



# **Annual Registration Statement / Annual Report**

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

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

**KGI SECURITIES (THAILAND) 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 : KGI SECURITIES (THAILAND) PUBLIC COMPANY LIMITED

Symbol : KGI

Address : 173 Asia Centre Building 8th- 11th Floor, South Sathorn Road,  
Khwaeng Thungmahamek, Khet Sathorn

Province : Bangkok

Postcode : 10120

Business : KGI Securities (Thailand) Public Company Limited (“the Company”) was incorporated as a public limited company under the Public Limited Companies Act and is domiciled in Thailand. It has been operating securities businesses and is licensed and approved by the Office of the Securities and Exchange Commission (“SEC”) to operate the following businesses;

- (a) Securities brokerage
- (b) Securities dealing
- (c) Investment advisory
- (d) Securities underwriting
- (e) Securities borrowing and lending
- (f) Securities registrar
- (g) Derivatives brokerage
- (h) Financial advisory
- (i) Over-the-Counter (OTC) derivative business and
- (j) Sales agent of mutual fund units in the areas as specified by the SEC.

Registration Number : 0107536000293

Telephone : 0-2658-8888

Fax (if applicable) : 0-2658-8000

Website : <http://www.kgiworld.co.th>

Email : [kgi-comsec@kgi.co.th](mailto:kgi-comsec@kgi.co.th)

Total Shares Sold (shares)

Common Stock : 1,991,763,130

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

#### By Product Line or Business Grouping

	2020	2021	2022
Total (Thousand baht)	2,828,538.73	5,356,079.60	4,145,536.73
.Brokerage fees (Thousand baht)	913,823.57	1,282,278.43	1,115,158.64
Fee and service income (Thousand baht)	922,876.53	1,586,631.54	1,328,932.97
Interest income (Thousand baht)	186,567.93	227,466.70	251,863.65
Gains and return on financial instruments (Thousand baht)	790,484.84	2,232,333.44	1,434,793.60
Other income (Thousand baht)	14,785.86	27,369.49	14,787.87

	2020	2021	2022
Total (%)	100.00	100.00	100.00
.Brokerage fees (%)	32.31	23.94	26.90
Fee and service income (%)	32.63	29.62	32.06
Interest income (%)	6.60	4.25	6.08
Gains and return on financial instruments (%)	27.95	41.68	34.61
Other income (%)	0.52	0.51	0.36

#### By Geographical Area or Market

	2020	2021	2022
Total (Thousand baht)	2,828,538.73	5,356,079.60	4,145,536.73
Domestic (Thousand baht)	2,819,941.20	5,341,942.15	4,139,969.84

International (Thousand baht)	8,597.53	14,137.45	5,566.89
Hong Kong (Thousand baht)	0.54	-10.83	30.55
United Kingdom (Thousand baht)	8,596.99	14,148.28	5,536.34

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Domestic (%)	99.70	99.74	99.87
International (%)	0.30	0.26	0.13
Hong Kong (%)	0.01	-0.08	0.55
United Kingdom (%)	99.99	100.08	99.45

## 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)**

### Risk on environmental laws

**Risk Management Measures:** Yes

### Related Risk Topics

#### Strategic Risk

- Volatility in the industry in which the company operates
- Behavior or needs of customers / consumers
- Government policy
- Changes in technologies
- Reliance on large customers or few customers
- Reliance on large partners / distributors or few partners / distributors
- Damage to company image and reputation

#### Operational Risk

- Reliance on employees in key positions
- Shortage or reliance on skilled workers
- Systems or internal control system
- Human error in business operations
- Information security and cyber-attack
- Safety, occupational health, and working environment
- Climate change and disasters
- Impact on the environment



- Impact from population structure
- Impact on human rights
- Corruption

#### Compliance Risk

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

#### Financial Risk

- Insufficient sources of funding
- Change in financial and investment policies of financial institutions that affect business operations
- Fluctuation in exchange rates, interest rates, or the inflation rate
- Fluctuation in return on assets or investment

## Risk to Securities Holder (2.2.2)

**Risk from the Company having a major shareholder more than 25 percent**

**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.kgieworld.co.th/corporate/assets/base/pdf/investor/SU-Policy-2021-T.pdf>

### 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.kgieworld.co.th/corporate/assets/base/pdf/investor/EN-Policy-2021-T.pdf>

Company environmental guideline : Electricity Management, Water Management

#### Results with Respect to the Environmental Aspect (3.3.2)

##### • Electricity consumption

	2020	2021	2022
Amount of electricity purchased (kWh)	1,518,485.00	1,493,008.00	1,517,267.00

##### Water management

##### • Water consumption

	2020	2021	2022
Water consumption (cubic meters)	1,585.00	1,254.00	1,383.00

## 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	323.13	309.62
Scope 2 (Tons of carbon dioxide equivalents)	N/A	746.35	758.48
Scope 3 (Tons of carbon dioxide equivalents)	N/A	20.10	428.37
<b>Total (Tons of carbon dioxide equivalents)</b>	N/A	1,089.58	1,496.47

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

Third-party verification : Yes

Name of verifying organization : Bureau Veritas Certification (Thailand) Co. Ltd

## Social Aspect (3.4)

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

Human Rights Policy : Yes

URL of human rights policy : <https://www.kgieworld.co.th/corporate/assets/base/pdf/investor/HR-Policy-2021-T.pdf>

Company human right guideline : Migrant Workers, Child Labor, 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)	191	200	205
Number of female employees (persons)	323	331	331
<b>Total (persons)</b>	<b>514</b>	<b>531</b>	<b>536</b>

##### • Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	26	22	24

##### • 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

Company website on corporate governance policy : <https://www.kgieworld.co.th/corporate/assets/base/pdf/investor/CGP-Policy-2021-T.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, 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	7	77.78
Number of female directors	2	22.22
Number of executive directors	2	22.22
Number of non-executive directors	7	77.78
Number of independent directors	3	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. CHIN-LUNG TSENG Gender: Male Age: 69 years old Highest level of education: Bachelor's degree Major: International Trade Thai nationality: No Residing in Thailand: No	Chairman of the board (Non-executive)  Director type: Original director	21 Aug 2019	Finance & Securities

2.	<p>Mr. PICHARN KULLAVANIJAYA</p> <p>Gender: Male</p> <p>Age: 62 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>Vice Chairman</p> <p>(Non-executive, Independent director)</p> <p>Director type: Re-elected as director</p>	12 May 2011	Finance, Strategic Management, Finance & Securities
3.	<p>Mr. PRADIT SAWATTANANOND</p> <p>Gender: Male</p> <p>Age: 74 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: Re-elected as director</p>	28 Dec 1999	Accounting, Audit, Finance & Securities
4.	<p>Mr. DON BHASAVANICH</p> <p>Gender: Male</p> <p>Age: 71 years old</p> <p>Highest level of education: Doctoral degree</p> <p>Major: Engineering</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>	22 Feb 2001	Information & Communication Technology, Strategic Management, Finance & Securities
5.	<p>Ms. PI-LIN HUANG</p> <p>Gender: Female</p> <p>Age: 52 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Accounting</p> <p>Thai nationality: No</p> <p>Residing in Thailand: No</p>	<p>Director</p> <p>(Non-executive)</p> <p>Director type: Original director</p>	11 Jul 2005	Accounting, Finance & Securities

6.	Mr. CHIH-CHIEN YEN Gender: Male Age: 57 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: No Residing in Thailand: No	Director (Non-executive)	11 Jul 2005	Finance & Securities, Law
7.	Mr. WISIT WONGPAISAN Gender: Male Age: 70 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)	1 Feb 2012	Finance & Securities
8.	Mr. CHIH-HUNG LIN Gender: Male Age: 53 years old Highest level of education: Doctoral degree Major: Economics Thai nationality: No Residing in Thailand: Yes	Director (Executive)	7 May 2015	Strategic Management, Information & Communication Technology, Finance & Securities, Economics
9.	Ms. Nantararat Surakkhaka Gender: Female Age: 54 years old Highest level of education: Master's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)	22 Nov 2022	Finance & Securities, Law

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

General information	Position	Tenure	Replacement Director
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1.	Mrs. SUCHADA SODTHIBHAPKUL	Director	Date position was	Ms. Nantarat Surakhaka
	Gender: Female	(Executive)	assumed:	Date position was assumed:
	Age: 68 years old		22 Feb 2001	18 Nov 2022
	Highest level of education:		Date directorship	
	Master's degree		ended:	
	Major: Business Administration		18 Nov 2022	
	Thai nationality: Yes			
	Residing in Thailand: Yes			

#### Other Information pertaining to committees

The Chairman is an independent director : No

The Chairman and the manager are the same person : No

The Chairman and the manager are members of the same family : No

The company appoints at least one independent director to determine the agenda  
of the Board of Directors' meetings : No

## Sub-committees (7.3)

### Information about sub-committees (7.3.2)

#### Audit Committee

##### List of audit committee members

General information	Position	Date position was assumed	Experience and expertise
1. Mr. PICHARN KULLAVANIJAYA Gender: Male Age: 62 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	21 Aug 2019	Finance, Strategic Management, Finance & Securities
2. Mr. PRADIT SAWATTANANOND [1] Gender: Male Age: 74 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	28 Dec 1999	Accounting, Audit, Finance & Securities
3. Mr. DON BHASAVANICH Gender: Male Age: 71 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	17 Apr 2001	Information & Communication Technology, Strategic Management, Finance & Securities

[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
Audit Committee	Mr. PICHARN KULLAVANIJAYA	Chairman
	Mr. DON BHASAVANICH	Member
	Mr. PRADIT SAWATTANANOND	Member
Compensation Committee	Mr. CHIH-CHIEN YEN	Chairman
	Mr. PRADIT SAWATTANANOND	Member
	Ms. Yiu-Fan Yang	Member
Nomination Committee	Mr. PICHARN KULLAVANIJAYA	Chairman
	Mr. PRADIT SAWATTANANOND	Member
	Mr. WISIT WONGPAISAN	Member
Sustainability Committee	Mr. CHIH-HUNG LIN	Chairman
	Ms. Nantararat Surakhaka	Member
	Ms. Nongluk Ningsanond	Member
Risk Management Committee	Mr. CHIH-HUNG LIN	Chairman
	Mr. WISIT WONGPAISAN	Member
	Mr. Somchai Kanjanapetcharat	Member
	Mr. Suthep Rungsiam	Member
	Ms. Jariya Posayajinda	Member
	Mr. Apichart Tungkiatsilp	Member
	Mr. Jenvit Chinkulkitniwat	Member
	Ms. Patchpon Sankaburanuruk	Member
	Ms. Khunmira Thunnom	Member
	Ms. Saranya Larksukthom	Member
	Ms. Nantararat Surakhaka	Member
	Ms. Kannikar Pradiskesorn	Member
	Ms. Nongluk Ningsanond	Member
	Ms. Acharee Turongsomboon	Member
	Mr. Mark Antony Hodge	Member
	Mr. Chi-Chih Huang	Member
	Ms. Bussarin Pingkarawat	Member

## Roles of Sub-committees

Sub-committees responsible for risk management : Risk Management Committee

Sub-committees responsible for nomination : Nomination Committee

Sub-committees responsible for remuneration : Compensation Committee

Sub-committees responsible for corporate governance : Sustainability Committee

Sub-committees responsible for corporate sustainability development : Sustainability 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. CHIH-HUNG LIN Gender: Male Age: 53 years old Highest level of education: Doctoral degree Major: Economics	CHIEF OPERATING OFFICER	18 May 2016	Strategic Management, Information & Communication Technology, Finance & Securities, Economics
2. Ms. Khunmira Thunnom [1] Gender: Female Age: 57 years old Highest level of education: Master's degree Major: Accounting	Senior Executive Vice President, Finance and Accounting Department	1 Apr 2008	Finance, Accounting, Finance & Securities
3. Ms. Jariya Posayajinda Gender: Female Age: 55 years old Highest level of education: Master's degree Major: Finance	Managing Director, Proprietary Trading Department	1 Apr 2009	Finance, Finance & Securities
4. Mr. Apichart Tungkiatsilp Gender: Male Age: 50 years old Highest level of education: Master's degree Major: Business Administration	Managing Director, Fixed Income Department	2 Sep 2009	Finance, Finance & Securities

5.	Mr. Suthep Rungsiam Gender: Male Age: 55 years old Highest level of education: Master's degree Major: Business Administration	Managing Director, Brokerage Business	1 Nov 2009	Finance & Securities
6.	Ms. Patchpon Sankaburanuruk Gender: Female Age: 52 years old Highest level of education: Master's degree Major: Finance	Managing Director, Investment Banking Department 1	1 May 2012	Finance & Securities
7.	Mr. Somchai Kanjanapetcharat Gender: Male Age: 67 years old Highest level of education: Master's degree Major: Business Administration	Senior Managing Director, Retail Equity Business	1 Mar 2013	Finance & Securities
8.	Mr. Jenvit Chinkulkitniwat Gender: Male Age: 42 years old Highest level of education: Master's degree Major: Finance	Managing Director, Equity Derivatives Department	1 Apr 2014	Finance & Securities
9.	Mrs. Rachada Klewpatinond Gender: Female Age: 54 years old Highest level of education: Master's degree Major: Business Administration	Managing Director, Investment Banking Department 2	1 Oct 2021	Finance & Securities

[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)	202,243,700.00	181,065,422.00	157,405,042.00

## 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) : 205

Number of female employees (persons) : 331

Total (persons) : 536

#### Provident fund

Total number of employees (persons) : 536

Number of employees contributing to the PVD (persons) : 506

Percentage of employees who are members (%) : 94.40

# 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. PICHARN KULLAVANIJAYA Gender: Male Age: 62 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 12 May 2011	Finance, Strategic Management, Finance & Securities
2. Mr. PRADIT SAWATTANANOND Gender: Male 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: Re-elected as director	Date position was assumed: 28 Dec 1999	Accounting, Audit, Finance & Securities

###### • List of newly appointed director to replace the ex-director

General information	Position	Date position was assumed	Experience and expertise
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1.	Ms. Nantarat Surakhaka	Director	Date position was	Finance & Securities, Law
	Gender: Female	(Executive)	assumed:	
	Age: 54 years old		22 Nov 2022	
	Highest level of education:	Director type: Newly		
	Master's degree	appointed director to		
	Major: Law	replace ex-director		
	Thai nationality: Yes			
	Residing in Thailand: Yes			

### Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. CHIN-LUNG TSENG	Chairman of the board	Non-participating
Mr. PICHARN KULLAVANIJAYA	Vice Chairman	Participating
Mr. PRADIT SAWATTANANOND	Director	Non-participating
Mr. DON BHASAVANICH	Director	Non-participating
Ms. PI-LIN HUANG	Director	Participating
Mr. CHIH-CHIEN YEN	Director	Participating
Mr. WISIT WONGPAISAN	Director	Non-participating
Mr. CHIH-HUNG LIN	Director	Non-participating
Ms. Nantarat Surakhaka	Director	Non-participating
Mrs. SUCHADA SODTHIBHAPKUL	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) : 7

Date of AGM meeting : 7 Apr 2022

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. CHIN-LUNG TSENG (Chairman of the board)	-	7/7	Participating	Did not hold the meeting
2.	Mr. PICHARN KULLAVANIJAYA (Vice Chairman)	-	7/7	Participating	Did not hold the meeting
3.	Mr. PRADIT SAWATTANANOND (Director)	-	7/7	Participating	Did not hold the meeting
4.	Mr. DON BHASAVANICH (Director)	-	7/7	Participating	Did not hold the meeting
5.	Ms. PI-LIN HUANG (Director)	-	7/7	Participating	Did not hold the meeting
6.	Mr. CHIH-CHIEN YEN (Director)	-	7/7	Participating	Did not hold the meeting
7.	Mr. WISIT WONGPAISAN (Director)	-	5/7	Participating	Did not hold the meeting
8.	Mr. CHIH-HUNG LIN (Director)	-	7/7	Participating	Did not hold the meeting
9.	Ms. Nantararat Surakkhaka (Director)	-	1/7	Non-participating	Did not hold the meeting
10.	Mrs. SUCHADA SODTHIBHAPKUL (Director)	18 Nov 2022	6/7	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. CHIN-LUNG TSENG (Chairman of the board)	-	80,000.00	8,960,000.00	No
2.	Mr. PICHARN KULLAVANIJAYA (Vice Chairman)	-	80,000.00	8,440,791.00	No
3.	Mr. PRADIT SAWATTANANOND (Director)	-	80,000.00	3,890,000.00	No
4.	Mr. DON BHASAVANICH (Director)	-	80,000.00	3,890,000.00	No
5.	Ms. PI-LIN HUANG (Director)	-	80,000.00	3,500,000.00	No
6.	Mr. CHIH-CHIEN YEN (Director)	-	80,000.00	3,500,000.00	No
7.	Mr. WISIT WONGPAISAN (Director)	-	60,000.00	5,780,000.00	No
8.	Mr. CHIH-HUNG LIN (Director)	-	80,000.00	0.00	No
9.	Ms. Nantararat Surakkhaka (Director)	-	10,000.00	0.00	No
10.	Mrs. SUCHADA SODTHIBHAPKUL (Director)	18 Nov 2022	70,000.00	3,500,000.00	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

List of directors		Termination date	Number of the audit committee meeting
1.	Mr. PICHARN KULLAVANIJAYA (Chairman of the audit committee)	-	6/6
2.	Mr. PRADIT SAWATTANANOND (Audit committee)	-	6/6
3.	Mr. DON BHASAVANICH (Audit committee)	-	6/6