



# **Annual Registration Statement / Annual Report**

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

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

**TPI POLENE POWER PUBLIC COMPANY LIMITED**

Fiscal Year End 31 December 2023



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# Group Structure and Operations

## Group Structure and Operations

### Business Overview and Policies (1.1)

#### Company Information (1.1.5)

Company Name : TPI POLENE POWER PUBLIC COMPANY LIMITED

Symbol : TPIPP

Address : 26/56 CHANTADMAI ROAD, THUNGMAHAMEK, SATHORN

Province : Bangkok

Postcode : 10120

Business : The Company engages in generation and sales of electricity it's consists of waste heat recovery power plants and RDF-fired power plants. All power plants are located in Kaeng Khoi District, Saraburi Province and The Company also operates petrol and gas stations (NGV)

Registration Number : 0107559000184

Telephone : 0-2285-5090-9, 0-2213-1039

Fax (if applicable) : 0-2213-1035

Website : [www.tpipolenepower.co.th](http://www.tpipolenepower.co.th)

Email : [kanchit.yi@tpipolene.co.th](mailto:kanchit.yi@tpipolene.co.th)

#### Total Shares Sold (shares)

Common Stock : 8,400,000,000

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)	11,073,832.00	10,199,974.00	10,989,814.00
Energy & Utilities (Thousand baht)	10,557,354.00	9,618,401.00	10,361,431.00
Petrol and gas stations (Thousand baht)	516,478.00	581,573.00	628,383.00

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Energy & Utilities (%)	95.34	94.30	94.28
Petrol and gas stations (%)	4.66	5.70	5.72

#### By Geographical Area or Market

	2021	2022	2023
Total revenue from operations (Thousand baht)	11,073,832.00	10,199,974.00	10,989,814.00
Domestic (Thousand baht)	11,073,832.00	10,199,974.00	10,989,814.00
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)	284,428.00	425,521.00	340,714.00
Other income from operations (Thousand baht)	284,428.00	425,521.00	340,714.00
Other income not from operations (Thousand baht)	0.00	0.00	0.00

**Share of profit of joint ventures and associates accounted for using equity method**

	2021	2022	2023
Share of profit (Thousand baht)	0.00	-106.00	3,264.00

**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 : Yes

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

# Risk Management

# Risk Management

## Risk Factors (2.2)

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

### Strategic risks in business operations

**Risk Management Measures:** Yes

#### Related Risk Topics

##### Strategic Risk

- Volatility in the industry in which the company operates
- Government policy
- Changes in technologies
- Reliance on large customers or few customers
- Reliance on large partners / distributors or few partners / distributors

##### Operational Risk

- Reliance on employees in key positions
- Human error in business operations
- Business operations that have no commercial results
- Safety, occupational health, and working environment
- Climate change and disasters

##### Compliance Risk

- Change in laws and regulations

##### Financial Risk

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



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

**Risk associated with investments of securities holders**

**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 : <http://www.tpipolenepower.co.th/index.php/th/th-investment/ar/sustainability>

### Environmental Aspect (3.3)

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

Environmental Policy and Practice : Yes

URL of environmental policy and practice : <http://www.tpipolenepower.co.th/index.php/th/th-investment/ar/sustainability>

Company environmental guideline : Electricity Management, Fuel Management, Renewable/Clean Energy Management, Water Management, Waste Management, Biodiversity Management, Greenhouse Gas and Climate Change Management

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

##### Energy management

###### • Fuel consumption

	2021	2022	2023
Diesel (Litres)	505,227.07	930,605.44	937,721.03
Fuel oil (Litres)	N/A	N/A	1,581,868.53
Natural gas (Standard cubic feet)	457,519.61	6,148,745.10	2,796,734.06
Coal (Metric tonnes)	771,991,947.85	468,814,255.83	632,452,087.73

###### • Electricity consumption

	2021	2022	2023
Total electricity consumption within the organization (Kilowatt-Hours)	320,321,133.33	330,134,575.00	335,955.00

## Water management

### • Water consumption

	2021	2022	2023
Total water withdrawal (Cubic meters)	9,357,646.00	9,464,639.00	8,545,911.00

## Waste management

### • Waste from operations

	2021	2022	2023
Non-hazardous waste (Kilograms)	25,183,910.00	19,682,400.00	13,188,080.00
Hazardous waste (Kilograms)	79,630.00	24,260.00	2,360.00
<b>Total waste generated (Kilograms)</b>	<b>25,263,540.00</b>	<b>19,706,660.00</b>	<b>13,190,440.00</b>

## Greenhouse gas management

### • Greenhouse gas emissions

	2021	2022	2023
Total GHG emissions target (Metric tonnes of carbon dioxide equivalent)	3,590,000.00	3,070,000.00	3,000,000.00
Scope 1 (Tons of carbon dioxide equivalents)	3,201,398.15	2,477,534.70	1,718,996.00
Scope 2 (Tons of carbon dioxide equivalents)	410.09	588.79	12,366.00
Scope 3 (Tons of carbon dioxide equivalents)	139,897.22	120,150.62	127,488.00
<b>Total GHG emissions (Metric tonnes of carbon dioxide equivalent)</b>	<b>3,341,705.46</b>	<b>2,598,274.11</b>	<b>1,858,850.00</b>

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

Third-party verification : Yes

Name of verifying organization : BSI Group (Thailand) Co., Ltd.

## Social Aspect (3.4)

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

Human Rights Policy and Practice : Yes

URL of human rights policy : <http://www.tpipolenepower.co.th/index.php/th/th-investment/ar/sustainability>

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

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

#### Information about employees

##### • Total number of employees

	2021	2022	2023
Number of male employees (Persons)	1,031	1,032	1,028
Number of female employees (Persons)	111	111	113
<b>Total number of employees (Persons)</b>	<b>1,142</b>	<b>1,143</b>	<b>1,141</b>

##### • Employee remuneration

	2021	2022	2023
Employee remuneration (baht)	582,011,012.41	632,484,017.82	707,201,464.96

##### • Employee development and training

	2021	2022	2023
Average employee training hours (Hours / Person / Year)	28.04	24.71	33.88
Employee development and training expenses (baht)	1,411,851.06	2,465,392.00	1,592,738.81

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

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

	2021	2022	2023
Percentage of employees who voluntarily resigned (%)	8.49	5.16	6.57

• **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 : <http://www.tpipolenepower.co.th/index.php/th/th-aboutus/cooperate-governance-th>

#### 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	16	100.00
Number of male directors	12	75.00
Number of female directors	4	25.00
Number of executive directors	3	18.75
Number of non-executive directors	13	81.25
Number of independent directors	5	31.25

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

##### List of directors

General information	Position	Date position was assumed	Experience and expertise
1. Mr. PRACHAI LEOPHAIRATANA Gender: Male Age: 79 years old Highest level of education: Honorary degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive)  Director type: Original director	11 Nov 1991	Petrochemicals & Chemicals, Leadership, Construction Materials, Industrial Materials & Machinery, Engineering, Mining, Steel

2.	<p>Mr. PRAMUAN LEOPHAIRATANA</p> <p>Gender: Male</p> <p>Age: 74 years old</p> <p>Highest level of education: Doctoral degree</p> <p>Major: Engineering</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Vice Chairman (Non-executive)</p> <p>Director type: Re-elected as director</p>	8 Jan 2016	<p>Petrochemicals &amp; Chemicals, Engineering, Packaging, Industrial Materials &amp; Machinery</p>
3.	<p>Mrs. ORAPIN LEOPHAIRATANA</p> <p>Gender: Female</p> <p>Age: 76 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Political Science</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Vice Chairman (Non-executive)</p> <p>Director type: Original director</p>	8 Jan 2016	<p>Finance &amp; Securities, Fund Management, Audit, Finance, Corporate Social Responsibility, Accounting, Construction Materials</p>
4.	<p>Mr. PRATEEP LEOPAIRUT</p> <p>Gender: Male</p> <p>Age: 77 years old</p> <p>Highest level of education: Honorary degree</p> <p>Major: Engineering</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Vice Chairman (Non-executive)</p> <p>Director type: Original director</p>	20 Apr 2023	<p>Industrial Materials &amp; Machinery, Construction Materials, Energy &amp; Utilities, Engineering</p>
5.	<p>Mr. PRAYAD LIEWPHAIRATANA</p> <p>Gender: Male</p> <p>Age: 72 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Engineering</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive)</p> <p>Director type: Original director</p>	11 Nov 1991	<p>Packaging, Industrial Materials &amp; Machinery, Engineering, Mining</p>

6.	Ms. PATTRAPAN LEOPAIRUT Gender: Female Age: 44 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Re-elected as director	30 Apr 2007	Marketing, Construction Materials
7.	Mrs. NITAWAN LEOPHAIRATANA Gender: Female Age: 43 years old Highest level of education: Master's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Original director	13 Jul 2015	Law, Marketing, Petrochemicals & Chemicals
8.	Mr. KHANTACHAI VICHAKKHANA Gender: Male Age: 75 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	8 Jan 2016	Law, Property Development
9.	Ms. MALINEE LEOPAIRAT Gender: Female Age: 81 years old Highest level of education: Master's degree Major: Actuarial Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Re-elected as director	8 Jan 2016	Data Analysis, Insurance, Statistics

10.	Mr. THIRAPHONG VIKITSET Gender: Male Age: 78 years old Highest level of education: Doctoral degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	8 Jan 2016	Economics, Engineering, Energy & Utilities, Project Management
11.	Mr. MANU LEOPAIROTE Gender: Male Age: 80 years old Highest level of education: Honorary degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	8 Jan 2016	Finance, Economics, Accounting, Petrochemicals & Chemicals
12.	Mr. PAKKAPOL LEOPAIRUT Gender: Male Age: 40 years old Highest level of education: Master's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	16 Feb 2016	Finance, Accounting, Energy & Utilities, Economics
13.	Mr. PAKORN LEOPAIRUT Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Master of Arts Program in Public and Private Management Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	16 Feb 2016	Energy & Utilities, Fund Management, Petrochemicals & Chemicals, Construction Materials

14.	Mr. VANCHAI MANOSUTHI Gender: Male Age: 73 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	29 Apr 2016	Accounting, Banking, Finance & Securities
15.	Mr. PORAKRIT LEOPHAIRATANA Gender: Male Age: 33 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	31 Jan 2020	Engineering, Petrochemicals & Chemicals, Energy & Utilities, Industrial Materials & Machinery
16.	Mr. ARAM SENAMONTRI Gender: Male Age: 73 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	31 Aug 2023	Law

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

General information	Position	Tenure	Replacement Director
1. Mr. ABHIJAI CHANDRASEN Gender: Male Age: 75 years old Highest level of education: Doctoral degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)	Date position was assumed: 8 Jan 2016 Date directorship ended: 11 Jun 2023	No replacement director

## Other Information pertaining to committees

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

## Sub-committees (7.3)

### Information about sub-committees (7.3.2)

#### Audit Committee

##### List of audit committee members

General information	Position	Date position was assumed	Experience and expertise
1. Mr. MANU LEOPAIROTE [1] Gender: Male Age: 80 years old Highest level of education: Honorary degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director)  Director type: Original director	8 Jan 2016	Finance, Economics, Accounting, Petrochemicals & Chemicals
2. Mr. THIRAPHONG VIKITSET [1] Gender: Male Age: 78 years old Highest level of education: Doctoral degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Original director	8 Jan 2016	Economics, Engineering, Energy & Utilities, Project Management
3. Mr. ARAM SENAMONTRI Gender: Male Age: 73 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Newly appointed director to replace ex-director	31 Aug 2023	Law

[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. ABHIJAI CHANDRASEN Gender: Male Age: 75 years old Highest level of education: Doctoral degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)	Date position was assumed: 8 Jan 2016 Date directorship ended: 11 Jun 2023	No replacement director

[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. PRACHAI LEOPHAIRATANA Gender: Male Age: 79 years old Highest level of education: Honorary degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	8 Jan 2016
2. Mr. PRAMUAN LEOPHAIRATANA Gender: Male Age: 74 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Vice-chairman of the executive committee	8 Jan 2016

3.	<p>Mrs. ORAPIN LEOPHAIRATANA</p> <p>Gender: Female</p> <p>Age: 76 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Political Science</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Vice-chairman of the executive committee</p>	8 Jan 2016
4.	<p>Mr. PRAYAD LIEWPHAIRATANA</p> <p>Gender: Male</p> <p>Age: 72 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Engineering</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	8 Jan 2016
5.	<p>Ms. PATTRAPAN LEOPAIRUT</p> <p>Gender: Female</p> <p>Age: 44 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	8 Jan 2016
6.	<p>Mr. PAKORN LEOPAIRUT</p> <p>Gender: Male</p> <p>Age: 43 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Master of Arts Program in Public and Private Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	8 Jan 2016
7.	<p>Mr. PAKKAPOL LEOPAIRUT</p> <p>Gender: Male</p> <p>Age: 40 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Economics</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	8 Jan 2016

8.	<p>Mrs. NITAWAN LEOPHAIRATANA</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>Member of the executive committee</p>	8 Jan 2016
9.	<p>Mr. PORAKRIT LEOPHAIRATANA</p> <p>Gender: Male</p> <p>Age: 33 years old</p> <p>Highest level of education: Doctoral degree</p> <p>Major: Engineering</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	31 Jan 2020

## Other sub-committees

### Sub-committees information

Name of sub-committees	List of directors	Position
Remuneration Committee	<p>Mr. PRACHAI LEOPHAIRATANA</p> <p>Mr. PRATEEP LEOPAIRUT</p> <p>Mr. PRAMUAN LEOPHAIRATANA</p> <p>Mrs. ORAPIN LEOPHAIRATANA</p> <p>Mr. PRAYAD LIEWPHAIRATANA</p> <p>Ms. PATTRAPAN LEOPAIRUT</p> <p>Mr. PAKORN LEOPAIRUT</p> <p>Mr. PAKKAPOL LEOPAIRUT</p> <p>Mrs. NITAWAN LEOPHAIRATANA</p> <p>Ms. MALINEE LEOPAIRAT</p> <p>Mr. PORAKRIT LEOPHAIRATANA</p> <p>Mr. MANU LEOPAIROTE</p> <p>Mr. THIRAPHONG VIKITSET</p> <p>Mr. ARAM SENAMONTRI</p> <p>Mr. KHANTACHAI VICHAKKHANA</p> <p>Mr. VANCHAI MANOSUTHI</p>	<p>Chairman</p> <p>Vice chairman</p> <p>Vice chairman</p> <p>Vice chairman</p> <p>Member</p> <p>Member</p> <p>Member</p> <p>Member</p> <p>Member</p> <p>Member</p> <p>Member</p> <p>Member</p> <p>Member</p> <p>Member</p> <p>Member</p> <p>Member</p>

Corporate Governance Committee	Mr. PRACHAI LEOPHAIRATANA	Chairman
	Mr. PRATEEP LEOPAIRUT	Vice chairman
	Mr. PRAMUAN LEOPHAIRATANA	Vice chairman
	Mrs. ORAPIN LEOPHAIRATANA	Vice chairman
	Mr. PRAYAD LIEWPHAIRATANA	Member
	Ms. PATTRAPAN LEOPAIRUT	Member
	Mr. PAKORN LEOPAIRUT	Member
	Mr. PAKKAPOL LEOPAIRUT	Member
	Mrs. NITAWAN LEOPHAIRATANA	Member
	Ms. MALINEE LEOPAIRAT	Member
	Mr. PORAKRIT LEOPHAIRATANA	Member
	Mr. MANU LEOPAIROTE	Member
	Mr. THIRAPHONG VIKITSET	Member
	Mr. ARAM SENAMONTRI	Member
	Mr. KHANTACHAI VICHAKKHANA	Member
	Mr. VANCHAI MANOSUTHI	Member
Nomination Committee	Mr. PRACHAI LEOPHAIRATANA	Chairman
	Mr. PRATEEP LEOPAIRUT	Vice chairman
	Mr. PRAMUAN LEOPHAIRATANA	Vice chairman
	Mrs. ORAPIN LEOPHAIRATANA	Vice chairman
	Mr. PRAYAD LIEWPHAIRATANA	Member
	Ms. PATTRAPAN LEOPAIRUT	Member
	Mr. PAKORN LEOPAIRUT	Member
	Mr. PAKKAPOL LEOPAIRUT	Member
	Mrs. NITAWAN LEOPHAIRATANA	Member
	Ms. MALINEE LEOPAIRAT	Member
	Mr. PORAKRIT LEOPHAIRATANA	Member
	Mr. MANU LEOPAIROTE	Member
	Mr. THIRAPHONG VIKITSET	Member
	Mr. ARAM SENAMONTRI	Member
	Mr. KHANTACHAI VICHAKKHANA	Member
	Mr. VANCHAI MANOSUTHI	Member
Risk Management Committee	Mr. PRACHAI LEOPHAIRATANA	Chairman
	Mrs. ORAPIN LEOPHAIRATANA	Member
	Mr. PAKKAPOL LEOPAIRUT	Member
	Mr. PORAKRIT LEOPHAIRATANA	Member
	Mr. Prasert Ittimakin	Member
	Mrs. Chularat Danwattanachai	Member
	Mr. Worawit Lerdbussarakam	Member
	Mr. Kamjohn Pairojsak	Member
	Mr. Nitipong Sucharitphong	Member
	Mrs. Kusuma Chantarothorn	Member
	Mrs. Sommaphan Kaewsuwan	Member

Sustainable Development Committee	Mr. PAKKAPOL LEOPAIRUT	Chairman
	Mrs. Chularat Danwattanachai	Member
	Mr. Worawit Lerdbussarakam	Member
	Mr. Panya Tangsingtrong	Member
	Mr. PAKORN LEOPAIRUT	Member
	Mr. Virat Chatdarong	Member
	Mr. PORAKRIT LEOPHAIRATANA	Member
	Mrs. Thanyathida Sriraksa	Member
	Mrs. Malee Podprichakul	Member
	Mrs. Oratai Jiaranai	Member
	Mr. Kanok Arun Rasameesopha	Member
	Mr. Nitisit Jongpitakrat	Member
	Mr. Nopporn Suwannapura	Member
	Mr. Hanchai Ekkritwarodom	Member
	Ms. Juthamas Surojrat	Member

#### **Roles of Sub-committees**

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

## Executives (7.4)

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

#### The four highest-ranking executives

General information	Position	Date position was assumed	Experience and expertise
1. Mr. PAKORN LEOPAIRUT Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Master of Arts Program in Public and Private Management	PRESIDENT	16 Feb 2016	Energy & Utilities, Fund Management, Petrochemicals & Chemicals, Construction Materials
2. Mr. PAKKAPOL LEOPAIRUT [1] Gender: Male Age: 40 years old Highest level of education: Master's degree Major: Economics	Executive Vice President	16 Feb 2016	Finance, Accounting, Energy & Utilities, Economics
3. Mr. PORAKRIT LEOPHAIRATANA Gender: Male Age: 33 years old Highest level of education: Doctoral degree Major: Engineering	Executive Vice President	31 Jan 2020	Engineering, Petrochemicals & Chemicals, Energy & Utilities, Industrial Materials & Machinery
4. Mr. Worawit Lerdbussarakam Gender: Male Age: 58 years old Highest level of education: Master's degree Major: Business Administration	Senior Vice President	1 Apr 2018	Construction Materials, Energy & Utilities, Engineering
5. Mr. Somkiat Teeratakulpisal Gender: Male Age: 56 years old Highest level of education: Master's degree Major: Business Administration	Vice President	1 Jul 2021	Energy & Utilities

[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)	21,909,935.00	23,770,015.00	24,925,470.00

### 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) : 1,028

Number of female employees (persons) : 113

**Total number of employees (persons)** : 1,141

#### Employee Remuneration

Total employee remuneration : 707,201,464.96

#### Provident fund

Total number of employees (persons) : 1,141

Number of employees contributing to the PVD (persons) : 1,020

Percentage of employees who are members (%) : 89.40



# 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. PRAMUAN LEOPHAIRATANA Gender: Male Age: 74 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Non-executive)  Director type: Re-elected as director	Date position was assumed: 8 Jan 2016	Petrochemicals & Chemicals, Engineering, Packaging, Industrial Materials & Machinery
2. Ms. PATTRAPAN LEOPAIRUT Gender: Female Age: 44 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Re-elected as director	Date position was assumed: 30 Apr 2007	Marketing, Construction Materials
3. Ms. MALINEE LEOPAIRAT Gender: Female Age: 81 years old Highest level of education: Master's degree Major: Actuarial Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Re-elected as director	Date position was assumed: 8 Jan 2016	Data Analysis, Insurance, Statistics

4.	Mr. THIRAPHONG VIKITSET Gender: Male Age: 78 years old Highest level of education: Doctoral degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 8 Jan 2016	Economics, Engineering, Energy & Utilities, Project Management
5.	Mr. PAKKAPOL LEOPAIRUT Gender: Male Age: 40 years old Highest level of education: Master's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	Date position was assumed: 16 Feb 2016	Finance, Accounting, Energy & Utilities, Economics

#### Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. PRACHAI LEOPHAIRATANA	Chairman of the board	Participating
Mr. PRAMUAN LEOPHAIRATANA	Vice Chairman	Non-participating
Mrs. ORAPIN LEOPHAIRATANA	Vice Chairman	Participating
Mr. PRATEEP LEOPAIRUT	Vice Chairman	Non-participating
Mr. PRAYAD LIEWPHAIRATANA	Director	Non-participating
Ms. PATTRAPAN LEOPAIRUT	Director	Non-participating
Mrs. NITAWAN LEOPHAIRATANA	Director	Non-participating
Mr. KHANTACHAI VICHAKKHANA	Director	Participating
Ms. MALINEE LEOPAIRAT	Director	Non-participating
Mr. THIRAPHONG VIKITSET	Director	Non-participating
Mr. MANU LEOPAIROTE	Director	Non-participating
Mr. PAKKAPOL LEOPAIRUT	Director	Participating

Mr. PAKORN LEOPAIRUT	Director	Participating
Mr. VANCHAI MANOSUTHI	Director	Non-participating
Mr. PORAKRIT LEOPHAIRATANA	Director	Participating
Mr. ARAM SENAMONTRI	Director	Non-participating
Mr. ABHIJAI CHANDRASEN	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) : 12

Date of AGM meeting : 20 Apr 2023

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. PRACHAI LEOPHAIRATANA (Chairman of the board)	-	12/12	Participating	Did not hold the meeting
2.	Mr. PRAMUAN LEOPHAIRATANA (Vice Chairman)	-	11/12	Participating	Did not hold the meeting
3.	Mrs. ORAPIN LEOPHAIRATANA (Vice Chairman)	-	12/12	Participating	Did not hold the meeting
4.	Mr. PRATEEP LEOPAIRUT (Vice Chairman)	-	9/12	Participating	Did not hold the meeting
5.	Mr. PRAYAD LIEWPHAIRATANA (Director)	-	11/12	Participating	Did not hold the meeting

6.	Ms. PATTRAPAN LEOPAIRUT (Director)	-	10/12	Participating	Did not hold the meeting
7.	Mrs. NITAWAN LEOPHAIRATANA (Director)	-	11/12	Participating	Did not hold the meeting
8.	Mr. KHANTACHAI VICHAKKHANA (Director)	-	12/12	Participating	Did not hold the meeting
9.	Ms. MALINEE LEOPAIRAT (Director)	-	10/12	Participating	Did not hold the meeting
10.	Mr. THIRAPHONG VIKITSET (Director)	-	12/12	Participating	Did not hold the meeting
11.	Mr. MANU LEOPAIROTE (Director)	-	11/12	Participating	Did not hold the meeting
12.	Mr. PAKKAPOL LEOPAIRUT (Director)	-	12/12	Participating	Did not hold the meeting
13.	Mr. PAKORN LEOPAIRUT (Director)	-	12/12	Participating	Did not hold the meeting
14.	Mr. VANCHAI MANOSUTHI (Director)	-	12/12	Participating	Did not hold the meeting
15.	Mr. PORAKRIT LEOPHAIRATANA (Director)	-	11/12	Participating	Did not hold the meeting
16.	Mr. ARAM SENAMONTRI (Director)	-	4/12	Non-participating	Did not hold the meeting
17.	Mr. ABHIJAI CHANDRASEN (Director)	11 Jun 2023	N/A	Participating	Did not hold the meeting

#### Remuneration for company directors

	List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non- monetary
1.	Mr. PRACHAI LEOPHAIRATANA (Chairman of the board)	-	1,612,764.00	258,456.00	No
2.	Mr. PRAMUAN LEOPHAIRATANA (Vice Chairman)	-	1,612,764.00	258,456.00	No
3.	Mrs. ORAPIN LEOPHAIRATANA (Vice Chairman)	-	1,612,764.00	258,456.00	No

4.	Mr. PRATEEP LEOPAIRUT (Vice Chairman)	-	1,075,176.00	N/A	No
5.	Mr. PRAYAD LIEWPHAIRATANA (Director)	-	1,612,764.00	258,456.00	No
6.	Ms. PATTRAPAN LEOPAIRUT (Director)	-	1,612,764.00	258,456.00	No
7.	Mrs. NITAWAN LEOPHAIRATANA (Director)	-	1,612,764.00	258,456.00	No
8.	Mr. KHANTACHAI VICHAKKHANA (Director)	-	1,612,764.00	258,456.00	No
9.	Ms. MALINEE LEOPAIRAT (Director)	-	1,612,764.00	258,456.00	No
10.	Mr. THIRAPHONG VIKITSET (Director)	-	1,612,764.00	258,456.00	No
11.	Mr. MANU LEOPAIROTE (Director)	-	1,612,764.00	258,456.00	No
12.	Mr. PAKKAPOL LEOPAIRUT (Director)	-	1,612,764.00	258,456.00	No
13.	Mr. PAKORN LEOPAIRUT (Director)	-	1,612,764.00	258,456.00	No
14.	Mr. VANCHAI MANOSUTHI (Director)	-	1,612,764.00	258,456.00	No
15.	Mr. PORAKRIT LEOPHAIRATANA (Director)	-	1,612,764.00	258,456.00	No
16.	Mr. ARAM SENAMONTRI (Director)	-	537,588.00	0.00	No
17.	Mr. ABHIJAI CHANDRASEN (Director)	11 Jun 2023	671,985.00	258,456.00	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) : 5

	List of directors	Termination date	Number of the audit committee meeting
1.	Mr. MANU LEOPAIROTE (Chairman of the audit committee)	-	5/5
2.	Mr. THIRAPHONG VIKITSET (Audit committee)	-	5/5

3.	Mr. ARAM SENAMONTRI (Audit committee)	-	1/5
4.	Mr. ABHIJAI CHANDRASEN (Audit committee)	11 Jun 2023	N/A