



# **Annual Registration Statement / Annual Report**

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

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

**EASTERN COMMERCIAL LEASING 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 : EASTERN COMMERCIAL LEASING PUBLIC COMPANY LIMITED

Symbol : ECL

Address : 976/1 SOI RAMA IX HOSPITAL, RIM KHLONG SAEN SEN ROAD BANG KA PI,  
HUAH KHWANG

Province : Bangkok

Postcode : 10310

Business : The company is engaged in providing used motor vehicle hire purchase finance, car loan for vehicle acquisition to vehicle dealers, renewal services for vehicle insurance as well as third party liability insurance. The company has commenced its business undertaking since 1984 and become a registered entity in the securities exchange on 1 March 2004. The company provides vehicle registration, vehicle insurance, vehicle third party liability insurance, and life insurance renewal services which render customer conveniences and enable the company to earn supplementary income, and concurrently prevent possible risks against vehicles which are collateral of the company's credit extension, and hirers' life.

Registration Number : 0107546000288

Telephone : 0-2641-5252

Website : [www.ecl.co.th](http://www.ecl.co.th)

Email : [apitsara@ecl.co.th](mailto:apitsara@ecl.co.th)

#### Total Shares Sold (shares)

Common Stock : 1,108,859,002

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

#### By Product Line or Business Grouping\*

	2020	2021	2022
Total (Thousand baht)	890,824.71	684,155.14	615,651.95
Hire purchase finance (Thousand baht)	692,134.93	513,784.17	450,011.76
Other income (Thousand baht)	198,689.78	170,370.97	165,640.19

  

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Hire purchase finance (%)	77.70	75.10	73.10
Other income (%)	22.30	24.90	26.90

#### By Geographical Area or Market\*

	2020	2021	2022
Total (Thousand baht)	890,824.71	684,155.14	615,651.95
Domestic (Thousand baht)	890,824.71	684,155.14	615,651.95
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)**

**Risk related to the declining trend of used motor vehicle prices**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Volatility in the industry in which the company operates

Operational Risk

- Shortage or fluctuation in pricing of raw materials or productive resources
- Product obsolescence

**Marketing risks and competition**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Behavior or needs of customers / consumers

**Operational risks resulted from non-performing credit risks**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Volatility in the industry in which the company operates

Operational Risk

- Delays in the development of future projects



### **Risk from repossessed vehicle disposal**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

- Behavior or needs of customers / consumers

Operational Risk

- Shortage or fluctuation in pricing of raw materials or productive resources
- Product obsolescence

### **Risk Arising from the Volatility of Interest Rate**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

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

Financial Risk

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

### **Liquidity Risks**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Strategic Risk

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

Financial Risk

- Insufficient sources of funding
- Change in financial and investment policies of financial institutions that affect business operations

### **Risks of Potential Increasing Future Debt Obligation**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Financial Risk

- Insufficient sources of funding

### **Risk on reliance on individuals with special expertise**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- Reliance on employees in key positions
- Shortage or reliance on skilled workers

### **Risks on information technology and cyber security protection**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- Systems or internal control system
- Information security and cyber-attack

### **Risks from changing law and government policy**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Compliance Risk

- Change in laws and regulations

## **Risk to Securities Holder (2.2.2)**

**Risk as a result of major investors holding shares in excess of 25% of ordinary shares issued and subscribed**

**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 : [https://www.ecl.co.th/img/file\\_upload/file20230323145754.pdf](https://www.ecl.co.th/img/file_upload/file20230323145754.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.ecl.co.th/img/file\\_upload/file20230228152146.pdf](https://www.ecl.co.th/img/file_upload/file20230228152146.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)	N/A	138,519.00	313,893.00

##### Water management

##### • Water consumption

	2020	2021	2022
Water consumption (cubic meters)	N/A	N/A	1,960.00

## 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
<b>Total (Tons of carbon dioxide equivalents)</b>	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://www.ecl.co.th/img/file\\_upload/file20230228152146.pdf](https://www.ecl.co.th/img/file_upload/file20230228152146.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)	0	117	109
Number of female employees (persons)	0	126	125
<b>Total (persons)</b>	<b>0</b>	<b>243</b>	<b>234</b>

##### • Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	N/A	N/A	7

##### • 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
Percentage of employees who voluntarily resigned (%)	N/A	7.41	11.54

• 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://www.ecl.co.th/img/file\\_upload/file20230228152146.pdf](https://www.ecl.co.th/img/file_upload/file20230228152146.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	7	77.78
Number of female directors	2	22.22
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. Mr. PHIPHAT PHORNSUWAN Gender: Male Age: 75 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive)  Director type: Newly appointed director to replace ex-director	25 Apr 2022	Economics, Banking, Finance & Securities, Law, Accounting, Finance, Sustainability, Statistics, Risk Management, Governance/ Compliance

2.	Mr. DANUCHA VERAPONG Gender: Male Age: 53 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Executive)  Director type: Original director	11 Nov 2003	Finance & Securities, Information & Communication Technology, Marketing, Human Resource Management, IT Management, Data Analysis, Corporate Management, Risk Management, Strategic Management, Budgeting
3.	Mr. PRAPAKORN VEERAPONG Gender: Male Age: 52 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	15 Sep 2003	Insurance, Information & Communication Technology, Marketing, Corporate Social Responsibility, Sustainability, IT Management, Negotiation, Risk Management, Strategic Management
4.	Mrs. DUANGRAT JAENG MONGKOL Gender: Female Age: 75 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	15 Sep 2003	Law, Accounting, Finance, Corporate Social Responsibility, Sustainability, Data Management, Data Analysis, Corporate Management, Risk Management, Internal Control, Governance/ Compliance
5.	Mr. SORAPAS SUTTIENKUL Gender: Male Age: 53 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: Re-elected as director	26 Feb 2015	Economics, Information & Communication Technology, Marketing, Finance, Sustainability, IT Management, Data Analysis, Brand Management, Strategic Management, Audit, Governance/ Compliance

6.	Mr. THAILUCK LEETAVORN Gender: Male Age: 74 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	15 Aug 2017	Economics, Commerce, Accounting, IT Management, Data Analysis, Risk Management, Audit
7.	Mr. WICHAI MAITHONG Gender: Male Age: 62 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	23 Apr 2018	Information & Communication Technology, Marketing, Corporate Social Responsibility, Sustainability, Data Analysis, Corporate Management, Change Management, Risk Management, Governance/ Compliance
8.	Mrs. PRAPASRI PERMSAB Gender: Female Age: 73 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	24 Apr 2018	Economics, Accounting, Finance, Corporate Social Responsibility, Sustainability, Data Analysis, Corporate Management, Risk Management, Audit, Internal Control, Governance/ Compliance
9.	Mr. MASAYUKI NOZAWA Gender: Male Age: 58 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: No Residing in Thailand: Yes	Director (Executive)  Director type: Original director	15 May 2020	Finance & Securities, Information & Communication Technology, Law, Marketing, IT Management, Data Management, Data Analysis, Statistics, Corporate Management, Strategic Management

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

General information	Position	Tenure	Replacement Director
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1.	Mr. PREECHA VEERAPONG	Chairman of the board	Date position was	Mr. PHIPHAT PHORNSUWAN
	Gender: Male	(Non-executive)	assumed:	Date position was assumed:
	Age: 90 years old		29 Aug 2003	25 Apr 2022
	Highest level of education: Below a bachelor's degree		Date directorship ended:	
	Major: Business Administration		25 Apr 2022	
	Thai nationality: Yes			
	Residing in Thailand: Yes			

#### Other Information pertaining to committees

The Chairman is an independent director : No

The Chairman and the manager are the same person : No

The Chairman and the manager are members of the same family : 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. Mrs. PRAPASRI PERMSAB [1] Gender: Female Age: 73 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: Original director	24 Apr 2018	Economics, Accounting, Finance, Corporate Social Responsibility, Sustainability, Data Analysis, Corporate Management, Risk Management, Audit, Internal Control, Governance/ Compliance
2. Mr. THAILUCK LEETAVORN [1] Gender: Male Age: 74 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: Original director	15 Aug 2017	Economics, Commerce, Accounting, IT Management, Data Analysis, Risk Management, Audit
3. Mr. SORAPAS SUTTIENKUL [1] Gender: Male Age: 53 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Re-elected as director	24 Apr 2018	Economics, Information & Communication Technology, Marketing, Finance, Sustainability, IT Management, Data Analysis, Brand Management, Strategic Management, Audit, 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. DANUCHA VERAPONG Gender: Male Age: 53 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	11 Nov 2003
2. Mr. PRAPAKORN VEERAPONG 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 of the executive committee	15 Sep 2003
3. Mrs. DUANGRAT JAENGMONGKOL Gender: Female Age: 75 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	15 Sep 2003
4. Mr. MASAYUKI NOZAWA Gender: Male Age: 58 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: No Residing in Thailand: Yes	Member of the executive committee	15 May 2020

5.	<p>Mrs. Walaiporn Panyatanya</p> <p>Gender: Female</p> <p>Age: 68 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>Member of the executive committee</p>	<p>3 May 2016</p>
6.	<p>Mrs. Charatsang Yuampai</p> <p>Gender: Female</p> <p>Age: 51 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Finance</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>1 Jun 2016</p>
7.	<p>Mr. Tiratee Patiparnwoharn</p> <p>Gender: Male</p> <p>Age: 37 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Law</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>1 Nov 2016</p>
8.	<p>Ms. Kanchana Soponpongpiat</p> <p>Gender: Female</p> <p>Age: 59 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Accounting</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>1 Nov 2016</p>
9.	<p>Mr. Mano Boonyasrisawasdi</p> <p>Gender: Male</p> <p>Age: 45 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	<p>17 Jan 2018</p>

10.	Mr. Teera Chunhacha Gender: Male Age: 42 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 Feb 2018
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**List of executive committee members who resigned/vacated their position during the year**

General information	Position	Tenure	Replacement Director
1. Mrs. Walaiporn Panyatanya Gender: Female Age: 68 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	Date position was assumed: 3 May 2016 Date directorship ended: 30 Dec 2022	No replacement director

**Other sub-committees**

**Sub-committees information**

Name of sub-committees	List of directors	Position
Nomination and Remuneration Committee	Mr. SORAPAS SUTTIENKUL Mrs. PRAPASRI PERMSAB Mrs. DUANGRAT JAENGMONGKOL	Chairman Member Member

**Roles of Sub-committees**

Sub-committees responsible for risk management : None

Sub-committees responsible for nomination : Nomination and Remuneration Committee

Sub-committees responsible for remuneration : Nomination and Remuneration Committee

Sub-committees responsible for corporate governance : None

Sub-committees responsible for corporate sustainability development : 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. DANUCHA VERAPONG Gender: Male Age: 53 years old Highest level of education: Master's degree Major: Business Administration	CHAIRMAN OF THE EXECUTIVE COMMITTEE	11 Nov 2003	Finance & Securities, Information & Communication Technology, Marketing, Human Resource Management, IT Management, Data Analysis, Corporate Management, Risk Management, Strategic Management, Budgeting
2. Mr. PRAPAKORN VEERAPONG Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Business Administration	MANAGING DIRECTOR	29 Aug 2003	Insurance, Information & Communication Technology, Marketing, Corporate Social Responsibility, Sustainability, IT Management, Negotiation, Risk Management, Strategic Management
3. Mr. MASAYUKI NOZAWA Gender: Male Age: 58 years old Highest level of education: Bachelor's degree Major: Law	managing director	1 Apr 2022	Finance & Securities, Information & Communication Technology, Law, Marketing, IT Management, Data Management, Data Analysis, Statistics, Corporate Management, Strategic Management

4.	<p>Mrs. DUANGRAT JAENGMONGKOL</p> <p>Gender: Female</p> <p>Age: 75 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Law</p>	<p>Member of the Executive Committee and Company Secretary</p>	<p>15 Sep 2003</p>	<p>Law, Accounting, Finance, Corporate Social Responsibility, Sustainability, Data Management, Data Analysis, Corporate Management, Risk Management, Internal Control, Governance/ Compliance</p>
5.	<p>Mrs. Charatsang Yuampai [1][2]</p> <p>Gender: Female</p> <p>Age: 51 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Finance</p>	<p>Deputy Managing Director</p>	<p>1 Jun 2016</p>	<p>Accounting, Finance, Procurement, Data Analysis, Budgeting</p>
6.	<p>Mrs. Walaiporn Panyatanya</p> <p>Gender: Female</p> <p>Age: 68 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p>	<p>Deputy Managing Director</p>	<p>3 May 2016</p>	<p>Banking, Law, Data Analysis, Risk Management</p>
7.	<p>Ms. Kanchana Soponpongpiat [2]</p> <p>Gender: Female</p> <p>Age: 59 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Accounting</p>	<p>Director of Accounting and Finance</p>	<p>1 Nov 2016</p>	<p>Accounting, Finance, Data Management, Data Analysis, Audit, Budgeting</p>
8.	<p>Mr. Mano Boonyasrisawasdi</p> <p>Gender: Male</p> <p>Age: 45 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Business Administration</p>	<p>Director of Insurance</p>	<p>3 Jan 2018</p>	<p>Insurance, Information &amp; Communication Technology, Marketing, Corporate Social Responsibility, Data Management, Strategic Management</p>
9.	<p>Mr. Tiratee Patiparnwoharn</p> <p>Gender: Male</p> <p>Age: 37 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Law</p>	<p>Deputy Managing Director</p>	<p>1 Nov 2016</p>	<p>Insurance, Automotive, Marketing, Law, IT Management, Data Management, Negotiation, Project Management</p>

10.	Mr. Toonpitak Vongsan Gender: Male Age: 49 years old Highest level of education: Bachelor's degree Major: Faculty of Public Administration	Marketing Director	1 Oct 2020	Automotive, Insurance, Marketing, Negotiation
11.	Ms. Yuvadee Thongthai Gender: Female Age: 41 years old Highest level of education: Master's degree Major: MBA in Finance and Banking	Credit Director 2	1 Sep 2018	Banking, Finance, Data Management, Data Analysis, Audit
12.	Ms. Sunee Kultrawuth Gender: Female Age: 63 years old Highest level of education: Master's degree Major: Business Administration	Credit Director 1	1 Oct 2018	Economics, Banking, Finance & Securities, Data Management, Data Analysis, Negotiation, Audit, Budgeting
13.	Mr. Nantachart Yingnork Gender: Male Age: 42 years old Highest level of education: Bachelor's degree Major: Business Administration	Marketing Director	1 Aug 2021	Insurance, Automotive, Marketing, IT Management, Data Management, Negotiation, Project Management
14.	Ms. Chamaiporn Petkhan Gender: Female Age: 50 years old Highest level of education: Bachelor's degree Major: Finance	Collection Director	1 Jul 2022	Marketing, Finance, Human Resource Management, Data Management, Data Analysis, Negotiation, Corporate Management, Leadership, Risk Management, Audit
15.	Mr. Teera Chunhacha Gender: Male Age: 42 years old Highest level of education: Bachelor's degree Major: Business Administration	Marketing Director	1 Feb 2018	Insurance, Automotive, Marketing, Negotiation

[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)	16.00	15.00	16.00

## 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) : 109

Number of female employees (persons) : 125

Total (persons) : 234

#### Provident fund

Total number of employees (persons) : 234

Number of employees contributing to the PVD (persons) : 228

Percentage of employees who are members (%) : 97.44

# 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. Mrs. DUANGRAT JAENG MONGKOL Gender: Female Age: 75 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	Date position was assumed: 15 Sep 2003	Law, Accounting, Finance, Corporate Social Responsibility, Sustainability, Data Management, Data Analysis, Corporate Management, Risk Management, Internal Control, Governance/ Compliance
2. Mr. SORAPAS SUTTIENKUL Gender: Male Age: 53 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: Re-elected as director	Date position was assumed: 26 Feb 2015	Economics, Information & Communication Technology, Marketing, Finance, Sustainability, IT Management, Data Analysis, Brand Management, Strategic Management, Audit, Governance/ Compliance

##### • 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. PHIPHAT PHORNSUWAN	Chairman of the board (Non-executive)	Date position was assumed: 25 Apr 2022	Economics, Banking, Finance & Securities, Law, Accounting, Finance, Sustainability, Statistics, Risk Management, Governance/ Compliance
	Gender: Male			
	Age: 75 years old			
	Highest level of education:	Director type: Newly		
	Master's degree	appointed director to		
	Major: Business Administration	replace ex-director		
	Thai nationality: Yes			
	Residing in Thailand: Yes			

### Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. PHIPHAT PHORNSUWAN	Chairman of the board	Participating
Mr. DANUCHA VERAPONG	Vice Chairman	Non-participating
Mr. PRAPAKORN VEERAPONG	Director	Non-participating
Mrs. DUANGRAT JAENG MONGKOL	Director	Participating
Mr. SORAPAS SUTTIENKUL	Director	Participating
Mr. THAILUCK LEETAVORN	Director	Participating
Mr. WICHAI MAITHONG	Director	Participating
Mrs. PRAPASRI PERMSAB	Director	Participating
Mr. MASAYUKI NOZAWA	Director	Non-participating
Mr. PREECHA VEERAPONG	Chairman of the board	Non-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) : 4

Date of AGM meeting : 25 Apr 2022

EGM meeting : Yes

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. PHIPHAT PHORNSUWAN (Chairman of the board)	-	2/4	Non-participating	Participating
2.	Mr. DANUCHA VERAPONG (Vice Chairman)	-	4/4	Participating	Participating
3.	Mr. PRAPAKORN VEERAPONG (Director)	-	4/4	Participating	Participating
4.	Mrs. DUANGRAT JAENG MONGKOL (Director)	-	4/4	Participating	Participating
5.	Mr. SORAPAS SUTTIENKUL (Director)	-	4/4	Participating	Participating
6.	Mr. THAILUCK LEETAVORN (Director)	-	4/4	Participating	Participating
7.	Mr. WICHAI MAITHONG (Director)	-	4/4	Participating	Participating
8.	Mrs. PRAPASRI PERMSAB (Director)	-	4/4	Participating	Participating
9.	Mr. MASAYUKI NOZAWA (Director)	-	4/4	Participating	Participating
10.	Mr. PREECHA VEERAPONG (Chairman of the board)	25 Apr 2022	2/4	Participating	Non-participating

## Remuneration for company directors

	List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non-monetary
1.	Mr. PHIPHAT PHORNSUWAN (Chairman of the board)	-	0.00	1,760,000.00	No
2.	Mr. DANUCHA VERAPONG (Vice Chairman)	-	0.00	0.00	Yes
3.	Mr. PRAPAKORN VEERAPONG (Director)	-	0.00	0.00	Yes
4.	Mrs. DUANGRAT JAENG MONGKOL (Director)	-	0.00	0.00	Yes
5.	Mr. SORAPAS SUTTIENKUL (Director)	-	28,000.00	780,000.00	Yes

6.	Mr. THAILUCK LEETAVORN (Director)	-	28,000.00	720,000.00	No
7.	Mr. WICHAI MAITHONG (Director)	-	28,000.00	600,000.00	Yes
8.	Mrs. PRAPASRI PERMSAB (Director)	-	28,000.00	900,000.00	No
9.	Mr. MASAYUKI NOZAWA (Director)	-	0.00	0.00	Yes
10.	Mr. PREECHA VEERAPONG (Chairman of the board)	25 Apr 2022	0.00	1,300,000.00	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.	Mrs. PRAPASRI PERMSAB (Chairman of the audit committee)	-	4/4
2.	Mr. THAILUCK LEETAVORN (Audit committee)	-	4/4
3.	Mr. SORAPAS SUTTIENKUL (Audit committee)	-	4/4