



# **Annual Registration Statement / Annual Report**

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

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

**CMO 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 : CMO PUBLIC COMPANY LIMITED

Symbol : CMO

Address : 4/18-19 Soi Nuanchan 56, Nuanchan, Buengkum

Province : Bangkok

Postcode : 10230

Business : The Company provides event management services for public events, exhibitions and entertainment activities.

Registration Number : 0107546000458

Telephone : 0-2088-3888

Fax (if applicable) : 0-2088-3857

Website : <http://www.cmo-group.com>

Email : -

#### Total Shares Sold (shares)

Common Stock : 280,962,733

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

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

	2020	2021	2022
Total (Thousand baht)	717,954.20	483,988.68	1,188,702.23
CMO Public Company Limited and Group of Company revenue divided by business type (Thousand baht)	717,954.20	483,988.68	1,188,702.23

  

	2020	2021	2022
Total (%)	100.00	100.00	100.00
CMO Public Company Limited and Group of Company revenue divided by business type (%)	100.00	100.00	100.00

#### By Geographical Area or Market\*

	2020	2021	2022
Total (Thousand baht)	717,954.20	483,988.68	1,188,702.23
Domestic (Thousand baht)	717,954.20	483,988.68	1,188,702.23
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	0.00	0.00	0.00

# Risk Management

# Risk Management

## Risk Factors (2.2)

**Risk that might affect the company's business, including environmental, social and corporate governance issues (2.2.1)**

**Risk from Social, Economic Instability and the Change of Government Policy**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Volatility in the industry in which the company operates
- Government policy

**Emerging Risks from Changing that may affect the Company's Business Operations in the next 3– 5 years and advances in Technology**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Changes in technologies

**Risk from Uncertainty of the Customer Marketing Plan and Changing Consumer Behavior.**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Behavior or needs of customers / consumers

**Risk from Changing in Operating Industry**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk



- Volatility in the industry in which the company operates

#### **Risk of Personnel Loss**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

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

#### **Risk of Human Error**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- Human error in business operations

#### **Risk of Natural Disasters**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- Climate change and disasters

#### **Risk of Cyber Security**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- Information security and cyber-attack

### **Risk of Corruption**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Operational Risk

- Corruption

### **Risk of Accounts Receivable**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Financial Risk

- Other

### **Risk of Liabilities**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Financial Risk

- Other

### **Personal Data Protection Act 2019 B.E.**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Compliance Risk

- Change in laws and regulations

### **Laws and Regulations of Investing Aboard**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

Compliance Risk

- Violations of laws and regulations

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

### **Investment Risk of Securities Holder**

**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

### Environmental Aspect (3.3)

#### Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : Yes

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)	1,077,563.00	974,155.00	1,070,975.00

##### Water management

##### • Water consumption

	2020	2021	2022
Water consumption (cubic meters)	5,006.00	3,599.00	4,884.00

##### 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

Company human right guideline : Employee Rights, Community and Environment Rights, Safety and Occupational Health at Work, Non-discrimination

### Results with Respect to the Social Aspect (3.4.2)

#### Information about employees

##### • Total number of employees

	2020	2021	2022
Number of male employees (persons)	273	221	234
Number of female employees (persons)	179	152	173
<b>Total (persons)</b>	<b>452</b>	<b>373</b>	<b>407</b>

##### • Employee remuneration

	2020	2021	2022
Employee remuneration (baht)	N/A	178,703,304.03	265,662,237.20

##### • Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	N/A	8	8
Employee development and training expenses (baht)	N/A	155,486.00	471,920.00

##### • 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
Percentage of employees who voluntarily resigned (%)	N/A	21.18	16.95

• **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

#### 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	7	100.00
Number of male directors	5	71.43
Number of female directors	2	28.57
Number of executive directors	3	42.86
Number of non-executive directors	4	57.14
Number of independent directors	4	57.14

#### 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. KITISAK JAMPATHIPPHONG Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Executive)  Director type: Original director	2 Dec 2021	Marketing, Construction Services, Property Development

2.	<p>Mr. KITTI PHUATHAVORNSKUL</p> <p>Gender: Male</p> <p>Age: 56 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>Vice Chairman (Executive)</p> <p>Director type: Original director</p>	2 Dec 2021	Negotiation, Transportation & Logistics
3.	<p>Mrs. APAPORN KOSOLKUL</p> <p>Gender: Female</p> <p>Age: 61 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Humanities and Social Sciences</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive, Independent director)</p> <p>Director type: Original director</p>	2 Dec 2021	Media & Publishing
4.	<p>Mr. KASEMSIT PATHOMSAK</p> <p>Gender: Male</p> <p>Age: 52 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Finance</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive, Independent director)</p> <p>Director type: Original director</p>	2 Dec 2021	Fund Management, Audit, Finance, Internal Control, Accounting, Finance & Securities
5.	<p>Mr. CHAIPATR SRIVISARVACHA</p> <p>Gender: Male</p> <p>Age: 63 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, Independent director)</p> <p>Director type: Original director</p>	2 Dec 2021	Strategic Management, Data Management, Risk Management, Audit, Data Analysis, Banking, Accounting, Statistics, Economics, Finance & Securities, Budgeting, Finance

6.	Ms. PIYAMART YONGSIRICHAISAKUL Gender: Female Age: 44 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Newly appointed director to replace ex-director	19 Jan 2022	Finance, Banking, Accounting
7.	Mr. JOSHUA COBB LEATHERS Gender: Male Age: 47 years old Highest level of education: Bachelor's degree Major: Bachelor of Art : Applied Anthropology Thai nationality: No Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	28 Feb 2022	Property Development, Marketing, Design

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

General information	Position	Tenure	Replacement Director
1. Mr. SERMKHUN KUNAWONG Gender: Male Age: 62 years old Highest level of education: Bachelor's degree Major: Communication Arts Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)	Date position was assumed: 26 Feb 2018 Date directorship ended: 1 Jan 2022	Ms. PIYAMART YONGSIRICHAISAKUL Date position was assumed: 19 Jan 2022

#### Other Information pertaining to committees

The Chairman is an independent director : No

The Chairman and the manager are the same person : Yes

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. CHAIPATR SRIVISARVACHA [1] Gender: Male Age: 63 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	2 Dec 2021	Strategic Management, Data Management, Risk Management, Audit, Data Analysis, Banking, Accounting, Statistics, Economics, Finance & Securities, Budgeting, Finance
2.	Mrs. APAPORN KOSOLKUL Gender: Female Age: 61 years old Highest level of education: Bachelor's degree Major: Humanities and Social Sciences Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	2 Dec 2021	Media & Publishing
3.	Mr. KASEMSIT PATHOMSAK [1] Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	2 Dec 2021	Fund Management, Audit, Finance, Internal Control, Accounting, Finance & Securities

[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. KITISAK JAMPATHIPPHONG Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	2 Dec 2021
2. Mr. KITTI PHUATHAVORNSKUL Gender: Male Age: 56 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	2 Dec 2021

## Other sub-committees

### Sub-committees information

Name of sub-committees	List of directors	Position
The Nomination and Remuneration Committee	Mr. KITTI PHUATHAVORNSKUL	Chairman
	Mr. KASEMSIT PATHOMSAK	Member
	Mrs. APAPORN KOSOLKUL	Member

### Roles of Sub-committees

Sub-committees responsible for risk management : None

Sub-committees responsible for nomination : The Nomination and Remuneration Committee



Sub-committees responsible for remuneration : The 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. KITISAK JAMPATHIPPHONG Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Business Administration	CHIEF EXECUTIVE OFFICER	2 Dec 2021	Marketing, Construction Services, Property Development
2. Mr. KITTI PHUATHAVORNSKUL Gender: Male Age: 56 years old Highest level of education: Bachelor's degree Major: Business Administration	Chief Operation Officer	1 Jan 2022	Negotiation, Transportation & Logistics
3. Ms. PIYAMART YONGSIRICHAISAKUL [1][2] Gender: Female Age: 44 years old Highest level of education: Master's degree Major: Business Administration	CFO	2 Dec 2021	Finance, Banking, Accounting
4. Mr. Chatchaval Teened Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Finance	Assistant Group CEO	1 Jan 2022	Finance, Marketing, Corporate Management

5.	Mr. Ariya Banomyong Gender: Male Age: 49 years old Highest level of education: Master's degree Major: Management	Co CEO	24 Feb 2022	Information & Communication Technology, Corporate Management
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[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

## Remuneration policy for executives (7.4.2 – 7.4.3)

### Remuneration policy for executives

Remuneration policy for executives : Yes

### Remuneration

	2020	2021	2022
Total executive remuneration (baht)	34,903,044.26	39,587,801.33	34,522,360.00

### Other forms of remuneration

Employee Joint Investment Program (EJIP) : Yes

## Employees (7.5)

### Information about company employees

#### Employees

Number of male employees (persons) : 234

Number of female employees (persons) : 173

Total (persons) : 407

#### Employee Remuneration

Total employee remuneration : 265,662,237.20

#### Provident fund

Total number of employees (persons) : 407

Number of employees contributing to the PVD (persons) : 316

Percentage of employees who are members (%) : 77.64

# 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 newly appointed director to replace the ex-director

General information	Position	Date position was assumed	Experience and expertise
1. Ms. PIYAMART YONGSIRICHAISAKUL Gender: Female Age: 44 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Newly appointed director to replace ex-director	Date position was assumed: 19 Jan 2022	Finance, Banking, Accounting

##### Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. KITISAK JAMPATHIPPHONG	Chairman of the board	N/A
Mr. KITTI PHUATHAVORNSKUL	Vice Chairman	N/A
Mrs. APAPORN KOSOLKUL	Director	N/A
Mr. KASEMSIT PATHOMSAK	Director	N/A
Mr. CHAIPATR SRIVISARVACHA	Director	N/A
Ms. PIYAMART YONGSIRICHAISAKUL	Director	Participating
Mr. JOSHUA COBB LEATHERS	Director	N/A

Mr. SERMKHUN KUNAWONG	Director	N/A
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## Directors' performance assessment

Method used to evaluate directors' performance	: Whole-board-of-directors assessment, Individual-director assessment (self-assessment)
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## Meeting attendance and remuneration to each Board member (8.1.2)

### Meeting attendance of the board of directors

Number of board meetings (times)	: 11
Date of AGM meeting	: 28 Apr 2022
EGM meeting	: Yes

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. KITISAK JAMPATHIPPHONG (Chairman of the board)	-	11/11	Non-participating	Participating
2. Mr. KITTI PHUATHAVORNSKUL (Vice Chairman)	-	11/11	Participating	Participating
3. Mrs. APAPORN KOSOLKUL (Director)	-	10/11	Participating	Participating
4. Mr. KASEMSIT PATHOMSAK (Director)	-	11/11	Participating	Participating
5. Mr. CHAIPATR SRIVISARVACHA (Director)	-	9/11	Participating	Participating
6. Ms. PIYAMART YONGSIRICHAISAKUL (Director)	-	10/10	Participating	Participating
7. Mr. JOSHUA COBB LEATHERS (Director)	-	7/7	Participating	Participating
8. Mr. SERMKHUN KUNAWONG (Director)	1 Jan 2022	N/A	N/A	N/A

## Remuneration for company directors

List of directors		Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non- monetary
1.	Mr. KITISAK JAMPATHIPPHONG (Chairman of the board)	-	435,600.00	0.00	No
2.	Mr. KITTI PHUATHAVORNSKUL (Vice Chairman)	-	387,200.00	0.00	No
3.	Mrs. APAPORN KOSOLKUL (Director)	-	290,400.00	0.00	No
4.	Mr. KASEMSIT PATHOMSAK (Director)	-	290,400.00	0.00	No
5.	Mr. CHAIPATR SRIVISARVACHA (Director)	-	435,600.00	0.00	No
6.	Ms. PIYAMART YONGSIRICHAISAKUL (Director)	-	242,000.00	0.00	No
7.	Mr. JOSHUA COBB LEATHERS (Director)	-	181,500.00	0.00	No
8.	Mr. SERMKHUN KUNAWONG (Director)	1 Jan 2022	N/A	0.00	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) : 5

List of directors		Termination date	Number of the audit committee meeting
1.	Mr. CHAIPATR SRIVISARVACHA (Chairman of the audit committee)	-	5/5
2.	Mrs. APAPORN KOSOLKUL (Audit committee)	-	5/5
3.	Mr. KASEMSIT PATHOMSAK (Audit committee)	-	5/5