



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

SIAM CITY CEMENT PUBLIC COMPANY LIMITED

Fiscal Year End 31 December 2022



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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 : SIAM CITY CEMENT PUBLIC COMPANY LIMITED

Symbol : SCCC

Address : 3/F, 10/F., and 12/F., Column Tower, No. 199 Ratchadapisek Road, Klongtoey

Province : Bangkok

Postcode : 10110

Business : The Company offers and customizes cement and mortar products under INSEE brands in nature powdered cement and clinker.

Registration Number : 0 1075 36001 34 6

Telephone : 0-2797-7000

Fax (if applicable) : 0-2797-7001-2

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

Email : companysecretary@siamcitycement.com

Total Shares Sold (shares)

Common Stock : 298,000,000

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping

	2020	2021	2022
Total (Thousand baht)	42,000,040.00	41,678,362.00	50,125,738.00
Cement (Thousand baht)	26,609,850.00	27,407,378.00	34,077,124.00
Concrete and Aggregates (Thousand baht)	6,631,448.00	5,388,192.00	6,399,953.00
Trading (Thousand baht)	5,167,195.00	5,388,670.00	5,633,811.00
Light Building Materials (Thousand baht)	2,391,147.00	2,382,309.00	2,859,546.00
Others (Thousand baht)	1,200,400.00	1,111,813.00	1,155,304.00

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Cement (%)	63.36	65.76	67.98
Concrete and Aggregates (%)	15.79	12.93	12.77
Trading (%)	12.30	12.93	11.24
Light Building Materials (%)	5.69	5.72	5.70
Others (%)	2.86	2.67	2.30

By Geographical Area or Market

	2020	2021	2022
Total (Thousand baht)	42,000,040.00	41,678,362.00	50,125,738.00
Domestic (Thousand baht)	22,768,000.00	21,011,000.00	25,353,000.00
International (Thousand baht)	19,232,040.00	20,667,362.00	24,772,738.00
Sri Lanka (Thousand baht)	5,702,093.00	7,263,501.00	8,403,451.00

Vietnam (Thousand baht)	6,203,000.00	5,943,000.00	8,442,000.00
Australia (Thousand baht)	1,727,000.00	1,919,000.00	2,596,000.00
Bangladesh (Thousand baht)	1,329,663.00	1,669,747.00	1,732,571.00
China (Thousand baht)	1,305,682.00	595,247.00	84,403.00
Cambodia (Thousand baht)	765,362.00	849,144.00	1,851,266.00
Other income (Thousand baht)	2,199,240.00	2,427,723.00	1,663,047.00

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Domestic (%)	54.21	50.41	50.58
International (%)	45.79	49.59	49.42
Sri Lanka (%)	29.65	35.14	33.92
Vietnam (%)	32.25	28.76	34.08
Australia (%)	8.98	9.29	10.48
Bangladesh (%)	6.91	8.08	6.99
China (%)	6.79	2.88	0.34
Cambodia (%)	3.98	4.11	7.47
Other income (%)	11.44	11.75	6.71

Information on Products and Services (1.2.2)

Product/Service Information and Business Innovation Development (1.2.2.1)

Research and Development (R&D) Policy : Yes

(Unit : Thousand baht)	2020	2021	2022
R&D expenses in the past 3 years	N/A	N/A	N/A

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.siamcitycement.com/storage/content/sustainable/sd-policy/20211129-sustainable-development-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://sccc.listedcompany.com/attachment.html?id=264951>

Company environmental guideline : Electricity Management, Fuel Management, Renewable/Clean Energy Management, Water Management, Waste Management, Biodiversity Management, Greenhouse Gas and Climate Change Management

Results with Respect to the Environmental Aspect (3.3.2)

• Electricity consumption

	2020	2021	2022
Amount of electricity purchased (kWh)	86.70	87.10	89.40

Water management

• Water consumption

	2020	2021	2022
Water consumption (cubic meters)	404.00	401.00	388.00

Greenhouse gas management

• Greenhouse gas emissions

	2020	2021	2022
GHG emission target	N/A	N/A	N/A
Scope 1 (Tons of carbon dioxide equivalents)	10.90	10.95	11.00
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 (Tons of carbon dioxide equivalents)	10.90	10.95	11.00

• 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 : Yes

URL of human rights policy : <https://sccc.listedcompany.com/attachment.html?id=264951>

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

	2020	2021	2022
Number of male employees (persons)	2,323	2,297	2,343
Number of female employees (persons)	673	667	688
Total (persons)	2,996	2,964	3,031

• Employee remuneration

	2020	2021	2022
Employee remuneration (baht)	4,325,606,595.00	4,014,745,227.00	4,588,209,943.00

• Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	23	15	23
Employee development and training expenses (baht)	30.90	23.70	58.40

• Health, safety and work environment

	2020	2021	2022
Number of employee work injuries leading to employee absence (times)	0	1	2

• **Employee retention**

	2020	2021	2022
Percentage of employees who voluntarily resigned (%)	13.95	6.58	8.41

• **Significant labor dispute**

	2020	2021	2022
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.siamcitycement.com/storage/content/corporate-governance/policies-and-documents/20230119-sccc-corporate-governance-policy-th.pdf>

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

Policy and guideline related to the board of directors

Company policy and guideline : Nomination of Directors, Independence of the Board of Directors, Director Development, Board Performance Evaluation

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	12	100.00
Number of male directors	10	83.33
Number of female directors	2	16.67
Number of executive directors	2	16.67
Number of non-executive directors	10	83.33
Number of independent directors	4	33.33

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
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1.	<p>Mr. Paul Heinz Hugentobler</p> <p>Gender: Male</p> <p>Age: 73 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Lic.oec.HSG</p> <p>Thai nationality: No</p> <p>Residing in Thailand: No</p>	<p>Chairman of the board (Non-executive)</p> <p>Director type: Original director</p>	31 Mar 2017	<p>Engineering, Construction Materials, Economics, Corporate Management, Strategic Management, Mining, Energy & Utilities, Project Management, Property Development, Law, Sustainability, Governance/ Compliance, Leadership, Change Management, Corporate Social Responsibility, Human Resource Management, Brand Management, Risk Management, Commerce, Budgeting, Negotiation, Finance, Accounting</p>
2.	<p>Mr. Vanchai Tosomboon</p> <p>Gender: Male</p> <p>Age: 73 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Master of Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive)</p> <p>Director type: Original director</p>	14 Jun 2004	<p>Law, Construction Materials, Energy & Utilities, Engineering, Mining, Construction Services, Human Resource Management, Governance/ Compliance, Leadership, Change Management, Commerce, Professional Services, Finance & Securities, Risk Management, Corporate Management, Strategic Management, Fund Management, Project Management, Data Management</p>

3.	<p>Ms. Nopporn Tirawattanagool</p> <p>Gender: Female</p> <p>Age: 68 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Accounting</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive)</p> <p>Director type: Original director</p>	23 Apr 2012	<p>Accounting, Finance, Banking, Insurance, Property Development, Finance & Securities, Economics, Commerce, Property Fund & REITs, Professional Services, Media & Publishing, Health Care Services, Risk Management, Strategic Management, Fund Management, Project Management, Data Management, IT Management, Human Resource Management, Change Management, Budgeting, Sustainability, Corporate Social Responsibility, Procurement, Leadership, Statistics, Audit, Internal Control, Information & Communication Technology, Corporate Management</p>
4.	<p>Mr. Stephen Patrick Gore</p> <p>Gender: Male</p> <p>Age: 50 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: B.A. Hons in Politics, Philosophy and Economics</p> <p>Thai nationality: No</p> <p>Residing in Thailand: No</p>	<p>Director</p> <p>(Non-executive)</p> <p>Director type: Original director</p>	1 Apr 2019	<p>Economics, Finance, Finance & Securities, Accounting, Risk Management, Industrial Materials & Machinery, Banking, Automotive, Corporate Management, Strategic Management, Fund Management, Project Management, Data Management, Change Management, Audit, Internal Control, Budgeting, Leadership, Statistics</p>

5.	<p>Dr. Subhak Siwaraksa</p> <p>Gender: Male</p> <p>Age: 65 years old</p> <p>Highest level of education: Doctoral degree</p> <p>Major: Economics</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>	25 Mar 2021	<p>Economics, Governance/ Compliance, Property Development, Finance & Securities, Banking, Commerce, Finance, Law, Corporate Management, Risk Management, Property Fund & REITs, Agribusiness, Professional Services, Insurance, Food & Beverage, Health Care Services, Strategic Management, Fund Management, Project Management, Data Management, Change Management, Audit, Leadership, Statistics</p>
6.	<p>Dr. Sunee Sornchaitanasuk</p> <p>Gender: Female</p> <p>Age: 60 years old</p> <p>Highest level of education: Doctoral degree</p> <p>Major: Management Communication Management</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>	10 Jun 2015	<p>Risk Management, Corporate Management, Audit, Finance, Internal Control, Accounting, Energy & Utilities, Property Development, Economics, Strategic Management, Fund Management, Data Management, Change Management, IT Management, Project Management, Budgeting, Data Analysis, Negotiation, Health Care Services, Transportation & Logistics, Corporate Social Responsibility, Banking, Governance/ Compliance, Professional Services, Leadership, Commerce, Statistics, Food & Beverage, Finance & Securities, Personal Products & Pharmaceuticals, Construction Materials</p>

7.	Mr. Charin Satchayan Gender: Male Age: 56 years old Highest level of education: Master's degree Major: Executive Master of Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	7 Apr 2016	Property Development, Law, Property Fund & REITs, Professional Services, Finance & Securities, Risk Management, Strategic Management, Finance, Negotiation, Governance/ Compliance
8.	Mr. ROBBERT EGBERT JOHANNES VAN DER FELTZ VAN DER SLOOT Gender: Male Age: 61 years old Highest level of education: Master's degree Major: Economics Thai nationality: No Residing in Thailand: No	Director (Non-executive, Independent director) Director type: Original director	26 Mar 2020	Construction Materials, Construction Services, Industrial Materials & Machinery, Accounting, Fund Management, Data Management, Brand Management, Project Management, Corporate Management, Change Management, Strategic Management, Risk Management, Audit, Internal Control, Marketing, Digital Marketing, Finance, Budgeting, Economics, Procurement, Leadership
9.	Mr. AIDAN JOHN LYNAM Gender: Male Age: 62 years old Highest level of education: Master's degree Major: Executive Master of Business Administration Thai nationality: No Residing in Thailand: Yes	Director (Executive) Director type: Original director	26 Mar 2019	Risk Management, Corporate Management, Strategic Management, Project Management, Change Management, Human Resource Management, Budgeting, Sustainability, Corporate Social Responsibility, Leadership, Construction Materials, Construction Services, Engineering

10.	Mr. SIVA MAHASANDANA Gender: Male Age: 60 years old Highest level of education: Master's degree Major: MBA, Finance and Investment (Beta Gamma Sigma) Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	7 Apr 2016	Corporate Management, Strategic Management, Marketing, Risk Management, Mining, Brand Management, Fund Management, Project Management, Data Management, Change Management, Human Resource Management, Negotiation, Sustainability, Governance/ Compliance, Leadership, Construction Materials, Construction Services, Engineering
11.	Mr. TINNAWAT MAHATHARADOL Gender: Male Age: 64 years old Highest level of education: Master's degree Major: Master of Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Additional and newly-appointed directors	24 Mar 2022	Construction Materials, Property Development, Commerce, Property Fund & REITs, Banking, Finance & Securities, Accounting, Health Care Services, Tourism & Leisure, Risk Management, Corporate Management, Strategic Management, Fund Management, Project Management, Data Management, Change Management, Audit, Internal Control, Marketing, Finance, Budgeting, Economics, Law, Governance/ Compliance, Leadership

12. Mr. ONNE VAN DER WEIJDE	Director	24 Mar 2022	Risk Management, Corporate Management, Strategic Management, Fund Management, Project Management, Data Management, Change Management, IT Management, Audit, Internal Control, Finance, Budgeting, Economics, Sustainability, Corporate Social Responsibility, Procurement, Governance/ Compliance, Leadership, Statistics, Construction Materials, Construction Services, Mining, Commerce, Industrial Materials & Machinery, Finance & Securities, Accounting
Gender: Male	(Non-executive,		
Age: 58 years old	Independent director)		
Highest level of education:			
Master's degree	Director type: Additional		
Major: Finance	and newly-appointed		
Thai nationality: No	directors		
Residing in Thailand: No			

Other Information pertaining to committees

The Chairman is an independent director	: No
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. Dr. Sunee Sornchaitanasuk [1] Gender: Female Age: 60 years old Highest level of education: Doctoral degree Major: Management Communication Management Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	10 Jun 2015	Risk Management, Corporate Management, Audit, Finance, Internal Control, Accounting, Energy & Utilities, Property Development, Economics, Strategic Management, Fund Management, Data Management, Change Management, IT Management, Project Management, Budgeting, Data Analysis, Negotiation, Health Care Services, Transportation & Logistics, Corporate Social Responsibility, Banking, Governance/ Compliance, Professional Services, Leadership, Commerce, Statistics, Food & Beverage, Finance & Securities, Personal Products & Pharmaceuticals, Construction Materials

2.	Mr. Charin Satchayan Gender: Male Age: 56 years old Highest level of education: Master's degree Major: Executive Master of Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Re-elected as director	7 Apr 2016	Property Development, Law, Property Fund & REITs, Professional Services, Finance & Securities, Risk Management, Strategic Management, Finance, Negotiation, Governance/ Compliance
3.	Mr. ONNE VAN DER WEIJDE [1] Gender: Male Age: 58 years old Highest level of education: Master's degree Major: Finance Thai nationality: No Residing in Thailand: No	Audit committee (Non-executive, Independent director) Director type: Additional and newly-appointed directors	24 Mar 2022	Risk Management, Corporate Management, Strategic Management, Fund Management, Project Management, Data Management, Change Management, IT Management, Audit, Internal Control, Finance, Budgeting, Economics, Sustainability, Corporate Social Responsibility, Procurement, Governance/ Compliance, Leadership, Statistics, Construction Materials, Construction Services, Mining, Commerce, Industrial Materials & Machinery, Finance & Securities, Accounting

[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. Mr. ROBBERT EGBERT JOHANNES VAN DER FELTZ VAN DER SLOOT [1] Gender: Male Age: 61 years old Highest level of education: Master's degree Major: Economics Thai nationality: No Residing in Thailand: No	Audit committee (Non-executive, Independent director)	Date position was assumed: 27 Mar 2020 Date directorship ended: 24 Mar 2022	No replacement director

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

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Normination and Compensation Committee	Mr. Paul Heinz Hugentobler	Chairman
	Mr. Vanchai Tosomboon	Member
	Mr. Stephen Patrick Gore	Member
	Mr. Robbert Egbert Johannes van der Feltz	Member
	van der Sloom	Member
	Mr. TINNAWAT MAHATHARADOL	
Governance Committee	Mr. Charin Satchayan	Chairman
	Dr. Subhak Siwaraksa	Member
	Ms. Phatchada Muenthong	Member
Audit Committee	Dr. Sunee Sornchaitanasuk	Chairman
	Mr. Charin Satchayan	Member
	Mr. ONNE VAN DER WEIJDE	Member

Roles of Sub-committees

Sub-committees responsible for risk management : Audit Committee

Sub-committees responsible for nomination : Normination and Compensation Committee

Sub-committees responsible for remuneration : Normination and Compensation Committee

Sub-committees responsible for corporate governance : Governance Committee

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. Mr. AIDAN JOHN LYNAM Gender: Male Age: 62 years old Highest level of education: Master's degree Major: Executive Master of Business Administration	GROUP CEO	1 Mar 2019	Risk Management, Corporate Management, Strategic Management, Project Management, Change Management, Human Resource Management, Budgeting, Sustainability, Corporate Social Responsibility, Leadership, Construction Materials, Construction Services, Engineering
2. Mr. SIVA MAHASANDANA Gender: Male Age: 60 years old Highest level of education: Master's degree Major: MBA, Finance and Investment (Beta Gamma Sigma)	CEO SCCCTH	7 Apr 2016	Corporate Management, Strategic Management, Marketing, Risk Management, Mining, Brand Management, Fund Management, Project Management, Data Management, Change Management, Human Resource Management, Negotiation, Sustainability, Governance/Compliance, Leadership, Construction Materials, Construction Services, Engineering
3. Mr. Eamon John Ginley Gender: Male Age: 57 years old Highest level of education: Bachelor's degree Major: Chemistry	CEO SCCVN	1 Oct 2021	Petrochemicals & Chemicals, Energy & Utilities, Construction Materials, Strategic Management, Data Management, Change Management, Risk Management, Human Resource Management, Project Management, Leadership, Budgeting

4.	Mr. Mark Anatol Schmidt [1] Gender: Male Age: 52 years old Highest level of education: Master's degree Major: MBA, Finance	Group Chief Financial Officer	1 Apr 2019	Accounting, Finance, Economics, Strategic Management, Data Management, Change Management, Risk Management, IT Management, Budgeting, Data Analysis, Leadership, Energy & Utilities, Construction Materials, Mining, Statistics
5.	Mr. Benjamin William Pinney Gender: Male Age: 58 years old Highest level of education: Doctoral degree Major: History and Sociology of Science and Technology	Group Strategy Transformation and Performance	1 Feb 2020	Strategic Management, Data Analysis, Data Management, Change Management, Risk Management, IT Management, Project Management, Professional Services, Architecture, Economics, Industrial Materials & Machinery, Leadership, Construction Materials, Corporate Management

[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

	2020	2021	2022
Total executive remuneration (baht)	112,134,527.93	122,933,511.00	168,893,676.00

Other forms of remuneration

Employee Stock Ownership Plan (ESOP) : No

Employee Joint Investment Program (EJIP) : Yes

Employees (7.5)

Information about company employees

Employees

Number of male employees (persons) : 2,343

Number of female employees (persons) : 688

Total (persons) : 3,031

Employee Remuneration

Total employee remuneration : 4,588,209,943.00

Provident fund

Total number of employees (persons) : 3,031

Number of employees contributing to the PVD (persons) : 2,595

Percentage of employees who are members (%) : 85.62

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. Sarinthip Yongprawat	SCCC_TH_IR@siamcitycement.com	02-797-7000 Ext. 7165, 7176

- Company secretary

General information	Email	Telephone
1. Ms. Phatchada Muenthong	companysecretary@siamcitycement.com	02-797-7000 Ext. 7044

- Head of internal audit

General information	Email	Telephone
1. Mr. Ranjan Sachdeva	ranjan.sachdeva@siamcitycement.com	02-797-7000 Ext. 7070

- Head of compliance unit

General information	Email	Telephone
1. Mr. Ranjan Sachdeva	ranjan.sachdeva@siamcitycement.com	02-797-7000 Ext. 7070

• Head of investor relations

General information	Email	Telephone
1. Ms. Sarinthip Yongprawat	SCCC_TH_IR@siamcitycement.com	02-797-7000 Ext. 7165, 7176

Company's auditor

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
1. EY OFFICE LIMITED	<p>1. Ms. Siriwan Nitdamrong Email: Siriwan.Nitdamrong@th.ey.com Telephone: 0 - 2264 -9090</p> <p>2. Ms. Kamontip Lertwitworatep Email: Kamontip.Lertwitworatep@th.ey.com Telephone: 0 - 2264 -9090</p> <p>3. Ms. Sarinda Hirunprasurtwutti Email: Sarinda.Hirunprasurtwutti@th.ey.com Telephone: 0 - 2264 -9090</p>	3,950,000.00	<p>Details: BOI and other Service</p> <p>Total service fee (baht): 1,127,463.00</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. Dr. Subhak Siwaraksa Gender: Male Age: 65 years old Highest level of education: Doctoral degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Re-elected as director	Date position was assumed: 25 Mar 2021	Economics, Governance/ Compliance, Property Development, Finance & Securities, Banking, Commerce, Finance, Law, Corporate Management, Risk Management, Property Fund & REITs, Agribusiness, Professional Services, Insurance, Food & Beverage, Health Care Services, Strategic Management, Fund Management, Project Management, Data Management, Change Management, Audit, Leadership, Statistics
2. Mr. Charin Satchayan Gender: Male Age: 56 years old Highest level of education: Master's degree Major: Executive Master of Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 7 Apr 2016	Property Development, Law, Property Fund & REITs, Professional Services, Finance & Securities, Risk Management, Strategic Management, Finance, Negotiation, Governance/ Compliance

3.	Mr. SIVA MAHASANDANA Gender: Male Age: 60 years old Highest level of education: Master's degree Major: MBA, Finance and Investment (Beta Gamma Sigma) Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	Date position was assumed: 7 Apr 2016	Corporate Management, Strategic Management, Marketing, Risk Management, Mining, Brand Management, Fund Management, Project Management, Data Management, Change Management, Human Resource Management, Negotiation, Sustainability, Governance/ Compliance, Leadership, Construction Materials, Construction Services, Engineering
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• List of newly appointed director (not being replaced the ex-director)

General information	Position	Date position was assumed	Experience and expertise
1. Mr. TINNAWAT MAHATHARADOL Gender: Male Age: 64 years old Highest level of education: Master's degree Major: Master of Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Additional and newly-appointed directors	Date position was assumed: 24 Mar 2022	Construction Materials, Property Development, Commerce, Property Fund & REITs, Banking, Finance & Securities, Accounting, Health Care Services, Tourism & Leisure, Risk Management, Corporate Management, Strategic Management, Fund Management, Project Management, Data Management, Change Management, Audit, Internal Control, Marketing, Finance, Budgeting, Economics, Law, Governance/ Compliance, Leadership

2.	Mr. ONNE VAN DER WEIJDE	Director	Date position was assumed:	Risk Management, Corporate Management, Strategic Management, Fund Management, Project Management, Data Management, Change Management, IT Management, Audit, Internal Control, Finance, Budgeting, Economics, Sustainability, Corporate Social Responsibility, Procurement, Governance/ Compliance, Leadership, Statistics, Construction Materials, Construction Services, Mining, Commerce, Industrial Materials & Machinery, Finance & Securities, Accounting
	Gender: Male	(Non-executive, Independent director)	24 Mar 2022	
	Age: 58 years old			
	Highest level of education:			
	Master's degree	Director type: Additional		
	Major: Finance	and newly-appointed		
	Thai nationality: No	directors		
	Residing in Thailand: No			

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. Paul Heinz Hugentobler	Chairman of the board	Non-participating
Mr. Vanchai Tosomboon	Director	Participating
Ms. Nopporn Tirawattanagool	Director	Non-participating
Mr. Stephen Patrick Gore	Director	Participating
Dr. Subhak Siwaraksa	Director	Non-participating
Dr. Sunee Sornchaitanasuk	Director	Non-participating
Mr. Charin Satchayan	Director	Non-participating
Mr. ROBBERT EGBERT JOHANNES VAN DER FELTZ VAN DER SLOOT	Director	Non-participating
Mr. AIDAN JOHN LYNAM	Director	Non-participating
Mr. SIVA MAHASANDANA	Director	Non-participating

Mr. TINNAWAT MAHATHARADOL	Director	Non-participating
Mr. ONNE VAN DER WEIJDE	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 : 24 Mar 2022

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. Paul Heinz Hugentobler (Chairman of the board)	-	8/8	Participating	Did not hold the meeting
2. Mr. Vanchai Tosomboon (Director)	-	8/8	Participating	Did not hold the meeting
3. Ms. Nopporn Tirawattanagool (Director)	-	8/8	Participating	Did not hold the meeting
4. Mr. Stephen Patrick Gore (Director)	-	7/8	Participating	Did not hold the meeting
5. Dr. Subhak Siwaraksa (Director)	-	8/8	Participating	Did not hold the meeting
6. Dr. Sunee Sornchaitanasuk (Director)	-	8/8	Participating	Did not hold the meeting
7. Mr. Charin Satchayan (Director)	-	8/8	Participating	Did not hold the meeting

8.	Mr. ROBBERT EGBERT JOHANNES VAN DER FELTZ VAN DER SLOOT (Director)	-	8/8	Participating	Did not hold the meeting
9.	Mr. AIDAN JOHN LYNAM (Director)	-	8/8	Participating	Did not hold the meeting
10.	Mr. SIVA MAHASANDANA (Director)	-	8/8	Participating	Did not hold the meeting
11.	Mr. TINNAWAT MAHATHARADOL (Director)	-	6/6	Participating	Did not hold the meeting
12.	Mr. ONNE VAN DER WEIJDE (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. Paul Heinz Hugentobler (Chairman of the board)	-	2,760,000.00	700,000.00	No
2.	Mr. Vanchai Tosomboon (Director)	-	1,380,000.00	400,000.00	No
3.	Ms. Nopporn Tirawattanagool (Director)	-	1,380,000.00	400,000.00	No
4.	Mr. Stephen Patrick Gore (Director)	-	1,380,000.00	379,167.00	No
5.	Dr. Subhak Siwaraksa (Director)	-	1,380,000.00	200,000.00	No
6.	Dr. Sunee Sornchaitanasuk (Director)	-	1,380,000.00	625,000.00	No
7.	Mr. Charin Satchayan (Director)	-	1,380,000.00	529,167.00	No
8.	Mr. ROBBERT EGBERT JOHANNES VAN DER FELTZ VAN DER SLOOT (Director)	-	1,380,000.00	650,000.00	No
9.	Mr. AIDAN JOHN LYNAM (Director)	-	1,380,000.00	250,000.00	No
10.	Mr. SIVA MAHASANDANA (Director)	-	1,380,000.00	250,000.00	No
11.	Mr. TINNAWAT MAHATHARADOL (Director)	-	1,103,333.00	0.00	No
12.	Mr. ONNE VAN DER WEIJDE (Director)	-	1,103,333.00	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) : 11

	List of directors	Termination date	Number of the audit committee meeting
1.	Dr. Sunee Sornchaitanasuk (Chairman of the audit committee)	-	11/11
2.	Mr. Charin Satchayan (Audit committee)	-	11/11
3.	Mr. ONNE VAN DER WEIJDE (Audit committee)	-	9/9
4.	Mr. ROBBERT EGBERT JOHANNES VAN DER FELTZ VAN DER SLOOT (Audit committee)	24 Mar 2022	2/2