



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

SAMART DIGITAL 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 : SMART DIGITAL PUBLIC COMPANY LIMITED

Symbol : SDC

Address : 99/2 Moo 4, Software Park, 34 Fl., Chaengwattana Rd., Klong
Gluar, Pak-kred

Province : Nonthaburi

Postcode : 11120

Business : The business operations of the Company divided into 2 lines of
business which are Digital Network and Digital Content.

Registration Number : 0107546000318

Telephone : 0-2502-6000

Website : www.smartdigital.com

Email : CorporateSecretary@smartdigital.com

Total Shares Sold (shares)

Common Stock : 13,974,865,154

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping*

	2020	2021	2022
Total (Thousand baht)	636,633.00	393,728.00	647,556.00
Digital Network (Thousand baht)	438,904.00	264,711.00	513,342.00
Digital Content (Thousand baht)	197,729.00	129,017.00	134,214.00

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Digital Network (%)	68.94	67.23	79.27
Digital Content (%)	31.06	32.77	20.73

By Geographical Area or Market*

	2020	2021	2022
Total (Thousand baht)	636,633.00	393,728.00	647,556.00
Domestic (Thousand baht)	636,633.00	393,728.00	647,556.00
International (Thousand baht)	0.00	0.00	0.00
United States of America (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
United States of America (%)	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)

Business Risks

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Behavior or needs of customers / consumers
- Reliance on large customers or few customers

Operational Risk

- Shortage or fluctuation in pricing of raw materials or productive resources
- Delays in the development of future projects
- Business operations that have no commercial results

Financial Risk

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Insufficient sources of funding
- Fluctuation in exchange rates, interest rates, or the inflation rate

Risk from major shareholders holding over 50% of the shares

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Other

Social and Environmental Risk

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Other

Legal dispute

Risk Management Measures: Yes

Related Risk Topics

Compliance Risk

- Other

Sustainable Development

Sustainable Development

Sustainability Management Policy and Targets (3.1)

Sustainability Management Policy and Targets

Corporate Sustainability Policy : Yes

URL of corporate sustainability policy : <https://im.files-media.com/ud/news/1/1/1527/2022/T-SustainPolicy-Y22.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://im.files-media.com/ud/news/1/1/1527/2022/T-Environment_2022.pdf

Company environmental guideline : Electricity Management, Water Management, Waste Management

Results with Respect to the Environmental Aspect (3.3.2)

• Electricity consumption

	2020	2021	2022
Amount of electricity purchased (kWh)	87,263.21	62,404.07	68,142.04

Water management

• Water consumption

	2020	2021	2022
Water consumption (cubic meters)	785.28	654.67	620.33

Greenhouse gas management

• Greenhouse gas emissions

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

• 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://im.files-media.com/ud/news/1/1/1527/2022/T-HRightPolicy_Y22.pdf

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)	120	52	46
Number of female employees (persons)	55	42	40
Total (persons)	175	94	86

• Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	6	8	6
Employee development and training expenses (baht)	94,182.73	22,614.00	221,300.00

• Health, safety and work environment

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

• Employee retention

	2020	2021	2022
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Percentage of employees who voluntarily resigned (%)	13.14	23.40	30.23
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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 : https://im.files-media.com/ud/news/1/1/1527/2022/T-CGPolicy_112022_update.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	6	100.00
Number of male directors	5	83.33
Number of female directors	1	16.67
Number of executive directors	2	33.33
Number of non-executive directors	4	66.67
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. PIYAPAN CHAMPASUT Gender: Male Age: 74 years old Highest level of education: Master's degree Major: Public Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director) Director type: Original director	1 Mar 2016	Law, Corporate Management, Sustainability, Governance/ Compliance

2.	Mr. CHOTIVID CHAYAVADHANANGKUR Gender: Male Age: 75 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	30 Sep 2003	Engineering, Corporate Management
3.	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: Re-elected as director	30 Sep 2003	Accounting, Corporate Management, Finance, Information & Communication Technology, Leadership, Strategic Management, Finance & Securities
4.	Mr. KUNTHIT ARUNYAKANANDA Gender: Male Age: 56 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	30 Sep 2003	Accounting, Finance, Corporate Management
5.	Mr. CHAROENRATH VILAILUCK Gender: Male Age: 62 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Original director	11 May 2005	Engineering, Corporate Management, Finance & Securities, Automotive, Negotiation, Leadership, Strategic Management

6.	Ms. BOONRUT MONGKOLRATANAKORN	Director (Executive)	10 Aug 2021	Accounting, Finance, Governance/ Compliance
	Gender: Female			
	Age: 60 years old	Director type: Original		
	Highest level of education:	director		
	Bachelor's degree			
	Major: Accounting			
	Thai nationality: Yes			
	Residing in Thailand: Yes			

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. CHOTIVID CHAYAVADHANANGKUR [1] Gender: Male Age: 75 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Re-elected as director	12 Nov 2009	Engineering, Corporate Management
2. Mr. KUNTHIT ARUNYAKANANDA [1] Gender: Male Age: 56 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	30 Sep 2003	Accounting, Finance, Corporate Management
3. Mr. PIYAPAN CHAMPASUT [1] Gender: Male Age: 74 years old Highest level of education: Master's degree Major: Public Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	1 Mar 2016	Law, Corporate Management, Sustainability, Governance/ Compliance

[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	1 Nov 2016
2. Ms. BOONRUT MONGKOLRATANAKORN Gender: Female Age: 60 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	10 Aug 2021
3. Mrs. SUMONTIP SRIMEK Gender: Female Age: 62 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 May 2019
4. Mr. HIRAN PHANBANLAEM Gender: Male Age: 59 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 May 2019

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Risk Management Committee	Mr. WATCHAI VILAILUCK	Chairman
	Mr. CHAROENRATH VILAILUCK	Member
	Ms. BOONRUT MONGKOLRATANAKORN	Member
Corporate Governance Committee	Mr. CHOTIVID CHAYAVADHANANGKUR	Chairman
	Mr. KUNTHIT ARUNYAKANANDA	Member
	Ms. BOONRUT MONGKOLRATANAKORN	Member
Nominating and Compensation Committee	Mr. KUNTHIT ARUNYAKANANDA	Chairman
	Mr. CHOTIVID CHAYAVADHANANGKUR	Member
	Ms. BOONRUT MONGKOLRATANAKORN	Member
Sustainable Development Committee	Ms. BOONRUT MONGKOLRATANAKORN	Chairman
	Mrs. SUMONTIP SRIMEK	Member
	Mr. HIRAN PHANBANLAEM	Member

Roles of Sub-committees

Sub-committees responsible for risk management : Risk Management Committee

Sub-committees responsible for nomination : Nominating and Compensation Committee

Sub-committees responsible for remuneration : Nominating and 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	1 Nov 2016	Accounting, Corporate Management, Finance, Information & Communication Technology, Leadership, Strategic Management, Finance & Securities
2. Mrs. SUMONTIP SRIMEK [2] Gender: Female Age: 62 years old Highest level of education: Master's degree Major: Business Administration	Vice President - Accounting	30 Sep 2003	Accounting
3. Mr. HIRAN PHANBANLAEM [1] Gender: Male Age: 59 years old Highest level of education: Master's degree Major: Business Administration	Assistant Vice President - Finance	1 Jul 2017	Finance
4. Ms. BOONRUT MONGKOLRATANAKORN Gender: Female Age: 60 years old Highest level of education: Bachelor's degree Major: Accounting	Executive Director and Company Secretary	10 Aug 2021	Accounting, Finance, Governance/ Compliance
5. Mr. SUPAVAS PROHMVITAK Gender: Male Age: 51 years old Highest level of education: Master's degree Major: Business Administration	General Manager	1 Jun 2022	Strategic Management, Digital Marketing, Information & Communication Technology, IT Management

[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)	8,887,812.00	7,643,241.00	7,421,400.20

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) : 46

Number of female employees (persons) : 40

Total (persons) : 86

Provident fund

Total number of employees (persons) : 86

Number of employees contributing to the PVD (persons) : 59

Percentage of employees who are members (%) : 68.60

Other Significant Information (7.6)

Other significant information

Assigned persons

- Person assigned to take direct responsibility for accounting oversight

General information	Email	Telephone
1. Mrs. SUMONTIP SRIMEK	sumontip.s@samartdigital.com	0-2502-6162

- Company secretary

General information	Email	Telephone
1. Ms. BOONRUT MONGKOLRATANAKORN	CorporateSecretary@samartdigital.com	0-2502-6871

- Head of internal audit

General information	Email	Telephone
1. Mr. WICHAI RONGKAWILIT	InternalAudit@samartdigital.com	0-2502-6190

- Head of compliance unit

General information	Email	Telephone
1. Ms. BOONRUT MONGKOLRATANAKORN	CorporateSecretary@samartdigital.com	0-2502-6871

• Head of investor relations

General information	Email	Telephone
1. Ms. BOONRUT MONGKOLRATANAKORN	InvestorRelations@samartdigital.com	0-2502-6871

Company's auditor

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
1. EY OFFICE LIMITED	<p>1. Ms. SIRIWAN SURATEPIN Email: Siriwan.Suratepin@th.ey.com Telephone: 0-2264-9090</p> <p>2. Mrs. SARINDA HIRUNPRASURTWUTTI Email: Sarinda.Hirunprasurtwutti@th.ey.com Telephone: 0-2264-9090</p> <p>3. Mr. PIYA CHAIPRUCKMALAKARN Email: Piya.Chaipruckmalakarn@th.ey.com Telephone: 0-2264-9090</p>	4,180,000.00	-

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. CHOTIVID CHAYAVADHANANGKUR Gender: Male Age: 75 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 30 Sep 2003	Engineering, Corporate Management
2. 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: Re-elected as director	Date position was assumed: 30 Sep 2003	Accounting, Corporate Management, Finance, Information & Communication Technology, Leadership, Strategic Management, Finance & Securities

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. PIYAPAN CHAMPASUT	Chairman of the board	Non-participating
Mr. CHOTIVID CHAYAVADHANANGKUR	Director	Participating
Mr. WATCHAI VILAILUCK	Director	Participating

Mr. KUNTHIT ARUNYAKANANDA	Director	Participating
Mr. CHAROENRATH VILAILUCK	Director	Non-participating
Ms. BOONRUT MONGKOLRATANAKORN	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) : 7

Date of AGM meeting : 22 Apr 2022

EGM meeting : Yes

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. PIYAPAN CHAMPASUT (Chairman of the board)	-	6/7	Participating	Participating
2. Mr. CHOTIVID CHAYAVADHANANGKUR (Director)	-	7/7	Participating	Participating
3. Mr. WATCHAI VILAILUCK (Director)	-	7/7	Participating	Participating
4. Mr. KUNTHIT ARUNYAKANANDA (Director)	-	7/7	Participating	Participating
5. Mr. CHAROENRATH VILAILUCK (Director)	-	7/7	Participating	Participating
6. Ms. BOONRUT MONGKOLRATANAKORN (Director)	-	7/7	N/A	Participating

Remuneration for company directors

List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non-monetary
1. Mr. PIYAPAN CHAMPASUT (Chairman of the board)	-	225,000.00	80,000.00	No

2.	Mr. CHOTIVID CHAYAVADHANANGKUR (Director)	-	310,000.00	50,000.00	No
3.	Mr. WATCHAI VILAILUCK (Director)	-	105,000.00	50,000.00	No
4.	Mr. KUNTHIT ARUNYAKANANDA (Director)	-	255,000.00	50,000.00	No
5.	Mr. CHAROENRATH VILAILUCK (Director)	-	105,000.00	50,000.00	No
6.	Ms. BOONRUT MONGKOLRATANAKORN (Director)	-	180,000.00	20,000.00	No

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

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

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. CHOTIVID CHAYAVADHANANGKUR (Chairman of the audit committee)	-	3/4
2.	Mr. KUNTHIT ARUNYAKANANDA (Audit committee)	-	4/4
3.	Mr. PIYAPAN CHAMPASUT (Audit committee)	-	4/4