



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

CAPITAL ENGINEERING NETWORK PUBLIC COMPANY LIMITED

Fiscal Year End 31 December 2022



Table of Contents

	Page
Business Operations and Performance	
Group Structure and Operations	1
Risk Management	4
Sustainable Development	5
Corporate Governance	
Corporate Governance Policy	10
Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information	11
Performance Report on Corporate Governance	21

Group Structure and Operations

Group Structure and Operations

Business Overview and Policies (1.1)

Company Information (1.1.5)

Company Name : CAPITAL ENGINEERING NETWORK PUBLIC COMPANY LIMITED

Symbol : CEN

Address : 1011 Supalai Grand Tower, 17th Floor, Room No.1703, 1704, Rama 3 Road, Chongnonsi, Yannawa

Province : Bangkok

Postcode : 10120

Business : Capital Engineering Network Public Company Limited (CEN) is a holding company which currently has 6 subsidiary companies. The details are as follow: 1. Rayong Wire Industries Plc. (RWI): CEN holds 72.93% Its business is to produce and distribute of (1) Pc-Wire (2) Pc-Strand (3) Welding Wire 2. Sky Tower Plc. (STOWER) CEN holds 37.61% is the leader in Infrastructure for Telecom and Electric Power in Thailand, and Telecom Towers Infrastructure with Integrated Telecom Services abroad 3. Enesol Co., Ltd. (ENS): CEN holds 100.00% which produces and distributes electricity and heat energy 4. Pipe Line Engineering Co., Ltd. (PLE): CEN holds 100.00% Its business is Contractor, Underground Tunneling and other construction tasks. 5. Evergreen Biomass Co., Ltd. (EBM): CEN holds 100.00% Its business of production and distribution of raw materials for biomass energy. 6. WJC Enterprise Co., Ltd. (WJC): CEN holds 94.25% which their businesses are steel construction, design and metal forming.

Registration Number : 0107536000935

Telephone : 0-2049-1041-44

Fax (if applicable) : 0-2049-1045

Website : www.cenplc.com

Email : cen_ir@cenplc.com

Total Shares Sold (shares)

Common Stock : 745,161,929

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping*

	2020	2021	2022
Total (Thousand baht)	1,468,318.79	1,307,143.52	1,401,761.74
Steel Wire Business (Thousand baht)	559,631.59	879,458.96	941,135.51
Steel Structure Business; Design and Distributing main structure according to pattern (Thousand baht)	676,738.68	122,096.96	329,893.74
Thermal Energy (Thousand baht)	226,716.54	297,977.18	121,512.53
Agriculture Business (Thousand baht)	5,231.98	7,610.41	9,219.95
Other income (Thousand baht)	0.00	0.01	0.01
	2020	2021	2022
Total (%)	100.00	100.00	100.00
Steel Wire Business (%)	38.11	67.28	67.14
Steel Structure Business; Design and Distributing main structure according to pattern (%)	46.09	9.34	23.53
Thermal Energy (%)	15.44	22.80	8.67
Agriculture Business (%)	0.36	0.58	0.66
Other income (%)	0.00	0.00	0.00

By Geographical Area or Market*

	2020	2021	2022
Total (Thousand baht)	1,468,318.79	1,307,143.52	1,401,761.74

Domestic (Thousand baht)	0.00	0.00	0.00
International (Thousand baht)	1,468,318.79	1,307,143.52	1,401,761.74

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Domestic (%)	0.00	0.00	0.00
International (%)	100.00	100.00	100.00

*Excluding the profit margins in the associated companies

Information on Products and Services (1.2.2)

Product/Service Information and Business Innovation Development (1.2.2.1)

Research and Development (R&D) Policy : No

(Unit : Thousand baht)	2020	2021	2022
R&D expenses in the past 3 years	0.00	0.00	0.00

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)

Risk Factor of Company
Risk Management Measures: Yes
Related Risk Topics
Strategic Risk
<ul style="list-style-type: none">• Other
Operational Risk
<ul style="list-style-type: none">• Other
Financial Risk
<ul style="list-style-type: none">• Fluctuation in exchange rates, interest rates, or the inflation rate• Other

Sustainable Development

Sustainable Development

Sustainability Management Policy and Targets (3.1)

Sustainability Management Policy and Targets

Corporate Sustainability Policy : No

Environmental Aspect (3.3)

Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : Yes

Results with Respect to the Environmental Aspect (3.3.2)

Energy management

• Fuel consumption

	2020	2021	2022
Jet fuel (Litre)	0.00	0.00	0.00
Diesel (Litre)	23,465.50	20,899.15	24,139.00
Gasoline (Litre)	0.00	0.00	0.00
Fuel oil (liters)	827,700.00	0.00	0.00
Crude oil (barrels)	0.00	0.00	0.00
Natural gas (Standard cubic feet)	452,333,141.00	495,423,406.00	238,509,146.00
LPG (Kilogram)	5,232.00	2,928.00	213,594.00
Steam (tonnes)	0.00	0.00	0.00
Coal (tonnes)	0.00	0.00	0.00

• Electricity consumption

	2020	2021	2022
Amount of electricity purchased (kWh)	11,533,683.46	12,360,943.97	11,931,261.00

Water management

• Water consumption

	2020	2021	2022
Water consumption (cubic meters)	66,054.00	57,720.00	61,397.00

Waste management

• Waste from operations

	2020	2021	2022
Non-hazardous waste (kg)	3,162,130.00	898,948.00	990,180.00
Hazardous waste (kg)	1,059,839.00	799,570.00	804,470.00
Total (kg)	4,221,969.00	1,698,518.00	1,794,650.00

Greenhouse gas management

• Greenhouse gas emissions

	2020	2021	2022
GHG emission target	0.00	0.00	0.00
Scope 1 (Tons of carbon dioxide equivalents)	0.00	0.00	0.00
Scope 2 (Tons of carbon dioxide equivalents)	0.00	0.00	0.00
Scope 3 (Tons of carbon dioxide equivalents)	0.00	0.00	0.00
Total (Tons of carbon dioxide equivalents)	0.00	0.00	0.00

- **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

Company human right guideline : Employee 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)	320	243	255
Number of female employees (persons)	84	78	83
Total (persons)	404	321	338

• Employee remuneration

	2020	2021	2022
Employee remuneration (baht)	156,747,016.00	103,154,054.00	126,398,987.00

• Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	18	22	22
Employee development and training expenses (baht)	195,672.00	192,146.00	286,244.00

• Health, safety and work environment

	2020	2021	2022
Number of employee work injuries leading to employee absence (times)	22	13	17

• **Employee retention**

	2020	2021	2022
Percentage of employees who voluntarily resigned (%)	11.14	12.77	10.36

• **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 : <http://www.cenplc.com/oversight.php>

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, 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, 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	6	100.00
Number of male directors	5	83.33
Number of female directors	1	16.67
Number of executive directors	1	16.67
Number of non-executive directors	5	83.33
Number of independent directors	3	50.00

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

List of directors

General information	Position	Date position was assumed	Experience and expertise
1. Mr. VISIT ONGPIPATTANAKUL Gender: Male Age: 58 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director) Director type: Original director	15 Aug 2015	Finance & Securities, Economics, Law, Accounting, Finance

2.	Mr. THEERACHAI LEENABANCHONG Gender: Male Age: 51 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Non-executive) Director type: Re-elected as director	27 Feb 2019	Marketing
3.	Mr. SIRIPHONG VONGVUTTIPOORNCHAI Gender: Male Age: 57 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Non-executive) Director type: Newly appointed director to replace ex-director	15 Aug 2022	Accounting, Media & Publishing
4.	Mr. JAKKATHAN YOTHANAN Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	6 Feb 2009	Law
5.	Mr. YANYONG WATTANAWONGPITAK Gender: Male Age: 56 years old Highest level of education: Master's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	21 Dec 2012	Economics, Banking, Finance

6.	Ms. LAPHASSARIN KRAIWONGWANITRUNG Gender: Female Age: 38 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	23 Feb 2018	Accounting, Finance
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List of directors who resigned/vacated their position during the year

General information	Position	Tenure	Replacement Director
1. Mr. SULUCK PATTARATHAMMAS Gender: Male Age: 57 years old Highest level of education: Doctoral degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Non-executive)	Date position was assumed: 27 Feb 2019 Date directorship ended: 2 Aug 2022	Mr. SIRIPHONG VONGVUTTIPOORNCHAI Date position was assumed: 15 Aug 2022
2. Mr. CHIRDSAK KUKIATTINUN Gender: Male Age: 69 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)	Date position was assumed: 16 Aug 2021 Date directorship ended: 31 Dec 2022	No replacement director

Other Information pertaining to committees

The Chairman is an independent director	: Yes
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. VISIT ONGPIPATTANAKUL [1] Gender: Male Age: 58 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	30 Sep 2015	Finance & Securities, Economics, Law, Accounting, Finance
2. Mr. YANYONG WATTANAWONGPITAK [1] Gender: Male Age: 56 years old Highest level of education: Master's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Re-elected as director	21 Dec 2012	Economics, Banking, Finance
3. Mr. JAKKATHAN YOTHANAN [1] Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	21 Mar 2019	Law

[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. CHIRDSAK KUKIATTINUN Gender: Male Age: 69 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	16 Mar 2021
2. Mr. THEERACHAI LEENABANCHONG Gender: Male Age: 51 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	27 Mar 2013
3. Ms. LAPHASSARIN KRAIWONGWANITRUNG Gender: Female Age: 38 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	23 Feb 2018

List of executive committee members who resigned/vacated their position during the year

General information	Position	Tenure	Replacement Director
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1.	Mr. CHIRDSAK KUKIATTINUN	Chairman of the executive committee	Date position was assumed:	Mr. SIRIPHONG VONGVUTTIPORNCHAI
	Gender: Male		16 Aug 2021	Date position was assumed:
	Age: 69 years old		Date directorship ended:	7 Feb 2023
	Highest level of education:			
	Master's degree			
	Major: Finance		31 Dec 2022	
	Thai nationality: Yes			
	Residing in Thailand: Yes			

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Remuneration Committee	Mr. VISIT ONGPIPATTANAKUL	Chairman
	Mr. YANYONG WATTANAWONGPITAK	Member
	Mr. JAKKATHAN YOTHANAN	Member
Risk Management Committee	Mr. SULUCK PATTARATHAMMAS	Chairman
	Mr. YANYONG WATTANAWONGPITAK	Member
	Mr. JAKKATHAN YOTHANAN	Member

Roles of Sub-committees

Sub-committees responsible for risk management : Risk Management Committee

Sub-committees responsible for nomination : None

Sub-committees responsible for remuneration : Remuneration Committee

Sub-committees responsible for corporate governance : None

Sub-committees responsible for corporate sustainability development : None

Executives (7.4)

List and positions of the executive (7.4.1)

The four highest-ranking executives

General information	Position	Date position was assumed	Experience and expertise
1. Mr. CHIRDSAK KUKIATTINUN Gender: Male Age: 69 years old Highest level of education: Master's degree Major: Finance	Chief Executive Officer	16 Aug 2021	Accounting, Finance, Engineering
2. Ms. LAPHASSARIN KRAIWONGWANITRUNG [1] [2] Gender: Female Age: 38 years old Highest level of education: Master's degree Major: Business Administration	Chief Financial Officer	23 Feb 2018	Accounting, Finance
3. Mr. Komwuthi Pornnaradol Gender: Male Age: 54 years old Highest level of education: Bachelor's degree Major: Accounting	Director of Internal Audit	16 Jun 2008	Accounting, Internal Control
4. Ms. Chuthamas Sirimas Gender: Female Age: 48 years old Highest level of education: Bachelor's degree Major: Finance	Manager HR and Administration	10 Jul 2020	Banking, Human Resource Management
5. Ms. Jantharat Sodsongchit Gender: Female Age: 45 years old Highest level of education: Master's degree Major: Management	Assistant Manager of Corporate Governance and Investor Relations	1 Sep 2020	Corporate Management, Governance/ Compliance

[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)	5.58	5.53	10.02

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) : 255

Number of female employees (persons) : 83

Total (persons) : 338

Employee Remuneration

Total employee remuneration : 126,398,987.00

Provident fund

Total number of employees (persons) : 338

Number of employees contributing to the PVD (persons) : 80

Percentage of employees who are members (%) : 23.67

Other Significant Information (7.6)

Other significant information

Assigned persons

- Person assigned to take direct responsibility for accounting oversight

General information	Email	Telephone
1. Ms. Laphassarin Kaiwongwanitrun	Laphassarin@cenplc.com	0655411245

- Company secretary

General information	Email	Telephone
1. Ms. Jantharat Sodsongchit	* Jantharat@cenplc.com	0615282422

- Head of internal audit

General information	Email	Telephone
1. Mr. Komwuthi Pornradol	komwuthi@cenplc.com	0860562005

- Head of compliance unit

General information	Email	Telephone
1. Ms. Jantharat Sodsongchit	Jantharat@cenplc.com	0615282422

• Head of investor relations

General information	Email	Telephone
1. Mr. Jantharat Sodsongchit	Jantharat@cenplc.com	0615282422

Company's auditor

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
1. SP AUDIT COMPANY LIMITED	<p>1. Ms. Susan Eiamvanicha Email: spaudit.1@spaudit.co.th Telephone: 02 642 6174</p> <p>2. Ms. Suchart Panitcharoen Email: spaudit.1@spaudit.co.th Telephone: 02 642 6174</p> <p>3. Ms. Chuenta Chommern Email: spaudit.1@spaudit.co.th Telephone: 02 642 6174</p> <p>4. Ms. Wandee Eiamvanicha Email: spaudit.1@spaudit.co.th Telephone: 02 642 6174</p> <p>5. Mr. Kiatisak Vanithanun Email: spaudit.1@spaudit.co.th Telephone: 02 642 6174</p>	1,350,000.00	-

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)

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. THEERACHAI LEENABANCHONG Gender: Male Age: 51 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Non-executive) Director type: Re-elected as director	Date position was assumed: 27 Feb 2019	Marketing
2. Mr. YANYONG WATTANAWONGPITAK Gender: Male Age: 56 years old Highest level of education: Master's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 21 Dec 2012	Economics, Banking, Finance

• 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.	Mr. SIRIPHONG VONGVUTTIPOORNCHAI Gender: Male Age: 57 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Non-executive) Director type: Newly appointed director to replace ex-director	Date position was assumed: 15 Aug 2022	Accounting, Media & Publishing
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Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. VISIT ONGPIATTANAKUL	Chairman of the board	Non-participating
Mr. THEERACHAI LEENABANCHONG	Vice Chairman	Non-participating
Mr. SIRIPHONG VONGVUTTIPOORNCHAI	Vice Chairman	Non-participating
Mr. JAKKATHAN YOTHANAN	Director	Non-participating
Mr. YANYONG WATTANAWONGPITAK	Director	Non-participating
Ms. LAPHASSARIN KRAIWONGWANITRUNG	Director	Participating
Mr. SULUCK PATTARATHAMMAS	Vice Chairman	Non-participating
Mr. CHIRDSAK KUKIATTINUN	Director	Non-participating

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	: 29 Apr 2022
EGM meeting	: No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. VISIT ONGPIPATTANAKUL (Chairman of the board)	-	6/6	Non-participating	Did not hold the meeting
2.	Mr. THEERACHAI LEENABANCHONG (Vice Chairman)	-	6/6	Participating	Did not hold the meeting
3.	Mr. SIRIPHONG VONGVUTTIPOORNCHAI (Vice Chairman)	-	1/6	Non-participating	Did not hold the meeting
4.	Mr. JAKKATHAN YOTHANAN (Director)	-	6/6	Participating	Did not hold the meeting
5.	Mr. YANYONG WATTANAWONGPITAK (Director)	-	6/6	Participating	Did not hold the meeting
6.	Ms. LAPHASSARIN KRAIWONGWANITRUNG (Director)	-	6/6	Participating	Did not hold the meeting
7.	Mr. SULUCK PATTARATHAMMAS (Vice Chairman)	2 Aug 2022	4/6	Participating	Did not hold the meeting
8.	Mr. CHIRDSAK KUKIATTINUN (Director)	31 Dec 2022	6/6	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. VISIT ONGPIPATTANAKUL (Chairman of the board)	-	330,000.00	0.00	No
2.	Mr. THEERACHAI LEENABANCHONG (Vice Chairman)	-	30,000.00	0.00	No
3.	Mr. SIRIPHONG VONGVUTTIPOORNCHAI (Vice Chairman)	-	20,000.00	0.00	No
4.	Mr. JAKKATHAN YOTHANAN (Director)	-	210,000.00	0.00	No
5.	Mr. YANYONG WATTANAWONGPITAK (Director)	-	210,000.00	0.00	No
6.	Ms. LAPHASSARIN KRAIWONGWANITRUNG (Director)	-	30,000.00	0.00	No
7.	Mr. SULUCK PATTARATHAMMAS (Vice Chairman)	2 Aug 2022	80,000.00	0.00	No

8.	Mr. CHIRDSAK KUKIATTINUN (Director)	31 Dec 2022	30,000.00	0.00	No
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Report on the Audit Committee's Performance for the Past Year (8.2)

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

Meeting attendance of audit committee

Number of Audit committee meetings (times) : 5

	List of directors	Termination date	Number of the audit committee meeting
1.	Mr. VISIT ONGPIPATTANAKUL (Chairman of the audit committee)	-	5/5
2.	Mr. YANYONG WATTANAWONGPITAK (Audit committee)	-	5/5
3.	Mr. JAKKATHAN YOTHANAN (Audit committee)	-	5/5