



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

PRTR Group Public Company Limited

Fiscal Year End 31 December 2023



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Group Structure and Operations

Group Structure and Operations

Business Overview and Policies (1.1)

Company Information (1.1.5)

Company Name : PRTR Group Public Company Limited

Symbol : PRTR

Address : 2034/82 Ital-Thai Tower, 18th Floor, New Petchburi Road,
Bangkapi, Huaykwang

Province : Bangkok

Postcode : 10310

Business : Provide total HR outsourcing services and recruitment
services.

Registration Number : 0107565000352

Telephone : 0-2716-0000

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

Email : ir@prtr.com

Total Shares Sold (shares)

Common Stock : 600,000,000

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping

	2021	2022	2023
Total revenue from operations (Thousand baht)	5,558,309.13	6,116,780.71	6,422,031.48
Outsourcing Services (Thousand baht)	5,341,498.80	5,868,970.20	6,104,286.15
Recruitment Services (Thousand baht)	212,996.89	233,133.35	267,280.95
Integrated Learning Services (Thousand baht)	1,410.32	9,540.43	19,391.90
Online Job Platform Services (Thousand baht)	0.00	98.19	2,317.49
Revenue from rendering of services – HRIS Platform (Thousand baht)	0.00	0.00	14,495.20
Other (Thousand baht)	2,403.12	5,038.54	14,259.79

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Outsourcing Services (%)	96.10	95.95	95.05
Recruitment Services (%)	3.83	3.81	4.16
Integrated Learning Services (%)	0.03	0.16	0.30
Online Job Platform Services (%)	0.00	0.00	0.04
Revenue from rendering of services – HRIS Platform (%)	0.00	0.00	0.23
Other (%)	0.04	0.08	0.22

By Geographical Area or Market

	2021	2022	2023
Total revenue from operations (Thousand baht)	5,558,309.13	6,116,780.71	6,422,031.48
Domestic (Thousand baht)	5,361,693.38	5,914,404.28	6,228,978.44
International (Thousand baht)	196,615.75	202,376.43	193,053.04
United States of America (Thousand baht)	84,117.63	86,120.24	88,827.41
Singapore (Thousand baht)	69,100.12	68,749.53	47,294.91
Indonesia (Thousand baht)	12,928.76	17,279.86	5,122.44
Denmark (Thousand baht)	9,980.75	15,418.21	15,311.85
Malaysia (Thousand baht)	6,584.50	6,144.69	4,322.72
Hong Kong (Thousand baht)	1,565.11	4,023.04	20,694.88
Other countries (Thousand baht)	12,338.88	4,640.86	11,478.83

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Domestic (%)	96.46	96.69	96.99
International (%)	3.54	3.31	3.01
United States of America (%)	42.78	42.55	46.01
Singapore (%)	35.14	33.97	24.50
Indonesia (%)	6.58	8.54	2.65
Denmark (%)	5.08	7.62	7.93
Malaysia (%)	3.35	3.04	2.24
Hong Kong (%)	0.80	1.99	10.72
Other countries (%)	6.28	2.29	5.95

Other income as specified in the financial statements

	2021	2022	2023
Total other income (Thousand baht)	2,403.12	5,038.32	14,259.79
Other income from operations (Thousand baht)	0.00	0.00	0.00
Other income not from operations (Thousand baht)	2,403.12	5,038.32	14,259.79
Gain from Exchange rate (Thousand baht)	0.00	396.68	217.64
Gain from sale of assets (Thousand baht)	2.81	4,438.03	0.52
Interest income (Thousand baht)	8.69	6.49	5,489.10

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)

Operational Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Damage to company image and reputation

Operational Risk

- Reliance on employees in key positions
- Shortage or reliance on skilled workers

Financial Risk

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

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

Financial Risk

- Insufficient sources of funding
- Default on payment or exchange of goods

Information Technology Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Changes in technologies

Operational Risk

- Information security and cyber-attack

Compliance Risk

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Corruption

Compliance Risk

- Change in laws and regulations
- Violations of laws and regulations

Emerging Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Government policy

Operational Risk

- Climate change and disasters

Fraud and corruption risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Government policy

Operational Risk

- Systems or internal control system
- Human error in business operations
- Corruption

Compliance Risk

- Violations of laws and regulations
- Corporate Governance

Sustainable Development

Sustainable Development

Sustainability Management Policy and Targets (3.1)

Sustainability Management Policy and Targets

Corporate Sustainability Policy : Yes

URL of corporate sustainability policy : <https://investor.prtr.com/storage/downloads/corporate-governance/corporate-policies/prtr-social-environmental-responsibility-policy-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 : <https://investor.prtr.com/storage/downloads/corporate-governance/corporate-policies/prtr-social-environmental-responsibility-policy-th.pdf>

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

Results with Respect to the Environmental Aspect (3.3.2)

Energy management

• Electricity consumption

	2021	2022	2023
Total electricity consumption within the organization (Kilowatt-Hours)	0.00	0.00	0.00

Water management

• Water consumption

	2021	2022	2023
Total water withdrawal (Cubic meters)	0.00	0.00	0.00

Waste management

• Waste from operations

	2021	2022	2023
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)	N/A	N/A	N/A
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

URL of human rights policy : <https://investor.prtr.com/storage/downloads/corporate-governance/corporate-policies/prtr-social-environmental-responsibility-policy-th.pdf>

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

Results with Respect to the Social Aspect (3.4.2)

Information about employees

• Total number of employees

	2021	2022	2023
Number of male employees (Persons)	109	168	176
Number of female employees (Persons)	307	421	414
Total number of employees (Persons)	416	589	590

• Employee remuneration

	2021	2022	2023
Employee remuneration (baht)	0.00	257.10	280.40

• Employee development and training

	2021	2022	2023
Average employee training hours (Hours / Person / Year)	N/A	2.30	10.00
Employee development and training expenses (baht)	N/A	480,177.15	674,820.50

• Health, safety and work environment

	2021	2022	2023
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Total number of lost time injury incidents by employees (Cases)	N/A	N/A	0
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• **Employee retention**

	2021	2022	2023
Percentage of employees who voluntarily resigned (%)	53.37	58.57	66.10

• **Significant labor dispute**

	2021	2022	2023
Significant labor dispute	No	No	No

Corporate Governance Policy

Corporate Governance Policy

Overview of the Corporate Governance Policy and Guideline (6.1)

Corporate Governance Policy

Corporate Governance Policy : Yes

Company website on corporate governance policy : <https://investor.prtr.com/th/corporate-governance/cg-policy#menu>

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	5	50.00
Number of non-executive directors	5	50.00
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. SUKONT KANJANAHUTTAKIT Gender: Male Age: 77 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: Original director	11 Nov 2019	Business Administration, Accounting, Finance, Data Management

2.	Mr. Luck Dendee Gender: Male Age: 54 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	25 Feb 2020	Human Resource Management, Business Administration, Data Management
3.	Ms. RISARA CHAROENPANICH Gender: Female Age: 45 years old Highest level of education: Master's degree Major: Marketing Communication Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	25 Feb 2020	Business Administration, Marketing, Human Resource Management, Data Management
4.	Ms. ONRUDEE KETTAWEE Gender: Female Age: 43 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	25 Feb 2020	Business Administration, Economics, Marketing, Human Resource Management, Data Management
5.	Mr. NIPHON BUNDECHANAN Gender: Male Age: 52 years old Highest level of education: Doctoral degree Major: Industrial Management Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	11 Nov 2019	Business Administration, Data Management

6.	Mr. CHAN ITTHITHAVORN 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	11 Nov 2019	Business Administration, Accounting, Finance, Data Management
7.	Mr. Phukphong Ratanaprapai Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	11 Nov 2019	Marketing, Human Resource Management, Business Administration, Data Management
8.	Ms. NARITA ADULKAEWPHALUEK Gender: Female Age: 46 years old Highest level of education: Master's degree Major: Management Information System Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	11 Nov 2019	Accounting, Finance, Human Resource Management, Data Management
9.	Mr. THUNYACHATE EKVETCHAVIT Gender: Male Age: 49 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	11 Nov 2019	Business Administration, Data Management, Information & Communication Technology

10.	Mr. PANYA CHUTISIRIWONG	Director	20 Apr 2023	Economics, Data Management, Governance/ Compliance
	Gender: Male	(Non-executive)		
	Age: 45 years old			
	Highest level of education:	Director type: Original		
	Master's degree	director		
	Major: Economics			
	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 : 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. CHAN ITTHITHAVORN [1] Gender: Male Age: 55 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	11 Nov 2019	Business Administration, Accounting, Finance, Data Management
2.	Mr. NIPHON BUNDECHANAN Gender: Male Age: 52 years old Highest level of education: Doctoral degree Major: Industrial Management Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	11 Nov 2019	Business Administration, Data Management
3.	Mr. THUNYACHATE EKVETCHAVIT Gender: Male Age: 49 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	11 Nov 2019	Business Administration, Data Management, Information & Communication Technology

[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.	<p>Ms. Risara Charoenpanich</p> <p>Gender: Female</p> <p>Age: 45 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Marketing Communication</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	Chairman of the executive committee	1 Mar 2022
2.	<p>Mr. Luck Dendee</p> <p>Gender: Male</p> <p>Age: 54 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	Member of the executive committee	1 Mar 2022
3.	<p>Ms. Onrudee Kettawee</p> <p>Gender: Female</p> <p>Age: 43 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Marketing</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	Member of the executive committee	1 Mar 2022
4.	<p>Mr. Phukphong Ratanaprapai</p> <p>Gender: Male</p> <p>Age: 52 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	Member of the executive committee	1 Mar 2022

5.	Ms. Narita Adulkaewphaluek	Member of the	1 Mar 2022
	Gender: Female	executive committee	
	Age: 46 years old		
	Highest level of education: Master's degree		
	Major: Business Administration		
	Thai nationality: Yes		
	Residing in Thailand: Yes		

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors		Position
Nomination and Remuneration Committee	Mr. Niphon	Bundechanan	Chairman
	Mr. Chan	Ittithavorn	Member
	Mr. Thunyachate	Ekvetchavit	Member

Roles of Sub-committees

	Sub-committees responsible for risk management	: None
Remark :	Audit 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	: None
	Sub-committees responsible for corporate sustainability development	: None

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. RISARA CHAROENPANICH Gender: Female Age: 45 years old Highest level of education: Master's degree Major: Marketing Communication	CEO	12 Mar 2012	Business Administration, Marketing, Human Resource Management, Data Management
2. Ms. Onrudee Kettawee Gender: Female Age: 43 years old Highest level of education: Master's degree Major: Marketing	EVP Head of Outsourcing Sales & Recruitment Services	1 Jul 2012	Marketing, Human Resource Management, Business Administration, Economics, Data Management
3. Mr. David William Pollock Gender: Male Age: 51 years old Highest level of education: Bachelor's degree Major: Master of Arts,	SVP – Head of Executive Recruitment Services	1 Jan 2013	Human Resource Management, Strategic Management, Professional Services
4. Mr. Phukphong Ratanaprapai Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Business Administration	SVP Head of Outsourcing Operations Services	1 Jan 2017	Marketing, Human Resource Management, Business Administration, Data Management
5. Ms. Narita Adulkaewphaluek Gender: Female Age: 46 years old Highest level of education: Master's degree Major: Business Administration	SVP – Shared Services	1 Jul 2018	Human Resource Management, Accounting, Finance, Data Management

6.	Mr. Luck Dendee Gender: Male Age: 54 years old Highest level of education: Bachelor's degree Major: Business Administration	AVP Head of Recruitment	1 Jul 2018	Human Resource Management, Business Administration, Data Management
7.	Mr. Teeraphat Petporee [1] Gender: Male Age: 48 years old Highest level of education: Master's degree Major: Business Administration	Chief Financial Officer	1 Sep 2023	Business Administration, Accounting, Finance

[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

Remuneration policy for executives (7.4.2 – 7.4.3)

Remuneration policy for executives

Remuneration policy for executives : Yes

Remuneration

	2021	2022	2023
Total executive remuneration (baht)	38,300,000.00	36,200,000.00	30,483,281.00

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)	: 176
Number of female employees (persons)	: 414
Total number of employees (persons)	: 590

Employee Remuneration

Total employee remuneration	: 280.40
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Provident fund

Total number of employees (persons)	: 590
Number of employees contributing to the PVD (persons)	: 222
Percentage of employees who are members (%)	: 37.63

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. Kanlaya Pattarakulsri	kanlaya@prtr.com	081-755-0745

- Company secretary

General information	Email	Telephone
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1.	Ms. Narita	Adulkaewphaluek	narita@prtr.com	095-441-9465
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• Head of internal audit

General information		Email	Telephone
1.	Ms. Chalida Kongprajya	chalida.kongprajya@th.pwc.com	-

• Head of investor relations

General information		Email	Telephone
1.	Ms. Narita Adulkaewphaluek	ir@prtr.com	095-441-9465

Company's auditor

Company		Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
1.	DELOITTE TOUCHE TOHMATSU JAIYOS AUDIT COMPANY LIMITED	1. Ms. Kornthong Luangvilai Email: - Telephone: 02-034-0000	2,580,000.00	-

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)

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. SUKONT KANJANAHUTTAKIT	Chairman of the board	Non-participating
Mr. Luck Dendee	Director	Participating
Ms. RISARA CHAROENPANICH	Director	Participating
Ms. ONRUDEE KETTAWEE	Director	Participating
Mr. NIPHON BUNDECHANAN	Director	Participating
Mr. CHAN ITTHITHAVORN	Director	Non-participating
Mr. Phukphong Ratanaprapai	Director	Participating
Ms. NARITA ADULKAEWPHALUEK	Director	Participating
Mr. THUNYACHATE EKVETCHAVIT	Director	Non-participating
Mr. PANYA CHUTISIRIWONG	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) : 6

Date of AGM meeting : 20 Apr 2023

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. SUKONT KANJANAHUTTAKIT (Chairman of the board)	-	6/6	Participating	Did not hold the meeting
2.	Mr. Luck Dendee (Director)	-	6/6	Participating	Did not hold the meeting
3.	Ms. RISARA CHAROENPANICH (Director)	-	6/6	Participating	Did not hold the meeting
4.	Ms. ONRUDEE KETTAWEE (Director)	-	6/6	Participating	Did not hold the meeting
5.	Mr. NIPHON BUNDECHANAN (Director)	-	6/6	Participating	Did not hold the meeting
6.	Mr. CHAN ITTHITHAVORN (Director)	-	6/6	Participating	Did not hold the meeting
7.	Mr. Phukphong Ratanapapai (Director)	-	6/6	Participating	Did not hold the meeting
8.	Ms. NARITA ADULKAEPHALUEK (Director)	-	6/6	Participating	Did not hold the meeting
9.	Mr. THUNYACHATE EKVETCHAVIT (Director)	-	5/6	Participating	Did not hold the meeting
10.	Mr. PANYA CHUTISIRIWONG (Director)	-	3/3	Non-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. SUKONT KANJANAHUTTAKIT (Chairman of the board)	-	300,000.00	0.00	No

2.	Mr. Luck Dendee (Director)	-	0.00	0.00	No
3.	Ms. RISARA CHAROENPANICH (Director)	-	0.00	0.00	No
4.	Ms. ONRUDEE KETTAWEE (Director)	-	0.00	0.00	No
5.	Mr. NIPHON BUNDECHANAN (Director)	-	200,000.00	0.00	No
6.	Mr. CHAN ITTHITHAVORN (Director)	-	200,000.00	0.00	No
7.	Mr. Phukphong Ratanaprapai (Director)	-	0.00	0.00	No
8.	Ms. NARITA ADULKAEWPHALUEK (Director)	-	0.00	0.00	No
9.	Mr. THUNYACHATE EKVETCHAVIT (Director)	-	160,000.00	0.00	No
10.	Mr. PANYA CHUTISIRIWONG (Director)	-	0.00	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) : 5

	List of directors	Termination date	Number of the audit committee meeting
1.	Mr. CHAN ITTHITHAVORN (Chairman of the audit committee)	-	5/5
2.	Mr. NIPHON BUNDECHANAN (Audit committee)	-	5/5
3.	Mr. THUNYACHATE EKVETCHAVIT (Audit committee)	-	4/5