



# **Annual Registration Statement / Annual Report**

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

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

**ZEN CORPORATION GROUP 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 : ZEN CORPORATION GROUP PUBLIC COMPANY LIMITED

Symbol : ZEN

Address : No.662 Soi Onnuch 17, Suan Luang Sub District, Suan Luang District

Province : Bangkok

Postcode : 10250

Business : A holding company which its core company is Zen Restaurant Holding Company Limited that operates Japanese restaurant business under the brand names, "ZEN" and other related business.

Registration Number : 0107561000439

Telephone : 0-2019-5000 Ext.982

Fax (if applicable) : 0-2030-5322

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

Email : [corporatesecretary@zengroup.co.th](mailto:corporatesecretary@zengroup.co.th)

#### Total Shares Sold (shares)

Common Stock : 300,000,000

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)	2,255,319.50	3,413,122.10	3,945,375.79
Food Business (Thousand baht)	2,145,600.45	3,305,529.83	3,831,873.67
Franchise business (Thousand baht)	63,157.35	77,764.28	83,117.77
Other (Thousand baht)	46,561.70	29,827.99	30,384.35

  

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Food Business (%)	95.14	96.85	97.12
Franchise business (%)	2.80	2.28	2.11
Other (%)	2.06	0.87	0.77

#### By Geographical Area or Market

	2021	2022	2023
Total revenue from operations (Thousand baht)	2,255,319.50	3,413,122.10	3,945,375.79
Domestic (Thousand baht)	2,252,522.62	3,406,976.36	3,941,181.72
International (Thousand baht)	2,796.88	6,145.74	4,194.07
Myanmar (Thousand baht)	372.79	539.86	0.00
Cambodia (Thousand baht)	2,374.53	3,737.03	3,225.23
Laos (Thousand baht)	49.56	617.69	878.62
Other countries (Thousand baht)	0.00	1,251.16	90.22

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Domestic (%)	99.88	99.82	99.89
International (%)	0.12	0.18	0.11
Myanmar (%)	13.33	8.78	0.00
Cambodia (%)	84.90	60.81	0.08
Laos (%)	1.77	10.05	0.02
Other countries (%)	0.00	20.36	0.00

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

	2021	2022	2023
Total other income (Thousand baht)	46,561.70	29,827.99	30,384.35
Other income from operations (Thousand baht)	123,345.00	12,345.00	11,988.02
Other income not from operations (Thousand baht)	-76,783.30	17,482.99	18,396.33

## 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	2,137.37	2,314.92	2,743.15

# Risk Management

# Risk Management

## Risk Factors (2.2)

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

### Strategic Risk

**Risk Management Measures:** Yes

### Related Risk Topics

#### Strategic Risk

- Volatility in the industry in which the company operates
- Behavior or needs of customers / consumers
- Government policy
- Changes in technologies
- Business operations of partners in the supply chain
- Reliance on large partners / distributors or few partners / distributors
- Damage to company image and reputation

#### Operational Risk

- Reliance on employees in key positions
- Shortage or reliance on skilled workers
- Shortage or fluctuation in pricing of raw materials or productive resources
- Systems or internal control system
- Human error in business operations
- Information security and cyber-attack
- Loss or damage from non-compliance of partners or counterparties
- Property lease agreement execution



- Safety, occupational health, and working environment
- Climate change and disasters
- Impact on the environment
- Impact on human rights
- Corruption

#### Compliance Risk

- Change in laws and regulations
- Laws and regulations is not favorable for doing business
- Violations of laws and regulations
- Corporate Governance

#### Financial Risk

- Insufficient sources of funding

## 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

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

### Risks from investment in Foreign Securities

**Risk Management Measures:** No

#### Related Risk Topics

- Foreign Investment Risk

# Sustainable Development

# Sustainable Development

## Sustainability Management Policy and Targets (3.1)

### Sustainability Management Policy and Targets

Corporate Sustainability Policy : Yes

URL of corporate sustainability policy : <https://investor.zengroup.co.th/storage/download/cg/2024/20240130-zen-sustainable-development-policy-th.pdf>  
(if applicable)

## Environmental Aspect (3.3)

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

Environmental Policy and Practice : Yes

URL of environmental policy and practice : <https://investor.zengroup.co.th/storage/download/cg/2024/20240130-zen-environmental-policy-th.pdf>  
(if applicable)

Company environmental guideline : Electricity Management, Water Management, Waste 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)	N/A	15,929.56	15,133.59

#### • Electricity consumption

	2021	2022	2023
Total electricity consumption within the organization (Kilowatt-Hours)	8,292,640.54	11,138,442.91	12,427,605.60

### Water management

#### • Water consumption

	2021	2022	2023
Total water withdrawal (Cubic meters)	249,765.61	300,688.44	391,583.05

## Waste management

### • Waste from operations

	2021	2022	2023
Non-hazardous waste (Kilograms)	N/A	N/A	346,968.75
Hazardous waste (Kilograms)	1,656.14	2,029.40	1,334.90
<b>Total waste generated (Kilograms)</b>	<b>1,656.14</b>	<b>2,029.40</b>	<b>348,303.65</b>

## 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)	430.00	490.00	N/A
Scope 2 (Tons of carbon dioxide equivalents)	4,261.00	4,087.00	N/A
Scope 3 (Tons of carbon dioxide equivalents)	5,623.00	5,757.00	N/A
<b>Total GHG emissions (Metric tonnes of carbon dioxide equivalent)</b>	<b>10,314.00</b>	<b>10,334.00</b>	<b>0.00</b>

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

Third-party verification : Yes

Name of verifying organization : LRQA (THAILAND) LIMITED

## Social Aspect (3.4)

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

Human Rights Policy and Practice : Yes

URL of human rights policy : <https://investor.zengroup.co.th/storage/download/cg/zen-human-rights-policy-th.pdf>

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

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

#### Information about employees

##### • Total number of employees

	2021	2022	2023
Number of male employees (Persons)	1,066	915	963
Number of female employees (Persons)	1,682	1,304	1,453
<b>Total number of employees (Persons)</b>	<b>2,748</b>	<b>2,219</b>	<b>2,416</b>

##### • Employee remuneration

	2021	2022	2023
Employee remuneration (baht)	585,740,000.00	695,350,000.00	787,000,000.00

##### • Employee development and training

	2021	2022	2023
Average employee training hours (Hours / Person / Year)	10.60	15.57	15.71
Employee development and training expenses (baht)	2,086,975.00	2,281,162.84	2,443,278.87

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

	2021	2022	2023
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Total number of lost time injury incidents by employees (Cases)	43	49	86
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• **Employee retention**

	2021	2022	2023
Percentage of employees who voluntarily resigned (%)	32.42	51.55	76.08

• **Significant labor dispute**

	2021	2022	2023
Significant labor dispute	No	No	No

# Corporate Governance Policy



## Corporate Governance Policy

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

#### Corporate Governance Policy

Corporate Governance Policy : Yes

Company website on corporate governance policy : <https://investor.zengroup.co.th/storage/corporate-governance/20240131-zen-cg-policy-th.pdf>

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

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

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

## Code of Conduct (6.2)

### Establishing a Code of Conduct

#### Establishing a Code of Conduct

Code of Conduct : Yes

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

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

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

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

### Board of Directors (7.2)

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

	Number of persons	Percentage (%)
Total number of directors	11	100.00
Number of male directors	9	81.82
Number of female directors	2	18.18
Number of executive directors	4	36.36
Number of non-executive directors	7	63.64
Number of independent directors	5	45.45

#### 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. PAITON TAVEEBHOL Gender: Male Age: 73 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director) Director type: Original director	20 Feb 2019	Risk Management, Human Resource Management, Corporate Management, Audit, Finance, Sustainability, Corporate Social Responsibility, Internal Control, Governance/ Compliance, Leadership, Food & Beverage

2.	<p>Mr. SAKKANON CHIRATHIVAT</p> <p>Gender: Male</p> <p>Age: 46 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration and Housing and Urbanism</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 Feb 2019	<p>Strategic Management, Change Management, Risk Management, Human Resource Management, Corporate Management, Brand Management, Project Management, Budgeting, Leadership, Property Development, Architecture, Food &amp; Beverage</p>
3.	<p>Ms. JOMKWAN CHIRATHIVAT</p> <p>Gender: Female</p> <p>Age: 41 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Mass Communication</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Executive)</p> <p>Director type: Original director</p>	20 Feb 2019	<p>Brand Management, Marketing, Design, Sustainability, Food &amp; Beverage, Procurement</p>
4.	<p>Mr. CHITTAPON VIVADDHANAKASEM</p> <p>Gender: Male</p> <p>Age: 44 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Finance and Marketing</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Executive)</p> <p>Director type: Original director</p>	6 Mar 2020	<p>Strategic Management, Risk Management, Human Resource Management, Corporate Management, Brand Management, Budgeting, Marketing, Data Analysis, Sustainability, Corporate Social Responsibility, Leadership, Food &amp; Beverage</p>
5.	<p>Mr. STEVEN HALLIDAY</p> <p>Gender: Male</p> <p>Age: 44 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: Re-elected as director</p>	20 Feb 2019	<p>Strategic Management, Risk Management, Budgeting, Data Analysis, Finance, Banking</p>

6.	<p>Mr. PRAWIT KIJPAISALRATTANA</p> <p>Gender: Male</p> <p>Age: 70 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Accounting</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p>	20 Feb 2019	<p>Corporate Management, Audit, Procurement, Internal Control, Banking, Agribusiness, Governance/ Compliance, Accounting, Insurance, Leadership</p>
7.	<p>Mr. WILERT PURIWAT</p> <p>Gender: Male</p> <p>Age: 55 years old</p> <p>Highest level of education: Doctoral degree</p> <p>Major: International Business</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p>	20 Feb 2019	<p>Human Resource Management, Brand Management, Marketing, Digital Marketing, Tourism &amp; Leisure, Corporate Social Responsibility, Leadership</p>
8.	<p>Mr. BOONYONG TANSAKUL</p> <p>Gender: Male</p> <p>Age: 58 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Engineering</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Executive)</p> <p>Director type: Re-elected as director</p>	20 Feb 2019	<p>Strategic Management, Change Management, Risk Management, Human Resource Management, Corporate Management, Marketing, Digital Marketing, Sustainability, Corporate Social Responsibility, Food &amp; Beverage, Data Analysis, Leadership, Budgeting</p>
9.	<p>Mrs. JOTIKA SAVANANANDA</p> <p>Gender: Female</p> <p>Age: 63 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Psychology , Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Re-elected as director</p>	20 Feb 2019	<p>Property Fund &amp; REITs, Strategic Management, Fund Management, Change Management, Risk Management, Corporate Management, Budgeting, Audit, Data Analysis, Finance, Corporate Social Responsibility, Internal Control, Banking, Governance/ Compliance, Accounting, Insurance, Leadership, Property Development, Finance &amp; Securities, Economics</p>

10.	Mr. CHAVALIT CHINDAVANIG Gender: Male Age: 60 years old Highest level of education: Master's degree Major: Business Administration and Faculty of Engineering Mechanical Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	29 Apr 2019	Strategic Management, Risk Management, Budgeting, Data Analysis, Finance, Corporate Social Responsibility, Procurement, Banking, Governance/ Compliance, Finance & Securities
11.	Mr. SIRUWAT CHATCHAWAN Gender: Male Age: 45 years old Highest level of education: Bachelor's degree Major: Communication Design Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	24 Aug 2020	Paper & Printing Materials, Brand Management, Marketing, Corporate Social Responsibility, Packaging, Architecture, Media & Publishing, Food & Beverage, Design

#### Other Information pertaining to committees

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

## Sub-committees (7.3)

### Information about sub-committees (7.3.2)

#### Audit Committee

##### List of audit committee members

General information	Position	Date position was assumed	Experience and expertise
1. Mr. PRAWIT KIJPAISALRATTANA [1] Gender: Male Age: 70 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	20 Feb 2019	Corporate Management, Audit, Procurement, Internal Control, Banking, Agribusiness, Governance/ Compliance, Accounting, Insurance, Leadership
2. Mrs. JOTIKA SAVANANANDA [1] Gender: Female Age: 63 years old Highest level of education: Master's degree Major: Psychology , Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Re-elected as director	20 Feb 2019	Property Fund & REITs, Strategic Management, Fund Management, Change Management, Risk Management, Corporate Management, Budgeting, Audit, Data Analysis, Finance, Corporate Social Responsibility, Internal Control, Banking, Governance/ Compliance, Accounting, Insurance, Leadership, Property Development, Finance & Securities, Economics

3.	Mr. CHAVALIT CHINDAVANIG [1] Gender: Male Age: 60 years old Highest level of education: Master's degree Major: Business Administration and Faculty of Engineering Mechanical Engineering Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Original director	29 Apr 2019	Strategic Management, Risk Management, Budgeting, Data Analysis, Finance, Corporate Social Responsibility, Procurement, Banking, Governance/ Compliance, Finance & Securities
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[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. BOONYONG TANSAKUL Gender: Male Age: 58 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	20 Feb 2019
2. Mrs. Yupaphan Ekasittikul Gender: Female Age: 56 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	20 Feb 2019
3. Ms. JOMKWAN CHIRATHIVAT Gender: Female Age: 41 years old Highest level of education: Bachelor's degree Major: Mass Communication Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	20 Feb 2019



4.	Mr. CHITTAPON VIVADDHANAKASEM Gender: Male Age: 44 years old Highest level of education: Master's degree Major: Finance and Marketing Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	6 Mar 2020
5.	Mr. SIRUWAT CHATCHAWAN Gender: Male Age: 45 years old Highest level of education: Bachelor's degree Major: Communication Design Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	24 Apr 2020
6.	Mrs. Mayuree Chitrakorn Gender: Female Age: 47 years old Highest level of education: Bachelor's degree Major: Journalism and Advertising Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	24 Feb 2022

## Other sub-committees

### Sub-committees information

Name of sub-committees	List of directors	Position
Risk Management Committee	Mr. CHAVALIT CHINDAVANIG	Chairman
	Mr. SAKKANON CHIRATHIVAT	Member
	Mr. BOONYONG TANSAKUL	Member
	Mr. CHITTAPON VIVADDHANAKASEM	Member
	Mr. STEVEN HALLIDAY	Member
Nomination and Remuneration Committee	Mr. PRAWIT KIJPAISALRATTANA	Chairman
	Mr. SAKKANON CHIRATHIVAT	Member
	Mr. WILERT PURIWAT	Member
	Mrs. JOTIKA SAVANANANDA	Member

Audit and Corporate Governance Committee	Mr. PRAWIT KIJPAISALRATTANA	Chairman
	Mrs. JOTIKA SAVANANANDA	Member
	Mr. CHAVALIT CHINDAVANIG	Member
Marketing and Sustainable Development Committee	Mr. WILERT PURIWAT	Chairman
	Ms. JOMKWAN CHIRATHIVAT	Member
	Mr. SIRUWAT CHATCHAWAN	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	: Audit and Corporate Governance Committee
Sub-committees responsible for corporate sustainability development	: Marketing and Sustainable Development Committee

## Executives (7.4)

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

#### The four highest-ranking executives

General information	Position	Date position was assumed	Experience and expertise
1. Mr. BOONYONG TANSAKUL Gender: Male Age: 58 years old Highest level of education: Bachelor's degree Major: Engineering	Chief Executive Officer	20 Feb 2019	Strategic Management, Change Management, Risk Management, Human Resource Management, Corporate Management, Marketing, Digital Marketing, Sustainability, Corporate Social Responsibility, Food & Beverage, Data Analysis, Leadership, Budgeting
2. Mr. CHITTAPON VIVADDHANAKASEM Gender: Male Age: 44 years old Highest level of education: Master's degree Major: Finance and Marketing	Chief People Officer	1 Apr 2020	Strategic Management, Risk Management, Human Resource Management, Corporate Management, Brand Management, Budgeting, Marketing, Data Analysis, Sustainability, Corporate Social Responsibility, Leadership, Food & Beverage
3. Mr. SIRUWAT CHATCHAWAN Gender: Male Age: 45 years old Highest level of education: Bachelor's degree Major: Communication Design	Chief Commercial Officer	25 Mar 2020	Paper & Printing Materials, Brand Management, Marketing, Corporate Social Responsibility, Packaging, Architecture, Media & Publishing, Food & Beverage, Design

4.	<p>Mrs. Yupaphan Ekasittikul [1][2]</p> <p>Gender: Female</p> <p>Age: 56 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Accounting</p>	<p>Chief Financial Officer</p>	20 Feb 2019	<p>Strategic Management, Data Management, Change Management, Risk Management, Corporate Management, Budgeting, Audit, Data Analysis, Finance, Negotiation, Sustainability, Corporate Social Responsibility, Internal Control, Governance/ Compliance, Accounting, Leadership, Food &amp; Beverage</p>
5.	<p>Mrs. Mayuree Chitrakorn</p> <p>Gender: Female</p> <p>Age: 47 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Journalism and Advertising</p>	<p>Chief Marketing Officer</p>	4 Jan 2022	<p>Paper &amp; Printing Materials, Strategic Management, Brand Management, Digital Marketing, Marketing, Data Analysis, Design, Sustainability, Corporate Social Responsibility, Packaging, Media &amp; Publishing, Food &amp; Beverage</p>
6.	<p>Mr. Tanapoln Tunpasit</p> <p>Gender: Male</p> <p>Age: 50 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Administration Travel &amp; Tourism Management</p>	<p>Chief Restaurant Officer</p>	16 Aug 2023	<p>Brand Management, Budgeting, Tourism &amp; Leisure</p>

[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

	2021	2022	2023
Total executive remuneration (baht)	24,359,515.00	30,899,337.00	37,701,130.00

## 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) : 963

Number of female employees (persons) : 1,453

**Total number of employees (persons)** : 2,416

#### Employee Remuneration

Total employee remuneration : 787,000,000.00

#### Provident fund

Total number of employees (persons) : 2,416

Number of employees contributing to the PVD (persons) : 669

Percentage of employees who are members (%) : 27.69

# 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. STEVEN HALLIDAY Gender: Male Age: 44 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Re-elected as director	Date position was assumed: 20 Feb 2019	Strategic Management, Risk Management, Budgeting, Data Analysis, Finance, Banking
2. Mr. BOONYONG TANSAKUL Gender: Male Age: 58 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	Date position was assumed: 20 Feb 2019	Strategic Management, Change Management, Risk Management, Human Resource Management, Corporate Management, Marketing, Digital Marketing, Sustainability, Corporate Social Responsibility, Food & Beverage, Data Analysis, Leadership, Budgeting

3.	<p>Mrs. JOTIKA SAVANANANDA</p> <p>Gender: Female</p> <p>Age: 63 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Psychology , Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Re-elected as director</p>	<p>Date position was assumed:</p> <p>20 Feb 2019</p>	<p>Property Fund &amp; REITs, Strategic Management, Fund Management, Change Management, Risk Management, Corporate Management, Budgeting, Audit, Data Analysis, Finance, Corporate Social Responsibility, Internal Control, Banking, Governance/ Compliance, Accounting, Insurance, Leadership, Property Development, Finance &amp; Securities, Economics</p>
4.	<p>Mr. SIRUWAT CHATCHAWAN</p> <p>Gender: Male</p> <p>Age: 45 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Communication Design</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Executive)</p> <p>Director type: Re-elected as director</p>	<p>Date position was assumed:</p> <p>24 Aug 2020</p>	<p>Paper &amp; Printing Materials, Brand Management, Marketing, Corporate Social Responsibility, Packaging, Architecture, Media &amp; Publishing, Food &amp; Beverage, Design</p>

### Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. PAITON TAVEEBHOL	Chairman of the board	Participating
Mr. SAKKANON CHIRATHIVAT	Vice Chairman	Participating
Ms. JOMKWAN CHIRATHIVAT	Director	Participating
Mr. CHITTAPON VIVADDHANAKASEM	Director	Participating
Mr. STEVEN HALLIDAY	Director	Participating
Mr. PRAWIT KIJPAISALRATTANA	Director	Participating
Mr. WILERT PURIWAT	Director	Non-participating
Mr. BOONYONG TANSAKUL	Director	Non-participating
Mrs. JOTIKA SAVANANANDA	Director	Participating



Mr. CHAVALIT CHINDAVANIG	Director	Participating
Mr. SIRUWAT CHATCHAWAN	Director	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 : 27 Apr 2023

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. PAITON TAVEEBHOL (Chairman of the board)	-	7/8	Participating	Did not hold the meeting
2. Mr. SAKKANON CHIRATHIVAT (Vice Chairman)	-	8/8	Participating	Did not hold the meeting
3. Ms. JOMKWAN CHIRATHIVAT (Director)	-	8/8	Participating	Did not hold the meeting
4. Mr. CHITTAPON VIVADDHANAKASEM (Director)	-	8/8	Participating	Did not hold the meeting
5. Mr. STEVEN HALLIDAY (Director)	-	8/8	Participating	Did not hold the meeting
6. Mr. PRAWIT KIJPAISALRATTANA (Director)	-	8/8	Participating	Did not hold the meeting
7. Mr. WILERT PURIWAT (Director)	-	8/8	Participating	Did not hold the meeting

8.	Mr. BOONYONG TANSAKUL (Director)	-	6/8	Participating	Did not hold the meeting
9.	Mrs. JOTIKA SAVANANANDA (Director)	-	7/8	Participating	Did not hold the meeting
10.	Mr. CHAVALIT CHINDAVANIG (Director)	-	8/8	Participating	Did not hold the meeting
11.	Mr. SIRUWAT CHATCHAWAN (Director)	-	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.	Mr. PAITON TAVEEBHOL (Chairman of the board)	-	280,000.00	543,120.00	No
2.	Mr. SAKKANON CHIRATHIVAT (Vice Chairman)	-	375,000.00	349,480.00	No
3.	Ms. JOMKWAN CHIRATHIVAT (Director)	-	N/A	N/A	N/A
4.	Mr. CHITTAPON VIVADDHANAKASEM (Director)	-	N/A	N/A	N/A
5.	Mr. STEVEN HALLIDAY (Director)	-	300,000.00	349,480.00	No
6.	Mr. PRAWIT KIJPAISALRATTANA (Director)	-	620,000.00	349,480.00	No
7.	Mr. WILERT PURIWAT (Director)	-	415,000.00	349,480.00	No
8.	Mr. BOONYONG TANSAKUL (Director)	-	N/A	N/A	N/A
9.	Mrs. JOTIKA SAVANANANDA (Director)	-	475,000.00	349,480.00	No
10.	Mr. CHAVALIT CHINDAVANIG (Director)	-	565,000.00	349,480.00	No
11.	Mr. SIRUWAT CHATCHAWAN (Director)	-	N/A	N/A	N/A

## 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) : 9

List of directors		Termination date	Number of the audit committee meeting
1.	Mr. PRAWIT KIJPAISALRATTANA (Chairman of the audit committee)	-	9/9
2.	Mrs. JOTIKA SAVANANANDA (Audit committee)	-	9/9
3.	Mr. CHAVALIT CHINDAVANIG (Audit committee)	-	9/9