



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

MAJOR CINEPLEX GROUP 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 : MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED

Symbol : MAJOR

Address : 1839,1839/1,1839/6 Phaholyothin Rd., Ladyao, Jatuchak

Province : Bangkok

Postcode : 10900

Business : The Company with core business in cinema, bowling, karaoke, ice skating, retails space, film distribution and advertising media.

Registration Number : 0107545000047

Telephone : 0-2511-5427-36 ต่อ 893,275

Fax (if applicable) : 0-2511-5220

Website : <http://www.majorcineplex.com>

Email : ir@majorcineplex.com

Total Shares Sold (shares)

Common Stock : 894,667,502

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping

	2019	2020	2021
Total (Thousand baht)	10,697,000.00	3,765,000.00	3,010,000.00
Cinema business (Thousand baht)	8,282,000.00	2,648,000.00	2,346,000.00
Advertising business (Thousand baht)	1,185,000.00	390,000.00	190,000.00
Bowling and Karaoke business (Thousand baht)	468,000.00	217,000.00	86,000.00
Rental and Services business (Thousand baht)	432,000.00	334,000.00	273,000.00
Movie content business (Thousand baht)	330,000.00	176,000.00	115,000.00

	2019	2020	2021
Total (%)	100.00	100.00	100.00
Cinema business (%)	77.42	70.33	77.94
Advertising business (%)	11.08	10.36	6.31
Bowling and Karaoke business (%)	4.38	5.76	2.86
Rental and Services business (%)	4.04	8.87	9.07
Movie content business (%)	3.08	4.67	3.82

By Geographical Area or Market

	2019	2020	2021
Total (Thousand baht)	10,697,000.00	3,765,000.00	3,010,000.00
Domestic (Thousand baht)	10,107,000.00	3,552,000.00	2,895,000.00
Cambodia (Thousand baht)	473,000.00	162,000.00	95,000.00
Laos (Thousand baht)	118,000.00	50,000.00	19,000.00

	2019	2020	2021
Total (%)	100.00	100.00	100.00
Domestic (%)	94.48	94.34	96.18
Cambodia (%)	4.42	4.30	3.16
Laos (%)	1.10	1.33	0.63

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	9.30	1.68	1.52

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	: N/A
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	: Yes
Reliance on large customers or few customers	: No
Reliance on large partners/distributors or few partners/distributors	: No
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	: No
Human error in business operations	: No

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	: N/A
Lease agreement execution	: No
Safety, occupational health, and working environment	: Yes
Climate change and disasters	: Yes
Impact on the environment	: Yes
Impact from population structure	: Yes
Impact on human rights	: Yes
Corruption	: Yes

Compliance Risk

Change in laws and regulations	: Yes
Outdated laws and regulations	: No
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	: Yes

Fluctuation in exchange rates, interest rates, or the inflation rate	: No
Fluctuation in return on assets or investment	: Yes
Unhedged loan and borrowing in a foreign currency	: No

Risk to Securities Holder (2.2.2)

Return from investment of securities holder	: No
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Risk to Securities Holder from Investing in Foreign Securities (Applicable to only foreign companies) (2.2.3)

Investment risk	: N/A
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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 : <https://investor.majorcineplex.com/storage/download/sd-report/20220601-major-sd-report-2021-th.pdf>
(if applicable)

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 : <https://investor.majorcineplex.com/storage/download/corporate-governance/major-occupational-health-environment-safety-policy-th.pdf>
(if applicable)

Results with Respect to the Environmental Aspect (3.3.2)

1. Energy management

1.1 Fuel consumption

Information on fuel consumption : No

1.2 Electricity consumption

Information on electricity consumption : Yes

	2019	2020	2021
Amount of electricity purchased (kWh)	37,682.00	26,312.00	25,483.86

2. Water management

2.1 Water consumption

Information on water consumption : Yes

	2019	2020	2021
Water consumption (cubic meters)	381,000.00	284,000.00	224,000.00

3. Waste management

3.1 Waste from operations

Information on waste from operations : Yes

	2019	2020	2021
Non-hazardous waste (kg)	4,687,000.00	3,678,000.00	3,566,000.00
Total (kg)	4,687,000.00	3,678,000.00	3,566,000.00

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)	21.84	18.13	17.49
Scope 2 (Tons of carbon dioxide equivalents)	18,840.62	15,201.29	15,044.44
Total (Tons of carbon dioxide equivalents)	18,862.46	15,219.42	15,061.93

4.2 Verification of greenhouse gas emissions

Third-party verification : No

Name of verifying organization : -

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://investor.majorcineplex.com/storage/download/corporate-governance/major-business-human-rights-th.pdf>

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)	1,898	1,276	1,240
Number of female employees (persons)	1,885	1,305	1,298
Total (persons)	3,783	2,581	2,538

1.2 Employee remuneration

	2019	2020	2021
Employee remuneration (baht)	1,259,000,000.00	725,000,000.00	633,000,000.00

1.3 Employee development and training

Information on employee development and training : Yes

	2019	2020	2021
Average training hours of employees (hour / person / year)	8,276.00	11,829.00	14,294.00
Employee development and training expenses (baht)	6,708,927.16	1,495,543.60	935,214.72

1.4 Health, safety and work environment

Information on Safety : Yes

	2019	2020	2021
Number of employee work injuries leading to employee absence (times)	11.00	6.00	4.00

1.5 Employee retention

Information on employee retention : Yes

	2019	2020	2021
Percentage of employees who voluntarily resigned (%)	1.39	1.29	1.28

2. Information on community and society

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

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://investor.majorcineplex.com/storage/download/corporate-governance/major-cg-maual-th.pdf>

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	11	100.00
Number of male directors	8	72.73
Number of female directors	3	27.27
Number of executive directors	1	9.09
Number of non-executive directors	10	90.91
Number of independent directors	7	63.64

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. SOMCHAINUK ENGTRAKUL Gender: Male Age: 72 years old Highest level of education: Honorary degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director) Director type: Original director	1 Oct 2004	Law, Strategic Management, Change Management, Corporate Management, Risk Management, Finance, Health Care Services, Insurance, Leadership, Energy & Utilities, Property Development, Commerce, Statistics, Economics, Corporate Social Responsibility, Sustainability, Brand Management, Governance/ Compliance

<p>2. Mr. VICHA POOLVARALUK</p> <p>Gender: Male</p> <p>Age: 59 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Executive)</p> <p>Director type: Original director</p>	<p>1 Oct 2004</p>	<p>Property Fund & REITs, Strategic Management, Change Management, Risk Management, Corporate Management, Brand Management, Corporate Social Responsibility, Governance/ Compliance, Accounting, Leadership, Food & Beverage, Media & Publishing, Commerce, Property Development, Sustainability, Negotiation, Finance, Data Analysis, Digital Marketing, Tourism & Leisure, Human Resource Management</p>
<p>3. Mr. VERAWAT ONGVASITH</p> <p>Gender: Male</p> <p>Age: 52 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 (Non-executive)</p> <p>Director type: Re-elected as director</p>	<p>31 Dec 2003</p>	<p>Construction Services, Leadership, Property Development, Construction Materials, Commerce, Accounting, Food & Beverage, Risk Management, Strategic Management, Change Management, Brand Management, Corporate Management, Tourism & Leisure, Sustainability, Corporate Social Responsibility, Governance/ Compliance, Human Resource Management</p>
<p>4. Mrs. PARADEE POOLVARALUK</p> <p>Gender: Female</p> <p>Age: 61 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive)</p> <p>Director type: Re-elected as director</p>	<p>7 Jul 1994</p>	<p>Finance, Corporate Social Responsibility, Accounting, Commerce, Leadership, Strategic Management, Corporate Management, Tourism & Leisure</p>
<p>5. Mr. THANAKORN PULIWEEKIN</p> <p>Gender: Male</p> <p>Age: 66 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive)</p> <p>Director type: Original director</p>	<p>22 Apr 2004</p>	<p>Strategic Management, Corporate Management, Finance, Corporate Social Responsibility, Governance/ Compliance, Accounting, Leadership, Commerce, Media & Publishing</p>

6. Mr. CHAI JROONGTANAPIBARN Gender: Male Age: 68 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: Original director	31 Dec 2003	Strategic Management, Change Management, Risk Management, Corporate Management, Audit, Data Analysis, Finance, Sustainability, Corporate Social Responsibility, Internal Control, Agribusiness, Governance/ Compliance, Accounting, Electronic Components, Personal Products & Pharmaceuticals, Leadership, Property Development, Commerce, Food & Beverage, Steel, Industrial Materials & Machinery, Procurement
7. Mr. SATIAN POOPRASERT Gender: Male Age: 70 years old Highest level of education: Bachelor's degree Major: Medicine Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re- elected as director	15 Feb 2013	Strategic Management, Change Management, Risk Management, Corporate Management, Data Analysis, Health Care Services, Corporate Social Responsibility, Sustainability, Governance/ Compliance, Industrial Materials & Machinery, Leadership, Home & Office Products, Personal Products & Pharmaceuticals
8. Mr. KRAITHIP KRAIRIKSH Gender: Male Age: 68 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: Original director	8 May 2015	Strategic Management, Change Management, Human Resource Management, Corporate Management, Audit, Finance, Health Care Services, Sustainability, Corporate Social Responsibility, Internal Control, Governance/ Compliance, Leadership, Construction Materials, Property Development, Finance & Securities, Economics, Commerce

<p>9. Mr. PRASERT BUNSUMPUN</p> <p>Gender: Male</p> <p>Age: 70 years old</p> <p>Highest level of education:</p> <p>Honorary 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>	<p>24 Jul 2020</p>	<p>Engineering, Strategic Management, Corporate Management, Leadership, Commerce, Governance/ Compliance, Corporate Social Responsibility, Sustainability, Finance, Project Management, Risk Management, Change Management, Energy & Utilities, Paper & Printing Materials, Home & Office Products, Media & Publishing, Transportation & Logistics, Electronic Components, IT Management, Information & Communication Technology, Petrochemicals & Chemicals, Banking, Tourism & Leisure, Property Development, Finance & Securities, Law, Industrial Materials & Machinery</p>
<p>10. Ms. CHONTICHA CHITRARPORN</p> <p>Gender: Female</p> <p>Age: 65 years old</p> <p>Highest level of education:</p> <p>Master's degree</p> <p>Major: Economics</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>	<p>12 Nov 2020</p>	<p>Economics, Accounting, Leadership, Internal Control, Energy & Utilities, IT Management, Insurance, Marketing, Digital Marketing, Risk Management, Audit, Governance/ Compliance</p>
<p>11. Mrs. ORANUCH APISAKSIRIKUL</p> <p>Gender: Female</p> <p>Age: 64 years old</p> <p>Highest level of education:</p> <p>Honorary degree</p> <p>Major: Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Newly appointed director to replace ex-director</p>	<p>14 May 2021</p>	<p>Law, Strategic Management, Change Management, Finance, Audit, Governance/ Compliance, Property Development, Fund Management, Risk Management, Human Resource Management, Corporate Management, IT Management, Sustainability, Banking, Corporate Social Responsibility, Leadership, Commerce, Food & Beverage, Finance & Securities, Insurance</p>

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

General information	Position	Tenure	Replacement Director
1. Mr. WICHAI POOLWORALUK	Director	Date position was	Mrs. ORANUCH APISAKSIRIKUL
Gender: Male	(Non-executive)	assumed:	Date position was assumed:
Age: 59 years old		5 Apr 2005	14 May 2021
Highest level of education:	Director type:	Date directorship	
Bachelor's degree	Original director	ended:	
Major: Economics		14 May 2021	
Thai nationality: Yes			
Residing in Thailand: Yes			

3. 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)

1. Audit Committee

1.1 List of audit committee members

General information	Position	Date position was assumed	Experience and expertise
1. Mr. CHAI JROONGTANAPIBARN [1] Gender: Male Age: 68 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Re-elected as director	15 May 2007	Strategic Management, Change Management, Risk Management, Corporate Management, Audit, Data Analysis, Finance, Sustainability, Corporate Social Responsibility, Internal Control, Agribusiness, Governance/ Compliance, Accounting, Electronic Components, Personal Products & Pharmaceuticals, Leadership, Property Development, Commerce, Food & Beverage, Steel, Industrial Materials & Machinery, Procurement
2. Mr. KRAITHIP KRAIRIKSH Gender: Male Age: 68 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	8 May 2015	Strategic Management, Change Management, Human Resource Management, Corporate Management, Audit, Finance, Health Care Services, Sustainability, Corporate Social Responsibility, Internal Control, Governance/ Compliance, Leadership, Construction Materials, Property Development, Finance & Securities, Economics, Commerce

3. Ms. CHONTICHA CHITRARPORN [1] Gender: Female Age: 65 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: Newly appointed director to replace ex-director	12 Nov 2020	Economics, Accounting, Leadership, Internal Control, Energy & Utilities, IT Management, Insurance, Marketing, Digital Marketing, Risk Management, Audit, Governance/ Compliance
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[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
Risk Management Committee	Mr. SATIAN POOPRASERT	Chairman
	Ms. CHONTICHA CHITRARPORN	Member
	Mr. VERAWAT ONGVASITH	Member
	Mr. Visarut Poolvaraluk	Member
	Ms. Thitapat Issarapornpat	Member
	Mr. Nipon Sunthrajarn	Member
	Mr. Thanatip Yampayont	Member
	Mr. Apirak Varachanoonth	Member
Nomination and Remuneration Committee	Mr. KRAITHIP KRAIRIKSH	Chairman
	Mr. CHAI JROONGTANAPIBARN	Member
	Mr. VERAWAT ONGVASITH	Member
Corporate Governance Committee	Ms. CHONTICHA CHITRARPORN	Chairman
	Mr. SATIAN POOPRASERT	Member
	Mr. Visarut Poolvaraluk	Member
	Ms. Thitapat Issarapornpat	Member
	Mr. Apirak Varachanoonth	Member
	Mr. Nipon Sunthrajarn	Member

2.2 Roles of Sub-committees

Sub-committees responsible for risk management	: 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	: Corporate Governance Committee
Sub-committees responsible for corporate sustainability development	: Corporate Governance 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. Mr. VICHA POOLVARALUK Gender: Male Age: 59 years old Highest level of education: Master's degree Major: Business Administration	CHIEF EXECUTIVE OFFICER	31 Dec 2003	Property Fund & REITs, Strategic Management, Change Management, Risk Management, Corporate Management, Brand Management, Corporate Social Responsibility, Governance/ Compliance, Accounting, Leadership, Food & Beverage, Media & Publishing, Commerce, Property Development, Sustainability, Negotiation, Finance, Data Analysis, Digital Marketing, Tourism & Leisure, Human Resource Management
2. Ms. Thitapat Issarapornpat [1] Gender: Female Age: 54 years old Highest level of education: Master's degree Major: Business Administration	Chief Finance Officer	1 Mar 2009	Law, Property Fund & REITs, Strategic Management, Risk Management, Change Management, Data Management, Corporate Management, Budgeting, Audit, Data Analysis, Finance, Negotiation, Sustainability, Corporate Social Responsibility, Accounting, Leadership, Food & Beverage, Economics
3. Mr. Apichart Kongchai Gender: Male Age: 57 years old Highest level of education: Master's degree Major: Management	Chief Cinema Officer	1 Apr 2002	Tourism & Leisure, Negotiation, Corporate Social Responsibility, Leadership, Corporate Management, Risk Management

<p>4. Mr. Surachedh Assawaruanganan</p> <p>Gender: Male</p> <p>Age: 48 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Management</p>	Chief Media Officer	2 Jan 2019	Data Management, Change Management, Risk Management, Corporate Management, Marketing, Digital Marketing, Tourism & Leisure, Negotiation, Sustainability, Corporate Social Responsibility, Leadership, Media & Publishing
<p>5. Mr. Narute Jiensanong</p> <p>Gender: Male</p> <p>Age: 40 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p>	Chief Marketing Officer	1 Apr 2018	Change Management, IT Management, Brand Management, Digital Marketing, Marketing, Negotiation, Corporate Social Responsibility, Leadership, Information & Communication Technology, Fashion, Economics, Sustainability, Risk Management, Strategic Management
<p>6. Mr. Kitikorn Poomsawang</p> <p>Gender: Male</p> <p>Age: 68 years old</p> <p>Highest level of education: Below a bachelor's degree</p> <p>Major: Business Administration</p>	Chief Construction Officer	1 Apr 1995	Risk Management, Project Management, Budgeting, Negotiation, Construction Services, Engineering, Construction Materials, Commerce, Industrial Materials & Machinery, Information & Communication Technology
<p>7. Ms. Jinda Wantanahatai</p> <p>Gender: Female</p> <p>Age: 59 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Fine and Applied Arts</p>	Chief Retail Officer	2 Jan 1995	Property Fund & REITs, Data Management, Change Management, Risk Management, Tourism & Leisure, Corporate Social Responsibility, Leadership, Commerce
<p>8. Mr. Apirak Varachanoonth</p> <p>Gender: Male</p> <p>Age: 49 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Fine and Applied Arts</p>	Chief People Officer	1 Apr 2017	Law, Strategic Management, Change Management, Risk Management, Human Resource Management, Budgeting, Data Analysis, Negotiation, Sustainability, Corporate Social Responsibility, Governance/ Compliance

[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)	33,050,000.00	26,730,000.00	21,340,000.00

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) : 1240

Number of female employees (persons) : 1298

Total (persons) : 2538

2. Employee Remuneration

Total employee remuneration : 632,812,940.00

3. Provident fund

Information on employee provident fund : Yes

Total number of employees (persons) : 2538

Number of employees contributing to the PVD (persons) : 479

Percentage of employees who are members (%) : 18.87

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. Mrs. Attaporn Sae-tae	attaporn.sae@majorcineplex.com	

1.2 Company secretary

Company secretary : Yes

General information	Email	Telephone
1. Mrs. Thitapat Issarapornpat	thitapat@majorcineplex.com	

1.3 Head of internal audit

Head of internal audit : Yes

General information	Email	Telephone
1. Mr. Nipon Suntrajarn	nipon@majorcineplex.com	

1.4 Head of compliance unit

Head of compliance unit : Yes

General information	Email	Telephone
1. Mrs. Thitapat Issarapornpat	thitapat@majorcineplex.com	

1.5 Head of investor relations

Head of investor relations : Yes

General information	Email	Telephone
1. Ms. Suparee Jayapoom	suparee.jay@majorcineplex.com	025115271

2. Company's auditor

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
1. PRICEWATERHOUSECOOPERS ABAS COMPANY LIMITED	1. Ms. Thitinun Waenkaew Email: ithinun.vankeo@pwc.com Telephone: -	8,015,000.00	-

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
1. Mr. VERAWAT ONGVASITH Gender: Male Age: 52 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: 31 Dec 2003	Construction Services, Leadership, Property Development, Construction Materials, Commerce, Accounting, Food & Beverage, Risk Management, Strategic Management, Change Management, Brand Management, Corporate Management, Tourism & Leisure, Sustainability, Corporate Social Responsibility, Governance/ Compliance, Human Resource Management
2. Mrs. PARADEE POOLVARALUK Gender: Female Age: 61 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Re-elected as director	Date position was assumed: 7 Jul 1994	Finance, Corporate Social Responsibility, Accounting, Commerce, Leadership, Strategic Management, Corporate Management, Tourism & Leisure

3. Mr. SATIAN POOPRASERT Gender: Male Age: 70 years old Highest level of education: Bachelor's degree Major: Medicine Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 15 Feb 2013	Strategic Management, Change Management, Risk Management, Corporate Management, Data Analysis, Health Care Services, Corporate Social Responsibility, Sustainability, Governance/ Compliance, Industrial Materials & Machinery, Leadership, Home & Office Products, Personal Products & Pharmaceuticals
4. Ms. CHONTICHA CHITRARPORN Gender: Female Age: 65 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: 12 Nov 2020	Economics, Accounting, Leadership, Internal Control, Energy & Utilities, IT Management, Insurance, Marketing, Digital Marketing, Risk Management, Audit, Governance/ Compliance

1.2 Newly appointed director to replace ex-director

General information	Position	Date position was assumed	Experience and expertise
1. Mrs. ORANUCH APISAKSIRIKUL Gender: Female Age: 64 years old Highest level of education: Honorary degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Newly appointed director to replace ex-director	Date position was assumed: 14 May 2021	Law, Strategic Management, Change Management, Finance, Audit, Governance/ Compliance, Property Development, Fund Management, Risk Management, Human Resource Management, Corporate Management, IT Management, Sustainability, Banking, Corporate Social Responsibility, Leadership, Commerce, Food & Beverage, Finance & Securities, Insurance

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. SOMCHAINUK ENGTRAKUL	Chairman of the board	-
Mr. VICHA POOLVARALUK	Director	/
Mr. VERAWAT ONGVASITH	Vice Chairman	/
Mrs. PARADEE POOLVARALUK	Director	/
Mr. THANAKORN PULIWEEKIN	Director	/
Mr. CHAI JROONGTANAPIBARN	Director	-
Mr. SATIAN POOPRASERT	Director	-
Mr. KRAITHIP KRAIRIKSH	Director	-
Mr. PRASERT BUNSUMPUN	Director	/
Ms. CHONTICHA CHITRARPORN	Director	/
Mrs. ORANUCH APISAKSIRIKUL	Director	/

3. 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)

1. Meetings involving company directors

Number of board meetings	: 5
Date of AGM Meeting	: 9 Apr 2021
Number of EGM meetings	: 1

2. Attendance of each director

2.1 Meeting information of current directors

List of directors	Position	Board meetings	AGM meetings	EGM meetings
1. Mr. SOMCHAINUK ENGTRAKUL	Chairman of the board	5/5	Attended the meeting	1/1
2. Mr. VICHA POOLVARALUK	Director	5/5	Attended the meeting	1/1
3. Mr. VERAWAT ONGVASITH	Vice Chairman	5/5	Did not attend the meeting	1/1
4. Mrs. PARADEE POOLVARALUK	Director	5/5	Attended the meeting	1/1
5. Mr. THANAKORN PULIWEKIN	Director	5/5	Attended the meeting	1/1
6. Mr. CHAI JROONGTANAPIBARN	Director	5/5	Attended the meeting	1/1
7. Mr. SATIAN POOPRASERT	Director	5/5	Attended the meeting	1/1
8. Mr. KRAITHIP KRAIRIKSH	Director	5/5	Attended the meeting	1/1
9. Mr. PRASERT BUNSUMPUN	Director	5/5	Attended the meeting	1/1
10. Ms. CHONTICHA CHITRARPORN	Director	5/5	Attended the meeting	1/1

11. Mrs. ORANUCH APISAKSIRIKUL	Director	3/3	Did not attend the meeting	1/1
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2.2 Meeting information of directors who resigned/vacated their position during the year

List of directors	Position	Board meetings	AGM meetings	EGM meetings
1. Mr. WICHAI POOLWORALUK	Director	5/5	Attended the meeting	0/0

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. SOMCHAINUK ENGTRAKUL	-	286,500.00	0.00	-	286,500.00
2. Mr. VICHA POOLVARALUK	-	238,500.00	0.00	-	238,500.00
3. Mr. VERAWAT ONGVASITH	-	210,000.00	0.00	-	210,000.00
4. Mrs. PARADEE POOLVARALUK	-	201,000.00	0.00	-	201,000.00
5. Mr. THANAKORN PULIWEKIN	-	201,000.00	0.00	-	201,000.00
6. Mr. CHAI JROONGTANAPIBAR N	-	247,500.00	0.00	-	247,500.00
7. Mr. SATIAN POOPRASERT	-	178,500.00	0.00	-	178,500.00

8. Mr. KRAITHIP KRAIRIKSH	-	210,000.00	0.00	-	210,000.00
9. Mr. PRASERT BUNSUMPUN	-	178,500.00	0.00	-	178,500.00
10. Ms. CHONTICHA CHITRARPORN	-	210,000.00	0.00	-	210,000.00
11. Mrs. ORANUCH APISAKSIRIKUL	-	111,560.00	0.00	-	111,560.00

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)
1. Mr. WICHAI POOLWORALUK	-	66,940.00	0.00	-	66,940.00

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. SOMCHAINUK ENGTRAKUL	-	-	-
2. Mr. VICHA POOLVARALUK	-	-	-
3. Mr. VERAWAT ONGVASITH	-	-	-
4. Mrs. PARADEE POOLVARALUK	-	-	-
5. Mr. THANAKORN PULIWEEKIN	-	-	-
6. Mr. CHAI JROONGTANAPIBARN	-	-	-
7. Mr. SATIAN POOPRASERT	-	-	-

8. Mr. KRAITHIP KRAIRIKSH	-	-	-
9. Mr. PRASERT BUNSUMPUN	-	-	-
10. Ms. CHONTICHA CHITRARPORN	-	-	-
11. Mrs. ORANUCH APISAKSIRIKUL	-	-	-

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

List of directors	D&O	ESOP	EJIP
	(Directors and Officers' Liability Insurance)	(Employee Stock Ownership Plan)	(Employee Joint Investment Program)
1. Mr. WICHAI POOLWORALUK	-	-	-

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) : 7

2. Audit committee meeting attendance

2.1 Meeting information of current audit committee members

List of directors	Position	Audit Committee meetings
1. Mr. CHAI JROONGTANAPIBARN	Chairman of the audit committee	7/7
2. Mr. KRAITHIP KRAIRIKSH	Audit committee	7/7
3. Ms. CHONTICHA CHITRARPORN	Audit committee	7/7

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
Current Assets			
Cash And Cash Equivalents	961,742.10	1,557,306.22	2,013,814.03
Short-Term Investments – Net	0.00	0.00	3,387,594.98
Trade And Other Receivables – Current – Net	1,054,935.39	591,588.07	356,447.33
Inventories – Net	121,393.98	117,979.33	110,912.64
Other Current Assets	236,313.55	296,103.69	290,803.04
Total Current Assets	2,374,385.01	2,562,977.30	6,159,572.03
Non-Current Assets			
Trade And Other Receivables – Non-Current – Net	10,417.76	13,943.76	11,044.48
Investment In Subsidiaries, Associates And Joint Ventures Using The Equity Method – Net	5,654,269.35	6,298,885.72	2,014,728.23
Property, Plant And Equipment – Net	5,954,215.42	5,160,804.35	4,718,884.13
Other Non-Current Assets	3,874,457.23	3,641,603.73	3,615,236.69
Total Non-Current Assets	11,585,510.00	15,115,237.56	10,359,893.53
Total Assets	17,867,744.77	17,678,214.86	16,519,465.55

Liabilities

(Unit : Thousand baht)	2019	2020	2021
Current Liabilities			
Bank Overdrafts And Short-Term Borrowings From Financial Institutions	2,118,578.16	1,782,313.73	35,306.03
Trade And Other Payables - Current	1,744,687.54	1,395,315.74	1,442,511.30
Short-Term Borrowings	12,800.00	12,800.00	0.00
Current Portion Of Long-Term Debts	383,000.00	845,000.00	1,990,000.00
Other Current Liabilities	988,600.90	973,637.94	1,638,963.16
Total Current Liabilities	5,247,666.61	5,009,067.41	5,106,780.49
Non-Current Liabilities			
Trade And Other Payables - Non-Current	0.00	0.00	0.00
Non-Current Portion Of Long-Term Debts	1,500,000.00	2,505,000.00	915,000.00
Other Non-Current Liabilities	3,640,076.47	3,538,112.48	3,210,871.61
Total Non-Current Liabilities	5,140,076.47	6,043,112.48	4,125,871.61
Total Liabilities	10,387,743.08	11,052,179.89	9,232,652.09

Equity

(Unit : Thousand baht)	2019	2020	2021
Issued And Paid-Up Share Capital	894,667.50	894,667.50	894,667.50
Premium (Discount) On Share Capital	4,055,609.11	4,055,609.11	4,055,609.11
Retained Earnings (Deficits)	2,490,118.14	1,637,766.01	2,307,508.04
Other Components Of Equity	(399,710.07)	(394,084.73)	(376,294.09)
Equity Attributable To Owners Of The Parent	7,333,646.98	6,482,382.51	7,169,915.19
Total Equity	7,480,001.67	6,626,034.97	7,286,813.46

Statement of Comprehensive Income

Statement of Comprehensive Income

Statement of Comprehensive Income

(Unit : Thousand baht)	2019	2020	2021
Revenue			
Revenue From Operations	10,697,101.37	3,765,227.27	3,009,512.78
Total Revenue	10,818,464.55	3,936,433.08	3,365,012.91
Cost And Expenses			
Costs	6,849,054.42	3,163,915.33	2,858,470.30
Selling And Administrative Expenses	2,637,348.34	1,876,633.06	1,855,166.50
Total Cost And Expenses	9,486,402.76	5,110,689.00	4,767,850.38
Share Of Profit (Loss) From Investments Accounted For Using The Equity Method	679,677.56	739,785.32	391,710.23
Finance Costs	234,372.85	174,635.19	258,136.82
Income Tax Expense	354,979.36	(92,501.15)	354,373.37
Net Profit (Loss) For The Period	1,433,968.07	(540,206.13)	1,539,155.27
Net Profit (Loss) Attributable To : Owners Of The Parent	1,406,933.01	527,492.61	1,581,450.36
Basic Earnings (Loss) Per Share (Baht/Share)	1.57000	(0.59000)	1.77000
EBITDA	3,602,345.00	783,670.00	3,401,658.00
Operating Profit	1,343,643.00	(1,174,253.00)	(1,402,837.00)
Normalize Profit	1,343,643.00	(1,174,253.00)	(1,402,837.00)

Statement of Cash Flow

Statement of Cash Flow

Statement of Cash Flow

	2019	2020	2021
Net Cash From Operating Activities			
Depreciation And Amortisation	1,579,025.09	1,241,744.23	1,249,992.37
Net Cash From (Used In) Operating Activities	2,657,352.26	202,427.45	(543,122.87)
Net Cash From Investing Activities			
Payment For Purchase Of Fixed Assets	(854,246.09)	(315,680.49)	(216,834.56)
Net Cash From (Used In) Investing Activities	(946,497.13)	(281,885.43)	4,267,746.47
Net Cash From Financing Activities			
Dividend Paid	(1,208,077.28)	(313,126.00)	(894,667.50)
Net Cash From (Used In) Financing Activities	(1,342,253.57)	670,621.54	(3,266,935.42)

Financial Ratios

Financial Ratios

Liquidity

	2019	2020	2021
Current ratio (times)	0.45	0.51	1.21
Quick ratio (times)	0.38	0.43	1.13
Cash flow liquidity ratio (Average) (times)	0.52	0.04	(0.11)
Average account recievable turnover (times)	11.06	5.02	6.01
Average collection period (days)	33.00	73.00	61.00
Average finish goods turnover (times)	-	-	-
Average finish goods turnover period (days)	-	-	-
Average inventory turnover (times)	7.93	4.01	3.98
Average inventory turnover period (days)	46.00	91.00	92.00
Average account payable turnover (times)	7.20	3.86	3.74
Average payment period (days)	51.00	95.00	97.00
Average cash cycle (days)	28.00	69.00	55.00

Profitability

	2019	2020	2021
EBITDA margin (%)	33.68	20.81	113.03
Gross profit margin (%)	35.97	15.97	5.02
Operating margin (%)	18.91	(12.17)	71.50
Net profit margin (%)	13.15	(14.01)	52.55
Return on equity (ROE) (Average) (%)	19.42	(7.64)	23.17
Capacity utilization rate (%)	-	-	-
Fixed asset turnover ratio (times)	1.72	0.68	0.61
Gross profit margin (from project for sale) (%)	-	-	-
Operating margin before fuel expenses (%)	-	-	-
Other income to total income (%)	1.23	4.35	10.56
Cash from operation to operating profit (%)	197.77	(17.24)	38.72

Financial Policy

	2019	2020	2021
Interest coverage ratio (times)	15.37	4.49	13.18
Debt service coverage ratio (times)	1.44	0.30	1.68
Total debts to total equity (times)	1.42	1.70	1.29
Interest-bearing debt to equity ratio (times)	0.53	0.77	0.40
Dividend per shares (baht/share)	1.00	0.00	1.60
Dividend payout ratio (%)	64.00	0.00	90.00
Dividend yield (%)	4.00	0.00	8.00
Debt from financial institutions to total liabilities (times)	100.00	100.00	100.00
Interest bearing debt due in 1 year to total interest bearing debt (times)	63.00	51.00	69.00
Interest bearing debt to EBITDA ratio (times)	111.00	655.00	86.00

Efficiency

	2019	2020	2021
Asset turnover (Average) (times)	0.60	0.21	0.18
Return on asset (ROA) (Average) (%)	7.90	(2.97)	9.25
Return On Fixed Assets (%)	47.99	12.85	57.32