWAD group provides non- secured retail loans. The service is operated by Srisawad Capital 1969 Plc. and Fast Money Co., Ltd, which are subsidiaries who have been granted licenses to offer these retail loans by the Bank of Thailand, with the following details.

Personal loans under supervision of the Bank of Thailand

Srisawad Capital 1969 Pcl. provides personal loan services under supervision of the Bank of Thailand. Non-secured loans are offered through independent sales teams. The targeted customer groups include those who possess proven financial records but encounter temporary liquidity problems or those who seek a new source of funding. Potential customers are required to be permanent employees with monthly income from 30,000 baht upwards. Customers can make installment payment from 12-60 installments, with the interest rate of not exceeding 25% per annum. During 2022, from the restructuring business within the Group, Srisawad Capital Co., Ltd. had entired business transfer to Srisawad Capital 1969 Pcl., then personal loans under supervision of BOT had transferred to Srisawad Capital 1969 Pcl.

As of December 31, 2023, the Company marked the outstanding net receivables balance of personal loans amounting to 3,022.97 million Baht.

Nano Finance

SAWAD was granted a license by the Bank of Thailand to provide Nano finance loan services and the permission to provide loan through the Nano finance scheme in April 2015. Not being secured by collateral, providing Nano finance loans is riskier than offering secured loans. Hence, the Company offers loans only to persons who plan to start a new business as a franchisee. To consider approving appropriate lending amount, the Company mainly focuses on the franchiser policy, the permanent venue for the business, the revenue and expense projections in order to minimize the risk. Some existing customers with proven repayment records are also considered. The income earned by this Nano finance loan segment includes interest income, fees for minimum repayments, contract fees, and penalty fees for late repayment.

To consider approving Nano finance loans, SAWAD Group focuses on customers' ability to repay debts, analyzing their general information as well as credit data from National Credit Bureau Co. Ltd. For the lending duration, the Company allows 24 – 36 installment periods. Customers who fail to settle the installment bills for four consecutive months will receive a warning letter from the Company. If the customers still refuse to repay the debts, the Company will proceed with legal action.



As of December 31, 2023, the Company recorded Nano finance loan receivables of 7,357 contracts, with the total receivables valued at 44.18 million baht. The lending durations were between 12-30 installment periods. However, in order to minimize risks, the Company has frozen Nano finance since the beginning of 2020.

#### **Hire purchase loans for new motorcycles**

SAWAD Group also offers hire purchase loans for new motorcycles, which is run by S Leasing Co, Ltd. And Cathay Leasing Co., Ltd. the companies under umbrella. Offered to those who wish to purchase new motorcycles, the loans can finance purchases of any brands of motorcycles, with the installment periods of 12–60 months. The financing service can be received through any motorcycle dealers, which are the Company's business partners.

In 2021, the Group invested in S Leasing, which operates hire purchase loans for new motorcycles. This investment had enabled the Company to expand our new motorcycle hire purchase lending market. However, around the middle of the year, the new motorcycle market encountered supply shortage due to manufacturing suspension of motorcycle plants as a result of COVID-19 infections. Therefore, the lending amount in the middle of the year fell. However, the situation began to normalize in the final quarter after the plants resumed their normal manufacturing.

In 2022, the Group invested in Cathay Leasing, which operates hire purchase loans for new motorcycles. This investment had enabled the Company to expand our new motorcycle hire purchase lending market. During 2023, the business of motorcycle hire-purchase loans began in Cambodia by Sawad Rung Reung Finance (Cambodia) Co., Ltd.

As of December 31, 2021, the hire purchase receivables for new motorcycles amounted to 77,142 contracts and the value of receivables under the hire purchase contracts stood at 5,654 million baht. As of December 31, 2022, the hire purchase receivables for new motorcycles amounted to 295,442 contracts and the value of receivables under the hire purchase contracts stood at 23,949 million baht.

As of December 31, 2023, the hire purchase receivables for new motorcycles amounted to 531,269 contracts and the value of receivables under the hire purchase contracts stood at 31,021.87 million baht.

#### **Debt Collection Business**

The Company provides debt collection services, under the operation of the subsidiaries, i.e., SWP Asset management and Srisawad Power 2014, with the focus on debt collection operation, particularly for secured debts. The two subsidiaries serve different customer groups: SWP Asset Management provides debt collection services for financial institutions, and Srisawad Power 2014 provides debt collection services for leasing and car dealer companies.



SAWAD group possesses highly experienced staff members as well as extensive branch networks across regions nationwide. As of December 31, 2023, the Company saw the branch network of 5,447 branches across the country, which enable the Company to offer wide coverage debt collection operation.

#### **Distressed Asset Management Business**

SAWAD Group started operating distressed asset management in 2015. The Company began the business by auctioning for distressed assets at financial institutions. Before the auctions, SWPAM has to do due diligence for non-performing loans data; then analyze the data before proceeding with the pricing for auction. After the auctions, SWPAM inspects all details of non-performing loans, subrogates, and substitutes all nonperforming loans to SWPAM's assets. In each auction process, SWPAM carefully takes account of expected success rates of collection, enforcement, resale, related expenses used for collection, periods of collection period and the Company's required rate of return. In 2021, the Company invested in the asset management business by partnering Noble Development Plc. in order to acquire knowledge and expertise about the property business from Noble Development Plc. The Company expects to apply such knowledge to supporting the distressed asset management and enhance the Company's sale of foreclosed assets.

In 2022, The Company had unwinded the joint investment transaction in asset management business with Noble Development Public Company Limited, and repurchased SWP's shares from Noble Development Public Company Limited

As at December 31, 2023, the Company marked the outstanding balance of distressed assets at cost amounting to 3,290 million baht and foreclosed assets worth 797 million baht.

#### **Comprehensive Credit-Provision Management Consultancy Service**

In 2016, the Company established a subsidiary, SWP Services Company Limited (SWPS), to provide consultancy services to implement and manage the credit-provision process from end to end. The focus market consists of companies in the CLMV countries. The new business was aimed at allowing the Company to study the markets in preparation for further overseas expansions in the future.

SWPS's services includes assisting companies in the banking and financial service industry, and also those engaging in installment sale arrangements; and managing the credit provision process from end to end. This includes developing and advising procedures related to customer verification, customer credit evaluation, credit approval, balance collection, and marketing.

#### **Deposits Services**

SAWAD group also provides deposits services. The operation is carried out by Srisawad Finance Plc., (at present is Srisawad Capital 1969 Plc.) which offers several types of deposit services, such as deposit receipts, and promissory notes to general public, corporate entities, foundations and associations. Terms

of deposits are at call or ranging from 1 – 36 months. The Company offers appropriate interest rates according to the existing economic condition and in line with the interest rate in the money market as a whole.

In 2021, the Company had a policy to reduce finance cost and the ceiling for deposit protection was also lowered. Also, the Company had secured sufficient liquidity. Therefore, the Company did not focus on deposit services.

During 2022 Srisawad Finance Pcl. returned the finance business license to MOF, Srisawad Finance Pcl. returned all of deposits, as a result, the outstanding of deposits was 0 Baht.

As of December 31, 2020-2022, details of the outstanding balance of deposits classified by type of deposits are as follows:

Type of Deposits	December 31, 2023		December 31, 2022		December 31, 2021	
	Million Baht	%	Million Baht	%	Million Baht	%
At Call	0	0.00	0	0.00	62.09	36.55
At maturity	0	0.00	0	0.00	107.81	63.45
<b>Total</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>169.90</b>	<b>100.00</b>

### **Insurance Brokerage Services**

In 2018, the Company received a license to operate non-life and life insurance brokerage businesses, issued by the Office of Insurance Commission (OIC). Hence, the Company is able to offer car insurance policies and other insurances, including credit coverage insurance, personal accident insurance and health insurance. The insurance services are offered to the Company's existing customers as well as general customers.

In 2019, the Company started to offer options for customers who bought auto insurance with cash payment, with an interest-free car insurance installment plan for up to 8 months and up to 12 months in December 2021. The service was aimed at reducing customers' burdens. Meanwhile, other service providers in the same business usually offers installment payment plans only for customers who have credit cards under certain conditions or allow installment of up to 10 months. This alternative providing such an option for installment payments has brought the company a significant advantage in acquiring new customers because those who have low purchasing power can reach auto insurance. This also enables customers to access more insurance products offered by the Company and it can help them manage their current fund more effectively. .

Furthermore, in 2021, the Company prepared to develop a platform that would create the Company's competitive advantages. This is a crucial factor driving the growth of the Company's insurance brokerage business. The platform can be used to compare and set prices of the payment of insurance premiums, both in full amount, installments and renewal. The aforementioned system assists in the working process of the branches. The Company's platform is connected to the insurance company partners with



outstanding features that can offer the prices for customers as well as provide protection to customers immediately. This allows customers to conveniently compare and purchase car insurance policies from 15 leading insurance companies in Thailand.

The Company believes that the ability to distribute products through digital and data analytic capacity will enable the company to serve customers better in the future. Using the processing system can set prices better and also increase cross-selling opportunities. In addition, it also reduces damages that may occur to the Company's insurance partners.

The Company's service is considered an important part of the insurance selling. The Company believes that the insurance partners will benefit from our data analytic in the future. Meanwhile, the Company is committed to acting as an accessible and reliable advisor for customers, helping them to make decisions about insurance purchase or insurance renewal. This should help secure consistent income. While the Company is not exposed to underwriting risks, the information about insurance sales and claims compiled by the Company should be helpful for underwriting and risk management in the future.

#### Service channels

The Company's services are offered through the following channels.

##### 1. Branches

Customers are welcomed to contact for lending services, insurance purchase, installment payment and insurance premium payment at all branches across the country. As of December 31, 2023, the Company's branch network included a total of 5,447 branches. The branches open Mondays to Fridays at 08:30 – 16:30 hrs. and Saturdays at 08:30 – 15:30 hrs. The staff members at all branches organize public relation and sale promotion activities on a monthly basis in order to introduce services to potential customers in the community

The Company's nationwide branch networks cover the following regions.

Region	No. of branches
Bangkok and vicinities	638
The Central	807
The West	326
The East	485
The Northeast	1,610
The South	1,120
The North	461
Total	5,447

## 2. Independent sale teams

The Company provides personal loans under supervision of the Bank of Thailand through independent sale teams consisting of 122 sales members, who offer personal loans to potential customers who have permanent job.

## 3. Telesales

The Company also engages in telesales channel, which allow the Company's staff to contact customers, reconfirm transactions the customers have done with the Company, listen to customers' suggestions, opinions, and complains, and also offer the Company's various financial services, including lending services, insurance services and etc.

## 4. Online channels

- The Company's website, [www.sawad.co.th](http://www.sawad.co.th) : The website provides information and services from SAWAD Group. The main page is designed to support mobile application and make the page show up on the top list of search engine when users input certain key words about SAWAD. The page presents the Company's products, such as auto and home-backed loans. In addition, there is also advertising through Google.
- Facebook.com/Srisawadpower: This channel focuses on communicating the Company's services to customers and creates interactions as well as brand experiences through comments or questions posted on the page. Content is created to match ongoing consumer behaviors and it is presented both by images and videos. In 2022-2023, Srisawad Ngern Sod Tan Jai page, was a finalist in the Leasing category at the Thailand Zocial Awards 2022-2023 in the Financial Service (Leasing) category, which was one of the 5 brands that performed the best on social media in the field of Financial Service (Leasing) for two consecutive years. This growth on social media channels was recognized at the largest social awards ceremony in Thailand, organized by Wisersight (Thailand), a provider of social data analysis. This award honors brands, influencers, and entertainment industry figures who have shown outstanding performance on social media across various categories, through a tangible measurement of marketing activity effectiveness on social media for over 10 years.



- LINE@srisawad focusing on communication and creating a great experience with customers through online channels, a CHATBOT named “Nong Tunjai” was launched to provide customers with fast service, anywhere and anytime.
- Youtube.com/Srisawadfastmoney, content related to the brand and customer testimonials who have used the service and wish to share their positive experiences are collected. This aims to inspire others to leverage the capital obtained from loans to generate their own income.
- TIKTOK channel @srisawad.official, content that is both informative and entertaining is presented to meet the changing media consumption behaviors of consumers.



and adjust the advertising format to accommodate changes in media consumption behavior of consumers, at present Short Form Video is increasingly popular. And adding the world's leading platforms to support such behavior such as Facebook and Instagram Reels, Youtube Short or TIKTOK. Video to a shorter format to respond to changing consumer behavior Therefore, the media is produced in the form of animation (Video), including motion graphics





- Online loan agent channel via the Affiliate system, marketing that offers opportunities for website owners/Bloggers/Social Media who are interested in loan products to present information through their own community and can generate income by being a loan agent for the company

#### 5. Company's partners

The Company's partners consist of the following:

- Customers can settle installment bills and payment of insurance premium at Counter Service, service counters of Bangkok Bank, Krung Thai Bank, Kasikorn Bank, Bank for Agriculture and Agriculture Cooperatives, and Government Savings Bank. Customers only show the identification card indicating the contract number and the staff can proceed with the record of the repayment transactions and issue receipts
- Motorcycle dealers: The Company assign staff to examine hire purchase loans for new motorcycles at partner motorcycle dealers. As of December 31, 2023, the Company's staff were based at 5,717 motorcycle dealers in all regions across the country.

Areas	No. of dealers
Bangkok and vicinities	1,088
The Central	353
The North	842
The East	880
The Northeastern	1,393
The West	287
The South	873



- Online Partners

(1) LINE BK

The company cooperates with LINE BK partners to offer payday loans for increasing options to accessing lending service for Thais This is the first time that we have cooperated with partners who operate the same lending business. The company will offer secured loans that gives a high credit limit, low interest rate and fair to borrowers, fast approval, for those who need urgent working capital There are various types of loans, including all type of vehicles back loans, home and land loans by foreseeing the expertise and expertise in providing services of LINE BK that can provide a complete range of financial services. on the LINE application through a wide range of product offerings covering all customer needs which is consistent with the guidelines of Srisawad which want Thai customers can access legal loan sources and receive fair interest. Therefore, from Srisawad's strengths with a variety of loan services, quick approval, and no complicated conditions. fair interest Including having service points covering all over Thailand join forces together with LINE BK, users will be convenient and satisfaction with this cooperation.



(2) SILKSPAN

SILKSPAN is a Thai company and a pioneer in the Financial Supercenter business, which consolidates financial services such as credit cards, loans, and insurance in one place for easy comparison, and consumers can choose the services that suit them best.



(3) RICULT

Ricult is an application designed to speed up planting in the new season, supporting Thai farmers to significantly increase their yield and efficiency in agriculture. In partnership with Srisawad, it aims

to simplify the financial aspects for farmers. Credit and funding issues are among the key limitations for many farmers. The Ricult application makes financial management straightforward for farmers, offering a comprehensive solution to all their problems within a single application.



#### (4) 360TRUCK

Experts in the platform for booking freight trucks help efficiently match transport providers with empty return trips with goods owners in need of transportation services. This is achieved through technology and algorithms developed specifically to address the issue of empty return trips directly. Collaborations have also been established to strengthen financing and pawn services for vehicle registration books, aiming to expand the target customer base for trucks by making access to capital more convenient.



#### Market and Competitions

The Company's core businesses include provision of collateralized retail loans, with vehicles, land, homes and condominiums as collateral, in the forms of hire purchase contracts, personal loans, and Nano finance. The core businesses generate interest income from loans, and interest income from hire purchase. Therefore, the country's monetary outlook, which can be reflected by the interest rates, the outlook for investment in bills of exchange, the government bond yields, has an impact on Company's ability to

access funding sources as well as cost of fund to operate the business in different periods. Therefore, all aforementioned are crucial to the Company's business operation.

#### **Auto title and home-backed loans**

The auto title loan segment has continued to grow given the nature of loans secured by car registration certificates and attractive returns. This business segment should also benefit from high demand from low income earners who need to reach financing sources. The Company projects the number of people seeking financing services at 18-20 millions. On the back of the aforementioned factors, many operators have become more interested in this loan segment as the yield from this segment is high and it is particularly interesting amid the intense competition in the hire purchase market for new vehicles. Players in the auto title loan segment can be classified into two major groups, based on customer targets.

- 1) The players focusing on A to B- graded customers who earn stable incomes: Such customer groups include employees of private firms or state enterprises. Most operators who focus on these customer groups include commercial banks and their subsidiaries, e.g., Krungsri Auto (Car4Cash), TISCO Bank (TISCO Auto Cash), KBANK (K-Car to Cash), SCB (My Car My Cash), and KTB Leasing (KTBL Car Convenience Cash). The operators in this group sees cost advantages thanks to their lower funding costs and larger branch networks, as well as stronger capital bases. It should be noted that these players focus primarily on financial documents, emphasizing customers with good financial records.
- 2) The operators focusing on customers with Grade B- downwards who reside the provinces: The customer groups in this category include small business operators, factory employees, general workers, farmers and lower- end customers with limited access to funding or loan sources. The funding limitation may be caused by their unfamiliarity with transactions in the banking system, the uncertainty that their loan application will be approved, and their understanding that the loan application at a bank is way too complicated and slow. Financial service providers in this category include Ngern Tid Lor Pcl., Muengthai Capital Pcl., Saksiam Leasing Pcl and Heng Leasing and Capital Plc. These operators consider credit limits, based the customers' data base. Branches' staff who are close with the communities go to check the customers' information on site, as well as examining supporting financial documents. Moreover, services include those collateralized by many asset items, including cars, motorcycles, vehicles used for agricultural purposes, land deeds, and etc. These operators focus on the expansion of branches in order to be close to communities, enabling them to develop relationships with community members and leaders. They also focus on organizing marketing activities to promote their service brands and improve relationship with communities. As of December 31, 2023, the Company captured the third biggest market share in terms of the total receivable value in the non-financial institution system.

### Comparative Details vs. Peers

	SAWAD Group	Other operators			
		Ngern Tod Lor	Muangthai Capital	Saksiam	Heng Leasing
<b>Slogan</b>	<i>Srisawad</i> <i>Ngern Sod Than</i> <i>Jai"</i>	<i>Ngern Tod Lor</i>	<i>Convenient, Fast,</i> <i>Good Service and</i> <i>Lower interest rate</i>	<i>Loans for society</i>	
<b>Founded in</b>	1997	2006	1992	1986	2015
<b>Total receivables</b> (Million baht)	76,747.63	85,801.41	136,624.90	11,503.65	10,066.50
As of Dec 31, 2023					
<b>Branch network</b>	All regions Nationwide	All regions	All regions	North, Central and Northeast	All regions
<b>Collateral</b>					
- Second-hand cars	✓	✓	✓	✓	✓
- Motorcycles	✓	✓	✓	✓	✓
- Trucks	✓	✓	✓	✓	✓
- Vehicles for agricultural purposes	✓	✓	✓	✓	✓
- Land	✓	✗	✓	✗	✓

Source: SET and the Company's website

### SAWAD Group's marketing development in 2023

#### Marketing Strategy

The Company continues to focus on delivering excellent services to loan customers and insurance broker businesses consistently across all channels. This involves expanding new marketing channels and extending business partnership networks to attract new customer groups, such as:

- Branch channels, emphasizing branch staff to perform aggressive field marketing, promoting to interested customer groups seeking loans and services.
- Partnering with New Holland tractor dealerships, setting up booths and collaborating with dealers nationwide to market to the agricultural sector.
- Marketing through delicious restaurant channels in communities, increasing by more than 1,600 shops by installing vinyl media, menu signs, tablecloths, and aprons to create brand awareness and promote the stores.
- Installing vinyl signboards in community shops around branch areas to raise awareness among community members and passersby.



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- Telesales channels, where sales staff call to offer loans and insurance, providing initial information. If the customer is interested, then coordination with a branch which location convenient for the customer to service.



- Marketing alongside health awareness campaigns by offering free health check-ups in collaboration with Kluaynamthai Medical Clinic in over 37 communities, aiming to promote good health for community members.



### Digital marketing

Digital marketing focuses on advertising and public relations to communicate with the target customer group on online channel, making them aware of the brand, loan services, and insurance brokerage services. It also aims to find new target customers who are interested and can click to register online to inquire about various



details. This information is then forwarded to telesales and branch officers in over 5,500 branches nationwide to provide information on loans and various services.

- Planning a digital channel strategy for publicity, creating brand awareness, offering a variety of loan types, focusing on communication that precisely targets and stimulates loan arrangements across all channels. In 2023, the volume of loans arranged through online channels grew by more than 68% compared to the previous year, 2022.
- The Company creates social listening by using a tool that screens negative feedbacks about the Company's brand, which are expressed on all online channels. The social listening tool is updated 24 hours and there is a warning system, which enables the Company to address the issues and manage any brand crises with a prompt manner. In addition, the Company can also analyze the data concerning customers' demand, which can enable the Company to design new marketing and communication that can better serve customers' demand.
- Expand online communication channels (Official) The Company has expanded channels that cover and respond to behavioral needs. even more consumers Each platform will present appropriate content such as Website , Facebook , LINE@ , Youtube and TIKTOK etc.

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#### **Outlook for the auto title and home-backed loan segment**

In 2023, forecaste that, demand for funding both for household use or business purposes will remain intact. Loans secured by vehicle registrations and home or land title deeds will remain popular, and this consistent high demand will attract more new players into the market. In addition to potential players, existing hire purchase loan operators may also add their auto title loan services to their business portfolios. According to the Bank of Thailand, there are 74 operators who have received the licenses to operate auto title loans. Therefore, the competition in this market has intensified, both in terms of interest rate cut or access to operators' services. As for the Company, we still reaffirm our existing marketing strategy, i.e., offering services with fast speed, convenience, easy access and uncomplicated process.

#### **Non-secured retail loans**

The competition in personal loans is high. According to the Bank of Thailand, as of December 31, 2023, there were 54 operators with Nano-finance licenses, and there were 95 operators with Personal Loan licenses with the total loan outstanding balance of approximately 20,000 million baht. However, after assessing the extent of risks in this business as well as the degree of impact of COVID-19 infections, the Company decided to slow down the services in Nano-finance.



In December 2020, the Company invested in Srisawad Capital Co., Ltd., engaging in personal loans under supervision of Bank of Thailand, to provide non-secured personal loans through independent sale teams. The loans are offered to customers who have proven repayment records and stable financial position but encounter temporary lack of liquidity, or those who seek an alternative channel to reach other sources of funds. The loans are offered to customers who earn stable monthly income from 30,000 baht upwards. The loans can be repaid on the installment of 12-60 periods, with the maximum interest rate of 25% per annum. This service targets hi-end customers, and there are few players in this segment. Therefore, it is assessed that the Company can expand the services in this segment further.

During 2022, from the restructuring business within the Group, Srisawad Capital Co., Ltd. had entered business transfer to Srisawad Capital 1969 Pcl., then personal loans under supervision of BOT had transferred to Srisawad Capital 1969 Pcl.

#### **Outlook for non-secured retail loan business**

Personal loans tend to grow continuously in line with the country's economy. When the economy is good, people have a need for money, and even when the economy is not good, the demand for money never fades. Therefore, the Company believes that the trend of the cash loan business, or personal loans, will grow in the same rate with the country's economy.

#### **Debt Collection Business**

There are a number of debt collection companies and law firms competing in this debt collection industry; therefore, the competition is rather intense. However, with our extensive branch networks across the country, SAWAD can enjoy cost advantages over peers in the industry.

#### **Distressed Asset Business**

At present, there are many asset management firms, including state owned asset management companies, asset management companies under commercial banks' arms, and private asset management companies. However, the Company normally auctions for selective non-performing loans in which the Company has high expertise. Moreover, our nationwide branch coverage enables the Company to thoroughly contact debtors. Meanwhile, the volume of non-performing loans in financial institutions has remained huge given that the country's economy has yet to fully recover. This rather weak economic condition has prompted financial institutions to bring their massive non-performing loans for auction sales. As of December 31, 2023, financial institutions marked total non-performing loan outstanding of 492,833 million baht.

#### **Motorcycle Hire Purchase Loan Business**

In 2021 and 2022, Srisawad Capital Co., Ltd, the Company's subsidiary, invested in S Leasing Co. Ltd, with the holding of 90% and Cathay Leasing Co., Ltd. with the holding of 100% to operate hire purchase



loans for new motorcycles. These companies are engaged in the business of new motorcycle hire-purchase loans, with motorcycle dealers which have several hire-purchase loan providers. Therefore, in order for this business to grow, the company must maintain good relations with motorcycle dealers, provide fast service through quick loan approval processes at acceptable risk levels, and offer flexible services, such as various installment and down payment options that can accommodate different customer needs.

#### **Outlook for Motorcycle Hire Purchase Loan Business**

The growth rate of new motorcycle hire-purchase loans varies according to the annual production and sales of new motorcycles. The number of motorcycles produced and sold averages around 1.6 million units per year. However, this depends on various factors, and in 2023, new motorcycle registrations in the country reached 1.8 million units per year, marking another year of increase. A clear trend is the rising price per unit every year, which presents an opportunity for companies. As motorcycle prices tend to increase while the income of potential customers may not keep pace, the demand for motorcycle hire-purchase loans accelerates. Moreover, local loan providers may diminish after the consumer protection office regulation effective from January 10, 2023, which caps interest rates at 23% and imposes numerous compliance requirements, making it difficult for small-scale hire-purchase loan businesses to survive. Therefore, this represents an opportunity for larger companies to grow further, as they already have the advantage of scale, and the reduction of competitors means increased growth opportunities. Consequently, the company has a clear chance to expand its loans annually.

#### **Insurance brokerage business**

The Company has to compete with many consumer loan operators. As for this insurance brokerage business, the Company competes with a large number of small and large groups of insurance brokerage firms given that the non-life insurance brokerage market in Thailand is highly fragmented. In 2022, there were other operators doing the same business. The Company and peers have seen their loan business growth bolstered by expansion of auto title loans. Such expansion was done alongside the rapid branch network extension. In addition, operators have also expanded to related businesses in order to enlarge their existing customer base and related branch networks. Furthermore, the Company and the other operators have expanded to non-life insurance brokerage business as well.

#### Market overview of non-life insurance brokerage business

The promotional campaign for car insurance premium payment in 12 installment periods with 0% interest rate without a requirement for a credit card








In order to make lending and insurance transactions easy, uncomplicated, and fast for everyone to access, Srisawad and the partners, i.e., over 15 insurance firms, present the service slogan “‘One-stop loan and insurance services at SAWAD’ by launching a new promotional campaign for car insurance. The new promotional campaign was aimed at helping customers to reduce their financial burden caused by full payment of car insurance premium. In other words, the Company offers an option for customers to pay the premium on installment by cash, with no credit card required. They receive the protection immediately after the payment of the first installment is proceeded and also receive the policy within the day the first payment is made. The installment duration is extended from eight periods to a maximum of 12 periods, which is the longest period allowed in the market. This is an alternative both for the Company’s existing customers and potential customers who are seeking car insurance products, which better match their preferences in all dimensions.



#### Overview of the non-life insurance brokerage business

The non-life insurance brokerage business in Thailand is highly fragmented. There are 1,547 non-life insurance brokerage licensees, which can be divided into seven groups, i.e., independent insurance brokers, dealers or car leasing companies, non-financial institutions, bancassurance, online insurance brokers, shops or hypermarkets and individual agents. All employees of insurance brokers who act as non-life insurance underwriters, are required to have an individual brokerage license. In 2021, over 190,000 individual insurance brokerage licensees were registered.

### Category of Brokerage agents

Brokerage Type	Details	Brokerage Companies	Competitive advantage
 <b>Brokerage agents</b>	Agents who focus only insurance business	TQM Lockton Sri Krung	wellknown with extensive experiences in insurance brokerage business
 <b>Dealers or leasing companies</b>	Car dealers, and leasing companies	Honda Insurance Broker Toyota Insurance Broker	own customer base
 <b>Non- financial institutions</b>	Non-banks who provide lending services	Srisawad Muangthai Capital Ngern Tid Lor	cross selling between their products to their customers (e.g. auto title loans and car insurance)
 <b>Bancassurance</b>	Subsidiaries of commercial banks	Thanachart Broker Krungsri General Insurance Broker	banks' customer base, banks' reputation, cross selling between banks' products
 <b>Online insurance brokers</b>	Sole online insurance brokers	Rabbit Finance Roo Jai	low cost, simple and rapid sale
 <b>Shops or hypermarket</b>	Huge customer base to cross selling	Tesco Lotus Seven-Eleven	huge customer base making it easy to increase products on the portfolios
 <b>Individual agent</b>	Individual sales or sales through individual agents' customer network	Shop owners	possess good understanding of the market in the locality and good relation with customers

### Outlook for the non-life insurance business

The Thai economy is likely to recover better in 2023, which should be positive to the non-life insurance industry. However, the ability to adjust products to keep up with changing consumer behaviors as well as new technologies is a key challenge for all insurance firms to try to compete in order to maintain their customer bases. In 2023, Insurance companies will use Data Science or data to analyze to penetrate more target groups for car insurance, meanwhile, the situation of car insurance in Thailand is so competitive that some insurance companies are almost

no profit. Only more clearly and in depth data analysis and the information must be firm enough will penetrate the target group and can be profitable for this type of product. Therefore, using in-depth data will be an only way for operators to generate some profit. They need to clearly target particular customer groups and provide sufficient in-depth information. Therefore, it is likely that non-life insurance business will become a business involving in a big data war due to the current concern for their own health. The life insurance business profit a lot from health insurance both sales and lower costs (people who are sick don't dare to go to the hospital if it's not necessary) and will see this trend continue in the year 2022 as well, so it's not surprising to see life insurance companies focus on selling health insurance. More non-life insurance firms will have to fine tune their strategies to a certain degree. Insurance operators who decided not to offer COVID-19 insurance will likely enjoy better financial position and gear up to grow further.

In 2022, the total premium was 272 billion baht, and in 2023, it is estimated to be 282.2 billion, comprising 5% car insurance, 12.7% health insurance, 1.3% accident insurance, and 9.4% miscellaneous insurance. These figures indicate an opportunity for the group of companies to grow by using in-depth data analysis to find appropriate coverage for their existing customer base. Additionally, the development of digital platforms by the company to meet customer needs—such as rapid premium comparisons from leading insurance companies, issuing policies within a day, and offering consultative services rather than hard selling.

#### **Procurement of products and services**

##### **Lending business**

###### **Funding sources**

The Company's funding comes mostly from short-term and long-term borrowing from financial institutions at 22,536.55 million baht, accounting for 21.64 % of the total funding sources. The figure suggests that the Company is rather highly dependent on borrowing from financial institutions. Nonetheless, the Company's funding can also be secured by other sources, such as bills of exchange, long-term bonds offered to institutional investors or high-net-worth investors. The funding from these sources can be reserved as working capital and a means to inject liquidity to the Company; these accounted for 49.9% of the total funding, as of December 31, 2023. Moreover, the Company also has secured funding from shareholders' equity at 27.05 % of the total funding.





Funding Sources	December 31, 2023		December 31, 2022		December 31, 2021	
	Million Baht	%	Million Baht	%	Million Baht	%
Deposits	-	-	-	-	169.90	0.39
Debt securities issued	-	-	-	-	6.00	0.01
Short-term loans from financial institutions	4,754.57	4.56	5,086.21	8.19	500.00	1.14
Bills of exchange	7,330.00	7.04	2,270.00	3.65	0.00	0.00
Short-term borrowing from related party	1,000.00	0.96	-	-	-	-
Financial lease liabilities	1,475.95	1.42	1,452.39	2.34	1,138.43	2.60
Long-term borrowing from financial institutions	17,781.98	17.07	5,625.35	9.05	3,254.77	7.42
Bonds	43,640.96	41.90	22,032.63	35.46	14,073.43	32.10
Shareholders' equity	28,177.00	27.05	25,662.30	41.30	24,697.86	56.34
<b>Total</b>	<b>104,160.46</b>	<b>100.00</b>	<b>62,128.88</b>	<b>100.00</b>	<b>35,961.02</b>	<b>100.00</b>

As for future funding, the Company has a policy to seek particular funding sources to suit the purposes.

The Company also takes account of the appropriate repayment period and the debt to equity ratio.

#### Lending policy

SAWAD Group has a policy to offer loans only to retail customers with secured collateral. The Group's customer targets include B- graded customers downward, including factories' workers, general workers, state employees, and etc. Potential customers are required to own collateral and the sources of their income should be clearly specified and verified by financial documents. A customer and/or a guarantor is required to submit supporting documentation for loan approval process, including a copy of ID card, a copy of house registration, and a payslip or related income identification documents. All these are required for application of both secured loans and non-secured loans.

#### Risk management

Considering approving loan applications, the Company emphasizes the qualifications of the potential customers and/or guarantors in order to assess their repayment ability. Also, the quality of assets placed as collateral and the repayment ability of the guarantors are taken into account. The staff members at branch offices carefully examine the information and identification of the potential customers as well as



the documents showing the sources of their income and/or related documents of the guarantors. Moreover, the staff also carries out on-site inspections. In terms of asset quality appraisal, the Company has an effective team working on examining the conditions and the liquidity of the collateral to determine credit limits. For vehicles, the examining team considers types, ages, models, brands, physical conditions and popularity. Generally, the Company offers auto title loans for cars aged not more than 15 years and motorcycles aged not more than five years. As for commercial vehicles, such as tractors and harvesters, or over-aged vehicles, the Company considers physical conditions on a case-by-case basis. Over 80% of the total collateral are vehicles with average ages between 2-14 years. For home and land collateral, the Company conducts asset valuation, based on the appraisal values given by the Land Department as well as the market prices of nearby property.

#### **Insurance Brokerage Service Business**

##### **Insurance company partners**

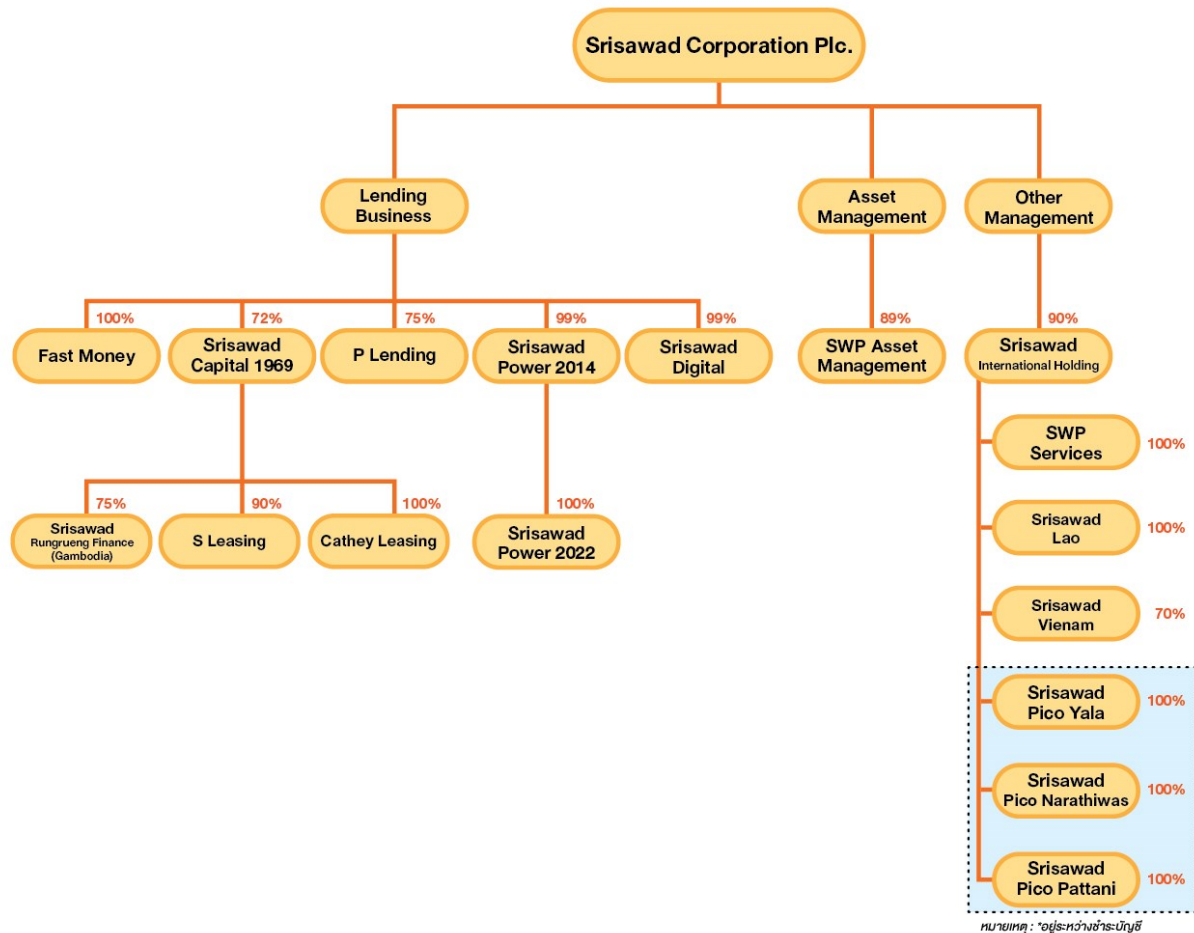
The Company has good relation with 10 - 15 leading insurance companies in Thailand, some of which are well-known brands in the industry. The Company is considered to be an important strategic partner, which can be seen from the Company's status as one of the main underwriters of many insurance company partners. In addition, the insurance company partners have never broken the partnership contracts signed with the Company. In this regard, the company believes that the insurance company partners have seen the rapid growth of insurance premiums that the Company has achieved and they can also see that the Company can refer them a number of customers. In addition, the Company's customer base has been driven by the outcome of the application of advanced technology, which can be further enhanced and lead to better product efficiency. Ultimately, the Company can enjoy better cost advantages, when compared to the conventional model of distribution.

#### **Distressed Asset Management Business**

As of December 31, 2023, total non-performing loan outstanding balance at financial institutions marked at 492,833 million baht, consisting of both secured loan and non-secured loans. The Company expects to manage to successfully action for certain amount of non-performing loans from financial institutions.

### 1.3 The Company's holding structure

The Company's holding structure as of December 31, 2023



### Investment Policies and Control of the Subsidiaries

The Company has a policy to invest in businesses that benefit or support the Company's core businesses in order to generate more income and profit as well as enhance growth potential for the Group. The management policies of all subsidiaries are based on the Company's overall business policies. The Company has a policy to invest in certain entities at the percentage of holding that can enable the Company to manage and control them or at the holding level that can empower the Company to determine management directions and share mutual control power. Moreover, the investment can be in forms of entire own investment, joint investment, or partial investment. However, the Company has no policy to invest in an entity at the extent that the Company cannot send a representative to be a director in such entity.



The Company has invested in corporations, both directly and indirectly. The Company holds share in such corporations at least 10.00% of the total issued and paid-up capital.

Company	Business	Paid-up capital (Million Baht)	% of investment	Investment value (MB)
Direct Investment				
Fast Money Co., Ltd.	secured loans	1,000.00	99.99	3,073.28
SWP Asset Management Co., Ltd.	Asset management	750.00	89.33	835.00
Srisawad Power 2014 Co., Ltd.	Debt collection services, lending services and Insurance brokerage services	2,000.00	99.99	1,999.97
Srisawad International Holding Co. , Ltd.	Holding company	300.00	99.67	299.00
Srisawad Capital 1969 Plc.	non-secured loans	6,506.24	72.05	8,252.90
P Lending Co., Ltd.	Development of a platform for lending business	5.00	75.00	3.75
Srisawad Digital Co., Ltd.	Digital personal loans	50.00	99.99	50.00
<b>Total</b>				14,513.90
Indirect investment (Through Srisawad International Holding Co., Ltd.)				
SWP Services Co., Ltd.	Management and advisory services	300.00	99.99	299.49
Srisawad Vietnam LLC	Lending services	101.92	70.00	30.19
Srisawad Leasing Laos Co., Ltd.	Lending services	12.08	90.00	10.96
Srisawad Pico Pattani Co., Ltd.	In the process of dissolution	10.00	99.99	10.00
Srisawad Pico Yala Co. , Ltd.	In the process of dissolution	10.00	99.99	10.00
Srisawad Pico Narathivas Co., Ltd	In the process of dissolution	10.00	99.99	10.00
Indirect investment (through Srisawad Capital 1969 Pcl.)				
S Leasing Co., Ltd.	Hire purchase loans for new motorcycles	50.00	90.00	45.00
Cathay Leasing Co., Ltd.	Hire purchase loans for new motorcycles	50.00	100.00	39.77
Sawad Rung Reung Finance (Cambodia) Plc.	Hire purchase loans for motorcycles in Cambodia	115.64	75.00	81.57
Indirect investment (through Srisawad Power 2014 Co., Ltd.)				
Srisawad Power 2022 Co., Ltd.	secured loans	500.00	100.00	500.00



## Shareholder structure

The list of shareholders and their shareholding out of the total registered and paid-up shares as shown in the book of shareholder's registration as of May 23, 2023 is as follows:

Shareholders	May 23, 2023	
	Share amount	%
1. Kaewbootta Family <sup>1</sup> consisting of	628,407,211	45.76
1.1 Ms Thida Kaewbootta	394,854,856	28.76
1.2 Ms Doungchai Kaewbootta	101,302,196	7.38
1.3 Mr. Chatchai Kaewbootta	50,276,399	3.69
1.4 Mrs. Jariya Kaewbootta	81,523,760	5.94
2. Thai NVDR Company Limited	135,054,489	9.84
3. Cathay Financial Holding Co., Ltd.	125,827,254	9.16
South East Asia UK (Type A) Nominees Ltd.	62,700,000	4.57
Citi (Nominees) Limited	63,127,254	4.59
4. Krungsri Dividend Stock LTF	14,823,800	1.08
5. State Street Europe Limited	13,364,249	0.97
6. SCB Dividend Stock 70/30 LTF	9,873,430	0.72
7. Social Security Office by SCBAM	7,944,200	0.58
8. Mr. Woraphat Setthasompob	7,301,570	0.53
9. Mrs. Naipaporn Rungsirattawanong	6,635,688	0.48
10. Mr. Dnarnu Kerdlarpphol	5,257,557	0.38
11. General investors	418,662,945	30.49
<b>Total</b>	<b>1,373,152,393</b>	<b>100.00</b>

### 1.4 Registered and Paid-up Capital

As of December 31, 2023, the Company had the registered capital of 1,430,382,656 baht, consisting of 1,430,382,656 ordinary shares at a par value of 1 baht per share, and the paid-up capital of 1,373,152,393 baht, consisting of 1,373,152,393 ordinary shares at a par value of 1 baht.

The Company's obligation on issuance of ordinary shares in the future

The Company is obliged to issue 57,230,263 new ordinary shares to support the exercise of the right of the warrants No. 2 to subscribe for the Company's new ordinary shares.



## 1.5 Issuance of other securities

## Bonds

SAWAD Group had been authorized to issue bonds valued at 100,000 million baht and the Company had already issued senior and secured bonds with bondholders' representatives for sale to general investors and institutional investors. As of December 31, 2023, the issued and sold bonds totalled 40,127.20 million baht details as follows.

Secured senior bonds: All issued bonds are guaranteed by Srisawad Power 2014 Co., Ltd, which is the Company's subsidiary.

Issuance Date	Symbol	Amount (Baht)	Interest Rate	Tenor	Maturity Date
28 Aug 2020	SAWAD242A	1,696,900,000	3.75	3 years 6 months	28 Feb 2024
27 Jan 2021	SAWAD241A	1,550,000,000	3.25	3 years	27 Jan 2024
23 Jun 2022	SAWAD24DA	2,879,000,000	3.45	2 years 6 months	23 Dec 2024
23 Jun 2022	SAWAD25DA	1,253,000,000	3.75	3 years 6 months	23 Dec 2025
4 Aug 2022	SAWAD258A	2,882,600,000	3.80	3 years	4 Aug 2025
11 Aug 2022	SAWAD248A	820,000,000	3.25	2 years	8 Aug 2024
1 Sep 2022	SAWAD269A	500,000,000	4.00	4 years	1 Sep 2026
6 Oct 2022	SAWAD24OA	900,000,000	3.50	2 years	3 Oct 2024
16 Dec 2022	SAWAD253A	657,000,000	3.75	2 years 3 months	16 Mar 2025
16 Dec 2022	SAWAD266A	1,343,000,000	4.15	3 years 6 months	16 Dec 2026
18 Jan 2023	SAWAD248B	1,998,000,000	3.30	1 year 7 months	8 Aug 2024
18 Jan 2023	SAWAD261A	1,999,500,000	4.10	3 years	18 Jan 2026
18 Jan 2023	SAWAD271A	2,002,500,000	4.30	4 years	18 Jan 2027
5 Apr 2023	SAWAD254A	4,113,000,000	3.85	2 years	5 Apr 2025
11 May 2023	SAWAD265A	5,009,500,000	4.30	3 years	11 May 2026
11 May 2023	SAWAD275A	1,314,700,000	4.50	4 years	11 May 2027
11 May 2023	SAWAD285A	2,844,000,000	4.65	5 years	11 May 2028
15 Sep 2023	SAWAD259A	1,199,500,000	4.25	2 years	15 Sep 2025
15 Sep 2023	SAWAD269B	2,750,500,000	4.75	3 years	15 Sep 2026
15 Sep 2023	SAWAD279A	524,100,000	4.85	4 years	15 Sep 2027
15 Sep 2023	SAWAD289A	1,890,400,000	5.00	5 years	15 Sep 2028

## Bills of exchange

SAWAD Group had been authorized to sell short-term bills of exchange valued at 10,000 million baht for the duration of not later than 270 days. The bills of exchange were offered to institutional investors or high





- net - worth investors. As of December 31, 2023, the Company had issued and offered bills of exchange amounted 7,330 million baht.

### Warrants

In the Annual General Meeting of Shareholders for the year 2020, the shareholders approved to issue and offer the warrants for subscription of newly issued ordinary shares of Srisawad Corporation Plc. No. 2 (SAWADW2) amounting to 54,923,477 units to existing shareholders at the ratio of 25 existing shares per 1 unit of warrant. The Company has issued SAWAD-W2 since September 3, 2020. As of December 31, 2023, the details of the Company's warrants prescribed are as follows:

Name of Warrants	Warrants to subscribe newly issued ordinary shares of Srisawad Corporation Plc. No. 2 (SAWAD-W2)
Issuance Date	September 3, 2020
Allotment Method	Allot to existing shareholders whose names appear as the shareholders as of August 18, 2020, at the ratio of 25 ordinary shares per 1 unit of warrant
Offering Price	-0- baht
Exercise Ratio	One unit of warrant is entitled to subscribe for 1.042 ordinary shares.
Exercise Price	95.907 baht
Exercise Period	Warrant holders may exercise the right on the last business day of the months of February and August each year throughout the tenor of the warrants. The first exercise date will be the last business day in February 2023 or on February 28, 2023. The last exercise date is August 29, 2025.
Term of Warrants	Not more than 5 years
Maturity Date	August 30, 2025
Number of Warrants	54,923,477 units
Outstanding of Warrants	54,923,477 units
Underlying Shares	57,230,263 shares

In 2021, the exercise ratio was adjusted from one unit of warrant being entitled to subscribe for one ordinary share previously to being able to subscribe for for 1.017 ordinary shares. In addition, the offering price was changed from 100 baht previously to 98.292 baht because the Company paid cash dividends at the greater extent than 90% of the net profit stated in the separated financial statement.

In 2023, the exercise ratio was adjusted from one unit of warrant being entitled to subscribe for 1.017 ordinary share previously to being able to subscribe for for 1.042 ordinary shares. In addition, the offering price was



changed from 98.292 baht previously to 95.907 baht because the Company paid cash dividends at the greater extent than 90% of the net profit stated in the separated financial statement.

## 1.6 Dividend Policy

The Company and the subsidiaries have a policy to offer a dividend payout ratio at not below 40% of the net profit after income tax and after legal provision, based on the separated financial statements. The Company's directors have authorities to consider dividend payment, except for the case that the Company decides not to follow such dividend policy or occasionally changes the policy. The dividend policy can be changed, provided that the change will bring maximum benefits to the shareholders of the Company and the subsidiaries. For example, the Company may need to reserve cash for future loan repayment or funding for potential business expansion. Also, the dividend payment policy can be changed in accordance with changing market conditions that may have an impact on the Company's future cash flows.

The Company's dividend payout over the past five years is shown on the following table.

	2023	2022	2021	2020	2019
Earnings per share (baht) from consolidated financial statements	3.64	3.26	3.44	3.32	2.85
Dividend per share (baht)	0.1115	1.80	1.80	1.80	1.40
Dividend payout ratio (%)	3.06 <sup>/1</sup>	55.21	52.33	54.22	49.12

<sup>/1</sup> Stock dividend payment

## 2. Risk Management

SAWAD Group emphasizes the significance of risk management; therefore, the Company arranges business performance evaluation and risk assessment to examine certain risks that may have impact on the Group's business operation. The performance evaluation and risk assessment is arranged at least once annually. In light of the risk assessment, the Company's management analyzes possible risks in different areas before reporting them to the Board of Directors for the board's acknowledgement. In addition, the management also provides some suggestions to limit risks or keep risks under acceptable levels. Should there be any risks that may possibly impede potential achievement of the targeted business goals, the Group needs to seek measures to manage these risks.

### 2.1 Risk Management Structure

#### Board of Directors

The Board of Directors determines or approves the framework for good and effective risk management. The Company also specifies the extent of risk appetite, which is determined by the Risk Management Committee. The framework of risk management covers five areas, namely strategic risks, marketing risks, credit risks, liquidity risks, operational risks and IT risks. Moreover, the Company also reviews related operation guidelines and policies on a regular basis.

#### Risk Management Committee

The Risk Management Committee has a duty to outline certain policies and a direction for the organization's overall risk management, which include key areas of risks. The Committee also determines the strategy and the direction for risk management to match the Group's overall risk management policy as well as monitor and keep the extent of risks under an appropriate level. In addition, risk measurement criteria and acceptable risk ceiling are also identified so that the Company can proceed with appropriate risk management measures that match the circumstances.

#### Risk Management Unit

The risk management unit has a duty to design and determine risk management tools and process. The unit also sees that all designed risk management tools and process are applied to operation in different business units. The risk management unit is also responsible for risk analysis, risk monitoring, and completion of risk reports in order to maintain the risks under acceptable levels.

#### Internal Audit Unit

The internal audit unit is responsible for examining and assessing the Company's internal control system. The unit also reviews the operation to ensure that it conforms to the Company's set policies, principles and regulations. Furthermore, the internal audit unit also reviews the overall risk assessment process as well as inspect the quality of Company's internal operation.

### Risk Owners

Risk owners include units, divisions and departments of the Company, that are responsible for risk management in various areas related to the products and services under their responsibilities. They are required to ensure that their operation process and operation system are under the risk management at acceptable risk levels.

## 2.2 Risk Factors

### Potential risks

#### 1. Risks associated with pandemics and climate changes

Due to ongoing COVID-19 pandemic emerged in many countries around the world, including Thailand; The pandemic has also persisted until and there may be new risks if new infections caused by new strains emerge. In addition, there are also risks associated with natural disasters caused by climate changes, such as global warming. Some natural disasters include coastal flooding or a drought crisis, which may damage plantation areas. All these unfortunate events may lead to business operation ceases in various sectors, covering the manufacturing and service sectors as well as domestic consumption. For example, some plants may have to cease or delay their production. This also impacts the Company's operation: if some of the Company's customers, who may be negatively impacted by the aforementioned events, have to cease their business operation, they may become unable to repay the principle or interest to the Company. Thus, they will have to negotiate with the Company, requesting for an interest rate reduction or repayment postponement. If this is the case, the Company's operational performance may deteriorate.

However, the Company tries to mitigate the aforementioned risks by greater cautious review or examination of new loan applications. In addition, the Company also reviews and upgrades the business continuity plan on a regular basis.

#### 2. Risks associated with cyber threats

Cyber threats tend to occur and demand the attacked targets. Cyber threats can be divided into seven patterns, namely malware, phishing, SQL injection attack, cross-site scripting, session hijacking and man-in-the-middle attacks and credential reuse. Any one of these attacks may lead an organization to cease services or prevent access to necessary information. In addition, these threats may also cause data losses or damage data, which will in turn damage the Company and the Company's existing customers.

The Company plans and outlines policies and measures for IT risk management, which cover risk assessment, risk analysis, and risk management. The Company plans to control as well as direct certain steps for risk mitigation, including control for prevention, control for examination, control for provision of guidance, and control for provision of solutions. Furthermore, the Company also specifies the boundary of areas for management of information technology system security, based on the ISO/IEC 27001 standard, which has been regularly upgraded.

Operational risks, which may lead to investment risk exposure for shareholders

1. Regulatory risks that may impact business operation

SAWAD Group runs businesses under supervision of the Bank of Thailand, who grants licenses to operate lending business in various loan segments, namely finance business, personal loan business under supervision, nano-finance business, and asset management business. In addition, the Company's insurance brokerage service is carried out under the subversion of the Office of Insurance Commission as well as the Office of Consumer Protection Board and Anti-Money Laundering Office. All these regulatory bodies may change or amend related laws, regulations, rules, and requirements, which would impact the Company's business operation and competitiveness. In light of this, the Company may have to change certain operational practices in order to comply with the new requirements; this possibility may impact the Company's operation performance.

SAWAD Group realizes regulatory risks, so the Company continues to monitor regulatory changes and assess possible impacts from such changes. All regulatory changes and results of possible impact assessment are reported to the Board of Directors so that appropriate measures to address the changes can be created in a prompt manner. In regard to businesses that require scheduled renewal of licenses, the Company will take care of license renewal within the timeframe specified by regulators.

2. Risks associated with possible failure to comply with the Personal Data Protection Act

The Personal Data Protection Act 2019 ("Personal Data Protection Act: PDPA") has been in force since June 1, 2022. The PDPA provides protection of personal information from improper personal data collection, data use or disclose of personal information. In addition, the act also restricts personal data processing by persons in possession of such personal data. Given a wide scope of application of the PDPA and the nature of the Company business, the Company is also required to comply with the PDPA in operating the businesses. One of the provisions in the PDPA is that a personal data protection officer should be appointed given that the Company involves in processing of sensitive personal data. Violation of PDPA is subject to certain legal penalties, including indemnity. In some cases, punitive compensation may incur in the extent of not more than twice of the value of damages experienced by personal data owners. In addition, high amounts of criminal liability and fines are also imposed.

Provisions of the PDPA cover many areas. In addition, regulators may delay announcements and prescribing relevant guidelines. These factors make it difficult for the Company to assess the adequacy of the Company's measures in compliance with the law. In addition, the Company is unable to guarantee that the user information protection system and technical measures are appropriate and adequate enough in accordance with applicable laws, either for existing or potential ones. Note that the PDPA and the new legislation on data protection, which will be imposed, may cause inflexibility for the Company to proceed with certain business information and these may lead to higher regulatory costs. If the Company

is found to violate the PDPA, it is subject to severe penalties, and the Company will be unable to access essential assets or information required for daily business operation. Furthermore, the Company's brand or reputation may be damaged. All aforementioned possibilities will have significantly negative impacts on the Company's business operation, financial position, operational performance, and business opportunities. All in all, the Company has carefully studied the law and has procured a data system service provider to enable the company to manage personal data systems smoothly, including the data of customers, partners, shareholders, employees, and related parties. Additionally, the company regularly reviews the processes for managing personal data systems.

### 3. Risks associated with future changes in financial technologies

At present, financial technologies have changed rapidly, with financial service providers having developed a number of applications or other tools for providing digital lending. These new platforms provide flexible services and differ from conventional services. For example, freelancers, who normally face some difficulties accessing funding sources due to the lack of official documents clearly indicating the sources of their income, can now use digital footprint, i.e., the online transaction service records, to support their loan applications. This enables consumers to access funding sources rapidly and they can proceed with financial transactions for 24 hours, which can mitigate time limitations, caused by certain working hours or commuting to physical service offices of financial service providers. In addition, they can also compare funding sources in just a short time. Hence, if the Company is unable to make some self-adjustment to be able to keep up with the technological changes, the Company may be at risk of losing some market share due to the arrival of new players who can better adjust themselves and reach customers more rapidly.

### 4. Liquidity risks

A liquidity risk is a risk resulting from the Company's failure to repay debts and settle obligations when they are due because of the inability to monetize assets or mobilize adequate funds within the set schedule and at reasonable costs. This could cause damage to the Company.

The Company regularly manages liquidity risks by closely reviewing, monitoring, and analyzing the liquidity situation through a number of tools for funding allocation. In addition, a financial status report is submitted to the Managing Director daily. In case of emergencies, the Company can be well prepared for liquidity management and such emergencies. Furthermore, the contingency plan has been carried out and tested regularly.



**Risk associated with dependence on borrowing from financial institutions**

Given the nature of lending business, lenders need sufficient funding in order to support business operation. As of the December 31, 2023, SAWAD's funding sources consisted of: i) seven financial institutions; ii) bills of exchange, iii) shareholders' equity and iv) bonds. As of December 31, 2023, the amount of loans taken out from the seven financial institutions totaled 23,536.55 million baht. By funding sources, the lending from the seven financial institutions accounted for 0.00-6.00 % of the total funding sources. In case the Company is unable to get loans from the financial institutions, this will have a negative impact on the business, financial position as well as operational performance of the Group.

Borrowing mainly from the financial institutions, the Company has a very good repayment record and has never been requested by the lenders to repay debts before schedule. In order to reduce the dependency on the financial institutions, the Company seeks new funding sources by issuing 4 times of senior bonds amounting to 25,645.70 million baht. This bond issuance can reduce the extent of dependency on the financial institutions to a certain degree.

**5. Risks associated with marketing and strategy risks****Risks associated with competitions in personal loan, auto title loan and hire purchase loan businesses**

The personal loan, auto title loan and hire purchase loan segments see intense competition, both from the existing players and new comers. Most existing operators are financial institutions who enjoy competitive advantages from lower funding costs and larger capital base. These operators, including commercial banks or their subsidiaries and hire purchase or leasing firms engaging in auto title loans and hire purchase loans, see good potentials for attractive returns. In addition, the auto title loan and hire purchase loan segments do not require large investment in operating equipment, and neither do they need operating licenses from a particular government agency. Hence, new comers can easily penetrate the business, without any limitation, as they need only some funding sources for offering loans to customers. Given this favorable business condition, more and more new players have begun to compete in the industry. Apart from the aforementioned competition from the new players, the existing ones also attempt to come up with marketing strategies to beat one another. For instance, they offer bigger credit limits, extend repayment duration, and offer low interest rates in order to attract potential customers. But in 2023, the Bank of Thailand set a cap on the interest rates for new motorcycle hire purchase loans, affecting many operators in the new motorcycle leasing industry and forcing them to revise their strategies in order to keep their businesses ongoing.

Nevertheless, the success factors do not depend solely on sufficient funding. With our long experience of 40 years in the business, SAWAD Group understands our customer groups very well, with wide service coverage. Moreover, in 2021, the Company collaborated with Government Savings bank to enter a joint investment transaction in Fast Money Co., Ltd. This joint investment has brought the



Company certain synergies and broadened service coverage across the country. As of December 31, 2023, SAWAD Group's branch networks included 5,447 branches and our auto title loan services were also available at 1,055 branches of Government Savings Bank. The Company provides fast and effective services, with a large data base system. In addition, SAWAD also possesses expertise in loan approval procedure as well as loan collections. As a result, the Group enjoys competitive advantages over peers and is able to examine loan applications efficiently. Moreover, most commercial banks or the firms under the umbrellas of commercial banks focus mainly on the new auto market or A-graded customers, while hire purchase or leasing companies emphasize services for buyers of new cars or used cars in the upper and middle market segments. On the contrary, SAWAD group focuses on different customer groups by offering auto backed loans and home- backed loans to potential customers who own vehicles and property but may be unable to access financial services offered by commercial banks or those under banks' umbrellas.

#### **Risks associated with competitions in the insurance brokerage service business**

The Company faces high competition in all aspects of its business operations and anticipates that such competition will increase, especially from the fact that the insurance brokerage business in Thailand is highly competitive. The Company competes with a large number of small- and large- scale insurance brokers; this is because the insurance brokerage market in Thailand is highly diversified. Leading non-life insurance brokerage firms may directly focus on insurance clients in the market; and these firms can be direct competitors with the Company. Meanwhile, smaller non-life insurance brokerage firms, including companies that specialize in technologies, may be able to offer new services to compete with the Company, and they can be accepted by the market rapidly.

The Company's insurance sales channels include the Company's 5,447 branches nationwide. Furthermore, the Company also offers installment options of up to 12 months for payment of insurance premiums. This special offer is an alternative for customers to gain easier access to insurance services, which can enhance the Company's competitiveness further.

## **6. Credit Risks**

#### **Risk associated with higher NPLs**

At present, the auto title loan and hire purchase loan businesses are not under control by any particular regulatory agencies or special laws. Hence, operators are able to expand their business at their full potential. Therefore, they will see high risk exposure of greater non-performing loans ("NPL") if they lack cautious loan approval process or effective internal control system.

However, the company group has implemented a strict loan review process at every step, emphasizing loan quality by verifying the information of customers and guarantors. It includes assessment reports to evaluate customers' repayment ability and requires customers to make a down payment of 10-20% for new motorcycle hire purchase loans. As of December 31, 2023, the group had non-performing loans amounting to 2,997.67 million baht, an increase from 1,385.27 million baht on December 31, 2022. When

comparing the ratio of non-performing loans to total loans, it was found that the proportion increased from 2.51% as of December 31, 2022, to 3.09% as of December 31, 2023. For the provision for doubtful debts as of December 31, 2022, and December 31, 2023, the group set aside 656.14 million baht and 1,605.15 million baht, respectively, or as a ratio of the provision for doubtful debts to total loans, equivalent to 1.81% and 1.19%, respectively. Although the provision for doubtful debts is lower than the non-performing loans, given the group's loan issuance characteristics with collateral and a low loan-to-value (LTV) ratio of only 30-70%, the group considers the provision for doubtful debts to be sufficient and appropriate for the business model

Unit: Million Baht	December 31, 2023	December 31, 2022	December 31, 2021
Non-performing loans (NPL) <sup>1</sup>	2,997.67	1,385.27	1,248.59
Total loans <sup>2</sup>	97,109.00	55,270.00	33,689.00
<b>% of NPL to total loans</b>	<b>3.09</b>	<b>2.51</b>	<b>3.71</b>
Allowance for doubtful accounts	1,605.15	656.14	608.83
<b>% allowance of doubtful accounts to total loans</b>	<b>1.65</b>	<b>1.19</b>	<b>1.81</b>

Note <sup>1</sup> NPLs mean loans which the Company stops realizing revenue according to revenue realization policy

<sup>2</sup> Total loans mean the amount of loans stated in the loan agreements and hire purchase contracts deducted by unearned interest income

#### Risks associated with possible failure to confiscate collaterals

Most collateral items are movable property, i.e., cars and motorcycles, and these items are more difficult to confiscate, in case customers fail to repay debts, than other property collaterals, e. g., houses, land, and etc. If the Company is unable to confiscate and sell the collateral in compensation of unpaid debts, this will have a direct negative impact on the Company's business operation, financial position, and earnings performance.

To mitigate the risks in this area, the Company has a policy to offer loans to individuals and/ or collateral and/ or guarantors residing in the same areas where the Company's branches are located. Moreover, the Company's credit staff are also assigned to examine the information on site, i.e., the addresses identified by the customers, in order to double check the existence of the collateral. In case the customers fail to settle the monthly installment bills, the Company will assign its staff in charge to follow the customers and confiscate the collateral afterwards. The staff will promptly take action in order to prevent the customers from running away with collateral. It should be noted that the Company also benefits from its extensive branch networks of over 5,000 branches nationwide, i.e. another channel for the Company to locate the collateral.

**Risk associated with impairment of foreclosed assets**

According to the nature of the auto title and hire purchase loan businesses, once a customer fails to settle the installment bills for three consecutive periods, the Company will send a letter notifying that the contract will be terminated should the customer does not repay the debts within 30 years from date (for the hire purchase contracts) or seven days (in case of the loan agreements). If no action is taken by the customer within the identified timeframe, the Company is entitled to confiscate the collateral. After that the Company will issue a letter notifying the customer to redeem the collateral within 30 days, both in cases hire purchase and loan agreements. If the customer is not present to redeem the collateral within the specific timeframe, the Company is entitled to sell the collateral. At present, the Company sells foreclosed assets through several sale channels including branches for selling motorcycles, and warehouses for keeping confiscated cars. In addition, via the auction houses such as Saha Auction Plc. And Saha Crane Co., Ltd. to organize auctions for people who may be interested in buying confiscated motorcycles. The proceeds from the sale of confiscated collateral will be used for covering the outstanding balance. If the Company is unable to sell the confiscated items, this will have a negative impact on its financial position and operational performance.

The Company decides to extend loans to customers, considering the popularity of the vehicles in the market or the locations of the land in order to reduce potential impact of the lack of liquidity from the sale of confiscated collateral. After confiscating the collateral, the Company's staff will keep the items and sell them to the Company's selected counterparty by tranches at net asset value price.

The pricing of confiscated collateral is based on the remaining value of the outstanding balance, which is normally lower than the market price. Hence, the selling prices of confiscated collateral items are normally lower than the market prices, increasing more liquidity to the sale transactions.

**7. Operational Risks****Risks associated with possible damages from frauds or corruptions by branches' employees**

Being engaged in the auto title loan, hire purchase, non- secured personal loan and non-life insurance brokerage businesses, SAWAD Group authorizes the branch managers to approve credit limits and extend loans to customers immediately, provided that the loans are under the credit limits within their approval authority. Customers can settle the installation bills at the Company's branches by cash with the branch staff. This practice can be risky given the possibility that some operation staff may involve in frauds or corruption.

The Group is well aware of the risk, so the Company puts an internal control system in place in order to examine the performance of branches. The internal control system is equipped with supporting informational technology. Officers from the central offices also cross check and ensure that customers receive loans as specified in the contracts. Moreover, for every repayment transaction at any branches,

customers are given receipts from the central data system. The head office has a monitoring system, which can detach when a branch office receives over-limited repayment amounts. A branch receiving over-limited repayment amounts will be requested by the head office to deposit the sum to the bank. Moreover, the Group also has a particular audit unit to examine the lending procedures and repayment transactions of branches at random. Various measures as well as systems should help to keep any possible damages at insignificant levels. In addition, the Company has a policy that any staff dealing with payment and repayment transactions done by customers have to put guarantees or have guarantors before the employment contract is signed.

**Risks associated with loan agreements and collateral documents being lost or damaged by fires**

Loan agreements and documents identifying the ownership of the collateral are major assets for the lending service business. In case customers fail to make repayment for the outstanding balance overdue, the Company needs to use such agreements or documents for further legal action. Losses or damages of such loan evidence due to fires may have negative impact on the Company's operation. Realizing the risk of losses and damages of loan evidence, the Company thus comes up with measures to reduce the risk by setting up a storage room for important documents in order to speed up and facilitate overall operation process because the loans linked to motorcycles are short-term loans with low credit limits. Entry to this special storage room is very strict and the room is covered by a fire insurance policy. Moreover, the Company also keeps all documents in an electronic form, with all data being backed up at a separate location on a daily basis in order to prevent damages from any threats.

**8. Risks associated with the fact that the major shareholder group holds stake of over 45%**

As of 23 May 2023, the Kaewbootta Group, consisting of Ms. Thida Kaewbootta, Ms Duangchai Kaewbootta, Mr Chatchai Kaewbootta and Mrs Jariya Kaewbootta, was the major shareholder group holding combined stake of 45.76% of the paid-up capital. With such a large portion of stake holding, the Kaewbootta Group has a controlling power as well as influence on decision making. The Group can also control the majority votes in shareholder meetings. Hence, there is a risk that some other shareholders may want to join hands and gather votes in order to balance power and question some matters raised by the major shareholder group in the shareholder meetings.

Based on the Company's organizational structure, however, the Company has clearly identified scopes of authority, rules and responsibilities of the directors in all committees, with transparency. Also, the measures in regard to connected transactions linked to any directors, major shareholders, management, as well as individuals with possible conflicts of interests are clearly identified. The aforementioned people are not allowed to vote on related issues that they may involve in conflicts of interests. Also, the Audit Committee, consisting of independent directors, is appointed to consider and make decisions on the issues to ensure that the practice on such issue is transparent enough to convince the shareholders that the Company's management structure ensures balance of power and effective management.

### 3. Driving Business for Sustainability

Srisawad Corporation Public Company Limited (SAWAD) aims to operate responsible lending business under the good corporate governance principles. Therefore, we integrate the commitment to develop the business towards sustainability with the Company's operating strategies to operate according to the concept of sustainable business operations on environment, social, and governance (SDGs). Accordingly, the Company has announced and enforced sustainability management policies, which are in line with the Sustainable Development Goals (SDGs), in order to develop sustainable operational efficiency throughout the supply chain as well as establish an awareness among employees to participate in driving the organization towards sustainability.

## SAWAD is committed to reducing greenhouse gas emissions to zero (Net Zero).

### 1

The Company is committed to supporting Thailand and our customers in the economic system to reduce the amount of greenhouse gas emissions, and we are ready to announce our commitment to net zero greenhouse gas emissions by 2050, in line with the Paris Agreement.

### 2

The Company has set a target of net zero greenhouse gas emissions from our operations (Scope 1 and 2) by 2040; we have also included the net zero greenhouse gas emissions target across the Company's portfolio. The Company will continually evaluate business opportunities in order to operate in line with technology and various regulations.

### 3

The Company is committed to promoting knowledge and understanding of environmental, social and corporate governance issues. (Environmental, Social, Governance: ESG) to stakeholder groups throughout the supply chain, along with promoting the integration of such issues into the operational process to ensure actual implementation and enable the Company to adapt to a low carbon society.





## Sustainable Development Framework and Policy

## Sustainability management structure

## Goals



## Environmental

Ensuring environmental stewardship towards a Net Zero society




## Social

Create a sustainable society that elevates the quality of life for all stakeholder groups

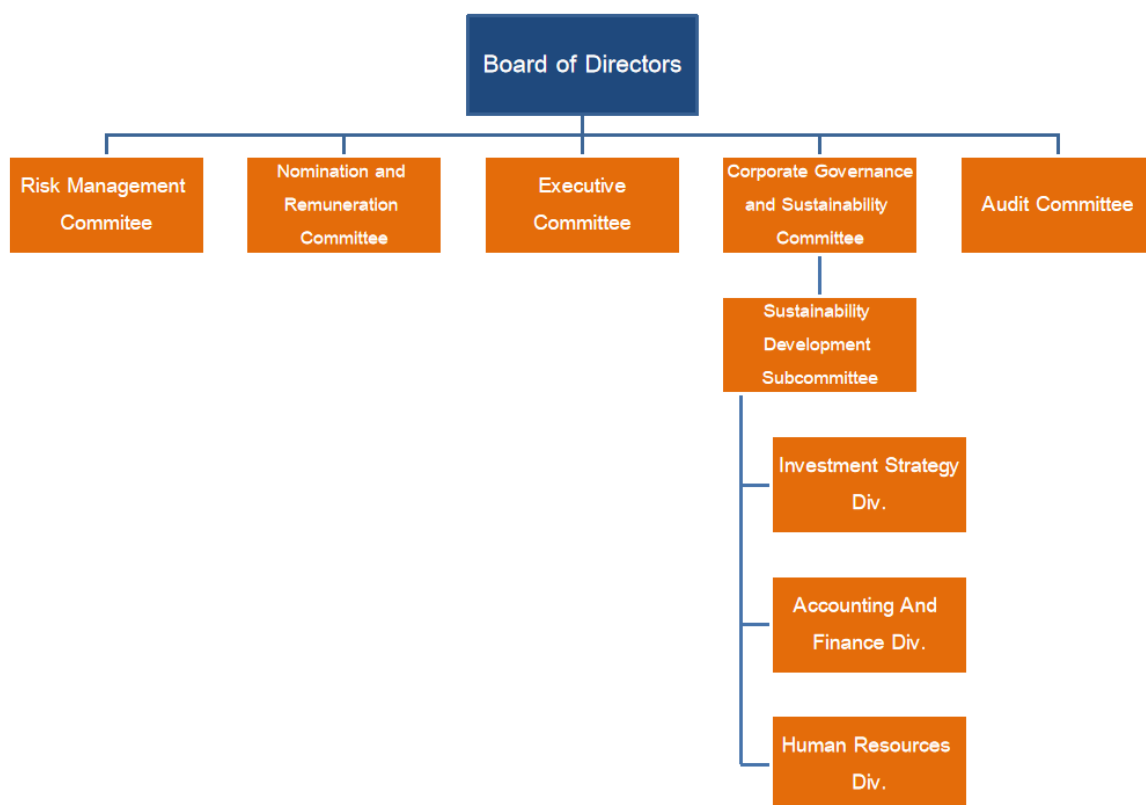


## Governance

Providing responsible credit services to create sustainable returns

Commitment	Be committed to running a business with responsibility for the environment and reduce the impact of climate change	Be committed to improving the quality of life of employees, communities, and society, as well as creating balance in responding to all groups of stakeholders	Be committed to promoting good corporate governance and creating a culture of conducting the responsible and fair lending business
<p><b>Sustainable Development Policy</b></p> <p>Focus on Sustainable Development Goals (SDGs) to create sustainable value to all stakeholders</p> 	<p>1) Become a company that emits net zero greenhouse gases from the Company's operations by 2050</p> <p>2) Reduce the amount of greenhouse gases in the Company's portfolio in line with Thailand's goals, and carry out a significant reduction in the amount of greenhouse gases in the industrial sector in terms of the proportion of greenhouse gas emissions</p> <p>3) Become a leader in green lending in Thailand</p>	<p>1) Create access to financial services and provide financial knowledge</p> <p>2) Ensure security and privacy of customers' information</p> <p>3) Be the best place to work, learning, and be a leader by instilling SAWAD's values</p> <p>4) Respect for human rights and diversity</p> <p>5) Enhance potential of youth and university student; and carry out environmental and social activities as well as other public benefit activities</p>	<p>1) Conduct business according to the principles of good governance and provide fair service to customers</p> <p>2) Be customer-oriented by creating financial innovations that meet all needs of the customers</p> <p>3) Be in compliance with environmental, society and good governance issues throughout the value chain</p> <p>4) Comply with the regulations required by authorities in the country, e.g., Bank of Thailand, Stock Exchange of Thailand, Securities Commission Office and the Stock Exchange, and etc.</p> <p>5) Strengthen the credit review process in the aspects of environment, society and good governance.</p>

The Company has established a management structure for sustainable development, with the Corporate Governance and Sustainability Development Committee being responsible for overseeing sustainable development operations. A quarterly meeting is arranged for the committee to set guidelines, consider, review, and follow up on operations to drive environmental, social, and governance/economic (ESG) operations. The committee has a mission to set a framework and plan for supervision, monitoring, and evaluation of sustainable development operations to conform to principles, requirements, and international sustainability principles, which would respond to the Sustainable Development Goals (SDGs) of the United Nations and the Paris Agreement. The committee meets quarterly to determine and review guidelines as well as follow up on performance and report to the Chairman of the Corporate Governance and Sustainability Development Committee. In order to achieve the goals and meet the needs of all stakeholders, the Company has established a subcommittee to conduct sustainability operations to drive operations associated with sustainability issues in the organization. The components of the subcommittee are as follows:





#### Sustainability Development Subcommittee

- Top executives of the organization
- Top executives of all relevant departments

#### Roles and duties of the Sustainability Development Subcommittee

- Determine policies, strategies, goals for sustainable development of the Company and companies in the group to be consistent with the Company's business direction, with a balance among the aspects of environment, society and governance (Environmental, Social and Governance - ESG) as well as being consistent with best practices according to international standards.
- Identify plans, guidelines, and indicators by integrating sustainable development operations with the Company's business operation plan.
- Consider, screen, follow up, and provide recommendations on sustainable development operations to be in line with the short-term and long-term goals of the Company.
- Approve and/or provide suggestions on important issues regarding sustainability; disclose information on sustainable development operations in accordance with the principles of good corporate governance and international standards; and promote as well as support appropriate budget management.
- Support the operations of the working group responsible for reducing greenhouse gas emissions, ensuring that the operations are consistently integrated into the business operations and goals of the Company.



## SAWAD ESG Strategy








The Company announced our commitment to becoming a leader in ESG (ESG Aspiration), ESG business strategies (SAWAD ESG Strategies) for 2023 to drive business on ESG principles, emphasizing concrete assessment and operation in accordance with international principles and standards






## Loans alongside Thai people for sustainability

VISION	To become a leader of financial convenience store in Thailand		
MISSION	To provide prompt financial services covering all areas in demand, with appropriate risk management and continued quality development for employees to gear up for sustainable growth		
ESG Commitment by 2026	Conduct business with transparency and provide loans responsibly and fairly for a good environment and a sustainable society ,		
Goals	<b>Environment</b> Drive environmentally friendly business; create net zero carbon society	<b>Society</b> Create a sustainable society that elevates the quality of life for all stakeholder groups.	<b>Corporate governance/ economy</b> Provide responsible credit services to create sustainable returns
Key sustainability issues	Be committed to running business with responsibility for the environment and reduce the impact of climate changes	Be committed to developing good relationships with employees and the communities for good quality of life	Be committed to promoting good corporate governance and creating a culture of conducting the lending business responsibly and fairly
Key strategies	1. Engage in low emission operations with a focus on increasing energy efficiency and applying the concept of circular economy to business operations. Operations in this dimension will help reduce greenhouse gas emissions in Categories 1, 2, and 3 (other than Category 15, in the investment category). 2. Optimize operational processes to ensure eco-efficiency: energy, water, waste, business travel, paper, use of environmentally friendly materials and green work processes. 3. Residual emission neutralization: For the remaining amount of greenhouse gas emissions that the Company cannot reduce, it is necessary to consider using a carbon removal technology and nature -based solution, such as reforestation, and etc. 4. Develop customer engagement plans that can lead to a business transformation that has net zero greenhouse gas emissions	1. Create access to financial services; and provide financial knowledge 2. Improve the loan approval process based on risks, payment ability assessment, efficient cost management as well as the speed of following up on debt repayment and rehabilitation. 3. Build customer capabilities towards sustainable growth, security of customers' information and privacy of customers; protect customer assets; provide secured service; and take care of and respond to customers in a timely manner 4. Provide safe and efficient services and workplaces; and strengthen third party risk management 5. Expand the inspections and respond to respect for human rights in all business activities involved by employees, customers, and trade partners. and business partners according to international laws and standards: United Nations Guiding Principles for Business and Human Rights	1. Manage risks; and supervise operations on environment, society, and corporate governance. 2. Comply with environmental, social and governance issues throughout the value chain 3. Comply with the regulations required by authorities in the country, e.g., Bank of Thailand, Stock Exchange of Thailand, Securities Commission Office and the Stock Exchange, and etc.
Core competencies	Build relationships and promote a good quality of life for society and communities; and protect the environment	Create new experiences that are convenient and valuable for stakeholders for long-term business growth	Create a culture of conducting business with responsibility, transparency, and accountability

## SD Roadmap

The company has considered the issue of sustainable business development and has selected Sustainable Development Goals (SDGs), which are international development goals developed by the United Nations, linked to the company's sustainable business operation strategies. These SDGs serve as sustainable development targets to maximize benefits for the company and stakeholders at all levels.

Direction of Corporate Sustainability Strategy		Short-Term and Long-Term Goals	2023 Performance	Relation and Sustainable Development Goals
Environmental Aspect: Ensuring environmental stewardship towards a net zero-carbon society				
Create value together with society and the environment	<ul style="list-style-type: none"> <li>-Build relationships and gain acceptance from the communities for business operations.</li> <li>- Be committed to building partnerships with communities to improve quality of life</li> <li>-Manage climate change and enhance ecological efficiency in operations.</li> </ul>	<ul style="list-style-type: none"> <li>-Initiate at least one new shared value creation project, which can generate tangible returns to the communities by 2023.</li> <li>-Able to set targets for reducing greenhouse gas emissions</li> <li>Enterprise-grade glass by 2023</li> <li>- The proportion of electricity consumed in the organization decreases by 20% from the base year.</li> </ul>	<ul style="list-style-type: none"> <li>- Developed a project implementation plan based on the concept of creating value together with the communities with several visits to the areas, conducting surveys and discussing with people in the communities to develop projects together in 2023; and measure the return on investment that can contribute to the society.</li> <li>- Proceeded with collecting Scope 1-3 greenhouse gas data at the</li> </ul>	      

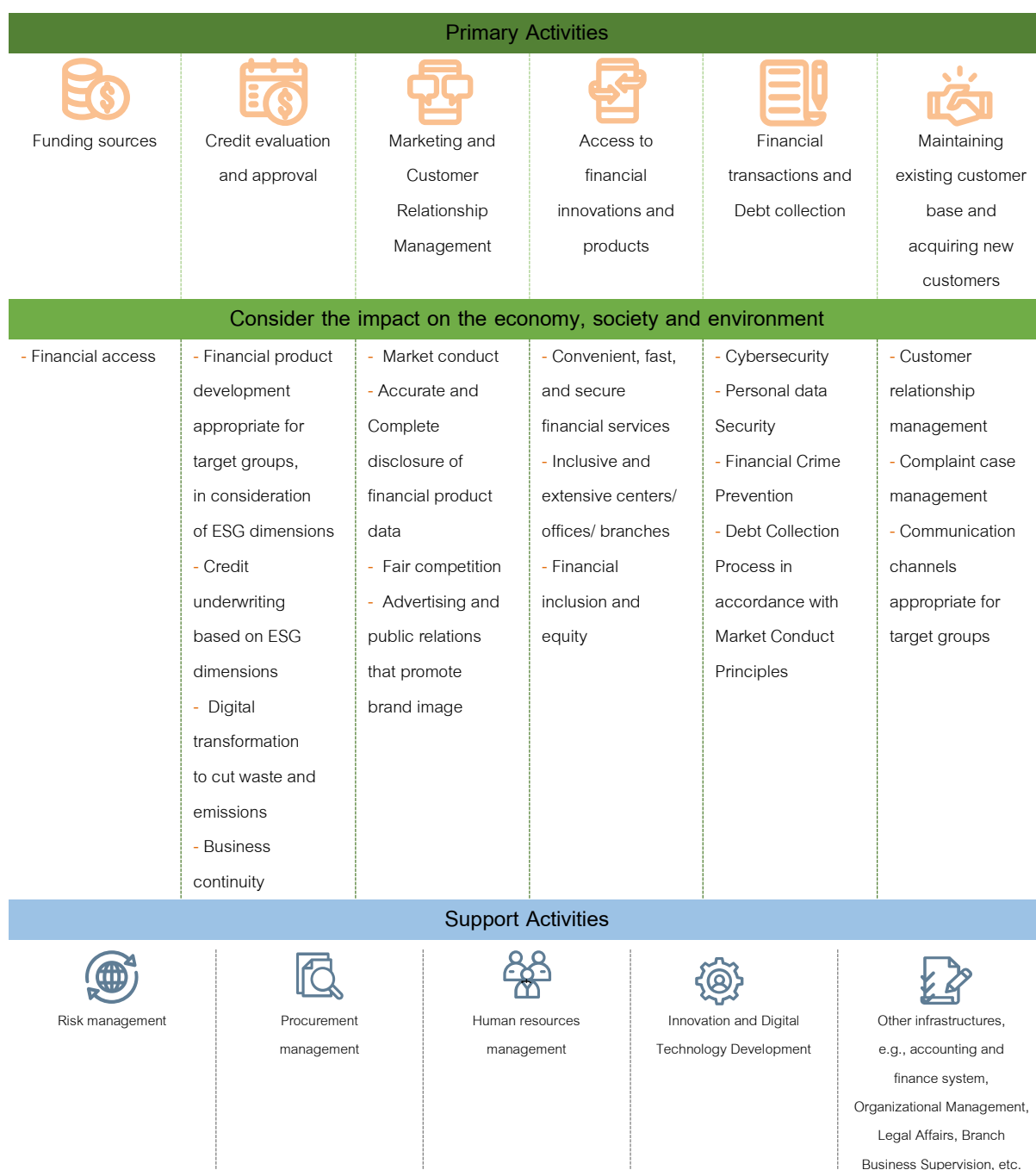
Direction of Corporate Sustainability Strategy		Short-Term and Long-Term Goals	2023 Performance	Relation and Sustainable Development Goals
Environmental Aspect: Ensuring environmental stewardship towards a net zero-carbon society				
			headquarter and branches - Electricity consumption in the organization decreased from the base year by 46%	
Direction of Corporate Sustainability Strategy		Short-Term and Long-Term Goals	2023 Performance	Relation and Sustainable Development Goals
Social Aspect: Develop quality of life to create a sustainable society				
Deliver good and valuable experiences throughout the supply chain	- Create convenient and valuable new experience that is to stakeholders for long-term business growth	- Be number one in customers' mind with satisfaction survey results of over 90% of customers	- Results of the 2023 customer satisfaction survey marked at 94 %	 
Drive the organization towards excellence	- Aim at creating an accident-free working environment - Respect human rights principles - Develop potential and employee engagement to support business growth and improve	- Accident and fatality rates from work - Number of employees' trainings on human rights and labor: 12 trainings in 2023 - Number of complaints and lawsuits regarding violations of human	- Cases of fatality of employees: Zero - Number of employee trainings on human rights and labor: 12 trainings in 2023 - There were no complaints regarding human rights violations. - Employee	  



Direction of Corporate Sustainability Strategy		Short-Term and Long-Term Goals	2023 Performance	Relation and Sustainable Development Goals
Social Aspect: Develop quality of life to create a sustainable society				
	employees' quality of life -Focus on creating process innovation to support changes and new challenges	rights: Zero - The employee engagement survey result marked at over 70% in 2023. - Number of projects to enhance work efficiency	engagement survey results stood at 78 - Number of projects to enhance work efficiency: 17 projects	
Direction of Corporate Sustainability Strategy		Short-Term and Long-Term Goals	2023 Performance	Relation and Sustainable Development Goals
Governance/Economic Aspect: Provide responsible lending services to create sustainable returns.				
Good Corporate Governance	- Striving to cultivate a culture of conducting business with transparent responsibility, subject to scrutiny.	- Receive the "excellent" level based on the Corporate Governance Report of Thai listed companies (CGR) assessment.	- Receive the "excellent" level based on the Corporate Governance Report of Thai listed companies (CGR) assessment.	

## Management of impacts on stakeholders in the SAWAD's business value chain

The Company conducts business responsibly according to the principles of good governance. There are supply chain management principles that are the core of business operations, which will help drive the organization towards sustainable development and growth. The company places importance on the management of financial resources, operating costs along with developing products and services as well as sales channels. We also give importance to providing fair customer services. Products and services are accurately, clearly, and completely presented. The Company also focuses on an importance of the continuous development and improvement of technology used in operations in order to reduce impacts from waste and greenhouse gases that may occur from operations. The Company also places importance on providing after-sales service as well as receiving complaints from customers, which would be used to develop and improve the Company's operations and drive the organization towards sustainability. The Company has taken legal action, treated customers fairly and according to the criteria of "Responsible Lending" as announced by the Bank of Thailand (BOT). The business value chain can be demonstrated below:



### Analysis of stakeholders in the business value chain

The company acknowledges the importance of fostering good relationships with stakeholders as a key factor in long-term business value creation. Therefore, the company has analyzed stakeholder groups to develop an appropriate engagement strategy, as follows:

1. Identify stakeholders who significantly impact the company's operations, considering their relationship to the business's value chain.
2. Evaluate the positive and negative impacts of stakeholders on the business and the impacts stakeholders receive from business operations. This assessment guides planning for appropriate stakeholder engagement.
3. Prioritize stakeholders based on their level of impact on the business, including financial aspects, compliance with regulations, image, reputation, security, and environmental concerns.
4. Present the stakeholder analysis results to the corporate governance and sustainable development committee for consideration and approval of the business value chain analysis results.

### Shareholders



Forms and Communication Channels	Expectations of Stakeholders	Key Achievements	Details of Operations to Respond to Stakeholders
<ul style="list-style-type: none"> <li>- Activities to meet with investors and engage with institutional investors' management and analysts.</li> <li>- Telephone conferences with institutional investors and analysts.</li> <li>- Disclosure of information via the SET Link system, SAWAD website, and both internal and external Publications.</li> <li>- Inquiry of information through investor relations departments.</li> <li>- Meetings with analysts both online and offline.</li> <li>- Holding Annual General Meeting and Extraordinary General Meeting of Shareholders</li> </ul>	<ul style="list-style-type: none"> <li>-Sustainable and consistent organizational performance and growth.</li> <li>-Shareholder returns and appropriate dividend payouts.</li> <li>-Transparent and fair operations.</li> <li>-Effective risk management.</li> <li>-Timely and accurate dissemination of company information to all shareholder groups, ensuring equal access to information.</li> </ul>	<ul style="list-style-type: none"> <li>-Conducting business in accordance with corporate governance policies and organizational risk management policies.</li> <li>-Operating the business while considering the risk-return trade-off to maintain shareholder returns at satisfactory levels.</li> <li>-Providing accurate and appropriate information disclosure to shareholders and investors.</li> <li>-Inviting shareholders to attend annual general meetings and providing opportunities for shareholders to express opinions and suggestions at the meetings.</li> </ul>	<ul style="list-style-type: none"> <li>- News Release to SET (Frequency : Regularly)</li> <li>- Investor Newsletter (Frequency : Quarterly)</li> <li>- Management Discussion and Analysis (Frequency : Quarterly)</li> <li>- Annual Report (Frequency : Annually)</li> <li>-Sustainability Report (Frequency : Annually)</li> </ul>



## Employees



Forms and Communication Channels	Expectations of Stakeholders	Key Achievements	Details of Operations to Respond to Stakeholders
<ul style="list-style-type: none"> <li>- Holding orientation for new employees at all levels</li> <li>- Enquiring into the requirements of employees and supervisors to prepare appropriate learning courses that are in line with SAWADTALK , Tiktok and Intranet</li> <li>- Having in place channels for receiving opinions and suggestions (HRBP)</li> <li>-Knowledge, Values, and Organizational Culture Communication Program for New Employees</li> <li>-Channels for Inquiring about Personal Information, Leaves, Employee Benefits, as well as Receiving and Sharing Employee Feedback, through the HRBP Happiness Creation Unit</li> <li>-Middle Management Communication</li> <li>-Monthly Meetings of Management at All Levels, both Online and Offline, Direct Communication from Management to Middle Management, Monthly Regional/Area Manager Meetings</li> <li>-Conducting employee satisfaction surveys</li> </ul>	<ul style="list-style-type: none"> <li>-Career advancement opportunities</li> <li>-Compensation, benefits, and welfare</li> <li>-Learning and development opportunities</li> <li>-Work-life balance</li> <li>-Employee feedback</li> <li>-Acceptance and recognition of worth</li> <li>-Good and safe working environment</li> <li>-Fair treatment, respect, and non-discrimination of employees</li> </ul>	<ul style="list-style-type: none"> <li>-Prioritize fair treatment of employees by emphasizing management and personnel development.</li> <li>-Provide equal opportunities for all employees to grow professionally.</li> <li>-Ensure appropriate compensation and benefits, and continuously improve welfare structures to meet employee needs.</li> <li>-Design learning programs for both leadership and professional skill development, with extensive learning opportunities through information systems.</li> <li>-Emphasize occupational health and promote continuous employee well-being.</li> <li>-Improve the work environment to comply with occupational health and safety standards.</li> <li>-Establish various channels for accessing employee feedback, such as annual satisfaction surveys, online suggestion systems, and grievance mechanisms.</li> <li>-Foster good relationships within the organization, focusing on praising and valuing colleagues through diverse recognition channels.</li> <li>-Encourage the exchange of experiences and storytelling among employees.</li> <li>-Stimulate and gather ideas for work improvements and problem-solving from employees for targeted corrective actions and development.</li> </ul>	<ul style="list-style-type: none"> <li>- Monthly Human Resource Management Reports (Frequency : Monthly)</li> <li>- Annual Report (Frequency : Annually)</li> <li>-Sustainability Report (Frequency : Annually)</li> </ul>



## Regulatory agencies

Bank of Thailand, Office of the Securities and Exchange Commission, Stock Exchange of Thailand, Office of the Anti-Money Laundering



Forms and Communication Channels	Expectations of Stakeholders	Key Achievements	Details of Operations to Respond to Stakeholders
<ul style="list-style-type: none"> <li>-Communication channels with regulatory bodies will go through the Compliance department.</li> <li>-Related activities include audits conducted by regulatory bodies, important meetings between management and regulatory agencies</li> </ul>	<ul style="list-style-type: none"> <li>-Fairness, transparency, and responsibility towards society and the environment.</li> <li>-Conducting business in accordance with relevant laws and standards.</li> </ul>	<ul style="list-style-type: none"> <li>-Develop policies and practices relevant to conducting business in compliance with applicable laws and regulations.</li> <li>-Establish a Compliance unit to coordinate with regulatory bodies and internal departments.</li> <li>-Ensure continuous compliance with regulations by establishing an Organizational Data unit responsible for preparing reports as required by law.</li> <li>Prepare resources and data to support audits by regulatory bodies.</li> </ul>	<ul style="list-style-type: none"> <li>- News Release to SET (Frequency : Regularly)</li> <li>- Annual Report (Frequency : Annually)</li> <li>-Sustainability Report (Frequency : Annually)</li> <li>- • Regulatory Reporting (Frequency : Daily/Monthly/Annually)</li> </ul>

## Counterparties/Business Partners



Forms and Communication Channels	Expectations of Stakeholders	Key Achievements	Details of Operations to Respond to Stakeholders
<ul style="list-style-type: none"> <li>- Meetings with business partners</li> <li>- Assessments of business partner satisfaction</li> </ul>	<ul style="list-style-type: none"> <li>- Transparent and fair selection of business partners</li> <li>- Equal and fair treatment for all business partners</li> <li>- Compliance with contractual obligations</li> <li>- Long-term relationships</li> <li>- Fair prices and a corruption-free procurement process</li> <li>- Repayment and interest received on schedule</li> </ul>	<ul style="list-style-type: none"> <li>- Giving equal access to accurate, clear and adequate information</li> <li>- Declaring a Supplier Code of Conduct and Anti-Corruption Policy and operating in compliance with defined policy</li> <li>- Meeting with business partners to gather recommendations and complaints</li> <li>- Evaluating the performance of partners</li> <li>- Treating creditors, depositors, bondholders in accordance with the specified terms and conditions .</li> </ul>	<ul style="list-style-type: none"> <li>- Annual Report (Frequency : Annually)</li> <li>-Sustainability Report (Frequency : Annually)</li> </ul>

## Community and Society



Forms and Communication Channels	Expectations of Stakeholders	Key Achievements	Details of Operations to Respond to Stakeholders
<ul style="list-style-type: none"> <li>- Conducting surveys and discussions to understand viewpoints and requirements of communities and society, including local government agencies, charitable or non-profit organizations on a yearly basis</li> <li>- Organizing community relations activities via employees' volunteer projects and CSR projects of SAWAD</li> </ul>	<ul style="list-style-type: none"> <li>- Financial literacy programs</li> <li>- Developing and promoting financial products, services, and access channels that align with the needs and lifestyles of individuals</li> <li>- Economic development and growth promotion</li> <li>- Community environmental care</li> <li>- Supporting social and community activities</li> <li>- Providing assistance in the event of community damage from natural disasters</li> <li>- Assisting communities affected by COVID-19</li> <li>- Providing assistance in health and healthcare for sick individuals in the community</li> </ul>	<ul style="list-style-type: none"> <li>- Providing financial literacy to communities through company branches</li> <li>- Public relations media, employee training seminars, and volunteer activities</li> <li>- Providing knowledge, promoting, assisting, and supporting the development of various skills for local communities in livelihoods, natural resource conservation, and environmental protection</li> <li>- Continuous support for community, social , and environmental development budgets, providing relief to those affected by natural disasters through donation channels, financial assistance, and necessary goods for recovery after disasters.</li> </ul>	<ul style="list-style-type: none"> <li>- Annual Report (Frequency : Annually)</li> <li>-Sustainability Report (Frequency : Annually)</li> </ul>

## Competitors



Forms and Communication Channels	Expectations of Stakeholders	Key Achievements	Details of Operations to Respond to Stakeholders
<ul style="list-style-type: none"> <li>- Joining meeting to exchange opinions and foster cooperation on various occasions</li> </ul>	<ul style="list-style-type: none"> <li>- Conducting business and competing transparently and fairly, adhering to best practices in Market Conduct.</li> </ul>	<ul style="list-style-type: none"> <li>-Conducting business in accordance with Market Conduct.</li> <li>-Treating all competitors fairly.</li> <li>-Maintaining good relationships with competing companies.</li> </ul>	<ul style="list-style-type: none"> <li>- Annual Report (Frequency : Annually)</li> <li>-Sustainability Report (Frequency : Annually)</li> <li>- Market Conduct Report (Frequency : Annually)</li> </ul>



## Customers

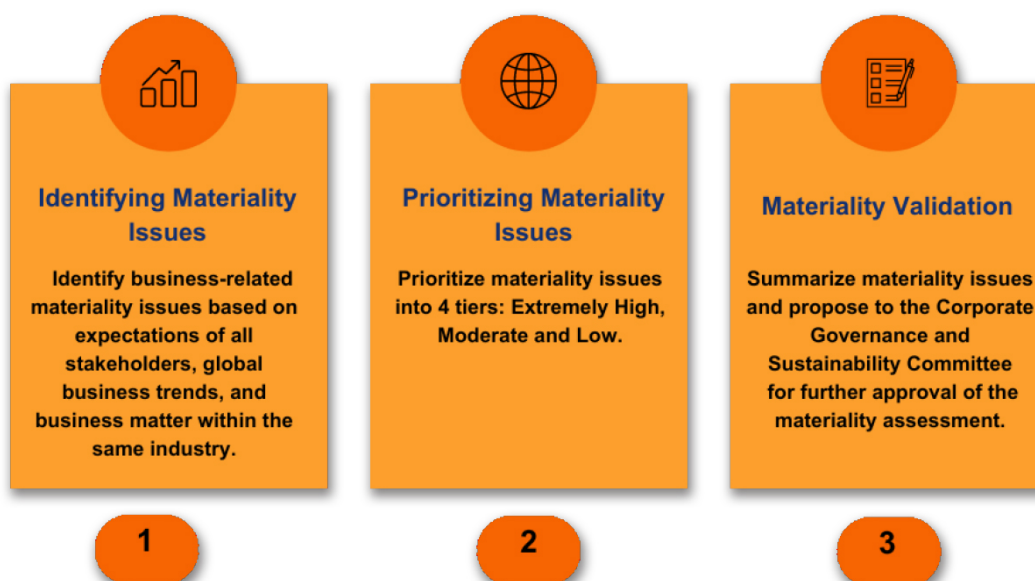


Forms and Communication Channels	Expectations of Stakeholders	Key Achievements	Details of Operations to Respond to Stakeholders
<ul style="list-style-type: none"> <li>- Customer satisfaction surveys and meetings with customers.</li> <li>- Handling complaints through the Call Center (1652) and online social media platforms such as the website, Facebook, and Srisawad applications.</li> <li>- Conducting training sessions to provide customers with knowledge in finance and investment.</li> <li>- Publicizing through various channels such as the website, Facebook, and Srisawad applications.</li> </ul>	<ul style="list-style-type: none"> <li>- Products offered at reasonable prices and comprehensive, accurate product information disclosure.</li> <li>- Products that meet customers' needs.</li> <li>- Excellent service quality and convenient access to financial products and services.</li> <li>- Provided financial knowledge and timely investment advice.</li> <li>- Safeguarding customers' privacy.</li> <li>- Listening to and addressing customer issues promptly and effectively.</li> <li>- Providing equal service to all customers.</li> </ul>	<ul style="list-style-type: none"> <li>- Expand product offerings to meet customer demands.</li> <li>- Provide comprehensive and accurate product information disclosure.</li> <li>- Continuously develop the skills of branch employees in financial knowledge and customer service.</li> <li>- Increase channels for accessing a variety of financial products and services.</li> <li>- Conduct training sessions to educate customers about finance and investments.</li> <li>- Listen to customer feedback and complaints through various channels.</li> <li>- Conducting regular surveys on customers' opinions and satisfaction.</li> <li>- Implement adequate measures to ensure the security of customers' personal data.</li> </ul>	<ul style="list-style-type: none"> <li>- Economic Analysis/ Equity Research (Frequency : Regularly)</li> <li>- Investment Advice (Frequency : Regularly)</li> <li>- Annual Report (Frequency : Annually)</li> <li>- Sustainability Report (Frequency : Annually)</li> <li>- Product Catalogue (Frequency : Regularly/ Quarterly)</li> </ul>

## Material Sustainability Topics

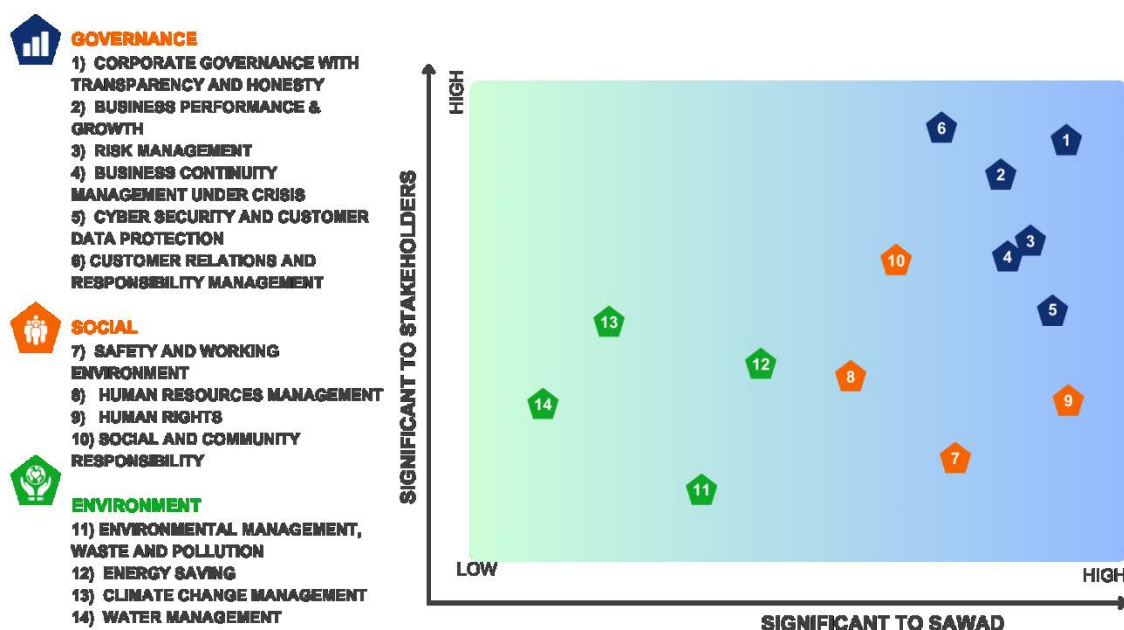
The company considers key issues based on processes derived from stakeholder engagement and issues arising from the selection of key issues impacting the company. This selection process is conducted appropriately and responds to various expectations through reliable communication channels, including sustainable management of key issues. It aligns with the Global Reporting Initiatives (GRI-G4) guidelines. The selection of key sustainability issues for sustainable business development takes into account factors crucial for the company's sustainable operations and aligns with the needs of stakeholders, both directly and indirectly. The process involves defining key sustainability issues relevant to the company.

## Materiality Assessment



## Materiality Assessment Results

In 2023, The Company identified 14 material sustainability topics through the process of material sustainability topic prioritization. All of them had appeared in the previous report. However, some of the topics were renamed to fit the current context and given a different ranking in terms of prioritization. These minor changes did not have any material significance on the overall content. The results of the 2023 prioritization of topics which are important to The Company and stakeholders are shown in the chart below:



## Progress of operations towards the 2023 sustainability goals



The Company is committed to operating in order to achieve the development goals for sustainability and the Company's specified strategies. The progress of the operation can be summarized as follows.

Details of the operation	Goals and indicators	Performance
1. Information disclosure	Disclose information according to international standards at 100%	Disclosed information according to international standards at 100 %
2. Greenhouse gas emissions	Carbon dioxide emissions equivalent to the number of employees decreases by 20 % per year.	The figure decreased by 40%
3. Development of financial products and services	Operational target 100%	Performance result: 100%
4. Promote CSR projects	Able to create value for society and communities with a total of at least 10,000 beneficiaries	Performance: more than 10,000 beneficiaries
5. Understand sustainable organizational development	Personnel in the organization are aware of the importance of sustainable development. Performance is 100% of the total number of employees.	Performance result: 100%
6. Employee satisfaction	The employee satisfaction score not less than 70%.	Performance result: 78%
7. Customer satisfaction	Customer satisfaction score result is not less than 90%.	Performance result: 98 %
8. Training to educate employees	Employee training target: six hours per person	Performance : 9 hours per person
9. Human rights	Incidents of human rights violations marked at zero.	Incidents of human rights violations marked at zero.
10. Occupational health	The number of injured persons during work time marked at zero.	Performance: Number of people injured during working hours: 5 cases
11. Human resource management	Employee turnover rate: Not more than 45%	Employee turnover rate in 2023 marked at 42%

Details of the operation	Goals and indicators	Performance
12. Good corporate governance	There are no corruption complaints. There are no cases of violation of business ethics.	Performance: 100% There were no corruption complaints. There were no cases of violation of business ethics.
13. Risk management	Sustainability issues have been identified, covering all aspects, goals: Performance target of 100%	Performance result: 80%
14 Understanding the response to expectations of stakeholders	Completely able to meet the expectations of stakeholders at 100%.	Performance result: 100%
15. Anti-corruption	Corruption cases: 0	Corruption cases: 0
16. Employees and executives at all levels undergo training and are informed of business ethics.	Performance at 100% percent	Performance result: 100%
17. Funding source	The Company does not encounter liquidity shortage in conducting business.	The Company did not encounter liquidity shortage in conducting business.



## Sustainability Management in the Environmental Dimension

### Environmental Policy and Practice

### Risk and Opportunity

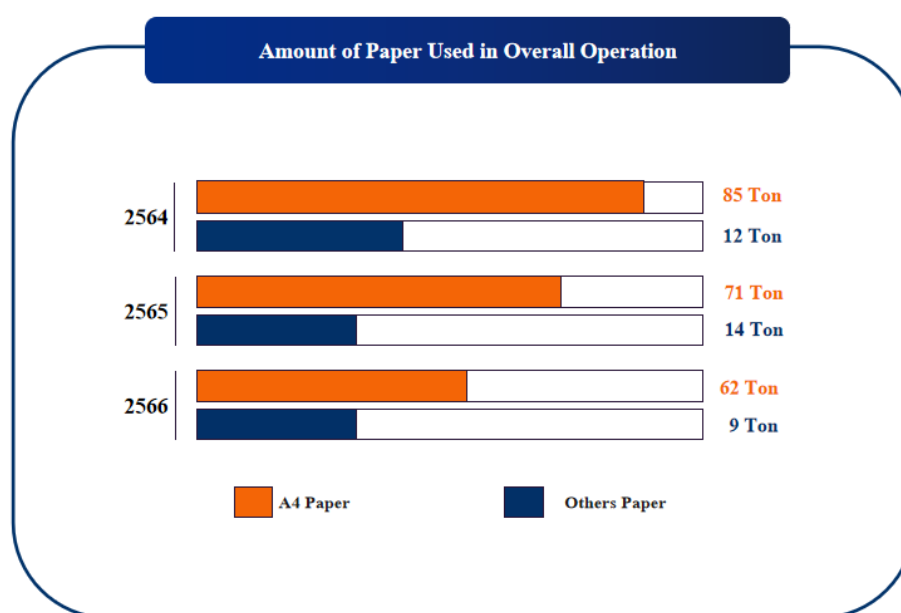
The Company recognizes that environmental protection is another important goal that requires its urgent focus for further development. This is because the environment plays a crucial role throughout the business value chain. The Company needs to rely on natural resources to keep production and services uninterrupted; therefore, the degradation and scarcity of natural resources, such as energy, water, are risk factors that the Company needs to take into account. Climate change also brings about new natural phenomena and effectuates changes in government policies, which aim at reducing greenhouse gas emissions and encouraging more clean energy. It is another challenge that the Company must prepare for and adjust its business strategies to achieve long-term success.



## Environmental Management Overview

### 1. Less Paper Consumption

The company prioritizes the campaign for paperless usage by developing products and services that cater to the digital lifestyle of customers. This involves expanding service channels through digital platforms, such as mobile applications, allowing customers to view, store, and manage document images as mobile files instead of physical documents. Alongside, the company improves operational efficiency and reduces organizational expenses through system enhancements. It also promotes awareness among employees through activities and continuous development of electronic learning media. The company aims to reduce paper usage by no more than 100 tons per year from 2023 to 2025. In 2023, the paper consumption for company operations at both the headquarters and branch offices decreased by 24.07% compared to 2022.



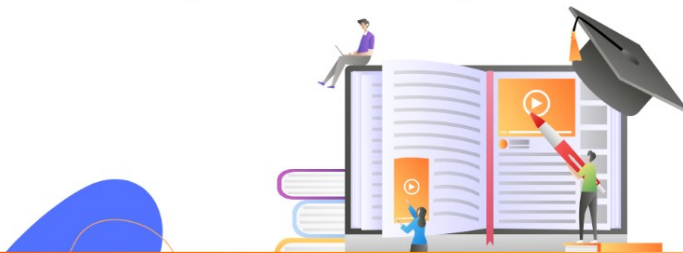
Furthermore, the company campaigns for employees to recognize the importance of utilizing organizational resources efficiently and maximizing benefits. This aims to raise awareness about the significance of resource conservation. Moreover, it encourages employees to apply information technology in electronic document practices more extensively under the "Paper Management Project within Srisawad Corporation Public Company Limited". This includes establishing drop points to collect used paper for participation in the Paper X project, an initiative where old paper is exchanged for new paper. Through the sorting of old paper for recycling, the amount of waste destined for disposal is reduced. Additionally, this fosters collaborative processes and consciousness among target groups, alongside SCG Packaging Public Company Limited and the Thailand Responsible Business Network.



ห้องเรียนทันใจ หน้าแรก เรื่องด่วน ระบบ คูปอง (นายหน้า) อบรม : (นช./นอ.) ผลการอบรม : (นอ.) ผลการอบรม : (นช.) More

## TRN SELF-LEARNING SITE

แหล่งความรู้ที่จำเป็น เข้าถึงง่าย เรียนรู้ได้ตลอดเวลาผ่านมือถือของคุณ



### เรื่องด่วนประเด็นสำคัญ (Hot Issues)

#### 2. Energy conservation

The Company places importance on using energy with understanding of its value and optimization of the usage. The policies and plans regarding energy conservation have been pushed out in a concrete way. In addition to helping reduce energy costs, these policies and plans also help reduce problems or impacts from climate change caused by the organization's energy use, both directly and indirectly. The Company aims to foster a good attitude in using energy efficiently by establishing a working group responsible for work on energy conservation, supervising and providing advice regarding energy management in accordance with the steps required by laws, measures on energy conservation, and efficient energy management. In addition, the Company also provides trainings for employees to be aware of, understand and cooperate in energy conservation policies within the organization so that they can help to perform activities aimed at eliminating energy use and optimize the use energy, such as reducing electricity use, minimizing the use of air conditioners, lessening the use of passenger elevators, and cutting the use of office equipment are as follows:





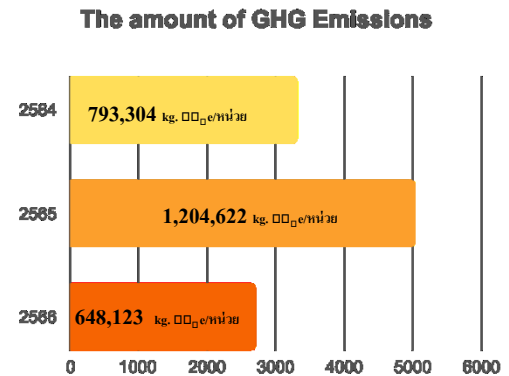
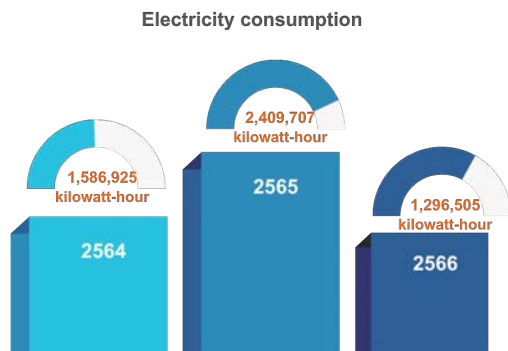
The amount of electricity used in 2023 marked at 1,046,216 kilowatts/ hour, which decreased from 2022 at 43 %

1. Turn on/off lights in the office building during the lunch break from 12.00 - 13.00 hrs and separate switches to control the on/off functions in specific areas.
2. Change to energy-saving light bulbs in parking lots.
3. Turn on/off the air conditioners during business hours at 8:00 a.m. - 5:00 p.m., with the temperature set at 25 degrees.
4. Use the stairs to go up and down just for one floor instead of using the elevator; close the passenger elevators during off-peak hours.
5. Set up an automatic energy-saving mode at desktop computers, PCs, and notebooks; all employees must set their monitors to be turned off when not in use. Select office equipment that contains energy saving values. Unplug all office equipment every time after work.

### Green Organization

Srisawad Building is designed under the concept of Sustainable Building, with structural planning that considers utility, safety, a good working environment, and maximum energy efficiency. The building utilizes principles of substitution, regeneration, and conservation in its construction and selects interior materials and equipment accordingly:

- Natural lighting is utilized alongside electricity, with the building designed to have surrounding glass to conserve electricity usage.
- Triple Glazed windows are chosen, equipped with light-blocking films and heat insulation to reduce heat and building temperatures, resulting in lower energy consumption.
- Energy-saving light bulbs are used in conjunction with natural light. The energy-efficient lighting system reduces heat production and decreases the need for air conditioning.
- Safety and fire prevention are ensured through the installation of smoke detectors, fire extinguishers, and fire-retardant materials.
- Emphasis is placed on energy-saving office equipment selection, such as energy-saving light bulbs and air conditioners, along with dedicating at least 40% of the open area to green spaces.

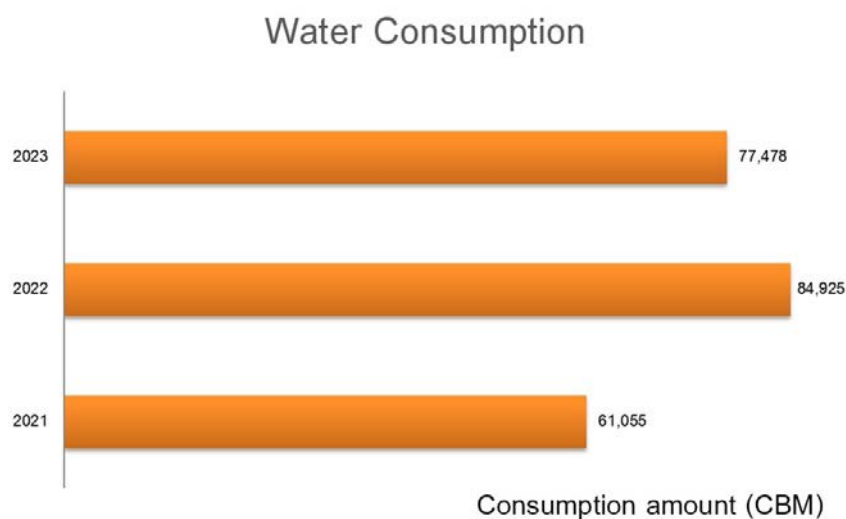


### 3. Water management

The company has campaigned to reduce unnecessary water usage through promotion via announcements and bulletin boards in both the main office and branch offices to raise awareness among employees and instill good values. The company has set a target to reduce water consumption from 2023 to 2025 to no more than 90,000 cubic meters per year. In 2023, it was found that the total water consumption for the year was 77,478 cubic meters, showing a decrease of 7,447 cubic meters compared to 2022, representing a reduction of 8.77 percent.

#### Management

- Regularly inspect water usage equipment. If any defects are found, promptly proceed with repairs to ensure swift resolution. Instill and promote environmental conservation knowledge among employees, encouraging them to utilize resources to their fullest potential.
- Educate employees on environmental conservation to maximize resource utilization and promote awareness of environmental sustainability.





### Wastewater and Waste Management

Wastewater generated from operations (main office) mainly consists of water from toilets, urinals, and hand washing sinks. The company manages wastewater through treatment processes as follows: Removing and cleaning food scraps and fats from the garbage trap or grease trap at appropriate intervals based on the volume and contamination level. Proper disposal of food scraps, oil, and fats. Regular inspection, maintenance, and repair of wastewater treatment systems to ensure continuous operation and efficiency. Regular checks for wastewater leaks to prevent contamination of other sources, ensuring that the treated wastewater meets legal standards before being discharged into public water sources.

The company aims to improve wastewater and waste management within the year 2023, starting from the main office. In 2023, the company did not exceed wastewater discharge standards and legal requirements. Furthermore, the company did not incur fines or penalties related to environmental issues.

## 4. Waste Management

### 1. Waste separation management within the head office building

Waste problems are an important problem that affects health and the environment. The Company therefore has carried out participatory waste management in the headquarter building. The Company cultivates awareness among the Company's employee to be aware of reducing, separating waste and preserving the environment within the organization. Furthermore, in order to reduce the problem related to increasing amount of waste, the Company has provided bins to sort waste into the correct types on each floor of the office to facilitate the waste management; the waste was divided into plastic cups, plastic water bottles, plastic straws, which were separated and compiled before selling them. This practice helped to add value to waste and simplify the recycling process, so that the such was can be reused. The income from sale of such waste would be used as funding for the Company's social activities. Therefore, systematically managing waste from the source and separating bins/bags according to the type of waste will help enhance efficiency in waste management, reducing potential problems or impacts that will follow. This practice can also raise employees' awareness on the importance of participation in solving the food waste problem. In 2023, the project "We Use We Separate" received good cooperation from employees, which helped reduce greenhouse gas emissions by 131,544.28 kg. CO<sub>2</sub>/Unit, equivalent to planting 14,616 big trees.



## 2. Waste separation management within the head office building

Waste management is considered a significant issue affecting both health and the environment. The company began implementing waste management measures since 2021 by installing sets of waste separation bins at the main office and all 51 branches nationwide. This initiative aims to cultivate awareness among company employees about waste reduction, segregation, and environmental conservation within the organization. Moreover, it aims to mitigate the growing waste problem. The company has also installed waste separation bins on each floor of the office buildings and branches for convenient waste management, including plastic cups, plastic bottles, and separated plastic tubes, which are then collected and sold. This approach adds value to the waste and facilitates recycling processes for further utilization. The revenue generated from these activities will be used for the company's social initiatives.





- Giving Old Calendars received from Donations to the Foundation for the Blind in Thailand under the Royal Patronage of H.M. the Queen for Making of Braille Materials

With our care in the efficient use of resources, the Company has established the methods for controlling and management of waste materials by adhering to the principles that all employees shall work and do all types of activities to minimize wastes and properly manage wastes. Therefore, the Company has collected used office supplies, including used calendar in the Company to the Foundation for the Blind in Thailand under the Royal Patronage of H. M. the Queen, to produce Braille books and use them as teaching materials for blind people. This project is one of the social contribution activities that the employees of Srisawad share to give good things to blind people.

- Recycling by refurbishing damaged Notebook computers for online learning and online sales

The company has established methods to control and manage residual materials, waste, and other disposables. It adheres to the principle that all employees perform their duties and engage in activities with minimal waste generation. Proper waste management starts with waste separation and appropriate disposal methods. For waste that may have environmental impacts, the company hires specialized companies to handle disposal in compliance with relevant laws. Emphasis is placed on waste recycling and value addition. In 2023, the company refurbished 35 damaged notebook computers for online learning purposes. These computers were then donated to various educational institutions and training centers in the Sukhothai province, including New Charoen Phon Temple, Nong Yang Tok Temple, Ban Mai Charoen Phon Witthayakhom School, Charoen Phon School, and Product Training Center of New Charoen Phon Temple. This initiative aims to support teaching and learning activities within the schools and provide access to information for community members, laying the foundation for knowledge and understanding of various online media formats. It also serves as a stepping stone towards establishing online stores through websites and mobile applications





## 5. Using digital systems in operations

The Company always evaluates the situation and prepares for prevention of risks associated with business continuity. Therefore, the Company has prepared to bring information technology for unlimited operations, covering location, time, and equipment, so that employees are ready to work in a variety of situations and in a timely manner. Either under normal circumstances or during the spread of the Covid-19 pandemic, the Company could manage to handle the situations by using the online meeting system as a working tool and implementing an application to monitor the situation of Covid-19 outbreak among employees via mobile phones. This allowed the Company to continue operating its business smoothly and carried out effective control and surveillance of the spread of the infections among employees through the program set by the Company. Under consideration of the supervisors, employees could reduce their commuting while managing to maintain their operational efficiency as normal. This allowed employees to better manage their time and their families, reducing risks arising from commuting. Meanwhile, the work effectiveness remained intact while some areas were even better than before, such as meetings and work follow-up, concrete reduction of the amount of paper used, the time management system, the IT problem reporting system (Help Desk & Service IT Center), the contract documentation system and the records of expenses in the organization. All these helped to campaign for employees to search for information through the electronic system in order to help save the world, reduce the use of paper, and preserve the environment and natural resources.

## 6. Management of oil consumption

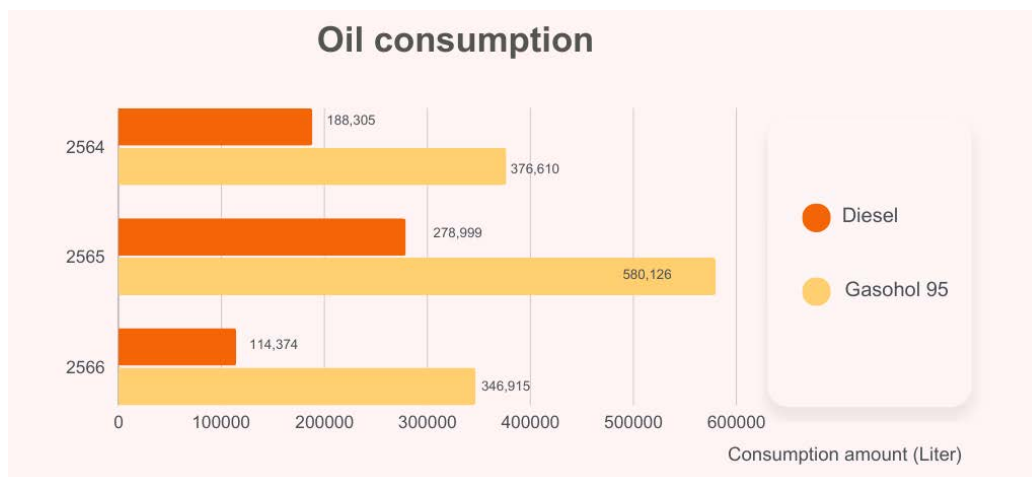
Due to the nature of the company's business being closely related to the use of fuel energy, coupled with the continuous expansion of its customer base, the increased number of credits has resulted in an increase in the volume of oil consumption. In order to ensure that business operations comply with various standards, the company keeps records of fuel consumption for transport vehicles or electricity consumption within the office, among others, to understand the energy usage trends each year. This is done to consider the impacts of greenhouse gases, which cause global warming, and changes in weather patterns. Therefore, measures have been implemented to manage oil consumption as follows:

### Management guidelines:

- Branch employees will have a ceiling set for oil expenses based on the appropriateness of their duties.



- Encouragement of policy implementation regarding the use of Electric Vehicles (EVs) for work purposes.



### Management of Carbon Footprint

The company manages its carbon footprint to understand the organization's emissions and greenhouse gas absorption, as well as to support and promote greenhouse gas management for the benefit of the economy, society, and the environment. This aligns with the policies of the state and the agreements under the United Nations Framework Convention on Climate Change (UNFCCC) regarding climate change. To ensure the highest efficiency in business operations, the company has integrated participation with stakeholders within the framework of low-carbon organization initiatives, supporting development towards sustainable goals.

In the year 2023, the company conducted the organization's carbon footprint assessment by measuring greenhouse gas emissions within three scopes, which can be further detailed in the sustainability report for the year 2023.

#### Scope 1: Direct GHG Emissions

This includes calculating greenhouse gas emissions directly from the organization, such as fuel combustion from owned vehicles and those provided to employees for business use.

#### Oil consumption

Type	Consumption amount (Liter)			TonCO2e		
	2564	2565	2566	2564	2565	2566
Gasohol 95	376,610	580,126	346,915	843.4	1,254.3	776.9
Diesel	188,305	278,999	114,374	516.1	764.6	313.5



### Scope 2: Indirect GHG Emissions

By calculating from the purchased electricity consumption within the company, which references electricity savings based on the company's practices in the "Close for Earth" project, in addition to estimating the electricity usage quantity in the table below, it approximates the amount of electricity consumption from the actual electricity bills paid by the company.

Type	Consumption amount (kwh)			TonCO2e		
	2564	2565	2566	2564	2565	2566
Electricity use	1,586,923	2,409,707	1,296,505	3,316	5,035	2,709

### Scope 3 : Other Indirect GHG Emission

Calculations based on the actual paper usage and tap water consumption, estimated from the tap water expenses, which can be detailed according to measures and operational outcomes within scope 3 as follows:

#### Paper Usage Reduction Measures:

- The company encourages all employees to collaborate in reducing paper usage by promoting the selection of printing and using paper on both sides effectively.

The company has developed electronic receipts (e-Receipts) following tax department guidelines, covering all branch offices.

#### Paper Consumption

Type	Consumption amount (kg)			TonCO2e		
	2564	2565	2566	2564	2565	2566
A4 Paper	85,000	71,000	62,000	179	149	131
Others Paper	12,000	14,000	9,000	25	30	19

### Water resource management measures

The quantity of water resource usage is an estimate of the amount of water usage based on the actual water bills paid by the company.

#### Water consumption - total (liters)

Type	Consumption amount (CBM )			TonCO2e		
	2564	2565	2566	2564	2565	2566
Water consumption	61,055	84,925	77,478	43	60	55

#### Operating performance in the environment

ประเภท	หน่วย	Total amount of greenhouse gas emissions		
		2564	2565	2566
Scope 1	TonCO2e	1,360	2,019	1,090
Scope 2	TonCO2e	3,316	5,035	2,709
Scope 1 and Scope 2	TonCO2e	4,976	7,054	3,799
Number of employees	Employees	8,966	11,512	9,994
Concentration of greenhouse gas emissions (FTE)	TonCO2e / person	0.55	0.61	0.38
Scope 3	TonCO2e	247	239	205



#### Sustainability management in the social dimension

The company is committed to conducting business for positive change and maximizing societal benefits from business operations. It aims to create sustainable quality of life, considering social dimensions as the primary mission of the organization in caring for society and improving people's quality of life in social aspects. This includes respecting human rights and labor practices, being responsible for human resources, clients, and participating in community development to enhance the quality of life in society. The company integrates these principles into its business operations and has a policy of conducting business with social responsibility to contribute to sustainable development, making it a core policy of the company at all levels, managing according to ethical principles, and taking responsibility for all stakeholders. It emphasizes awareness and support for community and social development activities, setting guidelines for practice as follows:



## Social Issue Management Overview

Policies/Strategies	Short-term/long-term goals	Operating results for 2023
<b>Human rights</b>		
- Human rights policies	- Six trainings for employees on the human and labor rights in 2023 - Zero complaint and lawsuit regarding human right violations	- 12 employee trainings on human and labor rights - No complaints were filed regarding violation of human rights.
<b>Human resource management</b>		
- Recruitment strategies and workforce planning - Benefit and welfare policies - Policies on knowledge and potential development for employees Employee potential	- The level of employee engagement towards the organization is set at more than 70%. - The proportion of executives who receive training to develop their potential is 100% and the proportion of employees who receive training to enhance their potential is more than 50%.	- The level of employee engagement towards the organization was at 78 %. - Executives received trainings at 100% and so did the employees.
<b>Safety and working environment</b>		
- Safety, occupational health and working environment policies	- Zero employee accident rate - Zero fatality case from work - Zero frequency rate from work-related injuries that led to employees' absence from work. - Zero frequency rate of employees getting sick from work-related diseases	- Zero employee accident rate - Zero fatality case from work - Frequency rate from work-related injuries that led to employees' absence from work marked at 5 times. - Zero frequency rate of employees getting sick from work-related diseases



## Relationship management and responsibility to customers

- |  |   |  |
|--|---|--|
| <ul style="list-style-type: none"> <li>- Responsibility strategies on products and services</li> <li>- Operation guidelines on communication of information related to impact from products and services and advertising of products and services</li> <li>- Policies and measures on safety and security of customers' privacy</li> <li>- Relationship management strategies to retain existing customers and add new customers</li> <li>- Customer service standards within branches nationwide</li> </ul> | <ul style="list-style-type: none"> <li>- Customer satisfaction survey result of more than 90 %</li> </ul> | <ul style="list-style-type: none"> <li>- Customer satisfaction survey result marked at of more than 94 % in 2023.</li> </ul> |
|--|---|--|

## Responsibility to society and communities

- |  |  |  |
|--|--|--|
| <ul style="list-style-type: none"> <li>- Social responsibility strategies</li> </ul> | <ul style="list-style-type: none"> <li>- The number of volunteered employees is expected to increase by 20% from the total employees.</li> <li>- Access to knowledge about effective savings is expected to increase by 50% among participants.</li> </ul> | <ul style="list-style-type: none"> <li>- The number of volunteered employees increased by 50% from the total employees.</li> <li>- Access to knowledge about effective savings increased by 75% among participants.</li> </ul> |
|--|--|--|



## Social policies and practices

### 1. Human Rights

The Company shall comply with the human rights policies in accordance with the United Nations Guiding Principles on Business and Human Rights (UNGPs). All directors, executives, and employees are required to strictly follow and adhere to the principles of human rights as a common practice, taking into account equality, freedom of persons, which is equal in dignity and rights. There is no discrimination in terms of race, nationality, language, religion, gender, age, education. The Company does not support any businesses or activities that violate international human rights in order to be consistent with the sustainable development policies and ensure that the Company's business operations are free from human rights violations. The Company shall also establish policies to prevent harassment and ensure non-discrimination in the workplace in order to control and promote good practices towards labor equality and diversity in the Company's business establishments. A comprehensive human rights due diligence process should be developed to support compliance with human right principles and manage human right impacts that may occur throughout the business value chain. In addition, the Company shall promote a culture of respect for human rights within the organization. The comprehensive human right examination process consists of declaration of commitment, defining the scope, identifying issues related to risks in regard to human rights, assessing risks relating to human rights, identifying measures to mitigate impacts, monitoring, communicating, and providing remedies. Further details can be obtained from the 2023 Sustainability Performance Report.

### 2. Human resource management

The Company realizes the importance of personnel, which is a significant resource of the organization and is the main factor that leads the Company to success. Hence, the Company shall establish various human resource strategies and policies that focus on increasing management efficiency and development of human resources to suit the Company's business, taking into account various key factors, such as analysis of workforce needs to support business expansion, competition, and changes. The established human resource strategies and policies are made consistent with the organization's policies, mission, and culture. The systematic performance evaluation system or the KPI should be implemented with personnel at all levels. In order to respond to the personnel management and development policies, the Company should set work plans and implemented the for personnel development; in addition, other policies related to personnel shall be established, focusing on the following matters: developing work ability, enhancing employee potential, maintaining potential personnel with the company, and setting a succession plan.

The Company encourages personnel to become knowledge, be expertise and capable of performing their duties with continued enhancement in their efficiency. The HR Learning Hub is assigned to be responsible





for developing employee skills and improve the learning curriculum to meet certain needs and changes in business operations in the present era. In regard to employee care, the Company organizes performance evaluations on an annual basis to follow up on concrete performance through the processes of providing feedback, giving advice and assistance, solving problems, improving and coaching. The performance of executives and employees is also measured according to the goals set. The Company shall also establish criteria for evaluating performance that is comprehensive and consistent with the strategies and direction of the organization, both in the short term and long term. This is carried out by transferring the performance indicators to the corporate level, department level, and individual level as relevant. There are also behavioral indicators based on SAWAD organizational values and an annual evaluation of employee engagement and satisfaction with the organization. The results of these evaluations will be analyzed before outlining plans to enhance the efficiency of the organization's operations in order to improve employees' living quality.

### 3. Safety and working environment

Health and safety of employees are important aspects that the Company always considers. Hence, the Company should clearly determine guidelines for protecting the health and safety of employees at work, starting from provision of life insurance and additional health insurance for employees, in addition to social security and other welfare benefits as required by laws. In addition, the Company shall set measures and create a safety plan for managing health and environment issues both in the office and other work locations. In addition, the Company also provides quality safety protection equipment to employees as well as organizing trainings for employees regarding the requirements and management measures related to safety, health and environment on a regular basis. These are carried out before starting work in order to reduce risks of danger and various accidents. Such trainings aim at providing knowledge about safety, fire, and accident prevention as well as basic first aid. The Company shall also establish an occupational safety, health, and working environment committee to consider policies and plans for safety in the workplace, including work safety in accordance with the laws in order to prevent and reduce accidents, danger, illness, or work-related accidents.

### 4. Relationship management and responsibility to customers

With the current economic environment that entails business competition, "Srisawad Corporation Public Company Limited" sees a channel for conducting business with the desire to reach even more customers. Thus, the Company focuses on doing business to reach the communities and way of lives of customers in order to understand and recognize the problems of society and the communities. In addition, the Company is ready to be a part in solving problems and willing to push the economy and society forward alongside business growth.

## 5. Social responsibility

The Company is aware of the importance of conducting business with social responsibility, according to standards and guidelines for responsibility based on the principles of fair business operations, anti-corruption, respect for human rights, fair treat to labor, responsibility to consumers, environmental care, and participation in community and social development. To determine operation guidelines for implementing corporate social responsibility projects, the Company has therefore created social responsibility strategies, focusing building relationships and participation with communities, society, and environmental conservation. The strategies are based on the concepts of creating acceptance of the business operations and supporting the United Nations Sustainable Development Goals in order to maintain balance in business operations, respond to stakeholders' expectations, prevent possible impacts from business operations on the communities, society, and environment. The Company has established a framework for implementing social responsibility projects, which consists of three important goals, i.e., enhancement of the quality of life, promotion of savings, and creation of a lifestyle that takes into account the environment.

### Performance on social work

#### 1. Human right

The company has guidelines for managing human rights throughout the value chain, following the recommendations of the United Nations Guiding Principles on Business and Human Rights (UNGPR), to prevent and avoid violations of human rights of employees within the company group, business partners, suppliers, and local communities. This serves as a model for conducting business that is firmly committed to human rights principles, with significant operational outcomes including:

##### 1. Fair Treatment of Employees

The company ensures fair treatment by providing protection, care, and appropriate welfare benefits to all personnel, including safeguarding the working conditions of employees in each department. This includes fair compensation, provision of various benefits such as medical services, uniforms, traditional holidays, annual leave, overtime pay, work on holidays, sick leave, personal leave, maternity leave, training leave, grievance mechanisms, retirement funds, annual health check-ups, social security, annual bonuses, and promoting safety and health in the workplace, as well as adhering to organizational culture-building policies such as "Good People, Good Professionals", starting with providing continuous training opportunities for employees in each department.

## 2. Promotion of Gender Equality

Since Thailand has enacted the Gender Equality Act B.E. 2558, which prohibits discrimination based on gender, the company has announced a human rights policy to guide gender equality practices. This encompasses recruitment, compensation, career advancement, working conditions, and amenities equally for all genders.

## 3. Promotion of Human Rights Practices

To ensure that all employees have knowledge and understanding of human rights practices to carry out their duties correctly and appropriately, the company provides regular training on human rights issues for new employees, which is conducted during orientation sessions for new hires.

## 4. Respect for Freedom and Rights according to Human Rights Principles

The company strictly adheres to and complies with human rights laws, emphasizing respect for human dignity, rights, freedoms, and equality. This includes protecting against discrimination or violations, ensuring protection mechanisms, providing remedies, and avenues for complaints, and respecting differences in culture, gender, ethnicity, nationality, education, beliefs, and religion. The company also fosters awareness among all employees to uphold human rights principles and prevent violations through regular formal and informal feedback mechanisms.

## 5. Support for Social Employment of Persons with Disabilities

The company aims to enhance the quality of life and opportunities for persons with disabilities or disadvantaged individuals, promoting their abilities to generate income, become self-reliant, and reduce the burden on families and society for care and support. Additionally, this initiative aims to empower persons with disabilities as significant contributors to family and national economic development. In accordance with the Disabilities Promotion and Development Act B.E. 2550, Article 33, the company provides employment opportunities for persons with disabilities, including those in public organizations. In 2022, the company supported the employment of 118 persons with disabilities.

In 2023, the Company carried out human rights risk assessments throughout the business value chain, with 100% of business activities being assessed for human rights risks under the Company's corporate sustainability risk management principles. The criteria of likelihood of risks were compared with the organizational risk assessment criteria as well as the level of impact (as specified by United Nation Guiding Principle on Business and Human Rights). Then, the Company thoroughly considered human rights risk issues as well as individuals that may be affected, covering employees, communities and the environment, partners and customers. The issues that were assessed for human rights risks included: discrimination, health and safety, data privacy, employment conditions, freedom of association and negotiation, illegal employment (child labor, forced labor and foreign workers), living standards and living quality of the communities, access to water and sanitation, land acquisition. The results of the Company's human rights risk assessment showed that 17.75



% of business activities entailed human rights risks at a high level (i.e., salient issues), which were related to health issues and safety of the communities and customers. The Company established the measures to prevent and mitigate impacts for all risk issues for effective management of human right issues, and reduced the chances that Company's stakeholders would violate human rights. The details are as follows.

Risk factors	Operations to prevent and mitigate impacts on human rights impacts
<b>Employees</b>	
1. Health and safety 2. Employment conditions, freedom to negotiate 3. Illegal employment 4. Data privacy 5. Discrimination	<ul style="list-style-type: none"> <li>- Established the occupational safety, health and working environment committee to control safety measures, in accordance with the established operation standards and policies; provided knowledge and promoted a safety culture within the organization in order to prevent accidents that may occur from work.</li> <li>- Determined compensation and welfare policies, and established a welfare committee in the business establishment to control and supervise employees as well as listen to their opinions and provide guidelines on provision of benefits that are beneficial to employees.</li> <li>- Established a system to control the employment of workers under 18 years of age through the human resource management system, and provided trainings to communicate labor laws to relevant agencies.</li> </ul>
Risk factors	Operations to prevent and mitigate impacts on human rights impact
	<ul style="list-style-type: none"> <li>- Organized trainings on personal data protection policy and let employees know; there was a system to limit employee access to information and approve the use of information before use</li> <li>- Enforced anti-harassment and non-discrimination policies in the workplace; organized trainings to provide knowledge about human rights to employees; provided channels for employees to report complaints, or consult through Line, email and telephone or whistle blowing.</li> </ul>
<b>Communities and environment</b>	
1. Health and safety 2. Standard of living and quality of life and access to water and sanitation.	<ul style="list-style-type: none"> <li>- Prepared a work manual; provided trainings for employees on safety; and participated in emergency plan drills with the communities; and there were penalties according to the Company's regulations in the event that employees do not comply with the work manual.</li> <li>- Checked the quality of work equipment regularly.</li> </ul>



Trade partners	
1. <b>Health and safety</b>	- Prepared operation guidelines based on regulations related to safety in working; ensured that the trade partners acknowledge such guidelines and regulations; complied with the code of conduct for trade partners. business partners to be aware of and comply with the business code of conduct for business partners
Customers	
1. <b>Non-discrimination</b>	- Arranged trainings for branch employees on human rights issues; and provided trainings on good manners, communication ways, and ways to respond to customers.
2. <b>Data privacy</b>	- Followed the personal data protection policies in accordance with the Personal Data Protection Act B.E. 2062 (2019); and there was a process to maintain data security.

The company also organizes training courses to promote a culture of respect for human rights within the organization as follows:

Section	Number of employees attending the training 2565	Number of employees attending the training 2566
Training on labor laws and human rights for new employees	8,910	6,011
Review of knowledge and understanding of labor laws and human rights in labor relations and human rights practices	2,442	2,356

#### Complaints regarding human rights

The company has provided a channel for complaints in cases of human rights violations through the complaint and notification feature on the company's website. In the year 2023, there were no complaints filed regarding such matters.

Complaint information	2564	2565	2566
Number of complaints about labor practices Problem management and methods for resolving complaints	0	0	0
Number of complaints regarding human rights impacts Problem management and methods for solving complaints	0	0	0



## 2. Human Resource Management

- The company focuses on recruiting personnel suitable for each job position while adhering firmly to human rights policies, which are disclosed on the company's website. In the "Investor Relations" section, the company openly accepts and embraces diversity in personnel selection, ensuring fairness and equality regardless of physical appearance, gender, ethnicity, religion, social status, or political beliefs. Selection criteria consider abilities, limitations, and job-related risks. Consequently, the company's workforce comprises employees from diverse backgrounds, cultures, knowledge bases, abilities, and work experiences. Operational-level employees, mostly stationed at branches, primarily analyze, approve credit, and monitor loan collections, which are considered tasks with inherent risks and limitations. The company avoids gender bias in hiring for these roles. However, for operational-level roles with other responsibilities that do not involve inherent risks, the company employs both male and female personnel, maintaining adherence to human rights policies.

- **Manpower and Recruitment Planning**

The Company has a workforce plan in line with the business growth goal, considering from the goals of the organization (Goals & Strategic Directions), which is a factor that determines adequate workforce at the organizational level. The Company assigns the Human Resource department to work with executives and heads of all departments in determining the workforce to ensure it is in line with the business direction.

- **Employee Potential Development**

- Managers regularly discuss and plan employees' career paths to help them understand the growth process within their respective job roles.

- The company assigns specialized tasks or special projects to employees with potential, enabling them to utilize their skills and knowledge beyond regular job duties. This provides opportunities for employees to work in different capacities to enhance their skills, knowledge, and abilities.

- **Succession Plan**

The company has begun planning for job succession, starting from managerial positions, taking into account the skills and abilities of individual successors to determine their readiness and areas for further development. This development will be carried out on a personalized basis to maximize effectiveness.

The company ensures that employees adhere to good corporate governance principles and ethics, emphasizing the importance of employee development. It promotes equality and does not restrict or discriminate based on gender, race, religion, or culture. In 2566, the company had a total of 10,718 employees with diverse ages, genders, and educational levels. The number of branch employees decreased due to the implementation of the Srisawad application platform, which streamlined processes, reduced paperwork, and improved work-life balance for employees. This increased work efficiency and yielded better results compared to traditional methods, while reducing costs and resource utilization.





## Number of employees of the company

Item	2564	2565	2566
	Person	Person	Person
Number of Employees	6,806	9,745	10,718
By Gender			
Male	2,707	4,494	5,149
Female	4,099	5,251	5,569
By Age			
< 30 years	3,010	5,544	5,773
30 - 50 years	3,688	4,069	4,822
> 50 years	108	132	123
By Others			
People with disability	81	89	118
People with disability: Male	44	49	61
People with disability: Female	37	40	57
By Type of Employment			
Permanent	6,731	9,662	10,607
Permanent : Male	2,527	4,459	5,160
Permanent : Female	4,204	5,203	5,447
Temporary	75	83	111
Temporary: Male	41	46	58
Temporary: Female	34	37	53
By Workplace			
Head office	2,857	5,580	4,308
Head office : Male	1,312	2,434	2,645
Head office : Female	1,545	3,146	1,663
Bangkok and Perimeter Areas	623	550	734
Bangkok and Perimeter Areas : Male	238	270	293



Item	2564	2565	2566
	Person	Person	Person
By Workplace			
Bangkok and Perimeter Areas : Female	385	280	441
Provincial Areas	3,326	3,615	5,676
Provincial Areas: Male	1,018	1,530	2,211
Provincial Areas: Female	2,308	2,083	3,465
By Level of Education			
High school (lower than bachelor's degree)	2,274	3,820	3,008
Bachelor's degree	4,812	5,899	7,609
Master's degree	20	26	101
Doctoral degree	0	0	0
By Employee Level			
Excusive Level			
Male	37	48	114
Female	21	28	150
< 30 years	8	35	105
30 - 50 years	35	28	136
> 50 years	15	13	23
Operation Level			
Male	2,670	4,446	5,035
Female	4,078	5,223	5,419
< 30 years	2,865	5,467	5,668
30 - 50 years	3,790	4,393	4,686
> 50 years	93	109	100
Number of Turnover			
Male	139	1,052	1,904
Female	197	1,547	2,391

Item	2564	2565	2566
	Person	Person	Person
< 30 years	181	1,399	2,298
Number of Turnover			
30 - 50 years	153	1,186	1,973
> 50 years	2	14	24
By Workplace : Head office	105	889	3,160
Bangkok and Perimeter Areas	28	193	114
By Workplace : Provincial Areas	203	1,517	1,021
New Hires			
Male	2,250	4,159	1,628
Female	3,460	3,798	1,816
< 30 years	3,581	4,651	2,313
30 - 50 years	2,100	3,258	1,117
> 50 years	29	48	14
By Workplace : Head office	3,186	6,160	1,163
Bangkok and Perimeter Areas	374	199	277
By Workplace : Provincial Areas	2,150	1,598	2,004

### Compensation, benefits and employee care

#### Policies on benefits, welfare, and long-term returns

The Company has a policy to offer benefits for employees according to their knowledge, abilities, and work performance, taking into account suitability, fairness and relevance to the average returns of the same type of business. In addition, the Company also has a policy to pay bonuses and raise annual salaries, based on the operating results each year and the performance of each employee, in return for their work and in order to motivate employees to perform their duties to their fullest potential.

#### The salary system of the company

Individuals selected for employment will receive compensation according to the rates set by the company, based on qualifications that match the job description and position criteria. In any case, the salary will not be lower than the minimum wage as mandated by law



#### Other benefits

**Provident Fund:** In addition to the general basic benefits, the Company has established a provident fund, according to the Provident Fund Act B.E. 2530. As fund members, employees can choose their monthly contributions to the fund, with the rates ranging from 3-15% of their salaries. For the part of employer, the Company contributes 3-7% of the employee's salaries, depending on the length of service of the employees. The Company's provident fund is managed by Kasikorn Asset Management Company. The contributions and benefits will be returned to employees once they resign from the Company, as per specified in the Company's fund regulations.

**Insurance:** The Company provides health insurance, life insurance, and accident insurance benefits to facilitate their receipt of medical treatment, and it also helps create stability for employees and reduce the burden of medical expenses. The Company also allows employees to purchase insurance and motorcycle insurance and personal cars at special prices.

**Financial aid benefits:** The Company provides benefits in the form of financial assistance on various occasions, such as scholarships for employees' children with good academic performance, financial aids in the event of the death of an employee or parents, and etc.

**Accommodation for employees:** To reduce cost of living of employees, the Company has provided housing for them. Employees are allowed to stay the branch building upon necessity. Employees at the head office are allowed to stay at the Company dormitory located near the office building in Bangkok

**Relationship building activities:** As love and unity among employees can be regarded as the heart of successful operations with maximum efficiency, the Company therefore organized activities to build relationships among employees, including: New Year Party, sports competition activities within the region across the country, annual team building activities of each department as well as corporate social activities (CSR) to provide opportunities for employees to join hands in creation of benefits for society and the communities where they are involved.

#### Health and Safety Management in the Workplace

The company prioritizes the health and safety of its employees, aiming to promote safety to prevent accidents, injuries, and illnesses in the workplace, thereby enhancing the quality of life. This is achieved by providing a conducive working environment in accordance with relevant standards and laws, including:

- Designing separate document copying rooms from workstations and dedicated document storage rooms.
- Providing adjustable chairs and work desks suitable for users and desk heights.
- Establishing a medical room to provide medical services, medication, and basic first aid.
- Allocating spaces for relaxation during working hours.



- Installing perimeter windows that prevent excessive light and sound disturbances during work.
- Regularly cleaning and inspecting air conditioning units.
- Controlling temperature and humidity to suit seasonal conditions.
- Installing adequate lighting systems that meet legal standards for work.
- Providing knowledge on health and safety care through the company's Arun Sawad application and intranet.

#### Health and Safety Policy in the Workplace

The company establishes a Health, Occupational Safety, and Environmental Committee with the responsibility to consider policies and plans regarding workplace safety. Its objective is to prevent and reduce accidents, injuries, illnesses, and discomfort arising from work-related hazards or unsafe conditions. The committee reports and proposes corrective measures or improvements in compliance with laws and safety standards. It also evaluates training programs, conducts workplace safety inspections at least once a month, and regularly reports on performance.

The company maintains a strong focus on maintaining safety within its premises. It ensures standard systems and equipment are in place, appropriate safety measures are implemented, and the work environment is conducive to productivity while considering employee well-being. Information related to sick leave due to work-related accidents or illnesses is available, with clear guidelines on health and safety practices for employees. The company also provides additional health insurance and life insurance beyond statutory requirements. It has established safety plans to manage health and safety issues in both office and work site environments. Moreover, the company regularly provides quality safety equipment to employees and conducts training on safety regulations and procedures to mitigate risks of accidents and hazards.

In 2023, the company initiated projects to support employee health and physical well-being, such as regular health check-ups and influenza vaccinations. These initiatives were part of the "Srisawad Safe, United for Immunity" campaign, which involved nationwide vaccine procurement for employees. Additionally, the company promoted good hygiene practices in employee dining areas and restrooms to ensure cleanliness at all times. Furthermore, it implemented measures and supported various projects to care for employees during the COVID-19 pandemic.

#### Measures to mitigate risks related to occupational health and safety, as well as the working environment

As the Company's business characteristics that require branch employees to travel to meet customers on a regular basis, certain measures have been established to provide compensation to personnel in the event of an accident as a way to take care of the safety of employees, taking into account the wellbeing of the personnel and providing compensation for any accidents occurred. The goal was to keep the rate of injuries that would lead to absence from work to not exceeding 0.25 hours.



## Employee injury rate

Occupational Health and Safety Information	2565	2566
Number of work-related illnesses	0	0
Rate of work-related illnesses per hour	0	0
Number of work-related injuries	10	5
Rate of injuries resulting in work stoppage per hour	0.49	0.05
Number of fatalities from work-related incidents	1	0

## Maternity leave and return to work after maternity leave

Besides, The Company allows female employees to take maternity leave of up to 98 days for each pregnancy including holidays during the leave period and still earn salary for no more than 45 days for natural birth and up to 60 days for caesarean delivery. Also, employees may ask to be assigned to another job on a temporary basis either during pregnancy or after childbirth in line with the Children's Rights and Business Principles of the United Nations International Children's Emergency Fund (UNICEF), the UN Global Compact and the Save the Children for the safety of expectant employees and for their children's right to proper upbringing by their mothers.

## สถิติการกลับเข้าทำงานและอัตราการคงอยู่ของพนักงานหลังการใช้สิทธิลาคลอด

Maternity Leave Cases	2564	2565	2566
Number of employees who became pregnant that year	314	350	102
Number of employees exercising right of maternity leave	336	302	331
Number of employees returning to work after maternity leave	285	284	315
Number of employees who do not return to work after the end of maternity leave period	51	18	16
Number of employees returning to work after maternity leave and continuing to work thereafter	280	257	274





### Employee potential development

- The Company organized trainings in communication skills and leadership skills so that employees can engage in better management and work with teams more efficiently.
- The Company established SAWAD Academy as a learning resource in various learning methods in order to help develop the potential of employees in various areas, including management, leadership, and occupational specialization.
- The Company has given importance to drafting plans to develop the potential of employees, encouraging them to acquire knowledge, understanding and skills to perform their jobs for maximum efficiency and effectiveness. All levels of employees are required to receive continuous trainings so that they are able to develop themselves at all times. This can also help attract knowledgeable and capable employees to remain with the Company for a long time in order to reduce the employee turnover rate. Talented employees of the organization are particularly maintained. Training courses have been designed in consistent with the responsibilities of each employee position or related functional skills. In addition, knowledge management has been carried out through knowledge exchange channels within the organization to stimulate the atmosphere and environment that can direct Srisawad into a learning organization as well as support the development of the potential of employees to be able to grow based on the career path development plan. Knowledge and skill development for employees are divided into three categories:

**Onboarding Program:** This is a basic work knowledge training course for all new employees aimed at building product knowledge, conditions for loan consideration, risk management, and customer centricity so that all employees, especially those at branch offices can offer various products and services of SCAP to customers correctly in order to help solve their financial problems and meet the needs of all customer groups. In addition, the training course also help instill awareness on providing services with transparency, accuracy and integrity among all new employees starting from their first day working with SCAP.

**Re-training/ Knowledge Refreshment Program:** This is a developmental course for reviewing and testing knowledge, continuous understanding of employees' work to ensure that employees of Srisawad's branch offices nationwide always acquire updated knowledge in work. They are also expected to possess knowledge in an extent that they can present products to customers correctly in accordance with the established criteria (knowledge quality). In addition, they are also expected to hold good service standards according to Srisawad's value "Always Customer First" (Service Quality). In light of this, the HR Learning Hub teams in various regions across the country conduct training courses for employees to brush up on their knowledge and skills necessary for continuous branch operations Both in terms of product knowledge and process & work instruction. IN addition, the teams also test knowledge and review various errors that happen often in order to always improve the work efficiency and service of branch employees.

**Leadership Development Program:** This new generation leadership development course aims to create talent within the organization to support business expansion in a timely manner. The course content is designed to cover both hard-skills and soft-skills to ensure that the new generation of leaders of the organization will be prepared to take on more challenging roles. This is in line with the organization's value with the desire to instill



courage in employees and prepare them to be willing to change. In addition, the training course also reinforces to employees that the organization places great emphasis on the development of their skills.

#### Important courses to develop the potential and promote the advancement of employees

In carrying out a training and development of personnel, the Company starts from the process of surveying needs for certain training courses, and then take into account the survey results before creating and developing training courses for employees. In addition, training results are also monitored and evaluated. This process can be applied to development of personnel with trainings arranged for all positions.

1. Efficient trainings: Different courses are arranged to develop employees in different positions, such as orientation trainings for new employees, excellent service trainings, negotiation techniques for debt collection on telephone and field management techniques. In 2023, the Company designed and improved training courses that increased work efficiency, in terms of developing knowledge, skills, and experiences. In addition, trainings to provide knowledge about respecting human rights, anti-corruption, work safety, trainings on environment, society and corporate governance were also organized so that all executives and employees sign to acknowledge all requirements and strictly comply with them.

2. Effective training: Compulsory courses are compiled in order to develop employees to be able to perform their duties clearly, such as broker trainings and insurance broker renewal, and etc.

#### Results of operations in personnel development

Training	Training hours	Trainees (people) (Male : Female)	Number of people who passed the assessment
Coaching	1 hours	2,356	100%
Sales and Marketing Techniques for Aggressive Marketing	2	1,911	100%
Calculating individual	2	7,527	100%
Debt tracking	2	1,411	100%
Excellent service	2	16,320	100%
Criteria for evaluating credit applications	2	41,563	100%
Starter Program	3	6,011	100%
PDPA	1	524	100%
Fast Money and Quick Loan system	1	6,871	100%
Information System for Work	1	16,759	100%
Leadership and Team Management	2.5	1,997	100%
Training	Training hours	Trainees (people)	Number of people who



		(Male : Female)	passed the assessment
Training on Environmental, Social, and Corporate Governance	1	6,011	100%
Human Rights	1	6,011	100%
Risk Management	1	6,011	100%
Business Ethics	1	6,011	100%
Occupational Health and Safety/Fire Safety Training	1	6,011	100%
Anti-Corruption	1	6,011	100%

#### Learning Exchange Platform Hongrian Thanchai

The company promotes the development of skills and essential knowledge necessary for job performance to maximize efficiency and effectiveness through training and a learning exchange platform known as "Immediate Classroom." This digital platform serves as a central hub for managing various organizational matters, including linking and sharing the company's knowledge databases and information on various topics of interest to employees. It is akin to a library accessible to all employees. The purpose of the Immediate Classroom is to foster a culture of continuous learning and development, ensuring that employees' capabilities continuously evolve to keep pace with the current industry competition. Additionally, the knowledge curated within the digital platform serves as a tool for passing on knowledge to new employees of the company.

#### Results of operations in personnel development via Hongrian Thanchai

Average training	2564	2565	2566
Number of Employees	44.83	57.56	49.97

After employees have developed the necessary skills and knowledge for job performance, the company will have a Key Performance Indicators (KPIs) evaluation process, which serves as the standard for assessing employee performance. Compensation rates for employees will be contingent upon their job performance. The company will conduct individual evaluations, ensuring that all employees, representing 100% of the company, are assessed equally, transparently, and fairly. Based on these performance evaluations, the company has a policy to compensate employees according to their knowledge, skills, duties, and responsibilities, considering fairness and alignment with industry averages of the same category. This is to maintain and enhance competitiveness in human resources. Additionally, the company has set schedules for adjusting salary rates and issuing annual bonuses based on annual performance results and the performance of individual employees to motivate them to fulfill their duties to the best of their abilities.



### Employee engagement

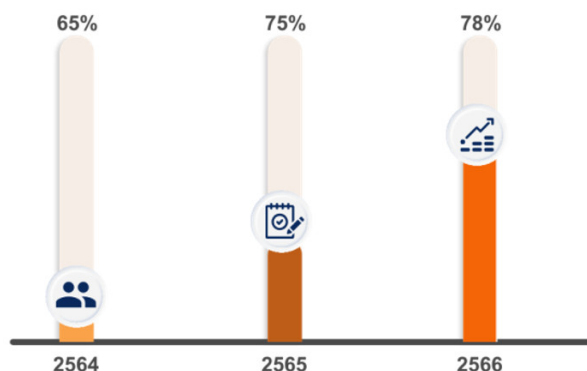
In the year 2566, there was an employee engagement survey conducted within the organization. The survey found that employees overall were highly satisfied with their work and committed to the organization, with a satisfaction and engagement rate of 78%. The company will continue to conduct regular surveys annually to gather feedback and improve the management system going forward. Based on the survey responses, the company evaluated and analyzed factors affecting employee engagement that could impact performance. Consequently, they reviewed and improved key engagement factors such as career growth opportunities, employee management, high-performing employees, and performance management.

In order to strengthen employee engagement even further, the Company carried out an in-depth analysis to study aspects that would affect the results of the engagement assessment in various factors. The analysis result could be integrated with the Company's personnel management system to be comprehensive, support flexibility and support future business expansion, with the role model principle that allows senior executives to serve as role models for building engagement in each department. This could be a medium for bidirectional data communication to inform employees of the direction of business operations. Hence, employees could access information that is beneficial to themselves and exchange opinions directly with supervisors. In addition, this could also create inspiration for employees, helping them to improving performance and enhance career growth.

In 2023, the Company evaluated and analyzed engagement factors that may affect operating results, and reviewed and improved important engagement factors, such as career growth and opportunities to be promoted as top leaders, management of highly talented employees, and performance management, and etc.

Engagement factors	Improvements
1.Management of employees and subordinates	<ul style="list-style-type: none"> <li>- Designed a learning system development plan from various institutions to develop operational skills.</li> <li>- Reviewed the succession plan and guidelines for developing potential employees</li> </ul>
2. Career growth and highly talented employees	<ul style="list-style-type: none"> <li>- Enhanced communication efficiency, such as developing career paths</li> </ul>
Engagement factors	Improvements
3. Performance management	<ul style="list-style-type: none"> <li>- Enhancing mission and vision communication within the organization.</li> <li>-Performance management.</li> <li>- Utilizing performance evaluations as a tool for improvement, providing feedback and recommendations on employees' performance from their supervisors.</li> </ul>

As a result of the aforementioned improvements, the level of employee engagement in each factor in the year 2566 increased compared to 2565. Overall, the organization's employee engagement showed positive improvement.



### Fair treat to labor

The Company has policies and guidelines to treat employees equally without exception and to be fair to employees at all levels. These include determining compensation and benefits, employee transfer, training, health, work safety and career growth, and labor protection. In addition, the Company established a welfare committee in the business establishment, which is responsible for completing the operation plan for organizing labor relations activities, coordinating with agencies involved in labor disputes. Since the establishment of the company, there has never been a labor dispute, because the Board of Directors adheres to various laws and regulations strictly. Furthermore, the Company has established and provided various welfare benefits for employees equally, as well as providing opportunities for employees to grow within the organization, considering the performance results, the competency, and the characteristics that are consistent with the organization's values. The Company treats employees equally under the same standard throughout the organization.

### Social and Community Responsibility

With a strong commitment to conducting business based on good corporate governance, Srisawad Corporation Public Company Limited (listed) has promoted the sustainable development of its business on the foundation of creating value for stakeholders throughout its business chain. This is aimed at elevating sustainable development and supporting business strategies and development towards the aforementioned objectives and goals in alignment with the organization. Under the principle of maintaining a balance in environmental, social, and governance (ESG) aspects, it helps reduce social disparities both in accessing basic services and financial services to enhance the quality of life. Additionally, it contributes to supporting and assisting society, enabling the underprivileged to develop and self-rely, while delivering long-term value to stakeholders through various projects and activities, both within and beyond business processes. Furthermore, it supports social initiatives through corporate activities and considers volunteer employees as a crucial force in driving activities. Key operational details include:



Social development



Giving Financial Knowledge



Giving Educational Opportunities



Support for innovation and others

## 1. Social development

### 1.1 The campaign for safe driving during the New Year festival

The Company provided products and drinks to join in the safe driving campaign in collaboration with the Expressway Authority of Thailand (EXAT) to support the project, facilitate and provide safety for people's travel during the New Year festival. The Company participated in promoting safe driving during the New Year Festival for the people and support government policies to reduce losses from accidents during the long New Year holiday. In addition, the Company also cooperated with Laksi District Office to organize campaign activities in order to prevent and reduce accidents during the New Year festival and educate people in the area on safe and correct driving. In addition, the Company also provided support in terms of proper use and maintenance of cars. The Company provided drinking water to support the public service units of the District Office, which facilitated and supported people who used the expressway to travel in and out of Bangkok and return to their hometowns, or those who traveled to relax in other provinces during the New Year festival.



### 1.2 Free medical check-up

The Company was concerned about health, so we collaborated with more than 40 community clinics throughout Bangkok to organize a free health check-up project for the public. People just presented their ID cards in the project area where there were varieties of health check-up services covering various aspects of health as well as consultation with



medical personnel. Each person received individual counseling and medical advice throughout the process. The Company was ready to commit to continuing the project to take care of people's health and encourage everyone in society to receive comprehensive health examinations. The key objectives of the project were to encourage all Thai people to stay healthy and keep themselves away from diseases, and to reduce people's burden of expenses for medical treatment.



### 1.3 The project to raise egg-laying hens for students' lunch and pass on knowledge to the communities

The Company implemented a good nutrition project, supporting 110 laying hens to produce good quality protein eggs for cooking for lunch at Sri Pho Ngern

Withaya School, Chiang Rai Province, to allow students to consume chicken eggs, which contain quality protein food. This enabled the Company to join hands in solving the problem of malnutrition and supporting the implementation of the egg-laying chicken raising project in educational institutions. The project can help build skills and experience in raising laying hens, which could potentially lead to future profession. This project is an example of integrating management into sustainable business growth along with developing communities and societies to be strong and self-reliant. In light of the project, the Company's volunteer employees participated in passing on knowledge of small farm management as important knowledge in agricultural business career management to teachers, students, and communities to learn about agricultural business management so that they could be able to manage the production of chicken eggs for sale. This could generate circular income, expand the outcome to becoming a social enterprise, and enable people to become self-reliant in a sustainable way.



## 2. Giving Financial Knowledge

### 2.1 Know household accounts; know how to do savings

nationwide, conducted by volunteer employees of the Company who have passed the financial mentoring training of the Stock Exchange of Thailand. The objectives of the project were to enhance basic financial knowledge, provide debt management guidelines, suggest ways to increasing income for households, and also deliver guidelines on how to complete household accounting of income and expenses. This helped to instill and lay the foundation for knowledge and understanding in money management. The project helped develop immunity among villages in terms of spending and assist them in solving financial problems. In addition, the project also aimed to encourage Thai people to see importance of savings. In addition, they were supported to access transparent and fair financial services while staying away from loan shark systems. Srisawad Capital 1969 Public Company Limited affiliates do not just approve loans to finance customers' career but also initiate certain financial knowledge projects that helps people in Thai society in order to encourage them to enjoy good financial health and quality of life. In 2023, there were a total of 10,562 people participating in the activity.

### 2.2 Training project on financial planning

Company organized a training project to provide knowledge about financial planning; the training was divided into two groups of participants who were given opportunities to attend in financial planning training courses and enhance skills for living in the modern world. The details are as follows.

1. Youth: The project aimed to encourage students and youth to develop a habit of saving money, learn about household accounting and saving, as well as practice various financial activities.

2. University students: The project also had an objective to allow students join to learn, practice, and find careers that are appropriate for them. They were given opportunities to work with the Company. The participants would be assigned tasks to practice presenting their ideas for development of communities and products meet financial innovations that are consistent with people's lifestyles and needs. The training course also provided financial planning knowledge so that participants could be well prepare before entering the working age; in addition, the training course could help create good financial skills for the new generation.

The training program was carried out by the Company's volunteer employees, who provided knowledge on financial planning, conveying knowledge, techniques, and various work methods. They also helped support certain equipment to enhance knowledge, such as posters on savings, and etc.



### 3. Giving Educational Opportunities

The Company supported children and youth to receive educational opportunities in order develop the efficiency and quality of the population, which is an important basis for developing the country towards sustainability. In light of this, the Company offered scholarships for needy students and allocated funds to develop educational institutions in forms of construction and renovation of buildings. Moreover, the Company also provided equipment to schools in need across the country under the annual project called "Srisawat Ruamjai" aimed at encouraging community members to send their children to school according to their age. The Company was a major supporter participated with executives and employees. In 2023, the project was undertaken to build a swimming pool for Ban Lam Thap School. Krabi Province, which is a school with potential in teaching and learning. And in the academic year 2023, the number of students increased, so the swimming pool Ban Lam Thap School could help facilitating swimming learning for them as well as kids from nearby areas.





#### 4. Support for innovation and others

##### 4.1 Support for innovations and others: Support of innovations in environmental research

The Company supported research innovations to create and develop organic crushing machines for fertilizer and solar cell systems for the Faculty of Science and Technology, Phuket Rajabhat University. This development and construction of an organic digester can be considered as the support from Company for creation of innovations, which would contribute to community development in terms of environment. Once the project was completed, it was delivered to the community's enterprise group, Ban Lipon Bangkok Organic Farming Group, Si Sunthon Subdistrict, Thalang District, Phuket Province. This could potentially lead to career development and sustainable income.



##### 4.2 Blood donation

The Company, together with the National Blood Center of the Thai Red Cross organized the project "Blood Donation: one giver to several receivers" in order to campaign for blood donation among the employees of the Company, Bangkok Bank, i.e., the Company's partner, and people in nearby areas. They were invited to donate blood and encouraged to see the importance of blood donation to contribute to sufficient amount of blood to provide medical treatment to patients across the country. The project could help promote the development of a good quality of life for Thai people by procuring sufficient blood for medical treatment and increasing the amount of blood reserves in the warehouse. The campaign was aimed at encouraging customers, the public, as well as the Company's own employees to be aware of the importance of blood donation and continuously volunteer to donate blood to save the lives of fellow humans. The Company continued to pursue the campaign and constantly procure blood supply, which was subsequently delivered to the National Blood Center Thai Red Cross Society, which would bring such donated blood to help as many fellow humans as possible. Blood donation is an easy act of good deed. Continuous blood donation every three months is encouraged, and knowledge about preparation before donating blood was conveyed to the volunteers and the public in general.



#### 4.3 Contribution to the funds for building a pollution-free crematorium.

The Company joined in organizing the Kathin Ceremony for the year 2023, donating money for merit-making to contribute to the construction of a pollution-free crematorium to replace the deteriorating old crematorium. The new one could help reduce pollution, which would impact people and the environment. This was in consistent with the Company's policy to reduce greenhouse gas emissions to net zero. All donations came from fundraising contributed by executives and employees across the country, as well as other generous contributors. The money donation was also joined by the Company's trading partners.



#### Sustainability management in the economic/governance dimensions

##### Goals

- Comply with corporate governance guidelines correctly according to the regulations
- No cases of corruption, neither inside nor outside the organization.
- Promotion of fair- trade competition
- Operating according to corporate governance guidelines
- Management

The Company has a Corporate Governance and Sustainability Development Committee to set criteria and policies for corporate governance as well as provide channels for lodging complaints and whistleblowing and receiving complaints, comments or suggestions from affected stakeholders or stakeholders who may be at risk of being affected by the Company's business operations. In addition, the committee also takes care of creations of a transparent work culture, always adhering to compliance with corporate governance guidelines. Finally, the committee also continues to follow up on changes in government policies, laws, and regulations in order to improve operations.

- Past operations

### 1. Trade competition

Pushing and creating ethical values in business operations in promoting trade competition, the Company and our employees never faced any lawsuits or complaints or accusations of behavior violating trade competition laws. In addition, we were never punished nor fined due to non-compliance with trade competition laws.

### 2. Anti-corruption

The Company published the "Anti-Corruption Policies" for employees to acknowledge and adhere to. The Company also supported and encouraged personnel at all levels to possess awareness on all forms of anti-corruption.

### 3. Examination on complaints

The Company provides channels provide channels for lodging complaints and whistleblowing and receiving complaints, comments or suggestions from affected stakeholders or stakeholders who may be at risk of being affected by the Company's business operations or by the performance of the duties of the executives and employees of the Company that related to illegal acts, including behaviors that may imply corruption and actions that are considered corruption, either directly and indirectly related to the Company. Anyone who witnesses such aforementioned actions, please notify the Company so that the Company could proceed with investigating the facts. In 2023, no complaints of corruption were made.

## **Ethics and code of ethical business or code of conduct**

The Company places importance on cultivating an organizational culture that combine talent and goodness, as well as being committed to conducting business in accordance with ethical business operation and ethical principles on a continuous basis. In addition, the Company sought to generate sustainable added value for all stakeholders. The Company has established guidelines regarding ethical business as well as the code of ethical business for the Company's directors, executives, and employees to refer to as a standard and a set of operation guidelines for practice. Such operation guidelines cover important issues in various areas, such as the Company's business practices, guidelines for the Company's directors and management's practices, employees' practices, practices regarding business operations that are beneficial to the economy, society and the environment, professional ethics, and suggestions when problems arise. With the Company's commitment in conducting business with fairness, honesty, transparency, accountability and responsibility to all stakeholders, the Company has thus continued to deliver reliable operating results. In 2023, there were neither complaints resulting from non-compliance with ethics and code of conduct, nor any reports of cases of operations violating the code of ethical business.

## **Crisis management and business continuity**

The Company has diverse business operations in each business unit. Therefore, there is a chance of facing risks associated with interruption of business operations. This may be caused by unpredictable risk factors, such as risk factors from natural threats and the changing environment, terrorism, sabotage, and etc. All



these may cause significant damage to the Company. The Company has a Business Continuity Management Plan which is used as a tool and guideline for managing various crisis events that may affect the Company. The Company has operated systematically and provided training for executives, managers, and supervisors to acquire knowledge, understanding of such matters; they are encouraged to be aware of participation in such matters. Finally, the Company has also arranged emergency plans and business continuity management practice plans.

In 2023, the Company arranged a fire drill and a scenario where the office building was on fire and partial operations were suspended for maintenance work before returning to normal condition. The results were at satisfied, with an analysis team studying various aspects in order to find opportunities to improve crisis management, in all aspects including personnel, locations, and necessary resources for communication system as well as a quick restoration before turning to normal.



#### Creation of a culture of risk management

The Company realizes that organizational culture is an important component for the success of risk management. Therefore, the Company assigned executives to communicate the importance of risk management and act as a role model for risk management, as well as creating a method for implementation of risk management that could lead to practical results. Acceptable risk levels would also be determined. In addition, there is a risk assessment system in the same format, defining the roles, duties and responsibilities of those responsible for each risk issue. The topic of risk management is specified as part of the orientation for new employees in order to create awareness on risk management among employees on a broad base, starting with new comers. In addition, risk management is also identified as part of the trainings and development curriculum for directors, executives, and employees so that all employees possess relevant knowledge and understanding, as well as realizing benefits that they would gain from continuous operations based one the risk management framework.

#### Continuous enhancement of customer satisfaction

Given the current economic environment, business competition is high. The Company sees a channel for doing business that can reach more customers by focusing on doing business to reach the communities and ways of life of customers in order to understand and recognize the problems of society and the communities. The



Company stands ready to be a part in solving the problems and is willing to push economy and society to grow alongside business growth.

### Operation guidelines

The Company operates a finance business, so we strive to put our customers first because we know that business growth comes from our great customers, who are an important part of driving the business forward. Therefore, offering the right products for customers, creating a variety of options for customers, providing quality advice and consultation to employees are therefore what the Company put as top priorities. Understanding customers with care in providing services and always thinking that customers must receive the best products both in terms of prompt products and services and high quality, the Company has therefore as the top two aspects of corporate value: namely fast and prompt and understanding of customers. In addition, the Company also has a policy to focus on developing and expanding the business to always grow according to the current intense market competition. The Company has never stopped developing our business and continue to pursue toward success going forward.

#### Guidelines for enhancing service satisfaction

1. Survey customer expectations, behavior and satisfaction with the Company's products and services.
2. Set the goals and direction of the organization in terms of customer behavior and preferences
3. Determine strategies for creating customer satisfaction with products and services.
4. Develop the quality and relationship between employees and customers
5. Implement the strategies obtained from the behavioral survey and the survey on customer satisfaction with the Company's products and services and evaluate the outcome of implementation

### Management of customers' feedback

The Company focuses on developing service quality in order to create good experiences for customers, and give importance to a systematic process of managing customers' complaints through various channels available for listening to customers' feedback. Furthermore, the Company also places importance on development and improvement of products and service processes on a regular basis in order to ensure that customers receive the best experiences from using the Company's products and services. In managing and listening to customers' feedback, the Company therefore focuses on solving problems for customers quickly and in a timely manner in order to minimize impacts on customers. Therefore, channels for listening to feedback from customers are provided as follows.



### Channels for listening to feedback from customers

The Company is open and willing to listen to suggestions and complaints from customers so that we can improve and develop our products and services. Suggestions and complaints can be done in three communication channels.



Call Center: 1652

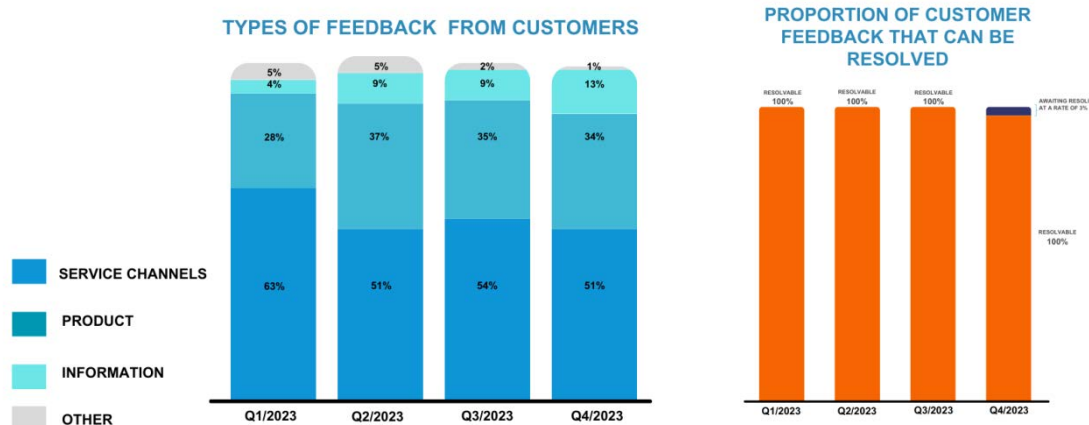


LINE@: Srisawad



Facebook: Srisawad Ngern Sod Tun Jai

The Company places great importance on solving problems in sustainable ways by setting up a mechanism to systematically manage the problems mentioned in the feedback from customers. In light of this, the Company collaborates with relevant departments or agencies, both internally and externally, to analyze certain causes of problems experienced by customers and find ways to develop service processes. This can prevent such problems from reoccurring and able to better respond to customers' needs. As a result, the Company can manage to reduce the volume of complaints specified in the feedback from the Company's customers while the business can continue to grow continuously.

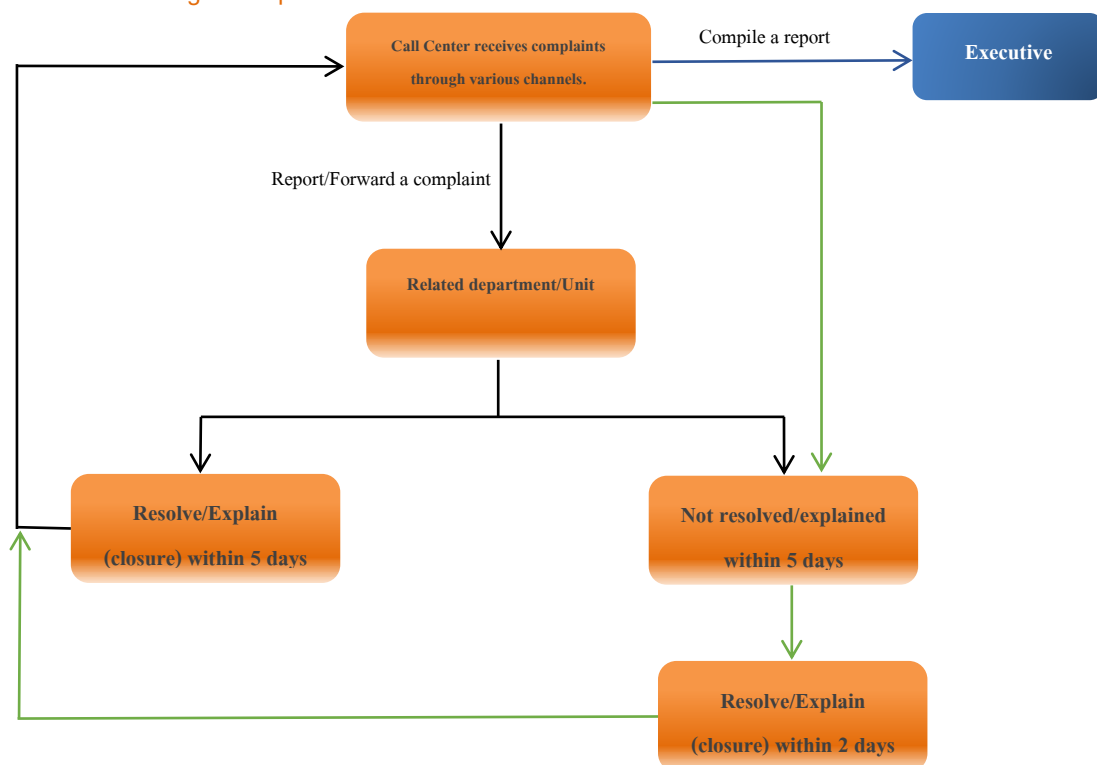


Remark: Details regarding the echo issue reported by customers awaiting resolution since December 31, 2023, at a rate of 3%. The company will proceed to address and resolve this echo issue from customers within the timeframe stipulated by the Service Level Agreement (SLA) standard for the industry.

After receiving feedback and various suggestions from customers through several channels, the Company takes steps to resolve the matter. In light of this, relevant departments will collaborate to bring customers' suggestions to development of the Company's products and services continuously through various processes while providing the utmost protection, care and security of customers' personal information in order to create good customer experiences. In regard to the complaints that have become the issue in the

media about the case that the Consumer Organization Council held a press conference that alluded to the Company's operations, the Company has now reached an understanding with another side. This particular case was caused by the misunderstanding of information of marketing media. However, the Company considered and reviewed the methods and channels for providing information and determining the conditions for receiving the related right as well as other promotions in order to prevent misunderstanding. Another issue is about offering life insurance combined with non-life insurance without giving the customer the right of refusal and specifying the insurance company; the issue is currently under investigation by the Office of the Insurance Commission (OIC).

#### Customer feedback management process.



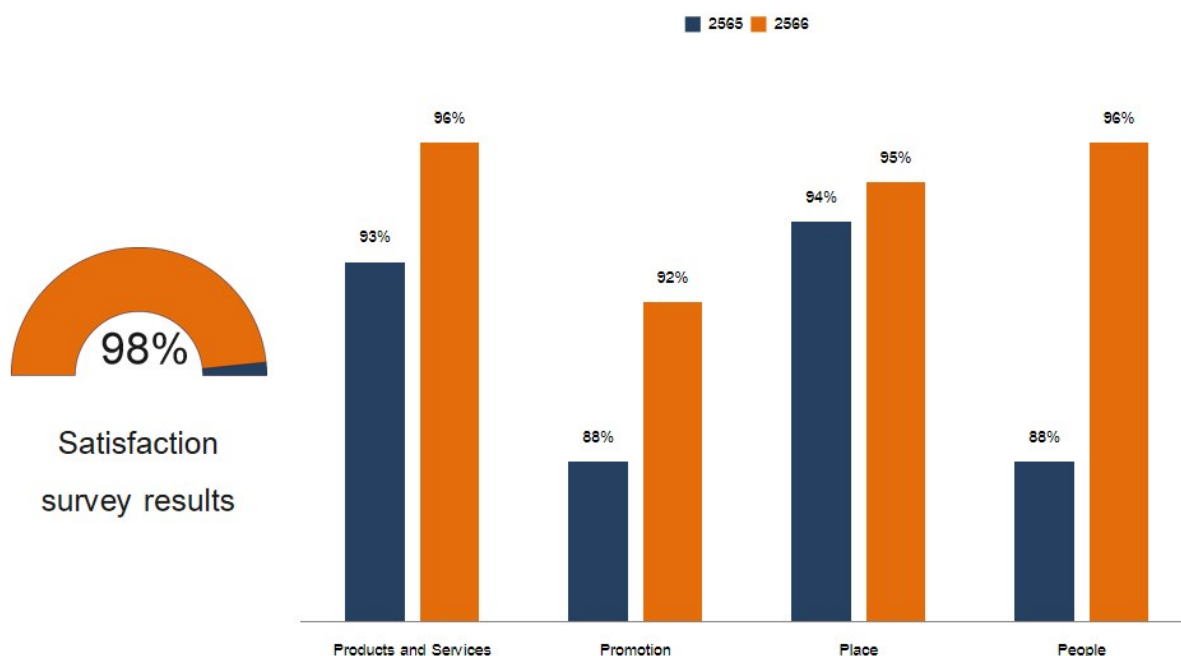
#### Customer satisfaction survey

The Company has surveyed customer satisfaction with products and services in order to collect information on needs to measure satisfaction levels. This is considered a guarantee that customers will receive fast services and products that meet their demand through the Call Center. The survey consists of the following survey topics:

1. The Company has a variety of products meeting demand (Products).
2. The location of the branch is easily accessible, easy to find, and convenient to travel. (Place)
3. The Company provides information, news, promotions, including other special offers clearly and completely thorough all channels. (Platform/ Press)
4. Employees provide service quickly, correctly and with great care. (People)

### Satisfaction survey results

In 2023, the Company surveyed and evaluated customer satisfaction that would affect products and services through phone calls. The survey results showed that overall customers were satisfied at 98% vs. the target of 90%. Of the total customers surveyed, 96% expressed that they were satisfied with the Company's rapid and accurate services. Customers were satisfied with the Company providing information, news, promotions, including other special offers clearly, completely and throughout all channels at 92%. Around 95% were satisfied with the location of the branch, viewing that it was easily accessible, easy to find, convenient to travel. Finally, 96% were satisfied that the Company offered varieties of products, which met their demand. Following the survey, the Company would use the evaluation results to further develop and improve in various areas with the following four measures.



### Operational measures to create customer satisfaction

1. Develop innovative products response to customers' needs.
2. Raise the quality and speed of services, taking into account customer satisfaction
3. Branch employees must be well prepared to communicate and provide credit advice to customers appropriately.
4. Regularly take care of and improve the atmosphere and surrounding of the branch office buildings in order to increase sales efficiency.

### Customer satisfaction management

#### ■ Listen to opinions and inspect employees' services

The Company has a process of listening to customers' opinions through various channels, such as the Company's website, Call Center, customer satisfaction surveys at branches, and customer satisfaction surveys from telephone services. All these are to ensure that customers receive the correct services according to the requirements and standards. These various formats of survey are designed to comprehensively assess customer satisfaction in all dimensions, which could enable the Company to measure the level of satisfaction and long-term engagement that customers have towards the company. Listening to opinions and conducting surveys are important channels to help the Company acknowledge and understand any arising problems. Hence, the Company can subsequently manage to enhance service deliveries to the exact point in a timely manner, and can maximize satisfaction and impress customers. These are also ways to encourage participation with stakeholders.

#### ■ Management of complaints

According to the set guidelines, when receiving complaints from customers who use the Company's branch services, the branch manager is required to contact the customers to provide assistance and resolve the problems immediately. In addition, such complaints received shall be taken into consideration when planning for improvement of branch operations in order to prevent such events from repeating. In addition, the Company has also arranged for a central After Call Service team to telephone the customers to ask for opinions or feedback after receiving the assistance in order to ensure that the customers have been satisfied with such assistance. Overall, customers are welcomed to lodge complaints through communication channels, such as the Company's website Call Center, and social media: Facebook: Srisawad Ngern Sod Tun Jai, Line: @Srisawad and etc.

#### ■ Improvement of service potential of employees and enhancement of service standards.

The Company has developed the service potential of employees and enhanced service standards through a variety of important projects, as follows.

**1. Establishment of HR Learning Hubs – regional learning hubs and instructors:** This establishment has an objective of ensuring employees are developed and trained rapidly and thoroughly. In light of the program, branch employees are developed and trained by instructors at each regional learning hubs, which will help branch employees acquire knowledge on how to work quickly, starting from the beginning of their professions. In addition, instructors at the regional learning centers also act as sales coaching to follow up on work performance, test knowledge, and continually evaluate the quality of services provided by branch employees in order to ensure that the service quality of Srisawad's branch employees are of the same standard nationwide.

The performances of instructors at the learning hubs in each region will focus on developing functional skills for branch employees, including development of knowledge on the jobs, techniques for winning hearts of customers, as well as knowledge of various products. The development of the aforementioned skills is carried



out alongside development of management skills and leadership skills conducted by central personnel development training team. In these occasions, external speakers would also be invited to provide knowledge and understanding for employees at the management and supervisor levels. Each year, more than 10,000 employees participated in the activities.



**2. Surveying and evaluating employee knowledge regarding credit and insurance arrangements, and pushing for employees to acquire life insurance broker licenses and general insurance broker licenses:** This is an activity organized to increase knowledge for employees about loans and insurance. In light of the activity, the insurance and training teams will deliver information about the insurance products distributed by the Company as well as the hot product items for branch employees to study through various learning media, such as Google Meet, Hand out, Line@. After that, a link to the questions will be sent for employees to answer in specified time. If employees still misunderstand certain points, the insurance and training teams will call the employee immediately in order to ensure that the employees really understand such information and thus able to inform accurate information to the next customers. The insurance team and training teams will summarize and evaluate scores and report activity results to the responsible executives, regional managers, and branch managers for acknowledgment. In addition, some awards are given to employees who receive very good scores in order to motivate such employees.

**3. Strengthen relationships with customers:** The Company realized the importance of providing good services to customers and building good relationships with them. Therefore, we have a customer base with brand loyalty. In addition, we also see the significance of local points, which must grow together sustainably; therefore, the Company focuses on marketing activities based on corporate social responsibility. The Company organized events at market, set up booths, gave away freebies and marketing supplies and equipment to sellers in communities and the market areas. There were public relations and financial counseling for the public, both for sellers and people passing by the market, helping create awareness and correct understanding for the communities in terms of finance business concepts. This could also help establish a stable customer base and form good relationships with customers, starting with the communities and society.



**4. Marketing in the digital age and social media strategies:** Given the current consumer behavior, the Company has seen a new type of marketing channel, i.e., focusing on marketing through digital media and social media to publicize and build a base of confidence and credibility for the Company. In addition, the Company has also used social media to create engagement with the Company's customer groups, such as the website: [www.sawad.co.th](http://www.sawad.co.th); Facebook Fan page: risawad Ngern Sod Tun Jai; and LINE Official Account: @Srisawad. Through these aforementioned channels, customers can report corruption clues and the Company uses such channels to receive complaints, suggestions and criticisms, and etc. The company has therefore set guidelines and goals for using social media channels to communicate and listen to opinions for maximum efficiency.

The Company is committed to delivering good experiences to customers. In order to continually improve the service process for customers, listening to voices from them is crucial, which could enable the Company to follow up on customers' interests and opinions towards the Company's service provision. In each quarter, customers' opinions concerning services are communicated through internal channels to all levels, including regional managers and district managers in order to ensure that such information reaches employees in all branches. In addition, feedback from customers is identified as a key performance indicator of both branches and the head office.

#### Development of innovations to support the digital era

The Company places importance on the current era where technologies play an important role in driving business. Therefore, the Company has developed innovations and technologies that facilitate the activities of customers and all stakeholders as tools that could enhance the efficiency of the Company's operations. They also help manage customer relationships in order to meet customer expectations on quality and safety in products and services through innovation. In addition, in order to promote the potential of the organization's employees, development of digital technology has quickly played a role in changing the service process. Furthermore, given the changing needs of customers compared to the past as well as the global growth of new forms of digital businesses, service providers are challenged by a number of factors. However, such changes can also be taken as an opportunity for the Company to develop digital technology and create new services in order to drive business growth and create competitiveness in the digital era, responding to diverse needs from various

industries. Therefore, the Company is committed to creating innovations to deliver products and services, which could raise the quality of life of Thai people and develop the potential and growth of businesses. In addition, the Company has set a goal to become a leader in sustainable loan innovation, focusing on an aim to develop the organization's adaptability. All departments of the Company are required to drive innovation in order to promote the growth of new income sources in line with various changing trends, both at present and in the future.

#### Process for developing and promoting innovations within the Company

1. Establish a unit to develop innovations for products and services; listen to the opinions of stakeholders in order to review and develop new innovations.
2. Promote the creation of organizational value that encourage employees to be creative.
3. Promote the development of innovations that will create value for the economy, society and the environment.

#### Creation of innovations and digital work for customers in 2023

1. The "Srisawad" application: The company developed the "Srisawad" application to provide convenience to customers without the need to visit branches. Within the application, customers can check payment deadlines and outstanding credit balances. Additionally, it serves as a channel for digital payments, reducing paper usage for receipts and invoices. Moreover, it enhances service efficiency and facilitates convenient and swift data management.



2. The company developed an AI Chatbot to enhance and streamline communication with customers through social media channels. This AI Chatbot serves to answer basic customer inquiries regarding product details, loan processes, branch locations, and more. The AI Chatbot system is a vital communication tool that connects and supports customer engagement, even outside of business hours. The company has initiated plans to further develop the AI Chatbot to enhance and streamline communication with customers through social media channels, ensuring effectiveness and efficiency. The company's AI Chatbot boasts the capability to provide promotional information, product and service details, thus facilitating convenience and time-saving for customers. Moreover, it analyzes data to determine successful promotions and effectively reach target groups.



### Protection of customer personal information

With the evolution of business technologies today, we can observe that modern technology development patterns have a direct and significant impact on the business sector at the present time. This is especially true for financial business. The technologies can bring both opportunities and obstacles. Hence, the business sector as well as the financial sector has to turn greater attentions to details on customer database. This is because the current transaction formats are based on online digital system, which provides convenience to target customers. The Company has thus seen this important point in terms of the security of customers' financial transaction data; hence, we arrange a customer efficiency system, which enables us to ensure our customers that their transaction information will be highly secured and safe from cyber threats.

Complaint data	2020	2021	2022	2023
Number of complaints certified by external agencies	0	0	0	0
Number of complaints from regulatory agencies	0	0	0	0

The Company inspected the use of personal data of customers for other purposes or goals and found that in 2023 there was no use of personal data of employees for other purposes

### Cyber security

The Company has a system and regulations in place to manage and monitor cyber security. The Cyber Security Division is specifically responsible for protecting and raising awareness of the organization's cyber security. The Company is committed to protecting our systems from cyber threats by constantly improving the systems and infrastructure to ensure safety according to data security standards. The Company has also performed security assessment and verification tests before launching the system, and the Company has also enhanced the potential and speed of responses to cyber threat events. In addition, the Company has also monitored and responded to cyber threats to the organization and customers for 24 hours a day through a central notification system to ensure that we are able to respond to events in a timely manner. This can increase the ability to detect abnormal events and assess cyber threats in a prompt manner. In addition, the Company has also established and cyber security policies and practices and continued to review and improve them on a regular basis.

Details of performance on sustainability in environmental, social, economic and governance dimensions can be obtained from "Report of Sustainability Performance in 2023", which can be downloaded from the Company's website.





### 3. Management Discussion and Analysis

#### 4.1 Operating Results

As of December 31, 2023, SAWAD Group marked a net profit of 5,254.13 million baht, increasing by 427.40 million baht or rise 8.85% from 4,826.73 million baht reported for the previous year. The details are discussed below.

The interest income in 2023 stood at 15,743.71 million baht, increased by 6,964.14 million baht or 79.32% from the interest income of 8,779.58 million baht reported for 2022, due to

1. The increase in loans and hire-purchase receivables from 55,270 million baht in 2022 to 97,109 million baht in 2023.
2. From the joint investment between the company and the Government Savings Bank in Fast Money Co., Ltd. in 2021, Fast Money Co., Ltd., which was originally a subsidiary of the company, became an associate company. However, in 2023, the company repurchased all ordinary shares of Fast Money Co., Ltd. from the Government Savings Bank since June 2023, transforming Fast Money Co., Ltd. from an associate back into a subsidiary. Therefore, the recognition of interest income has been consolidated into the company's income since July 2023 onwards

Other income for 2023 amounted to 3,170.80 million baht, a decrease of 324.92 million baht from 3,495.72 million baht in 2022, or a decrease of 9.29 percent. Most of the other income was from the life and non-life insurance brokerage business.

Operational expenses in 2023 increased due to the transformation of the associate company, Fast Money Co., Ltd., into a subsidiary. This required recognizing both the income and expenses of Fast Money Co., Ltd. starting from July 2023. Additionally, the loan portfolio increased by 76 percent, resulting in operational expenses increasing by 2,839.38 million baht from 5,442.49 million baht in 2022 to 8,281.87 million baht in 2023, or an increase of 52.17 percent. Financial costs in 2023 amounted to 2,266.12 million baht, an increase of 1,404.50 million baht from 861.62 million baht in 2022.

The allowance for expected credit losses increased by 1,684.98 million baht in 2023 due to the growth of the loan receivables and the transformation of the associate company, Fast Money Co., Ltd., into a subsidiary, which led to the recognition of both income and expenses, including the allowance for expected credit losses.

Summary of operating performance



Million Baht	2023	2022	Increase (Decrease)	%
Interest income	15,743.71	8,779.58	6,964.14	79.32
Other income	3,170.82	3,495.74	(324.92)	(9.29)
Total operating income	18,914.53	12,275.32	6,639.22	54.09
Total operating expenses	10,045.03	5,442.49	4,524.36	81.95
Expected credit losses	1,763.16	78.18	1,684.98	2,155.26
Net profit	5,254.13	4,826.73	427.40	8.85
Earnings per share	3.64	3.26	0.38	11.66

## Key financial ratios

Financial ratios	2023	2022	Increase(Decrease)
Return on Assets ((ROA)	5.81	8.08	(2.27)
Return of Equity (ROE)	17.46	17.24	0.22
Net Profit Margin	27.78	39.32	(11.54)
Operating expenses to total revenue	53.11	44.97	8.14

For the net profit margin to total income ratio, the net profit margin to average assets ratio decreased, and the operational expense to total income ratio increased due to the transformation of the associate company, Fast Money Co., Ltd., into a subsidiary in mid-2023. Therefore, the income and expenses from the first half of the year were not recognized in the company's financial statements. Instead, the profits from investments in the associate company were recorded as equity method income. Regarding assets and liabilities, the company records them from the date of the transaction, resulting in a noticeable growth in assets.

## Core revenue

	2023		2022		2021	
	Million	%	Million	%	Million	%
	Baht		Baht		Baht	
Interest income from hire purchase contracts	5,709.64	30.19	2,490.13	20.29	682.15	6.67
Interest income from loans	9,508.58	50.27	6,002.73	48.90	5,947.95	58.14
Interest income from asset management	525.50	2.78	286.72	2.34	225.23	2.20
Insurance brokerage fee income	973.75	5.15	1,019.32	8.30	666.81	6.52
Other revenue	2,197.06	11.61	2,476.42	20.17	2,708.69	26.48
Total revenue	18,914.53	100.00	12,275.32	100.00	10,230.83	100.00





During 2021 and 2023, the Company's core revenue was contributed mainly by interest income, i.e., the interest from auto loans backed by all kinds of vehicles as well as home and land title deeds. This income accounted for around 49- 58% of the Company's total revenue. In 2021, the Company underwent a business restructuring within the group: the Company jointly invested with the Government Savings Bank in FM, which changed FM's status from the subsidiary to the associate. This move resulted in a decrease in interest income from loans. Meanwhile, the interest income from hire purchase loans accounted for about 6-30% of the total revenue. In 2023, the interest income from hire purchase loans expanded from the figure in 2021-2022 due largely to the hire purchase loans for new motorcycles. Meanwhile, the interest income from asset management accounted for 2-3% of the total revenue, and the insurance brokerage fee income marked at 5-8% of the total revenue. Finally, other revenue, i.e., fee income, finance charges, revenue from sales of fixed assets and foreclosed assets, collection fee income, accounted for 11-26% of the total revenue.

#### *Other Revenue*

Other revenue by types	2023		2022		2021	
	Million Baht	%	Million Baht	%	Million Baht	%
Fee income	317.22	14.44	724.03	29.24	764.11	28.21
Penalty fee income	24.35	1.11	183.44	7.41	178.14	6.58
Collection fee income	398.39	18.13	298.96	12.07	568.20	20.98
Interest income from banks	-	-	-	-	-	-
Bad debt recoveries	185.21	8.43	138.72	5.60	324.70	11.99
Revenue from management fee	258.76	11.78	422.92	17.08	252.15	9.31
Others	1,013.11	46.11	708.35	28.60	621.39	22.94
<b>Total other revenue</b>	<b>2,197.05</b>	<b>100.00</b>	<b>2,476.42</b>	<b>100.00</b>	<b>2,708.69</b>	<b>100.00</b>

Other income decreased from 2,476.42 million baht in 2022 to 2,197.05 million baht in 2023, due to a decrease in fee income as the company launched campaigns to waive fees for loan applications under hire purchase agreements and loan agreements during specific periods. The penalty fees from late payments decreased, considering the hardships faced by customers affected by the COVID-19 pandemic. However, income from debt collection, which ranges from 200 to 3,000 baht per instance depending on the type of collateral, increased due to a higher number of debtor accounts. Management fee income decreased due to Fast Money Co., Ltd. transitioning from an associate company to a subsidiary.



## Operating expenses

	2023		2022		2021	
	Million	%	Million Baht	%	Million	%
	Baht				Baht	
Service expenses	1,552.66	15.46	543.64	9.84	190.43	6.30
Administration expense	6,729.21	66.99	4,898.85	88.74	3,285.45	108.76
Expected credit losses	1,763.16	17.55	78.18	1.42	(455.10)	(15.07)
<b>Total expenses</b>	<b>10,045.03</b>	<b>100.00</b>	<b>5,520.67</b>	<b>100.00</b>	<b>3,020.78</b>	<b>100.00</b>
Percentage of total expenses to total revenue		53.11		44.97		29.53

The operating expenses consisted of service expenses and administration expenses, bad debts and doubtful debts. The service expenses included expenses related to the marketing equipment, e.g., branches' signs, promotional expenses, advertising expenses etc. The Company's service expenses continued to increase during 2021- 2023 in line with the expansions of branch office networks as well as growing receivable portfolios. Meanwhile, the administration expenses included personnel expenses, rental expenses, management fees, and etc. For 2021, as mentioned above, the Company underwent the business restructuring within the Group by jointly investing with the Government Savings Bank in FM, which changed FM's status from the subsidiary to the associate. As a consequence, the operating expenses declined. In 2022, administration expenses increased mainly from the increase in personnel expenses from the expansion of the new motorcycle hire-purchase business. In 2023, there was another restructuring due to the repurchase of Fast Money Co., Ltd. and its transformation from an associate company to a subsidiary, leading to an increase in expenses.

## Allowance for expected losses

In 2023, the allowance for expected credit losses increased due to the expansion of loans receivables from transforming Fast Money Co., Ltd., from an associate company to a subsidiary, and the expansion of loans and hire-purchase portfolio.

The Company classifies loans, based on three stages of changes in credit quality of financial assets. Each level entails different methods for recognizing allowance for expected credit losses, and the calculation of effective interest rate also varies in each stage. The details are as follows.

- Stage 1: This stage is where credit risk of a financial instrument has not increased significantly since initial recognition; the allowance for losses from the financial instrument is valued by the amount equal to the expected credit losses within the next 12 months.



Stage 2: This stage is where credit risk has increased significantly since initial recognition: the allowance for losses from the financial instrument will be valued by the amount equal to the lifetime expected credit losses.

- Stage 3: This stage is where an financial asset is credit impaired; the allowance for losses from the financial instrument will be valued by the amount equal to the lifetime expected credit losses.

In calculating the allowance based on the aforementioned three stages, the allowance calculation will be based on the collective approach, taking account of projected data; this is except for the allowance for loans offered to significant receivables, for which the allowance for impairment will be based on the individual assessment.

The Company defines a financial asset as a credit-impaired asset when there is an indication of a deterioration of the receivable's financial position, which would significantly impact the ability to repay debts. An asset will be classified as a credit-impaired asset when the receivable fails to repay the outstanding balance of capital or the interest for longer than 90 days, starting from the due date. In addition, a financial asset may also be classified as a credit-impaired asset when there is any indication that the receivable is unable to repay debts. The definition of a credit-impaired asset is in accordance with the decision given in the principles of the Company's internal risk management.

Once an asset is classified as a credit-impaired asset, it will fall to the third stage mentioned above. However, if the receivable has good financial position and earnings performance, which do not fall to the credit impairment criteria, the asset can be reclassified to Stage 2 and even to Stage 1, provided that the credit risk from such asset has not increased significantly since initial recognition.

## Financial Position

### Assets

As of the ends of 2022 – 2023, the Company's core assets consisted of hire purchase receivables, loan receivables and personal loan receivables, accounting for approximately 83- 88% of the total assets. These were followed by investment in receivables, other assets including premises and foreclosed assets. The Company's total assets had continued to increase to 69,482 million baht as of the end of 2022 and increased to 110,465 million baht at the end of 2023 from the expansion of business.

*Loans to customers and accrued interest*

Since 2020, the Company has reclassified assets, based on the new accounting standard. The components of loans to customers and accrued interest consisted of secured loans, personal loans, nano-finance loans and purchased or originated credit impaired financial assets.

Loans to customers as shown by the net book value are presented by contractual loans less unearned interest and allowance for doubtful debts. The details of net receivables classified by types of loans are shown below.

Loans to customers and accrued interest	December 31, 2023		December 31, 2022	
	Million Baht	%	Million Baht	%
Loans to customers	65,450	66.40	36,487	62.82
Hire purchase receivables	30,053	30.49	18,127	31.21
Purchased or originated credit impaired financial assets	3,065	3.11	3,468	5.97
<b>Total loans to customers and accrued interest – net</b>	<b>98,568</b>	<b>100.00</b>	<b>58,082</b>	<b>100.00</b>
<b>Total assets</b>	<b>111,465</b>		<b>69,482</b>	

## Analysis of quality of loans to customers and accrued interest

Balance due and accrued interest	December 31, 2023		December 31, 2022	
	Million Baht	%	Million Baht	%
Current portion of loans to customers	52,668.43	44.80	29,963.21	42.97
Current portion of hire purchase receivables	18,544.17	15.77	9,590.27	13.75
<u>Less</u> Unearned income	(10,970.04)	(9.33)	(6,822.42)	(9.78)
Total loans to customers- net off deferred income	60,242.56	51.24	32,731.10	46.94
<u>Add</u> Accrued interests	104.67	0.09	90.30	0.13
Total loans to customers and accrued interest	60,347.24	51.33	32,821.40	47.07
<u>Less</u> Allowance for expected credit losses	(1,060.04)	(0.90)	(478.16)	(0.69)
<b>Current portion of loans to customers and accrued interest – net</b>	<b>59,287.20</b>	<b>50.43</b>	<b>32,343.24</b>	<b>46.38</b>
Loans to customers – the balance due in 1-5 years	24,079.03	20.48	12,805.23	18.36
Hire purchase receivables – the balance due in 1 – 5 years	19,708.11	16.76	14,358.55	20.59
Purchased or originated credit impaired financial assets	2,572.98	2.19	3,018.99	4.33



Balance due and accrued interest	December 31, 2023		December 31, 2022	
	Million Baht	%	Million Baht	%
<u>Less</u> Unearned income	(7,048.73)	(6.00)	(4,747.38)	(6.81)
Total loans to customers –net off deferred income	39,311.39	33.44	25,435.38	36.47
<u>Add</u> Accrued interest	739.93	0.63	573.45	0.82
Total loans to customers and accrued interest	40,051.32	34.07	26,008.83	37.30
<u>Less</u> Allowance for expected credit losses	(770.00)	(0.65)	(269.97)	(0.39)
<b>Loans to customers and accrued interest - the balance due in 1-5 years – net</b>	<b>39,281.32</b>	<b>33.41</b>	<b>25,738.86</b>	<b>36.91</b>
Loans to customers	76,747.46	65.28	42,768.48	61.33
Hire purchase receivables	38,252.29	32.54	23,948.82	34.34
Purchased or originated credit impaired financial assets	2,572.98	2.19	3,018.99	4.33
<u>Less</u> Unearned income	(18,018.78)	(15.33)	(11,569.80)	(16.59)
Total loans to customers –net off deferred income	99,553.95	84.67	58,166.48	83.41
<u>Add</u> Accrued interest	844.60	0.72	663.75	0.95
Total loans to customers and accrued interest	100,398.55	85.39	58,830.23	84.36
<u>Less</u> Allowance for expected credit losses	(1,830.04)	(1.56)	(748.13)	(1.07)
<b>Total loans to customers and accrued interest – net</b>	<b>98,568.51</b>	<b>83.84</b>	<b>58,082.11</b>	<b>83.29</b>

Loans to customers and accrued interest	December 31, 2023		December 31, 2022	
	Million Baht	%	Million Baht	%
Performing financial assets	86,098.82	85.76	50,270.61	85.45
Under-performing financial assets	8,012.15	7.98	3,613.89	6.14
Non-performing financial assets	2,997.67	2.99	1,385.27	2.35
Purchased or originated credit impaired financial assets	3,289.92	3.27	3,560.46	6.05
<b>Total</b>	<b>100,398.55</b>	<b>100.00</b>	<b>58,830.23</b>	<b>100.00</b>
<u>Less</u> Allowance for expected credit losses	(1,830.04)	(1.82)	(748.13)	(1.27)
<b>Loans to customers and accrued interest – net</b>	<b>98,568.51</b>	<b>98.18</b>	<b>58,082.11</b>	<b>98.73</b>

In 2022, the performing financial assets accounted for 85.45% of the total while the under-performing financial assets marked at 6.14%. The non-performing financial assets accounted for 2.35%. These figures show that the Company's receivables quality has improved.

In 2023, the performing financial assets accounted for 85.76% of the total while the under-performing financial assets marked at 7.98%. The non-performing financial assets accounted for 2.99%. If consideration of the expected credit loss allowance of approximately 1.82%, the group believes that the expected credit loss allowance is sufficient for the impairment of assets.

### Liabilities

As of the ends of 2020, the Company's major liabilities consisted of long-term loans, short-term loans from financial institutions, and bonds. The Company's liabilities had continued to increase, the main reason behind the increase was the Company's borrowing in order to fund its financing services, based on hire purchases agreements, loans agreements, and personal loan receivables. However, in 2021, the Group's liabilities decreased due to the decrease in deposits and the outcome of the change from the subsidiary to the associate, which enabled the associate to borrow directly from the business partner. In 2023, Fast Money Co., Ltd., had transformed from an associate company to a subsidiary, this increased the group's liabilities.

In 2022, the Group expanded lending volume from both loan receivable and hire purchase receivable, the Company's liabilities stood at 36,466 million baht at the end of 2022. In 2023, the Company's liabilities stood at 80,268 million baht at the end of 2023.



*Interest bearing debts*

## Consolidated financial statements

Interest bearing debt structure	December 31, 2023		December 31, 2022		December 31, 2021	
	Million Baht	%	Million Baht	%	Million Baht	%
Deposits	0	0.00	0	0.00	169.90	0.89
Debt securities issued	0	0.00	0	0.00	6.00	0.03
Short-term loan from financial institutions	4,754.57	6.26	5,086.21	13.95	500.00	2.61
Bills of exchanges	7,330.00	9.65	2,270.00	6.22	-	-
Lease liabilities	1,475.95	1.94	1,452.39	3.98	1,138.43	5.95
Senior bonds	43,640.96	57.43	22,032.63	60.42	14,073.44	73.52
Long term loan from financial institutions	17,781.98	23.40	5625.35	15.43	3,254.77	17.00
<b>Total interest bearing debts</b>	<b>75,983.46</b>	<b>100.00</b>	<b>36,466.58</b>	<b>100.00</b>	<b>19,142.54</b>	<b>100.00</b>

The Company's interest bearing debts consisted of short-term loans from financial institutions, bills of exchange, short-term loans for purchase of receivables, financial lease liabilities and hire purchase contracts, senior bonds, long term loan from financial institutions, deposits, and debt securities issued.

In 2021, the Company had a policy to reduce interest bearing debts in order to lower funding cost. Hence, the Company lowered the deposits from 5,234.10 million baht as of the end of 2020 to 169.90 million baht as of the end of 2021, down by 96.75%. On the back of the joint investment with Government Savings Bank in FM, the Company could access another low-cost funding source, in addition to the funding received from the parent company. As a consequence, the Group's interest bearing debts declined to 19,142.54 million baht in 2021.

In 2021, the Company issued senior bonds and sold to institutional investors and high-net –worth investors, for the amount of 3,000 million baht, with the interest rates of 3.00-3.25% per annum for the durations of two years and five months to three years. The proceeds from the bonds were used for redemption for the bonds worth 2,102 million baht, which had reached maturity. Meanwhile, the Company also had long-term credit line amounting 4,775 million baht from financial institutions to finance the customer assistant program.

In 2022, the company in the group had returned finance business license, resulting balance of deposits and debt securities issued was zero. The Company issued senior bonds and sold to institutional investors and high-net –



worth investors, for the amount of 10.902 million baht, with the interest rates of 2.95-4.15% per annum for the durations of one year to four years and issued senior bonds for public offering amounted 2,882.6 million baht, with the interest rate of 3.80% per annum for the durations of three years. The proceeds from the bonds were used for redemption for the bonds worth 4,048.4 million baht, which had reached maturity and the rest amount were working capital for business expansion. As a consequence, the Group's interest bearing debts climbed to 36,466 million baht in 2022.

In 2023, the Company issued senior bonds and sold to institutional investors and high-net –worth investors, for the amount of 4,113 million baht, with the interest rates of 3.85% per annum for the durations of two years and issued senior bonds for public offering amounted 21,532.7 million baht, with the interest rate of 3.30-5.00% per annum for the durations of one year seven months to five years. The proceeds from the bonds were used for redemption for the bonds worth 5,053.1 million baht, which had reached maturity and the rest amount were working capital for business expansion. As a consequence, the Group's interest bearing debts climbed to 75,983 million baht at the end of 2023.

#### **Liquidity**

The objectives for liquidity management are: i) to prepare capital for the Company to be able to run business in compliance with both existing and potential financial obligations; and ii) to seek benefits from appropriate marketing opportunities. The Company's financial obligations occur when the debts are due or when the Company needs funding for working capital purposes.

#### **Funding Sources**

The Company's funding comes from bonds, followed by loans from financial institutions mainly in forms of overdrafts and promissory notes, short-term and long-term borrowings from financial institutions, and bills of exchange. Over 70% of the funding consists of interest bearing debts with repayment durations of 1- 5 years. As of December 31, 2023, the Company's interest bearing debts totaled 75,983 million baht. Apart from the aforementioned items, the funding also comes from the equity: As of December 31, 2023, the Company's paid-up capital amounted to 1,373.15 million baht.

#### **Capital Structure**

As of the ends of 2021, 2022, and 2023, the Company's debt to equity ratios stood at 0.85 times, 1.40 times, and 2.57 time, respectively. The figure continued on an uptrend given that the Company used capital to support lending business growth, which resulted in significant increases in borrowings in various forms. Meanwhile, the

earnings per share continued to increase, which also raised the shareholders' equity. In 2021, the Group's debt to equity ratio dropped notably decreased due to the decrease in deposits and the outcome of the change from the subsidiary to the associate, which enabled the associate to borrow directly from the business partner. In 2022, the Group's debt to equity ratio increased due to the expansion of business. In 2023, the Group's debt to equity ratio increased due to the expansion of business and transforming an associate company to a subsidiary.

*Key relation between the sources and the use of funds*

The sources and the use of funds classified by maturity	2023		2022		2021	
	Million Baht	%	Million Baht	%	Million Baht	%
<i>Funding Sources</i>						
Short-term loans	36,914.76	34.99	17,663.53	27.83	9,777.13	22.14
Long-term loans	39,068.70	37.03	18,803.05	29.62	9,369.10	21.21
Shareholders' equity						
-Paid-up capital	1,373.15	1.30	1,373.15	2.16	1,373.15	3.11
- Retained earnings	21,909.23	20.77	19,394.53	30.55	17,401.49	39.40
-Premiums on common shares	6,207.18	5.88	6,207.18	9.78	6,207.18	14.05
- Premium on shares from share-based payment	36.19	0.03	36.19	0.06	36.19	0.08
<b>Funding sources – total</b>	<b>105,509.21</b>	<b>100.00</b>	<b>63,477.63</b>	<b>100.00</b>	<b>44,164.24</b>	<b>100.00</b>
<i>Use of funds</i>						
Up to 1 year	59,287.20	60.15	32,343.24	55.69	23,916.28	71.74
1 year upward	39,281.32	39.85	25,738.86	44.31	12,697.80	28.26
<b>Use of funds –total</b>	<b>98,568.52</b>	<b>100.00</b>	<b>58,082.10</b>	<b>100.00</b>	<b>36,614.08</b>	<b>100.00</b>



## 4.2 Financial Statement

### Summary of Audit Reports

#### Financial statement ending December 31, 2021

PricewaterhouseCoopers ABAS Ltd, by Mr, Paiboon Tunkoon, Certified Public Accountant No. 4298, carried out the audit in compliance with the accounting standards. The auditor opined that the Company's financial statement for the fiscal year ending December 31, 2021 accurately showed the financial position, the operating results and the cash flows of the Company, in accordance with Thai Financial Reporting Standards.

#### Financial statement ending December 31, 2022

PricewaterhouseCoopers ABAS Ltd, by Mr, Paiboon Tunkoon, Certified Public Accountant No. 4298, carried out the audit in compliance with the accounting standards. The auditor opined that the Company's financial statement for the fiscal year ending December 31, 2022 accurately showed the financial position, the operating results and the cash flows of the Company, in accordance with Thai Financial Reporting Standards.

#### Financial statement ending December 31, 2023

PricewaterhouseCoopers ABAS Ltd, by Mr, Paiboon Tunkoon, Certified Public Accountant No. 4298, carried out the audit in compliance with the accounting standards. The auditor opined that the Company's financial statement for the fiscal year ending December 31, 2023 accurately showed the financial position, the operating results and the cash flows of the Company, in accordance with Thai Financial Reporting Standards.



Statement of Financial Position	Consolidated Financial Statement					
	December 31, 2023		December 31, 2022		December 31, 2021	
	Million Baht	%	Million Baht	%	Million Baht	%
<b>Assets</b>						
Cash and cash equivalent	3,962.37	3.55	2,822.63	4.06	2,688.65	5.38
Financial assets measured at amortized cost	0.53	0.00	0.53	0.00	0.52	0.00
Current portion of loans to customers and interest, net	59,287.20	53.19	32,343.24	46.55	23,916.28	47.86
Short-term loans to related parties and accrued interest	-	-	-	-	1,883.51	3.77
Short-term loans to financial institutions	-	-	-	-	500.00	1.00
Other receivables	3,081.86	2.76	2,293.76	3.30	1,542.40	3.09
Foreclosed assets, net	1,650.33	1.48	856.88	1.23	722.48	1.45
Other current assets	228.02	0.20	577.53	0.83	77.21	0.15
<b>Total current assets</b>	<b>68,210.21</b>	<b>61.19</b>	<b>38,894.57</b>	<b>55.98</b>	<b>31,331.05</b>	<b>62.70</b>
Financial assets measured at fair value through profit or loss	32.28	0.03	35.09	0.05	1,710.14	3.42
Financial assets measured at fair value through other comprehensive income	35.87	0.03	36.48	0.05	37.13	0.07
Investment in associate	-	-	1,501.50	2.16	1,470.46	2.94
Loans to customers and accrued interest, net	39,281.32	35.24	25,738.86	37.04	12,697.80	25.42
Premises, Property, and equipment, net	764.26	0.69	597.78	0.86	611.19	1.22
Right-of-use assets, net	1,415.63	1.27	1,371.94	1.97	1,113.33	2.23
Intangible assets, net	1,208.85	1.08	961.28	1.38	622.47	1.25
Deferred tax assets	246.78	0.22	119.97	0.17	164.68	0.33
Other non-current assets	269.37	0.24	224.42	0.32	208.62	0.42
<b>Total non-current assets</b>	<b>43,254.35</b>	<b>38.81</b>	<b>30,587.32</b>	<b>44.02</b>	<b>18,635.81</b>	<b>37.29</b>
<b>Total assets</b>	<b>111,464.66</b>	<b>100.00</b>	<b>69,481.89</b>	<b>100.00</b>	<b>49,966.86</b>	<b>100.00</b>
<b>Liabilities</b>						
Deposits	-	-	-	-	169.90	0.34
Debt securities issued	-	-	-	-	6.00	0.01
Short-term borrowings from related party	1,000.00	0.90	-	-	-	-
Short-term borrowings from financial institutions	12,084.57	10.84	7,356.21	10.59	500.00	1.00
Current portion of long-term borrowings from financial institutions	13,306.78	11.94	2,103.47	3.03	2,798.77	5.60
Current portion of lease liabilities	690.07	0.62	608.85	0.88	508.66	1.02
Other payables	1,895.77	1.70	2,778.42	4.00	2,694.98	5.39
Current income tax payable	9,833.33	8.82	7,595.00	10.93	5,793.80	11.60



Statement of Financial Position	Consolidated Financial Statement					
	December 31, 2023		December 31, 2022		December 31, 2021	
	Million Baht	%	Million Baht	%	Million Baht	%
Senior and unsecured bonds	835.91	0.75	501.06	0.72	671.29	1.34
Other current liabilities	956.97	0.86	199.78	0.29	108.59	0.22
<b>Total current liabilities</b>	<b>40,603.41</b>	<b>36.43</b>	<b>21,142.79</b>	<b>30.43</b>	<b>13,251.99</b>	<b>26.52</b>
Long-term borrowings from financial institutions	4,475.20	4.01	3,521.88	5.07	456.00	0.91
Deferred tax liabilities	452.48	0.41	404.35	0.58	204.46	0.41
Derivative liabilities	-	-	-	-	3.70	0.01
Lease liabilities	785.87	0.71	843.54	1.21	629.77	1.26
Senior and unsecured bonds	33,807.63	30.33	14,437.63	20.78	8,279.63	16.57
Employee benefit obligations	98.03	0.09	48.51	0.07	48.15	0.10
Provision for decommissioning costs	45.41	0.04	78.61	0.11	117.83	0.24
<b>Total non-current liabilities</b>	<b>39,664.61</b>	<b>35.58</b>	<b>19,334.52</b>	<b>27.83</b>	<b>9,739.54</b>	<b>19.49</b>
<b>Total liabilities</b>	<b>80,268.03</b>	<b>72.01</b>	<b>40,477.31</b>	<b>58.26</b>	<b>22,991.53</b>	<b>46.01</b>
<b>Equity</b>						
Share capital	1,430.38	1.28	1,429.01	2.06	1,429.01	2.86
Paid-up capital	1,373.15	1.23	1,373.15	1.98	1,373.15	2.75
Share premium	6,207.18	5.57	6,207.18	8.93	6,207.18	12.42
Share premium from share-based payment	36.19	0.03	36.19	0.05	36.19	0.07
Retained earnings, appropriated - legal reserve	143.04	0.13	142.90	0.21	142.90	0.29
Retained earnings, unappropriated	21,808.73	19.57	19,277.13	27.74	17,263.48	34.55
Discount from changes in the ownership interests in subsidiaries	(1,348.75)	(1.21)	(1,348.75)	(1.94)	(320.15)	(0.64)
Other components of equity	(42.54)	(0.04)	(25.50)	(0.04)	(4.89)	(0.01)
Non-controlling interests	3,019.63	2.71	3,342.28	4.81	2,277.47	4.56
<b>Total equity</b>	<b>31,196.63</b>	<b>27.99</b>	<b>29,004.58</b>	<b>41.74</b>	<b>26,975.33</b>	<b>53.99</b>
<b>Total liabilities and equity</b>	<b>111,464.66</b>	<b>100.00</b>	<b>69,481.89</b>	<b>100.00</b>	<b>49,966.86</b>	<b>100.00</b>





Statement of Operating Results	Consolidated Financial Statement					
	December 31, 2023		December 31, 2022		December 31, 2021	
	Million Baht	%	Million Baht	%	Million Baht	%
<b>Revenue</b>						
Interest income from hire purchase contracts	5,709.64	30.19	2,490.13	20.29	682.15	6.67
Interest income from loans	9,508.58	50.27	6,002.73	48.90	5,947.95	58.14
Interest income from asset management	525.50	2.78	286.72	2.34	225.23	2.20
Insurance brokerage fee income	973.75	5.15	1,019.32	8.30	666.81	6.52
Other revenue	2,197.06	11.62	2,476.42	20.17	2,708.69	26.48
<b>Total revenue</b>	<b>18,914.53</b>	<b>100.00</b>	<b>12,275.32</b>	<b>100.00</b>	<b>10,230.83</b>	<b>100.00</b>
<b>Expenses</b>						
Service expenses	1,552.66	8.21	543.64	4.43	190.43	1.86
Administration expenses	6,729.21	35.58	4,081.89	33.25	3,285.46	32.11
Bad debts and doubtful debts	1,763.16	9.32	78.18	0.64	(455.11)	(4.45)
<b>Total expenses</b>	<b>10,045.03</b>	<b>53.11</b>	<b>5,520.67</b>	<b>44.97</b>	<b>3,020.78</b>	<b>29.53</b>
<b>Profit before funding cost and income tax</b>	<b>8,869.50</b>	<b>46.89</b>	<b>6,754.64</b>	<b>55.03</b>	<b>7,210.05</b>	<b>70.47</b>
Funding cost	(2,266.12)	(11.98)	(861.62)	(7.02)	(790.68)	(7.73)
Shared profit from associate	25.81	0.14	31.04	0.25	(28.94)	(0.28)
Tax expenses	(1,375.06)	(7.27)	(1,097.33)	(8.94)	(1,352.49)	(13.22)
<b>Net profit for the period</b>	<b>5,254.13</b>	<b>27.78</b>	<b>4,826.73</b>	<b>39.32</b>	<b>5,037.94</b>	<b>49.24</b>
<b>Primary earnings per share</b>						
Net profit (baht/share)		3.64		3.26		3.44
Weighted average number of share (1000 shares)		1,373,152		1,373,152		1,357,523
Par value (baht)		1.00		1.00		1.00

Statement of Cash Flows (Million Baht)	Consolidated Financial Statement		
	2023	2022	2021
<b>Cash flows from operating activities</b>			
Profit before income tax	6,629.19	5,924.06	6,390.43
<b>Adjusting the Entries:</b>			
Gain from sale of financial assets	-	6.55	(31.08)
Gain from valuation of fair value of financial assets	2.81	(6.14)	(40.28)
Gain from changes in types of investment	-	(163.44)	(230.90)
Shared (profit) loss from associate based on equity method	(25.81)	(31.04)	28.94
Depreciation and amortization	926.47	816.96	846.93
Loss (gain) from equipment amortization	3.28	2.87	4.54



Statement of Cash Flows (Million Baht)	Consolidated Financial Statement		
	2023	2022	2021
Loss (gain) from sale of premises and equipment	(3.07)	(8.65)	(19.93)
Loss (gain) from foreclosed asset impairment	287.38	27.82	33.82
Gain on write-off of lease	(25.25)	6.61	(3.51)
Loss (gain) from sale of foreclosed assets	920.76	203.82	87.94
Expected credit loss	1,763.16	77.90	(455.10)
Impairment loss on intangible asset	-	223.00	
Provisions for employee benefits	29.82	5.98	14.63
Interest income	(15,767.39)	(8,790.17)	(6,981.99)
Funding cost	2,204.03	831.61	761.36
Amortization of discount in investment in bonds	-	-	(0.01)
Amortization of debt issuance cost	60.36	26.76	24.60
Decommissioning cost	1.70	3.25	4.72
Dividend income	(0.02)	(0.02)	(0.57)
<b>Changes in operating assets and liabilities:</b>			
Loans to customers and accrued interest	(26,936.23)	(21,075.25)	(2,007.64)
Other receivables	(235.50)	(644.44)	(431.66)
Foreclosed assets, net	(1,837.07)	(366.03)	(355.64)
Other current assets	378.87	(498.73)	(20.12)
Other non-current assets	(42.19)	(9.52)	(38.65)
Deposits	-	-	(5,064.19)
Short-term loans to financial institutions	-	500.00	3,850.00
Other payables	(1,356.92)	(236.06)	1,033.09
Other current liabilities	(33.71)	74.84	54.39
Employee benefit obligations	-	-	(0.34)
<b>Cash received from (used in) operating activities</b>	<b>(33,055.33)</b>	<b>(23,097.48)</b>	<b>(2,546.23)</b>
Interest income	15,585.94	8,345.37	6,898.77
Interest expenses	(1,804.09)	(720.83)	(732.40)
Tax expenses	(1,111.22)	(1,137.38)	(855.78)
<b>Net cash received from (used in) operating activities</b>	<b>(20,384.69)</b>	<b>(16,610.32)</b>	<b>2,764.37</b>
<b>Cash flows from investing activities</b>			
Cash received from sales of financial assets	-	1,643.45	164.68
Cash paid for purchase of financial assets	-	-	(1,650.00)
Cash received from lending to related parties	250.00	1,871.00	3,915.00
Cash paid for lending to related parties	(250.00)	-	-
Cash received from (paid for) investments in subsidiaries	(991.91)	20.75	33.42
Cash received from sale of equipment	7.28	10.70	26.83
Cash paid for purchase of premises, property and equipment	(333.63)	(167.17)	(177.19)



Statement of Cash Flows (Million Baht)	Consolidated Financial Statement		
	2023	2022	2021
Cash paid for purchase of intangible assets	(17.85)	(18.92)	(18.55)
Cash received from dividend	53.08	0.02	0.57
<b>Net cash received from (used in) investing activities</b>	<b>(1,283.03)</b>	<b>3,359.83</b>	<b>2,294.75</b>
<b>Cash flows from financing activities</b>			
Cash received from short-term borrowings from related parties	5,100.00	-	-
Cash repaid from short-term borrowings from related parties	(4,100.00)	-	-
Increase in short-term loans from financial institutions	52,259.21	25,366.59	3,000.00
(Decrease) in short-term loans from financial institutions	(47,700.00)	(18,691.39)	(2,700.00)
Cash received from short-term borrowings from third party	735.07	-	-
Cash received from issuance of senior bonds	29,151.07	13,730.83	2,986.90
Cash paid for issuance of senior bonds	(7,603.10)	(5,798.40)	(3,753.70)
Cash received from long-term borrowings from financial Institutions	3,300.00	5,725.00	1,600.00
Cash paid for long-term borrowings from financial institutions	(4,366.97)	(3,354.43)	(1,583.13)
Cash received from sale of interest in subsidiaries	(74.48)	(315.00)	(1,819.07)
Cash received from increase in investment in non-controlling interests	-	-	1,365.50
Dividends paid to non-controlling interest	(581.92)	(82.94)	(163.75)
Cash received from additional capital			
Dividend payment	(2,471.37)	(2,471.25)	(2,470.43)
Cash paid for principle of lease liabilities	(815.27)	(685.76)	(670.28)
<b>Net cash received from (used in) financing activities</b>	<b>22,832.25</b>	<b>13,423.22</b>	<b>(4,207.96)</b>
<b>Increase (decrease) in cash and cash equivalent – net</b>	<b>1,164.53</b>	<b>172.73</b>	<b>851.16</b>
Foreign exchange (loss) gain on cash and cash equivalent	(24.79)	(38.74)	(0.10)
Beginning cash and cash equivalent	2,822.63	2,688.65	1,837.59
Ending cash and cash equivalent	3,962.37	2,822.63	2,688.65

### 4.3 Key Financial Ratios

Key Financial Ratios		2023	2022	2021
<b><u>Profitability Ratios</u></b>				
Interest Income Ratio (%) <sup>/1</sup>	%	20.10	18.54	17.68
Interest Expense Ratio (%) <sup>/2</sup>	%	4.03	3.10	3.51
Net Interest Margin (%)	%	16.07	15.44	14.17
Net profit (loss) Margin (%)	%	27.78	39.32	49.24
Return on Equity (%)	%	17.46	17.24	19.74
<b><u>Efficiency Ratio</u></b>				
Return on Assets (%)	%	5.81	8.08	9.92
Total Asset Turnover (Times)	Times	0.21	0.21	0.20
<b><u>Financial Ratios</u></b>				
Debt to Equity Ratio (times)	Times	2.57	1.40	0.85
Interest bearing debts to equity ratio	Times	2.44	1.26	0.71
Net debt to EBITDA ratio	Times	7.35	4.44	2.04
Interest coverage ratio : ICR) <sup>/3</sup>	Times	4.32	8.79	10.19
Debt service coverage ratio : DSCR) <sup>/4</sup>	Times	0.27	0.43	0.82
Deposits to interest bearing debts ratio	Times	N/A	N/A	0.01
Current portion of interest bearing debts to total interest bearing debts ratio	Times	0.49	0.48	0.51
Loans from financial institutions to total debts	Times	0.29	0.26	0.16
B/E size to interest bearing debt ratio	Times	0.10	0.06	0.00
Current ratio	Times	1.68	1.84	2.36
Total loans to total borrowing (times)	Times	1.30	1.59	1.94
Dividend Payout Ratio (%) <sup>/5</sup>	%	9.32	352.94	65.64

**Notes** <sup>/1</sup>Interest income ratio means interest income and fee income/ average hire purchase receivables and loan receivables.

<sup>/2</sup>Interest expense ratio means funding cost/ loans from financial institutions plus loans from related parties.

<sup>/3</sup> Interest coverage ratio means earnings before interest expenses, income tax expenses, depreciation and amortization/ financial expenses.

<sup>/4</sup> Debt service coverage ratio means earnings before interest expenses, income tax expenses, depreciation and amortization (EBITDA)/ current portion of long term debt (CPLTD) and interest expenses.

<sup>/5</sup> Dividend payout ratio is calculated from the net profit as shown in the separated financial statement.



## 5. General Information and Other Significant Information

## 5.1 General Information

Company Information

Name	:	Srisawad Corporation Public Company Limited
Address of Head Office	:	99/392 Srisawad Building 4,6 Floor, Soi Chaeng Wattana 10 Yak 3, Chaeng Wattana Road, Thung Song Hong, Laksi, Bangkok 10210
Type of Business	:	Invest in other business
Registration Number	:	0107556000400
Registered Capital	:	1,430,382,656 baht
Paid-up Capital	:	1,373,152,393 baht Divided into 1,373,152,393 ordinary shares at a par value of 1.00 baht per share.
Website	:	<a href="http://www.sawad.co.th">www.sawad.co.th</a>
Telephone	:	0-2693-5555
Fax	:	0-2573-1565
Reference		
Share Registrar	:	Thailand Securities Depository Co., Ltd The 14 <sup>th</sup> Floor, No. 93, Ratchadapisek Road, Din Daeng, Bangkok 10400 Tel. 0-2009-9000 , Fax. 0-2009-9992
Bond Registrar	:	CIMB Thai Bank Public Company Limited 44 Langsuan Road, Lumpini, Patumwan, Bangkok 10330 Tel. 0-2638-8000, Fax. 0-2657-3333
Bond Representative	:	Asia Plus Securities Company Limited No.175, Sathorn City Tower, 3/1 Floor, South Sathorn Road Tung Mahamek, Sathorn, Bangkok 10120 Tel. 0-2680-4037
Auditors	:	Mr. Paiboon Tunkoon CPA. No. 4298 or Mr. Boonrueng Lerdwiseswit CPA. No. 6552 or Ms.Sinsiri Thangsombat CPA. No. 7352 Pricewaterhousecooper ABAS Co., Ltd. The 15 <sup>th</sup> Floor, Bangkok City Towers, 179/74-80 South Sathorn Tung Mahamek, Sathorn, Bangkok 10120 Tel. 0-2344-1000, Fax. 0-2286-5050



Internal Auditor : Miss Ticha Suwanseang

#### Regular financial institutions

1. Bangkok Bank Plc.
2. Kasikorn Bank Plc.
3. Krungthai Bank Plc.
4. Kiatnakin Phatra Plc.
5. CIMB Thai Bank Plc.
6. Land and House Bank Plc.
7. Bank for Agriculture and Agricultural Cooperatives
8. Bank of China (Thailand) Plc.
9. Government Savings Bank
10. ICBC (Thai) Plc.

#### 5.2 Legal disputes

As of December 31, 2023, the Company had not been involved in any major legal cases, which would have negative impacts on the Group's assets at a greater extent than 5% of the shareholders' equity, or any legal cases that would have significant negative impact on the Group's operation to an extent that the amount of negative impact could not be projected. There were just some usual cases, occurring within the Group, which were normal for core business operation of the Group.

##### Complaint

As of December 31, 2023, the group of companies has customer complaints through Thailand consumers council with the following details:

Srisawad Power 2014 Co., Ltd., a subsidiary of the company, filed a lawsuit against a consumer for breach of a loan contract for a title deed mortgage in 2024 and 2025. Subsequently, Thailand consumers council intervened to assist the consumer in the case. The defendant argued that the contract documents the company used as evidence in court had several irregularities, such as:

- 1) The date did not match the borrowing date.
- 2) The company that filed the lawsuit was different from the company with which the victim had registered the mortgage. That is, the victim had borrowed money from Srisawad Power 2014 Co., Ltd., but Srisawad Finance Public Company Limited filed the lawsuit.





- 3) The signature in the contract documents was forged.
- 4) The interest rate stated in the contract did not match the mortgage document, and it was claimed that the company had forged loan contract documents in court. Eventually, the civil court dismissed the case, reasoning that the company could not prove that the consumer had entered into a loan agreement and received the money for real, and the contract the company presented was a forged document. The case has not yet concluded, with Thailand consumers council calling for relevant regulators to oversee and address the issues that have arisen.

The company has explained the facts regarding the issue as follows:

- 1) The customer is a client of the group and has been using various loan services from the group since 2019.
- 2) The company has evidence that the customer has borrowed money from the group, such as loan application documents, photographs taken at the signing of the contract, and evidence of the loan money being transferred into the customer's bank account.
- 3) The documents used in the lawsuit were provided by the customer to the company group, and many cases have already been judged in favor of the group and are in the process of enforcement.
- 4) The civil court's dismissal of the case, as reported, was only in one instance where the court found the evidence insufficient to prove that the customer had contracted a loan with the company group. This was a matter of the initial court's discretion in evaluating the evidence. The case is not yet final, and the company is in the process of appealing the decision according to the law. The final judgment could still be amended by the appellate court or the Supreme Court. The company has requested an extension for the appeal to address the documents and legal issues until February 2024.

Furthermore, this case is one of several cases where Thailand Consumers council has represented in negotiations. According to reports, more than 60 complaints have been filed with Thailand Consumers council for various issues, such as not returning title deeds to borrowers, not transferring agreed loan amounts, charging interest beyond legal limits, not providing borrowers with copies of contracts, and selling bundled disaster insurance policies, etc. The company is currently in discussions and seeking information from Thailand Consumers council about the specifics of the complaints, which complaints pertain to which individuals, and how they relate to companies within the group, in order to mediate the issues. Therefore, the impact cannot be assessed at this moment.

#### Guideline for resolution

Given that customers have lodged complaints through Thailand Consumers council, the company has coordinated and cooperated with Thailand Consumers council to discuss ways to jointly resolve the issues. This is to ensure that the problems are resolved as quickly as possible and have the least impact on the affected



customer group. The company has been very cooperative in addressing the issues reported through Thailand Consumers council, as well as with customers who have defaulted on their payments, even if they are already undergoing legal processes. Moreover, customers can still seek assistance through the company's branches nationwide. Additionally, the company has partnered with government agencies in every province nationwide to mediate and resolve customer debts.

The company has also improved its contract documentation process to be more streamlined, faster, and accurate, to enhance customer confidence. These improvements have been in place since 2022.

#### Impact of Complaints on the Group

For customers who have filed complaints against the company, which were adjudicated at the civil court, these are customers who have defaulted on their debts to the company. The company has undertaken collection efforts, inquiries, and even contract terminations, pursuing legal actions to claim rights entitled to the company. In the process of debt collection, the company has complied with the Debt Collection Act. Regarding legal proceedings, the company has proceeded according to legal protocols. Therefore, the company believes that neither the company nor its subsidiaries will be impacted by or incur significant damage from the complaints of such customers, who are involved in 3 contracts with a total value of not more than one million baht. This sum does not affect the group's ability to repay debts. Regarding potential damage from complaints made to Thailand Consumers council, the company has not yet received all the factual information from the complainants, and thus, cannot assess the damages. However, generally, the debt value in each contract is not very high.



## Part 2: Corporate Governance

### 6. Corporate Governance Policy

#### 6.1 Overview of corporate governance policy and operation guideline

Policy and operation guidelines for the directors

Director nomination and appointment

The Nomination and Remuneration Committee works on outlining the criteria and policies for selecting qualified individuals to be directors and nominate the shortlisted ones to the Board of Directors and/or the shareholders' meetings. A person to be appointed as a director is required to possess all qualifications as stated in the Public Company Act B.E. 2535, securities and exchange laws, the notifications of the Securities and Exchange Commission, the notifications of Capital Market Supervisory Board and/or other related regulatory requirements. In addition, other qualifications, such as work experience and knowledge, are also taken into consideration.

#### Definitions of an independent director

1. An independent director shall be appointed by the Board of Directors or the shareholders' meetings.
2. An independent director shall possess all qualifications as stated in securities and exchange laws and regulations of the Stock of Exchange of Thailand.
3. An independent director holding no more than 1% of total voting stock in the parent company, the subsidiaries, the associates, including the shareholding of persons related to the independent director; and shall neither be a major shareholder nor a controlling party of the Company
4. An independent director is currently not or has never been a director participating in management, an employee, a salaried advisor, or a controlling party, except relieved from aforesaid characteristics at not less than two years before submitting the request for the permission. However, the prohibited characteristics do not include independent directors who used to work as civil servants or advisors to any government bodies holding major shareholding.
5. An independent director is not a person of whole blood or registration as stated in the law, in the manner of being father or mother, spouse, brotherhood and offspring, including spouse of the offspring of the management, other directors, major shareholders, controlling parties or persons to be proposed as the Company's directors or management or controlling parties in the Company or subsidiaries.
6. An independent director is currently not or has never been in business relation with the Company, the subsidiaries, and the associate, the major shareholders or the controlling parties, in the manners that may obstruct the independent exercise of discretion. In addition, he/she is not or has never been



a significant shareholder or a controlling party of the Company, except relieved from aforesaid characteristics at not less than two years before the date of submission for the request for the permission from the Securities and Exchange Commission.

7. An independent director is currently not or has never been an auditor for the Company, the subsidiaries, the associate, a major shareholder or a controlling party of the Company. He / She is not a significant shareholder, a controlling party, or a partner of the audit firms, i.e., the workplace of the auditors performing audit for Company, the parent company, the subsidiaries and the associate, a major shareholder or a controlling party of the Company, except relieved from such characteristic at not less than two years before the date of submission for a request for a permission from the Securities and Exchange Commission.
8. An independent director is currently not or has never been a professional service provider of legal advisory or financial advisor services - with service fee exceeding two million baht per annum, for the Company, the parent company, the subsidiaries, and the associate. In addition, he /she is currently not a major shareholder or a controlling party of the Company and not a major shareholder or a controlling party or a partner of such a professional service provider, except relieved from such characteristic at not less than two years before the date of submission for the request for the permission from the Office Securities and Exchange Commission.
9. An independent director is currently not a director appointed to be a representative of a director of the Company, a major shareholder or a shareholder with a relation to the major shareholder.
10. An independent director does not operate similar businesses; and is not involved in a significant business competition to the Company or the subsidiary. He/ She is not a significant partner in a partnership company; nor a director, an employee, a salaried advisor; and does not hold shares of over one % of the total voting stock in other companies that operate business similar to or competing with business of the Company or the subsidiaries.
11. An independent director shall not possess other characteristics that will hinder independent opinions about the Company's operation.
12. An independent director shall be generally trusted and accepted.
13. An independent director shall devote adequate time to perform duties as a director.
14. An independent director shall be in the position for nine years or three consecutive terms.

The independent directors may be assigned by the company's Board of Directors to make decisions on the business operation of the Company, the subsidiaries, the associates, the subsidiaries at same level, the



major shareholders or controlling parties of the Company. They can make decision by means of a collective decision approach.

In case a person may be considered to be appointed as an independent director but he or she has business relation or provides professional services at the value exceeding the set ceiling or there are certain details that do not match the aforementioned Items 4 or 6 or 14, the Company's Nomination and Remuneration Committee will determine the actual dependence of such person every year. The Company's Board of Directors may relax certain issues and consider appointing that person as an independent director, provided that the Board of Directors views that that the appointment of such person will not have an impact on the performance and independent opinions of that person. The information must be included in the invitation letter of the annual general meeting (AGM) of shareholders for the agenda about the appointment of independent directors

According to Company's articles of association, the Company's Board of Directors consists of at least five members and at least half of the total directors shall reside in the Kingdom of Thailand. In addition, the directors shall be appointed by majority votes in an AGM of shareholders, as in the following criteria and method details.

1. Each shareholder shall have one vote per share held by them.
2. Each shareholder shall cast all of his/her votes in (1) for one or more candidates but shall not divide his/her voting rights amongst the candidates.
3. The candidates elected to fill in for the vacant positions in the Board of Directors shall be appointed in order of the number of votes received. In a case there is a tie amongst candidates, the chairman of the meeting shall cast the deciding vote

In every AGM of shareholders, one-third of directors have to vacate the position. In case the number of directors cannot be divided into three parts, the number of directors closest to the one-third portion shall leave the position. A director who is about to leave the position can be re-appointed. In addition to completing the term, a director may leave the position by death, resignation, disqualification, prohibition by law, termination by an AGM, or a court order. In addition to the aforementioned rules, the article of associations also indicates the following requirements.

1. The directors are prohibited from operating similar business to compete with the Company's business. They are also prohibited from holding shares in partnership corporations or being directors in any other private companies or public companies doing the similar business as the Company's and competing with the Company, except for the case that they inform such information to an AGM prior to the resolution to appoint the directors.



2. The directors are required to immediately inform the Company of any interest in contracts made by the Company, either directly or indirectly; or any increases or decreases in holding of shares or bonds in the Company or the companies under umbrella.

#### Independence of the directors from the management

The duties of the Board of Directors and the management are clearly separated; therefore, the Chairman of the Board of Directors is not held by the same person as the Chief Executive Officer.

The Company clearly separates the roles, duties and responsibilities between the directors and the management. The management takes a role in outlining policies and overall organizational direction as well as evaluating the Company's performance to ensure that the set business plans are fulfilled. Meanwhile, the Board of Directors have duties to review and approve key matters concerning the Company's overall business operation, including vision, mission, strategies, goals, risks, operation and budget plans. While the Board of Directors oversees the management's performance to ensure that they effectively and efficiently carry out managing operation under the set policies and business plans, the management, led by the Chief Executive Office, is in charge of overall business operation in various areas as specified by the Company's policies.

#### Development of the directors

- (1) The Company's Board of Directors has a policy to support and facilitate trainings or seminars for the directors, the management, and the Company's secretary to enhance their knowledge so that they can consistently apply the acquired knowledge to their operation.
- (2) In case there are changes to some director positions, the management shall provide useful documents and information for the new director(s) to facilitate their initial operation performance. In addition, some information about the nature of the Company's business and business operation guidance shall be presented to the new director(s).
- (3) The Board of Directors shall arrange some management developing programs, with the Managing Director required to make a report on the matters or action taken during the year on a yearly basis.

In 2023, the Company arranged the following trainings for the directors and the management to learn about new regulations imposed by the Bank of Thailand, the Office of Security Exchange Commission, the Stock Exchange of Thailand and the Federation of Accounting.



Content	Arranger	Attendees
Director Accreditation Program	Thai-IOD	Independent Director of the company's subsidiary
Preparation for Sustainability Disclosure in One Report	The Stock Exchange of Thailand	Management, Company Secretary
Sustainability Report by Industrial Group	The Stock Exchange of Thailand	Management, Company Secretary
SD Professional Sharing	The Stock Exchange of Thailand	Company Secretary
Managing Climate-related Risks and Opportunities in Equity Analysis and Investment	The Securities and Exchange Commission, Thailand	Audit committee, management, company secretary
The Importance of the Audit Committee to Confidence in the Thai Capital Market	The Securities and Exchange Commission, Thailand	Audit committee
Sustainable Development Goals Guidebook for Thai Listed Companies and SDG Impact Standards	The Securities and Exchange Commission, Thailand	Director, Management, Company Secretary
Sustainability Disclosure According to ISSB Standards and the Connection to the 56-1 One Report"	The Securities and Exchange Commission, Thailand	Company Secretary
Reporting an Organizational Carbon Footprint	The Securities and Exchange Commission, Thailand	Company Secretary

#### Evaluation of the directors' performance

The Company arranges the evaluation of the performance of the directors in the Board of Directors and in the sub-committees both on an individual basis and a collective basis at least once a year. The appraisal reports are subsequently presented to the directors, which will be used for their potential self-development.

## The policies and operation guidelines for treatment of shareholders and stakeholders

### 1. The rights of the shareholders

The Company emphasizes the importance of the rights of the shareholders, which may not be limited to just legal rights. The Company shall refrain from any action that violates the rights of the shareholders while supporting the shareholders to exercise their rights. Basic rights of the shareholders include selling and transferring their shares, sharing profits with the Company, receiving adequate information about the Company, attending shareholders meetings to vote for appointment or removal of directors, appointing auditors, considering matters that may have an impact on the Company, e.g., dividend payment, determination or amendment of the Company's article of association and memorandum of association, capital increases or decreases, approval of special transactions, and etc.

### 2 Equal treatment of the stakeholders

The Company has a policy to treat all shareholders, both management and non-management ones and including foreign shareholders, equally and fairly; the details are as follows:

- (1) The meeting invitation letters, which indicate the meeting agendas and the clarification about details and reasons of each agenda, are sent to the shareholders not less than 14 days prior to the meeting, or other timeframe as specified by relevant laws and regulations. As for the foreign shareholders, the invitation letters in an English version are appropriately sent to them.
- (2) The shareholders are well informed of any criteria in the meeting, including the voting procedure and the voting rights in accordance with types of shares.
- (3) The criteria for minority shareholders to propose additional agenda are clearly determined prior to the meeting date in order to be fair and transparent when determining whether or not the agenda proposed by minority shareholders shall be included in the meeting agenda. In addition, shareholders, who are management, shall not unnecessarily add any agenda without prior notice, especially for any important agenda that the shareholders need time to study before making decision.
- (4) A certain way for the minority shareholders to nominate a person as the Company's directors shall be determined. They can nominate any individuals to the Nomination and Remuneration Committee prior to the shareholder meeting date. Information about qualifications of such nominated individuals and their consent to the nomination shall also be provided.
- (5) The shareholders shall be encouraged to use the proxy letter in the form that enables the shareholders to determine the voting direction; at least one independent director can be proposed as a proxy choice for the shareholders.
- (6) The shareholders shall be supported to cast the ballots in major agendas, e. g. ,connected transactions, disposal or acquisition of assets, and etc. ; this is to ensure transparency and ability to be scrutinized.



- (7) The shareholders shall be given opportunities to exercise their rights to vote for appointment of individual directors.
- (8) All directors and management are required to report their legal holding of assets, and regularly submit the report to the Board of Directors; the report shall also be disclosed in the Company's annual report.
- (9) A set of written guidelines for keeping and protecting the Company's internal information shall be established and such guidelines shall be communicated to everyone in the Company so that they can follow. Anyone involving in the Company's internal information is prohibited from trading the Company's securities within one month before the disclosure of the quarterly financial statement and annual financial statement and 48 hours after such information is disclosed.
- (10) The directors who may involve in interest in a certain agenda shall not participate in the meeting that will consider such particular agenda.

#### Control of Internal Information Usage

The Company has a policy to prevent usage of internal information, especially the use of the information about the Company's financial position before disclosure to the public. The number of people being aware of the internal information is limited. The management shall be educated about their duties and responsibility regarding the requirement that they have to report their shareholding as well as the holding of the Company's securities by their spouses and minority children, as well as the penalty as specified by the Securities and Exchange Act B.E. 2535, including the amendment to the Act (**Securities Act**). Any management who are aware of the Company's internal information shall not violate Article 241 of the Securities Act. The Company's Board of Directors has outlined the following rules and regulations about the use of the Company's internal information.

- 1) The directors, the management, employees, and general workers of the Company shall strictly keep the Company's secret or internal information confidential.
- 2) The directors, the management, employees and general workers shall not disclose the Company's secret/internal information or use such information for their own benefits or other people's benefits, either directly or indirectly, whether or not they receive compensation in return of such action.
- 3) The directors, the management, employees and general workers shall not sell, buy or transfer shares of the Company by using the Company's secret and/or internal information. In addition, they are prohibited from entering any legal transactions by using the Company's secret and/or internal information, which may damage the Company, either directly or indirectly. This rule is also applicable to spouses and minority children of the directors, management, employees and general workers. Violating this rule shall be regarded as serious violation.



- 4) The Company outlines the guidelines for prevention of insider trading: the directors, the management, and the employees holding the positions of vice president , and individuals involving in the Company's internal information are prohibited from trading the Company's securities within one month prior to the disclosure of the quarterly and annual financial statements and 24 hours after the disclosure of significant information.
- 5) The directors, the management, and those holding management positions in the accounting or finance department with manager positions upwards or equivalent are required to report their holding of the Company's securities. This rule is also applicable to their spouses and minority children. The report should be submitted to the Company Secretary within 30 days starting from the first date they start work in the position.
- 6) The directors, the management, and those holding management positions in the accounting or finance departments with positions of managers upwards or equivalent are required to report their selling or buying transactions on the Company's securities to the Office of Securities and Exchange Commission within three working days, according to the Securities and Exchange Act. In addition, all changes in securities holding shall be informed to the Company's secretary.

#### **Prevention of Conflicts of Interest**

The Group has some subsidiaries that operate similar businesses; this may cause some conflicts of interest. Therefore, the Company clearly divides lending business among the subsidiaries. The Company has separate policies, measures or criteria as well as operation guidelines for different types of lending businesses to ensure that all the persons performing the job can proceed with correct operation. In addition, the Company also applies technologies in order to mitigate risks associated with conflicts of interest.

The Group has policies to control business operation in order to ensure that the management's set operation guidelines are well responded and followed by the employees. The Company clearly identifies the appropriate scope of authority for approval of transactions. Certain duties are separated in order to prevent any chances that may support frauds or corruption. Procedure for entering certain transactions with the major shareholders, the directors, the management or related parties is clearly stated in order to prevent conflicts of interest and to be in compliance with the regulations of the Capital Market Supervisory Board and the Stock Exchange of Thailand.

#### **Anti- corruption measures**

In order to ensure that the Company's anti-corruption measures specify clear operation guidelines, Company outlines the roles, duties, and responsibilities of relevant parties, as follows:



1. Parties

1.1 The Board of Directors has the following duties:

- 1.1.1 Determine and approve the anti-corruption policy.
- 1.1.2 Approve and review the operation guidelines for anti-corruption measures.
- 1.1.3 Supervise and arrange a system that supports effective anti-corruption measures

1.2 The Audit Committee has the following duties:

- 1.2.1 Review to ensure that the Company has adequate internal control
- 1.2.2 Review to ensure effective compliance with the anti-corruption policy

1.3 The Chairman of the Executive Committee and the President have the following duties:

- 1.3.1 Promote, support, and supervise to ensure that all employees and related parties comply with the anti-corruption policy, anti-corruption measures, and related regulations; all anti-corruption –related matters shall be communicated all employees and related parties.
- 1.3.2 Review the appropriateness of the operation systems and measures to ensure that they match the business changes or any changes in regulations and legal requirements.

1.4 The executives with vice president levels upwards have the following duties

- 1.4.1 Control and direct the implementation of anti-corruption measures to ensure they are practical; and be able to identify risks; inspect and manage to arrange adequate measures for appropriate, fast and prompt solutions to problems.
- 1.4.2 Support process development as well as personnel development in order to achieve the desired outcome of the organization's anti-corruption measures.

1.5 Employees have the following duties.

- 1.5.1 Understand and follow the anti-corruption measures as well as other related measures (if any); and attend trainings assigned by the Company.
- 1.5.2 Blow the whistle immediately when a sign or a suspect of corruption is observed; and cooperate in investigation of such suspicious case.
- 1.5.3 Employees are strictly prohibited from being involved in corruption, either directly or indirectly, and they are required to strictly follow the measures or the operation guidelines provided by the Company; this is in especially applicable to the employees involved in core work operation that carries high exposure of corruption risks, such as those in the procurement, credit, HR, and finance departments.

**1.6 Internal Audit Department** has the following duties.

- 1.6.1 Examine and review the operation to ensure compliance with the policy, measures, and operation guidelines, regulations and related laws, to ensure that there is an appropriate and adequate internal control system to accommodate potential corruption risks; and report to the Audit Committee.
- 1.6.2 Develop the tools for corruption risk assessment and arrange for each unit in the organization to assess corruption risks.
- 1.6.3 Summarize risk assessment results and present them to the Risk Management Committee.
- 1.6.4 Compile the measures and guidelines on corruption risk control that the department has considered, and review corruption risks at least every three years.

**1.7 Human Resource Department** has the following duties.

- 1.7.1 Manage human resources in accordance with the Company's anti-corruption policy.
- 1.7.2 Arrange the recruitment process, orientation, trainings, and penalties that take into account the operation guidelines on anti-corruption.
- 1.7.3 Promote a culture that fosters anti-corruption practices, including avoiding action that may be regarded as corruption.
- 1.7.4 Communicate and disseminate the policies and measures against corruption and related activities in order to create consciousness in operating with integrity without corruption.

**1.8 Accounting and Finance Department** has the following duties.

- 1.8.1 Record and maintain data and documentation pertaining to receipt, payment, and tax transactions.
- 1.8.2 Carry out financial operation and accounting procedure in accordance with generally accepted accounting standards.
- 1.8.3 Arrange and control reimbursement transactions in accordance with procedures and operation guidelines on expense reimbursements and expenditure approval to support business operation as well as in accordance with Company's anti-corruption measures.

**2. Control framework**

**2.1 Internal control system**

The Company has established the operational guidelines and procedures, which encompass proper segregation of duties according to the chain-of-command structure, as well as clearly defined levels of authority for approval. The operational processes include an internal control system, the audit





process, and control in accordance with the anti-corruption measures. The processes are independently reviewed by the internal auditor. All employees are required to operate in accordance with the Company's operation guidelines, regulations and requirements.

## **2.2 Operation guidelines in accordance with the anti-corruption policy**

The company has set up procedures and guidelines to prevent risks of corruption based on common forms of corruption as follows:

### **2.2.1 Bribery**

2.2.1.1 The directors, the management and employees at all level are prohibited from giving or receiving bribes in any forms in return for providing business benefits. In addition, they are also prohibited from assigning others to give or receive bribes on their behalf.

2.2.1.2 They are prohibited from acting as an intermediary to offer or accept bribes to or from those related to the Company's business operation.

### **2.2.2 Giving or accepting prizes, gifts, entertainment, or other benefits**

Giving or receiving gifts, entertainment, or other benefits to or from customers, suppliers, business representatives shall be conducted in accordance with Company's policy regarding arrangement or acceptance of gifts, entertainment, or other benefits. Anti-corruption principles shall be taken into account. Transactions shall be reasonably and transparently proceeded.

### **2.2.3 Political assistance**

The company neither assists nor supports any political parties, political groups, or politicians, neither directly nor indirectly; and the Company does not use any assets to support such action either.

### **2.2.4 Charitable and public donations and provision of financial sponsorship**

2.2.4.1 Donations of money or property for charity or public interests and provision of financial sponsorship must be done transparently, legally, and morally. In addition, action that will damage the entire society is strictly prohibited.

2.2.4.2 Donation of money or property for charity, and provision of financial sponsorship shall not be used as a front for bribery.

2.2.4.3 Disbursement for charity expenses and financial sponsorship shall comply with the Company's policies and procedures regarding administrative expenditures, as well



as the authorization scope for approving expenses. The disbursement must specify clear objectives, and shall include verifiable evidence to support the transaction.

### 2.3 Rotation of employees' duties

The Company shall support a rotation of duties among employees who hold certain responsibilities that are vulnerable to corruption, such as the procurement and purchasing unit and the units working on branch migration, and etc.

## 3 Whistle blowing guidelines

3.1 Employees must not overlook or ignore when they observe any acts that violate the company's regulations or orders, or action that may relate to or be suspicious of corruption involving the Company. Employees are required to notify their direct supervisors or any one in charge of that matter. If there are any questions or inquiries, the employee may consult their supervisors.

3.2 Those who have witnessed or suspected that there are acts that may be regarded as corruption, or those who have been affected due to their action against corruption, may blow the whistle or lodge a complaint through any of the company's channels as follows:

- Directly notifying the Company's Chief Executive Officer or Managing Director
- Directly notifying the Chairman of the Audit Committee through the secretary of the Audit Committee;
- Notifying their direct supervisors

For matters involved by top management or the managing director, employees may directly inform the Chairman of the Audit Committee.

3.3 Employees shall cooperate in verifying and providing facts upon witnessing acts regarded as corruption.

The company will ensure fair treatment of whistle blowers or those who refuse the acts of corruption, in accordance with the whistle blowing policy.

## 6.2 Code of Conduct

According to the Company's business operation principles, a reputation for being honest is extremely valuable to the Company's success, and it also has an impact on the business growth prospects as well as the profit growth. Similarly, a good reputation of executive officers ranging from the positions of department heads upwards is also important. The standard of code of conduct has a direct impact on the trustworthiness of the Company as a whole.



1) Compliance with laws

The Company's objective is to run business in compliance with laws and regulations and with respects for the rights of traders and customers of the Company.

2) The Company's policies and code of conduct

2.1 Behave in compliance with the Company's rules, regulations, announcements and orders

This code of conduct is announced in addition to existing rules, regulations, announcements and other orders of the Company. Should there be any statements in existing rules, regulations, announcements or orders that contradict any statements in this code of conduct, the statements in this code of conduct shall be deemed as the final guidelines.

All management members or executive officers shall follow the rules, regulations, announcements and orders of the Company and of those in superior positions..

- (1) They shall support the policies and follow the rules, regulations, orders, agreements, announcements or circular notices, which are announced for all employees to acknowledge and strictly follow.
- (2) They shall perform duties with honesty and fairness and shall promptly inform of any events that may damage the reputation and assets of the Company.
- (3) They shall treat colleagues in the polite manner and with respect.
- (4) They shall perform duties with determination and diligence, and shall maintain the Company's traditions and good corporate governance in order to act as a good model for all employees; this should help to drive the Company's growth prospects and direct the Company to operate business in righteous ways.
- (5) They shall strictly retain the benefits and secrecy of the Company, customers or any related parties. Information about the Company's financial transactions and personal information of any individuals must be accurately and appropriately disclosed with consent of the Company and related parties. Any information disclosure must be carried out in cautious and effective manners. Throughout the duration for which the employees work for the Company and after they resign from the Company, they shall keep the aforementioned information strictly confidential. Any employees who disclose the information to third parties or use the information in other matters apart from work-related matters shall agree to take responsibility for compensations of any damages to the Company, based on the actual degree of damage.
- (6) They shall be cautious and do their best to protect the Company's assets, prevent damages or losses, whether they are caused by individuals or natural disasters. In addition, they shall not use the Company's equipment or assets for their personal purposes or for benefit of third parties, which are not relate to the Company's business operation.
- (7) They shall perform their management duties with righteousness and morals, and also try to promote ethics, morals and righteousness among employees at all levels. They shall also



oversees and solve problems in regard to possible conflicts of interests that may occur in the Company.

- (8) They shall treat their subordinates closely and fairly, without bias.
- (9) They shall be willing to work as a team and listen to other people's ideas and opinions.
- (10) They shall follow the Company's rules and regulations rules, regulations and requirements about using of the Company's computer system, computer data and computer traffic data, and ensure that their subordinates also follow such rules, regulations and requirements; this is to ensure that the use of computers in the Company complies with computer laws, copyright laws or other related laws, and also to prevent any damages to the Company's reputations and images.

## 2.2 Forbidden action

All employees at the management level shall not act or behave in a way that may lead to losses or damages of good reputation of the Company and themselves. The following actions shall be prohibited.

- (1) Perform any actions on personal purposes or for personal benefits during office hours;
- (2) Operate the same businesses to compete with the Company, either for their own benefits or the benefits of others, or hold stakes in a controlling company, which may have negative impacts on the Company, either directly or indirectly;
- (3) Behave in a way that may damage good images of their positions and the honor of the Company;
- (4) Disclose false information or conceal important information, which is supposed to be disclosed to the Company;
- (5) Work carelessly, or perform any action inappropriate to their performance of duties as good management;
- (6) Conceal or distort fact for their own benefits or other people's benefits, which may directly or indirectly damage the Company;
- (7) Obstruct or do any action that hinders righteous operation of authorized individuals in the Company; or order other employees to perform any unethical operation;
- (8) Violate civil and criminal laws that ruin themselves or others, either intentionally or unintentionally;
- (9) Disclose wages, salaries or salary increases of themselves or others, either intentionally or unintentionally;
- (10) Request or accept to receive any assets or any other benefits from customers, partners, competitors or any individuals that do business with the Company; or receive any entertainment, which has been proved as an inappropriate extent of entertainment, except for some traditional and seasonal gifts, normal business entertainment, or any expenses that help to promote the Company's business for traditional business exchanges. However, if the gift or entertainment



value exceeds 3,000 baht, they shall report to their managers or those in superior positions, i.e., the position of department directors or upwards

- (11) Involve in bribery, either directly or directly through third parties and/or inappropriately use influence with state agencies, customers or partners – which is deemed to be the action violating the Company's policies;
- (12) Add, cut, or revise the content in the Company's records or information in order to intentionally alter or distort the Company's performance and accounting, regardless of their purposes;
- (13) Proceed with certain payments, or business transactions with an intention to mislead other people that a part of such payments or business transactions is done for other purposes apart from the purpose indicated in the documents accompanying such payment or business transactions;
- (14) Hold massive debts or be indicated by law that they are in huge debt;
- (15) Fail to maintain the Company's intellectual property information or information obtained from the employees' performance;
- (16) Copy works or intellectual property of other people;
- (17) Perform any action to immorally seek benefits for themselves or other people;
- (18) Assign any departments not relating to the purchasing functions to seek sponsorship from traders or partners (in the case that it is necessary to seek such sponsorship for the Company's benefits, the departments in charge shall consult with the purchasing department so that the purchasing department will proceed with further action, except for the matters relating to marketing activities for which the marketing unit of the marketing and business development department is in charge);
- (19) Perform any action that shows ignorance of or facilitate individuals' action to seek benefits from the Company or access or interrupt the Company's computer system, computer information and computer traffic information without consent from the Company; intend to support, support or allow users to violate computer laws, copyright laws or any other related laws.

### 3) Disciplinary Action

- (1) Minor violation: An executive shall receive a written warning, indicating the nature of the violation and reasons for such violation. The executive is entitled to defend himself against the allegation with a supervisor. If the problem remains unsolved, the matter will be submitted to the disciplinary committee appointed by the Chief Executive Office. The ruling from the disciplinary committee shall be deemed final. If the executive still involves in the second violation or fails to correct the mistakes from the first violation as indicated in the first warning letter, he shall face serious disciplinary action, including employment termination.

- (2) Severe violation - Acts of severe violation include bribery, frauds or corruption, disclosure of the Company's confidential information or intellectual property to third parties, any action that may ruin the Company's honor, and deliberate concealment of information, discussions or important documents to supervisors: The Company is entitled to terminate the employment without any compensation or a written notice.

### 6.3 Key changes and development of the policies, operation guidelines and corporate governance system

#### Key development of policies, operation guidelines and corporate governance system

The Company's Board of Director takes into account the corporate governance affairs. Therefore, in 2023, the Company took action concerning the corporate governance, as the following details.

- The Corporate Governance and Sustainability Development Committee had reviewed the company's Code of Conduct and the charter in aspects related to corporate governance oversight.
- The Risk Management Committee has added environmental-related risk factors that could impact the company's operations.
- Implemented a policy to declare and join Thai Private Sector Collection Action Against Corruption.

#### Compliance with corporate governance operation guidelines

In 2023, the Company followed the corporate governance policies in various aspects, as described in the following details.

##### 1. The rights of the shareholders

The Company facilitated the attendance and voting rights in the AGM in 2022.

According to the Company's articles of association, an AGM of shareholders is arranged within four months after the end of the Company's fiscal year and the Board of Directors can call for an extraordinary meeting anytime. In 2023, AGM of shareholders was arranged on April 21, 2023 and one extraordinary meeting of shareholders was held in June 23, 2023, which fell to a working day. The Company facilitated the attendance of all shareholders. For the AGM and extraordinary meeting, the electronic meeting were held, enabling the shareholders to attend conveniently.

The Company encouraged the shareholders to attend the meeting and opened for the registration one hour prior to the scheduled meeting time. Any shareholders unable to attend the meeting could allow a meeting representative by proxy; they could appoint another person or an intendent director to be their representative. Two independent directors were assigned to be representatives of shareholders. A proxy letter was also attached to a meeting invitation letter. Alternatively, the shareholders can download the proxy letter provided by the Company. The proxy letters are available in three forms, which can be downloaded from the Company's website. The Company arranged the venue, registration, and voting counts by barcodes for fast vote counting speed. The stamp duty was also provided for the shareholders who assigned proxies.





#### Provision of sufficient information

The Company completed the invitation letter and published the meeting invitation, meeting agendas, meeting information and related documents not less than 14 days prior to the extraordinary meeting date and not less than 21 days prior to the AGM date. For the 2023 AGM, the related meeting documents were published on March 29, 2023, 23 days ahead of the AGM date on April 21, 2023. The duration was sufficient for the shareholders to make decision. Each meeting agenda included related facts and reasons as well as the comments of directors to support decision making of the shareholders.

The shareholders were allowed to propose meeting agendas in an AGM as well as nominate an individual to be a director.

The Company opened the opportunity for the shareholders to propose meeting agendas and nominate an individual to be a director during November 1, 2022 to December 30, 2022. However, no proposal or nomination had been made.

#### Attendance in the AGM of the directors and the management

In 2023, the Company arranged both AGM and the extraordinary meeting via electronic meeting. The meeting were broadcast from the Company's conference room and were attended in person and online by the directors and the management, for the 2023 AGM with the attendance accounting for 92.31 %, and the EGM 1/2023, the management to attend both in person and online, the attendance of the directors and the management both in person and online accounted for 84.62 %.

In each AGM, the chairman of the Board of Directors chaired the meeting and ensured that all meeting agendas indicated in the meeting invitation were discussed, with appropriate time allocated for each agenda. The shareholders were given the opportunities to raise questions and suggestions in each agenda and related directors could answer or provide information for the shareholders.

#### Record of the meeting minutes

The Company managed the meeting minutes with all details completed and the meeting resolutions were published on the Stock Exchange of Thailand's channels within the specified timeframe. In addition, the meeting minutes were also disclosed on the Company's website and the meeting report was submitted to the Ministry of Commerce within 14 days.

#### 2. Fair treatment of the shareholders

The Company has a policy to treat all shareholders- both management and non-management ones and including foreign shareholders, equally and fairly. For example, the meeting invitation letters, which also indicate the meeting agendas and the clarification about details and reasons of each agenda, are sent to the shareholders not less than 14 days prior to the meeting, or other timeframe as specified by relevant laws and regulations. As for the foreign shareholders, the invitation letters in an English version are appropriately sent to them. In addition, all directors and management are required to report their legal holding of assets, and regularly submit the report to the Board of Directors; the report shall also be disclosed in the Company's annual report. Also, the shareholders are supported to cast the ballots in major agendas, e.g., connected transactions, disposal or



acquisition of assets, and etc.; this is to ensure transparency and ability to be scrutinized. Also, the directors who may involve in interest in a certain agenda shall not participate in the meeting that will consider such particular agenda.

### 3. Role of stakeholders

The Company realizes the importance in taking care of all stakeholders, including internal ones, e.g., the shareholders, the management, the employees, or the external ones, e.g., customers, creditors, business partners, society, commodities, and etc. The Company is well aware that support and opinions from all groups of stakeholders are beneficial to the Company's business operation and development. Hence, the Company always follows the relevant laws and regulations to uphold the rights of such stakeholders. Meanwhile, the Company refrains from any action that violates the rights of stakeholders. Moreover, in operating business, Company takes into account of the rights of all stakeholders. In operating the business, the Company takes account of the rights of all stakeholders, based on the following guidelines:

**Shareholders :** The Company treats all shareholders with equality and tries to maintain the benefits for them. The Company always refrains from violating the rights of the shareholders. Also, the Company is committed to ensuring the shareholders' maximum satisfaction, taking into consideration its long-term growth and continuing to bring additional values and appropriate returns to shareholders. The Company is also determined to operate business in accordance with good corporate governance policies.

**Customers:** The Company is committed to maximizing satisfactory and boosting customers' confidence, taking good care of and be responsible for customers. The Company also ensures that all customers receive good and fair services with high quality under the set standard. The Company also seriously follows the terms and agreements made with customers in order to enhance the service quality and maintain good and sustainable relationship with customers. Moreover, the Company does not use the customers or related parties' information to seek the benefits for the Company or related parties.

**Employees :** The Company treats all employees with equality and fairness in all aspects including, remuneration, welfare, potential enhancement. Also, the Company is always ready to listen to opinions and suggestions from employees at all levels as the Company believes that that all employees are valuable resources and key success factors for the organization. The Company is committed to creation of favorable organizational culture and working environment, promoting team work, enhancing employees' capability and career advance. The Company also ensures that all employees have stable careers and high living standard; meanwhile, the Company also creates safe



working environment. Finally, the Company also encourage all employees to comply with relevant laws and regulations

**Trade partners and creditors:** The Company takes into account the equality and fairness with trade partners and creditors, running business with honestly and maintaining benefits for trade partners and creditors. The Company seriously follows laws, rules and conditions agreed by both parties. Operating the business under the code of conduct, the Company does not unfaithfully gain or share profits with trade partners while seriously follows all agreed conditions. The Company also treats creditors with fairness and makes repayment within the set timeframe. The Company also takes care of collaterals and ensures that all conditions in the contracts and accurate and cover all aspects under the good corporate governance principle. In case the Company happens to be unable to follow the agreed conditions, it informs trade partners and creditors in advance so that all parties can help to solve the problem.

**Competitors :** The Company treats competitors under the international rules about trade competition, taking into account fair and equal competition rules. The Company does not obstruct other new players; nor does it destroy other competitors' reputation. The Company does not attack competitors with any false statement; nor does it involve in any unfair competition.

**Communities, society and environment** The Company has policies to run business with responsibilities to society, communities and environment, in terms of safety, good living quality, and natural resource preservation. The Company also promotes effective use of energy, taking into account the good living quality of communities and society. Finally, in operating business or making any business decisions, the Company also takes into account of possible impacts on the environment.

#### 4. Information disclosure and transparency

The Company's Board of Directors emphasizes the importance of disclosure of both financial information and non-financial information, ensuring that the information disclosure is accurate, adequate, prompt and transparent in accordance with regulations from the Office of Securities Exchange Commission and SET. In addition, other information of the Company is also important and it may have an impact on the Company's share price, which would have an impact on decision making of investors and stakeholders. The Company discloses information of the Company based on the required criteria through the channels of the SET; such information include the financial statement and the 56-1 Form. The Company supports disclosure of information both in Thai and English languages through other channels, such as the Company's website and all disclosed information is regularly updated. The Company also discloses the report of corporate governance, the report of directors' responsibilities to the financial reporting and the audit report in the Company's annual report. The details In



addition, the details about the roles and responsibility of the Board of Directors and sub-committees, the number of meetings and the number of meeting attendance of each director in the past year, comments from their operation are also disclosed.

The Company has the Investor Relation Unit, which is responsible for communicating with investors, analysts, shareholders, and regulators, and disclosing the financial and non-financial information in accordance with the information disclosure guidelines, in order to ensure that the Company has disclosed the information accurately and transparently to all parties involved, with equality. In 2023, the management and the Investor Relation Unit had disclosed the Company's information via various activities as follows:

Activity	No. of Times	No. of Company	No. of attendees
Analyst Meetings	3	95	134
Company visits/One - on - one Meetings, Conference calls)	46	163	272
Investor Conference (Virtual)	10	41	126
Opportunity Day	4		

#### 5. Responsibilities of Board of Directors

- (1) The Company's directors serve a service term of three years. Some directors are from the management. There are directors who are qualified as independent directors, according to the Securities Exchange Commission's requirement that a SET-listed company shall have independent directors at the number equivalent to or more than one-third of the total directors. The Company's directors consist of experts from various sectors, including the corporate sector and the accounting and financial sectors, which relevant to and support the Company's businesses. The independent directors can serve the term for nine consecutive years for three consecutive terms.
- (2) The Company requires that in an AGM one-third of directors shall vacate. If the number of directors cannot be divided into three portions, the number of directors closest to one-third shall vacate. In the first and the second year after the company is registered, the decision for which directors should vacate shall be ended in a draw. In the following years, the directors who are to vacate shall be the persons who have been in the position for the longest duration. Note, however, that the directors who have completed their terms can be re-appointed.

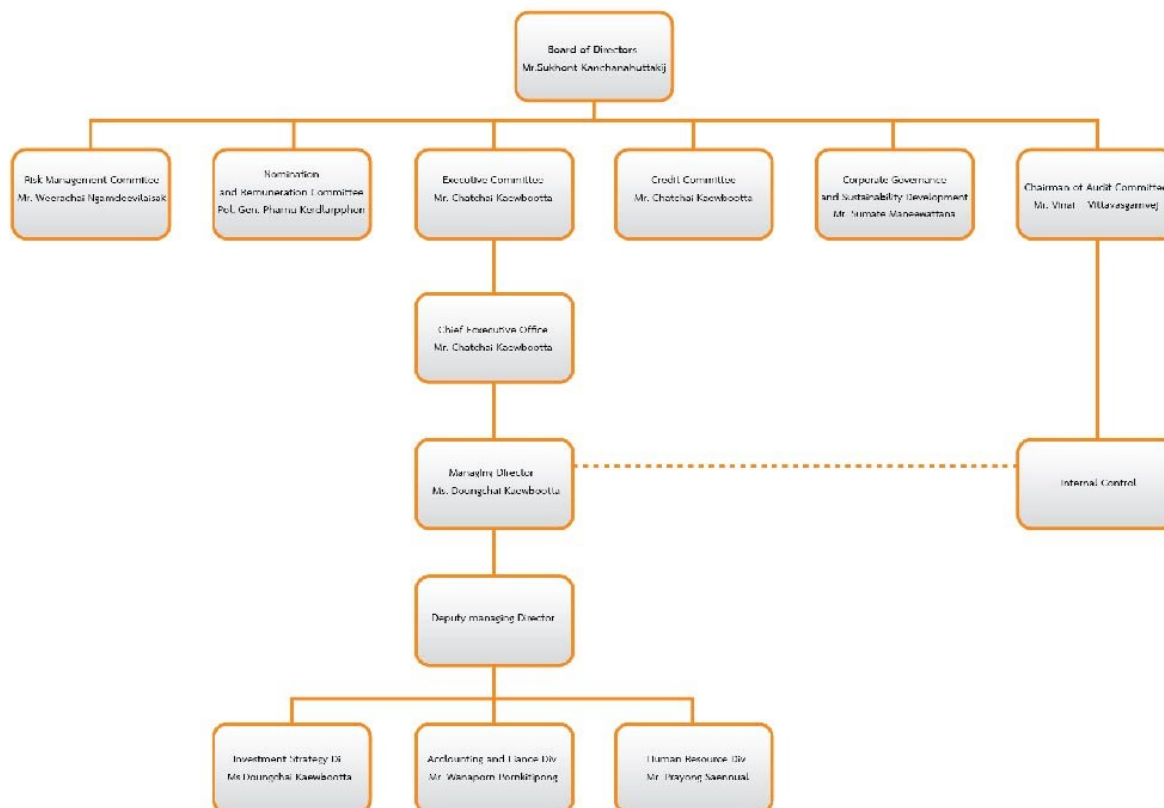


- (3) Directors can be directors at other companies, but the number of SET-listed companies where they hold the director position should not exceed five companies, including the non-listed subsidiaries of those listed companies.
- (4) The roles and responsibility of the Company's directors and management are clearly divided: the directors are responsible for determining policies and controlling or overseeing the performance of the management in the policy level; meanwhile, the management oversees overall operation and ensure that the Company's operation is well in line with the set policies.
- (5) The chairman of Board of Directors is appointed by the Board of Directors. The chairman is not the same person as the chairman of the Executive Committee or the managing director. These separate positions have clearly separated roles and responsibilities in order that their power can be balanced. No one has absolute management power. Meanwhile, the managing director is responsible for the Company's daily operation under the policies as assigned by the Board of Directors. The scopes of power, duties and responsibilities of the directors and the managing director have clearly been identified.

The Board of Directors appoints the Company secretary with the roles and responsibilities as stated in the Securities and Exchange Act.

## 7. Corporate Governance Structure

### 7.1 Management Structure



#### Directors

The Company's Board of Directors consist of 13 directors; four directors are management members and nine are directors who are not management. The management director account for 30.77 % of the total directors and the non-management directors account for 69.13 %. There are five independent directors, based on the requirement of the Office of the Stock Exchange Commission. The independent directors account for 38.46 % of the total directors. One director is female, making up 7.69 % of the total. By age ranges, there are three director aged between 41-50 years; five member are between 51-60 years; three are between 61-70 years and two directors are 70 years old up. The Company's directors possess knowledge, skills and experience in different fields. The Board of Directors appoints a non-management director to be the chairman of the Board of Directors and the chairman of the Board of Directors is not the same person as the Chief Executive Office.



## 7.2 Details of the directors

Name	Types	Position
1. Mr. Sukhont Kanjanahuttakij	Chairman / Non-management director	Chairman
2. Mr. Vinai Vittavasgarvej	Vice Chairman of the Board / Independent Director	Chairman of the Audit Committee
3. Pol. Gen Pharnu Kerdlarpphon	Director / Independent Director	Chairman of the Nomination and Remuneration Committee Member of the Audit Committee Member of the Risk Management Committee
4. Mr. Weerachai Ngamdeevilasak	Director / Independent Director	Chairman of the Risk Management Member of the Audit Committee Member of the Nomination and Remuneration Committee
5. Mr. Sumate Maneewattana	Director / Independent Director	Chairman of the Corporate Governance and Sustainability Development committee
6. Mr. Veera Veerakool	Director / Independent Director	
7. Mr. Pinit Puapan	Director / Non-management director	Member of the Corporate Governance and Sustainability Development committee
8. Mr. Kudun Sukhumananda	Director / Non-management director	Member of the Corporate Governance and Sustainability Development committee
9. Mr. Tzung-Han Tsai	Director / Non-management director	
10. Mr. Chatchai Kaewbootta	Director / Management director / Director authorized to bind the Company	Chief Executive Office Chairman of the Executive Committee Chairman of the Credit Committee
Name	Types	Position
		Member of the Nomination and Remuneration Committee Member of the Risk Management
11. Ms. Doungchai Kaewbootta	Director / Management director / Director authorized to bind the Company	Managing Director Member of the Executive Committee Member of the Credit Committee
12. Mr. Wichit Phayuhanaveechai	Director / Management director / Director authorized to bind the Company	Member of the Executive Committee Member of the Risk Management
13. Mr. Somyot Ngerndamrong	Director / Management director / Director authorized to bind the Company	Member of the Risk Management Member of the Credit Committee



Directors authorized to bind the Company:

The signatures of either Ms. Doungchai Kaewbootta or Mr Chatchai, together with the signatures of either Mr. Somyot Ngerndamrong or Mr. Wichit Phayuhanaveechai, are required to go with the Company's seal.

#### **The roles and duties of the Board of Directors**

- (1) The Board of Directors takes the role in determining policies and overall direction of the organization. The directors also have the duty to review and provide opinions on important issues related to the Company's business operation, such as the vision, the missions, tasks, strategies, goals, risks, operation plans and budget. In addition, they also oversee that the management's operation is carried out in accordance with the set policies and operation plans with effectiveness and efficiency.
- (2) The Board of Directors arranges the corporate governance policies in a written form and review such policies regularly.
- (3) The Board of Directors supports and encourages all management and employees to understand the ethical standards used in the Company's business operation. The Board of Directors complete the code of conduct with a written form and announce such code of conduct for all employees to acknowledge and strictly follow.
- (4) The Board of Directors outlines the policies about conflicts of interest, based on the principle that any business decision making must take account solely of the maximum benefits to the Company. The directors shall avoid any action that may lead to a conflict of interest. Those who may involve in a conflict of interest in a certain transaction shall not take part in making decision on such transaction and they also hold no authority in approving such transaction. The Board of Directors sees that all procedure is well followed and that the details of connected transactions are accurately and completely disclosed.
- (5) The Board of Directors emphasizes the significance of the corporate government and internal control both for the management and operation levels. Therefore, the Board of Directors outsourced P & L Internal Audit Co., Ltd to carry out the internal audit for the Company. This outsourced internal auditor reports the audit results directly to the Audit Committee in order to ensure that the Company has appropriate and adequate internal control system. The Company regularly follows up the performance and arranges the assessment of the adequacy of the Company's internal control at least once a year and the details of the internal control is also disclosed in the Company's annual report.
- (6) The Board of Directors appoints the Risk Management Committee to be in charge of outlining the risk management policies in the organization. The Company assigns the management to analyze possible

risks and suggest them to the Risk Management Committee for their acknowledgement and suggestions in order to ensure that the risks are at acceptable levels. In case there are certain risks that may impede the Company's operation or prevent the Company from achieving the set goals, the Company is required to establish measures to manage such risks. The Risk Management Committee shall set the policy requiring that the assessment of the risk management system or the risk management performance shall be carried out at least once a year and the assessment result shall be disclosed in the annual report.

Scope of authority and duties of the Board of Directors

1. Manage and ensure that the Company's business operation conforms to the laws, objectives, and the articles of association including the resolutions of the shareholders' meetings, with caution, honesty and trustworthiness; and maintain benefits of the Company.
2. Determine the mission, vision, policies, objectives and business plans; approve the Company's annual budget; ensure that the management effectively and efficiently runs business in accordance with the Company's strategies and business plans; periodically review the Company's strategies and objectives in accordance with the changing circumstances in the Company.
3. Consider, review, and approve business expansion plans, joint venture plans, or investment plans proposed by the Executive Committee.
4. Ensure that the Company's financial and accounting report system, risk management, internal audit and internal control systems are appropriate, adequate, accurate and reliable in order to make sure that the Company's internal operation and information disclosure are accurately and transparently carried out in accordance with relevant laws.
5. Prevent problems related to conflicts of interests among the Company's directors and the management as well as preventing improper use of the Company's assets; and solve problems around conflicts of interests in the careful, honest, reasonable and independent manners under the ethical framework.
6. Review and approve the Company's financial statement and the financial report, which are already audited and/or reviewed by the authorized auditor and approved by the Audit Committee
7. Acknowledge the reports; and monitor the performance of the managing director
8. Review the good corporate governance policies in a regular basis.
9. Review and approve the financial statement and the financial report, which are already audited and/or reviewed by the authorized auditor and approved by the Audit Committee.
10. Consider appointing advisors to the directors and/or sub-committees to consider or opine some particular matters.



11. Assign any individuals to operate the business of the Company under the Board of Directors' supervision; authorize such individuals to perform some tasks to a certain degree and within a timeframe, as deemed appropriate by the Board of Directors. The Board of Directors may cancel, dismiss, or amend such authority in case the Board of Directors empowers the managing director or other

individuals to work on some tasks linked to the Company's core business.

12. Consider and approve other transactions, which are significant to the Company or deemed appropriate, in order to maximize benefits to the Company, except for the following matters that require the approval from an AGM.

- (a) Any matters required by law that they need the approval from an AGM;
- (b) Any transactions that involve conflicts of interests among directors as specified by law or regulations of the Stock Exchange of Thailand, which indicate that such transactions need approval from an AGM, e.g., certain connected transaction, acquisitions or disposals of significant assets of the Company, as specified by requirements of the Stock Exchange of Thailand

The following matters require the approval from the majority of the directors attending the Board of Director meeting and from three-fourth of the shareholders' total voting right in shareholders meeting.

- (a) Entire or partial disposal or transfer of the Company's significant businesses;
- (b) Acquisition or receipt of transfer of businesses from other companies or private companies;
- (c) Revision or termination of contracts linked to leases of entire or partial businesses of the Company; or arrangement of third parties to manage the Company's businesses; or the consolidation with the businesses of third parties for the purpose of profit and loss sharing;
- (d) Revision to or additions of details in the memorandum of association or the article of association;
- (e) Capital increase; capital decrease; issuance of bonds;
- (f) Company merging or dissolution;
- (g) Any other matters, for which the securities laws and/or regulations of the Stock Exchange of Thailand require that they need approval from Board of Director meeting and an AGM with the aforementioned amounts of votes

Note that the aforementioned scope of authority and duties of the Company's Board of Directors does not include the authority that allows any directors or individuals authorized by the directors to be able to approve transactions that they involve in conflicts of interest (as announced by the Office of Securities and Exchange Commission and the Stock Exchange of Thailand and/or the Capital Market

Supervisory Board) with the Company or the subsidiaries; except for the case that the approval of those particular transactions is made in accordance with the policy or principle, which had already been approved by an AGM or a meeting of Board of Directors.

### 7.3 Sub-committees

#### The Audit Committee

As of December 31, 2023, the Audit Committee comprised the following three members.

- |    |                              |   |
|----|------------------------------|---|
| 1. | Mr. Vinai Vittavasarnvej     | Chairman of the Audit Committee / Independency Director |
| 2. | Pol.Gen Pharnu Kerdlarpphon  | Member of the Audit Committee / Independency Director   |
| 3. | Mr. Weerachai Ngamdeevilaiak | Member of the Audit Committee / Independency Director   |
|    | Mrs. Chomchaba Sathapornpong | Secretary of the Audit Committee                        |

Mr. Vinai Vittavasarnvej and Mr. Weerachai Ngamdeevilaiak possess such extensive and sufficient knowledge and experience in accounting and finance that they are able to review the reliability of the Company's financial statement. Mr. Vinai Vittavasarnvej, the chairman of the Audit Committee and the independent director, earned a bachelor's degree in accounting from Thammasat University. At present, he also holds the position of chairman of the Audit Committee and the independent director for Ekarat Engineering Plc. and the member of the Audit Committee for Charoen Pokphand Foods Plc. Another member of the Audit Committee and independent director, Mr. Weerachai Ngamdeevilaiak, received a bachelor's degree in accounting from Thammasat University. At present, he is also a member of the Audit Committee for Pruksa Holding Plc., and the chairman of the Audit Committee and the independent director for Autocorp Holding Plc.

#### Scope of authority and duties of the Audit Committee

1. The Audit Committee reviews and ensures that the Company's financial reports are accurate and adequately disclosed, in cooperation with the external auditor and the management responsible for the quarterly and annual financial reports. The Committee reviews the financial statement and financial reports, which relate to the accounting approached based on the accounting standards, the existence of the corporate, the significant changes in accounting policies, as well as the reasons from the management department in regard to the outlining of the accounting policies, before proposing all these to the Board of Directors prior to the disclosure of such information to shareholders and general investors.
2. The Audit Committee outlines and reviews that the Company has the internal control system and internal audit system, which are sufficient and effective, in cooperation with the external auditor and the internal auditor. The Audit Committee also reviews the Company's annual audit plan and evaluates the audit results in cooperation with the authorized auditor and internal auditor. They examine problems and



limitations observed from the review of the financial statement. The Committee also plans on control of electronics information processing and information safety in order to prevent frauds or improper uses of computers by employees or outsiders. The Audit Committee also examines the independence of the internal control unit as well as approving the appointment, transfer or termination of the employment contract of the head of the internal control unit or any units overseeing the Company's internal control affairs.

3. The Audit Committee also reviews the Company's operation and ensures it conforms to the Securities and Exchange laws and the requirements of the Stock Exchange of Thailand or other laws related to the business operation of the Company. The Committee also has duties and responsibilities, based on the requirements and the regulations of the Office of Securities and Exchange Commission as well as the Stock Exchange of Thailand.

4. The Audit Committee considers selecting and proposing an independent individual to be the Company's authorized auditor as well as proposing the audit fee, taking into account the reliability, resource adequacy, and the volume of audit work at that particular audit company and also considering the qualification of the auditor assigned to perform audit for the Company. The Audit Committee also has a duty to attend the meetings with the authorized auditor, without the presence of the management department, at least once a year.

5. The Audit Committee also has a duty to review connected transactions and/or some transactions that link to either acquisition or disposal of the assets of the Company or the subsidiaries. The Committee also discloses transactions that may cause conflicts of interest, ensuring that the information relating to those particular transactions are adequate and accurate. Also, the Committee has a duty to approve such transactions before proposing them to the Board of Directors' meeting and/or an AGM; this is to ensure that those transactions are in compliance with related laws and to make sure that those transactions are justified and bring maximum benefits to the Company.

6. The Audit Committee also takes responsibility in preparing Audit Committee Report and disclosing it in the Company's annual report. The report must contain all details as specified by laws and be signed by the Chairman of the Audit Committee. The report must at least contain the following information:

- Opinions about the arrangement procedure of the Company's financial reports and the disclosure of the information in the financial reports in terms of the accuracy, adequacy and reliability
- Opinions about the adequacy of the Company's internal control system
- Opinions about the appropriate qualification of the Company's auditor
- Opinions about compliance with the securities and exchange laws and the requirements of the Stock Exchange of Thailand as well as other laws related to the Company's businesses





- Opinions about connected transactions, which may cause conflicts of interest
- The numbers of the Audit Committee meetings and the attendance of each member
- Opinions or overall observations from the Audit Committee's charter-based operation
- Other matters that should be disclosed to the shareholders and general investors under the scope of duties and responsibilities assigned by the Board of Directors and/or in compliance with the laws

7. The Audit Committee has the responsibility to the Board of Directors, as assigned by the Board of Directors. In addition, the Audit Committee is also responsible for reporting the committee's activities as well as other duties, which have been assigned by the Board of Directors, to the Board of Directors.

The Audit Committee shall report the following matters to the Board of Directors immediately.

- Connected transactions, which are entailing or may entail conflicts of interest.
- Suspicions or assumptions of existence of frauds, or unusual matters, or significant defects of the internal control system
- Suspicions of violation of the laws or requirements of the Office of Stock Exchange Commission and/or the Stock Exchange of Thailand
- Other matters that should be informed to the Company's Board of Directors

In the case that the Audit Committee reports a particular matter, which may have a significant impact on the Company's financial position and earnings performance and which the Audit Committee has already discussed with the Board of Director and the management - with a conclusion on certain solution or improvement to completed within specified timeframe - if the Audit Committee finds out that no action has been taken after that specified timeframe without any acceptable reasons, a member or the Audit Committee may report that matter to the Office of Stock Exchange Commission and/or the Stock Exchange of Thailand, whichever the case maybe.

8. Audit Committee has the authority to seek independent opinions from a professional advisor as deemed appropriate, in the expenses of the Company.

9. The Audit Committee has the authority to request additional information matters from different units to support their review or consideration on certain issues.

10. The Audit Committee also performs other duties as assigned by the Board of Directors and/or approved by the Audit Committee, e.g., review of the financial management policies and risk management policies, review of the code of conduct for the management, discussion with the management about important reports to be publicized as required by laws, e.g., the management report and analysis, and etc.

Note that the aforementioned scope of authority and duties of the Audit Committee does not include the authority to empower a director in the Audit Committee or an authorized representative for that director to express his/her opinions about any matters that the particular director or his/her representative or the connected persons (as announced by the Securities and Exchange Commission and/or the announcement of the Capital Market Supervisory Board and/or the Stock Exchange of Thailand) may have interest or conflicts of interest with the Company or the subsidiaries.

#### **The Nomination and Remuneration Committee**

As of December 31, 2023, the Nomination and Remuneration Committee comprised the following three members.

- |    |                               |  |
|----|-------------------------------|--|
| 1. | Pol.Gen Pharnu Kerdlarpphon   | Chairman of the Nomination and Remuneration Committee  |
| 2. | Mr. Chatchai Kaewbootta       | Member of the Nomination and Remuneration Committee    |
| 3. | Mr. Weerachai Ngamdeevilaisak | Member of the Nomination and Remuneration Committee    |
|    | Mr. Prayong Saennual          | Secretary of the Nomination and Remuneration Committee |

#### Scope of authority and duties the Nomination and Remuneration Committee

1. Determine recruitment methods and qualifications of individuals for the positions of directors, sub-committee members and the managing director.
2. Proceed with the recruitment process and propose qualified individuals for the positions of directors, sub-committee members, and the managing director to the Company's Board of Directors.
3. Set the criteria or methods to determine the remuneration for directors, sub-committee members, and the managing director.
4. Proceed with the proposal of the determined remuneration for the directors to the Board of Director for its approval before proposing it for final approval by an AGM.
5. Consider proposing the determined remuneration for the managing director to the Board of Directors' meeting for its approval.
6. Review and conclude the succession plan for the managing director on an annual basis and report such plan to the Board of Directors for its acknowledgement.
7. Perform other duties as assigned by the Board of Directors.
8. The aforementioned scope of authority and duties of the Nomination and Remuneration Committee does not include the authority that empowers a director in the Nomination and Remuneration Committee or an authorized representative for such director to express his/her opinions about any matters that the particular director or his/her representative, or the connected persons (as announced

by the Securities and Exchange Commission and/or the Board of Directors) may involve in interest or conflicts of interest.

The Nomination and Remuneration Committee shall report such matters to the Company's Board of Directors and/or an AGM for further review.

#### **The Risk Management Committee**

As of December 31, 2023, the Risk Management Committee comprised the following five members.

1.	Mr. Weerachai	Ngamdeevilaiak	Chairman of the Risk Management Committee
2.	Pol.Gen Pharnu	Kerdlarpphon	Member of the Risk Management Committee
3.	Mr. Chatchai	Kaewbootta	Member of the Risk Management Committee
4.	Mr. Somyot	Ngerndamrong	Member of the Risk Management Committee
5.	Mr. Wichit	Phayuhanaveechai	Member of the Risk Management Committee
	Miss Kanoknuch	Chonvanich	Secretary of the Risk Management Committee

#### Scope of authority and duties of the Risk Management Committee

1. Consider drafting the policies and guidelines for the Company's overall risk management, covering key risk aspects, e.g., financial risks, investment risks, risks impacting the Company's corporate reputation, and etc.; and propose such policies and guidelines to the Board of Directors for approval.
2. Identify the strategies and guidelines for the Company's risk management in accordance with the Company's risk management policies; also monitor, and evaluate the extent of factors, ensuring that they are at an appropriate level.
3. Supervise and monitor risk management operation to ensure it is carried out in accordance with the risk management guidelines and policies, which have been approved the Company's Board of Directors.
4. Determine the risk assessment criteria and an acceptable risk ceiling.
5. Determine the measures for appropriate risk management in accordance with the changing circumstances.
6. Review the adequacy of the risk management policies and the risk management system, including the effectiveness of the risk management system and the operation in compliance with the set policies.
7. Regularly reports to the Board of Directors in regard to the management, operation and the risk status of the Company as well as some changes and any matters requiring improvement or adjustment to be in accord with the set policies and strategies.
8. Arrange a risk management panel as necessary.

9. Support the risk management panel in regard to personnel, budget, and necessary resources in accordance with the scope of their responsibility.

#### **The Corporate Governance and Sustainability Development Committee**

As of December 31, 2023, the Corporate Governance and Sustainability Development Committee consisted of the following three members.

- |    |                              |  |
|----|------------------------------|--|
| 1. | Mr. Sumate Maneewattana      | Chairman of the Corporate Governance and Sustainability Development Committee  |
| 2. | Mr. Pinit Puapan             | Member of the Corporate Governance and Sustainability Development Committee    |
| 3. | Mr. Kudun Sukhumananda       | Member of the Corporate Governance and Sustainability Development Committee    |
|    | Mrs. Chomchaba Sathapornpong | Secretary of the Corporate Governance and Sustainability Development Committee |

#### Scope of authority and duties the Corporate Governance and Sustainability Development Committee

1. Determine the policies and key best practice for the effective corporate governance process and propose them to the Board of Director for its approval.
2. Determine strategies and corporate governance operation plans; monitor and ensure that the overall operation is in concord with the corporate governance principles announced by the Company.
3. Review the operation guidelines on corporate governance and the corporate governance principles; and ensure that these guidelines and principles are taken into consistent practice and that they are appropriate with the Company's business operation.
4. Oversee the operation in regard to sustainability development.
5. Review and report the overall operation of corporate governance and sustainability development, and offer opinions regarding operation guidelines and suggestions for improvement to the Board of Directors.
6. Oversee and ensure that the operation in regard to corporate governance and sustainability development is carried out in accordance with the set principles.

#### **The Executive Committee**

As of December 31, 2023, the Executive Committee comprised four members, as follows:

- |    |               |            |                                     |
|----|---------------|------------|-------------------------------------|
| 1. | Mr. Chatchai  | Kaewbootta | Chairman of the Executive Committee |
| 2. | Ms. DOUNGCHAI | Kaewbootta | Member of the Executive Committee   |



- |    |               |                  |                                      |
|----|---------------|------------------|--------------------------------------|
| 3. | Mr. Wichit    | Phayuhanaveechai | Member of the Executive Committee    |
| 4. | Mrs. Wanaporn | Pornkitipong     | Member of the Executive Committee    |
|    | Mrs. Wanaporn | Pornkitipong     | Secretary of the Executive Committee |

Scope of authority and duties of the Executive Committee

1. Determine the mission, vision, policies, objectives, business plans and annual budget of the Company and the subsidiaries on an annual basis ; and propose them to the Company's Board of Directors; ensuring that the Company's management runs business according to plans efficiently and effectively; also review the strategies and targets in accordance with the changing situations.
2. Consider the annual budget allocation plan proposed by the management before proposing the plan to the Company's Board of Directors for review and approval -. this includes the consideration and approval of the changes and additions of the annual expenditure budget during the time without Board of Directors' meetings; and propose such matters the next meeting of the Board of Directors.
3. Consider approving contracts and/or any transactions that relate to the Company's core business, financial transactions made with banks/ financial institutions, loan or lending approval, sale of collaterals or foreclosed assets, procurement of assets/services based on the budget limits approved by the Board of Directors or based on the budget limits under the authority.
4. Hold the authority to empower a member of Executive Committee or members of Executive Committee or other individuals to perform a particular duty under the control of the Executive Committee or empower such person on some matters and within certain timeframe, as deemed appropriate by the Executive Committee; the Executive Committee has power to cancel, dismiss or change the authorized person as appropriate.
5. Hold other duties and responsibilities as assigned by the Board of Directors.

Note that the aforementioned scope of authority and duties of the Executive Committee does not include the authority that enables a member of Executive Committee or an authorized representative for that member to express opinions about any cases that the particular member of the representative or the connected persons (as announced by the Securities and Exchange Commission and/or the announcement of the Capital Market Supervisory Board and/or the Stock Exchange of Thailand) may have conflicts of interests with the Company or its subsidiaries. The Executive Committee shall report any cases or transactions causing conflicts of interests to the Company's Board of Directors and/or the shareholders meeting so that they can consider approving such cases or matters based on the rules and regulations of relevant laws.



#### 7.4 The Management

As of December 31, 2023, the Company's management was comprised of five members, as follows:

- |    |                            |   |
|----|----------------------------|---|
| 1. | Mr. Chatchai Kaewbootta    | Chief Executive Office                              |
| 2. | Ms. Doungchai Kaewbootta   | Managing Director                                   |
| 3. | Mr. Somyot Ngerndamrong    | Vice President-Collection Department                |
| 4. | Mrs. Wanaporn Pornkitipong | Vice President-Accounting and Finance Department    |
| 5. | Mr. Prayong Sannual        | Vice President- Personnel and Personnel Development |

#### Remuneration for the management

The 13 members of the management in the Group receive monthly salaries, bonuses and other benefits, e.g., the contributions to the provident fund, position-based allowance, transportation allowance, and etc. The amount of bonuses for the directors and the management are based on the Company's earnings performance. For the management, the bonuses also depend on their performance and for the directors the bonuses are determined by the Nomination and Remuneration Committee.

The total remuneration for 15 management members in 2023 and for 13 management members in 2022 amounted to 92.60 million baht and 79.50 million baht, respectively.

Forms of remuneration (Baht)	2023	2022
Salaries and bonuses	88,657,825	76,128,653
Other benefits	3,938,889	3,369,915
<b>Total</b>	<b>92,596,714</b>	<b>79,498,568</b>

#### 7.5 Personnel

The number of employees of the Company and the subsidiaries in the past three years is shown in the following table.

Headcounts	2023	2022	2021
Marketing for Lending and Insurance business	270	201	274
Credit Risk and Credit Analyst	184	109	186
Investment Advisory Service	-	-	1
Collection and inspector	636	645	628



Headcounts	2023	2022	2021
Internal Audit	36	35	
Branch Operation	28	34	32
Accounting and Finance	225	137	184
Operations	143	107	25
Personnel and Personnel Development	56	30	40
Information Technology	94	48	54
Branches	7,041	6,616	5,343
Strategy Investment and Risk Management	35	21	20
Office of Management	16	12	19
Legal	5	5	-
Hire Purchase Product	1,949	1,745	-
<b>Total employees</b>	<b>10,718</b>	<b>9,745</b>	<b>6,806</b>

#### Remuneration

Forms of remuneration (Baht)	2023	2022	2021
Salaries and bonuses	2,316,741,305	1,657,687,892	1,101,582,892
Commission fees	358,684,277	213,539,834	48,145,396
Other benefits	201,426,354	186,473,656	214,103,313
<b>Total remuneration</b>	<b>2,876,851,936</b>	<b>2,057,701,382</b>	<b>1,363,831,601</b>

In 2021, the Company contributed to the Provident Fund in the amount of 28,987,220 baht, in 2022 amounted 31,291,140 baht, in 2023 amounted 33,334,646 baht. The contributions in 2021 declined from the previous year because of the change in the status from the subsidiary to the associate. However, in 2023, the remunerations and provident fund contributions began to increase from the transformation of an associate company to a subsidiary of Fast Money Co., Ltd.

#### Human Resource Development Policy

The Company has the policy to provide trainings for permanent employees in order to enhance their knowledge and abilities amid the current competitive environment. The Company thus arranges orientation seminars for new employees and in-house trainings for general employees to learn about new products. Employees are encourage to learn from action operation and from advice provided by their experienced supervisors. In addition, the Company also assign employees to attend external trainings on various professional topics, such as the changes in accounting standards, the tax accounting and etc.

Moreover, the Company is now developing the e-learning program designed to conduct trainings through the Company's intranet system.



#### 7.6 Persons assigned take certain responsibilities are as the following details.

- |                                 |  |
|---------------------------------|--|
| 1. Mrs. Wanaporn Pornkitipong   | The person taking the highest responsibility in finance and accounting |
| 2. Mrs. Chomchaba Sathapornpong | Company Secretary  |
| 3. Miss Thida Kaewbootta        | Investor Relation  |
| 4. Miss Ticha Suwanseang        | Internal Auditor   |

The details and background of the directors, the management and person in charge of each areas are disclosed in the attachment 1.

#### 7.7 Auditors

Mr. Paiboon Tunkoon	CPA. No. 4298 or
Mr. Boonrueng Lerdwiseswit	CPA. No. 6552 or
Ms.Sinsiri Thangsombat	CPA. No. 7352
Pricewaterhousecooper ABAS Co., Ltd.	

#### Audit Fee

In the fiscal year 2021, the Company paid the audit fee to the auditors from Pricewaterhousecoopers ABAS Co., Ltd. for a total amount of 6,673,500 baht and in the year 2022, the audit fee amounted to 7,899,500 baht. The 2023 AGM approved the audit fee for the auditors at the Company and the subsidies in the amount of 8,388,500 baht for the fiscal year 2023, which was the audit fee and the review fee for the interim separated and consolidated financial statements. Apart from such fee, the Company did not have other fees to pay to the auditors or the auditors' company.

Remuneration	2023	2022	2021
Audit fees at the Company and the subsidies	8,388,500	7,899,500	6,673,500
- Srisawad Corporation Plc.	1,434,000	1,366,000	1,326,000
- Subsidiaries and Associate	6,954,500	6,533,500	5,347,500
Other service fees	-	-	-



## 8. Report of Key Corporate Governance Performance

### 8.1 The performance of the directors in the past year

#### *Acquisition of ordinary shares of Fast Money Company Limited*

The Company acquired 4,900,000 ordinary shares of Fast Money Company Limited ("FM"), par value of 100 Baht each, which is repurchase shares from Government Saving Bank ("GSB") under the agreement between the Company and GSB at the price of 306 Baht per share, the same price as prior sale to GSB, amounted 1,499.4 million baht.

The entering into of the agreement to purchase shares in FM which is subject to Section 107(2)(b) of the Public Limited Companies Act B.E. 2535 (1992) (including any amendment thereto) which requires the Company to convene a shareholders meeting to obtain approval on the entering into of such transaction, whereby the resolution for this agenda shall be passed by a vote of no less than three-quarters of the total votes cast by the shareholders attending the meeting and eligible to vote. In addition, the transaction also constitutes an asset acquisition transaction in accordance with the Notification of the Capital Market Supervisory Board No. Tor Jor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets, and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Assets, 2004 (collectively, the "Notifications on Acquisition or Disposal") as the transaction represents the maximum value of 5.62 percent calculated on the net tangible asset basis from the audited Consolidated Financial Statements for the year ending 31 December 2022. After accumulating such transaction value with other asset acquisition transactions that have occurred during the past six months, the size of the transaction is also calculated to be less than 15 percent when taking into account other transactions during the 6 months prior to the transaction date. the Company disclosed this information to investors and the Stock Exchange of Thailand.

However, the acquisition or disposal of an investment in another company, and caused the said company to change its "subsidiary" status in relation to the subsidiary or the listed company itself. The acquisition of FM from GSB, will caused the Company held 98% in FM and FM will change to be the Company's subsidiary.

#### *Business Restructuring within the Group*

Srisawad International Holding Co., Ltd. (a subsidiary of the company), which held 24,375 common shares or 75% of the paid-up capital of Sawad Rung Reung Finance (Cambodia) Co., Ltd., sold all its common shares to Srisawad Capital 1969 Public Company Limited at a price of 94.06 USD per share, amounting to a transaction value of 81.57 million baht, to restructure the business and eliminate conflicts of interest.

#### *Selection and appointment of the directors*

The Nomination and Remuneration Committee selected persons to replace the directors, who would leave upon term completion in the 2023 AGM. It is required that one third of the total 13 directors shall leave the position. Therefore, the following five directors had to leave the position upon the term completion.



- |    |                |                  |  |
|----|----------------|------------------|--|
| 1. | Mr. Sukont     | Kanjanahuttakit  | Chairman/Non-management director             |
| 2. | Mr. Weerachai  | Ngarmdeevilaisak | Independent Director/Non-management director |
| 3. | Miss Doungchai | Kaewbootta       | Management director                          |
| 4. | Mr. Veera      | Veerakool        | Independent Director/Non-management director |
| 5. | Mr. Somyot     | Ngerndamrong     | Management director                          |

The Company opened an opportunity for the shareholders to nominate qualified individuals to replace the leaving directors; however, no nomination had been made during the specified time period. Thus, the Nomination and Remuneration Committee and the Board of Directors considered the knowledge, abilities and experiences of the leaving directors, who had completed the term; and after considering those factors, it was proposed to the 2023 AGM that the retired directors shall be re-appointed as directors for another term. Among these, there are independent director who has served for more than three consecutive terms. The Nomination and Remuneration Committee and Company's Board of Directors have considered the knowledge, competence, and independence of giving opinions of the independent director and deemed it appropriate to propose the reappointment for another term.

Shareholders are allowed to nominate a person as a director, as the following details.

The Company realizes the right and the fair treatment to all shareholders, based on the corporate governance principles. Therefore, the Company opened an opportunity for the shareholders to nominate a qualified person as a candidate for a director, which is appointed by an AGM. This is based on the criteria disclosed on the Company's website. The qualifications of the shareholders, who are eligible to nominate a person as a director

1. Hold the Company's shares by one person or more than one.
2. Have held the shares not less than 5 % of the total voting stock for not less than six months and must still hold the shares as of the date of nominating a person as a director

The Nomination and Remuneration Committee considers qualifications, knowledge and abilities of a person before nominating such person with the Board of Directors. The decision made by the Board of Directors is deemed final. The name of the person approved by the Board of Director will be included in the list, which is put in one of the AGM's agendas indicated in the meeting invitation letters. During the time the Company was open for nomination (November 1, 2022 to December 30, 2022), no shareholders had nominated anyone as a new director.

#### ***The development of director and the management***

The Company has a policy to support and encourage the directors and the management to take part in seminars and trainings, which benefit the operation



In 2023, the directors and the management attend the following seminars and courses.

Content	Arranger	Attendees
Director Accreditation Program	Thai-IOD	Independent Director of the company's subsidiary
Preparation for Sustainability Disclosure in One Report	The Stock Exchange of Thailand	Management, Company Secretary
Sustainability Report by Industrial Group	The Stock Exchange of Thailand	Management, Company Secretary
SD Professional Sharing	The Stock Exchange of Thailand	Company Secretary
Managing Climate-related Risks and Opportunities in Equity Analysis and Investment	The Securities and Exchange Commission, Thailand	Audit committee, management, company secretary
The Importance of the Audit Committee to Confidence in the Thai Capital Market	The Securities and Exchange Commission, Thailand	Audit committee
Sustainable Development Goals Guidebook for Thai Listed Companies and SDG Impact Standards	The Securities and Exchange Commission, Thailand	Director, Management, Company Secretary
Sustainability Disclosure According to ISSB Standards and the Connection to the 56-1 One Report"	The Securities and Exchange Commission, Thailand	Company Secretary
Reporting an Organizational Carbon Footprint	The Securities and Exchange Commission, Thailand	Company Secretary

*Performance appraisal of the directors*

## Collective performance appraisal

The Company carries out collective performance appraisal for the directors for the entire Board of Directors once a year and report the appraisal results to the Board of Directors for acknowledgement and improvement. The Company applies the self-appraisal form available at the Stock Exchange of Thailand to the Company's performance appraisal form of the Board of Directors. The key content in the self-appraisal form includes the structure and qualifications of members of the Board of Directors, the meetings of the Board of Directors, the roles and responsibilities of the Board of Directors, and the relation between the Board of Directors and the management.

The result of the self-appraisal of the Board of Directors in 2023, based on the average score from all components, stood at 97.65.

## The collective self-appraisal of the sub-committees

The Company also applies the self-appraisal form for sub-committees available at the Stock Exchange of Thailand to Company's performance appraisal form of the sub-committee. The key content in the self-appraisal form includes the structure and qualifications of the directors in the sub-committees, the meetings of the sub-committees, the roles and responsibilities of the sub-committees. The appraisal is carries out on a collective basis.

The results of the self-appraisal of the sub-committees in 2023, based on the average score from all components, are as follows: the score for the Audit Committee was at 95.70; the score for the Nomination and Remuneration Committee marked at 91.18; the score for the Risk Management Committee was 97.65; and the score for the Corporate Governance and Sustainability Development was 96.25

## Individual self-appraisal of the director

Similar to the above appraisal, the Company also applies the self-appraisal form for individual directors available at the Stock Exchange of Thailand to Company's performance appraisal form of individual directors. The key content in the self-appraisal form includes the structure and qualifications of the directors, the meetings of the directors, the roles and responsibilities of the directors in the committees.

For the result of the self-appraisal of the individual directors in 2023, based on the average score from all components, the score stood at 98.40

## Performance appraisal of the management

The Nomination and Remuneration Committee appraises the performance of the Chief Executive Office and the Managing Director. The performance is appraised by the Company's annual earnings performance, which is determined by the profit for the year relative to the Company's strategic plans and targets, risk



management in various areas, the financial position, the asset quality from business operation, the work collaboration with the directors, as well as assessment on other aspects, e.g., vision, strategies, corporate governance and sustainability development.

#### *Directors' meeting attendance*

In 2022 and 2021, the Company arranged Board of Director meetings for the total of 13 meetings and 10 meetings, respectively. Details of attendees are as follows.

Name	Position	2023	2022
1.Mr.Sukhont Kanjanahuttakij	Chairman	13/13	13/13
2. Mr. Chatchai Kaewbootta	Director/ Chef Executive Officer	11/13	9/13
3. Ms. Doungchai Kaewbootta	Director / Managing Director	12/13	11/13
4. Pol.Gen Pharnu Kerdlarpphon	Member of the Audit Committee /Independent Director	13/13	13/13
5.Mr.Weerachai Ngamdeevilaisak	Member of the Audit Committee /Independent Director	12/13	11/13
6. Mr. Somyot Ngerndamrong	Director	12/13	11/13
7. Mr. Vinai Vittavasgarvej	Vice Chairman of the Board / Independent Director	13/13	13/13
8. Mr. Sumate Maneewattana	Director / Independent Director	13/13	12/13
9. Mr. Pinit Puapan	Director	13/13	13/13
10. Mr. Veera Veerakool	Independent Director	13/13	13/13
11. Mr. Tzung-Han Tsai	Director	12/13	12/13
12. Mr. Kudun Sukhumananda	Director	8/13	12/13
13. Mr. Wichit Phayuhanaveechai	Director	12/13	13/13

#### *Remuneration for the directors*

##### Cash Remuneration

The 2023 AGM held on April 21, 2023 determined the remuneration for the directors, based on the responsibilities. The payment was done on a monthly basis. Note that the directors, who are permanent employees or management, do not receive the remuneration for directors. The details are as follows.

Position	Monthly remuneration (Baht/Month)	Meeting allowance/ Gratuity
Chairman	135,000	-
Vice Chairman	90,000	-



Position	Monthly remuneration (Baht/Month)	Meeting allowance/ Gratuity
Non-employee or non-management directors	65,000	-
Remuneration for the sub-committees		
Chairman of the Audit Committee	25,000	-
Chairman of the Nomination and Remuneration Committee	25,000	-
Chairman of the Risk Management Committee	25,000	-
Chairman of Corporate Governance and Sustainability Development	25,000	

The 2022 AGM held on April 22, 2022 and the 2023 AGM held on April 21, 2023 resolved that the bonus for the directors in 2022 and 2023 would not exceed one percent of the total dividends paid to the shareholders, for the case of a cash dividend, and not exceed 15 % of the total dividends paid to the shareholders for the case of a stock dividend. Note that the bonuses for directors must not exceed 5,000,000 baht.

The details of the remuneration of non-management directors during 2022 and 2023, which was based on the AGM resolutions, are as follows.

Name	Position	Remuneration		Bonuses	
		2023	2022	2023	2022
Mr.Sukhont Kanjanahuttakij	Chairman	1,620,000	1,620,000	894,040	894,040
Pol.Gen Pharnu Kerdlarpphon	Member of the Audit Committee /Chairman of the Nomination and Remuneration Committee	1,080,000	1,080,000	596,025	596,025
Mr. Weerachai Ngamdeevilaisak	Member of the Audit Committee /Chairman of the Risk Management Committee	1,080,000	1,080,000	596,025	596,025
Mr. Vinai Vittavasgarnvej	Vice Chairman/ Chairman of the Audit Committee	1,380,000	1,380,000	761,590	761,590
Mr. Sumate Maneewattana	Intendent Director	1,080,000	780,000	430,460	430,460



Name	Position	Remuneration		Bonuses	
		2023	2022	2023	2022
Mr. Pinit Puapan	Director	780,000	780,000	430,460	430,460
Mr. Veera Veerakool	Intendent Director	780,000	780,000	430,460	430,460
Mr. Tzung-Han Tsai	Director	780,000	780,000	430,460	430,460
Mr. Kudun Sukhumananda	Director	780,000	780,000	430,460	430,460
<b>Total</b>		<b>9,360,000</b>	<b>9,060,000</b>	<b>4,999,980</b>	<b>4,999,980</b>

#### Other remuneration

The Company does not pay non-cash remuneration to the directors.

#### Surveillance of the subsidiaries and the associate

The Company has a policy to invest in certain businesses, which benefit or support the Company's core businesses, in order to boost revenue and profit as well as enhance the growth potential for the Group. The Company has a policy to manage the subsidiaries, based on the Company's policies. In addition, the Company also maintains the shareholding at the levels that enable the Company to manage and control the subsidiaries or take part in directing the management and controlling the subsidiaries. Investment can be carried out in any forms, including entire investment by the Company, joint venture or partial investment. However, the Company does not have a policy to invest in a company that the Company is unable to send a representative to be a director at that company.

The Board of Directors assigns the Audit Committee to oversee the internal control system. The internal control unit is in charge of completing an audit plan and overseeing the audit at the Company and the subsidiaries to ensure that it is carried out under the effective, adequate and appropriate internal control system. The internal control unit reports its operation to the Audit Committee, who will subsequently report the overall internal control operation to the Board of Directors.

In 2023, The company repurchased ordinary shares of Fast Money Co., Ltd., from the Government Savings Bank according to the shareholders' agreement between the Government Savings Bank and the company at a price of 306.00 THB per share. This price is the same as the price at which the company had previously sold the said ordinary shares to the Government Savings Bank. The purchase of Fast Money Co., Ltd.'s shares from the Government Savings Bank will result in the company holding a 98% stake in Fast Money Co., Ltd., making it a subsidiary of the company. Subsequently, the company repurchased the remaining 2% of Fast



Money Co., Ltd.'s ordinary shares held by other shareholder, thus the company now holds a 100% stake in Fast Money Co., Ltd..

Compliance with the corporate governance policy and operation guidelines

1. Prevention of conflicts of interest

The Company has a clear policy and operation guidelines to prevent conflicts of interest in the Group and ensures that the directors and the management as well as the employees in the Group are aware of the measures to prevent conflicts of interest.

Business Restructuring within the Group

Srisawad International Holding Co., Ltd. (a subsidiary of the company), which held 24,375 common shares or 75% of the paid-up capital of Sawad Rung Reung Finance (Cambodia) Co., Ltd., sold all its common shares to Srisawad Capital 1969 Public Company Limited at a price of 94.06 USD per share, amounting to a transaction value of 81.57 million baht, to restructure the business and eliminate conflicts of interest.

Connected transactions

The Company determines the measures and approval procedure for connected transactions. Any management or anyone with possible interest in certain connected transactions are not allowed to take part in the approval procedure. In case there are connected transactions between the Company and the subsidiaries and certain stakeholders or individuals, which may lead to conflicts of interest in the future, the Company seeks opinions from the Audit Committee concerning the necessity and justification of such connected transactions as well as the pricing appropriateness. The Audit Committee will consider whether the terms and conditions of the transactions are in line with the normal trade practice in the market and whether the prices of the transactions are comparable to the prices for transactions done with third parties. If the Audit Committee holds no expertise in judging certain connected transactions, the committee will seek advice or opinions concerning such transactions from experts, such as an auditor, an independent appraiser, a law office and etc., who are independent from the Company and connected persons. Such experts' opinions will be taken into consideration for decision making of the Audit Committee and/or the Board of Directors and/or the shareholders, whichever the case may be. The Company discloses all connected transactions in the note to the financial statements, which have been reviewed by the Company's authorized auditor.

In addition, the Company also approves in principles in regard to trade agreements with general trade terms for transactions between the Company and the subsidiaries and the directors, the management or connected persons. The management is authorized to approve connected transactions between the Company and/or the subsidiaries and the directors, the management or connected persons (whether existing or potential transactions), without the approval from a meeting of the Board of Directors' meeting or an AGM; this is applicable for transactions with the trade agreements, which are in the same nature as the nature of trade agreements entered by wise men and their contract partners under the similar circumstance. The negotiation power on such



transactions shall not be influenced by the status or the directors, the management or connected persons. The management is required to complete a summary report of all connected transactions involved by the directors, the management or any connected persons and report the transactions to the Audit Committee's meeting and the Board of Directors' meeting on a quarterly basis.

In 2023, Srisawad International Holding Co., Ltd. (a subsidiary of the company), which held 24,375 common shares or 75% of the paid-up capital of Sawad Rung Reung Finance (Cambodia) Co., Ltd., sold all its common shares to Srisawad Capital 1969 Public Company Limited at a price of 94.06 USD per share, amounting to a transaction value of 81.57 million baht, to restructure the business. This transaction is considered connected transactions under the Notification of the Capital Market Supervisory Board No. Tor Chor 21/2551 on connected transaction requirements, dated 31 August 2008 and the Notification of the Stock Exchange of Thailand on disclosure and actions of listed companies in connected transactions, B.E. 2546 (2003), dated 19 November 2003 (collectively, the "**Connected Transaction Notification**"). The size of this transaction is 0.34 percent of the Company's Net Tangible Assets ("**NTA**") based on the Company's consolidated financial statements for the Quarter ended 30 June 2023.

In 2023, there were no connected transactions that violated the Company's connected transactions measures. The Audit Committee reviewed all connected transactions and provided its opinions of such transactions on a quarterly basis.

The directors and the management holding the director position in other corporations apart from the Companies and subsidiaries

The Company requires that the directors and the management report their holding of the director position or partnership in other corporations in addition to their positions in the Company every year. This report also includes the details of their spouses, minor children and corporations where the director, the management and their spouses hold controlling power. The report of all these details is aimed at preventing conflicts of interest.

## 2. Use of internal information for personal interest

The Company outlines the guidelines for prevention of insider trading. According to the guidelines, the directors, the management and employees holding the positions of vice president upwards, and individuals involving in the Company's internal information are prohibited from trading the Company's securities within one month prior to the disclosure of the quarterly and annual financial statements and 24 hours after the disclosure of significant information. In addition, the directors, the management, and those holding management positions in the accounting or finance department with manager positions upwards or equivalent are required to report all their trading transactions of the Company's securities to the Office of the Stock Exchange Commission within three

days after the transaction day, as stated in the Stock and Exchange Act. The report on each change in their securities holding should be submitted to the Company Secretary.

The report of the changes in securities holding of the directors and the management in 2023 is as follows.

Ordinary shares	Total shares as of Jan. 1, 2023	Buy	Sell	Balance as of Dec. 31, 2023
1. Mr.Sukhont Kanchanahuttakij	-	-	-	-
2. Mr. Vinai Vittavasgarnvej	-	-	-	-
3. Pol.Gen Pharnu Kerdlarpphon	-	-	-	-
4. Mr. Weerachai Ngamdeevilaisak	-	-	-	-
5. Mr. Sumate Maneewattana	-	-	-	-
6. Mr. Pinit Puapan	-	-	-	-
7. Ms. Thida Kaewbootta	394,854,856	-	-	394,854,856
8. Ms. Doungchai Kaewbootta	101,302,196	-	-	101,302,196
9. Mr. Chatchai Kaewbootta	51,826,399	-	-	51,826,399
10. Mr. Somyot Ngerndamrong	-	-	-	-
11. Mr. Veera Veerakool	278,869	-	-	278,869
12. Mr. Tzung-Han Tsai	-	-	-	-
13. Mr. Prayong Sannual	300,000	-	-	300,000
14. Mr. Kudun Sukhumananda	350,000	-	-	350,000
15. Mr. Wichit Phayuhanaveechai	-	375,000	-	375,000
16. Mrs. Wanaporn Pornkitipong	1,049,583	-	-	1,049,583
17. Mrs. Chomchaba Sathapornpong	-	-	-	-

Warant No. 2	Total units as of Jan. 1, 2023	Buy	Sell	Balance as of Dec. 31, 2023
1. Mr.Sukhont Kanjanahuttakij	-	-	-	-
2. Mr. Vinai Vittavasgarnvej	-	-	-	-



Warant No. 2	Total units as of Jan. 1, 2023	Buy	Sell	Balance as of Dec. 31, 2023
3. Pol.Gen Pharnu Kerdlarpphon	-	-	-	-
4. Mr. Weerachai Ngamdeevilaiisak	-	-	-	-
5. Mr. Sumate Maneewattana	-	-	-	-
6. Mr. Pinit Puapan	-	-	-	-
7. Ms. Thida Kaewbootta	15,794,191	-	-	15,794,191
8. Ms. Doungchai Kaewbootta	4,003,287	-	-	4,003,287
9. Mr. Chatchai Kaewbootta	2,011,056	-	-	2,011,056
10. Mr. Somyot Ngerndamrong	-	-	-	-
11. Mr. Veera Veerakool	11,154	-	-	11,154
12. Mr. Tzung-Han Tsai	-	-	-	-
13. Mr. Prayong Sannual	-	-	-	-
14. Mr. Kudun Sukhumananda	-	-	-	-
15. Mr. Wichit Phayuhanaveechai	-	-	-	-
15. Mrs. Wanaporn Pornkitipong	41,983	-	-	41,983
16. Mrs. Chomchaba Sathapornpong	-	-	-	-

As for the occurring trading transactions, the directors and the management reported the changes of their holding of the ordinary shares and the warrants (Form 59) to the Office of Stocks Exchange Commission, as required. The time when all transactions were proceeded was not during the time when the key information was disclosed.



### 3. Anti-corruption practice

The Company has anti-corruption policies and measures, with clear operation guidelines. The roles, duties and responsibilities are clearly indicated for involved parties, namely the Board of Directors, Audit Committee, the Chief Executive Office, the Managing Director, the management and the employees. The director, the management and the employees are required to strictly comply with the anti-corruption measures in preparation to declare the Company's intention to act against frauds and corruptions.

### 4. Complaining and whistle blowing

The Company arranges the complaints and whistle blowing channels; complaints and whistle blowing can be made directly to supervisors, or Chief Executive Office or Audit Committee through the Audit Committee's secretary, or e-mail: [ac@srisawadpower.com](mailto:ac@srisawadpower.com)

In 2023, neither complaints nor whistle blowing was made.

#### The Board of Directors' responsibilities for financial reports

With duties and responsibilities as the directors of a SET-listed company, the Board of Directors oversaw and supervised the financial reports in 2023 to ensure that the financial reports were complete and accurate, based on appropriate policies and under the generally accepted accounting standards.

The Board of Directors appoints the Audit Committee, consisting for three independent directors, who possess knowledge, abilities, experiences, and all qualifications required by the Stock Exchange of Thailand. The Audit Committee has duties and responsibilities for overseeing the Company's financial reports and reviewing to ensure that the Company's financial reports and financial statements are accurate and that they disclose complete accounting data as well as connected transactions, which may lead to conflicts of interest. Moreover, the Audit Committee also sees that Company has an effective and appropriate internal control system and that all operation is in compliance with all laws, regulations and requirements of all supervisory bodies.

The Board of Directors views that the financial reports and financial statements of the Company for fiscal year 2023, ending December 31, 2023, which were reviewed by the Audit Committee as well as the management and the independent auditor, accurately and completely show the Company's financial position and earnings performance, based on the generally accepted accounting standards and related laws, regulations and orders.

## 8.2 Performance of the Audit Committee

In 2023, the Audit Committee arranged five meetings, with the details of attendance as follows.

Name	Position	2023	2022
1. Mr. Vinai Vittavasgarnvej	Chairman of the Audit Committee	5/5	6/6
2. Pol.Gen Pharnu Kerdlarpphon	Member of the Audit Committee	5/5	6/6
3. Mr. Weerachai Ngamdeevilaisak	Member of the Audit Committee	5/5	6/6

The past performance of the Audit Committee, based on the Charter of the Audit Committee is as follows.

1. Reviewed the financial reports and reported its opinions on the financial reports to the Board of Directors on a quarterly basis. Every quarter, the Audit Committee discussed with the authorized auditor in regard to observation gained from the review and the audit of the financial statements of the Company and the subsidiaries. In light of this the Audit Committee arranged a meeting with the authorize auditor without the presence of the management.
2. Reviewed the Company's overall internal control and the internal control in regard to the information technology, which was done together with the authorize auditor and the Company's internal auditor; and also made assessment to judge the adequacy of the internal control system and reported the review result to the Board of Directors.
3. Provided opinions and approved the annual internal audit plan; evaluated the internal audit performance; and provided advice to the internal auditor.
4. Reviewed all connected transactions or transactions, which may lead to conflicts of interest; considered such transactions before they were proceeded and reviewed all connected transactions, which had already been approved, every quarter.
5. Considered the qualifications of the new authorize auditor because the previous auditor retired from the old audit company (i.e., Pricewaterhousecooper ABAS Co., Ltd.); and considered the appropriateness of the audit fee.
6. Considered the disposal transaction of Sawad Rung Reung Finance (Cambodia) PLC. from Srisawad International Holding Co., Ltd. to Srisawad Capital 1969 Plc. for business restructuring. This transaction considered to be related transaction between the same level of the Company's subsidiaries.
7. Considered information and facts in business operation of the Company and the subsidiaries in order to prevent conflicts of interests and ensure compliance of the corporate governance measures.

8. Reviewed quarterly Management Discussion and Analysis reports to align with the Company's performance.

The Audit Committee carried out the self-appraisal on a collective basis and the appraisal results show that the Audit Committee performed duties completely in accordance with the Charter of the Audit Committee and that all directors performed duties independently.

### 8.3 Performance of the Nomination and Remuneration Committee

In 2023, the Nomination and Remuneration Committee convened two meetings, with the details of attendance as follows.

Name	Position	2023	2022
1. Pol.Gen Pharnu Kerdlarpphon	Chairman of the Nomination and Remuneration Committee	2/2	2/2
2. Mr. Weerachai Ngamdeevilaisak	Member of the Nomination and Remuneration Committee	2/2	2/2
3. Mr. Chatchai Kaewbootta	Member of the Nomination and Remuneration Committee	2/2	2/2

The past performance of the Nomination and Remuneration Committee, based on the Charter of the Nomination and Remuneration Committee is as follows.

1. Considered recruiting and proposing qualified individuals, who possess knowledge and abilities to be directors, replacing the directors who have completed the terms; and proposed such individuals to the Board of Directors for opinions and to the AGM for approval.

In 2022, the Company opened the opportunity for the shareholders to nominate persons to be directors, but no nomination was made. Therefore, the Nomination and Remuneration Committee considered the qualifications and the abilities of the directors, who have completed the term and were supposed to leave the positions. After considering such qualifications and abilities, the Nomination and Remuneration Committee proposed that the directors having completed the term shall be re-appointed for another term. Note that the chairman of the Nomination and Remuneration Committee was among the directors, who were about to leave the position; therefore, for this agenda, the chairman did not participate in the meeting in order that other members of the Nomination and Remuneration Committee could consider making decision independently.

2. Appraised the performance of the Chief Executive Office and the Managing Director in 2023. The Nomination and Remuneration Committee appraised the performance by considering the Company's



2022 earnings performance, 2022 profit in comparison to the Company's strategic plans and targets, risk management in various areas, the financial position, the asset quality from business operation, the work collaboration with the directors, as well as assessment on other aspects, e.g., vision, strategies, corporate governance and sustainability development.

3. Considered and reviewed the remuneration for the directors in accordance with their assigned duties and responsibilities and in comparison to the directors' remuneration offered by peers in the industry; and proposed such directors' remuneration to the Board of Directors for its comments and to the AGM for shareholders' approval.
4. Arranged the performance appraisal of the Board of Directors and the sub-committees and report the results to the Board of Directors.

Based on the self-appraisal on a collective basis for the sub-committees, the appraisal results show that the Nomination and Remuneration Committee could perform duties completely in accordance with the Charter of the Nomination and Remuneration Committee and that all directors performed duties independently.

#### 8.4 Performance of the Risk Management Committee

In 2023, the Risk Management Committee convened four meetings, with the attendance details as follows.

Name	Position	2023	2022
1. Mr. Weerachai Ngamdeevilaiak	Chairman of the Risk Management Committee	4/4	4/4
2. Pol.Gen Pharnu Kerdlarpphon	Member of the Risk Management Committee	4/4	4/4
3. Mr. Chatchai Kaewbootta	Member of the Risk Management Committee	4/4	4/4
4. Mr. Somyot Ngerndamrong	Member of the Risk Management Committee	4/4	4/4
5. Mr. Wichit Phayuhanaveechai <sup>/2</sup>	Member of the Risk Management Committee	4/4	4/4

The past performance of the Risk Management Committee, based on the Charter of the Risk Management Committee is as follows.

1. Considered and assessed the risks arising from the business restructuring - joint investment in the subsidiaries, i.e., unwinded the joint investment in SWP Asset Management Co., Ltd. in partnership with Noble Development Plc.
2. Considered and assessed the risks in investment in Cathay Leasing Co., Ltd., at the portion of 100 % by Srisawad Capital Co., Ltd, to operate new motorcycle hire purchase business.
3. Considered and assessed the risks in overseas investment and business expansion in Vietnam.
4. Considered various risk factors, such as competition risks in the personal loan segment, operational risk, loan provision risks, strategy risks, and regulatory risks. The Risk Management Committee reviewed risks every quarter in order to be well aware of the risk status so that the Committee could consider risk management framework and determine indicators.

#### **8.5 Performance of the Corporate Governance and Sustainability Development Committee**

In 2023 the Corporate Governance and Sustainability Development Committee convened two meetings with the attendance details as follows:

<b>Name</b>	<b>Position</b>	<b>2023</b>	<b>2022</b>
1. Mr. Sumate Maneewattana	Chairman of the Corporate Governance and Sustainability Development Committee	2/2	2/2
2. Mr. Pinit Puapan	Member of the Corporate Governance and Sustainability Development Committee	2/2	2/2
3. Mr. Kudun Sukhumananda	Member of the Corporate Governance and Sustainability Development Committee	2/2	2/2

The past performance of the Corporate Governance and Sustainability Development Committee, based on the Charter of the Corporate Governance and Sustainability Development Committee is as follows.

1. Reviewed the corporate governance policies.
2. Reviewed Ethics and Code of Conduct
3. Reviewed the Sustainability Report.
4. Determined to declare and join Thai Private Sector Collective Action Against Corruption

Based on the self-appraisal on a collective basis for the sub-committees, the appraisal results show that the Corporate Governance and Sustainability Development Committee could perform duties in accordance with the Charter of the Corporate Governance and Sustainability Development Committee and that all directors performed duties independently.

## 9. Internal Control and Connected Transactions

### 9.1 Internal Control and Risk Management

The Board of Directors places emphasis on the importance of good internal control, so the Board of Director set up the Audit Committee to review and ensure that the Company and its subsidiaries have an appropriate and effective internal control system. The Audit Committee also ensures that the Company operates business in compliance with the securities and stock exchange laws as well as the rules and requirements of the Stock Exchange of Thailand, or related laws.

The Board of Directors evaluated the Company's internal control system by inquiring the management as well as other officers involved and by studying the past audit reports. The Company's internal control system can be concluded into five key elements, based on the concept of the Committee of Sponsoring Organization of Treadway Commission (COSO). The five key elements are: i) organizational environment; ii) risk assessment; iii) control of operation activities; iv) information & communication and v) monitoring activities. The Board of Directors opined that the Company had appropriate and sufficient internal control under the current controlling circumstances. The results of the evaluation of the adequacy of the Company's internal control, which have been already reviewed by the Company's Board of Directors, can be summarized below:

#### 1) Organizational environment

The Group has good organizational environment, which is favorable to support an effective internal control system. Everyone is encouraged to realize the necessity of the internal control system. The structure is appropriately designed and duties are clearly identified. Policies and operation guidelines are announced in a written form.

#### 2) Risk Assessment

The Company emphasizes the importance of risk management; hence, it arranges the business operation evaluation and assessment of possible risks, which may have an impact on the Company, at least once a year. The management analyzes possible risks in various aspects and report them to the Company's Board of Directors for the Board's acknowledgement as well as suggest ways to manage or keep such risks at acceptable levels. For any risks that may impede the Company's achievement of the set business goals or business plans, the Group must seek measures to manage such risks.

#### 3) Control of operation activities

The Company has a policy to control operation activities, ensuring that the management's guidance is well responded and followed by all employees in the Group. The approval authority and approval limits are appropriately determined. Duties of each position are clearly separated in order to prevent frauds or corruption. Procedures for transactions involved by the major shareholders, the directors,



the management or related parties are clearly indicated in order to prevent conflicts of interest, in accordance with the requirements of Capital Market Supervisory Board and the Stock Exchange of Thailand.

4) Information & Communication

The Company sufficiently keeps information to support the Company's business operation. Documents are systematically filed in accordance with the sections, especially for the accounting documents, which are important for completion of financial reports. Moreover, the Company also has back-up taped information used in daily operation. Such back-up information is separately stored out of the Company's offices; this is to ensure that in some emergency cases, the Company always has information to support business operation continuity.

5) Monitoring Activities

The Company continues to monitor and evaluate the performance, and compares the performance to the set targets. In addition, the Company also follows up and monitors the operation by appointing a branch audit unit to examine all branches' operation on a regular basis. The branch audit unit reports the branch audit operation results to the Managing Director; this is to ensure that all employees strictly follow employee guidebook and operation guidelines. Moreover, the Company also hires an external audit company, P&L Internal Audit Co., Ltd, to be perform internal audit and assess the internal control operation in the Group. The outsourced internal auditor reports the audit results directly to the Audit Committee on a quarterly basis.

**Opinions of the Company's Directors in regard to the internal control system.**

In the Board of Directors Meeting No. 2/2024 on February, 28, 2024 where the Audit Committee also attended, the Company's Board of Directors assessed the internal control system by having the management explain various systems linked to the management and internal control and also by inquiring the management. In light of this, the Board of Directors opined that the Company's internal control system was adequate and appropriate under the current circumstances. To elaborate, the Company's control system covered all five key elements, namely organizational environment, risk assessment, control of operation activities, information & communication and monitoring activities.

Meanwhile, Internal Audit Department, provided sufficient personnel to effectively carry out the internal control operation, including the income and expense cycles. In addition, Internal Audit Department also monitors the uses of the Company and subsidiaries' assets and prevents such assets from being wrongly or improperly used by the employees and management.

**Opinions of the Audit Committee**

In the Audit Committee Meeting No. 1/2024 on February 28, 2024, the Audit Committee provided opinions in regard to the Company's internal control system and completed the evaluation form for the



adequacy of the internal control system, based on the form designed by the Office of the Securities Exchange Commission and the Stock Exchange of Thailand. The evaluation covered all five key elements, i.e., i) organizational environment; ii) risk assessment; iii) control of operation activities; iv) information & communication and v) monitoring activities. The Audit Committee opined that the Company's internal control system was sufficient in line with the set guidance and that there was no significant change from the previous year.

#### **Head of the Internal Audit Unit**

The head of the Internal Audit Department who responsible of the internal control system of the Group as follows.

Miss Ticha Suwanseang

#### **9.2 Connected transactions**

The Company is engaged in connected transactions, which support the Company's core business operations. The transactions entails measures or procedure to approve connected transactions.

##### **Measures or procedure to approve connected transactions**

The Company determines the measures and approval procedure for connected transactions. Any management or anyone with possible interest in certain connected transactions are not allowed to take part in the approval procedure. In case there are connected transactions between the Company and the subsidiaries and certain stakeholders or individuals, which may lead to conflicts of interest in the future, the Company seeks opinions from the Audit Committee concerning the necessity and justification of such connected transactions as well as the pricing appropriateness. The Audit Committee will consider whether the terms and conditions of the transactions are in line with the normal trade practice in the market and whether the prices of the transactions are comparable to the prices for transactions done with third parties. If the Audit Committee holds no expertise in judging certain connected transactions, the committee will seek advice or opinions concerning such transactions from experts, such as an auditor, an independent appraiser, a law office and etc., who are independent from the Company and connected persons. Such experts' opinions will be taken into consideration for decision making of the Audit Committee and/or the Board of Directors and/or the shareholders, whichever the case may be. The Company discloses all connected transactions in the note to the financial statements, which have been reviewed by the Company's authorized auditor.

In addition, the Company also approves in principles in regard to trade agreements with general trade terms for transactions between the Company and the subsidiaries and the directors, the management or connected persons. The management is authorized to approve connected transactions between the Company and/or the subsidiaries and the directors, the management or connected persons (whether



existing or potential transactions), without the approval from a meeting of the Board of Directors' meeting or an AGM; this is applicable for transactions with the trade agreements, which are in the same nature as the nature of trade agreements entered by wise men and their contract partners under the similar circumstance. The negotiation power on such transactions shall not be influenced by the status or the directors, the management or connected persons. The management is required to complete a summary report of all connected transactions involved by the directors, the management or any connected persons and report the transactions to the Audit Committee's meeting and the Board of Directors' meeting on a quarterly basis.

#### **Policies for future connected transactions**

The Board of Directors determines the policies to carry out future connected transactions. Connected transactions shall have characteristic as normal business transactions supporting the Company's core business. The transactions shall not involve in unfair transfer of benefits to related parties with possible conflicts of interest with the Company. The Audit Committee and the Company shall work together to examine whether the potential connected transactions are necessary and justified and whether they will yield fair returns. Approval procedure of potential connected transactions shall comply with the rules and regulations in compliance with the securities and exchange law as well as the regulations, notifications, orders or requirements imposed by the Capital Market Supervisory Board and the Stock Exchange of Thailand. In addition, disclosure of information about connected transactions must also be in compliance with the accounting standards announced by of Accountants Association and Thailand's Certified Accountants Association.

#### **Potential connected transaction**

The connected transactions among the Company, the subsidiaries and related parties with possible conflict of interest will be done to support the Company's core business operation in order to maximize benefits to the shareholders. Potential connected transactions are as follows:

- Leases: The leases of buildings used for the Company's branches are necessary to the Company's core business operation. Therefore, these lease transactions shall continue to exist. The rental rates that the Company pays to related parties with possible conflicts of interest are comparable to the market rates, or they are the rates appraised by an independent appraiser who carry out the appraisal to calculate the market-based rental rates used for public interest. In addition, the terms and conditions for the leases are in line with the core business operation.
- Interest expenses arising from the Company's insurance of senior bonds: The interest rate of the issued bonds the rate the Company pays to the connected persons is the same rate as the rate of the same tranche of bonds.



Persons or entitles with possible conflicts of interest/nature of business/relations	Transaction Details	Transaction Value (Baht)		Necessity and Justification of Transactions
		2023	2022	
<p>1. Srisamarn Condotel Co., Ltd. ("Srisaman Condotel")</p> <p><u>Nature of Business</u> Property for leases</p> <p><u>Relation with the Company</u> - Ms. Doungchai Kaewbootta, holding 7.32 % shares in the Company and being the Company's Managing Director and director in the Executive Committee, is a major shareholder of 50% in Srisamarn Condotel.</p> <p>- Ms. Thida Kaewbootta, holding 28.76 % shares in the Company, is a major shareholder of 50% in Srisamarn Condotel.</p>	<p><u>Property Lease</u> SAWAD Group leased the space of 2,039.57 sq.m. with the rent of Baht 171.80/sq.m./month and the room at Srisaman Condotel, Soi Intamara 41, Suthisanwinichai Rd, Din-dang Sub district, Dindaeng District, Bangkok.</p> <p>The space was used as the office and a storage of collateral documents and the room was for employees' stay. The lease contract lasted one year.</p> <ul style="list-style-type: none"> <li>Rental</li> </ul>	7,402,188	7,385,698	<p>SAWAD Group leased the space at Srisamarn Condotel for use as an office and a storage for collateral documents as well as for an accommodation for employees who come to attend meetings. This was part of the Company's core business operation. The rent and payment conditions were the same as what Srisamarn Condotel quoted for third parties and they were based on the core business operation of Srisamarn Condotel.</p> <p><u>Comment from the Audit Committee</u> The transaction supported the Company's core business operation. The rent was appropriate and comparable to the rents at nearby property and it equated the rent quoted for external tenants. The payment</p>



Persons or entitles with possible conflicts of interest/nature of business/relations	Transaction Details	Transaction Value (Baht)		Necessity and Justification of Transactions
		2023	2022	
				conditions were set in accordance with the core business operation. Thus, the transaction was deemed necessary and justified.
<p>2. Srisamarn Bangkok Co. Ltd. ("Srisamarn Bangkok")</p> <p><u>Nature of Business</u></p> <p>Property for leases</p> <p><u>Relation with the Company</u></p> <p>- Mr. Chatchai Kaewbootta, holding 3.66% share in the Company and being a director and the Chief Executive Officer of the Company, was a major shareholder with 40% holding and a director of Srisaman Bangkok</p>	<p><u>Property Lease</u></p> <p>SAWAD Group leased two commercial buildings for use as its branch offices, with three-year lease contracts, starting January 2022 and ending December 2024.</p> <p>1 The four-storey commercial building with the space of four blocks and 80.3 square wah, located on Rangsit- Pathumthani Rd, Bangprok Sub-district, Mueng District, Pathumthani</p>			<p>SAWAD Group leased offices from Srisamarn Bangkok for use as two branch offices to support the Company's core business operation. The rental rate for Pathumthani branch office equated the rental rate appraised by Fast and Fair Valuation Co. Ltd. (<b>"the independent appraiser"</b>).</p> <p>In addition, the landlord and the tenant agreed to sign a lease addendum indicating that after the lease contract ends, the landlord is able to hike the rental rate by not</p>



Persons or entitles with possible conflicts of interest/nature of business/relations	Transaction Details	Transaction Value (Baht)		Necessity and Justification of Transactions
		2023	2022	
<ul style="list-style-type: none"> <li>- Ms. DOUNGCHAI Kaewbootta, holding 7.32% shares in the Company and being the Company's Managing Director and director in the Executive Committee, held 11% shares in Srisamarn Bangkok.</li> <li>- Mrs. Jariya Kaewbootta</li> <li>- The Company's 5.94 % shareholder</li> <li>- Mother of Ms. DOUNGCHAI Kaewbootta who holds 7.32 % shares and holds the positions of Managing Director and director in the Executive Committee</li> <li>- Mother of Ms Thida Kaewbootta, the major shareholders holding 28.76 % shares in the Company</li> </ul>	<p>2. The four-storey commercial building with the space of two blocks and 36.0 square. Wah, located on Ramkamhaeng Rd, Huamark Subdistrict, Bangpaki District, Bangkok</p> <p>3. The four-storey commercial building with the space of two blocks and 31.0 square wah, located on Charansanitwong Rd., Bang Or, Bang Plad, Bangkok</p> <ul style="list-style-type: none"> <li>• Rental</li> </ul>	1,259,640	1,259,640	<p>more than 12 % of the existing rate and the contract can be extended for not less than three years.</p> <p><u>Comment from the Audit Committee</u></p> <p>The lease of two buildings supported the Company's core business operation. The leased assets were necessary and appropriate. The lease terms were in accordance with general business operation. Therefore, the transaction was necessary and justified.</p>



Persons or entitles with possible conflicts of interest/nature of business/relations	Transaction Details	Transaction Value (Baht)		Necessity and Justification of Transactions
		2023	2022	
<p>- Wife of Mr. Chatchai Kaewbootta, holding 3.66% shares and being a director and a Chief Executive Officer of the Company</p> <p>Mrs. Jariya Kaewbootta is a major shareholder with 40% shareholding and a director of Srisamarn Bangkok.</p>				
<p>3. I.D 2007 Co. Ltd. (I.D. 2007")</p> <p>Nature of Business Land trading and development</p> <p><u>Relation with the Company</u></p> <p>- Mr. Chatchai Kaewbootta, holding 3.66% shares in the Company and being the Chief Executive Officer of</p>	<p><u>Lease of land and building</u></p> <p>SAWAD Group leased the land and building located on Chaengwatana Rd, Thungsonghong Sub-district, Laksi, Bangkok, with three-year lease contracts, starting January 2022 and ending December 2024.</p>			<p>SAWAD Group leased the land and building from I. D. 2007 for use as storage for repossessed vehicles not sold at branch offices. Meanwhile, the building was used as a branch office for the Company's core business operation. The current rental rate</p>



Persons or entitles with possible conflicts of interest/nature of business/relations	Transaction Details	Transaction Value (Baht)		Necessity and Justification of Transactions
		2023	2022	
<p>the Company, was a major shareholder with 60% holding and a director of I.D. 2007.</p> <p>- Ms. DOUNGCHAI Kaewbootta, holding 7.32% shares in the Company and being the Company's Managing Director and director in the Executive Committee, held 30% shares in I.D. 2007.</p> <p>- Ms. THIDA Kaewbootta, the Company's major shareholder of 28.76%, held 1% share in I.D. 2007.</p> <p>- Mrs. JARIYA Kaewbootta, the Company's 5.94% shareholder</p> <p>- Mother of Ms. DOUNGCHAI Kaewbootta, holding 7.32% shares and being the Company's Managing</p>	<p>1. A 7-6-61 rai plot of land (2,961 square wah) used as a storage of foreclosed assets</p> <p>2. The premises consisting of a branch office and a one-storey warehouse, with combined usable area of 728 square meters, for use as the Company's branch office and warehouse</p> <p>3. Srisawad Building, which is the head office of the Company, with usable area of 7,000 square meters and the lease contract having begun in June 2018; the contract lasts three years.</p>			<p>was lower than the rental rate appraised by the independent appraiser for public interest.</p> <p>In addition, the landlord and the tenant agreed to sign a lease addendum indicating that after the lease contract ends, the landlord is able to hike the rental rate by not more than 12 % of the existing rate and the contract can be extended for at least three years.</p> <p>As for the office building lease, the Company assigned an advisor to compare the rates and the rental rates were not different than the rates offered by other service providers in the nearby areas.</p> <p><u>Comment from the Audit Committee</u></p>





Persons or entitles with possible conflicts of interest/nature of business/relations	Transaction Details	Transaction Value (Baht)		Necessity and Justification of Transactions
		2023	2022	
<p>Director and director in the Executive Committee</p> <ul style="list-style-type: none"> <li>- Mother of Ms Thida Kaewbootta, the major shareholders holding 28.76 % shares in the Company</li> <li>- Wife of Mr. Chatchai Kaewbootta, holding 3.66% shares and being a director and a Chief Executive Officer of the Company</li> </ul> <p>Mrs. Jariya Kaewbootta held 3.75% shares in I.D. 2007.</p>	<ul style="list-style-type: none"> <li>• Rent</li> <li>• Rental Guarantee</li> </ul>	<p>46,564,200</p> <p>4,368,794</p>	<p>46,564,200</p> <p>4,368,794</p>	<p>The leases of land and both building were necessary for the Company's core business operation. The rental rates were lower than the rates appraised by the impendent appraiser who conducted the appraisal for public interest. The lease terms were in accordance with normal business operation. The assets were necessary and appropriate. Hence, the transaction was necessary and justified.</p> <p>As of the head office building lease, the lease terms were in accordance with the normal business operation. The asset was necessary and appropriate. Hence, the transaction was necessary and justified.</p>
<p>4. Ms. Doungchai Kaewbootta</p> <p><u>Relation with the Company</u></p>	<p><u>Interest Expenses</u></p>	<p>487,500</p>	<p>487,500</p>	<p>The investment in bonds is the investment in the Company's bonds underwritten by the Company's underwriters.</p>



Persons or entitles with possible conflicts of interest/nature of business/relations	Transaction Details	Transaction Value (Baht)		Necessity and Justification of Transactions
		2023	2022	
<ul style="list-style-type: none"> <li>- The shareholder with 7.32% holding and the Managing Director and the director in the Executive Committee of the Company</li> <li>- Daughter of Mr. Chatchai Kaewboota, a 3.66% shareholder and the Chief Executive Office of the Company and Mrs. Jariya Kaewboota, a 5.94% shareholder of the Company</li> <li>- Older sister of Ms Thida Kaewboota, the major shareholder of 28.76% in the Company</li> </ul>	Ms. Doungchai Kaewboota invested in the Company's bonds valued 13.00 million baht.			<p>The interest rate was the same rate as other holders of the same series of bonds.</p> <p><u>Comment from the Audit Committee</u></p> <p>The transaction was intended for the benefit of the Company and the Company did not book any guarantee expenses from the transaction.</p>
<p><b>5. Mr. Chatchai Kaewboota</b></p> <p><u>Relation with the Company</u></p> <ul style="list-style-type: none"> <li>- The 3.66% shareholder, the director and the Chief Executive Officer of the Company</li> </ul>	<p><u>Lease of land and buildings</u></p> <p>SAWAD Group leased the land and two commercial buildings for the lease contract duration of three</p>			<p>The Company leased land and buildings from Mr. Chatchai Kaewboota as the following details:</p> <ul style="list-style-type: none"> <li>- The land and building in Lopburi Province were used as the Company's branch office and a</li> </ul>

Persons or entitles with possible conflicts of interest/nature of business/relations	Transaction Details	Transaction Value (Baht)		Necessity and Justification of Transactions
		2023	2022	
<ul style="list-style-type: none"> <li>- Father of Ms Thida Kaewbootta, holding 28.76% shares of the Company</li> <li>- Father of Ms. DOUNGCHAI Kaewbootta, the shareholder of 7.32 %, the Managing Director and the director of the Executive Committee of the Company</li> </ul>	<p>years, starting in January 2022 and ending in December 2024</p> <p>1. A 519-square-wah plot of land and a two-storey commercial building (the basement and the mezzanine) located on Lomsak Petchaboon Rd, Chainarai Sub district, Chaibadan District, Lopburi</p> <p>2. A 213 –square-wah plot of land and a two-storey commercial building located on Sudbanthat Rd, Pakpreaw Sub-district, Mueng District, Saraburi</p> <ul style="list-style-type: none"> <li>• Rent</li> </ul>	2,017,344	2,017,344	<p>parking/selling area for repossessed vehicles. As most of confiscated vehicles – most of which were agricultural vehicles or tractors, which required a large area for parking.</p> <ul style="list-style-type: none"> <li>- The land and building in Saraburi were used as the Company's branch office, located at a community area by the main road. Part of the space was used as a show room for motorcycles for sale and as a separate place for keeping foreclosed assets. Also, there was a car park on the back for customers' convenience.</li> </ul> <p>The current rental rates of both properties were lower than the rates appraised by the independent appraiser who</p>



Persons or entitles with possible conflicts of interest/nature of business/relations	Transaction Details	Transaction Value (Baht)		Necessity and Justification of Transactions
		2023	2022	
				<p>conducted the appraisal for public interest</p> <p>In addition, the landlord and the tenant agreed to sign a lease addendum indicating that after the lease contract is ended, the landlord is able to hike the rental rate by not more than 12 % of the current rate and the contract can be extended for at least three years.</p> <p><u>Comment from the Audit Committee</u></p> <p>The leases of the property were necessary for business operation, in which the Company not only used it as a branch office but also made the best use of it.</p> <p>The transaction was aimed at supporting the Company's core business operation. The</p>



Persons or entitles with possible conflicts of interest/nature of business/relations	Transaction Details	Transaction Value (Baht)		Necessity and Justification of Transactions
		2023	2022	
				rental rates were lower than the rates appraised by the independent appraiser who conducted the appraisal for public interest. The lease conditions were in accordance with the nature of normal business and the nature of the leased assets was necessary and appropriate. Hence, the transaction was justified.
<p>6. Ms. Thida Kaewbootta</p> <p>Relation with the Company</p> <ul style="list-style-type: none"> <li>- The Company's major shareholder with 28.76% holding</li> <li>- Daughter of Mr. Chatchai Kaewbootta, the 3.66%-shareholder, the director and the Chief Executive Office of the Company, and Mrs.</li> </ul>	<p><u>Property lease</u></p> <p>SAWAD Group leased two blocks of a four-storey commercial building with usable space of 55.3 square wah, located on Ramintra Rd, kannayaw, Bangkok, for use as the Company's branch office, with a lease contract duration of three</p>			<p>The Group leased the building from Ms. Thida Kaewbootta for use as a branch office for the Company's core business operation. The current rental rate was lower than the rental rate appraised by the independent appraiser, who conducted the appraisal for public interest</p>



Persons or entitles with possible conflicts of interest/nature of business/relations	Transaction Details	Transaction Value (Baht)		Necessity and Justification of Transactions
		2023	2022	
<p>Jariya Kaewbootta, a 5. 94% shareholder of the Company</p> <p>- Younger sister of Ms DOUNGCHAI Kaewbootta, a shareholder of 7. 32% , the Managing Director and the director in the Executive Committee of the Company</p>	<p>years, starting in January 2022 and ending in December 2024.</p> <ul style="list-style-type: none"> <li>Rent</li> </ul>	605,916	605,916	<p>In addition, the landlord and the tenant agreed to sign a lease addendum indicating that after the lease contract ends, the landlord is able to hike the rental rate by not more than 12 % of the current rate and the contract can be extended for not shorter than three years.</p> <p><u>Comment from the Audit Committee</u></p> <p>The transaction was aimed at supporting the Company's core business operation. The characteristics of leased assets were necessary and appropriate compared with other offices leased by external landlords. The rental rate was lower than the rate appraised by the independent appraiser who conducted the appraisal for public interest.</p>

Persons or entitles with possible conflicts of interest/nature of business/relations	Transaction Details	Transaction Value (Baht)		Necessity and Justification of Transactions
		2023	2022	
				The lease conditions were in accordance with the nature of general business. Hence, the transaction was necessary and justified.
<p>7. Mrs. Jariya Kaewbootta</p> <p><u>Relation with the Company</u></p> <ul style="list-style-type: none"> <li>- Mother of Ms. Doungchai Kaewbootta, holding 7.32% shares and being the Company's Managing Director and director in the Executive Committee</li> <li>- Mother of Ms Thida Kaewbootta, the major shareholders holding 28.76 % shares in the Company</li> <li>- Wife of Mr. Chatchai Kaewbootta, holding 3.66% shares and being a director and a Chief Executive Officer of the Company</li> </ul>	<p><u>Property Lease</u></p> <p>SAWAD Group leased four commercial buildings for the lease contract duration of three years, starting in January 2022 and ending in December 2024.</p> <ol style="list-style-type: none"> <li>1. Two blocks of a four- storey commercial building with usable area of 36.7 square wah, located on Teparak Road, Teparak Sub-district, Samutprakan</li> <li>2. Two blocks of a three- storey commercial building with usable space of 64 square wah, located on</li> </ol>			<p>SAWAD Group leased the property from Mrs. Jariya Kaewbootta for use as branch offices. The current rental rates were lower than the rental rates appraised by the independent appraiser, who conducted the appraisal for public interest.</p> <p>In addition, the landlord and the tenant agreed to sign a lease addendum indicating that after the lease contract ends, the landlord is able to hike the rental rate by not more than 12 % of the current rate and the contract can be extended for not shorter than three years.</p>





Persons or entitles with possible conflicts of interest/nature of business/relations	Transaction Details	Transaction Value (Baht)		Necessity and Justification of Transactions
		2023	2022	
	<p>Rangsit- Pathumthani Rd, Prachathipat Sub- district, Thanyaburi, Pathumthani</p> <p>3. Three blocks of a four-storey building with usable space of 54 square wah, located on Sukhumvit Rd, Nakrue Sub-district, Banglamung District, Chonburi</p> <p>4. The 10 square-wah vacant land, located on Jangwattana Road, Tungsonghong, Bangkok</p> <ul style="list-style-type: none"> <li>Rent</li> </ul> <p><u>Interest Expenses</u></p>	<p>3,104,676</p> <p>76,344</p>	<p>3,104,676</p> <p>235,950</p>	<p>The investment in bonds is the investment in the Company's bonds underwritten by the Company's underwriters. The interest rate was the same rate as other holders of the same series of bonds.</p> <p><u>Comment from the Audit Committee</u></p> <p>The transaction was aimed at supporting the Company's core business operation. The characteristics of leased assets were necessary and appropriate compared with other offices leased by external landlords. The rental rates were lower than the rates appraised by the independent appraiser, who conducted the appraisal for public interest. The lease conditions were in accordance with the general nature of business. Hence, the transaction was necessary and justified.</p>



Persons or entitles with possible conflicts of interest/nature of business/relations	Transaction Details	Transaction Value (Baht)		Necessity and Justification of Transactions
		2023	2022	
	Mrs. Jariya Kaewbootta invested in the Company's bonds valued 7.1 million baht.			
<p>8. Freewill Solutions Co., Ltd</p> <p><u>Nature of Business</u></p> <p>Service developer and software service provider</p> <p><u>Relation with the Company</u></p> <p>- Mr. Veera Veerakool, the independent Director of the Company, is the Chief Executive Officer of Freewill Solutions Co., Ltd.</p>	<p><u>Software Service</u></p> <p>The Company received the software service for the employee loan program.</p> <p>-Service Fee</p>	439,992	438,522	<p>The Company received the software service from Freewill Solutions Co., Ltd. , wich was a normal service offered by Freewill Solutions Co., Ltd. The service rate was the same rate as the rate for the service Freewill Solutions Co., Ltd offered to usual clients.</p> <p><u>Comment from the Audit Committee</u></p> <p>The transaction was aimed at supporting the Company' s core business operation. The service rate equated to the service rate offered to other clinets in general. Hence, the transaction was necessary and justified.</p>

## Part 3 Financial Statement

## Statement of the Board of Directors' Responsibility for Financial Statements

The Board of Directors is responsible for the Company's financial statements including all accuracy, adequate financial information. The financial statements have been prepared in accordance with generally accepted accounting standards applicable in Thailand, which are based on appropriate accounting policies, consistently applied and practiced, prudent judgment and accounting estimates. All material information was sufficiently disclosed in the notes to financial statements and audited and expressed with unqualified by an independent auditor.

The Board of Directors has set up an appropriated internal control system to ensure the accuracy of financial information.

In this regard, The Board of Directors has appointed the Audit Committee which comprised independent directors, to oversee the quality of financial reports and internal control system. The Audit Committee opined that the Company's internal control system are satisfactory and assure the reliability of the Company's financial statements as of December 31, 2023.



Mr. Sukhont Kanjanahuttakij

Chairman



Mr. Chatchai Kaewbootta

Chief Executive Officer



### Audit Committee Report

The Company's Board of Directors appointed the Audit Committee. As of 31 December 2023, the Audit Committee consisted of three independent directors, two of whom possess accounting and financial background. All directors did not involve the Company's management. The list of independent directors is as follows:

Mr. Vinai Vittavasgarnevej	Chairman of Audit Committee
Pol. Gen. Pharnu Kerdlarpphon	Member of Audit Committee
Mr. Weerachai Ngamdeevilaiak	Member of Audit Committee

The members of the Audit Committee carried out their duties under the scope and responsibility as assigned by the Boards of Director. The Committee placed emphasis on working with ethics, transparency, balance of power, and ability to be scrutinized. In addition, the Committee also assessed the adequacy of the internal control system covering various areas, including the organization and environment, the control over performance of the management, the reviews of connected transactions or conflicts of interests, the compliance of the Company's rules and regulations, the information and communication, and the monitoring activities. The Audit Committee opined that the Company's internal control was adequate.

During the year 2023, the Audit Committee convened a total of five meetings, where the authorized auditor, the internal auditor, and no management attended, with appropriate agenda being proposed to the Company's Boards of Directors and the Company's management for acknowledgement and further procedure on a quarterly basis. The details of agendas can be summarized below.

1. To review the quarterly financial statement; review and approve the proposal of the annual financial statement to the Company's Board of Directors. Including reviewing management discussion and analysis to align with the company's operational results.
2. To acknowledge and provide opinions in regard to the Audit Committee report
3. To consider the audit results and suggestions from the internal auditor in regard to the operation system and the internal control system; such results and suggestions shall be proposed to the management for improvement or adjustment as appropriate, with the results of the improvement and adjustment being monitored regularly
4. To ensure regular evaluations of the internal control system
5. To consider reasons and comment on connected transactions between the Company, subsidiaries, and related parties. Most of these connected transactions were aimed to

support the Company's core business operation which necessary and justified. To consider and ensure the adequate and concise conflict of interest policy.

6. To select and propose Mr.Paiboon Tankoon, the certified public accountant No. 4298 and/or Ms Sinsiri Thangsombat, the certified public accountant No. 7352 and/or Mr. Boonrueng Lerdwiseswit, the certified public accountant No. 6552 of PricewaterhouseCoopers ABAS Co., Ltd. as the Company's auditor for the fiscal year 2023; to propose the audit fee for the Board of Directors' approval; and to propose the appointment of the Company's auditor as well as the audit fee to the 2023 Annual General Meeting of Shareholders for approval.
7. To select and appoint Miss Ticha Suwanseang as an internal auditor; and to review and ensure that the internal control plans cover all operation systems.
8. Considered the disposal transaction of Sawad Rung Reung Finance (Cambodia) PLC. from Srisawad International Holding Co., Ltd. to Srisawad Capital 1969 Plc. for business restructuring. This transaction considered to be related transaction between the same level of the Company's subsidiaries.

In 2023 the Audit Committee received full co-operation from all relevant parties. Hence, the Audit Committee would like to express our gratitude for such a good co-operation.



Mr. Vinai Vittavasgarnvej

Chairman of the Audit Committee

**SRISAWAD CORPORATION PUBLIC COMPANY LIMITED**

**CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**

**31 DECEMBER 2023**

## Independent Auditor's Report

To the Shareholders of Srisawad Corporation Public Company Limited

### My opinion

In my opinion, the consolidated financial statements and the separate financial statements present fairly, in all material respects, the consolidated financial position of Srisawad Corporation Public Company Limited (the Company) and its subsidiaries (the Group) and the separate financial position of the Company as at 31 December 2023, and its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRS).

### What I have audited

The consolidated financial statements and the separate financial statements comprise:

- the consolidated and separate statements of financial position as at 31 December 2023;
- the consolidated and separate statements of comprehensive income for the year then ended;
- the consolidated and separate statements of changes in equity for the year then ended;
- the consolidated and separate statements of cash flows for the year then ended; and
- the notes to the consolidated and separate financial statements, which include significant accounting policies and other explanatory information

### Basis for opinion

I conducted my audit in accordance with Thai Standards on Auditing (TSAs). My responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the consolidated and separate financial statements section of my report. I am independent of the Group and the Company in accordance with the Code of Ethics for Professional Accountants including Independence Standards issued by the Federation of Accounting Professions (TFAC Code) that are relevant to my audit of the consolidated and separate financial statements, and I have fulfilled my other ethical responsibilities in accordance with the TFAC Code. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

### Key audit matters

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the consolidated and separate financial statements of the current period. These matters were addressed in the context of my audit of the consolidated and separate financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.



Key audit matter	How my audit addressed the key audit matter
<p><b>Allowance for expected credit losses on loans to customers and accrued interest</b></p> <p>Refer to Notes to the financial statements which are Note 8 Critical accounting estimates and judgements of this matter, and Note 11 for loans to customers and accrued interest.</p> <p>Of the Group's total assets, loans to customers and accrued interest totalled 98,569 million and contributed 88 % as at 31 December 2023. The Group estimated allowance for expected credit losses for loans to customers and accrued interest by applying both a quantitative approach and qualitative factors.</p> <p>I focused on this matter because the allowance for expected credit loss models under Thai Financial Reporting Standard 9 - Financial Instruments requires the use of complex models and significant assumptions about future economic conditions and customer's ability to repay.</p> <p>In addition, the significant management judgements in estimating allowance for expected credit losses include the followings:</p> <ul style="list-style-type: none"> <li>• Building collective assessment models to calculate allowance for expected credit losses and applying judgement in determining the appropriate construction of the models.</li> <li>• Data and assumptions which significantly impact the expected credit losses for individually significant loans to customers; purchased or originated credit-impaired financial assets, such as expected future cash flows and the appraisal value of collaterals.</li> </ul> <p>Furthermore, from the COVID-19 outbreak, the Group has adopted the accounting treatment guidance on "the temporary relief measures for entities supporting their debtors who are affected from the situations that affected Thailand's economy". The adoption of these relief measures impacts the accounting treatment only for staging (Note 5.7 Accounting policy of Expected Credit Losses).</p>	<p>I evaluated management's judgement in determining the allowance for expected credit losses on loans to customers and accrued interest by making inquiries with management about the method used and the assumptions made. I obtained an understanding of management's process and policy in setting up the allowance for expected credit losses.</p> <p>I evaluated the appropriateness of collective assessment models calculation of the expected credit losses on loans to customers and accrued interest whether it is in accordance with related Thai Financial Reporting Standard.</p> <p>I evaluated the design of controls and tested the operating effectiveness of those controls over the allowance for expected credit losses as follows:</p> <ul style="list-style-type: none"> <li>• The control over completeness and accuracy of significant input data for the models calculation.</li> <li>• The control over recording of allowance for expected credit losses from models to general ledger</li> <li>• IT controls for loan data and aging.</li> </ul> <p>I assessed and evaluated the reasonableness of forward-looking assumptions by checking statistical results and testing input data with reliable external data.</p> <p>I tested accuracy of staging for customers under COVID-19 relief programmes according to the application of the temporary exemption guidance by the Federation of Accounting Professions.</p> <p>I tested the calculation of the allowance for expected credit losses and agreed the balance with the entries in the general ledger.</p> <p>Overall, the models and assumptions used for estimating the allowance for expected credit losses on loans to customers and accrued interest were properly set up based on the supporting evidence.</p>

Key audit matter	How my audit addressed the key audit matter
<p><b>Impairment assessment of the intangible assets which include finance license from the business combination</b></p> <p>Refer to Note 8 to the financial statements 'Critical accounting estimates and judgements related to the impairment assessment of an intangible assets which include finance license from business combination'.</p> <p>The Group has an intangible assets which include finance license from the business combination with both domestic and foreign companies of Baht 1,209 million which contributes 1 % of total assets as at 31 December 2023. The Group is required to perform an impairment test on the intangible assets which include finance license from the business combination at least annually in accordance with Thai Financial Reporting Standard.</p> <p>I focussed on this impairment test area as the assessment of the recoverable amount from the cash flow projection involves management's judgement, which is based on assumptions affected by forecasts of the following future market and economic conditions:</p> <ul style="list-style-type: none"> <li>the growth rate of the loan portfolio</li> <li>interest cost rate</li> <li>fee income rate</li> <li>the discount rate calculated from the cost of equity.</li> </ul> <p>Based on the annual impairment assessment, the management concluded that there was no impairment of the intangible assets which include finance license from the business combination as at 31 December 2023.</p>	<p>I assessed the consideration of the intangible assets which include finance license from the business combination impairment using the following methods:</p> <ul style="list-style-type: none"> <li>I inquired with management to understand the basis and information they used to assess this impairment.</li> <li>I compared the current year's actual results with the projected figures to consider whether the projection was prepared based on reasonable assumptions and the projection was based on optimistic assumptions exceeding actual results.</li> <li>I assessed management's key assumptions such as the estimated revenue from loans to customers by comparing them to actual performance figures. I also assessed the appropriateness of the shareholders' cost of equity, which is used as the discount rate applied to calculate the intangible assets which include finance license from the business combination's value by comparing the discount rate to a reliable source of market data.</li> </ul> <p>Based on the above work performed, I considered the key assumptions used by management to assess the impairment of the intangible assets which include finance license from the business combination to be appropriate.</p>

### Emphasis of matter

I draw attention to note 5 of the consolidated and separate financial statements, which describes the accounting policies in relation to adopting the temporary exemptions announced by the Federation of Accounting Professions to relieve the impact from COVID-19. My opinion is not modified in respect to this matter.

### Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated and separate financial statements and my auditor's report thereon. The annual report is expected to be made available to me after the date of this auditor's report.

My opinion on the consolidated and separate financial statements does not cover the other information and I will not express any form of assurance conclusion thereon.

In connection with my audit of the consolidated and separate financial statements, my responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate financial statements or my knowledge obtained in the audit, or otherwise appears to be materially misstated.

When I read the annual report, if I conclude that there is a material misstatement therein, I am required to communicate the matter to the audit committee.

### **Responsibilities of the directors for the consolidated and separate financial statements**

The directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with TFRS, and for such internal control as the directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, the directors are responsible for assessing the Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group and the Company or to cease operations, or has no realistic alternative but to do so.

The audit committee assists the directors in discharging their responsibilities for overseeing the Group's and the Company's financial reporting process.

### **Auditor's responsibilities for the audit of the consolidated and separate financial statements**

My objectives are to obtain reasonable assurance about whether the consolidated and separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with TSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and separate financial statements.

As part of an audit in accordance with TSAs, I exercise professional judgement and maintain professional scepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

I communicate with the audit committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide the audit committee with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards.

From the matters communicated with the audit committee, I determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

PricewaterhouseCoopers ABAS Ltd.

**Paiboon Tunkoon**  
Certified Public Accountant (Thailand) No. 4298  
Bangkok  
28 February 2024

	Notes	Consolidated financial statements		Separate financial statements	
		2023	2022	2023	2022
		Baht'000	Baht'000	Baht'000	Baht'000
<b>Assets</b>					
<b>Current assets</b>					
Cash and cash equivalents	10	3,962,372	2,822,634	1,560,574	1,033,646
Other financial assets measured at amortised cost		529	528	-	-
Current portion of loans to customers and accrued interest, net	11, 12	59,287,195	32,343,244	-	-
Short-term loans to related parties and accrued interest receivables	38 f)	-	-	43,529,464	22,522,055
Current portion of long-term loans to related party	38 g)	-	-	6,562,200	-
Accrued interest receivables from long-term loans to related party	38 g)	-	-	27,644	27,425
Other receivables	13	3,081,864	2,293,762	11,673	15,745
Properties foreclosed, net	14	1,650,328	856,878	-	-
Other current assets	15	228,019	577,526	1,701	7,645
<b>Total current assets</b>		<b>68,210,307</b>	<b>38,894,572</b>	<b>51,693,256</b>	<b>23,606,516</b>
<b>Non-current assets</b>					
Financial assets measured at fair value through profit or loss	16.1	32,278	35,090	5,944	5,866
Financial assets measured at fair value through other comprehensive income	16.2	35,868	36,475	-	-
Investments in associate	18	-	1,501,502	-	1,499,400
Investments in subsidiaries, net	18	-	-	14,483,017	11,409,737
Loans to customers and accrued interest, net	11, 12	39,281,316	25,738,864	-	-
Long-term loans to related party	38 g)	-	-	-	7,562,200
Property, plant and equipment, net	19	764,257	597,782	12,613	13,621
Right-of-use assets, net	20	1,415,631	1,371,935	21,601	23,283
Intangible assets, net	21	1,208,848	961,281	1,459	1,833
Deferred tax assets	22	246,779	119,968	-	-
Other non-current assets	23	269,374	224,423	3,287	3,287
<b>Total non-current assets</b>		<b>43,254,351</b>	<b>30,587,320</b>	<b>14,527,921</b>	<b>20,519,227</b>
<b>Total assets</b>		<b>111,464,658</b>	<b>69,481,892</b>	<b>66,221,177</b>	<b>44,125,743</b>

The accompanying notes are an integral part of these consolidated and separate financial statements.

**Srisawad Corporation Public Company Limited**  
**Statement of Financial Position (Cont'd)**  
**As at 31 December 2023**

	Notes	Consolidated financial statements		Separate financial statements	
		2023	2022	2023	2022
		Baht'000	Baht'000	Baht'000	Baht'000
<b>Liabilities and equity</b>					
<b>Current liabilities</b>					
Short-term borrowings from related party	38 h)	1,000,000	-	-	-
Short-term borrowings from financial institutions	24.1	12,084,572	7,356,211	11,384,572	7,356,211
Current portion of long-term borrowings					
from financial institutions	24.2	13,306,778	2,103,470	1,626,467	983,387
Current portion of lease liabilities	25	690,074	608,849	1,382	1,316
Other payables	26	1,895,770	2,778,420	249,402	153,821
Current portion of senior debentures	27	9,833,334	7,595,000	9,833,334	7,595,000
Income tax payable		835,916	501,064	-	8,317
Other current liabilities		956,968	199,782	19,905	5,891
<b>Total current liabilities</b>		<b>40,603,412</b>	<b>21,142,796</b>	<b>23,115,062</b>	<b>16,103,943</b>
<b>Non-current liabilities</b>					
Long-term borrowings from financial institutions	24.2	4,475,198	3,521,879	1,529,400	1,356,867
Deferred tax liabilities	22	452,478	404,354	113,987	115,028
Lease liabilities	25	785,874	843,537	23,074	24,456
Senior debentures	27	33,807,627	14,437,631	30,174,560	14,437,631
Employee benefit obligations	28	98,030	48,509	25,717	19,615
Provision for decommissioning costs		45,407	78,610	447	425
<b>Total non-current liabilities</b>		<b>39,664,614</b>	<b>19,334,520</b>	<b>31,867,185</b>	<b>15,954,022</b>
<b>Total liabilities</b>		<b>80,268,026</b>	<b>40,477,316</b>	<b>54,982,247</b>	<b>32,057,965</b>

The accompanying notes are an integral part of these consolidated and separate financial statements.



	Notes	Consolidated		Separate	
		financial statements		financial statements	
		2023	2022	2023	2022
		Baht'000	Baht'000	Baht'000	Baht'000
Liabilities and equity (Cont'd)					
Equity					
Share capital					
Authorised share capital					
1,430,382,656 ordinary shares					
at par value of Baht 1 each					
(2022: 1,429,009,569 ordinary shares)					
29		1,430,383	1,429,009	1,430,383	1,429,009
Issued and paid-up share capital					
1,373,152,393 ordinary shares					
at par value of Baht 1 each					
(2022: 1,373,152,393 ordinary shares)					
29		1,373,152	1,373,152	1,373,152	1,373,152
29		6,207,179	6,207,179	6,207,179	6,207,179
29		36,190	36,190	36,190	36,190
Retained earnings					
Appropriated - Legal reserve					
31		143,038	142,900	143,038	142,900
Unappropriated					
		21,808,733	19,277,126	3,479,371	4,308,357
Discount from changes in the ownership					
interests in a subsidiary					
		(1,348,755)	(1,348,755)	-	-
Other components of equity					
		(42,538)	(25,497)	-	-
Equity attributable to owners of the Company					
		28,176,999	25,662,295	11,238,930	12,067,778
Non-controlling interests					
		3,019,633	3,342,281	-	-
Total equity					
		31,196,632	29,004,576	11,238,930	12,067,778
Total liabilities and equity					
		111,464,658	69,481,892	66,221,177	44,125,743

The accompanying notes are an integral part of these consolidated and separate financial statements.



Srisawad Corporation Public Company Limited  
Statement of Comprehensive Income  
For the year ended 31 December 2023

	Notes	Consolidated financial statements		Separate financial statements	
		2023 Baht'000	2022 Baht'000	2023 Baht'000	2022 Baht'000
<b>Revenues</b>					
		15,743,714	8,779,572	1,990,199	905,810
Dividend income		17	20	1,553,142	369,038
Gain from sales and changes in classification of investment		-	184,442	-	365,195
Other income	32	3,170,799	3,311,281	29,785	13,367
<b>Total revenues</b>		<b>18,914,530</b>	<b>12,275,315</b>	<b>3,573,126</b>	<b>1,653,410</b>
<b>Expenses</b>					
Service expenses	34	1,552,657	543,644	181	225
Administrative expenses	34	6,729,208	4,898,854	95,650	138,329
Expected credit loss		1,763,165	78,179	-	-
<b>Total expenses</b>		<b>10,045,030</b>	<b>5,520,677</b>	<b>95,831</b>	<b>138,554</b>
<b>Profit before finance costs and income tax expense</b>		<b>8,869,500</b>	<b>6,754,638</b>	<b>3,477,295</b>	<b>1,514,856</b>
Finance costs	33	(2,266,118)	(861,624)	(1,803,246)	(736,178)
Share of profit of associate accounted for using the equity method		25,811	31,042	-	-
<b>Profit before income tax expense</b>		<b>6,629,193</b>	<b>5,924,056</b>	<b>1,674,049</b>	<b>778,678</b>
Income tax expense	35	(1,375,058)	(1,097,330)	(30,429)	(82,625)
<b>Net profit for the year</b>		<b>5,254,135</b>	<b>4,826,726</b>	<b>1,643,620</b>	<b>696,053</b>
<b>Other comprehensive income</b>					
<i>Items that will not be reclassified subsequently to profit or loss</i>					
Remeasurements of post-employment benefit obligations	28	4,753	13,454	(1,050)	336
Income tax relating to items that will not be reclassified subsequently to profit or loss	22	(1,009)	(2,691)	210	(67)
Total items that will not be reclassified subsequently to profit or loss		3,744	10,763	(840)	269
<i>Items that will be reclassified subsequently to profit or loss</i>					
Gain on cash flow hedges		-	3,695	-	3,695
Currency translation differences		(24,696)	(33,646)	-	-
Income tax relating to items that will be reclassified subsequently to profit or loss	22	-	(739)	-	(739)
Total items that will be reclassified subsequently to profit or loss		(24,696)	(30,690)	-	2,956
<b>Total comprehensive income for the year</b>		<b>5,233,183</b>	<b>4,806,799</b>	<b>1,642,780</b>	<b>699,278</b>

The accompanying notes are an integral part of these consolidated and separate financial statements.

Srisawad Corporation Public Company Limited  
Statement of Comprehensive Income (Cont'd)  
For the year ended 31 December 2023

	Note	Consolidated financial statements		Separate financial statements	
		2023	2022	2023	2022
		Baht'000	Baht'000	Baht'000	Baht'000
<b>Profit attributable to:</b>					
Owners of the parent		5,000,803	4,476,163	1,643,620	696,053
Non-controlling interests		253,332	350,563	-	-
		<u>5,254,135</u>	<u>4,826,726</u>	<u>1,643,620</u>	<u>696,053</u>
<b>Total comprehensive income attributable to:</b>					
Owners of the parent		4,986,332	4,464,584	1,642,780	699,278
Non-controlling interests		246,851	342,215	-	-
		<u>5,233,183</u>	<u>4,806,799</u>	<u>1,642,780</u>	<u>699,278</u>
<b>Earnings per share</b>					
Basic earnings per share (Baht per share)	36	<u>3.64</u>	<u>3.26</u>	<u>1.20</u>	<u>0.51</u>

The accompanying notes are an integral part of these consolidated and separate financial statements.

Consolidated financial statements													
Note	Issued and paid-up share capital	Share Premium	Share premium from share-based payment	Legal reserve	Retained earnings - Unappropriated	Discount from changes in the ownership interests in a subsidiary	Other components of equity						
							Other comprehensive income						
							Financial assets	Currency translation differences	Cash flow hedges	Total other components of equity	Total owners of the parent	Non-controlling interests	Total equity
	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000
<b>Opening balance as at 1 January 2022</b>	1,373,152	6,207,179	36,190	142,900	17,263,483	(320,154)	(940)	(994)	(2,956)	(4,890)	24,697,860	2,277,469	26,975,329
<b>Transactions with owners during the year</b>													
Dividend	30	-	-	-	(2,471,548)	-	-	-	-	-	(2,471,548)	(82,984)	(2,554,532)
Total comprehensive income for the year		-	-	-	4,485,191	-	-	(23,563)	2,956	(20,607)	4,464,584	342,215	4,806,799
Change in proportion of investment in subsidiaries		-	-	-	-	(1,028,601)	-	-	-	-	(1,028,601)	805,581	(223,020)
<b>Closing balance as at 31 December 2022</b>	1,373,152	6,207,179	36,190	142,900	19,277,126	(1,348,755)	(940)	(24,557)	-	(25,497)	25,662,295	3,342,281	29,004,576
<b>Opening balance as at 1 January 2023</b>	1,373,152	6,207,179	36,190	142,900	19,277,126	(1,348,755)	(940)	(24,557)	-	(25,497)	25,662,295	3,342,281	29,004,576
<b>Transactions with owners during the year</b>													
Dividend	30	-	-	-	(2,471,628)	-	-	-	-	-	(2,471,628)	(581,921)	(3,053,549)
Total comprehensive income for the year		-	-	-	5,003,373	-	-	(17,041)	-	(17,041)	4,986,332	246,851	5,233,183
Appropriation to legal reserve		-	-	138	(138)	-	-	-	-	-	-	-	-
Change in proportion of investment in subsidiaries		-	-	-	-	-	-	-	-	-	-	12,422	12,422
<b>Closing balance as at 31 December 2023</b>	1,373,152	6,207,179	36,190	143,038	21,808,733	(1,348,755)	(940)	(41,598)	-	(42,538)	28,176,999	3,019,633	31,196,632

The accompanying notes are an integral part of these consolidated and separate financial statements.

Srisawad Corporation Public Company Limited  
Statement of Changes in Equity (Cont'd)  
For the year ended 31 December 2023

Separate financial statements									
						Other components of equity			
						Other comprehensive income			
	Issued and paid-up share capital	Share Premium	Share Premium from share-based payment	Legal reserve	Retained earnings - Unappropriated	Financial assets	Cash flow hedges	Total other components of equity	Total equity
Note	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000
Opening balance as at 1 January 2022	1,373,152	6,207,179	36,190	142,900	6,083,583	-	(2,956)	(2,956)	13,840,048
Transactions with owners during the year									
Dividend	30	-	-	-	(2,471,548)	-	-	-	(2,471,548)
Total comprehensive income for the year		-	-	-	696,322	-	2,956	2,956	699,278
Closing balance as at 31 December 2022	1,373,152	6,207,179	36,190	142,900	4,308,357	-	-	-	12,067,778
Opening balance as at 1 January 2023	1,373,152	6,207,179	36,190	142,900	4,308,357	-	-	-	12,067,778
Transactions with owners during the year									
Dividend	30	-	-	-	(2,471,628)	-	-	-	(2,471,628)
Appropriation to legal reserve		-	-	138	(138)	-	-	-	-
Total comprehensive income for the year		-	-	-	1,642,780	-	-	-	1,642,780
Closing balance as at 31 December 2023	1,373,152	6,207,179	36,190	143,038	3,479,371	-	-	-	11,238,930

The accompanying notes are an integral part of these consolidated and separate financial statements.

	Notes	Consolidated financial statements		Separate financial statements	
		2023	2022	2023	2022
		Baht'000	Baht'000	Baht'000	Baht'000
<b>Cash flows from operating activities</b>					
Profit before income tax expense		6,629,193	5,924,056	1,674,049	778,678
<b>Adjustments:</b>					
Loss on sale of financial assets		-	6,552	-	-
Loss (gain) from changes in fair value of financial assets	16	2,812	(6,138)	(78)	(20)
Gain from reclassify investment		-	(163,442)	-	(365,195)
Share of net profit of associates accounted for using equity method	18	(25,811)	(31,042)	-	-
Depreciation and amortisation	19, 20, 21	926,468	816,963	3,064	2,904
Amortisation of debt issuance costs	27	60,358	26,761	57,705	26,761
Allowance for impairment of investment in subsidiary	18	-	-	-	25,878
Loss on write-off of equipment		3,280	2,870	-	-
Gain on sale of equipment		(3,073)	(8,653)	-	-
Loss (gain) on write-off of lease		(25,255)	6,606	-	-
Loss from impairment of properties foreclosed		287,378	27,816	-	-
Loss on disposal of properties foreclosed		920,760	203,819	-	-
Expected credit loss		1,763,165	77,900	-	-
Impairment loss on intangible asset		-	223,000	-	-
Employee benefit obligations	28	29,821	5,978	3,847	5,161
Decommissioning cost		1,701	3,251	22	21
Dividend income		(17)	(20)	(1,553,142)	(369,038)
Interest income		(15,767,393)	(8,790,165)	(2,001,629)	(907,658)
Interest expense		2,204,033	831,612	1,745,515	709,396
<b>Changes in working capital :</b>					
Loans to customers and accrued interest		(26,936,234)	(21,075,248)	-	-
Other receivables		(235,498)	(644,441)	5,862	(10,944)
Short-term loans to financial institutions		-	500,000	-	-
Properties foreclosed		(1,837,068)	(366,033)	-	-
Other current assets		378,867	(498,734)	5,944	3,002
Other non-current assets		(42,191)	(9,525)	-	-
Other payables		(1,356,916)	(236,065)	(15,485)	(1,652)
Other current liabilities		(33,708)	74,842	14,014	764
<b>Cash flows used in operating activities</b>		(33,055,328)	(23,097,480)	(60,312)	(101,942)
Interest received		15,585,944	8,345,367	1,625,416	802,127
Interest paid		(1,804,088)	(720,831)	(1,464,279)	(641,642)
Income tax paid		(1,111,221)	(1,137,380)	(39,577)	(7,564)
<b>Net cash (used in) generated from operating activities</b>		(20,384,693)	(16,610,324)	61,248	50,979

The accompanying notes are an integral part of these consolidated and separate financial statements.



	Notes	Consolidated		Separate	
		financial statements		financial statements	
		2023	2022	2023	2022
		Baht'000	Baht'000	Baht'000	Baht'000
<b>Cash flows from investing activities</b>					
(Increase) in restricted cash		(2)	(1)	-	-
Cash received from sales of financial assets		-	1,643,448	-	-
Cash received from loans to related parties	38 f), 38 g)	250,000	1,871,000	3,348,000	11,923,140
Cash paid for loans to related parties	38 f), 38 g)	(250,000)	-	(22,980,000)	(24,225,000)
Cash received from sales of equipment		7,276	10,704	-	-
Cash paid for purchase of equipment	19	(333,630)	(167,169)	-	-
Cash paid for purchase intangible assets	21	(17,850)	(18,920)	-	(1,819)
Cash received from disposal of interest in subsidiary	18	-	-	-	(315,000)
Cash received (paid) for investment in subsidiaries		(991,907)	20,746	(1,573,880)	-
Cash received from dividends		53,084	20	1,553,142	369,038
<b>Net cash (used in) from investing activities</b>		(1,283,029)	3,359,828	(19,652,738)	(12,249,641)
<b>Cash flows from financing activities</b>					
Cash received from short-term borrowings from related parties	38 h)	5,100,000	-	-	-
Cash repaid from short-term borrowings from related parties	38 h)	(4,100,000)	-	-	-
Cash received from short-term borrowings from financial institutions	24.1	52,259,213	25,366,594	51,559,213	25,366,594
Cash repaid for short-term borrowings from financial institutions	24.1	(47,700,000)	(18,691,392)	(47,700,000)	(18,540,000)
Cash received from short-term borrowings from third party		735,072	-	-	-
Cash received from long-term borrowings from financial institutions	24.2	3,300,000	5,725,000	2,300,000	2,450,000
Cash repaid for long-term borrowings from financial institutions	24.2	(4,366,970)	(3,354,425)	(1,484,387)	(1,640,519)
Cash received from issuance of senior debentures	27	29,151,072	13,730,833	25,520,658	13,730,833
Cash repaid for redepmtion of senior debentures	27	(7,603,100)	(5,798,400)	(7,603,100)	(5,798,400)
Cash decreased from change of interest in subsidiary, net		(74,480)	(315,000)	-	-
Dividends paid to non-controlling interest		(581,921)	(82,984)	-	-
Dividends paid to Group shareholders		(2,471,371)	(2,471,246)	(2,471,374)	(2,471,247)
Cash paid for principle of lease liabilities		(815,266)	(685,759)	(2,592)	(2,592)
<b>Net cash from financing activities</b>		22,832,249	13,423,221	20,118,418	13,094,669

The accompanying notes are an integral part of these consolidated and separate financial statements.

	Notes	Consolidated financial statements		Separate financial statements	
		2023	2022	2023	2022
		Baht'000	Baht'000	Baht'000	Baht'000
<b>Net increase in cash and cash equivalents</b>		1,164,527	172,725	526,928	896,007
Cash and cash equivalents at beginning of the year		2,822,634	2,688,647	1,033,646	137,639
Exchange losses on cash and cash equivalents		(24,789)	(38,738)	-	-
<b>Cash and cash equivalents at the end of the year</b>	10	<u>3,962,372</u>	<u>2,822,634</u>	<u>1,560,574</u>	<u>1,033,646</u>
<b>Additional information - Non-cash transactions</b>					
Acquisition of right-of-use assets	20	897,781	900,695	-	-
Employee transfer		1,867	7,837	1,205	-
Purchase financial assets measured at fair value through profit or loss		-	(20,000)	-	-
Disposal of investment in subsidiaries from share swap under common control		-	-	-	195,000
Addition of investment in subsidiaries from share swap under common control		-	-	-	(195,000)
Change in classification of investment from financial assets measured at fair value through profit or loss to investments in subsidiaries	7, 16	-	51,192	-	-

The accompanying notes are an integral part of these consolidated and separate financial statements.



## **1 General information**

Srisawad Corporation Public Company Limited (“the Company”) is a public limited company listed on the Stock Exchange of Thailand and is incorporated and domiciled in Thailand. The address of the Company’s registered office is as follows:

99/392 Srisawad Building, 4, 6 floor, Chaeng Watthana 10 Alley, 3 Sub Alley, Chaeng Watthana Road, Thungsonghong, Laksi, Bangkok, 10210.

The Company is held 45.84% of shares by Kaewboota family who is the majority shareholder. The rest 54.16% of shares is held by individuals.

For reporting purposes, the Company and its subsidiaries are referred to as “the Group”.

The main operations of the Group are financial services, including hire-purchase, loan granting, non-performing assets management, investments in other companies, management and consulting services for retail credit systems in local and foreign countries and credit sales in foreign countries.

The consolidated and separate financial statements were authorised by the Board of Directors on 28 February 2024.

## **2 Significant events during the current year**

### **Coronavirus Disease 2019 outbreak**

The outbreak of COVID-19 in early 2020 has had a severe and pervasive impact on the business sector, the Group’s customers and people. The Bank of Thailand has issued guidelines on how to assist debtors affected by the situation impacting the Thai economy. This included additional aid measures for debtors during the COVID-19 pandemic to financial institutions, specialised financial institutions and others financial services. Also, the government has declared a state of emergency and other health measures to control the COVID-19 outbreak.

The Group has continued to provide financial assistance to debtors impacted by COVID-19 following the Bank of Thailand’s measures until 31 December 2023 by allowing a loan payment holiday or extending repayment terms for at least two months or two installments.

## **3 Basis of preparation**

The consolidated and separate financial statements have been prepared in accordance with Thai Financial Reporting Standards (“TFRS”) and the financial reporting requirements issued under the Securities and Exchange Act.

The consolidated and separate financial statements have been prepared under the historical cost convention except certain financial assets and liabilities (including derivative instruments), and employee benefit obligations.

The preparation of financial statements in conformity with TFRS requires management to use certain critical accounting estimates and to exercise its judgement in applying the Group’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas that are more likely to be materially adjusted due to changes in estimates and assumptions are disclosed in Note 8.

An English version of the consolidated and separate financial statements has been prepared from the statutory financial statements that are in the Thai language. In the event of a conflict or a difference in interpretation between the two languages, the Thai language statutory financial statements shall prevail.

#### 4 New and amended financial reporting standards

##### 4.1 New and amended financial reporting standards that are effective for accounting period beginning on or after 1 January 2023 and have significant impacts to the Group

- a) **Amendment to TAS 16 - Property, plant and equipment** clarified to prohibit entities from deducting from the cost of an item of PP&E any proceeds received from selling any items produced while the entity is preparing that asset for its intended use.
- b) **Amendment to TAS 37 - Provisions, contingent liabilities and contingent assets** clarified that, in considering whether a contract is onerous, the direct costs of fulfilling a contract include both the incremental costs of fulfilling the contract and an allocation of other costs directly related to fulfilling the contract. Before recognising a separate provision for an onerous contract, the entity must recognise any impairment losses that have occurred on the assets used in fulfilling the contract.
- c) **Amendment to TFRS 3 - Business combinations** clarified some minor amendments to update its references to the Conceptual Framework for Financial Reporting and added a consideration for the recognition of liabilities and contingent liabilities acquired from business combinations. The amendments also confirmed that contingent assets shouldn't be recognised at the acquisition date.
- d) **Amendment to TFRS 9 - Financial Instruments** clarified which fees should be included in the 10% test for the derecognition of financial liabilities. It should only include fees between the borrower and lender.

##### 4.2 Amended financial reporting standards that are effective for the accounting period beginning on or after 1 January 2024 and have significant impacts on the Group.

The following amended TFRSs were not mandatory for the current reporting period and the Group has not early adopted them.

- a) **Amendment to TAS 1 - Presentation of financial statements** revised the disclosure from *significant* accounting policies to *material* accounting policies. The amendment also provides guidelines on identifying when the accounting policy information is material. Consequently, immaterial accounting policy information does not need to be disclosed. If it is disclosed, it should not obscure material accounting information.
- b) **Amendment to TAS 8 - Accounting policies, changes in accounting estimates and errors** revised to the definition of *accounting estimates* to clarify how companies should distinguish between changes in accounting policies and changes in accounting estimates. The distinction is important because changes in accounting estimates are applied prospectively to transactions, other events and conditions from the date of that change. Whereas changes in accounting policies are generally applied retrospectively to past transactions and other past events as well as the current period as if the new accounting policy had always been applied.
- c) **Amendments to TAS 12 - Income taxes**
  - c.1) Companies must recognise any deferred tax related to assets and liabilities arising from a single transaction that, on initial recognition, gives rise to equal amounts of taxable and deductible temporary differences. Example transactions are leases and decommissioning obligations.

The amendment should be applied to transactions on or after the beginning of the earliest comparative period presented. In addition, entities should recognise deferred tax assets (to the extent that they can probably be utilised) and deferred tax liabilities at the beginning of the earliest comparative period for all deductible and taxable temporary differences associated with:

- right-of-use assets and lease liabilities, and
- decommissioning, restoration and similar liabilities, and the corresponding amounts recognised as part of the cost of the related assets.

The cumulative effect of recognising these adjustments is recognised at the beginning of retained earnings or any other component of equity, as appropriate.

- c.2) Companies must apply all income taxes arising from the tax law enacted or substantively enacted to implement the Pillar Two model rules published by the Organisation for Economic Co-operation and Development (OECD), an international organisation.

In December 2021, the OECD released the Pillar Two model rules to apply the Global Anti-Base Erosion Proposal, or 'GloBE' to reform international corporate taxation. Large multinational enterprises within the rules' scope must calculate the GloBE effective tax rates for each territory in which they operate and pay a top-up tax for the differences between these and the 15% minimum rate.

In December 2023, the amendments to TAS 12 provide a temporary relief from the requirement to recognise and disclose deferred taxes arising from enacted or substantively enacted tax law that implements the Pillar Two model rules, including tax law that implements qualified domestic minimum top-up taxes described in those rules. The amendments also require affected companies to disclose:

- the fact that they have applied the exception to recognising and disclosing information about deferred tax assets and liabilities related to Pillar Two income taxes
- their current tax expense (if any) related to the Pillar Two income taxes, and
- during the period between the legislation being enacted or substantially enacted and the legislation becoming effective, known or reasonably estimable information that would help users of financial statements to understand an entity's exposure to Pillar Two income taxes arising from that legislation. If this information is not known or reasonably estimable, entities are instead required to disclose a statement to that effect and information about their progress in assessing the exposure.

## 5 Accounting policies

### 5.1 Principles of consolidation and equity accounting

#### a) Subsidiaries

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date on which control is transferred to the Group until the date that control ceases.

In the separate financial statements, investments in subsidiaries are accounted for using the cost method.

#### b) Associates

Associates are all entities over which the Group has significant influence but not control or joint control. Investments in associates are accounted for using the equity method of accounting in the consolidated financial statements.

In the separate financial statements, investments in associates are accounted for using the cost method.

#### c) Equity method

The investment is initially recognised at cost which is consideration paid and directly attributable costs.

The Group's subsequently recognises shares of its associates and joint ventures' profits or losses and other comprehensive income in the profit or loss and other comprehensive income, respectively. The subsequent cumulative movements are adjusted against the carrying amount of the investment.

When the Group's share of losses in associates equals or exceeds its interest in the associates and joint ventures, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associates and joint ventures.

**d) Changes in ownership interests**

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A difference between the amount of the adjustment to non-controlling interests to reflect their relative interest in the subsidiary and any consideration paid or received is recognised within equity.

If the ownership interest in associates and joint ventures is reduced but significant influence and joint control is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate. Profit or loss from reduce of the ownership interest in associates and joint ventures is recognise in statement of comprehensive income.

When the Group losses control, joint control or significant influence over investments, any retained interest in the investment is remeasured to its fair value, with the change in carrying amount recognised in profit or loss. The fair value becomes the initial carrying amount of the retained interest which is reclassified to investment in an associate, or a joint venture or a financial asset accordingly.

**e) Intercompany transactions on consolidation**

Intra-group transactions, balances and unrealised gains on transactions are eliminated. Unrealised gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in the associates and joint ventures. Unrealised losses are also eliminated in the same manner unless the transaction provides evidence of an impairment of the asset transferred.

**5.2 Business combination**

The Group applies the acquisition method to account for business combinations with an exception on business combination under common control. The consideration transferred for the acquisition of a subsidiary comprises:

- fair value of the assets transferred,
- liabilities incurred to the former owners of the acquiree,
- equity interests issued by the Group

Identifiable assets and liabilities acquired and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

On an acquisition-by-acquisition basis, the Group initially recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets.

The excess of consideration transferred, the amount of any non-controlling interest recognised and the acquisition-date fair value of any previous equity interest in the acquiree (for business combination achieved in stages) over the fair value of the identifiable net assets acquired is recorded as goodwill. In the case of a bargain purchase, the difference is recognised directly in profit or loss.

*Acquisition-related cost*

Acquisition-related cost are recognised as expenses in consolidated financial statements.

*Step-up acquisition*

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measured are recognised in profit or loss.

*Changes in fair value of contingent consideration paid/received*

Subsequent changes to the fair value of the contingent consideration that is an asset or liability is recognised in profit or loss. Contingent consideration that is classified as equity is not re-measured.

**5.3 Foreign currency translation**

**a) Functional and presentation currency**

The financial statements are presented in Thai Baht, which is the Group's and the Company's functional and presentation currency.

**b) Transactions and balances**

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions.

Foreign exchange gain and loss resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit or loss.

Any exchange component of gains and losses on a non-monetary item that recognised in profit or loss, or other comprehensive income is recognised following the recognition of a gain or loss on the non-monetary item.

**c) Group companies**

The operational results and financial position of the Group's entities (none of which has the currency of a hyper-inflationary economy) that have a different functional currency from the Group's presentation currency are translated into the presentation currency as follows:

- Assets and liabilities are translated at the closing rate at the date of respective statement of financial position;
- Income and expenses for statement of comprehensive income are translated at average exchange rates; and
- All resulting exchange differences are recognised in other comprehensive income.

**5.4 Cash and cash equivalents**

In the statements of cash flows, cash and cash equivalents includes cash on hand, deposits held at call, short-term highly liquid investments with maturities of three months or less from acquisition date and bank overdrafts.

In the statement of financial position, bank overdrafts are shown in current liabilities.

**5.5 Financial assets**

**a) Classification**

The Group classifies its debt instrument financial assets in the following measurement categories depending on i) business model for managing the asset and ii) the cash flow characteristics of the asset whether they represent solely payments of principal and interest (SPPI).

- those to be measured subsequently at fair value (either through other comprehensive income or through profit or loss); and
- those to be measured at amortised cost.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

For investments in equity instruments, the Group has an irrevocable election at the time of initial recognition to account for the equity investment at fair value through profit or loss (FVPL) or at fair value through other comprehensive income (FVOCI) except those that are held for trading, they are measured at FVPL.

**b) Recognition and derecognition**

Regular way purchases, acquires and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

**c) Measurement**

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at FVPL, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether the cash flows are solely payment of principal and interest (SPPI).

**d) Debt instruments**

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the financial assets. There are three measurement categories into which the Group classifies its debt instruments:

- **Amortised cost:** Financial assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in interest income or other income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other income or administrative expense. Impairment losses are presented as a separate line item in the statement of comprehensive income.
- **FVOCI:** Financial assets that are held for i) collection of contractual cash flows; and ii) for selling the financial assets, are measured at FVOCI. Movements in the carrying amount are taken through other comprehensive income (OCI), except for the recognition of impairment gains or losses, interest income using the effective interest method, and foreign exchange gains and losses which are recognised in profit or loss. When the financial assets are derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other income or administrative expense. Interest income is included in interest income. Impairment expenses are presented separately in the statement of comprehensive income.
- **FVPL:** Financial assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within other income or administrative expense in the period in which it arises.

**e) Equity instruments**

The Group measures all equity investments at fair value. Where the Group has elected to present fair value gains and losses on equity instruments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as dividend income when the right to receive payments is established.

Changes in the fair value of financial assets at FVPL are recognised in other income in the statement of comprehensive income.

Impairment losses and reversal of impairment losses on equity investments are reported together with changes in fair value.

**5.6 Loans to customers**

Hire-purchase receivables, loan receivables and personal loans receivables

Hire-purchase receivables, loan receivables and personal loan receivables would initially be recognised at an amount equal to the net investment in the contracts. Subsequently, they are stated at net realisable value from the contract value net of unearned interest income and allowance for expected credit loss.

Loan receivables from purchase of loans

Loan receivables from purchase of loans that are purchased from financial institutions are valued at acquisition cost and subsequently amortised based on effective interest rate less allowance for expected credit loss of purchased or originated financial assets (if any).

## **5.7 Allowance for expected credit loss**

### **a) General approach**

The Group applies general approach to measure expected credit losses (ECL) on debt instruments measured at amortised cost and debt instruments measured at fair value through other comprehensive income. Under the general approach, the 12-month or the lifetime expected credit loss is applied depending on whether there has been a significant increase in credit risk since the initial recognition. In which, the three-stage expected credit loss impairment will be as the following stages:

- Stage 1- from initial recognition of a financial assets to the date on which the credit risk of the asset has not increased significantly relative to its initial recognition, a loss allowance is recognised equal to the credit losses expected to result from defaults occurring over the next 12 months.
- Stage 2- following a significant increase in credit risk relative to the initial recognition of the financial assets, a loss allowance is recognised equal to the credit losses expected over the full lifetime of the asset.
- Stage 3- When a financial asset is considered to be credit-impaired, a loss allowance equal to full lifetime expected credit losses is to be recognised.

Under the three-stage expected credit loss impairment model except for significant exposures in loans to customers, the impairment will be assessed by using collective approach model with forward-looking information adjustment. The impairment of some significant exposures in loans to customers will be assessed by using individual assessment approach.

The significant increase in credit risk (from initial recognition) assessment is performed every end of reporting period by comparing i) expected risk of default as of the reporting date and ii) estimated risk of default on the date of initial recognition.

The Group assesses expected credit loss by taking into consideration forward-looking information and past experiences. The expected credit loss is a probability-weighted estimate of credit losses (probability-weighted present value of estimated cash shortfall). The cash shortfall is the difference between all contractual cash flows that are due to the Group and all cash flows expected to receive, discounted at the original effective interest rate.

For the reporting periods ending between 1 January 2022 and 31 December 2023, the Group has chosen to apply accounting guidance announced by TFAC based on BOT circular For. Nor. Sor 2. Wor. 802/2564 on temporary relief measures for entities assisting debtors affected by the COVID-19 pandemic (Sustainable Debt Relief Measures) dated 3 September 2021. In case the Group has debt restructuring for loans to customers which makes the original EIR no longer reflect the estimated cash flows which will be received from the loan, the Group will use the revised EIR to calculate the present value of the restructured loan. In addition, the Group also complies with the guidance for debt staging in accordance with the aforementioned accounting.

### **b) Purchased or originated credit-impaired financial asset**

The Group measures expected credit losses from the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive discounted at credit adjusted effective interest rate. The Group shall recognise in profit or loss the amount of the change in lifetime expected credit losses as an impairment gain or loss. The Group shall recognise favourable changes in lifetime expected credit losses as an impairment gain, even if the lifetime expected credit losses are less than the amount of expected credit losses that were included in the estimated cash flows on initial recognition.

## **5.8 Properties foreclosed**



Properties foreclosed consisting of immovable and movable assets are stated at the lower of cost or net realisable value less estimated selling expenses of the acquisition assets. Where the carrying value of properties foreclosed incurred impairment, the Group will recognise the provision for impairment of properties foreclosed in total.

The Group will recognise gain (loss) on sales of properties foreclosed and impairment loss (if any) as income or expenses in the whole amount in the statement of comprehensive income.

## **5.9 Property, plant and equipment**

Plant and equipment are stated at historical cost less accumulated depreciation and impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items, including an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, when the Group has the obligation to do so.

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the item will flow to the Group. The carrying amount of the replaced part is derecognised.

All other repairs and maintenance are charged to profit or loss when incurred.

Land is not depreciated. Depreciation on other assets is calculated using the straight-line to allocate their cost to their residual values over their estimated useful lives, as follows:

Land	Not depreciated
Land improvements	20 years
Buildings	20 years
Building improvements	3, 18 years
Furnitures and fixtures	5 years
Equipment	5 years
Vehicles	5, 10 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Gains or losses on disposals of properties, plants and equipment are determined by comparing the proceeds with the carrying amount and are recognised in other gains or losses.

## **5.10 Intangible assets**

### *Computer software*

Acquired computer software is measured at cost. These costs are amortised over their estimated useful lives not over than 10 years.

Cost associated with maintaining computer software are recognised as an expense as incurred.

### *Research and development/Internally generated intangible asset*

Research expenditure is recognised as an expense as incurred.

Development expenditure is recognised as an asset when the Group can demonstrate that the expenditure attributable to its development can be measured reliably. The Group can demonstrate that it is technically, financially, commercially, resourcefully feasible, and intends to and has the ability to complete the development for the purpose of using or selling.

Development costs previously recognised as an expense are not recognised as an asset in a subsequent period.

Capitalised development costs are amortised when the asset is ready to use or sell by applying a straight-line method over the period of its expected benefit, not exceeding 5 years.

### *Finance license*

Finance license acquired from business combination is recognised at fair value at the acquisition date. The license has an indefinite useful life which finance license acquired from business combination with a company in Socialist Republic of Vietnam (Vietnam) must be renewed every 40 years and is not revalued in the accounts as it is not tradable in an active market. Finance license is not subject to amortisation but is considered for impairment annually in accordance with note 5.11.

#### **5.11 Impairment of assets**

The Group does not amortise intangible assets that have an indefinite useful life, but will perform impairment testing annually, or more frequently if events or changes in circumstances indicate that it might be impaired. Assets that are subject to amortisation are reviewed for impairment whenever there is an indication of impairment. An impairment loss is recognised for the amount by which the carrying amount of the assets exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

Where the reasons for previously recognised impairments no longer exist, the impairment losses on the assets concerned other than goodwill is reversed.

#### **5.12 Leases**

##### **Leases - where the Group is the lessee**

Leases are recognised as a right-of-use asset and a corresponding liability at the date the leased asset is available for use by the Group. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Contracts may contain both lease and non-lease components. The Group allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices. However, where the Group is a lessee of real estate, they won't separate lease and non-lease components but accounts for these as a single lease component.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments.

- Fixed payments (including in-substance fixed payments), less any lease incentives receivable
- Variable lease payments that are based on an index or a rate
- Amounts expected to be payable by the lessee under residual value guarantees
- The exercise price of a purchase option if the lessee is reasonably certain to exercise that option
- Payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the interest rate implicit in the lease. If that rate can't be determined, the lessee's incremental borrowing rate is used. This is the rate the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

The Group is exposed to potential future increases in variable lease payments based on an index or rate, which are not included in the lease liability until they take effect. When adjustments to lease payments based on an index or rate take effect, the lease liability is reassessed and adjusted against the right-of-use asset.

Right-of-use assets are measured at cost comprising:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets include photocopiers and containers.

### **Leases - where the Group is the lessor**

When assets are leased out under a finance lease, the present value of the lease payments is recognised as a receivable. The difference between the gross receivable and the present value of the receivable is recognised as unearned finance income. Lease income is recognised over the term of the lease which reflects a constant periodic rate of return. Initial direct costs are included in initial measurement of the finance lease receivable and reduce the amount of income recognised over the lease term.

Rental income under operating leases (net of any incentives given to lessees) is recognised on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognised as expenses over the lease term on the same basis as lease income. The respective leased assets are included in the statement of financial position based on their nature.

The investment properties are leased to tenants under operating leases with rentals payable monthly. Lease payments for some contracts include consumer price index (CPI) increases, but there are no other variable lease payments that depend on an index or rate. Where considered necessary to reduce credit risk, the Group may obtain bank guarantees for the term of the lease.

## **5.13 Financial liabilities**

### *Classification*

Financial instruments issued by the Group are classified as either financial liabilities or equity securities by considering contractual obligations.

- Where the Group has an unconditional contractual obligation to deliver cash or another financial asset to another entity, it's considered a financial liability unless there is a predetermined or possible settlement for a fixed amount of cash in exchange of a fixed number of the Group's own equity instruments.
- An equity instrument is where the Group has no contractual obligation or has an unconditional right to avoid delivering cash or another financial asset in settlement of the obligation.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

### *Measurement*

Financial liabilities are initially recognised at fair value and are subsequently measured at the amortised cost.

### *Derecognition and modification*

Financial liabilities are derecognised when the obligation specified in the contract is discharged, cancelled or expired.

Where the terms of a financial liability are renegotiated/modifed, the Group assesses whether the renegotiation/modification results in the derecognition of that financial liability. Where the modification results in an extinguishment, the new financial liability is recognised based on the fair value of its obligation. The remaining carrying amount of financial liability is derecognised. The difference, as well as proceeds paid, is recognised as other income or administrative expense in statement of comprehensive income.

Where the modification doesn't result in the derecognition of the financial liability, the carrying amount of the financial liability is recalculated as the present value of the renegotiated/modifed contractual cash flows discounted at its original effective interest rate. The difference is recognised in other gains (losses) in statement of comprehensive income.

#### **5.14 Current and deferred income taxes**

The tax expense for the year comprises current and deferred tax. Tax is recognised in statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

##### *Current tax*

The current income tax is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

##### *Deferred income tax*

Deferred income tax is recognised on temporary differences arising from differences between the tax base of assets and liabilities and their carrying amounts in the financial statements. However, deferred income tax isn't recognised for temporary differences arising from:

- the initial recognition of an asset or liability in a transaction other than a business combination that affects neither accounting nor taxable profit or loss, and
- investments in subsidiaries and associates where the timing of the reversal of the temporary difference is controlled by the Group and it's probable the temporary difference will not reverse in the foreseeable future.

Deferred income tax is measured using tax rates of the period in which the temporary difference is expected to be reversed based on tax rates and laws that have been enacted or substantially enacted by the end of the reporting period.

Deferred tax assets are recognised only to the extent that it's probable future taxable profit will be available and temporary differences can be utilised against it.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

#### **5.15 Employee benefits**

##### *Short-term employee benefits*

Liabilities for short-term employee benefits that are expected to be wholly settled within 12 months after the end of the period are recognised by the employees' service up to the end of the reporting period. Short-term employee benefits include wages, salaries, paid annual leave and paid sick leave, bonuses, and medical care, and are measured at the amount expected to be paid.

##### *Defined contribution plan*

The Group pays contributions to a separate fund on a mandatory basis. The Group has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expenses when they are due.

##### *Defined benefit plans*

The amount of retirement benefits is defined by the agreed benefits the employees will receive after completing employment. It usually depends on factors such as age, years of service and an employee's latest compensation at retirement.

The defined benefit obligation is calculated annually by an independent actuary using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using market yield of government that matches the terms and currency of the expected cash outflows.

Remeasurement gains and losses are recognised directly with other comprehensive income in the period in which they arise. They are included in retained earnings in the statements of changes in equity – presented as a separate item in statements of changes in equity.

Past-service costs are recognised immediately in profit or loss.

#### **5.16 Share-based payment**

##### *Management options*

The Group receives services as consideration for equity instruments (options) of the Group companies. The fair value of the options is recognised as an expense over the vesting period, with a corresponding increase in equity. The fair value of the options is determined by:

- including any market performance conditions - e.g. the entity's share price
- including the impact of any non-vesting conditions - e.g. the requirement for employees to save or hold shares for a specific period of time, and
- excluding the impact of any service and non-market performance vesting conditions - e.g. profitability, sales growth targets and remaining as management of the entity over a specified time period.

Non-market performance and service conditions are included in assumptions about the number of options that are expected to vest.

At the end of each reporting period, the Group reviews the number of options that are expected to vest. It recognises the impact of the revision, if any, in profit or loss with a corresponding adjustment to equity.

When the options are exercised, the Company issues new shares. The proceeds received net of any directly attributable transaction costs are credited to share capital and share premium.

The option granted by the Company to the employees of subsidiaries is treated as a capital contribution.

#### **5.17 Provisions**

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it's probable that an outflow of resources will be required to settle the obligation, and the amount has been reliably estimated.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation. The increase in the provisions due to passage of time is recognised as interest expense.

#### **5.18 Share capital**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options (net of tax) are shown as a deduction in equity.

#### **5.19 Revenues and expenses recognition**

Revenue includes all revenues from ordinary business activities. All ancillary income in connection with providing brokerage services and rendering of services in the course of the Group's ordinary activities are also presented as revenue.

Revenue is recorded net of value added tax. It's recognised in accordance with the provision of services, provided that the collectibility of the consideration is probable.

Multiple element arrangements involving provision of multiple services are separated into individual distinct performance obligations. A total transaction price of the bundled contract is allocated to each performance obligation based on their relative standalone selling prices or estimated standalone selling prices. Each performance obligation is recognised as revenue on fulfillment of the obligation to the customer.

##### **a) Interest income from loans to customers**

The Group recognises this by using the effective interest rate method.

##### **b) Other income**

The Group recognises fees and services income when a diverse range of services has been rendered to its customers.

Fee and services income is generally recognised on the completion of a transaction. These fees include insurance brokerage income, collateral assessment fees, collection fees and penalty fees.

For a service that's provided over a period of time, services income is recognised over the period the related service is provided. Such fees include the income from management fees and rental incomes.

**c) Gains (losses) on sales of properties foreclosed**

Gains (losses) on the sale of foreclosed properties (net from output tax) are recognised as income or expenses in statements of comprehensive income. This is when control of the foreclosed properties has been transferred to the buyer, when ownership is transferred, and there is no unfulfilled obligation that could affect the buyer acceptance of the properties foreclosed.

**d) Financing components**

The Group doesn't expect to have any contracts where the period between the transfer of the promised goods or services to the customer and customer payment exceeds one year. So, the Group doesn't adjust any of the transaction prices for the time value of money.

**e) Other income and expenses**

Other income and expenses are recognised on an accrual basis.

**5.20 Dividend distribution**

Dividend distributed to the Company's shareholders is recognised as a liability when interim dividends are approved by the Board of Directors, and when the annual dividends are approved by the shareholders.

**5.21 Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who's responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors who makes strategic decisions.

## **6 Financial risk management**

The Group's exposed to a variety of financial risks: market risk (including foreign exchange risk, and interest rate risk), credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance. The Group uses derivative financial instruments to hedge certain exposures.

The Group Treasury Committee carries out the financial risk management. The Group's policy includes areas such as foreign exchange risk, interest rate risk, credit risk and liquidity risk. The framework parameters are approved by the Board of Directors and used as the key communication and control tools for the Treasury committees of the Group.

The Group's risk management is controlled by a central treasury department under policies approved by the Board of Directors. The Group's treasury identifies, evaluates and manages financial risks in close co-operation with the Group's operating units. The board provides written principles for overall risk management, and policies covering specific areas, such as foreign exchange risk management, interest rate risk management, credit risk management, use of derivatives and other financial instruments, as well as investment of excess liquidity.

Where all relevant criteria are met, hedge accounting is applied to remove the accounting mismatch between the hedging instrument and the hedged item. This will effectively result in recognising interest expenses at a fixed interest rate for the hedged floating rate loans.

## **6.1 Financial risk**

### **6.1.1 Market risk**

#### **a) Foreign exchange risk**

The Group operates internationally and is exposed to foreign currency risk from the Lao kip Vietnamese dong. And U.S. dollar. Foreign exchange risk arises from future commercial transactions, recognised assets and liabilities and net investments in foreign operations.

The Group invests in a subsidiary in the Lao People's Democratic Republic, Vietnam and Cambodia where there are risks related to currency. The Group considers that even the currency risk from the Lao, kip and U.S. dollar from trading transactions is high but the transaction is not material to the Group while the currency risk from the Vietnamese Dong is moderate.

The Group's exposure to foreign currency risk at the end of the reporting period, expressed in Thai Baht are as follows:

	<b>Consolidated financial statements</b>	
	<b>31 December 2023</b>	<b>31 December 2022</b>
	<b>Vietnamese dong Baht:000</b>	<b>Vietnamese dong Baht:000</b>
Cash and cash equivalents	62,099	9,779
Loans to customers and accrued interest, net	401,182	170,738
Other receivables	67,794	53,056
Other payables	31,844	49,586

#### **b) Cash flow risk and fair value interest rate risk**

For the year ended 31 December 2023, The Group did not use interest rate swaps since there is no interest rate risk from financial liabilities with variable rates.

	<b>Consolidated financial statements</b>	
	<b>2023</b>	<b>2022</b>
	<b>Baht:000</b>	<b>Baht:000</b>
Financial liabilities with fixed interest rate	61,422,937	27,657,980
	61,422,937	27,657,980
	<b>Separate financial statements</b>	
	<b>2023</b>	<b>2022</b>
	<b>Baht:000</b>	<b>Baht:000</b>
Financial liabilities with fixed interest rate	43,163,761	24,372,884
	43,163,761	24,372,884

An analysis by maturities is provided in Note 6.1.3



## **6.1.2 Credit risk**

Credit risk arises from cash and cash equivalents, contractual cash flows of debt investments carried at amortised cost, at fair value through other comprehensive income and at fair value through profit or loss as well as credit exposures to loans to customers.

### **a) Risk management**

Credit risk is managed on a group basis. For banks and financial institutions, only independently rated parties with a minimum rating of investment grade are accepted.

If customers are independently rated, these ratings are used. Otherwise, if there is no independent rating, risk control assesses the credit quality of the customers, considering its financial position, past experience and other factors. Individual risk limits are set based on tips assessments in line with limits set by the board. The compliance with customer credit limits is regularly monitored by line management.

The Group and the Company's investments in debt instruments are considered to be low risk investments as the Group regularly monitors the credit ratings of the investments for credit deterioration.

### **b) Credit risk rating for the Group's financial assets**

The risk rating for the Group's financial assets is classified as the following table.

Loans to customers

<b>Rating classification</b>	<b>Internal rating</b>
Good	Less than 30 days past due
Fair	Between 31 and 90 days past due and qualitative consideration
Impaired	Over 90 days past due and qualitative consideration

Other financial assets

<b>Rating classification</b>	<b>External rating</b>
Investment grade	AAA to BBB-
Non-investment grade	BB- or below
No rating	No rating

c) Maximum exposure to credit risk

The Group's maximum credit risk exposure if other parties fail to perform their obligation is detailed below. No account is taken of any collateral held. The maximum exposure to loss is considered to be the i) carrying amount in the statement of financial position or, ii) for non-derivative off-statements of financial position transactions and financial guarantees, their contractual nominal amounts. The the Group's exposure to credit risk equals their carrying amount in the statement of financial position at the reporting date, except for the following.

	Consolidated financial statements	Separate financial statements
	Maximum exposure Baht'000	Maximum exposure Baht'000
<b>As at 31 December 2023</b>		
<b>Credit risk exposures of on-statement financial position assets:</b>		
Financial assets measured at fair value through other comprehensive income	80,000	-
	80,000	-
<b>Credit risk exposures of off-statement financial position assets:</b>		
Financial guarantees	-	13,462,429
	-	13,462,429
<b>As at 31 December 2022</b>		
<b>Credit risk exposures of on-statement financial position assets:</b>		
Financial assets measured at fair value through other comprehensive income	80,000	-
	80,000	-
<b>Credit risk exposures of off-statement financial position assets:</b>		
Financial guarantees	1,500,000	2,824,929
	1,500,000	2,824,929

d) Credit quality

The table below presents the financial assets measured at fair value through other comprehensive income and loans to customers and accrued interest classified by rating.

	Consolidated financial statements				Total Baht:000
	12-month ECL Baht:000	Lifetime ECL not credit- impaired Baht:000	Lifetime ECL credit- impaired Baht:000	Purchased or originated credit- impaired financial assets Baht:000	
<b>As at 31 December 2023</b>					
<b>Financial assets measured at fair value through other comprehensive income</b>					
Investment grade	-	-	-	-	-
Non-investment grade	-	-	80,000	-	80,000
<u>Less</u> Allowance for expected credit losses	-	-	(44,132)	-	(44,132)
Net carrying amount	-	-	35,868	-	35,868
<b>Loans to customers and accrued interest</b>					
Good	86,098,824	-	-	-	86,098,824
Fair	-	8,012,145	-	-	8,012,145
Impaired	-	-	2,997,667	3,289,919	6,287,586
<u>Less</u> Allowance for expected credit losses	(323,520)	(565,949)	(715,684)	(224,891)	(1,830,044)
Net carrying amount	85,775,304	7,446,196	2,281,983	3,065,028	98,568,511
<b>As at 31 December 2022</b>					
<b>Financial assets measured at fair value through other comprehensive income</b>					
Investment grade	-	-	-	-	-
Non-investment grade	-	-	80,000	-	80,000
<u>Less</u> Allowance for expected credit losses	-	-	(43,525)	-	(43,525)
Net carrying amount	-	-	36,475	-	36,475
<b>Loans to customers and accrued interest</b>					
Good	50,270,609	-	-	-	50,270,609
Fair	-	3,613,895	-	-	3,613,895
Impaired	-	-	1,385,269	3,560,461	4,945,730
<u>Less</u> Allowance for expected credit losses	(170,943)	(237,902)	(247,293)	(91,988)	(748,126)
Net carrying amount	50,099,666	3,375,993	1,137,976	3,468,473	58,082,108

**e) Securities**

The Group implements a range of policies and practices to mitigate credit risk. The most crucial of these is accepting collaterals for loans granted. The Group has internal policies on the acceptability of specific classes of collateral to reduce credit risk.

The Group prepares a valuation of the collateral obtained as part of the loan origination process. The main collateral types that the Company accepts and are given value are:

- real estates and
- vehicles

The Group has revaluated the loan to value ratio to cover the credit risk over the entire contract. The Group's policies for obtaining collateral haven't significantly changed during the reporting period. And there has been no significant change in the overall quality of the collateral held by the Group since the prior period.

The Group closely examines collateral used for credit-impaired financial assets. If the Group is certain that the financial assets are credit-impaired, the Group will consider the foreclosure of collateral to mitigate probable credit risk.

**f) Impairment of financial assets**

The Group and the Company have four types of financial assets that are subject to the expected credit loss model.

- Loans to customers and accrued interest
- Loans to related parties
- Investment in debt instruments measured at the amortised cost
- Investment in debt instruments measured at FVOCI

While cash and cash equivalents are also subject to the impairment requirements of TFRS 9, the identified impairment loss was immaterial.

**6.1.3 Liquidity risk**

The Group manages sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities, and the ability to close out market positions.

**a) Maturity of financial liabilities**

The tables below analyse the maturity of financial liabilities by grouping based on their contractual maturities. The amounts disclosed are the contractual undiscounted cash flows. Balances due within 12 months are equal to their carrying balances as the impact of discounting isn't significant. For interest rate swaps, the cash flows have been estimated using forward interest rates applicable at the end of the reporting period.

**Srisawad Corporation Public Company Limited**  
**Notes to the Consolidated and Separate Financial Statements**  
**For the year ended 31 December 2023**

	Consolidated financial statements					Book value of liabilities
	At present	Within	1-5 years	More than	Total	
Maturity of financial liabilities	Baht'000	1 year	Baht'000	5 years	Baht'000	Baht'000
<b>As at 31 December 2023</b>						
Short-term borrowings from related party	-	1,000,000	-	-	1,000,000	1,000,000
Short-term borrowings from financial institutions	-	12,084,572	-	-	12,084,572	12,084,572
Other payables	-	1,076,380	-	-	1,076,380	1,076,380
Long-term borrowings from financial institutions	-	13,461,937	4,297,026	-	17,758,963	17,781,976
Senior debentures	-	11,219,067	32,574,658	-	43,793,725	43,640,961
<b>Total financial liabilities</b>	-	38,841,956	36,871,684	-	75,713,640	75,583,889
<b>As at 31 December 2022</b>						
Short-term borrowings from financial institutions	-	7,356,211	-	-	7,356,211	7,356,211
Other payables	-	2,174,515	-	-	2,174,515	2,174,515
Long-term borrowings from financial institutions	-	1,341,582	4,288,801	-	5,630,383	5,625,349
Senior debentures	-	8,117,816	14,002,137	-	22,119,953	22,032,631
<b>Total financial liabilities</b>	-	18,990,124	18,290,938	-	37,281,062	37,188,706
	Separate financial statements					Book value of liabilities
	At present	Within	1-5 years	More than	Total	
Maturity of financial liabilities	Baht'000	1 year	Baht'000	5 years	Baht'000	Baht'000
<b>As at 31 December 2023</b>						
Short-term borrowings from financial institutions	-	11,384,572	-	-	11,384,572	11,384,572
Other payables	-	5,768	-	-	5,768	5,768
Long-term borrowings from financial institutions	-	1,696,852	1,471,254	-	3,168,106	3,155,867
Senior debentures	-	11,060,393	29,058,343	-	40,118,736	40,007,894
<b>Total financial liabilities</b>	-	24,147,585	30,529,597	-	54,677,182	54,554,101
<b>As at 31 December 2022</b>						
Short-term borrowings from financial institutions	-	7,356,211	-	-	7,356,211	7,356,211
Other payables	-	24,843	-	-	24,843	24,843
Long-term borrowings from financial institutions	-	1,035,122	1,313,593	-	2,348,715	2,340,254
Senior debentures	-	8,117,816	14,002,137	-	22,119,953	22,032,631
<b>Total financial liabilities</b>	-	16,533,992	15,315,730	-	31,849,722	31,753,939

## 6.2 Capital management

### 6.2.1 Risk management

The objectives when managing capital are to:

- safeguard their ability to continue as a going concern, to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital

To maintain or adjust the capital structure, the Group may adjust the value of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Group monitors capital based on a gearing ratio which is determined by dividing net debt with equity.

## 7 Fair value

The following table shows fair values and carrying amounts of financial assets and liabilities by category, excluding those with the carrying amount equivalents to fair value.

Consolidated financial statements					
	Fair value through profit or loss Baht'000	Fair value through other comprehensive income Baht'000	Amortised cost Baht'000	Total carrying amount Baht'000	Fair value Baht'000
<b>As at 31 December 2023</b>					
<i>Financial liabilities not measured at fair value</i>					
Long-term borrowings from financial institutions	-	-	17,781,976	17,781,976	17,758,963
Senior debentures	-	-	43,640,961	43,640,961	43,793,725
	-	-	61,422,937	61,422,937	61,552,688
<b>As at 31 December 2022</b>					
<i>Financial liabilities not measured at fair value</i>					
Long-term borrowings from financial institutions	-	-	5,625,349	5,625,349	5,630,383
Senior debentures	-	-	22,032,631	22,032,631	22,119,953
	-	-	27,657,980	27,657,980	27,750,336
Separate financial statements					
	Fair value through profit or loss Baht'000	Fair value through other comprehensive income Baht'000	Amortised cost Baht'000	Total carrying amount Baht'000	Fair value Baht'000
<b>As at 31 December 2023</b>					
<i>Financial assets not measured at fair value</i>					
Long-term loans to related party	-	-	6,562,200	6,562,200	6,593,136
	-	-	6,562,200	6,562,200	6,593,136
<i>Financial liabilities not measured at fair value</i>					
Long-term borrowings from financial institutions	-	-	3,155,867	3,155,867	3,168,106
Senior debentures	-	-	40,007,894	40,007,894	40,118,736
	-	-	43,163,761	43,163,761	43,286,842
<b>As at 31 December 2022</b>					
<i>Financial assets not measured at fair value</i>					
Long-term loans to related party	-	-	7,562,200	7,562,200	7,666,067
	-	-	7,562,200	7,562,200	7,666,067
<i>Financial liabilities not measured at fair value</i>					
Long-term borrowings from financial institutions	-	-	2,340,254	2,340,254	2,348,715
Senior debentures	-	-	22,032,631	22,032,631	22,119,953
	-	-	24,372,885	24,372,885	24,468,668

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Fair value of financial assets and financial liabilities recognised or disclosed by their fair value hierarchy as at 31 December 2023 and 2022.

	Consolidated financial statements									
	Level 1		Level 2		Level 3		Total		Carrying amount	
	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022
	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000
Assets										
Financial assets at fair value through profit or loss										
Investment in Unit Trust	-	-	7,385	7,310	-	-	7,385	7,310	7,385	7,310
Non-marketable securities	-	-	-	-	24,893	27,780	24,893	27,780	24,893	27,780
Financial assets at fair value through other comprehensive income										
Private sector debt securities	-	-	35,868	36,475	-	-	35,868	36,475	35,868	36,475
Total assets	-	-	43,253	43,785	24,893	27,780	68,146	71,565	68,146	71,565
	Separate financial statements									
	Level 1		Level 2		Level 3		Total		Carrying amount	
	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022
	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000
Assets										
Financial assets at fair value through profit or loss										
Investment in Unit Trust	-	-	5,944	5,866	-	-	5,944	5,866	5,944	5,866
Total assets	-	-	5,944	5,866	-	-	5,944	5,866	5,944	5,866



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Fair values are categorised by hierarchy based on the inputs used.

- Level 1: The fair value of financial instruments is based on the current bid price/closing price of the Stock Exchange of Thailand and Thai Bond Market Association.
- Level 2: The fair value of financial instruments is determined using significant observable inputs and, as little as possible, entity-specific estimates.
- Level 3: The fair value of financial instruments isn't based on observable market data.

The fair value of financial assets and financial liabilities are measured according to the accounting policies as disclosed in notes 5.5 and 5.13.

The following table presents the changes in level 3 items

	<b>Non-marketable securities</b>	
	<b>Consolidated financial statements Baht-000</b>	<b>Separate financial statements Baht-000</b>
<b>Opening balance as at 1 January 2022</b>	52,265	-
Additions (Note 18 and Note 37)	20,000	-
Reclassification of investments (Note 18 and Note 37)	(51,192)	-
Gains recognised in profit or loss	6,707	-
<b>Closing balance as at 31 December 2022</b>	27,780	-
Gains recognised in profit or loss	(2,887)	-
<b>Closing balance as at 31 December 2023</b>	24,893	-
Includes unrealised gains recognised in profit or loss attributable to balances held at the end of the reporting period		
31 December 2023	2,887	-
31 December 2022	14,292	-

The following table summarises the quantitative information about the significant unobservable inputs used in level 3 fair value measurements.

	<b>Fair value</b>		<b>Unobservable inputs</b>	<b>Range of inputs</b>	
	<b>2023 Baht-000</b>	<b>2022 Baht-000</b>		<b>2023 %</b>	<b>2022 %</b>
Non-marketable securities	24,893	27,780	Risk-adjusted discount rate	50.00	50.00

The relationship of unobservable inputs to fair value is shown below

	<b>Unobservable inputs</b>	<b>Movement</b>	<b>Change in fair value</b>	
			<b>Increase in assumptions 2023</b>	<b>Decrease in assumptions 2023</b>
Unlisted equity securities	Risk-adjusted discount rate	1.00%	(2.00)	2.00

The Group's valuation processes

The Chief Financial Officer and valuation team discuss valuation processes and results at least every quarter.

Level 3 equity securities are fair valued by using pricing from public companies that, are in opinion of the Group, in comparable financial position with the counterparty in the contract, discounted with the appropriate liquidity and the companies' growth which do not have the significant unobservable data.

## **8 Critical accounting estimates and judgements**

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

### **8.1 Impairment of financial assets**

The Group assesses expected credit loss on a forward-looking basis for its financial assets classified as debt instrument carried at FVOCI and financial assets at amortised cost.

Expected credit losses are a probability-weighted estimate of credit losses over the expected life of the financial instrument. A cash shortfall is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive discounted at the original effective interest rate for the financial assets that are not purchased or originated credit-impaired financial assets or credit adjusted effective interest rate for purchased or originated credit-impaired financial assets. The Group estimates cash flows by considering all contractual terms of the financial instrument through the expected life of that financial instrument.

The cash flows that are considered shall include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms. There is a presumption that the expected life of a financial instrument can be estimated reliably. However, in those rare cases when it isn't possible to reliably estimate the expected life of a financial instrument, the Group uses the remaining contractual term of the financial instrument.

For a financial asset that is credit-impaired at the reporting date, but that isn't a purchased or originated credit impaired financial asset, the Group measures the expected credit losses as the difference between the asset's gross carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. Any adjustment is recognised in profit or loss as an impairment gain or loss.

The Group measures expected credit losses of a financial instrument in a way that reflects:

- an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- the time value of money; and
- reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

The Group measures expected credit losses of a financial instrument by using general approach to measure expected credit losses on financial assets including loans to customers and accrued interest, debt instruments measured at amortised cost, debt instruments measured at fair value through other comprehensive income, receivables from related party from sales of loans receivable, short-term loans to related parties, and long-term loans to related party. The Group always accounts for expected credit losses which involves a three-stage expected credit loss impairment model.

### **8.2 Valuation of properties foreclosed**

The Group assesses allowance for impairment of properties foreclosed by taking into consideration the type and nature of assets based on historical losses on sale of properties foreclosed.

Fair value of properties for sale-immovable assets is calculated from the appraisal value, appraised by an internal or external independent appraiser, less estimated selling expenses.

### **8.3 Defined retirement benefit obligations**

The present value of the retirement benefit obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions and impact on any changes are disclosed in Note 28 to the financial statements.

### **8.4 Deferred tax asset**

The Group and the Company recognise deferred tax assets only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Management estimates the amount of deferred tax assets to be recognised by considering the expected taxable profit of each upcoming period.

### **8.5 Determination of lease terms**

Critical judgement in determining the lease term, the Group and the Company consider all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

For leases of properties, the most relevant factors are historical lease durations, the costs and conditions of leased assets.

Most extension options on offices and vehicles leases have not been included in the lease liability, because the Group and the Company considers i) the underlying asset condition and ii) insignificant cost to replace the leased assets.

The lease term is reassessed if an option is actually exercised (or not exercised) or the Group and the Company becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstance affecting this assessment occur, and that it is within the control of the Group.

### **8.6 Determination of discount rate applied to leases**

The Group and the Company determine the incremental borrowing rate as follows:

- Where possible, use recent third-party financing received by the individual lessee as a starting point, adjusting to reflect changes in its financing conditions.
- Make adjustments specific to the lease, e.g. term, country, currency and security.

### **8.7 Assessment of impairment on finance license**

The Group tests annually whether finance license has suffered any impairment, in accordance with the accounting policy stated in Note 5.10. The recoverable amounts of cash-generating units have been determined based on value-in-use calculations. These calculations require the use of estimates based on management assumption.

## 9 Segment information

The Group presents segment information by presenting business segment as the primary reporting format based on the type of business in determining business segment.

The main operation of the Group is financial service specifically hire-purchase, loan, non-performing assets management, investments in other companies, management and consulting services for retail credit systems in local and foreign country and credit sale in foreign country.

The consolidated financial statement by segments for the years ended 31 December 2023 and 2022 are as follows:

	2023			
	Hire- purchase segment Baht-000	Loan segment Baht-000	Asset management segment Baht-000	Total Baht-000
Interest income	5,709,640	9,508,577	525,497	15,743,714
Dividend income				17
Other income				3,170,799
<b>Total revenue</b>				<b>18,914,530</b>
Servicing expenses				1,552,657
Administrative expenses				6,729,208
Expected credit loss	400,486	1,165,414	197,265	1,763,165
<b>Profit before finance costs and income tax expense</b>				<b>8,869,500</b>
Finance costs				(2,266,118)
Share of gain of associate accounted for using the equity method				25,811
<b>Profit before income tax expense</b>				<b>6,629,193</b>
Income tax expenses				(1,375,058)
<b>Net profit for the year</b>				<b>5,254,135</b>
<b>Timing of other income recognition under TFRS 15</b>				
At a point in time				1,966,515
<b>As at 31 December 2023</b>				
Loans to customers and accrued interest, net	30,053,032	65,450,036	3,065,443	98,568,511
Unallocated assets				12,896,147
<b>Total consolidated assets</b>				<b>111,464,658</b>
Borrowings from financial institutions				29,866,548
Senior debentures				43,640,961
Unallocated liabilities				6,760,517
<b>Total consolidated liabilities</b>				<b>80,268,026</b>

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	<b>2022</b>			
	<b>Hire- purchase segment Baht-000</b>	<b>Loan segment Baht-000</b>	<b>Asset management segment Baht-000</b>	<b>Total Baht-000</b>
Interest income	2,490,127	6,002,726	286,719	8,779,572
Dividend income				20
Gain from sales and changes in classification of investment				184,442
Other income				3,311,281
<b>Total revenue</b>				<b>12,275,315</b>
Servicing expenses				543,644
Administrative expenses				4,898,854
Expected credit loss (reversal)	101,827	11,136	(34,784)	78,179
<b>Profit before finance costs and income tax expense</b>				<b>6,754,638</b>
Finance costs				(861,624)
Share of gain of associate accounted for using the equity method				31,042
<b>Profit before income tax expense</b>				<b>5,924,056</b>
Income tax expenses				(1,097,330)
<b>Net profit for the year</b>				<b>4,826,726</b>
<b>Timing of other income recognition under TFRS 15</b>				
At a point in time				2,913,028
<b>As at 31 December 2022</b>				
Loans to customers and accrued interest, net	18,126,876	36,486,759	3,468,473	58,082,108
Unallocated assets				11,399,784
<b>Total consolidated assets</b>				<b>69,481,892</b>
Borrowings from financial institutions				12,981,560
Senior debentures				22,032,631
Unallocated liabilities				5,463,125
<b>Total consolidated liabilities</b>				<b>40,477,316</b>

**10 Cash and cash equivalents**

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	<b>2023 Baht'000</b>	<b>2022 Baht'000</b>	<b>2023 Baht'000</b>	<b>2022 Baht'000</b>
Cash and cashier cheque	46,720	8,684	3	3
Saving deposits	932,633	1,413,824	405,465	928,708
Deposits held at call with banks	1,976,296	1,398,971	155,106	104,935
Short-term fixed deposits	1,006,723	1,155	1,000,000	-
<b>Total cash and cash equivalents</b>	<b>3,962,372</b>	<b>2,822,634</b>	<b>1,560,574</b>	<b>1,033,646</b>

As at 31 December 2023, saving deposits carry the interest rate of 0.15% - 0.60% per annum (2022: 0.10% - 0.35% per annum).

As at 31 December 2023, Short-term fixed deposits carry the interest rate of 0.30% - 1.94% per annum (2022: 0.125% - 0.20% per annum).

## 11 Loans to customers and accrued interest, net

### 11.1 Classified by product

The Group's loans to customers, classified by product are as follows:

	Consolidated financial statements		
	2023		
	Current portion	Non-current	Total
	Baht-000	portion	Baht-000
		Baht-000	
Loan receivables	52,668,432	24,079,031	76,747,463
Hire-purchase receivables	18,544,173	19,708,114	38,252,287
Purchased or originated credit-impaired financial assets	-	2,572,980	2,572,980
<u>Less</u> Unearned interest income	(10,970,042)	(7,048,734)	(18,018,776)
Total loans to customers net unearned interest income	60,242,563	39,311,391	99,553,954
<u>Add</u> Accrued interest	104,674	739,927	844,601
Total loans to customers and accrued interest	60,347,237	40,051,318	100,398,555
<u>Less</u> Allowance for expected credit loss	(1,060,042)	(770,002)	(1,830,044)
Total loans to customers and accrued interest, net	59,287,195	39,281,316	98,568,511
	Consolidated financial statements		
	2022		
	Current portion	Non-current	Total
	Baht-000	portion	Baht-000
		Baht-000	
Loan receivables	29,963,251	12,805,227	42,768,478
Hire-purchase receivables	9,590,268	14,358,548	23,948,816
Purchased or originated credit-impaired financial asset	-	3,018,991	3,018,991
<u>Less</u> Unearned interest income	(6,822,418)	(4,747,385)	(11,569,803)
Total loans to customers net unearned interest income	32,731,101	25,435,381	58,166,482
<u>Add</u> Accrued interest	90,300	573,452	663,752
Total loans to customers and accrued interest	32,821,401	26,008,833	58,830,234
<u>Less</u> Allowance for expected credit loss	(478,157)	(269,969)	(748,126)
Total loans to customers and accrued interest, net	32,343,244	25,738,864	58,082,108



## 11.2 Classified by staging

The Group's loans to customers classified by staging are as follows:

	Consolidated financial statements		
	2023		
	Loans to customers and accrued interest Baht'000	Allowance for expected credit loss Baht'000	Net book value Baht'000
Performing financial assets	86,098,824	(323,520)	85,775,304
Under-performing financial assets	8,012,145	(565,949)	7,446,196
Non-performing financial assets	2,997,667	(715,684)	2,281,983
Purchased or originated credit-impaired financial assets	3,289,919	(224,891)	3,065,028
Total	100,398,555	(1,830,044)	98,568,511

	Consolidated financial statements		
	2022		
	Loans to customers and accrued interest Baht'000	Allowance for expected credit loss Baht'000	Net book value Baht'000
Performing financial assets	50,270,609	(170,943)	50,099,666
Under-performing financial assets	3,613,895	(237,902)	3,375,993
Non-performing financial assets	1,385,269	(247,293)	1,137,976
Purchased or originated credit-impaired financial assets	3,560,461	(91,988)	3,468,473
Total	58,830,234	(748,126)	58,082,108

**12 Allowance for expected credit loss**

<b>Consolidated financial statements</b>					
<b>2023</b>					
<b>Allowance for expected credit loss</b>					
	<b>12-month ECL Baht-000</b>	<b>Lifetime ECL not credit- impaired Baht-000</b>	<b>Lifetime ECL credit-impaired Baht-000</b>	<b>Purchased or originated credit-impaired Baht-000</b>	<b>Total Baht-000</b>
<b>Financial assets measured at fair value through other comprehensive income</b>					
As at 1 January 2023	-	-	43,525	-	43,525
Change in value of allowance for expected credit loss /remeasurement	-	-	607	-	607
As at 31 December 2023	-	-	44,132	-	44,132
<b>Loans to customers and accrued interest, net</b>					
As at 1 January 2023	170,943	237,902	247,293	91,988	748,126
Reclassification	(10,444)	29,819	(19,375)	-	-
Change in value of allowance for expected credit loss /remeasurement	(23,127)	108,237	500,729	171,795	757,634
Purchase or origination of financial assets	204,284	229,401	107,707	361	541,753
Derecognition of financial assets (Collection, closed accounts, and closed accounts at maturity)	(75,371)	(56,307)	(175,099)	(39,253)	(346,030)
Change in classification of investment	57,235	16,897	54,429	-	128,561
As at 31 December 2023	323,520	565,949	715,684	224,891	1,830,044
<b>Consolidated financial statements</b>					
<b>2022</b>					
<b>Allowance for expected credit loss</b>					
	<b>12-month ECL Baht-000</b>	<b>Lifetime ECL not credit- impaired Baht-000</b>	<b>Lifetime ECL credit-impaired Baht-000</b>	<b>Purchased or originated credit-impaired Baht-000</b>	<b>Total Baht-000</b>
<b>Financial assets measured at fair value through other comprehensive income</b>					
As at 1 January 2022	-	-	42,869	-	42,869
Change in value of allowance for expected credit loss /remeasurement	-	-	656	-	656
As at 31 December 2022	-	-	43,525	-	43,525
<b>Loans to customers and accrued interest, net</b>					
As at 1 January 2022	73,444	369,494	165,898	126,719	735,555
Reclassification	(473)	4,281	(3,808)	-	-
Change in value of allowance for expected credit loss /remeasurement	2,541	(129,306)	82,546	(4,446)	(48,665)
Purchase or origination of financial assets	131,057	28,015	27,472	(2,441)	184,103
Derecognition of financial assets (Collection, closed accounts, and closed accounts at maturity)	(35,299)	(34,687)	(119,123)	(27,844)	(216,953)
Change in classification of investment	(327)	105	94,308	-	94,086
As at 31 December 2022	170,943	237,902	247,293	91,988	748,126

### 13 Other receivables

	Consolidated financial statements		Separate financial statements	
	2023 Baht:000	2022 Baht:000	2023 Baht:000	2022 Baht:000
Other receivables - properties foreclosed	5,631	26,672	-	-
Amounts due from related parties (Note 38 d))	234	63,480	1,217	270
Interest receivables	2,570	1,970	585	-
Prepaid expenses	57,784	89,485	6,859	13,056
Deposits	32,116	64,858	994	994
Receivables from Legal Execution Department	414,092	256,127	-	-
Receivables from Revenue Department	1,444,470	458,912	2,000	1,425
Advances	91,341	263,824	-	-
Others	1,033,626	1,068,434	18	-
Total	3,081,864	2,293,762	11,673	15,745

### 14 Properties foreclosed, net

	Consolidated financial statements	
	2023 Baht:000	2022 Baht:000
Cost	2,037,928	937,048
<u>Less</u> Allowance for impairment	(387,600)	(80,170)
Properties foreclosed, net	1,650,328	856,878

### 15 Other current assets

	Consolidated financial statements		Separate financial statements	
	2023 Baht:000	2022 Baht:000	2023 Baht:000	2022 Baht:000
VAT pending submission - net	195,647	563,238	1,701	1,699
Withholding tax	31,843	12,929	-	5,946
Others	529	1,359	-	-
Total	228,019	577,526	1,701	7,645

**16 Financial assets measured at fair value**

Movements of financial assets measured at fair value during the years are as follows:

	<b>Consolidated financial statements</b>	
	<b>2023</b>	<b>2022</b>
	<b>Financial assets measured at fair value through profit or loss Baht-000</b>	<b>Financial assets measured at fair value through other comprehensive income Baht-000</b>
Opening net book balance	35,090	36,475
Change in fair value	(2,812)	-
<u>Less</u> Allowance for expected credit loss	-	(607)
Closing book net balance	32,278	35,868
	<b>Consolidated financial statements</b>	
	<b>2023</b>	<b>2022</b>
	<b>Financial assets measured at fair value through profit or loss Baht-000</b>	<b>Financial assets measured at fair value through other comprehensive income Baht-000</b>
Opening net book balance	1,710,144	37,131
Additions	20,000	-
Disposals	(1,650,000)	-
Change in fair value	6,138	-
Change in classification of investment (Note 37)	(51,192)	-
<u>Less</u> Allowance for expected credit loss	-	(656)
Closing book net balance	35,090	36,475
	<b>Separate financial statements</b>	
	<b>2023</b>	<b>2022</b>
	<b>Financial assets measured at fair value through profit or loss Baht-000</b>	<b>Financial assets measured at fair value through profit or loss Baht-000</b>
Opening net book balance	5,866	5,846
Change in fair value	78	20
Closing book net balance	5,944	5,866

**16.1 Financial assets measured at fair value through profit or loss**

	<b>2023</b>	
	<b>Consolidated</b>	<b>Separate</b>
	<b>financial statements</b>	<b>financial statements</b>
	<b>Fair value</b>	<b>Fair value</b>
	<b>Baht'000</b>	<b>Baht'000</b>
Investment in debt - unit trusts	7,385	5,944
Investment in equity - non-marketable securities	24,893	-
Total	32,278	5,944

	<b>2022</b>	
	<b>Consolidated</b>	<b>Separate</b>
	<b>financial statements</b>	<b>financial statements</b>
	<b>Fair value</b>	<b>Fair value</b>
	<b>Baht'000</b>	<b>Baht'000</b>
Investment in debt - unit trusts	7,310	5,866
Investment in equity - non-marketable securities	27,780	-
Total	35,090	5,866

**16.2 Financial assets measured at fair value through other comprehensive income**

	<b>Consolidated financial statements</b>	
	<b>2023</b>	<b>2022</b>
	<b>Fair value</b>	<b>Fair value</b>
	<b>Baht'000</b>	<b>Baht'000</b>
Investment in debt - private sector debt securities	80,000	80,000
<u>Less</u> Allowance for expected credit loss	(44,132)	(43,525)
Total	35,868	36,475

## 17 Financial assets and liabilities

Classification of the Group's financial assets and financial liabilities are as follows:

Consolidated financial statements				
2023				
	FVPL Baht'000	FVOCI Baht'000	Amortised cost Baht'000	Total Baht'000
<b>Financial assets</b>				
Cash and cash equivalents	-	-	3,962,372	3,962,372
Financial assets measured at amortised costs	-	-	529	529
Financial assets measured at fair value through profit or loss	32,278	-	-	32,278
Financial assets measured at fair value through other comprehensive income	-	35,868	-	35,868
Loans to customers and accrued interest, net	-	-	98,568,511	98,568,511
Other receivables	-	-	1,456,153	1,456,153
	32,278	35,868	103,987,565	104,055,711
<b>Financial liabilities</b>				
Short-term borrowings from related party	-	-	1,000,000	1,000,000
Short-term borrowings from financial institutions	-	-	12,084,572	12,084,572
Long-term borrowings from financial institutions	-	-	17,781,976	17,781,976
Other payables	-	-	1,076,380	1,076,380
Senior debentures	-	-	43,640,961	43,640,961
	-	-	75,583,889	75,583,889
Consolidated financial statements				
2022				
	FVPL Baht'000	FVOCI Baht'000	Amortised cost Baht'000	Total Baht'000
<b>Financial assets</b>				
Cash and cash equivalents	-	-	2,822,634	2,822,634
Financial assets measured at amortised costs	-	-	528	528
Financial assets measured at fair value through profit or loss	35,090	-	-	35,090
Financial assets measured at fair value through other comprehensive income	-	36,475	-	36,475
Loans to customers and accrued interest, net	-	-	58,082,108	58,082,108
Other receivables	-	-	1,875,593	1,875,593
	35,090	36,475	62,780,863	62,852,428
<b>Financial liabilities</b>				
Short-term borrowings from financial institutions	-	-	7,356,211	7,356,211
Long-term borrowings from financial institutions	-	-	5,625,349	5,625,349
Other payables	-	-	2,174,515	2,174,515
Senior debentures	-	-	22,032,631	22,032,631
	-	-	37,188,706	37,188,706

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<b>Separate financial statements</b>				
<b>2023</b>				
	<b>FVPL</b>	<b>FVOCI</b>	<b>Amortised</b>	<b>Total</b>
	<b>Baht'000</b>	<b>Baht'000</b>	<b>cost</b>	<b>Baht'000</b>
			<b>Baht'000</b>	
<b>Financial assets</b>				
Cash and cash equivalents	-	-	1,560,574	1,560,574
Short-term loans to related parties and accrued interest receivables	-	-	43,529,464	43,529,464
Long-term loans to related party and accrued interest receivables	-	-	6,589,844	6,589,844
Financial assets measured at fair value through profit or loss	5,944	-	-	5,944
Other receivables	-	-	3,820	3,820
	5,944	-	51,683,702	51,689,646
<b>Financial liabilities</b>				
Short-term borrowings from financial institutions	-	-	11,384,572	11,384,572
Long-term borrowings from financial institutions	-	-	3,155,867	3,155,867
Other payables	-	-	5,768	5,768
Senior debentures	-	-	40,007,894	40,007,894
	-	-	54,554,101	54,554,101
<b>Separate financial statements</b>				
<b>2022</b>				
	<b>FVPL</b>	<b>FVOCI</b>	<b>Amortised</b>	<b>Total</b>
	<b>Baht'000</b>	<b>Baht'000</b>	<b>cost</b>	<b>Baht'000</b>
			<b>Baht'000</b>	
<b>Financial assets</b>				
Cash and cash equivalents	-	-	1,033,646	1,033,646
Short-term loans to related parties and accrued interest receivables	-	-	22,522,055	22,522,055
Long-term loans to related party and accrued interest receivables	-	-	7,589,625	7,589,625
Financial assets measured at fair value through profit or loss	5,866	-	-	5,866
Other receivables	-	-	1,695	1,695
	5,866	-	31,147,021	31,152,887
<b>Financial liabilities</b>				
Short-term borrowings from financial institutions	-	-	7,356,211	7,356,211
Long-term borrowings from financial institutions	-	-	2,340,254	2,340,254
Other payables	-	-	24,843	24,843
Senior debentures	-	-	22,032,631	22,032,631
	-	-	31,753,939	31,753,939



## 17.1 Other financial assets at amortised cost

### a) Classification of financial assets at amortised cost

The Group classifies its financial assets as at amortised cost only if both of the following criterias are met.

- The asset is held within a business model whose objective is to collect the contractual cash flows, and
- The contractual terms give rise to cash flows that are solely payments of principal and interest.

The carrying value of financial assets at amortised cost are as follows:

Consolidated financial statements			
31 December 2023			
	Current Baht:000	Non-current Baht:000	Total Baht:000
Cash and cash equivalents	3,962,372	-	3,962,372
Financial assets measured at amortised cost	529	-	529
Loans to customers and accrued interest	60,347,237	40,051,318	100,398,555
Other receivables	1,456,153	-	1,456,153
	65,766,291	40,051,318	105,817,609
<u>Less</u> Allowance for expected credit loss	(1,060,042)	(770,002)	(1,830,044)
Total	64,706,249	39,281,316	103,987,565
Consolidated financial statements			
31 December 2022			
	Current Baht:000	Non-current Baht:000	Total Baht:000
Cash and cash equivalents	2,822,634	-	2,822,634
Financial assets measured at amortised cost	528	-	528
Loans to customers and accrued interest	32,821,401	26,008,833	58,830,234
Other receivables	1,875,593	-	1,875,593
	37,520,156	26,008,833	63,528,989
<u>Less</u> Allowance for expected credit loss	(478,157)	(269,969)	(748,126)
Total	37,041,999	25,738,864	62,780,863
Separate financial statements			
31 December 2023			
	Current Baht:000	Non-current Baht:000	Total Baht:000
Cash and cash equivalent	1,560,574	-	1,560,574
Short-term loans to related parties and accrued interest receivable	43,529,464	-	43,529,464
Long-term loans to related party and accrued interest receivable	27,644	6,562,200	6,589,844
Other receivables	3,820	-	3,820
	45,121,502	6,562,200	51,683,702
<u>Less</u> Allowance for expected credit loss	-	-	-
Total	45,121,502	6,562,200	51,683,702

	<b>Separate financial statements</b>		
	<b>31 December 2022</b>		
	<b>Current Baht'000</b>	<b>Non-current Baht'000</b>	<b>Total Baht'000</b>
Cash and cash equivalents	1,033,646	-	1,033,646
Short-term loans to related parties and accrued interest receivables	22,522,055	-	22,522,055
Long-term loans to related party and accrued interest receivables	27,425	7,562,200	7,589,625
Other receivables	1,695	-	1,695
	23,584,821	7,562,200	31,147,021
<u>Less</u> Allowance for expected credit loss	-	-	-
<b>Total</b>	<b>23,584,821</b>	<b>7,562,200</b>	<b>31,147,021</b>

*Other receivables*

These amounts generally arise from transactions outside the Group's usual operating activities. Interest may be charged at commercial rates where the terms of repayment are exceeded. Collateral isn't normally obtained.

**b) Fair value of other financial assets at amortised cost**

Due to the short-term nature of the other current receivables, their carrying amount is considered to be the same as their fair value. For the majority of the non-current receivables, the fair values also aren't significantly different to their carrying amounts.

**c) Allowance for expected credit loss**

Information about the impairment of financial assets at amortised cost and the Group's exposure to credit risk is disclosed in notes 6 and 12.

**17.2 Financial assets at fair value through other comprehensive income**

**a) Classification of financial assets at fair value through other comprehensive income**

Financial assets at fair value through other comprehensive income comprise:

- Debt securities where the contractual cash flows are solely principal and interest and the objective of the Group's business model is achieved both by collecting contractual cash flows and selling financial assets.

Financial assets measured at FVOCI include the following:

	<b>Consolidated financial statements</b>	
	<b>2023 Fair value Baht'000</b>	<b>2022 Fair value Baht'000</b>
<b>Non-current assets</b>		
Listed bonds	35,868	36,475
<b>Total</b>	<b>35,868</b>	<b>36,475</b>

**b) Amounts recognised in profit or loss and other comprehensive income**

The following losses were recognised in profit or loss and other comprehensive income during the year as follows:

	<b>Consolidated financial statements</b>	
	<b>2023 Baht-000</b>	<b>2022 Baht-000</b>
<b>Losses recognised in other comprehensive income</b>		
Expected credit losses for debt investments at FVOCI recognised in profit or loss (12 months expected credit losses/Lifetime expected credit losses)	607	656

**c) Allowance for expected credit loss**

Allowance for expected credit loss and the Group's exposure to credit risk is disclosed in notes 6 and 12.

**17.3 Financial assets at fair value through profit or loss**

**a) Classification of financial assets at fair value through profit or loss**

The Group classifies the following financial assets at fair value through profit or loss:

- Debt investments that don't qualify for measurement at either an amortised cost or FVOCI
- Equity investments that are held for trading
- Equity investments that the Group irrevocably hasn't elected at initial recognition to recognise fair value gains and losses through OCI

Financial assets measured at FVPL include the following:

	<b>Consolidated financial statements</b>	
	<b>2023 Fair value Baht-000</b>	<b>2022 Fair value Baht-000</b>
<b>Non-current assets</b>		
Non-marketable securities	24,893	27,780
Investment in Unit Trust	7,385	7,310
	32,278	35,090
	<b>Separate financial statements</b>	
	<b>2023 Fair value Baht-000</b>	<b>2022 Fair value Baht-000</b>
<b>Non-current assets</b>		
Investment in Unit Trust	5,944	5,866
	5,944	5,866

**b) Gains (losses) recognised in profit or loss during the year**

Gains (losses) recognised in profit or loss during the year are as follows:

	<b>Consolidated financial statements</b>	
	<b>2023 Baht-000</b>	<b>2022 Baht-000</b>
Fair value (losses) gains on equity investments at FVPL recognised in other income (expense)	(2,887)	6,708
Fair value gains (losses) on debt instruments at FVPL recognised in other income (expense)	76	(570)
	<b>Separate financial statements</b>	
	<b>2023 Baht-000</b>	<b>2022 Baht-000</b>
Fair value gains on debt instruments at FVPL recognised in other income	78	20

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**18 Investments in associate and subsidiaries**

The associate and subsidiaries included in consolidated financial statements are listed below. The subsidiaries have only ordinary shares in which the Group directly holds those shares. The proportion of ownership interests held by the Group is equal to voting rights in subsidiaries that the Group holds.

Investments in associate and subsidiaries as at the date of the statement of financial position are as follows:

Company name	Nature of business	Country of incorporation	Proportion of ordinary shares directly held by parent		Proportion of ordinary shares directly held by the Group		Proportion of shares held by non-controlling interests		Consolidated financial statements		Separate financial statements	
			Investment at equity method		Investment at cost method							
			2023	2022	2023	2022	2023	2022	2023	2022	2023	2022
			%	%	%	%	%	%	Baht '000	Baht '000	Baht '000	Baht '000
<b>Associate</b>												
Fast Money Co., Ltd.	Hire-purchase and loan	Thailand	-	49.00	-	-	-	-	-	1,501,502	-	1,499,400
<b>Total</b>									-	1,501,502	-	1,499,400
<b>Subsidiaries</b>												
SWP Asset Management Co., Ltd.	Asset management	Thailand	89.33	89.33	89.33	89.33	10.67	10.67	-	-	835,000	835,000
Srisawad International Holding Co., Ltd.	Investment in other companies	Thailand	99.67	99.67	99.67	99.67	0.33	0.33	-	-	268,121	268,121
Srisawad Power 2014 Co., Ltd.	Hire-purchase, loan and debt collection service	Thailand	99.99	99.99	99.99	99.99	0.01	0.01	-	-	1,999,970	1,999,970
Srisawad Capital 1969 PCL	Loan service	Thailand	72.05	72.05	72.05	72.05	27.95	27.95	-	-	8,252,896	8,252,896
Fast Money Co., Ltd.	Hire-purchase and loan	Thailand	99.99	-	99.99	-	0.01	-	-	-	3,073,280	-
P Lending Co., Ltd.	Launch a loan providing platform	Thailand	74.99	74.99	74.99	74.99	25.01	25.01	-	-	3,750	3,750
Srisawad Digital Co. Ltd.	Loan service	Thailand	99.99	99.99	99.99	99.99	0.01	0.01	-	-	50,000	50,000
<b>Total</b>									-	-	14,483,017	11,409,737
<b>Subsidiaries indirectly under Srisawad International Holding Co., Ltd.</b>												
SWP Services Co., Ltd.	Management and consulting services	Thailand	99.99	99.99	99.66	99.66	0.34	0.34	-	-	-	-
Srisawad Leasing Lao Co., Ltd.	Hire-purchase and loan	Lao PDR	90.00	90.00	89.70	89.70	10.30	10.30	-	-	-	-
Srisawad PICO Pattani Co., Ltd.	PICO finance loan	Thailand	99.99	99.99	99.66	99.66	0.34	0.34	-	-	-	-
Srisawad PICO Yala Co., Ltd.	PICO finance loan	Thailand	99.99	99.99	99.66	99.66	0.34	0.34	-	-	-	-
Srisawad PICO Narathiwat Co., Ltd.	PICO finance loan	Thailand	99.99	99.99	99.66	99.66	0.34	0.34	-	-	-	-
Srisawad Vietnam Liability Co., Ltd.	Loan service	Vietnam	70.00	70.00	69.77	69.77	30.23	30.23	-	-	-	-
Sawad Rung Reung Finance Cambodia PLC	Loan service	Cambodia	-	75.00	-	74.75	-	25.25	-	-	-	-
<b>Total</b>									-	-	-	-

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Company name	Nature of business	Country of incorporation	Proportion of ordinary shares directly held by parent		Proportion of ordinary shares directly held by the Group		Proportion of shares held by non-controlling interests		Consolidated financial statements		Separate financial statements	
			2023	2022	2023	2022	2023	2022	Investment at equity method		Investment at cost method	
			%	%	%	%	%	%	2023 Baht '000	2022 Baht '000	2023 Baht '000	2022 Baht '000
Subsidiary indirectly held under Srisawad Power 2014 Co., Ltd.												
Srisawad Power 2022 Co., Ltd.	Loan service	Thailand	99.99	99.99	99.99	99.99	0.01	0.01	-	-	-	-
Total									-	-	-	-
Subsidiaries indirectly held under Srisawad Capital 1969 PCL.												
S Leasing Co., Ltd.	Hire-purchase	Thailand	90.00	90.00	64.84	64.84	35.16	35.16	-	-	-	-
Cathay Leasing Co., Ltd.	Hire-purchase	Thailand	100.00	100.00	72.05	72.05	27.95	27.95	-	-	-	-
Sawad Rung Reung Finance (Cambodia) PLC.	Loan service	Cambodia	75.00	-	54.04	-	45.96	-	-	-	-	-
Total									-	-	-	-

Movements of the investments in associate for the years are as follows:

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	<b>2023 Baht-000</b>	<b>2022 Baht-000</b>	<b>2023 Baht-000</b>	<b>2022 Baht-000</b>
Opening balance	1,501,502	1,470,460	1,499,400	1,499,400
Change in classification of investment	(1,527,313)	-	(1,499,400)	-
Share of net profit of associate accounted for using the equity method	25,811	31,042	-	-
Closing balance	-	1,501,502	-	1,499,400

Movements of the investments in subsidiaries for the years are as follows:

	<b>Separate financial statements</b>	
	<b>2023 Baht-000</b>	<b>2022 Baht-000</b>
Opening balance	11,409,737	10,755,420
Change in classification of investment	1,499,400	-
Additions of investment in subsidiaries	1,573,880	875,195
Disposals of investment in subsidiaries	-	(195,000)
Allowance for impairment	-	(25,878)
Closing balance	14,483,017	11,409,737

## **18.1 Transactions incurred during 2023**

### Investments in subsidiaries

Fast Money Co., Ltd.

On 30 June 2023, the Company acquired additional shares of Fast Money Co., Ltd. amounting to 4,900,000 ordinary shares at Baht 1,499.40 million. As a result, the investment proportion increased from 49% to 98% of the total outstanding share and the investment is reclassified from investment in associate to investment in subsidiaries. The groups recognised goodwill at Baht 244.19 million (Note 37).

In December 2023, the Company invested acquired additional shares of Fast Money Co., Ltd. amounting to 200,000 ordinary shares at Baht 74.48 million. As a result, the investment proportion increased from 98% to 99.99% of the total outstanding share.

## **18.2 Transactions incurred during 2022**

### Investments in subsidiaries

SWP Asset Management Co., Ltd.

On 2 March 2022, the Board of Directors Meeting no.2/2565 approved the acquisition of 1,500,000 ordinary shares of SWP Asset Management Co., Ltd. ("SWP") from Noble Development Public Company Limited ("NOBLE") at Baht 315.00 million. As a result, the investment proportion increased from 69.33% to 89.33% of the total outstanding shares.

Srisawad International Holding Co., Ltd.

In 2022, the impairment charge of Baht 25.88 million for investment in Srisawad International Holding Co., Ltd. was made during the period as a result of the recoverable amount (the higher of the value in use or fair value less costs of disposal) is lower than the book value.

Srisawad Power 2014 Co., Ltd.

On 28 June 2022, the Board of Directors Meeting of Srisawad Power 2014 Co., Ltd. no. 3/2565 approved the acquisition of 509,998 ordinary shares of NI SR Capital Co., Ltd. at Baht 51.00 million. As a result, the Group holds an investment proportion on NI SR Capital Co., Ltd. at 99.99% of the total outstanding shares.

Srisawad Capital 1969 PCL.

On 23 June 2022, the Extraordinary General Meeting of the Shareholders of Srisawad Capital 1969 PCL. ("SCAP") resolved to cancel the finance business licence, to conduct a share swap transaction by increasing the capital for sale of newly issued shares to a private placement for the acquisition of Srisawad Capital Co., Ltd. businesses, and to accept the entire business transfer of Srisawad Capital Co., Ltd. to SCAP.

On 9 September 2022, SCAP acquired ordinary shares of Srisawad Capital Co., Ltd. from the Company and other shareholders totaling 60,000,000 shares at Baht 18,000.00 million by issuing 750,000,000 ordinary shares. As a result, the Company has an increase in ordinary shares at Baht 560.19 million and gain from share swap under common control at Baht 365.19 million. The Group has changes in investment proportion as follows:

- the investment proportion in SCAP decreased from 81.64% to 72.05%
- the investment proportion in Srisawad Capital Co., Ltd. increased from 65.00% to 72.05%

On 15 September 2022, SCAP has changed the company name to Srisawad Capital 1969 PCL

Investment in subsidiaries which held by Srisawad Capital 1969 PCL

Srisawad Capital Co., Ltd.

On 11 April 2022, the Extraordinary General Meeting of Srisawad Capital Co., Ltd. no. 2/2565 approved the acquisition of 499,998 ordinary shares of Cathay Leasing Co. Ltd. at Baht 39.77 million. As a result, the Group holds an investment proportion on Cathay Leasing Co., Ltd. at 65.00% of the total outstanding shares.

On 9 September 2022, the Company sold all ordinary shares of Srisawad Capital Co., Ltd. to SCAP, a subsidiary of the Company, in exchange of ordinary shares of SCAP. As a result, the Company has a decrease in ordinary shares at Baht 195.00 million.

After the share swap transaction between SCAP and Srisawad Capital Co., Ltd. the Group has changes in investment proportion of the subsidiaries of Srisawad Capital Co., Ltd. as follows:

- the investment proportion in S Leasing Co., Ltd. increased from 58.50% to 64.84%.
- the investment proportion in Cathay Leasing Co. Ltd. increased from 65.00% to 72.05%.

On 1 December 2022, Srisawad Capital 1969 PCL. has merged with Srisawad Capital Co., Ltd. which are the same group and are under common control. The whole assets and liabilities of Srisawad Capital Co., Ltd. have been transferred to Srisawad Capital 1969 PCL. Srisawad Capital Co., Ltd. registered the dissolution of the company on the same date.

Investment in subsidiaries which held by Srisawad Power 2014 Co., Ltd.

Srisawad Power 2022 Co., Ltd.

On 1 September 2022, NI SR Capital Co., Ltd. has changed the company name to Srisawad Power 2022 Co., Ltd.

Investment in subsidiaries which held by Srisawad International Holding Co., Ltd.

Srisawad Vietnam Liability Co., Ltd

On 30 September 2022, Srisawad International Holding Co., Ltd. ("SIH") acquired additional shares of Srisawad Vietnam Liability Company Limited ("SVN") at Baht 20.00 million. As a result, the Group's investment proportion increased from 10% to 70% of total outstanding shares. The Group gained control over SVN, the investment is reclassified to investment in subsidiaries (Note 37).



### **18.3 Non-controlling interests**

The total non-controlling interests as of 31 December 2023 is Baht 3,019.63 million (2022: Baht 3,342.28 million), of which Baht 2,251.76 million is for Srisawad Capital 1969 PCL. (2022: Baht 2,733.50 million). The remaining non-controlling interests are considered immaterial to the Group's equity.

#### **Summarised financial information on subsidiaries with material non-controlling interests**

Set out below is the summarised financial information for subsidiaries that have non-controlling interests that are material to the Group. The amounts disclosed for each subsidiary are before inter-company eliminations.

**Summarised statement of financial position**

<b>Srisawad Capital 1969 PCL.</b>		
	<b>2023</b>	<b>2022</b>
	<b>Baht '000</b>	<b>Baht '000</b>
Assets	35,473,353	22,923,156
Liabilities	(27,200,702)	(12,926,951)
Net assets	8,272,651	9,996,205
Non-controlling interests	2,251,763	2,733,498

**Summarised statement of comprehensive income**

<b>Srisawad Capital 1969 PCL.</b>		
	<b>2023</b>	<b>2022</b>
	<b>Baht '000</b>	<b>Baht '000</b>
Revenue	1,688,838	1,182,817
Profit or loss	353,584	394,790
Other comprehensive income	4,858	9,319
Total comprehensive income	358,442	404,109
Profit (loss) allocated to non-controlling interests	98,827	89,684
Dividends paid to non-controlling interests	581,921	82,984

**Summarised statement of cash flows**

<b>Srisawad Capital 1969 PCL.</b>		
	<b>2023</b>	<b>2022</b>
	<b>Baht '000</b>	<b>Baht '000</b>
Net cash used in operating activities	(13,063,743)	(5,409,871)
Net cash (used in) from investing activities	(82,001)	1,606,400
Net cash from financing activities	13,152,202	3,449,644
Net increase (decrease) in cash and cash equivalents, net	6,458	(353,827)
Cash and cash equivalents at beginning of the year	224,109	577,936
Cash and cash equivalents at end of the year	230,567	224,109

**Srisawad Corporation Public Company Limited**  
**Notes to the Consolidated and Separate Financial Statements**  
**For the year ended 31 December 2023**

**19 Property, plant and equipment, net**

	Consolidated financial statements							Total Baht-000
	Land Baht-000	Land improvements Baht-000	Buildings and building improvements Baht-000	Furniture and fixtures Baht-000	Equipment Baht-000	Vehicles Baht-000	Work in process Baht-000	
<b>At 1 January 2022</b>								
Cost	28,860	9,418	869,620	338,834	299,025	179,858	1,075	1,726,690
<u>Less</u> Accumulated depreciation	-	(131)	(523,686)	(246,089)	(208,589)	(137,008)	-	(1,115,503)
Net book value	28,860	9,287	345,934	92,745	90,436	42,850	1,075	611,187
<b>For the year ended 31 December 2022</b>								
Opening net book value	28,860	9,287	345,934	92,745	90,436	42,850	1,075	611,187
Additions	1,707	-	80,490	28,507	42,177	4,819	9,469	167,169
Increase from business combination	-	-	-	1,013	9,327	-	-	10,340
Disposals/write off, net	-	-	(2,927)	-	(2)	(1,992)	-	(4,921)
Transfer in/out	-	-	9,603	-	-	-	(9,603)	-
Depreciation charge	-	(471)	(106,585)	(37,574)	(36,349)	(10,335)	-	(191,314)
Effects of changes in foreign exchange rates	-	-	-	(9)	5,332	(2)	-	5,321
Closing net book value	30,567	8,816	326,515	84,682	110,921	35,340	941	597,782
<b>At 31 December 2022</b>								
Cost	30,567	9,418	943,248	367,373	342,630	137,108	941	1,831,285
<u>Less</u> Accumulated depreciation	-	(602)	(616,733)	(282,691)	(231,709)	(101,768)	-	(1,233,503)
Net book value	30,567	8,816	326,515	84,682	110,921	35,340	941	597,782
<b>For the year ended 31 December 2023</b>								
Opening net book value	30,567	8,816	326,515	84,682	110,921	35,340	941	597,782
Additions	-	-	86,338	27,985	31,107	188,200	-	333,630
Increase from business combination	-	-	583	26	14,198	11,486	-	26,293
Disposals/write off, net	-	-	(3,359)	-	(38)	(3,822)	-	(7,219)
Transfer in/out	-	-	-	-	357	-	(357)	-
Depreciation charge	-	(471)	(91,244)	(37,160)	(41,872)	(14,016)	-	(184,763)
Effects of changes in foreign exchange rates	-	-	-	(16)	(1,493)	43	-	(1,466)
Closing net book value	30,567	8,345	318,833	75,517	113,180	217,231	584	764,257
<b>At 31 December 2023</b>								
Cost	30,567	9,418	1,012,592	394,549	393,312	315,508	584	2,156,530
<u>Less</u> Accumulated depreciation	-	(1,073)	(693,759)	(319,032)	(280,132)	(98,277)	-	(1,392,273)
Net book value	30,567	8,345	318,833	75,517	113,180	217,231	584	764,257

**Srisawad Corporation Public Company Limited**  
**Notes to the Consolidated and Separate Financial Statements**  
**For the year ended 31 December 2023**

	Separate financial statements		
	Buildings and building improvements Baht-000	Equipment Baht-000	Total Baht-000
<b>At 1 January 2022</b>			
Cost	17,403	81	17,484
<u>Less</u> Accumulated depreciation	(2,851)	(5)	(2,856)
Net book value	14,552	76	14,628
<b>For the year ended 31 December 2022</b>			
Opening net book value	14,552	76	14,628
Depreciation charge	(991)	(16)	(1,007)
Closing net book value	13,561	60	13,621
<b>At 31 December 2022</b>			
Cost	17,403	81	17,484
<u>Less</u> Accumulated depreciation	(3,842)	(21)	(3,863)
Net book value	13,561	60	13,621
<b>For the year ended 31 December 2023</b>			
Opening net book value	13,561	60	13,621
Depreciation charge	(992)	(16)	(1,008)
Closing net book value	12,569	44	12,613
<b>At 31 December 2023</b>			
Cost	17,403	81	17,484
<u>Less</u> Accumulated depreciation	(4,834)	(37)	(4,871)
Net book value	12,569	44	12,613

**20 Right-of-use assets, net**

	Consolidated financial statements				
	Buildings Baht-000	Branches Baht-000	Vehicles Baht-000	Computer Baht-000	Total Baht-000
Balance as at 1 January 2022	315,727	776,445	21,155	-	1,113,327
Additions	18,906	862,101	19,688	-	900,695
Lease termination	(1,377)	(15,794)	(11,200)	-	(28,371)
Depreciation charge	(33,592)	(569,691)	(10,210)	-	(613,493)
Effects of changes in foreign exchange rates	-	(223)	-	-	(223)
Balance as at 31 December 2022	299,664	1,052,838	19,433	-	1,371,935
Balance as at 1 January 2023	299,664	1,052,838	19,433	-	1,371,935
Additions	120,632	763,394	10,513	3,242	897,781
Increase from business combination	56,943	-	-	-	56,943
Lease termination	(165,526)	(19,452)	(343)	-	(185,321)
Depreciation charge	(46,101)	(612,657)	(10,514)	(185)	(669,457)
Effects of changes in foreign exchange rates	23	(56,295)	22	-	(56,250)
Balance as at 31 December 2023	265,635	1,127,828	19,111	3,057	1,415,631

	<b>Separate financial statements</b>
	<b>Buildings</b>
	<b>Baht-000</b>
Balance as at 1 January 2022	24,965
Depreciation charge	(1,682)
Balance as at 31 December 2022	23,283
Balance as at 1 January 2023	23,283
Depreciation charge	(1,682)
Balance as at 31 December 2023	21,601

Expenses for leases not included in the measurement of lease liabilities, right-of-use and cash outflows

	<b>Consolidated</b>	
	<b>financial statements</b>	
	<b>2023</b>	<b>2022</b>
	<b>Baht-000</b>	<b>Baht-000</b>
Interest expenses from lease liabilities	57,760	47,156
Expenses relating to leases of low-value assets	6,461	10,748
	<b>Separate</b>	
	<b>financial statements</b>	
	<b>2023</b>	<b>2022</b>
	<b>Baht-000</b>	<b>Baht-000</b>
Interest expenses from lease liabilities	1,276	1,009

## 21 Intangible assets, net

The Group and the Company's net intangible assets are as follows:

	<b>Consolidated</b>		<b>Separate</b>	
	<b>financial statements</b>		<b>financial statements</b>	
	<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>
	<b>Baht-000</b>	<b>Baht-000</b>	<b>Baht-000</b>	<b>Baht-000</b>
Intangible assets which include finance license from the business combination	886,000	886,000	-	-
Goodwill	267,771	23,577	-	-
Computer software	55,077	51,704	1,459	1,833
Total intangible assets, net	1,208,848	961,281	1,459	1,833

Intangible assets which include finance license from the business combination

The Group performs an impairment test on the finance licence annually. The recoverable amount of an intangible assets which include finance license from the business combination is determined using value-in-use calculations. These calculations use pre-tax cash flow projections based on financial budgets approved by management.

Key assumptions used for value-in-use calculations for intangible assets which include finance license from the business combination.

	<b>Intangible assets which include finance license from the business combination</b>
The growth rate of the loan portfolio	3.00%
Interest cost rate	2.40%
Fee income rate	1.30%
The discount rate calculated from the cost of equity	12.66%

Based on the annual impairment assessment, management concluded there was no impairment of the intangible assets which include finance license from the business combination as at 31 December 2023 (2022: None).

On 9 September 2022, the Group has canceled the finance license received from the business combination with Srisawad Capital 1969 PCL as Srisawad Capital 1969 PCL has returned the license to Bank of Thailand. In addition, on 30 September 2022, the Group recognized the finance license received from the business combination with Srisawad Vietnam Liability Co., Ltd. The net increase in the finance license from the business combination is amounting to Baht 332 million.

Goodwill

The Group performs an impairment test on the goodwill annually. The recoverable amount of a goodwill is determined using value-in-use calculations. These calculations use pre-tax cash flow projections based on financial budgets approved by management.

**Srisawad Corporation Public Company Limited**  
**Notes to the Consolidated and Separate Financial Statements**  
**For the year ended 31 December 2023**

Computer Software

Movements of computer software for the years are as follows:

	Consolidated financial statements			Separate financial statements		
	Computer software Baht:000	Work in process Baht:000	Total Baht:000	Computer software Baht:000	Work in process Baht:000	Total Baht:000
<b>At January 2022</b>						
Cost	84,016	1,386	85,402	1,458	-	1,458
<u>Less</u> Accumulated amortisation	(40,511)	-	(40,511)	(1,229)	-	(1,229)
Net book value	43,505	1,386	44,891	229	-	229
<b>For the year ended 31 December 2022</b>						
Opening net book value	43,505	1,386	44,891	229	-	229
Additions	18,920	-	18,920	1,819	-	1,819
Increase from business combination	55	-	55	-	-	-
Amortisation charge	(12,156)	-	(12,156)	(215)	-	(215)
Effects of changes in foreign exchange rates	(6)	-	(6)	-	-	-
Closing net book value	50,318	1,386	51,704	1,833	-	1,833
<b>At 31 December 2022</b>						
Cost	100,624	1,386	102,010	3,277	-	3,277
<u>Less</u> Accumulated amortisation	(50,306)	-	(50,306)	(1,444)	-	(1,444)
Net book value	50,318	1,386	51,704	1,833	-	1,833
<b>For the year ended 31 December 2023</b>						
Opening net book value	50,318	1,386	51,704	1,833	-	1,833
Additions	17,128	722	17,850	-	-	-
Increase from business combination	1,266	-	1,266	-	-	-
Disposal / write-off	(680)	-	(680)	-	-	-
Amortisation charge	(14,991)	-	(14,991)	(374)	-	(374)
Transfer in (out)	814	(814)	-	-	-	-
Effects of changes in foreign exchange rates	(72)	-	(72)	-	-	-
Closing net book value	53,783	1,294	55,077	1,459	-	1,459
<b>At 31 December 2023</b>						
Cost	119,714	1,294	121,008	3,277	-	3,277
<u>Less</u> Accumulated amortisation	(65,931)	-	(65,931)	(1,818)	-	(1,818)
Net book value	53,783	1,294	55,077	1,459	-	1,459



## 22 Deferred tax

Analysis of deferred tax assets and deferred tax liabilities are as follows:

	Consolidated financial statements		Separate financial statements	
	2023 Baht-000	2022 Baht-000	2023 Baht-000	2022 Baht-000
Deferred tax assets	598,484	336,565	11,764	10,708
Deferred tax liabilities	(804,183)	(620,951)	(125,751)	(125,736)
<b>Deferred tax, net</b>	<b>(205,699)</b>	<b>(284,386)</b>	<b>(113,987)</b>	<b>(115,028)</b>

Movements in deferred tax assets and deferred tax liabilities

	Consolidated financial statements									
	(Gain) Loss on financial assets measured at FVOCI Baht-000	Allowance for expected credit loss Baht-000	Allowance for impairment Baht-000	Employee benefit obligations Baht-000	Prepaid expenses Baht-000	Tax losses Baht-000	Right of use assets Baht-000	Cash flow hedges Baht-000	Share of loss of associate accounted for using the equity method Baht-000	Total Baht-000
At 1 January 2022	8,574	121,296	8,181	13,863	14,881	-	29,443	739	5,788	202,765
Charged (credited) to profit or loss	132	2,491	6,027	1,196	1,893	135,954	(4,255)	(739)	(6,208)	136,491
Credited to other comprehensive income	-	-	-	(2,691)	-	-	-	-	-	(2,691)
As at 31 December 2022	8,706	123,787	14,208	12,368	16,774	135,954	25,188	-	(420)	336,565
At 1 January 2023	8,706	123,787	14,208	12,368	16,774	135,954	25,188	-	(420)	336,565
Increase from business combination	-	22,874	4,033	1,285	-	-	484	-	-	28,676
Charged (credited) to profit or loss	121	201,393	56,326	6,097	12,529	(31,405)	(5,647)	-	(5,162)	234,252
Credited to other comprehensive income	-	-	-	(1,009)	-	-	-	-	-	(1,009)
As at 31 December 2023	8,827	348,054	74,567	18,741	29,303	104,549	20,025	-	(5,582)	598,484

	Consolidated financial statements				
	Loss (gain) on financial assets measured at FVPL Baht-000	Revaluation Baht-000	Interest receivable Baht-000	Prepaid expenses Baht-000	Total Baht-000
<b>Deferred tax liabilities</b>					
As at 1 January 2022	(59,188)	(110,400)	(72,958)	-	(242,546)
Increase from business combination (Note 37)	-	(111,000)	-	-	(111,000)
Charged (Credited) to profit or loss	51,436	44,600	(37,438)	(326,003)	(267,405)
As at 31 December 2022	(7,752)	(176,800)	(110,396)	(326,003)	(620,951)
As at 1 January 2023	(7,752)	(176,800)	(110,396)	(326,003)	(620,951)
Charged (Credited) to profit or loss	(495)	581	(32,992)	(150,326)	(183,232)
As at 31 December 2023	(8,247)	(176,219)	(143,388)	(476,329)	(804,183)

	Separate financial statements				
	Employee benefit obligations Baht'000	Allowance for impairment Baht'000	Right-of-use assets Baht'000	Cash flow hedges Baht'000	Total Baht'000
<b>Deferred tax assets</b>					
As at 1 January 2022	2,985	1,000	492	739	5,216
Charged to profit or loss	1,032	5,176	90	-	6,298
Credited to other comprehensive income	(67)	-	-	(739)	(806)
As at 31 December 2022	3,950	6,176	582	-	10,708
As at 1 January 2023	3,950	6,176	582	-	10,708
Charged to profit or loss	768	-	78	-	846
Charged to other comprehensive income	210	-	-	-	210
As at 31 December 2023	4,928	6,176	660	-	11,764

	Separate financial statements	
	Gain on financial assets measured at FVPL Baht'000	Total Baht'000
<b>Deferred tax liabilities</b>		
As at 1 January 2022	(52,693)	(52,693)
Credited to profit or loss	(73,043)	(73,043)
As at 31 December 2022	(125,736)	(125,736)
As at 1 January 2023	(125,736)	(125,736)
Credited to profit or loss	(15)	(15)
As at 31 December 2023	(125,751)	(125,751)

Deferred income tax assets are recognised for tax loss and carried forwards only to the extent that realisation of the related tax benefit through the future taxable profits is probable. The Group does not recognise deferred tax asset of Baht 29.73 million (2022: Baht 26.88 million) from tax losses of Baht 148.65 million (2022: Baht 134.40 million), to carry forward against future taxable income; these tax losses of Baht 148.65 million (2022: Baht 134.40 million) will expire in 2028 and 2027, respectively.

## 23 Other non-current assets

	Consolidated financial statements		Separate financial statements	
	2023 Baht'000	2022 Baht'000	2023 Baht'000	2022 Baht'000
Rental deposits	89,563	76,774	3,287	3,287
Employee retention	107,518	103,857	-	-
Restricted cash	3,162	3,152	-	-
Other deposits	69,131	40,640	-	-
Total other non-current assets	269,374	224,423	3,287	3,287

## 24 Borrowings from financial institutions

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	Baht-000	Baht-000	Baht-000	Baht-000
<b>Current</b>				
Short-term borrowings from financial institutions	12,084,572	7,356,211	11,384,572	7,356,211
Current portion of long-term borrowings from financial institutions	13,306,778	2,103,470	1,626,467	983,387
Total current borrowings	25,391,350	9,459,681	13,011,039	8,339,598
<b>Non-current</b>				
Long-term borrowings from financial institutions	4,475,198	3,521,879	1,529,400	1,356,867
Total non-current borrowings	4,475,198	3,521,879	1,529,400	1,356,867
Total borrowings from financial institutions	29,866,548	12,981,560	14,540,439	9,696,465

### 24.1 Movements of short-term borrowings from financial institutions for the years

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	Baht-000	Baht-000	Baht-000	Baht-000
Opening book balance	7,356,211	500,000	7,356,211	500,000
Additions of short-term borrowings	52,259,213	25,517,986	51,559,213	25,366,594
Repayments of short-term borrowings	(47,700,000)	(18,691,392)	(47,700,000)	(18,540,000)
Amortisation of prepaid interest expenses	169,148	29,617	169,148	29,617
Closing book balance	12,084,572	7,356,211	11,384,572	7,356,211

Short-term borrowings from financial institutions carry an interest rate of 3.00% - 4.15% per annum (2022: 1.95% - 2.35% per annum) and are due for interest and principal repayment at the maturity date.

### 24.2 Movements of long-term borrowings from financial institutions which included the current portion for years

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	Baht-000	Baht-000	Baht-000	Baht-000
Opening book balance	5,625,349	3,254,774	2,340,254	1,530,773
Additions of long-term borrowings	3,300,000	5,725,000	2,300,000	2,450,000
Change in classification of investment	13,215,683	-	-	-
Repayments of long-term borrowings	(4,366,970)	(3,354,425)	(1,484,387)	(1,640,519)
Amortisation of issuance cost	7,914	-	-	-
Closing book balance	17,781,976	5,625,349	3,155,867	2,340,254

Long-term borrowings from financial institutions carry an interest rate of 3.00% - 4.99% per annum (2022: 3.00% - 4.20% per annum). Interest and principal are due for repayment on a monthly basis, quarterly basis and at the maturity date.

The Group and the Company have the following undrawn committed borrowing facilities of Baht 1,747 million (2022: Baht 2,905 million). These borrowing agreements require the Group and the Company to maintain an agreed debt-to-equity ratio using computations from the annual consolidated financial statements. The Group and the Company have complied with such conditions.

The Group and the Company have obtained the bank overdrafts with a limit of Baht 200 million (2022: Baht 200 million).

The fair values of current borrowings are equal to their carrying amounts, as the impact of discounting isn't material. The fair values are based on discounted cash flows using a discount rate based on the borrowing rate of 4.18% (2022: 3.33%) and are within the level 2 of the fair value hierarchy.

## 25 Lease liabilities

	Consolidated financial statements		Separate financial statements	
	2023 Baht-000	2022 Baht-000	2023 Baht-000	2022 Baht-000
<b>Minimum finance lease liabilities payments</b>				
Not later than one year	775,707	637,951	2,592	2,592
Later than 1 year but not later than 5 years	669,493	722,673	10,368	10,368
Later than 5 years	213,259	274,828	20,304	22,896
Total undiscounted lease liabilities	1,658,459	1,635,452	33,264	35,856
<u>Less</u> Future finance charges on finance leases	(182,511)	(183,066)	(8,808)	(10,084)
Present value of finance lease liabilities	1,475,948	1,452,386	24,456	25,772
<b>Present value of finance lease liabilities:</b>				
Not later than one year	690,074	608,849	1,382	1,316
Later than 1 year but not later than 5 years	610,073	621,856	6,302	5,988
Later than 5 years	175,801	221,681	16,772	18,468
Total discounted lease liabilities	1,475,948	1,452,386	24,456	25,772

## 26 Other payables

	Consolidated financial statements		Separate financial statements	
	2023 Baht-000	2022 Baht-000	2023 Baht-000	2022 Baht-000
Other payables	1,075,766	745,447	1,955	4,507
Amount due to related parties (Note 38 i))	614	1,311,400	3,813	20,334
Accrued expenses	427,061	498,283	32,858	29,014
Accrued interest expenses	272,205	105,622	210,776	99,965
Others	120,124	117,668	-	1
Total	1,895,770	2,778,420	249,402	153,821

27 Senior debentures

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	Baht'000	Baht'000	Baht'000	Baht'000
Senior unsecured debentures				
- Expiring more than one year	3,633,067	-	-	-
Total unsecured	3,633,067	-	-	-
Senior secured debentures				
- Expiring within one year	9,833,334	7,595,000	9,833,334	7,595,000
- Expiring more than one year	30,174,560	14,437,631	30,174,560	14,437,631
Total secured	40,007,894	22,032,631	40,007,894	22,032,631
Total	43,640,961	22,032,631	40,007,894	22,032,631

Movements of senior debentures which included the current portion for the years are as follows:

	Consolidated financial statements			
	2023		2022	
	Unsecured Baht'000	Secured Baht'000	Unsecured Baht'000	Secured Baht'000
Opening balance	-	22,032,631	-	14,073,437
Principal (net of debt issuance cost)	3,630,414	25,520,658	-	13,730,833
Repayments	-	(7,603,100)	-	(5,798,400)
Amortisation of debt issuance costs	2,653	57,705	-	26,761
Closing balance	3,633,067	40,007,894	-	22,032,631

	Separate financial statements			
	2023		2022	
	Unsecured Baht'000	Secured Baht'000	Unsecured Baht'000	Secured Baht'000
Opening balance	-	22,032,631	-	14,073,437
Principal (net of debt issuance cost)	-	25,520,658	-	13,730,833
Repayments	-	(7,603,100)	-	(5,798,400)
Amortisation of debt issuance costs	-	57,705	-	26,761
Closing balance	-	40,007,894	-	22,032,631

Senior unsecured debentures carry interest rate of 4.00% - 4.90% per annum in accordance with conditions of each debenture (2022: nil). Interest is due on a quarterly basis and principal is due at maturity date. These debentures are guaranteed by a subsidiary.

Senior secured debentures carry interest rate of 3.25% - 5.00% per annum in accordance with conditions of each debenture (2022: 2.95% - 4.40% per annum). Interest is due on a quarterly basis and principal is due at maturity date. These debentures are guaranteed by a subsidiary.

These debenture agreements require the Group and the Company to maintain an agreed debt-to-equity ratio using computations from the annual consolidated financial statements. The Group and the Company can comply with such conditions.

28 Employee benefit obligations

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	Baht'000	Baht'000	Baht'000	Baht'000
<b>Statement of financial position</b>				
Pension benefits	98,030	48,509	25,717	19,615
<b>Loss charge included in operating profit</b>				
Pension benefits	29,821	5,978	3,847	5,161
<b>Remeasurement</b>				
Pension benefits	(4,753)	(13,454)	1,050	(336)

Recognised amounts in the statement of financial position

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	Baht'000	Baht'000	Baht'000	Baht'000
Present value of obligations	98,030	48,509	25,717	19,615
<b>Liability in the statement of financial position</b>	98,030	48,509	25,717	19,615

Movements in employee benefit obligations over the years

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	Baht'000	Baht'000	Baht'000	Baht'000
As at 1 January	48,509	48,148	19,615	14,790
Current service costs	22,074	10,996	3,458	3,262
Past service costs	6,190	-	-	-
Interest costs	1,557	(5,018)	389	1,899
Defined benefit obligation transferred to related parties	477	7,837	1,205	-
Change in classification of investment	23,976	-	-	-
Remeasurements:				
(Gain) loss from change in demographic assumptions	(5,638)	(3,895)	968	23
(Gain) loss from change in financial assumptions	(1,439)	(8,041)	88	(345)
Experience loss (gain)	2,324	(1,518)	(6)	(14)
As at 31 December	98,030	48,509	25,717	19,615

Expenses (revenue) for employee benefits in the statement of comprehensive income

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	Baht'000	Baht'000	Baht'000	Baht'000
Current service costs	22,074	10,996	3,458	3,262
Past service costs	6,190	-	-	-
Interest costs	1,557	(5,018)	389	1,899
Remeasurement of employee benefit obligations	(4,753)	(13,454)	1,050	(336)
	25,068	(7,476)	4,897	4,825

**Srisawad Corporation Public Company Limited**  
**Notes to the Consolidated and Separate Financial Statements**  
**For the year ended 31 December 2023**

Principal actuarial assumptions

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Discount rate	1.98%-3.54%	1.98%-3.54%	1.98%	1.98%
Salary increase rate	5.20%	5.20%	5.20%	5.20%
Mortality rate	100.00%	100.00%	100.00%	100.00%
	of Thai Mortality Ordinary Table 2017	of Thai Mortality Ordinary Table 2017	of Thai Mortality Ordinary Table 2017	of Thai Mortality Ordinary Table 2017
Turnover rate	2.00%-25.00%	2.00%-25.00%	2.00%-25.00%	2.00%-25.00%
Retirement age	60 years old	60 years old	60 years old	60 years old

Sensitivity analysis

	Increase (decrease) in provisions for employment benefits			
	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	%	%	%	%
<b>Financial Assumptions</b>				
Discount rate				
Increase 1%	(7.55)	(7.52)	(3.20)	(4.06)
Decrease 1%	8.77	8.66	3.44	4.37
Salary increase rate				
Increase 1%	6.87	7.84	3.73	3.66
Decrease 1%	(12.16)	(6.96)	(3.53)	(3.47)
<b>Demographic Assumptions</b>				
Mortality rate				
Increase 1%	(0.36)	(0.34)	(0.12)	(0.14)
Decrease 1%	0.33	0.30	0.11	0.12
Turnover rate				
Increase 10%	(6.73)	(6.11)	(1.22)	(1.31)
Decrease 10%	8.40	7.55	1.38	1.49

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the employee benefit obligation to significant actuarial assumptions, the same method was used when calculating the pension liability in the statement of financial position - the present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period.

The methods and types of assumptions used in preparing the sensitivity analysis didn't change compared to the previous period.

The weighted average duration of the defined benefit obligation of the Group and the Company is 5 - 20 years and 5 years, respectively (2022: 5 - 20 years and 5 years).



**Srisawad Corporation Public Company Limited**  
**Notes to the Consolidated and Separate Financial Statements**  
**For the year ended 31 December 2023**

Analysis of the maturity of the payment of retirement benefits with no discount

	Consolidated financial statements				
	Less than a year Baht'000	Between 1-3 years Baht'000	Between 3-5 years Baht'000	Over 5 years Baht'000	Total Baht'000
At 31 December 2023					
Pension benefits	1,848	50,978	15,703	336,034	404,563
Total	1,848	50,978	15,703	336,034	404,563
At 31 December 2022					
Pension benefits	404	5,515	43,066	229,589	278,574
Total	404	5,515	43,066	229,589	278,574
	Separate financial statements				
	Less than a year Baht'000	Between 1-3 years Baht'000	Between 3-5 years Baht'000	Over 5 years Baht'000	Total Baht'000
At 31 December 2023					
Pension benefits	-	31,176	-	4,494	35,670
Total	-	31,176	-	4,494	35,670
At 31 December 2022					
Pension benefits	-	3,609	27,133	3,811	34,553
Total	-	3,609	27,133	3,811	34,553

**29 Share capital and premium on share capital**

	Number of ordinary shares ·000	Number of issued and paid-up shares ·000	Issued and paid-up ordinary shares Baht'000	Share premium Baht'000	Share premium from share-based payments Baht'000	Total Baht'000
Opening book balance as at 1 January 2023	1,429,009	1,373,152	1,373,152	6,207,179	36,190	7,616,521
Reduction of ordinary shares	-	-	-	-	-	-
Issuance of ordinary shares	1,374	-	-	-	-	-
Closing book balance as at 31 December 2023	1,430,383	1,373,152	1,373,152	6,207,179	36,190	7,616,521
Opening book balance as at 1 January 2022	1,429,009	1,373,152	1,373,152	6,207,179	36,190	7,616,521
Reduction of ordinary shares	-	-	-	-	-	-
Issuance of ordinary shares	-	-	-	-	-	-
Closing book balance as at 31 December 2022	1,429,009	1,373,152	1,373,152	6,207,179	36,190	7,616,521

### 30 Dividends

At the meeting of the Company's Annual General Meeting of the shareholders for fiscal year 2023, held on 21 April 2023, the shareholders approved dividend payment from retained earnings and performance for the year 2022 to shareholders amounting to Baht 2,472 million. The dividend payment was made in cash at the rate of Baht 1.80 per share on 19 May 2023.

At the meeting of the Company's Annual General Meeting of the shareholders for fiscal year 2022, held on 22 April 2022, the shareholders approved dividend payment from retained earnings and performance for the year 2021 to shareholders amounting to Baht 2,472 million. The dividend payment was made in cash at the rate of Baht 1.80 per share on 20 May 2022.

### 31 Legal reserve

	<b>Consolidated and Separate financial statements</b>	
	<b>2023 Baht'000</b>	<b>2022 Baht'000</b>
At 1 January	142,900	142,900
Appropriation during the year	138	-
At 31 December	143,038	142,900

Under the Public Limited Company Act, 1992, the Company must set aside at least 5% of its net profit after accumulated deficit brought forward (if any), as a legal reserve, until the reserve is more than 10% of the registered capital. The legal reserve is non-distributable.

### 32 Other income

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	<b>2023 Baht'000</b>	<b>2022 Baht'000</b>	<b>2023 Baht'000</b>	<b>2022 Baht'000</b>
Fee income	739,963	1,214,919	18,277	11,498
Gain from loans receivable from purchase of loans	-	59,212	-	-
Insurance commission income	973,749	1,019,321	-	-
Management fee income	258,762	422,922	-	-
Others	1,198,325	594,907	11,508	1,869
Total other income	3,170,799	3,311,281	29,785	13,367

### 33 Finance costs

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	<b>2023 Baht'000</b>	<b>2022 Baht'000</b>	<b>2023 Baht'000</b>	<b>2022 Baht'000</b>
Interest and capital cost of lease liabilities	57,905	50,364	1,298	1,362
Interest of borrowings from financial institutions	791,300	215,050	431,292	138,606
Interest and amortisation of senior debentures	1,416,913	596,210	1,370,656	596,210
Total finance costs	2,266,118	861,624	1,803,246	736,178

#### 34 Expenses by nature

	Consolidated financial statements		Separate financial statements	
	2023 Baht'000	2022 Baht'000	2023 Baht'000	2022 Baht'000
Marketing expenses	113,300	43,029	181	225
Marketing incentives	1,439,357	500,615	-	-
Advisory and professional fee	90,558	79,599	1,779	1,574
Personnel expenses	2,548,276	2,328,083	51,150	69,052
Depreciation and amortisation expenses	869,231	816,061	3,064	2,904
Rental and service expenses	48,569	57,533	693	693
Specific business tax and other taxes	436,657	302,343	1,372	4,872
Utilities expenses	285,449	226,215	731	755
Fuel expenses	158,824	101,629	-	1
Impairment loss of properties foreclosed	287,378	27,816	-	-
Foreclosing expenses	5,666	2,242	-	-
Other administrative expenses	1,998,600	957,333	36,861	58,478
Total expense	8,281,865	5,442,498	95,831	138,554

#### 35 Income tax expense

	Consolidated financial statements		Separate financial statements	
	2023 Baht'000	2022 Baht'000	2023 Baht'000	2022 Baht'000
Current tax:				
Current tax on profits for the year	1,422,008	993,688	25,799	15,880
Adjustment in respect of prior year	4,070	(27,268)	5,461	-
Total current tax	1,426,078	966,420	31,260	15,880
Deferred tax: (Note 22)				
Increase in deferred tax assets	(234,252)	(136,495)	(846)	(6,298)
Increase in deferred tax liabilities	183,232	267,405	15	73,043
Total deferred tax	(51,020)	130,910	(831)	66,745
Total income tax expense	1,375,058	1,097,330	30,429	82,625

The Group's profit before tax differs from the theoretical amount using the basic tax rate of the Group's home country.

	Consolidated financial statements		Separate financial statements	
	2023 Baht'000	2022 Baht'000	2023 Baht'000	2022 Baht'000
Profit before tax	6,629,193	5,924,056	1,674,049	778,678
Tax calculated at a tax rate of 20% (2022: 20%)	1,325,839	1,184,811	334,810	155,735
Tax effect of:				
Expenses not deductible for tax purpose	28,840	26,468	-	698
Income not subject to tax	(1)	(85,525)	(309,839)	(73,807)
Additional deductible expenses	(483)	(8,581)	(3)	(1)
Utilisation of previously unrecognised deferred tax assets	(21,086)	533	-	-
Tax losses for which no deferred income tax asset was recognised	37,879	6,892	-	-
Adjustment in respect of prior year	4,070	(27,268)	5,461	-
Income tax	1,375,058	1,097,330	30,429	82,625

### 36 Earnings per share

Basic earnings per share are calculated by dividing the Company's net profit attributable to shareholders by the weighted average number of ordinary shares in issue during the year.

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
Net profit attributable to ordinary shareholders of the Company (Thousand Baht)	5,000,803	4,476,163	1,643,620	696,053
Weighted average number of ordinary shares outstanding (Thousand Shares)	1,373,152	1,373,152	1,373,152	1,373,152
Basic earnings per share (Baht per share)	3.64	3.26	1.20	0.51

During the year 2022, the Company issued dilutive ordinary shares, but they didn't give rise to dilutive EPS.

### 37 Business acquisition

On 30 June 2023, the Group additionally acquired 49.00% of the share capital of Fast Money Co., Ltd. for a total consideration of Baht 1,499.40 million which made total holding interest to be 98.00% and the Group has control over Fast Money Co., Ltd. As a result of the acquisition, the Group expected to increase its presence in these markets and the goodwill amount from the business acquisition is Baht 244.19 million.

Details of the purchase consideration, the net assets acquired and goodwill as at 30 June 2023 are as follows:

	As at acquisition date Baht'000
Purchase consideration	
Cash	1,499,400
Fair value of the Group's previously held equity interests	1,474,247
Total purchase consideration	2,973,647
<u>Add</u> Non-controlling interests	55,703
<u>Less</u> Fair value of net assets acquired	(2,785,156)
Goodwill	244,194

The assets and liabilities recognised as a result of the acquisition are as follows:

	As at acquisition date Baht'000
Cash and cash equivalents	507,494
Loans to customers and accrued interest, net	15,078,544
Other receivables	594,384
Properties foreclosed, net	164,520
Property, plant and equipment, net	26,293
Right-of-use assets, net	56,943
Intangible assets, net	1,266
Deferred tax assets	28,676
Other assets	920
Other payables	(299,041)
Lease liabilities	(58,355)
Income tax payable	(19,996)
Long-term borrowings from financial institutions	(13,215,683)
Employee benefit obligations	(23,976)
Other liabilities	(56,833)
Fair value of net assets acquired	2,785,156

*Non-controlling interest*

The Group has chosen to recognise the non-controlling interest at its net identifiable assets of subsidiary for this acquisition according to the proportion of ownership interest.

On 30 September 2022, a subsidiary additionally acquired 60.00% of the share capital of Srisawad Vietnam Liability Co., Ltd. for a total consideration of Baht 20.00 million which made total holding interest to be 70.00% and the Group has control over Srisawad Vietnam Liability Co., Ltd. As a result of the acquisition, the Group expected to increase its presence in these markets, and the subsidiary has a bargain purchase of Baht 163.40 million.

Details of the purchase consideration, the net assets acquired as at 30 September 2022 are as follows:

	<b>As at acquisition date Baht'000</b>
Purchase consideration	
Cash paid	20,000
Fair value of the Group's previously held equity interests	31,192
Total purchase consideration (Note 7)	51,192
<u>Add</u> Non-controlling interests	91,980
<u>Less</u> Fair value of net assets acquired	(306,600)
Bargain purchase	(163,428)

The assets and liabilities recognised as a result of the acquisition are as follows:

	<b>As at acquisition date Baht'000</b>
Cash and cash equivalents	47,118
Loans to customers and accrued interest, net	141,326
Other receivables	54,200
Other current assets	467
Equipment, net	105
Intangible assets, net	555,000
Deferred tax asset	(111,000)
Other non-current assets	5,943
Other payables	(74,151)
Short-term loans from related parties	(280,000)
Other current liabilities	(908)
Lease liabilities	(31,156)
Other non-current liabilities	(344)
Fair value of net assets acquired	306,600

*Non-controlling interest*

The Group has chosen to recognise the non-controlling interest at its net identifiable assets of subsidiary for this acquisition according to the proportion of ownership interest.

### 38 Related-party transactions

Enterprises and individuals that, directly or indirectly, through one more intermediaries, control, or are controlled by, or are under common control with the Company, including holding companies, subsidiaries and fellow subsidiaries are related parties of the Company. Associates and individuals owning, directly or indirectly, an interest in the voting power of the Company and subsidiaries that gives them significant influence over the enterprise, key management personnel, including directors and officers of the Company and subsidiaries and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

In considering each possible related-party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

During the year, the Group and the Company had significant business transactions with its related parties. These transactions have been conducted based on agreed upon contracts. The relationship and significant transactions can be summarised as below:

	<b>Relationship</b>
Fast Money Co., Ltd.	Subsidiary
SWP Asset Management Co., Ltd.	Subsidiary
Srisawad International Holding Co., Ltd.	Subsidiary
P Lending Co., Ltd.	Subsidiary
Srisawad Power 2014 Co., Ltd.	Subsidiary
Srisawad Capital 1969 PCL.	Subsidiary
Srisawad Digital Co., Ltd.	Subsidiary
Srisawad Capital Co., Ltd.	Subsidiary (held by subsidiary)
Srisawad Leasing Lao Co., Ltd.	Subsidiary (held by subsidiary)
SWP Services Co., Ltd.	Subsidiary (held by subsidiary)
Srisawad PICO Pattani Co., Ltd.	Subsidiary (held by subsidiary)
Srisawad PICO Yala Co., Ltd.	Subsidiary (held by subsidiary)
Srisawad PICO Narathiwat Co., Ltd.	Subsidiary (held by subsidiary)
S Leasing Co., Ltd.	Subsidiary (held by subsidiary)
Srisawad Power 2022 Co., Ltd.	Subsidiary (held by subsidiary)
Cathay Leasing Co., Ltd.	Subsidiary (held by subsidiary)
Srisawad Vietnam Liability Co., Ltd.	Subsidiary (held by subsidiary)
Srisawad Power Co., Ltd.	Related party (having common directors)
Srisamarn Condotel Co., Ltd.	Related party (having common directors)
Srisamarn Bangkok Co., Ltd.	Related party (having common directors)
I.D. 2007 Co., Ltd.	Related party (having common directors)
Freewill Solutions Co., Ltd.	Related party (having common directors)

Transactions with related parties

a) Revenues

		Consolidated financial statements		Separate financial statements	
		2023	2022	2023	2022
		Baht'000	Baht'000	Baht'000	Baht'000
Pricing policy					
<b>Interest income</b>					
Associate	Agreed rate per contract	1,609	17,974	1,609	17,974
Subsidiaries	Agreed rate per contract	-	-	1,986,259	887,836
<b>Dividend Income</b>					
Associate	As declared	29,400	-	29,400	-
Subsidiaries	As declared	-	-	1,523,742	369,038
<b>Mangement income</b>					
Associate	Agreed rate per contract	258,762	422,922	-	-
<b>Guarantee income - bank loan</b>					
Associate	Agreed rate per contract	12,250	7,500	12,250	7,500
Subsidiaries	Agreed rate per contract	-	-	6,027	3,998

b) Expenses

		Consolidated financial statements		Separate financial statements	
		2023	2022	2023	2022
		Baht'000	Baht'000	Baht'000	Baht'000
Pricing policy					
<b>Interest expenses - senior debentures</b>					
Directors and management	Agreed rate per contract	564	694	564	694
<b>Interest expenses - lease liabilities</b>					
Other related parties (having common directors)	Agreed rate per contract	13,425	16,535	1,275	1,341
Directors	Agreed rate per contract	309	472	-	-
<b>Rent</b>					
Other related parties (having common directors)	Agreed rate per contract	8,057	8,995	693	693
<b>Management fee</b>					
Other related parties (having common directors)	Agreed rate per contract	440	1,373	-	-



**c) Key management and directors' compensation**

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	Baht'000	Baht'000	Baht'000	Baht'000
Short-term employee benefits	129,700	120,422	51,351	54,226
Post-employment benefits	7,392	5,491	2,737	3,192
Total	137,092	125,913	54,088	57,418

**d) Amounts due from related parties**

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	Baht'000	Baht'000	Baht'000	Baht'000
Associate	-	63,211	-	-
Subsidiaries	-	-	1,217	270
Other related parties (having common directors)	234	269	-	-
Total (Note 13)	234	63,480	1,217	270

**e) Rent deposits**

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	Baht'000	Baht'000	Baht'000	Baht'000
Other related parties (having common directors)	4,407	4,389	287	287

**f) Short-term loans to related parties and accrued interest receivables**

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	Baht'000	Baht'000	Baht'000	Baht'000
Subsidiaries				
Short-term loans	-	-	42,536,000	21,904,000
Accrued interest receivables from short-term loans	-	-	993,464	618,055
Total	-	-	43,529,464	22,522,055

Movements of short-term loans to related parties for the years are as follows:

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>
	<b>Baht'000</b>	<b>Baht'000</b>	<b>Baht'000</b>	<b>Baht'000</b>
Associate				
As at 1 January	-	1,883,508	-	1,883,508
Additions during the year	250,000	-	250,000	-
Interest income during the year	1,609	17,973	1,609	17,973
Repayments during the year	(250,000)	(1,871,000)	(250,000)	(1,871,000)
Interest received during the year	(1,609)	(30,481)	(1,609)	(30,481)
As at 31 December	-	-	-	-
Subsidiaries				
As at 1 January	-	-	22,522,055	10,625,472
Additions during the year	-	-	22,730,000	15,290,000
Interest income during the year	-	-	1,659,040	505,706
Repayments during the year	-	-	(2,098,000)	(3,502,140)
Interest received during the year	-	-	(1,283,631)	(396,983)
As at 31 December	-	-	43,529,464	22,522,055

Short-term loans to related parties are unsecured and are due at call or at maturity. The loans bear interest of 4.00%- 4.96% per annum (2022: 2.00 %- 4.50% per annum).

**g) Long-term loans to related party and accrued interest receivable**

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>
	<b>Baht'000</b>	<b>Baht'000</b>	<b>Baht'000</b>	<b>Baht'000</b>
Subsidiaries				
Long-term loans	-	-	6,562,200	7,562,200
Accrued interest receivable from long-term loans	-	-	27,644	27,425
Total	-	-	6,589,844	7,589,625

Movements of long-term loans to related party for the years are as follows:

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>
	<b>Baht'000</b>	<b>Baht'000</b>	<b>Baht'000</b>	<b>Baht'000</b>
Subsidiaries				
As at 1 January	-	-	7,589,625	5,195,309
Additions during the year	-	-	-	8,935,000
Interest income during the year	-	-	327,219	382,130
Repayments during the year	-	-	(1,000,000)	(6,550,000)
Interest received during the year	-	-	(327,000)	(372,814)
As at 31 December	-	-	6,589,844	7,589,625

Long-term loans to related party are unsecured and are due in 2024. The loans bear interest of 4.96% per annum. (2022: 4.27% per annum)

**h) Short-term borrowings from related party**

	Consolidated financial statements		Separate financial statements	
	2023 Baht'000	2022 Baht'000	2023 Baht'000	2022 Baht'000
Related party Short-term borrowing	1,000,000	-	-	-
Total	1,000,000	-	-	-

The movements of short-term borrowings from related party for the years are as follows:

	Consolidated financial statements		Separate financial statements	
	2023 Baht'000	2022 Baht'000	2023 Baht'000	2022 Baht'000
Related party As at 1 January	-	-	-	-
Additions during the year	5,100,000	-	-	-
Repayments during the year	(4,100,000)	-	-	-
As at 31 December	1,000,000	-	-	-

As at 31 December 2023, unsecured short-term borrowings from related party bears interest rate as agreed per contract and is due in 2024.

**i) Amounts due to related parties**

	Consolidated financial statements		Separate financial statements	
	2023 Baht'000	2022 Baht'000	2023 Baht'000	2022 Baht'000
Associate	-	1,310,441	-	131
Subsidiaries	-	-	3,813	20,203
Other related parties (having common directors)	614	959	-	-
Total (Note 26)	614	1,311,400	3,813	20,334

**j) Obligations under lease liabilities**

	Consolidated financial statements		Separate financial statements	
	2023 Baht'000	2022 Baht'000	2023 Baht'000	2022 Baht'000
Other related parties (having common directors)	271,586	324,986	24,456	25,772
Director	6,292	10,748	-	-
Total	277,878	335,734	24,456	25,772

**k) Guarantee**

As at 31 December 2023, the Company and subsidiary jointly guaranteed for joint credit facilities of another subsidiary of Baht 196 million (31 December 2022: Baht 479 million). The Company also has guaranteed for promissory notes and long-term borrowings from financial institution of the subsidiaries totalling Baht 9,907 million (31 December 2022: Baht 1,481 million).

**39 Event after the statement of financial position date**

On 28 February 2024, the Board of Directors Meeting no. 2/2024 passed a resolution to approve the following:

1. Approved dividend payment for the year 2023 to shareholders amounting to Baht 153.11 million. The dividend payment will be paid on the following basis:
  - Payment of cash dividend at the rate of Baht 0.0115 per share amounting to Baht 15,791,253.
  - Payment of ordinary shares dividend of 137,315,239 shares at par value of Baht 1 per share to the shareholders at the rate of 10 shares per 1 stock dividend totaling Baht 137,315,239, a dividend of Baht 0.10 per share. In the case of fractional shares, payment will be paid in cash instead of stock dividend at the rate of Baht 0.10 per share.
2. Approved capital increase from Baht 1,430,382,656 to Baht 1,573,409,936 by issuing 143,027,280 ordinary shares at par value of Baht 1 per share and allocate shares as follows:
  - Allocation of 137,315,239 shares at par value of Baht 1 per share to accommodate for the stock dividend payment for ordinary shares.
  - Allocation of 5,712,041 shares at par value of Baht 1 per share to accommodate the exercise of warrants to purchase ordinary shares of the Company 2 (SAWAD-W2).

For the purpose that it will be presented to the 2024 Annual General Meeting for further consideration and approval.



**Srisawad Corporation Public Company Limited.**

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**Attachment 1**

**Profiles of Directors, Management and Controlling Persons**

## Profiles of Directors, Management and Controlling Persons

### 1. Mr. Sukont Kanjanahuttakit

Age	77 years
Title	Chairman, Non-executive Director
Date of being the Director	Year 2012
No. of years on the Board	11 years
Shareholding	0.00%
Relationship with directors and management	None
Highest level of education	Master of Accounting, Virginia Polytechnic and State University, U.S.A. Bachelor of Accounting Virginia Polytechnic and State University, U.S.A.
Governance training from IOD	DCP Director Certification Program 2007 ACP Audit Committee Program 2010
Experience	<div>2009-2017 Independent Director, Chairman of Audit Committee <b>CIMB Thai Plc.</b></div> <div>2014-2019 Independent Director, Chairman of Audit Committee <b>World Corporation Plc.</b></div> <div>2015-Present Independent Director, Chairman <b>JAS Asset Plc.</b></div> <div>2017-2020 Chairman <b>Srisawad Finance Plc.</b></div>
Holding a position in other listed company	<div>2015-Present Independent Director, Chairman <b>JAS Asset Plc.</b></div> <div>2019-Present Independent Director, Chairman <b>PRTR Group Plc.</b></div>
Holding a position in other non-listed company	<div>2021-Present Director <b>SWP Asset Management Co., Ltd.</b></div>

## 2. Mr. Vinai Vittavasgarnvej

Age	73 years
Title	Vice Chairman, Chairman of Audit Committee, independent director
Date of being the Director	Year 2014
No. of years on the Board	9 years
Shareholding	0.00%
Relationship with directors and management	None
Highest level of education	Master of Politics, Thammasart University Bachelor of Accounting, Thammasart University
Governance training from IOD	DCP Director Certification Program 2006 ACP Audit Committee Program 2012
Experience	2012-Present Chairman of Audit Committee <b>Ekarat Engineering Plc.</b> 2012-Present Chairman, Independent Director <b>Sahamitr Pressure Container Plc.</b> 2016-2019 Independent Director, Audit Committee <b>Sin Munkong Insurance Pcl.</b> 2019-Present Independent Director, Audit Committee <b>Charoen Pokphand Foods Plc.</b>
Holding a position in other listed company	2012-Present Independent Director, Chairman of Audit Committee <b>Ekarat Engineering Plc.</b> 2012-Present Chairman, Independent Director <b>Sahamitr Pressure Container Plc.</b> 2019-Present Independent Director, Audit Committee <b>Charoen Pokphand Foods Plc.</b>
Holding a position in other non-listed company	None



### 3. Mr. Chatchai Kaewbootta

Age	72 years
Title	Chairman of Executive Committee, Chief Executive Officer, Authorized Director
Date of being the Director	year 2012
No. of years on the Board	11 years
Shareholding	9.63% (including spouse holding)
Relationship with directors and management	Father of Ms. Doungchai Kaewbootta (Managing Director)
Highest level of education	Bachelor of Business Administration, Sukhothai Thammathirat University
Governance training from IOD	DAP Director Accreditation Program 2013
Experience	2012-Present Director, Chairman of Executive Committee, CEO Srisawad Corporation Plc.
Holding a position in other listed company	None
Holding a position in other non- listed company	2004-Present Director Srisamarn Bangkok Co., Ltd. 2009-Present Director I.D. 2007 Co., Ltd. 2008-Present Director KBB Service Co., Ltd. 2014-Present Director Big Minh 2014 Co., Ltd. 2015-Present Director Big Minh 2015 Co., Ltd. 2016-Present Director SWP Services Co., Ltd. 2017-Present Director Srisawad Power 2014 Co., Ltd. 2018-Present Director P Lending Co., Ltd. 2020-Present Director Srisawad Pico Pattani Co., Ltd. 2020-Present Director Srisawad Pico Yala Co., Ltd. 2020-Present Director Srisawad Pico Narathivas Co., Ltd.

#### 4. Miss Doungchai Kaewbootta

Age	44 years
Title	Managing Director, Executive Director, Authorized Director
Date of being the Director	year 2012
No. of years on the Board	11 years
Shareholding	7.38%
Relationship with directors and management	Daughter of Mr. Chatchai Kaewbootta (CEO)
Highest level of education	Master of Computer Science, De Paul University, USA. Bachelor of Politics, Kasetsart University
Governance training from IOD	DCP Director Certification Program 2010
Experience	2012-Present Director, Executive Director Srisawad Corporation Plc. 2017-2019 Managing Director Srisawad Finance Plc.
Holding a position in other listed company	2017-Present Director Srisawad Capital 1969 Plc.
Holding a position in other non- listed company	2011-Present Director Fast Money Co., Ltd. 2014-Present Director SWP Asset Management Co., Ltd. 2015-Present Director Srisawad International Holding Co., Ltd 2016-Present Director Srisawad Power 2014 Co., Ltd. 2016-Present Director SWP Services Co., Ltd. 2018-Present Director P Lending Co., Ltd. 2017-Present Director Srisawad Leasing (Laos) Co., Ltd. 2010-Present Director I.D. Service 2007 Co., Ltd. 2010-Present Director Anuchalee Co., Ltd. 2007-Present Director Srisawad International 2014 Co., Ltd

2011-Present	Director Mee Baan Mee Rod Ngernsod Tanjai Co., Ltd.
2007-Present	Director Rojana Housing Co., Ltd.
2007-Present	Director Srisamarn Condotel Co., Ltd.
2010-Present	Director Srisawad Power Co., Ltd.
2012-Present	Director Srisawad Group Co., Ltd.
2010-Present	Director Big Minh 2015 Co., Ltd.
2012-Present	Director KBB Service Co., Ltd.
2007-Present	Director Big Minh 2014 Co., Ltd.
2007-Present	Director Srisamarn Petchaboon Co., Ltd.
2009-Present	Director I.D. 2007 Co., Ltd.
2018-Present	Director LKK Collection Co., Ltd.
2020-Present	Director Srisawad Digital Co., Ltd.
2020-Present	Director Srisawad Pico Pattani Co., Ltd.
2020-Present	Director Srisawad Pico Yala Co., Ltd.
2020-Present	Director Srisawad Pico Narathivas Co., Ltd.
2020-Present	Director S Leasing Co., Ltd.
2022-Present	Director Srisawad Power 2022 Co., Ltd.
2022-Present	Director Cathay Leasing Co., Ltd.
2023-Present	Director Subsombat Mai Co., Ltd.
2022-Present	Director Super Mhon Co., Ltd.

## 5. Pol.Gen. Pharnu Kerdlarpphon

Age	68 years
Title	Chairman of Nomination and Remuneration Committee, member of Audit Committee, member of Risk Management Committee, Independent Director
Date of being the Director	Year 2012
No. of years on the Board	11 years
Shareholding	0.00%
Relationship with directors and management	None
Highest level of education	Master of Public Administration, National Institute of Development Administration
Governance training from IOD	DAP Director Accreditation Program 2013
Experience	2012-Present Independent Director, member of Audit Committee, Chairman of Nomination and Remuneration Committee Srisawad Corporation Plc.
Holding a position in other listed company	None
Holding a position in other non-listed company	2019-Present Director Thai Jiaranai Co., Ltd.

## 6. Mr. Weerachai Ngarmdeevilaisak

Age	61 years
Title	Chairman of Risk Management Committee, member of Nomination and Remuneration Committee, member of Audit Committee, Independent Director
Date of being the Director	Year 2013
No. of years on the Board	10 years
Shareholding	0.00%
Relationship with directors and management	None
Highest level of education	Advanced Certificate Course in Public Administration and Law for Executives King Prajadhipok's Institute Mini MBA, Thammasart University Bachelor of Accounting, Thammasart University
Governance training from IOD	DCP Director Certification Program Train the trainer

		FN Finance for Non-Finance Director 2003
		Role of the Compensation Committee Program 2007
		Successful Formulation & Execution of Strategy 2009
		Chartered Director Class 2014
Experience	2013-Present	Independent Director, member of Audit Committee, member of Nomination and Remuneration Committee, Chairman of Risk Management Committee <b>Srisawad Corporation Plc.</b>
	2009-2016	Independent Director, member of Audit Committee, Chairman of Nomination and Remuneration Committee, Chairman of Risk Management Committee <b>Pruksa Real Estate Plc.</b>
	2016-Present	Independent Director, member of Audit Committee, Chairman of Nomination and Remuneration Committee, Chairman of Risk Management Committee <b>Pruksa Holding Plc.</b>
Holding a position in other listed company	2016-Present	Independent Director, member of Audit Committee, Chairman of Nomination and Remuneration Committee, Chairman of Risk Management Committee <b>Pruksa Holding Plc.</b>
	2017-Present	Independent Director, Chairman of Audit Committee, <b>Auto Corp Holding Plc.</b>
Holding a position in other non-listed company	2004-Present	Director <b>Audit One Co., Ltd.</b>
	2016-Present	Director <b>Smile P Co., Ltd.</b>
	2017-Present	Director <b>W &amp; M Associate Co., Ltd.</b>
	2018-Present	Director <b>Mongkol Phatavee Co., Ltd.</b>
	2018-Present	Director <b>F &amp; A Solutions Co., Ltd.</b>

## 7. Mr. Sumate Maneewattana

Age	70 years
Title	Chairman of Corporate Governance Committee, Independent Director
Date of being the Director	year 2015
No. of years on the Board	8 years
Shareholding	0.00%
Relationship with directors and management	None
Highest level of education	Master of Business Administration, National Institute of Development Administration Graduate Diploma in Public Law, Chulalongkorn University Mini MBA – Thammasart University Bachelor of Law, Ramkhamhaeng University
Governance training from IOD	Executive Program – Capital Market Academy DCP Director Certification Program 2017
Experience	2015-Present Independent Director Srisawad Corporation Plc.
Holding a position in other listed company	None
Holding a position in other non-listed company	2014-Present Chairman Wang Kanai Credit Union 2014-Present Advisor to Chairman Wang Kanai Group 2018-Present Director Bargasse Dryer Technology (Thailand) Co., Ltd.

8. Mr. Veera Veerakool

Age	62 years
Title	Independent Director
Date of being the Director	year 2017
No. of years on the Board	6 years
Shareholding	0.02% (including spouse holding)
Relationship with directors and management	None
Highest level of education	PhD Engineering Management University of Missouri-Rolla, USA MSC Engineering Management University of Missouri-Rolla, USA BSc (Hon) Computer Science University of Missouri-Rolla, USA
Governance training from IOD	DCP Director Certification Program 2015
Experience	2017-Present Independent Director <b>Srisawad Corporation Plc.</b> 2004-Present Chief Executive Officer <b>Freewill Solution Co., Ltd.</b>
Holding a position in other listed company	None
Holding a position in other non-listed company	2004-Present Chief Executive Officer <b>Freewill Solution Co., Ltd.</b> 2018-Present Director <b>Panthavanich Co., Ltd.</b> 2018-Present Director <b>Prime Innopolis Co., Ltd.</b> 2018-Present Director <b>Freewill Mars Token Co., Ltd.</b> 2018-Present Director <b>Freewill FX Co., Ltd.</b> 2018-Present Director <b>Ananda Technology Co., Ltd.</b>



## 9. Mr. Pinit Puapan

Age	56 years
Title	Member of Corporate Governance Committee, Non-executive Director
Date of being the Director	Year 2015
No. of years on the Board	8 years
Shareholding	0.00%
Relationship with directors and management	None
Highest level of education	Advanced Management, Harvard Business School Master of Economics, The London School of Economics and Political Science Bachelor of Economics and Politics, Tufts University
Governance training from IOD	DAP Director Accreditation Program 2004 ACP Audit Committee Program 2004 CGI Corporate Governance for Capital Market Intermediaries 2015 ITG IT Governance and Cyber Resilience Program 2020 Hot Issue for Directors: What Directors Need to Know about Digital Assets
Experience	<div>2017-2020 Director Srisawad Finance Plc.</div> <div>2015-2019 Director CAT Telecom Plc.</div> <div>2015-2019 Independent Advisor Laos Electric Generators</div>
Holding a position in other listed company	<div>2002-Present Independent Director, member of Audit Committee, Charn Issara Development Plc.</div> <div>2021-Present Executive Director Xspring Capital Plc.</div> <div>2023-Present Chairman Srisawad Capital 1969 Plc.</div>
Holding a position in other non-listed company	<div>2014-Present Director Mali Group 1962 Co., Ltd.</div> <div>2002-Present Director The Thai Dairy Industry Co., Ltd.</div> <div>2016-Present Director MG 1962 Warehouse &amp; Distribution Co., Ltd.</div> <div>2008-Present Director Ideas 1606 Co., Ltd.</div>

	2013-Present	Director Veyla Chaam Residences Co., Ltd.
	2018-Present	Director Veyla Natai Residences (Villa) Co., Ltd.
	2003-Present	Director Talon Holding Co., Ltd.
	2021-Present	Director Krungthai Xspring Securities Ltd.
	2021-Present	Director National Housing Authority

#### 10. Mr. Kudun Sukhumananda

Age	48 years
Title	Member of Corporate Governance Committee, Non-executive Director
Date of being the Director	Year 2020
No. of years on the Board	4 years
Shareholding	0.03%
Relationship with directors and management	None
Highest level of education	Master of Law, Columbia University, USA. Bachelor of Law, Chulalongkorn University
Governance training from IOD	DCP Director Certification Program 2015
Experience	2020-Present Director Srisawad Corporation Plc 2017-2020 Member of Audit Committee, Independent Director Srisawad Finance Plc. 2015-Present Director Kudun and Partner Co., Ltd. 2015-Present Director Kudun and Partner PS Co., Ltd.
Holding a position in other listed company	2019-Present Independent Director Aikchol Hospital Plc.
Holding a position in other non-listed company	2015-Present Director Kudun and Partner Co., Ltd. 2015-Present Director Kudun and Partner PS Co., Ltd. 2015-Present Director Pee Nong Ruam Toon Co., Ltd.

11. Mr. Somyot Ngerndamrong

Age	57 years
Title	Authorized Director
Date of being the Director	year 2013
No. of years on the Board	10 years
Shareholding	0.00%
Relationship with directors and management	
Highest level of education	Bachelor of Economics, Kasetsart University
Governance training from IOD	DAP Director Accreditation Program 2014
Experience	2013-Present Director, Vice President Collection Division Srisawad Corporation Plc.
Holding a position in other listed company	None
Holding a position in other non- listed company	2014-Present Director Srisawad International 2014 Co., Ltd. 2015-Present Director Srisawad International Holding Co., Ltd. 2016-Present Director SWP Services Co., Ltd. 2016-Present Director Srisawad Power 2014 Co., Ltd. 2017-Present Director Srisawad Leasing Laos Co., Ltd. 2017-Present Director SWP Asset Management Co., Ltd. 2018-Present Director P Lending Co., Ltd. 2021-Present Managing Director Fast Money Co., Ltd.

## 12. Mr. Tzung Han Tsai

Age	47 years
Title	Director, Non-executive Director
Date of being the Director	year 2019
No. of years on the Board	4 years
Shareholding	0.00%
Relationship with directors and management	
Highest level of education	Law, Georgetown University Law Center
Governance training from IOD	-
Experience	<div>2019-Present Director Srisawad Corporation Plc.</div> <div>2005-Present Director Cathay Life Insurance Co., Ltd.</div> <div>2011-Present Director Cathay United Bank Co., Ltd.</div>
Holding a position in other listed company	None
Holding a position in other non-listed company	<div>2005-Present Director Cathay Life Insurance Co., Ltd.</div> <div>2011-Present Director Cathay United Bank Co., Ltd.</div> <div>2015-Present Director Conning Holdings Limited</div>

### 13. Mr. Wichit Phayauhanaveechai

Age	57 years
Title	Director, Authorized Director
Date of being the Director	June 2021
No. of years on the Board	2 year 6 months
Shareholding	0.03%
Relationship with directors and management	
Highest level of education	Master of Business Administration, University of California, Los Angeles (UCLA), USA. Bachelor of Business Administration, Assumption University
Governance training from IOD	DAP Director Accreditation Program 2020
Experience	2021-Present Director <b>Srisawad Corporation Plc.</b> 2019-2023 Chief Executive Officer <b>Srisawad Capital Co., Ltd.</b> 2014-2019 Chief Executive Officer <b>Summit Capital Co., Ltd.</b>
Holding a position in other listed company	2023-Present Director and Chief Executive Officer <b>Srisawad Capital 1969 Plc.</b>
Holding a position in other non-listed company	2020-Present Chief Executive Officer <b>S Leasing Co., Ltd.</b> 2022-Present Director <b>Cathay Leasing Co., Ltd.</b>

### 14. Mrs. Wanaporn Pornkitipong

Age	57 years
Title	Executive Director, the person taking the highest responsibility in finance and accounting, Vice President, Finance and Accounting Division
Date of being the Company	year 2009
No. of years on the Board	14 years
Shareholding	0.08%
Relationship with directors and management	none
Highest level of education	Master of Business Administration, Thammasart University

		Bachelor of Audit, University of Thai Chamber of Commerce
Governance training from		CFO's Orientation Course for new IPOs 2019
IOD		
Experience	2009-Present	Vice President, Finance and Accounting Division Srisawad Corporation Plc.
Holding a position in other listed company	2023-Present	Director Srisawad Capital 1969 Plc.
Holding a position in other non- listed company	None	

#### 15. Miss Thida Kaewbootta

Age	41 years	
Title	Investor Relation	
Date of being the Company	year 2017	
No. of years on the Board	6 years	
Shareholding	28.76%	
Relationship with directors and management	Daughter of Mr. Chatchai Kaewbootta (CEO) Younger sister of Miss Doungchai Kaewbootta	
Highest level of education	Master of Business Administration, Waseda University, USA. Bachelor of Accounting, Thammasart University	
Governance training from	DAP Director Accreditation Program 2013	
IOD		
Experience	2017-Present	Investor Relation Srisawad Corporation Plc.
	2012-2017	Director Srisawad Corporation Plc.
Holding a position in other listed company	None	
Holding a position in other non- listed company	2011-Present	Director D.T.J. Service Co., Ltd.
	2010-Present	Director Anuchalee Co., Ltd.
	2007-Present	Director Srisamarn Condotel Co., Ltd
	2007-Present	Director Big Minh 2015 Co., Ltd.
	2014-Present	Director

	Srisawad International 2014 Co., Ltd.
2014-Present	Director
	Big Minh 2014 Co., Ltd.
2011-Present	Director
	SP Network Service Co., Ltd.
2015-Present	Director
	Srisawad International Holding Co., Ltd.
2017-Present	Director
	Srisawad Leasing (Laos) Co., Ltd
2018-Present	Director
	LKK Collection Co., Ltd.
2009-Present	Director
	I.D. 2007 Co., Ltd.
2016-Present	Director
	Srisawad Minh Holding Co., Ltd.
2018-Present	Director
	Subsombatmai Co., Ltd.
2019-Present	Director
	2 Thi Co., Ltd.
2019-Present	Director
	Super Minh Co., Ltd.
2020-Present	2Director
	Srisawad Pico Pattani Co., Ltd.
2020-Present	Director
	Srisawad Pico Yala Co., Ltd.
2020-Present	Director
	Srisawad Pico Narathivas Co., Ltd.
2022-Present	Director
	Super Mhon Co., Ltd

#### 16. Mrs. Chomchabas Sathapornpong

Age	62 years
Title	Company Secretary
Date of being the Company	year 2012
No. of years on the Board	11 years
Shareholding	0.00%
Relationship with directors and management	None



Highest level of education	Bachelor of Accounting, Thammasart University
Governance training from	DAP Director Accreditation Program 2005
IOD	CSP Company Secretary Program 2014
Experience	2012-Present      Company Secretary Srisawad Corporation Plc.
Holding a position in other listed company	None
Holding a position in other non- listed company	None

#### 17. Mr. Prayong Saennual

Age	57 years
Title	Vice President, Human Resources
Date of being the Company	year 2010
No. of years on the Board	13 years
Shareholding	0.02%
Relationship with directors and management	None
Highest level of education	Bachelor of Politics, Ramkhamheang University
Governance training from	DAP Director Accreditation Program 2019
IOD	
Experience	2010-Present      Vice President, Human Resources Srisawad Corporation Plc.
Holding a position in other listed company	None
Holding a position in other non- listed company	2018-Present      Director P Lending Co., Ltd. 2020-Present      Director Srisawad Digital Co., Ltd 2022-Present      Director Srisawad Power 2022 Co., Ltd. 2023-Present      Director Fast Money Co., Ltd.

18. Miss Ticha Suwansaeng

Age	43 years
Title	Vice President, Head of Internal Control and Compliance Unit
Date of being the Director	year 2017
No. of years on the Board	6 years
Shareholding	0.00%
Relationship with directors and management	None
Highest level of education	Master of Management Information Technology, University of Nottingham, UK. Bachelor of Commerce and Accountancy, Chulalongkorn University
Governance training from IOD	-
Experience	2013-2017 Senior Manager Deloitte Touche Tohmatsu Jaiyos Advisory Co., Ltd.
Holding a position in other listed company	None
Holding a position in other non-listed company	None



Srisawad Corporation Public Company Limited.

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## Attachment 2

Details of Directors, Management, and Controlling Persons in Subsidiaries and Related Parties

Company	Mr.Sukont Kanjanahuttakit	Mr.Chatchai Kaewbootta	Ms.Doungchai Kaewbootta	Mr.Vinai Vittavassarnvej	Plo. Gen.Phamu Kerdlarpphon	Mr.Weerachai Ngamdeevilaiisak	Mr.Sumate Maneewattana	Mr. Tzung-Han Tsai	Mr. Pinit Puapan	Mr. Veera Veerakool	Mr. Kudun Sukhumananda	Mrs.Wanaporn Pornkitipong	Mr.Prayong Saennual	Mr.Somyot Ngerndamrong	Ms. Thida Kaewbootta	Mr. Wichit Phayuhanaveechai
1. Srisawad Corporation Plc.	C	D,ED, CEO	D,ED, MD	ID,AC	ID,AC	ID,AC	D,ID	D	D	ID	D	ED,M	M	D,M	M	ED,D
<b>Subsidiaries</b>																
2. SWP Asset Management	D		D											D		
3. Fast Money			D										D			
4. Srisawad International Holding			D											D	D	
5. Srisawad Power 2014		D	D										D	D		
6. Srisawad Capital 1969 Plc.			D						C							CEO
7. SWP Services		D	D											D		
8. P Lending		D	D										D	D		
9. Srisawad Leasing Laos			D											D	D	
10. Srisawad Digital			D										D			
11. Srisawad Pico Pattani		D	D												D	
12. Srisawad Pico Yala		D	D												D	
13. Srisawad Pico Narathivas		D	D												D	
14. S Leasing			D													CEO
15. Cathay Leasing			D													D
16. Srisawad Power 2022			D										D			

Company	Mr.Sukont Kanjanahuttakit	Mr.Chatchai Kaewbootta	Ms.Doungchai Kaewbootta	Mr.Vinai Vittavasarvej	Plo. Gen.Pharnu Kerdlarpphon	Mr.Weerachai Ngamdeevilaiak	Mr.Sumate Maneewattana	Mr. Tzung-Han Tsai	Mr. Pinit Puapan	Mr. Veera Veerakool	Mr. Kudun Sukhumananda	Mrs.Wanaporn Pornkitipong	Mr.Prayong Saennual	Mr.Somyot Ngerndamrong	Ms. Thida Kaewbootta	Mr. Wichit Phayuhanaveechai
<b>Related Parties</b>																
17. Srisamarn Bangkok		D														
18. I.D. 2007		D													D	
19. D.T.J. Service															D	
20. I.D. Service 2007			D													
21. Anuchalee			D												D	
22. Srisawad International 2014		D	D											D	D	
23. Mee Baan Mee Rod Ngernsodtanjai			D													
24. Rojana Housing			D													
25. Srisamarn Condotel			D												D	
26. Srisawad Power			D													
27. Srisawad Group			D													
28. Big Minh 2015		D	D												D	
29. KBB Service		D	D													
30. Big Minh 2014		D	D												D	
31. Srisamarn Petchaboon		D	D													
32. JAS Assets Plc.	ID. C															
33. PRTR Group Plc.	ID. C															

Company	Mr.Sukont Kanjanahuttakit	Mr.Chatchai Kaewbootta	Ms.Doungchai Kaewbootta	Mr.Vinai Vittavagarnvej	Plo. Gen.Phamu Kerdlarpphon	Mr.Weerachai Ngamdeevilaiisak	Mr.Sumate Maneewattana	Mr. Tzung-Han Tsai	Mr. Pinit Puapan	Mr. Veera Veerakool	Mr. Kudun Sukhumananda	Mrs.Wanaporn Pornkitipong	Mr.Prayong Saennual	Mr.Somyot Ngerndamrong	Ms. Thida Kaewbootta	Mr. Wichit Phayuhanaveechai
34. Pruksa Holding Plc.						ID,AC										
35. Auto Corp Holdings Plc.						ID,AC										
36. Smile P						D										
37. Audit One						D										
38. Autocorp Holding						ID,AC										
39. W & M Associate						D										
40. Mongkol Patavee						D										
41. F and A Solutions						D										
42. Ekarat Engineering Plc.				ID,AC												
43. Sahamitr Pressure Container Plc.				C												
44. Charoen Pokphand Foods				ID,AC												
45. Thai Jiaranai Group					D											
46. Bargas Dyer Technology							D									
47. Mali Group 1962									D							
48. Thai Milk Industry									D,ED							
49. Charn Issara Development									ID,AC							
50. M G 1962 Warehouse & Distribution									D							

Company	Mr.Sukont Kanjanahuttakit	Mr.Chatchai Kaewbootta	Ms.Doungchai Kaewbootta	Mr.Vinai Vittavasarvej	Plo. Gen.Pharnu Kerdjarpphon	Mr.Weerachai Ngamdeevilaiak	Mr.Sumate Maneewattana	Mr. Tzung-Han Tsai	Mr. Pinit Puapan	Mr. Veera Veerakool	Mr. Kudun Sukhumananda	Mrs.Wanaporn Pornkitipong	Mr.Prayong Saennual	Mr.Somyot Ngerdamrong	Ms. Thida Kaewbootta	Mr. Wichit Phayuhanaveechai
51. Ideas 1606									D							
52. Weyla Cha-am Residences									D							
53. Weyla Na Tai Residences									D							
54. Talon Holding									D							
55. XSpring Capital Plc.									D							
56. Krungthai Xspring									D							
57. Small and Medium Enterprise Development Bank									D							
58. Freewill Solution										MD						
59. Panthavanich										D						
60. Prime Innopolis										D						
61. Freewill-Mars Token										D						
62. Freewill FX										D						
63. Ananda Technology										D						
64. Cathay Life Insurance								D								
65. Conning Holdings Limited								D								
66. Cathay United Bank								D								
67. Kudun and Partner											D					
68. Kudun and Partner PS											D					



Company	Mr.Sukont Kanjanahuttakit	Mr.Chatchai Kaewbootta	Ms.Doungchai Kaewbootta	Mr.Vinai Vittavasarvej	Plo. Gen.Phamu Kerdlarpphon	Mr.Weerachai Ngamdeevilaiisak	Mr.Sumate Maneewattana	Mr. Tzung-Han Tsai	Mr. Pinit Puapan	Mr. Veera Veerakool	Mr. Kudun Sukhumananda	Mrs.Wanaporn Pornkitipong	Mr.Prayong Saennual	Mr.Somyot Ngerndamrong	Ms. Thida Kaewbootta	Mr. Wichit Phayuhanaveechai
69. Pee Nong Ruam Toon											D					
70. Aikchol Hospital											ID					

Note: C- Chairman D-Director ID-Independent Director AC-Audit Committee ED-Executive Director MD-Managing Director M-Management



**Srisawad Corporation Public Company Limited.**

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**Attachment 3**

**Profile of Head of Internal Control and Compliance Unit**

### Attachment 3: Profile of Head of Internal Control and Compliance Unit

**Miss Ticha Suwansaeng**

Age	43 years
Title	Vice President, Head of Internal Control and Compliance Unit
Date of being the Director	year 2017
No. of years on the Board	5 years
Shareholding	0.00%
Relationship with directors and management	None
Highest level of education	Master of Management Information Technology, University of Nottingham, UK. Bachelor of Commerce and Accountancy, Chulalongkorn University
Governance training from IOD	-
Experience	2013-2017 Senior Manager Deloitte Touche Tohmatsu Jaiyos Advisory Co., Ltd.
Holding a position in other listed company	None
Holding a position in other non-listed company	None



**Srisawad Corporation Public Company Limited.**

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**Attachment 4**

**Assets used for Business Operation**

#### Attachment 4: Assets used for Business Operation

##### 4.1 Fixed Assets

###### Premises and Equipment – Net

As of 31 December 2023, the Company owned premises and equipment at a net value of Baht 764.26 million as the following details:

Types of Assets	Nature of ownership	Net value (Baht)	Obligation
Land	own	30,566,792	No
Building and building improvement	own	327,177,394	No
Office decor accessories	own	75,517,287	No
Office Supplies	own	113,180,085	No
Work in process	own	584,696	No
Vehicles	own	217,230,283	Yes
Total		764,256,537	

##### 4.2 Intangible assets

As of 31 December 2023, the Company had intangible assets valued at Baht 1,208.85 million as the following details:

Type of assets	Nature of ownership	Value (Baht)	Obligations
Computer Program	own	55,076,585	No
Finance License	Own	886,000,000	No
Goodwill	Own	267,771,017	No

