



# **Annual Registration Statement / Annual Report**

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

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

**THE STEEL 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 : THE STEEL PUBLIC COMPANY LIMITED

Symbol : THE

Address : 1401 Ekkachai Road, Bangbon Tai Sub-district, Bangbon District

Province : Bangkok

Postcode : 10150

Business : The Company has been selling various kind of metal products, raw materials (not forming), such as, Hot Roll Coil and forming, such as, slitting, plate, and other hot formings and cold formings, steel channel bar, steel angle bar, rip c-channel and steel pipe.

Registration Number : 0107549000106

Telephone : 0-2894-8889-90

Fax (if applicable) : 0-2408-0272-4

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

Email : [theinfo@thesteel.co.th](mailto:theinfo@thesteel.co.th)

#### Total Shares Sold (shares)

Common Stock : 1,102,061,385

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

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

	2020	2021	2022
Total (Thousand baht)	7,445,910.00	14,518,966.00	10,198,578.00
Steel (Thousand baht)	7,337,080.00	14,399,070.00	9,970,050.00
Other income (Thousand baht)	108,830.00	119,896.00	228,528.00

  

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Steel (%)	98.54	99.17	97.76
Other income (%)	1.46	0.83	2.24

#### By Geographical Area or Market\*

	2020	2021	2022
Total (Thousand baht)	7,445,910.00	14,518,966.00	10,198,578.00
Domestic (Thousand baht)	7,445,910.00	14,518,966.00	10,198,578.00
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	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 associated with raw material and the volatility of the price of raw material**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

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

**Risk associated with the fluctuation of exchange rate**

**Risk Management Measures:** Yes

**Related Risk Topics**

Financial Risk

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

### Risk to Securities Holder (2.2.2)

**Risk Associated with Major Shareholders Holding Shares More than 50%**

**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 : 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)

#### Water management

- Water consumption

	2020	2021	2022
Water consumption (cubic meters)	30,932.00	22,483.00	19,608.00

#### Waste management

- Waste from operations

	2020	2021	2022
Non-hazardous waste (kg)	1,692,290.00	1,616,460.00	1,032,140.00
Hazardous waste (kg)	7,900.00	7,990.00	8,010.00
Total (kg)	1,700,190.00	1,624,450.00	1,040,150.00

#### Greenhouse gas management

- Greenhouse gas emissions

	2020	2021	2022
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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 : No

### 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)	250	262	295
Number of female employees (persons)	165	185	145
<b>Total (persons)</b>	<b>415</b>	<b>447</b>	<b>440</b>

##### • 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	20	24

##### • 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, Director Development

### **Code of Conduct (6.2)**

#### **Establishing a Code of Conduct**

##### **Establishing a Code of Conduct**

Code of Conduct : No

**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	3	42.86

#### 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. MANU LEOPAIROTE Gender: Male Age: 79 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director)  Director type: Re-elected as director	13 May 2020	Economics



2.	<p>Mrs. SEENUAL TASANAPANT</p> <p>Gender: Female</p> <p>Age: 76 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>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p>	3 Jul 2006	Accounting, Law
3.	<p>Mr. SUROJ JIRAPHONGTRAKUL</p> <p>Gender: Male</p> <p>Age: 55 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>Director</p> <p>(Executive)</p> <p>Director type: Original director</p>	31 Aug 2015	Steel
4.	<p>Mr. NIRUT NGAMCHAMNANRITH</p> <p>Gender: Male</p> <p>Age: 42 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>Director</p> <p>(Executive)</p> <p>Director type: Re-elected as director</p>	31 Aug 2015	Steel, Tourism & Leisure
5.	<p>Mr. RUJIRA JIRAPHONGTRAKUL</p> <p>Gender: Male</p> <p>Age: 30 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Architecture</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Executive)</p> <p>Director type: Original director</p>	13 May 2020	Steel, Architecture

6.	Mr. SUMATH CHINNARAKSA	Director (Non-executive, Independent director)	25 Feb 2021	Banking, Finance
	Gender: Male			
	Age: 64 years old			
	Highest level of education:			
	Bachelor's degree	Director type: Re-elected		
	Major: Business Administration	as director		
	Thai nationality: Yes			
	Residing in Thailand: Yes			
7.	Ms. PROUDPALIN VACHARABENJAPAT	Director (Non-executive)	17 May 2022	Steel, Marketing
	Gender: Female			
	Age: 45 years old	Director type: Newly		
	Highest level of education:	appointed director to		
	Bachelor's degree	replace ex-director		
	Major: Marketing			
	Thai nationality: Yes			
	Residing in Thailand: Yes			

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

General information	Position	Tenure	Replacement Director
1. Mr. BOONCHAI JIRAPONGTRAKUL	Director	Date position was	Ms. PROUDPALIN
Gender: Male	(Executive)	assumed:	VACHARABENJAPAT
Age: 53 years old		13 Jun 2006	Date position was assumed:
Highest level of education: Below		Date directorship	17 May 2022
a bachelor's degree		ended:	
Major: Business Administration		17 May 2022	
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. MANU LEOPAIROTE Gender: Male Age: 79 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Re-elected as director	13 May 2020	Economics
2. Mrs. SEENUAL TASANAPANT [1] Gender: Female Age: 76 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	3 Jul 2006	Accounting, Law
3. Mr. SUMATH CHINNARAKSA Gender: Male Age: 64 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Re-elected as director	25 Feb 2021	Banking, Finance

[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. SUROJ JIRAPHONGTRAKUL Gender: Male Age: 55 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	17 May 2022
2. Mr. NIRUT NGAMCHAMNANRITH 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	28 Feb 2017
3. Mr. RUJIRA JIRAPHONGTRAKUL Gender: Male Age: 30 years old Highest level of education: Bachelor's degree Major: Architecture Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	17 May 2022
4. Mr. Pornthep Pripaisalkij Gender: Male 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	17 May 2022

#### List of executive committee members who resigned/vacated their position during the year

General information	Position	Tenure	Replacement Director
1. Mr. Sila Wangphornpra Gender: Male Age: 50 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	Date position was assumed: 29 Jun 2006 Date directorship ended: 17 May 2022	Mr. Pornthep Pripaisalkij Date position was assumed: 17 May 2022
2. Mr. Prasertsuk Nudthaisong Gender: Male Age: 50 years old Highest level of education: Below a bachelor's degree Major: Secondary School Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	Date position was assumed: 29 Jun 2006 Date directorship ended: 17 May 2022	Mr. RUJIRA JIRAPHONGTRAKUL Date position was assumed: 17 May 2022

#### Other sub-committees

#### Sub-committees information

Name of sub-committees	List of directors	Position
Nomination and Remuneration Committee	Mrs. SEENUAL TASANAPANT	Chairman
	Ms. PROUDPALIN VACHARABENJAPAT	Member
	Mrs. Nartsine Sarnvanichpitak	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. SUROJ JIRAPHONGTRAKUL Gender: Male Age: 55 years old Highest level of education: Bachelor's degree Major: Business Administration	CHIEF EXECUTIVE OFFICE	17 May 2022	Steel
2. Mr. NIRUT NGAMCHAMNANRITH Gender: Male Age: 42 years old Highest level of education: Bachelor's degree Major: Business Administration	Chief Executive Officer-Foreign	24 Sep 2019	Steel, Tourism & Leisure
3. Mr. Pornthep Pripaisalkij [1] Gender: Male Age: 62 years old Highest level of education: Master's degree Major: Business Administration	Chief Financial Officer	2 Feb 2009	Steel, Accounting, Finance

[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)	17,171,380.00	17,111,126.00	17,455,333.00

## 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) : 295

Number of female employees (persons) : 145

Total (persons) : 440

#### Provident fund

Total number of employees (persons) : 440

Number of employees contributing to the PVD (persons) : 112

Percentage of employees who are members (%) : 25.45

# 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. MANU LEOPAIROTE Gender: Male Age: 79 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 13 May 2020	Economics
2. Mr. NIRUT NGAMCHAMNANRITH Gender: Male Age: 42 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	Date position was assumed: 31 Aug 2015	Steel, Tourism & Leisure
3. Mr. SUMATH CHINNARAKSA Gender: Male Age: 64 years old Highest level of education: Bachelor'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: 25 Feb 2021	Banking, Finance

• List of newly appointed director to replace the ex-director

General information	Position	Date position was assumed	Experience and expertise
1. Ms. PROUDPALIN VACHARABENJAPAT Gender: Female Age: 45 years old Highest level of education: Bachelor's degree Major: Marketing Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Newly appointed director to replace ex-director	Date position was assumed: 17 May 2022	Steel, Marketing

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. MANU LEOPAIROTE	Chairman of the board	Non-participating
Mrs. SEENUAL TASANAPANT	Director	Non-participating
Mr. SUROJ JIRAPHONGTRAKUL	Director	Non-participating
Mr. NIRUT NGAMCHAMNANRITH	Director	Non-participating
Mr. RUJIRA JIRAPHONGTRAKUL	Director	Non-participating
Mr. SUMATH CHINNARAKSA	Director	Non-participating
Ms. PROUDPALIN VACHARABENJAPAT	Director	Non-participating
Mr. BOONCHAI JIRAPONGTRAKUL	Director	Non-participating

Directors' performance assessment

Method used to evaluate directors' performance : Whole-board-of-directors 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 : 26 Apr 2022

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. MANU LEOPAIROTE (Chairman of the board)	-	4/4	Participating	Did not hold the meeting
2.	Mrs. SEENUAL TASANAPANT (Director)	-	4/4	Non-participating	Did not hold the meeting
3.	Mr. SUROJ JIRAPHONGTRAKUL (Director)	-	4/4	Participating	Did not hold the meeting
4.	Mr. NIRUT NGAMCHAMNANRITH (Director)	-	4/4	Participating	Did not hold the meeting
5.	Mr. RUJIRA JIRAPHONGTRAKUL (Director)	-	4/4	Participating	Did not hold the meeting
6.	Mr. SUMATH CHINNARAKSA (Director)	-	4/4	Participating	Did not hold the meeting
7.	Ms. PROUDPALIN VACHARABENJAPAT (Director)	-	2/4	Participating	Did not hold the meeting
8.	Mr. BOONCHAI JIRAPONGTRAKUL (Director)	17 May 2022	1/4	Non-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. MANU LEOPAIROTE (Chairman of the board)	-	264,000.00	0.00	No
2.	Mrs. SEENUAL TASANAPANT (Director)	-	176,000.00	0.00	No
3.	Mr. SUROJ JIRAPHONGTRAKUL (Director)	-	88,000.00	0.00	No

4.	Mr. NIRUT NGAMCHAMNANRITH (Director)	-	88,000.00	0.00	No
5.	Mr. RUJIRA JIRAPHONGTRAKUL (Director)	-	88,000.00	0.00	No
6.	Mr. SUMATH CHINNARAKSA (Director)	-	176,000.00	0.00	No
7.	Ms. PROUDPALIN VACHARABENJAPAT (Director)	-	44,000.00	0.00	No
8.	Mr. BOONCHAI JIRAPONGTRAKUL (Director)	17 May 2022	22,000.00	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

#### 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. MANU LEOPAIROTE (Chairman of the audit committee)	-	4/4
2.	Mrs. SEENUAL TASANAPANT (Audit committee)	-	4/4
3.	Mr. SUMATH CHINNARAKSA (Audit committee)	-	4/4