



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

SAMART TELCOMS 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 : SAMART TELCOMS PUBLIC COMPANY LIMITED

Symbol : SAMTEL

Address : SOFTWARE PARK BUILDING FLOOR 29, 99/7 MOO 4, PAK KRET

Province : Nonthaburi

Postcode : 11120

Business : The Company business comprises 3 groups as follows: 1. Network Solutions Business Group 2. Enhanced Technology Solutions Business Group and 3. Business Application Business Group

Registration Number : 0107538000631

Telephone : 0-2502-6000

Fax (if applicable) : 0-2583-8696

Website : www.samtel.com

Email : corporatesecretary@samtel.com

Total Shares Sold (shares)

Common Stock : 618,000,000

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping*

	2020	2021	2022
Total (Thousand baht)	5,509.74	4,648.53	5,267.07
Network Solutions Business Group (Thousand baht)	1,428.52	1,168.14	927.55
Enhanced Technology Solutions Business Group (Thousand baht)	2,666.84	2,354.88	3,382.50
Business Application Business Group (Thousand baht)	1,414.38	1,125.51	957.02

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Network Solutions Business Group (%)	25.93	25.13	17.61
Enhanced Technology Solutions Business Group (%)	48.40	50.66	64.22
Business Application Business Group (%)	25.67	24.21	18.17

By Geographical Area or Market*

	2020	2021	2022
Total (Thousand baht)	5,509.74	4,648.53	5,267.07
Domestic (Thousand baht)	5,509.74	4,648.53	5,267.07
International (Thousand baht)	0.00	0.00	0.00

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

*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	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)

Risks from Economic Uncertainty and Market Competition

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates
- Government policy
- Policies or international agreements related to business operations
- Changes in technologies

Risk from efficiency of government spending

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Government policy

Risks in project delivery and interruption of important services and key systems

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Delays in the development of future projects

Risks from Cyber Security Threats

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Information security and cyber-attack

Risk associated with Dependence on Large Customers

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Reliance on large customers or few customers

Risk associated with Dependence on Large Supplier

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Reliance on large partners / distributors or few partners / distributors

Credit Risk

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Default on payment or exchange of goods

Foreign Exchange Risk

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Fluctuation in exchange rates, interest rates, or the inflation rate

Risks of human rights violation and unfair labor practices in supply chain

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Business operations of partners in the supply chain

Operational Risk

- Impact on human rights

Risks from impact of climate change

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Climate change and disasters
- Impact on the environment

Risk to Securities Holder (2.2.2)

Risk from major shareholders holding over 50% of the shares

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 : www.samtel.com/upload/file/SD%20Policy_Th_70665.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.samtel.com/upload/file/Environment%20Policy_Th_87389.pdf

Company environmental guideline : Electricity Management, Fuel Management, Water Management, Waste 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)	261,361.00	241,698.00	288,718.00
Gasoline (Litre)	0.00	0.00	0.00

• Electricity consumption

	2020	2021	2022
Amount of electricity purchased (kWh)	552,926.00	509,080.00	562,122.00

Water management

• Water consumption

	2020	2021	2022
Water consumption (cubic meters)	4,511.00	4,234.00	3,959.00

Waste management

• Waste from operations

	2020	2021	2022
Non-hazardous waste (kg)	N/A	N/A	25,912.00
Hazardous waste (kg)	N/A	N/A	0.00
Total (kg)	N/A	N/A	25,912.00

Greenhouse gas management

• Greenhouse gas emissions

	2020	2021	2022
GHG emission target	N/A	N/A	419.77
Scope 1 (Tons of carbon dioxide equivalents)	N/A	N/A	77.89
Scope 2 (Tons of carbon dioxide equivalents)	N/A	N/A	336.49
Scope 3 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Total (Tons of carbon dioxide equivalents)	N/A	N/A	414.38

• Verification of greenhouse gas emissions over the past year

Third-party verification : No

Social Aspect (3.4)

Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy : Yes

URL of human rights policy : https://www.santel.com/index.php?page=corporate-governance&group_id=158

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)	650	607	570
Number of female employees (persons)	360	344	341
Total (persons)	1,010	951	911

• Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	6	13	13
Employee development and training expenses (baht)	2,608,381.00	1,344,159.80	2,761,409.00

• Health, safety and work environment

	2020	2021	2022
Number of employee work injuries leading to employee absence (times)	0	1	0

• Employee retention

	2020	2021	2022
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Percentage of employees who voluntarily resigned (%)	16.73	10.83	13.28
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• 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 : www.samtel.com/upload/file/CG%20Policy_30407.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, Director Development, Board Performance Evaluation, Corporate Governance of Subsidiaries and Associated Companies

Code of Conduct (6.2)

Establishing a Code of Conduct

Establishing a Code of Conduct

Code of Conduct : Yes

Policy and Guideline related to the Code of Conduct

Company policy and guideline : Preventing of Conflicts of Interest, Preventing the Misuse of Inside Information, Anti-corruption, Whistleblowing

**Corporate Governance Structure
and Significant Information Regarding
the Board of Directors, Subcommittees,
Management,
Employee and Other Information**

Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information

Board of Directors (7.2)

Composition of the board of directors (7.2.1)

	Number of persons	Percentage (%)
Total number of directors	9	100.00
Number of male directors	8	88.89
Number of female directors	1	11.11
Number of executive directors	4	44.44
Number of non-executive directors	5	55.56
Number of independent directors	4	44.44

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

List of directors

General information	Position	Date position was assumed	Experience and expertise
1. GEN. SUMPUN BOONYANUN Gender: Male Age: 79 years old Highest level of education: Bachelor's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director) Director type: Original director	24 Apr 2008	Corporate Management, Agribusiness, Corporate Social Responsibility, Internal Control, Budgeting, Leadership

2.	Mr. VICHAI POKASAMRIT Gender: Male Age: 73 years old Highest level of education: Master's degree Major: M.A. (Political Science) Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	21 Apr 2011	Finance, Budgeting
3.	Ms. RAPEEPAN LUANGARAMRUT Gender: Female Age: 66 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	24 Apr 2008	Corporate Management, Brand Management, Project Management, Risk Management, Corporate Social Responsibility, Negotiation
4.	Mr. SIRICHAIRASAMEECHAN Gender: Male Age: 72 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	11 Aug 2020	Accounting, Finance, Corporate Management, Budgeting, Human Resource Management
5.	Mr. KAJORNVUT TAYANUKORN Gender: Male Age: 67 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Original director	29 Apr 2004	Information & Communication Technology, Project Management, IT Management

6.	Mr. CHAROENRATH VILAILUCK Gender: Male Age: 62 years old Highest level of education: Bachelor's degree Major: Electrical Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	26 Jul 1996	Corporate Management, Engineering, Leadership, Strategic Management, Negotiation, Finance & Securities, Automotive
7.	Mr. WATCHAI VILAILUCK Gender: Male Age: 60 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	26 Jul 1996	Corporate Management, Information & Communication Technology, Accounting, Finance, Leadership, Strategic Management, Finance & Securities
8.	Mr. THANANAN VILAILUCK Gender: Male Age: 55 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	29 Apr 2016	Engineering, Information & Communication Technology, IT Management, Brand Management, Negotiation, Marketing, Tourism & Leisure, Procurement, Electronic Components, Food & Beverage
9.	Mr. JONG DILOKSOMBAT Gender: Male Age: 63 years old Highest level of education: Master's degree Major: System Science Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	11 Jan 2012	Corporate Management, Engineering, Strategic Management, IT Management, Human Resource Management, Sustainability

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 : 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. Mr. VICHAI POKASAMRIT [1] Gender: Male Age: 73 years old Highest level of education: Master's degree Major: M.A. (Political Science) Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	1 Dec 2017	Finance, Budgeting
2. GEN. SUMPUN BOONYANUN Gender: Male Age: 79 years old Highest level of education: Bachelor's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	1 Dec 2017	Corporate Management, Agribusiness, Corporate Social Responsibility, Internal Control, Budgeting, Leadership

3.	Ms. RAPEEPAN LUANGARAMRUT	Audit committee	24 Apr 2008	Corporate Management, Brand Management, Project Management, Risk Management, Corporate Social Responsibility, Negotiation
	Gender: Female	(Non-executive,		
	Age: 66 years old	Independent director)		
	Highest level of education:			
	Master's degree	Director type: Original		
	Major: Business Administration	director		
	Thai nationality: Yes			
	Residing in Thailand: Yes			

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

Executive Committee

List of executive committee members

General information		Position	Date position was assumed
1.	Mr. WATCHAI VILAILUCK Gender: Male Age: 60 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	26 Jul 1996
2.	Mr. CHAROENRATH VILAILUCK Gender: Male Age: 62 years old Highest level of education: Bachelor's degree Major: Electrical Engineering Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	26 Jul 1996
3.	Mr. THANANAN VILAILUCK Gender: Male Age: 55 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	29 Apr 2016

4.	Mr. JONG DILOKSOMBAT Gender: Male Age: 63 years old Highest level of education: Master's degree Major: System Science Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	11 Jan 2012
5.	Ms. Chotika Kamloonwesaruch Gender: Female Age: 55 years old Highest level of education: Doctoral degree Major: Innovative Management Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	10 May 2019
6.	Mr. Suchart Duangthavee Gender: Male Age: 63 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	10 May 2019
7.	Mr. Dhilokpat Nisamaneevong Gender: Male Age: 53 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	10 May 2019

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
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Corporate Governance Committee	Mr. VICHAI POKASAMRIT	Chairman
	Ms. RAPEEPAN LUANGARAMRUT	Member
	Mr. SIRICHAIRASAMEECHAN	Member
	Mr. KAJORNVUT TAYANUKORN	Member
	Mr. JONG DILOKSOMBAT	Member
Nominating & Compensation Committee	GEN. SUMPUN BOONYANUN	Chairman
	Mr. VICHAI POKASAMRIT	Member
	Ms. RAPEEPAN LUANGARAMRUT	Member
	Mr. SIRICHAIRASAMEECHAN	Member
Risk Management Committee	Mr. WATCHAI VILAILUCK	Chairman
	Mr. CHAROENRATH VILAILUCK	Member
	Mr. THANANAN VILAILUCK	Member
	Mr. JONG DILOKSOMBAT	Member
Sustainable Development Committee	Mr. JONG DILOKSOMBAT	Chairman
	Ms. Chotika Kamloonwesaruch	Member
	Mr. Suchart Duangthavee	Member
	Mr. Dhilokpat Nisamaneevong	Member
	Mrs. Nisachol Udomwongwiwat	Member
	Ms. Kanokwan Chanswangpuvana	Member

Roles of Sub-committees

Sub-committees responsible for risk management	: Risk Management Committee
Sub-committees responsible for nomination	: Nominating & Compensation Committee
Sub-committees responsible for remuneration	: Nominating & Compensation Committee
Sub-committees responsible for corporate governance	: Corporate Governance Committee
Sub-committees responsible for corporate sustainability development	: Sustainable Development 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. WATCHAI VILAILUCK Gender: Male Age: 60 years old Highest level of education: Bachelor's degree Major: Accounting	Executive Chairman & Chief Executive Officer	16 Mar 2000	Corporate Management, Information & Communication Technology, Accounting, Finance, Leadership, Strategic Management, Finance & Securities
2. Mr. JONG DILOKSOMBAT Gender: Male Age: 63 years old Highest level of education: Master's degree Major: System Science	PRESIDENT	11 Jan 2012	Corporate Management, Engineering, Strategic Management, IT Management, Human Resource Management, Sustainability
3. Ms. Chotika Kamloonwesaruch Gender: Female Age: 55 years old Highest level of education: Doctoral degree Major: Innovative Management	Executive Vice President	15 Mar 2016	Project Management, Engineering, Information & Communication Technology
4. Mr. Suchart Duangthavee Gender: Male Age: 63 years old Highest level of education: Bachelor's degree Major: Engineering	Executive Vice President	15 Mar 2016	Project Management, Engineering, Information & Communication Technology
5. Mr. Dhilokpat Nisamaneevong [1] Gender: Male Age: 53 years old Highest level of education: Master's degree Major: Business Administration	Chief Financial Officer (CFO)	1 Feb 2014	Accounting, Finance, Data Analysis, Budgeting, Economics

6.	Ms. Sirichan Phiraprawit [2] Gender: Female Age: 53 years old Highest level of education: Master's degree Major: Business Administration	Assistant Vice President – Account	30 Apr 2020	Accounting
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[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)	25,830,969.00	21,626,297.00	24,349,302.00

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) : 570

Number of female employees (persons) : 341

Total (persons) : 911

Provident fund

Total number of employees (persons) : 911

Number of employees contributing to the PVD (persons) : 775

Percentage of employees who are members (%) : 85.07

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. SIRICHAIRASAMEECHAN Gender: Male Age: 72 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 11 Aug 2020	Accounting, Finance, Corporate Management, Budgeting, Human Resource Management
2. Mr. CHAROENRATH VILAILUCK Gender: Male Age: 62 years old Highest level of education: Bachelor's degree Major: Electrical Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	Date position was assumed: 26 Jul 1996	Corporate Management, Engineering, Leadership, Strategic Management, Negotiation, Finance & Securities, Automotive
3. Mr. THANANAN VILAILUCK Gender: Male Age: 55 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	Date position was assumed: 29 Apr 2016	Engineering, Information & Communication Technology, IT Management, Brand Management, Negotiation, Marketing, Tourism & Leisure, Procurement, Electronic Components, Food & Beverage

Development of directors over the past year

List of directors	Position	Participated in director development program
GEN. SUMPUN BOONYANUN	Chairman of the board	Participating
Mr. VICHAI POKASAMRIT	Director	Participating
Ms. RAPEEPAN LUANGARAMRUT	Director	Participating
Mr. SIRICHAIRASAMEECHAN	Director	Participating
Mr. KAJORNVUT TAYANUKORN	Director	Participating
Mr. CHAROENRATH VILAILUCK	Director	Participating
Mr. WATCHAI VILAILUCK	Director	Participating
Mr. THANANAN VILAILUCK	Director	Participating
Mr. JONG DILOKSOMBAT	Director	Participating

Directors' performance assessment

Method used to evaluate directors' performance : Whole-board-of-directors assessment, Individual-director assessment (self-assessment)

Meeting attendance and remuneration to each Board member (8.1.2)

Meeting attendance of the board of directors

Number of board meetings (times) : 5

Date of AGM meeting : 22 Apr 2022

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
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1.	GEN. SUMPUN BOONYANUN (Chairman of the board)	-	5/5	Participating	Did not hold the meeting
2.	Mr. VICHAI POKASAMRIT (Director)	-	5/5	Participating	Did not hold the meeting
3.	Ms. RAPEEPAN LUANGARAMRUT (Director)	-	5/5	Participating	Did not hold the meeting
4.	Mr. SIRICHAIRASAMEECHAN (Director)	-	5/5	Participating	Did not hold the meeting
5.	Mr. KAJORNVUT TAYANUKORN (Director)	-	5/5	Participating	Did not hold the meeting
6.	Mr. CHAROENRATH VILAILUCK (Director)	-	5/5	Participating	Did not hold the meeting
7.	Mr. WATCHAI VILAILUCK (Director)	-	5/5	Participating	Did not hold the meeting
8.	Mr. THANANAN VILAILUCK (Director)	-	5/5	Participating	Did not hold the meeting
9.	Mr. JONG DILOKSOMBAT (Director)	-	5/5	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. GEN. SUMPUN BOONYANUN (Chairman of the board)	-	270,000.00	80,000.00	No
2. Mr. VICHAI POKASAMRIT (Director)	-	280,000.00	50,000.00	No
3. Ms. RAPEEPAN LUANGARAMRUT (Director)	-	210,000.00	50,000.00	No
4. Mr. SIRICHAIRASAMEECHAN (Director)	-	150,000.00	50,000.00	No
5. Mr. KAJORNVUT TAYANUKORN (Director)	-	105,000.00	50,000.00	No
6. Mr. CHAROENRATH VILAILUCK (Director)	-	75,000.00	50,000.00	No
7. Mr. WATCHAI VILAILUCK (Director)	-	75,000.00	50,000.00	No
8. Mr. THANANAN VILAILUCK (Director)	-	75,000.00	50,000.00	No

9.	Mr. JONG DILOKSOMBAT (Director)	-	105,000.00	50,000.00	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) : 4

	List of directors	Termination date	Number of the audit committee meeting
1.	Mr. VICHAI POKASAMRIT (Chairman of the audit committee)	-	4/4
2.	GEN. SUMPUN BOONYANUN (Audit committee)	-	4/4
3.	Ms. RAPEEPAN LUANGARAMRUT (Audit committee)	-	4/4