



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

THANACHART CAPITAL 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 : THANACHART CAPITAL PUBLIC COMPANY LIMITED

Symbol : TCAP

Address : 444 MBK TOWER, FLOOR 16-17, PHAYATHAI ROAD, WANG MAI, PATHUM WAN

Province : Bangkok

Postcode : 10330

Business : Thanachart Financial Conglomerate. The companies under Thanachart Financial Conglomerate are classified by their types of business into two groups; (1) financial business group, consisting of commercial banking business, asset management business, securities business, insurance business, hire purchase business, and leasing business and (2) supporting business group consisting of brokerage business, service business, and training business.

Registration Number : 0107536000510

Telephone : 0-26136000, 0-2217-8000

Fax (if applicable) : 0-2217-8312

Website : www.thanachart.co.th

Email : tcap_ir@thanachart.co.th

Total Shares Sold (shares)

Common Stock : 1,145,649,697

Preferred Stock : 13,006

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping

	2020	2021	2022
Total (Thousand baht)	12,910,233.00	11,184,262.00	10,968,276.00
company business (Thousand baht)	1,893,732.00	2,856,143.00	2,825,896.00
Securities Business (Thousand baht)	1,336,871.00	1,685,970.00	1,300,877.00
Life Insurance Business (Thousand baht)	-181,507.00	170,956.00	241,419.00
Insurance Business (Thousand baht)	2,218,830.00	2,214,831.00	2,096,391.00
Assets Management (Thousand baht)	125,216.00	325,902.00	293,861.00
Hire Purchase and Leasing Business (Thousand baht)	3,030,110.00	3,025,794.00	3,117,716.00
Other income (Thousand baht)	4,486,981.00	904,666.00	1,092,116.00
	2020	2021	2022
Total (%)	100.00	100.00	100.00
company business (%)	14.67	25.54	25.76
Securities Business (%)	10.36	15.07	11.86
Life Insurance Business (%)	-1.41	1.53	2.20
Insurance Business (%)	17.19	19.80	19.11
Assets Management (%)	0.97	2.91	2.68
Hire Purchase and Leasing Business (%)	23.47	27.05	28.42
Other income (%)	34.76	8.09	9.96

By Geographical Area or Market

	2020	2021	2022
Total (Thousand baht)	12,910,233.00	11,184,262.00	10,968,276.00
Domestic (Thousand baht)	12,910,233.00	11,184,262.00	10,968,276.00
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

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)

(Credit 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

(Market Risk)

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

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

(Liquidity Risk)

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates
- Behavior or needs of customers / consumers

(Operational Risk)

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates

Operational Risk

- Systems or internal control system

Compliance Risk

- Corporate Governance

(Information Technology Risk)

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Information security and cyber-attack

Strategic Risk

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Insufficient sources of funding
- Change in financial and investment policies of financial institutions that affect business operations

Reputation Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Damage to company image and reputation

Regulatory Risk

Risk Management Measures: Yes

Related Risk Topics

Compliance Risk

- Change in laws and regulations
- Laws and regulations is not favorable for doing business
- Violations of laws and regulations
- Corporate Governance

Risk to Securities Holder (2.2.2)

Risks to Shareholders

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

URL of corporate sustainability policy : <https://www.thanachart.co.th/th/sustainability/sustainable-development-and-corporate-social-responsibility>

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://www.thanachart.co.th/th/sustainability/sustainable-development-and-corporate-social-responsibility>

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)	568,101.00	643,998.00	589,793.00

Water management

• Water consumption

	2020	2021	2022
Water consumption (cubic meters)	4,085.00	3,801.00	4,281.00

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)	N/A	N/A	N/A
Scope 2 (Tons of carbon dioxide equivalents)	283.99	321.93	294.84
Scope 3 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Total (Tons of carbon dioxide equivalents)	283.99	321.93	294.84

• 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://www.thanachart.co.th/th/sustainability/sustainable-development-and-corporate-social-responsibility>

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)	810	803	802
Number of female employees (persons)	1,014	1,008	1,012
Total (persons)	1,824	1,811	1,814

• Employee remuneration

	2020	2021	2022
Employee remuneration (baht)	1,824.00	1,811.00	1,814.00

• Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	14,615	7,347	8,643

• Health, safety and work environment

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

• 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	9	100.00
Number of male directors	6	66.67
Number of female directors	3	33.33
Number of executive directors	3	33.33
Number of non-executive directors	6	66.67
Number of independent directors	4	44.44

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. BANTERNG TANTIVIT Gender: Male Age: 78 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive) Director type: Original director	30 Oct 1980	Finance & Securities, Finance, Marketing, Corporate Management, Leadership, Strategic Management, Risk Management, Governance/ Compliance, Human Resource Management, Sustainability

2.	Mr. SUPHADEJ POONPIPAT Gender: Male Age: 72 years old Highest level of education: Master's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Executive) Director type: Original director	23 May 1983	Banking, Finance & Securities, Insurance, Property Development, Finance, Sustainability, Human Resource Management, Corporate Management, Leadership, Strategic Management, Governance/ Compliance
3.	Mrs. SIRIPEN SITASUWAN Gender: Female Age: 74 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 May 2000	Finance & Securities, Accounting, Finance, Sustainability, Strategic Management, Leadership, Risk Management, Audit, Internal Control, Governance/ Compliance
4.	Ms. SUVARNAPHA SUVARNAPRATHIP Gender: Female Age: 77 years old Highest level of education: Bachelor's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	1 Sep 2005	Economics, Banking, Commerce, Finance, Human Resource Management, Sustainability, Corporate Management, Leadership, Strategic Management, Risk Management, Governance/ Compliance
5.	Mr. SOMJATE MOOSIRILERT Gender: Male Age: 66 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	2 Mar 2009	Economics, Banking, Finance & Securities, Insurance, Commerce, Marketing, Finance, Human Resource Management, Sustainability, Fund Management, Negotiation, Project Management, Corporate Management, Change Management, Leadership, Strategic Management, Risk Management, Budgeting, Governance/ Compliance

6.	Mr. TIRAPHOT VAJRABHAYA Gender: Male Age: 69 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	3 Apr 2014	Finance & Securities, Insurance, Finance, Sustainability, Data Analysis, Project Management, Strategic Management, Risk Management, Budgeting, Governance/ Compliance
7.	Mr. VICHIT YANAMORN Gender: Male Age: 76 years old Highest level of education: Master's degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Original director	25 Feb 2015	Finance & Securities, Finance, Sustainability, IT Management, Data Analysis, Project Management, Corporate Management, Strategic Management, Governance/ Compliance
8.	Mrs. SALINEE WANGTAL Gender: Female Age: 68 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	1 Jan 2020	Banking, Insurance, Finance, Sustainability, Data Analysis, Project Management, Strategic Management, Risk Management, Budgeting, Governance/ Compliance
9.	Mr. THANACHART NUMNONGDA Gender: Male Age: 57 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	1 Jan 2020	Finance & Securities, Finance, IT Management, Data Analysis, Project Management, Corporate Management, Strategic Management, Governance/ Compliance, Engineering

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. SIRIPEN SITASUWAN Gender: Female Age: 74 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	23 May 2000	Finance & Securities, Accounting, Finance, Sustainability, Strategic Management, Leadership, Risk Management, Audit, Internal Control, Governance/ Compliance
2. Mr. TIRAPHOT VAJRABHAYA Gender: Male Age: 69 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	3 Apr 2014	Finance & Securities, Insurance, Finance, Sustainability, Data Analysis, Project Management, Strategic Management, Risk Management, Budgeting, Governance/ Compliance

3.	Mrs. SALINEE WANGTAL	Audit committee	1 Jan 2020	Banking, Insurance, Finance,
	Gender: Female	(Non-executive,		Sustainability, Data
	Age: 68 years old	Independent director)		Analysis, Project
	Highest level of education:			Management, Strategic
	Master's degree	Director type: Original		Management, Risk Management,
	Major: Business Administration	director		Budgeting, Governance/
	Thai nationality: Yes			Compliance
	Residing in Thailand: Yes			

[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. SUPHADEJ POONPIPAT	Chairman of the executive committee	1 Feb 2007
	Gender: Male		
	Age: 72 years old		
	Highest level of education: Master's degree		
	Major: Science		
	Thai nationality: Yes		
	Residing in Thailand: Yes		
2.	Ms. SUARNAPHA SUARNAPRATHIP	Vice-chairman of the executive committee	1 Sep 2005
	Gender: Female		
	Age: 77 years old		
	Highest level of education: Bachelor's degree		
	Major: Economics		
	Thai nationality: Yes		
	Residing in Thailand: Yes		
3.	Mr. SOMJATE MOOSIRILERT	Member of the executive committee	25 Jun 2009
	Gender: Male		
	Age: 66 years old		
	Highest level of education: Master's degree		
	Major: Management		
	Thai nationality: Yes		
	Residing in Thailand: Yes		

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Nomination, Remuneration, and Corporate Governance Committee	Mr. TIRAPHOT VAJRABHAYA	Chairman
	Mrs. SIRIPEN SITASUWAN	Member
	Mr. VICHIT YANAMORN	Member
Risk Oversight Committee	Mr. THANACHART NUMNONDA	Chairman
	Mr. VICHIT YANAMORN	Member
	Mrs. SALINEE WANGTAL	Member
	Mr. SOMJATE MOOSIRILERT	Member
	Mr. Kamtorn Tantisirivat	Member
Executive Committee	Mr. SUPHADEJ POONPIPAT	Chairman
	Ms. SUVARNAPHA SUVARNAPRATHIP	Vice chairman
	Mr. SOMJATE MOOSIRILERT	Member

Roles of Sub-committees

Sub-committees responsible for risk management	: Risk Oversight Committee
Sub-committees responsible for nomination	: Nomination, Remuneration, and Corporate Governance Committee
Sub-committees responsible for remuneration	: Nomination, Remuneration, and Corporate Governance Committee
Sub-committees responsible for corporate governance	: Nomination, Remuneration, and Corporate Governance Committee
Sub-committees responsible for corporate sustainability development	: Executive 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. SOMJATE MOOSIRILERT Gender: Male Age: 66 years old Highest level of education: Master's degree Major: Management	Member of the Executive Committee, Member of the Risk Oversight Commit	1 Jan 2019	Economics, Banking, Finance & Securities, Insurance, Commerce, Marketing, Finance, Human Resource Management, Sustainability, Fund Management, Negotiation, Project Management, Corporate Management, Change Management, Leadership, Strategic Management, Risk Management, Budgeting, Governance/ Compliance
2. Mr. Kamtorn Tantisirivat [1] Gender: Male Age: 60 years old Highest level of education: Master's degree Major: Finance	Member of the Risk Oversight Committee	16 Oct 2013	Banking, Insurance, Accounting, Finance, Human Resource Management, Sustainability, IT Management, Data Analysis, Project Management, Corporate Management, Strategic Management, Leadership, Risk Management, Budgeting, Governance/ Compliance
3. Mr. Watchara Permiphithak Gender: Male Age: 61 years old Highest level of education: Master's degree Major: Business Administration	Senior Vice President, Business Division	16 Jul 2007	Finance & Securities, Banking, Property Fund & REITs, Property Development, Marketing, Accounting, Data Management, Strategic Management, Governance/ Compliance

4.	Mrs. Yada Thaipinnarong Gender: Female Age: 60 years old Highest level of education: Master's degree Major: Business Administration	Senior Vice President, Business Support Division	1 Mar 2020
5.	Mrs. Krisayanee Ratanachaichan Gender: Female Age: 60 years old Highest level of education: Barrister Major: Law	Senior Vice President, Legal Department	1 Dec 2019
6.	Mrs. Thanawan Chaisithikarnkha [2] Gender: Female Age: 57 years old Highest level of education: Master's degree Major: Business Administration	Senior Vice President, Accounting Department	1 Jun 2018

[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)	53,443,394.40	60,535,216.32	52,196,149.20

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)	: 802
Number of female employees (persons)	: 1,012
Total (persons)	: 1,814

Employee Remuneration

Total employee remuneration	: 1,814.00
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Provident fund

Total number of employees (persons)	: 1,814
Number of employees contributing to the PVD (persons)	: 1,248
Percentage of employees who are members (%)	: 68.80

Performance Report on Corporate Governance

Performance Report on Corporate Governance

Summary of Director Performance (8.1)

Selection, development, and evaluation of duty performance of the Board of Directors (8.1.1)

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. BANTERNG TANTIVIT	Chairman of the board	Non-participating
Mr. SUPHADEJ POONPIPAT	Vice Chairman	Non-participating
Mrs. SIRIPEN SITASUWAN	Director	Non-participating
Ms. SUVARNAPHA SUVARNAPRATHIP	Director	Non-participating
Mr. SOMJATE MOOSIRILERT	Director	Non-participating
Mr. TIRAPHOT VAJRABHAYA	Director	Non-participating
Mr. VICHIT YANAMORN	Director	Participating
Mrs. SALINEE WANGTAL	Director	Non-participating
Mr. THANACHART NUMNONDA	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) : 12

Date of AGM meeting : 8 Apr 2022

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. BANTERNG TANTIVIT (Chairman of the board)	-	12/12	Participating	Did not hold the meeting
2.	Mr. SUPHADEJ POONPIPAT (Vice Chairman)	-	12/12	Participating	Did not hold the meeting
3.	Mrs. SIRIPEN SITASUWAN (Director)	-	12/12	Participating	Did not hold the meeting
4.	Ms. SUVARNAPHA SUVARNAPRATHIP (Director)	-	12/12	Participating	Did not hold the meeting
5.	Mr. SOMJATE MOOSIRILERT (Director)	-	12/12	Participating	Did not hold the meeting
6.	Mr. TIRAPHOT VAJRABHAYA (Director)	-	12/12	Participating	Did not hold the meeting
7.	Mr. VICHIT YANAMORN (Director)	-	12/12	Participating	Did not hold the meeting
8.	Mrs. SALINEE WANGTAL (Director)	-	12/12	Participating	Did not hold the meeting
9.	Mr. THANACHART NUMNONDA (Director)	-	12/12	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. BANTERNG TANTIVIT (Chairman of the board)	-	720,000.00	7,731,700.39	No
2.	Mr. SUPHADEJ POONPIPAT (Vice Chairman)	-	360,000.00	3,865,850.20	No
3.	Mrs. SIRIPEN SITASUWAN (Director)	-	840,000.00	4,825,850.20	No
4.	Ms. SUVARNAPHA SUVARNAPRATHIP (Director)	-	360,000.00	3,865,850.20	No

5.	Mr. SOMJATE MOOSIRILERT (Director)	-	360,000.00	3,865,850.20	No
6.	Mr. TIRAPHOT VAJRABHAYA (Director)	-	740,000.00	4,705,850.20	No
7.	Mr. VICHIT YANAMORN (Director)	-	670,000.00	4,345,850.20	No
8.	Mrs. SALINEE WANGTAL (Director)	-	860,000.00	4,585,850.20	No
9.	Mr. THANACHART NUMNONGDA (Director)	-	720,000.00	4,225,850.20	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. SIRIPEN SITASUWAN (Chairman of the audit committee)	-	13/13
2.	Mr. TIRAPHOT VAJRABHAYA (Audit committee)	-	13/13
3.	Mrs. SALINEE WANGTAL (Audit committee)	-	13/13