



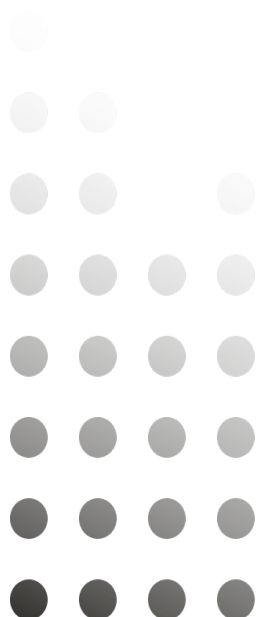
# **Annual Registration Statement / Annual Report**

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

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

**SRIRACHA CONSTRUCTION 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 : SRIRACHA CONSTRUCTION PUBLIC COMPANY LIMITED

Symbol : SRICHA

Address : 97 Moo 3, Surasak, Sriracha

Province : Chonburi

Postcode : 20110

Business : The Company provides mechanical construction services for domestic and international customers. Its scope of services includes Detail Engineering, Procurement, and Construction (EPC). The Company mostly focuses on construction service.

Registration Number : 0107554000305

Telephone : 0-3877-2462-6

Fax (if applicable) : 0-3877-2467

Website : [www.sricha.com](http://www.sricha.com)

Email : [SCC@Sricha.com](mailto:SCC@Sricha.com)

Total Shares Sold (shares)

Common Stock : 309,879,000

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

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

	2020	2021	2022
Total (Thousand baht)	1,655,883.20	2,563,041.21	1,591,822.00
Construction (Thousand baht)	1,338,325.43	2,167,475.83	1,169,980.65
Revenue Services (Thousand baht)	312,699.10	384,935.62	412,573.51
Other income (Thousand baht)	4,858.67	10,629.76	9,267.84

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Construction (%)	80.82	84.57	73.50
Revenue Services (%)	18.88	15.02	25.92
Other income (%)	0.29	0.41	0.58

#### By Geographical Area or Market\*

	2020	2021	2022
Total (Thousand baht)	1,655,883.20	2,563,041.21	1,591,822.00
Domestic (Thousand baht)	1,531,498.87	2,051,857.65	1,048,446.74
International (Thousand baht)	124,384.33	511,183.56	543,375.26
Madagascar (Thousand baht)	124,384.33	511,183.56	543,375.26

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Domestic (%)	92.49	80.06	65.86
International (%)	7.51	19.94	34.14

Madagascar (%)	100.00	100.00	100.00
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\*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)**

### Risks from Internal Factors

**Risk Management Measures:** Yes

#### Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates

Operational Risk

- Systems or internal control system

Compliance Risk

- Corporate Governance

Financial Risk

- 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 : Yes

### Environmental Aspect (3.3)

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

Environmental Policy and Practice : Yes

Company environmental guideline : Electricity Management

### 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
<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

### 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)	2,445	2,292	1,917
Number of female employees (persons)	290	310	260
<b>Total (persons)</b>	<b>2,735</b>	<b>2,602</b>	<b>2,177</b>

##### • Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	6	6	6
Employee development and training expenses (baht)	406,423.00	201,520.00	717,185.00

##### • Health, safety and work environment

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

##### • Employee retention

	2020	2021	2022
Percentage of employees who voluntarily resigned (%)	31.89	85.45	60.84

• 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 : Compensation, 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 : Anti-corruption

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	5	55.56

#### 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. YIEM CHUNDPRASIT Gender: Male Age: 81 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director)  Director type: Original director	12 Jul 2011	Engineering



2.	Mr. BOONKRUA KHEMAPIRATANA Gender: Male Age: 81 years old Highest level of education: Below a bachelor's degree Major: - Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	20 Apr 2021	Construction Services
3.	Mr. CHATMONGKOL KHEMAPIRAT Gender: Male Age: 54 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	19 Apr 2022	Media & Publishing, Engineering, Accounting
4.	Mrs. SUDCHINDA SETHAKULVICHAI Gender: Female 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	20 Apr 2021	Accounting
5.	Mr. KAMOL RATANACHAI Gender: Male Age: 56 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	20 Apr 2021	

6.	Mr. GRIDSADA POTISOMPORN Gender: Male Age: 65 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	19 Apr 2022	Construction Services, Data Management
7.	Mr. DUSIT CHOOPANYA Gender: Male Age: 84 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	19 Apr 2022	Engineering, Audit
8.	Mrs. PIYAPA CHONGSATHIEN Gender: Female Age: 52 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	20 Apr 2021	Accounting, Finance
9.	Mr. SARAVUT KRAILADSIRI Gender: Male Age: 50 years old Highest level of education: Master's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	13 Aug 2021	Law, Accounting, Finance

#### 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. DUSIT CHOOPANYA [1] Gender: Male Age: 84 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director)  Director type: Original director	19 Apr 2022	Engineering, Audit
2. Mrs. PIYAPA CHONGSATHIEN [1] Gender: Female Age: 52 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: Original director	20 Apr 2021	Accounting, Finance

3.	Mr. SARAVUT KRAILADSIRI [1]	Audit committee	13 Aug 2021	Law, Accounting, Finance
	Gender: Male	(Non-executive,		
	Age: 50 years old	Independent director)		
	Highest level of education:			
	Master's degree	Director type: Original		
	Major: Law	director		
	Thai nationality: Yes			
	Residing in Thailand: Yes			

[1] A director with the accounting expertise needed to review financial statements

## Other sub-committees

### Sub-committees information

Name of sub-committees	List of directors	Position
Nomination and Remuneration	Mr. KAMOL RATANACHAI	Chairman
	Mrs. PIYAPA CHONGSATHIEN	Member
	Mr. SARAVUT KRAILADSIRI	Member
Risk Management Committee	Mr. YIEM CHUNDPRASIT	Chairman
	Mr. BOONKRUA KHEMAPIRATANA	Member
	Mr. KAMOL RATANACHAI	Member

### Roles of Sub-committees

Sub-committees responsible for risk management : Risk Management Committee

Sub-committees responsible for nomination : Nomination and Remuneration

Sub-committees responsible for remuneration : Nomination and Remuneration

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. BOONKRUA KHEMAPIRATANA Gender: Male Age: 81 years old Highest level of education: Below a bachelor's degree Major: -	CHIEF EXECUTIVE DIRECTOR	14 Dec 2011	Construction Services

[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)	22,761,145.00	15,402,586.00	28,321,661.00

#### 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) : 1,917

Number of female employees (persons) : 260

Total (persons) : 2,177

#### Provident fund

Total number of employees (persons) : 2,177

Number of employees contributing to the PVD (persons) : 182

Percentage of employees who are members (%) : 8.36

# 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. YIEM CHUNDPRASIT	Chairman of the board	Non-participating
Mr. BOONKRUA KHEMAPIRATANA	Director	Non-participating
Mr. CHATMONGKOL KHEMAPIRAT	Director	Non-participating
Mrs. SUDCHINDA SETHAKULVICHAI	Director	Non-participating
Mr. KAMOL RATANACHAI	Director	Participating
Mr. GRIDSADA POTISOMPORN	Director	Non-participating
Mr. DUSIT CHOOPANYA	Director	Non-participating
Mrs. PIYAPA CHONGSATHIEN	Director	Participating
Mr. SARAVUT KRAILADSIRI	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) : 4



Date of AGM meeting : 19 Apr 2022

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. YIEM CHUNDPRASIT (Chairman of the board)	-	4/4	Participating	Did not hold the meeting
2.	Mr. BOONKRUA KHEMAPIRATANA (Director)	-	4/4	Participating	Did not hold the meeting
3.	Mr. CHATMONGKOL KHEMAPIRAT (Director)	-	4/4	Participating	Did not hold the meeting
4.	Mrs. SUDCHINDA SETHAKULVICHAI (Director)	-	4/4	Participating	Did not hold the meeting
5.	Mr. KAMOL RATANACHAI (Director)	-	4/4	Participating	Did not hold the meeting
6.	Mr. GRIDSADA POTISOMPORN (Director)	-	4/4	Participating	Did not hold the meeting
7.	Mr. DUSIT CHOOPANYA (Director)	-	4/4	Participating	Did not hold the meeting
8.	Mrs. PIYAPA CHONGSATHIEN (Director)	-	4/4	Participating	Did not hold the meeting
9.	Mr. SARAVUT KRAILADSIRI (Director)	-	4/4	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. YIEM CHUNDPRASIT (Chairman of the board)	-	210,000.00	800,000.00	No
2.	Mr. BOONKRUA KHEMAPIRATANA (Director)	-	285,000.00	800,000.00	No
3.	Mr. CHATMONGKOL KHEMAPIRAT (Director)	-	135,000.00	800,000.00	No
4.	Mrs. SUDCHINDA SETHAKULVICHAI (Director)	-	135,000.00	800,000.00	No

5.	Mr. KAMOL RATANACHAI (Director)	-	195,000.00	800,000.00	No
6.	Mr. GRIDSADA POTISOMPORN (Director)	-	135,000.00	800,000.00	No
7.	Mr. DUSIT CHOOPANYA (Director)	-	155,000.00	800,000.00	No
8.	Mrs. PIYAPA CHONGSATHIEN (Director)	-	135,000.00	800,000.00	No
9.	Mr. SARAVUT KRAILADSIRI (Director)	-	135,000.00	800,000.00	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. DUSIT CHOOPANYA (Chairman of the audit committee)	-	4/4
2.	Mrs. PIYAPA CHONGSATHIEN (Audit committee)	-	4/4
3.	Mr. SARAVUT KRAILADSIRI (Audit committee)	-	4/4