



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

TONGKAH HARBOUR 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 : TONGKAH HARBOUR PUBLIC COMPANY LIMITED

Symbol : THL

Address : 245 Nawamin, Nuanchan, Bueng Kum

Province : Bangkok

Postcode : 10230

Business : The Company is a Rock mining operator in Saraburi province. Moreover, it looks forward preparing to develop its land-bank holdings in Phuket and Bangkok.

Registration Number : 0107537002087

Telephone : 0-2915-5656

Website : www.tongkahharbour.com

Email : Info@tongkahharbour.com

Total Shares Sold (shares)

Common Stock : 1,591,726,638

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping*

	2020	2021	2022
Total (Thousand baht)	395,995.00	300,630.00	27,960.00
Mining Business (Thousand baht)	325,245.00	73,220.00	10,390.00
Other income (Thousand baht)	70,750.00	227,410.00	17,570.00

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Mining Business (%)	82.13	24.36	37.16
Other income (%)	17.87	75.64	62.84

By Geographical Area or Market*

	2020	2021	2022
Total (Thousand baht)	395,995.00	300,630.00	27,960.00
Domestic (Thousand baht)	149,957.00	286,455.00	27,960.00
International (Thousand baht)	246,038.00	14,175.00	0.00
Myanmar (Thousand baht)	246,038.00	14,175.00	0.00

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Domestic (%)	37.87	95.28	100.00
International (%)	62.13	4.72	0.00
Myanmar (%)	100.00	100.00	0.00

*Excluding the profit margins in the associated companies

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)	2020	2021	2022
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)

Environmental and The masses Risks

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Impact on the environment
- Impact on human rights

Credit Risk

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

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

Government policies, regulation and laws changes Risks.

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Government policy

Compliance Risk

- Change in laws and regulations

Competitors Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates
- Business operations of partners in the supply chain

Opportunity to expand their customer base Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Behavior or needs of customers / consumers
- Business operations of partners in the supply chain

Financial Risk

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Default on payment or exchange of goods

Risk from restrictions on doing business in Myanmar

Risk Management Measures: Yes

Related Risk Topics

Compliance Risk

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

Risk from severe epidemic disease

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Other

Economic Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates

Bitcoin price volatility Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates

Reducing the efficiency of bitcoin miner Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Changes in technologies

Operational Risk

- Product obsolescence

Risk of creating pre-sale

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Behavior or needs of customers / consumers

Risk to Securities Holder (2.2.2)

Cost of Investment

Risk Management Measures: Yes

Related Risk Topics

- Return from investment of securities holder

Sustainable Development

Sustainable Development

Sustainability Management Policy and Targets (3.1)

Sustainability Management Policy and Targets

Corporate Sustainability Policy : Yes

Environmental Aspect (3.3)

Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : Yes

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

Results with Respect to the Environmental Aspect (3.3.2)

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)	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 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A

• 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

Company human right guideline : Employee 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)	58	53	21
Number of female employees (persons)	34	38	31
Total (persons)	92	91	52

• Employee remuneration

	2020	2021	2022
Employee remuneration (baht)	38,080,686.00	29,720,468.76	15,697,834.41

• Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	0	0	0
Employee development and training expenses (baht)	0.00	1,605.00	63,792.00

• Health, safety and work environment

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

• **Employee retention**

	2020	2021	2022
Percentage of employees who voluntarily resigned (%)	8.70	37.36	15.38

• **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

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

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	11	91.67
Number of female directors	1	8.33
Number of executive directors	4	33.33
Number of non-executive directors	8	66.67
Number of independent directors	6	50.00

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. SUTHEP BURAMARN Gender: Male Age: 51 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Executive) Director type: Original director	1 Apr 2021	Project Management, Engineering

2.	Mr. PROT PATTAKAREE Gender: Male Age: 44 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Non-executive) Director type: Original director	15 May 2020	
3.	Mrs. THARINEE PONGSUPATT Gender: Female Age: 58 years old Highest level of education: Doctoral degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	13 Dec 2012	Accounting
4.	Mr. NIPON KEERATIPITAYAPORN Gender: Male Age: 71 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	15 Nov 2013	Project Management, Engineering
5.	Mr. NIKOM CHOMPOOLONG Gender: Male Age: 66 years old Highest level of education: Doctoral degree Major: Philosophy Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	30 Apr 2020	Human Resource Management, Corporate Management

6.	Mr. SOMCHAI KAISUTTIWONG Gender: Male Age: 59 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Original director	30 Apr 2020	Law
7.	Mr. SOMJAI MANEEWONG Gender: Male Age: 60 years old Highest level of education: Doctoral degree Major: Philosophy Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	15 May 2020	Commerce, Human Resource Management
8.	Mr. SOPHON NUMTHONG Gender: Male Age: 76 years old Highest level of education: Master's degree Major: Education Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	15 May 2020	Human Resource Management, Corporate Management
9.	Mr. GRIT KONGPATTANAYOTIN Gender: Male Age: 49 years old Highest level of education: Master's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	12 Nov 2020	Information & Communication Technology, Project Management

10.	Mr. WIJIT JIEMWIJITKUL Gender: Male Age: 62 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	1 Apr 2021	
11.	Lie.Gen. PATIPOL SAMAGACHANDRE Gender: Male Age: 62 years old Highest level of education: Bachelor's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Additional and newly-appointed directors	31 Aug 2021	Tourism & Leisure, Corporate Management, Budgeting
12.	Mr. VICHAI BENJAPALAPORN Gender: Male Age: 60 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	28 Apr 2022	Accounting, Finance

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

General information	Position	Tenure	Replacement Director
1. Mr. CHAOWARIT JONGKATKORN Gender: Male Age: 67 years old Highest level of education: Doctoral degree Major: Fine and Applied Arts Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)	Date position was assumed: 15 May 2020 Date directorship ended: 25 Apr 2022	No replacement director

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. Mrs. THARINEE PONGSUPATT [1] Gender: Female Age: 58 years old Highest level of education: Doctoral degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Re-elected as director	13 Aug 2014	Accounting
2. Mr. NIPON KEERATIPITAYAPORN Gender: Male Age: 71 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Re-elected as director	19 May 2017	Project Management, Engineering
3. Mr. NIKOM CHOMPOOLONG Gender: Male Age: 66 years old Highest level of education: Doctoral degree Major: Philosophy Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Re-elected as director	29 Jul 2020	Human Resource Management, Corporate Management

[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. Mr. WIJIT JIEMWIJITKUL Gender: Male Age: 62 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	14 Mar 2014
2. Mr. GRIT KONGPATTANAYOTIN Gender: Male Age: 49 years old Highest level of education: Master's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	12 Nov 2020
3. Mr. PROT PATTAKAREE Gender: Male Age: 44 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	3 Jul 2020
4. Mr. SUTHEP BURAMARN Gender: Male Age: 51 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	30 Sep 2014

5.	Mr. VICHAI BENJAPALAPORN	Member of the executive committee	28 Apr 2022
	Gender: Male		
	Age: 60 years old		
	Highest level of education: Master's degree		
	Major: Accounting		
	Thai nationality: Yes		
	Residing in Thailand: Yes		

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Nomination Committee	Mr. WIJIT JIEMWIJITKUL	Chairman
	Mr. SUTHEP BURAMARN	Member
Remuneration Committee	Mr. WIJIT JIEMWIJITKUL	Chairman
	Mr. PROT PATTAKAREE	Member
	Mr. SUTHEP BURAMARN	Member
Good Coperate Governace Committee	Mrs. THARINEE PONGSUPATT	Chairman
	Mr. NIPON KEERATIPITAYAPORN	Member
	Mr. NIKOM CHOMPOOLONG	Member
Risk Management Committee	Mr. SUTHEP BURAMARN	Chairman
	Mr. PROT PATTAKAREE	Member
	Mr. SOPHON NUMTHONG	Member

Roles of Sub-committees

Sub-committees responsible for risk management : Risk Management Committee

Sub-committees responsible for nomination : Nomination Committee

Sub-committees responsible for remuneration : Remuneration Committee

Sub-committees responsible for corporate governance : Good Coperate Governace 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. WIJIT JIEMWIJITKUL Gender: Male Age: 62 years old Highest level of education: Bachelor's degree Major: Engineering	CHIEF EXECUTIVE OFFICER	11 Jul 2012	
2. Mr. GRIT KONGPATTANAYOTIN Gender: Male Age: 49 years old Highest level of education: Master's degree Major: Science	Deputy CEO	12 Nov 2020	Information & Communication Technology, Project Management
3. Mr. SUTHEP BURAMARN Gender: Male Age: 51 years old Highest level of education: Bachelor's degree Major: Engineering	Deputy CEO	30 Sep 2014	Project Management, Engineering
4. Ms. Montha Kongkum [1][2] Gender: Female Age: 52 years old Highest level of education: Bachelor's degree Major: Accounting	CFO	1 Jan 2019	Accounting

[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

Remuneration policy for executives (7.4.2 – 7.4.3)

Remuneration policy for executives

Remuneration policy for executives : No

Remuneration

	2020	2021	2022
Total executive remuneration (baht)	10,105,156.00	9,256,388.00	10,862,000.00

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) : 21

Number of female employees (persons) : 31

Total (persons) : 52

Employee Remuneration

Total employee remuneration : 15,697,834.41

Provident fund

Total number of employees (persons) : 52

Number of employees contributing to the PVD (persons) : 17

Percentage of employees who are members (%) : 32.69

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. Montha Kongkum	Montha@tongkahharbour.com	

- Company secretary

General information	Email	Telephone
1. Mr. Chaiwat Jitthavornkul	Chaiwat@tongkahharbour.com	

- Head of internal audit

General information	Email	Telephone
1. Mr. Weerayuth Korkiatnara	weerayuth@tongkahharbour.com	

Company's auditor

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
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1. A.M.T. & ASSOCIATES	1. Mr. Chaiyuth Angsuwithaya Email: achaiyuth@gmail.com Telephone: -	3,730,000.00	-
	2. Ms. Daranee Somkamnerd Email: Somprasert. yaowalak@gmail.com Telephone: -		

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. WIJIT JIEMWIJITKUL Gender: Male Age: 62 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	Date position was assumed: 1 Apr 2021	

- List of newly appointed director (not being replaced the ex-director)

General information	Position	Date position was assumed	Experience and expertise
1. Lie.Gen. PATIPOL SAMAGACHANDRE Gender: Male Age: 62 years old Highest level of education: Bachelor's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Additional and newly-appointed directors	Date position was assumed: 31 Aug 2021	Tourism & Leisure, Corporate Management, Budgeting

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. SUTHEP BURAMARN	Chairman of the board	Non-participating
Mr. PROT PATTAKAREE	Vice Chairman	Non-participating
Mrs. THARINEE PONGSUPATT	Director	Non-participating
Mr. NIPON KEERATIPITAYAPORN	Director	Non-participating
Mr. NIKOM CHOMPOOLONG	Director	Non-participating
Mr. SOMCHAI KAISUTTIWONG	Director	Non-participating
Mr. SOMJAI MANEEWONG	Director	Non-participating
Mr. SOPHON NUMTHONG	Director	Non-participating
Mr. GRIT KONGPATTANAYOTIN	Director	Non-participating
Mr. WIJIT JIEMWIJITKUL	Director	Non-participating
Lie.Gen. PATIPOL SAMAGACHANDRE	Director	Non-participating
Mr. VICHAI BENJAPALAPORN	Director	Non-participating
Mr. CHAOWARIT JONGKATKORN	Director	Non-participating

Directors' performance assessment

Method used to evaluate directors' performance : Whole-board-of-directors assessment

Meeting attendance and remuneration to each Board member (8.1.2)

Meeting attendance of the board of directors

Number of board meetings (times) : 4

Date of AGM meeting : 18 Jul 2022

EGM meeting : No

List of directors		Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. SUTHEP BURAMARN (Chairman of the board)	-	4/4	Participating	Did not hold the meeting
2.	Mr. PROT PATTAKAREE (Vice Chairman)	-	3/4	Non-participating	Did not hold the meeting
3.	Mrs. THARINEE PONGSUPATT (Director)	-	4/4	Participating	Did not hold the meeting
4.	Mr. NIPON KEERATIPITAYAPORN (Director)	-	4/4	Non-participating	Did not hold the meeting
5.	Mr. NIKOM CHOMPOOLONG (Director)	-	4/4	Non-participating	Did not hold the meeting
6.	Mr. SOMCHAI KAISUTTIWONG (Director)	-	2/4	Participating	Did not hold the meeting
7.	Mr. SOMJAI MANEEWONG (Director)	-	3/4	Non-participating	Did not hold the meeting
8.	Mr. SOPHON NUMTHONG (Director)	-	4/4	Non-participating	Did not hold the meeting
9.	Mr. GRIT KONGPATTANAYOTIN (Director)	-	4/4	Non-participating	Did not hold the meeting
10.	Mr. WIJIT JIEMWIJITKUL (Director)	-	4/4	Participating	Did not hold the meeting
11.	Lie.Gen. PATIPOL SAMAGACHANDRE (Director)	-	3/3	Non-participating	Did not hold the meeting
12.	Mr. VICHAI BENJAPALAPORN (Director)	-	3/3	Non-participating	Did not hold the meeting
13.	Mr. CHAOWARIT JONGKATKORN (Director)	25 Apr 2022	0/0	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. SUTHEP BURAMARN (Chairman of the board)	-	0.00	100,000.00	No
2.	Mr. PROT PATTAKAREE (Vice Chairman)	-	0.00	50,000.00	No
3.	Mrs. THARINEE PONGSUPATT (Director)	-	45,000.00	50,000.00	No
4.	Mr. NIPON KEERATIPITAYAPORN (Director)	-	60,000.00	50,000.00	No
5.	Mr. NIKOM CHOMPOOLONG (Director)	-	60,000.00	50,000.00	No
6.	Mr. SOMCHAI KAISUTTIWONG (Director)	-	30,000.00	50,000.00	No
7.	Mr. SOMJAI MANEEWONG (Director)	-	45,000.00	50,000.00	No
8.	Mr. SOPHON NUMTHONG (Director)	-	60,000.00	50,000.00	No
9.	Mr. GRIT KONGPATTANAYOTIN (Director)	-	0.00	50,000.00	No
10.	Mr. WIJIT JIEMWIJITKUL (Director)	-	0.00	50,000.00	No
11.	Lie.Gen. PATIPOL SAMAGACHANDRE (Director)	-	45,000.00	50,000.00	No
12.	Mr. VICHAI BENJAPALAPORN (Director)	-	0.00	50,000.00	No
13.	Mr. CHAOWARIT JONGKATKORN (Director)	25 Apr 2022	0.00	50,000.00	No

Report on the Audit Committee's Performance for the Past Year (8.2)

Report on the audit committee's performance for the past year

Meeting attendance of audit committee

Number of Audit committee meetings (times) : 4

List of directors		Termination date	Number of the audit committee meeting
1.	Mrs. THARINEE PONGSUPATT (Chairman of the audit committee)	-	4/4
2.	Mr. NIPON KEERATIPITAYAPORN (Audit committee)	-	4/4
3.	Mr. NIKOM CHOMPOOLONG (Audit committee)	-	4/4