



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

SG Capital 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 : SG Capital Public Company Limited

Symbol : SGC

Address : 72 NT Bangrak Tower, 20 Fl. Charoen Krung Rd. Bang Rak, Bang Rak

Province : Bangkok

Postcode : 10500

Business : Being the financial service provider that is not financial institutions with its head office in Bangkok providing.
(1) Home appliance, commercial appliance, machinery, and Mobile Phone (Lock Phone)
(2) Vehicle loan Rod-Tam-Ngoen (hire purchase loan with vehicle registration books transferred and loan with vehicle registration books as collateral)
(3) Employee welfare loans (Debt Consolidation)
(4) Other Loans: Online gold financing (Click2Gold), and loans for purchasing goods. under SG Capital trademark.

Registration Number : 0107564000383

Telephone : 02-028-2828

Fax (if applicable) : -

Website : www.sgcapital.co.th

Email : Info@sgcapital.co.th

Total Shares Sold (shares)

Common Stock : 6,240,009,249

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)	2,399,077.00	2,089,380.00	1,788,657.00
Interest Income from Hire Purchase of electrical appliance and machinery (Thousand baht)	1,296,690.00	729,055.00	374,600.00
Interest Income from vehicle loan (Thousand baht)	1,068,548.00	1,303,914.00	1,336,846.00
Interest Income from other loan (Thousand baht)	33,839.00	56,411.00	77,211.00

	2022	2023	2024
Total revenue from operations (%)	100.00	100.00	100.00
Interest Income from Hire Purchase of electrical appliance and machinery (%)	54.05	34.89	20.94
Interest Income from vehicle loan (%)	44.54	62.41	74.74
Interest Income from other loan (%)	1.41	2.70	4.32

By Geographical Area or Market

	2022	2023	2024
Total revenue from operations (Thousand baht)	2,399,077.00	2,089,380.00	1,788,657.00
Domestic (Thousand baht)	2,399,077.00	2,089,380.00	1,788,657.00
International (Thousand baht)	0.00	0.00	0.00

	2022	2023	2024
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

	2022	2023	2024
Total other income (Thousand baht)	39,680.00	80,109.00	166,171.33
Other income from operations (Thousand baht)	39,449.00	72,392.00	157,698.00
Other income not from operations (Thousand baht)	231.00	7,717.00	8,473.00

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)

Risk on strategies from focusing on Lock Phone loans

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- New business risk

Risk of credit management associated with electrical appliances and mobile phones from the Company's representatives

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Loss or damage from non-compliance of partners or counterparties

Risk of fraud from operational loopholes in lending services

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Corruption

Risk from relying on senior executives and key personnel with expertise and experience in various fields of business operations

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Shortage or reliance on skilled workers

Risk from the fact that the Company may not be able to recover collateral from defaulting customers

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Default on payment or exchange of goods

Risk from delayed sale of foreclosed assets and from the sale of foreclosed assets does not cover the value of the remaining debt.

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Inventory risk

Risk on credit portfolio quality from economic situation and credit approval process

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Economic risk

Risk on credit from debtor concentration

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Other

Risk on collateral quality and credit limit determination

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Other

Risk on liquidity that is sufficient for business operations and expansion

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Liquidity risk

Risks from compliance with laws, regulations, and announcements regarding the Company's business operations

Risk Management Measures: Yes

Related Risk Topics

Compliance Risk

- Change in laws and regulations

Risk of disruption of technology systems, service networks and critical systems

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- System disruption risk

Risk of outsourcing service provider management

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Loss or damage from non-compliance of partners or counterparties

Risk on information system security, cyber threats and data theft

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Information security and cyber-attack

Risks in building and maintaining a brand and reputation

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Damage to company image and reputation

ESG Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- ESG risk

Risks to securities holders' investments

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Fluctuation in return on assets or investment

General risk of debentures

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Fluctuation in return on assets or investment

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.sgcapital.co.th/storage/document/cg/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://www.sgcapital.co.th/storage/document/cg/environmental-management-policy-th.pdf>
(if applicable)

Company environmental guideline : Electricity Management, Fuel Management, Renewable/Clean Energy 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

	2022	2023	2024
Jet fuel (Litres)	0.00	0.00	0.00
Diesel (Litres)	0.00	65,229.08	35,956.98
Gasoline (Litres)	0.00	89,617.77	75,045.98
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

	2022	2023	2024
Total electricity consumption within the organization (Kilowatt-Hours)	0.00	5,074.00	94,514.00

Water management

• Water consumption

	2022	2023	2024
Total water withdrawal (Cubic meters)	0.00	0.00	1,201.00

Waste management

• Waste from operations

	2022	2023	2024
Non-hazardous waste (Kilograms)	0.00	886.00	1,213.00
Hazardous waste (Kilograms)	0.00	1.50	0.00
Total waste generated (Kilograms)	0.00	887.50	1,213.00

Greenhouse gas management

• Greenhouse gas emissions

	2022	2023	2024
Scope 1 (Tons of carbon dioxide equivalents)	0.00	379,417.71	266,580.09
Scope 2 (Tons of carbon dioxide equivalents)	0.00	2,536.49	47,247.55
Scope 3 (Tons of carbon dioxide equivalents)	0.00	5,217.96	7,685.95

Total GHG emissions (Metric tonnes of carbon dioxide equivalent)	0.00	387,172.16	321,513.59
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• **Verification of greenhouse gas emissions over the past year**

Third-party verification : No

Social Aspect (3.4)

Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy and Practice : Yes

URL of human rights policy : <https://www.sgcapital.co.th/storage/document/cg/respect-for-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

	2022	2023	2024
Number of male employees (Persons)	580	330	178
Number of female employees (Persons)	419	381	188
Total number of employees (Persons)	999	711	366

• Employee remuneration

	2022	2023	2024
Employee remuneration (baht)	294,367,110.60	252,607,032.00	216,344,571.00

• Employee development and training

	2022	2023	2024
Average employee training hours (Hours / Person / Year)	N/A	12.10	8.41
Employee development and training expenses (baht)	N/A	328,161.00	388,539.24

• Health, safety and work environment

	2022	2023	2024
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Total number of lost time injury incidents by employees (Cases)	0	0	0
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• **Employee retention**

	2022	2023	2024
Percentage of employees who voluntarily resigned (%)	0.00	6.84	91.00

• **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.sgcapital.co.th/storage/document/cg/sgc-good-corporate-governance-policy.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	7	100.00
Number of male directors	7	100.00
Number of female directors	0	0.00
Number of executive directors	1	14.29
Number of non-executive directors	6	85.71
Number of independent directors	4	57.14

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. Bibit Bijaisoradat Gender: Male Age: 63 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: Re-elected as director	22 Feb 2021	Property Development, Construction Materials, Accounting, Finance, Finance & Securities

2.	Mr. Suranit Sorasuchart Gender: Male Age: 64 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	1 Mar 2021	Internal Control, Governance/ Compliance, Banking, Accounting, Risk Management
3.	Mr. PIRANART CHOKWATANA Gender: Male Age: 62 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Original director	23 Apr 2021	Banking, Finance, Accounting, Information & Communication Technology, Finance & Securities
4.	Mr. Pongsak Achakulwisut Gender: Male Age: 61 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	23 Apr 2021	Finance, Risk Management, Audit, Internal Control, Finance & Securities
5.	Mr. Pisit Puapan Gender: Male Age: 49 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	11 May 2021	Internal Control, Audit, Risk Management, Economics, Accounting

6.	Mr. Anothai Sritiapetch Gender: Male Age: 45 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	1 May 2023	Finance & Securities, Accounting, Finance, Governance/ Compliance, Leadership
7.	Mr. Narathip Wirunechatapant Gender: Male Age: 46 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Re-elected as director	9 May 2023	Food & Beverage, Finance & Securities, Marketing, Business Administration, Leadership

Other Information pertaining to committees

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

Sub-committees (7.3)

Information about sub-committees (7.3.2)

Audit Committee

List of audit committee members

General information	Position	Date position was assumed	Experience and expertise
1. Mr. Suranit Sorasuchart [1] Gender: Male Age: 64 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: Re-elected as director	1 Mar 2021	Internal Control, Governance/ Compliance, Banking, Accounting, Risk Management
2. Mr. Pongsak Achakulwisut [1] Gender: Male Age: 61 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	23 Apr 2021	Finance, Risk Management, Audit, Internal Control, Finance & Securities
3. Mr. Pisit Puapan [1] Gender: Male Age: 49 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	11 May 2021	Internal Control, Audit, Risk Management, Economics, Accounting

[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. Ms. Jatuporn Konghun Gender: Female Age: 51 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 Mar 2023
2. Mr. Noppadol Sangpratoom Gender: Male Age: 59 years old Highest level of education: Bachelor's degree Major: Computer Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	27 Sep 2021
3. Mr. Narathip Wirunechatapant Gender: Male Age: 46 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	9 May 2023
4. Mr. Anothai Sritiapetch Gender: Male Age: 45 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 May 2023

5.	Mr. Assawatep Krainara Gender: Male Age: 33 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 May 2023
6.	Ms. Nattaya Uppamaame Gender: Female Age: 46 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	12 Feb 2024

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Nomination and Remuneration Committee	Mr. Bibit Bijaisoradat	Chairman
	Mr. Pongsak Achakulwisut	Member
	Mr. Narathip Wirunechatapant	Member
Risk Management Committee	Mr. Pongsak Achakulwisut	Chairman
	Mr. Pisit Puapan	Member
	Mr. Anothai Sritiapetch	Member
	Ms. Jatuporn Konghun	Member
Environment, Social and Governance (ESG) Committee	Mr. Suranit Sorasuchart	Chairman
	Mr. Anothai Sritiapetch	Member
	Ms. Jatuporn Konghun	Member
	Mr. Noppadol Sangpratoom	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	: Environment, Social and Governance (ESG) Committee
Sub-committees responsible for corporate sustainability development	: Environment, Social and Governance (ESG) 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. Anothai Sritiapetch Gender: Male Age: 45 years old Highest level of education: Master's degree Major: Accounting	Chief Executive Officer	15 Mar 2023	Finance & Securities, Accounting, Finance, Governance/ Compliance, Leadership
2. Ms. Jatuporn Konghun [1] Gender: Female Age: 51 years old Highest level of education: Master's degree Major: Business Administration	Chief Financial Officer	1 Mar 2023	Risk Management, Accounting, Finance & Securities, Budgeting
3. Mr. Noppadol Sangpratoom Gender: Male Age: 59 years old Highest level of education: Bachelor's degree Major: Computer	Assistant Executive Vice President of Sales Management	1 Jan 2022	Strategic Management, Finance & Securities, Insurance, Marketing, Brand Management
4. Ms. Nattaya Uppamaame Gender: Female Age: 46 years old Highest level of education: Master's degree Major: Business Administration	Senior Vice President of Operations & Credit Approval Division	1 Mar 2023	Banking, Finance & Securities, Accounting, Data Analysis, Business Administration

[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)	32,630,000.00	33,400,000.00	20,400,000.00

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) : 178

Number of female employees (persons) : 188

Total number of employees (persons) : 366

Employee Remuneration

Total employee remuneration : 216,344,571.00

Provident fund

Total number of employees (persons) : 366

Number of employees contributing to the PVD (persons) : 112

Percentage of employees who are members (%) : 30.60

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. Bibit Bijaisoradat Gender: Male Age: 63 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: Re-elected as director	Date position was assumed: 22 Feb 2021	Property Development, Construction Materials, Accounting, Finance, Finance & Securities
2. Mr. Narathip Wirunechatapant Gender: Male Age: 46 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Re-elected as director	Date position was assumed: 9 May 2023	Food & Beverage, Finance & Securities, Marketing, Business Administration, Leadership

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. Bibit Bijaisoradat	Chairman of the board	Participating
Mr. Suranit Sorasuchart	Director	Participating
Mr. PIRANART CHOKWATANA	Director	Non-participating

Mr. Pongsak Achakulwisut	Director	Participating
Mr. Pisit Puapan	Director	Participating
Mr. Anothai Sritiapetch	Director	Participating
Mr. Narathip Wirunechatapant	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) : 10

Date of AGM meeting : 18 Apr 2024

EGM meeting : Yes

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. Bibit Bijaisoradat (Chairman of the board)	-	9/10	Participating	Participating
2. Mr. Suranit Sorasuchart (Director)	-	10/10	Participating	Participating
3. Mr. PIRANART CHOKWATANA (Director)	-	10/10	Participating	Participating
4. Mr. Pongsak Achakulwisut (Director)	-	10/10	Participating	Participating
5. Mr. Pisit Puapan (Director)	-	10/10	Participating	Participating
6. Mr. Anothai Sritiapetch (Director)	-	10/10	Participating	Participating
7. Mr. Narathip Wirunechatapant (Director)	-	10/10	Participating	Participating

Remuneration for company directors

List of directors		Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non- monetary
1.	Mr. Bibit Bijaisoradat (Chairman of the board)	-	593,775.00	0.00	No
2.	Mr. Suranit Sorasuchart (Director)	-	371,175.00	0.00	No
3.	Mr. PIRANART CHOKWATANA (Director)	-	371,175.00	0.00	No
4.	Mr. Pongsak Achakulwisut (Director)	-	371,175.00	0.00	No
5.	Mr. Pisit Puapan (Director)	-	371,175.00	0.00	No
6.	Mr. Anothai Sritiapetch (Director)	-	0.00	0.00	No
7.	Mr. Narathip Wirunechatapant (Director)	-	371,175.00	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) : 7

List of directors		Termination date	Number of the audit committee meeting
1.	Mr. Suranit Sorasuchart (Chairman of the audit committee)	-	7/7
2.	Mr. Pongsak Achakulwisut (Audit committee)	-	7/7
3.	Mr. Pisit Puapan (Audit committee)	-	7/7