



# **Annual Registration Statement / Annual Report**

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

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

**SRISAWAD CAPITAL 1969 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 : SRISAWAD CAPITAL 1969 PUBLIC COMPANY LIMITED

Symbol : SCAP

Address : 99/392 Srisawad Building, 5,6 floor, Chaeng Watthana Road,  
Thungsonghong, Laksi

Province : Bangkok

Postcode : 10210

Business : The Lending business.

Registration Number : 0107536000722

Telephone : 0-2073-0677

Fax (if applicable) : 0-2073-0670

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

Email : [info@srisawadcapital.co.th](mailto:info@srisawadcapital.co.th)

#### Total Shares Sold (shares)

Common Stock : 1,301,247,241

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

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

	2020	2021	2022
Total (Thousand baht)	3,816,050.00	1,678,150.00	3,779,100.00
Lending business (Thousand baht)	3,422,450.00	1,417,380.00	3,073,460.00
Other income (Thousand baht)	393,600.00	260,770.00	705,640.00
	2020	2021	2022
Total (%)	100.00	100.00	100.00
Lending business (%)	89.69	84.46	81.33
Other income (%)	10.31	15.54	18.67

#### By Geographical Area or Market\*

	2020	2021	2022
Total (Thousand baht)	3,816,050.00	1,678,150.00	3,779,100.00
Domestic (Thousand baht)	3,816,050.00	1,678,150.00	3,779,100.00
International (Thousand baht)	0.00	0.00	0.00
	2020	2021	2022
Total (%)	100.00	100.00	100.00
Domestic (%)	100.00	100.00	100.00
International (%)	0.00	0.00	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)**

**Risks associated with environment, society, and governance**

**Risk Management Measures:** Yes

### **Related Risk Topics**

#### Strategic Risk

- Volatility in the industry in which the company operates
- Government policy
- Changes in technologies
- Reliance on large partners / distributors or few partners / distributors

#### Operational Risk

- Human error in business operations
- Information security and cyber-attack
- Delays in the development of future projects
- Climate change and disasters
- Corruption

#### Compliance Risk

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

#### Financial Risk

- Insufficient sources of funding

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

# Sustainable Development

## Sustainable Development

### Sustainability Management Policy and Targets (3.1)

#### Sustainability Management Policy and Targets

Corporate Sustainability Policy : No

### Environmental Aspect (3.3)

#### Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : No

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)

##### 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
<b>Total (Tons of carbon dioxide equivalents)</b>	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 : No

Company human right guideline : Employee Rights, 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)	476	306	1,906
Number of female employees (persons)	413	199	456
<b>Total (persons)</b>	<b>889</b>	<b>505</b>	<b>2,362</b>

##### • Employee remuneration

	2020	2021	2022
Employee remuneration (baht)	382,735,663.00	217,397,650.00	850,615,872.00

##### • Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	N/A	N/A	N/A

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

	2020	2021	2022
Number of employee work injuries leading to employee absence (times)	N/A	N/A	N/A

##### • 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, 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	8	100.00
Number of male directors	5	62.50
Number of female directors	3	37.50
Number of executive directors	3	37.50
Number of non-executive directors	5	62.50
Number of independent directors	4	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. SUCHART LUENGSRASWAT Gender: Male Age: 74 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Non-executive, Independent director)  Director type: Re-elected as director	13 Jun 2017	

2.	Mr. THITITHAM ROJANAPRUK	Director (Executive)	23 Apr 2012
	Gender: Male		
	Age: 39 years old		
	Highest level of education:	Director type: Re-elected	
	Master's degree	as director	
	Major: Finance		
	Thai nationality: Yes		
	Residing in Thailand: Yes		
3.	Ms. DOUNGCHAI KAEWBOOTTA	Director (Non-executive)	1 Apr 2017
	Gender: Female		
	Age: 43 years old		
	Highest level of education:	Director type: Original	
	Master's degree	director	
	Major: Computer Science		
	Thai nationality: Yes		
	Residing in Thailand: Yes		
4.	Mr. PRAWAT PHATRAPRASIT	Director (Non-executive, Independent director)	21 Apr 2017
	Gender: Male		
	Age: 73 years old		
	Highest level of education:	Director type: Original	
	Bachelor's degree	director	
	Major: Business Administration		
	Thai nationality: Yes		
	Residing in Thailand: Yes		
5.	Ms. NANTHIDA PATTANASAKPINYO	Director (Non-executive, Independent director)	25 Feb 2020
	Gender: Female		
	Age: 38 years old		
	Highest level of education:	Director type: Original	
	Bachelor's degree	director	
	Major: Accounting		
	Thai nationality: Yes		
	Residing in Thailand: Yes		

6.	Mr. MONTREE CHANSONGNOEN	Director (Executive)	25 Feb 2021
	Gender: Male		
	Age: 59 years old		
	Highest level of education:	Director type: Original	
	Master's degree	director	
	Major: Communication Arts		
	Thai nationality: Yes		
	Residing in Thailand: Yes		
7.	Mr. KOM VACHIRAVARAKARN	Director (Non-executive, Independent director)	17 May 2021
	Gender: Male		
	Age: 42 years old		
	Highest level of education:	Director type: Re-elected	
	Master's degree	as director	
	Major: Law		
	Thai nationality: Yes		
	Residing in Thailand: Yes		
8.	Ms. KANOKNUJ CHOLVANIT	Director (Executive)	17 May 2021
	Gender: Female		
	Age: 53 years old		
	Highest level of education:	Director type: Original	
	Master's degree	director	
	Major: Business Administration		
	Thai nationality: Yes		
	Residing in Thailand: Yes		

#### Other Information pertaining to committees

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. SUCHART LUENGSRASWAT [1] Gender: Male Age: 74 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director)  Director type: Original director	13 Jun 2017	
2.	Ms. NANTHIDA PATTANASAKPINYO [1] Gender: Female Age: 38 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Original director	25 Feb 2020	
3.	Mr. PRAWAT PHATRAPRASIT Gender: Male Age: 73 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Original director	27 Aug 2020	

[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. THITITHAM ROJANAPRUK Gender: Male Age: 39 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	23 Apr 2012
2. Ms. DOUNGCHAI KAEWBOOTTA Gender: Female Age: 43 years old Highest level of education: Master's degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	3 Apr 2017
3. Mr. MONTREE CHANSONGNOEN Gender: Male Age: 59 years old Highest level of education: Master's degree Major: Communication Arts Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	25 Feb 2021

## Other sub-committees

### Sub-committees information

Name of sub-committees	List of directors	Position
Nomination and Remuneration Committee	Mr. PRAWAT PHATRAPRASIT	Member
	Mr. SUCHART LUENGSRASWAT	Member
	Ms. NANTHIDA PATTANASAKPINYO	Member

## **Roles of Sub-committees**

Sub-committees responsible for risk management	: None
Sub-committees responsible for nomination	: Nomination and Remuneration Commiittee
Sub-committees responsible for remuneration	: Nomination and Remuneration Commiittee
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. Mr. THITITHAM ROJANAPRUK [1] Gender: Male Age: 39 years old Highest level of education: Master's degree Major: Finance	MANAGING DIRECTOR	23 Dec 2019	
2. Mrs. Sirinthip Rabinwong Gender: Female Age: 61 years old Highest level of education: Master's degree Major: Business Administration	Assistant Managing Director	1 Jun 2020	
3. Ms. KANOKNUJ CHOLVANIT Gender: Female Age: 53 years old Highest level of education: Master's degree Major: Business Administration	Vice President	3 Aug 2015	
4. Ms. Ticha Suwansaeng Gender: Female Age: 42 years old Highest level of education: Master's degree Major: Computer Science	Vice President	3 Jul 2017	
5. Mr. Adisorn Wichaidith Gender: Male Age: 54 years old Highest level of education: Bachelor's degree Major: Social Study	Assistant Vice President	2 Mar 1998	

6.	Ms. Chonlada Thaweepanyophat [2] Gender: Female Age: 33 years old Highest level of education: Master's degree Major: Business Administration	Assistant Vice President	3 Apr 2017
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[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)	29,819,550.00	27,963,760.00	21,614,670.00

### 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) : 1,906

Number of female employees (persons) : 456

Total (persons) : 2,362

#### Employee Remuneration

Total employee remuneration : 850,615,872.00

#### Provident fund

Total number of employees (persons) : 2,362

Number of employees contributing to the PVD (persons) : 737

Percentage of employees who are members (%) : 31.20

# 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. SUCHART LUENGSRASWAT Gender: Male Age: 74 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 13 Jun 2017	
2. Mr. THITITHAM ROJANAPRUK Gender: Male Age: 39 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	Date position was assumed: 23 Apr 2012	
3. Mr. KOM VACHIRAVARAKARN Gender: Male Age: 42 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: Re-elected as director	Date position was assumed: 17 May 2021	

## Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. SUCHART LUENGSRASWAT	Vice Chairman	Non-participating
Mr. THITITHAM ROJANAPRUK	Director	Non-participating
Ms. DOUNGCHAI KAEWBOOTTA	Director	Non-participating
Mr. PRAWAT PHATRAPRASIT	Director	Non-participating
Ms. NANTHIDA PATTANASAKPINO	Director	Participating
Mr. MONTREE CHANSONGNOEN	Director	Non-participating
Mr. KOM VACHIRAVARAKARN	Director	Non-participating
Ms. KANOKNUJ CHOLVANIT	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) : 11  
Date of AGM meeting : 22 Apr 2022  
EGM meeting : Yes

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. SUCHART LUENGSRASWAT (Vice Chairman)	-	11/11	Participating	Participating
2. Mr. THITITHAM ROJANAPRUK (Director)	-	11/11	Participating	Participating

3.	Ms. DOUNGCHAI KAEWBOOTTA (Director)	-	11/11	Participating	Participating
4.	Mr. PRAWAT PHATRAPRASIT (Director)	-	11/11	Participating	Participating
5.	Ms. NANTHIDA PATTANASAKPINYO (Director)	-	11/11	Participating	Participating
6.	Mr. MONTREE CHANSONGNOEN (Director)	-	11/11	Participating	Participating
7.	Mr. KOM VACHIRAVARAKARN (Director)	-	10/11	Participating	Participating
8.	Ms. KANOKNUJ CHOLVANIT (Director)	-	11/11	Participating	Participating

### Remuneration for company directors

	List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non- monetary
1.	Mr. SUCHART LUENGSRASWAT (Vice Chairman)	-	1,200,000.00	N/A	No
2.	Mr. THITITHAM ROJANAPRUK (Director)	-	N/A	N/A	N/A
3.	Ms. DOUNGCHAI KAEWBOOTTA (Director)	-	600,000.00	N/A	No
4.	Mr. PRAWAT PHATRAPRASIT (Director)	-	600,000.00	N/A	No
5.	Ms. NANTHIDA PATTANASAKPINYO (Director)	-	600,000.00	N/A	No
6.	Mr. MONTREE CHANSONGNOEN (Director)	-	N/A	N/A	N/A
7.	Mr. KOM VACHIRAVARAKARN (Director)	-	600,000.00	N/A	No
8.	Ms. KANOKNUJ CHOLVANIT (Director)	-	N/A	N/A	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. SUCHART LUENGSRASWAT (Chairman of the audit committee)	-	5/5
2.	Ms. NANTHIDA PATTANASAKPINO (Audit committee)	-	5/5
3.	Mr. PRAWAT PHATRAPRASIT (Audit committee)	-	5/5