

Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

TV THUNDER PUBLIC COMPANY LIMITED

Fiscal Year End 31 December 2022

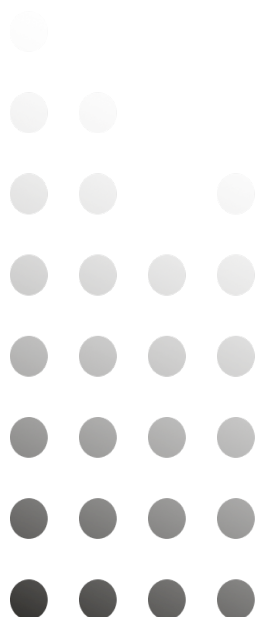


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Group Structure and Operations

Group Structure and Operations

Business Overview and Policies (1.1)

Company Information (1.1.5)

Company Name : TV THUNDER PUBLIC COMPANY LIMITED

Symbol : TVT

Address : 1213/309 – 310 Soi Lardprao 94 (Panjamit) Srivara Road,
Phlapphla, Wangthonglang

Province : Bangkok

Postcode : 10310

Business : TVT is a TV production company which has 5 business catagories as follows
1) Advertising service from production of TV programs
2) TV production service, event organizer and plan media VDO online
3) Artist management
4) Pocket books publishing and distribution

Registration Number : 0107557000446

Telephone : 0-2559-0022

Fax (if applicable) : 0-2559-3609

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

Email : ir@tvthunder.co.th

Total Shares Sold (shares)

Common Stock : 800,030,075

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping*

	2020	2021	2022
Total (Thousand baht)	298,289.02	303,756.85	313,101.76
Advertising Business (Thousand baht)	134,357.50	163,860.61	118,352.08
Services Business (Thousand baht)	155,456.04	130,481.56	185,108.22
Artist Management Business (Thousand baht)	3,846.13	5,771.15	4,282.31
Sales Business (Thousand baht)	341.96	169.42	685.47
Other income (Thousand baht)	4,287.39	3,474.11	4,673.68

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Advertising Business (%)	45.04	53.94	37.80
Services Business (%)	52.12	42.96	59.12
Artist Management Business (%)	1.29	1.90	1.37
Sales Business (%)	0.11	0.06	0.22
Other income (%)	1.44	1.14	1.49

By Geographical Area or Market*

	2020	2021	2022
Total (Thousand baht)	298,289.02	303,756.85	313,101.76
Domestic (Thousand baht)	9,465.16	13,201.11	11,592.83
International (Thousand baht)	288,823.86	290,555.74	301,508.93
Ireland (Thousand baht)	9,253.77	12,890.11	10,497.30

Singapore (Thousand baht)	211.39	251.00	364.03
Other countries (Thousand baht)	279,358.70	277,414.63	290,647.60

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Domestic (%)	3.17	4.35	3.70
International (%)	96.83	95.65	96.30
Ireland (%)	3.20	4.44	3.48
Singapore (%)	0.07	0.09	0.12
Other countries (%)	96.72	95.48	96.40

*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 of Changing in Advertising Industry and Popularity of Other Advertising Medias.

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Changes in technologies

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)	682,972.00	646,006.00	656,080.00

Water management

• Water consumption

	2020	2021	2022
Water consumption (cubic meters)	4,204.00	2,845.00	2,898.00

Waste management

• Waste from operations

	2020	2021	2022
Non-hazardous waste (kg)	N/A	N/A	2,980.00

Total (kg)	N/A	N/A	2,980.00
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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

Company human right guideline : Employee Rights, Child Labor, 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)	48	50	38
Number of female employees (persons)	49	60	41
Total (persons)	97	110	79

• Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	2	1	2
Employee development and training expenses (baht)	122,019.00	14,240.00	18,762.00

• 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 (%)	19.59	20.00	44.30

• 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	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	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. MONTREE SOCATIYANURAK Gender: Male Age: 66 years old Highest level of education: Doctoral degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director) Director type: Original director	3 Aug 2014	Economics

2.	Mrs. PATRAPORN WANNAPINYO Gender: Female Age: 62 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Executive) Director type: Original director	1 Jan 1993	Corporate Management, Leadership, Strategic Management
3.	Mr. SOMPONG WANNAPINYO Gender: Male Age: 72 years old Highest level of education: Honorary degree Major: Communication Arts Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Original director	1 Jan 1993	Media & Publishing
4.	Mr. PHUSIT LAITHONG Gender: Male Age: 62 years old Highest level of education: Bachelor's degree Major: Education Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	1 Jun 1997	Media & Publishing
5.	Mr. NATAKRIT WANNAPINYO Gender: Male Age: 39 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	16 Nov 2010	Human Resource Management, Data Management, Corporate Management, Leadership, Strategic Management, Risk Management

6.	Mr. PIRATH YENSUDJAI Gender: Male Age: 44 years old Highest level of education: Master's degree Major: Marketing Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	1 Jul 2014	Marketing, Accounting, Finance, Finance & Securities, Risk Management
7.	Mrs. GALLAYANEE PARKATT Gender: Female Age: 67 years old Highest level of education: Doctoral degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	3 Aug 2014	Accounting, Finance, Risk Management, Audit
8.	Mr. SUPONG LIMTANAKOOL Gender: Male Age: 71 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Newly appointed director to replace ex-director	25 Jan 2022	Risk Management, Audit

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. MONTREE SOCATIYANURAK [1] Gender: Male Age: 66 years old Highest level of education: Doctoral degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	3 Aug 2014	Economics
2. Mrs. GALLAYANEE PARKATT [1] Gender: Female Age: 67 years old Highest level of education: Doctoral degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	3 Aug 2014	Accounting, Finance, Risk Management, Audit
3. Mr. SUPONG LIMTANAKOOL [1] Gender: Male Age: 71 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Newly appointed director to replace ex-director	25 Jan 2022	Risk Management, Audit

[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. Mrs. Patraporn Wannapinyo Gender: Female Age: 62 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	30 Nov 1992
2. Mr. NATAKRIT WANNAPINYO Gender: Male Age: 39 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	19 Jul 2014
3. Mr. PIRATH YENSUDJAI Gender: Male Age: 44 years old Highest level of education: Master's degree Major: Marketing Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	19 Jul 2014
4. Mr. PHUSIT LAITHONG Gender: Male Age: 62 years old Highest level of education: Bachelor's degree Major: Education Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	27 Mar 2015

5.	Ms. Napat Wannapinyo Gender: Female Age: 43 years old Highest level of education: Master's degree Major: Marketing Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	19 Jul 2014
6.	Ms. Panjanuch kitgrongpaibul Gender: Female Age: 42 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	8 Jun 2022
7.	Ms. Jaruporn Kamtornnoppakun Gender: Female Age: 46 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 Jan 2022
8.	Mrs. Piyaporn Laithong Gender: Female Age: 60 years old Highest level of education: Bachelor's degree Major: Education Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	3 Dec 2014

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

General information	Position	Tenure	Replacement Director
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1.	Mrs. Piyaporn Laithong	Member of the executive committee	Date position was assumed: 3 Dec 2014	No replacement director
	Gender: Female			
	Age: 60 years old			
	Highest level of education: Bachelor's degree		Date directorship ended: 31 Dec 2022	
	Major: Education			
	Thai nationality: Yes			
	Residing in Thailand: Yes			

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Audit Committee	Mr. MONTREE SOCATIYANURAK	Chairman
	Mrs. GALLAYANEE PARKATT	Member
	Mr. SUPONG LIMTANAKOOL	Member
Nomination and Remuneration Committee	Mr. MONTREE SOCATIYANURAK	Chairman
	Mr. SUPONG LIMTANAKOOL	Member
	Mrs. Patraporn Wannapinyo	Member
Risk Management Committee	Mr. SUPONG LIMTANAKOOL	Chairman
	Mrs. GALLAYANEE PARKATT	Member
	Mr. PIRATH YENSUDJAI	Member
	Mr. NATAKRIT WANNAPINYO	Member
	Mr. PHUSIT LAITHONG	Member
	Mrs. Piyaporn Laithong	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 : Audit Committee

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. Mrs. PATRAPORN WANNAPINYO Gender: Female Age: 62 years old Highest level of education: Bachelor's degree Major: Business Administration	CHIEF EXECUTIVE OFFICER	1 Jan 1993	Corporate Management, Leadership, Strategic Management
2. Mr. PIRATH YENSUDJAI Gender: Male Age: 44 years old Highest level of education: Master's degree Major: Marketing	Chief Commercial Officer	19 Jul 2014	Marketing, Accounting, Finance, Finance & Securities, Risk Management
3. Mr. NATAKRIT WANNAPINYO Gender: Male Age: 39 years old Highest level of education: Master's degree Major: Management	Chief Operating Officer	19 Jul 2014	Human Resource Management, Data Management, Corporate Management, Leadership, Strategic Management, Risk Management
4. Ms. Panjanuch kitrongpaibul [1] Gender: Female Age: 42 years old Highest level of education: Master's degree Major: Management	Chief Financial Officer	8 Jun 2022	Accounting, Finance, Data Analysis, Budgeting
5. Mrs. Siriporn Ratirattananon Gender: Female Age: 58 years old Highest level of education: Bachelor's degree Major: Business Administration	Chief Corporate Affair Officer	1 Jan 2021	Procurement, Data Management, Project Management

6.	Ms. Jaruporn Kamtornnoppakun Gender: Female Age: 46 years old Highest level of education: Master's degree Major: Business Administration	Chief Content Officer	1 Jan 2021	Media & Publishing
7.	Mrs. Piyaporn Laithong Gender: Female Age: 60 years old Highest level of education: Bachelor's degree Major: Education	Asst.Chief Executive Officer	1 Jan 2021	Media & Publishing

[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)	30,862,205.00	28,855,592.00	27,199,514.00

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) : 38

Number of female employees (persons) : 41

Total (persons) : 79

Provident fund

Total number of employees (persons) : 79

Number of employees contributing to the PVD (persons) : 41

Percentage of employees who are members (%) : 51.90

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. Mr. SUPONG LIMTANAKOOL Gender: Male Age: 71 years old Highest level of education: Doctoral degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Newly appointed director to replace ex-director	Date position was assumed: 25 Jan 2022	Risk Management, Audit

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. MONTREE SOCATIYANURAK	Chairman of the board	Non-participating
Mrs. PATRAPORN WANNAPINYO	Vice Chairman	Participating
Mr. SOMPONG WANNAPINYO	Director	Participating
Mr. PHUSIT LAITHONG	Director	Participating
Mr. NATAKRIT WANNAPINYO	Director	Participating
Mr. PIRATH YENSUDJAI	Director	Participating
Mrs. GALLAYANEE PARKATT	Director	Participating
Mr. SUPONG LIMTANAKOOL	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) : 6

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. MONTREE SOCATIYANURAK (Chairman of the board)	-	6/6	Participating	Did not hold the meeting
2.	Mrs. PATRAPORN WANNAPINYO (Vice Chairman)	-	6/6	Participating	Did not hold the meeting
3.	Mr. SOMPONG WANNAPINYO (Director)	-	5/6	Participating	Did not hold the meeting
4.	Mr. PHUSIT LAITHONG (Director)	-	6/6	Participating	Did not hold the meeting
5.	Mr. NATAKRIT WANNAPINYO (Director)	-	6/6	Participating	Did not hold the meeting
6.	Mr. PIRATH YENSUDJAI (Director)	-	6/6	Participating	Did not hold the meeting
7.	Mrs. GALLAYANEE PARKATT (Director)	-	6/6	Participating	Did not hold the meeting
8.	Mr. SUPONG LIMTANAKOOL (Director)	-	5/6	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. MONTREE SOCATIYANURAK (Chairman of the board)	-	360,000.00	0.00	No
2.	Mrs. PATRAPORN WANNAPINYO (Vice Chairman)	-	0.00	0.00	No
3.	Mr. SOMPONG WANNAPINYO (Director)	-	0.00	0.00	No
4.	Mr. PHUSIT LAITHONG (Director)	-	0.00	0.00	No
5.	Mr. NATAKRIT WANNAPINYO (Director)	-	0.00	0.00	No
6.	Mr. PIRATH YENSUDJAI (Director)	-	0.00	0.00	No
7.	Mrs. GALLAYANEE PARKATT (Director)	-	285,000.00	0.00	No
8.	Mr. SUPONG LIMTANAKOOL (Director)	-	282,333.00	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. MONTREE SOCATIYANURAK (Chairman of the audit committee)	-	4/4
2.	Mrs. GALLAYANEE PARKATT (Audit committee)	-	4/4
3.	Mr. SUPONG LIMTANAKOOL (Audit committee)	-	4/4