



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

VERANDA RESORT PUBLIC COMPANY LIMITED

Fiscal Year End 31 December 2023



Table of Contents

	Page
Business Operations and Performance	
Group Structure and Operations	1
Risk Management	4
Sustainable Development	9
Corporate Governance	
Corporate Governance Policy	14
Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information	15
Performance Report on Corporate Governance	26

Group Structure and Operations

Group Structure and Operations

Business Overview and Policies (1.1)

Company Information (1.1.5)

Company Name : VERANDA RESORT PUBLIC COMPANY LIMITED

Symbol : VRANDA

Address : 555 Rasa Tower Building Floor 27 Unit 2701-2704, Phaholyothin Road, Chatuchak

Province : Bangkok

Postcode : 10900

Business : The Company group operates hotel and real estate development. There are 6 hotels; 1) Veranda Resort Huahin 2) Verande The High Resort Chiangmai 3) So Sofitel Bangkok 4) Veranda Resort Pattaya and 5) Rocky's Boutique Resort and 6) Verso Huahin. Moreover, there are 3 residential projects consist of 3 ready-to-move-in projects; 1) Veranda High Residence Chiangmai 2) Veranda Residence Pattaya 3) Veranda Residence Huahin.

Registration Number : 0107561000382

Telephone : 0-2513-3003

Fax (if applicable) : 0-2513-6844

Website : <https://www.verandaresort.com/>

Email : com-secretary@verandaresort.com

Total Shares Sold (shares)

Common Stock : 319,681,672

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)	1,307,472.47	1,365,819.62	1,402,467.89
Hotel (Thousand baht)	395,038.22	954,542.46	1,129,781.02
Real estate development (Thousand baht)	756,440.00	221,894.98	122,712.78
Food-Beverage (Thousand baht)	103,171.39	116,490.96	86,124.05
Management Services (Thousand baht)	15,791.39	28,022.45	32,022.54
Other (Thousand baht)	37,031.47	44,868.77	31,827.51

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Hotel (%)	30.21	69.89	80.56
Real estate development (%)	57.86	16.25	8.75
Food-Beverage (%)	7.89	8.53	6.14
Management Services (%)	1.21	2.05	2.28
Other (%)	2.83	3.29	2.27

By Geographical Area or Market

	2021	2022	2023
Total revenue from operations (Thousand baht)	1,307,472.47	1,365,819.62	1,402,467.89
Domestic (Thousand baht)	1,307,472.47	1,365,819.62	1,402,467.89
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)	0.00	0.00	0.00
Other income from operations (Thousand baht)	0.00	0.00	0.00
Other income not from operations (Thousand baht)	0.00	0.00	0.00

Information on Products and Services (1.2.2)

Product/Service Information and Business Innovation Development (1.2.2.1)

Research and Development (R&D) Policy : No

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

Risk Management

Risk Management

Risk Factors (2.2)

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

Risks associated with investment in hotel and residential projects

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

Operational Risk

- Shortage or fluctuation in pricing of raw materials or productive resources
- Delays in the development of future projects

Compliance Risk

- Change in laws and regulations
- Laws and regulations is not favorable for doing business

Financial Risk

- Insufficient sources of funding
- Change in financial and investment policies of financial institutions that affect business operations

Risks associated with land acquisition for prospective hotel and residential projects

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Government policy

Operational Risk

- Delays in the development of future projects

Compliance Risk

- Change in laws and regulations
- Laws and regulations is not favorable for doing business

Financial Risk

- Insufficient sources of funding
- Change in financial and investment policies of financial institutions that affect business operations
- Fluctuation in exchange rates, interest rates, or the inflation rate

Risks associated with delay of project development

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates
- Government policy
- Changes in technologies
- Business operations of partners in the supply chain
- Reliance on large partners / distributors or few partners / distributors

Operational Risk

- Shortage or fluctuation in pricing of raw materials or productive resources
- Loss or damage from non-compliance of partners or counterparties
- Delays in the development of future projects

Compliance Risk

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

Risks associated with the fact that the company group operates in business industries that have increasing rate of supply higher than growth rate of demand

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates
- Behavior or needs of customers / consumers
- Reliance on large customers or few customers

Risks associated with residential projects during the sale

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates

Operational Risk

- Delays in the development of future projects
- Business operations that have no commercial results

Risks associated with adjustments of rules, regulations and law which might affect business operations of the company group

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Government policy

Compliance Risk

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

Risks associated with economic fluctuation, political uncertainty and natural disaster

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

Operational Risk

- Climate change and disasters
- Impact on the environment

Risks associated with loans, loan interest rate fluctuations, and interest coverage ratio

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Insufficient sources of funding
- Change in financial and investment policies of financial institutions that affect business operations
- Default on payment or exchange of goods
- Fluctuation in exchange rates, interest rates, or the inflation rate
- Fluctuation in return on assets or investment

Risk Associate with Management

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Systems or internal control system

Risks associated with loss of personnel in the board of directors

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Reliance on employees in key positions

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.irplus.in.th/Listed/VRANDA/pdf/company-policy/3.14%20Veranda_%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%94%E0%B8%B3%E0%B9%80%E0%B8%99%E0%B8%B4%E0%B8%99%E0%B8%98%E0%B8%B8%E0%B8%A3%E0%B8%81%E0%B8%B4%E0%B8%88%E0%B8%AD%E0%B8%A2%E0%B9%88%E0%B8%B2%E0%B8%87%E0%B8%A2%E0%B8%B1%E0%B9%88%E0%B8%87%E0%B8%A2%E0%B8%B7%E0%B8%99.pdf

Environmental Aspect (3.3)

Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : Yes

URL of environmental policy and practice : https://www.irplus.in.th/Listed/VRANDA/pdf/company-policy/3.15%20Veranda_%E0%B8%99%E0%B9%82%E0%B8%A2%E0%B8%9A%E0%B8%B2%E0%B8%A2%E0%B8%AA%E0%B8%B4%E0%B9%88%E0%B8%87%E0%B9%81%E0%B8%A7%E0%B8%94%E0%B8%A5%E0%B9%89%E0%B8%AD%E0%B8%A1_13112023.pdf

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

Results with Respect to the Environmental Aspect (3.3.2)

Energy management

• Fuel consumption

	2021	2022	2023
Jet fuel (Litres)	0.00	0.00	0.00
Diesel (Litres)	0.00	0.00	0.00
Gasoline (Litres)	0.00	0.00	0.00

Fuel oil (Litres)	0.00	0.00	0.00
Crude oil (Barrels)	0.00	0.00	0.00
Natural gas (Standard cubic feet)	0.00	0.00	0.00
LPG (Kilograms)	0.00	0.00	0.00
Steam (Metric tonnes)	0.00	0.00	0.00
Coal (Metric tonnes)	0.00	0.00	0.00

• **Electricity consumption**

	2021	2022	2023
Total electricity consumption within the organization (Kilowatt-Hours)	10,786,062.00	15,720,451.00	16,585,361.00

Water management

• **Water consumption**

	2021	2022	2023
Total water withdrawal (Cubic meters)	193,288.00	213,491.00	277,077.00

Waste management

• **Waste from operations**

	2021	2022	2023
Non-hazardous waste (Kilograms)	0.00	0.00	0.00
Hazardous waste (Kilograms)	0.00	0.00	0.00
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)	0.00	0.00	0.00
Scope 1 (Tons of carbon dioxide equivalents)	0.00	0.00	0.00
Scope 2 (Tons of carbon dioxide equivalents)	0.00	0.00	0.00
Scope 3 (Tons of carbon dioxide equivalents)	0.00	0.00	0.00
Total GHG emissions (Metric tonnes of carbon dioxide equivalent)	0.00	0.00	0.00

• 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 : No

Company human right guideline : Employee Rights, 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)	405	408	434
Number of female employees (Persons)	458	516	471
Total number of employees (Persons)	863	924	905

• Employee remuneration

	2021	2022	2023
Employee remuneration (baht)	258,152,970.20	396,274,493.20	453,617,660.00

• Employee development and training

	2021	2022	2023
Average employee training hours (Hours / Person / Year)	0.60	1.02	40.35
Employee development and training expenses (baht)	113,000.00	128,000.00	895,494.96

• Health, safety and work environment

	2021	2022	2023
Total number of lost time injury incidents by employees (Cases)	0	5	3

• **Employee retention**

	2021	2022	2023
Percentage of employees who voluntarily resigned (%)	26.77	30.30	47.73

• **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.irplus.in.th/Listed/VRANDA/pdf/company-policy/3.1%20Veranda_%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%81%E0%B8%B3%E0%B8%81%E0%B8%B1%E0%B8%9A%E0%B8%94%E0%B8%B9%E0%B9%81%E0%B8%A5%E0%B8%81%E0%B8%B4%E0%B8%88%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%97%E0%B8%B5%E0%B9%88%E0%B8%94%E0%B8%B5.pdf

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

Policy and guideline related to the board of directors

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

Code of Conduct (6.2)

Establishing a Code of Conduct

Establishing a Code of Conduct

Code of Conduct : Yes

Policy and Guideline related to the Code of Conduct

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

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

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

Board of Directors (7.2)

Composition of the board of directors (7.2.1)

	Number of persons	Percentage (%)
Total number of directors	10	100.00
Number of male directors	7	70.00
Number of female directors	3	30.00
Number of executive directors	3	30.00
Number of non-executive directors	7	70.00
Number of independent directors	4	40.00

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

List of directors

General information	Position	Date position was assumed	Experience and expertise
1. Mr. CHAI JROONGTANAPIBARN Gender: Male Age: 69 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director) Director type: Re-elected as director	6 Feb 2017	Economics, Accounting, Human Resource Management, Sustainability, Data Management, Data Analysis, Corporate Management, Leadership, Governance/ Compliance

2.	Mr. PAWATT ONGVASITH Gender: Male Age: 53 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Executive) Director type: Original director	23 Aug 2013	Business Administration, Food & Beverage, Construction Services, Property Development, Tourism & Leisure, Accounting, Finance, Negotiation, Leadership
3.	Mrs. TOSAPORN ANGSUWARANGSI Gender: Female Age: 59 years old Highest level of education: Master's degree Major: Accounting & Financial Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	23 Aug 2013	Food & Beverage, Tourism & Leisure, Accounting, Finance, Human Resource Management, Data Management, Corporate Management, Project Management, Risk Management, Audit, Governance/ Compliance
4.	Mrs. NAPASORN SOONTORNMANOKUL Gender: Female Age: 67 years old Highest level of education: Below a bachelor's degree Major: Secretary Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Original director	23 Aug 2013	Accounting, Finance, Procurement
5.	Mr. SURASAK WONGKIATTHAWORN 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: Original director	23 Aug 2013	Marketing, Accounting, Corporate Social Responsibility, Human Resource Management, Data Analysis, Negotiation, Risk Management, Strategic Management, Budgeting

6.	Mr. KITTISAK SOPCHOKCHAI Gender: Male Age: 68 years old Highest level of education: Bachelor's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Re-elected as director	6 Feb 2017	Economics, Electronic Components, Marketing, Strategic Management, Corporate Management
7.	Mr. SIRIWAT VONGJARUKORN Gender: Male Age: 55 years old Highest level of education: Honorary degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Re-elected as director	6 Feb 2017	Media & Publishing, Information & Communication Technology, Marketing, IT Management, Data Management, Data Analysis, Digital Marketing, Brand Management, Leadership
8.	Mr. TRAIRAK TENGTRIRAT Gender: Male Age: 55 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	6 Feb 2017	Economics, Banking, Finance & Securities, Marketing, Finance, Fund Management, Data Analysis, Strategic Management, Audit
9.	Mrs. SIRIPORN MANEEPUN Gender: Female Age: 53 years old Highest level of education: Master's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	13 May 2020	Law, Human Resource Management, Data Analysis, Negotiation

10.	Mr. PAIBOON KUJAREEVANICH	Director	16 Oct 2020	Risk Management, Audit,
	Gender: Male	(Non-executive,		Internal Control, Budgeting,
	Age: 66 years old	Independent director)		Data Management, Data
	Highest level of education:			Analysis, Accounting
	Master's degree	Director type: Original		
	Major: Business Administration	director		
	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	: 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. PAIBOON KUJAREEVANICH [1] Gender: Male Age: 66 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) Director type: Original director	16 Oct 2020	Risk Management, Audit, Internal Control, Budgeting, Data Management, Data Analysis, Accounting
2. Mr. TRAIRAK TENGTRIRAT Gender: Male Age: 55 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	6 Feb 2017	Economics, Banking, Finance & Securities, Marketing, Finance, Fund Management, Data Analysis, Strategic Management, Audit
3. Mrs. SIRIPORN MANEEPUN Gender: Female Age: 53 years old Highest level of education: Master's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	13 May 2020	Law, Human Resource Management, Data Analysis, Negotiation

[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. Mrs. TOSAPORN ANGSIWARANGSI Gender: Female Age: 59 years old Highest level of education: Master's degree Major: Accounting & Financial Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	10 Mar 2017
2. Mrs. NAPSORN SOONTHORNMANOKUL Gender: Female Age: 67 years old Highest level of education: Below a bachelor's degree Major: Secretary Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	10 Mar 2017
3. Mr. SURASAK WONGKIATTHAWORN 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	10 Mar 2017
4. Mr. PAWATT ONGVASITH Gender: Male Age: 53 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	10 Mar 2017

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Nomination & Remuneration Committee	Mr. CHAI JROONGTANAPIBARN	Chairman
	Mr. PAIBOON KUJAREEVANICH	Member
	Mr. SIRIWAT VONGJARUKORN	Member
Corporate Sustainability and Risk Management Committee	Mr. PAIBOON KUJAREEVANICH	Chairman
	Mrs. TOSAPORN ANGSUWARANGSI	Member
	Mr. SURASAK WONGKIATTHAWORN	Member
	Mr. KITTISAK SOPCHOKCHAI	Member

Roles of Sub-committees

Sub-committees responsible for risk management	: Corporate Sustainability and Risk Management Committee
Sub-committees responsible for nomination	: Nomination & Remuneration Committee
Sub-committees responsible for remuneration	: Nomination & Remuneration Committee
Sub-committees responsible for corporate governance	: None
Sub-committees responsible for corporate sustainability development	: Corporate Sustainability and Risk Management 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. PAWATT ONGVASITH Gender: Male Age: 53 years old Highest level of education: Master's degree Major: Business Administration	CHIEF EXECUTIVE OFFICER	5 Sep 2003	Business Administration, Food & Beverage, Construction Services, Property Development, Tourism & Leisure, Accounting, Finance, Negotiation, Leadership
2. Mrs. TOSAPORN ANGSUWARANGSI [1] Gender: Female Age: 59 years old Highest level of education: Master's degree Major: Accounting & Financial	CHIEF FINANCIAL OFFICER	1 Sep 2010	Food & Beverage, Tourism & Leisure, Accounting, Finance, Human Resource Management, Data Management, Corporate Management, Project Management, Risk Management, Audit, Governance/ Compliance
3. Mr. SURASAK WONGKIATTHAWORN Gender: Male Age: 53 years old Highest level of education: Bachelor's degree Major: Business Administration	Executive Vice President of Hotels Operation	1 Sep 2010	Marketing, Accounting, Corporate Social Responsibility, Human Resource Management, Data Analysis, Negotiation, Risk Management, Strategic Management, Budgeting
4. Mr. Varut Tantiphipop Gender: Male Age: 37 years old Highest level of education: Bachelor's degree Major: Finance	Vice-President Corporate Finance	2 Feb 2015	Business Administration, Economics, Tourism & Leisure, Finance, Data Management, Data Analysis
5. Ms. Ladda Somsiripornchai [2] Gender: Female Age: 56 years old Highest level of education: Master's degree Major: Business Administration	Senior Vice President Accounting	16 May 2016	Business Administration, Accounting, Risk Management, Audit, Internal Control, Budgeting

[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 : No

Remuneration

	2021	2022	2023
Total executive remuneration (baht)	12,318,545.00	16,586,444.00	15,901,568.00

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) : 434

Number of female employees (persons) : 471

Total number of employees (persons) : 905

Employee Remuneration

Total employee remuneration : 453,617,660.00

Provident fund

Total number of employees (persons) : 905

Number of employees contributing to the PVD (persons) : 283

Percentage of employees who are members (%) : 31.27

Other Significant Information (7.6)

Other significant information

Assigned persons

- Person assigned to take direct responsibility for accounting oversight

General information	Email	Telephone
1. Ms. Ladda Somsiripornchai	ladda@verandaresort.com	025133003

- Company secretary

General information	Email	Telephone
1. Mr. VARUT TANTIPHIPOP	com-secretary@verandaresort.com	025133003

- Head of internal audit

General information	Email	Telephone
1. Mrs. Wimollak Punrattanapong	wimollak.p@wynnalliance.co.th	024102873

- Head of investor relations

General information	Email	Telephone
---------------------	-------	-----------

1.	Mr. VARUT TANTIPHIPOP	ir@verandaresort.com	025133003
----	-----------------------	----------------------	-----------

Company's auditor

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
1. KPMG PHOOMCHAI AUDIT COMPANY LIMITED	<p>1. Ms. Vilaivan Pholprasert Email: vilaivan@kpmg.co.th Telephone: -</p> <p>2. Ms. Nawarat Nitikeatipong Email: Nawarat@kpmg.co.th Telephone: -</p> <p>3. Ms. Kanokorn Phooriphanyawanit Email: Kanokorn@kpmg.co.th Telephone: -</p> <p>4. Ms. Nadsasin Wattanapaisal Email: - Telephone: -</p>	3,600,000.00	<p>Details: Out of Pocket Expenses</p> <p>Total service fee (baht): 200,000.00</p>

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. CHAI JROONGTANAPIBARN Gender: Male Age: 69 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 6 Feb 2017	Economics, Accounting, Human Resource Management, Sustainability, Data Management, Data Analysis, Corporate Management, Leadership, Governance/ Compliance
2. Mr. KITTISAK SOPCHOKCHAI Gender: Male Age: 68 years old Highest level of education: Bachelor's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Re-elected as director	Date position was assumed: 6 Feb 2017	Economics, Electronic Components, Marketing, Strategic Management, Corporate Management
3. Mr. SIRIWAT VONGJARUKORN Gender: Male Age: 55 years old Highest level of education: Honorary degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Re-elected as director	Date position was assumed: 6 Feb 2017	Media & Publishing, Information & Communication Technology, Marketing, IT Management, Data Management, Data Analysis, Digital Marketing, Brand Management, Leadership

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. CHAI JROONGTANAPIBARN	Chairman of the board	Non-participating
Mr. PAWATT ONGVASITH	Vice Chairman	Participating
Mrs. TOSAPORN ANGSUWARANGSI	Director	Participating
Mrs. NAPASORN SOONTHORNMANOKUL	Director	Participating
Mr. SURASAK WONGKIATTHAWORN	Director	Participating
Mr. KITTISAK SOPCHOKCHAI	Director	Participating
Mr. SIRIWAT VONGJARUKORN	Director	Participating
Mr. TRAIRAK TENGTRIRAT	Director	Participating
Mrs. SIRIPORN MANEEPUN	Director	Participating
Mr. PAIBOON KUJAREEVANICH	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) : 6

Date of AGM meeting : 26 Apr 2023

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. CHAI JROONGTANAPIBARN (Chairman of the board)	-	6/6	Participating	Did not hold the meeting
2.	Mr. PAWATT ONGVASITH (Vice Chairman)	-	6/6	Participating	Did not hold the meeting
3.	Mrs. TOSAPORN ANGSIWARANGSI (Director)	-	6/6	Participating	Did not hold the meeting
4.	Mrs. NAPASORN SOONTHORNMANOKUL (Director)	-	6/6	Participating	Did not hold the meeting
5.	Mr. SURASAK WONGKIATTHAWORN (Director)	-	6/6	Participating	Did not hold the meeting
6.	Mr. KITTISAK SOPCHOKCHAI (Director)	-	6/6	Participating	Did not hold the meeting
7.	Mr. SIRIWAT VONGJARUKORN (Director)	-	6/6	Participating	Did not hold the meeting
8.	Mr. TRAIRAK TENGTRIRAT (Director)	-	5/6	Non-participating	Did not hold the meeting
9.	Mrs. SIRIPORN MANEEPUN (Director)	-	5/6	Participating	Did not hold the meeting
10.	Mr. PAIBOON KUJAREEVANICH (Director)	-	6/6	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. CHAI JROONGTANAPIBARN (Chairman of the board)	-	480,000.00	0.00	No
2.	Mr. PAWATT ONGVASITH (Vice Chairman)	-	230,000.00	0.00	No
3.	Mrs. TOSAPORN ANGSIWARANGSI (Director)	-	270,000.00	0.00	No
4.	Mrs. NAPASORN SOONTHORNMANOKUL (Director)	-	230,000.00	0.00	No

5.	Mr. SURASAK WONGKIATTHAWORN (Director)	-	270,000.00	0.00	No
6.	Mr. KITTISAK SOPCHOKCHAI (Director)	-	270,000.00	0.00	No
7.	Mr. SIRIWAT VONGJARUKORN (Director)	-	230,000.00	0.00	No
8.	Mr. TRAIRAK TENGTRIRAT (Director)	-	340,000.00	0.00	No
9.	Mrs. SIRIPORN MANEEPUN (Director)	-	340,000.00	0.00	No
10.	Mr. PAIBOON KUJAREEVANICH (Director)	-	460,000.00	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) : 4

	List of directors	Termination date	Number of the audit committee meeting
1.	Mr. PAIBOON KUJAREEVANICH (Chairman of the audit committee)	-	4/4
2.	Mr. TRAIRAK TENGTRIRAT (Audit committee)	-	3/4
3.	Mrs. SIRIPORN MANEEPUN (Audit committee)	-	3/4