



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

PROUD REAL ESTATE 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 : PROUD REAL ESTATE PUBLIC COMPANY LIMITED

Symbol : PROUD

Address : No. 900 Tonson Tower, 6th Floor, Ploenchit Road, Lumpini Sub-district, Pathumwan District

Province : Bangkok

Postcode : 10330

Business : Real Estate

Registration Number : 0107545000331

Telephone : 0-2035-0999

Fax (if applicable) : 0-2035-0998

Website : www.proudrealestate.co.th

Email : Nittaya.m@proudrealestate.co.th

Total Shares Sold (shares)

Common Stock : 641,469,040

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping*

	2020	2021	2022
Total (Thousand baht)	198,200.00	3,620.00	2,110,290.00
Total Revenue (Thousand baht)	198,200.00	3,620.00	2,110,290.00

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Total Revenue (%)	100.00	100.00	100.00

By Geographical Area or Market*

	2020	2021	2022
Total (Thousand baht)	198,200.00	3,620.00	2,110,290.00
Domestic (Thousand baht)	198,200.00	3,620.00	2,110,290.00
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)

1) Risk from legal changes and regulations that may affect the real estate development business.

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates
- Government policy
- Policies or international agreements related to business operations
- Business operations of partners in the supply chain
- Damage to company image and reputation

Operational Risk

- Shortage or reliance on skilled workers
- Shortage or fluctuation in pricing of raw materials or productive resources
- Loss or damage from non-compliance of partners or counterparties
- Climate change and disasters

Compliance Risk

- Change in laws and regulations
- Laws and regulations is not favorable for doing business
- Violations of laws and regulations

Financial Risk

- Insufficient sources of funding

- Change in financial and investment policies of financial institutions that affect business operations
- Fluctuation in exchange rates, interest rates, or the inflation rate

Sustainable Development

Sustainable Development

Sustainability Management Policy and Targets (3.1)

Sustainability Management Policy and Targets

Corporate Sustainability Policy : No

Environmental Aspect (3.3)

Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : No

Results with Respect to the Environmental Aspect (3.3.2)

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 : www.proudrealestate.co.th

Company human right guideline : Employee Rights, Migrant Workers, 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	0	0
Number of female employees (persons)	0	0	0
Total (persons)	0	0	0

• Employee development and training

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

• Health, safety and work environment

	2020	2021	2022
Number of employee work injuries leading to employee absence (times)	N/A	N/A	N/A

• Significant labor dispute

	2020	2021	2022
Significant labor dispute	No	No	No

Corporate Governance Policy

Corporate Governance Policy

Overview of the Corporate Governance Policy and Guideline (6.1)

Corporate Governance Policy

Corporate Governance Policy : Yes

Company website on corporate governance policy : www.proudrealestate.co.th

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	8	100.00
Number of male directors	6	75.00
Number of female directors	2	25.00
Number of executive directors	4	50.00
Number of non-executive directors	4	50.00
Number of independent directors	4	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. ANUWAT MAYTHEEWIBULWUT Gender: Male Age: 70 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director) Director type: Original director	13 May 2019	Law

2.	Mr. VERAPONG CHAIPERM Gender: Male Age: 56 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Executive) Director type: Original director	15 May 2019	Engineering
3.	Mr. PASU LIPTAPANLOP Gender: Male Age: 36 years old Highest level of education: Bachelor's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	13 May 2019	Finance
4.	Ms. PROUDPUTH LIPTAPANLOP Gender: Female Age: 34 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	13 May 2019	Property Development, Economics
5.	Ms. ANCHALEE BUNSONGSIKUL Gender: Female Age: 52 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	13 May 2019	Finance

6.	Mr. ANUCHA SIHANATKATHAKUL Gender: Male Age: 62 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	15 May 2019	Accounting, Finance
7.	Mr. PUMIPAT SINACHAROEN Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	1 Jan 2021	Economics, Property Development, Accounting, Finance
8.	Mr. DAN SORNMANI Gender: Male Age: 58 years old Highest level of education: Bachelor's degree Major: International Marketing Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	23 Feb 2021	Marketing, Digital Marketing, Brand Management

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. ANUWAT MAYTHEEWIBULWUT [1] Gender: Male Age: 70 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	15 May 2019	Law
2.	Ms. ANCHALEE BUNSONGSIKUL [1] Gender: Female 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	15 May 2019	Finance
3.	Mr. DAN SORNMANI Gender: Male Age: 58 years old Highest level of education: Bachelor's degree Major: International Marketing Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	23 Feb 2021	Marketing, Digital Marketing, Brand Management

[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. PASU LIPTAPANLOP Gender: Male Age: 36 years old Highest level of education: Bachelor's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Vice-chairman of the executive committee	13 May 2019
2. Ms. PROUDPUTH LIPTAPANLOP Gender: Female Age: 34 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	13 May 2019
3. Mr. PUMIPAT SINACHAROEN Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 Jan 2021

Other sub-committees

Roles of Sub-committees

Sub-committees responsible for risk management : None

Sub-committees responsible for nomination : None

Sub-committees responsible for remuneration : None

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. Ms. Natarin Paramawes Gender: Female Age: 48 years old Highest level of education: Master's degree Major: Accounting	Executive Vice President of Sales and Marketing Division	1 Jun 2021	Marketing, Data Management, Accounting
2. Ms. Anotai Worasunthararom Gender: Female Age: 41 years old Highest level of education: Master's degree Major: Accounting	Senior Vice President of Business Development and Strategy Division	1 Jan 2019	Property Development, Accounting, Engineering
3. Ms. Naruedee Koslathip [1][2] Gender: Female Age: 43 years old Highest level of education: Master's degree Major: Finance	Senior Vice President of Finance and Accounting Division	8 Aug 2022	Finance, Accounting
4. Mr. Chisarat Surakarn Gender: Male Age: 46 years old Highest level of education: Bachelor's degree Major: Architecture	Vice President of Project Development	16 May 2022	Property Development, Architecture

5.	Mr. Kitiwat Chinrangkhakun Gender: Male Age: 44 years old Highest level of education: Bachelor's degree Major: Engineering	Vice President of Project Development	22 Dec 2022	Property Development, Engineering
6.	Mr. Eakchai Tejthiwat Gender: Male Age: 35 years old Highest level of education: Bachelor's degree Major: Management	Vice President of Corporate Marketing and PR Department	1 Jun 2022	Marketing

[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 : No

Remuneration

	2020	2021	2022
Total executive remuneration (baht)	0.00	0.00	0.00

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) : 0

Number of female employees (persons) : 0

Total (persons) : 0

Provident fund

Total number of employees (persons) : 0

Number of employees contributing to the PVD (persons) : 0

Percentage of employees who are members (%) : 0.00

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)

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. ANUWAT MAYTHEEWIBULWUT	Chairman of the board	Non-participating
Mr. VERAPONG CHAIPERM	Vice Chairman	Non-participating
Mr. PASU LIPTAPANLOP	Director	Non-participating
Ms. PROUDPUATH LIPTAPANLOP	Director	Non-participating
Ms. ANCHALEE BUNSONGSIKUL	Director	Non-participating
Mr. ANUCHA SIHANATKATHAKUL	Director	Non-participating
Mr. PUMIPAT SINACHAROEN	Director	Non-participating
Mr. DAN SORNMANI	Director	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) : 5

Date of AGM meeting : 28 Apr 2023

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. ANUWAT MAYTHEEWIBULWUT (Chairman of the board)	-	5/5	Participating	Did not hold the meeting
2.	Mr. VERAPONG CHAIPERM (Vice Chairman)	-	0/5	Non-participating	Did not hold the meeting
3.	Mr. PASU LIPTAPANLOP (Director)	-	5/5	Participating	Did not hold the meeting
4.	Ms. PROUDPUTH LIPTAPANLOP (Director)	-	5/5	Participating	Did not hold the meeting
5.	Ms. ANCHALEE BUNSONGSIKUL (Director)	-	5/5	Participating	Did not hold the meeting
6.	Mr. ANUCHA SIHANATKATHAKUL (Director)	-	5/5	Participating	Did not hold the meeting
7.	Mr. PUMIPAT SINACHAROEN (Director)	-	5/5	Participating	Did not hold the meeting
8.	Mr. DAN SORNMANI (Director)	-	5/5	Participating	Did not hold the meeting

Remuneration for company directors

	List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non-monetary
1.	Mr. ANUWAT MAYTHEEWIBULWUT (Chairman of the board)	-	200,000.00	0.00	No
2.	Mr. VERAPONG CHAIPERM (Vice Chairman)	-	0.00	0.00	No
3.	Mr. PASU LIPTAPANLOP (Director)	-	90,000.00	0.00	No
4.	Ms. PROUDPUTH LIPTAPANLOP (Director)	-	75,000.00	0.00	No
5.	Ms. ANCHALEE BUNSONGSIKUL (Director)	-	135,000.00	0.00	No
6.	Mr. ANUCHA SIHANATKATHAKUL (Director)	-	90,000.00	0.00	No

7.	Mr. PUMIPAT SINACHAROEN (Director)	-	75,000.00	0.00	No
8.	Mr. DAN SORNMANI (Director)	-	120,000.00	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

List of directors		Termination date	Number of the audit committee meeting
1.	Mr. ANUWAT MAYTHEEWIBULWUT (Chairman of the audit committee)	-	4/4
2.	Ms. ANCHALEE BUNSONGSIKUL (Audit committee)	-	4/4
3.	Mr. DAN SORNMANI (Audit committee)	-	3/4