



# **Annual Registration Statement / Annual Report**

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

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

**S P V I 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 : S P V I PUBLIC COMPANY LIMITED

Symbol : SPVI

Address : 1213/58-59 Soi Ladprao 94, Sriwara Road, Phlapphla,  
Wangthonglang

Province : Bangkok

Postcode : 10310

Business : SPVI is one of the authorized reseller of Apple products which  
comprise of Apple computer, iOS devices and Apple accessories.  
The Company is also a distributor of Non-Apple products which  
can be used with Apple products in order to accommodate  
customer's needs. Moreover, the Company provides service  
centers to offer after sales services for all Apple products  
which operate under the name "iCenter"

Registration Number : 0107556000264

Telephone : 0-2559-2901-10

Fax (if applicable) : 0-2559-2488

Website : <http://www.spvi.co.th>

Email : [ir@spvi.co.th](mailto:ir@spvi.co.th)

Total Shares Sold (shares)

Common Stock : 400,000,000

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

#### By Product Line or Business Grouping

	2020	2021	2022
Total (Thousand baht)	3,634.97	5,573.26	5,615.76
Revenue from Apple Products (Thousand baht)	3,291.11	5,169.61	5,144.49
Revenue from Non-Apple Products (Thousand baht)	286.79	340.88	397.90
Service Income (Thousand baht)	19.16	25.30	24.14
Other income (Thousand baht)	37.91	37.47	49.23

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Revenue from Apple Products (%)	90.54	92.76	91.61
Revenue from Non-Apple Products (%)	7.89	6.12	7.09
Service Income (%)	0.53	0.45	0.43
Other income (%)	1.04	0.67	0.88

#### By Geographical Area or Market

	2020	2021	2022
Total (Thousand baht)	3,634.97	5,573.26	5,615.76
Domestic (Thousand baht)	3,634.97	5,573.26	5,615.76
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
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**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 from being terminated as an authorized reseller of Apple products**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Other

**Risk associate with the product obsolescence**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

- Product obsolescence

**Risk associated with the competition**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Behavior or needs of customers / consumers



# 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 : Yes

URL of environmental policy and practice : <https://www.spvi.co.th/sustainability>

Company environmental guideline : Electricity Management, Water Management, Waste Management, Greenhouse Gas and Climate Change 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

URL of human rights policy : <https://www.spvi.co.th/sustainability>

Company human right guideline : Employee Rights, Consumer 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)	168	174	190
Number of female employees (persons)	277	313	253
<b>Total (persons)</b>	<b>445</b>	<b>487</b>	<b>443</b>

##### • Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	6	6	6

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

	2020	2021	2022
Number of employee work injuries leading to employee absence (times)	0	0	0

##### • 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.spvi.co.th/corporate-governance-policy>

#### 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

### 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	2	25.00
Number of non-executive directors	6	75.00
Number of independent directors	3	37.50

#### 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. TEERA APHAIWONGSE Gender: Male Age: 75 years old Highest level of education: Master's degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director)  Director type: Original director	29 Oct 2012	IT Management, Internal Control, Leadership, Banking, Accounting



2.	Mr. SUJIN SUWANNAGATE Gender: Male Age: 72 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Non-executive, Independent director)  Director type: Re-elected as director	29 Oct 2012	Audit, Internal Control, Data Analysis, Banking, Accounting, Finance
3.	Mrs. PETCHARAT VOLYARNGOSOL Gender: Female Age: 62 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	6 Jan 2011	Economics
4.	Mr. NARATHORN WONGVISES Gender: Male Age: 70 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Re-elected as director	6 Jan 2011	Banking, IT Management, Risk Management
5.	Mr. MIN INTANATE Gender: Male Age: 68 years old Highest level of education: Doctoral degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Original director	6 Jan 2011	Insurance, Media & Publishing, Information & Communication Technology, Law, Data Management, Data Analysis, Architecture, Leadership, Risk Management

6.	Mr. TRISORN VOLYARNGOSOL Gender: Male Age: 61 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	6 Jan 2011	Finance, Leadership, Corporate Management, Corporate Social Responsibility
7.	Mrs. SUSAMA RATIVANICH Gender: Female Age: 45 years old Highest level of education: Master's degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	29 Oct 2012	IT Management, Internal Control, Media & Publishing
8.	Mr. SOPHON INTANATE Gender: Male Age: 40 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Original director	1 Apr 2015	Economics, Insurance, Finance, Leadership

#### 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 : No

## 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. TEERA APHAIWONGSE [1] Gender: Male Age: 75 years old Highest level of education: Master's degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director)  Director type: Original director	29 Oct 2012	IT Management, Internal Control, Leadership, Banking, Accounting
2.	Mrs. SUSAMA RATIVANICH Gender: Female Age: 45 years old Highest level of education: Master's degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Original director	29 Oct 2012	IT Management, Internal Control, Media & Publishing
3.	Mr. SUJIN SUWANNAGATE [1] Gender: Male Age: 72 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: Re-elected as director	29 Oct 2012	Audit, Internal Control, Data Analysis, Banking, Accounting, 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. MIN INTANATE Gender: Male Age: 68 years old Highest level of education: Doctoral degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	1 Mar 2011
2. Mr. TRISORN VOLYARNGOSOL Gender: Male Age: 61 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 Mar 2011
3. Mrs. PETCHARAT VOLYARNGOSOL Gender: Female 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	1 Mar 2023
4. Ms. Pakjira Tassanasewee Gender: Female Age: 32 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 Nov 2020

### Other sub-committees

## Sub-committees information

Name of sub-committees	List of directors	Position
Risk Management Committee	Mr. NARATHORN WONGVISES	Chairman
	Mr. TRISORN VOLYARNGOSOL	Member
	Mrs. PETCHARAT VOLYARNGOSOL	Member
	Ms. Pakjira Tassanasewee	Member
Nomination and Remuneration Committee	Mr. TEERA APHAIWONGSE	Chairman
	Mr. SUJIN SUWANNAGATE	Member
	Mrs. SUSAMA RATIVANICH	Member

## Roles of Sub-committees

Sub-committees responsible for risk management : Risk Management Committee

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. TRISORN VOLYARNGOSOL Gender: Male Age: 61 years old Highest level of education: Master's degree Major: Business Administration	MANAGING DIRECTOR	6 Jan 2011	Finance, Leadership, Corporate Management, Corporate Social Responsibility
2. Mrs. PETCHARAT VOLYARNGOSOL Gender: Female Age: 62 years old Highest level of education: Master's degree Major: Business Administration	Vice President - Operations	1 Mar 2021	Economics
3. Ms. Pakjira Tassanasewee [1] Gender: Female Age: 32 years old Highest level of education: Bachelor's degree Major: Accounting	Vice President - Account and Finance	1 Nov 2020	Accounting, Finance, Audit
4. Mrs. Duangnapa Volyarngosol Gender: Female Age: 57 years old Highest level of education: Bachelor's degree Major: Computer Science	Assistant Vice President (Product Management)	1 Mar 2011	Procurement, Negotiation
5. Mr. Pongsan Molee Gender: Male Age: 39 years old Highest level of education: Master's degree Major: Finance	Assistant Vice President (Retail)	1 Mar 2021	Marketing, Finance

6.	Mr. Pairoj Ullisnant Gender: Male Age: 54 years old Highest level of education: Below a bachelor's degree Major: Electric	Senior Manager (Retail)	1 Mar 2011	Leadership, Human Resource Management
7.	Mr. Pongsakorn Boonsrimuang Gender: Male Age: 52 years old Highest level of education: Master's degree Major: Engineering	Senior Manager (Engineer and Service)	1 Mar 2011	Information & Communication Technology, Engineering

[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)	24,451,772.49	25,369,132.32	24,115,763.91

### 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) : 190

Number of female employees (persons) : 253

Total (persons) : 443

#### Provident fund

Total number of employees (persons) : 443

Number of employees contributing to the PVD (persons) : 232

Percentage of employees who are members (%) : 52.37



# 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. SUJIN SUWANNAGATE Gender: Male Age: 72 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 29 Oct 2012	Audit, Internal Control, Data Analysis, Banking, Accounting, Finance
2. Mrs. PETCHARAT VOLYARNGOSOL Gender: Female Age: 62 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	Date position was assumed: 6 Jan 2011	Economics
3. Mr. NARATHORN WONGVISES Gender: Male Age: 70 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Re-elected as director	Date position was assumed: 6 Jan 2011	Banking, IT Management, Risk Management

## Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. TEERA APHAIWONGSE	Chairman of the board	N/A
Mr. SUJIN SUWANNAGATE	Vice Chairman	N/A
Mrs. PETCHARAT VOLYARNGOSOL	Director	N/A
Mr. NARATHORN WONGVISES	Director	N/A
Mr. MIN INTANATE	Director	N/A
Mr. TRISORN VOLYARNGOSOL	Director	N/A
Mrs. SUSAMA RATIVANICH	Director	N/A
Mr. SOPHON INTANATE	Director	N/A

## 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 : 4 Apr 2022

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. TEERA APHAIWONGSE (Chairman of the board)	-	5/5	Participating	Did not hold the meeting

2.	Mr. SUJIN SUWANNAGATE (Vice Chairman)	-	5/5	Participating	Did not hold the meeting
3.	Mrs. PETCHARAT VOLYARNGOSOL (Director)	-	5/5	Participating	Did not hold the meeting
4.	Mr. NARATHORN WONGVISES (Director)	-	4/5	Participating	Did not hold the meeting
5.	Mr. MIN INTANATE (Director)	-	5/5	Participating	Did not hold the meeting
6.	Mr. TRISORN VOLYARNGOSOL (Director)	-	5/5	Participating	Did not hold the meeting
7.	Mrs. SUSAMA RATIVANICH (Director)	-	5/5	Participating	Did not hold the meeting
8.	Mr. SOPHON INTANATE (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. TEERA APHAIWONGSE (Chairman of the board)	-	35,000.00	2,320,000.00	No
2.	Mr. SUJIN SUWANNAGATE (Vice Chairman)	-	35,000.00	1,040,000.00	No
3.	Mrs. PETCHARAT VOLYARNGOSOL (Director)	-	25,000.00	0.00	No
4.	Mr. NARATHORN WONGVISES (Director)	-	35,000.00	720,000.00	No
5.	Mr. MIN INTANATE (Director)	-	25,000.00	720,000.00	No
6.	Mr. TRISORN VOLYARNGOSOL (Director)	-	25,000.00	0.00	No
7.	Mrs. SUSAMA RATIVANICH (Director)	-	35,000.00	840,000.00	No
8.	Mr. SOPHON INTANATE (Director)	-	25,000.00	720,000.00	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. TEERA APHAIWONGSE (Chairman of the audit committee)	-	4/4
2.	Mrs. SUSAMA RATIVANICH (Audit committee)	-	4/4
3.	Mr. SUJIN SUWANNAGATE (Audit committee)	-	4/4