



# **Annual Registration Statement / Annual Report**

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

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

**THAI WACOAL 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 : THAI WACOAL PUBLIC COMPANY LIMITED

Symbol : WACOAL

Address : 132 Soi Charoenrat 7, Bangklo, Bangkholaem

Province : Bangkok

Postcode : 10120

Business : The Company manufactures and distributes finished garment products including ladies' lingerie, ladies' outerwear and children wear products under licensed brands and the company's own registered brands WACOAL with its domestic sales and export sales.

Registration Number : 0107537001455

Telephone : 0-2289-3100-9, 0-2689-8300

Fax (if applicable) : 0-2291-1788

Website : [www.wacoal.co.th](http://www.wacoal.co.th)

Email : -

#### Total Shares Sold (shares)

Common Stock : 120,000,000

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

#### By Product Line or Business Grouping\*

	2020	2021	2022
Total (Thousand baht)	2,956,205.13	3,243,779.64	3,935,960.70
Ladies' lingerie (Thousand baht)	2,653,785.86	3,021,855.10	3,693,742.06
Ladies' outerwear (Thousand baht)	100,108.71	75,408.51	87,776.36
Children wear (Thousand baht)	182,947.46	124,099.23	120,910.67
Other income (Thousand baht)	19,363.10	22,416.80	33,531.61

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Ladies' lingerie (%)	89.77	93.16	93.85
Ladies' outerwear (%)	3.39	2.32	2.23
Children wear (%)	6.19	3.83	3.07
Other income (%)	0.65	0.69	0.85

#### By Geographical Area or Market\*

	2020	2021	2022
Total (Thousand baht)	2,956,205.13	3,243,779.64	3,935,960.70
Domestic (Thousand baht)	2,014,861.04	2,304,898.85	2,846,919.64
International (Thousand baht)	941,344.09	938,880.79	1,089,041.06

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Domestic (%)	68.16	71.06	72.33

International (%)	31.84	28.94	27.67
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\*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 : Yes

(Unit : Thousand baht)	2020	2021	2022
R&D expenses in the past 3 years	8,383.64	5,642.83	6,365.73

# 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 of customer structure indicating reliance on few large customers or distributors**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Reliance on large customers or few customers

**Risk of using licensed trademark**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Other

**Risk of changes in consumer behavior**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Behavior or needs of customers / consumers

**Foreign exchange risks**

**Risk Management Measures:** Yes

**Related Risk Topics**

Financial Risk

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



### **Compliance risk with related rules, regulations and laws**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Compliance Risk

- Change in laws and regulations

### **Risk of disease pandemic**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- Other

### **Risk of cyber security**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- Information security and cyber-attack

### **Risk of inefficient resource management**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

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

### **Risk from changes in the climate**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- Climate change and disasters

#### **Risk of Aging Society**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- Impact from population structure

#### **Risk of human rights**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- Impact on human rights

#### **Risk of corruption**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- Corruption

# 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://corporate.wacoal.co.th/sd/sd\\_policy\\_th.php](https://corporate.wacoal.co.th/sd/sd_policy_th.php)

### 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://corporate.wacoal.co.th/sd/sd\\_environment\\_policy\\_th.php](https://corporate.wacoal.co.th/sd/sd_environment_policy_th.php)

Company environmental guideline : Electricity Management, Water Management, Waste 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)	6,941,000.00	6,629,000.00	7,036,000.00

##### Water management

##### • Water consumption

	2020	2021	2022
Water consumption (cubic meters)	82,383.00	65,243.00	68,769.00

## Waste management

### • Waste from operations

	2020	2021	2022
Non-hazardous waste (kg)	866,728.00	695,802.00	688,318.00
Hazardous waste (kg)	943.00	964.00	1,389.00
<b>Total (kg)</b>	<b>867,671.00</b>	<b>696,766.00</b>	<b>689,707.00</b>

## 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)	574.00	445.00	628.00
Scope 2 (Tons of carbon dioxide equivalents)	4,041.00	3,314.00	3,518.00
Scope 3 (Tons of carbon dioxide equivalents)	54.26	74.00	17,040.00
<b>Total (Tons of carbon dioxide equivalents)</b>	<b>4,669.26</b>	<b>3,833.00</b>	<b>21,186.00</b>

### • Verification of greenhouse gas emissions over the past year

Third-party verification : Yes

Name of verifying organization : Thailand Greenhouse Gas Management Organization (Public Organization)

## Social Aspect (3.4)

### Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy : Yes

URL of human rights policy : [https://corporate.wacoal.co.th/cg/pdf\\_cg/Human%20Rights%20Policy\\_T.pdf](https://corporate.wacoal.co.th/cg/pdf_cg/Human%20Rights%20Policy_T.pdf)

Company human right guideline : Employee Rights, 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)	397	375	416
Number of female employees (persons)	2,545	2,384	2,597
<b>Total (persons)</b>	<b>2,942</b>	<b>2,759</b>	<b>3,013</b>

##### • Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	5	4	6
Employee development and training expenses (baht)	1,180,000.00	3,320,000.00	7,820,000.00

##### • Health, safety and work environment

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

##### • Significant labor dispute

	2020	2021	2022
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Significant labor dispute	No	No	No
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# 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://corporate.wacoal.co.th/cg/pdf\\_cg/CG\\_T\\_full.pdf](https://corporate.wacoal.co.th/cg/pdf_cg/CG_T_full.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	15	100.00
Number of male directors	10	66.67
Number of female directors	5	33.33
Number of executive directors	5	33.33
Number of non-executive directors	10	66.67
Number of independent directors	5	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
1. Mr. YOSHIKATA TSUKAMOTO Gender: Male Age: 74 years old Highest level of education: Bachelor's degree Major: Education Thai nationality: No Residing in Thailand: No	Director (Non-executive)  Director type: Original director	21 Apr 1986	Fashion, Strategic Management, Accounting, Economics, Human Resource Management, Risk Management, Governance/ Compliance, Sustainability, Corporate Management, Audit

2.	<p>Mr. MANU LEELANUWATANA</p> <p>Gender: Male</p> <p>Age: 77 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Engineering</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Chairman of the board (Non-executive)</p> <p>Director type: Re-elected as director</p>	30 Apr 1973	<p>Fashion, Strategic Management, Marketing, Brand Management, Engineering, Economics, Governance/ Compliance, Sustainability, Corporate Management</p>
3.	<p>Mr. MASAACKI YAJIMA</p> <p>Gender: Male</p> <p>Age: 62 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: No</p> <p>Residing in Thailand: No</p>	<p>Vice Chairman (Non-executive)</p> <p>Director type: Re-elected as director</p>	11 May 2021	<p>Fashion, Strategic Management, Brand Management, Marketing, Budgeting, Accounting, Economics, Human Resource Management, Risk Management, Governance/ Compliance, Sustainability, Engineering, Audit, Corporate Management</p>
4.	<p>Mr. BOONDEE AMNUAYSKUL</p> <p>Gender: Male</p> <p>Age: 67 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Engineering</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Executive)</p> <p>Director type: Original director</p>	23 Apr 1990	<p>Fashion, Strategic Management, Engineering, Budgeting, Risk Management, Governance/ Compliance, Sustainability, Corporate Management</p>
5.	<p>Mr. TAKUYA MIURA</p> <p>Gender: Male</p> <p>Age: 60 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Economics</p> <p>Thai nationality: No</p> <p>Residing in Thailand: Yes</p>	<p>Director (Executive)</p> <p>Director type: Original director</p>	11 May 2020	<p>Fashion, Strategic Management, Marketing, Brand Management, Economics, Human Resource Management, Risk Management, Governance/ Compliance, Sustainability, Corporate Management, Budgeting</p>

6.	Mr. THAMARAT CHOKWATANA Gender: Male Age: 53 years old Highest level of education: Bachelor's degree Major: Liberal Arts Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	23 Apr 2001	Fashion, Strategic Management, Marketing, Brand Management, Budgeting, Risk Management, Governance/ Compliance, Sustainability, Corporate Management
7.	Ms. KARUNEE SURAI Gender: Female Age: 67 years old Highest level of education: Master's degree Major: Education Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	1 Apr 2017	Fashion, Budgeting, Human Resource Management, Risk Management, Governance/ Compliance, Sustainability, Corporate Management
8.	Mrs. ONANONG SAENGPUMPONG Gender: Female 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	24 Apr 2017	Fashion, Strategic Management, Budgeting, Finance, Accounting, Audit, Risk Management, Governance/ Compliance, Sustainability, Internal Control
9.	Mr. HIRONOBU YASUHARA Gender: Male Age: 71 years old Highest level of education: Bachelor's degree Major: Commercial Science Thai nationality: No Residing in Thailand: No	Director (Non-executive)  Director type: Original director	23 Jul 2019	Fashion, Strategic Management, Marketing, Brand Management, Budgeting, Accounting, Economics, Human Resource Management, Risk Management, Governance/ Compliance, Sustainability, Audit, Corporate Management

10.	Mr. KAZUHIRO SHIBAHARA Gender: Male Age: 62 years old Highest level of education: Bachelor's degree Major: Economics Thai nationality: No Residing in Thailand: No	Director (Non-executive)  Director type: Re-elected as director	10 May 2018	Fashion, Strategic Management, Engineering, Economics, Human Resource Management, Risk Management, Governance/ Compliance, Sustainability, Brand Management, Corporate Management, Budgeting, Marketing
11.	Mrs. KULPATRA SIRODOM Gender: Female Age: 66 years old Highest level of education: Doctoral degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	26 Apr 2010	Strategic Management, Budgeting, Finance, Audit, Economics, Risk Management, Governance/ Compliance, Sustainability, Internal Control
12.	Mrs. PUNNEE WORAWUTHICHONGSATHIT Gender: Female Age: 70 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	26 Apr 2010	Strategic Management, Budgeting, Finance, Accounting, Internal Control, Human Resource Management, Risk Management, Governance/ Compliance, Sustainability, Audit, Law, Corporate Management
13.	Mr. KRISH FOLLETT Gender: Male Age: 73 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	23 Apr 2012	Strategic Management, Finance, Audit, Economics, Risk Management, Governance/ Compliance, Fashion, Corporate Management, Internal Control

14.	Ms. WARAPORN KULSAWATPAKDEE Gender: Female Age: 63 years old Highest level of education: Master's degree Major: Public Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	2 Mar 2016	Fashion, Strategic Management, Marketing, Risk Management, Human Resource Management, Corporate Management
15.	Mr. POOLSAK BOONCHOO Gender: Male Age: 63 years old Highest level of education: Master's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	23 Apr 2018	Audit, Law, Risk Management, Internal Control, Budgeting, Human Resource Management

#### 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	: 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. Mrs. KULPATRA SIRODOM [1] Gender: Female Age: 66 years old Highest level of education: Doctoral degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Re-elected as director	23 Apr 2012	Strategic Management, Budgeting, Finance, Audit, Economics, Risk Management, Governance/ Compliance, Sustainability, Internal Control
2. Mrs. PUNNEE WORAWUTHICHONGSATHIT [1] Gender: Female Age: 70 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	13 May 2010	Strategic Management, Budgeting, Finance, Accounting, Internal Control, Human Resource Management, Risk Management, Governance/ Compliance, Sustainability, Audit, Law, Corporate Management
3. Mr. POOLSAK BOONCHOO Gender: Male Age: 63 years old Highest level of education: Master's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	9 May 2019	Audit, Law, Risk Management, Internal Control, Budgeting, Human Resource 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. BOONDEE AMNUAYSKUL Gender: Male Age: 67 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	9 May 2000
2. Mr. TAKUYA MIURA Gender: Male Age: 60 years old Highest level of education: Bachelor's degree Major: Economics Thai nationality: No Residing in Thailand: Yes	Member of the executive committee	11 May 2020
3. Mr. THAMARAT CHOKWATANA Gender: Male Age: 53 years old Highest level of education: Bachelor's degree Major: Liberal Arts Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	24 Jul 2018
4. Ms. KARUNEE SURAI Gender: Female Age: 67 years old Highest level of education: Master's degree Major: Education Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	12 Nov 2009

5.	<p>Mrs. ONANONG SAENGPUMPONG</p> <p>Gender: Female</p> <p>Age: 60 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>Member of the executive committee</p>	<p>12 Nov 2009</p>
6.	<p>Mr. Suvit Wongcharoenvutporn</p> <p>Gender: Male</p> <p>Age: 71 years old</p> <p>Highest level of education: Below a bachelor's degree</p> <p>Major: Industrial Technology</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>9 May 2000</p>
7.	<p>Mrs. Nonglaks Techaboonanek</p> <p>Gender: Female</p> <p>Age: 68 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Communication Arts</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>9 May 2000</p>
8.	<p>Ms. Natcharinthorn Pongsupachintapa</p> <p>Gender: Female</p> <p>Age: 70 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Political Science</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>9 May 2000</p>
9.	<p>Ms. Siriwan Vilassakdanont</p> <p>Gender: Female</p> <p>Age: 68 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>12 Nov 2009</p>

10.	Mr. Metha Supakorn Gender: Male Age: 55 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	24 Apr 2017
11.	Mr. Pojadech Ketkratuk Gender: Male Age: 56 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	24 Apr 2017
12.	Ms. Sukhontharat Nitthisirisakool Gender: Female Age: 44 years old Highest level of education: Doctoral degree Major: International Studies Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 Mar 2019
13.	Mr. Pranot Vesaruchavit Gender: Male Age: 52 years old Highest level of education: Master's degree Major: International Business Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	11 May 2022

## Other sub-committees

### Sub-committees information

Name of sub-committees	List of directors	Position
The Risk Management Committee	Mr. KRISH FOLLETT	Chairman
	Ms. WARAPORN KULSAWATPAKDEE	Member
	Mr. POOLSAK BOONCHOO	Member

The Nominating Committee	Mr. MANU LEELANUWATANA	Chairman
	Ms. Sirikul Dhanasarnsilp	Member
	Mr. BOONDEE AMNUAYSKUL	Member
The Remuneration Committee	Mr. MANU LEELANUWATANA	Chairman
	Ms. Sirikul Dhanasarnsilp	Member
	Mr. BOONDEE AMNUAYSKUL	Member
	Mr. THAMARAT CHOKWATANA	Member
The Corporate Governance and Sustainable Development Committee	Mrs. KULPATRA SIRODOM	Chairman
	Mr. BOONDEE AMNUAYSKUL	Member
	Ms. KARUNEE SURAI	Member
	Mrs. ONANONG SAENGPUMPONG	Member

#### **Roles of Sub-committees**

Sub-committees responsible for risk management	: The Risk Management Committee
Sub-committees responsible for nomination	: The Nominating Committee
Sub-committees responsible for remuneration	: The Remuneration Committee
Sub-committees responsible for corporate governance	: The Corporate Governance and Sustainable Development Committee
Sub-committees responsible for corporate sustainability development	: The Corporate Governance and Sustainable Development 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. BOONDEE AMNUAYSKUL Gender: Male Age: 67 years old Highest level of education: Bachelor's degree Major: Engineering	CHIEF EXECUTIVE OFFICER AND MANAGING DIRECTOR	12 Nov 2009	Fashion, Strategic Management, Engineering, Budgeting, Risk Management, Governance/ Compliance, Sustainability, Corporate Management
2. Mr. TAKUYA MIURA Gender: Male Age: 60 years old Highest level of education: Bachelor's degree Major: Economics	Deputy Managing Director and Director of Merchandising Division	11 May 2020	Fashion, Strategic Management, Marketing, Brand Management, Economics, Human Resource Management, Risk Management, Governance/ Compliance, Sustainability, Corporate Management, Budgeting
3. Mr. THAMARAT CHOKWATANA Gender: Male Age: 53 years old Highest level of education: Bachelor's degree Major: Liberal Arts	Executive Director and Director of Marketing Division	24 Jul 2018	Fashion, Strategic Management, Marketing, Brand Management, Budgeting, Risk Management, Governance/ Compliance, Sustainability, Corporate Management
4. Ms. KARUNEE SURAI Gender: Female Age: 67 years old Highest level of education: Master's degree Major: Education	Executive Director and Director of Human Resources Division	12 Nov 2009	Fashion, Budgeting, Human Resource Management, Risk Management, Governance/ Compliance, Sustainability, Corporate Management
5. Mrs. ONANONG SAENGPUMPONG [1] Gender: Female Age: 60 years old Highest level of education: Master's degree Major: Accounting	Executive Director and Director of Accounting and Finance Division	12 Nov 2009	Fashion, Strategic Management, Budgeting, Finance, Accounting, Audit, Risk Management, Governance/ Compliance, Sustainability, Internal Control

6.	Mr. Suvit Wongcharoenvutporn Gender: Male Age: 71 years old Highest level of education: Below a bachelor's degree Major: Industrial Technology	Executive Director and Director of Uniform & Workwear Division	9 May 2000	Economics, Fashion, Marketing, Finance, Human Resource Management, Sustainability, Brand Management, Corporate Management, Strategic Management, Budgeting, Governance/ Compliance
7.	Mrs. Nonglaks Techaboonanek Gender: Female Age: 68 years old Highest level of education: Bachelor's degree Major: Communication Arts	Executive Director and Director of Corporate Communications Division	9 May 2000	Economics, Fashion, Marketing, Finance, Sustainability, Brand Management, Corporate Management, Strategic Management, Audit, Budgeting, Governance/ Compliance
8.	Ms. Natcharinthorn Pongsupachintapa Gender: Female Age: 70 years old Highest level of education: Bachelor's degree Major: Political Science	Executive Director and Director of Human Science Research Center	9 May 2000	Fashion, Marketing, Human Resource Management, Sustainability, Brand Management, Corporate Management, Governance/ Compliance
9.	Ms. Siriwan Vilassakdanont Gender: Female Age: 68 years old Highest level of education: Master's degree Major: Management	Executive Director and Director of Vienna Product Division	12 Nov 2019	Fashion, Marketing, Brand Management, Corporate Management, Strategic Management, Risk Management, Audit, Budgeting, Human Resource Management
10.	Mr. Metha Supakorn Gender: Male Age: 55 years old Highest level of education: Master's degree Major: Business Administration	Executive Director and Director of Production Technology Division	24 Apr 2017	Fashion, Sustainability, Corporate Management, Strategic Management, Risk Management, Governance/ Compliance, Engineering
11.	Mr. Pojadech Ketkratuk Gender: Male Age: 56 years old Highest level of education: Master's degree Major: Engineering	Executive Director and Director of Children Wear Product Division	24 Apr 2017	Fashion, Marketing, Finance, Human Resource Management, Economics, Brand Management, Strategic Management, Risk Management, Governance/ Compliance, Budgeting, Sustainability, Engineering, Corporate Management

12.	Ms. Sukhontharat Nitthisirisakool Gender: Female Age: 44 years old Highest level of education: Doctoral degree Major: International Studies	Executive Director and Director of Healthcare & Wellness Division	1 Mar 2019	Economics, Fashion, Marketing, Brand Management, Strategic Management
13.	Mr. Pranot Vesaruchavit Gender: Male Age: 52 years old Highest level of education: Master's degree Major: International Business	Executive Director and Director of Wacoal Sales Management Division	11 May 2022	Fashion, Marketing, Human Resource Management, Brand Management, Strategic Management, Budgeting, Risk 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)	31,023,682.00	30,568,884.00	35,291,090.00

### 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) : 416

Number of female employees (persons) : 2,597

Total (persons) : 3,013

#### Provident fund

Total number of employees (persons) : 3,013

Number of employees contributing to the PVD (persons) : 1,952

Percentage of employees who are members (%) : 64.79



# 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. MANU LEELANUWATANA Gender: Male Age: 77 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive)  Director type: Re-elected as director	Date position was assumed: 30 Apr 1973	Fashion, Strategic Management, Marketing, Brand Management, Engineering, Economics, Governance/ Compliance, Sustainability, Corporate Management
2. Mr. MASAAKI YAJIMA Gender: Male Age: 62 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: No Residing in Thailand: No	Vice Chairman (Non-executive)  Director type: Re-elected as director	Date position was assumed: 11 May 2021	Fashion, Strategic Management, Brand Management, Marketing, Budgeting, Accounting, Economics, Human Resource Management, Risk Management, Governance/ Compliance, Sustainability, Engineering, Audit, Corporate Management
3. Ms. KARUNEE SURAI Gender: Female Age: 67 years old Highest level of education: Master's degree Major: Education Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	Date position was assumed: 1 Apr 2017	Fashion, Budgeting, Human Resource Management, Risk Management, Governance/ Compliance, Sustainability, Corporate Management

4.	Mr. KAZUHIRO SHIBAHARA Gender: Male Age: 62 years old Highest level of education: Bachelor's degree Major: Economics Thai nationality: No Residing in Thailand: No	Director (Non-executive)  Director type: Re-elected as director	Date position was assumed: 10 May 2018	Fashion, Strategic Management, Engineering, Economics, Human Resource Management, Risk Management, Governance/ Compliance, Sustainability, Brand Management, Corporate Management, Budgeting, Marketing
5.	Mrs. KULPATRA SIRODOM Gender: Female Age: 66 years old Highest level of education: Doctoral degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 26 Apr 2010	Strategic Management, Budgeting, Finance, Audit, Economics, Risk Management, Governance/ Compliance, Sustainability, Internal Control

#### Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. YOSHIKATA TSUKAMOTO	Director	Non-participating
Mr. MANU LEELANUWATANA	Chairman of the board	Participating
Mr. MASAACKI YAJIMA	Vice Chairman	Non-participating
Mr. BOONDEE AMNUAYSKUL	Director	Participating
Mr. TAKUYA MIURA	Director	Participating
Mr. THAMARAT CHOKWATANA	Director	Participating
Ms. KARUNEE SURAI	Director	Participating
Mrs. ONANONG SAENGPUMPONG	Director	Participating
Mr. HIRONOBU YASUHARA	Director	Non-participating
Mr. KAZUHIRO SHIBAHARA	Director	Non-participating
Mrs. KULPATRA SIRODOM	Director	Participating
Mrs. PUNNEE WORAWUTHICHONGSATHIT	Director	Participating

Mr. KRISH FOLLETT	Director	Participating
Ms. WARAPORN KULSAWATPAKDEE	Director	Participating
Mr. POOLSAK BOONCHOO	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) : 8

Date of AGM meeting : 25 Apr 2022

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. YOSHIKATA TSUKAMOTO (Director)	-	0/8	Non-participating	Did not hold the meeting
2. Mr. MANU LEELANUWATANA (Chairman of the board)	-	8/8	Participating	Did not hold the meeting
3. Mr. MASAACKI YAJIMA (Vice Chairman)	-	1/8	Non-participating	Did not hold the meeting
4. Mr. BOONDEE AMNUAYSKUL (Director)	-	8/8	Participating	Did not hold the meeting
5. Mr. TAKUYA MIURA (Director)	-	8/8	Non-participating	Did not hold the meeting
6. Mr. THAMARAT CHOKWATANA (Director)	-	8/8	Participating	Did not hold the meeting
7. Ms. KARUNEE SURAI (Director)	-	8/8	Participating	Did not hold the meeting

8.	Mrs. ONANONG SAENGPUMPONG (Director)	-	8/8	Participating	Did not hold the meeting
9.	Mr. HIRONOBU YASUHARA (Director)	-	1/8	Non-participating	Did not hold the meeting
10.	Mr. KAZUHIRO SHIBAHARA (Director)	-	1/8	Non-participating	Did not hold the meeting
11.	Mrs. KULPATRA SIRODOM (Director)	-	8/8	Participating	Did not hold the meeting
12.	Mrs. PUNNEE WORAWUTHICHONGSATHIT (Director)	-	8/8	Participating	Did not hold the meeting
13.	Mr. KRISH FOLLETT (Director)	-	8/8	Participating	Did not hold the meeting
14.	Ms. WARAPORN KULSAWATPAKDEE (Director)	-	8/8	Participating	Did not hold the meeting
15.	Mr. POOLSAK BOONCHOO (Director)	-	8/8	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. YOSHIKATA TSUKAMOTO (Director)	-	0.00	450,000.00	No
2.	Mr. MANU LEELANUWATANA (Chairman of the board)	-	136,000.00	1,200,000.00	No
3.	Mr. MASAACKI YAJIMA (Vice Chairman)	-	10,000.00	400,000.00	No
4.	Mr. BOONDEE AMNUAYSKUL (Director)	-	144,000.00	1,000,000.00	No
5.	Mr. TAKUYA MIURA (Director)	-	80,000.00	650,000.00	No
6.	Mr. THAMARAT CHOKWATANA (Director)	-	96,000.00	600,000.00	No
7.	Ms. KARUNEE SURAI (Director)	-	112,000.00	600,000.00	No
8.	Mrs. ONANONG SAENGPUMPONG (Director)	-	112,000.00	600,000.00	No
9.	Mr. HIRONOBU YASUHARA (Director)	-	10,000.00	250,000.00	No

10.	Mr. KAZUHIRO SHIBAHARA (Director)	-	10,000.00	250,000.00	No
11.	Mrs. KULPATRA SIRODOM (Director)	-	450,000.00	500,000.00	No
12.	Mrs. PUNNEE WORAWUTHICHONGSATHIT (Director)	-	272,000.00	420,000.00	No
13.	Mr. KRISH FOLLETT (Director)	-	200,000.00	420,000.00	No
14.	Ms. WARAPORN KULSAWATPAKDEE (Director)	-	176,000.00	420,000.00	No
15.	Mr. POOLSAK BOONCHOO (Director)	-	368,000.00	420,000.00	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) : 13

	List of directors	Termination date	Number of the audit committee meeting
1.	Mrs. KULPATRA SIRODOM (Chairman of the audit committee)	-	13/13
2.	Mrs. PUNNEE WORAWUTHICHONGSATHIT (Audit committee)	-	13/13
3.	Mr. POOLSAK BOONCHOO (Audit committee)	-	13/13