



# **Annual Registration Statement / Annual Report**

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

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

**NCL INTERNATIONAL LOGISTICS PUBLIC COMPANY LIMITED**

**Fiscal Year End 31 December 2023**



## Table of Contents

	Page
<b>Business Operations and Performance</b>	
Group Structure and Operations	1
Risk Management	4
Sustainable Development	6
<b>Corporate Governance</b>	
Corporate Governance Policy	10
Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information	11
Performance Report on Corporate Governance	23

# Group Structure and Operations

## Group Structure and Operations

### Business Overview and Policies (1.1)

#### Company Information (1.1.5)

Company Name : NCL INTERNATIONAL LOGISTICS PUBLIC COMPANY LIMITED

Symbol : NCL

Address : 56/9-10 Soi Taksin 12/1, Taksin Road, Bukkalo, Thonburi

Province : Bangkok

Postcode : 10600

Business : Logistics Solution Provider

Registration Number : 0107556000434

Telephone : 02-459-4945

Fax (if applicable) : -

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

Email : [management@nclthailand.com](mailto:management@nclthailand.com)

#### Total Shares Sold (shares)

Common Stock : 528,233,993

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

#### By Product Line or Business Grouping

	2021	2022	2023
Total revenue from operations (Thousand baht)	1,923,900.00	1,938,920.00	722,500.00
Revenue from services (Thousand baht)	1,802,470.00	1,799,140.00	642,950.00
Revenue from the sale of hemodialysis and durable products (Thousand baht)	90,330.00	104,450.00	45,030.00
Other (Thousand baht)	31,100.00	35,330.00	34,520.00

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Revenue from services (%)	93.69	92.79	88.99
Revenue from the sale of hemodialysis and durable products (%)	4.70	5.39	6.23
Other (%)	1.62	1.82	4.78

#### By Geographical Area or Market

	2021	2022	2023
Total revenue from operations (Thousand baht)	1,923,900.00	1,938,920.00	722,500.00
Domestic (Thousand baht)	1,923,900.00	1,938,920.00	722,500.00
International (Thousand baht)	0.00	0.00	0.00

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Domestic (%)	100.00	100.00	100.00
International (%)	0.00	0.00	0.00

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

	2021	2022	2023
Total other income (Thousand baht)	31,100.00	35,330.00	34,520.00
Other income from operations (Thousand baht)	31,100.00	35,330.00	14,670.00
Other income not from operations (Thousand baht)	0.00	0.00	19,850.00

**Information on Products and Services (1.2.2)****Product/Service Information and Business Innovation Development (1.2.2.1)**

Research and Development (R&D) Policy : No

(Unit : Thousand baht)	2021	2022	2023
R&D expenses in the past 3 years	N/A	N/A	N/A

# Risk Management

# Risk Management

## Risk Factors (2.2)

Risk that might affect the company's business, including environmental, social and corporate governance issues (2.2.1)

### Corporate risks

Risk Management Measures: Yes

#### Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates
- New business risk
- Corporate ownership structure risk

Financial Risk

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

### Financial risks

Risk Management Measures: Yes

#### Related Risk Topics

Financial Risk

- Default on payment or exchange of goods
- Other

### Operational risk

Risk Management Measures: Yes

#### Related Risk Topics

Strategic Risk

- Reliance on large customers or few customers



#### Operational Risk

- Reliance on employees in key positions
- Systems or internal control system

#### Risk of compliance with related laws or regulations

**Risk Management Measures:** Yes

#### Related Risk Topics

##### Strategic Risk

- Policies or international agreements related to business operations

##### Compliance Risk

- Change in laws and regulations

### Risk to Securities Holder (2.2.2)

#### Investment Risk of Securities Holder

**Risk Management Measures:** Yes

#### Related Risk Topics

- Return from investment of securities holder

# Sustainable Development

# Sustainable Development

## Sustainability Management Policy and Targets (3.1)

### Sustainability Management Policy and Targets

Corporate Sustainability Policy : Yes

URL of corporate sustainability policy : [https://www.ncithailand.com/csr\\_1333\\_%E0%B8%99%E0%B9%82%E0%B8%A2%E0%B8%9A%E0%B8%B2%E0%B8%A2%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%88%E0%B8%B1%E0%B8%94%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%84%E0%B8%A7%E0%B8%B2%E0%B8%A1%E0%B8%A2%E0%B8%B1%E0%B9%88%E0%B8%87%E0%B8%A2%E0%B8%B7%E0%B8%99.html](https://www.ncithailand.com/csr_1333_%E0%B8%99%E0%B9%82%E0%B8%A2%E0%B8%9A%E0%B8%B2%E0%B8%A2%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%88%E0%B8%B1%E0%B8%94%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%84%E0%B8%A7%E0%B8%B2%E0%B8%A1%E0%B8%A2%E0%B8%B1%E0%B9%88%E0%B8%87%E0%B8%A2%E0%B8%B7%E0%B8%99.html)

## Environmental Aspect (3.3)

### Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : Yes

URL of environmental policy and practice : [https://www.ncithailand.com/csr\\_1333\\_%E0%B8%99%E0%B9%82%E0%B8%A2%E0%B8%9A%E0%B8%B2%E0%B8%A2%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%88%E0%B8%B1%E0%B8%94%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%84%E0%B8%A7%E0%B8%B2%E0%B8%A1%E0%B8%A2%E0%B8%B1%E0%B9%88%E0%B8%87%E0%B8%A2%E0%B8%B7%E0%B8%99.html](https://www.ncithailand.com/csr_1333_%E0%B8%99%E0%B9%82%E0%B8%A2%E0%B8%9A%E0%B8%B2%E0%B8%A2%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%88%E0%B8%B1%E0%B8%94%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%84%E0%B8%A7%E0%B8%B2%E0%B8%A1%E0%B8%A2%E0%B8%B1%E0%B9%88%E0%B8%87%E0%B8%A2%E0%B8%B7%E0%B8%99.html)

Company environmental guideline : Electricity Management, Water Management, Waste Management

## Results with Respect to the Environmental Aspect (3.3.2)

### Energy management

#### • Electricity consumption

	2021	2022	2023
Total electricity consumption within the organization (Kilowatt-Hours)	0.00	0.00	107,659.00

## Water management

### • Water consumption

	2021	2022	2023
Total water withdrawal (Cubic meters)	0.00	0.00	1,679.00

## Waste management

### • Waste from operations

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

## Greenhouse gas management

### • Greenhouse gas emissions

	2021	2022	2023
Total GHG emissions target (Metric tonnes of carbon dioxide equivalent)	N/A	N/A	N/A
Scope 1 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Scope 2 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Scope 3 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
<b>Total GHG emissions (Metric tonnes of carbon dioxide equivalent)</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>

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

Third-party verification : No

## Social Aspect (3.4)

### Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy and Practice : Yes

URL of human rights policy : [https://www.nclthailand.com/uploads/articles\\_attc/1230\\_1685500481\\_contentAtt\\_th.pdf](https://www.nclthailand.com/uploads/articles_attc/1230_1685500481_contentAtt_th.pdf)

Company human right guideline : Employee Rights, Child Labor, Consumer Rights, Community and Environment Rights, Non-discrimination

### Results with Respect to the Social Aspect (3.4.2)

#### Information about employees

##### • Total number of employees

	2021	2022	2023
Number of male employees (Persons)	66	72	61
Number of female employees (Persons)	81	89	72
<b>Total number of employees (Persons)</b>	<b>147</b>	<b>161</b>	<b>133</b>

##### • Employee remuneration

	2021	2022	2023
Employee remuneration (baht)	83,998,141.60	108,461,233.80	103,609,105.95

##### • Employee development and training

	2021	2022	2023
Average employee training hours (Hours / Person / Year)	44.00	16.00	14.85
Employee development and training expenses (baht)	0.00	0.00	72,790.00

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

	2021	2022	2023
--	------	------	------

Total number of lost time injury incidents by employees (Cases)	0	0	0
--	---	---	---

• **Employee retention**

	2021	2022	2023
Percentage of employees who voluntarily resigned (%)	16.33	18.63	28.57

• **Significant labor dispute**

	2021	2022	2023
Significant labor dispute	No	No	No

# Corporate Governance Policy

## Corporate Governance Policy

### Overview of the Corporate Governance Policy and Guideline (6.1)

#### Corporate Governance Policy

Corporate Governance Policy : Yes

Company website on corporate governance policy : <https://www.nclthailand.com/corporate.html>

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

##### Policy and guideline related to the board of directors

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

## Code of Conduct (6.2)

### Establishing a Code of Conduct

#### Establishing a Code of Conduct

Code of Conduct : Yes

##### Policy and Guideline related to the Code of Conduct

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



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

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

### Board of Directors (7.2)

#### Composition of the board of directors (7.2.1)

	Number of persons	Percentage (%)
Total number of directors	8	100.00
Number of male directors	7	87.50
Number of female directors	1	12.50
Number of executive directors	4	50.00
Number of non-executive directors	4	50.00
Number of independent directors	4	50.00

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

##### List of directors

General information	Position	Date position was assumed	Experience and expertise
1. ADM. SURAPONG AMNUCKSORADEJA Gender: Male Age: 66 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director)  Director type: Original director	16 Aug 2021	Leadership, Corporate Social Responsibility

2.	RAAdm. Pattana Pibultip Gender: Male Age: 66 years old Highest level of education: Bachelor's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	18 Dec 2023	Internal Control, Audit
3.	Mr. Parnkorn Kirativarasedt Gender: Male Age: 45 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	28 Apr 2023	Risk Management, Audit
4.	Mr. Priyoung Teerasathian Gender: Male Age: 55 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	4 Jan 2024	Accounting, Finance, Law, Audit, Internal Control
5.	Mr. PONGTHEP VICHAIKUL Gender: Male Age: 41 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	23 Jul 2021	Business Administration

6.	Ms. Ravipa Koekkaivan Gender: Female Age: 52 years old Highest level of education: Master's degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)	22 Feb 2023	Business Administration, Accounting, Finance
7.	Mr. wit sangwitayanon Gender: Male Age: 53 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)	4 Jan 2024	Business Administration, Transportation & Logistics
8.	Mr. Harit Rattanaparinyanon Gender: Male Age: 39 years old Highest level of education: Master's degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)	1 Jan 2024	Business Administration, Information & Communication Technology

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

General information	Position	Tenure	Replacement Director
1. Mr. Phongpun Khongkamnoed Gender: Male Age: 62 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)	Date position was assumed: 4 Feb 2013 Date directorship ended: 31 Mar 2023	No replacement director

2.	<p>Mom Rajawong Chirakom Kitiyakara</p> <p>Gender: Male</p> <p>Age: 76 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Law</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Chairman of the board (Non-executive, Independent director)</p>	<p>Date position was assumed: 20 Apr 2023</p> <p>Date directorship ended: 26 Apr 2023</p>	<p>No replacement director</p>
3.	<p>Mr. Somchai Kuvijitsuwan</p> <p>Gender: Male</p> <p>Age: 72 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Law</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive, Independent director)</p>	<p>Date position was assumed: 24 Feb 2022</p> <p>Date directorship ended: 26 Apr 2023</p>	<p>Mr. Parnkorn Kirativarasedt</p> <p>Date position was assumed: 28 Apr 2023</p>
4.	<p>Asst. Prof. Surin Assawawitoontip</p> <p>Gender: Male</p> <p>Age: 55 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Medicine</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive, Independent director)</p>	<p>Date position was assumed: 28 Apr 2023</p> <p>Date directorship ended: 6 Dec 2023</p>	<p>RAAdm. Pattana Pibultip</p> <p>Date position was assumed: 18 Dec 2023</p>
5.	<p>Mr. Chanyapat Wiphatthanananthakul</p> <p>Gender: Female</p> <p>Age: 43 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Law</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive, Independent director)</p>	<p>Date position was assumed: 24 Feb 2022</p> <p>Date directorship ended: 31 Dec 2023</p>	<p>Mr. Priyoung Teerasathian</p> <p>Date position was assumed: 4 Jan 2024</p>
6.	<p>Mr. KITTI PHUATHAVORNSKUL</p> <p>Gender: Male</p> <p>Age: 57 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Executive)</p>	<p>Date position was assumed: 4 Feb 2013</p> <p>Date directorship ended: 31 Dec 2023</p>	<p>Mr. Harit Rattanaparinyanon</p> <p>Date position was assumed: 1 Jan 2024</p>

7.	Ms. Pornthip Sae-Lim	Director	Date position was	Mr. wit sangwitayanon
	Gender: Female	(Executive)	assumed:	Date position was assumed:
	Age: 40 years old		13 Aug 2014	4 Jan 2024
	Highest level of education:		Date directorship	
	Bachelor's degree		ended:	
	Major: Fine and Applied Arts		31 Dec 2023	
	Thai nationality: Yes			
	Residing in Thailand: Yes			

### Other Information pertaining to committees

The Chairman is an independent director	: Yes
The Chairman and the manager are the same person	: No
The Chairman and the manager are members of the same family	: No
The company appoints at least one independent director to determine the agenda of the Board of Directors' meetings	: Yes

## Sub-committees (7.3)

### Information about sub-committees (7.3.2)

#### Audit Committee

##### List of audit committee members

General information	Position	Date position was assumed	Experience and expertise
1. Mr. Priyoung Teerasathian [1] Gender: Male Age: 55 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Newly appointed director to replace ex-director	4 Jan 2024	Accounting, Finance, Law, Audit, Internal Control
2. RAdm. Pattana Pibultip [1] Gender: Male Age: 66 years old Highest level of education: Bachelor's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Newly appointed director to replace ex-director	18 Dec 2023	Internal Control, Audit
3. Mr. Parnkorn Kirativarasedt [1] Gender: Male Age: 45 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Newly appointed director to replace ex-director	28 Apr 2023	Risk Management, Audit

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

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

General information		Position	Tenure	Replacement Director
1.	Mr. Phongpun Khongkamnoed [1] Gender: Male Age: 62 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director)	Date position was assumed: 4 Feb 2013 Date directorship ended: 31 Mar 2023	Mr. Parnkorn Kirativarasedt Date position was assumed: 28 Apr 2023
2.	Mr. Somchai Kuvijitsuwan [1] Gender: Male Age: 72 years old Highest level of education: Master's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)	Date position was assumed: 24 Feb 2022 Date directorship ended: 26 Apr 2023	Mr. Parnkorn Kirativarasedt Date position was assumed: 28 Apr 2023
3.	Mr. Chanyapat Wiphatthanananthakul [1] Gender: Female Age: 43 years old Highest level of education: Master's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director)	Date position was assumed: 1 Mar 2019 Date directorship ended: 31 Dec 2023	Mr. Priyoung Teerasathian Date position was assumed: 4 Jan 2024
4.	Asst. Prof. Surin Assawawitoontip [1] Gender: Male Age: 55 years old Highest level of education: Master's degree Major: Medicine Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)	Date position was assumed: 28 Apr 2023 Date directorship ended: 6 Dec 2023	RAdm. Pattana Pibultip Date position was assumed: 18 Dec 2023

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

**Executive Committee**



## List of executive committee members

General information	Position	Date position was assumed
1. Mr. PONGTHEP VICHAIKUL Gender: Male Age: 41 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	23 Jul 2021
2. Ms. Ravipa Koekkaivan Gender: Female Age: 52 years old Highest level of education: Master's degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	22 Feb 2023
3. Mr. Harit Rattanaparinyanon Gender: Male Age: 39 years old Highest level of education: Master's degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 Jan 2024
4. Mr. Tirawit Disphanurat Gender: Male Age: 31 years old Highest level of education: Bachelor's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 Jan 2024

5.	Mr. wit sangwitayanon Gender: Male Age: 53 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	4 Jan 2024
----	---	-----------------------------------	------------

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

General information	Position	Tenure	Replacement Director
1. Mr. KITTI PHUATHAVORNSKUL Gender: Male Age: 57 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	Date position was assumed: 4 Feb 2013 Date directorship ended: 31 Dec 2023	Mr. Harit Rattanaparinyanon Date position was assumed: 1 Jan 2024
2. Ms. Pornthip Sae-Lim Gender: Female Age: 40 years old Highest level of education: Bachelor's degree Major: Fine and Applied Arts Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	Date position was assumed: 13 Aug 2014 Date directorship ended: 31 Dec 2023	Mr. wit sangwitayanon Date position was assumed: 4 Jan 2024

#### Other sub-committees

#### Sub-committees information

Name of sub-committees	List of directors	Position
------------------------	-------------------	----------

Risk Management Committee	Mr. Parnkorn Kirativarasedt	Chairman
	RAdm. Pattana Pibultip	Member
	Mr. Priyoung Teerasathian	Member
	Mr. PONGTHEP VICHAIKUL	Member
	Ms. Ravipa Koekkaivan	Member
	Mr. wit sangwitayanon	Member
	Mr. Harit Rattanaparinyanon	Member
Nomination and Remuneration Committee	Mr. Parnkorn Kirativarasedt	Chairman
	RAdm. Pattana Pibultip	Member
	Mr. Priyoung Teerasathian	Member
	Mr. PONGTHEP VICHAIKUL	Member
Corporate Governance Committee and Sustainability	RAdm. Pattana Pibultip	Chairman
	Mr. Priyoung Teerasathian	Member
	Mr. Parnkorn Kirativarasedt	Member
	Ms. Ravipa Koekkaivan	Member

#### Roles of Sub-committees

Sub-committees responsible for risk management	: Risk Management Committee
Sub-committees responsible for nomination	: Nomination and Remuneration Committee
Sub-committees responsible for remuneration	: Nomination and Remuneration Committee
Sub-committees responsible for corporate governance	: Corporate Governance Committee and Sustainability
Sub-committees responsible for corporate sustainability development	: Corporate Governance Committee and Sustainability

## Executives (7.4)

### List and positions of the executive (7.4.1)

#### The four highest-ranking executives

General information	Position	Date position was assumed	Experience and expertise
1. Mr. PONGTHEP VICHAIKUL Gender: Male Age: 41 years old Highest level of education: Master's degree Major: Business Administration	Chief Executive Officer	22 Feb 2023	Business Administration
2. Ms. Ravipa Koekkaivan [1] Gender: Female Age: 52 years old Highest level of education: Master's degree Major: Computer Science	Managing Director Business Support & Financial Management	22 Feb 2023	Business Administration, Accounting, Finance
3. Mr. wit sangwitayanon Gender: Male Age: 53 years old Highest level of education: Bachelor's degree Major: Business Administration	Managing Director Business Development of Logistics Business	4 Jan 2024	Business Administration, Transportation & Logistics
4. Mr. Harit Rattanaparinyanon Gender: Male Age: 39 years old Highest level of education: Master's degree Major: Computer Science	Director of Business Development of Non Logistics Business	1 Jan 2024	Business Administration, Information & Communication Technology

[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

### Remuneration policy for executives (7.4.2 – 7.4.3)

#### Remuneration policy for executives

Remuneration policy for executives : Yes

## Remuneration

	2021	2022	2023
Total executive remuneration (baht)	15,690,000.00	25,560,000.00	62,793,640.61

## Other forms of remuneration

Employee Stock Ownership Plan (ESOP) : No

Employee Joint Investment Program (EJIP) : No

## Employees (7.5)

### Information about company employees

#### Employees

Number of male employees (persons) : 61

Number of female employees (persons) : 72

**Total number of employees (persons) : 133**

#### Employee Remuneration

Total employee remuneration : 103,609,105.95

#### Provident fund

Total number of employees (persons) : 133

Number of employees contributing to the PVD (persons) : 97

Percentage of employees who are members (%) : 72.93

# Performance Report on Corporate Governance

# Performance Report on Corporate Governance

## Summary of Director Performance (8.1)

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

#### List of new directors appointed in the past year

- List of continuing directors (full term of directorship and being re-appointed as a director)

General information	Position	Date position was assumed	Experience and expertise
1. Mr. PONGTHEP VICHAIKUL Gender: Male Age: 41 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	Date position was assumed: 23 Jul 2021	Business Administration

- List of newly appointed director to replace the ex-director

General information	Position	Date position was assumed	Experience and expertise
1. RAdm. Pattana Pibultip Gender: Male Age: 66 years old Highest level of education: Bachelor's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	Date position was assumed: 18 Dec 2023	Internal Control, Audit

2.	Mr. Parnkorn Kirativarasedt Gender: Male Age: 45 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	Date position was assumed: 28 Apr 2023	Risk Management, Audit
3.	Mr. Priyoung Teerasathian Gender: Male Age: 55 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	Date position was assumed: 4 Jan 2024	Accounting, Finance, Law, Audit, Internal Control
4.	Ms. Ravipa Koekkaivan Gender: Female Age: 52 years old Highest level of education: Master's degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Newly appointed director to replace ex-director	Date position was assumed: 22 Feb 2023	Business Administration, Accounting, Finance
5.	Mr. wit sangwitayanon Gender: Male Age: 53 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Newly appointed director to replace ex-director	Date position was assumed: 4 Jan 2024	Business Administration, Transportation & Logistics
6.	Mr. Harit Rattanaparinyanon Gender: Male Age: 39 years old Highest level of education: Master's degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Newly appointed director to replace ex-director	Date position was assumed: 1 Jan 2024	Business Administration, Information & Communication Technology



## Development of directors over the past year

List of directors	Position	Participated in director development program
ADM. SURAPONG AMNUCKSORADEJA	Chairman of the board	Non-participating
RAdm. Pattana Pibultip	Director	Non-participating
Mr. Parnkorn Kirativarasedt	Director	Non-participating
Mr. Priyoung Teerasathian	Director	Non-participating
Mr. PONGTHEP VICHAIKUL	Director	Non-participating
Ms. Ravipa Koekkaivan	Director	Participating
Mr. wit sangwitayanon	Director	Non-participating
Mr. Harit Rattanaparinyanon	Director	Non-participating
Mr. Phongpun Khongkamnoed	Director	Non-participating
Mom Rajawong Chirakom Kitiyakara	Chairman of the board	Non-participating
Mr. Somchai Kuvijitsuwan	Director	Non-participating
Asst. Prof. Surin Assawawitoontip	Director	Non-participating
Mr. Chanyapat Wiphatthanananthakul	Director	Non-participating
Mr. KITTI PHUATHAVORNSKUL	Director	Non-participating
Ms. Pornthip Sae-Lim	Director	Non-participating

## Directors' performance assessment

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

## Meeting attendance and remuneration to each Board member (8.1.2)

### Meeting attendance of the board of directors

Number of board meetings (times) : 8

Date of AGM meeting : 21 Apr 2023

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. ADM. SURAPONG AMNUCKSORADEJA (Chairman of the board)	-	8/8	Participating	Did not hold the meeting
2. RAdm. Pattana Pibultip (Director)	-	0/0	Non-participating	Did not hold the meeting
3. Mr. Parnkorn Kirativarasedt (Director)	-	5/5	Non-participating	Did not hold the meeting
4. Mr. Priyoung Teerasathian (Director)	-	0/0	Non-participating	Did not hold the meeting
5. Mr. PONGTHEP VICHAIKUL (Director)	-	8/8	Participating	Did not hold the meeting
6. Ms. Ravipa Koekkaivan (Director)	-	7/7	Participating	Did not hold the meeting
7. Mr. wit sangwitayanon (Director)	-	0/0	Non-participating	Did not hold the meeting
8. Mr. Harit Rattanaparinyanon (Director)	-	0/0	Non-participating	Did not hold the meeting
9. Mr. Phongpun Khongkamnoed (Director)	31 Mar 2023	1/1	Non-participating	Did not hold the meeting
10. Mom Rajawong Chirakom Kitiyakara (Chairman of the board)	26 Apr 2023	2/2	Non-participating	Did not hold the meeting
11. Mr. Somchai Kuvijitsuwan (Director)	26 Apr 2023	2/2	Non-participating	Did not hold the meeting
12. Asst. Prof. Surin Assawawitoontip (Director)	6 Dec 2023	3/4	Non-participating	Did not hold the meeting
13. Mr. Chanyapat Wiphatthanananthakul (Director)	31 Dec 2023	8/8	Participating	Did not hold the meeting

14.	Mr. KITTI PHUATHAVORNSKUL (Director)	31 Dec 2023	8/8	Participating	Did not hold the meeting
15.	Ms. Pornthip Sae-Lim (Director)	31 Dec 2023	8/8	Participating	Did not hold the meeting

## Remuneration for company directors

	List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non- monetary
1.	ADM. SURAPONG AMNUCKSORADEJA (Chairman of the board)	-	465,000.00	0.00	No
2.	RAdm. Pattana Pibultip (Director)	-	0.00	0.00	No
3.	Mr. Parnkorn Kirativarasedt (Director)	-	230,000.00	0.00	No
4.	Mr. Priyoung Teerasathian (Director)	-	0.00	0.00	No
5.	Mr. PONGTHEP VICHAIKUL (Director)	-	200,000.00	0.00	No
6.	Ms. Ravipa Koekkaivan (Director)	-	170,000.00	0.00	No
7.	Mr. wit sangwitayanon (Director)	-	0.00	0.00	No
8.	Mr. Harit Rattanaparinyanon (Director)	-	0.00	0.00	No
9.	Mr. Phongpun Khongkamnoed (Director)	31 Mar 2023	110,000.00	0.00	No
10.	Mom Rajawong Chirakom Kitiyakara (Chairman of the board)	26 Apr 2023	150,000.00	0.00	No
11.	Mr. Somchai Kuvijitsuwan (Director)	26 Apr 2023	70,000.00	0.00	No
12.	Asst. Prof. Surin Assawawitoontip (Director)	6 Dec 2023	120,000.00	0.00	No
13.	Mr. Chanyapat Wiphatthanananthakul (Director)	31 Dec 2023	360,000.00	0.00	No
14.	Mr. KITTI PHUATHAVORNSKUL (Director)	31 Dec 2023	200,000.00	0.00	No
15.	Ms. Pornthip Sae-Lim (Director)	31 Dec 2023	200,000.00	0.00	No

## Report on the Audit Committee's Performance for the Past Year (8.2)

### Report on the audit committee's performance for the past year

#### Meeting attendance of audit committee

Number of Audit committee meetings (times) : 6

List of directors		Termination date	Number of the audit committee meeting
1.	Mr. Priyoung Teerasathian (Chairman of the audit committee)	-	0/0
2.	RAdm. Pattana Pibultip (Audit committee)	-	0/0
3.	Mr. Parnkorn Kirativarasedt (Audit committee)	-	4/4
4.	Mr. Phongpun Khongkamnoed (Chairman of the audit committee)	31 Mar 2023	1/1
5.	Mr. Somchai Kuvijitsuwan (Audit committee)	26 Apr 2023	2/2
6.	Mr. Chanyapat Wiphatthanananthakul (Chairman of the audit committee)	31 Dec 2023	6/6
7.	Asst. Prof. Surin Assawawitoontip (Audit committee)	6 Dec 2023	3/4