



# **Annual Registration Statement / Annual Report**

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

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

**PRANDA JEWELRY PUBLIC COMPANY LIMITED**

Fiscal Year End 31 December 2021



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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 : PRANDA JEWELRY PUBLIC COMPANY LIMITED

Symbol : PDJ

Address : 28 Soi Bangna-Trade 28 Bangna Tai Bangna

Province : Bangkok

Postcode : 10260

Business : Pranda Group's core businesses are production, distribution and retail of fine jewelry products. The Company has become one of Thailand's leading jewelry exporters with customer base spanning in key regions of the world from North America to Europe and Asia.

Registration Number : 0107537001986

Telephone : 0-2769-9999, 0-2361-3311

Fax (if applicable) : 0-2398-2143, 0-2399-4874

Website : [www.pranda.com](http://www.pranda.com)

Email : [ir@pranda.co.th](mailto:ir@pranda.co.th)

#### Total Shares Sold (shares)

Common Stock : 539,026,606

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

#### By Product Line or Business Grouping

	2019	2020	2021
<b>Total (Thousand baht)</b>	3,028,626.00	2,555,880.00	3,042,735.00
Production Base (Thousand baht)	1,913.00	1,507.00	2,152.00

	2019	2020	2021
<b>Total (%)</b>	100.00	100.00	100.00
Production Base (%)	0.06	0.06	0.07

#### By Geographical Area or Market

	2019	2020	2021
<b>Total (Thousand baht)</b>	3,028,626.00	2,555,880.00	3,042,735.00
Domestic (Thousand baht)	1,586,037.00	1,317,725.00	787,148.00
United States of America (Thousand baht)	550.00	332.00	1,028.00
Germany (Thousand baht)	29.00	23.00	18.00

	2019	2020	2021
<b>Total (%)</b>	100.00	100.00	100.00
Domestic (%)	52.37	51.56	25.87
United States of America (%)	0.02	0.01	0.03
Germany (%)	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 : Yes

(Unit : Thousand baht)	2019	2020	2021
R&D expenses in the past 3 years	26,825.00	23,202.00	27,492.00

# 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)**

### Strategic Risk

Changes that may affect the company's business operations in the next 3-5 years (Emerging risks)	: Yes
Changes in the industry in which the company operates	: Yes
Changes in behavior or needs of customers / consumers	: Yes
Changes in government policy and the enforcement of new laws or regulations	: Yes
Changes in policies or international agreements related to business operations	: Yes
Technological advancement	: Yes
Changes in business operations of partners in the supply chain	: Yes
Reliance on major shareholders or affiliates of major shareholders or managements	: No
Reliance on large customers or few customers	: Yes
Reliance on large partners/distributors or few partners/distributors	: Yes
Damage to company image and reputation	: Yes

### Operational Risk

Loss of employees in key positions	: Yes
Shortage of skilled workers	: Yes
Shortage of raw materials or productive resources	: Yes
Error, failure or lack of proper control regarding company's systems or work process	: Yes
Human error in business operations	: Yes



Product obsolescence	: Yes
Information security and cyber-attack	: Yes
Loss or damage from non-compliance of partners or counterparties	: Yes
Delays in the development of new projects	: No
Business operations that have no commercial results	: No
Lease agreement execution	: Yes
Safety, occupational health, and working environment	: Yes
Climate change and disasters	: Yes
Impact on the environment	: Yes
Impact from population structure	: No
Impact on human rights	: Yes
Corruption	: Yes

#### **Compliance Risk**

Change in laws and regulations	: Yes
Outdated laws and regulations	: Yes
Violations of laws and regulations	: Yes
Corporate Governance	: Yes

#### **Financial Risk**

Lack of proper and sufficient sources of funding	: Yes
Change in financial and investment policies of financial institutions that affect business operations	: Yes
Default on payment or exchange of goods	: No

Fluctuation in exchange rates, interest rates, or the inflation rate	: Yes
Fluctuation in return on assets or investment	: Yes
Unhedged loan and borrowing in a foreign currency	: Yes

**Risk to Securities Holder (2.2.2)**

Return from investment of securities holder	: Yes
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**Risk to Securities Holder from Investing in Foreign Securities (Applicable to only foreign companies) (2.2.3)**

Investment risk	: Yes
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# Sustainable Development

## Sustainable Development

### Sustainability Management Policy and Targets (3.1)

## Sustainability Management Policy and Targets

Sustainability management policy and guideline : Yes

Company website on sustainable development : [\(if applicable\)](https://pranda.com/wp-content/uploads/2022/05/%E0%B8%A3%E0%B8%B2%E0%B8%A2%E0%B8%87%E0%B8%B2%E0%B8%99%E0%B8%84%)

### Environmental Aspect (3.3)

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

Company environmental policy and guideline : Yes

Company website on sustainable development – environmental aspect  (if applicable)	: <a href="https://pranda.com/wp-content/uploads/2022/05/%E0%B8%99%E0%B9%82%E0%B8%A2%E0%B8%9A%E0%B8%B2%E0%B8%A2%E0%B8AA%E0%B8B4%E0%B9%88%E0%B8%87%E0%B9%81%E0%B8%A7%E0%">https://pranda.com/wp-content/uploads/2022/05/%E0%B8%99%E0%B9%82%E0%B8%A2%E0%B8%9A%E0%B8%B2%E0%B8%A2%E0%B8AA%E0%B8B4%E0%B9%88%E0%B8%87%E0%B9%81%E0%B8%A7%E0%</a>
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### Results with Respect to the Environmental Aspect (3.3.2)

## 1. Energy management

### 1.1 Fuel consumption

Information on fuel consumption : Yes

	2019	2020	2021
Fuel oil (liters)	N/A	N/A	29,771.00

## 1.2 Electricity consumption

Information on electricity consumption : Yes

	2019	2020	2021
Amount of electricity purchased (kWh)	7,379,079.00	6,369,069.00	7,002,561.00

## 2. Water management

### 2.1 Water consumption

Information on water consumption : Yes

	2019	2020	2021
Water consumption (cubic meters)	75,976.00	85,072.00	89,125.00

## 3. Waste management

### 3.1 Waste from operations

Information on waste from operations : Yes

	2019	2020	2021
Non-hazardous waste (kg)	9,103.40	5,559.30	7,459.00
Hazardous waste (kg)	5,837.00	2,997.00	5,494.00
<b>Total (kg)</b>	<b>14,940.40</b>	<b>8,556.30</b>	<b>12,953.00</b>

## 4. Greenhouse gas management

### 4.1 Greenhouse gas emissions

Information on greenhouse gas emissions : Yes

	2019	2020	2021
Scope 1 (Tons of carbon dioxide equivalents)	N/A	N/A	494.00
Scope 2 (Tons of carbon dioxide equivalents)	N/A	N/A	3,540.00
Scope 3 (Tons of carbon dioxide equivalents)	N/A	N/A	792.00
<b>Total (Tons of carbon dioxide equivalents)</b>	<b>N/A</b>	<b>N/A</b>	<b>4,826.00</b>

#### **4.2 Verification of greenhouse gas emissions**

Third-party verification : Yes

Name of verifying organization : Centre of Excellence on enVironmental strategy for GREEN business (VGREEN)  
Faculty of Environment, Kasetsart University

## Social Aspect (3.4)

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

Human rights policy : Yes

Company website on human rights policy (if applicable) : <https://pranda.com/wp-content/uploads/2022/05/%E0%B8%99%E0%B9%82%E0%B8%9A%E0%B8%B2%E0%B8%A2%E0%B8%81%E0%B8%B2%>

### Results with Respect to the Social Aspect (3.4.2)

#### 1. Information about employees

##### 1.1 Total number of employees

	2019	2020	2021
Number of male employees (persons)	731	684	660
Number of female employees (persons)	1,502	1,453	1,405
<b>Total (persons)</b>	<b>2,233</b>	<b>2,137</b>	<b>2,065</b>

##### 1.2 Employee remuneration

	2019	2020	2021
Employee remuneration (baht)	744,330,000.00	356,424,000.00	636,773,000.00

##### 1.3 Employee development and training

Information on employee development and training : Yes

	2019	2020	2021
Average training hours of employees (hour / person / year)	14.09	18.67	17.51
Employee development and training expenses (baht)	338,024.15	310,061.18	330,194.20

#### 1.4 Health, safety and work environment

Information on Safety : Yes

	2019	2020	2021
Number of employee work injuries leading to employee absence (times)	9.00	11.00	5.00

#### 1.5 Employee retention

Information on employee retention : Yes

	2019	2020	2021
Percentage of employees who voluntarily resigned (%)	16.44	10.92	14.52

#### 2. Information on community and society

Activities or projects organized for the community and society : Community environment development; Community engagement; Education; Quality of life, health, and sport; The disabled and the disadvantaged; Religion and culture; Community economy, employment, and occupation



# Corporate Governance Policy

## Corporate Governance Policy

### Overview of the Corporate Governance Policy and Guideline (6.1)

#### Corporate Governance Policy

Company website on corporate governance policy : <https://pranda.com/investor-relations/corporate-governance/governance-policy>

#### Policy and Guideline Related to the Board of Directors (6.1.1)

##### 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

#### 1. Establishing a Code of Conduct

Code of Conduct : Yes

#### 2. 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	5	50.00
Number of female directors	5	50.00
Number of executive directors	4	40.00
Number of non-executive directors	6	60.00
Number of independent directors	3	30.00

#### Information on the board of directors and persons with authority to control the company (7.2.2)

##### 1. List of directors

General information	Position	Date position was assumed	Experience and expertise
1. Mr. PRIDA TIASUWAN Gender: Male Age: 73 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive)  Director type: Original director	23 Dec 1993	Fashion, Sustainability, Corporate Social Responsibility, Corporate Management, Governance/ Compliance, Leadership, Strategic Management

2. Mr. PRAMOTE TIASUWAN Gender: Male Age: 71 years old Highest level of education: Below a bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Executive)  Director type: Re-elected as director	24 Jul 2020	Fashion, Corporate Social Responsibility, Sustainability, Strategic Management, Engineering
3. Mrs. SUNANTA TIASUWAN Gender: Female Age: 72 years old Highest level of education: Below a bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Original director	6 Jul 1990	Fashion, Finance, Corporate Social Responsibility, Sustainability, Risk Management, Governance/ Compliance, Accounting, Strategic Management
4. Mrs. PRANEE KHUNPRASERT Gender: Female Age: 69 years old Highest level of education: Below a bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	6 Jul 1990	Fashion, Design, Brand Management, Corporate Management, Strategic Management, Marketing
5. Mr. VERACHAI TANTIKUL Gender: Male Age: 79 years old Highest level of education: Barrister Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	25 Mar 2005	Law, Internal Control
6. Mrs. RAWITTHA PONGNUCHIT Gender: Female Age: 72 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	14 Aug 2012	Law, Internal Control
7. Ms. PITTAYA TIASUWAN Gender: Female Age: 67 years old Highest level of education: Below a bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	20 Apr 2022	Fashion

8. Mr. CHAMNONG WATANAGASE	Director (Non-executive, Independent director)	25 Mar 2014	Accounting, Finance, Internal Control
Gender: Male			
Age: 70 years old			
Highest level of education:			
Master's degree			
Major: Business Administration	Director type:		
Thai nationality: Yes	Original director		
Residing in Thailand: Yes			
9. Mr. DECHA NUNTANAJAROENKUL	Director (Executive)	20 Apr 2022	Fashion, Marketing
Gender: Male			
Age: 62 years old			
Highest level of education:	Director type:		
Bachelor's degree	Original director		
Major: Business Administration			
Thai nationality: Yes			
Residing in Thailand: Yes			
10. Mrs. PRAPEE SORAKRAIKITIKUL	Director (Non-executive)	6 Jul 1990	Fashion, Accounting, Marketing, Strategic Management
Gender: Female			
Age: 75 years old			
Highest level of education:	Director type:		
Bachelor's degree	Original director		
Major: Accounting			
Thai nationality: Yes			
Residing in Thailand: Yes			

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

General information	Position	Tenure	Replacement Director
No information			

## 3. 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 : Yes

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)

#### 1. Audit Committee

##### 1.1 List of audit committee members

General information	Position	Date position was assumed	Experience and expertise
1. Mr. VERACHAI TANTIKUL Gender: Male Age: 79 years old Highest level of education: Barrister Major: Law Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)	14 Aug 2012	Law, Internal Control
2. Mrs. RAWITTHA PONGNUCHIT Gender: Female Age: 72 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director)	24 Dec 2021	Law, Internal Control
3. Mr. CHAMNONG WATANAGASE [1] Gender: Male Age: 70 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)	25 Mar 2014	Accounting, Finance, Internal Control

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

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

General information	Position	Tenure	Replacement Director
No information			

## 2. Other sub-committees

### 2.1 Sub-committees information

Name of sub-committees	List of directors	Position
Group Executive Committee	Mrs. PRANEE KHUNPRASERT	Chairman
	Mr. PRAMOTE TIASUWAN	Member
	Ms. PITTAYA TIASUWAN	Member
	Mr. DECHA NUNTANAJAROENKUL	Member
	Mr. Chanat Sorakraikitikul	Member
	6. Prof.Dr. Channarong Pornrungraj	Member
	Mr. Pitipong Tiasuwan	Member
Nomination and Remuneration Committee	Mrs. RAWITTHA PONGNUCHIT	Chairman
	Mrs. PRAPEE SORAKRAIKITIKUL	Member
	Mrs. SUNANTA TIASUWAN	Member
	Mr. PRAMOTE TIASUWAN	Member
	Mrs. PRANEE KHUNPRASERT	Member
	Ms. Panidda Tiasuwan	Member
Finance & Risk Management Committee	Mr. Chanat Sorakraikitikul	Chairman
	Mrs. PRAPEE SORAKRAIKITIKUL	Member
	Mr. PRAMOTE TIASUWAN	Member
	Mrs. PRANEE KHUNPRASERT	Member
	Ms. PITTAYA TIASUWAN	Member
	Mr. DECHA NUNTANAJAROENKUL	Member
	Mr. Dusit Chongsutthanamanee	Member
Core Values & Corporate Sustainability Committee	6. Prof.Dr. Channarong Pornrungraj	Chairman
	Mr. Somsak Srirueangmon	Member
	Mrs. Chawee Jarukornvasin	Member
	Ms. Sasisopa Wattakeecharoen	Member
	Ms. Suporn Rungpitayatorn	Member
	Mr. Pitipong Tiasuwan	Member

### 2.2 Roles of Sub-committees

Sub-committees responsible for risk management : Finance & Risk Management Committee

Sub-committees responsible for nomination : Nomination and Remuneration Committee



Sub-committees responsible for remuneration : Nomination and Remuneration Committee

Sub-committees responsible for corporate governance : None

Sub-committees responsible for corporate sustainability development : Core Values & Corporate Sustainability Committee

## Executives (7.4)

### List and positions of the executive (7.4.1)

#### 1. The four highest-ranking executives

General information	Position	Date position was assumed	Experience and expertise
1. Mrs. PRANEE KHUNPRASERT Gender: Female Age: 69 years old Highest level of education: Below a bachelor's degree Major: Business Administration	CHAIRMAN OF GROUP EXECUTIVE COMMITTEE	1 May 2016	Fashion, Design, Brand Management, Corporate Management, Strategic Management, Marketing
2. Mr. PRAMOTE TIASUWAN Gender: Male Age: 71 years old Highest level of education: Below a bachelor's degree Major: Engineering	Managing Director - Production (Acting)	1 Jan 2022	Fashion, Corporate Social Responsibility, Sustainability, Strategic Management, Engineering
3. Ms. PITTAYA TIASUWAN Gender: Female Age: 67 years old Highest level of education: Below a bachelor's degree Major: Business Administration	Managing Director of Supply Chain and Gemstones	1 Jan 2022	Fashion
4. Mr. DECHA NUNTANAJAROENKUL Gender: Male Age: 62 years old Highest level of education: Bachelor's degree Major: Business Administration	Managing Director - Marketing	1 Jan 2022	Fashion, Marketing
5. Mr. Chanat Sorakraikitikul [1] Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Business Administration	Managing Director - Finance & Risk Management	1 Jan 2022	Accounting, Finance, Internal Control, Risk Management, Strategic Management

6. 6. Prof.Dr. Channarong Pornrungroj	Managing Director - Corporate Sustainable Growth	1 Jan 2022	Human Resource Management, Sustainability, Corporate Social Responsibility
Gender: Male			
Age: 66 years old			
Highest level of education: Doctoral degree			
Major: Fine and Applied Arts			
7. Mr. Pitipong Tiasuwan	Managing Director - Omnichannel Retailing	1 Jan 2022	Brand Management, Marketing, Fashion
Gender: Male			
Age: 40 years old			
Highest level of education: Master's degree			
Major: Business Administration			

[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

## Executive director and executive remuneration (7.4.2 – 7.4.3)

### 1. Remuneration policy for executive directors and executives

Remuneration policy for executive directors and executives : Yes

### 2. Remuneration

	2019	2020	2021
Total executive director and executive remuneration (baht)	21,994,780.00	18,837,379.00	22,108,840.00

### 3. Other forms of remuneration

Employee Stock Ownership Plan (ESOP) : No

Employee Joint Investment Program (EJIP) : No

## Employees (7.5)

### Information about company employees

#### 1. Employees

Number of male employees (persons)	: 660
Number of female employees (persons)	: 1405
Total (persons)	: 2065

#### 2. Employee Remuneration

Total employee remuneration	: 636,773,000.00
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#### 3. Provident fund

Information on employee provident fund	: Yes
Total number of employees (persons)	: 2065
Number of employees contributing to the PVD (persons)	: 784
Percentage of employees who are members (%)	: 37.97

## Other Significant Information (7.6)

### Other significant information

#### 1. Assigned persons

##### 1.1 Person assigned to take direct responsibility for accounting oversight

Person assigned to take direct  
responsibility for accounting oversight : Yes

General information	Email	Telephone
1. Mr. Thanes Panjakrid	thanes_p@pranda.co.th	02-769-9999

##### 1.2 Company secretary

Company secretary : Yes

General information	Email	Telephone
1. Mr. Dusit Chongsutthanamane	dusit_c@pranda.co.th	02-769-9431

##### 1.3 Head of internal audit

Head of internal audit : No

General information	Email	Telephone
No information		

#### 1.4 Head of compliance unit

Head of compliance unit : Yes

General information	Email	Telephone
1. Mr. Dusit Chongsutthanamanee	dusit_c@pranda.co.th	02-769-9431

#### 1.5 Head of investor relations

Head of investor relations : Yes

General information	Email	Telephone
1. Mr. Dusit Chongsutthanamanee	dusit_c@pranda.co.th	02-769-9431

#### 2. Company's auditor

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
1. EY OFFICE LIMITED	1. Ms. Siraporn Ouaanunkun Email: Siraporn.Ouaanunkun@th.ey.com Telephone: 02-661-9190	3,130,000.00	-

# 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)

#### 1. List of new directors appointed in the past year

##### 1.1 Re-elected as director

General information	Position	Date position was assumed	Experience and expertise
<b>1. Mr. PRAMOTE TIASUWAN</b> Gender: Male Age: 71 years old Highest level of education: Below a bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Executive)  Director type: Re-elected as director	Date position was assumed: 24 Jul 2020	Fashion, Corporate Social Responsibility, Sustainability, Strategic Management, Engineering
<b>2. Mr. VERACHAI TANTIKUL</b> Gender: Male Age: 79 years old Highest level of education: Barrister Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 25 Mar 2005	Law, Internal Control
<b>3. Mrs. RAWITTHA PONGNUCHIT</b> Gender: Female Age: 72 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 14 Aug 2012	Law, Internal Control

### 1.2 Newly appointed director to replace ex-director

General information	Position	Date position was assumed	Experience and expertise
No information			

### 1.3 Additional and newly-appointed directors

General information	Position	Date position was assumed	Experience and expertise
No information			

## 2. Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. PRIDA TIASUWAN	Chairman of the board	-
Mr. PRAMOTE TIASUWAN	Vice Chairman	-
Mrs. SUNANTA TIASUWAN	Director	-
Mrs. PRANEE KHUNPRASERT	Director	-
Mr. VERACHAI TANTIKUL	Director	-
Mrs. RAWITTHA PONGNUCHIT	Director	-
Ms. PITTAYA TIASUWAN	Director	-
Mr. CHAMNONG WATANAGASE	Director	-
Mr. DECHA NUNTANAJAROENKUL	Director	-
Mrs. PRAPEE SORAKRAIKITIKUL	Director	-



**3. Directors' performance assessment**

Method used to evaluate directors' performance	: Whole-board-of-directors assessment, Individual-director assessment (self-assessment)
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## Meeting attendance and remuneration to each Board member (8.1.2)

### 1. Meetings involving company directors

Number of board meetings : 6

Date of AGM Meeting : 20 Apr 2022

Number of EGM meetings : No

### 2. Attendance of each director

#### 2.1 Meeting information of current directors

List of directors	Position	Board meetings	AGM meetings	EGM meetings
1. Mr. PRIDA TIASUWAN	Chairman of the board	6/6	Attended the meeting	Did not hold the meeting
2. Mr. PRAMOTE TIASUWAN	Vice Chairman	6/6	Attended the meeting	Did not hold the meeting
3. Mrs. SUNANTA TIASUWAN	Director	6/6	Attended the meeting	Did not hold the meeting
4. Mrs. PRANEE KHUNPRASERT	Director	5/6	Attended the meeting	Did not hold the meeting
5. Mr. VERACHAI TANTIKUL	Director	6/6	Attended the meeting	Did not hold the meeting
6. Mrs. RAWITTHA PONGNUCHIT	Director	6/6	Attended the meeting	Did not hold the meeting
7. Ms. PITTAYA TIASUWAN	Director	6/6	Attended the meeting	Did not hold the meeting
8. Mr. CHAMNONG WATANAGASE	Director	6/6	Attended the meeting	Did not hold the meeting
9. Mr. DECHA NUNTANAJAROENKUL	Director	6/6	Attended the meeting	Did not hold the meeting
10. Mrs. PRAPEE SORAKRAIKITIKUL	Director	6/6	Attended the meeting	Did not hold the meeting

## 2.2 Meeting information of directors who resigned/vacated their position during the year

List of directors	Position	Board meetings	AGM meetings	EGM meetings
No information				

### 3. Remuneration for company directors

#### 3.1 Remuneration information for current directors

List of directors	Meeting allowance (baht)	Salary (baht)	Bonus (baht)	Other (baht)	Total (baht)
1. Mr. PRIDA TIASUWAN	0.00	2,818,080.00	234,840.00	140,904.00	3,193,824.00
2. Mr. PRAMOTE TIASUWAN	0.00	-	-	-	0.00
3. Mrs. SUNANTA TIASUWAN	0.00	1,390,800.00	115,900.00	69,540.00	1,576,240.00
4. Mrs. PRANEE KHUNPRASERT	0.00	-	-	-	0.00
5. Mr. VERACHAI TANTIKUL	0.00	720,000.00	60,000.00	0.00	780,000.00
6. Mrs. RAWITTHA PONGNUCHIT	0.00	480,000.00	40,000.00	0.00	520,000.00
7. Ms. PITTAYA TIASUWAN	-	-	-	-	-
8. Mr. CHAMNONG WATANAGASE	0.00	480,000.00	40,000.00	0.00	520,000.00
9. Mr. DECHA NUNTANAJAROENKUL	-	-	-	-	-
10. Mrs. PRAPEE SORAKRAIKITIKUL	0.00	1,464,000.00	122,000.00	0.00	1,586,000.00

#### 3.2 Remuneration information for directors who resigned/vacated their positions during the year

List of directors	Meeting allowance (baht)	Salary (baht)	Bonus (baht)	Other (baht)	Total (baht)
No information					

#### 4. Non-monetary remuneration for the board of directors

##### 4.1 Remuneration information for current directors

List of directors	D&O (Directors and Officers' Liability Insurance)	ESOP (Employee Stock Ownership Plan)	EJIP (Employee Joint Investment Program)
1. Mr. PRIDA TIASUWAN	/	-	-
2. Mr. PRAMOTE TIASUWAN	/	-	-
3. Mrs. SUNANTA TIASUWAN	/	-	-
4. Mrs. PRANEE KHUNPRASERT	/	-	-
5. Mr. VERACHAI TANTIKUL	/	-	-
6. Mrs. RAWITTHA PONGNUCHIT	/	-	-
7. Ms. PITTAYA TIASUWAN	/	-	-
8. Mr. CHAMNONG WATANAGASE	/	-	-
9. Mr. DECHA NUNTANAJAROENKUL	/	-	-
10. Mrs. PRAPEE SORAKRAIKITIKUL	/	-	-

##### 4.2 Remuneration information for directors who resigned/vacated their positions during the year

List of directors	D&O (Directors and Officers' Liability Insurance)	ESOP (Employee Stock Ownership Plan)	EJIP (Employee Joint Investment Program)
No information			

## Report on the Audit Committee's Performance for the Past Year (8.2)

### Report on the audit committee's performance for the past year

#### 1. Audit committee meetings

Number of Audit committee meetings (times) : 4

#### 2. Audit committee meeting attendance

##### 2.1 Meeting information of current audit committee members

List of directors	Position	Audit Committee meetings
1. Mr. VERACHAI TANTIKUL	Audit committee	4/4
2. Mrs. RAWITTHA PONGNUCHIT	Chairman of the audit committee	4/4
3. Mr. CHAMNONG WATANAGASE	Audit committee	4/4

##### 2.2 Meeting information of audit committee members who resigned/vacated their position during the year

List of directors	Position	Audit Committee meetings
No information		

# Statement of Financial Position

## Statement of Financial Position

### Assets

(Unit : Thousand baht)	2019	2020	2021
<b>Current Assets</b>			
Cash And Cash Equivalents	547,748.05	443,484.45	397,820.06
Short-Term Investments – Net	574.47	0.00	0.00
Trade And Other Receivables – Current – Net	440,849.87	391,064.68	328,009.97
Inventories – Net	1,577,445.13	1,532,008.36	1,563,295.62
Other Current Assets	84,584.01	63,683.95	41,276.26
<b>Total Current Assets</b>	<b>2,651,201.53</b>	<b>2,430,241.44</b>	<b>2,330,401.92</b>
<b>Non-Current Assets</b>			
Trade And Other Receivables – Non-Current – Net	1,586.02	0.00	0.00
Investment In Subsidiaries, Associates And Joint Ventures Using The Equity Method – Net	10,089.91	11,761.07	12,566.44
Property, Plant And Equipment – Net	609,231.88	721,993.20	644,890.55
Other Non-Current Assets	745,621.44	876,937.35	800,940.96
<b>Total Non-Current Assets</b>	<b>1,366,529.25</b>	<b>1,610,691.62</b>	<b>1,458,397.95</b>
<b>Total Assets</b>	<b>4,017,730.79</b>	<b>4,040,933.06</b>	<b>3,788,799.87</b>



## Liabilities

(Unit : Thousand baht)	2019	2020	2021
<b>Current Liabilities</b>			
Bank Overdrafts And Short-Term Borrowings From Financial Institutions	491,399.24	319,000.00	289,182.83
Trade And Other Payables - Current	749,802.56	813,565.19	831,226.64
Short-Term Borrowings	583.84	592.41	0.00
Current Portion Of Long-Term Debts	110,552.56	213,921.55	112,571.77
Other Current Liabilities	138,740.46	116,696.56	46,392.03
<b>Total Current Liabilities</b>	<b>1,491,078.66</b>	<b>1,463,775.71</b>	<b>1,279,373.26</b>
<b>Non-Current Liabilities</b>			
Trade And Other Payables - Non-Current	0.00	0.00	0.00
Non-Current Portion Of Long-Term Debts	99,202.87	158,605.38	73,747.41
Other Non-Current Liabilities	283,887.92	294,374.28	298,975.75
<b>Total Non-Current Liabilities</b>	<b>383,090.79</b>	<b>452,979.66</b>	<b>372,723.16</b>
<b>Total Liabilities</b>	<b>1,874,169.45</b>	<b>1,916,755.37</b>	<b>1,652,096.43</b>

## Equity

(Unit : Thousand baht)	2019	2020	2021
Issued And Paid-Up Share Capital	462,395.60	491,155.94	539,026.61
Premium (Discount) On Share Capital	818,137.99	817,978.96	817,978.96
Retained Earnings (Deficits)	1,008,071.13	842,262.95	889,354.33
Other Components Of Equity	1,321,957.59	28,164.07	(60,465.28)
<b>Equity Attributable To Owners Of The Parent</b>	<b>2,330,028.72</b>	<b>2,179,561.92</b>	<b>2,185,894.61</b>
<b>Total Equity</b>	<b>2,143,561.34</b>	<b>2,124,177.69</b>	<b>2,136,703.44</b>

# Statement of Comprehensive Income

## Statement of Comprehensive Income

### Statement of Comprehensive Income

(Unit : Thousand baht)	2019	2020	2021
<b>Revenue</b>			
Revenue From Operations	2,984,760.55	2,462,297.80	2,900,539.68
<b>Total Revenue</b>	3,028,625.83	2,496,217.47	2,965,574.72
<b>Cost And Expenses</b>			
Costs	2,201,260.06	1,912,760.21	2,213,384.70
Selling And Administrative Expenses	940,498.54	675,929.38	590,835.97
<b>Total Cost And Expenses</b>	3,138,229.80	2,660,556.30	2,827,987.93
Share Of Profit (Loss) From Investments Accounted For Using The Equity Method	(57.33)	1,671.16	805.37
Finance Costs	54,075.24	52,658.93	36,488.37
Income Tax Expense	16,248.14	(96,279.78)	61,524.12
<b>Net Profit (Loss) For The Period</b>	(253,447.11)	(53,511.17)	133,441.81
Net Profit (Loss) Attributable To : Owners Of The Parent	(241,414.92)	(95,102.86)	138,167.87
<b>Basic Earnings (Loss) Per Share (Baht/Share)</b>	(0.51180)	(0.19320)	0.25230
EBITDA	(111,604.80)	2,130.83	315,784.20
Operating Profit	(156,998.06)	(126,391.79)	96,319.01
Normalize Profit	1,618.70	(119,164.07)	96,319.01

# Statement of Cash Flow

## Statement of Cash Flow

### Statement of Cash Flow

	2019	2020	2021
<b>Net Cash From Operating Activities</b>			
Depreciation And Amortisation	71,518.93	99,262.85	84,329.89
<b>Net Cash From (Used In) Operating Activities</b>	50,707.64	157,495.80	300,837.15
<b>Net Cash From Investing Activities</b>			
Payment For Purchase Of Fixed Assets	(26,261.75)	(62,857.36)	(35,857.59)
<b>Net Cash From (Used In) Investing Activities</b>	(20,270.19)	(61,744.48)	(31,522.95)
<b>Net Cash From Financing Activities</b>			
Dividend Paid	0.00	0.00	(53,902.41)
<b>Net Cash From (Used In) Financing Activities</b>	25,806.32	(153,019.37)	(216,255.23)

# Financial Ratios

## Financial Ratios

### Liquidity

	2019	2020	2021
Current ratio (times)	1.78	1.66	1.82
Quick ratio (times)	0.66	0.57	0.57
Cash flow liquidity ratio (Average) (times)	0.03	0.11	0.22
Average account recievable turnover (times)	6.27	5.20	6.82
Average collection period (days)	58.22	70.15	53.50
Average finish goods turnover (times)	2.06	1.94	2.44
Average finish goods turnover period (days)	177.05	187.98	149.39
Average inventory turnover (times)	1.35	1.23	1.43
Average inventory turnover period (days)	271.00	297.00	255.00
Average account payable turnover (times)	3.33	2.67	2.91
Average payment period (days)	109.00	137.00	125.00
Average cash cycle (days)	220.00	230.00	183.00



## Profitability

	2019	2020	2021
EBITDA margin (%)	(3.68)	0.09	10.65
Gross profit margin (%)	26.25	22.32	23.69
Operating margin (%)	(5.26)	(5.13)	3.32
Net profit margin (%)	(8.37)	(2.14)	4.50
Return on equity (ROE) (Average) (%)	(10.55)	(2.37)	6.11
Capacity utilization rate (%)	0.00	0.00	0.00
Fixed asset turnover ratio (times)	2.48	1.82	2.30
Gross profit margin (from project for sale) (%)	0.00	0.00	0.00
Operating margin before fuel expenses (%)	0.00	0.00	0.00
Other income to total income (%)	1.45	1.36	2.22
Cash from operation to operating profit (%)	(32.30)	(124.61)	312.33

## Financial Policy

	2019	2020	2021
Interest coverage ratio (times)	(2.06)	0.04	8.65
Debt service coverage ratio (times)	(0.17)	0.00	0.84
Total debts to total equity (times)	0.87	0.90	0.77
Interest-bearing debt to equity ratio (times)	0.35	0.26	1.07
Dividend per shares (baht/share)	0.00	0.00	0.10
Dividend payout ratio (%)	0.00	0.00	40.39
Dividend yield (%)	0.00	0.00	3.11
Debt from financial institutions to total liabilities (times)	0.89	0.91	1.00
Interest bearing debt due in 1 year to total interest bearing debt (times)	0.87	0.95	1.00
Interest bearing debt to EBITDA ratio (times)	(6.69)	254.57	1.19

## Efficiency

	2019	2020	2021
Asset turnover (Average) (times)	0.75	0.63	0.78
Return on asset (ROA) (Average) (%)	(6.28)	(1.33)	3.41
Return On Fixed Assets (%)	(14.26)	3.53	16.38