



# **Annual Registration Statement / Annual Report**

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

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

**ROJUKISS INTERNATIONAL PUBLIC COMPANY LIMITED**

**Fiscal Year End 31 December 2024**



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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 : ROJUKISS INTERNATIONAL PUBLIC COMPANY LIMITED

Symbol : KISS

Address : 100/8, 100/51-54 Vongvanij Complex Building B, 12th, 19th  
Floors, Rama IX Rd, Huai Khwang, Huai Khwang

Province : Bangkok

Postcode : 10310

Business : The Company, domestically and internationally in developing, producing, and distributing beauty and health products under a variety of brands, such as "Rojukiss," "Best Korea, "PhD" for facial skin care Products, "Sis2Sis," and "Beauti Cute" for makeup, with a total of more than 200 SKUs.

Registration Number : 0107563000185

Telephone : 0-2645-1155

Fax (if applicable) : -

Website : <http://www.rojukissinternational.com>

Email : [ir@rojukiss.com](mailto:ir@rojukiss.com)

#### Total Shares Sold (shares)

Common Stock : 600,010,000

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping

|   | 2022   | 2023   | 2024     |
|---|--------|--------|----------|
| Total revenue from operations (Thousand baht) | 932.33 | 964.77 | 1,169.46 |
| Domestic sales (Thousand baht)                | 824.50 | 956.85 | 1,162.96 |
| Overseas sales (Thousand baht)                | 107.83 | 7.92   | 6.50     |

|                                   | 2022   | 2023   | 2024   |
|-----------------------------------|--------|--------|--------|
| Total revenue from operations (%) | 100.00 | 100.00 | 100.00 |
| Domestic sales (%)                | 88.43  | 99.18  | 99.44  |
| Overseas sales (%)                | 11.57  | 0.82   | 0.56   |

By Geographical Area or Market

|   | 2022   | 2023   | 2024     |
|---|--------|--------|----------|
| Total revenue from operations (Thousand baht) | 932.33 | 964.77 | 1,169.46 |
| Domestic (Thousand baht)                      | 824.50 | 956.85 | 1,162.96 |
| International (Thousand baht)                 | 107.83 | 7.92   | 6.56     |

|                                   | 2022   | 2023   | 2024   |
|-----------------------------------|--------|--------|--------|
| Total revenue from operations (%) | 100.00 | 100.00 | 100.00 |
| Domestic (%)                      | 88.43  | 99.18  | 99.44  |
| International (%)                 | 11.57  | 0.82   | 0.56   |

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

|  | 2022 | 2023 | 2024 |
|--|------|------|------|
| Total other income (Thousand baht)               | 7.73 | 3.96 | 6.62 |
| Other income from operations (Thousand baht)     | 7.73 | 3.96 | 6.62 |
| 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**

|                                 | 2022 | 2023 | 2024 |
|---------------------------------|------|------|------|
| Share of profit (Thousand baht) | N/A  | 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)           | 2022 | 2023 | 2024 |
|----------------------------------|------|------|------|
| R&D expenses in the past 3 years | 0.00 | 0.00 | 0.00 |

# 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)**

**The risks of relying solely on a few key manufacturers**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

- Shortage or fluctuation in pricing of raw materials or productive resources

**Product imitation or use of the company's trademark is a risk.**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

- Other

**Health and beauty product industry faces intense competition.**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Volatility in the industry in which the company operates

**Risk from changes in consumer behavior**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Behavior or needs of customers / consumers



**Risk from the reliance on modern trade as the main sales channel especially convenience stores**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Reliance on large partners / distributors or few partners / distributors

**Risk from reliance on a particular brand that contributes more than 30% of total sales revenue of the Company**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Reliance on large customers or few customers

**Risk from New Product Launch**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

- Delays in the development of future projects

**Inventory depreciation risk**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

- Shortage or fluctuation in pricing of raw materials or productive resources

**The risk of consumer harm and the reason for the product recall**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Other

**The risk of failure to comply with the conditions of various licenses, including all relevant laws and regulations.**

**Risk Management Measures:** Yes

**Related Risk Topics**

Compliance Risk

- Change in laws and regulations

**Risk of Exchange Rate**

**Risk Management Measures:** Yes

**Related Risk Topics**

Financial Risk

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

**Risks related to information security, operating systems and cyber threats**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Changes in technologies

**Non-compliance risk with Personal Data Protection Act (PDPA)**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Other

**The risks of relying on a business-savvy leadership team**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

- Reliance on employees in key positions

- Shortage or reliance on skilled workers

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

**Risk of having a group of big shareholders with a voting stake of more than 25.0 percent influencing the company's shareholders' meeting.**

**Risk Management Measures:** Yes

### **Related Risk Topics**

- Return from investment of securities holder

**Risk from potential conflicts of interest with the Company and other shareholders in the future as the ultimate beneficial investor is AAH, a private equity firm.**

**Risk Management Measures:** Yes

### **Related Risk Topics**

- Return from investment of securities holder

**3.3. The risk from the restructuring of the organization and the recruitment of knowledgeable personnel to support the growth and change of the Company's business.**

**Risk Management Measures:** Yes

### **Related Risk Topics**

- Return from investment of securities holder

**The risk of issuing underlying shares for the issuance and offering of warrants for the company's shares to management and employees (ESOP Warrant).**

**Risk Management Measures:** Yes

### **Related Risk Topics**

- Return from investment of securities holder

**The equity of the corporation is being sold by AAH, and Ms. Piyawadee Sonsingh, or Guts & Good in the future, are among the significant investors, which would have a negative impact on the market price of the offered shares, whether at the same time or several times.**

### **Related Risk Topics**

**Risk Management Measures:** Yes

**Related Risk Topics**

- Return from investment of securities holder

**4.3 Investors residing outside Thailand may be restricted from offering shares to the company's existing shareholders on a proportional basis (rights offering) in the future.**

**Risk Management Measures:** Yes

**Related Risk Topics**

- Return from investment of securities holder

**Risk of having a group of big shareholders with a voting stake of more than 25.0 percent influencing the company's shareholders' meeting.**

**Risk Management Measures:** Yes

**Related Risk Topics**

- Return from investment of securities holder
- Other

**ความเสี่ยงจากการที่เจ้าของเงินลงทุนที่แท้จริง (Ultimate Beneficial Investor) ของ AAH เป็นกองทุน Private Equity อาจมีความขัดแย้งทางผลประโยชน์กับบริษัทฯ และผู้ถือหุ้นรายอื่นในอนาคต**

**Risk Management Measures:** Yes

**Related Risk Topics**

- Return from investment of securities holder
- Other

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

**Additional risks of conducting business in the international markets**

**Risk Management Measures:** Yes

**Related Risk Topics**

- Foreign Investment Risk

- Other

# 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 (if applicable) : <https://www.rojukissinternational.com/storage/download/corporate-policy-cg-report-and-download/20210705-kiss-csr-th.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 (if applicable) : <https://www.rojukissinternational.com/storage/download/corporate-policy-cg-report-and-download/20210705-kiss-code-of-conduct-th.pdf>

Company environmental guideline : Waste Management, Greenhouse Gas and Climate Change Management

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

### Energy management

• Electricity consumption

|  | 2022 | 2023 | 2024 |
|--|------|------|------|
| Total electricity consumption within the organization (Kilowatt-Hours) | 0.00 | 0.00 | 0.00 |

### Water management

• Water consumption

|                                       | 2022 | 2023 | 2024 |
|---------------------------------------|------|------|------|
| Total water withdrawal (Cubic meters) | 0.00 | 0.00 | 0.00 |

Waste management

• Waste from operations

|                                   | 2022 | 2023 | 2024 |
|-----------------------------------|------|------|------|
| Total waste generated (Kilograms) | 0.00 | 0.00 | 0.00 |

Greenhouse gas management

• Greenhouse gas emissions

|  | 2022 | 2023 | 2024 |
|--|------|------|------|
| Scope 1 (Tons of carbon dioxide equivalents)                     | N/A  | N/A  | N/A  |
| Scope 2 (Tons of carbon dioxide equivalents)                     | N/A  | N/A  | N/A  |
| Scope 3 (Tons of carbon dioxide equivalents)                     | N/A  | N/A  | N/A  |
| 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 : Yes

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

|                                      | 2022 | 2023 | 2024 |
|--------------------------------------|------|------|------|
| Number of male employees (Persons)   | 24   | 26   | 30   |
| Number of female employees (Persons) | 103  | 119  | 152  |
| Total number of employees (Persons)  | 127  | 145  | 182  |

• Employee remuneration

|                              | 2022          | 2023          | 2024          |
|------------------------------|---------------|---------------|---------------|
| Employee remuneration (baht) | 66,300,000.00 | 67,100,000.00 | 90,370,000.00 |

• Health, safety and work environment

|   | 2022 | 2023 | 2024 |
|---|------|------|------|
| Total number of lost time injury incidents by employees (Cases) | 0    | 0    | 0    |

• Employee retention

|  | 2022 | 2023 | 2024 |
|--|------|------|------|
| Percentage of employees who voluntarily resigned (%) | 0.00 | 0.00 | 0.00 |

• Significant labor dispute

|                           | 2022 | 2023 | 2024 |
|---------------------------|------|------|------|
| 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.rojukissinternational.com/storage/download/corporate-policy-cg-report-and-download/20210705-kiss-good-corporate-governance-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         | 9                 | 100.00         |
| Number of male directors          | 5                 | 55.56          |
| Number of female directors        | 4                 | 44.44          |
| Number of executive directors     | 2                 | 22.22          |
| Number of non-executive directors | 7                 | 77.78          |
| Number of independent directors   | 5                 | 55.56          |

#### 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. Ms. LACKANA LEELAYOUTHAYOTIN<br>Gender: Female<br>Age: 71 years old<br>Highest level of education:<br>Doctoral degree<br>Major: Management<br>Thai nationality: Yes<br>Residing in Thailand: Yes | Chairman of the board<br>(Non-executive,<br>Independent director)<br><br>Director type: Original<br>director | 16 Jul 2020               | Marketing, Business<br>Administration, Economics |

|    |   |  |             |   |
|----|---|--|-------------|---|
| 2. | <p>Mrs. PRATANA MONGKOLKUL</p> <p>Gender: Female</p> <p>Age: 60 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>                 | <p>Vice Chairman</p> <p>(Non-executive, Independent director)</p> <p>Director type: Re-elected as director</p> | 16 Jul 2020 | Accounting, Personal Products & Pharmaceuticals, Economics, Business Administration, Governance/ Compliance |
| 3. | <p>Ms. PIYAWADEE SONSINGH</p> <p>Gender: Female</p> <p>Age: 55 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>                  | <p>Director</p> <p>(Non-executive)</p> <p>Director type: Re-elected as director</p>                            | 16 Jul 2020 | Personal Products & Pharmaceuticals, Business Administration  |
| 4. | <p>Mr. ANOTAI ADULBHAN</p> <p>Gender: Male</p> <p>Age: 51 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>                       | <p>Director</p> <p>(Non-executive)</p> <p>Director type: Re-elected as director</p>                            | 16 Jul 2020 | IT Management, Finance, Governance/ Compliance, Business Administration, Finance & Securities               |
| 5. | <p>Mr. CHATRCHAI TUONGRATANAPHAN</p> <p>Gender: Male</p> <p>Age: 68 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>           | 16 Jul 2020 | Marketing, Economics, Governance/ Compliance, Engineering, Petrochemicals & Chemicals                       |

|    |   |   |             |  |
|----|---|---|-------------|--|
| 6. | <p>Mrs. WORRAWAN CHAIKAMNERD</p> <p>Gender: Female</p> <p>Age: 49 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p> | <p>Director (Executive)</p> <p>Director type: Original director</p>   | 16 Jul 2020 | Corporate Management, Fashion, Marketing, Personal Products & Pharmaceuticals, Business Administration |
| 7. | <p>Mr. PANUWAT CHALONGKUAMDEE</p> <p>Gender: Male</p> <p>Age: 43 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Law</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>       | <p>Director (Non-executive, Independent director)</p> <p>Director type: Newly appointed director to replace ex-director</p> | 16 May 2024 | Law, Governance/ Compliance, Business Administration   |
| 8. | <p>Mr. KANIT SAVANGVAROROSE</p> <p>Gender: Male</p> <p>Age: 61 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Economics</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>   | <p>Director (Non-executive, Independent director)</p> <p>Director type: Newly appointed director to replace ex-director</p> | 16 May 2024 | Economics, Banking, Finance & Securities, Governance/ Compliance, Finance                              |
| 9. | <p>Mr. CORRADO GIAQUINTO</p> <p>Gender: Male</p> <p>Age: 56 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Management</p> <p>Thai nationality: No</p> <p>Residing in Thailand: Yes</p>        | <p>Director (Executive)</p> <p>Director type: Newly appointed director to replace ex-director</p>                           | 16 Dec 2024 | Business Administration, Personal Products & Pharmaceuticals, Strategic Management, Leadership         |

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

| General information | Position | Tenure | Replacement Director |
|---------------------|----------|--------|----------------------|
|---------------------|----------|--------|----------------------|



|    |   |  |  |  |
|----|---|--|--|--|
| 1. | Ms. PORNCHANOK TANSKUL<br>Gender: Female<br>Age: 52 years old<br>Highest level of education:<br>Master's degree<br>Major: Management<br>Thai nationality: Yes<br>Residing in Thailand: Yes  | Director<br>(Non-executive,<br>Independent director) | Date position was<br>assumed:<br>30 Jun 2017<br>Date directorship<br>ended:<br>15 May 2024 | Mr. CORRADO GIAQUINTO<br>Date position was assumed:<br>16 Dec 2024         |
| 2. | Mrs. YAYUS Sulyanni Mak<br>Gender: Female<br>Age: 51 years old<br>Highest level of education:<br>Master's degree<br>Major: Management<br>Thai nationality: Yes<br>Residing in Thailand: Yes | Director<br>(Non-executive,<br>Independent director) | Date position was<br>assumed:<br>14 Jul 2020<br>Date directorship<br>ended:<br>15 May 2024 | Mr. KANIT SAVANGVAROROSE<br>Date position was assumed:<br>16 May 2024      |
| 3. | Mr. ANUPHAN KITNITCHIVA<br>Gender: Male<br>Age: 61 years old<br>Highest level of education:<br>Doctoral degree<br>Major: Philosophy<br>Thai nationality: Yes<br>Residing in Thailand: Yes   | Director<br>(Non-executive)                          | Date position was<br>assumed:<br>14 Nov 2022<br>Date directorship<br>ended:<br>15 May 2024 | Mr. PANUWAT<br>CHALONGKUAMDEE<br>Date position was assumed:<br>16 May 2024 |

### Other Information pertaining to committees

The Chairman is an independent director : Yes

The Chairman and the manager are the same person : No

The Chairman and the manager are members of the same family : No

The company appoints at least one independent director to determine the agenda of  
the Board of Directors' meetings : Yes

## Sub-committees (7.3)

### Information about sub-committees (7.3.2)

#### Audit Committee

##### List of audit committee members

| General information |   | Position  | Date position was assumed | Experience and expertise  |
|---------------------|---|---|---------------------------|---|
| 1.                  | <p>Mrs. PRATANA MONGKOLKUL [1]</p> <p>Gender: Female</p> <p>Age: 60 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>           | <p>Chairman of the audit committee</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p>               | 30 Jun 2017               | Accounting, Personal Products & Pharmaceuticals, Economics, Business Administration, Governance/ Compliance |
| 2.                  | <p>Mr. CHATRCHAI TUONGRATANAPHAN</p> <p>Gender: Male</p> <p>Age: 68 years old</p> <p>Highest level of education: Doctoral degree</p> <p>Major: Internation Business</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p> | <p>Audit committee</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p>                               | 30 Jun 2017               | Marketing, Economics, Governance/ Compliance, Engineering, Petrochemicals & Chemicals                       |
| 3.                  | <p>Mr. KANIT SAVANGVAROROSE [1]</p> <p>Gender: Male</p> <p>Age: 61 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Economics</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>           | <p>Audit committee</p> <p>(Non-executive, Independent director)</p> <p>Director type: Newly appointed director to replace ex-director</p> | 16 May 2024               | Economics, Banking, Finance & Securities, Governance/ Compliance, Finance                                   |

[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. Ms. PORNCHANOK TANSKUL<br>Gender: Female<br>Age: 52 years old<br>Highest level of education:<br>Master's degree<br>Major: Management<br>Thai nationality: Yes<br>Residing in Thailand: Yes | Audit committee<br>(Non-executive,<br>Independent director) | Date position was<br>assumed:<br>30 Jun 2017<br>Date directorship<br>ended:<br>15 May 2024 | Mr. KANIT SAVANGVAROROSE<br>Date position was assumed:<br>16 May 2024 |

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

#### Executive Committee

##### List of executive committee members

| General information   | Position                               | Date position<br>was assumed |
|---|--|------------------------------|
| 1. Ms. PIYAWADEE SONSINGH<br>Gender: Female<br>Age: 55 years old<br>Highest level of education: Master's<br>degree<br>Major: Management<br>Thai nationality: Yes<br>Residing in Thailand: Yes | Chairman of the<br>executive committee | 7 Jan 2025                   |
| 2. Mr. ANOTAI ADULBHAN<br>Gender: Male<br>Age: 51 years old<br>Highest level of education: Master's<br>degree<br>Major: Management<br>Thai nationality: Yes<br>Residing in Thailand: Yes      | Member of the<br>executive committee   | 7 Jan 2025                   |

|    |   |                                   |            |
|----|---|-----------------------------------|------------|
| 3. | Mr. CORRADO GIAQUINTO<br>Gender: Male<br>Age: 56 years old<br>Highest level of education: Master's degree<br>Major: Management<br>Thai nationality: No<br>Residing in Thailand: Yes           | Member of the executive committee | 7 Jan 2025 |
| 4. | Ms. Saranthorn Chantakulchai<br>Gender: Female<br>Age: 47 years old<br>Highest level of education: Master's degree<br>Major: Management<br>Thai nationality: Yes<br>Residing in Thailand: Yes | Member of the executive committee | 7 Jan 2025 |

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

| General information   | Position                            | Tenure   | Replacement Director   |
|---|-------------------------------------|--|--|
| 1. Ms. Wipaporn Niamla-ong<br>Gender: Female<br>Age: 45 years old<br>Highest level of education: Master's degree<br>Major: Management<br>Thai nationality: Yes<br>Residing in Thailand: Yes   | Member of the executive committee   | Date position was assumed:<br>16 Jul 2025<br>Date directorship ended:<br>16 Feb 2024 | No replacement director  |
| 2. Mrs. WORRAWAN CHAIKAMNERD<br>Gender: Female<br>Age: 49 years old<br>Highest level of education: Master's degree<br>Major: Management<br>Thai nationality: Yes<br>Residing in Thailand: Yes | Chairman of the executive committee | Date position was assumed:<br>16 Jul 2020<br>Date directorship ended:<br>7 Jan 2025  | Ms. PIYAWADEE SONSINGH<br>Date position was assumed:<br>7 Jan 2025 |

|    |   |                                   |  |                         |
|----|---|-----------------------------------|--|-------------------------|
| 3. | Mr. Thanayus Leeraphan<br>Gender: Male<br>Age: 44 years old<br>Highest level of education:<br>Master's degree<br>Major: Science<br>Thai nationality: Yes<br>Residing in Thailand: Yes             | Member of the executive committee | Date position was assumed:<br>16 Jul 2020<br>Date directorship ended:<br>16 Dec 2024 | No replacement director |
| 4. | Ms. Naruemol Sukkamolwatana<br>Gender: Female<br>Age: 49 years old<br>Highest level of education:<br>Master's degree<br>Major: Management<br>Thai nationality: Yes<br>Residing in Thailand: Yes   | Member of the executive committee | Date position was assumed:<br>16 Jul 2020<br>Date directorship ended:<br>7 Jan 2025  | No replacement director |
| 5. | Mr. Jirawat Nunthiphatprueksa<br>Gender: Male<br>Age: 38 years old<br>Highest level of education:<br>Master's degree<br>Major: Marketing<br>Thai nationality: Yes<br>Residing in Thailand: Yes    | Member of the executive committee | Date position was assumed:<br>17 Mar 2023<br>Date directorship ended:<br>15 Jan 2025 | No replacement director |
| 6. | Ms. Nutthinee Jenwattanavech<br>Gender: Female<br>Age: 48 years old<br>Highest level of education:<br>Master's degree<br>Major: Engineering<br>Thai nationality: Yes<br>Residing in Thailand: Yes | Member of the executive committee | Date position was assumed:<br>2 Oct 2023<br>Date directorship ended:<br>7 Jan 2025   | No replacement director |

## Other sub-committees

### Sub-committees information

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

|  |                               |          |
|--|-------------------------------|----------|
| Nomination and Remuneration Committee                  | Mr. CHATRCHAI TUONGRATANAPHAN | Chairman |
|  | Mr. ANOTAI ADULBHAN           | Member   |
|  | Mr. PANUWAT CHALONGKUAMDEE    | Member   |
|  | Mr. ANUPHAN KITNITCHIVA       | Member   |
|  | Ms. PORNCHANOK TANSKUL        | Member   |
| Good Corporate Governance and Sustainability Committee | Mr. KANIT SAVANGVAROROSE      | Chairman |
|  | Mr. PANUWAT CHALONGKUAMDEE    | Member   |
|  | Ms. PIYAWADEE SONSINGH        | Member   |
| Risk Management Committee                              | Mr. KANIT SAVANGVAROROSE      | Chairman |
|  | Mr. CORRADO GIAQUINTO         | Member   |
|  | Mrs. WORRAWAN CHAIKAMNERD     | 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                 | : Good Corporate Governance and Sustainability Committee |
| Sub-committees responsible for corporate sustainability development | : Good Corporate Governance and Sustainability 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. Ms. Nutthinee Jenwattanavech<br>Gender: Female<br>Age: 48 years old<br>Highest level of education: Master's degree<br>Major: Engineering        | Chief Marketing Office     | 2 Oct 2023                | Marketing   |
| 2. Mr. CORRADO GIAQUINTO<br>Gender: Male<br>Age: 56 years old<br>Highest level of education: Master's degree<br>Major: Management                  | Chief Executive Officer    | 7 Jan 2025                | Business Administration, Personal Products & Pharmaceuticals, Strategic Management, Leadership            |
| 3. Ms. Saranthorn Chantakulchai [1]<br>Gender: Female<br>Age: 47 years old<br>Highest level of education: Master's degree<br>Major: Management     | Chief Financial Officer    | 23 Sep 2024               | Accounting, Finance, Home & Office Products, Business Administration, Personal Products & Pharmaceuticals |
| 4. Ms. Nalisa Lekutai<br>Gender: Female<br>Age: 52 years old<br>Highest level of education: Master's degree<br>Major: Management                   | Chief Commercial Officer   | 7 Jan 2025                | Business Administration, Personal Products & Pharmaceuticals, Home & Office Products                      |
| 5. Ms. Manutsawat Wanalertlak<br>Gender: Female<br>Age: 45 years old<br>Highest level of education: Master's degree<br>Major: Logistics Management | Chief Supply Chain Officer | 3 Feb 2025                | Business Administration, Transportation & Logistics, Procurement  |

[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

|                                     | 2022          | 2023          | 2024          |
|-------------------------------------|---------------|---------------|---------------|
| Total executive remuneration (baht) | 32,900,000.00 | 26,860,000.00 | 31,100,000.00 |

### Other forms of remuneration

Employee Stock Ownership Plan (ESOP) : Yes

Employee Joint Investment Program (EJIP) : No

## Employees (7.5)

### Information about company employees

#### Employees

Number of male employees (persons) : 30

Number of female employees (persons) : 152

**Total number of employees (persons)** : 182

#### Employee Remuneration

Total employee remuneration : 90,370,000.00

#### Provident fund

Total number of employees (persons) : 182

Number of employees contributing to the PVD (persons) : 66

Percentage of employees who are members (%) : 36.26



# 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. Mrs. PRATANA MONGKOLKUL<br>Gender: Female<br>Age: 60 years old<br>Highest level of education: Master's degree<br>Major: Management<br>Thai nationality: Yes<br>Residing in Thailand: Yes | Vice Chairman<br>(Non-executive, Independent director)<br><br>Director type: Re-elected as director | Date position was assumed:<br>16 Jul 2020 | Accounting, Personal Products & Pharmaceuticals, Economics, Business Administration, Governance/ Compliance |
| 2. Ms. PIYAWADEE SONSINGH<br>Gender: Female<br>Age: 55 years old<br>Highest level of education: Master's degree<br>Major: Management<br>Thai nationality: Yes<br>Residing in Thailand: Yes  | Director<br>(Non-executive)<br><br>Director type: Re-elected as director                            | Date position was assumed:<br>16 Jul 2020 | Personal Products & Pharmaceuticals, Business Administration  |
| 3. Mr. ANOTAI ADULBHAN<br>Gender: Male<br>Age: 51 years old<br>Highest level of education: Master's degree<br>Major: Management<br>Thai nationality: Yes<br>Residing in Thailand: Yes       | Director<br>(Non-executive)<br><br>Director type: Re-elected as director                            | Date position was assumed:<br>16 Jul 2020 | IT Management, Finance, Governance/ Compliance, Business Administration, Finance & Securities               |

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

| General information  | Position   | Date position was assumed                    | Experience and expertise  |
|--|--|--|---|
| 1. Mr. PANUWAT CHALONGKUAMDEE<br>Gender: Male<br>Age: 43 years old<br>Highest level of education:<br>Bachelor's degree<br>Major: Law<br>Thai nationality: Yes<br>Residing in Thailand: Yes     | Director<br>(Non-executive,<br>Independent director)<br><br>Director type: Newly<br>appointed director to<br>replace ex-director | Date position was<br>assumed:<br>16 May 2024 | Law, Governance/ Compliance,<br>Business Administration   |
| 2. Mr. KANIT SAVANGVAROROSE<br>Gender: Male<br>Age: 61 years old<br>Highest level of education:<br>Bachelor's degree<br>Major: Economics<br>Thai nationality: Yes<br>Residing in Thailand: Yes | Director<br>(Non-executive,<br>Independent director)<br><br>Director type: Newly<br>appointed director to<br>replace ex-director | Date position was<br>assumed:<br>16 May 2024 | Economics, Banking, Finance &<br>Securities, Governance/<br>Compliance, Finance                         |
| 3. Mr. CORRADO GIAQUINTO<br>Gender: Male<br>Age: 56 years old<br>Highest level of education:<br>Master's degree<br>Major: Management<br>Thai nationality: No<br>Residing in Thailand: Yes      | Director<br>(Executive)<br><br>Director type: Newly<br>appointed director to<br>replace ex-director                              | Date position was<br>assumed:<br>16 Dec 2024 | Business Administration,<br>Personal Products &<br>Pharmaceuticals, Strategic<br>Management, Leadership |

Development of directors over the past year

| List of directors             | Position              | Participated in director development program |
|-------------------------------|-----------------------|--|
| Ms. LACKANA LEELAYOUTHAYOTIN  | Chairman of the board | Non-participating                            |
| Mrs. PRATANA MONGKOLKUL       | Vice Chairman         | Participating                                |
| Ms. PIYAWADEE SONSINGH        | Director              | Non-participating                            |
| Mr. ANOTAI ADULBHAN           | Director              | Non-participating                            |
| Mr. CHATRCHAI TUONGRATANAPHAN | Director              | Non-participating                            |

|                            |          |                   |
|----------------------------|----------|-------------------|
| Mrs. WORRAWAN CHAIKAMNERD  | Director | Non-participating |
| Mr. PANUWAT CHALONGKUAMDEE | Director | Participating     |
| Mr. KANIT SAVANGVAROROSE   | Director | Non-participating |
| Mr. CORRADO GIAQUINTO      | Director | Non-participating |
| Ms. PORNCHANOK TANSKUL     | Director | Non-participating |
| Mrs. YAYUS SULYANNI MAK    | Director | Non-participating |
| Mr. ANUPHAN KITNITCHIVA    | Director | Non-participating |

### Directors' performance assessment

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

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

#### Meeting attendance of the board of directors

Number of board meetings (times) : 8

Date of AGM meeting : 25 Apr 2024

EGM meeting : No

|    | List of directors                                       | Termination date | Number of Board Meeting | AGM meetings  | EGM meetings             |
|----|---|------------------|-------------------------|---------------|--------------------------|
| 1. | Ms. LACKANA LEELAYOUTHAYOTIN<br>(Chairman of the board) | -                | 8/8                     | Participating | Did not hold the meeting |
| 2. | Mrs. PRATANA MONGKOLKUL<br>(Vice Chairman)              | -                | 7/8                     | Participating | Did not hold the meeting |
| 3. | Ms. PIYAWADEE SONSINGH<br>(Director)                    | -                | 7/8                     | Participating | Did not hold the meeting |
| 4. | Mr. ANOTAI ADULBHAN<br>(Director)                       | -                | 8/8                     | Participating | Did not hold the meeting |

|     |   |             |     |                   |                          |
|-----|---|-------------|-----|-------------------|--------------------------|
| 5.  | Mr. CHATRCHAI TUONGRATANAPHAN<br>(Director) | -           | 8/8 | Participating     | Did not hold the meeting |
| 6.  | Mrs. WORRAWAN CHAIKAMNERD<br>(Director)     | -           | 7/8 | Participating     | Did not hold the meeting |
| 7.  | Mr. PANUWAT CHALONGKUAMDEE<br>(Director)    | -           | 5/5 | Non-participating | Did not hold the meeting |
| 8.  | Mr. KANIT SAVANGVAROROSE<br>(Director)      | -           | 5/5 | Non-participating | Did not hold the meeting |
| 9.  | Mr. CORRADO GIAQUINTO<br>(Director)         | -           | 0/0 | Non-participating | Did not hold the meeting |
| 10. | Ms. PORNCHANOK TANSKUL<br>(Director)        | 15 May 2024 | 1/2 | Non-participating | Did not hold the meeting |
| 11. | Mrs. YAYUS Sulyanni Mak<br>(Director)       | 15 May 2024 | 2/2 | Participating     | Did not hold the meeting |
| 12. | Mr. ANUPHAN KITNITCHIVA<br>(Director)       | 15 May 2024 | 2/2 | Participating     | Did not hold the meeting |

#### Remuneration for company directors

|    | List of directors                                       | Termination date | Meeting allowance<br>(baht) | Other monetary<br>remuneration<br>(baht) | Other non-<br>monetary |
|----|---|------------------|-----------------------------|--|------------------------|
| 1. | Ms. LACKANA LEELAYOUTHAYOTIN<br>(Chairman of the board) | -                | 157,500.00                  | 180,000.00                               | No                     |
| 2. | Mrs. PRATANA MONGKOLKUL<br>(Vice Chairman)              | -                | 100,000.00                  | 120,000.00                               | No                     |
| 3. | Ms. PIYAWADEE SONSINGH<br>(Director)                    | -                | 100,000.00                  | 120,000.00                               | No                     |
| 4. | Mr. ANOTAI ADULBHAN<br>(Director)                       | -                | 112,500.00                  | 120,000.00                               | No                     |
| 5. | Mr. CHATRCHAI TUONGRATANAPHAN<br>(Director)             | -                | 112,500.00                  | 120,000.00                               | No                     |
| 6. | Mrs. WORRAWAN CHAIKAMNERD<br>(Director)                 | -                | 0.00                        | 0.00                                     | No                     |
| 7. | Mr. PANUWAT CHALONGKUAMDEE<br>(Director)                | -                | 62,500.00                   | 75,161.00                                | No                     |
| 8. | Mr. KANIT SAVANGVAROROSE<br>(Director)                  | -                | 62,500.00                   | 75,161.00                                | No                     |
| 9. | Mr. CORRADO GIAQUINTO<br>(Director)                     | -                | N/A                         | N/A                                      | No                     |

|     |                                       |             |           |           |    |
|-----|---------------------------------------|-------------|-----------|-----------|----|
| 10. | Ms. PORNCHANOK TANSKUL<br>(Director)  | 15 May 2024 | 12,500.00 | 44,516.00 | No |
| 11. | Mrs. YAYUS Sulyanni Mak<br>(Director) | 15 May 2024 | 37,500.00 | 44,516.00 | No |
| 12. | Mr. ANUPHAN KITNITCHIVA<br>(Director) | 15 May 2024 | 25,000.00 | 44,516.00 | 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. | Mrs. PRATANA MONGKOLKUL<br>(Chairman of the audit committee) | -                | 5/5                                   |
| 2. | Mr. CHATRCHAI TUONGRATANAPHAN<br>(Audit committee)           | -                | 5/5                                   |
| 3. | Mr. KANIT SAVANGVAROROSE<br>(Audit committee)                | -                | 3/3                                   |
| 4. | Ms. PORNCHANOK TANSKUL<br>(Audit committee)                  | 15 May 2024      | 2/2                                   |