



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

Minor International 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 : Minor International Public Company Limited

Symbol : MINT

Address : 88 The Parq Building 12th Fl., Ratchadaphisek Road, Klongtoey
Subdistrict, Klongtoey District

Province : Bangkok

Postcode : 10110

Business : Food and Beverages, Hotel and Mixed-use including Residential
Development, Point-Based Vacation Club and Plaza and
Entertainment Business, together with Retail Trading.

Registration Number : 0107536000919

Telephone : 0 2365 7500

Website : www.minor.com

Email : feedback@minor.com

Total Shares Sold (shares)

Common Stock : 5,275,014,831

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping*

	2020	2021	2022
Total (Thousand baht)	58,695,635.06	76,211,261.43	124,205,848.19
Hotel and related services operations (Thousand baht)	32,826,933.93	46,202,148.79	91,228,722.25
Food and Beverage (Thousand baht)	19,474,448.09	20,509,115.45	26,192,532.69
Distribution and Manufacturing (Thousand baht)	3,652,594.40	2,769,695.31	2,507,451.31
Other Income (Thousand baht)	2,741,658.64	6,730,301.88	4,277,141.94

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Hotel and related services operations (%)	55.93	60.62	73.45
Food and Beverage (%)	33.18	26.91	21.09
Distribution and Manufacturing (%)	6.22	3.63	2.02
Other Income (%)	4.67	8.83	3.44

By Geographical Area or Market*

	2020	2021	2022
Total (Thousand baht)	58,695,635.06	76,211,261.43	124,205,848.19
Domestic (Thousand baht)	21,416,420.91	19,033,867.87	26,511,932.29
International (Thousand baht)	37,279,214.15	57,177,393.56	97,693,915.90
Spain (Thousand baht)	4,780,501.96	10,487,618.75	15,510,332.12
Italy (Thousand baht)	1,368,799.97	7,193,435.53	13,723,281.06
Australia (Thousand baht)	6,115,179.51	7,917,937.51	11,185,720.13

Germany (Thousand baht)	3,809,371.63	6,375,027.12	10,501,829.16
Netherlands (Thousand baht)	3,297,648.91	3,215,642.83	9,650,561.79
Other countries (Thousand baht)	17,907,712.17	21,987,731.82	37,122,191.64

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Domestic (%)	36.49	24.98	21.35
International (%)	63.51	75.02	78.65
Spain (%)	12.82	18.34	15.88
Italy (%)	3.67	12.58	14.05
Australia (%)	16.40	13.85	11.45
Germany (%)	10.22	11.15	10.75
Netherlands (%)	8.85	5.62	9.88
Other countries (%)	48.04	38.46	38.00

*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 : Yes

(Unit : Thousand baht)	2020	2021	2022
R&D expenses in the past 3 years	41,565.53	35,015.78	54,589.32

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.minor.com/en/sustainability/sustainability-goals-performance>

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.minor.com/storage/download/corporate-policies/environmental-policy-en.pdf>

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

Results with Respect to the Environmental Aspect (3.3.2)

Energy management

• Fuel consumption

	2020	2021	2022
Diesel (Litre)	14,151,572.00	26,064,103.00	20,307,647.00
Gasoline (Litre)	782,714.00	1,364,465.00	2,255,341.00
Natural gas (Standard cubic feet)	587,812,995.00	722,757,600.00	861,736,986.00
LPG (Kilogram)	6,870,929.00	7,025,562.00	30,951,094.00

• Electricity consumption

	2020	2021	2022
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Amount of electricity purchased (kWh)	422,028,573.00	456,378,953.00	584,524,959.00
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Water management

• Water consumption

	2020	2021	2022
Water consumption (cubic meters)	N/A	5,380,726.00	7,122,341.00

Waste management

• Waste from operations

	2020	2021	2022
Non-hazardous waste (kg)	1,946,000.00	4,433,000.00	21,337,732.00
Hazardous waste (kg)	288,000.00	350,000.00	235,770.00
Total (kg)	2,234,000.00	4,783,000.00	21,573,502.00

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)	107,777.00	137,644.00	243,782.00
Scope 2 (Tons of carbon dioxide equivalents)	182,596.00	205,077.00	257,261.00
Scope 3 (Tons of carbon dioxide equivalents)	26,186.00	489,776.00	810,844.00
Total (Tons of carbon dioxide equivalents)	316,559.00	832,497.00	1,311,887.00

• Verification of greenhouse gas emissions over the past year

Third-party verification : Yes

Name of verifying organization : LRQA (Thailand) Limited

Social Aspect (3.4)

Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy : Yes

URL of human rights policy : <https://www.minor.com/storage/download/corporate-policies/20220407-human-rights-policy-th.pdf>

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)	32,561	30,907	36,854
Number of female employees (persons)	33,890	33,482	38,443
Total (persons)	66,451	64,389	75,297

• Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	26	27	34
Employee development and training expenses (baht)	71,502,976.00	55,073,654.00	125,017,180.00

• Health, safety and work environment

	2020	2021	2022
Number of employee work injuries leading to employee absence (times)	4	3	5

• 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://www.minor.com/th/corporate-governance/cg-policy>

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	10	100.00
Number of male directors	8	80.00
Number of female directors	2	20.00
Number of executive directors	3	30.00
Number of non-executive directors	7	70.00
Number of independent directors	4	40.00

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
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1.	<p>Mr. William Ellwood Heinecke</p> <p>Gender: Male</p> <p>Age: 73 years old</p> <p>Highest level of education: Honorary degree</p> <p>Major: Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Chairman of the board (Executive)</p> <p>Director type: Original director</p>	1 Jan 1978	<p>Strategic Management, Change Management, Corporate Management, Brand Management, Project Management, Budgeting, Audit, Marketing, Digital Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Transportation & Logistics, Personal Products & Pharmaceuticals, Home & Office Products, Sustainability, Corporate Social Responsibility, Governance/ Compliance, Insurance, Petrochemicals & Chemicals, Leadership, Property Development, Media & Publishing, Food & Beverage, Fashion</p>
2.	<p>Ms. Suvabha Charoenying</p> <p>Gender: Female</p> <p>Age: 59 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive, Independent director)</p> <p>Director type: Re-elected as director</p>	22 Jan 2016	<p>Paper & Printing Materials, Property Fund & REITs, Strategic Management, Fund Management, Change Management, Corporate Management, Brand Management, Project Management, Budgeting, Audit, Marketing, Digital Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Banking, Governance/ Compliance, Accounting, Insurance, Leadership, Food & Beverage, Finance & Securities, Fashion</p>

3.	<p>Mr. Charnporn Jotikasthira</p> <p>Gender: Male</p> <p>Age: 65 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p>	4 Apr 2017	<p>Strategic Management, Change Management, Risk Management, Corporate Management, IT Management, Brand Management, Project Management, Budgeting, Audit, Tourism & Leisure, Data Analysis, Finance, Negotiation, Transportation & Logistics, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Banking, Governance/ Compliance, Accounting, Leadership, Property Development, Engineering, Food & Beverage, Fashion</p>
4.	<p>Ms. Camille Ma</p> <p>Gender: Female</p> <p>Age: 65 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Management</p> <p>Thai nationality: No</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p>	19 Jun 2020	<p>Strategic Management, Change Management, Budgeting, Audit, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Governance/ Compliance, Accounting, Leadership, Food & Beverage, Fashion</p>
5.	<p>Mr. Michael David Selby</p> <p>Gender: Male</p> <p>Age: 68 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: International Law & Finance</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Newly appointed director to replace ex-director</p>	20 May 2022	<p>Strategic Management, Change Management, Corporate Management, Project Management, Budgeting, Tourism & Leisure, Data Analysis, Finance, Negotiation, Transportation & Logistics, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Banking, Accounting, Leadership, Engineering, Food & Beverage, Fashion, Law</p>

6.	<p>Mr. Thiraphong Chansiri</p> <p>Gender: Male</p> <p>Age: 57 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>Director</p> <p>(Non-executive)</p> <p>Director type: Re-elected as director</p>	26 Aug 2013	<p>Strategic Management, Change Management, Risk Management, Corporate Management, Brand Management, Project Management, Budgeting, Marketing, Digital Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Transportation & Logistics, Personal Products & Pharmaceuticals, Home & Office Products, Sustainability, Corporate Social Responsibility, Packaging, Governance/ Compliance, Insurance, Leadership, Property Development, Media & Publishing, Food & Beverage, Finance & Securities, Fashion</p>
7.	<p>Mr. Niti Osathanugrah</p> <p>Gender: Male</p> <p>Age: 49 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Economic Law</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive)</p> <p>Director type: Original director</p>	23 May 2018	<p>Strategic Management, Change Management, Risk Management, Corporate Management, Budgeting, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Governance/ Compliance, Insurance, Leadership, Property Development, Food & Beverage, Economics, Fashion, Law</p>

8.	Mr. John Scott Heinecke Gender: Male Age: 51 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Original director	11 Nov 2013	Strategic Management, Change Management, Risk Management, Corporate Management, Budgeting, Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Transportation & Logistics, Personal Products & Pharmaceuticals, Home & Office Products, Sustainability, Corporate Social Responsibility, Leadership, Property Development, Food & Beverage, Fashion
9.	Mr. Emmanuel Jude Dillipraj Rajakarier Gender: Male Age: 57 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: No Residing in Thailand: Yes	Director (Executive) Director type: Original director	14 Nov 2008	Strategic Management, Change Management, Corporate Management, IT Management, Brand Management, Project Management, Budgeting, Audit, Marketing, Digital Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Governance/ Compliance, Leadership, Property Development, Food & Beverage, Fashion
10.	Mr. Anhul Chauhan Gender: Male Age: 48 years old Highest level of education: Master's degree Major: Marketing and IT Thai nationality: No Residing in Thailand: Yes	Director (Executive) Director type: Newly appointed director to replace ex-director	22 Apr 2022	Strategic Management, Change Management, Corporate Management, Information & Communication Technology, Brand Management, Budgeting, Marketing, Digital Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Leadership, Food & Beverage, Fashion

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

General information	Position	Tenure	Replacement Director
1. Mr. Paul Charles Kenny Gender: Male Age: 73 years old Highest level of education: Below a bachelor's degree Major: Management Thai nationality: No Residing in Thailand: Yes	Director (Executive)	Date position was assumed: 29 Apr 1997 Date directorship ended: 22 Apr 2022	Mr. Anhul Chauhan Date position was assumed: 22 Apr 2022
2. Mr. Anil Thadani Gender: Male Age: 76 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: No Residing in Thailand: No	Director (Non-executive)	Date position was assumed: 26 Jun 1998 Date directorship ended: 28 Nov 2022	No replacement director
3. Mr. Edward Keith Hubennette Gender: Male Age: 71 years old Highest level of education: Below a bachelor's degree Major: Finance Thai nationality: No Residing in Thailand: No	Director (Non-executive, Independent director)	Date position was assumed: 3 Apr 2018 Date directorship ended: 27 Apr 2022	Mr. Michael David Selby Date position was assumed: 20 May 2022

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.	Ms. Suvabha Charoenying [1] Gender: Female Age: 59 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: Re-elected as director	19 Jun 2020	Paper & Printing Materials, Property Fund & REITs, Strategic Management, Fund Management, Change Management, Corporate Management, Brand Management, Project Management, Budgeting, Audit, Marketing, Digital Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Banking, Governance/ Compliance, Accounting, Insurance, Leadership, Food & Beverage, Finance & Securities, Fashion

2.	Mr. Charnporn Jotikasthira [1] Gender: Male Age: 65 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	4 Apr 2017	Strategic Management, Change Management, Risk Management, Corporate Management, IT Management, Brand Management, Project Management, Budgeting, Audit, Tourism & Leisure, Data Analysis, Finance, Negotiation, Transportation & Logistics, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Banking, Governance/ Compliance, Accounting, Leadership, Property Development, Engineering, Food & Beverage, Fashion
3.	Ms. Camille Ma [1] Gender: Female Age: 65 years old Highest level of education: Master's degree Major: Management Thai nationality: No Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	19 Jun 2020	Strategic Management, Change Management, Budgeting, Audit, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Governance/ Compliance, Accounting, Leadership, Food & Beverage, Fashion

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

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Compensation Committee	Ms. Camille Ma Mr. Charnporn Jotikasthira Ms. Suvabha Charoenying Mr. Thiraphong Chansiri	Chairman Member Member Member

Nominating and Corporate Governance Committee	Ms. Suvabha Charoenying	Chairman
	Mr. Charnporn Jotikasthira	Member
	Ms. Camille Ma	Member
Sustainability and Risk Management Oversight Committee	Mr. Charnporn Jotikasthira	Chairman
	Mr. Niti Osathanugrah	Member
	Mr. John Scott Heinecke	Member
	Ms. Camille Ma	Member
Audit Committee	Ms. Suvabha Charoenying	Chairman
	Mr. Charnporn Jotikasthira	Member
	Ms. Camille Ma	Member

Roles of Sub-committees

Sub-committees responsible for risk management	: Sustainability and Risk Management Oversight Committee
Sub-committees responsible for nomination	: Nominating and Corporate Governance Committee
Sub-committees responsible for remuneration	: Compensation Committee
Sub-committees responsible for corporate governance	: Nominating and Corporate Governance Committee
Sub-committees responsible for corporate sustainability development	: Sustainability and Risk Management Oversight 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. Emmanuel Jude Dillipraj Rajakarier Gender: Male Age: 57 years old Highest level of education: Master's degree Major: Business Administration	Group Chief Executive Officer	1 Jan 2020	Strategic Management, Change Management, Corporate Management, IT Management, Brand Management, Project Management, Budgeting, Audit, Marketing, Digital Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Governance/ Compliance, Leadership, Property Development, Food & Beverage, Fashion
2. Mr. Chaiyapat Paitoon Gender: Male Age: 51 years old Highest level of education: Master's degree Major: Finance	Chief Financial Officer	1 Apr 2022	Strategic Management, Change Management, Corporate Management, Project Management, Budgeting, Tourism & Leisure, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Banking, Governance/ Compliance, Accounting, Leadership, Food & Beverage, Fashion

3.	Mr. Kosin Chantikul Gender: Male Age: 40 years old Highest level of education: Bachelor's degree Major: Economics	Chief Investment Officer	1 Feb 2020	Strategic Management, Change Management, Project Management, Tourism & Leisure, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Leadership, Food & Beverage, Economics, Fashion
4.	Mrs. Aurakanda Attavipach Gender: Female Age: 54 years old Highest level of education: Master's degree Major: Business Administration	Chief People Officer	14 Mar 2022	Change Management, Human Resource Management, Corporate Management, Project Management, Tourism & Leisure, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Leadership, Food & Beverage, Fashion
5.	Ms. Saranya Soontaros Gender: Female Age: 50 years old Highest level of education: Master's degree Major: Business Administration	Vice President of Corporate Governance and Corporate Secretary	1 May 2022	Change Management, Tourism & Leisure, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Governance/ Compliance, Leadership, Food & Beverage, Fashion
6.	Ms. Rawikan Inchaiwong Gender: Female Age: 38 years old Highest level of education: Master's degree Major: Business Administration	Vice President of Treasury	1 Jan 2021	Change Management, Tourism & Leisure, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Banking, Accounting, Leadership, Food & Beverage, Fashion

7.	Mr. Polpipath Assavanig Gender: Male Age: 47 years old Highest level of education: Master's degree Major: Computer Science	Vice President of Supply Chain	1 Aug 2021	Change Management, IT Management, Tourism & Leisure, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Procurement, Leadership, Engineering, Food & Beverage, Fashion
8.	Ms. Ririnda Tangtatswas Gender: Female Age: 41 years old Highest level of education: Doctoral degree Major: Business Administration	Vice President of Strategic Planning	1 Apr 2022	Strategic Management, Change Management, Tourism & Leisure, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Leadership, Food & Beverage, Fashion

[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)	280,000,000.00	138,000,000.00	252,000,000.00

Other forms of remuneration

Employee Stock Ownership Plan (ESOP) : No

Employee Joint Investment Program (EJIP) : Yes

Employees (7.5)

Information about company employees

Employees

Number of male employees (persons)	: 36,854
Number of female employees (persons)	: 38,443
Total (persons)	: 75,297

Provident fund

Total number of employees (persons)	: 75,297
Number of employees contributing to the PVD (persons)	: 7,601
Percentage of employees who are members (%)	: 10.09

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. Ms. Suvabha Charoenying Gender: Female Age: 59 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: Re-elected as director	Date position was assumed: 22 Jan 2016	Paper & Printing Materials, Property Fund & REITs, Strategic Management, Fund Management, Change Management, Corporate Management, Brand Management, Project Management, Budgeting, Audit, Marketing, Digital Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Banking, Governance/ Compliance, Accounting, Insurance, Leadership, Food & Beverage, Finance & Securities, Fashion

2.	Mr. Thiraphong Chansiri Gender: Male Age: 57 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Re-elected as director	Date position was assumed: 26 Aug 2013	Strategic Management, Change Management, Risk Management, Corporate Management, Brand Management, Project Management, Budgeting, Marketing, Digital Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Transportation & Logistics, Personal Products & Pharmaceuticals, Home & Office Products, Sustainability, Corporate Social Responsibility, Packaging, Governance/ Compliance, Insurance, Leadership, Property Development, Media & Publishing, Food & Beverage, Finance & Securities, Fashion
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• List of newly appointed director to replace the ex-director

General information	Position	Date position was assumed	Experience and expertise
1. Mr. Michael David Selby Gender: Male Age: 68 years old Highest level of education: Master's degree Major: International Law & Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Newly appointed director to replace ex-director	Date position was assumed: 20 May 2022	Strategic Management, Change Management, Corporate Management, Project Management, Budgeting, Tourism & Leisure, Data Analysis, Finance, Negotiation, Transportation & Logistics, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Banking, Accounting, Leadership, Engineering, Food & Beverage, Fashion, Law

2.	Mr. Anhul Chauhan	Director (Executive)	Date position was assumed: 22 Apr 2022	Strategic Management, Change Management, Corporate Management, Information & Communication Technology, Brand Management, Budgeting, Marketing, Digital Marketing, Tourism & Leisure, Data Analysis, Finance, Negotiation, Personal Products & Pharmaceuticals, Home & Office Products, Corporate Social Responsibility, Leadership, Food & Beverage, Fashion
	Gender: Male			
	Age: 48 years old			
	Highest level of education: Master's degree	Director type: Newly appointed director to replace ex-director		
	Major: Marketing and IT			
	Thai nationality: No			
	Residing in Thailand: Yes			

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. William Ellwood Heinecke	Chairman of the board	Participating
Ms. Suvabha Charoenying	Director	Participating
Mr. Charamporn Jotikasthira	Director	Participating
Ms. Camille Ma	Director	Participating
Mr. Michael David Selby	Director	Non-participating
Mr. Thiraphong Chansiri	Director	Non-participating
Mr. Niti Osathanugrah	Director	Participating
Mr. John Scott Heinecke	Director	Participating
Mr. Emmanuel Jude Dillipraj Rajakarier	Director	Participating
Mr. Anhul Chauhan	Director	Participating
Mr. Paul Charles Kenny	Director	N/A
Mr. Anil Thadani	Director	N/A
Mr. Edward Keith Hubennette	Director	N/A

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) : 6

Date of AGM meeting : 22 Apr 2022

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. William Ellwood Heinecke (Chairman of the board)	-	6/6	Participating	Did not hold the meeting
2.	Ms. Suvabha Charoenying (Director)	-	6/6	Participating	Did not hold the meeting
3.	Mr. Charamporn Jotikasthira (Director)	-	6/6	Participating	Did not hold the meeting
4.	Ms. Camille Ma (Director)	-	6/6	Participating	Did not hold the meeting
5.	Mr. Michael David Selby (Director)	-	3/4	Non-participating	Did not hold the meeting
6.	Mr. Thiraphong Chansiri (Director)	-	6/6	Non-participating	Did not hold the meeting
7.	Mr. Niti Osathanugrah (Director)	-	6/6	Participating	Did not hold the meeting
8.	Mr. John Scott Heinecke (Director)	-	6/6	Participating	Did not hold the meeting
9.	Mr. Emmanuel Jude Dillipraj Rajakarier (Director)	-	6/6	Participating	Did not hold the meeting

10.	Mr. Anhul Chauhan (Director)	-	5/5	Participating	Did not hold the meeting
11.	Mr. Paul Charles Kenny (Director)	22 Apr 2022	1/1	Non-participating	Did not hold the meeting
12.	Mr. Anil Thadani (Director)	28 Nov 2022	3/6	Participating	Did not hold the meeting
13.	Mr. Edward Keith Hubennette (Director)	27 Apr 2022	1/1	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. William Ellwood Heinecke (Chairman of the board)	-	N/A	200,000.00	Yes
2.	Ms. Suvabha Charoenying (Director)	-	1,250,000.00	N/A	Yes
3.	Mr. Charamporn Jotikasthira (Director)	-	1,250,000.00	N/A	Yes
4.	Ms. Camille Ma (Director)	-	1,250,000.00	N/A	Yes
5.	Mr. Michael David Selby (Director)	-	625,000.00	N/A	Yes
6.	Mr. Thiraphong Chansiri (Director)	-	1,250,000.00	N/A	Yes
7.	Mr. Niti Osathanugrah (Director)	-	1,250,000.00	N/A	Yes
8.	Mr. John Scott Heinecke (Director)	-	350,000.00	166,576.00	Yes
9.	Mr. Emmanuel Jude Dillipraj Rajakarier (Director)	-	N/A	200,000.00	Yes
10.	Mr. Anhul Chauhan (Director)	-	N/A	139,178.00	Yes
11.	Mr. Paul Charles Kenny (Director)	22 Apr 2022	300,000.00	N/A	Yes
12.	Mr. Anil Thadani (Director)	28 Nov 2022	900,000.00	N/A	Yes
13.	Mr. Edward Keith Hubennette (Director)	27 Apr 2022	300,000.00	N/A	Yes

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.	Ms. Suvabha Charoenying (Chairman of the audit committee)	-	4/4
2.	Mr. Charamporn Jotikasthira (Audit committee)	-	4/4
3.	Ms. Camille Ma (Audit committee)	-	4/4