

**Opening up
New opportunity
for Future
sustainability**



COM7 

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New opportunity
for Future
sustainability**



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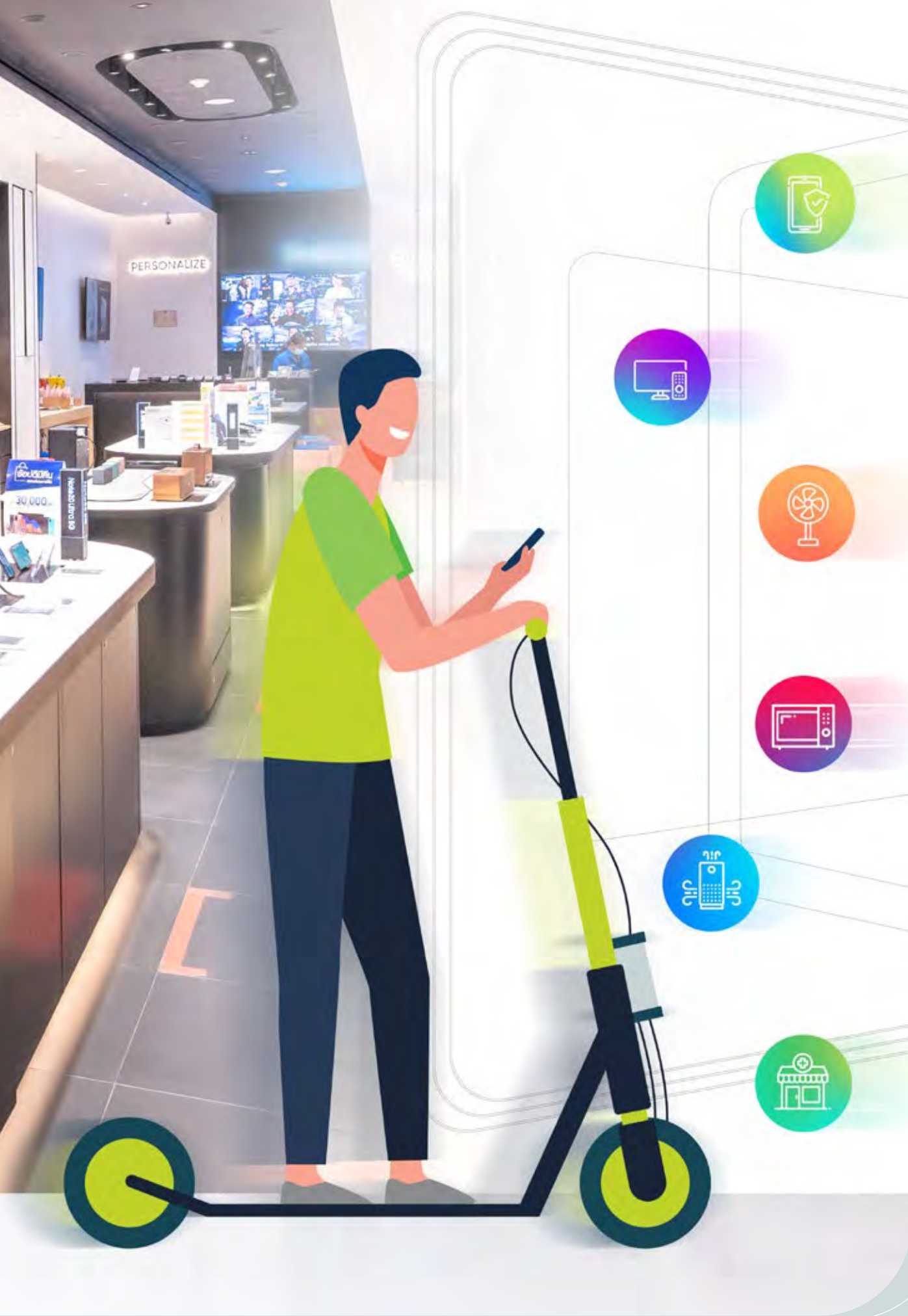
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Business Operations and Performance

Structure and Operation of the Company Group

Policy and Overview of Business Operation

Com7 Public Company Limited ("the Company") has engaged in the retail business of IT products such as desktop computers, portable computers, mobile phones, tablets, and various lifestyle devices. In 1996, the Company started its business as a retailer of IT products in Pantip Plaza, where the founders foresaw an opportunity to grow in the IT business even though less than 10 percent of the Thai population could reach the computer. The founders, therefore, formed the Company on 27 February 2004 to distribute IT products in a wholesale manner to merchants nationwide, which was the Company's core business at that time, including retailing through the own storefront at Pantip Plaza. Subsequently, the management viewed that IT products' retail business could grow and had more advantages than wholesale. The Company, thus, focused on the retail of IT products rather than wholesale by increasing the number of retail stores to shopping centers and various department stores.

The Company has 6 types of business models that are the source of income as follows:





1. Retail Business (Retail)

Currently, the Company's branches cover 75 provinces from 77 provinces that operate under the brand of BaNANA, Studio7, BaNANA Mobile, BaNANA Equip, BaNANA Outlet, Banana Stand Alone, BKK, KingKong Phone, Bb, B-Play, Bb-Move, and Brand Shop. The shops are divided into five types, i.e., (1) retail IT products, (2) Apple brand stores, (3) stores that focus on selling mobiles, (4) other brand shops, and (5) electronics stores. The Company's stores have the following characteristics and history.

- 1) Retail IT Products Stores - From the Company's policy in the year 2009, wanting to add retail channels to shopping centers, the Company changed the shop's image selling IT products. At that time, there were about 100 branches, and each shop had a variety of names. Instead, they all changed to use the same name under the name BaNANA, which was the Company's branding easy to remember. Besides, the Company had adjusted its stores' image and atmosphere to ensure that purchasing IT products was "easy and simple" to support consumers who use more IT products. Most of the Company's branches are located in leading department stores and hypermarkets, covering areas in Bangkok, perimeter, and upcountry in various communities, such as Siam Paragon, EmQuartier, Icon Siam, all Center Central department store, the Mall, Fashion Island, Seacon Square, Future Park, Lotus, Big C, and local department stores in various major provinces.



Later in 2018, the Company had the policy to create a shop network (Franchise) under "BaNANA" to support SMEs. It focused on the local market in the secondary-district area that did not have a Company branch. Management system and product delivery to Franchise stores, the Company was a support department for all to drive sales to have continuous and sustainable growth.

In the same year, the Company launched "BaNANA Outlet," the first largest IT landmark in Thailand for discounted products, on an area of more than 1,000 square meters at Seacon Square Department Store. At present, two more branches are being expanded, i.e., Market Village Suvarnabhumi and Siam Premium Outlets.

In 2021, the Company launched Banana Stand Alone to expand the branch area to reach more customers. This year, 9 branches have been opened, and there is still a plan to expand the number of Banana Stand Alone branches. In addition, it has entered into a consignment contract for IT products in the area of more than 45 branches of Big C to expand its customer base and increase the space in selling products.

In 2022, we received 30 branches from the original Power ONE to open a shop selling electrical products and move in to adjust the area in the Kaset Nawamin branch to become a Flagship Store. Also, the ongoing operation is to open another 24 standalone branches this year.

- 2) Stores that focus on selling mobiles - The Company foresees the development of communication technology that changes rapidly. As a result, smartphone and tablet products are widely popular.

In 2013, the Company had increased the distribution channels of smartphones and tablets under the name "BaNANAMobile" to help customers categorize and recognize its brand. There was also a plan to expand additional branches to various regions continuously.

In 2016, the Company acquired assets of Bangkok Telecom 999 Co., Ltd., a mobile phone accessories and accessories store under the brand "BKK," totaling 44 branches, to add another distribution channel to customers.

In 2018, Banana Group Co., Ltd. (a subsidiary) acquired all ordinary shares of DNA Retail Link Co., Ltd. to expand its business to sell all types of communication tools under the brand "King Kong Phone," totaling 95 branches.

In 2020, the Company agreed to purchase the assets of IBIZ Plus Network Co., Ltd., which sells mobile phones, tablets, and telecommunication equipment, including various accessories, including IBIZ Shop, OPPO Shop, Huawei Shop, VIVO store, WIKO store, Realme store, and Samsung Brand Shop totaling 51 branches. In the same year, the Company acquired the assets of Boonchai Business Hatyai Co Ltd., Boonchai Trading Co., Ltd., and Visions IT Co., Ltd. They engaged in selling mobile phones, tablets, and telecommunication equipment, including accessories, such as Boonchai Shop, OPPO Shop, Huawei Shop, VIVO stores, Xiaomi stores, Realme stores, and Samsung stores, totaling 22 branches. Thus, it allowed the Company more channels for sales.

- 3) Apple Brand Stores - Since the 2001 release of the iPod music player to the 2007 and 2010 iPhone and iPad launches, Apple's products have brought significant changes to the computer and IT industry. As a result, the use of smartphones and tablets has been widely popular worldwide until today.

From the continued growth of Apple-branded products, the Company entered into an Authorized Reseller Agreement with Apple South Asia (Thailand) Ltd. (Apple) in 2005. Distributed Apple-branded products under Studio7 and U-Store as an Apple-branded store opened within the university campus to serve as a channel for selling Apple-branded products to pupils and university students. In 2021, the Company had 94 Studio7 stores and 13 U-Store stores.

- 4) Brand Shops - In addition to operating stores under its brand, the Company also has other brand stores such as Samsung Shop, Oppo Shop, Huawei Shop, Vivo Shop, and Xiaomi Shop. The brand stores are supported by brand owners in both branch expansions and organizing various promotional programs. These shops are beneficial for both the Company and the brand in terms of reliability and increasing distribution channels for different leading brands' smartphones and tablets.
- 5) Electronics stores - The Company saw an opportunity in the electrical appliance market with a high market value, and there was widespread competition.

At the end of 2021, the Company negotiated with Index Living Mall Co., Ltd. to enter into the electrical appliance business instead of the original POWER ONE brand, where the Company has managed all 30 branches and changed its name to Banana.

After the Company took action it changed from selling only electrical appliances to selling more smartphones, gadgets, and other lifestyle products.





2. Business-to-Business (B2B)

It is selling to corporate customers, including educational institutions. The Company calls this business "Commercial and Education." It is a direct sale to a general corporation that is a legal entity, including the universities and schools by taking advantage of the strength of the retail business that has branches nationwide in accepting corporate customers and students, institutions. With the rapid growth of IT products that are more efficient and sophisticated to respond to the development of digital technology, the business and education sectors need to acquire and modernize equipment and technology to respond to the growth of digital technology. The Company sees such demand in all departments, such as small, medium, and large businesses or government organizations, and views an opportunity to sell and business expansion. Therefore, there is a department for this particular business.



3. Service Business (Service)

The Company's after-sales service can be divided into two aspects: (1) Repair and service center for Apple products in Thailand under "iCare" and (2) the TRUE Shop under "TRUE by Com7." Both types have the track record as follows.

- 1) Repair and Service Centers for Apple Products- As the Company sees that the number of Apple-certified repair and service centers in Thailand is small and insufficient to meet demand. In 2012, the Company entered into an Apple Authorized Service Provider agreement with Apple South Asia (Thailand) Ltd. It opened a repair center and service for Apple products under "iCare" to provide repair services for Apple-branded products, both under warranty and no warranty. It ensured customers to buy Apple-branded products from the Company. Currently, the Company has 30 iCare centers, which is the operator with the largest number of Apple-certified iCare service centers in Thailand. For the repair service business, iCare provides repair services for Apple-branded products, including iPod, iPhone, iPad, iMac, MacBook, Beats, and other Apple-branded products damaged by the manufacturer or customer use. For products covered by the warranty period, Apple bears the cost of repairing or replacing the product and providing compensation for service fees to the Company. For products that the warranty is expired, the Company can fix or replace products for customers at the cost of spare parts and directly charge service fees. As a result, customers will be more convenient and receive faster service. The Company can also extend the warranty period of Apple products by becoming an AppleCare+ (Apple Care Plus) insurance reseller.
- 2) TRUE by Com7 - According to the excellent relationship of management between Com7 Public Company Limited "Com7" and True Corporation Public Company Limited "TRUE" both companies have foreseen mutual benefits from business cooperation. Therefore, the Company has granted the right to manage TRUE Shop (Contract) from True Distribution and Sales Co., Ltd. (TDS), a TRUE subsidiary, as of April 26, 2016, to receive the right to Co-manage the store. The Company could do all transactions like TRUE Shop, which is authorized by TDS under the name TRUE by Com7 to meet customers' needs. It also strengthens additional distribution channels for IT products at locations in Big C, Tesco Lotus, Robinson, and local department stores with a branch area of approximately 6 - 260 square meters, with management rights for a period of 3 years, and receives compensation from management. At present, it has received the right to manage a total of 126 branches.



4. Online Retail Business (Online)

Nowadays, online shopping has become a part of consumer shopping behavior. The Company, therefore, realizes the importance and has established an online distribution channel to complement the strength of the business from both in-store and online sales and to meet the behavior and needs of consumers that change according to the era. It is conducted under the O2O (Online to Offline or Offline to Online) approach to increase convenience and confidence in purchasing and using services through both online channels and stores nationwide through channels named www.bnn.in.th (Banana Online) and www.studio7thailand.com (Studio7 Online) to distribute products, IT equipment, smartphones, tablets, notebooks, gadgets, accessories, computers, smart watches, small appliances, including lifestyle equipment more than 10,000 everyday items from more than 100 world-class brands, including Apple, Asus, Acer, Toshiba, Dell, Samsung, Lenovo, Microsoft, HP, JBL, Xiaomi. In the past year, 2022, the ongoing outbreak of Covid-19, it resulted in a positive factor encouraging consumers to be familiar with and experience shopping through online channels, especially when buying products online in stores where consumers are confident that they will get good products, reasonable prices, including after-sales service. As a result, one of the main channels consumers choose is our Company's channel. In addition, in 2022, when the front of the store is back open for regular service after Covid-19 has been resolved, it will have a more positive effect on the Company's online channels under the O2O approach so that consumers can enjoy convenience and efficiency and confidence in receiving high-quality products through online channels. In addition, the customers can get good after-sales service from a store that covers the whole country. From the aforementioned changing behavior, the Company has therefore increased sales channels through Banana online's mobile application that can be easily used on both iOS and Android mobile phones, including adding the Apple brand, student prices through online channels <https://education.studio7thailand.com/> to support the need to buy Apple products for educational use such as iPad, MacBook as well. In addition, the Company also added product lines in the group of small electrical appliances to be sold online to increase business opportunities and cover more consumer needs.



5. Insurance Business

The basics of the core business are the retailing of IT products such as desktop computers, portable computers, Mobile phones, tablets, and many other modern lifestyle devices. The Company, therefore, has a clear target group. But, more importantly, it has a sales network to provide comprehensive customer service nationwide.

The insurance business is another business in which the Company sees potential because it has an extensive network with access points to various customers and is a niche market. Therefore, it will have a direct positive effect on the insurance business. In addition, regarding the product or various insurance plans that will support target customers and the main customer groups that the business has, there are still guidelines and many opportunities to design products to meet specific needs.

In addition, having a comprehensive network system with modern technology systems, including being a representative of many leading brand repair centers, directly affects the cost of providing services that can reach a wide range of customer groups and limitlessly at a low cost. Therefore, these elements are significant factors in increasing opportunities in the business sector of the group of companies.





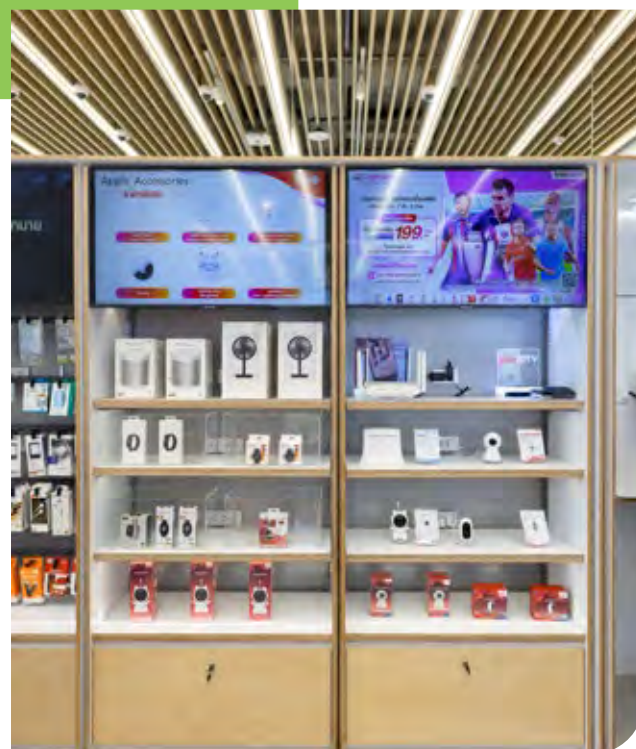
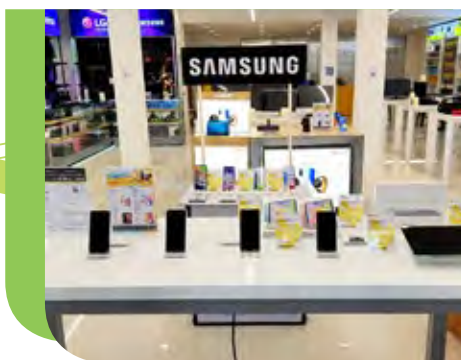
6. IT Product Wholesale Business

Since the Company operates a full-service IT and smartphone retail business with a storefront, both online and B2B sales channels, but at the same time, it also sees an opportunity for a wholesale smartphone channel. Currently, the trade channel for smartphone products still has a group of traditional trade channels (dealers) in each area, which is still considered a large and strong channel group. As a result, the Company has seen an opportunity for this traditional sales channel.

In 2021, the Company began to join with smartphone brands that are a new brand, and there is an opportunity to grow in the domestic market, such as the Realme brand. In addition, the Company has been appointed as the official distribution channel or leading distributor in Thailand, both in smartphone products and IOT products.

The Company has grown from sales each quarter for wholesale business and covers more than 2,000 dealer partners in each area. In addition, it can help the smartphone brand Realme achieve coverage of more than 5,000 points in Thailand by 2022.

In 2023, the Company plans to expand more products by adding new smartphone brands such as Infinix and Tecno. At the same time, accessory products have also been added to increase the variety of the Company.



Vision, Mission and Business Goals of the Company



Vision

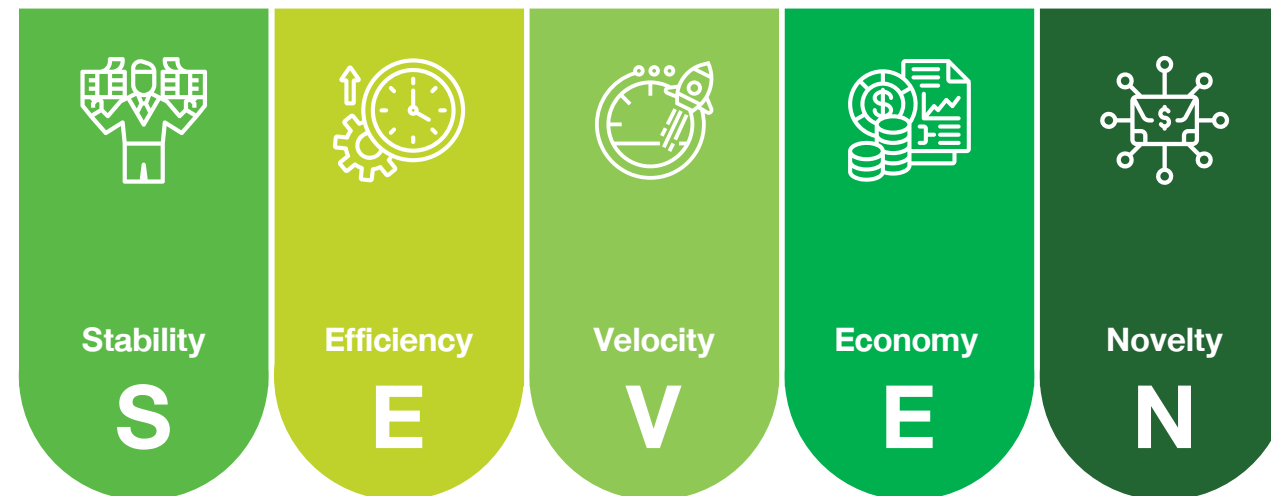
The Company is committed to being a leader in the retail business by creating an ECOSYSTEM system to support our customers' needs to be much more complete with excellent service by management from an efficient team.

Mission

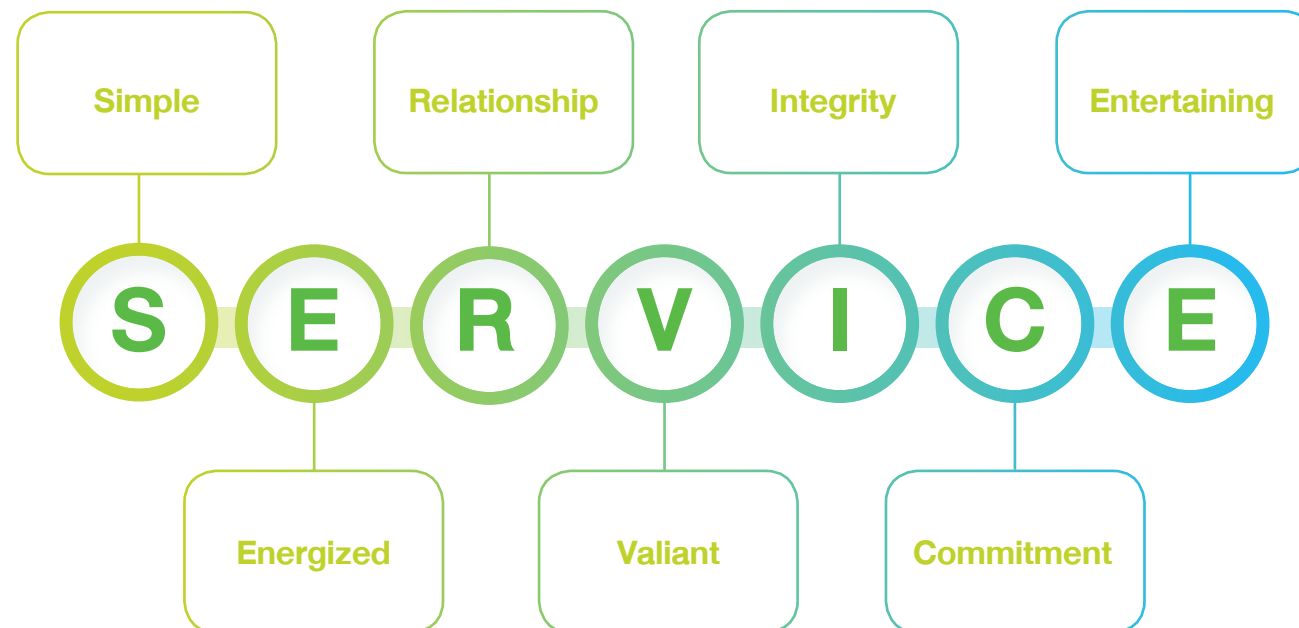
- Improve the quality, efficiency, and service strategies of each business to be able to compete effectively. Develop the management and service system by modern technology to meet the customers' needs and make the customers the most satisfied.
- Give importance to the development of employees and personnel's quality and efficiency to have potential and responsibility for work and customers.
- Focus on expanding service channels that reach customers in all areas of the country by collaborating with business partners in enhancing all-around performance and create success together.
- Seek new business opportunities for the future and create appropriate added value.



Business Philosophy



วัฒนธรรมองค์กร



The Company's Business Goals

The goal of the Company's business operations in the next five years is to maintain leadership in the retail business of IT products, smartphones, and digital products. There is also a plan to expand the storefront according to new product categories



Health and Wellness



Pet Food

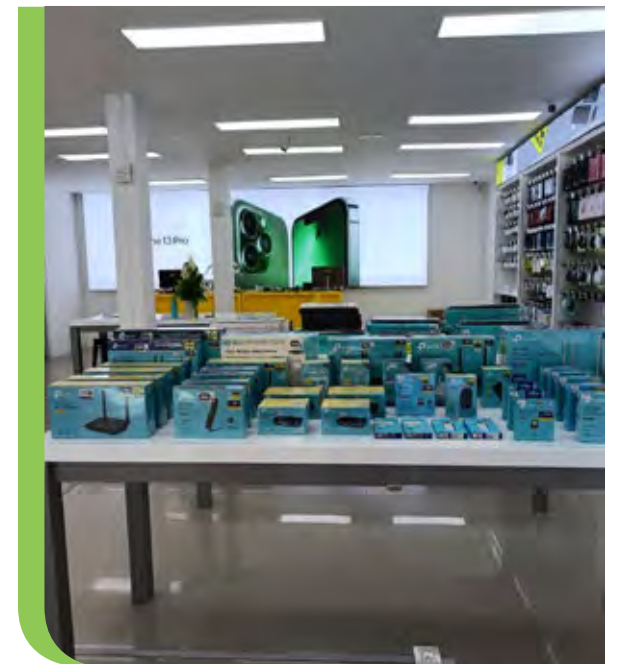
In addition, there are plans to expand the storefront according to new product types that are megatrends in the future, such as health and wellness business, pet food business, etc., in order to expand business channels to have more variety, including expanding online distribution channels to create Omni channel to facilitate and increase alternative channels for purchasing products to customers in all areas in a short time.

Besides, the Company also focuses on creating House brand products, starting with the accessories group (Accessories), which is a strategy to continuously make good profits and make a difference in the market.

In 2022, the situation of Covid-19 has been resolved to return to customary conditions, allowing the Company to open 100% full branches and expand more branches as planned. Moreover, to accommodate customers' changing behavior, the Company has added standalone branches to serve customers who want to avoid going to the mall. The highlight of the Standalone branch is the broad area that allows for a wide variety of products and has a parking space for convenience. By the end of 2022, the Company had a total of 47 STANDALONE branches, resulting in the Company's continuous and strong growth.

In the part of the franchise, there is still a plan to expand the franchise business continuously, especially in areas where shopping malls can't reach coupled with online market penetration. Using Omni Channel, customers can access products and services from various channels. When a customer walks into the store, employees sell products that are unavailable in-store by selling through an online website. Moreover, websites are developed to create a good experience for customers, and better meet the customers' needs.

For TRUE, in addition to the Company's operations in the TRUE by Com7 store, this year also expands business with TRUE by being a distributor of IT products, gadgets, and related accessories within TRUE stores other than TRUE by Com7 stores. Therefore, it is to expand more distribution channels.



Significant Changes and Developments

Year	Significant Developments
2004	<ul style="list-style-type: none">Registration of Com7 Company International Company Limited (former name of the Company) on 27 February 2004 with one million baht's registered capital.
2005	<ul style="list-style-type: none">The Company entered into an agreement with Authorized Reseller with Apple South Asia (Thailand) Ltd. to distribute Apple brand products under the iStudio, iBeat, and U-Store by Comseven.
2008	<ul style="list-style-type: none">In April 2008, the Company increased its registered and paid-up capital of 1 million baht to 20 million baht to use as the Company's working capital.
2009	<ul style="list-style-type: none">In January 2009, the Company increased its registered and paid-up capital of 20 million baht to 100 million baht to use as the Company's working capital.The Company had 100 branches and had changed the image and atmosphere (Rebranding) of the stores to be modern to accommodate consumers of all ages, and changed the names of all the Company's stores to "BaNANA IT" stores.
2010	<ul style="list-style-type: none">In December 2010, the Company increased its registered and paid-up capital of 100 million Baht to 225 million Baht to use as the Company's working capital.
2011	<ul style="list-style-type: none">The Company had 200 branches.
2013	<ul style="list-style-type: none">In May 2013, the Company increased distribution channels for smartphones and tablets, especially under the store name "BaNANAMobile," and expand additional branches in Chiang Mai and nearby provinces in the north.In December 2013, the Company increased business channels by opening "Samsung Shop" stores.
2014	<ul style="list-style-type: none">On 19 March 2014, the Company registered the establishment of a subsidiary named Mango Shopping Co., Ltd. ("Mango Co., Ltd."), with an initial registered capital of 20 million baht at a par value of 100 baht per share. The Objective was to distribute IT products, mobile phones, and tablets, which target customers were community groups in upcountry. The Company held the shares of Mango in the proportion of 76 percent of the registered and paid-up capital.The Extraordinary General Meeting of Shareholders No. 4/2014, held on 20 November 2014, resolved as follows:<ul style="list-style-type: none">(1) Approved the transformation into a public company and changing the par value of 100 baht per share to 0.25 baht per share.(2) Approved the increase of the registered capital of another 75 million baht, divided into 300 million ordinary shares at a par value of 0.25 baht per share, from the existing registered capital of 225 million baht to 300 million baht, by approving the allocation of the new ordinary shares to offer an Initial Public Offering (IPO).(3) On 9 December 2014, the Company transformed from a limited company to a public company and changed the Company name from Com7 International Co., Ltd. to Com7 Public Company Limited.
2015	<ul style="list-style-type: none">The Company made the initial public offering (IPO), which was open for subscription between 31 July 2015 and 3 - 4 August 2015 at the offering price of 3.35 baht per share, the total amount of 1,005,000,000 baht, and the Stock Exchange of Thailand announced the listing of the Company's securities on 10 August 2015. The Company's shares commenced trading on 10 August 2015 as the first day.On 1 December 2015, the Company acquired total shares (Mango Shopping Co., Ltd., currently renamed to Banana Group Company Limited) from Mr. Songtham Boonyasap, totaling 47,999 shares, in the amount of 6,000,000 baht. The Company, therefore, held the shares of Banana Group Company Limited of 199,998 shares, equivalent to 99.99%, according to the resolution of the Board of Directors Meeting No. 10/2015 on 10 November 2015.The Board of Directors' Meeting No. 11/2015, held on 22 December 2015, resolved to invest in Hobby Plus Company Limited by acquiring 3,500 shares at 10,000,000 baht, representing 12.5 percent of the registered capital of Hobby Plus, which operated the business of selling toys and souvenirs in various events. The Company recognized that this business was less competition and becoming increasingly popular, which would gain this investment return.In 2015, the Company expanded the Apple repair center branch operating under the name, "iCare" whereby there were 20 branches as of 31 December 2015.In 2015, the Company established the BaNANA Business department to sell IT products, software, install and maintain systems for small and medium enterprises (SME) or government agencies.

Year	Significant Developments
2016	<ul style="list-style-type: none">The Board of Directors' Meeting No. 1/2016, held on 24 February 2016, resolved to invest in I-TECH Software Company Limited (ITEC Software) by acquiring shares from Mr. Nithit Satraraluk, in the amount of 1,020 shares, or 51 percent of the registered capital of ITEC Software, totaling 8,000,000 baht. In the past, the Company must employ ITEC Software for such programming and provide support to BaNANA Business Dept. in the care of IT, software, installation, and systems.The Board of Directors Meeting No. 2/2016, held on 8 March 2016, resolved to join the venture with Mr. Thanawat Sae Jiang by establishing a new company called "Banana Sure Company Limited" (Banana Sure). The Company held 306,000 shares, representing 51 percent of the registered capital of Banana Sure, totaling 30,600,000 baht. Banana Sure conducted the business as an importer and distributor of used computers because it deemed that this was another business, having many customers and expanding the customer base from the middle level, which was in line with the policy of being a leader in IT products.On 26 April 2016, the Company entered into a business cooperation agreement to manage TRUE Shop (contract) with True Distribution and Sales Company Limited (TDS) to receive the right to co-manage TRUE Shop 166 shops for three years.The Board of Directors Meeting No. 4/2016, held on 11 May 2016, resolved to approve the Company to invest in the proportion of Hobbies Plus Company Limited in the amount of 875 shares, amounting to 2,500,000 baht or equivalent to the total shareholdings after capital increased at 12.5 percent. It was used as working capital in the business and to open the store Robot model and equipment. Besides, the Company provided loans to ITEC Software Co., Ltd. in the amount of 2,040,000 baht, the interest rate of 3%, paid on demand, but not over one year from the date of withdrawal of such loan to use as working capital and increased liquidity in the business operations of ITEC Software.The Board of Directors Meeting No. 5/2016, held on 26 May 2016, resolved to establish a subsidiary under Double Seven Co., Ltd. (Double Seven). It supported the management of the TRUEShop with registered capital of 5,000,000 baht, divided into 50,000 shares at a par value of 100 baht per share, representing 100% of shareholdings.In 2016, the Company changed its name from iStudio iBeat and U-Store by Comseven to use under the name "Studio7".The Board of Directors Meeting No. 7/2016, held on 4 November 2016, resolved to purchase Banana Sure Company Limited's shares from Mr. Thanawat Sae Jiang in the amount of 294,000 shares at a par value of 100 baht or equivalent to 49% of the registered capital of Banana Sure. The Company considered that if the shares had been sold to others, it might have trouble with management. Therefore, the Company bought shares to manage more efficiently. There was also a resolution to sell the Company shares of Hobby Plus Co., Ltd. in the total of 4,375 shares, representing 12.5% of the registered capital, a total amount of 12,500,000 baht, equaled to the value of the investment because the past income of Hobby Plus was not as agreed upon when investing.The Board of Directors Meeting No. 8/2016, held on 30 November 2016, resolved to approve the Company to acquire Bangkok Telecom 999 Company Limited (Bangkok Company Limited) by receiving the transfer of assets used in business operations in the amount of 184,000,000 baht.
2017	<ul style="list-style-type: none">The Board of Directors Meeting No. 4/2017, held on 25 May 2017, resolved to approve the Company to sign the Shares Purchase Agreement of BAF Co., Ltd., which was entered into a transaction together with Synnex (Thailand) Public Co., Ltd. and other investors. The Company purchased ordinary shares totaling 120,660 shares of 268,206,600 baht, was equivalent to 30% of the total registered capital of BAF Co., Ltd. BAF Co., Ltd. operated the motorcycle hire purchase business. The Company foresaw that investing in BAF would open the opportunity to expand into hire-purchase business and supported the Company's primary business in the future.In November 2017, the Company cooperated with Kasikorn Bank launching a franchise business bananastore.com (within 2017 would be renamed Bananashopping.com). It was an opportunity for SMEs, both medium and small, to be the BaNANA store owner in the sub-district group that did not have a branch store. The Company would support both products and management, including sales promotion and other services.

Year	Significant Developments
2018	<ul style="list-style-type: none"> On 30 January 2018, the Company sold 10,055 existing shares in Next Capital Co., Ltd. (formerly BAF Co., Ltd.) to Mr. Praphan Polchanawasit, representing 2.50% of the total registered capital of BAF. The Company currently holds Next Capital Co., Ltd., representing 27.50% of the total shares. On 18 May 2018, the Company disposed of Novus Integration Company Limited's ordinary shares to Mr. Ekkarat Panjavinin, totaling 30,000 shares, and sold to Mr. Suradech Sroirungruang in the amount of 14,999 shares. Therefore, the Company currently holds Novus Integration Company Limited shares in the amount of 69.99% of the total shares. On 26 July 2018, the Company entered into a memorandum of agreement to purchase assets. i.e., a shop selling mobile phones, tablets, and telecommunication equipment, including the leasehold rights from Radar Telecom Company Limited in the amount of 14 stores, totaling 20,700,000 baht to expand the business of selling all types of communication tools. On 25 December 2018, Banana Group Co., Ltd. acquired 1,500,000 ordinary shares of DNA Retail Links Co., Ltd., representing 99.99% of the registered capital, at 210,000,000 baht.
2019	<ul style="list-style-type: none"> On 26 March 2019, Com7 Public Company Limited acquired 3,750,037 shares of BAF (Thailand) Company Limited from other shareholders at 32.6664 baht per share, totaling 122,500,209 baht. Com7 Public Company Limited currently holds 40.00% of the shares of BAF (Thailand) Company Limited. At the end of 2019, BAF (Thailand) Co., Ltd. changed the company name to Next Capital Co., Ltd. On 18 December 2019, Banana Group Co., Ltd. acquired one share of Prime Solution & Service Co., Ltd. to expand its business in sales and installing all kinds of computer systems and software. There was a plan to invest more by acquiring shares from the said company's capital increase in 2020. On 20 December 2019, Com7 Public Company Limited bought all 30,000 shares of Mr. Ekkarat Panjavinin in Novus Integration Co., Ltd. due to Mr. Ekkarat Panjavinin had resigned from the Board of Directors of Novus Integration Co., Ltd. The Company also bought one share from Mr. Suradej Sroirungruang so that Com7 Public Company Limited holds shares in Novus, represents 90% of the total shares.
ก 2563	<ul style="list-style-type: none"> On 7 January 2020, Novus Integration Co., Ltd. had registered the company's objective by adding being a business consultant to provide advice on information technology, construction systems, planning, design, construction of buildings, and installation of structures and related equipment, including utilities. It was to be consistent and comprehensive with the current business operations of the company. On 13 January 2020, Banana Group Co., Ltd. acquired 192,000 shares of Prime Solution & Service Co., Ltd. After purchasing the capital increase shares, it had a 48.97% shareholding. It was to expand business in selling and installing all kinds of computer systems and programs. On 28 January 2020, it was resolved to establish a subsidiary company, See Know How Company Limited, to be the center of learning and training for employees of the Company and its affiliates, with a registered capital of 5,000,000 baht, divided into 50,000 shares with a par value of 100 baht per share, representing 99.99%. Banana Group Company Limited increased the registered capital of the company three times as follows: <ul style="list-style-type: none"> The 1st time, on 31 January 2020, increased the capital of 125 million baht. The 2nd time, on 25 June 2020, increased the capital of 65 million baht. The 3rd time, on 15 July 2020, increased the capital of 90 million baht. <p>Currently, it has a registered capital of 300 million baht, with Com7 Public Company Limited holding 99.99% of the shares.</p> On 15 June 2020, DNA Retail-Link Co., Ltd., Banana Group Co., Ltd. holds a 99.99% stake, registered to change its name to Thunder FinFin Company Limited.

Year	Significant Developments
	<ul style="list-style-type: none"> On 8 May 2020, Com7 Public Company Limited registered to increase the Company's objectives four additional items regarding information center services, communication, rental, hire-purchase, training, seminars, IT consultants, construction, design, and installation of IT systems. On 11 August 2020, Ms. Vareeporn Udomkunnatum resigned the Company's director and the Audit Committee of Com7 Public Company Limited due to additional missions, fearing that she could not perform the duties fully, and effective from 31 August 2020. On 17 September 2020, Com7 Public Company Limited disposed of 1,020 shares held by the Company in ITEC Software Co., Ltd, representing 51% of the registered capital of ITEC Software. After the sale of the said shares, ITEC Software would not be a subsidiary of the Company. However, the Company continued to use the services of ITEC Software Co., Ltd. On October 1, 2020, Com7 Public Company Limited entered into an asset purchase agreement with IBIZ Plus Network Company Limited, conducting the business of selling mobile phones, tablets, and telecommunication equipment, including accessories, i.e., IBIZ Shop, OPPO, Huawei, VIVO, WIKO, Realme, and Samsung, totaling 51 branches to increase the Company's product distribution channels. On 4 November 2020, Com7 Public Company Limited received an allocation of newly issued ordinary shares of Next Capital Public Company Limited in an initial public offering of the newly issued ordinary shares. After offering shares to the public, Com7's shareholding in Next Capital PCL would be 305,375,740 shares, representing 33.93% of the total shares. On 12 November 2020, Com7 Public Company Limited approved Dr. Somboon Aueatchasai to assume the Independent Director and Audit Committee position instead of Ms. Vareeporn Udomkunnatum, effective from 12 November 2020. On 2 December 2020, Com7 Public Company Limited agreed to purchase the assets of Boonchai Business Hatyai Co Ltd., Boonchai Trading Co., Ltd., Visions IT Co., Ltd. They engaged in selling mobile phones, tablets, telecommunication equipment, including accessories, and other services, i.e., True Partners, Boonchai Shop, OPPO Shop, Huawei Shop, VIVO Shop, Realme Shop, and PPP Shop totaling 22 branches. It increased the Company's product distribution channels.
2021	<ul style="list-style-type: none"> On 11 May 2021, Com7 Public Company Limited registered the Company's Articles of Association amendment to be consistent with current technology about the use of electronic media in organizing various meetings. On 7 June 2021, the Company's objectives were added to the registration for purchasing non-performing debts for management and following up on debt collection for four companies: 1. Banana Group Company Limited 2. Novus Integration Co., Ltd. 3. Thunder FinFin Co., Ltd. 4. Double Seven Co., Ltd. On 14 June 2021, a subsidiary was established in the name of Lorthong Company Limited to operate a motorcycle distribution business with a registered capital of 50,000,000 baht, divided into 500,000 shares with a par value of 100 baht per share, with Double Seven Company Limited holding 75% of the shares. On 14 July 2021, Novus Integration Company Limited registered an increase of the Company's capital by 235,000,000 baht from the existing registered capital of 15 million baht, increased to 250,000,000 baht and acquired shares of Lorthong Company Limited, that Double Seven Company Limited, Ltd., holding 374,999 shares, representing 75%. On 14 July 2021, Novus Integration Company Limited acquired 192,001 shares of Prime Solution & Service Company Limited that Banana Group Company Limited held, accounting for 48.97% shareholding. On 16 September 2021, Banana Group Company Limited registered additional objectives related to selling or being a distributor of various IT products, including weighing scales, vacuum cleaners, air purifiers, and peripheral equipment. On 22 September 2021, Banana Group Company Limited registered the new company name change to "Adept Company Limited" to be in line with the business of purchasing non-performing debts to manage. On 28 October 2021, Novus Integration Company Limited bought back all the shares of Lorthong Company Limited from all shareholders. It was due to being unable to operate the business as desired and prepared to reduce the Company's capital. Novus Integration Company Limited, therefore, held 99.99% shares. On 12 November 2021, Lorthong Company Limited had a special resolution from the shareholders to reduce the Company's capital from the existing registered capital of 50,000,000 baht, reduced to 12,500,000 baht. The special resolution was registered to reduce the capital on the same day and announced the capital reduction in the local newspaper in case of objection by creditors.

Year	Significant Developments
	<ul style="list-style-type: none"> At the end of November, Com7 Public Company Limited entered into lease agreements for certain areas in the Index Living Mall in several branches to sell electrical appliances and other equipment. On 8 December 2021, Adept Company Limited registered an increase in the Company's capital by 450,000,000 baht from the existing registered capital of 300,000 baht, increased to 750,000,000 baht. On 13 December 2021, Lorthong Company Limited registered a reduction of the Company's capital in the amount of 37,500,000 baht from the existing registered capital of 50,000,000 baht, reduced to 12,500,000 baht. On 14 December 2021, Thunder FinFin Company Limited registered an increase in the Company's capital by 450,000,000 baht from the existing registered capital of 150,000,000 baht, increased to 600,000,000 baht.
2022	<ul style="list-style-type: none"> In January 2022, Thunder Fin Fin Co., Ltd. registered to increase the objectives of the Company in regards to the purchase or transfer of non-performing assets or distressed debt or receive the transfer of claim rights of financial institutions and lease, hire-purchase, sell in installments of mobile phones, smartphones, tablets, accessories, and related equipment. On May 12, 2022, Com7 Public Company Limited established a new company named Com7 Holding Company Limited with registered capital of 250,000,000 baht by holding 100,000 shares in Com7 Holding Company Limited 2,499,997 shares, representing 99.99% of the Company's shares to operate the business by holding shares of various companies. On December 23, 2022, Com7 Holding Co., Ltd. registered an increase in the Company's capital by 350,000,000 baht, totaling 600,000,000 baht. On June 14, 2022, Lor Thong Co., Ltd. registered a reduction in the Company's capital of 7,500,000 baht from the original registered capital of 12,500,000 baht, reduced to 5,000,000 baht. On June 23, 2022, Com7 Holding Co., Ltd. jointly invested with Royal Bangkok Healthcare Co., Ltd. to establish a new company named Doctor Pharma Health Technology Co., Ltd., registered capital of 200,000,000 baht to operate the business of pharmacy, dietary supplements, and medical equipment by Com7 Holding Co., Ltd. holding 799,997 shares, representing 39.99 percent of shares. On June 24, 2022, Com7 Holding Co., Ltd. acquired 49,998 Lor Thong Co., Ltd. shares, which Novus Integration Co., Ltd. held, representing 99% of the shareholding. On July 21, 2022, three companies were registered to increase the Company's objectives, namely Lor Thong Co., Ltd., Novus Co., Ltd., and Double Seven Co., Ltd., regarding the business of production, import, export, distribution, cultivation, breeding of medicinal plants, marijuana, hemp, and cottage. On July 25, 2022, Lor Thong Co., Ltd. registered the new name change to BNN Online Co., Ltd. On September 15, 2022, Com7 Holding Co., Ltd. acquired 10,946,470,590 ordinary Phutthatham Insurance Public Company Limited shares, representing 96.75% of its shareholding. On September 15, 2022, Double Seven Co., Ltd. registered an amendment to the Articles of Association of the Company from the existing 19 clauses, adding new clauses to 35. It was due to the sale of the Company's shares held by Com7 Public Company Limited to Sabuy Technology Company Limited in the amount of 20,000 shares, representing 40% of the shareholding.

Shareholding Structure of the Group

At present, Com7 Public Company Limited holds shares in 6 companies as follows:

Novus Integration Company Limited	The Company holds 99.99 of shares, with paid-up capital of 250 million baht, conducting the business planning, distributing equipment, and IT system for corporate customers.
Adept Company Limited (formerly Banana Group Company Limited)	The Company holds 99.99 of the shares, with paid-up capital of 750 million baht, conducting selling IT products online.
Double Seven Company Limited	The Company holds 99.99 of the shares, with paid-up capital of 5 million baht, conducting the TRUE Shop management business under the name of TRUE by Comseven.
Next Capital Public Company Limited (formerly BAF (Thailand) Co., Ltd.)	The Company holds 33.93 of shares, with paid-up capital of 450 million baht, conducting the business of providing hire-purchase loans for motorcycles.
See Know How Company Limited	The Company holds 99.99 of the shares, with paid-up capital of 5 million baht, conducting a center for learning and training to educate the Company and its affiliates further.
Com7 Holding Co., Ltd.	The Company holds 99.99 of shares with paid-up capital of 250 million baht. The said company operates a business related to investing in shares in various companies, which is not primarily a financial business.

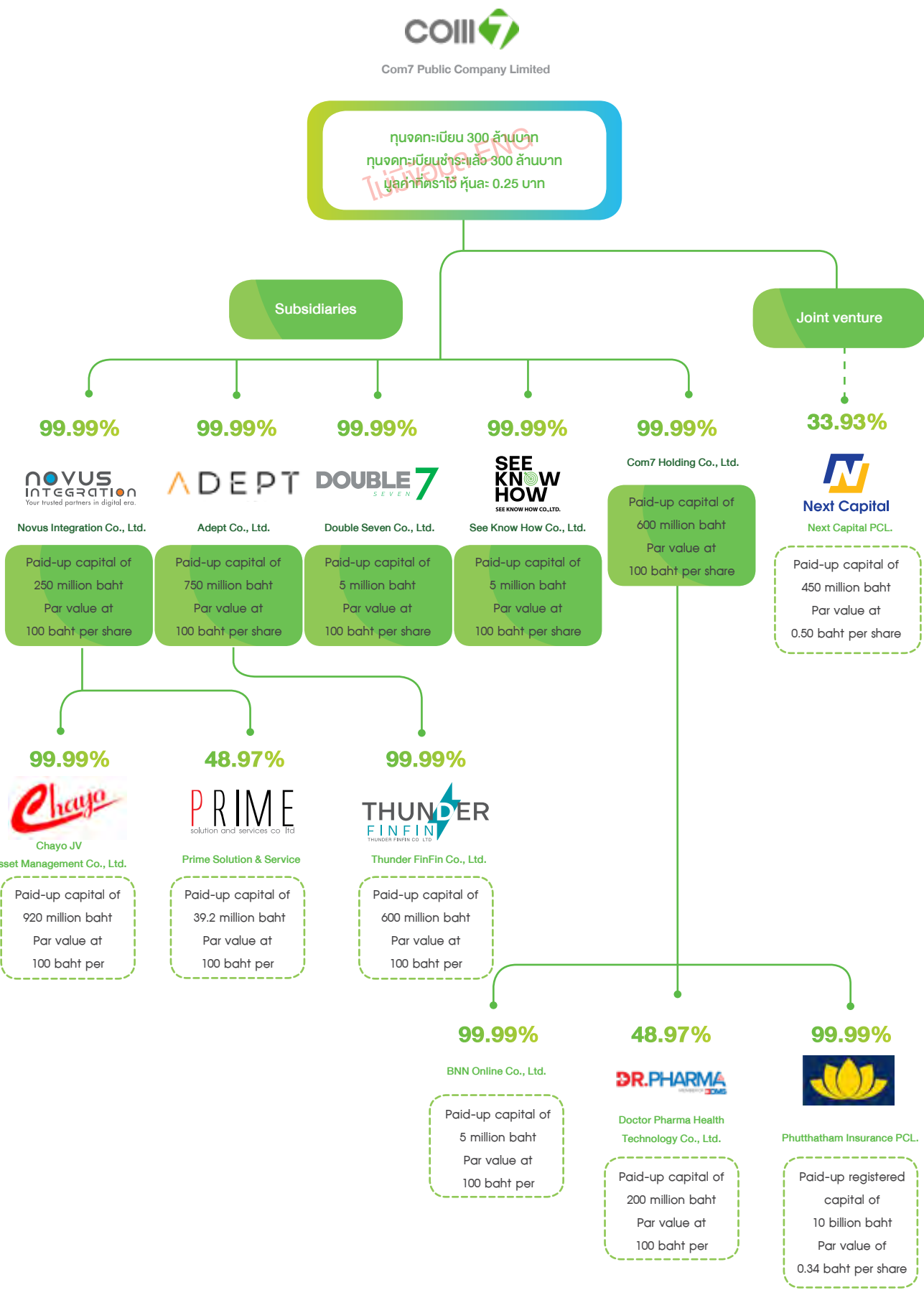
In addition, the Company's affiliates have become shareholders of 6 companies, as detailed below.

- 1) Thunder FinFin Co., Ltd. (formerly DNA Retail-Link Company Limited) - Banana Group Co., Ltd. holds 99.99% of the shares, with paid-up capital of 600 million baht, conducting hire purchase and distribution of all types of telecommunication equipment products.
- 2) Prime Solution & Service Co., Ltd. - Banana Group Co., Ltd. holds 48.97% of shares, with paid-up capital of 39,200,000 baht, conducting sales, installing computer systems and programs of all kinds.
- 3) Prime Solution & Service Co., Ltd. - Chayo JV Asset Management Co., Ltd. holds 19.56% of shares with paid-up capital of 920,000,000 baht. The Company is engaged in the debt management business.
- 4) BNN Online Co., Ltd. (formerly Lor Thong Co., Ltd.) - Com7 Holding Co., Ltd. holds 99.99% of shares with a paid-up capital of 5,000,000 baht. It is currently in the process of considering a suitable business plan.
- 5) Doctor Pharma Health Technology Co., Ltd. - Com7 Holding Co., Ltd. holds 39.99% of shares with paid-up capital of 200,000,000 baht. The Company operates in pharmacies, dietary supplements, and cosmetics.
- 6) Phutthatham Insurance Public Company Limited - Com7 Holding Company Limited holds 96.75% of shares with a paid-up capital of 11,313,822,590 baht. The Company is engaged in the non-life insurance business.

Relationship with Business Group of Major Shareholders

- None -

Shareholding Structure of the Company Group



Nature of Business

The Company and its subsidiaries currently operate the businesses as follows:

- 1 Com7 Public Company Limited (the “Company”)

Engages in selling IT products, providing repair services, and expanding franchise businesses for investors to join as a partner with the Company.
- 2 Adept Company Limited (Adept)

Engages in business as a wholesale distributor of branded products realme and invested in Thunder Fin Fin Co., Ltd. (formerly DNA Retail Link Co., Ltd.) and Prime Solutions & Service Co., Ltd.
- 3 Novus Integration Company Limited (“Novus”)

Engages in business planning, distributing IT equipment, and corporate customers’ systems.
- 4 See Know How Company Limited (See Know How)

Engages as a center for learning and training to educate the Company’s employees and its affiliates.
- 5 Double Seven Company Limited (Double Seven)

Engages in managing TRUE by Com7 stores.
- 6 Prime Solution & Service Company Limited (Prime Solution & Service)

Engages in system implementation, program development, and system maintenance, including selling a complete range of technological products.
- 7 Thunder FinFin Company Limited (Thunder FinFin)

Engages in managing OPPO brand branches, retail and wholesale OPPO merchants, and leasing of IT products for university students.
- 8 BNN Online Company Limited

It is currently in the process of considering a suitable business plan.

1) Com7 Public Company Limited

Products and Services

Com7 Public Company Limited (the Company) engages in selling IT products comprising of the following products.

- Apple products and Apple Accessories
- Smartphone, Smartphone’s accessories, Case, and Film
- Tablet and Tablet’s accessories



- Notebook
- Desktop PC and Monitor
- Computer Hardware and DIY, Mouse and Keyboard, Network Equipment, and Computer’s Accessories
- Gaming Gears

- Storage and Memory Card
- Headphone , Speaker, and Microphone
- Computer Software
- Cable and Adapter
- Camera and Video
- Lifestyle & Gadgets
- Sport tech and Smart watch, Health and Fitness
- Smart home and Security
- Home and Small Appliance



Channels of Distribution and Services

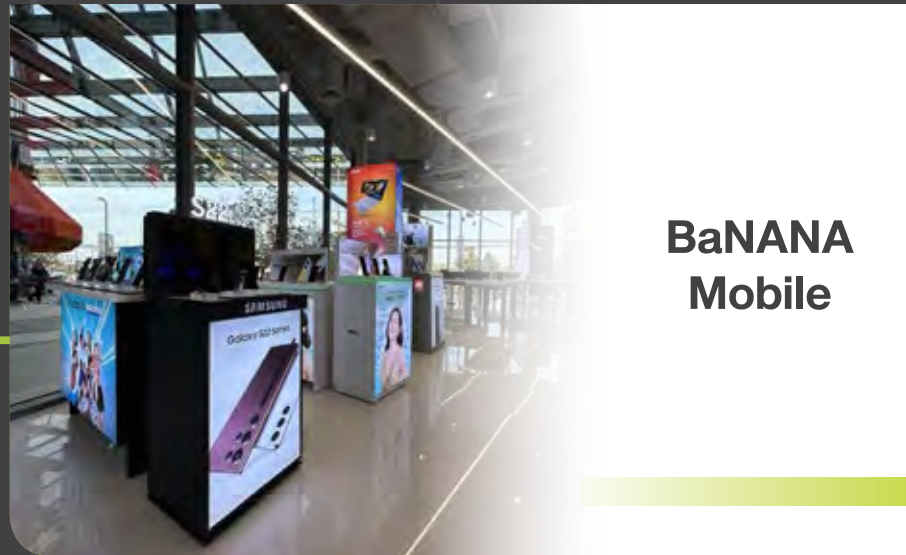
The main distribution channels of the Company are:

- 1) BaNANA store distributes IT products, i.e., Laptop computer, Desktop computer, Mobile phones, tablets, video game consoles, IOT devices, and related accessories (in some branches have increased the sale of electrical appliances).
- 2) Studio7 store distributes all types of Apple products and related accessories.
- 3) Shop BaNANA Mobile, BKK, King Kong Phone distribute mobile phones and mobile phone accessories. Some stores sell branded mobile phones, including Samsung, Oppo, Huawei, Vivo, and Xiaomi.
- 4) iCare Shop is the repair and service center for Apple-branded products.
- 5) Bb Shop (Beyond D-BOX) distributes IOT products, Smart watches, video games, gadgets, and related accessories.
- 6) B-Play store distributes Gadgets products and accessories.
- 7) Franchise store under the “BaNANA” distributes mobile phones, laptop computers, and related accessories.
- 8) BaNANA Outlet store distributes discounted products, such as display products, outdated products, discounted products, and clearance items.
- 9) BaNANA E-Quip Shop distributes gaming products, computer accessories, and related accessories.
- 10) Online store through the website www.bnn.in.th , www.studio7thailand.com, and Mobile Application BNN.
- 11) BaNANA (Index) store sells large electrical appliances, small electrical appliances, IT products, laptops, desktop computers, mobile phones, tablets, video game consoles, IOT devices, and related accessories.

STORE



BaNANA



**BaNANA
Mobile**



**Bb (Beyond
D-BOX)**



Studio7



iCare



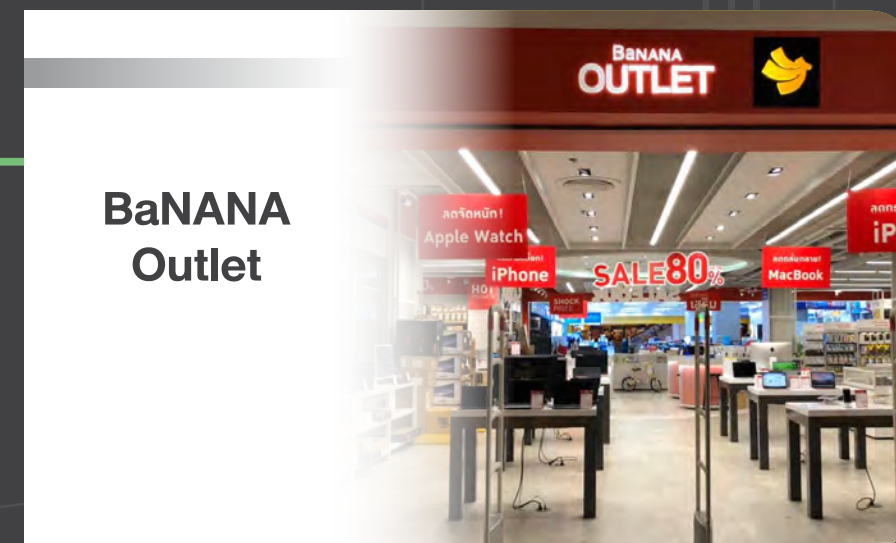
B-Play



Franchise



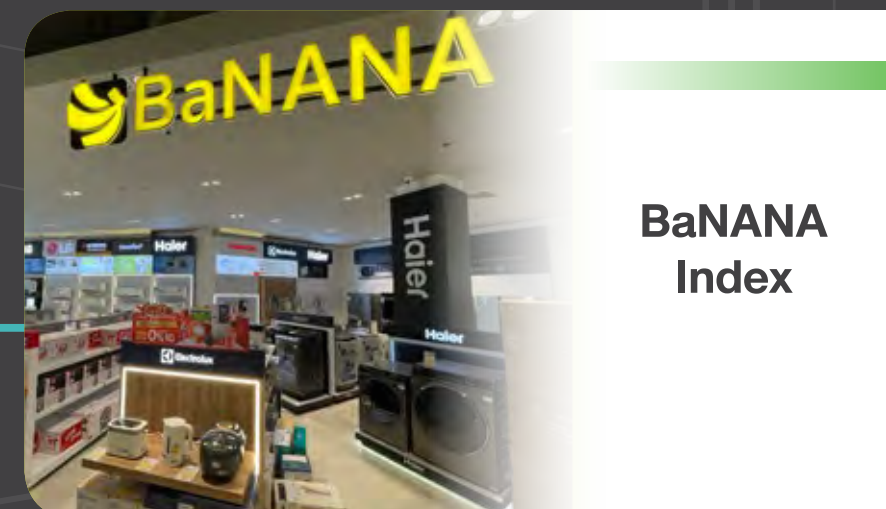
BaNANA
Outlet



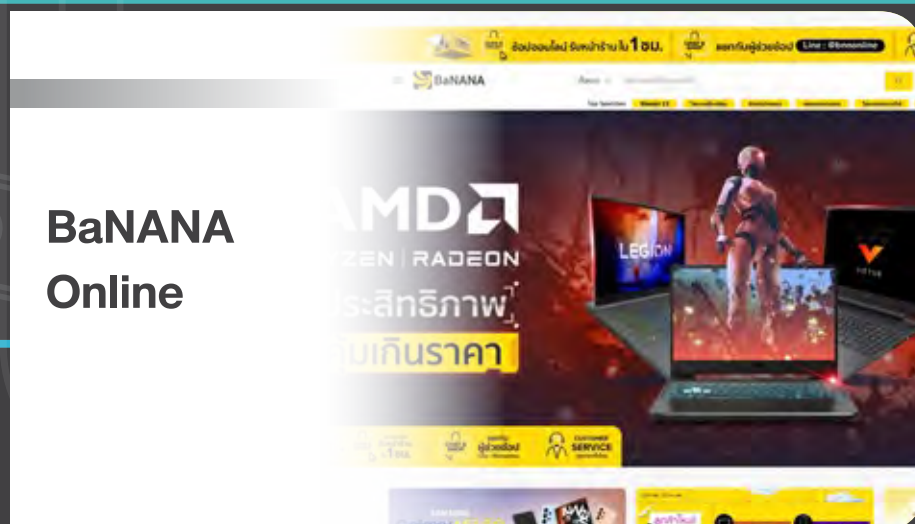
BaNANA
E-Quip



BaNANA
Index



BaNANA
Online



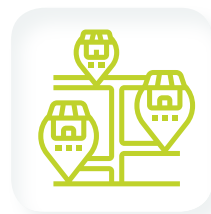
STORE

Customers and Prospects

The Company's customers are divided into 4 main groups, i.e., retail customers, wholesale customers, corporate customers, and online customer websites www.bnn.in.th - www.studio7thailand.com.

1) General Retail Customers

1. General customers are retail customers who purchase products through the branch store or the Company's website, or Application "BNN."
2. Student customers purchasing products through U Store, located within the campus area. They can buy products at a discounted price from Apple South Asia (Thailand) Ltd., which has the policy to support students to use Apple products.



2) Corporate Customers

1. Private Companies (Corporate)
2. Educational institutions, Schools, Universities
3. Small and Medium Enterprises (SMEs)



3) Wholesale Customers

4. Computer shop customers or general mobile phone stores who buy products for resale
5. Computer distribution companies that supply IT equipment to government, state enterprises, and large private organizations



4) Online Customers

Customers who have purchased products on the website, both membership, and non-membership, living in the country and abroad, access to the Internet system using a browser (Browser) and URL www.bnn.in.th ,www.studio7thailand.com, and Application BNN.

Nowadays, the majority of the customer base comes from retail customers who buy from the store. Besides, customers have a buying behavior that has changed from a storefront to online shopping. The Company recognizes the importance of having a revenue base from such behavior. Therefore, the Company has begun to implement a policy to expand this customer base in a wider variety of channels, both through the Company's URL channel, Application BNN, and much more popular Market Place channel. The Company has carried out the selection of products for sale, promotional marketing activities, delivery of goods directly through courier agents, and after-sales service to achieve maximum customer satisfaction.



Pricing Policy

1. IT Product, Mobile Phone, and Tablet

Selling prices of IT products, Brand products, Apple products, Samsung products, and other leading brands are determined by the Company's partners, which are the same price across the country using all storefront and all branches except some branches that have special promotions at certain times. However, the Company shall adjust the selling price every time according to its partner's price and conditions. If the price has decreased, the Company shall compensate for the difference in the product's worth according to each partner's requirements and period.



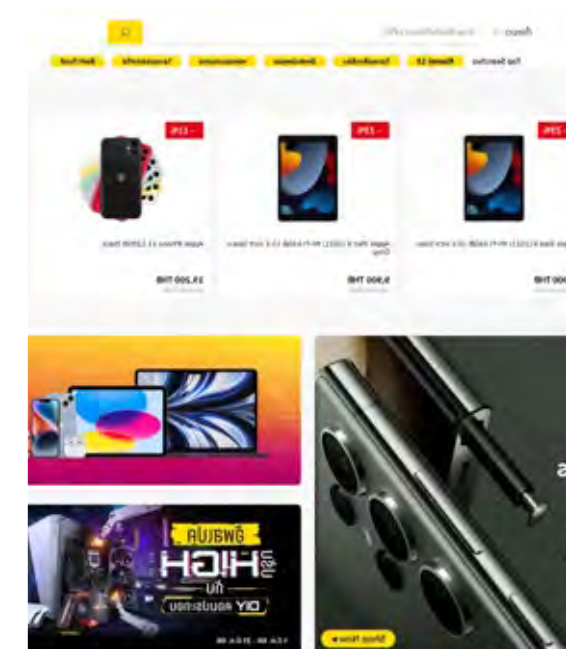
2. Other Accessories

In general, the Company has a policy for suppliers to sell on consignment and determine the product price, whereby the Company shall profit from the price difference of the products. For other non-consignment accessories, the Company shall be able to set prices by themselves. The selling price of products depends on the type of product, material, quality, and competitive conditions.



3. Online Products

www.bnn.in.th & www.Studio7Thailand.com join to determine the retail price (SRP: Suggested Retail Price) with the distributors or sellers who distribute products on the website under the policy of competitiveness (Price Competitiveness). Compared with the same product or type distributed on competitor channels, both direct and indirect, the members of the site can buy products, make decisions quickly, and receive standard quality products at reasonable prices.



Procurement of Products and Services

1) General IT Products (Excluding Apple Products) The Company and its subsidiaries have procurement guidelines as follows:

●●● 1.Import

The Company has sent top executives or related people to attend world-class trade fairs, including visiting stores selling the same or similar products with the Company to get perspective and update new product trends all the time. It increases the chances of finding and purchasing the best products.

2.Domestic

In the procurement of products in the country, there is usually a supplier of IT products or business partners offering to the Company because it is the largest IT shop with the most branches in the country and has high annual product sales. As a result, the Company has high bargaining power with suppliers in the country. Therefore, the Company can negotiate and choose the best offer.

3.Internet Channel

The Internet is another way to supply products. The Company has a team to search for any news update about modern products to ensure that the product sold follows and meets the needs of customers. In the procurement of goods, the Company shall consider the quality of the product and the selection of partners. The Company shall consider the supplier's credibility. Besides, the Company has been a leading supplier of IT products for more than 20 years. The Company has a good relationship with both suppliers and distributors, causing the Company to receive information about new products, including the industry's trend, in the comments of partners continuously, which helps trend analysis and determination of the Company strategy.

2) Apple Brand Products and Related Services

The Company has been appointed as an Apple Authorized Reseller to distribute products under the Apple brand. The Company will be able to purchase iPhone, iPod, iPad, Mac, and Apple Watch products from Apple South Asia (Thailand) Co., Ltd. available at the Company's store directly.

At present, the Company has more than 200 partners who are distributors of products for the Company, which has a good relationship and has been trading for a long time. Whereby the main trading partners of the Company are categorized by product type and brand as follows:

Inventory Management

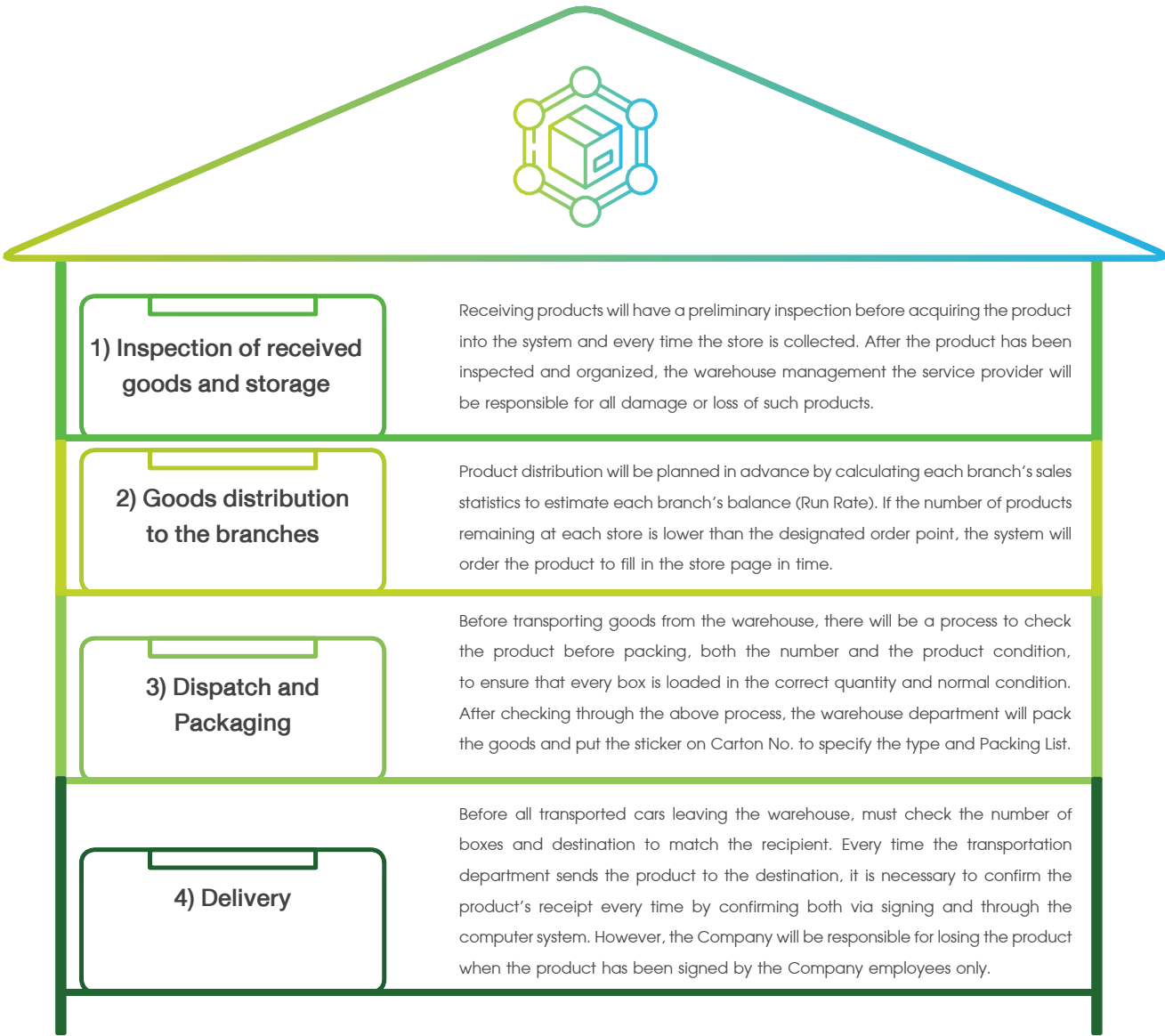
Product distribution to branches nationwide

The Company has hired DSV Solution Co., Ltd. (formerly Agility Co., Ltd.) to manage the warehouse from the 4th quarter of 2020 until present. DSV Solution Co., Ltd. (formerly Agility Co., Ltd.) established in 1979 in Kuwait, operates a warehouse service business and grows into a large company at the Middle East's logistics service. Also, it has joined forces with more than 40 logistics companies. Today, DSV Solution Co., Ltd. (formerly Agility Co., Ltd.) is the world's largest logistics service company and industrial property development, including transportation services, airfreight, sea freight, overland transportation, and warehouse & inventory management. It is a company that has the potential and standards by providing various services with many leading companies both in the country and abroad. There are essential customers in many business groups, such as high-tech equipment, electronics, automotive, consumer products, energy, chemical, and other industrial customers. The Company has allowed DSV Solution Co., Ltd. (formerly Agility Co., Ltd.) as the warehouse manager to help the Company reduce the cost of investment in warehouse construction, hiring warehouse staff, and expenses for training related employees. It also increases efficiency in distributing various products to the Company's branches nationwide

Besides, the Company has a policy of continually auditing the warehouse management of DSV Solution Co., Ltd. (formerly Agility Co., Ltd.) in terms of performance and productivity and warehouse & inventory management. There will be an inventory count (Cycle Count) each day. Every product will be counted within one month and counted together with the Company's accounting department and the performance appraisal every year.

The Company's warehouse management and logistics use a computer system and an online system to connect to the Company's distribution channels. It will enable the central staff to know information about ordering, receiving, shipping, and transferring products, including the balance of inventory at any time (Real-time). Besides, the Company's products' sales use a product barcode scanning system and a FIFO product management system, enabling the management to recognize every product's age and formulate strategies to deal with outstanding inventories on time.

Inventory Management Process



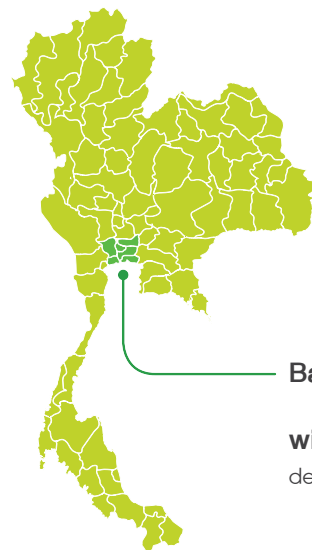
Delivery Time

Other provinces nationwide

within **1–3** day(s), 

delivered by

1. RFE Service Co., Ltd.
2. Triple i Logistics Public Company Limited
3. DSV air & sea Co., Ltd.
4. Kerry Express (Thailand) Co., Ltd.,
5. DHL Express Inter. National (Thailand) Co., Ltd.
6. A.P.S. Commerce Company Limited



Bangkok and its vicinity

within **1** day,
delivered by Com7 Public Company Limited



Delivery to Online Customers

Due to the Company's online sales growth dramatically in the past 2-3 years, the Company has expanded its online warehouse space in 2021 from 700 sq. m to 1,750 sq. m to support sales expansion that will occur in the future.

The Company delivers products directly to customers through private courier companies, such as Kerry Express (Thailand) Co., Ltd., and DHL eCommerce Thailand, providing delivery service within 1-3 days, or Next Day Delivery. There is a particular service with an additional 300 baht surcharge for express delivery within 3 hours, using the transportation of Lalamove Thailand and Scootar Beyond Co., Ltd. (only for products with specified dimensions and weight) in Bangkok and service areas. It is provided by Lalamove Thailand and Scootar Beyond Co., Ltd., to serve customers with fast delivery to meet the needs of customers.

There is also an additional particular delivery service for pre-order smartphone products, which is the Same Day delivery within Bangkok, including Midnight Delivery with an additional charge of 300 Baht so that customers can get the product before anyone else.

After-sales service for online channels, the Company has a team to solve problems for customers for maximum satisfaction.



Selecting Location

The Company has the policy to expand the branch by focusing on areas located of department stores, and the selection will be based on the important characteristics surrounding each department store as follows:



This year, the Company aims to expand more stand-alone stores with a target of 40-50 stores, the size of which depends on the potential and purchasing power in each area. In addition, the Company plans to expand more retail stores.



Pet shop (pet food and supplies store)



Pharmacy (joint venture)

After selecting the area and analyzing the feasibility of marketing and investment, the Company will propose to the Executive Committee for consideration. If any branch has operating results that do not meet the plan, the Company will closely monitor the said branch and find why it did not meet the target to solve the problems that arise. Or proceed to adjust products sold in the unit to meet the target customers, including improving employees and services' quality. If still unable to improve the operating results to meet the target, the Company has the policy to move its branches to another suitable location.

Besides, the Company has a policy to partner with retail developers and managers to find business opportunities together. It also has a distribution of rental space that is diverse to reduce the risk of relying on any one of the landlords.

Industry Conditions and Competitive Strategies

IT Product Industry Conditions

Over the past 3 years, during the year 2019-2021, the spread of COVID-19 has affected the way of life of everyone, resulting in a new way of life (New Normal). The business sector has adapted by bringing technology to help in doing more business, both working from home and online meeting or even online teaching and learning (Learn from Home). Therefore, technology and communication products also received benefits. Especially products that are PC personal computers, including notebooks (Notebooks) and desktops (Desktop), receive the benefit of high demand for use. For example, in one family home, there may be only 1-2 PC. However, in the past, families must be in Work from Home and Learn from Home conditions, resulting in each member must have a personal computer (PC) to use for work or study, etc. With the mentioned demand resulting, the world's IT industry, including Thailand, had the highest growth in 9 years, especially in 2021.

Device Type	2022 Shipments	2022 Growth (%)	2023 Shipments	2023 Growth (%)
PC	287,159	-16.0	267,676	-6.8
Tablet	136,938	-12.0	132,963	-2.9
Mobile Phone	1,395,247	-11.0	1,339,505	-4.0
Total Devices	1,819,344	-11.9	1,740,143	-4.4

The PC Segment includes desk-based, notebook, ultramobile premium and Chromebooks.
Tablet include all Android and IOS
Source: Gartner (January 2023)

However, in 2022, the volume of PC shipments, both desktop, and notebook, was 287 million units (seen from the table above), which decreased from 2021 by -16% due to the demand for IT products continuing to slow. Even though it was a year that life situations had begun to return to normal, both working at the office and teaching at schools and universities. However, there was the unusual need to buy more PCs in the past 2-3 years, together with the economic slowdown due to global inflation. As a result, the number of PC shipments in 2022 decreased from 2021 and might also affect 2023. These include the latest processor innovations from world-class semiconductor manufacturers like Intel and AMD. In addition, new applications and games market is launched to meet the use of many unique lifestyles. These factors will be a growth opportunity for the retail-wholesale business of PC computers and related equipment.

IT Business Growth

The commercial business market is desirable due to its significant growth in the current economic situation. In addition, it is consistent with data from Gartner, which expected that Thailand's IT spending in 2023 will reach 935 billion baht or a 4.2% increase from 2022 in the software and IT services group will grow in double digits as organizations increase spending on digital projects. There are also PC upgrades, including programs and equipment to align with new technologies.

As for the Consumer Business, it continues to grow from products that meet the lifestyles of all customer groups. The exciting thing nowadays is that Gen Z and Alpha groups are starting to use more IT devices. It's more than just learning at school or educational institutes. These segments are another attractive market force. In addition to using the device at academic institutions, there is also personal use at home for education & entertainment, which makes these consumer groups look at the point of view of exclusive use and are willing to pay for more high-end or premium products, whether it is a DIY computer, gaming notebooks, and gaming gear. According to data from We Are Social, Thai people play games in fourth place in the world, accounting for 92.3% of internet users, and also spent the second time in the world playing games via console 1.43 hours per day. From all this information, the gaming products market still has a future that will continue to grow.

Another product group is the Internet of Things (IOT or AIOT), the products that combine artificial intelligence technology and develop it into a technology that meets the needs of consumers' lifestyles that require convenience. It makes this industry market can still grow in the future.

Smartphone Industry

International Data Corporation (IDC) announced smartphone sales in the fourth quarter of 2022. Overall sales declined by 18.3% due to global economic factors and inflation. All brands were on the decline in sales. Xiaomi had the highest percentage drop in sales, 26.3%. Apple, helped by the iPhone 14, took the No. 1 spot in Q4, selling 72.3 million units, down 14.9% from 85 million units in Q4/2021 sales. In second place was Samsung, with 58.2 million units (-15.6%). Third place Xiaomi 33.2 million units (-26.3%)

Top 5 Companies, Worldwide Smartphone Shipments,Market Share, and Year-Over-Year Growth, Q4 2022
(Preliminary results, shipments in millions of units)

Company	4Q22 Shipment Volumes*	4Q22 Market Share*	4Q21 Shipment Volumes	4Q21 Market Share	Year-Over-Year Change*
1. Apple	72.3	24.1%	85.0	23.1%	-14.9%
2. Samsung	58.2	19.4%	69.0	18.8%	-15.6%
3. Xiaomi	33.2	11.0%	45.0	12.2%	-26.3%
4. OPPO	25.3	8.4%	30.1	8.2%	-15.9%
5. Vivo	22.9	7.6%	28.3	7.7%	-18.9%
Others	88.3	29.4%	110.2	30.0%	-19.8%
Total	300.3	100.0%	367.6	100.0%	-18.3%

Source: IDC Worldwide Quarly Mobile Phone Tracker, January 25,2023

Considering total sales throughout 2022, the overall picture was sold at 1.205 billion units, a decrease of 11.3%. Therefore, it was considered to drop back down to the same level as 2013 sales; first place Samsung with 260.9 million units (-4.1%), second place Apple with 226.4 million units (-4%), and third place Xiaomi with 153.1 million units (019.8%).

Top 5 Companies, Worldwide Smartphone Shipments, Market Share, and Year-Over-Year Growth, CY2022
(Preliminary results, shipments in millions of units)

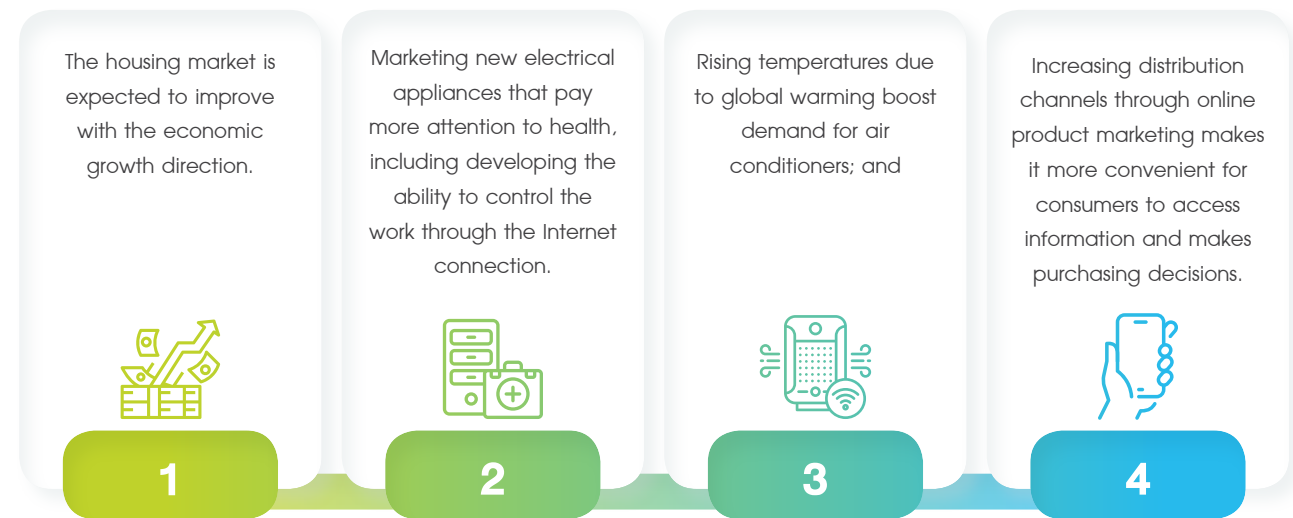
Company	2022 Shipment Volumes*	2022 Market Share*	2021 Shipment Volumes	2021 Market Share	Year-Over-Year Change*
1. Apple	260.9	21.6%	272.1	20.0%	-4.9%
2. Samsung	226.4	18.8%	235.8	17.3%	-4.0%
3. Xiaomi	153.1	12.7%	191.0	14.0%	-19.8%
4. OPPO	103.3	8.6%	133.6	9.8%	-22.7%
5. Vivo	99.0	8.2%	128.3	9.4%	-22.8%
Others	362.7	30.1%	399.1	29.3%	-9.1%
Total	1205.5	100.0%	1359.8	100.0%	-11.3%

Source: IDC Worldwide Quarly Mobile Phone Tracker, January 25,2023

IDC forecasts that 2023 sales will continue to be poor. After that, it should start to recover. However, we may have to wait until the end of 2023. This year, smartphone manufacturers will adjust their product strategies and improve their stocks to be not too much. In addition, the consumer side should see promotional promotions, including campaigns for old devices to exchange for more new devices.

Electrical Appliances Industry

Domestic demand for electrical appliances in 2022 grew by 2.0%, especially in the fourth quarter, when the World Cup was held, which directly affected the sales of television products, while in 2023-2024, it will grow by an average of 2.0-3.0% per year, as a result of many reasons as follows:



The export value of electrical appliances in 2022 grew by 3.0%, while in 2023-2024, it is expected to grow at an average of 2.0-3.0% per year. The exporting of washing machines to the United States has been likely to recover since 2021 after the end of US anti-dumping measures. In comparison, the demand for electrical appliances in the Asian market has a chance to grow continuously. It is reflected in the low ownership rate of electrical appliances, especially air conditioners. Many countries have ownership rates below 20% of total households, such as India, Indonesia, Philippines, Myanmar, Cambodia, and Laos. There are also supporting factors from the expansion of urbanization and the middle class in Asia.

In the long term, the electrical appliance industry in Thailand has a chance to grow continuously due to the demand for high-tech electrical appliances, and the ability to connect to the internet tends to increase according to the development direction of the 5G telecommunication network that covers more areas. It is in line with the development trend of the Eastern Economic Corridor (EEC) project, which is a direct area for investment in new industries of the future, emphasizing the use of high technology according to the government's Industry 4.0 strategy. It will help attract investment to develop innovation in producing electrical appliances in Thailand, especially electric appliances that Thailand has high competitiveness in, such as refrigeration and household electrical appliances.

The Company realizes the importance of the electrical appliance business group, which has the largest market size of over a hundred thousand million baht. Therefore, it increased investment in retail electrical appliances by starting this business in some branches, including Index furniture department stores, before adding a line of electrical appliances in other branches.

E-Commerce Business Industry

In 2021, internet access of the Thai population accounted for 70% of the total population, and Thai people still spent time on the internet up to 8 hours a day. Therefore, it was considered among the top 10 globally (according to the survey of We are social: Digital 2021 Global Overview Report). Especially in online shopping, the average was higher than 77%, while Thai people's was as high as 84%, which reflected higher and growing online shopping behavior. In addition, the survey results by ETDA and the Ministry of Digital showed the growth rate of the E-Commerce business in Thailand with an average growth of 10% per year, with the total market value ranked No. 1 in ASEAN, which was worth 4 trillion baht. The higher growth rate came from B2C businesses and SMEs. The business with the most growth was the online electronics business by up to 113%.



E-Commerce business trends in 2022 are expected to continue to grow, and there will be many brands to market online more Direct to consumers. Besides, the line between offline and online is getting thinner, and every brand will try to connect more sales channels to be Omni-Channel. Moreover, there will be a massive increase in investment to enhance sales channels to meet customers' needs. Integrate and develop sales through Social commerce / Live Commerce on significant platforms such as Tik Tok / Facebook / Instagram to drive consumers' decisions instantly and seamlessly.

(source: articles and reports from ETDA, Ministry of Digital, Marketeeronline.co.th, Bangkokbiznews)

Trends and Future Developments

Assoc. Prof. Dr. Thanachart Numnonda, Director of the IMC Institute (IMC Institute), has brought an article introducing significant digital technology trends in 2023 by Bernard Marr, a futurist in technology. It is a matter that organizations and everyone will be prepared from now on. It should be used as a guideline for technology development next year. Bernard Marr has identified the following technologies:

- 1. AI Everywhere** The following year, AI will become mainstream. More people and organizations will adopt it because AI will go into various apps, making us use AI until it becomes routine.

There is also an AI as a Service that allows those with data on the cloud to extend the AI system automatically. The development of AI in language processing, machine vision and data science has advanced and become more accessible. Therefore, every organization should seriously plan to apply AI to various tasks.
- 2. Metaverse Technology** Although this technology may take another 4-5 years to be fully ready, considering the principles and adoption of certain aspects of Metaverse technologies such as AR and VR, it may cause organizations to consider starting to create digital content and operations on the Metaverse. For example, it may be necessary to use these technologies to personalize the employee experience using AR technology to make meetings more realistic than traditional Zoom or technology to serve customers better. In addition, there are many companies having ideas to create new services. For example, McDonald's develops restaurants in the digital world, or the organization starts considering opening an office in the Metaverse, etc.
- 3. Programmable World** In the following year, we may see more things created in the digital world that can be used in the physical world; for example, use Digital Twin, where we may simulate racing cars in the digital world and design, test and develop programs to get better quality cars. 3D printers can be used to make a car designed in the digital world into a real car. It may include the design of nanotechnology products or genetics of humans or animals that may be replicated in the digital world and then can be used to create new products.
- 4. Web 3 Technologies** Especially the aspect of Blockchain technology that allows us to collect various data without anyone being able to come and change. It creates a new architecture of trust without an intermediary, changing the industry's value chain. At the same time, technology such as NFT that allows us to store ownership of various digital assets is used much more, including the use of Digital ID in Web 3.0, which will help us identify ourselves in the digital world correctly.
- 5. Intelligent & Connected World** In the following year, we will see a world with devices more connected using technologies like IoT and smart devices that may transmit different information to each other through technology such as Wi-Fi or 5G, making our work and daily life through more intelligent devices. Therefore, organizations need to accelerate their development to implement these systems.

These are all necessary technologies that will impact our work and daily life, which will have a vast usage flow and should happen next year. Therefore, organizations should plan, study and begin to find ways to apply various technologies to create competitiveness in a rapidly changing world.

Competition

The Company focuses on being the leader in selling IT products through retail channels, i.e., selling products selected to meet every consumer group’s needs. Many different types of products keep up-to-date and can provide products that meet the end-user needs directly. Therefore, the Company’s competitors are retailers with the same kind of IT products, such as the shops selling laptops, desktop computers, mobile phones, tablets, and other accessories. The group of entrepreneurs will be both the sole owner. There are only 1-2 stores (Single Shop) and private companies that have a large number of stores (Chain Store). Besides, competitors operate a real estate business in shopping centers and large hypermarkets that have allocated their shopping area for selling IT products and consumer electric appliances. The details of the current competitor compared to the storefront of the Company as follows:

(1) Computer and Mobile Phone Stores

Company	Storefront
Advice Holdings Group Co., Ltd.	Advice
Jaymart Public Co., Ltd.	Jaymart
J.I.B Computer Group Co., Ltd.	J.I.B.
TG Cellular World Co., Ltd.	TG FONE
IT City Public Co., Ltd.	IT City
Computer System Connection International Co., Ltd.	CSC
Central Retail Corporation Co., Ltd.	Power Buy
The Mall Group Co., Ltd.	Power Mall
Ek-Chai Distribution Co., Ltd.	Lotus
Big C Supercenter Public Co., Ltd.	Big C

Source: Company information and Estimates of Company data collection

(2) Apple Stores

For Apple stores, entrepreneurs require to be appointed by Apple South Asia (Thailand) Co., Ltd. to get the authority to be an official dealer to operate the business, resulting in fewer competitors than general IT stores. Besides, the shop’s style and layout, product arrangement, promotions, and sales prices are controlled entirely by Apple. Therefore, the competition’s key is the stores’ location, whether it is in the proper position or not, and Apple’s policy shall not allow the same type of Apple store in the same shopping center. As a result, having a branch in a well-located area and operated before is a great advantage. At present, the Company is the shop operator selling Apple products with the most significant number of branches and covers in Bangkok and most provinces in Thailand. Apart from the Company, there are other companies which provide services similarly as follows:

Company
SPVI Public Company Limited
Copperwired Company Limited
UFicon Company Limited

The Company also operates the repair service center for Apple products (iCare) to facilitate the customers and as an additional income channel. The operators require to be appointed by Apple South Asia (Thailand) Ltd to receive the right to be an official service provider, resulting in a small number of competitors. In 2022, we also had the country’s largest number of premium service providers. In addition to the Company, other companies provided services in products and services similar to the Company as follows:

Company
SPVI Public Company Limited
Copperwired Company Limited
UFicon Company Limited
Unity Progress Company Limited



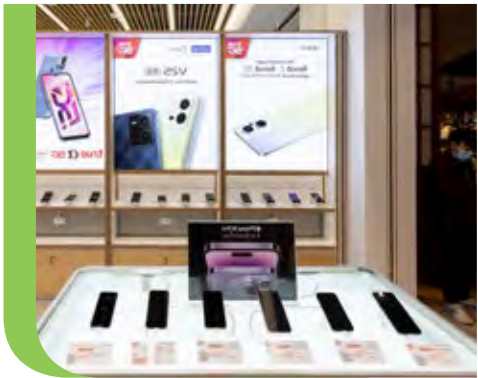
In addition to a sales channel like a storefront, the Company sells its products through e-commerce channels by distributing through the website Bnn.in.th, which collects more than 10,000 items of all IT products. The business of distributing products through electronic commerce channels has competitors in a sole proprietorship and company model. It is divided according to the format of the website platform and the market place platform as follows:

(1) The companies selling IT computers, smartphones, Apple, accessories, notebooks, tablets on the website.

Company	Website
J.I.B Computer Group Co., Ltd.	www.jib.co.th
IT City Public Co., Ltd.	www.itcityonline.com
Power Buy Co., Ltd.	www.powerbuy.co.th
Advice Holdings Group Co., Ltd.	www.advice.co.th

(2) The companies selling IT products, smartphones, accessories, Apple, notebooks, and general merchandise in the form of an online marketplace (Market place)

Company	Website
Lazada Co., Ltd.	www.lazada.co.th
Shopee (Thailand) Co., Ltd.	www.shopee.co.th
Topvalue Corporation Co., Ltd.	www.topvalue.co.th





Marketing Conditions for Retail Business, IT products, and Target Groups

The Covid-19 epidemic crisis in 2022 was likely to improve. It was due to more efficient public health management, including increasing public access to vaccines, causing the government to use a relaxing policy. Many retail businesses launched campaigns to boost sales, and people returned to spending.

Forecasting spending numbers in the IT product sector still has a higher growth trend due to changing consumer behavior that has adopted digital technology for working and learning remotely, creating an unexpected rapid change phenomenon.

Trends and Future Developments

Due to the spread of COVID-19, the Company has adapted without relying only on the distribution of products at the storefront by developing better online sales channels. The potential has been added to the Omni Channel, analyzing data to present products that meet customers' needs or offer promotions that are consistent with their purchasing behavior to allow customers to access products and services more conveniently. Even though they didn't go to the store, customers can order and inquire conveniently. In addition, delivery of products to customers is fast and accurate.

Covid-19 Crisis in the past year leads to a more visible retail business transformation, especially the creation of standards for cleanliness and safety for health. It will become a factor that consumers pay more attention to and enter the online market that can meet the needs of consumers both in terms of products and quality of after-sales service. After the consumer learns new things from quarantine and working from home, it causes changes and becomes normal behaviors.



Competitive Strategy

The retail business of IT products is a relatively low gross margin compared to other retail products. Resulting in various fixed cost management, whether it is the cost of employees, cost branch expansion, and financial, all affect entrepreneurs in the industry. Therefore, entrepreneurs with high sales or who have more capital will be quite advantageous than the small entrepreneurs. Other than the Company's effective policy to control various costs, the Company also has the following strategy, which is an essential factor in the competition of IT products retail business. Details are as follows:



(1) Branch Location

Location is the top priority of the business, whereby the Company is in the retail business for more than 20 years, therefore, has accumulated experience in selecting potential locations. At present, as the Company is the largest retailer of IT products in the country, resulting in the storefront of the Company able to spread to cover high potential areas in advance before competitors.

Moreover, the Company still has plans to expand the branch continuously to seize the location with high growth opportunities by creating a good relationship with the owner of the area, the leading shopping center developer nationwide. The Company's excellent image results in the owner of the shopping center trusting and wanting the Company to open the storefront. Therefore, when the area's owner is planning to expand the space or expand additional shopping centers both in Bangkok and other provinces, the area's owner will come to discuss and persuade the Company to choose the location in the shopping center as the first group. The Company shall determine the best location in the shopping center, such as an area where people walk most, in front of the escalator, or on the floor with many people walking.

(2) Products Variety

The Company has a service strategy with a variety of products. It covers many dimensions, whether it's the dimension of use. For example, both are customers using at home (Consumer / Home Use) and customers using in organizations (Commercial / Business Use). Or it will be a dimension in the category of products, which has a variety of:

- IT products (Information Technology) such as various types of computers (Notebook, Desktop, All in One, Tablet), peripheral devices (Peripheral), software programs (Program & Software), and accessories
- Smartphone products (SmartPhone) and accessories
- Home Appliance category products (Home Appliance), both in the Audio Visual category (Audio Visual) and home and household appliances category (Living & Kitchen)
- AIOT products facilitating in the home

In addition, the Company has a wide variety of products in the dimension of the brand. The Company has the world's leading brand products and Thai's. It also has a wide variety of products covering selling prices ranging from hundreds of baht to hundreds of thousands of baht (Entry — Mainstream — Premium) to respond to target customers in each group in terms of price dimensions. At present, the Company sells products consisting of notebooks, desktop computers, all-in-ones, DIY computer sets & components, smartphones, tablets, gadgets, printers, network Wi-Fi routers, hard disk drives & solid-state drives, various related accessories, audiovisual appliances, and living & kitchen appliances including more than 10,000 items. It covers 100 brands worldwide such as Acer, AMD, Apple, Asus, Benq, Brother, B&O, Canon, Dell, D-Link, Electrolux, Epson, Fender, Fujitsu, HP, Haier, Huawei, Intel, Jabra, JBL, Lenovo, LG, Logitech, Marshall, Microsoft, Motorola, MSI, Nespresso, Nintendo, Nvidia, Oppo, Panasonic, Philips, Realme, Samsung, Seagate, Sharp, Sony, Tefal, Toshiba, TP-Link, Western Digital, VIVO, Xiaomi, etc.

The Company has a team selecting products from abroad, in the country, and from the Internet, including measures to choose quality products. There is a reliable warranty, service, and effective product management to get products to meet the needs of each target customer group both in the dimensions of the product type and the location of the Company's store, always in reasonable quantities and sufficient for distribution.

(3) Quality and Comprehensive Services

The Company focuses on quality service with dedication and intention to create maximum satisfaction for the customers who come to use the services in various distribution channels. The primary services of the Company include as follows:



- Customer services: The Company emphasizes the quality of personnel to provide excellent service to all customers. The Company's sales staff can advise customers when choosing and recommend suitable products. Besides, the Company offers payment services in the form of bank transfers for customers nationwide.
- Product warranty and after-sales services: All products of the Company and its subsidiaries are guaranteed in changing and repairing products from leading manufacturers and importers. Customers can access the service at all distribution channels nationwide under the terms of services.
- Product delivery: The Company has many options to deliver products to customers safely, such as nationwide delivery through leading private transport companies that are reliable, safe, and fast shipping or express mail ("EMS").
- Up-to-date and secured online ordering system: The Company has continuously invested in technology and website development to allow customers to view the product's details and facilitate buying the product and guarantee online purchases' safety. The Company uses SSL (Secure Socket Layer) throughout ordering products to prevent abuse of personal information of customers, including convenient payment systems, both cash on delivery, credit card payment, and counter service in all forms.

(4) Having a good relationship with partners

The Company places importance on the relationship between its partners. Throughout the business's past period, the Company has partnered with more than 200 suppliers who have received good cooperation and support both in various products and services from distributors. The Company has conducted business with partners like being friendly than being a partner. If the Company can sell products, its partners are also getting repeat orders. There is the policy of not taking advantage of partners, honest trading, and on-time payment. Therefore, when any partners want to trade in the Thai market or have new products to offer or technology, they usually consult with the Company first, resulting in the Company always having up-to-date products for distributing at the Company's storefront.



(5) Customer database and after-sales services

Almost every product has a warranty from the manufacturer with 6 months to 3 year warranty period. The Company will advise customers to register with the Company for the benefit of customers in the warranty. If there is a problem after purchase, the customer can contact to receive after-sales services. This method has resulted in the Company having customer information in the Company's database, which shall contact and communicate with customers on the next occasion including providing after-sales services shall be more convenient.

(6) Employing appropriate marketing strategies

The Company uses marketing policies to reach customers, such as creating marketing activities on the storefront to attract customers to know the stores and buy products and use various services, including their re-purchasing with the Company. Moreover, there are marketing materials and promotional plans as follows:

- The use of media through Facebook, Twitter, Website, and Magazine BaNANA media, the Company has prepared for distribution to customers at every store. In addition, there are two-way communication activities, playing games and winning prizes regularly
- Participating in activities with central campaigns of shopping centers such as Central and Lotus to continuously promote stores and products
- Organizing sales promotions both at the Company's storefront and In-store promotion area as well as various activities regarding IT for the shop to be known and help boost sales
- Decorating the shops in various festivals according to the promotion plan each month to create the image of the shop as the IT store which is convenient to buy with the pleasant surroundings
- Associate with the banks to make 0% installment promotion "Cash back" to encourage the sales
- Providing electronic mail delivery (EDM) to the Company's customers informing market information and promotion to ensure the customers continue to use the service with affiliated stores

(7) Sales staff training

The Company focuses on developing sales staff to be ready to perform operations according to the specified standards. Training is provided that adds vital skills to the salesperson from hospitality, service and product search, product offering, and consulting to create an impression from good service. Customers receive accurate product information accompanying the decision to purchase the product and confidence in buying repeat purchases next time. Sales staffs are through intensive training and ready to serve in all branches. Make it possible to create a new sales staff team to support business expansion, adding branches and replacing old employees continuously. All sales staff will receive training from the Company for a period of 1 week before actual operations. During the branch's work, all salesmen receive ongoing training from the Company's professional training team.

(8) Enhance the potential of the branch by opening in the New from Factor as follows:

1. Stand-alone BaNANA is located as a commercial building in the city. For some areas, the Company plans to invest in constructing new buildings to suit the investment in each area. The main factor in choosing a place is its good location. In addition, the rent of the space is not high and has the potential to sell products. It can distribute products, which makes it possible to expand the coverage of more sales channels.
2. Co Business, the Company, received the right to manage sales in the electrical appliances area of INDEX living mall (ILM) for 30 branches. In addition, there is a plan to bring in more IT / Mobile / Apple products to distribute to expand distribution channels and expand the target group to new customers.



E-Commerce Channel Competitive Strategy

- 1) With a variety of products www.bnn.in.th, there are strategies for presenting products to customers who visit the website with a wide variety of products in the product category, computer equipment, IT, smartphones, accessories, Apple products, notebooks, gadgets, cameras, and IOT home appliances with more than 10,000 items. It is the supplier with the most complete and productive products compared to competitors in the same industry. Moreover, another website just launched in 2022, www.studio7thailand.com, supports customers using Apple products to be more convenient in using and increase privacy.
- 2) Pick-up can be received from the home delivery service or choose to pick up at BaNANA, King Kong Phone, BKK, Studio7, and brand stores nationwide. Customers can choose to receive products and receive additional services, both the introduction of the product and product inspection by employees to give customers the confidence to buy products from the website and make repeat purchases next time.
- 3) After-sales service and product warranty, www.bnn.in.th focusing on after-sales service is an important strategy to make customers have confidence in purchasing products on the website. Customers can access the delivery and repair service according to the same policies and standards as the brand owner of the product at all Com7 Public Company Limited affiliated stores nationwide. Besides, it is able to access the service to ask for advice and advice on usage with staff at branches nationwide through Call Center and Line Chat channels, which will give customers convenience and confidence in making a purchase decision through our website.
- 4) Site safety and personal information protection system, www.bnn.in.th uses technology to develop the website and provide our customers with maximum security, including the encryption system to prevent unauthorized access to SSL (Secure Socket Layer) information during online payment on the website. It is the safety standard used at the highest level that banks and international payment systems operate.
- 5) Using the right marketing strategy, www.bnn.in.th has implemented an online marketing strategy to communicate with target groups across the country effectively. Generate traffic to the website and create sales opportunities, including returning to rebuy the product next time by advertising through website media, such as Social Media, KOL, Influencer, Search Engine Marketing, Affiliate Marketing, and others.

Environmental Impact

Due to the Company and its subsidiaries are mainly engaged in the import and retail of IT products. Therefore, the business of the Company has no impact on the environment.

2) Adept Co., Ltd

Adept Co., Ltd. operates as a wholesale distributor of IT products, starting with the Realme brand, both smartphones and IOT products. In 2023, more product types and leading smartphone brands will be added. The type of products will be added to Infinix and Tecno brands, including Benco. In addition, accessory products will be added to Veger and Alpha X brands and invested in Thunder Fin Fin Co., Ltd. (formerly known as DNA Retail Link Co., Ltd.)

Products and Services

As a distributor of all types of IT business products and smartphones under the brands Realme, Infinix, Tecno, Benco, and the accessory under the brand Veger, Alpha X

Channels of Distribution and Services

Wholesale IT products, both smartphones, and accessories, for customers in the category of dealers selling mobile phones, cabinet types, or customers with existing stores in each area throughout Thailand

Customers and Prospects

Customer groups of dealers in mobile phone shops across the country emphasize coverage to the sub-district level because it is also a sales channel for existing dealer customers in each region by setting a distribution target to cover 3,000 mobile dealers.

Pricing Policy

According to the product price control policy and adhering to pushing policies from each brand.

Market Conditions and Competition

The competition in wholesale is less intense than the competition in retail. Because in Thailand, the wholesale business representatives of smartphones will adhere to sales policies and strategies from each brand, which each brand has its strategy. However, the appointment of authorized dealers from the brand is limited. Besides, there will be a designated area of responsibility in each region to be able to formulate a single policy throughout the country and to avoid price competition at the dealer level.

Procurement of Products and Services

The Company jointly plans with each brand to choose and order products with the brand so that the product can compete in the market and there are enough and suitable for distribution.

Environmental Impact

Being a wholesale business does not affect the environment.

3) Novus Integration Co., Ltd

Novus Integration Co., Ltd. currently operates as a Holding company that invests in Lorthong Co., Ltd. and Prime Solution and Services Co.,Ltd.

4) See Know How Co., Ltd

Products and Services

Provide professional training services to help to sell in product terms and related knowledge. The training both inside and outside also arrange to benefit the learning and solve trainees as much as possible.

Channels of Distribution and Services

Curriculum is promoted to the whole group of companies and planned together to make the curriculum effective and the information taught is up to date. In 2021, the Company introduced more online training technology to cover the training effectively.

Customers and Prospects

Company belonging to the Com7 Group Public Company Limited will focus on the store salespeople of the group companies operating at branches nationwide.

Pricing Policy

The Company has a policy for setting prices for each course by comparing the costs of companies doing the same business to be following the market price and prevent improper pricing.

Market Conditions and Competition

Currently, some companies offer many training courses in the market. However, the Company foresees that the same group of companies can develop and provide training courses that meet the needs more than outside companies. Due to the nationwide access to employees and branches of the group, it needs to be convenient, fast, and up-to-date at all times. Therefore, it gives the Company an advantage over other companies in management and planning to provide training courses that are most relevant to the Company group.

Procurement of Products and Services

The Company has a team of experts who understand the point of sale and product knowledge of many brands and product categories. They also have experience in teaching and transferring knowledge. The curriculum will be planned following the policy of the Company in the customer group.

Environmental Impact

The business of the Company is to organize training. Therefore, it has no impact on the environment.

5) Double Seven Co., Ltd

Products and Services

Double Seven, a TRUE Shop representative, operates under the name "TRUE by Com7" in Big C, Tesco Lotus, Robinson, and local department stores. It has approximately 6 - 260 sq. m, with 3-year management rights, which the contract can be renewed. Double Seven has started managing TRUE by Com7 since August 1, 2019, and received the right to renew the contract from True Distribution and Sales Company Limited (TDS), a subsidiary of True Corporation Public Company Limited (TRUE). We can perform all transactions from being a mutual commercial partner just like the TRUE Shop operated by TDS. Double 7 will receive commission income on various items, such as SIM compensation, merchandise sales, after-sales service fees, bill payments, operating under TRUE by Com7 stores.



Channels of Distribution and Services

Double Seven has been granted management rights through the retail channel (TRUE by Com7). As of December 31, 2022, there were 126 stores. The main channel of TRUE by Com7 is distributing products and services through the storefronts located in the department stores.

Customers and Prospects

Double Seven's customer groups are divided into 2 main groups as follows:

- 1) General Retail Customers
They are general store customers, such as retail customers who come to shop in department stores.
- 2) Existing TRUE customers
They are former TRUE customers who come to pay bills or use after-sales service.

Pricing Policy

The pricing policy is following TDS policies.

Industry Conditions and Competition

Industry Conditions and Competition

Currently, it can be categorized by products and services as follows:

- 1) SIM Products : It is in line with the competition in the communications group, where TRUE currently has more spectrum concessions than its competitors.
- 2) IT Products : Market conditions are in line with the same competition as Com7 Public Company Limited, competition conditions based on market information, and competition.
- 3) Bill Payment and After-Sales Service
 - There are major competitors, such as ATMs, convenience stores, paying via the internet, and automatic bank debit in terms of bill payment.
 - In the after-sales service, Double Seven benefited from the growing expansion of TRUE customers. Especially in some provinces, there is an advantage in the branch area that only the Double Seven manages.

Competitive Strategy

There are the operating strategies following TDS policies. Double Seven will manage service efficiency and increase sales ability in TRUE by Com7, with the following strategies.

- 1) Adjust the placement of products to show in front of the store to be more diverse.
- 2) Increase knowledge and sales skills for employees.
- 3) Provide enough products to sell.

Procurement of Products and Services

Double Seven's procurement of products and services is following TDS management policy. Double Seven does not need a warehouse because it does not store its products. Double Seven will manage the product quantity and sell it to the store customers without the risk of impaired or obsolete products because TDS owns all the products in front of the store.

Environmental Impact

As Double Seven operates TRUE by Com7, the Company's business operation does not impact the environment.

6) Prime Solution & Service Co., Ltd

Products and Services

Provide services in system implementation, program development according to customer needs, and system maintenance after sales, making ready-made software, including selling a complete range of technology products. The establishment of the company since 2005, it is considered that they have long experience in this business.

Channels of Distribution and Services

It is through direct job offer channels or bidding for projects, depending on the client's rules, including distributing products that the Company has created, such as ready-made software through distributors.

Customers and Prospects

Mainly it is a government agency and followed by the private sector with a proportion of approximately 80:20.

Pricing Policy

Products and services are sold at a rate similar to the standard price in the industry by being able to modify and develop systems and products to meet customer needs, including after-sales service throughout the contract to ensure maximum satisfaction.

Market Conditions and Competition

Submission of a bid will be subject to government regulations. According to the annual budget cycle, there will be projects that tend to expand investment and develop more government agencies and private sectors in the past. With the current business conditions at every organization and company are increasingly switching to technology devices. It will be even more beneficial to the income of the Company.

Besides, the Company has a team of experts who can develop products or systems according to customer needs, including having business partners. Since the Company has been in this business for more than ten years, the Company can procure or plan to meet all kinds of customer needs. There are a wide variety of products and the appropriate credit term for each project.

Procurement of Products and Services

The Company has the policy to procure IT products and related products from business partners. It also cooperates with foreign partners in product development and presents technology products that can expand the customer base more. Com7 Public Company Limited is also a business partner that the Company purchases products.

Environmental Impact

The Company's business is the distribution and provision of IT services to corporate customers. Therefore, it has no impact on the environment.



7) Thunder FinFin Co., Ltd

Products and Services

Currently, it is engaged in hire-purchase and installment payments for IT products for university students.

Channels of Distribution and Services

Customers can apply for services through the website and storefront of Studio7, Banana, UStore, and participating COM7 affiliated branches.

Customers and Prospects

University students at undergraduate, master, and doctoral levels.

Pricing Policy

Fixed interest rate of 2.50% per month.

Market Conditions and Competition

The competitive market conditions in the university group are relatively less than in other hire purchase markets. Besides, the Company has the advantage of understanding customers' needs, including the number of branches open for service covering the country's main areas. Therefore, it allows customers to come to use the service conveniently. In addition, customers can also apply through the website, which the Company expects to expand the customer group continuously.

Procurement of Products and Services

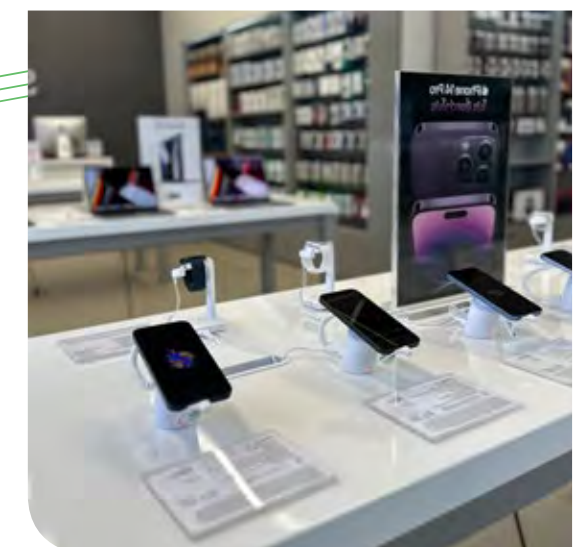
Sourcing is purchased directly from the brand, including hire-purchase products procured through Com7 Public Company Limited.

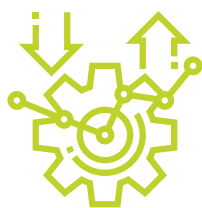
Environmental Impact

The Company's business is the distribution and service of IT products. Therefore, it has no impact on the environment.

8) BNN Online Company Limited

It is currently in the process of considering a suitable business plan.





Risk Management

Risk Management Policy

The Company realizes that risk management is part of good corporate governance, which is the cornerstone that helps the Company achieve its objectives. Identifying and managing risks helps the Company makes better decisions and sees opportunities, and mitigate significant events' adverse effects.

The Board of Directors has set a guideline in the risk management policy for operational efficiency. It uses as a management tool that increases the chances of success according to the Company's objectives (see full policy and guidelines <http://www.comseven.com> under the Investor Relations category). The essence of the policy is as follows:



Promote a risk management culture to build understanding consciousness and share responsibility for risks. All management and employees of the Company are at-risk owners, responsible for identifying and assessing the department's risks in which they are accountable, including setting appropriate measures to manage the risks.

1



Provide a process, guideline, and measure for quality risk management, which is universally suitable and sufficient. It includes identifying, analyzing, ordering, managing, controlling, monitoring, reporting, evaluating, and communicating to provide information about risks and practice the whole company.

2



Operate business under acceptable risk. There is a risk limit to control the damage that may occur to an agreeable level by requiring risk management to be a part of the annual business plan preparation, administration, and decision making.

3

Operating Framework

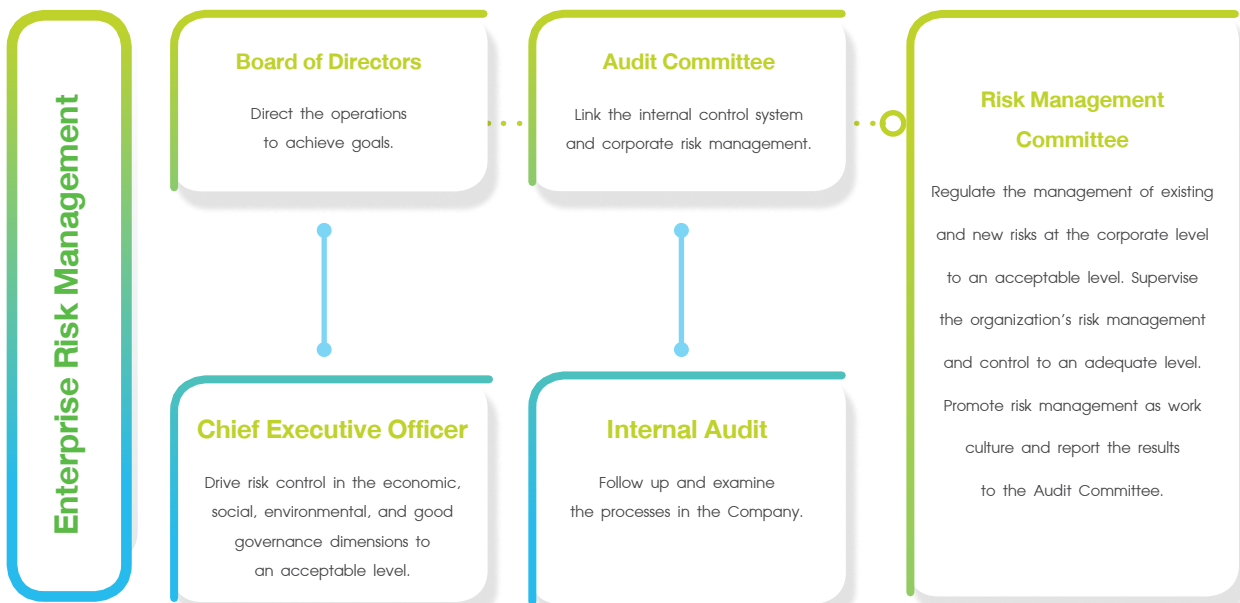
The Company has an appropriate risk and crisis management system based on the Committee of Sponsoring Organizations of the Treadway Commission (COSO), the international standard ISO 31000, including good corporate governance for listed companies in 2017 (CG Code 2017), and anti-corruption guidelines. It helps to increase the Company's confidence to achieve its objectives and goals continuously.

The Company requires a risk assessment that considers risk identification, risk analysis, and risk measurement to meet or manage risks to an acceptable level. Besides, the Company continually monitors and reports on risk management results at all levels to ensure that the Company has a risk assessment, administration, and measures, which sufficient and appropriate to cover operations throughout the organization. As a result, the stakeholders involved in the Company have confidence in the process.

Risk Management Structure

The Company has established a risk management process and appointed the Risk Management Committee, which consists of executives from various departments responsible for setting policies and assessing risks. Identifying factors may prevent the Company from achieving the specified objectives, including determining impacts and opportunities to consider risk management measures to be acceptable. The Risk Management Committee shall report the risk assessment results to the Executive Committee, the Audit Committee, and the Board of Directors to consider and review at least once a year.

Risk Management Structure



Risk Management Guidelines

The Company conducts an organizational risk assessment regularly covering all activities. Risks affecting the achievement of all company objectives must be performed. Details are as follows:

- 1) Timely identify and specify risk and its cause that will affect the target, including agency risk and project risk.
- 2) Assess the likelihood of risks and their effects if events occur.
- 3) Analyze, assess and prioritize risks.
- 4) Manage the risks following its established management guidelines by considering the associated costs and the impact of such risk management.
- 5) Monitor to ensure the Company's risks are handled appropriately. All high and very high risks that may affect the Company's business plans and strategies must be reported to the Risk Management Committee and the Board of Directors.
- 6) If there is a risk that cannot be managed to an acceptable level or a risk management activity that cannot be undertaken in the first half of the year, it must be carried out in the second half. The risk management activities are reviewed and revised to control the budget used, suitable, and more practical possibilities.

Risk Factors for the Company's Business Operation

Risk Relating to the Operation of the Company or the Group of Companies

The Company analyzes the business environment from both internal and external factors, including economic, social, political, technological, industrial, competitor, and other trends to define key risk factors at different levels and consider, analyze, and summarize the enterprise's risk factors level related to business operations and may significantly affect operations as follows:

Business Operational Risk

1) Obsolete Inventory Risk

The Company's primary business is retailing IT products, which it has to maintain an adequate inventory for each of its stores. However, IT products are always evolving and changing in technology to meet the needs of consumers. Therefore, there may be a risk of the Company's inventory being obsolete, resulting in higher administrative costs, and may need to make an allowance for outdated or impaired products that may affect the Company's revenue.

Major Risk Management Measures : The Company uses the ITEC Stock system, which can help manage sales and inventory management. The system can analyze product sales data and each branch's consumer demand, including checking the number of inventories of each unit. Resulting in the Company can know the movement of products, including planning and setting the reserve quantity in each branch. The Company also uses marketing strategies and promotions to help stimulate sales and drain existing products before they deteriorate in popularity. The Company has received special conditions from major distributors and manufacturers for specific models, such as special discounts, exchange obsolete products for newer ones, or compensation for the difference in a price reduction product (Price Protection), etc. It helps reduce inventory obsolescence to some extent.

Also, mobile applications are developed to support various functions from product management, immediate and all-time reports to facilitating the organization's personnel. The program supports both Android and IOS operating systems. Moreover, there is a policy to set an allowance for obsolete product values by type and shelf life to reflect the goods' actual value, including risk management measures in such matters. For example:

- The purchasing and product management department must closely monitor product movements and changes in technology to select and order products in the amount that is suitable for market demand to reduce the risk of obsolete products.
- There are multiple distribution channels to increase opportunities by organizing promotional programs for selling products via e-commerce (BaNANA Store E-Commerce) and arranging the annual Clearance Sale activities.
- There are ongoing trade fairs and product discounts to promote products and services, increase ways to sell products, and build a customer database.

From the above marketing strategy, together with the executives' knowledge, capability, and experience, the Company has little impact from this risk.

2) Business Competition Risk

The Company is principally engaged in importing and retailing IT products such as laptops, desktop computers, mobile phones, tablets, related accessories, etc. It is a highly competitive business whether competition among manufacturers in product development and continually launching new products to meet consumers' needs as much as possible to compete for market share or competition between distributors who are direct competitors to the Company. The Company earns about 80% of the total revenue from sales of IT products and mobile phones. Suppose there is a situation of intense competition in the market or new entrepreneurs with high potential to compete. In that case, it may have a significant impact on the Company's overall operating results.

Major Risk Management Measures : The Company believes that new entrepreneurs competing in the retail business may have limitations finding a space to sell their products since the same tenants already own each area. Besides, the Company has a good relationship and expertise in managing areas, which can see that the Company has never been terminated from a rental service provider over the years.

In addition, IT products' retail business has a low-profit margin, and each operator will set the same prices for the same products, not much different. The competition in such businesses focuses on comprehensive distribution channels and reaching out to target customers, including building confidence for customers in the quality of the product, impressive service, and after-sales service that customer can trust. As of December 31, 2022, the Company had branches covering 75 from 77 provinces operating under BaNANA, Studio 7, and Brand Shop (general IT products stores, stores selling Apple-branded products, and other branded stores.) Therefore, we can be confident that the Company has a wide distribution channel and can reach target customers at all levels, including having reliable after-sales service. With the executives' knowledge, abilities, and experiences, the Company is ready to be a leader to compete with other operators in the business.

3) Branch Expansion Risk

Since the Company's business is IT products retailing, the main channel for distributing products is in the storefront. Therefore, the Company has a policy to continuously expand its branches to increase opportunities and distribution channels to cover and reach the target customers as much as possible. In 2020-2022, the Company had a total of 911, 1,000 and 1,115 branches, respectively. The Company is exposed to risks if the new stores' operating results are not as expected or deviating from the projections.

Major Risk Management Measures : The Company has a business expansion unit with experience and expertise to study and analyze return and profitability, branch location, target customer volume, area size, and sales by comparing with similar size branches and monitoring the operating results closely. If there are sales after opening the operation that does not meet the target, the Company will analyze the root cause of the problem to fix the problem or consider moving or closing the branch.

Furthermore, the Company has an expertise unit in overseeing and controlling the process of branch decoration. Therefore, it is not spent too much budget on decorating branches, and most assets are movable. If the branch is relocated, the Company doesn't need to invest in all new assets. The Company will also negotiate to refund the deposit from the shopping center or the landlord. In the past, the Company could request a refund of the deposit, causing damage to the Company in case of having to move or close branches not much. The management's experience and expertise in location selection and branch management reflect its revenue and the increasing number of branches every year. The Company believes that expanding the new branches will provide more channels and sales opportunities to reach target customers and receive a worthwhile investment return.

Management Risk

1) The risk of having a major shareholder holding more than 25%

As of 30 December 2022, the Company's major shareholder is Mr. Sura Kanittaweekul, holding 25.05% of the Company's total issued shares. Such a shareholding has resulted in a group of major shareholders having the power to manage and control almost all of the major voting rights.

Major Risk Management Measures : The Company realizes the importance of a balance of power. Therefore, a management structure has been established to consist of the Audit Committee by selecting and appointing three independent third persons to join the Board of Directors from seven directors to perform the duty of reviewing the work and having a balance of power as a representative of the minority shareholders. It also helps scrutinize essential matters, for example, the reasonableness of related transactions before presenting to the shareholders' meeting. There are measures and guidelines for conducting related transactions with the directors, major shareholder, executive, controlling person, including persons who may have conflicts of interest to create transparency and fairness to all shareholders equally.

2) The risk of relying on the management

The Company's key management has a long business experience, be a visionary in sales strategy, marketing, and considering potential branch locations, including having a good relationship with large distributors, department store, and a shopping center that owns the area. Therefore, the Company may be at risk of relying on the key management for the operation if there is a change in the primary control and unable to recruit qualified candidates, which may significantly affect its operation.

Major Risk Management Measures : The Company is aware of the risk factors from relying on such management. Thus, there is a policy to encourage the Company's personnel to participate in the formulation of its strategy and business plan and promote teamwork to create more potential work efficiency. There is also regular training of personnel to have an additional working knowledge to create personnel with experience and ability to inherit from management. The Company's leading management group is Mr. Sura Kanittaweekul and executives who are shareholders of the Company. Most of them are those who have worked with the Company since starting their business. The Company, therefore, believes that they will continue to work with the Company for the long term.

Operational Risk

1.) The risk of IT products being in short supply

The global shortage of semiconductor chip crisis continued to affect from 2020 until 2022 due to the rapid increase in demand for IT products around the world from the coronavirus outbreak (COVID-19). It made companies operating retail IT products facing the situation, IT products, including smartphones, tablets, etc., were in short supply. However, the major manufacturers of various brands accelerated adjusting new product plans and marketing plans to cope with the rising cost management and not cause any product shortage problem.

The Company is intermediary linking manufacturers and distributors both abroad and in the country. Therefore, measures to reduce risk have been established by continually planning product stocks and procuring new brands of IT products to replace branded IT products with limited supplies. Select various IT products by bringing all the popular brands to sell more. Focus on sales, especially for high-volume products, and reduce sales promotions to emphasize substitute profits. Also, the Company attaches importance to the relationship between business partners, doing business with partners like friends, having a policy not to take advantage of business partners, straightforward trading, making payments on time, every time to maintain a balance in doing business between the Company and its major and minor business partners. As a result, the Company has received good cooperation and support in various products and services. Therefore, it is believed that the Company will have sufficient products for sale to meet customers' needs, including planning to distribute to each branch efficiently by considering surrounding factors such as the unit's location, sales history, having sales staff for each brand, etc.

2.) The risk of non-compliance with rules, regulations, and relevant laws

The Company is committed to developing the organization for sustainable growth, operating the business legally, complying with rules, regulations, and related laws, and disclosing information transparently. There is also a suitable and appropriate auditing mechanism. In addition, risk assessments are conducted annually concerning compliance with rules, regulations, and relevant laws. There is a follow-up on risk management and disseminating knowledge related to compliance with rules, regulations, and relevant laws.

Financial Risk

1.) The risk of non-performance of major shareholders' financial support agreement

According to the terms of the financial support agreement that the Company has with the bank, there is a requirement to maintain the shareholding ratio and to hold the position of the leading executive of Mr. Sura Kanittaweekul, who is the Company's major shareholder throughout the term of the financial support agreement. However, the major shareholder has entered into an Undertaking Agreement with the Company, certifying that he will maintain his shareholding ratio as stipulated by the bank and remain the Company's leading executive until the bank agrees to cancel the terms in this matter.

The Company believes that the major shareholders will cooperate in complying with the said requirements for the Company to receive continuous financial support from the bank.

2.) The risk of exchange rate fluctuation

Due to the Company has ordered products and some types of IT equipment from abroad. As a result, the Company's order value in 2022 accounted for approximately 5% of the total cost of sales.

In addition, the Company has established measures to reduce risks by operating its business under a conservative financial policy regarding debt-to-equity ratio and controlling foreign exchange fluctuations. There is a forward contract to manage the risks arising from importing products and IT equipment from abroad and measures to request price adjustments according to changes in product prices and exchange rates within the specified timeframe to reduce the impact caused by the import of goods.

The Investment Risk of Securities Holders

The Company does not issue other types of securities. It has the policy to pay dividends to shareholders at a rate of not less than 40% of the net profit after deducting corporate income tax and allocating legal reserves based on the Company's separate financial statements. However, the Company may consider paying dividends different from the established policies, which will depend on the performance, financial status, financial liquidity, and the need for money to manage the business and expand the Company's business, including economic conditions.

Investors can review the information that may influence investment decisions, such as transactions with connected persons and the investment ratio specified in the investment objectives at the Securities and Exchange Commission Office or via the SEC's Internet network (www.sec.or.th).



Driving Business towards Sustainability

Sustainable Management Policy and Goals

The Company strives to be a leader in distributing cutting-edge technology products with excellent service by management from an efficient team. It has applied the concept of sustainability in economic, social, and environmental dimensions merging as part of the organization's development by defining a strategic plan organizational structure, the establishment of systems and information technology, and work process. It allows personnel to create quality work, deliver value through products services, strengthen the Company in the face of challenges to reward and grow with stakeholders sustainably.

Sustainable Development Policy

The Company operates and creates a sustainable growth for the business under good corporate governance throughout the value chain by considering the impact on stakeholders, society, and the environment. The Company believes that conducting business based on sustainability is a significant fundamental that enables the organization to grow permanently. Besides, the Company is determined to operate based on creating positive changes to the community, the environment, and the economy so that the operation is in a suitable direction and benefits stakeholders at all levels. This intention will help promote the function towards sustainability at both the Company and the group level. The Company has established a sustainability policy and practices (see full policies and guidelines through www.comseven.com under the Investor Relations category), with the following details

- 1) Adhere to doing business with fairness. Respect human rights and treat customers, business partners, competitors, and labor equally. Be responsible for consumers. Pay attention to the health and safety of employees. Generate awareness and encourage employees to take care of the environment and communities and social development for a better quality of life.
- 2) Encourage directors, executives, and employees at all levels to support, promote, and operate following the Sustainable Development Policy until it is the operating culture that takes into account the balanced benefits of economic, social, and environmental aspects.
- 3) Create awareness and responsibility for sustainable development practices to ensure that the Company will develop the economy in line with social, environmental, and stakeholder benefits, including continually promoting responsible operations throughout the organization's value chain.

In 2022, the Company reviewed and revised corporate sustainability development policies and practices, objectives, goals, and sustainable development strategies to be more precise and comply with good corporate governance principles and sustainable organizational development to operate effectively under the goals, objectives, laws, and related requirements.

Under the vision, the Company has established three sustainable strategies set out in the corporate sustainability development policy as a business practice in creating economic value and values for society and the environment. It also affects stakeholders who operate the business alongside the Company sustainably. The Company has set the sustainability development goals and strategies as follows:

Sustainable Development

The Company has established a sustainability development framework based on international action guidelines by analyzing the impact and creating value to create a balance in 3 areas: economy, society, and environment under good corporate governance since the selection of products, resource use, warehouse & transportation management, distribution to customers, consumers, and after-sales services. The Company focuses on the Sustainable Development Goals (SDGs) of the United Nations, numbering eleven main goals, namely 1, 3, 4, 5, 6, 8, 9, 10, 11, 12, 13 following the essential issues of the Company. But at the same time, it also supports six goals, namely 2, 7, 14, 15, 16, 17, to create sustainable value for all stakeholders.



Corporate Strategy

Currently, the service sector faces significant challenges due to the rapidly changing technology, consumer behavior, economic uncertainty arising from external and internal factors, and environmental problems becoming more and more serious. The Company has therefore established strategies to cope with and seek opportunities from the challenges that reflect our values, vision, and mission to generate good returns and stable long-term growth, which its strategy covers three areas as follows:

- 1) The digital age emphasizes making the most benefit of technology and innovation to increase the quality of providing service to customers, for instance, using data to analyze customer needs in digital channels, focusing on sales and service channels in all directions, and managing digital risk. It also improves internal operations and increases capacity for better efficiency and control.
- 2) The business expansion of retail, commercial, corporate customers, service, and online retail focuses on connecting regions with a network of branches covering all areas in the country, which develop by taking advantage of opportunities arising from regional expansion.
- 3) Sustainable Operations (Sustainability) focuses on developing and maintaining human resources, Environmental, Social, and Governance Risk Management, including complete access to services. Adhere to the principles of good governance to create sustainability for the Company and be part of the operation to achieve the country's sustainable development goals.

Sustainable Business Practices

Com7 Public Company Limited has guidelines for conducting business with honesty, transparency, morality, ethics, and adherence responsibility to all stakeholders to benefit sustainable growth. The sustainability concept has been integrated into the Company's business strategy to accommodate long-term risk factors such as changes in population age structure, disparity in many dimensions, environmental & natural resources problems, climate change, and to respond to stakeholders who are expected to have roles and responsibilities in helping to look after and enhance the quality of the environment and society. The Company believes that applying sustainability to its business operations will help create value and good performance sustainably.

Sustainability Strategy (3 Bright)

Com7 Public Company Limited has a concept of selecting innovative IT products, delivering quality products and services, being friendly to the environment, developing, taking care of, and taking responsibility for society and the community creatively. As a result, it will help improve the quality of life, brighten up happiness in life, and benefit all stakeholders.



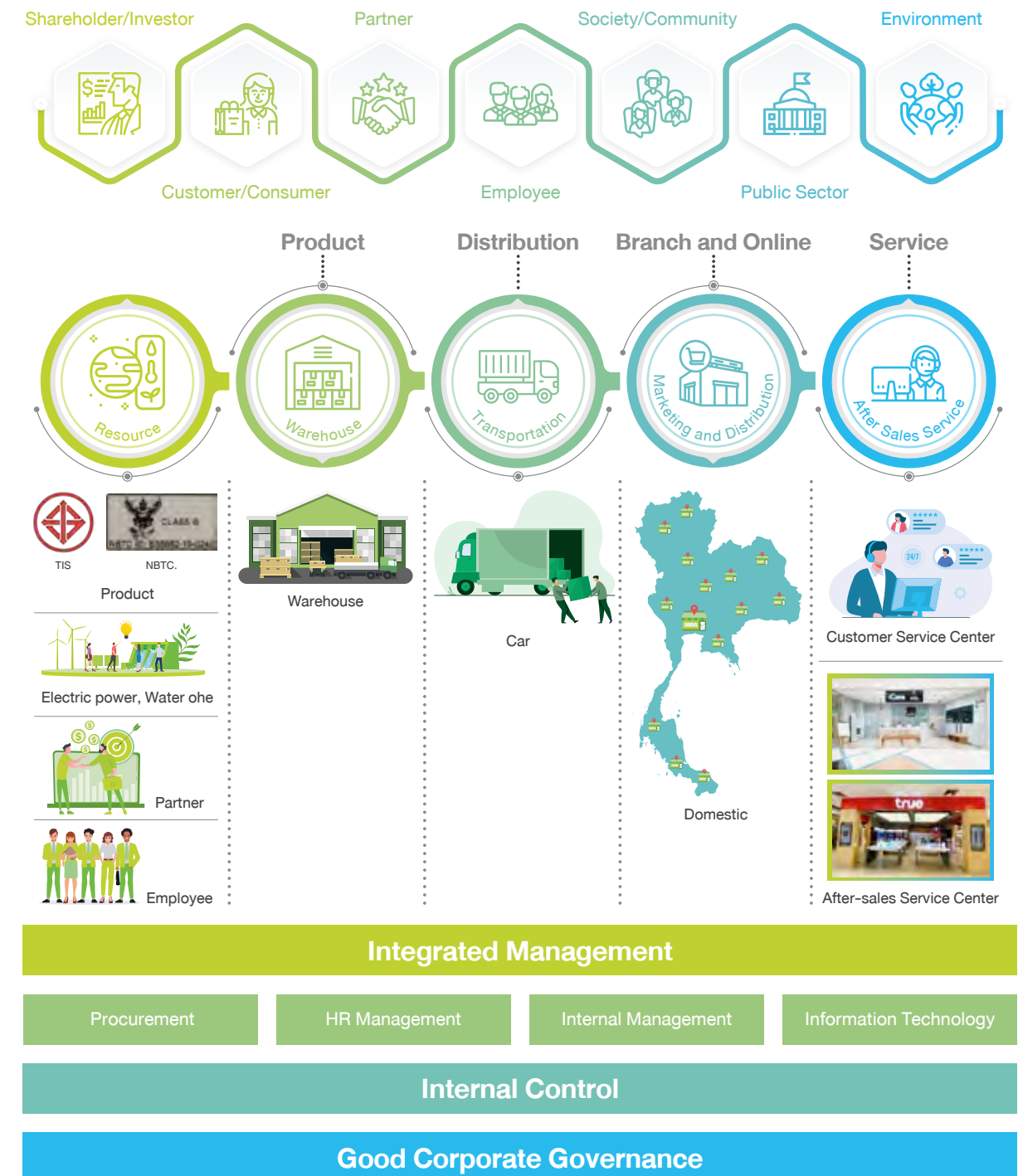
Managing Stakeholder Impacts in the Business Value Chain

Business Value Chain Management

Value chain management is an essential strategy for sustainable success in the organization's business operations. The Company places importance on managing every process of the business value chain, which covers the entire supply chain and value chain. It can help improve quality of life and a better environment, including conducting business fairly and being responsible to all groups of stakeholders.

Supply Chain focuses on efficient resource management, reducing costs, increasing efficiency.

Value Chain focuses on creating higher value of products and services to meet customer needs.



• Resource Management

In terms of products, the Company considers IT products to be an essential part of life. Therefore, it attaches importance to procuring domestic and imported products for sale with quality, modern technology, innovation, and customer safety. Furthermore, support for environmental friendliness and reduce greenhouse gas emissions. In addition, products are certified by the Industrial Product Standards (TIS) or passed the inspection and certification of telecommunication equipment and equipment standards issued by the Office of the NBTC. Besides, provide products that meet customers' needs for a new lifestyle (New Normal) and manage inventories to meet the increasing sales and expansion of branches. Furthermore, the Company sells eco-friendly bags that can be reused.

In terms of electric power and water resources, the Company focuses on building a culture of conservation of energy and water resources within the organization by using resources cost-effectively and efficiently, including continuous use of renewable energy.

In terms of business partners, the Company recognizes that partners are the key to building sustainable business strength and attaches importance to the relationship between partners. Conduct business with fairness equality, without taking advantage of business partners, straightforward trade, make payments on time, every time. The Company establishes procurement policies and regulations that prioritize the selection and assessment of suppliers who are socially responsible, environmentally responsible, respect human rights and comply with the law. Besides, develop and encourage partners to act as good citizens, consider social and the environment concretely, and have a direction consistent with sustainable business trends. In addition, invite partners to join the Collective Action Coalition against Corruption (CAC).

In terms of employees, the Company emphasizes treating workers with fairness and equality, respecting human rights non-discriminatory, providing welfare and benefits, promoting a good quality of life at work. In addition, continuously develop and promote employee potential and participation and consider safety, occupational health, and a good working environment

• Warehouse Management

Warehouse Management, the Company hired Agility Co., Ltd., a leader in logistics and warehouse management from the 4th quarter of 2020 to the present. As a result, cause the Company to reduce the cost of investment in warehouse construction, hire employees in the warehouse, train, and increase the efficiency of distribution of various products to the Company's branches across the country. As for the online warehouse, the Company manages by itself.

Warehouse and Transportation Management of the Company use computer systems and online systems to connect to all Company's distribution channels. Thus, the central staff can receive information about ordering, receiving, shipping, and transferring goods, including the balance of the inventory at any time (Real-Time). In addition, sales of products use a product barcode scanning system and a FIFO incoming product management system, making it possible to know the age of every product model and manage inventories on time.

The warehouse management system has been continuously developed as follows:

- 1) Supply packing equipment and packaging for transportation to branches or in the warehouse, which can be reused or used the recycled materials.
- 2) The online warehouse has been expanded to support the increase in sales in the future, along with the continuous development of e-commerce and warehouse management systems.

• Transportation, the Company determines the delivery channels as follows:

Com7 Public Company Limited operates the delivery area in Bangkok and its vicinity. For other delivery areas throughout the country, use private transport services outside, such as Next Express Company Limited, Kerry Express (Thailand) Company Limited, DHL Express International (Thailand) Company Limited, etc.

For online ordering, delivery of goods uses a private transport service. Customers can choose the delivery time as follows: Express within 3 hours, Same Day Delivery, Next Day Delivery, Midnight Delivery, and a period of 1-3 days.\

• Marketing and Distribution

The Company believes that fair treatment of customers, responsible for the sale of goods and services, and responsive marketing, are the key to lasting customer relationships. Consistency with the organization's culture and values is essential for sustainable business development by;

- 1) Responsible marketing and public relations to customers and society create good awareness and image of products and services.
- 2) Have a fair trade competition, considering business ethics and related laws, including building relationships with partners, customers, and consumers on an ongoing basis at reasonable and appropriate prices.
- 3) Organize promotional activities to deliver products and services with a good experience and focus on creativity. The Company's strategy emphasizes selecting products and organizing activities with Marketplace, either new products or promotions based on events.

The Company has several distribution channels. There are branches nationwide, including stores located in department stores, Community Mall, and StandAlone stores outside department stores, including franchise stores and the Company website (www.bnn.in.th). The Company continues to focus on expanding distribution channels following the change in new lifestyle behavior and the epidemic situation of the coronavirus (COVID-19) continually to facilitate and thoroughly serve customers along with protecting the environment as follows:

- 1) The Company focuses on online channels that are still growing in line with the e-commerce market by improving website usability www.bnn.in.th to accommodate an increasing number of customers and develop a system that can be linked in retail stores and online via Omni Channel.
- 2) The Company has a consignment agreement (Consignment) for all types of Xiaomi products that are not products in the smartphone category with all channels in front stores of the True Shop. The Company is the only Company with this right, making it easier for customers to access products.
- 3) Increase sales channels to 75 branches with Big C , Index and retail stores by selling smartphones and IOT products along with mobile phones.
- 4) Sell products by Drive Thru, CHAT & SHOP, and Click & Collect, which customers order products via online channels and can go to pick up the product at a branch near home. It helps reduce traffic problems that are part of pollution.

• Consumer

the Company attaches importance to product quality and customer safety by selecting IT products with modern technology. There are innovations, quality, standards, and safety. The product and service labels are also clearly displayed.

• After-Sales Service

there is a product warranty from the manufacturer to support the replacement and repair of products from leading manufacturers and importers to make consumers more confident in purchasing products from the Company. If the product has problems after purchase, customers can access the repair service at Com7 Public Company Limited's affiliated stores, all branches nationwide, or the "ICare" store, a repair and service center for Apple brand products, and the "TRUE by Com7" offering the True Shop service. Besides, ask for advice on using with employees in every branch.

Sustainability Risk Management

The Company has always focused on sustainability issues to create opportunities and reduce risks that affect the organization's competitiveness, profitability, and survival, including building confidence for stakeholders in all dimensions, economically, socially, and environmentally. In addition, there is the Risk Management Committee responsible for formulating policies, risk management framework, and supervising the risk management following the strategy and goals of the organization. Incorporate sustainability issues into the Company's business operations since the organization's plan and the risk analysis process. Identify key sustainability-related risk factors, such as climate change risk factors, water management, and risk factors from the increasing emphasis on environmental conservation to reduce the impact of uncertainty in the changing business environment. There is a risk assessment of impact analysis, preparing a certification plan, and monitoring risk management systematically and continuously (details can be found in Sustainability Report 2022 full version at www.comseven.com under the Investor Relations category).

Environmental Dimension	Social Dimension	Corporate Good Governance Dimension
1. Risk of Climate Change	1. Risk of Infringement of Personal Data Privacy or Human Rights	1. Risk of Cyber Threat
2. Risk of Continuous Increasing Environmental Conservation		

Stakeholder Analysis in the Business Value Chain

The Company places importance on the participation of all stakeholder groups by communicating and listening to opinions through various channels and bringing stakeholders' expectations into action. The Company recognizes that stakeholder opinions play an essential role in improving the efficiency of the Company's operations to build confidence for shareholders, business partners, customers, and stakeholders under the framework of ethics and code of conduct.

Stakeholders	Stakeholders' Expectations	Fulfilling Expectations	How to Get Involved
Shareholders/ Investors 	<ul style="list-style-type: none"> • Increase competitiveness and profitability. Pay good dividends. • Administrate management and risk management that will affect the Company's business operations both short-term and long-term. • Access to governance information and disclosure. Manage work in a transparent and verifiable manner. • Disclose information, news, and the Company's operating results accurately and on time. 	<ul style="list-style-type: none"> • Develop quality and management strategies of each business to compete effectively, including developing a management system using modern technology. • Analyze, follow, verify, monitor, and prepare measures to manage short-term, long-term corporate risks and new risks that may arise. • Comply with good corporate governance principles. Provide opportunities for shareholders to present their opinions and complaints to the Company directly. • Disclose information correctly following the guidelines for disclosure of information of listed companies. 	<ul style="list-style-type: none"> • AGM • Annual Report • The Company Visit Activities • The Company's Whistleblowing or Complaints Channel • Contact via the Company secretary • The Company Website / E-mail
Customers/ Consumers 	<ul style="list-style-type: none"> • Get quality products and impressive service. • Communicate clear product information. • Access to products easily and conveniently. • Access easily when customers have problems. • Receive and resolve complaints. • Treat customers with equality. • Respect human rights. Do not take advantage of customers. 	<ul style="list-style-type: none"> • Conduct business following morality, ethics, and code of conduct. Distribute quality products that are certified to international standards. • Integrate communication channels with customers thoroughly and comprehensively. • Develop and expand product distribution channels. • Build confidence in customers for products and services, including after-sales service. There is a product warranty. • There is a process for receiving customer complaints through many channels and managing quickly and efficiently. • Adhere to the principle of treating customers with fairness and equality without taking advantage of consumers. 	<ul style="list-style-type: none"> • Annual Customer Meeting • Customer Service Center • The Company's media, such as newsletters, magazines, and social media • The Company's Whistleblowing or Complaints Channel • The Company Website / E-mail • Customer Satisfaction Survey

Stakeholders	Stakeholders' Expectations	Fulfilling Expectations	How to Get Involved
Business Partners 	<ul style="list-style-type: none"> • Conduct business with honesty, transparency, and fairness. • Get quality products and services at fair prices. • Do not take advantage of business partners. Pay on time. • Be professional. 	<ul style="list-style-type: none"> • Declare the intention and become a member of the Thai private sector's collective action against corruption. • Operate the business following the Code of Conduct. • Create professionalism in business and good alliance. • Support and promote business partners who are socially and environmentally responsible. 	<ul style="list-style-type: none"> • Annual and Monthly Business Partner Meeting • Partner Registration • The Company's media, such as newsletters, magazines, and social media • CSR Activities • Analyst Meeting • The Company's Whistleblowing or Complaints Channel • The Company Website / E-mail
Employees 	<ul style="list-style-type: none"> • Compensation, benefits and appropriate welfare • Career Stability • Career Advancement Opportunities • Good quality of life and safety in the workplace and occupational health • Developing skills, knowledge, and abilities to increase work potential • Happiness at work 	<ul style="list-style-type: none"> • Set compensation, benefits, and welfare appropriately. • Set career advancement paths. • Annual Employee Engagement Survey • Assess employee potential every six months and one year and encourage continuous training and knowledge development. • Discuss opinions between heads of departments and employees in the organization. • Complaint through Whistleblowing channel • Communicate through electronic media within the organization regularly. 	<ul style="list-style-type: none"> • Communicate through various channels and online systems within the Company. • CEO meets employees • Satisfaction and Engagement Survey • The Company's Whistleblowing or Complaints Channel • The Company Website / E-mail
Society/Community 	<ul style="list-style-type: none"> • The Company's business operations must not affect society, community, and environment. • Access to technology for all Thai people in society. 	<ul style="list-style-type: none"> • Conduct business with prudence and caution to prevent impacts on society, community, and environment. • Respect human rights and create social equality. • Comply with the law and other requirements or relevant international guidelines. 	<ul style="list-style-type: none"> • Organize CSR activities continuously and sustainably. • The Company's media, such as newsletters, magazines, and social media • Conduct communication activities with the media through all kinds of communication tools.
Public Sector 	<ul style="list-style-type: none"> • The Company's business operations must not contravene the relevant laws and regulations. 	<ul style="list-style-type: none"> • Comply with the law and other requirements or relevant international guidelines. • There is a legal risk assessment. 	<ul style="list-style-type: none"> • Report, Letter • The Company's media, such as newsletters, magazines, and social media • Conduct communication activities with the media through all kinds of communication tools.

Stakeholders	Stakeholders' Expectations	Fulfilling Expectations	How to Get Involved
Environment 	<ul style="list-style-type: none"> Valuable use of natural resources Reducing environmental impact 	<ul style="list-style-type: none"> Support activities or projects that help society and protect the environment consistent with the business. Manage environment systematically. Use substitute materials. 	<ul style="list-style-type: none"> Social and Environmental Activities The Company's media, such as newsletters, magazines, and social media

Sustainability Materiality Assessment

The Company is committed to doing business by creating business value and social and environmental responsibility and responding to the expectations of stakeholders appropriately and can concretely measure the results. Therefore, the Company has carried out the process of sustainability materiality assessment as follows:

Materiality Identification and Scope of Reporting

1

Materiality Identification

Analyze external factors, such as global trends, change in consumer behavior, market competition concerning key issues of companies in the same industry. Besides, analyze internal factors, such as operations, weaknesses, strengths, business strategy directions, risks & opportunities for sustainability, and corporate social responsibility operations. Gather information from internal and external stakeholders through activities and projects throughout the year, such as surveys, joint meetings, interviews, receiving complaints through various channels, etc. In addition, consider factors in determining the scope of each vital issue to cover groups influencing essential matters in 2021, including environmental, social, and governance dimensions.

2

Materiality Prioritization

The Company takes the selected issues for evaluation and prioritization by considering two cores: the level of importance, opportunities, and impacts on the Company's business operations; the level of importance and impacts on stakeholders' interest according to corporate risk assessment criteria.

3

Validation

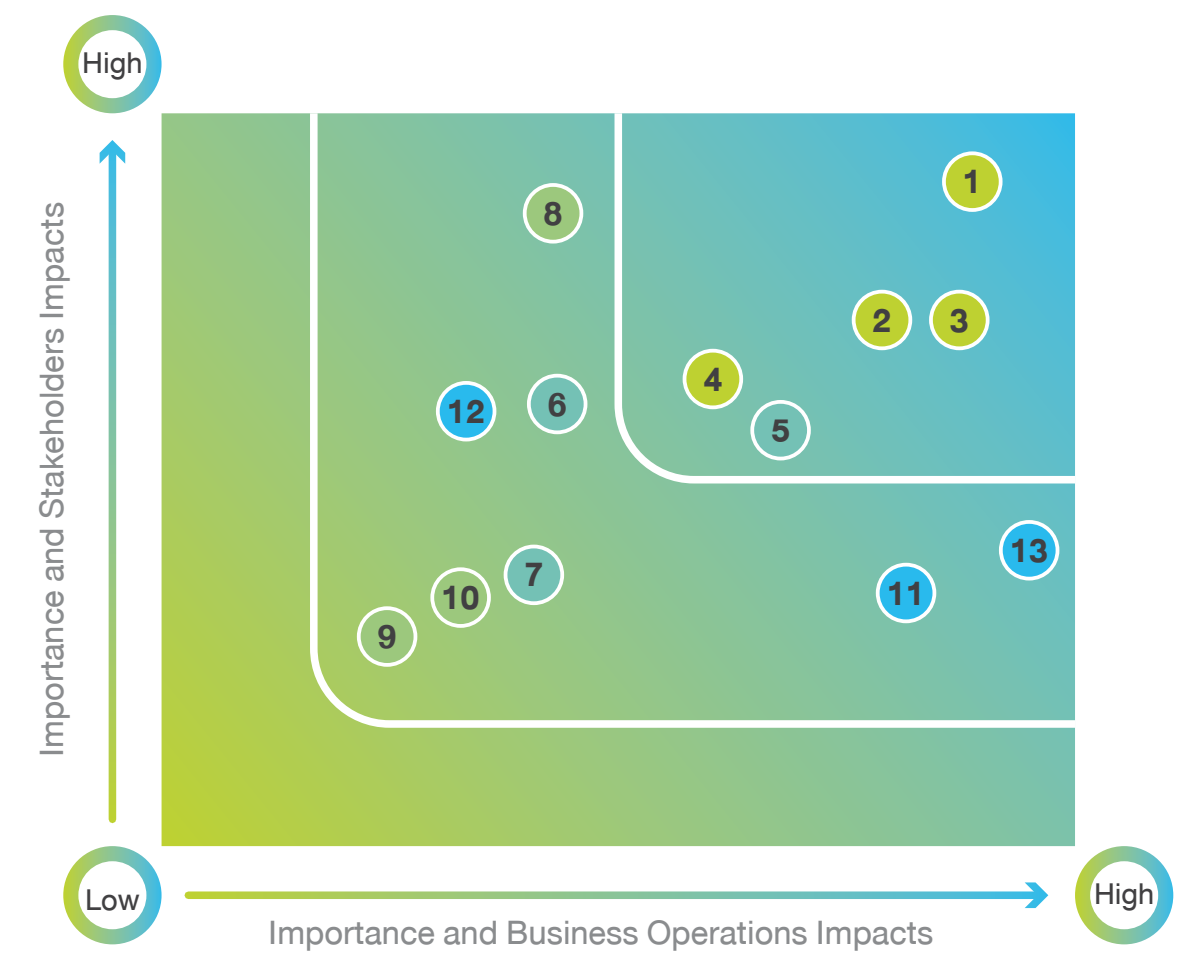
The sustainability working group is responsible for validating the priorities.

4

Review and Continuous Improvement

The Company listens to opinions and suggestions of all stakeholders through various channels inside and outside the organization to develop and improve the content of sustainability development reports in the following year.

Materiality Assessment Results



Economic Dimension	Social Dimension	Environmental Dimension	Corporate Governance
1. Good and Stable Performance	5. Human Resource Management	8. Energy Management	11. Fair Business Conduct
2. Products, Innovations, and Services	6. Community Relationship Management and Social Responsibility	9. Water Management	12. Human Rights
3. Customer Relationship Management	7. Safety, Occupational Health, and Positive Working Environment	10. Waste Management	13. Cyber Security
4. Partner Relationship Management			

According to the evaluation results of all 4 areas of sustainability, there are 13 issues, which summarize the results of operations in each area as follows:

Sustainability Management in Economic Dimension

1. Good and Stable Performance

Revenues

In 2022, the company had revenue from sales and services of 62,732.60 million baht, increased by 11,606.20 million baht, or 22.70% from the previous year (revenue from sales and services was 51,126.40 million baht in 2021). Retail businesses received 56,788.60 million baht, or 90.50% of total revenue, while other distribution channels received 5,944 million baht, or 9.50%. Besides, gross profit in 2022 was 8,434.80 million baht, an increase of 1,588.90 million baht from the previous year or 23.20% (in 2021, there was a gross profit of 6,845.90 million baht).

In addition, the parent company had a net profit of 3,037.70 million baht in 2022, an increase of 407.30 million baht from the previous year or 15.50% (the parent company had a net profit of 2,628.50 million baht in 2021).

Expenses

The company's selling, general, and administrative expenses were 4,702.60 million baht in 2022, an increase of 941.20 million baht or 25% from the previous year (3,761.40 million baht in 2021). It was mainly from the cost of sales and services for the year 2022, which was 54,297.80 million baht, an increase of 10,017.30 million baht or 22.60% from the previous year (2021, the cost of sales and services was 44,280.50 million baht). It corresponded to increased sales in terms of paying taxes to the government in the amount of 768.70 million baht and paying dividends of 1,200 million baht to provide returns to shareholders.

Financial Status

The company had total assets of 19,162.40 million baht. It had a current asset of 13,361.90million baht, non-current assets of 5,800.50 million baht, and shareholders' equity of the parent company of 7,251.90million baht, with a liquidity ratio of 1.19 times and a debt to equity ratio of 1.64 times. The Company had high liquidity and a low debt burden from such financial ratios, which showed that the Company had high stability. In addition, the company provided a continuous dividend payment every year, which was a return on investment for shareholders regularly and over the past period.

2. Products, Innovations, and Services

Commitment and Goals

The Company is determined to be the leader in selling modern IT products with excellent service managed by an efficient team to meet the needs of customers based on creating positive change for the community, environment, and economy to create benefits for all levels of stakeholders. The Company aims to select products that meet the needs of all target groups of consumers and have a variety. Create maximum customer satisfaction.

Management Approaches

The Company pays attention to customer research. Study various IT industry conditions, look for, select, and present IT products that are modern technology, innovation, creative, good quality, variety, standard, safety, enhancing the quality of life to meet the needs of different target customers. Increase access to new products and services. Provide fast delivery within the same day or the next day and good after-sales service. It is to provide customers with the highest satisfaction and give importance to, supporting, and promoting all stakeholders to create environmentally friendly benefits for the community and society.

Performance in 2022

1. Customer Research

The Company analyzes customer behavior and needs from the Company's database coupled with studies and follows up on technology products trends, innovation keeping up with world trends all the time. Therefore, it gives rise to a new perspective to support selecting products and services to meet customers' needs and with the highest satisfaction.

2. Product for New Normal

Nowadays, IT products are essential in life, communication style, work, and lifestyle. The Company, therefore, has a dedicated team that performs product selection and procurement from abroad, in the country, and through internet channels. Although this year, the Company has faced the product segment of smartphones, tablets, computers, and IoT (Internet of Things) devices that are not enough to meet the market demand due to the trade war until the current COVID-19 crisis. However, the Company has a good relationship with partners and measures in selecting effective products. Add more than 10,000 types of variety, covering more than 100 brands worldwide to meet the needs of all target customers following the new way of life sufficiently, including gaining confidence and trust from customers.

3. Eco Friendly Products

The Company focuses on selecting modern IT products along with being environmentally friendly. Provide the best for customers and support manufacturers/partners to use environmentally friendly product packaging that can be recycled.

- For eco-friendly products such as eco-friendly bags, the Company campaigns for reusable and durable bags by organizing the sale of eco-friendly bags in 2022, selling 6,294 bags of eco-friendly bags.
- For greenhouse gas reduction products such as smart gadgets and electric scooters, it uses electric power instead of using fuel, thus, helping to reduce carbon dioxide emissions, which is an important factor that causes global warming.

4. Origin Inspection and Product Safety Standards

The Company attaches great importance to the safety of the products selling to its customers. Therefore, purchasing department works closely with distributors or manufacturers to regularly inspect and obtain product safety certification from regulatory agencies. Besides, prepare product labels correctly according to the Office of the Consumer Protection Board (OCPB) requirements so that customers can know the information of the products. In addition, the Company sells products that are not infringing on intellectual property rights, infringement of copyright, and patents.

In 2022, the company received 14 complaints about product satisfaction, accounting for 4.42% of all complaints. The majority of the complaints were related to product usage issues. The company paid attention to and managed to solve the problems by identifying the causes, explaining and suggesting proper usage methods, providing repair and warranty services, replacing products, accepting product returns and refunds, or arranging for product delivery to customers successfully for all complaints.

5. Comprehensive Service

- Modern and Secure Online Ordering System

The Company has invested in technology development, a website, an ordering system, and Omni Channel, which integrates various shopping channels both online and offline so that customers can find products, select to see details of the product, and get convenience in purchasing products. As a result, offer an excellent experience to customers. Provide home delivery service or order online and pick up at a branch near your home (Click and Collect). It helps reduce traffic problems, which are part of the cause of pollution, etc. In addition, customers can be confident in the safety of their online purchases because the Company uses SSL (Secure Socket Layer) throughout every step of the purchase order to prevent abuse of the customer's personal information.

- Fast and Convenient Delivery Service

The Company focuses on facilitating customers, hiring a private transport company to provide delivery services within 1-3 days or Next Day Delivery or express delivery within 3 hours for some products. Lalamove Thailand Company Limited and Scootar Beyond Company Limited serve in Bangkok and service areas. In addition, there is a particular delivery service for smartphone products with pre-orders, by Same Day Delivery, Midnight Delivery, including Drive Thru sales.

- After Sales Service

Almost all items purchased from the Company carry a manufacturer's warranty with a warranty period ranging from 6 months to 3 years - support replacement and repair of products from leading manufacturers and importers. However, suppose the product has a problem after purchasing. In that case, customers can access the product repair service at Com7 Public Company Limited's affiliated stores, all branches nationwide, or "iCare" shop, a repair and service center for Apple brand products, and "TRUE by Com7", the shop providing True Shop service under the terms of service, including receiving consulting services, instructions for use with employees everywhere.

3. Customer Relationship Management

Commitment and Goals

In the digital age, customers have unlimited access to information, and there are more choices for purchasing goods and services. Therefore, the Company continually focuses on a good relationship with customers. Build customer confidence in the quality of products and services. Create a good image for products and services and customer engagement, including employees who are essential forces that promote sustainable business growth. Therefore, the Company aims to create 100% customer satisfaction.

Management Approaches

- 1) Use technology in conjunction with personnel to increase service to customers. Build understanding of customer needs and respond to customers' needs in terms of products and services to change from consumer to customer (Customer Loyalty).
- 2) Develop product and service knowledge, product usage skills, sales skills, and employee communication skills.
- 3) Raise awareness for employees in accessing, collecting, using, and disclosing personal information, which may damage the owner of the data. It must be protected under the Personal Data Protection Act and universal human rights principles.
- 4) Continually build relationships with customers by listening to voices, opinions, suggestions, customer needs, and complaints to be used as information for determining sales and marketing strategies, selecting quality products and services, communicating to relevant departments for acknowledgment and improvement of work processes.
- 5) Proactively analyze the information displayed on various social media platforms to obtain customer feedback and efficiently respond to customer needs.
- 6) Provide integrated marketing communications, promotion, and product prices are reasonable.

Performance in 2021

The Company has carried out various activities and projects to create engagement and a good image for the product and organization (CRM) and create a good experience for customers. Make customers decide to buy and come back to purchase or use the service again and tell them about the excellent experience, which allows the Company to expand its customer group effectively.

- 1) The Company has a team specializing in sales and products sold and experiencing knowledge transfer by setting a training plan following the Company's policy to provide customers the knowledge and specific qualifications of products. Besides, there are sales staff preparation courses to give the employees' sales skills, negotiation, giving advice, product information, service information, how to use it right, and communicate effectively and satisfy customers.

- 2) Call Center receives complaints through several channels, including telephone, Call Center, E-mail: customer_support@comseven.com, Facebook, Line@, etc., including the following actions:

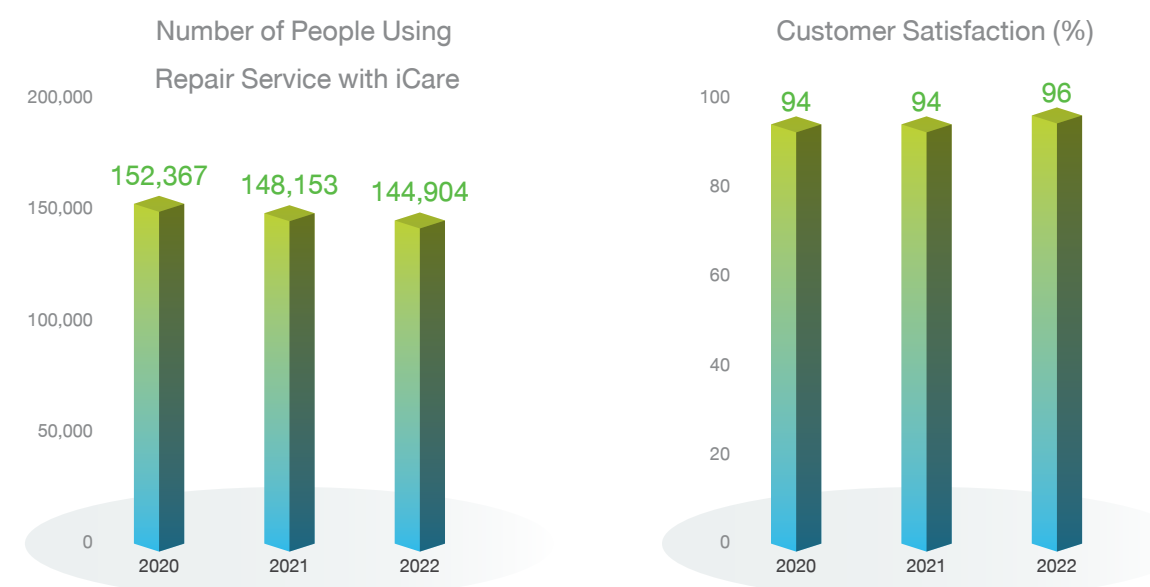
- Train new employees about the fundamentals of operations, products, services, and distribution channels to provide accurate and fast customer information, including compliance with the Personal Data Protection Act.
- Provide practical advice on the Company's products and services for customers' best interest, including accurate, adequate, and up-to-date information for customers.
- Analyze the information displayed through various social media to know opinions and customer needs, then implement management immediately.
- Contact with customers with politeness, good-naturedness, enthusiasm, effectiveness, and be trusted.
- The Company accepts complaints from customers and brings complaints as a guideline for development and communication to relevant agencies for acknowledgment and improvement and contacting customers to acknowledge the improvement results. In 2022, there were 317 complaints. The Company can handle complaints entirely and following the goal that complaints must be closed within 1 hour. Or, if it's the case that takes time to process, have the district manager contact the customer within 1 hour of receiving notice from the Customer Service Center.

- 3) Customer relationship management by analyzing customer behavior to plan marketing communications for each opportunity that meets the needs of target customers, the Company uses targeted marketing policies such as in-store marketing activities to attract customers to know the store, come to buy products, use various services, return to purchase products and use services of the Company, including using marketing communications and promotions.

- 4) 4. There are strict measures to build confidence in customers' safety in purchasing goods and using in-store services to prevent the spread of coronavirus (COVID-19).

- 5) 5. After-sales service, the product warranty supports the replacement and repair of products from leading manufacturers and importers. Suppose the product has a problem after purchasing. In that case, customers can use the service to repair the product at any of the Company's affiliated stores nationwide or the "iCare" store, a repair and service center for Apple-branded products under the terms of service.

Apple South Asia (Thailand) Co., Ltd. has set the Customer Satisfaction (CSAT) indicator for iCare service centers at a level greater than or equal to 90%. In 2022, the Company achieved customer satisfaction at 96%, which passed Apple's criteria.



4. Partner Relationship Management

Policy and Guidelines for Partners

The Company has set a policy for employees to treat their business partners fairly, honestly, and without taking advantage. Take into account the Company’s best interests based on obtaining fair returns for both parties. Avoid situations that cause conflicts of interest. Also, the Company provides the Code of Conduct for its partners to be a sustainable practice for business partners (see details of the Code of Conduct for suppliers and stakeholders, full version, at www.comseven.com under the Investor Relations category).

Commitment and Goals

The Company realizes the importance of partners who participate in creating value and a good image for products and services. It is determined to do business with business partners with transparency, fairness, adherence to trade conditions, and develop together for sustainable growth. Therefore, there is a target to assess ESG risks for key trading partners and partners who will deal with the Company from 2022 onwards, which must be acknowledged of the Supplier Code of Conduct before registering a seller.

Management Approaches

- 1) Establish a sustainable, transparent, fair, and accountable procurement policy, including supporting procurement with partners considered environmental impacts, social responsibility, and good governance or good corporate governance.
- 2) Select and assess potential business partners for sustainable business operations.
- 3) Disseminate the Supplier Code of Conduct to know the Company’s intention to conduct business with integrity, transparency, and responsibility to all groups of stakeholders. Provide public relations communication of anti-corruption policies and practices and encourage partners to join the anti-corruption network.
- 4) Maintain confidentiality or business partners’ information. Do not use it for your benefit or those involved in wrongful ways.
- 5) Do not demands, receive, or pay any benefits dishonest in trading with business partners. If demanding or receiving or paying any benefits fraudulent happens, must disclose details to partners to resolve problems fairly and quickly.
- 6) Comply with the conditions strictly agreed. If any conditions cannot be complied with, must notify business partners in advance to jointly find a solution to the problem.
- 7) 7Encourage business partners and alliances to respect human rights under the law. Do not accept illegal child labor, forced labor, bonded labor, including promoting knowledge and understanding about human rights violations.

Performance in 2022

The company acts as a middleman, linking manufacturers and distributors both domestically and internationally. Therefore, the company places importance on relationships with trading partners and has received good cooperation and support both in terms of diverse products and services. The company has a policy of treating trading partners equally and paying on time every time to maintain balance in business dealings between the company and large and small trading partners. Additionally, the company has a policy against corruption and promotes it by abstaining from receiving gifts and entertainment during the New Year’s holiday and other occasions. They also inform their trading partners through public relations boards and the company’s website to continuously participate in the Thai private sector anti-corruption project (CAC).

In addition, the company conducts business with partners as friendly allies. Whenever partners have new products or technologies, they will send these products to the company as their primary distributor, which results in the company having up-to-date products and technology that will enable the company to grow, strengthen the economy, and elevate the level of operations to meet the demands of consumers.

Because of the importance of conducting business ethically and responsibly, the company has developed a significant code of conduct for its partners (details of the code of conduct can be found on the company’s website, <https://www.comseven.com>, under the category of Investor Relations-Governance). The code of conduct provides a sustainable framework for partners in accordance with the relevant regulations, laws, and standards of the company’s business ethics. It also covers international work standards to ensure that partners who conduct business with the company understand the company’s values. Additionally, the company has developed a questionnaire that covers environmental, social, and governance issues to enable partners to assess their own sustainability and has policies and procurement regulations that prioritize quality partners and standard products. The company is responsible for society and the environment, respecting human rights, complying with relevant laws, and reducing

environmental impacts, especially in the production of environmentally friendly products such as Apple products, which demonstrate a commitment to carbon neutrality by 2030. The company is also designing and manufacturing innovative products using recycled materials and reducing energy consumption to increase customer confidence in product quality and environmental sustainability.

The company has measures in place to check and evaluate sustainability risks, including procurement processes that begin with screening and selecting partners. Suppliers are required to conduct self-assessments under the Environmental, Social, and Governance (ESG) criteria of economics, environment, society, and good corporate governance. If a supplier receives a highrisk rating in the ESG assessment, the company negotiates with the supplier to identify and resolve the problem while also registering new suppliers. The evaluation of suppliers includes on-site inspections and continuous monitoring of their performance.

In 2022, the company conducted self-evaluations of its important suppliers, with 73 suppliers submitting their self-assessments and compliance documents; all received a rating of good to excellent. No suppliers failed the assessment. The company also implemented measures to monitor the performance of its suppliers in all areas. In 2023 and beyond, the company plans to have all of its main suppliers conduct self-assessments and communicate compliance documents regularly.

The company collaborates with its partners by organizing suitable communication with them on a regular basis every year, with the aim of strengthening relationships and exchanging knowledge, information, an overview of demand and supply, and market-related situations. This also includes various news and government policies that may affect the business operations of both the company and its partners. This allows executives and employees to be aware of the issues and suggestions from partners directly, to improve operations and create opportunities for future business collaborations.

Sustainability Management in Social Dimensions

Social Policies and Practices

The Company has set a policy on the responsibility to the community and society. Take into account the conduct of business according to human rights principles. Emphasize fair and equitable treatment of stakeholders. The Company has laid down the principles and framework of operations policy in employee care, human resource development, safety, occupational health, working environment, and community&social responsibility (see the full policy and guidelines at www.comseven.com under the Investor Relations category).

Human Resource Management

The Company realizes that employees are the heart of the business to achieve its goals and create competitive advantages and sustainable growth.

Commitment and Goals

According to the world trends that are changing technology that occurs rapidly and the spread of the Coronavirus affects behavior and lifestyle of a new way of life (New Normal). It causes the organization to adjust its focus on efficiency in all aspects. The Company places importance on ensuring that employees are motivated to work at their full potential and ready to grow with the organization by focusing on three areas as follows:

Topic	Long Term Goals
1. Manpower Planning and Recruitment	<ul style="list-style-type: none">Two hundred students from the bilateral program will have joined the Company by 2024.Employ a disabled person per one hundred employees continuously every year.
2. Employee Training and Development	<ul style="list-style-type: none">Employees at the head office will have received training according to the training plan > 80% by 2024.There will be a successor of 5% of the total head office staff by 2024.
3. Employee Retention	<ul style="list-style-type: none">Achieve an organizational engagement score of > 80% by 2024.The turnover rate of head office employees won’t be more than 20% by 2024.The turnover rate of branch employees won’t be more than 35% by 2024.The turnover rate of high potential employees or successors will be less than 15% by 2024.

Manpower Planning and Recruitment

The Company places importance on recruiting knowledgeable personnel and competence suitable for the position, having attributes consistent with values corporate culture. Besides, retain high potential employees along with creating corporate values. Therefore, the Company has recruiting channels through social media and various technologies such as the Company's website, Facebook, Line, Job board, and creating projects to recruit qualified employees, such as the Friends Get Friends Project and Bilateral Project, etc.

Performance in 2021

Manpower Operations	2020	2021	2022
Recruit New Employees (People)	1,310	1,301	1,596
Transfer of Employees (People)	621	799	1,398
<ul style="list-style-type: none"> Employees Transferred between Departments 	44	81	169
<ul style="list-style-type: none"> Employees Transferred between Head Office and Branch 	6	3	14
<ul style="list-style-type: none"> Employees Transferred between Branches 	571	715	1,215

Employee Referral Program

The company has implemented an employee referral program to recruit new hires who are qualified for job positions and aligned with the company's culture. This program serves as an additional channel and opportunity to find suitable candidates for positions that are highly competitive. The company rewards employees who refer friends or acquaintances with the right qualifications to apply through the Employee Referral Program. In 2022, 161 new employees were hired through this program, an increase from the 32 employees hired in 2021.

Employee Referral Prog	2020	2021	2565
Number of new employees (people)	56	129	161

Training Partnership Program

The company started the training partnership program in 2021, which involves signing a collaboration agreement with vocational institutions. Currently, the company has agreements with seven institutions, including Vimalalo Technology College of Business Administration, Phanitthayakarn Thonburi College, Phanitthayakarn Bangna College, Nonthaburi Technical College, Kanjanapisek Technical College, Samut Prakan Business Administration and Technology College, and Bangkok Business and Tourism Management College. The program aims to create partnerships for professional training in retail business and provide opportunities for students from the Training Partnership Program to work with the company every year, receiving compensation while developing knowledge, skills, and technology to efficiently perform the job in accordance with the company's needs.



Project: Chance for Change

The company recognizes the importance of working with happiness and expertise that is suitable for each individual employee's qualifications. This results in efficient work performance. In the event that employees need to relocate, return to work in their hometowns, or change to a position that requires even greater expertise, the company has established guidelines for transferring employees to other departments or to subsidiaries. In 2022, 20 employees participated in this project.

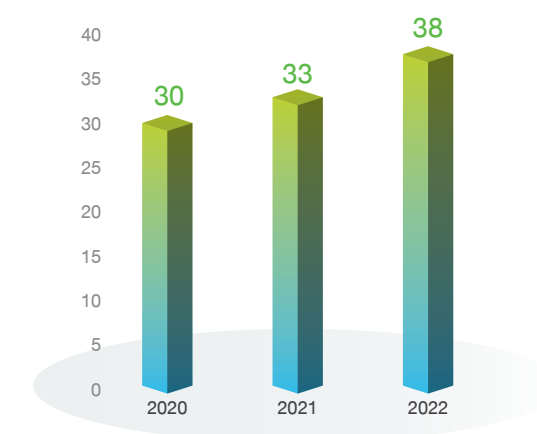


Hiring People with Disabilities

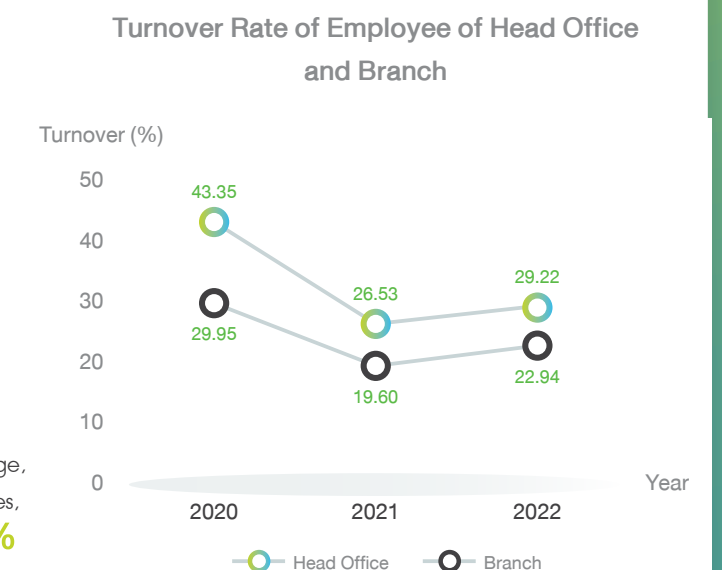
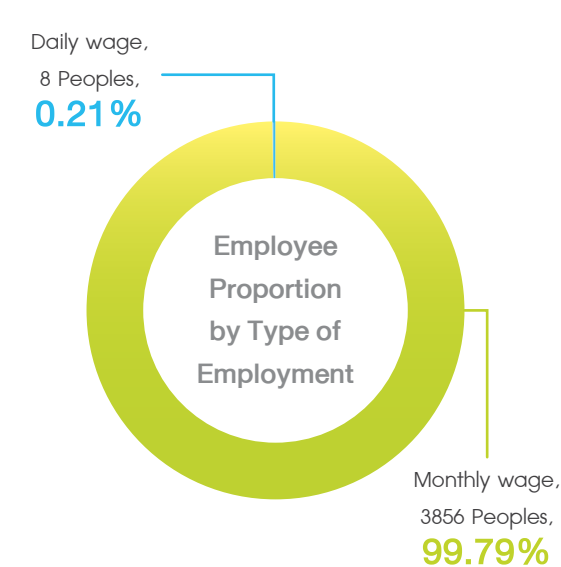
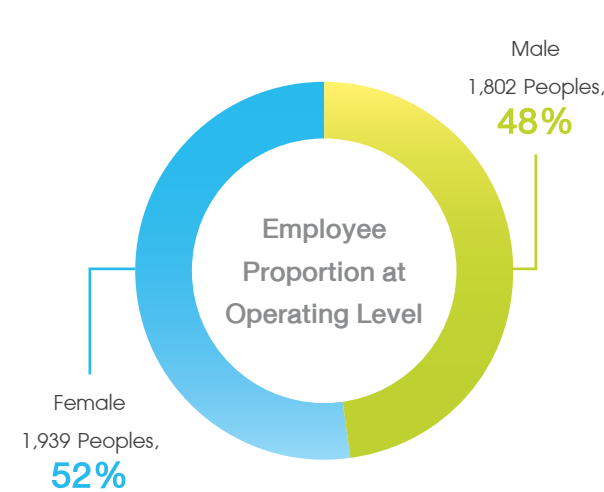
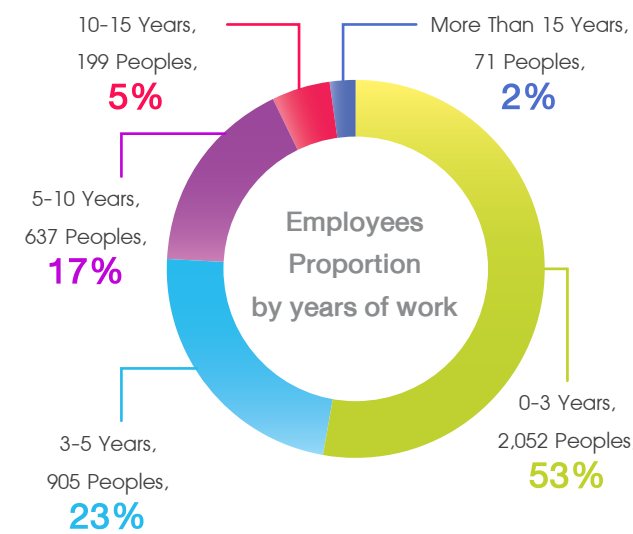
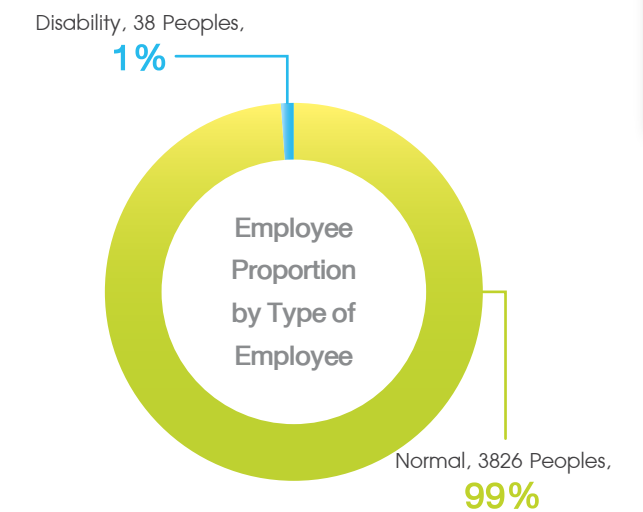
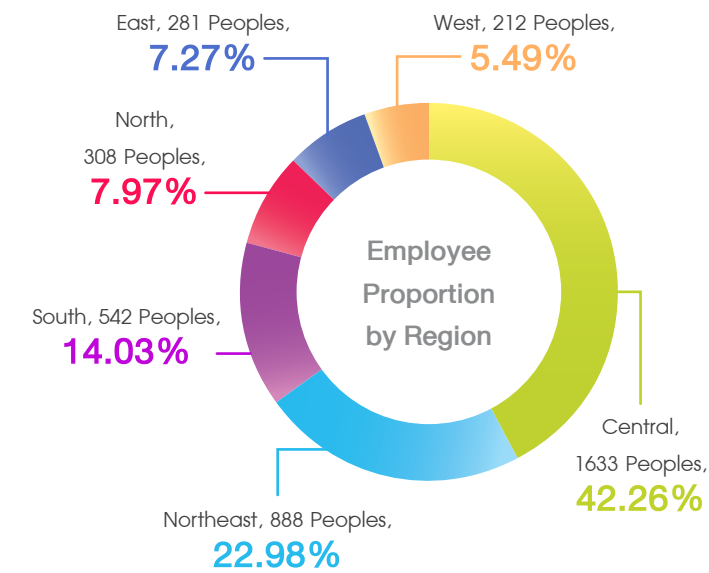
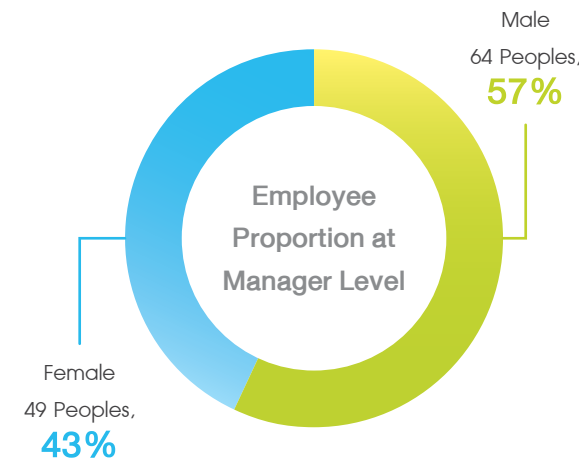
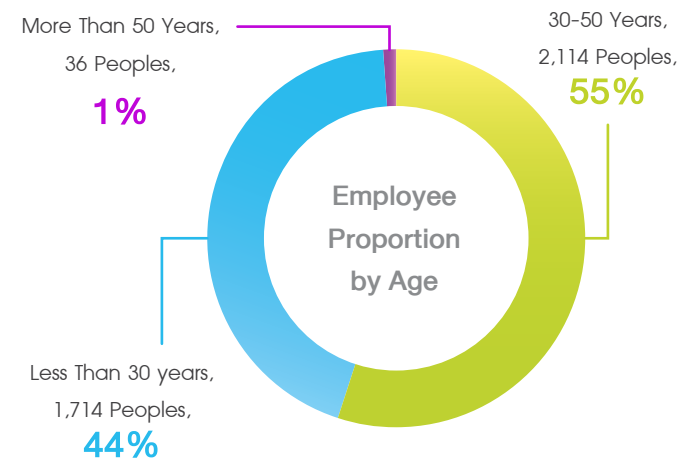
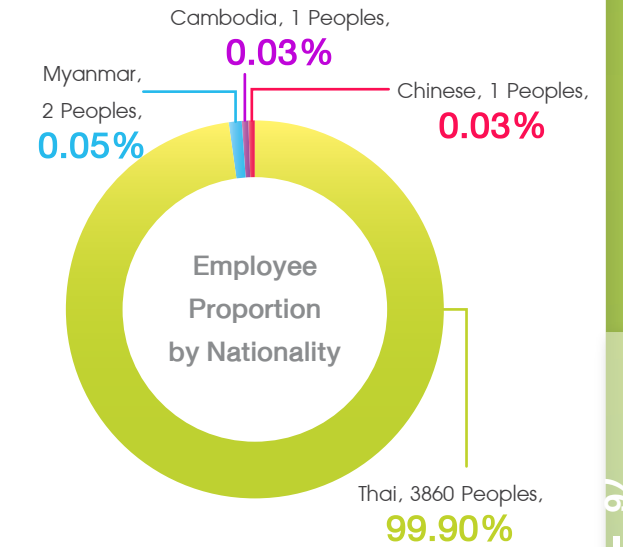
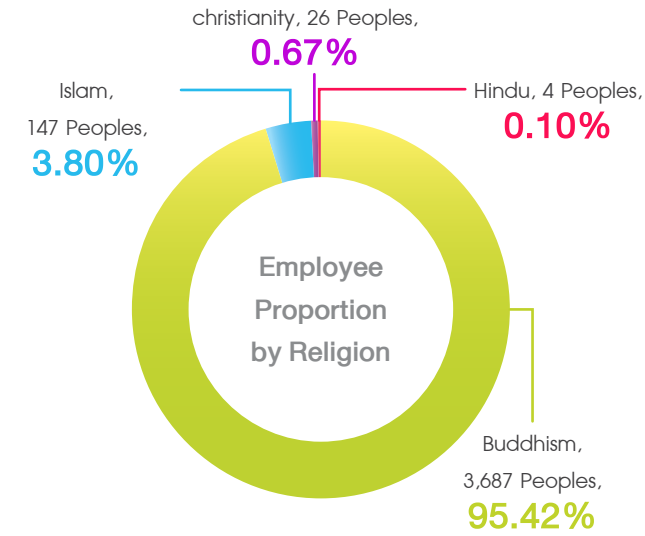
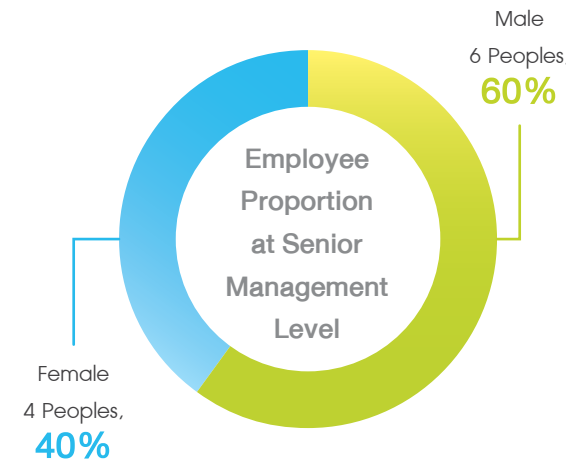
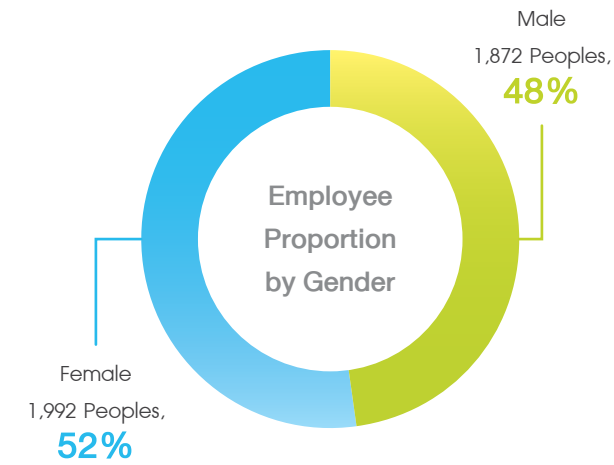
The company has a policy of non-discrimination and equal opportunity in employment. It conducts business by giving importance to hiring people with disabilities in accordance with the Disabilities Empowerment Act (No.2), B.E. 2013, Section 33. In 2022, the company hired a total of 38 people with disabilities, accounting for 1% of its total workforce of 3,826 employees. This exceeds the legal requirement of the Disabilities Empowerment Act, B.E. 2007, which mandates a minimum of 1% of employees with disabilities. The company also has plans to continuously support the hiring of people with disabilities in the future.



Number of people with disabilities hired



Employee Statistics in 2022



Employee Training and Development

The business environment that has changed to a new way of life (New Normal) causes the Company to accelerate adaptation. Therefore, the Company promotes the development of potential employee competence and attitudes of employees in line with the work of the new era by defining it as a human resource development policy (see full policies and guidelines at www.comseven.com under the Investor Relations category).

The Company has a variety of human resource development and promotion guidelines. In 2022, the following actions were taken:

Employee Development and Training

The Company has prepared a development plan for employees in 2022 at all levels (Training Roadmap), both in the head office and branches. All courses focus on developing Core Competency. It includes the ability to show the organization’s work culture, which all personnel should have, and go in the same direction. Also, Managerial Competency is the management ability that personnel in the organization at each level and position need to be used in self-management and subordinates. The courses of training and development plans include both soft skills and hard skills to enable employees to become proficient and have various skills.

In 2022, the company organized training courses for 795 employees, with a participation rate of 80.93% of the total employees. The employee training rate was lower than the previous year by 0.39%. On average, each employee received 6 hours of training per year.

Development Plan for Leadership and Talent Management

The Company realizes the importance of preparing for human development to be competent people becoming executives in the future, and being ready to lead the organization to grow, create good things, and generate sustainability.

Development of High Potential Employees

The Company continually focuses on the development process of high potential employees to be able to grow in a career. There are criteria for selecting high potential employees, development process, and comprehensive potential assessment. Those who go through selecting employees with high potential will enter the organization’s development process according to the specified program.

Succession Planning

The Company has a high potential development process to plan the succession of essential employees as follows:

- 1) Review the direction of business operations of the organization.
- 2) Determine the level at which a successor must be planned.
- 3) Determine the list of successors and present them to the personnel committee.
- 4) Assess the level of successors’ readiness.
- 5) Report on potential assessment results and prepare a development plan.
- 6) Track and report on successor development progress.

The establishment of a development plan aims to strengthen and develop points that hinder career growth. A continuous development model is established throughout the year to build a team of executives (Talents & future leader pipeline) using training principles based on the 70-20-10 ratio concept. The development plan is designed with an important goal that everyone who goes through this project can learn and develop the potential to become a vital force of the Company in the future.

In 2022, the Company selected a group of employees with high potential (Talent Group), representing 5% of the group of head office employees. Some of which are designated as successors of senior management (Successor). There are criteria for selecting from the competency and annual performance appraisals (KPIs) results. Employees in this group will continue training programs to develop their potential in 2023.

Encouraging Employees Ethics

In 2022, the Company disseminated the business ethics, code of conduct, anti-corruption policy, and its guidelines to the Company’s directors, executives, and employees continuously through the Company’s communication channels, such as campaigning No Gift Policy via public relations screens and tested the understanding of employees in such matters. The results of the employee test passed the criteria 100%.

Employee Retention

The Company cares and values the quality of life of its employees by enhancing the organization of happiness that people can work effectively in a favorable environment and stimulate the creation of new things to create corporate bonds. In 2022, the Company surveyed employee engagement with the organization. There was an engagement score of 55%. The assessment results were analyzed and made a development plan to reduce the turnover rate of employees further.

Performance in 2022

1. Management of Compensation, Welfare, and Other Benefits

The Company has a policy for managing compensation, welfare, and other benefits with all employees equally and fairly. Do not discriminate against employees, including political beliefs and opinions. Provide payment and benefits suitable for economic conditions, cost of living, and according to the Labor Protection Act. The remuneration is determined following the duties, responsibilities, job characteristics, knowledge, abilities, and performance appraisal results.

2. Improve Workplace Environment

The Company aims to be a happy organization. Therefore, the focus is on improving the working area to create a working atmosphere and encourage creativity by providing a fitness room for employees, a football field, a recreation room, and various adequate facilities for employees.

3. Organizational Communication emphasizes building understanding, unity, and having the same goals as follows:

- 3.1 Build relationships between senior management and employees throughout the organization, including various committees through weekly, monthly, and quarterly meetings to know directions, goals, and exchange views with each other.
- 3.2 Provide channels for expressing opinions and information to employees, such as articles, IT Easy Mobile Application, public relations boards, telephone calls, e-mails, letters, Line group, campaigning for various activities, etc.

4. Admiration for Employees Doing Good Deeds

The Company encourages employees to do good deeds without expecting any rewards from all groups of stakeholders to help and benefit society or community, or environment. In 2022, the Company provided awarding the honorary certificates to honor 33 employees who had performed good deeds to build morale and be proud in conducting themselves as role models in society. As a result, it cultivated creativity and continued goodness, including attracting and retaining quality employees to the organization.

5. We Are Com7 We Care

The Company has created the project “We Are Com7 We Care,” intending to encourage all employees in the organization to have an awareness of self-interest, friends, organizations, and society through various activities where employees can jointly donate funds, share, help their friends and family who are facing problems. As a result, in 2022, four employees and their families were helped, totaling 132,197.58 baht.

6. Employee Birthday Wishes

The Company aims to promote relationships, love, and unity between employees. Therefore, there is a monthly birthday greeting project to morale and encouragement for employees and make employees feel relaxed from work. In addition, create unity as a group in organizing birthday events at the same time each month. Besides, employees are proud to be the Company's employees.

Community Relationship Management and Social Responsibility

Social Policies and Practices

The Company formulates a policy on community and social responsibility by promoting community participation, emphasizing communication for coexistence with the community as a good neighbor. Support and promote creative businesses and the development and strengthening of communities for a good and sustainable quality of life. The Company has laid down the principles and framework of operations in the community and social responsibility Policy (see full policies and guidelines at www.comseven.com under the Investor Relations category).

Commitment and Goals

The Company pays attention to the roles and duties, participation in social and community care. It is an essential part of supporting the organization to grow in balance and sustainability and improves the quality of life for sustainable happiness in society and communities. Employees participate in projects to create good awareness of sharing, helping, and sacrificing. The Company sets a goal to create the "My Computer Room" project at least one school per year and the "Bright Smile from Com7" project at least one student per year.

Management Approaches

- 1) Continuously promote activities that are creative and useful to the community and society.
- 2) Build cooperation with relevant agencies to implement standards to reduce the impact on the community and society.

Performance in 2022

1. "My Computer Room" Project and "Bright Smile from Com7" Project

In 2022, the CSR activity was organized within the organization "Celebrate PAYDAY No. 6" on December 26, 2022. The objective was for employees to donate items to be auctioned and sold. All income without deducting expenses was provided to the project "Bright Smile from Com7" and "My Computer Room." As a result, it received a total of 435,230 baht.

- "My Computer Room" Project

It is a project that builds computer rooms for schools in the backcountry by constructing computer school buildings, IT equipment, and setting up a wireless internet system for the instruction. The Company has been implementing this project for the tenth consecutive year and has already provided the computer rooms and equipment for teaching and learning to tenth schools. In addition, there is a plan to develop an online teaching system on topics that learners can use for professional use. The Company's employees rotate to provide knowledge to create participation and further cultivate awareness of working for society.

- "Bright Smile from Com7" Project

It is a project that allows all the Company's employees to participate in organizing merchandise sales activities and contribute money using to treat children with cleft lip and cleft palate at least one child yearly. The Company has been implementing such projects for the 11th consecutive year, of which 26 patients have already received treatment.

2. Blood Donation Project

In 2022, the Company, together with the National Blood Center Thai Red Cross Society, organized blood donation activities. One hundred and twenty three peoples donated blood. The amount of blood donated was 55,350 ml. The Company has carried out the project for the 6th year, a total of 11 times. As a result, there were a total of 793 people who donated blood, totaling 356,850 milliliters of blood.

Safety, Occupational Health and Working Environment

Safety, Occupational Health and Working Environment Policies and Practices

The Company has a safety, occupational health, and working environment policy. Emphasis is placed on preventing hazards so that employees and workplaces are free from accidents that may cause work hazards, including promoting and supporting employees' work to be safe. Employees at all levels are obliged to strictly comply with the rules, regulations, requirements of safety standards, and the Company's policies and regulations (see full policies and guidelines at www.comseven.com under the Investor Relations category).

Commitment and Goals

The Company considers that the safety of its employees is the most important. Therefore, the goal of safety at work has been set.

- 1) Number of fatal accidents: 0 times, 2021-2026
- 2) Number of injuries resulting in absenteeism: 0 times, 2021-2026

Management Approaches

The Company provides risk assessments in operating processes such as warehouses, transportation, office operations, etc., by preparing a manual on safety at work, communicating, and organizing training for employees as well as raising awareness of safety behavior and culture, risk reduction, and disciplined practice across the organization. In addition, the Company has prepared an emergency plan to prevent and extinguish the fire to prepare for emergencies promptly and efficiently.

Performance in 2022

In 2022, there were no accidents causing injuries to the point of work absence, and there were no cases of accidents leading to death continuing from 2019 to 2021, which met the set goals.

The Company continually develops and improves safety operations to reduce the risk of illness, injury, or death and take care of employees' quality of life appropriately. There are essential operations as follows:

- 1) The Company has established the Safety, Occupational Health and Working Environment Committee as required by law and set a policy on safety at work. In addition, there is a unit responsible for communicating knowledge to employees, including campaigning about safety at work with follow-up checks.
- 2) There is monitoring, surveillance, assessment, and hazard control with risk assessment set measures in the environment, improving the working environment, preparing work safety manuals, and communicating to employees.
- 3) Organize an annual building inspection and measure the working environment.
- 4) Raise awareness and encourage employees to realize the importance of preventing danger.
- 5) Install emergency equipment cabinets to provide immediate assistance to emergency patients with phone numbers.
- 6) Focus on health and hygiene, safe from the coronavirus (COVID-19), such as Work Form Home, etc.
- 7) The Company provided the annual health check-ups for all employees in 2022.

Sustainability Management in Environmental Dimensions

Environmental Policies and Practices

The Company focuses on business operations and growth and environmental management to reduce the impact on the environment. It is committed to eliminating or reducing pollution to the ecosystem that may arise from the Company’s business operations and its stakeholders (see full policies and guidelines at www.comseven.com under the Investor Relations category), with the following essential things:

- 1) Build an understanding of both the positive and negative aspects of the environment through activities.
- 2) Promote a culture in the organization that employees are aware of and participate in inventing and seeking ways to reduce the use of resources and energy as well as the emission of waste and greenhouse gases to prevent, control, and reduce the impact on the environment, community and society to a minimum.
- 3) Promote environmental sustainability within the supply chain by selecting business partners, contractors, and business partners by considering the ability in environmental management and compliance with the Company’s environmental policy.
- 4) It is committed to ongoing environmental action by implementing projects or maintaining processes. The goal is to reduce the environmental impact caused by the Company’s operations.

Energy Management

Commitment and Goals

The Company recognizes the importance of environmental responsibility in the event of global warming and limited natural resources. Therefore, it is determined to initiate projects to conserve and use energy cost-effectively for maximum benefit and pass it on from generation to generation by controlling energy usage to use natural resources cost-effectively. Minimize the impact on the environment as much as possible. As a result, it can also reduce the Company’s energy costs. The goal for 2021-2024 is to maintain the amount of electricity generated from solar power projects at least 140,000 kilowatt-hours per year (kWh/year) and reduce the amount of energy consumed from the Metropolitan Electricity Authority by 2% compared to the last year.

Management Approaches

The Company has operated and ongoing energy conservation activities with control measures, promotion measures, and support efforts as well as innovate and seek ways to reduce the use of resources and energy, including the emissions of waste and greenhouse gases, to prevent, control, and reduce the impact on the environment, community and society to a minimum.

Performance in 2022

Although the nature of the Company’s business has no direct impact on the environment or causes pollution as clearly as some industrial factories or businesses, the Company has given importance and always cares about the environment. In addition, the Company is well aware of global climate change and its impact on lives. Therefore, the campaign has been continuously instilled in the employees to be conscious of environmental responsibility. The objective is to promote resource reduction and recycling of used resources, including finding alternative materials or methods to reduce the use of resources and use materials that reduce global warming. In addition, there are activities for employees to have fun, create awareness, and raise mutual consciousness as follows.

1. Solar Energy Project

In 2022, the Company used electricity from solar energy with the amount of electricity produced of 137,594.10 kWh, meeting the target set. It was the amount that could reduce the electricity bill of 550,376.39 baht. It could also reduce carbon dioxide (CO₂) emissions by 96.32 tCO₂ e/year.

Year	Amount of Electricity Produced (kWh/year)	Amount of Electricity Reduced (baht/year)	Amount of CO ₂ Reduced (tCO ₂ e/year)
2018	145,939.06	583,756.22	102.16
2019	154,408.53	617,634.13	108.09
2020	149,556.92	598,227.67	104.69
2021	145,938.69	583,754.77	102.16
2022	137,594.10	550,376.39	96.32

2. EnergyManagement

The Company has designed office buildings following the concept of Green Building designed with the environment in mind. Building construction considers the efficient use of resources, energy, and the environment, including the use of buildings to reduce the impact on the environment and energy consumption. Besides, there is allocation space with quality by adding green areas inside the building, increasing the occupants’ quality of life.

3. Office Building Design Consistent with Green Building Concept

The Company has designed office buildings following the concept of Green Building designed with the environment in mind. Building construction considers the efficient use of resources, energy, and the environment, including the use of buildings to reduce the impact on the environment and energy consumption. Besides, there is allocation space with quality by adding green areas inside the building, increasing the occupants’ quality of life.

Water Management

Commitment and Goals

The Company has given importance to water management within the organization by using tap water for employees’ consumption. The Company is constantly trying to reduce its water consumption because it is a valuable resource that must be preserved and used for maximum benefit. Since the Company is located near the community, we are aware of the impact of wastewater discharge caused by the Company’s activities. It must be treated to have effluent values that meet the standards set by law. It is the responsibility of the environment that the Company has continuously operated. Therefore, the Company has set a goal for water management 2021-2024, which is to reduce water use by 10% compared to the previous year. In addition, there must be no complaints about the discharge of wastewater from nearby communities.

Management Approaches

The Company uses tap water for employees' consumption. There is systematic water management by encouraging people within the organization to be aware of water use, conserving water, and campaigning for maximum benefit. Require the building maintenance department to regularly inspect the water pipes and equipment and choose to use toilet bowls, faucets, water-saving toilet hoses, etc. The Company has an efficient wastewater treatment system, and the quality of wastewater from the building is within the standards prescribed by law. There is regular maintenance and inspection of the treatment system. It ensures that the effluent is treated before being released to public water sources as required by law. Do not affect the environment to the surrounding communities.

Performance in 2022

1. Water Use Management

In 2022, the company used a total of 12,218 cubic meters of water for consumption and use by employees. This is an increase of 65.58% compared to the amount used in 2021. The increase in water usage is attributed to the company's cancellation of the Work From Home policy, which resulted in all employees working at the main office and therefore an increase in water demand. The average water consumption per person per day in 2564 was 33.04 liters, while in 2565 it was 56.99 liters, an increase of 23.95 liters per person per day or 72.49% higher than the target water usage.

2. Wastewater Management

The Company has installed an efficient water treatment system and has regular maintenance and inspection of the condition of the treatment system. The wastewater from the building is wastewater caused by the consumption of employees in the building, such as excretion, cooking, washing, etc. It has contaminants in wastewater caused by various activities that may cause impacts on health and the environment. Therefore, the Company treats wastewater physically by using a sieve to catch large waste such as wood, plastic, etc. Besides, there is a grease trap that helps to separate fat from flowing into the wastewater. It helps maintain the water condition initially before releasing it to the wastewater treatment system, which will have a clarifier before releasing water into public water sources. From the measurement of the effluent from the authorized agencies, it was found that the quality of the effluent from the buildings was within the standards prescribed by law (building type B). In 2022, the Company did not find any environmental complaints from related parties.

Waste Management

Commitment and Goals

The Company attaches great importance to waste management, which has separated systematic waste into three categories: general waste, recycled waste, and hazardous waste. When recycling waste is separated, there will be less waste that must be disposed of. It reduces energy and resources in the waste disposal and as helping to protect the environment causing less pollution to the world. The Company, therefore, sets a goal to reduce the amount of waste and find products to replace the use of paper crates for packing goods sent from warehouses to branches.

Management Approaches

The Company has a waste sorting process in the office by requiring employees to dispose of waste according to the type of waste, divided into three categories: (1) general waste, (2) recyclable waste, (3) hazardous waste. Different garbage will be separated and stored in the garbage room. In addition, there will be municipal authorities collecting garbage every other day. There is also a campaign to separate waste to make employees realize the importance of waste separation, waste reduction, and bringing the waste to the recycling process.

Performance in 2022

- **Packing Box Management**

The Company has guidelines for storing the paper boxes that contain the products to be able to be reused in transporting goods from warehouses to branches across the country. However, they are not sufficient for use. Therefore, turnover boxes are provided that are durable, strong, and reduce damage to goods that may result from moving instead of ordering carton boxes. After using the turnover box, paper cartons have been reduced by 67,600, compared to the purchase volume of paper cartons before the turnover box.

- **Office Waste Management**

The Company provides trash bins classified by type of waste into three categories: (1) General waste such as food scraps, (2) Recyclable waste such as plastic, paper, etc., (3) Hazardous waste such as surgical masks, Antigen Test Kit (ATK), etc. They are labeled on the bins so employees can easily notice them. Recyclable waste segregation reduces the amount of waste that will affect the environment, causing pollution and germs in the office. In addition, the Company provides bags of used masks for employees before disposing of them in hazardous bins to prevent the spread of germs and easy to store. There is a campaign for employees to be aware of the importance and awareness of waste separation and disposal according to type.

- **Bring Your Own Glass, Get Discount 5 Baht**

The Company encourages employees to bring their glasses to use in purchasing beverages at the coffee shops within the Company. There will be a 5 baht discount for employees who bring their cups. It helps to reduce the amount of plastic glass waste a lot. In 2022, it could reduce the use of plastic cups by 2,497 pieces.

- **“Say No to Plastic Bags Campaign”**

The Company realizes the importance of reducing plastic bag waste in the environment, which is a cause of global warming and affects the entire ecosystem. Besides, we want to change the customers' behavior to realize their participation. The Company, therefore, has implemented a campaign to reduce and stop giving plastic bags in stores. The plastic bags will be suspended every Wednesday and the 4th of the month. The project was launched on January 1, 2020, to create environmental sustainability for communities, society, and the country.

Sustainability Management in Corporate Governance Dimensions

Fair Business Conduct

Commitment and Goals

The Company is committed to developing the organization for sustainable growth. Do business legally and adhere to morality and code of conduct. Disclose with transparency and develop internal control systems. There is a good and proper audit mechanism. Operations are carried out with accountability to shareholders and all stakeholders. A board structure, governance, and management mechanisms demonstrate potential and responsibility in matters. The Good Corporate Governance policy has been established in writing, including clear policies and guidelines for all stakeholders (see full policies and guidelines at www.comseven.com under Investor Relations category).

The Company has set a target for the Company's good corporate governance score. According to the evaluation of the National CG Committee, which surveyed Thai listed companies, the level is "excellent."

Fair Competition

Management Approaches

The Company focuses on building business alliances with business partners for long-term sustainable growth. It operates under fair competition rules according to procurement regulations and following the law. Anti-corruption policy and its guidelines have been established, including accepting or giving a gift, reception, or entertainment to prevent claims for benefits beyond the terms and conditions of trade. Besides, do not damage the reputation of competitors by making malicious accusations and not seek confidential information of competitors by dishonest means.

Performance in 2022

The Company has no complaints or disputes about unfair competition.

Respecting the Property Rights of Others

Management Approaches

- 1) The Company respects the ownership rights of shareholders and equality. Therefore, take care of benefits, support, promote, and give opportunities to all groups of shareholders equally and fairly. The investor relations unit is set up to act as a medium for communicating useful information to shareholders, investors, analysts, and the general public through various channels. Also, there is a policy for disclosure of financial and other information related to the business and operating results of the Company, both financial data and non-financial information, accurately, completely, timely and transparent by disseminating news through the channels of the Stock Exchange and the Company’s website.

In 2022, the Company organized investor relations activities as follows:

- Opportunity Day, the Company participated in Opportunity Day to report its performance to investors, analysts, and the media. In 2022, the Company attended four times.
 - Annual General Meeting, the Company held an annual general meeting of shareholders on April 21, 2022, to provide information to shareholders, investors, and acknowledgment of the operating results and asked for information and questions directly from the management.
- 2) Protect the rights of customers/consumers by distributing quality and safe products, taking into account the environmental friendliness and benefits to the community and society. A product warranty can be replaced in case of quality problems, after-sales service in the repair, keeping contracts and agreements to sell products. Provide caring and responsiveness to needs and customer complaints by establishing a customer service center (Call Center) to take care of customers closely.
 - 3) The Company respects all employees’ human dignity and rights without discrimination based on race, religion, gender, etc. Aim for employees to work in peace, help promote work potential, and make the organization grow sustainably.
 - 4) Manage work to make business partners and creditors confident in the financial status and ability to repay debts, including strictly complying with the contract or various conditions. The Company has a policy not to take advantage of trading partners, straightforward trading, make payments on time to maintain a balance in doing business between the Company and its major and minor business partners.
 - 5) The Company respects and does not violate intellectual property. Do not use other people’s work for business without permission and not support products or actions that infringe the intellectual property. At the same time, it has inspected and maintained the Company’s intellectual property, which does not allow it to be violated or used by other people without permission.

Performance in 2022

The Company had no complaints or disputes about the infringement of the property of others.

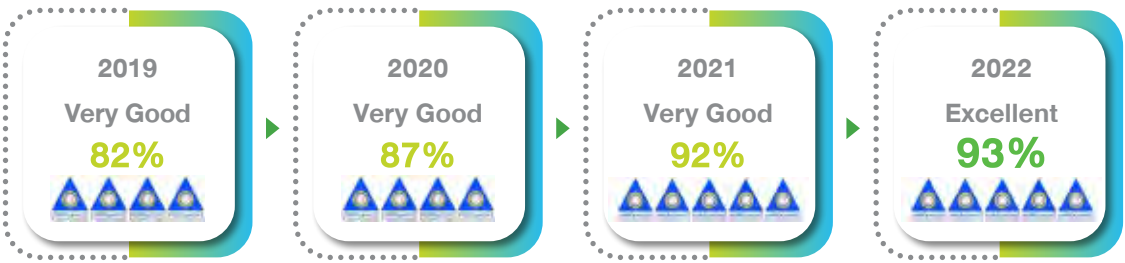
Anti-Corruption

Management Approaches

- 1) The Company has established policies and guidelines against corruption, including creating awareness, values, and attitudes. As a result, it has become an organizational culture that encourages directors, executives, and employees to comply with relevant laws and regulations and do not advocate for the work’s success by fraudulent means.
- 2) The Board of Directors Meeting No. 2/2020 dated May 14, 2020, set a written anti-corruption policy. It is reviewed and revised to comply with the relevant requirements.
- 3) The Company has established a risk management system and an efficient and effective internal control system, including preventing corruption.
- 4) The Company and its subsidiaries adopt anti-corruption policy and related regulations as a rule of thumb in business operations to create a corporate culture of rejecting corruption.
- 5) Provide communication, public relations, and training to educate business ethics, code of conduct, anti-corruption policy, guidelines, and the Company’s rules and regulations related to the Company’s directors, executives, and employees at all levels on an ongoing basis along with having employees take a knowledge test.
- 6) Define communication channels to receive complaints or report clues about corruption. There are measures to protect complainants and the verification process. It also has a policy not to demote, punish, or negatively affect employees who refuse to corrupt even if doing so will cause the Company to lose business opportunities.

Performance in 2022

- 1) In 2022, the Company received a 5-star rating “Excellent,” a score of 93%, assessed by the National CG Committee, which surveyed Thai listed companies.



- 2) Communicate and educate about business ethics and code of conduct, anti-corruption policy, and its guidelines to the Company’s directors, executives, and employees to know the correct practices, penalties, whistle-blowing channels, and corruption measures to protect whistleblowers or complaints, including a policy of not demoting, penalizing or giving adverse effects to employees who refuse to corruption even if such actions cause the Company to lose business opportunities. Organize a test to measure the knowledge of employees. The results of the employee test pass the 100% criteria. Also, provide orientation for all new employees on such matters.
- 3) Communicate and publicize the anti-corruption policy to new business partners and current partners to refrain from giving gifts at every festival. In addition, advertise to the Executive Directors, and employees acknowledge during festivals and occasions through various channels such as the Company website, publicity screen, publicity signs, E-mail, etc.

- 4) There are complaints and whistleblowers channels. If anyone has a clue about an illegal act, code of conduct, or behavior that may imply corruption or misconduct or received unfairness from the performance of the employees or found a defective internal control system of the Company, can report clues to the Company.
- 5) The Company received a complaint about corruption through the Company's whistleblowing channel and performed according to the specified procedures, investigated facts, and took disciplinary and legal action. There were also complaints about the service acting inconsistently with the prescribed methods of 7 cases. They have investigated the facts, made corrective actions according to the steps, and successfully improved the said service.

Human Rights

Human Rights Policies and Practices

The Company has set a policy on human rights, gives importance, and respects human rights in all aspects of every individual and society and community following the laws of each country and treaties to each country having obligations to perform. In addition, treat everyone under human rights principles equally without discrimination. The Company has laid down principles and operations framework in its human rights policy (see full policies and guidelines at www.comseven.com under the Investor Relations category).

Commitment and Goals

The Company places importance on respecting the human rights of all groups of stakeholders, which are fundamental rights and freedoms that every human being deserves. It also includes the right to freedom to live together in society happily and equally with respect for human beings' values, dignity, and differences. Accordingly, the Company has targeted the number of complaints or disputes related to human rights violations to zero in 2021-2025.

Management Approaches

- 1) Set human rights policies and guidelines in the good corporate governance policy.
- 2) Respect for human rights. Treat each other with respect and dignity and treat each other equally without any distinction in body, mind, race, nationality, religion, sex, language, age, color, education, social status, or other matters.
- 3) Exercise caution in performing duties to prevent the risk of human rights violations in business operations.
- 4) Support and promote actions to protect human rights.
- 5) Communicate, educate, understand, determine guidelines, and provide support to those involved in business operations throughout the business value chain, suppliers, contractors, and joint ventures to participate in ethical business operations and practice following human rights principles.
- 6) Do not ignore or neglect when seeing actions that constitute human rights violations related to the Company. Report to the supervisor or responsible person for acknowledgment and cooperation in investigating facts. If there are any questions or concerns, consult with the supervisor or person responsible through specified complaint channels.
- 7) The Company provides fairness and protection to persons who report human rights violations related to the Company.
- 8) The Company will continually develop and implement the Due Diligence Process.
- 9) The Company is committed to creating and maintaining an organizational culture that adheres to respect for human rights under the human rights policy.
- 10) A person violating human rights is a violation of the Company's code of conduct. Therefore, he/she must be considered disciplinary following the regulations set by the Company. In addition, there may be legal penalties if the act is illegal.
- 11) The Company has provided remedial measures if the Company has committed human rights violations to mitigate human rights impacts that may arise from the Company considering the level of impact.
- 12) The Company has provided a follow-up process, channels for hearing opinions, and suggestions, both from employees and outsiders, to bring views to review and prevent risks that may violate human rights.

Performance in 2022

- 1) The Company allows employees to gather together and set up various committees to represent employees in negotiations and give suggestions on matters such as the Welfare Committee.
- 2) The Company complies with the human rights policy set by the Company by respecting the human rights of all persons and treating everyone equally without discrimination. Promote freedom of association and participation in collective bargaining. Hire disabled people but not use child labor, illegal foreign workers, and forced labor. Strictly comply with the law on employment, remuneration payment, working days and hours, holidays, leave days, etc.
- 3) The Company has conducted a human rights risk assessment covering its employees. Besides, there are plans and measures to reduce the risk of human rights violations, including supporting and promoting those involved in the business value chain and joint ventures that the Company does not manage to conduct business concerning human rights. In addition, the Company has published the Supplier Code of Conduct and assessed the risks of human rights partners, equality and fairness, professionalism, social issues, and the environment through a partner assessment form. It is intended to cover affected groups or individuals such as children, people with disabilities, employees, forced labor, and illegal labor. As a result, in 2022, the risk was low, and there were no human rights violations.
- 4) The Company has a policy of non-discrimination and equal employment opportunities. Accordingly, there is the employment of people with disabilities legally and supporting and encouraging people with disabilities to work comparable to that of ordinary people in positions where they can. The number of disabled employees of the Company in 2022 had 38 people or 1 percent of all full-time employees.
- 5) Communicate and educate about human rights to executives and employees to understand the Company's policies and practices. Besides, participate in preventing human rights violations not occurring in the organization's business operations.
- 6) There were no complaints or disputes related to human rights violations.

Cyber Security

Cybersecurity Policies and Practices

The Company manages cybersecurity under the policies and operating procedures for maintaining the security of information technology systems, which applies to Com7 Public Company Limited, including directors, executives, employees, and third-party service providers who are authorized to access information.

Commitment and Goals

The Company is determined to develop and strengthen the business continuously by using information technology and cyber to increase the effectiveness and efficiency of products and services to access easily, conveniently, quickly. However, at the same time, there are many types of cyber threats that are likely to increase, such as computer virus threats, ransomware threats, threats from phishing, and malware attacks, unauthorized data destruction, etc. The Company realizes the importance of information security of all stakeholders, including information of customers, employees, partners, and other relevant parts. Therefore, there must be a mechanism to prevent unauthorized access to information potentially damaging the business. The Company aims for employees concerned to be aware of and study the data and cyber security policy of not less than 85% of employees in all related departments by 2023.

Management Approaches

The Company attaches great importance to the development and implementation of information technology systems by focusing on information security, cybersecurity, and other information technology security that is also not related to cyber security.

- 1) Establish procedures for protecting information technology assets and various resources from unauthorized access. Also, set clear policies and procedures for maintaining the security of information technology systems. The Company complies with cyber security laws according to the Cyber Security Act B.E. 2562.
- 2) There is management, risk management, and contingency plans of information technology systems for various incidents to prevent, detect, and respond to threats and quickly recover. In addition, there is an organizational structure and formulating the organization's strategy following the policy to maintain the information technology system's security effectively. All processes are in line with good corporate governance practices.
- 3) Provide communication and training to educate employees at all levels to raise awareness of the threat of Cyber-risk behavior, how to prevent and maintain cybersecurity, and the security of information technology systems.
- 4) Install technology to protect and comply with international standards for information security management systems and international safety practices.
- 5) Determine measures to control the installation of information systems in the designated areas. Store in the Company's private computer center or network. Strictly monitor and manage system equipment and data access as specified.

Performance in 2022

1. Process

- The Company defines responsibility for information management, information systems, information security, and cybersecurity belonging to the Chief Information Officer. In addition, there is an information management unit responsible for managing information systems, information security, and cybersecurity based on the International Standard for Information Security Management Systems (ISMS) ISO 27001.
- The Company complies with the law to maintain cyber security. Prepare policies and procedures for maintaining the safety of the organization's information technology and communication systems according to ISO/IEC27001 standards. There is also risk assessment, risk management, and contingency plans of information technology systems for incidents that might occur (IT Risk Management and Contingency Plan), such as viruses protection failure, main server failure, intruder protection failure, etc.

2. Technology

- The Company has a computer center that meets international standards with a backup computer center that is ready to work and control access for authorized users.
- Strictly adhere to the control measures in the security of information systems and cybersecurity, for example, assigning and reviewing login permissions on a schedule, backing up and restoring data from a crash or disaster, computer security system, etc.
- The Company has updated its computer network to be available to avoid system failures by backing up the network and the server so that the system can work continuously and has the slightest chance of failure. In addition, prevent unauthorized persons from intruding/destroying the network or improper use of espionage.

- Cyber Threat Management, the Company, has installed appropriate technology to perform prevention, detection, deterrent, and alarm functions the unauthorized access to the network or system, such as installing a high-performance computer antivirus, Firewall, Anti-Malware, etc., and updating the version up to date.
- The Company has annual Disaster Recovery Plan testing in the event of a disaster. As a result, it can effectively protect and restore the system, which allows any business or IT activity to continue.

3. Daily Operations and Follow-Up

- The Company has an IT Operation team ready to work, and users can report security incidents or others at any time.
- The security team's operations work through an incident management process outside the existing standards (Incident Management). The objective is to bring the operating system back to normal, which is under the control of the SLA (Service Level Agreement).

4. Personnel

- Raise awareness among employees at all levels on information technology security. Stay up to date with cyber threats and risk behaviors. Some guidelines should follow to cope with cyber threats, which reduces errors caused by ignorance or neglect of the security of computer users within the organization, for example:
 - » Organize training to educate new employees about using the program or application in the orientation.
 - » Communicate cyber risk issues and how to prevent and reduce risks to educate and raise awareness of cyber threats (Security awareness). Regularly provide news to executives and employees via Outlook, Workplace, App IT-Easy, and post on the public relations board, for instance, the cyber security awareness course, managing the organization with the social network, how to use public WiFi not to get hacked, think before clicking phishing mail, five tricks to catch fake app pontoons, notification Email users due to spam mail found, etc.
- The Company attaches great importance to the security work team by supporting and promoting training, examination, and certification by international standards such as Certified Information Security Manager (CISM), Certified Cloud Security Professional (CCSP), etc.

The Company has prepared the full version of the 2022 Sustainability Report. More details can be found at www.comseven.com under the Investor Relations category.



Management Discussion and Analysis (MD&A) 2022

Highlights in 2022

Com7 Public Company Limited

- In May, it had resolved to approve the share purchase project (Treasury Stock) for financial management within the limit of not more than 1,000 million baht, the number of shares to be repurchased was not more than 30,000,000 shares with a par value of 0.25 baht per share, or an amount not exceeding 1.25% of the total shares sold of the Company of 2,399,998,265 shares (Registered capital after stock dividend payment).
 - Method of repurchasing shares: Buying back shares through the stock market
 - Total number of shares repurchased in the project to date: 15,000,000 shares
- In May, Com7 Public Company Limited established a new company, Com7 Holding Company Limited, holding 99.99% of the shares in the Company. Its objective was to conduct business by owning shares in various companies.

Com7 Holding Company Limited (Subsidiary)

- Doctor Pharma Health Technology Co., Ltd. In June, Com7 Holding Co., Ltd. jointly invested with Royal Bangkok Healthcare Co., Ltd. to establish a new company named Doctor Pharma Health Technology Co., Ltd. to operate a retail and wholesale business of medicines and medical supplies, cosmetics, and health products, by holding 39.99% of the shares.
- Phutthatham Insurance Public Company Limited In September, Com7 Holding Co., Ltd. acquired ordinary shares of Phutthatham Insurance Public Company Limited, holding 96.75% of the shares. Currently, the name is changed to "iCare Insurance Public Company Limited."

The benefits that the Company expects to receive from investing in Phutthatham Plc., operating a non-life insurance business, is to enable the Company to expand its business into the non-life insurance business and able to increase potential, grow the business and to support the main business of the Company and its affiliates to be able to expand insurance services for IT equipment, including electrical appliances. As a result, the Company has more revenue and will receive returns from PTI's performance in the future.

Double Seven Co., Ltd. (Subsidiary)

- In May, it had a resolution approving the Company to sell the ordinary shares held by the Company in Double7 Co., Ltd. (DOU7), a subsidiary, for SABUY, not more than 20,000 shares or 40% of the registered capital of DOU7 with the offering value not exceeding 1,360,000,000 baht, which was a reasonable price calculated by the Discount Cashflow method. It was based on past performance and projected business growth of DOU7 in the future and negotiations.

Performance Overview 2022

In 2022, the Company's performance was pressured in terms of lower demand for goods due to the rising cost of living as a result of the Russian-Ukrainian war situation. This caused global financial volatility, resulting in higher inflation, especially energy and food prices, which directly affected people's purchasing power, including the direction of the baht depreciation due to the economic recession in many countries. As a result, the Bank of Thailand implemented a policy of raising interest rates to control the financial system's stability.

However, after the measures to control the spread of COVID-19 in the country were eased and the recovery of foreign tourists who enter the country each month, the government gradually relaxed the measures to travel to Thailand continuously since May by announcing the cancellation of the Test & Go system. All forms of quarantine were abolished for entering Thailand in June, and the registration through the Thailand Pass system (Thailand Pass) was canceled in July. As a result, tourists surpassed one million for the first month since the COVID-19 outbreak in 2020. Besides, at the end of 2022, the number of foreign tourists accumulated reached 10 million, completed as TAT set a goal, which corresponded to the year of Thai tourism 2022-2023 (Visit Thailand Year 2022-2023: Amazing New Chapters), reflecting the success in revitalizing tourism in 2022.

When the tourism sector began to recover, the Thai economy expanded, and the domestic consumption sector began to have more purchasing power and spending. Therefore, from the situations mentioned above that tend to improve, the Company's operating results in 2022 could still grow compared to the previous year and expected that it would be able to maintain the growth potential of operating results continuously in the future.

Statement of Comprehensive Income (Consolidated) for the Ended December 31, 2022, Compared to 2021

List (Unit : Million Baht)	2022		2021		YoY	
	MB.	%	MB.	%	MB.	%
Revenue from sales and services	62,732.6	99.5%	51,126.4	99.8%	11,606.2	22.7%
Cost of sales and services	54,297.8	86.1%	44,280.5	86.4%	10,017.3	22.6%
Gross profit	8,434.8	13.4%	6,845.9	13.4%	1,588.9	23.2%
Other income	247.9	0.4%	24.1	0.0%	223.8	928.6%
Share of profit from investments in associates	45.1	0.1%	96.5	0.2%	(51.4)	(53.3%)
Total revenue	63,025.6	100.0%	51,247.0	100.0%	11,778.6	23.0%
Selling expenses	3,735.7	5.9%	2,913.5	5.7%	822.2	28.2%
Administrative expenses	966.9	1.5%	847.9	1.7%	119.0	14.0%
Other losses (gains)	89.7	0.2%	(26.0)	(0.1%)	115.7	(445.0%)
Profit before finance costs and income tax	3,935.5	6.3%	3,231.1	6.3%	704.4	21.8%
Finance costs	103.0	0.2%	47.9	0.1%	55.1	115.0%
Profit before income tax	3,832.5	6.1%	3,183.2	6.2%	649.3	20.4%
Income tax	768.7	1.2%	554.7	1.1%	214.0	38.6%
Profit for the year	3,063.8	4.9%	2,628.5	5.1%	435.3	16.6%
Profit owners of the parent	3,037.7	4.8%	2,630.4	5.1%	407.3	15.5%

Branch Expansion in 2022: The Company expanded more branches according to the recovering economy by increasing 116 branches. At the end of 2022, the Company had 1,162 branches consisting of BaNANA, Bb, B-Play, BKK, Dr. Pharma, E-quip, Franchise, iCare, KingKong Phone, Studio7, True Shop by Com7, U-Store, and Brand shop (end of the year 2021: 1,046 branches)

For the operating results of 2022, the Company and its subsidiaries recorded profit owners of the parent 3,037.7 million baht, mainly as a result of the following: Revenue from sales and services totaled 62,732.6 million baht, an increase of 11,606.2 million baht (+22.7%). Even in the fourth quarter, the Company's revenue was 18,843.5 million baht, an increase of 1,246.2 million baht (+7.1%), which was lower than expected growth due to the impact of the shortage of goods, especially the iPhone14 products, including the announcement to urge the government's economy, "Shop Dee Mee Kuen" program at the end of 2022. As a result, there was a slowdown in the purchase of goods. However, from the signs of the economic situation recovery in 2022, the Company still had increased revenue from sales and services compared to the previous year, and it was able to grow.

List (Unit : Million Baht)	2022		2021		YoY	
	MB.	%	MB.	%	MB.	%
Retail Business	56,788.6	90.5%	47,078.2	92.1%	9,710.4	20.6%
Other distribution channels	5,944.0	9.5%	4,048.2	7.9%	1,895.8	46.8%
Revenue from sales and services	62,732.6	100.0%	51,126.4	100.0%	11,606.2	22.7%

- Revenue from the retail business was 56,788.6 million baht, an increase of 9,710.4 million baht (+20.6%), mainly from the Same Store Sales Growth. The product group that grew the most was the smartphone, having more iPhone sales days than in 2021. Thailand was ranked in Tier 1 countries for the first time in 15 years. It has been sold since September 16, 2022, compared to last year, which started selling on October 8, 2021; including income from branches in tourist areas such as Phuket, Chiang Mai, and Chonburi, sales could increase close to the total sales before the COVID-19 situation in 2020. The Company's revenue has grown compared to the previous year, partly due to the recovery of the tourism sector. Even though the number of tourists is still far from before the COVID-19 situation, the trend of the tourism sector continues to expand well, together with the continuous expansion of new branches, as well as the problem of product shortages that have begun to subside. These will be factors that allow the Company to grow continuously in the future.
- Revenue from other distribution channels was 5,944.0 million baht, an increase of 1,895.8 million baht (+46.8%), mainly from being a wholesale distributor of mobile and IOT products to more than 3,000 partners across the country. Besides, online revenue growth due to the launch of the e-commerce platform Studio7 Thailand for connecting businesses online to offline, Pay at Store, Chat & Shop. Therefore, it brought sales strengths to help make online sales more efficient, including linking retail and online in the form of Omni Channel for reaching target customers and responding to changing consumer behavior in the digital age. Besides, the event for distributing IT equipment products resumed normal operations after the COVID-19 situation had subsided and the country was fully reopened. Therefore, there was a tendency to increase continuously according to the schedule of various events that could be organized typically as before the COVID-19 epidemic.

Gross profit was 8,434.8 million baht, an increase of 1,588.9 million baht (+23.2%) or 13.4% of total revenue, the same as last year, following the growth in sales and service revenues.

Other income was 247.9 million baht, an increase of 223.8 million baht (+928.6%), mainly from the SABUY-W2 warrants of 158.3 million baht in the third quarter.

Share of profit from investments in associates amounted to 45.1 million baht, a decrease of 51.4 million baht (-53.3%) due to the decline in the periodic performance of Next Capital Public Company Limited compared to the year 2021.

Selling and administrative expenses totaled 4,702.6 million baht, an increase of 941.2 million baht (+25.0%) consisting of:

- Selling expenses amounted to 3,735.7 million baht, an increase of 822.2 million baht (+28.2%) or 5.9% of total revenue, higher than the previous year's figure of 5.7%. The store was temporarily closed according to the government lockdown measures in 2021. Therefore, the Company was exempt from renting the branch space, including receiving support for welfare expenses and employee benefits to mitigate the impact of COVID-19. As a result, the Company had lower rental and salary expenses for employees than usual in 2021. However, considering the ratio of the selling costs to total revenue compared to the past was considered to have a downward trend. The main costs still came from branch expansion and sales activities, which were the ordinary course of business.
- Administrative expenses amounted to 966.9 million baht, an increase of 119.0 million baht (+14.0%) due to extra costs incurred as follows:
 - Record impairment of assets of the BKK brand in the amount of 83.8 million baht, where the Company planned to use a new brand to replace, therefore, the brand was canceled.
 - Reserve for the freeze of Phutthatham Insurance Public Company Limited, now changed its name to "iCare Insurance Public Company Limited" in the amount of 63.5 million baht. It was a transaction that the Company had already recognized before investing in such business.

Which was in the process of requesting a refund totaling 147.3 million baht. It could be seen that the regular administrative expenses decreased by 28.3 million baht from the previous year. Considering administrative expenses excluding such costs, it was found that the ratio of administrative expenses to total revenue was 1.3%, a decrease from 1.7% in the previous year.

Profit before finance costs and income tax amounted to 3,935.5 million baht, an increase of 704.4 million baht (+21.8%) or 6.3% of total revenue, which was close to the previous year. Although the Company had extra expenses from the administration, other incomes from special items increased similarly. It allowed the Company to maintain a proportion of profit before finance costs and income tax expenses to total revenue.

Finance costs were 103.0 million baht, an increase of 55.1 million baht (+115.0%), mainly due to short-term loans from financial institutions for inventory in line with business growth, including an increase in the average loan interest rate of the Company according to the interest rate increase of the Bank of Thailand.

Profit owners of the parent amounted to 3,037.7 million baht, an increase of 407.3 million baht (+15.5%) from all items mentioned above.

Statement of Financial Position

The Consolidated Statement of Financial Position as of 31 December 2022 compared to the One as of 31 December 2021

List (Unit : Million Baht)	Financial Information		Increase (Decrease)	
	2022	2021	MB.	%
Assets	19,162.4	15,965.7	3,196.7	20.0%
Liabilities	11,910.5	10,665.0	1,245.5	11.7%
Equity	7,251.9	5,300.7	1,951.2	36.8%

Total assets of 19,162.4 million baht, an increase of 3,196.7 million baht (+20.0%) compared to total assets as of 31 December 2021, with details of significant increases and decreases as follows:

List (Unit : Million Baht)	Financial Information		Increase (Decrease)	
	2022	2021	MB.	%
Cash and cash equivalents	1,335.3	1,656.9	(321.6)	(19.4%)
Short-term investments	15.0	0.0	15.0	N/A
Trade and other receivables	3,715.6	2,785.6	930.0	33.4%
Current portion of finance lease receivables	492.4	462.5	29.9	6.5%
Financial assets measured at fair value	285.2	193.7	91.5	47.2%
Derivatives - Warrants	56.1	0.0	56.1	N/A
Short-term loans to related parties	6.3	306.3	(300.0)	(97.9%)
Inventories	7,333.0	6,207.9	1,125.1	18.1%
Other current assets	123.0	273.3	(150.3)	(55.0%)
Total current assets	13,361.9	11,886.2	1,475.7	12.4%

List (Unit : Million Baht)	Financial Information		Increase (Decrease)	
	2022	2021	MB.	%
Restricted deposits with financial institutions	30.4	1.4	29.0	2,071.4%
Trade and other receivables	31.7	237.2	(205.5)	(86.6%)
Finance lease receivables	129.0	97.4	31.6	32.4%
Financial assets measured at fair value	826.6	180.0	646.6	359.2%
Investments in associates	1,517.1	773.7	743.4	96.1%
Property and equipment	873.5	614.9	258.6	42.1%
Right-of-use assets	949.2	1,186.3	(237.1)	(20.0%)
Intangible assets	147.9	173.7	(25.8)	(14.9%)
Goodwill	382.8	123.7	259.1	209.5%
Deferred tax assets	274.9	107.7	167.2	155.2%
Other non-current assets	637.4	583.5	53.9	9.2%
Total non-current assets	5,800.5	4,079.5	1,721.0	42.2%
Total assets	19,162.4	15,965.7	3,196.7	20.0%

- Cash and cash equivalents were 1,335.3 million baht, a decrease of 321.6 million baht (-19.4%), resulting from inventory reserves and used in operating activities.
- Trade and other receivables amounted to 3,747.3 million baht, an increase of 724.5 million baht (+24.0%) in line with the increase in sales and service income.
- Short-term loans to related parties amounted to 6.3 million baht, a decrease of 300.0 million baht (-97.9%) from the loan repayment of Next Capital Public Company Limited.
- Financial assets measured at fair value amounted to 1,111.8 million baht, an increase of 738.1 million baht (+197.5%) mainly from investments in Next Capital Public Company Limited and warrants of Sabuy Technology Public Company Limited.
- Inventories amounted to 7,333.0 million baht, an increase of 1,125.1 million baht (+18.1%) from preparation of products for sale in the next accounting period.
- Investments in associates amounted to 1,517.1 million baht, an increase of 743.4 million baht (+96.1%), mainly from investments in Next Capital Public Company Limited and Doctor Pharma Health Technology Company Limited.
- Property and equipment amounted to 873.5 million baht, an increase of 258.6 million baht (+42.1%) from improvement, expansion, and construction of new branches.
- Goodwill amounted to 382.8 million baht, an increase of 259.1 million baht (+209.5%) from the acquisition of Phutthatham Insurance Public Company Limited.

List (Unit : Million Baht)	Financial Information		Increase (Decrease)	
	2022	2021	MB.	%
Bank overdrafts and short-term loans from financial institutions	5,203.9	3,801.0	1,402.9	36.9%
Trade and other payables	4,909.4	5,105.8	(196.4)	(3.8%)
Current portion of lease liabilities	472.7	524.6	(51.9)	(9.9%)
Current Income tax payable	566.0	288.7	277.3	96.1%
Other current liabilities	17.3	30.9	(13.6)	(44.0%)
Total current liabilities	11,169.3	9,751.0	1,418.3	14.5%
Non-current liabilities	741.2	914.0	(172.8)	(18.9%)
Total non-current liabilities	741.2	914.0	(172.8)	(18.9%)
Total Liabilities	11,910.5	10,665.0	1,245.5	11.7%
Equity	7,251.9	5,300.7	1,951.2	36.8%
Total Equity	7,251.9	5,300.7	1,951.2	36.8%

- Bank overdrafts and short-term loans from financial institutions amounted to 5,203.9 million baht, an increase of 1,402.9 million baht (+36.9%) from increased borrowing to purchase products to meet demand, improvement, and construction of new stores.
- Trade and other payables amounted to 4,909.4 million baht, a decrease of 196.4 million baht (-3.8%) from the repayment of related trade payables of the retail business group.
- Equity amounted to 7,251.9 million baht, an increase of 1,951.2 million baht (+36.8%) from unappropriated retained earnings and the sale of shares of Double7 Company Limited a subsidiary, to Sabuy Technology Public Company Limited, representing 40 percent of the registered capital.

Liquidity Ratio

The Company's liquidity mainly came from the ability to turnover inventories, accounts receivable billing, and repayment to the trade payables.

Liquidity Ratio	2022	2021
Day Sales Outstanding	20.0	13.0
Days Sales of Inventory	46.0	41.0
Days Payable Outstanding	34.0	31.0
Cash Cycle	32.0	23.0

The Company had a cash cycle of 32 days, an increase compared to the previous year. It was mainly from the increase in credit and installment sales during the launch of the iPhone14 and the provision of leasing services for IT products in line with new business plans that would occur in the future. As a result, the average debt collection period increased. Days sales of inventory increase from the company had to reserve products for distribution to meet the increasing consumer demand. While the average repayment period increased from the ability to manage creditors more efficiently, causing the company to slow down debt repayment significantly.

Contact Com7 Investor Relations
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Financial Status and Performance

Audit Summary Report

Period	Auditor	Audit Summary Report
For the year ended 31 December 2020	Mr. Pongthavee Ratanakoses, Certified Public Accountant No. 7795 from PricewaterhouseCoopers ABAS Co., Ltd., an auditor approved by the SEC.	The auditor conducted the audit under generally accepted auditing standards and commented that the audited financial statements show the financial position, performance, and the Company's cash flow are correct as it should, in essence, under generally accepted accounting principles.
For the year ended 31 December 2021	Mr. Pongthavee Ratanakoses, Certified Public Accountant No. 7795 from PricewaterhouseCoopers ABAS Co., Ltd., an auditor approved by the SEC.	The auditor conducted the audit under generally accepted auditing standards and commented that the audited financial statements show the financial position, performance, and the Company's cash flow are correct as it should, in essence, under generally accepted accounting principles.
For the year ended 31 December 2022	Mr. Pongthavee Ratanakoses, Certified Public Accountant No. 7795 from PricewaterhouseCoopers ABAS Co., Ltd., an auditor approved by the SEC.	The auditor conducted the audit under generally accepted auditing standards and commented that the audited financial statements show the financial position, performance, and the Company's cash flow are correct as it should, in essence, under generally accepted accounting principles.

Summary of Financial Statements

Consolidated Statement of Comprehensive Income of Com7 Public Company Limited and its Subsidiaries

Items	2022		2021		2020	
	Baht	%	Baht	%	Baht	%
Revenues						
Revenues from sales and services	62,732,613,997	99.5%	51,126,442,939	99.8%	37,306,107,513	99.6%
Other income	247,937,189	0.4%	24,146,958	0.0%	46,791,138	0.1%
Share of profit from investments in associates	45,071,890	0.1%	96,476,077	0.2%	101,005,005	0.3%
Total revenues	63,025,623,076	100.0%	51,247,065,974	100.0%	37,453,903,656	100.0%
Expenses						
Cost of sales and services	(54,297,807,876)	(86.2%)	(44,280,503,258)	(86.4%)	(32,595,897,570)	(87.0%)
Selling expenses	(3,735,708,049)	(5.9%)	(2,913,534,808)	(5.7%)	(2,347,582,653)	(6.3%)
Administrative expenses	(859,299,518)	(1.4%)	(782,239,033)	(1.5%)	(638,480,835)	(1.7%)
Reversal of (Loss) from impairment of financial asset, net	(107,618,089)	(0.2%)	(65,705,812)	(0.1%)	-	-
Other gains (losses), net	(89,718,340)	(0.1%)	25,996,790	0.1%	4,298,058	0.0%
Total expenses	(59,090,151,872)	(93.8%)	(48,015,986,121)	(93.7%)	(35,577,663,000)	(95.0%)
Profit before finance costs and income tax	3,935,471,204	6.2%	3,231,079,853	6.3%	1,876,240,656	5.0%
Finance costs	(103,024,169)	(0.2%)	(47,885,240)	(0.1%)	(53,147,096)	(0.1%)
Profit before income tax	3,832,447,035	6.0%	3,183,194,613	6.2%	1,823,093,560	4.9%
Income tax	(768,649,319)	(1.2%)	(554,710,859)	(1.1%)	(328,237,513)	(0.9%)
Profit for the year	3,063,797,716	4.8%	2,628,483,754	5.1%	1,494,856,047	4.0%

Items	2022	2021	2020
	Baht	Baht	Baht
Other comprehensive income (expenses):			
Items that will not be reclassified to profit and loss			
Remeasurement of employee benefit obligations, net of income tax	13,112,560 (655,664,032)	-	(9,758,925)
Change in fair value of financial assets, net of income tax		-	-
Income tax on items not to be reclassified to profit or loss in subsequent periods	-	-	1,951,785
Share of other comprehensive income from investments in associates, net of income tax	482,069	952,789	(840,619)
Item that will be reclassified to profit and loss			
Share of other comprehensive income from investments in associates, net of income tax	7,203,569	1,223,729	(14,799,778)
Other comprehensive income (expenses) for the year, net of income tax	(634,865,834)	2,176,518	(23,447,537)
Total comprehensive income for the year	2,428,931,882	2,630,660,272	1,471,408,510
Profit (Loss) attributable to:			
Owners of the parent	3,037,711,715	2,630,392,186	1,490,681,664
Non-controlling interests	26,086,001	(1,908,432)	4,174,383
Total	3,063,797,716	2,628,483,754	1,494,856,047
Total comprehensive profit attributable to:			
Owners of the parent	2,401,222,520	2,632,568,704	1,467,234,127
Non-controlling interests	27,709,362	(1,908,432)	4,174,383
Total	2,428,931,882	2,630,660,272	1,471,408,510
Earnings per share for profit attributable to the owners of the Parent			
Basic earnings per share (Baht)	1.27	1.10	1.24

Statement of Comprehensive Income of Com7 Public Company Limited

Items	2022		2021		2020	
	Baht	%	Baht	%	Baht	%
Revenues						
Revenues from sales and services	60,062,848,462	96.8%	49,931,662,963	99.5%	36,383,242,484	99.3%
Gain on sale of subsidiary	1,358,000,000	2.2%	-	-	-	-
Other income	611,124,391	1.0%	245,291,865	0.5%	261,677,826	0.7%
Total revenues	62,031,972,853	100.0%	50,176,954,828	100.0%	36,644,920,310	100.0%
Expenses						
Cost of sales and services	(52,358,071,112)	(84.4%)	(43,582,919,955)	(86.9%)	(31,960,738,943)	(87.2%)
Selling expenses	(3,812,940,055)	(6.1%)	(2,980,737,445)	(5.9%)	(2,362,620,488)	(6.4%)
Administrative expenses	(714,780,243)	(1.2%)	(696,991,703)	(1.4%)	(576,382,544)	(1.6%)
Reversal of (Loss) from impairment of financial asset, net	10,375,185	0.0%	(27,996,481)	(0.1%)	-	-
Other gains (losses), net	(90,155,197)	(0.1%)	26,007,721	0.1%	4,489,901	0.0%
Total expenses	(56,965,571,422)	(91.8%)	(47,262,637,863)	(94.2%)	(34,895,252,074)	(95.2%)
Profit before finance costs and income tax	5,066,401,431	8.2%	2,914,316,965	5.8%	1,749,668,236	4.8%
Finance costs	(100,180,004)	(0.2%)	(46,097,432)	(0.1%)	(53,781,047)	(0.1%)
Profit before income tax	4,966,221,427	8.0%	2,868,219,533	5.7%	1,695,887,189	4.6%
Income tax	(904,760,067)	(1.5%)	(508,823,121)	(1.0%)	(288,871,359)	(0.8%)
Profit for the year	4,061,461,360	6.5%	2,359,396,412	4.7%	1,407,015,830	3.8%

Statement of Comprehensive Income of Com7 Public Company Limited (Continued)

Items	2022	2021	2020
	Baht	Baht	Baht
Other comprehensive income (expenses):			
Items that will not be reclassified to profit and loss			
Remeasurement of employee benefit obligations, net of income tax	8,641,279	-	(9,163,881)
Change in fair value of financial assets, net of income tax	(655,700,081)	-	-
Income tax on items not to be reclassified to profit or loss in subsequent periods	-	-	1,832,776
Other comprehensive income (expenses) for the year, net of income tax	(647,058,802)	-	(7,331,105)
Total comprehensive income for the year	3,414,402,558	2,359,396,412	1,399,684,725
Profit (Loss) attributable to:			
Owners of the parent	4,061,461,360	2,359,396,412	1,407,015,830
Non-controlling interests	-	-	-
Total	4,061,461,360	2,359,396,412	1,407,015,830
Total comprehensive profit attributable to:			
Owners of the parent	3,414,402,558	2,359,396,412	1,399,684,725
Non-controlling interests	-	-	-
Total	3,414,402,558	2,359,396,412	1,399,684,725
Earnings per share for profit attributable to the owners of the Parent			
Basic earnings per share (Baht)	1.69	0.98	1.17

Consolidated Statement of Financial Position of Com7 Public Company Limited and its Subsidiaries

Items	2022		2021		2020	
	Baht	%	Baht	%	Baht	%
Assets						
Current assets						
Cash and cash equivalents	1,335,271,578	7.0%	1,656,882,222	10.4%	872,146,450	9.5%
Short-term investments	15,000,000	0.1%	-	-	-	-
Trade and other receivables, net	3,715,595,626	19.4%	2,785,619,897	17.4%	970,111,101	10.5%
Current portion of finance lease receivables, net	492,357,090	2.6%	462,458,325	2.9%	37,643,598	0.4%
Financial assets measured at fair value	285,302,052	1.5%	193,691,951	1.2%	249,229,759	2.7%
Derivatives - Warrants	56,088,571	0.3%	-	-	-	-
Short-term loans to related parties	6,316,303	0.0%	306,316,304	1.9%	6,416,304	0.1%
Inventories, net	7,333,050,039	38.2%	6,207,899,899	38.9%	3,664,401,153	39.8%
Other current assets	122,958,653	0.6%	273,289,301	1.7%	60,718,256	0.7%
Total current assets	13,361,939,912	69.7%	11,886,157,899	74.4%	5,860,666,621	63.7%

Consolidated Statement of Financial Position of Com7 Public Company Limited and its Subsidiaries (continued)

Items	2022		2021		2020	
	Baht	%	Baht	%	Baht	%
Non-current assets						
Restricted deposits with financial institutions	30,401,408	0.2%	1,414,578	0.0%	2,422,757	0.0%
Trade and other receivables, net	31,689,292	0.2%	237,235,285	1.5%	-	-
Finance lease receivables, net	129,033,158	0.7%	97,398,903	0.6%	48,147,599	0.5%
Financial assets measured at fair value	826,649,429	4.3%	180,000,000	1.1%	-	-
Investments in associates	1,517,072,927	7.9%	773,666,424	4.8%	675,013,828	7.3%
Property and equipment, net	873,465,255	4.5%	614,919,099	3.9%	505,707,356	5.5%
Right-of-use assets, net	949,207,119	5.0%	1,186,340,243	7.4%	1,265,214,211	13.7%
Intangible assets, net	147,925,329	0.8%	173,661,862	1.1%	158,585,059	1.7%
Goodwill, net	382,756,950	2.0%	123,691,216	0.8%	123,691,216	1.4%
Deferred tax assets, net	274,881,145	1.4%	107,740,953	0.7%	70,794,936	0.8%
Other non-current assets	637,431,328	3.3%	583,513,010	3.7%	496,474,447	5.4%
Total non-current assets	5,800,513,340	30.3%	4,079,581,573	25.6%	3,346,051,409	36.3%
Total assets	19,162,453,252	100.0%	15,965,739,472	100.0%	9,206,718,030	100.0%

Consolidated Statement of Financial Position of Com7 Public Company Limited and its Subsidiaries (continued)

Items	2022		2021		2020	
	Baht	%	Baht	%	Baht	%
Liabilities and equity						
Current liabilities						
Bank overdrafts and short-term loans from financial institutions	5,203,908,595	27.2%	3,800,990,825	23.8%	1,282,509,647	13.9%
Trade and other payables	4,909,432,169	25.6%	5,105,791,469	32.0%	2,464,340,173	26.8%
Current portion of lease liabilities, net	472,728,790	2.5%	524,664,097	3.3%	498,115,529	5.4%
Current income tax payable	566,036,756	2.9%	288,683,043	1.8%	166,547,437	1.8%
Other current liabilities	17,295,199	0.1%	30,905,910	0.2%	18,380,714	0.2%
Total current liabilities	11,169,401,509	58.3%	9,751,035,344	61.1%	4,429,893,500	48.1%
Non-current liabilities						
Lease liabilities, net	461,579,506	2.4%	677,402,910	4.2%	707,633,378	7.7%
Employee benefit obligations	103,218,906	0.5%	102,722,318	0.6%	88,602,555	1.0%
Provision for decommissioning liabilities	26,208,000	0.1%	23,648,000	0.2%	22,176,000	0.2%
Other non-current liabilities	150,144,343	0.8%	110,180,545	0.7%	87,584,027	0.9%
Total non-current liabilities	741,150,755	3.8%	913,953,773	5.7%	905,995,960	9.8%
Total liabilities	11,910,552,264	62.1%	10,664,989,117	66.8%	5,335,889,460	57.9%

Consolidated Statement of Financial Position of Com7 Public Company Limited and its Subsidiaries (continued)

Items	2022		2021		2020	
	Baht	%	Baht	%	Baht	%
Liabilities and equity (continued)						
Equity						
Share capital						
Authorized share capital						
2,400,000,000 ordinary shares						
at par value of Baht 0.25 each						
1,200,000,000 ordinary shares						
at par value of Baht 0.25 each						
Issued and paid-up share capital						
2,399,998,265 ordinary shares						
at par value of Baht 0.25 each						
1,200,000,000 ordinary shares						
paid-up of Baht 0.25 each						
Premium on ordinary shares						
Retained earnings						
Appropriated - legal reserve						
Unappropriated						
Less: Treasury shares						
Other components of equity						
Equity attributable to owners of the parent						
Non-controlling interests						
Total equity						
Total liabilities and equity						

Separate Statement of Financial Position of Com7 Public Company Limited

Items	2022		2021		2020	
	Baht	%	Baht	%	Baht	%
<u>Assets</u>						
<u>Current assets</u>						
Cash and cash equivalents	1,009,768,908	5.6%	1,138,686,887	7.5%	706,490,983	8.1%
Trade and other receivables, net	3,404,900,145	18.9%	2,250,704,067	14.9%	812,581,955	9.3%
Current portion of finance lease receivables, net	11,132,218	0.1%	12,993,106	0.1%	12,524,067	0.1%
Financial assets measured at fair value	131,076,953	0.7%	156,855,506	1.0%	187,209,909	2.1%
Derivatives - Warrants	56,088,571	0.3%	-	-	-	-
Short-term loans to related parties	119,919,476	0.7%	1,200,000,000	7.9%	-	-
Inventories, net	6,980,918,100	38.8%	5,749,330,992	38.0%	3,641,679,200	41.5%
Other current assets	57,140,260	0.3%	206,500,643	1.4%	43,911,113	0.5%
Total current assets	11,770,944,631	65.4%	10,715,071,201	70.7%	5,404,397,227	61.6%

Separate Statement of Financial Position of Com7 Public Company Limited (continued)

Items	2022		2021		2020	
	Baht	%	Baht	%	Baht	%
<u>Non-current assets</u>						
Trade and other receivables, net	31,689,292	0.2%	237,235,285	1.6%	-	-
Finance lease receivables, net	14,584	0.0%	11,163,679	0.1%	24,317,984	0.3%
Financial assets measured at fair value	602,119,347	3.3%	-	-	-	-
Investments in subsidiaries	1,586,834,566	8.8%	988,834,366	6.5%	302,547,066	3.5%
Investments in associates	1,244,224,182	6.9%	593,575,203	3.9%	593,575,203	6.8%
Property and equipment, net	866,936,026	4.8%	613,630,692	4.1%	504,242,353	5.8%
Right-of-use assets, net	948,069,726	5.3%	1,178,255,234	7.8%	1,256,726,103	14.3%
Intangible assets, net	72,646,691	0.4%	97,215,552	0.6%	78,259,973	0.9%
Goodwill, net	-	-	45,655,040	0.3%	45,655,040	0.5%
Deferred tax assets, net	252,014,797	1.4%	105,773,863	0.7%	82,863,427	0.9%
Other non-current assets	626,487,111	3.5%	559,515,746	3.7%	475,241,034	5.4%
Total non-current assets	6,231,036,322	34.6%	4,430,854,660	29.3%	3,363,428,183	38.4%
Total assets	18,001,980,953	100.0%	15,145,925,861	100.0%	8,767,825,410	100.0%

Separate Statement of Financial Position of Com7 Public Company Limited (continued)

Items	2022		2021		2020	
	Baht	%	Baht	%	Baht	%
<u>Liabilities and equity</u>						
<u>Current liabilities</u>						
Bank overdrafts and short-term loans from financial institutions	5,076,465,340	28.2%	3,754,095,570	24.8%	1,219,568,773	13.9%
Trade and other payables	4,422,045,808	24.6%	4,704,009,654	31.1%	2,160,494,834	24.6%
Short-term loans from subsidiaries	380,362,208	2.1%	325,000,000	2.1%	338,000,000	3.9%
Current portion of lease liabilities, net	471,659,817	2.6%	518,734,640	3.4%	492,600,864	5.6%
Current income tax payable	527,035,172	2.9%	266,818,172	1.8%	158,390,159	1.8%
Other current liabilities	14,762,460	0.1%	28,133,707	0.2%	15,104,440	0.2%
Total current liabilities	10,892,330,805	60.5%	9,596,791,743	63.4%	4,384,159,070	50.0%
<u>Non-current liabilities</u>						
Lease liabilities, net	461,579,506	2.6%	674,547,786	4.5%	704,805,488	8.0%
Employee benefit obligations	89,593,224	0.5%	88,623,904	0.6%	76,303,353	0.9%
Provision for decommissioning liabilities	26,208,000	0.1%	23,648,000	0.2%	22,176,000	0.3%
Other non-current liabilities	149,964,340	0.8%	110,120,543	0.7%	87,584,026	1.0%
Total non-current liabilities	727,345,070	4.0%	896,940,233	5.9%	890,868,867	10.2%
Total liabilities	11,619,675,875	64.5%	10,493,731,976	69.3%	5,275,027,937	60.2%

Items	2022		2021		2020	
	Baht	%	Baht	%	Baht	%
Liabilities and equity (continued)						
Equity						
Share capital						
Authorized share capital						
2,400,000,000 ordinary shares						
at par value of Baht 0.25 each	600,000,000	3.3%				
1,200,000,000 ordinary shares			300,000,000	2.0%	300,000,000	3.4%
at par value of Baht 0.25 each						
Issued and paid-up share capital						
2,399,998,265 ordinary shares						
at par value of Baht 0.25 each	599,999,566	3.3%	-	-	-	-
1,200,000,000 ordinary shares						
paid-up of Baht 0.25 each	-	-	300,000,000	2.0%	300,000,000	3.4%
Premium on ordinary shares	898,760,685	5.0%	898,760,685	5.9%	898,760,685	10.3%
Retained earnings						
Appropriated - legal reserve	30,000,000	0.2%	30,000,000	0.2%	30,000,000	0.3%
Unappropriated	5,863,395,288	32.6%	3,423,433,200	22.6%	2,264,036,788	25.8%
Less: Treasury shares	(484,293,100)	(2.7%)	-	-	-	-
Other components of equity	(525,557,361)	(2.9%)	-	-	-	-
Equity attributable to owners of the parent	6,382,305,078	35.5%	4,652,193,885	30.7%	3,492,797,473	39.8%
Total equity	6,382,305,078	35.5%	4,652,193,885	30.7%	3,492,797,473	39.8%
Total liabilities and equity	18,001,980,953	100.0%	15,145,925,861	100.0%	8,767,825,410	100.0%

Consolidated Statement of Cash Flows of Com7 Public Company Limited and its Subsidiaries

Items	2022	2021	2020
	Baht	Baht	Baht
Cash flows from operating activities			
Profit before income tax	3,832,447,035	3,183,194,613	1,823,093,560
Depreciation	780,455,771	775,307,819	167,082,815
Depreciation - right-of-use assets	-	-	452,567,843
Amortisation	15,842,397	12,168,016	10,377,704
Gain from revaluation of financial assets at fair value through profit or loss	-	-	(1,229,760)
Allowance for impairment loss on trade and other receivables	39,694,683	65,705,812	2,964,215
Doubtful debt	-	-	2,959,676
Allowance for diminution in value of inventories	22,471,034	11,666,999	(6,510,663)
Employee benefit expenses	16,671,786	14,119,763	8,805,374
Loss from write-off of buildings and equipment	-	-	5,934,493
Loss from write-off of right-of-use assets	-	-	1,045,861
(Gain) loss from disposals of buildings and equipment	-	-	3,733,227
(Gain) Loss from disposals and write-offs of property and equipment, right-of-use assets and intangible assets, net	(23,147,484)	5,016,741	-
Amortization of gain from sale and lease back	(740,915)	(639,332)	(1,539,512)
Rental reduction	-	-	(5,671,211)
Allowance for impairment on property and equipment and intangible assets	29,233,204	2,724,536	7,419,204
Allowance for impairment loss on goodwill	45,655,040	-	-
Allowance for impairment on intangible assets	-	-	1,353,626
Share of profit from investments in associates	(45,071,891)	(96,476,077)	(63,912,397)
Gain from bargain purchase in a joint venture	-	-	(37,092,608)
Gain from changes in ownership interest in an associate	-	-	(1,449,174)
Loss from changes in ownership interest in subsidiaries	-	163,615	-
Loss from disposal of investments in a subsidiary	-	-	1,076,513
(Gain) Loss from fair value of financial assets measured at FVPL	1,131,833	(4,462,674)	-
Other income from acquisition of warrants of equity investment measured at FVPL	(158,342,846)	-	-
Dividend income	-	-	-
Interest income	(11,357,170)	(5,312,302)	(5,284,928)
Finance costs	103,024,169	47,885,240	53,147,096

Consolidated Statement of Cash Flows of Com7 Public Company Limited and its Subsidiaries
(Continued)

Items	2022	2021	2020
	Baht	Baht	Baht
Changes in working capital			
Trade and other receivables	(687,518,866)	(2,048,859,705)	203,519,747
Finance lease receivable	(111,249,345)	(512,099,724)	(17,794,630)
Inventories	(1,147,621,174)	(2,555,165,743)	1,161,574,397
Other current assets	90,516,827	(257,511,276)	29,672,967
Other non-current assets	(53,918,316)	(91,778,493)	(57,881,351)
Trade and other payables	(584,595,596)	2,634,447,453	(995,944,020)
Other current liabilities	232,231,582	12,525,196	(5,058,271)
Other non-current liabilities	40,672,142	23,235,850	23,107,486
Contract assets	-	-	(105,807,769)
Cash paid for employee benefit obligations	(2,181,366)	-	-
Cash generated from operating activities			
Cash generated from operations	2,424,302,534	1,215,856,327	2,654,259,510
Finance costs paid	(91,637,764)	(45,848,034)	(55,366,011)
Income tax paid	(688,942,619)	(465,236,424)	(290,519,607)
Net cash generated from operating activities	1,643,722,151	704,771,869	2,308,373,892

Consolidated Statement of Cash Flows of Com7 Public Company Limited and its Subsidiaries
(continued)

Items	2022	2021	2020
	Baht	Baht	Baht
Cash flows from investing activities			
Restricted deposits at financial institutions	(193,025)	1,008,179	7,985,723
Net cash (paid) received for investment in financial assets at fair value through profit or loss	-	-	(248,000,000)
Net receipts from (payments for) debt instruments measured at FVPL	(86,870,399)	60,000,482	-
Receipts from sales of equity instruments measured at FVOCI	143,104,000	-	-
Payments for investments in equity instruments measured at FVOCI	(1,438,171,331)	(180,000,000)	-
Receipts from sales of warrants of equity instruments measured at FVOCI	30,038,530	-	-
Payments for decommissioning liabilities	(1,824,000)	(774,058)	(1,312,000)
Receipt from loan to an associate	-	-	50,000,000
Purchases of buildings and equipment	-	-	(212,856,607)
Purchases of intangible assets	-	-	(25,255,126)
Payments for right-of-use assets	-	-	(2,826,861)
Payments for investment in a subsidiary, net of acquired cash	(154,309,285)	-	-
Payments for investment in an associate	(690,648,978)	-	(143,825,000)
Payments for investments in subsidiaries	-	-	(15,299,400)
Payments for investment in an associate's warrants	(60,332,908)	-	-
Receipts from disposals of property and equipment	6,793,727	2,288,411	1,506,859
Payments for purchases of property and equipment, intangible assets and right-of-use assets	(493,295,047)	(328,995,704)	-
Net receipts from (payments for) short-term loans to related parties	300,000,000	(299,900,000)	-
Disposal of a subsidiary	-	-	(282,141)
Dividend received	-	-	68,808,312
Interest received	11,163,211	18,696,034	5,413,051
Net cash used in investing activities	(2,434,545,505)	(727,676,656)	(515,943,190)

Consolidated Statement of Cash Flows of Com7 Public Company Limited and its Subsidiaries
(continued)

Items	2022	2021	2020
	Baht	Baht	Baht
Cash flows from financing activities			
Net cash receipts from (payments for) short-term loans from financial institutions	1,397,062,413	2,528,533,986	(908,145,088)
Receipt from short-term loans from a director	-	-	4,080,000
Repayments for short-term loans from a director	-	-	(4,080,000)
Payments for lease liabilities	(609,446,307)	(511,421,693)	-
Payments for treasury shares	(484,293,100)	-	-
Cash receipts from non-controlling interests from change in interest in subsidiaries	1,360,000,000	12,500,100	-
Payments for non-controlling interests from change in interest in subsidiaries	-	(13,402,203)	-
Payments on lease liabilities	-	-	(356,268,521)
Dividend paid to the owners of the parent	(1,199,965,653)	(1,198,516,823)	(959,919,214)
Net cash generated from (used in) financing activities	463,357,353	817,693,367	(2,224,332,823)
Net increase (decrease) in cash and cash equivalents	(327,466,001)	794,788,580	(431,902,121)
Cash and cash equivalents at the beginning of the year	1,630,459,832	835,671,252	1,304,048,571
Cash and cash equivalents at the end of the year	1,302,993,831	1,630,459,832	872,146,450
Non-cash transactions			
Significant non-cash transactions			
Acquisitions of right-of-use assets under lease contracts	430,984,264	543,623,716	359,599,206
Payable balances from purchase of property and equipment	20,816,750	818,845	5,834,248
Decommissioning liabilities balance	4,384,000	3,456,000	4,352,000
Stock dividend	299,999,566	-	-

Statement of Cash Flows of Com7 Public Company Limited

Items	2022	2021	2020
	Baht	Baht	Baht
Cash flows from operating activities			
Profit before income tax	4,966,221,427	2,868,219,533	1,695,887,189
Depreciation	774,475,179	767,356,626	616,158,745
Amortization	9,833,360	6,576,267	4,915,604
Allowance for impairment loss on trade and other receivables	(10,375,185)	27,996,481	2,107,846
Allowance for diminution in value of inventories	26,237,829	9,220,692	(7,831,152)
Employee benefit expenses	12,884,826	12,320,551	8,193,473
(Gain) Loss from disposals and write-offs of property and equipment, right-of-use assets and intangible assets, net	(21,193,841)	5,016,731	-
Amortisation of gain from sale and lease back	(740,915)	(639,332)	(1,539,512)
Gain from revaluation of financial assets at fair value through profit or loss	-	-	(1,209,909)
Doubtful debt	-	-	2,959,676
Allowance for impairment on property and equipment and intangible assets	29,233,204	2,724,536	7,419,204
Allowance for impairment loss on goodwill	45,655,040	-	-
Gain from disposal of investment in a subsidiary	(1,358,000,200)	-	-
(Gain) loss from disposals of buildings and equipment	-	-	3,675,980
Loss from write-off of buildings and equipment	-	-	5,934,493
Loss from write-off of right-of-use assets	-	-	1,045,861
Rental reduction	-	-	(5,671,211)
(Gain) Loss from fair value of financial assets measured at FVPL	1,976,290	(3,805,671)	-
Other income from acquisition of warrants of equity investment measured at FVPL	(158,342,846)	-	-
(Reversal of) allowance for impairment on investment in a subsidiary	-	-	(276,100)
Dividend income	(379,977,200)	(219,986,800)	(218,799,312)
Interest income	(20,283,668)	(7,881,668)	(5,616,669)
Finance costs	100,180,004	46,097,432	53,781,047

Statement of Cash Flows of Com7 Public Company Limited (continued)

Items	2022	2021	2020
	Baht	Baht	Baht
Changes in working capital			
Trade and other receivables	(938,734,021)	(1,657,428,664)	(28,880,678)
Finance lease receivable	13,009,983	12,685,266	11,381,456
Inventories	(1,257,824,937)	(2,116,872,484)	1,182,738,889
Other current assets	149,360,383	(207,529,757)	38,765,142
Other non-current assets	(66,971,365)	(84,729,798)	(60,307,691)
Trade and other payables	(318,192,732)	2,538,143,216	(1,014,864,041)
Other current liabilities	(13,371,247)	13,029,267	701,383
Other non-current liabilities	40,584,711	23,175,848	23,107,484
Cash paid for employee benefit obligations	(1,113,907)	-	-
Cash generated from operating activities			
Cash generated from operations	1,624,530,172	2,033,688,272	2,313,777,197
Finance costs paid	(68,318,951)	(45,692,467)	(54,736,058)
Income tax paid	(629,019,301)	(423,305,541)	(240,081,387)
Net cash generated from operating activities	927,191,920	1,564,690,264	2,018,959,752

Statement of Cash Flows of Com7 Public Company Limited (continued)

Items	2022	2021	2020
	Baht	Baht	Baht
Cash flows from investing activities			
Net receipts from (payments for) debt instruments measured at FVPL	29,673,798	34,160,074	(186,000,000)
Receipts from sales of equity instruments measured at FVOCI	143,104,000	-	-
Payments for investments in equity instruments measured at FVOCI	(1,438,171,331)	-	-
Receipts from sales of warrants of equity instruments measured at FVOCI	30,038,530	-	-
Receipts from disposal of a subsidiary	1,360,000,000	-	-
Payments for investment in a subsidiary, net of acquired cash	(600,000,000)	(686,287,300)	(284,999,700)
Payments for investments in an associate	(650,648,979)	-	(143,825,000)
Payments for investment in an associate's warrants	(60,332,908)	-	-
Payments for decommissioning liabilities	(1,824,000)	(774,058)	(1,312,000)
Purchases of buildings and equipment	-	-	(211,727,756)
Purchases of intangible assets	-	-	(21,938,331)
Payments for right-of-use assets	-	-	(2,826,861)
Receipt from disposals of buildings and equipment	6,793,727	2,288,411	1,249,593
Receipt from loan to an associate	-	-	50,000,000
Receipt from loans to subsidiaries	-	-	280,000,000
Payments for purchases of property and equipment, intangible assets and right-of-use assets	(498,346,928)	(326,605,109)	-
Payments of loans to a subsidiaries	-	-	(155,000,000)
Disposal of a subsidiary	-	-	5,564,100
Net receipts from (payments for) short-term loans to related parties	1,080,080,524	(1,200,000,000)	-
Dividend income	379,977,200	219,986,800	218,799,312
Interest income	20,742,790	6,896,682	9,850,203
Net cash used in investing activities	(198,913,577)	(1,950,334,500)	(442,166,440)

Statement of Cash Flows of Com7 Public Company Limited (continued)

Items	2022	2021	2020
	Baht	Baht	Baht
Cash flows from financing activities			
Net cash receipts from (payments for) short-term loans from financial institutions	1,322,369,770	2,534,526,797	(918,934,582)
Receipt from short-term loans from a subsidiary	-	-	408,000,000
Net cash receipts from (payments for) short-term loans from related parties	55,362,208	(13,000,000)	-
Payments for lease liabilities	(550,669,549)	(505,169,834)	-
Payments for treasury shares	(484,293,100)	-	-
Repayments for short-term loan from a subsidiary	-	-	(280,000,000)
Payments on lease liabilities	-	-	(353,538,194)
Dividend payment	(1,199,965,652)	(1,198,516,823)	(959,919,214)
Net cash generated (used in) from financing activities	(857,196,323)	817,840,140	(2,104,391,990)
Net increase (decrease) in cash and cash equivalents	(128,917,980)	432,195,904	(527,598,678)
Cash and cash equivalents at the beginning of the year	1,138,686,887	706,490,983	1,234,089,661
Cash and cash equivalents at the end of the year	1,009,768,907	1,138,686,887	706,490,983
Non-cash transactions			
Acquisitions of right-of-use assets under lease contracts	360,566,611	536,929,829	348,526,145
Payable balances from purchase of property and equipment	20,816,750	818,845	5,834,248
Decommissioning liabilities balance	4,384,000	3,456,000	4,352,000
Stock dividend	299,999,566	-	-

Important Financial Ratios

Consolidated Financial Statements of Com7 Public Company Limited and its Subsidiaries

Items	Unit	2022	2021	2020
Liquidity Ratios				
Current Ratio	times	1.2	1.2	1.3
Quick Ratio	times	0.5	0.6	0.5
Asset Management Ratios				
Account Receivable Turnover	times	18.5	26.3	41.7
Average Collection Period	days	19.7	13.7	8.6
Payable Turnover	times	10.8	11.7	11.2
Payment Period	days	33.8	30.8	32.1
Inventory Turnover	times	8.0	9.0	7.7
Average Inventory Period	days	45.6	40.1	46.8
Cash Cycle	days	31.5	23.0	23.4
Assets Turnover	times	3.6	3.2	4.1
Debt Management Ratios				
Debt to Equity ratio	times	1.6	2.0	1.4
Interest Coverage	times	38.2	67.5	35.3
Profitability Ratios				
Gross Profit Margin	%	13.4%	13.4%	12.6%
Net Profit Margin	%	4.9%	5.1%	4.0%
Return On Assets	%	17.4%	20.9%	16.3%
Return On Equity	%	48.8%	57.3%	41.3%



General Information and Other Significant Information

General information

Company

The Company name	:	Com7 Public Company Limited
Symbol for trading	:	Com7
Registered date on the SET	:	10 August 2015
Authorized Capital	:	600,000,000 Baht
Paid-up capital	:	599,999,566.25 Baht
Listed Shares	:	2,399,998,265 Shares
Total shareholders	:	33,079 shareholders (as of December 30, 2022)
Free float	:	47.30%
Type of business	:	Distribution of IT products, IOT, lifestyle products and related accessories. Providing Apple Repair Center Postpaid bill payment service, and payment for other services.
Head office	:	549/1 Sanphawut Rd., South Bangna sub-district, Bangna district, Bangkok 10260
Registered No.	:	0107557000462
Call Center	:	02 017 7770
Telephone	:	02 017 7777
Corporate website	:	http://www.comseven.com

Others

1) Securities Registrar

The Company name	:	The Thailand Securities Depository Co., Ltd. (TSD)
Head office	:	The Stock Exchange of Thailand (By Chinese Embassy) 93 Ratchadaphisek Road, Dindaeng Bangkok 10400
Telephone	:	02-009-9000
Facsimile	:	02-009-9991

2) Auditor

The Company name	:	PricewaterhouseCoopers ABAS Ltd. (PWC)
Head office	:	15 th Floor Bangkok City Tower, 179/74-80 South Sathorn Rd., Thungmahamek, Sathorn, Bangkok 10120
Telephone	:	02-844-1000
Facsimile	:	02-286-5050

3) Legal Advisor

The Company name	:	CMT Counsellor Company Limited
Head office	:	75 Soi Phuengmee 11, Sukhumvit Road, Bang Chak Sub-District, Phra khanong District, Bangkok 10260
Telephone	:	081-836-7236

4) Securities and Shareholders Information

Amount of Registered and Paid-up Capitals

As of December 30, 2022, the Company has registered capital and paid-up capital of Baht 600,000,000 divided into ordinary shares of 2,399,998,265 shares with a par value of Baht 0.25 per share.

Shareholders

List of the Company's shareholders and their shareholding of the Top 20 as appeared in the shareholder registration book of the Company as of December 30, 2022, with details as follows:

Rank	List of Major Shareholders	End of Year 2021	
		Shares	Shareholdings (%)
1	Mr. Sura Khanittaweekul	601,310,400	25.055%
2	Mr. Pongsak Thammathataree	535,494,200	22.312%
3	Thai NVDR Company Limited	131,513,448	5.480%
4	Mr. Bancha Phanthumakomol	94,100,000	3.921%
5	Miss Aree Preechanukul	69,904,400	2.913%
6	THE BANK OF NEW YORK MELLON	68,420,202	2.851%
7	Mr. Amnuay Phichitpongchai	37,952,700	1.581%
8	SOUTH EAST ASIA UK (TYPE C) NOMINEES LIMITED	33,405,900	1.392%
9	Ms. Orawan Wichienkawe	31,075,800	1.295%
10	Mr. Kritchawat Voravanich	25,680,000	1.070%
11	Mrs. Thatsanee Uatrakoon	21,195,800	0.883%
12	BI ASSET MANAGEMENT COMPANY LIMITED	19,299,300	0.804%
13	Mr. Jeeradaj Jongwattanasinkul	19,020,000	0.793%
14	TISCO Master Fund	18,554,100	0.773%
15	Mr. Puripat Pichitpongchai	16,770,000	0.699%
16	Com7 Public Company Limited	15,000,000	0.625%
17	K master pool fund	14,945,300	0.623%
18	Mr. Napat Patchakunakorn	14,410,000	0.600%
19	Miss Nattanan Kiratikornyossanan	13,000,000	0.542%
20	กองทุนเปิดไทยพาณิชย์หุ้นระยะยาวปันผล 70/30 (SCBLT1)	12,326,900	0.514%
TOTAL		1,793,378,450	74.726%

**The above grouping is a group of people in the same family, which does not include shares held by related persons according to Section 258 of the Securities and Exchange Act B.E. 2535.

Others Securities Issuance

The Company does not issue other types of securities.

Dividend Policy

The Company has the policy to pay dividends to shareholders at a rate of not less than 40% of net profit after corporate income tax deduction and legal reserve allocation based on the Company's separate financial statements. However, the Company may consider paying dividends differently from the established policies; depend on the performance, financial status, financial liquidity, the needs for money to manage the business, the business expanding of the Company, including economic conditions.

The Company's subsidiary has the policy to pay dividends to shareholders at a rate of not less than 40% of the net profit based on its separate financial statements after deducting corporate income tax and legal reserve allocation. In this regard, the subsidiary will pay dividends by considering various factors for the best benefits to shareholders, such as operating results, financial position, financial liquidity, investment plans, and business expansion of subsidiaries, including economic conditions.

Other significant information

-None-

Legal Dispute

There is no legal dispute that may cause damage to the Company's assets over 5% of the shareholders' equity as of December 31, 2021. There are also no other legal disputes that may significantly affect the Company's business operations.

Secondary Market

-None-

Contact Financial Institution (only if the Company issues debt securities)

-None-



Corporate Governance Policy

Overview of Policies and Guidelines for Corporate Governance

Com7 Public Company Limited and its subsidiary, “the Company,” are committed to developing the organization for sustainable growth. Conduct business legally adheres to Code of Conduct, disclose information with transparency, and establish an internal control system. There is a suitable and appropriate audit mechanism. Carry out operations that take into account the responsibilities of shareholders and all stakeholders. The board structure, supervisory, and administrative tools demonstrate potential and accountability in various matters, which align with the good standard framework of the OECD (Organization for Economic Cooperating and Development) and ASEAN CG Scorecard.

The Board of Directors has established a “Corporate Governance Policy” (see the full policy and guidelines at <http://www.comseven.com> under the Investor Relations category). The Board of Directors is the initiator, participant in the policy’s formulation and approval to promote the principles of good governance of the organization and serve as good practice for the directors, executives, and employees of the Company, subsidiaries, and all groups of stakeholders. It leads to a truly sustainable organization, which covers the key principles following good corporate governance principles. In 2022, the Board reviewed and approved the Company’s vision, mission, strategies, goals, and business directions, including reviewing essential policies to be appropriate and consistent with business operations following good corporate governance principles, such as corporate governance policy, corporate sustainability development policy, business ethics, code of conduct, etc.

The Company has disclosed information on corporate governance policies and practices, including a code of business conduct that would reflect the creation of a framework and guidelines for conducting corporate governance for operations in all Company departments. It can be summarized as follows:

Policies and Guidelines for the Board

Board of Directors

The Board of Directors is responsible to the shareholders in connection with the business operations of the Company, corporate governance to be following goals, laws, objectives, the Company article of association, resolutions of the shareholders’ meeting, and the guidelines that will create the best benefits to the shareholders by considering the interests of all stakeholders. Perform duties with integrity and care to protect shareholders’ and stakeholders’ interests both short and long term. For this reason, the Board shall be elected by the shareholders through a transparent process. All directors must have the knowledge, expertise, and experience that can benefit the Company. They are devoted to performing their duties, leadership, vision, and independence in decision-making, including maintaining a working system for the Company’s activities to operate lawfully and ethically and must be independent of the Company’s management. Provide a transparent separation system for duties and responsibilities between the Board and the management by considering all stakeholders’ interests, adhering to the principle of “Code of Best Practice for Directors of Listed Companies” as prescribed by the Stock Exchange of Thailand.

The Board of Directors consists of 7 members, consisting of business experts, accounting, and finance, which are involved and support all Company businesses. They have a term of office for three years. It is divided into four directors from the management and three independent directors. Independent directors have qualifications, and their numbers are in line with the Office of the Securities and Exchange Commission regulations. It means a listed company must have more than one-third of the number of all directors. The Company stipulates the Board’s qualifications as follows:

Board of Directors Qualifications

- 1) Possess the qualifications, and have no prohibited characteristics, according to the Public Limited Companies Act B.E. 2535 or other relevant laws, including the rules and regulations of the SET and the SEC and the Company’s article of association.
- 2) Be qualified, knowledgeable, and capable. Have an experience that is beneficial to the business operations of the Company.
- 3) Have leadership, vision, and independence in making decisions for the Company’s best interest and shareholders as a whole.
- 4) Have a responsibility to perform director duties and devote their time to serving the duties fully and being responsible to the shareholders regularly (Accountability to Shareholders) and make decisions with caution (Duty of Care) to protect the interests of the Company.
- 5) Perform duties with integrity and ethics within the law framework and guidelines for good corporate governance and code of business conduct.

The Board is aware of the roles, duties, and responsibilities of guiding the operation. Monitor and supervise the work of the management. Perform duties with knowledge, ability, transparency, care, and responsibility in performing duties (Accountability) of the Board of Directors towards the Company and shareholders, independent from the management. There are essential guidelines as follows:

Roles and Duties of the Chairman

- 1) Do not participate in the normal day-to-day management of the Company.
- 2) Use leadership to ensure the efficient performance of duties of the entire Board of Directors for the Company’s best interests and independence from the management.
- 3) Have leadership responsible for defining strategies, directions, policies, goals, and missions so that executives and employees have a purpose in operating in the same direction.
- 4) Monitor and supervise the implementation of the Company’s strategy. The practice must comply with the policies, rules, laws, and related regulations.
- 5) Consider and approve the agenda of the meeting proposed by the Company Secretary and has been approved by the Executive Committee’s Chairman to make the agenda consistent with the duties and responsibilities of the directors. Besides, each director is free to propose matters that are beneficial to the Company on the meeting agenda.
- 6) Allocate sufficient time for management to propose matters and enough for the judges to discuss important issues thoroughly. Encourage the directors to exercise prudent discretion to give opinions independently.
- 7) The Chairman of the Board is not a Chair or member of any sub-committee, so that the performance of duties of the sub-committees is genuinely independent.
- 8) Supervise and encourage directors to abide by good corporate governance principles and the Company’s code of business conduct, including compliance with the directors’ code of conduct.
- 9) Foster good relations between executive directors and non-executive directors and between the Board and the management.

Roles and Duties of the Chairman of the Executive Committee

- 1) Utilize leadership to ensure the Executive Directors’ efficient performance of duties for the best interests of the Company and independent from the management.
- 2) Consider and approve the agenda of the meeting proposed by the Company Secretary to make the agenda consistent with the duties and responsibilities of the Executive Committee.

- 3) Supervise the Executive Directors in implementing the Board of Directors’ policies to implement them to achieve results.
- 4) Oversee and encourage the Executive Committee to abide by good corporate governance principles and the Company’s code of business conduct.

Term of Office of Directors

- 1) At least one-third (1/3) of the number of directors shall vacate office at every Annual General Meeting of Shareholders. If the number of directors is not a multiple of three, then the number nearest to one-third (1/3) shall vacate office. The directors to vacate office in the first and second years following the registration of the company shall, unless otherwise provided in the articles of association, be drawn by lots. In every subsequent year, the directors who have been longest in office shall vacate office.
- 2) The director who vacates office may be re-elected by the shareholders’ meeting resolution.

The director election/appointment can be occurred in 2 cases:

- 1) Election of directors to replace those who are due to retire by rotation must seek approval from the shareholders’ meeting.
- 2) Appointment directors during the term due to vacant positions, the Board of Directors can consider and approve according to the Nomination and Remuneration Committee selection and nomination to replace the position.

Board Independence from the Management

The Board of Directors has a policy that the Chairman of the Board and the Chief Executive Officer must not be the same person to achieve clarity of responsibility during policy formulation, governance, and routine management. The Company clearly separates roles, duties, and responsibilities between the Board of Directors and the executives, and there is a balance of power in operation. The Board of Directors is responsible for setting policies and overseeing the executives’ operations at the policy level. In contrast, the executives are responsible for managing various aspects of the Company’s operations following the specified policies.

The Board of Directors has monitored and supervised the implementation of the Company’s strategy. In every quarter of the Board meeting, the Board monitors the performance of the management. The results of the Company’s performance are required to be reported, especially in respect of financial goals and plans to be following the prescribed strategy. Besides, the Board of Directors has appointed various sub-committees to help supervise the Company’s business. Each director can perform his or her duty and exercise independent judgment in making decisions on various matters by asking questions, commenting, or objecting if there is a conflict of opinion on an issue that affects the interests of the shareholders or stakeholders.

Guidelines for the Board Independence from the Management

The Board of Directors has monitored the management’s operation by arranging the monthly meeting of the top executives (Executive Committee) and each department’s executives (Management Meeting). It shows the importance of sharing opinions fully to seek helpful information to determine the Company’s direction, financial goals, Company’s plans, and essential policies. Supervise and monitor the management to regularly ensure implementing the specified procedures following the organization’s approach and strategy to ensure that the management can implement the vision, direction, and strategy established for effective implementation. The Board of Directors, together with the management, undertakes the following matters:

- 1) Formulate and review strategies, goals, and annual work plans.
- 2) Oversee the adequacy of the risk management system and internal control.
- 3) Determine the authority that is appropriate to the responsibilities of the management.

- 4) Define a resource allocation framework, development, and budgeting, such as personnel management policies and plans and information technology policy.
- 5) Follow up and evaluate the performance.
- 6) Ensure reliable disclosure of financial and non-financial information.

Nomination of the Directors

The Board of Directors has assigned the Nomination and Remuneration Committee to be responsible for recruiting knowledgeable individuals related to the Company's business and having the qualifications required by the Company to serve as directors in place of ones who resign or retire by rotation or any other event that prevents them from performing their duties, and propose to the Board of Directors and/or to the shareholders' meeting as the case may be. The nomination shall consider the appropriateness of the number of directors to facilitate management flexibility. Therefore, the Company has the policy to control the number of director not less than five persons and not more than twelve persons, which are suitable for the size and type of business, including the diversity of the structure of the Board (Board Diversity) to allow management to be efficient and flexible. It is beneficial and conducive to lead the Company to its objectives and primary goals.

The Company has a process for nominating directors by considering the qualifications as follows:

- 1) Be able to devote time to perform their duties fully.
- 2) Have knowledge, expertise, and competence relating to the business of the Company. Possess the qualifications required by the Company to be in line with the Company's business strategy both short term and long term. Have specific skills that can fill areas that the Board lacking based on the Board Skill Matrix.
- 3) Have an honest, transparent work history without any blemish background.
- 4) Be a person without any forbidden characteristics according to the Public Company Limited Act B.E 2535, Securities and Exchange Act B.E 2535, the Company's Articles of Association, good corporate governance principles of listed companies, and must not have untrustworthy status according to the announcement of the Securities and Exchange Commission.
- 5) Do not operate a business or being a director or an executive in the organization competing with the Company.

The Company has established guidelines for nominating and selecting directors as follows:

- 1) If a director resigns from office or the Company reviews the Board structure according to the Board Skill Matrix, the Board of Directors will jointly consider in the meeting to pass a resolution, so that the Nomination and Remuneration Committee shall take the duty of selecting directors with qualifications and experience to meet the needs of the director structure.
- 2) The Nomination and Remuneration Committee specifies persons' individual characteristics to nominate as directors, such as leadership, dare to express different opinions, etc.
- 3) The Nomination and Remuneration Committee uses several recruiting methods to be directors and allows shareholders to nominate qualified persons. Use the professional director's database (Director Pool) of the Thai Institute of Directors Association (IOD) as comparative information in recruiting new directors or consider the same director.

Board Diversity

The Board of Directors recognizes the interests of the diversity of the Board of Directors. It deems an important factor in enhancing the efficiency of decision-making and the Board of Directors' performance.

Such diversity is not limited to only gender but also ethnicity, age, educational history, professional experience, skills, knowledge, and attitudes. Therefore, the nomination and appointment of the Company's directors will be based on knowledge and capability, including the use of selection criteria, which considers the interests of diversity.

Development of Directors and Executives

The Board of Directors realizes the role and duties of the organization's leader (Governing Body). More than half of the Board of Directors have studied or received lectures on CG Code practice until they fully understand the benefits and rules of creating sustainable value for the business. It is to develop the directors' knowledge and ability to help promote the performance of duties of the Board of Directors more efficiently.

Executives are developed to prepare them for rotation within the organization and succession to CEO and top executives' positions. Therefore, the Board of Directors gives importance to attending training, seminars, related courses and organizing an assessment of the senior management's potential to develop the readiness of work at the executive level.

The Company has a guideline in promoting and supporting all directors to study and train more to increase the knowledge on the continual acting of the director as follows:

Orientation of New Directors

It is to prepare and support the efficient performance of the elected/appointed candidates' duties as quickly as possible to serve as directors. Simultaneously, there is a policy to foster new knowledge and perspectives of all directors regarding corporate governance, business, technology, and innovations with the Company Secretary as a coordinator. The content consists of the following matters.

- 1) The matters should be known, such as business structure, the structure of directors, scope of powers and duties, laws, nature of the business, business information, and the Company's business practices, related regulations, good corporate governance, code of business conduct, and valuable information in performing duties as a director.
- 2) General knowledge of business and operating guidelines.
- 3) Arrange a meeting with the Chairman of the Board to ask for insights about the Company's business operations.
- 4) Prepare manuals and related documents such as strategic plans, the Company's article of association, information memorandum, annual reports, related regulations, handbook of good corporate governance, and code of business conduct to submit to the directors' benefit of performing their duties.

Training for Directors

The Company encourages all directors to study and train to increase the knowledge on the continual acting of the director's duties, for instance, attending training in courses necessary to perform the duties of directors and other related programs and a curriculum that refreshes knowledge to keep it up-to-date. In 2022, the directors attended the Audit Committee meeting of listed companies held by the Office of the Stock Exchange of Thailand on January 28, 2022. It is to understand the importance of the Audit Committee in the capital market and the roles and duties of the Audit Committee in good corporate governance and maintaining the quality of financial reporting preparation by selecting qualified auditors and regular communication with them. It also includes current mechanisms and tools that are helpful to the Audit Committee in their effective performance of duties to oversee the quality of financial reporting to improve the quality of corporate governance and the quality of financial reports. It is in line with the director's development plan in following the principles of good corporate governance.

Board Performance Evaluation

The Company's good corporate governance principles require the Board of Directors and sub-committees of the Company have performance self-assessment at least once a year, both on a board basis and individually, so that the Board can consider the previous performance. It will lead to the development and improvement of the operation for better efficiency. The Company has the policy to pay close attention to the Board of Directors' self-assessment, orientation for new directors, and encouraging directors to attend training with the Thai Institute of Directors Association and related agencies continuously.

Evaluation of the Board and committees mentioned above, the Company focuses on the directors’ performance of duties with transparency and fairness, leading to good corporate governance processes to encourage the Company to grow and progress with sustainable stability.

The Directors’ Performance Evaluation Process

The Board of Directors has established guidelines for conducting a Board Self-Assessment annually by using three sets of assessments that the Company has adjusted from the example of the Stock Exchange of Thailand as follows:

- 1) Self-Assessment for the board of directors as a whole
- 2) Self-Assessment of committee as a whole
- 3) Self-Assessment of the board of directors and of committee members on an individual basis

Preparation of the assessment has been organized both the whole and individually for the Board and the sub-committees to be used as a framework for reviewing the duties whether it has operated according to the approved corporate governance policy and/or good practice. It improves the Board of Directors’ performance under the established guidelines and reviews the past year’s problems and obstacles.

Determination of Remuneration for Directors and Senior Executives

The Nomination and Remuneration Committee, appointed by the Board of Directors, reviews and evaluates the performance of directors and executives by providing opinions to the Board of Directors and shareholders on guidelines and criteria for determining the remuneration of directors and senior management as follows:

- Policy and criteria for determining the remuneration of directors based on various factors as follows:
 - 1) The Company’s performance and business size
 - 2) Experience, roles, duties, and responsibilities of each director
 - 3) Benefits that the Company will receive from each director
 - 4) Remuneration established must be able to motivate qualified persons suitable for the Company’s needs and circumstances to become directors or executives
- Composition of the remuneration for the Board of Directors consists of:
 - 1) Monthly remuneration is in line with the duties and responsibilities of the Board of Directors or Sub-Committees.
 - 2) Meeting allowance is the compensation for attending each meeting, paid for non-executive directors.
 - 3) Directors’ bonus paid for independent directors only.

Note:

- 1. The Company does not have the policy to pay remuneration to the Executive Committee.
- 2. The Audit Committee shall receive remuneration as an Audit Committee only.
- 3. The Company shall pay meeting allowances according to the number of the Director’s attendance and not exceeding 6 times per year. The Directors or Audit Committee Members shall not receive meeting allowances exceeding 6 meetings.
- 4. All forms of directors’ remuneration must be approved by shareholders annually.

Determination of Chief Executive Officer Remuneration

The Nomination and Remuneration Committee, appointed by the Board of Directors, will consider and evaluate the Chief Executive Officer’s performance. The consideration is based on the Company’s business performance and the implementation of the Board of Directors’ policies, including the overall economic and social situation to consider appropriate compensation for both the short and long term of the Chief Executive Officer.

- Policy and criteria for determining the remuneration of Chief Executive Officer based on various factors as follows:
 - 1) The Company performance by comparing with the performance of companies at the same level
 - 2) Increasing competitiveness and sustainable business operations, in the long run, to lead to sustainable success under transparent criteria
 - 3) The ability to develop the business and to improve the operational efficiency each year

Succession Plan Policy

The Company has a plan for selecting personnel responsible for important positions at all levels to be appropriate and transparent to ensure that the Company has executives with professionalism. The Nomination and Remuneration Committee prepare a succession plan to propose to the Board of Directors for consideration (study the full policy and guidelines at <http://www.comseven.com> under the Investor Relations category).

Chief Executive Officer

When the Chief Executive Officer’s position is vacant, or those in the place cannot perform their duties, the Company will have a system and procedures for executives at the nearby or secondary level to act in the position. Until the recruitment and selection of persons who possess the qualifications according to the Company’s criteria. He/she must be those who have vision, knowledge, competence, experience, and appropriate to the organizational culture. The Nomination and Remuneration Committee will consider and propose to the Board of Directors to consider and approve suitable persons’ appointments to replace positions.

Senior Executive

When the senior executive cannot perform duties in a position, the Company will propose the executives who will inherit, which has been selected beforehand to the Executive Committee.

Directorship in Other Listed Companies

The Board of Directors has established policies for directorship in other listed companies as follows:

Policy on Directorship in Listed Companies of Directors

- The Board of Directors has determined that each director can hold director positions in other listed companies, including the Company, not more than five listed companies. It is to achieve efficiency in performing their duties and enable directors to fully devote their time to performing duties as the directors of the Company.
- Directors should not serve as directors in other listed companies that may create a conflict of interest with the Company and their performance.

Policy on directorship in other listed companies of the group chief executive officer and senior executive

The Board of Directors has assigned the group chief executive officer and senior executive to hold director positions in other companies. In most cases, the Board of Directors will appoint being a director in the group of companies, which is an overall benefit to the Company and must not affect all positions' duties and responsibilities.

If the group chief executive officer and senior executive of the Company take on the position of director at a company other than companies within the group, provide approvals and actions following the regulations, approval authority, and acts approved by the Board of Directors.

Investment Policy and Supervision of Subsidiaries and Associated Companies

The Company has an investment and management policy in subsidiaries and associates, which will invest in businesses related or benefit and support the Company's business operations to strengthen the Company's stability and performance. The Company will consider the investment proportion, expected profit, the risk that may arise, and the Company's financial status before deciding to invest in various projects. Such investment approval must be considered at the Board of Directors' meeting and/or the shareholders' meeting under the specified approval authority scope.

Guidelines for supervising the operations of subsidiaries and associated companies

The Company will send its representatives who have qualifications and experience suitable for the business in which the Company has invested to be directors of those subsidiaries and associated companies. Such representative may be the Chairman of the Board, Chief Executive Officer, Executive Director, or any person of the Company without any conflict of interest in those subsidiaries and associated companies' business.

It is to enable the Company to control and supervise the business and acknowledge or consider subsidiaries and associated companies' operations as if they are a unit of the Company. Therefore, the Company's representative must manage the business of its subsidiaries and associated companies following the rules and regulations stipulated in the rules and laws relating to the business operation of that subsidiary and/or associated companies. Also, the Company will send a representative to act as a director in the said subsidiary and associated companies following the shareholding proportion of the Company and/or mutual agreement in the case of an associated company. Besides, the Company will closely follow the said business's operating results and performance, present the results of the analysis, and express opinions or suggestions to the Board of Directors of the subsidiaries or associated companies or jointly controlled entities. It is for use in determining policies or enhancing the business of subsidiaries, associated companies, or jointly controlled entities to develop and grow continuously.

Policy and Guidelines on Shareholders and Stakeholders

Rights of shareholders and equal treatment of shareholders

The Company realizes and values shareholders' rights by not taking any action, which violates or deprives the rights of shareholders. The Company provides fundamental rights to its shareholders equally, including showing the right of ownership in the shares hold, trading or transferring of shares, share repurchase, receiving dividends, having a share of the enterprise's profit, consideration of all forms of compensation, obtaining sufficient and timely information of the Company, attending shareholders' meetings, or granting other proxies to exercise their voting rights in appointing or removing directors, appointing auditors and matters affecting the Company, etc.

The Company does not have the policy to create a mechanism to prevent business takeover that will cause the management or the controlling person to operate without transparency and inefficient. The Company's shareholding structure does not have cross-shareholding characteristics among the group of companies. The Company has a minority stake (Free-Float) of more than 40 percent of the total issued shares (see more details at the Securities and Exchange Commission website).

The Company has complied with the policy on the treatment of shareholders with great emphasis on the care and protection of shareholders' rights by providing care and support for major shareholders, individual, institutional investors, or foreign shareholders entitled to equal fundamental rights and treatment of shareholders' rights. The Board of Directors is required to respect the rights and treat all groups of shareholders equally, especially the minority shareholders, foreign shareholders, and institutional shareholders, which are not limited to legal rights only. There is also the policy to facilitate and encourage all shareholders and institutional investors to attend the shareholders' meeting of the Company with the supervision of the fundamental rights as follows:

The right to receive share certificates and the right to buy, sell, or transfer shares

The Company has appointed Thailand Securities Depository Co., Ltd. to act as a securities registrar to facilitate the shareholders' dealing with the Company's securities registration.

The right to propose an agenda in advance, the nomination of persons to be appointed as directors, and asking questions about the Company

The Company sets the criteria for proposing meeting agendas, the nomination of persons to be appointed as directors, and asking questions about the Company (the guidelines are disclosed on the Company website (<http://www.comseven.com> under the heading "Shareholder Meeting"). It allows minority shareholders to participate in corporate governance by being aware of shareholders' rights and encouraging them to exercise their rights in the meeting fully. Therefore, the shareholders are allowed to propose the Annual General Meeting's agenda, a list of persons proposed for appointment as the Company's directors, and inquiries submitted in advance through the Company's website at least three months before the end accounting period.

At the Annual General Meeting of shareholders, the Company has published the guidelines on its website and announcing the news on the Stock Exchange of Thailand website to be informed of their rights. Shareholders will also have time to study information for the meeting. On the day of the meeting, the Board of Directors, advisor to the Board of Directors, Executives in charge of finance and accounting, and certified public accountant have to attend the meeting in unison to answer questions.

To comply with the principles of good corporate governance, the Company provided opportunities for shareholders to propose meeting agendas to be included in the Annual General Meeting of Shareholders and nominate a qualified person to be considered for election as the Company's director at the 2022 Annual General Meeting of Shareholders in advance from October 1, 2022, to December 31, 2022, by the criteria and methods as disclosed on the Company's website (<http://www.comseven.com> Under the Investor Relations category).

The right to attend the shareholders' meeting

Summoning of Meeting

Each year, the Company arranges for an annual general meeting of shareholders within four months from the end of the Company's fiscal year. The annual general meeting of shareholders is disclosed to the shareholders in advance to plan a schedule for attending the meeting.

For the shareholders' meeting, the Company shall notify three independent directors in the meeting invitation letter for the shareholders who cannot attend the meeting to consider selecting a person who will be a proxy, whether an independent director or to another person as the shareholders deem appropriate. In voting for each agenda item, shareholders will vote in advance by specifying in the proxy form or allowing the proxy to vote in the meeting at all.

Thailand Securities Depository Company Limited, the Company's share registrar, is the operator of sending the meeting invitation letter and supporting documents for various agendas with sufficient details for deciding with annual report and proxy forms as specified by the Ministry of Commerce (not less than seven days). It is to facilitate the shareholders and allow shareholders and institutional investors to study each agenda's details and prepare for the appointment of proxies in case of inconvenience to attend the meeting by themselves. Besides, there is stamp duty for closing the proxy form for service without charge to reduce the shareholders' procuring stamp duty burden.

The Company has also published the meeting invitation letter, documents for consideration, and proxy form through the Company's website for at least 28 days as a channel for shareholders' acknowledgment. It is the same information as the information that the Company has sent to shareholders in document form. There is also the notice of the shareholders' meeting in a newspaper at least three days before the meeting and advertise for three consecutive days as required by law.

The Board of Directors promoted the dissemination of documents for the 2022 Annual General Meeting of Shareholders on the Company's website for the best interest of the shareholders to be informed of their rights and have time to study and consider the agenda of the meeting and information supporting the meeting. Notice of the 2022 Annual General Meeting of Shareholders, together with supporting documents, both Thai and English versions were published from March 18, 2022, along with attaching a map of the broadcasting location of the meeting via electronic media.

The Company specifies agenda items to propose the general and extraordinary general shareholders' meeting without any other agenda. There are no different agendas that have not yet been presented to the meeting for consideration, including the meeting day. The Company avoids adding other agendas that are not predetermined in the shareholders' meeting because it is unfair to the shareholders who do not attend the meeting. For the directors' election, the Company specifies the name and a brief biography of each director proposed for shareholders to consider. The Company provides an opportunity for shareholders to vote for an individual director. The same as an auditor's appointment, the Company has specified the name of the auditor, affiliated firm, experience, independence, and the period that being the auditor of the Company, including the audit fee clearly so that the shareholders can consider the suitability of the auditor. In proposing for the dividend payment (if any), the Company will notify its dividend payment policy, proposed dividend payment rate, along with reasons and information for consideration to the shareholders. The Company does not neglect the equal treatment of shareholders in regards to share repurchase.

Shareholder Meeting

The quorum of a Shareholders' Meeting shall be either not less than 25 shareholders or proxies (if any) presented, or not less than half of the total number of shareholders, and the total number of shares altogether should not less than one-third of the total number of shares sold.

The Company grants shareholders the right to vote in one share for one vote and encourages shareholders to use voting cards for all agendas. Ballots are prepared for each agenda item so that the shareholders can vote as they deem appropriate. Before the meeting commenced, the Chairman of the meeting shall assign the Company's moderator to clearly explain the voting procedures and the vote counting of the shareholders that have to vote on each agenda according to the Company's article of association. Voting cards are required for all agendas so that the shareholders can vote as they deem appropriate and clearly exercise the right to vote on each agenda as well as asking for the meeting's opinion if attendees are attending the meeting later having the right to join as a quorum and the right to vote from the agenda they participated of the meeting onwards which the meeting resolved to approve the proceeding of the meeting. The Chairman of the meeting proposes the matter to the shareholders for consideration according to the meeting agenda's order and giving opportunities to ask questions in each agenda. For other issues besides the agenda, there is an opportunity to ask questions at the end. The shareholders have equal rights and have sufficient time.

In 2022, the Board of Directors held the Annual General Meeting of shareholders on Thursday, April 21, 2022, at 10:00 a.m. through electronic media (E-AGM) at Com7 Public Company Limited's meeting room, 549/1 Sanphawut Road, South Bangna Sub-district, Bangna District, Bangkok. On the day of the meeting, the Chairman of the Board of Directors acted as the Chairman of the meeting. Met and answered questions about the Company's management to the shareholders at the meeting. There were the Board of Directors, Chief Executive Officer, Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee, and the Company Secretary, a total of 14 people attended the meeting in unison, a total of 7 people participated in the forum, accounted for 100 percent of the total number of directors. 1,341 shareholders were attending the meeting in person and by proxy, representing a total of 676,582,031 shares, or 56.38 percent of the total number of shares sold of the Company (the issued shares of the Company are 1,200,000,000 shares), constituting a quorum according to the Company's Articles of Association.

On the day of the Annual General Meeting of shareholders, the Board of Directors, advisor to the Board of Directors, executives in charge of finance and accounting, and certified public accountant attended the meeting in unison to answer questions. The Company had also invited the auditor from PricewaterhouseCoopers, ABAS Limited, and legal counsel to participate in a session from the beginning to hear opinions and prepare to answer the shareholders' questions.

Disclosure of the Meeting Resolution

The Company disclosed the resolution of the Annual General Meeting of shareholders with voting results by informing in a letter to the Managing Director of the Stock Exchange of Thailand and published on the Company's website after the meeting on April 21, 2022. The minutes of the shareholders' meeting, which contained complete recordings, voting in each agenda, questions, explanations, and essential opinions entirely was delivered to the SET, Securities and Exchange Commission, and relevant agencies within 14 days from the date of the shareholders' meeting. Information was disseminated through the Company's website. The Company recorded live footage of the meeting and published it on the Company's website to provide publicity services to interested shareholders.

Minutes of the Shareholders' Meeting

To allow the shareholders to know and examine the details of the shareholders' meeting within a reasonable time and to ensure that information received between Thai shareholders and foreign shareholders equally, the Company has a policy of disseminating the minutes of the shareholders' meeting wholly and correctly in both Thai and English versions. Each agenda contains essential information such as clarification on voting procedures, the content of the agenda, resolutions of the meeting with voting results, including agreeing, disagreeing, and abstaining, questions, clarifications, and opinions in the discussion, including the names of the directors attending the meeting and their positions. In 2022, all directors participated in the forum. The information is disclosed on the Company's website within 14 days of the meeting to serve as a channel for shareholders to verify the correctness of the information and deliver it to the Ministry of Commerce within the law's time.

The Board of Directors had disclosed the minutes of the 2022 Annual General Meeting of Shareholders held on Thursday, April 21, 2022, on the Company's website (<http://www.comseven.com> under the Investor Relations category) from May 7, 2022, including publishing the minutes of the Annual General Meeting of Shareholders on May 7, 2022.

The right to receive dividends and a share of the profit of the business

The Company allocates profits to its shareholders in the form of dividends by notifying the Company's dividend payment policy, proposed dividend rate, including reasons and information for consideration to the shareholders.

In 2022, the Board of Directors proposed the dividend payment, and the shareholders' meeting passed a resolution approving the payment of dividends for the operating results as of December 31, 2021. The Board of Directors set a list of shareholders entitled to receive dividends (Record Date) on March 14, 2022, and compile a list according to Section 225 of the Securities and Exchange Act. The dividend payment date was scheduled on May 9, 2022 (details, please see Topic: Dividend Policy of the Company and its Subsidiaries).

The right to consider the directors’ remuneration

The Company has complied with the policy on criteria to consider the remuneration of directors to shareholders by appointing the Nomination and Remuneration Committee to consider the forms and compensation measures for each director position. The Company has set the directors’ remuneration, considering the size of the business, business environment, overall economic conditions, the performance that reflects and correlates with the operating results, as well as considering the compensation rate of companies in the same industry, which is at a competitive level and is reasonable. The Company also proposes all forms of directors’ remuneration, such as monthly remuneration, bonus, meeting allowance for shareholders to consider and approve in the shareholders’ annual general meeting. The Company does not pay any money or any other assets to the directors unless it is delivered as compensation according to the rights and benefits, regular compensation as a Company director.

The payment of directors’ remuneration is under Section 90 of the Public Companies Act stipulating that “Directors’ remuneration shall be made by the resolution of the shareholders’ meeting, which consists of not less than two-thirds of the total number of votes of the shareholders present at the meeting.” The Company has published such policies on the Company’s website (<http://www.comseven.com>), under the Investor Relations category) to inform shareholders and the general public who are interested.

The right to receive adequate and timely news and information

The Company discloses information through the news system of the Stock Exchange of Thailand. It also brings important information, including various current news published on the Company’s website (<http://www.comseven.com> under the Investor Relations category), to take care of shareholders’ rights rather than legal rights.

The right to approve the auditor’s appointment and their remuneration

The Company sets an agenda for auditors’ appointments and determines their remuneration for the shareholders to consider and approve in the shareholders’ annual general meeting. It contains details of the auditors’ proposed appointment, information on the affiliate firm, experience, competence, independence, and the auditor’s service fee to provide sufficient information for the shareholders to use in their consideration.

Stakeholders

The Company recognizes all groups of stakeholders’ rights, whether internal stakeholders included shareholders, employees, and external stakeholders included customers, business partners, creditors, competitors, and other entities, including related nearby communities. Since the Company has received support from all groups of stakeholders in building competitiveness and generating profits for the Company, which is considered to create sustainable value for the Company, therefore, these stakeholders should be treated following their rights under applicable law by setting the policy as follows:

The Use of Inside Information Policy

The Board of Directors realizes the importance of good corporate governance to be transparent and prevent the exploitation of personal interests from the use of internal information of the Company that has not been disclosed to the public. The Company has set a policy to use inside information (study the full policy and guidelines at <http://www.comseven.com> under the Investor Relations category). The Company has established guidelines for this matter as follows:

- 1) Educate the directors and executives regarding the reporting obligations of their securities holdings, their spouse, and underage children and report the change in the holding of the Company’s securities to the Office of the Securities and Exchange Commission, including reporting on the acquisition or disposition of securities of the spouse and underage children.
- 2) Define the group of people who can access the information.
- 3) Assign the Company Secretary to be the central agency to supervise and hierarchy information.

- 4) The procedures for securities trading of directors and executives must be reported one business day prior to buying or selling, including a 30-day period before the announcement of business results and/or important transactions and after 24 hours of the disclosure.

In implementing that action, the Company focuses on communicating and raising awareness to the organization’s employees from time to time, such as communicating via email to remind transactions or activities that may lead to the use of inside information. Directors and executives are also encouraged to be role models and examples in not using data for their benefit.

If there is a violation of the Company’s policies and practices, the Company has defined penalties and focuses on corrective action to avoid the recurrence of such cases.

Transparency and Disclosure Policy

The Board of Directors has the policy to disclose financial information and others related to the Company’s business and performance that is truthful, complete, adequate, consistent, timely, demonstrating the actual financial and operating status, including the future of the Company’s business.

The Board is committed to ensuring strict adherence to laws, rules, and regulations related to information disclosure and transparency by arranging to disseminate information on the Company’s website and publications of the Stock Exchange of Thailand for shareholders and other stakeholders to acknowledge the information of the Company thoroughly. Make adjustments to be in line with the guidelines set forth by the Stock Exchange of Thailand and the Securities and Exchange Commission.

The Company provides staff to communicate with investors or shareholders, including institutional investors and minority shareholders, and hold a meeting to analyze the performance regularly. It will also disseminate financial information and general information to the shareholders and related agencies through various channels such as reporting to the Stock Exchange of Thailand Securities and Exchange Commission and the Company’s website.

Besides, the Company pays attention to the financial reports to demonstrate the Company’s actual financial status and operating results. It is based on accurate, complete, and sufficient accounting information following generally accepted accounting standards. The Company shall disclose information about each director and the roles and duties of the Board of Directors and the sub-committees of the Company in the annual report.

The Company has established a guideline for this matter to have a channel for disclosure of information, consisting of:

- 1) Disclosure of information via electronic media (SET Portal: SEP) under the rules and procedures prescribed by the Stock Exchange of Thailand
 - Management Discussion and Analysis: MD&A
 - The Company’s Financial Statements and Annual Registration Statement/Annual Report Form 56-1 One Report
 - Resolution of the Board of Directors’ Meeting, Shareholders’ Meeting and Other Information
- 2) The Office of the Securities and Exchange Commission
- 3) Department of Business Development Ministry of Commerce
- 4) The Company website <http://www.comseven.com>
- 5) Mass communication, publications, and other media
- 6) Analyst Meeting
- 7) Company Visit / One-on-One Meeting
- 8) Traveling to provide information both domestically and internationally (Road Show)

Conflict of Interest Policy

The Board of Directors has established the policy and guideline for considering transactions that contain or may have conflicts of interest in the Company’s good corporate governance policy and code of business conduct. It is for the directors, executives, and employees to observe and exercise caution according to the rules on connected transactions and do not have any transactions that violate the SEC and SET rules. According to the SEC’s definition, the directors and executives have to report their interests and personal interests to the Company and communicate principles of connected transactions, and communicate with the relevant lines of the Company and the group companies. The Company has also disclosed to the general public through the company website (<http://www.comseven.com> under the Investor Relations category).

The Company has established guidelines on the prevention of conflicts of interest on the principle that any decision in conducting business activities must be made in the Company’s best interest only.

- 1) Actions that create conflicts of interest should be avoided by requiring those involved or who have a stake in the transaction. They must notify the Company of their relationship or interest in the said transaction and not participate in the decision-making, including having no power to approve such transactions.
- 2) Executives or directors deem that any transaction is considered a connected transaction or a transaction with explicit conflicts of interest and intends to comply with the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B.E. 2546 and/or Section 80 of the Public Limited Companies Act on the abstention of directors who have direct or indirect interests.

Non-Violation Human Rights Policy

The Company has an ideology to conduct business with integrity, adhering to social responsibility and all groups of stakeholders. According to the corporate governance in protecting human rights, the Company strictly complies with the law to ensure that Com7 Public Company Limited’s business operations are free from human rights violations. Therefore, the executives and directors of the Company deem it appropriate to formulate policies and guidelines on human rights to prevent human rights violations in all business activities of the Company, including the business value chain and joint venture.

Executives and employees at all levels must realize the importance and respect for human rights in all aspects of every individual as well as society and community according to the laws of each country and according to the treaty that each country has obligations to perform, including:

- Treat everyone equally, following the principles of human rights without discrimination.
 - Avoid acts that violate human rights.
 - Support to promote human rights.
 - Communicate, disseminate, educate, understand, set guidelines, supervise, and provide any other support to those involved in business operations throughout the business value chain, suppliers, contractors, and joint ventures to participate in the business with integrity, respect for human rights, and treat everyone following the principles of human rights under this policy. In addition, the Company has disclosed to the general public through the Company’s website (<http://www.comseven.com> under the investor relations category) with the following guidelines:
- 1) Respect for human rights. Treat each other with respect and treat each other equally without any distinction in body, mind, race, nationality, religion, sex, language, age, color, education, social status, or any other matter.
 - 2) Use caution in performing duties to prevent the risk of human rights violations in business operations and oversee respect for human rights.
 - 3) Support and promote actions to protect human rights.

- 4) Communicate, disseminate, educate, understand, formulate guidelines and provide other support to those involved in business operations throughout the business value chain, suppliers, contractors, and joint ventures to participate in the business with integrity. Respect human rights and treat everyone following human rights principles under this policy.
- 5) Oversee respect for human rights. Do not ignore or neglect when seeing actions that constitute human rights violations related to the Company. They must report to the supervisor or responsible person for acknowledgment and cooperation in investigating facts. If there is any question or concern, consult with the supervisor or the person responsible through specified complaint channels.
- 6) The Company provides fairness and protection to persons who report human rights violations related to the Company.
- 7) The Company continually develops and implements the Human Rights Due Diligence Process.
- 8) The Company is committed to creating and maintaining an organizational culture that adheres to respect for human rights following this human rights policy.
- 9) Persons who commit human rights violations are considered to violate the Company’s code of conduct. Accordingly, they must be regarded as disciplinary under the Company’s regulations. In addition, there may be legal penalties if the act is illegal.
- 10) The Company has provided remedial measures if the Company has committed human rights violations to mitigate human rights impacts that may arise from the Company considering the level of impact. The process is as follows:
 - Apologizing
 - Compensation, both in monetary and non-monetary form
 - Stopping some operations
 - Providing damage control and prevention of recurrence

The Company has established a process for monitoring results, auditing, assessing risks and human rights impacts regularly, and setting guidelines or measures to manage risks appropriately by giving all departments the responsibility to supervise and manage the risks under their duty. In addition, the Company develops communication channels to promote knowledge, understanding, and respect for human rights practices, including providing channels for listening to opinions and suggestions from employees, outsiders, and stakeholders, reflecting problems, reporting clues or complaints. In the event of an event or action that may constitute a violation of human rights, report whistleblowers or complaints to the Company through two channels: Call Center 02-017-7770 and Website: <https://bit.ly/HRcom7Care> to bring opinions to review and to prevent risks that may occur in violation of human rights.

Non-Infringement of Intellectual Property Policy

The Company is committed to protecting and preserving intellectual property rights owned by the Company or its group companies, including copyrights, trademarks, patents, petty patents, specialized knowledge, trade secrets, etc., from being infringed or used without permission. Besides, respect the intellectual property rights of others without committing any infringement or unauthorized use.

- 1) The Company must conduct its business and encourage its personnel to work under the laws or regulations related to intellectual property rights, whether patents, copyrights, trademarks, or other intellectual property rights, trade secrets, and other intellectual property as required by law.
- 2) The Company personnel is entitled and encouraged to produce their work under applicable law independently. However, works resulting from the performance of duties or using the Company information or works being explicitly done for the Company is the Company’s property unless the Company expressly permits it to be regarded as the work of an inventor, researcher, or other people.

- 3) The Company encourages its personnel to realize the importance of respecting intellectual property rights directly related to the operation and daily life.
- 4) Bringing results or information to use in work, those involved must ensure that they do not infringe the intellectual property of others.

The Company has disclosed to the general public through the Company's website (<http://www.comseven.com> under the investor relations category) with the following guidelines:

- 1) The Company's personnel are obliged to comply with all laws, rules, and regulations regarding the protection of intellectual property rights, including all rules and contractual obligations about the intellectual property rights of others and patents, copyrights, trademarks, trade secrets, and other proprietary information.
- 2) Maintain and protect the Company's intellectual assets from infringement, disclosure, duplication, alteration, or otherwise without permission from the Company.
- 3) Respect and do not infringe or misuse the intellectual property rights of others. Examine works that are entitled to third parties acquired or to be used by the Company. The employees must be approved by the supervisor in such action first. If in doubt, the supervisor must seek an opinion from the Company's legal department.
- 4) There should be an explicit agreement on intellectual property rights in entering into any contract or juristic act.
- 5) Assignment of the Company's intellectual property rights to any other party, whether a group company or not, it must be done according to the form prescribed by law. Also, it must be performed by the Company's authorized person only.
- 6) Cooperate in expressing rights or requesting protection of intellectual property rights owned by the Company.
- 7) Report to the supervisor or an intellectual property supervisor when witnessing an infringement of rights or an act that may lead to a violation of intellectual property rights.
- 8) If copyrighted works or any other intellectual properties arise due to the performance of the executives, employees, copyright, those intellectual property rights belong to the Company.
- 9) Personnel of the Company who have retired from being an employee must return the Company's intellectual property
- 10))such as inventions, reports, commercial data, programs, processes, innovations in its possession to the Company entirely.

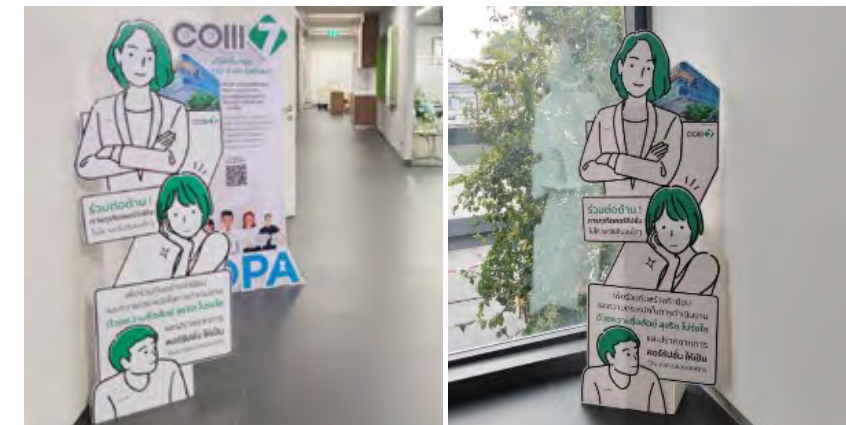
Anti-Corruption Policy

The Company intends to operate its business with transparency. It can be examined following good corporate governance principles by establishing a control and audit process to reduce and prevent the risk of fraud within the organization, including all forms of corruption, either direct or indirect. The Company also performs various actions that demonstrate its commitment to anti-corruption.

The Company has a policy to prevent and anti-corruption, giving or receiving a bribe, including clear guidelines for anti-corruption practices and disclosing to the general public through the Company's website (<http://www.comseven.com> under the Investor Relations category) as well as conducting business following the principles of good corporate governance under the criteria set by the CAC. To comply with the principles of good corporate governance and corporate social responsibility as a whole, the Company sets a guideline as follows:

1) Training and Communication

The Company provides communication and dissemination of anti-corruption policy, including whistleblowing channels or complaints. It allows people within the Company acknowledged through various media such as orientation for new directors and employees, seminars, posting announcements on publicity boards, intranet system, e-mail, the Company's website, etc. Moreover, the Company communicates and disseminates an anti-corruption policy and channels for reporting clues or complaints to the public, subsidiaries, business representatives, related business partners, and stakeholders through various annual reports and annual registration statements. It creates understanding and encourages adherence to social responsibility standards in the anti-corruption issue, the same as the Company.



2) No Gift Policy

Accepting and giving gifts, favors, or any other benefit may be a starting point for potential fraud. Therefore, the Company has established guidelines to comply with the anti-corruption policy regarding receiving-giving gifts, entertainment, or any other benefits and promulgated throughout the organization so that the personnel of the Company group strictly observes. Do not demand/accept gifts, gratuity, entertainment, or any business associates' compensation to prevent reluctance to perform duties or any discrimination or action that may create conflicts of interest. Communicate to third parties involved in the Company's business operations to maintain the Company's standard of performance to be transparent, honest, and legitimate.

3) Whistleblower System

The Company is aware of the role of participation in corporate governance from all stakeholders who encounter things contrary to the Business of Conduct, Fraud and Corruption, or in any other cases. The report or complaints can be submitted directly to the Chairman of the Corporate Governance Committee or the head of the internal audit department, the Company Executives, the Company Secretary, or the channels for receiving complaints that the Company provided, including any other media that stakeholders trust. The measures and channels for reporting clues or complaints are as follows:

- Measures and Channels for Reporting Clues or Complaints


The Company provides a secure and accessible channel so that employees and other people ask for advice on implementing the Anti-Corruption Policy and able to report any wrongdoing or complaint. It ensures that the whistleblower will be adequately protected. There is also a person to investigate and follow up on all matters that have been notified as follows:

- 1) Asking for advice, anyone who has questions or needs advice on the implementation of the Anti-Corruption Policy can perform as follows:

- 1.1) Request a consultation with "Human Resources Manager" or "Internal Audit Manager" by

 Telephone: 02-017-7777 ext. 7202 or 7741


 Email: whistleblower@comseven.com

 Send a post mail via:
Com7 Public Company Limited (Head Office)
549/1 Sanphawut Rd., South Bangna Sub-District, Bangna District, Bangkok 10260

- 1.2) The person asking for advice may not reveal himself. However, specifying the person's name will enable a direct and quick response to the suggestion.

- 2) Complaints and Whistleblowing: If anyone has clues about illegal acts, ethics, or behavior that may imply corruption or misconduct or received unfair from the performance of employees or found a defect in the Company's internal control system, can report clues to the Company as follows:

 Email: whistleblower@comseven.com

 Post Mail: Chairman of the Audit Committee
Com7 Public Company Limited
549/1 Sanphawut Rd., South Bangna Sub-District Bangna District, Bangkok 10260

 Comment Box Human Resources Department

- Complaints Handling Procedure

- 1) The Audit Committee will assign the internal auditors or appoint a committee to investigate facts and inform the audit results periodically to the whistleblower or complainant when receiving the whistleblowing.
- 2) Suppose the investigation found that there is reason to believe that the accused person committed corruption. In that case, the Company will give the accused the right to acknowledge and prove by seeking additional information or evidence to show that they are not involved in the alleged dishonesty.
- 3) If the accused has actually committed corruption, those who commit fraud, whether they are directors, executives, or employees, are considered in breach of the Anti-Corruption Policy and Code of Business Conduct of the Company must be regarded as disciplinary following the regulations set by the Company. If dishonesty is an offense against the law, the offender may face legal punishment. However, disciplinary penalties according to the Company's regulations, the Audit Committee's decision is final. The Company has no policy to demote, punish, or adversely affect employees who refuse to be corrupt. Even if doing so would cause the Company to lose a business opportunity.

- Protection and Confidentiality Measures

- 1) The Company shall keep the information of the complainant and the accused confidential and disclose information as necessary regarding the safety and damage of the complainant.
- 2) The complainant can request the Company to prescribe protective measures as appropriate. The Company may define protection measures for the complainant without asking if it considers a risk that the complainant will be insecure or damaged. The Company shall not take any action unfair to the complainant, whether it is a change of job position, job description, workplace, threats, disrupting operations, employment termination, etc.

Code of Business Conduct

The Company is committed to doing the right thing and conducts business following operational guidelines under the law. Encourage the directors, executives, and employees of the Company to have a good practice and behave in a way that is appropriate for professional business, including having virtue, be responsible for the economy and society as a whole. It promotes a good corporate governance system based on honesty, justice, transparency, including standing for fairness and integrity. Value the customer, have a social responsibility, do not involve in politics, and consider all stakeholders' groups. Do not involve human rights violations and corruption. Do not accept compensation that is more than usual. Do not be involved in demanding, receiving, or paying a bribe. There is no conflict of interest, and do not do anything that violates others' intellectual property or copyright. It is the main principle based on the "Code of Business Conduct and Practices" that promotes directors' and executives' performance to achieve the Company's objectives, vision, and goals. It helps increase the efficiency of work in the organization (study the full policy and guidelines at <http://www.comseven.com> under the Investor Relations category). In 2022, there were no disputes between the Company or its subsidiaries and customers.

The Company has prepared the Code of Business Conduct and the Code of Conduct for Directors, Executives, and Employees to adhere to the following guidelines:

- 1) Code of Business Conduct is the practice for the Company.
- 2) Code of Conduct for Directors is the practice for directors.
- 3) Code of Conduct for Executives is the practice for executives.
- 4) Code of conduct for Employees is the practice for employees.
- 5) Code of Conduct for Investor Relations is the practice for the investor relations officer.
- 6) Code of Conduct for Stakeholders is the practice for shareholders, employees, customers, business partners, creditors, competitors, community society, and environment.

The Company provides a process to help promote and support the organization's culture that gives employees a common practice and a sense of purpose with the organization to create sustainable values for the organization as follows:

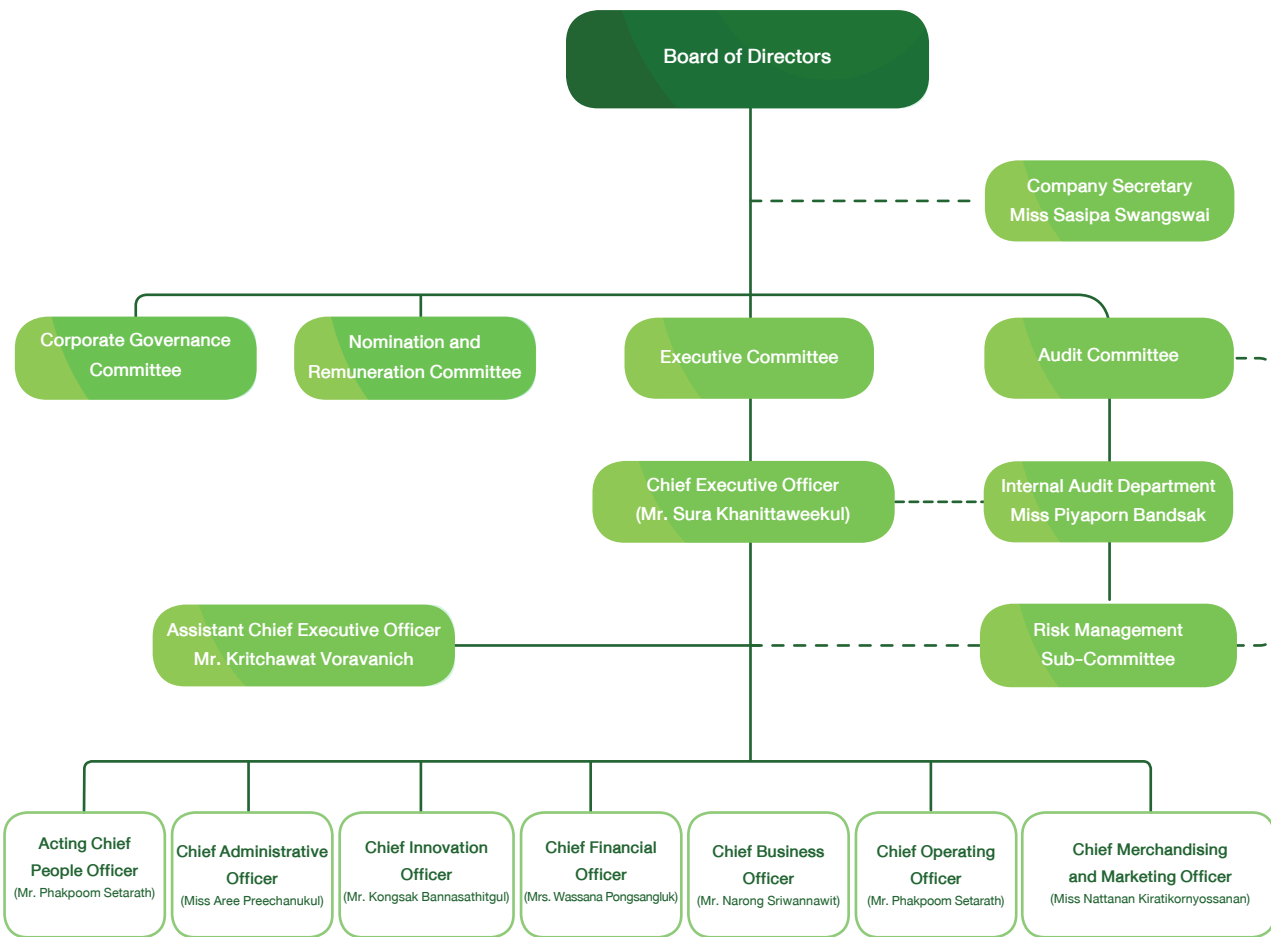
- 1) Require the directors, executives, and employees to strictly follow each group's code of conduct, including monitoring of operations.
- 2) Organize training on code of business conduct and code of conduct for employees by integrating the training content into new employees' training course. It ensures that employees at all levels are aware, understand, and can apply them following the principles of good governance, code of business conduct, and work practices.
- 3) Promote awareness of the Company's code of business conduct for directors, executives, and employees by publishing on the Company's website (<http://www.comseven.com>) and through the Company's IT EASY Application channel every year. Ask for cooperation for the directors, executives, and employees to complete 100% of the Code of Conduct questionnaires.



Corporate Governance Structure and Significant Information regarding Board of Directors, Sub-Committees, Management, Employees, and Others

Corporate Governance Structure as of December, 31, 2022

Organizational structure



Besides, the Company has established and promulgated the Supplier Code of Conduct and Guideline for its partners to use as a guideline for conducting business and responsibility in the supply chain.

Significant Changes and Developments of Policy, Practices and Corporate Governance System in the past year

Significant Changes and Developments of the Company Policy

In 2022, the Board of Directors approved a review and revision of the good corporate governance policy, corporate sustainability development policy, business ethics, and code of conduct, to be appropriate and following the Company's situation, approved by the Board of Directors meeting No. 1/2022 on February 25, 2022. It shows that the Company has improved the policy, guidelines, and corporate governance system continuously. It increases regulatory efficiency and raises the Company's corporate governance standards, which is in line with the good corporate governance principles for listed companies in 2017 (CG Code) at least once a year.

Assessment Certifications Related to Good Corporate Governance

Shareholder Meeting Quality Assessment Project

Thai Investors Association has organized a project, "Quality Assessment of AGM of Listed Companies," which has been performed continuously since 2006. It allows listed companies to demonstrate the importance of rights and equal treatment of shareholders, including transparent disclosure of information. Both listed companies and shareholders have well-received it in attending the annual general meetings of listed companies consistently. It encourages listed companies to attach importance to the annual shareholders' meeting. It also maintains the yearly shareholder meeting's standard to have similar means and be recognized internationally, including creating a good image for the Thai capital market in terms of participation, rights of shareholders, and management with good corporate governance. Besides, it encourages shareholders to realize the benefits of attending shareholders' meetings and to build cooperation and good relations among the agencies involved in the capital market.

Based on the 2022 Annual General Meeting of Shareholders' quality assessment results, the Company received a full score of 100, which was in the "Excellent" criteria in the 2022 Annual General Meeting of Shareholders Quality Assessment Project, conducted by the Thai Investors Association.

Board of Directors and Sub-Committees

Name	Board of Directors	Sub - Committees				
		Audit Committee	Nomination and Remuneration Committee	Executive Committee	Risk Management Subcommittee	Corporate Governance Committee
Mr. Siripong Sombatsiri ^{/1}	Chairman and Independent Director	Chairman and Independent Director	-	-	-	-
Mr. Somboon Aueatchasai ^{/1}	Independent Director	Independent Director	-	-	-	Chairman and Independent Director
Mr. Kashpol Chulajata	Independent Director	Independent Director	Chairman and Independent Director	-	-	Independent Director
Mr. Sura Khanittaweekul	Executive Director	-	-	Chairman of Executive Committee	-	-
Mr. Kritchawat Voravanich	Executive Director	-	-	Executive Committee	Chairman of the Risk Management Subcommittee	-
Ms. Aree Preechanukul	Executive Director	-	Executive Director	Executive Committee	Risk Management Subcommittee	-
Mr. Kongsak Bannasathitgul	Executive Director	-	Executive Director	Executive Committee	Risk Management Subcommittee	-
Ms. Natthanan Keeratikornyossanan	-	-	-	Executive Committee	Risk Management Subcommittee	-
Mrs. Wassana Pongsangluk ^{/1}	-	-	-	Executive Committee	Risk Management Subcommittee	Executive Committee
Mr. Phakphum Satarat	-	-	-	Executive Committee	-	-
Mr. Narong Sriwannawit	-	-	-	Executive Committee	-	-
Mr. Thanathus Taneesan	-	-	-	-	Risk Management Subcommittee	-
Mr. Attapol Wattanachinda	-	-	-	-	Risk Management Subcommittee	-

Note ^{/1} Mr. Siripong Sombatsiri, Mr. Somboon Aueatchasai, and Mrs. Wassana Pongsangluk are the directors with accounting and finance experience. Details are shown in the profile of the board of directors and management.

Board of Directors Meeting Attendance

Name	Board of Directors ^{/2}	Number of Meetings Attended / Number of Meetings Held ^{/1}				
		Audit Committee	Nomination and Remuneration Committee	Executive Committee	Risk Management Subcommittee	Annual General Meeting of Shareholders
Mr. Siripong Sombatsiri	12/12	4/4	-	-	-	1/1
Mr. Somboon Aueatchasai ^{/2}	12/12	4/4	-	-	-	1/1
Mr. Kashpol Chulajata	12/12	4/4	2/2	-	-	1/1
Mr. Sura Khanittaweekul	12/12	-	-	11/12	2/2	1/1
Mr. Kritchawat Voravanich	12/12	-	-	12/12	2/2	1/1
Ms. Aree Preechanukul	12/12	-	2/2	12/12	2/2	1/1
Mr. Kongsak Bannasathitgul	11/12	-	2/2	12/12	2/2	1/1
Ms. Natthanan Keeratikornyossanan	-	-	-	12/12	2/2	1/1
Mrs. Wassana Pongsangluk	-	-	-	12/12	2/2	1/1
Mr. Phakphum Satarat	-	-	-	12/12	-	1/1
Mr. Narong Sriwannawit	-	-	-	12/12	-	1/1
Mr. Thanathus Taneesan	-	-	-	-	2/2	-
Mr. Attapol Wattanachinda	-	-	-	-	2/2	-

Note

^{/1} The number of meetings attended includes joining by teleconferencing and electronic conferencing.

^{/2} In 2022, there was one meeting among non-executive directors on February 25, 2022

Report of Changes in Securities Holding of Directors and Executives in the Company and its Subsidiaries

Information as of December 31, 2022

Name	Ordinary Share (Shares)		
	31/12/2563 ^{/1}	31/12/2564 ^{/1}	30/12/2565 ^{/2}
1. Mr. Siripong Sombatsiri	-	-	-
Spouse	-	-	-
Underage Child	-	-	-
2. Mr. Somboon Aueatchasai	-	-	-
Spouse	-	-	-
Underage Child	-	-	-
3. Mr. Kashpol Chulajata	-	-	-
Spouse	-	-	-
Underage Child	-	-	-
4. Mr. Sura Khanittaweekul	300,655,200	300,655,200	601,310,400
Spouse	-	-	-
Underage Child	-	-	-
5. Mr. Kritchawat Voravanich	12,840,000	12,840,000	25,680,000
Spouse	-	-	-
Underage Child	-	-	-
6. Ms. Aree Preechanukul	40,600,000	40,600,000	69,904,400
Spouse	-	-	10,000,000
Underage Child	-	-	-
7. Mr. Kongsak Bannasathitgul	370,000	370,000	5,240,000
Spouse	-	-	-
Underage Child	-	-	-
8. Ms. Natthanan Keeratikornyossanan	6,500,000	6,500,000	13,000,000
Spouse	-	-	-
Underage Child	-	-	-
9. Mrs. Wassana Pongsangluk	-	-	-
Spouse	-	-	-
Underage Child	-	-	-
10. Mr. Phakphum Satarat	-	-	-
Spouse	-	-	-
Underage Child	-	-	-
11. Mr. Narong Sriwannawit	-	-	-
Spouse	-	-	-
Underage Child	-	-	-

Note

^{/1} Listed Shares / Paid-up Stock 1,200,000,000 Shares

^{/2} Listed Shares / Paid-up Stock 2,399,998,265 Shares

Information of the Board of Directors

The Company’s management structure consists of the Board of Directors and five sub-committees, namely the Audit Committee, the Nomination and Remuneration Committee, the Executive Committee, the Risk Management Subcommittee, and the Corporate Governance Committee. The Company’s directors, members of the Audit Committee, members of the Nomination and Remuneration Committee, including the executives, have qualifications and do not have any prohibited characteristics as required by relevant laws. The details of the Company’s management structure are as follows:

Board of Directors

As of December 31, 2022, the Company’s Board of Directors consists of 7 directors, namely:

Name	Position
1.Mr. Siripong Sombatsiri	Chairman of the Board and Independent Director
2.Mr. Sura Khanittaweekul	Vice Chairman
3.Ms. Aree Preechanukul	Director
4.Mr. Kritchawat Voravanich	Director
5.Mr. Kongsak Bannasathitgul	Director
6.Mr. Somboon Aueatchasai	Independent Director
7.Mr. Kashpol Chulajata	Independent Director

Ms. Sasipa Sawangsawai is the Company Secretary.

Authorized Director

Mr. Sura Khanittaweekul or Mr. Kritchawat Voravanich or Ms. Aree Preechanukul or Mr. Kongsak Bannasathitgul, two-fourths of authorized directors jointly sign with the Company’s seal.

Information of the Board of Directors and the Company’s controlling person individually

Information can be viewed from “Information of the Board of Directors and Sub-Committees”

The Scope of Duties and Responsibilities of the Board of Directors

1. The Board of Directors has power, duties, and responsibilities for managing and operating the Company’s businesses following the laws, objectives, the Articles of Association of the Company, and the resolution of the shareholders’ meeting with honesty and carefully protects the Company’s interests.
2. Arrange to have a balance sheet and profit and loss statement of the Company at the end of the accounting period, which the auditor reviewed and propose to the shareholders’ meeting for consideration and approval.
3. Determine targets, directions, policies, business operation plans, and the Company’s budget, including monitoring and supervising the executive’s administration and management to comply with the set guidelines, procedures, and budget efficiently and effectively.
4. Consider, review, and approve the policies, directions, strategies, and business operation plans proposed by the management.
5. Regularly monitor the operation to comply with the business plan and budget.

6. Ensure that the Company and its subsidiaries have the appropriate and efficient accounting system and provide reliable financial reports and auditing, including providing the proper internal control and internal audit procedures.
7. Consider establishing the risk management policy to cover all the Company's activities and supervise its systems or processes with appropriate measures to support and control methods to reduce the impact on the Company's business.
8. Consider determining the management structure. Have authority to appoint the Executive Committee, Chief Executive Officer, and other sub-committees as appropriate, including assessing the scope of powers and duties of the Executive Committee, Chief Executive Officer, and sub-committees as appointed.

However, the scope of authority shall not authorize the Executive Committee, Chief Executive Officer, and sub-committees to approve transactions that may have a conflict of interests between the Company and subsidiaries (if any). Except, it is to approve transactions following the policies and criteria already approved by the Board of Directors.

9. Oversee the management and operation of the Company and its subsidiaries to comply with the specified policies, the Securities and Exchange Act, notification of the Capital Market Supervisory Board, and regulations of the Stock Exchange of Thailand, such as related transaction and the acquisition or disposition of significant assets as far as it does not conflict other laws.
10. The Board may authorize one or more directors or any other person(s) to perform any action on behalf of the Board under its control or delegate to such person to have authority as the Board deems appropriate within the period under the Board's discretion. The Board may revoke, change or modify the authorization when seeing appropriate.

However, the authorization shall not possess to make such individuals to be able to approve the transaction that the person or others may have a conflict of interest and personal gain or may have a conflict of interest in any other way with the Company or its subsidiaries as defined in the Regulations of the Capital Market Supervisory Board and/or SET and/or any announcement of the entities involved unless the approval is following the policies and guidelines and approved by the Board.

Term of Office of Directors

At the Annual General Meeting of Shareholders, one-third (1/3) of all directors shall resign by rotation. In case the number of resigned directors cannot be preceded, the similar amount to one-third of the directors to resign during the first year. The resigning directors may be re-elected. The directors vacating from office in the first and second years after conversion can be selected by drawing lots. The following year the director who is longest in the office shall retire. However, Directors who are retired may be re-elected by the shareholders' meeting.

Apart from retirement upon the expiration of the term of office, the directors shall be vacated upon:

1. Death
2. Resignation
3. Lack of qualifications or obtain prohibited characteristics under the law.
4. The shareholders' meeting resolution with a vote of not less than three-fourths of the total number of shareholders attending the meeting and have voting rights and having a total of not less than half of the shares held by the shareholders attending the meeting and eligible to vote.
5. The court has issued an order.

Nomination of Directors

The Board has established the Nomination and Remuneration Committee, responsible for selecting persons who with knowledge, skill, and experience, including the excellent background of working, having leadership and vision as well as morality, ethics, and positive attitude towards the organization, or persons devoting themselves to conduct business operations. Besides, it needs to consider the appropriate qualifications complying with the composition and the directors' structure according to the Company's business strategy to propose to the Board of Directors and/or the shareholders' meeting (as the case may be).

The meeting of shareholders shall elect the directors under the following rules and procedures:

- (1) A shareholder shall have one vote for each share he holds or represents.
- (2) Each shareholder may exercise all the votes he or she has to select one or several persons as directors. If several persons are to be elected as directors, the shareholder should have equal right of dividing vote.
- (3) The persons receiving the most votes in descending order are elected as directors equal to the number of directors to have or to be selected at that time. If persons who have been elected in descending order of votes equal to or exceed the number of directors to be elected at that time, the remaining appointments shall be made by drawing lots.

Directors' Remuneration Policy

The Company has set the directors' remuneration for 2022, providing for the Board and the Audit Committee. The payment for the year 2022 is at the same rate in 2021, by paying in the form of monthly remuneration, meeting allowance, and bonus with details as follows:

Remuneration for Individual Board

a) Monetary Compensation

The 2022 Annual General Meeting of Shareholders on April 21, 2022, resolved to determine the directors' remuneration as follows:

(1) Monthly Remuneration

Position	Remuneration
Chairman of the Board	20,000 baht / month
Chairman of the Audit Committee	20,000 baht / month
Director	10,000 baht / month
Audit Committee Member	15,000 baht / month

Note 1. The Company does not have the policy to pay remuneration to the Executive Committee.

2. The Audit Committee shall receive remuneration as an Audit Committee only.

(2) Meeting Allowance

Position	Remuneration
Chairman of the Board	40,000 baht / time
Chairman of the Audit Committee	40,000 baht / time
Director	20,000 baht / time
Audit Committee Member	25,000 baht / time

Note 1. The Company shall pay meeting allowances according to the number of the Director's attendance and not exceeding 6 times per year. The Directors or Audit Committee Members shall not receive meeting allowances exceeding 6 meetings.

(3) Directors’ bonus of 3,000,000 Baht shall be paid for Independent Directors only.

The Board of Directors has determined the remuneration for the Company’s sub-committees, which they shall receive compensation as detailed above.

Details of the Directors’ Remuneration for the year 2020 2021 and 2022

(Unit: Baht)

Name	Year 2020	Year 2021	Year 2022
1. Mr. Siripong Sombatsiri	1,720,000	1,680,000	1,600,000.00
2. Mr. Sura Khanittaweekul	260,000	220,000	200,000.00
3. Ms. Aree Preechanukul	260,000	240,000	200,000.00
4. Mr. Kritchawat Voravanich	260,000	240,000	200,000.00
5. Mr. Kongsak Bannasathitgul	260,000	220,000	180,000.00
6. Mr. Kashpol Chulajata	1,260,000	1,230,000	1,180,000.00
7. Mr. Somboon Aueatchasai ^{/1}	74,500	1,230,000	1,180,000.00
Total	4,094,500	4,735,000	4,740,000.00

^{/1} Dr. Somboon Aueatchasai was appointed as the Company’s director and independent director instead of the resigned director (Ms. Vareeporn Udomkunnatum) effective from November 12, 2020.

b) Non-Monetary Compensation/Other Compensation

-None-

Information of the Sub-Committees

Audit Committee

The Audit Committee consists of 3 members as follows:

Name	Position
1. Mr. Siripong Sombatsiri	Chairman of the Audit Committee and Independent Director
2. Mr. Somboon Aueatchasai	Audit Committee Member and Independent Director
3. Mr. Kashpol Chulajata	Audit Committee Member and Independent Director

Mr. Siripong Sombatsiri, the Chairman of the Audit Committee, has sufficient knowledge and experience in finance and accounting to review and ensure the correctness and reliability of the Company’s financial statements. He graduated bachelor’s degree in accounting from Chulalongkorn University and a Master of Business Administration from Sul Ross University, USA. He is currently the Chairman of the Audit Committee of Pan Asia Footwear Public Company Limited, Audit Committee of Bangkok Chain Hospital Public Company Limited, and Director of AP (Thailand) Public Company Limited.

Ms. Piyaporn Bandasak serves as the secretary of the Audit Committee.

Term of office of the Audit Committee

Chairman of the Audit Committee	3 years or equivalent to the term of the Company’s director
Audit Committee Member	3 years or equivalent to the term of the Company’s director

After the term is expired, the Audit Committee Chairman and members who vacate office upon the expiration of the term may be re-appointed.

Scope of Duties and Responsibilities of the Audit Committee

1. Review the Company’s financial report to ensure that it is accurate and adequate.

2. Review the internal control system and internal audit system of the Company to ensure their appropriateness and efficiency. Review the Internal Audit Office’s independence and approve the appointment, transfer, and dismissal of the head of the Internal Audit Office or the head of any other unit in charge of an internal audit.

3. Review the Company’s compliance with the law on securities and exchange, the Stock Exchange of Thailand’s regulations, and the laws relevant to the Company’s businesses.

4. Consider, select, and nominate the independent person(s) to be elected as the Company’s external auditor(s) as well as to propose their remuneration, and to attend a meeting with the external auditor(s) without the management at least once a year. Consider related party transactions or transactions that may lead to conflicts of interests to ensure that those transactions comply with the laws and regulations of the Stock Exchange of Thailand and are justifiable and for the utmost benefit of the Company.

5. Prepare the Audit Committee’s report and disclose it in the Company’s annual report. The said report must be signed by the Chairman of the Audit Committee and must contain at least the following information:

(A) Opinion on the accuracy, completeness, and credibility of the Company’s financial reports

(B) Opinion on the adequacy of the Company’s internal control system

(C) Opinion on compliance with the securities and exchange laws, the regulations of the Stock Exchange of Thailand, or the laws relevant to the Company’s businesses

(D) Opinion on the suitability of external auditor(s)

(E) Opinion on the transactions that may lead to conflicts of interests

(F) Number of the Audit Committee meetings and the meeting attendance by each member

(G) Opinion or overall remark of the Audit Committee derived from their duties’ performance under the Audit Committee Charter Scope

(H) Other transactions that the shareholders and general investors should acknowledge and are in the scope of the duties and responsibilities assigned by the Board of Directors

6. Perform any other activities as assigned by the Board of Directors with the approval of the Audit Committee.

The Nomination and Remuneration Committee

The Nomination and Remuneration Committee consists of 3 members as follows:

Name	Position
1. Mr. Kashpol Chulajata	Chairman of the Nomination and Remuneration Committee
2. Mr. Kongsak Bannasathitgul	Member of the Nomination and Remuneration Committee
3. Ms. Aree Preechanukul	Member of the Nomination and Remuneration Committee

The Human Resources Manager serves as secretary of the Nomination and Remuneration Committee.

Scope of duties and responsibilities of the Nomination and Remuneration Committee

- 1. Recommend on structure, size, and composition of the Board of Directors and each sub-committee, and specify nomination procedure and criteria according to the structure, size, and composition as prescribed.
- 2. Consider the qualified persons to undertake as directors, sub-committee, chief executive officer, and propose to the board of directors meeting and/or the shareholders’ meeting in the case of a vacancy.
- 3. Consider policies and guidelines of nomination and compensation, both monetary and non-monetary, for the Board, sub-committee, and chief executive officer in compliance with the Company’s operating results and other companies in the same industry.
- 4. Evaluate the Company’s performance to determine bonus and annual salary increase using standard criteria appropriated for consideration.
- 5. Perform any other duties as assigned by the Board of Directors.

The delegation of authorization and responsibilities of the Nomination and Remuneration Committee shall not appear to be authorization or sub-authorization to an attorney that may have a conflict of interests or gain with the Company and/or its subsidiaries and/or related companies (as defined by the Notification of the Capital Market and/or related organization). The Nomination and Remuneration Committee has no power to authorize such action on the matter. It has to be submitted to the Board of Directors and/or shareholders’ Meeting (as applicable) for approval.

Executive Committee

The Executive Committee consists of 8 members as follows:

Name	Position
1. Mr. Sura Khanittaweekul	Chairman of Executive Committee
2. Ms. Aree Preechanukul	Executive Committee
3. Mr. Kritchawat Voravanich	Executive Committee
4. Mr. Kongsak Bannasathitgul	Executive Committee
5. Ms. Natthanan Keeratikornyossanan	Executive Committee
6. Mrs. Wassana Pongsangluk	Executive Committee
7. Mr. Phakphum Satarat	Executive Committee
8. Mr. Narong Sriwannawit	Executive Committee

Scope of duties and responsibilities of the Executive Committee

- 1. Operate and manage the Company’s affairs following the objectives, article of association, policies, regulations, orders, and resolutions of the Board of Directors and/or the Company’s shareholders’ meeting.
- 2. Consider the management’s proposal and propose the Company’s policies, objectives, business strategies, investment, and business expansion, including a budget, to the Board of Directors’ meeting for further approval.
- 3. Consider and approve the operations of ordinary business transactions of the Company according to the investment budget or budget approved by the Board. Each transaction’s credit limit is specified in the table of authorities but not exceeding the annual budget approved by the Board of Directors, including entering into contracts related to the matters mentioned above.
- 4. Monitor the implementation of policies and objectives as prescribed by the Board and supervise to ensure that the operation shall have quality and efficiency.
- 5. Have the power to approve the cost of normal business operations of the Company, such as purchasing. Each transaction’s credit limit is specified in the table of authorities but not exceeding the annual budget approved by the Board of Directors, including entering into contracts related to the matters mentioned above.
- 6. Have the power to consider and approve the expenditures of significant investments set in the annual budget as assigned by the Board of Directors. Or the Board of Directors has previously approved in principle.
- 7. Have the power to approve the Company’s cost of normal business operations according to the approved budget and the approval authority approved by the Board of Directors.
- 8. Have the power to procure a place for expanding the branch and approve to establish any offices, including the cost of its operations as specified in the business plan or annual budget approved by the Board of Directors. Each transaction’s credit limit is specified in the table of authorities but not exceeding the annual budget approved by the Board of Directors, including entering into contracts related to the matters mentioned above.
- 9. Have the power to approve any acquisition of credit or loan of the Company. Each transaction’s credit limit is specified in the table of authorities approved by the Board of Directors. In this case, the Company’s assets are required as collateral and must be present for approval from the Company’s Board of Directors.
- 10. Determine the organizational structure and administrative authority. Consider salary adjustments, the bonus from CEO level down, including considering approving human resources rates that are not in the annual budget.
- 11. Determine the organizational structure and administrative authority. Consider salary adjustments, the bonus from CEO level down, including considering approving human resources rates that are not in the annual budget.
- 12. Perform any operations according to the assignment from the Board of Directors from time to time.

The delegation of authorization and responsibilities of the Executive Committee shall not appear to be authorized or sub-authorization to an attorney that may have a conflict of interests or gain with the Company and/or its subsidiaries and/or related companies (as defined by the Notification of the Capital Market and/or related organization). The Executive Committee has no power to authorize such action on the matter. It has to be submitted to the Board of Directors and/or shareholders’ Meeting (as applicable) for approval unless the approval is following normal business and standard commercial terms required by the Capital Market Supervisory Board and/or SET and /or the relevant organizations.

Risk Management Subcommittee

The Risk Management Subcommittee consists of 7 members as follows:

Name	Position
1. Mr. Kritchawat Voravanich	Chairman of the Risk Management Subcommittee
2. Ms. Aree Preechanukul	Member of the Risk Management Subcommittee
3. Mr. Kongsak Bannasathitgul	Member of the Risk Management Subcommittee
4. Ms. Natthanan Keeratikornyossanan	Member of the Risk Management Subcommittee
5. Mrs. Wassana Pongsangluk	Member of the Risk Management Subcommittee
6. Mr. Thanathus Taneesan	Member of the Risk Management Subcommittee
7. Mr. Attapol Wattanachinda	Member of the Risk Management Subcommittee

Scope of duties and responsibilities of the Risk Management Subcommittee

1. Propose the policy and framework of Integrated Risk Management to the Audit Committee to consider and set the policy for implementation throughout the organization.
2. Monitor the implementation of the Company's risk management plan.
3. Communicate with the Audit Committee on material risks.
4. Report to the Audit Committee on risks and risk management.

Corporate Governance Committee

The Corporate Governance Committee consists of 3 members as follows:

Name	Position
1. Mr. Somboon Aueatchasai	Chairman of the Corporate Governance Committee
2. Mr. Kashpol Chulajata	Member of the Corporate Governance Committee
3. Mrs. Wassana Pongsangluk	Member of the Corporate Governance Committee

Scope of duties and responsibilities of the Corporate Governance Committee

1. Consider and approve the Company's policies, strategies, goals, practices, and plans on corporate governance and social responsibility and propose to the Board for consideration and approval.
2. Promote the participation of the Board of Directors, Executives, and practitioners in corporate governance and social responsibility activities of the Company.
3. Supervise to ensure compliance with policies and/or regulations related to the Company's corporate governance.
4. Regularly monitor and report performance results to the Board after every meeting of the Corporate Governance Committee.
5. Regularly review and propose improvements to the Company's corporate governance policies and practices as appropriate by comparing it with leading companies and recommending it to the Board of Directors for continual improvement.
6. Perform any other duties related to corporate governance as assigned by the Board.

Management

As of December 31, 2021, the Company's management team consists of 8 members as follows:

Name	Position
1. Mr. Sura Khanittaweekul	Chief Executive Officer
2. Ms. Aree Preechanukul	Chief Operating Officer, Management Division
3. Mr. Kritchawat Voravanich	Assistant Chief Executive Officer
4. Mr. Kongsak Bannasathitgul	Chief Operating Officer, Corporate Innovation Division
5. Ms. Natthanan Keeratikornyossanan	COO, Marketing Communications and Product Management
6. Mrs. Wassana Pongsangluk	Chief Financial Officer
7. Mr. Phakphum Satarat	Chief Operating Officer, Branch Operations Division, Acting Chief Operating Officer, Human Resources Division
8. Mr. Narong Sriwannawit	Chief Operating Officer, Retail Business

Scope of duties and responsibilities of the Chief Executive Officer

1. Oversee the Company's business operations and/or the Company's daily operations.
2. Prepare the policies, directions, strategies, business plans, investment budget, and management structure of the Company as well as the basis for conducting business in compliance with economic conditions to propose to the Executive Committee and the Board for further approval.
3. Perform and administrate to comply with the policies, plans, and budgets approved by the Board of Directors and/or the Executive Committee.
4. Oversee the Company's operations to meet with the policies, business plans, and budgets approved by the Board, including review and assess the performance as policy prescribed and report the operation's progress to the Executive Committee, Audit Committee, and the Board of Directors.
5. Consider and approve the operations of ordinary business transactions of the Company according to the investment budget or budget approved by the Board. Each transaction's credit limit is specified in the table of authorities but not exceeding the annual budget approved by the Board of Directors, including entering into contracts related to the matters mentioned above.
6. Have the power to approve the payment for normal business operations of the Company such as purchasing. Each transaction's credit limit is specified in the table of authorities but not exceeding the annual budget approved by the Board of Directors, including entering into contracts related to the matters mentioned above.
7. Have the power to consider and approve the expenditures of significant investments set in the annual budget as assigned by the Board of Directors. Or the Board of Directors has previously approved in principle.
8. Have the power to approve the Company's cost of normal business operations according to the approved budget and the approval authority approved by the Board of Directors, including entering into contracts related to the matters mentioned above.
9. Set up the organizational structure, including the appointment, hiring, and relocation, determination of wages, compensation, bonus, and employee termination from level C2 below.
10. Have the power to issue orders, regulations, and notifications to ensure that the operations comply with the Company's policy and interest in order to maintain discipline within the organization.

11. Coordinate with the head of the internal audit and the audit committee to ensure that the business operations and risk management comply with the Company's objectives, regulations, and policies as defined on good corporate governance.
12. Have the power to delegate authority or authorize an attorney (s) for the operations which such assignment shall be under the authorization scope of the power of attorney and/or to comply with the rules and regulations prescribed by the Board of Directors and/or the Company.
13. Perform any operations according to the assignment from the Board of Directors or any other sub-committee from time to time.

In carrying out any matters that the Chief Executive Officer or an attorney may have a conflict of interests or gain with the Company and/or its subsidiaries and/or related companies (as defined by the Notification of the Capital Market and/or related organization), the Chief Executive Officer has no power to authorize such action on the matter. It has to be submitted to the Board of Directors and/or shareholders' Meeting (as applicable) for approval unless the approval is following normal business and standard commercial terms required by the Capital Market Supervisory Board and/or SET and /or the relevant organizations.

Remuneration Policy for Director, Executive, and Employee

The Company's Remuneration Policy shall apply to all employees. It ensures that the Company will attract, develop, and retain high-performing and motivated employees in a competitive marketplace. Employees are offered compensation at an appropriate rate and in line with market guidelines, which is a critical remuneration component. As a result, employees feel empowered to create sustainable products and enable the Company to sustain growth.

The Company focuses on providing remuneration and benefits similar to other companies in the same industry. The Company has emphasized hiring by considering the capabilities and performance according to employees' competence in different positions without discrimination and providing equal opportunities for women, the disabled, the disadvantaged. Take into account the principles of fairness, equality, suitable qualifications, and promote career advancement for sustainable growth with the Company. The employee remuneration policy is established both short-term and long-term consistent with the Company's performance and the employees' performance as follows:

1. Short-Term Return, the Company has set a compensation payment comparable to the general payout rate of companies in the same business to maintain and strengthen the competitiveness of the Company's human resources. Besides, the Company has set annual bonus payments based on the performance following the Company's evaluation.
2. Long-Term Return, the Company has set measuring employees' performance and potential and shall pay appropriate compensation to the highly competent employees.

In addition to paying compensation, the Company has taken care of various welfare benefits appropriately by regularly reviewing various benefits to comply with the changing economic and social conditions, such as the annual health check, travel expenses, accommodation expenses, and provident fund.

Note: the Company does not have the policy to pay remuneration to the Executive Committee.

Total Remuneration to Directors and Executives

In 2020 - 2022, the Company paid remuneration as salary, bonus, and other compensation to the Company's executives and its subsidiaries as follows:

Types of Compensation	2020 (Million Baht)	2021 (Million Baht)	2022 (Million Baht)
Salary and other short-term benefits	55.41	59.19	62.28
Post-employment benefits	1.49	2.14	2.20
Total	56.90	61.26	64.48

Information of the Employees

Number of Personnel

As of December 31, 2020 - 2022, the Company and its subsidiaries had employees and personnel of 3,883 people, 4,307 people, and 4,810 people, respectively, which can be divided by line as follows:

Personnel Type	31 December 2020 (person)	31 December 2021 (person)	31 December 2022 (person)
Director	8	8	8
Executive	71	98	108
Operation	2,778	3,107	3,504
Management	146	170	195
Finance and Accounting	72	72	81
Legal and Internal Audit	21	21	22
Subsidiary Employees	787	831	892
Total	3,883	4,307	4,810

Employee Compensation

The Company pays compensation to its employees in various ways. These include salary, bonus, and other employee benefits such as commission, position allowance, provident fund, social security, traveling budget following the Company's employment policy and its subsidiaries. The remuneration as mentioned above does not include executive officers. In 2020 - 2022 could be summarized as follows:

Compensation Type	31 December 2020 (Million Baht)	31 December 2021 (Million Baht)	31 December 2022 (Million Baht)
Salary and other short-term benefits	1,020.73	1,226.41	1,486.24
Post-employment benefits	7.32	9.94	16.67
Total	1,028.05	1,236.35	1,502.91

Provident Fund

The Company established a provident fund on February 1, 2014, with Kasikorn Asset Management Company Limited to promote long-term savings of employees and create insurance for employees and their families in the event of leaving the job, retirement, or retirement, or death. In addition, provident funds provide incentives for employees to work with the Company for more extended periods. As a result, it generates a good relationship between employers and employees that improves work efficiency. In 2022, it could be summarized as the following table.

Name of the Company/Subsidiary	With/Without PVD	No. of Employees Joined PVD	Employees' PVD Joining Ratio/ Total Employees (%)
Com7 Public Company Limited	With PVD	1,102	28.13%
Double Seven Company Limited	With PVD	103	13.98%
Adept Company Limited	With PVD	3	10.00%
Thunder Fin Fin Company Limited	With PVD	8	13.56%
See Know How Company Limited	With PVD	17	34.69%
Doctor pharma health technology Company Limited	With PVD	1	5.88%
Total		1,234	25.65%

Employee Development Policy

The Company focuses on the continuous development of knowledge, skills, abilities, and potential of personnel at all levels and instilling corporate culture and ethics together to be consistent and support the strategic business plan and ready to support business growth. Human resources are one of the primary resources that support operations. It can create differentiation and a competitive advantage for the business. It is also an important mechanism that will help drive the business to achieve its goals in the future. The Company, therefore, has a policy for personnel development as follows:

- 1. The Company promotes knowledge development for employees at all levels suitably and adequately.
- 2. The Human Resources Department is responsible for preparing the annual development plan and a budget for the yearly personnel development expenses on time.

2.1 Training and Development

2.2.1 The Company systematically and continuously develops development plans for all employees at all levels every year by creating a clear training roadmap (Training roadmap) divided according to each position level (Level) that corresponds to the duties, responsibilities, and competencies (Competency) needed to perform practical work both in the head office and the storefront business. All courses will focus on the development of employees’ abilities as follows:



Core Competency

is the ability that represents the organization’s working culture that all personnel in the organization should have and in the same direction to enable the organization to achieve its operational goals.

Managerial Competency

is the administrative competence that personnel at each level and position need to use for self-management and subordinates to achieve the organization’s goals.

Functional Competency

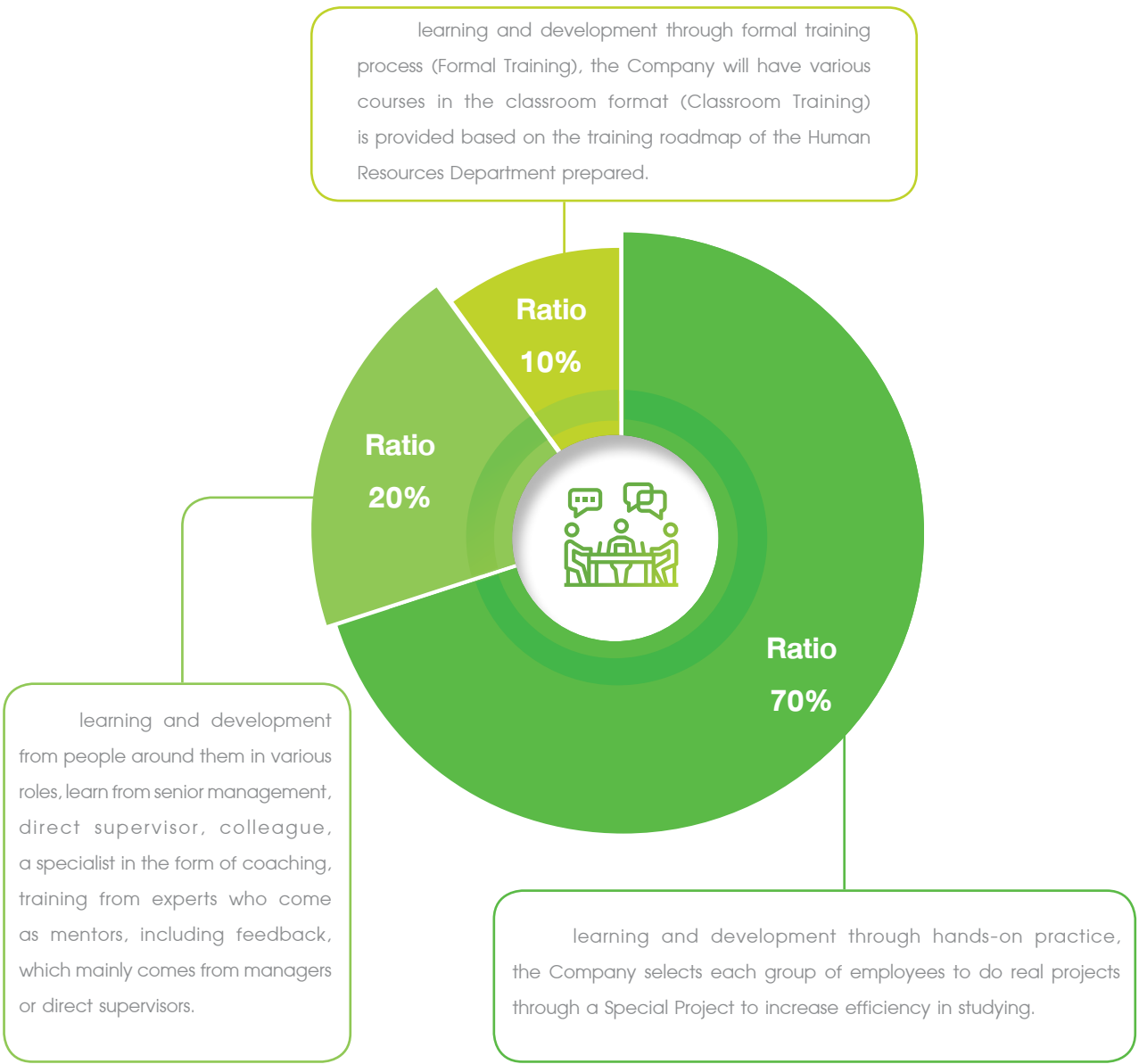
is the competence and professional skills necessary to successfully implement a job, which is different according to the nature of the work.

The training roadmap clearly defines the content of training courses that employees at each level must attend. It will be the foundation for developing employees’ potential and creating a career path for future employees. There are both performance skills or soft skills that promote Core Competency and Management Competency and hard skills for employees to become proficient in their practice fields, build a variety of work skills, and respond to the development of their career path.

- 2.1.2 The Company requires all new employees to attend the Company Orientation course in order to focus and remind them to understand and visualize the goals, missions, corporate culture, code of conduct, and anti-corruption policy as well as to create an understanding of the business and build a relationship with the Company from the first day of starting work.
- 2.1.3 The Company has prepared a short-term training program in the form of knowledge sharing other than the main training plan by inviting speakers specializing in various fields to share knowledge with employees to create new knowledge outside of the main course.

2.2 Development Plan for Leadership and Talent Management

The Company has set a plan to develop leadership potential and manage talent to be ready and lead change and drive strategies towards more effective performance while creating a work culture and values that can help promote and drive the development of modern management systems. It is a form of continuous human resource development throughout the year to ensure continuity and to be able to create a group of executives in the future. A development plan is according to the concept of 70-20-10 ratio as follows:



The development plan has been designed with an important goal that everyone who goes through this project must learn and develop the potential to become a vital force of the Company in the future

2.3 Knowledge Management Systems in the Organization

The Company provides a system to store data for further employee development or create the body of knowledge to increase employees’ potential in a variety of ways. For example, the Performance Management System is a system that the Company has developed for internal use to record and store the annual performance appraisal results. The Company has used to analyze such information, and it is the starting point for further development of training courses in the future. For training, the Company has used the Easy LMS system for learning various courses, including online training evaluation. In addition, the Company has developed upgraded mobile applications (IT Easy Mobile Application) continuously to be used as a common reference source such as information about products, promotions, news, sales analysis, details of various operating procedures, etc. Furthermore, it is used in teaching (Coaching Recognition System (CRS)) knowledge measurement (Knowledge Training Online (Go to training)), resulting in employee awareness and creating learning among employees.

3. The Human Resources Department must follow up on the training plan. If there is a need to change or modify, notify the relevant parties in advance.
4. The Human Resources Department must control the budget for personnel development to be in the budget plan set.
5. The Human Resources Department is responsible for evaluating and following the courses that have already been arranged.
6. The Company encourages its directors to attend training and seminars in relevant and appropriate courses to develop knowledge continually and lead the Company to grow progressively.
7. The Human Resources Department is responsible for coordinating with various departments regarding personnel development to ensure that the plan is consistent with the Company’s strategic procedures and business practices and prepare employees to take on increased responsibility, career advancement, and the ability to take vacant positions.
8. Training and Development Management

8.1. The Company arranges for development according to the annual development plan.

8.2. The Company provides additional development from the annual development plan by the related parties requesting to provide.

8.3. The Company sends employees to attend training according to the courses organized by various institutions.
9. The Human Resources Department is responsible for collecting personnel training and development information.
10. Suppose the employee nominated for training is unable to attend the activity on the specified date and time. In that case, he must notify their department manager and HR manager in advance. Approval or not depends on the opinion of the employee’s department manager. In case of approval, such events will be recorded in the employee’s training history for consideration in selecting future trainees.

Labour dispute in the past 3 years

-None-

Other Significant Information

Company Secretary

The Board of Directors Meeting No. 1/2014 on November 28, 2014, resolved to appoint Ms. Sasipa Sawangsawai to be the Company Secretary. The qualifications of a person holding the position of Company Secretary are shown in Enclosure No.1.

According to Section 89/15 of the Securities and Exchange Act B.E. 2535 (amended B.E. 2551) requires the Company Secretary to be responsible for the following actions on behalf of the Company or the Board of Directors with the scope of authority as follows:

1. Prepare and keep the following documents:

(A) The register of directors

(B) Board Meeting Invitation Letter, Minutes of the Board of Directors’ Meetings, and the Company’s Annual Reports

(C) Invitation Letter to Shareholders’ Meeting and Minutes of the Shareholders’ Meeting
2. Maintain a stakeholder report as reported by the directors or executives.
3. Perform other actions as specified by the Capital Market Supervisory Board.

Head of Internal Auditor

The Company has assigned Ms. Piyaporn Bandasak to take the position of Internal Auditor Manager to supervise the compliance with the agency’s rules governing the business of the Company.

The qualifications of a person holding the position of Internal Auditor Manager of the Company appear in Enclosure No. 3.

Investor Relations

The Company has assigned Ms. Sasipa Sawangsawai to take a position in investor relations.

IR Contact:

- Email : ir@comseven.com
- Tel : +66 2017 7777 ext. 7707
- Website : <https://www.comseven.com/investor-relations/>

Remuneration of the Auditor

The Company has hired PricewaterhouseCoopers ABAS Co., Ltd. to be the Company’s auditor, approved by the 2022 Annual General Meeting of Shareholders. The auditors from the said firm are independent and reliable. They do not provide any other services to the Company. They haven’t got any relationship or interest with the Company/subsidiary/management major shareholder or those related to such person in any way. This year, the Company’s nominated auditors have performed their functions as the auditor for six consecutive years.

The Company’s audit fee for 2022 is in the amount of 6,1700,000 baht (the Company has no other service fee than the auditor fee).

Comparison of Audit Fees

Audit Fees	Accounting Year 2020	Accounting Year 2021	Accounting Year 2022
Com7 Public Company Limited	2,950,000	2,990,000	3,200,000
Subsidiary Companies	3,027,500	2,760,000	2,970,000
Other Expenses	Actual	Actual	Actual
Total	5,977,500	5,750,000	6,170,000



Key Performance Reports on Corporate Governance

Summary of the Board's Performance

The Board of Directors plays an important role as the shareholders' representative, ensuring that the determination of the main goal in doing business, vision, mission, strategy, and budget for the management is set. Promote the creation of a corporate culture that adheres to ethics, including behaving as a model, taking care of the structure, and the board's performance as appropriate for the achievement of objectives and the main goal of conducting business efficiently, including recruiting, developing, setting compensation and evaluating performance.

The Board of Directors works with the management to formulate and review strategies, goals, annual work plans. Jointly supervise the adequacy of the risk management system and internal control. Determine the authority that is appropriate for the management's responsibilities. Define a resource allocation framework, development, and budgeting such as personnel management policy and plans and information technology policy, including monitoring and evaluating the performance and ensure that financial and non-financial information is disclosed reliably to achieve business objectives. Supervise the management's operation following the assigned policies with justice, transparency to comply with the laws, regulations, policies, and business ethics.

In 2022, the Board of Directors had acted in the management and operated the Company's business under the laws, objectives, and regulations of the Company, including the shareholders' resolution carefully to protect the Company's interests. There was the significant performance in corporate governance as follows:

Nomination, Development, and Evaluation of the Board's Performance

Independent Director Selection Criteria (Qualifications/Recruitment process)

The Company has defined the definition of the Company's independent directors, a director who is not an executive director (Non-Executive Director), not involved in the management of work, and not a major shareholder of the Company. The Company has set qualifications equal to the Securities and Exchange Commission's minimum requirements and the Stock Exchange of Thailand. The Board of Directors has appointed an Audit Committee, which consists of all independent directors to assist in corporate governance.

Independent director selection criteria are based on the procedure for selecting the Company directors. Qualifications of an independent director shall be determined following the directors' qualifications and prohibited characteristics under the Public Limited Companies Act and the Securities and Exchange Act, as well as relevant announcements, rules, and/or regulations. The independent directors shall have educational qualifications, specialized expertise, work experience, and other suitability to propose to the shareholders' meeting for further election as the Company's directors.

The Company has set the board of directors' composition to consist of at least one-third of the total number of Directors of the Company. The person nominated as an independent director of the Company must meet all the qualifications specified in the definition.

Qualifications of Independent Directors

1. Holding shares of not exceeding 1% of total voting shares of the Company, its parent company, its subsidiaries, its associated companies, or juristic person with a possible conflict of interest, including shares held by related parties.
2. Not being an executive director, employee, staff, corporate advisor receiving a regular salary, or a controlling person of the Company, its parent company, its subsidiaries, its associated companies, its same-level subsidiaries, or juristic person with a possible conflict of interest, unless the foregoing status has ended for more than 2 years.

3. Not being a person related by bloodline or by law in terms of father, mother, spouse, sibling, and child, including the spouse of the children, management, major shareholders, controlling persons, or persons to be nominated as management or controlling persons of the Company or its subsidiaries.
4. Not being or have had a business relationship with the Company, its parent company, its subsidiaries, its associated companies, or juristic person with a possible conflict of interest in the manner that may interfere with his/her independent judgment, or is not or has not ever been major shareholders, a director who is not an independent director, or management of persons having a business relationship with the Company, its parent company, its subsidiaries, its associated companies, or juristic person with a possible conflict of interest unless the foregoing relationship has ended for more than 2 years.
5. The term "business relationship" includes any normal business transaction, rental or lease of immovable property, the transaction relating to assets or services, grant or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, including any other similar actions in the amount of 3% or more of the net tangible assets of the Company or 20 million baht or more, whichever is lower.
6. Not being or have ever been an auditor of the Company, its parent company, its subsidiary companies, its associated companies or juristic person with a possible conflict of interest and is not a major shareholder, a director who is not an independent director, executive, or managing partner of the audit firm which employs auditors of the Company, its parent company, its subsidiary companies, its associated companies or juristic person with a possible conflict of interest unless the foregoing relationship has ended for more than 2 years.
7. Not being or have ever been any professional advisor, including legal or financial advisor who receives an annual service fee exceeding 2 million baht from the Company, its parent company, its subsidiaries, its associated companies, or juristic person with a possible conflict of interest. If the professional service provider is a juristic person, include being a major shareholder, a director who is not an independent director, management, or managing partner of that professional service provider unless the foregoing relationship has ended for more than 2 years.
8. Not being a director representing a Board member of the Company, its major shareholders, or a shareholder related to the major shareholders.
9. Not having any other characteristics that may prevent him/her from expressing independent opinions concerning the Company's operations.

In 2022, the current Independent Committee and Audit Committee consisted of 3 directors following the SEC criteria. The 3 independent directors had no business relationship or professional service in the amount exceeding the specified criteria. There was no impact on the performance of duties and independent opinions. It was the reason and necessity to still or appoint such a person as an independent director.

Nomination of Directors and Appointment of Senior Executives

Directors Selection Criteria

In the nomination, selection, and proposing suitable persons to serve as directors of the Company replacing those who retire by rotation and/or vacate office and/or appoint additional, the Nomination and Remuneration Committee shall consider selecting people by considering knowledge and abilities expertise, and experience. Have a good work profile, far-reaching vision, including having morality and ethics. Be able to devote enough time to the Company and pay attention to duties according to their responsibilities which is beneficial to the Company's business operations. It also takes into account the diversity of the board structure (Board Diversity). Prepare a Skill Matrix for the element and qualifications of the directors to be nominated by considering the lack of essential skills and qualifications suitable and consistent with the composition and structure of directors in the Company's business strategy plan without limitation on gender, age, race, nationality, religion or any other distinction.

Senior Executives Selection Criteria

The Nomination and Remuneration Committee is responsible for recruiting senior management candidates by scrutinizing qualified persons who have knowledge, skills, and experience beneficial to the Company’s operations, including understanding the Company’s business correctly and managing the work achieve the Company’s goals. After selecting suitable persons, the names of the persons will be proposed to the Board of Directors for further approval.

Board Performance Evaluation

The Company has prepared the board self-assessment so that such evaluation has appropriate criteria consistent with good practice and new corporate governance criteria (CG Code) issued by the SEC, including analyzing and evaluating the results obtained from the board’s performance appraisal of Directors. Make comments and suggestions using to improve and develop the Board of Directors’ performance to be more efficient.

The Board of Directors’ Self-assessment

The Board of Directors and Executive Committee regularly conduct a yearly Board Self-Assessment for both faculties and individuals to be a framework to monitor the performance of the duties of the Board, including reconsidering processing commentaries on various issues related to the operations of the Company, and duties of the Board during the past year, to be used to edit and enhance performance.

The Board self-assessment is divided into 5 rankings: 4 = strongly agree, or have performed excellently on the matter, 3 = quite strongly agree, or have performed well. 2 = agree or fair action on the matter 1 = disagree or take action on the matter slightly 0 = strongly disagree or no action has been taken on the matter. Evaluation level criteria representing the percentage of full score in each of the 5 levels, which are:

- More than 95% = Excellent
- 90% - 95% = Very Good
- 80% - 89% = Good
- 70% - 79% = Fair
- Below 70% = Need Improvement

The results of the Board self-assessment for 2022 were as shown below:

	Board of Directors Assessment	Director Assessment
Assessment Category	1. Structure and qualifications of the Board of Directors	1. Structure and qualifications of the Board of Directors
	2. Roles and responsibilities of the Board of Directors	2. Board of Directors’ meetings
	3. Board of Directors’ meetings	3. Roles and responsibilities of the Board of Directors
	4. Performance as a director	
	5. Relationship with the management team	
	6. Director’s personal development and development of the management	
Score	Very Good	Good

In 2022, the Board of Directors and the Executive Committee had overall performance in the “Very Good” criteria or the average score of 95%. The Board of Directors performed their duties with knowledge and abilities under the scopes of duties and responsibilities given in their respective charters and aligned with the regulator’s best practice guidelines. The Company Secretary summarized the Board of Directors and the Executive Committee’s assessment results and presented them to the Board of Directors Meeting No. 1/2023 on February 25, 2023.

The Sub-committees’ Self-assessment

In 2022, the Board of Directors required that self-assessment apply to all Sub-committees, namely, the Audit Committee, Nomination and Remuneration Committee, and Risk Management Subcommittee. The self-assessment results were reported to the Board of Directors on a yearly basis for review of the committees’ performance, including opinions on issues related to their performance of duties during the past year, to make improvements and enhance work efficiencies. The performance assessment forms were determined according to each committee’s scope of duties and responsibilities.

Assessment topics were; (1) the committees’ structure and qualifications were appropriate to ensure efficient work. (2) The Sub-committees’ meetings were conducted for the committees to perform their duties efficiently. (3) The Sub-committees’ roles, duties, and responsibilities were given priority and took adequate time to review and comply.

The Sub-committees’ self-assessment is divided into 5 rankings: 4 = strongly agree, or have performed excellently on the matter, 3 = quite strongly agree, or have performed well. 2 = agree or fair action on the matter 1 = disagree or take action on the matter slightly 0 = strongly disagree or no action has been taken on the matter. Evaluation level criteria representing the percentage of full score in each of the 5 levels, which are:

- More than 95% = Excellent
- 90% - 95% = Very Good
- 80% - 89% = Good
- 70% - 79% = Fair
- Below 70% = Need Improvement

The results of the Sub-committees’ self-assessment for 2022 was as shown below:

Sub Committee (Individual Assessment)	Average Score in 2022
1. Audit Committee	95%
2. Nomination and Remuneration Committee	95%
3. Risk Management Subcommittee	95%

In 2022, the Sub-committees had overall performance in the “Very Good” criteria or the average score of 95%. The committees performed their duties with knowledge and abilities under the scopes of duties and responsibilities given in their respective charters and aligned with the regulator’s best practice guidelines. The Company Secretary summarized the results of each Sub-committee’s performance assessment for submission to the Board of Directors at the Board of Directors Meeting No. 1/2023 on February 25, 2023.

Chief Executive Officer (CEO) Performance Appraisal

The Board of Directors has assigned the Nomination and Remuneration Committee to evaluate the performance of the top executive in the organization’s structure (CEO) on a yearly basis, for use as a guide in determining the top executive’s remuneration and submit the result of the evaluation to a meeting of the Board of Directors for acknowledgment and approval.

The evaluation topics were; (1) Leadership (2) Strategy Formulation (3) Strategy Implementation (4) Planning and Financial Performance (5) Relationship between CEO and the Board (6) External Relations (7) Management and Personnel Relations (8) Succession (9) Product and Service Knowledge (10) Personal Characteristics.

Chief Executive Officer evaluation is divided into 5 rankings: N / A = No data or not applicable, 4 = have performed excellently on the matter, 3 = have performed well. 2 = agree or fair action on the matter 1 = take action on the matter slightly 0 = no action has been taken on the matter. Evaluation level criteria representing the percentage of full score in each of the 5 levels, which are:

- More than 95% = Excellent
- 90% - 95% = Very Good
- 80% - 89% = Good
- 70% - 79% = Fair
- Below 70% = Need Improvement

In 2022, Chief Executive Officer had overall performance in the “Very Good” criteria or the average score of 95%. Chief Executive Officer performed his duties with knowledge and abilities under the scopes of duties and responsibilities given in their respective charters and aligned with the regulator’s best practice guidelines. The Company Secretary summarized the performance assessment results for submission to the Board of Directors at the Board of Directors Meeting No. 1/2023 on February 25, 2023.

Meeting Attendance and Remuneration for Individual Directors

Board of Directors’ Meetings

List of Board of Director	Number of Attendance / All Meetings	
	2021	2022
1. Mr. Siripong Sombatsiri	7/7	12/12
2. Mr. Sura Khanittaweekul	7/7	12/12
3. Ms. Aree Preechanukul	7/7	12/12
4. Mr. Kritchawat Voravanich	7/7	12/12
5. Mr. Kongsak Bannasathitgul	7/7	11/12
6. Mr. Kashpol Chulajata	7/7	12/12
7. Mr. Somboon Aueatchasai ^{/2}	7/7	12/12

Supervision of Subsidiaries and Associated Companies

To be in line with the good corporate governance principles in establishing a framework and mechanism for governance of policies and operations in subsidiaries and other businesses in which the Company has invested, the Company has prepared and reviewed policies on supervision and core business management subsidiaries and associated companies.

For subsidiary management, the Company will supervise by sending the Company’s representative to be the director of the subsidiary at least in proportion to the shareholding. The nominated directors and executives have qualifications, roles, duties, and responsibilities as well as no having untrustworthy characteristics according to the Notification of the Securities and Exchange Commission Re: Determination of Untrustworthy Characteristics of Company Directors and Executives. The qualifications of appointed persons include:

- (1) Must not possess any prohibited characteristics as required by applicable laws or regulations.
- (2) Have knowledge, ability, and experience beneficial to running a business, including leadership.
- (3) Make reasonable decisions in line with corporate governance practices and the Company’s code of conduct.

Directors and Executives who are appointed under the resolution of the Board of Directors’ meeting to hold positions in subsidiaries and associated companies, the scope of duties and responsibilities are as follows:

- (1) Supervise subsidiaries and affiliates to comply with relevant laws, rules, and regulations. Well managed to follow corporate governance principles, code of conduct, anti-corruption policy, and other policies consistent with the Company.
- (2) Provide guidelines in determining the direction of strategy, policy, and business plan of the subsidiary companies to be in line with the Company’s and promote technology to increase the competitiveness of subsidiaries.
- (3) Report operating results and disclose information on subsidiaries’ financial status to the Company accurately, completely, and promptly.
- (4) Control and supervise the business operations of subsidiaries to be efficient and manage the company’s return on investment in its subsidiaries appropriately.
- (5) Ensure that there is an internal control system, risk management system, and fraud prevention system properly to assure the various actions of subsidiaries shall be following the Company’s policy. Besides, directors and management have provided a mechanism to audit such work systems. The internal audit team and the Company’s directors can access the information directly and report the audit results to the Company’s directors and executives.

Suppose a subsidiary has a business operation that has a significant impact on the Company. In that case, the subsidiary must first seek approval from the Board of Directors’ meeting, such as investing in securities that are not in the securities or the approved investment framework. The Board must approve the principal policies that the subsidiaries in the group implemented of Directors. If there is a transaction between subsidiaries or associated companies and connected persons, such as an acquisition or disposition of critical assets, or having to vote or exercise the right on essential matters at the same level, need requiring the approval of the Board of Directors. The Company’s representative must first propose for approval to the Board of Directors and to provide information disclosure and storage, including accounting records by the criteria for preparing the consolidated financial statements on time.

Monitoring Compliance with Corporate Governance Policies and Practices

The Company is committed to improving the “Good Corporate Governance” and “Code of Conduct” of the Company and its subsidiaries on an ongoing basis by having an external neutral agency conduct an annual assessment to improve the results to be more appropriate and disseminate the assessment results to shareholders and stakeholders thoroughly. The 2022 results of corporate governance assessment according to the Corporate Governance Report of Thai Listed Companies 2015 by the Thai Institute of Directors Association in collaboration with the Stock Exchange of Thailand and the Securities and Exchange Commission, the Company was rated “Excellent.” The Company received an Excellent CG Scoring score of 93%.

In addition, the Company has followed up on four other issues to ensure compliance with good corporate governance. The results of monitoring the implementation of the policy are as follows.

Monitoring the Prevention of Conflicts of Interest

The Company has established a policy that the board of directors, executives, and employees must perform their duties for the best interests. If any person has an interest or is involved in the consideration, the said person must inform the Audit Committee and not consider the said transaction. In 2022, the Company had examined cases that possibly created a conflict of interest, and no action was found that against the conflicts of interest prevention as specified by the Company.

Monitoring the Use of Insider Information to Benefit

The Company has set a policy to prevent using insider information to benefit to prevent the use of the information for the trading of the Company’s securities. Directors, Executives, and departments involved with important information shall not trade the Company’s securities 30 days in advance before the financial statements are disclosed and can trade 1 business day after publication. In the past year, none of the directors and executives traded in the Company’s securities. From the examination, it was found that all actions were correct and complete. Besides, the Company introduced an Electronic system to increase reporting efficiency for directors, executives, and employees.

Monitoring Anti-Corruption

The Company has been certified as a member of the Thailand Private Sector Collective Action against Corruption (CAC) since 5 November 2018. In 2021, the company has been renewed membership of the Thai Private Sector Collective Action against Corruption (CAC) certification. The Company provides a corruption risk assessment and an organization’s risk assessment by all departments shall analyze to identify the activities carried out, what risks occurred or possibly occur, and how it affects the operation.

From the Corruption Risk Assessment for the year 2022, it was found that there were risks that were part of normal operations. The risk assessment results were at a medium level for 12 risks and a low level for 11 risks. There were already 25 risk prevention measures from related sectors, details as follows:

Related Work Section	Risk
Procurement	6
Sales and Marketing	14
Accounting	2
Legal Work	1
Total	23

In addition, the Company has taken actions following anti-corruption policies as follows:

1. The Company communicates and disseminates anti-corruption policies and its guidelines, including channels for reporting clues or complaints, code of conduct for directors, executives, and employees to acknowledge. In addition, it requires all processes to be strictly within the scope of the law through various channels such as orientation for new directors and employees, an announcement in the public relations board, No Gift Policy campaign, through public relations screens, e-mails, Company websites, etc. Besides, train to educate and test knowledge and understanding regarding anti-corruption policy, including its guidelines, code of conduct, and work practices. Its purpose is to promote mutual awareness of the Company’s ethics. It will help build trust and acceptance and create sustainable growth for the Company.
2. The Company provides channels to report any violations of the policy or witness corruption and has measures to protect the whistleblowers.

The Company has disclosed details of anti-corruption policies and its guidelines by revealing them to the general public through the Company’s website (<http://www.comseven.com>) under the Investor Relations category.

Monitoring Complaints and Whistleblowing

The Company provides a channel for stakeholders to report clues and make complaints through electronic mail, post mail, and the comment box. The Internal Audit Department, independent of the management, is responsible for considering and screening such clues and complaints.

Complaint Statistics: The Company received complaints separated into details as follows.

ข้อร้องเรียน	จำนวน
Voice of Customer	4
Operational Process	3
Voice from Community	0
Safety, Occupational Health and Environment	0
Business Code of Conduct	0

In the past year, the Company received 7 complaints, of which 4 were customer complaints about products and delivery, and 3 were about operational processes. In such complaints, the responsible unit has handled the complaint and coordinated with the relevant departments for acknowledgment and determined measures and guidelines for solving problems for stakeholders. Moreover, various effects were presented in the executive meeting to reduce dissatisfaction and raise the level of satisfaction to a higher level.

Report on the Performance of Duties of the Audit Committee

Number of Meetings and Attendance of Each Audit Committee Members

List of the Audit Committee	Number of Attendance / All Meetings	
	2021	2022
1. Mr. Siripong Sombatsiri	4/4	4/4
2. Mr. Kashpol Chulajata	4/4	4/4
3. Mr. Somboon Aueatchasai	4/4	4/4

The Audit Committee must arrange the meeting at least once a quarter. There must be no less than two-thirds of the total number of members of the audit committee to constitute a quorum at each meeting. Any audit committee member who has a personal interest in any matter or any interest in the matter considered must notify the meeting and abstain from making comments, voting, and leaving the meeting room. Unless for the meeting, excluding the directors with interests, there is a unanimous resolution for the interested directors to clarify the information at the meeting for prudence in decision-making but has no right to vote or make a decision on that matter. The Audit Committee has the power to invite the management or the auditor or those involved or those who appropriate to attend the meeting or requesting clarification on related matters.

During the past year, the Audit Committee held meetings with the auditors. However, no management and no internal audit unit attended the meeting for one time at the Audit Committee Meeting No. 1/21, on February 25, 2022, to seek opinions from the auditors on various matters.

The Audit Committee Performance

In addition to the disclosure of the Audit Committee’s report, the Audit Committee has also made further steps to enhance governance in 2022 as follows:

- Review the Corporate Governance Policy, Corporate Sustainability Policy, and Code of Conduct to be able to operate the business sustainably and to be able to manage the organization to grow steadily and be accepted in the society based on ethics and good corporate governance principles.
- Push forward the Company to join the Thailand Sustainability Investment (THSI) project, “Creating Sustainable Investment Opportunities” of Thailand’s Stock Exchange. The shares of listed companies have sustainably operated their businesses concerning the environment and social responsibility. There is the management under the corporate governance principles. It is another option for investors who wish to invest in a responsible investment approach. In 2022, the Company participated in evaluating the sustainability report. Com7 Public Company Limited has been selected to be on the list of “Thailand Sustainability Investment: THSI” or “Sustainable Stocks” of the Stock Exchange of Thailand. It represents an outstanding company and a model organization that operates in a balanced manner following sustainable development guidelines both economically, socially, and environmentally. Furthermore, it gives importance to stakeholders’ participation apart from focusing solely on profits under the management under the principles of good corporate governance.

Summary of the Performance of Duties of Other Sub-Committees

The Company has other sub-committees, which are (1) Nomination and Remuneration Committee (2) Executive Committee (3) Risk Management Subcommittee.

Number of Meetings and Attendance

The Nomination and Remuneration Committee

List of the Nomination and Remuneration Committee	Number of Attendance / All Meetings	
	2021	2022
1. Mr. Kashpol Chulajata	2/2	2/2
2. Mr. Kongsak Bannasathitgul	2/2	2/2
3. Ms. Aree Preechanukul	2/2	2/2

The Executive Committee

List of the Executive Committee	Number of Attendance / All Meetings	
	2021	2022
1. Mr. Sura Khanittaweekul	12/12	12/12
2. Ms. Aree Preechanukul	12/12	12/12
3. Mr. Kritchawat Voravanich	12/12	12/12
4. Mr. Kongsak Bannasathitgul	12/12	11/12
5. Ms.Natthanan Keeratikornyotsanan	12/12	12/12
6. Mrs. Wassana Pongsangluk	12/12	12/12
7. Mr. Phakphum Satarat	12/12	12/12
8. Mr. Narong Sriwannawit	12/12	12/12

The Risk Management Subcommittee

List of the Risk Management Subcommittee	Number of Attendance / All Meetings	
	2021	2022
1. Mr. Kritchawat Voravanich	2/2	2/2
2. Ms. Aree Preechanukul	2/2	2/2
3. Mr. Kongsak Bannasathitgul	2/2	2/2
4. Ms.Natthanan Keeratikornyotsanan	2/2	2/2
5. Mrs. Wassana Pongsangluk	2/2	2/2
6. Mr. Thanathat Thaneesant	2/2	2/2
7. Mr. Attapol Wattanachinda	2/2	2/2

The Sub-Committees Performance

The Nomination and Remuneration Committee

The Nomination and Remuneration Committee perform duties as assigned by the Board of Directors in reviewing criteria, procedures for recruiting and appointing personnel who deem appropriate to serve as directors of the Company, including proposing a remuneration policy and other benefits for the Board of Directors and the committees to the Board of Directors or the shareholders’ meeting as well as performing the duties of nomination and remuneration and performance of the Chief Executive Officer and the committees.

In 2022, there were 2 meetings of the Nomination and Remuneration Committee to consider various matters and report the meeting results with comments to the Board of Directors for consideration. The key points were summarized as follows.

- 1) Review and nominate the qualified persons according to the laws and criteria related to the positions of directors in place of the retiring directors by considering recruiting, selecting, and presenting people with qualifications, experience, knowledge, and abilities that are beneficial and suitable for the nature of the business of the Company to propose to the Board of Directors meeting and the shareholders’ meeting for further consideration. A retiring director may be re-elected. The directors with interests shall abstain from voting.
- 2) Consider the Board of Directors of the Company and the committees’ remuneration by considering the duties, responsibilities, performance, financial status of the Company, and rate of compensation which can be compared with the standard to propose to the Board of Directors of the Company and the shareholders’ meeting for approval.
- 3) Consider salary adjustments and employee bonuses by years’ experience, employee level, employee annual performance appraisal score, a summary of operating results, and estimating core inflation.
- 4) Consider and approve changes to the organizational structure so that the Board of Directors and committees’ management effective.

According to good corporate governance principles for the best interest of shareholders, investors, and all stakeholders, the Nomination and Remuneration Committee has performed its duties with care, prudence, transparency, fairness, and honest opinion.



Internal Control and Connected Transactions

9.1 Internal Control

The Board of Directors and the Company's Executives realize that the internal control system is an important mechanism ensuring the management's confidence in reducing business risks and operating the business effectively. The resources are allocated appropriately and achieve the goals as targeted.

The Board of Directors has assigned the Audit Committee to supervise the internal control system and the Company's risk management system to be appropriate and efficient, including ensuring that the Company is complying with relevant regulations and laws. Oversee to avoid a conflict of interest, the related transactions, and monitor the operations, misuse of the assets or no power, including helping to protect assets from leakage, loss or fraud and misconduct.

The Company has set up a mechanism for checks and balances. There is an independent internal audit department that performs the duties to evaluate the efficiency and sufficiency of the internal control system, risk management system, and corporate governance system of all departments. Adopt the framework of the internal control system according to COSO international standards (the Committee of Sponsoring Organizations of the Treadway Commission) and the Enterprise Risk Management framework to apply to internal control and risk management so that the operation in various fields of the Company is more effective. The administration will take the audit result to consider making improvements in multiple matters for quality work development. The Internal Audit Department has provided a system to follow the Company's operations regularly. It also provides the Compliance unit to monitor and study laws, announcements, regulations, and orders related to business operations then publish for employees to understand, including supervising the Company to conduct business accurately.

Besides, the Audit Committee has assessed the adequacy of the internal control system, which reports annually to the Board of Directors by referring to the "Internal Control System Sufficiency Evaluation" form of the Office of the Securities and Exchange Commission, and the assessment results are disclosed in "the Audit Committee Report." The evaluation of internal control five parts are internal control of the organization, risk management, operational control, information and communication systems, and monitoring. The Board of Directors has considered and agreed that the Company's internal control system is adequate and appropriate. There is no significant glitch in the Company's internal control system that may affect the main objectives' achievement.

1. Adequacy and Appropriateness of the Internal Control System

1) Control Environment: The Company has an excellent organizational structure and environment, resulting in an efficient internal control system at an appropriate level. The Company has organized an organizational structure, defines duties and responsibilities classified by line to be consistent with business strategy and corporate governance. There is an independent internal audit department, which reports directly to the Audit Committee.

The Board of Directors is independent of the management and has sufficient knowledge and competence to supervise the administration. Executives at the managerial and operational levels are clearly defined and limited. Besides, the management has set goals and indicators of performance. Make an annual business plan and regularly review corporate goals per the competitive situation, including the notification of performance achievement and consideration of reward compensation following the Company's business plan requirements. An ethical control system is set up as a policy and clear guidelines for the management and employees to act without causing any conflict of interest with the Company. There is a corporate governance policy that is in line with the Stock Exchange practices of Thailand and international standards appropriate.

The Risk Management Subcommittee

In 2022, the Risk Management Subcommittee performed as assigned by the Board of Directors. The Risk Management Subcommittee supervised the appropriateness and adequacy of the risk management system and internal control. They followed up on the Company's risk management plan's progress and reported to the Audit Committee on risks and risk management. According to the analysis results to identify risks, it was found that there were a total of 139 risks expected to affect the operations. A total of 76 issues of high and very high risks were taken into account, divided into 50 issues of high-level risks and 26 issues of very high-level risks. Therefore, the responsible department was assigned to execute the risk management plan to manage those risks to an acceptable level and manage high and very high risks, a total of 76 issues to be reduced to an entirely acceptable level.

The risk management result for 2022 concluded that the risks managed to an acceptable level were 76 issues or 100% of the total risk. It showed that conducting the risk management by executing the specified risk management activities, causing the severity of the risk that could affect the 2022 activity goals had decreased to a mostly acceptable level and consistent with various activities with such risk management.

Sustainability Risk Management

1. Can take the risks that are not manageable to be an acceptable level, or take unperformed risk management activities to manage in 2023. The risk management activities are reviewed and revised to be worthwhile with the budget used, appropriate, and more practical possibilities.
2. Consider setting up more guidelines/methods and communication channels to manage risks so that the management and the operations can understand risk management principles and processes. The operator is also aware of the risk management planning procedures and processes to have a systematic and continuous implementation of the risk management process.
3. Push for the adoption of information technology systems to achieve greater efficiency and effectiveness in risk management.
4. Promote and organize additional training, build knowledge and understanding of risk management. Therefore, it must add more channels of communication and dissemination of risk management.

2) Risk Assessment: The Company realizes the importance of risk management by defining the risk assessment process following the business operation's objectives and goals. There are methods for identifying and analyzing all types of risks, both present, and future. Measures to control and monitor risks are appropriately assessed if objectives are not achieved. The approaches needed to maintain both the impact and likelihood levels have been established, considering the classes that will be significant to the Company's overall business operations. Factors that may impact from outside and inside the Company are assessed, including considering the potential for fraud risk. The Company arranges to review the organization's policies and guidelines and communicate to employees when encountered fraudulent incidents and act as the prescribed procedures. The Company has the Risk Management Committee responsible for corporate risk supervision. The Audit Committee is responsible for reviewing the efficiency and effectiveness of risk management at the corporate level. The administration is responsible for the risk and control owner to continuously assess and manage the risk at the organizational level.

The Company has the Risk Management Committee responsible for corporate risk supervision. The Audit Committee is responsible for reviewing the efficiency and effectiveness of risk management at the corporate level. The administration is responsible for the risk and control owner to continuously assess and manage the risk at the organizational level.

3) Control Activities: The Board of Directors has appointed three sub-committees: the Executive Board, the Risk Management Subcommittee, the Audit Committee, the Nomination and Remuneration Committee, and Good Governance Committee. The five committees performed their duties within the scope and authority assigned to control the management's performance. By taking into account the principles of separating duties and responsibilities in three areas: approval, accounting & information record, and keeping assets apart to have a proper mutual examination.

Also, the Audit Committee has reviewed and approved the annual audit plan to cover all processes with high risk and ensure that the various agencies have adequate control over their operations, financial performance, and compliance with laws, rules, and regulations. The Audit Committee has considered important issues and audit findings by advising the management to take corrective action and report its results and measures to prevent possible mistakes.

If there is a transaction with businesses or persons related to the Company leads to a conflict of interest. Transactions that occur must go through the same regulatory approval process as any regular transaction, taking into account the Company's best interests and shareholders as if it were done with third parties and legally. In which transactions may lead to conflicts of interest, such stakeholders shall not have the right to vote and disclose information as required by law.

4) Information and Communication: The Company has financial reporting using accounting policies appropriate to the nature of the Company's business operations and following generally accepted accounting principles, including International Financial Reporting Standards (IFRS), by preparing data and information systems to support financial reporting per the standards. Besides, the Company provides an information system enough for making decisions. There are communication and information related to the Company's operation, policies, and procedures to acknowledge employees for supporting efficient operations and activities.

5) Monitoring Activities: The Company has a system for monitoring and evaluating internal control as follows:

- **Operations Monitoring** It covers all essential activities continuously and regularly by the management, such as meeting reports, performance reports monthly, quarterly, etc.
- **Separate Evaluation** It consists of the Control Self-Assessment (CSA), the Securities and Exchange Commission. The Internal Audit Department is responsible for assessing the sufficiency and the suitability of the internal control system as defined in the Company's internal audit manual. Management shall correct according to recommendations and findings from the audit results and/or other appropriate and timely reviews to keep the internal control system up-to-date, actually works, and ready for the changing situation every moment.

At the Audit Committee Meeting No. 1/2023 on February 22, 2023, the Audit Committee assessed the assessment report's internal control system. It concluded that the five components of the internal control system are internal control, risk assessment, operational control, information and communication, and monitoring. The Audit Committee thought that the Company has an adequate and appropriate internal control system for the Company's business operations and risk management at an acceptable level. The accounting and financial reporting systems are accurate, reliable, and comply with the laws and regulations related to the Company's business operations.

2. In 2022, the Company found no significant flaws in the Company's internal control system that might affect its primary objectives.

3. In 2022, the Audit Committee and the Board of Directors commented and recommended developing and improving the consistent operating process.

4. The Internal Audit Department is independent of the management by reporting directly to the Audit Committee, which oversees the audit's performance to be independent, fair, ethical, and professional following the standards for the professional practice of internal auditing and reporting to the Chief Executive Officer in management budget.

The Internal Audit provides assurance service and consulting service by evaluating the internal control system's efficiency and effectiveness, risk management system, and corporate governance to support the Company's achievement of its business objectives and goals. The internal audit charter has set a mission, the scope of work, powers, duties, responsibilities, and operating guidelines clearly and always review to suit the circumstances.

The Head of Internal Audit serves as the secretary of the Audit Committee. Support the Audit Committee to perform the tasks assigned by the Board of Directors and as a consultant to give opinions on various aspects such as internal control, risk management, business ethics, the security of information systems, etc.

The Audit Committee approves the annual internal audit plan by applying the audit criteria according to the risk-based audit approach covering key control points using audit techniques referenced following international performance standards. Besides, the Internal Audit Department is another channel for receiving wrongdoing and fraud complaints from both internal and external parties to operate under the business ethics, code of conduct, and anti-corruption guidelines (Anti-Corruption Policy).

A person who holds Head of the Company's Internal Audit (Internal Audit) is Ms. Piyaporn Bandasak. The Audit Committee has the opinion that her qualifications are suitable and she performs duties efficiently.

In this regard, the consideration of the appointment, evaluation, removal, transfer, termination of employment of the head of the Company's internal audit must be approved by the Audit Committee.

The head of the Company's internal audit (Internal Audit) has the following responsibilities:

- 1) Assess the adequacy and effectiveness of operational processes, information systems, internal control, and risk management under the audit work's mission and scope.
- 2) Report on critical matters relating to the control processes in various activities of the Company and ways to improve those activities.
- 3) Provide feedback to management to operate to be more efficient, economical, and have good corporate governance.
- 4) Propose information on the annual audit plan progress and performance and the sufficiency of resources needed to perform the work.

- 5) Coordinate and supervise other monitoring and controls such as risk management, compliance with regulations, safety, code of conduct, environment, and audit.
- 6) Perform other tasks related to internal audit as assigned by the Audit Committee.

5. The Audit Committee shall consider and approve the appointment, removal, transfer, replacement, or termination of the internal audit head.

Related Party Transaction

The Company has entered into related transactions with connected persons. All of these related transactions are made in the ordinary course of business and on general trading conditions.

According to the Notification of the Stock Exchange of Thailand regarding Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions, the Company has the policy to disclose related transactions.

For the year 2023, the Company had transactions with connected persons. The auditors of the Company disclosed in the notes to audited financial statements. These transactions had been reviewed by the Audit Committee and were of the view that all related transactions were reasonable and in regular trade. The Company charged the purchase-sale price of the product and services to the connected persons at reasonable prices. It has been compared with the mid-market price in that business with various conditions as a usual business. Details of related transactions are as follows:

1. Related transactions with persons who may have conflicts of interest

Person who may have a conflict of interest	Relationship
<p>1. ADEPT Co.,Ltd (“ADEPT”)</p> <ul style="list-style-type: none"> Formerly named Banana Group Co., Ltd (“Banana Group”) Registered the second name change to Adept Company Limited on September 22, 2021 Formerly named Mango Shopping Co., Ltd. Registered the first name change to Banana Group Co., Ltd. on September 7, 2015 <p>The Company’s business involves distributing computer equipment, digital products, smartphones, tablets, mobile phones, and peripherals or accessories and operates as a seller or distributor of all types of IT and digital products.</p>	<ul style="list-style-type: none"> Subsidiary 99.99% Co-directors: Mr. Sura Khanittaweekul, Ms. Aree Preechanukul, and Mr. Kongsak Bannasathitgul
<p>2. Novus Integration Co., Ltd (“Novus”)</p> <p>Formerly named Banana Sure Co., Ltd. (Registered to change the Company name on September 20, 2017)</p> <p>The Company’s business involves developing, distributing, maintenance, and software installation for both ready-made programs and newly created programs, including providing rental services or leasing computer equipment, server, and related IT systems.</p>	<ul style="list-style-type: none"> Subsidiary 99.99% Co-directors: Mr. Sura Khanittaweekul and Ms. Aree Preechanukul

Person who may have a conflict of interest	Relationship
<p>3. Double 7 Co., Ltd (“Double 7”)</p> <p>The Company’s business involves distributing computer equipment, digital products, smartphones, tablets, mobile phones, and peripherals or accessories, including payment services, consignments, installment sales, and accepting digital and electronic products pledge.</p>	<ul style="list-style-type: none"> Subsidiary 60 % Co-directors: Mr. Sura Khanittaweekul, Ms. Aree Preechanukul, Mr. Kongsak Bannasathitgul, and Mr. Kritchawat Voravanich
<p>4. Thunder FinFin Company Limited (“TFF”)</p> <p>Formerly named DNA Retail-Link Company Limited (“DRL”) The Company’s business involves retailing of communication equipment, tapes, CDs, movie rolls, and music & movie CDs.</p>	<ul style="list-style-type: none"> Subsidiary 99.99% Co-directors: Mr. Sura Khanittaweekul, Ms. Aree Preechanukul, and Mr. Kongsak Bannasathitgul
<p>5. See Know How Company Limited (“SEE KNOW HOW”)</p> <p>The Company’s business involves learning center for employees of the Company and its affiliates.</p>	<ul style="list-style-type: none"> Subsidiary 99.99%
<p>6. Next Capital Public Company Limited (“NCAP”)</p> <p>The Company’s business involves leasing motorcycles hire purchase. (Registered to change the company name from BAF (Thailand) Co., Ltd. (“Buff”) to Next on July 1, 2020)</p>	<ul style="list-style-type: none"> Joint Venture, Com7 PCL. holds 34.32% of shares. Co-directors: Mr. Sura Khanittaweekul
<p>7. Double Value Co., Ltd (“Double Value”)</p> <p>Formerly named Double Seven Co., Ltd (Registered to change the Company name on August 8, 2014) The Company’s business involves renting, buying, selling, transferring, and operating real estate.</p>	<ul style="list-style-type: none"> Co-directors: Mr. Sura Khanittaweekul, Ms. Aree Preechanukul, and Mr. Kritchawat Voravanich Co-shareholders: Mr. Sura Khanittaweekul, Ms. Aree Preechanukul, and Mr. Kritchawat Voravanich, hold 61.47%, 8.09%, and 4.33% of shares, respectively.
<p>8. Inter Vision Business Groups Co., Ltd (“Inter Vision”)</p> <p>The Company’s business involves operating business of software writing service.</p>	<ul style="list-style-type: none"> Co-directors: Mr. Sura Khanittaweekul and Ms. Aree Preechanukul
<p>9. Organic Zone Co., Ltd (“Organic”)</p> <p>Formerly named PC Zone Company Limited (Registered to change the Company name on July 7, 2014) The Company’s business involves operating hotel, restaurant, bar, tour, and being the consultant and provides advice on industrial commerce administration.</p>	<ul style="list-style-type: none"> Co-directors: Mr. Sura Khanittaweekul Co-shareholders: Mr. Sura Khanittaweekul holds 99.99% of shares.
<p>10. L&T Asset Co., Ltd (“L&T Asset”)</p> <p>The Company engages in the operation of real estate properties and shopping centers.</p>	<ul style="list-style-type: none"> Co-directors: Mr. Sura Khanittaweekul
<p>11. Bakery Treasury Co., Ltd (“Bakery”)</p> <p>The Company’s business involves operating restaurant, producing and selling food and beverages of all kinds.</p>	<ul style="list-style-type: none"> Co-directors: Mr. Sura Khanittaweekul, Ms. Aree Preechanukul Co-shareholders: Mr. Sura Khanittaweekul, Ms. Aree Preechanukul, and Mr. Kritchawat Voravanich, hold 57.50%, 18.00%, and 3.00% of shares, respectively.
<p>12. 7 AM Company Limited (7 AM)</p> <p>Formerly named OXM Co., Ltd (“OXM”). Registered to change the company name on January 3, 2020. The Company’s business involves operating Cafe Amazon.</p>	<ul style="list-style-type: none"> Co-shareholders: Mr. Sura Khanittaweekul holds 48.99% of shares.

Person who may have a conflict of interest	Relationship
13. King Yummy Co., Ltd (“King Yummy”) The Company’s business involves operating food center, and restaurant to produce and sell both retail and wholesale and import and export ready-made food, ready-to-eat, and all kinds of beverage.	<ul style="list-style-type: none"> Co-directors: Mr. Sura Khanittaweekul, Ms. Aree Preechanukul Co-shareholders: Mr. Sura Khanittaweekul, Ms. Aree Preechanukul, and Mr. Bancha Phanthumakomol hold 55.25%, 18.00%, 13.75% of shares, respectively
14. Prime Solution and Services Co., Ltd (“Prime Solution and Services”) The Company’s business involves consulting in commercial, industrial, organizing training seminars.	<ul style="list-style-type: none"> Indirect subsidiary 48.98% Co-directors: Mr. Sura Khanittaweekul
15. L&T Corporation Co., Ltd (“L&T CORPORATION”) The Company’s business involves renting resort, hotel, and tourist attraction.	<ul style="list-style-type: none"> Co-directors: Mr. Sura Khanittaweekul
16. ITEC Software Co., Ltd (“ITEC Software”) Formerly named Softbox Co., Ltd (Registered to change the company name on November 18, 2015) The Company’s business involves producing, selling, developing, improving the computer programs and consulting for software and hardware installation.	<ul style="list-style-type: none"> Mr. Niithit Satraraluk, a director and shareholder, holds 99.99% of shares. Mr. Niithit Satraraluk is the spouse of Ms. Aree Preechanukul. <p>**Resolved to dispose of all shares on August 13, 2020, to Mr. Niithit Satraraluk, his shareholding changed from 48.95% to 99.99%.</p>
17. Boko & Brother Frog Co., Ltd. The Company’s business involves operating a business of providing space rental services.	<ul style="list-style-type: none"> Co-directors: Mr. Sura Khanittaweekul
18. Brax & Ben Co., Ltd. The Company’s business involves operating fuel trade business.	<ul style="list-style-type: none"> Co-directors: Mr. Sura Khanittaweekul
19. BNN Online Company Limited Formerly known as LORTHONG Co., Ltd. (Registered to change the company name on July 25, 2022) The Company’s business involves selling products online.	<ul style="list-style-type: none"> Indirect subsidiary 99.99% Co-directors: Mr. Sura Khanittaweekul and Ms. Aree Preechanukul
20. Com7 Holding Company Limited The Company’s business involves as an investment business, mainly earning income from holding shares in other companies.	<ul style="list-style-type: none"> Subsidiary 99.99% Co-directors: Mr. Sura Khanittaweekul and Ms. Aree Preechanukul
21. Doctor Pharma Health Technology Co., Ltd. The Company’s business involves a pharmacy business, dietary supplements, medical equipment, and consulting services from a doctor or pharmacist.	<ul style="list-style-type: none"> Joint Venture, Com7 Holding Co., Ltd holds 40% of shares. Co-directors: Mr. Sura Khanittaweekul
22. Brax 3583 Company Limited The Company’s business involves wholesale and retail business of consumer products, convenience store, 7-11 stores.	<ul style="list-style-type: none"> Co-directors: Mr. Sura Khanittaweekul

Person who may have a conflict of interest	Relationship
23. Phutthatham Insurance Co., Ltd. The Company’s business involves selling, transferring, accepting mortgages, pledges, exchanging and distributing assets, including non-life insurance and all types of insurance business.	<ul style="list-style-type: none"> Indirect subsidiary 96.75 %
24. Wang Heng Heng Co., Ltd. The Company’s business involves restaurant business, produces, sells, retails, wholesales, as well as imports and exports all kinds of food and beverages.	<ul style="list-style-type: none"> Co-directors: Ms. Aree Preechanukul
25. Mr. Sura Khanittaweekul	<ul style="list-style-type: none"> Director, Chief Executive Officer, and Major shareholder
26. Mr. Bancha Phanthumakomol	<ul style="list-style-type: none"> Major shareholder / Former Director of Com7
27. Ms. Aree Preechanukul	<ul style="list-style-type: none"> Director and Shareholder
28. Mr. Niithit Satraraluk	<ul style="list-style-type: none"> Spouse of Ms. Aree Preechanukul
29. Mr. Kritchawat Voravanich	<ul style="list-style-type: none"> Director and Shareholder
30. Director and Shareholder	<ul style="list-style-type: none"> Director and Shareholder
31. Mrs. Wassana Pongsangluk	<ul style="list-style-type: none"> Executive Director, Taweechai Wasanasadee Co., Ltd
32. Mr. Phakphum Satarat	<ul style="list-style-type: none"> Executive
33. Ms. Natthan Keeratikornysanan	<ul style="list-style-type: none"> Director and Shareholder
34. Mr. Suradech Sroirungruang	<ul style="list-style-type: none"> Shareholder
35. Mr. Narong Sriwannawit	<ul style="list-style-type: none"> Executive
36. Mr. Siripong Sombatsiri	<ul style="list-style-type: none"> Chairman of the Board Director, Infinite Technology Corporation Co., Ltd Director, AP (Thailand) Public Co., Ltd Audit Committee of the following companies: <ul style="list-style-type: none"> » Pan Asia Footwear Public Co., Ltd » Bangkok Chain Hospital Public Co., Ltd
37. Mr. Kashpol Chulajata	<ul style="list-style-type: none"> Audit Committee/Independent Directors
38. Dr. Somboon Aueatchasai	<ul style="list-style-type: none"> Audit Committee/Independent Directors Director, Executive, Chief Executive Officer and Company Secretary of Gunkul Engineering Public Co., Ltd.

Related transactions with subsidiaries and related parties

1. Transactions for receiving and making payments

Related Parties / Relationships with the Company	Transaction Details	Transaction Value (Baht)		Rationale and Necessity / Opinion of the Audit Committee
		2021	2022	
1. Inter Vision	1. Rental Income It is an office space service with a monthly service fee of 44,800 baht per month.	537,600	537,600	The transaction is reasonable with its fair value and the same conditions as carried out with external parties.
	2. Cost of Goods It is the sale of mobile phones and IT equipment at mutually agreed prices. It is the cost price plus the margin as agreed.	20,330	1,320,000	
	Total outstanding balance of receiving (as at the end)	47,936	1,868,766	
	Total outstanding balance of making payment (as at the end)	20,330	-	
2. ADEPT Formerly named, Banana Group	1. Price Protection Receive It is price insurance for mobile phones and IT equipment at a mutually agreed price.	2,353,916	2,455,916	The transaction is reasonable with its fair value and the same conditions as carried out with external parties.
	2. Management Fee Income It is hiring of the Company to manage internal affairs and as a business consultant. The monthly service fee is 5,000 baht per month, exclusive of VAT.	60,000	60,000	

Related Parties / Relationships with the Company	Transaction Details	Transaction Value (Baht)		Rationale and Necessity / Opinion of the Audit Committee
		2021	2022	
	3. Rental Income It is an office space service with a monthly service fee of 5,000 baht per month, exclusive of VAT.	60,000	60,000	The transaction is reasonable with its fair value and the same conditions as carried out with external parties.
	4. Cost of Sales It is the sale IT equipment at mutually agreed prices, i.e., cost plus an agreed margin.	50,849,729	141,625,711	
	5. Product revenue It is the purchase of IT products at the agreed price, i.e., the selling price plus the margin as agreed.	-	46,990,035	
	6. Sales Compensation It is the sale of mobile phones and IT equipment at a mutually agreed price, i.e., the cost price plus the margin as agreed.	-	157,000	
	Loans to Subsidiary			The transaction is reasonable because the Company needs to borrow for the management and working capital within the Company, which is typical for business expansion.
	Outstanding balance (as at the beginning)	-	900,000,000	
	Increase during the period	2,700,000,000	100,000,000	
	(Decrease) during the period	(1,800,000,000)	(880,080,524)	
	Outstanding balance (as at the end)	900,000,000	119,919,476	
	Interest income	2,686,315	8,350,166	
	Accrued interest	940,603	281,598	
	Total outstanding balance of receiving (as at the end)	1,254,388	42,192,676	
	Total outstanding balance of making payment (as at the end)	23,768,804	3,349,398	

Related Parties / Relationships with the Company	Transaction Details	Transaction Value (Baht)		Rationale and Necessity / Opinion of the Audit Committee
		2021	2022	
3) Novus Formerly named, Banana Sure	1. Management Fee Income According to the agreed sales volume, it is hiring of the Company to manage internal affairs and as a business consultant at the management fee. The monthly service fee is 5,000 baht per month, exclusive of VAT.	60,000	60,000	The transaction is reasonable with its fair value and the same conditions as carried out with external parties.
	2. Rental Income It is an office space service with a monthly service fee of 5,000 baht per month, exclusive of VAT.	60,000	60,000	
	3. Service income A service fee Onsite MA Service Project during October - December 2022	-	663,333	
	4. Sales Revenue It is the cost of buying computer equipment for reselling at the agreed price, i.e., the selling price plus the margin as agreed.	-	1,592,430	
Loans from Subsidiary				
	Outstanding balance (as at the beginning)	13,000,000	40,000,000	The transaction is reasonable because the Company needs to borrow for use in the company's management and circulation, which is the normal transaction for business expansion.
	Increase during the period	40,000,000	17,130,922	
	(Decrease) during the period	(13,000,000)	-	
	Outstanding balance (as at the end)	40,000,000	57,130,922	
	Interest income	125,655	429,378	
	Accrued interest	5,699	92,283	
	Total outstanding balance of receiving (as at the end)	10,700	128,994	
	Total outstanding balance of making payment (as at the end)	-	-	

Related Parties / Relationships with the Company	Transaction Details	Transaction Value (Baht)		Rationale and Necessity / Opinion of the Audit Committee
		2021	2022	
4. Double Value	1. Right of Use Assets, Net It is a transaction in which the lessee recognizes the leased property from the lease agreement. Land and buildings are commercial buildings, width 14.9 meters, three floors, No.1/65 Moo 6, Bo Phut Sub-district, Koh Samui District, Surat Thani. Use as Banana branch with 3-year lease agreement starting from January 1, 2020, to December 31, 2022, as right-of-use assets.	6,663,757	3,423,900	The transaction is reasonable and benefits the Company. It will make the storefront more space than before (from 4 meters to 14.9 meters), resulting in better product sales opportunities.
	2. Amortization – Right of Use Assets It is a transaction in which the lessee recognizes the leased property from all types of leases as a right-of-use asset and is amortized according to the lease period.	1,105,017	2,956,927	
	3. Lease Liabilities Right of Use It is a transaction in which the lessee recognizes the leased property as a liability.	6,740,448	3,275,594	
	4. Interest Expenses – Financial Lease Right of Use Assets It is a transaction in which the lessee recognizes the leased property as a liability. Besides, the interest expense is recognized, and the liability is gradually reduced according to the payment period.	44,479	102,036	
	5) Rental and Service Fees It is a service fee from the lease of land and buildings, a 3-year lease commencing from January 1, 2020, to December 31, 2022.	2,400,000	1,450,000	The transaction is reasonable with its fair value and the same conditions as carried out with external parties.
	Rental Guarantee	600,000	960,000	
	Service Deposit	-	240,000	
	Total outstanding balance of making payment (as at the end)	-	180,787	

Related Parties / Relationships with the Company	Transaction Details	Transaction Value (Baht)		Rationale and Necessity / Opinion of the Audit Committee	
		2021	2022		
5. Double 7	1. Management Fee Income It is hiring the Company to manage internal affairs and as a business consultant, starting from January 1, 2020, to December 31, 2022, at the management fee based on the agreed sales volume.	2,079,110	1,800,000	The transaction is reasonable because the management fee is calculated proportionately to sales.	
	2. Rental Income It is an office space service with a monthly service fee of 33,600 baht per month.	403,200	403,200		
	3. Sales revenue It is the sale of mobile phones and IT equipment at mutually agreed prices, i.e., cost plus an agreed margin.	122,136	3,757		
	4. Service Income 1. K2 program fee for 10 Licenses/ service fee for using the program and support 2. Service fee for using the program and Support Ax365	7,040,000	7,040,000	The transaction is reasonable with its fair value and the same conditions as carried out with external parties.	
	5. Dividend Received Dividends are received from business operations.	179,989,200	179,989,200		
	6. Other income It is the cost of equipment for COVID-19 testing according to public health guidelines to prevent the spread of the Coronavirus 2019 (COVID-19).	-	27,588		
	Loans from Subsidiary				
	Outstanding balance (as at the beginning)		325,000,000	285,000,000	The transaction is reasonable because the Company needs to borrow for use in the company's management and circulation, which is the normal transaction for business expansion.
	Increase during the period		390,000,000	200,000,000	
(Decrease) during the period		(430,000,000)	(310,000,000)		
Outstanding balance (as at the end)		285,000,000	175,000,000		
Interest expenses		1,619,554	1,572,199		
Accrued interest		566,568	670,212		
Total outstanding balance of receiving (as at the end)		7,515,562	1,601,028		
Total outstanding balance of making payment (as at the end)		-	-		

Related Parties / Relationships with the Company	Transaction Details	Transaction Value (Baht)		Rationale and Necessity / Opinion of the Audit Committee
		2021	2022	
6. Organic Zone	1. Right of Use Assets, Net It is a transaction in which the lessee recognizes the leased property from the office building lease agreement on a land of 4 rai 309 square wah, located at 549/1 Sanphawut Road, Bangna Tai Subdistrict, Bangna District, Bangkok. The 3-year lease commencing from January 1, 2020, to December 31, 2022, is a right-of-use asset.	310,418,611	232,899,451	The transaction is reasonable with its fair value and the same conditions as carried out with external parties.
	2. Amortization - Right of Use Assets It is a transaction in which the lessee recognizes the leased property from all types of leases as a right-of-use asset and is amortized according to the lease period.	77,519,159	77,519,159	
	3. Lease Liabilities Right of Use It is a transaction in which the lessee recognizes the leased property as a liability	343,129,587	278,194,799	
	4. Interest Expenses - Right of Use It is a transaction in which the lessee recognizes the leased property as a liability. Besides, the interest expense is recognized, and the liability is gradually reduced according to the payment period.	7,837,523	6,177,720	
	Rental Guarantee	33,935,352	33,935,352	
	Total outstanding balance of receiving (as at the end)	-	-	
	Total outstanding balance of making payment (as at the end)	-	-	
	7. Success March			
	1. Rental Income It is an office space service with a monthly service fee of 11,200 baht per month, exclusive of VAT.	134,400	134,400	
	Total outstanding balance of receiving (as at the end)	33,645	-	

Related Parties / Relationships with the Company	Transaction Details	Transaction Value (Baht)		Rationale and Necessity / Opinion of the Audit Committee
		2021	2022	
8. Next Capital	1. Sales revenue It is the cost of purchasing computer equipment for resale at the agreed price, i.e., cost plus an agreed margin.	6,569,006	666,377	The transaction is reasonable with its fair value and the same conditions as carried out with external parties.
	Loans to Subsidiary			
	Outstanding balance (as at the beginning)	-	300,000,000	
	Increase during the period	300,000,000	450,000,000	
	(Decrease) during the period	-	(750,000,000)	
	Outstanding balance (as at the end)	300,000,000	-	
	Interest income	991,233	9,181,644	
	Accrued interest	991,233	-	
	Total outstanding balance of receiving (as at the end)	991,233	-	
	Total outstanding balance of making payment (as at the end)	-	1,241,152	
9. Bakery Treasury	1. Rental Income It is an office space service with a monthly service fee of 10,000 baht per month	120,000	120,000	The transaction is reasonable with its fair value and the same conditions as carried out with external parties.
	2. Product cost It is the cost of food products in the Company's event.	139,063	222,581	
	3. Sales of Goods It is the cost of purchasing computer equipment for resale at the agreed price, i.e., cost plus an agreed margin.	355,847	437,023	
	4. Other income It is the cost of equipment for COVID-19 testing according to public health guidelines to prevent the spread of the Coronavirus 2019 (COVID-19).	-	41,630	
	Total outstanding balance of receiving (as at the end)	163,994	230,754	
	Total outstanding balance of making payment (as at the end)	86,000	227,861	

Related Parties / Relationships with the Company	Transaction Details	Transaction Value (Baht)		Rationale and Necessity / Opinion of the Audit Committee
		2021	2022	
10. Thunder Fin Fin (TFF)	1. Management Fee Income It is hiring the Company to manage internal affairs and as a business consultant, starting from January 1, 2022, to December 31, 2022, at the management fee based on the agreed sales volume.	798,595	282,787	The transaction is reasonable with its fair value and the same conditions as carried out with external parties.
	2. Rental Income It is an office space service with a monthly service fee of 5,000 baht per month.	60,000	60,000	
	3. Sales and Service Income It is the sale of mobile phone products at a mutually agreed price, i.e., cost plus an agreed margin.	804,552,653	800,586,355	
	4. Cost of Goods Sold It is the sale of mobile phone products at a mutually agreed price, i.e., cost plus an agreed margin.	2,231,107,084	65,727,967	
	5. Other income It is the sale of mobile phone products. The price is the cost price plus the margin as agreed.	-	4,856,971	
	Total outstanding balance of receiving (as at the end)	254,911,605	60,262,350	
	Total outstanding balance of making payment (as at the end)	54,296,385	-	
11. Prime Solution and Services	1. Interest Income It is the leasing of computer equipment in the amount of 48 installments from 15 Nov 2019 to 15 Oct 2023.	870,178	516,720	The transaction is reasonable with its fair value and the same conditions as carried out with external parties.
	2. Service income of computer equipment maintenance It is income from the service of 20 computer equipment, the price per month is as follows: - INV Huawei Matebook D14 10 units 1,200 baht each - INV Huawei Matebook D15 10 units 1,190 baht each	249,920	287,880	
	3. Management Fee Income It is hiring the Company to manage internal affairs and as a business consultant at the management fee based on the agreed sales volume.	960,000	960,000	

Related Parties / Relationships with the Company	Transaction Details	Transaction Value (Baht)		Rationale and Necessity / Opinion of the Audit Committee
		2021	2022	
	4. Sales of Goods It is the cost of purchasing computer equipment for resale at the agreed price, i.e., cost plus an agreed margin.	13,521,457	2,373,959	The transaction is reasonable with its fair value and the same conditions as carried out with external parties.
	5. Account Receivable Under Financial Lease AR under Financial Lease for computer equipment leasing in the amount of 48 from October 15, 2019 to October 15, 2023	12,857,964	5,999,344	
	Total outstanding balance of receiving (as at the end)	705,648	768,904	
	Total outstanding balance of making payment (as at the end)	-	-	
12.SEE KNOW HOW	1. External Training It is training for both new and old employees in order to have the knowledge and increase their skills and capability.	119,709,800	124,192,000	The transaction is reasonable with its fair value and the same conditions as carried out with external parties.
	2. Sales of Goods It is an IT equipment income at mutually agreed prices, i.e., selling price plus an agreed margin.	154,895	3,494,330	
	3. Service income of computer equipment It's income from IT products according to the agreed price.	689,980	4,234,512	
	4. Rental Income The price is for the service of office space. The service fee is 240,900 baht monthly (550 baht per sq. m.)	2,890,800	2,890,800	
	5. Management Fee Income It is hiring the Company to manage internal affairs and as a business consultant at the management fee based on the agreed sales volume.	71,151	60,000	The transaction is reasonable with its fair value and the same conditions as carried out with external parties.
	6. Dividend Received Dividend received from business operations in proportion to shareholding	-	199,988,000	
	Total outstanding balance of receiving (as at the end)	7,476,087	3,523,587	
	Total outstanding balance of making payment (as at the end)	-	-	

Related Parties / Relationships with the Company	Transaction Details	Transaction Value (Baht)		Rationale and Necessity / Opinion of the Audit Committee
		2021	2022	
13.Com7 Holding	Loans from Subsidiary			The transaction is reasonable because the Company needs to borrow for use in the company's management and circulation, which is the normal transaction for business expansion.
	Outstanding balance (as at the beginning)	-	-	
	Increase during the period	-	198,231,285	
	(Decrease) during the period	-	(50,000,000)	
	Outstanding balance (as at the end)	-	148,231,285	
	Interest expenses	-	102,538	
	Accrued interest	-	80,277	
	Loans to Subsidiary			
	Outstanding balance (as at the beginning)	-	-	
	Increase during the period	-	485,000,000	
	(Decrease) during the period	-	(485,000,000)	
	Outstanding balance (as at the end)	-	-	
	Interest income	-	1,384,291	
	Accrued interest	-	244,268	
	Investments in subsidiaries			
	Investments in subsidiaries increased during the period	-	600,000,000	
	Total outstanding balance of receiving (as at the end)	-	-	
	Total outstanding balance of making payment (as at the end)	-	-	
14.Dr. Pharma Health Technology	1. Product revenue It's income from IT products. The price is the selling price plus the margin as agreed.	-	925,780	The transaction is reasonable with its fair value and the same conditions as carried out with external parties.
	2. Rental income The price is for the service of office space. The service fee is 14,300 baht monthly (550 baht per sq. m.)	-	14,300	
	3. Management fee income It is hiring the Company to manage internal affairs and as a business consultant at the management fee based on the agreed sales volume.	-	18,881	
	Total outstanding balance of receiving (as at the end)	-	1,023,766	
	Total outstanding balance of making payment (as at the end)	-	-	

Independent Auditor’s Report

To the shareholders of Com7 Public Company Limited

My opinion

In my opinion, the consolidated financial statements and the separate financial statements present fairly, in all material respects, the consolidated financial position of Com7 Public Company Limited (the Company) and its subsidiaries (the Group) and the separate financial position of the Company as at 31 December 2022, and its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRS).

What I have audited

The consolidated financial statements and the separate financial statements comprise:

- the consolidated and separate statements of financial position as at 31 December 2022;
- the consolidated and separate statements of comprehensive income for the year then ended;
- the consolidated and separate statements of changes in equity for the year then ended;
- the consolidated and separate statements of cash flows for the year then ended; and
- the notes to the consolidated and separate financial statements, which include significant accounting policies and other explanatory information.

Basis for opinion

I conducted my audit in accordance with Thai Standards on Auditing (TSAs). My responsibilities under those standards are further described in the Auditor’s responsibilities for the audit of the consolidated and separate financial statements section of my report. I am independent of the Group and the Company in accordance with the Code of Ethics for Professional Accountants including Independence Standards issued by the Federation of Accounting Professions (TFAC Code) that are relevant to my audit of the consolidated and separate financial statements, and I have fulfilled my other ethical responsibilities in accordance with the TFAC Code. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key audit matters

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the consolidated and separate financial statements of the current period. These matters were addressed in the context of my audit of the consolidated and separate financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

Key audit matters	How my audit addressed the key audit matters
Adequacy of allowance for obsolete and slow-moving inventories Refer to Note 8 critical estimates and judgements of allowance for decrease in value of inventories and Note 13 Inventories, net, to the consolidated financial statements. Total inventories as at 31 December 2022 amount of Baht 7,333 million represent 38% of total assets in the consolidated financial statements. These inventories comprise IT products, mobile phones, and accessories, which are products with rapid technological change. Such changes cause the Group’s inventories to become obsolete and cannot be sold immediately. The allowance for obsolete and slow-moving inventories is calculated by applying a percentage involving management judgement, which was derived by historical data on the levels of obsolete and slow-moving inventories as well as the management’s view of the current stock profile and age. I focused on this area because of the significance of inventories in comparison to the consolidated financial statements and the recognition of allowances for obsolete and slow-moving inventories required management to exercise judgements upon assessing the level of allowances required.	<p>My audit procedures included understanding the Group’s policy in recognition of the allowance for obsolete and slow-moving inventories and challenging management’s judgement and assumptions used in determining the percentage of allowance for obsolete and slow-moving inventories.</p> <p>I assessed the reasonableness of the percentage of allowance for obsolete and slow-moving inventories by comparing to the percentage of historical loss on obsolete and slow-moving inventories of each product group, current market prices, sale transactions occurred after the statement of financial position date and also inventory turnover analysis.</p> <p>I tested the calculation of inventory aging by making sample selections of inventory aging reports prepared by the Group’s management as well as the calculation of allowance for obsolete and slow-moving inventories and compared with the management’s estimation.</p> <p>Based on my procedures performed, I found that the determination of the percentage of allowance for obsolete and slow-moving inventories were within a reasonable and acceptable range and supported by evidences.</p>
Assessment of goodwill impairment Refer to Note 7 critical estimates and judgements of estimated impairment of goodwill and Note 19 goodwill, net, to the consolidated financial statements. The Group has goodwill of Baht 383 million as at 31 December 2022. The Group is required to, at least annually, test the goodwill for impairment in accordance with the relevant financial reporting standards. For the year ended 31 December 2022, the management assessed an impairment over the goodwill balances by: 1. calculating the recoverable amount of each Cash Generating Unit (CGU) using the discounted cash flow (DCF) model for 5 years, with constant terminal growth rate applied to the 5th year. These cash flows were then discounted to net present value using the weighted average cost of capital (WACC); and 2. comparing the resulting of recoverable amount to their respective book values of each CGU. Based on the annual impairment test, management concluded that no additional allowance for impairment of goodwill was required as at 31 December 2022.	<p>I gained understanding and evaluated cash flow forecasts method, the process by which they were developed and challenged the composition of management’s cash flow forecasts including testing the mathematical accuracy of the underlying calculations as following procedures.</p> <p>I compared the inputs in cash flow forecasts to the approved budgets and business plans and other evidence of future intentions.</p> <p>I compared current year actual results with the figures included in the prior year forecast to consider whether the forecast assumptions included had been reasonable.</p> <p>I assessed the management’s estimated revenue growth rate and profit margin rate by comparing them to historical results.</p> <p>I tested the parameters such as cost of equity and risk-free rate used to determine the discount rate applied and compared with rate of return of other companies in the same business group registered in the Stock Exchange of Thailand and government</p>

Key audit matters	How my audit addressed the key audit matters
I focused on this area because the assessment process involves significant management judgement in estimating the cash flow forecasts, which is based on assumptions that relate to future market and economic conditions such as revenue growth rate, profit margin, and discount rate.	<p>I tested the calculation on sensitive change in key assumptions such as revenue growth and discount rates of the discounted cash flow.</p> <p>I used my firm's valuation expert to assess the appropriateness of assumptions used in the calculation of recoverable amount of each CGU, in particular, discount rates, and compared the independent expectations to those used by management.</p> <p>Based on my procedures above, I found management's key assumptions used in assessing the recoverable amounts of goodwill to be reasonable based on the available evidence.</p>

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated and separate financial statements and my auditor's report thereon. The annual report is expected to be made available to me after the date of this auditor's report.

My opinion on the consolidated and separate financial statements does not cover the other information and I will not express any form of assurance conclusion thereon.

In connection with my audit of the consolidated and separate financial statements, my responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate financial statements or my knowledge obtained in the audit, or otherwise appears to be materially misstated.

When I read the annual report, if I conclude that there is a material misstatement therein, I am required to communicate the matter to the audit committee.

Responsibilities of the directors for the consolidated and separate financial statements

The directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with TFRS, and for such internal control as the directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, the directors are responsible for assessing the Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group and the Company or to cease operations, or has no realistic alternative but to do so.

The audit committee assists the directors in discharging their responsibilities for overseeing the Group's and the Company's financial reporting process.

Auditor's responsibilities for the audit of the consolidated and separate financial statements

My objectives are to obtain reasonable assurance about whether the consolidated and separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with TSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and separate financial statements.

As part of an audit in accordance with TSAs, I exercise professional judgement and maintain professional scepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

I communicate with the audit committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide the audit committee with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards.

From the matters communicated with the audit committee, I determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

PricewaterhouseCoopers ABAS Ltd.



Pongthavee Ratanakoses
Certified Public Accountant (Thailand) No. 7795
Bangkok
22 February 2023

Statement of Financial Position

Com7 Public Company Limited

As at 31 December 2022

	Notes	Consolidated financial statements		Separate financial statements	
		2022	2021	2022	2021
		Baht	Baht	Baht	Baht
Assets					
Current assets					
Cash and cash equivalents	9	1,335,271,578	1,656,882,222	1,009,768,908	1,138,686,887
Short-term investments	11	15,000,000	-	-	-
Trade and other receivables, net	10	3,715,595,626	2,785,619,897	3,404,900,145	2,250,704,067
Current portion of finance lease receivables, net	10	492,357,090	462,458,325	11,132,218	12,993,106
Financial assets measured at fair value	11	285,302,052	193,691,951	131,076,953	156,855,506
Derivatives - Warrants	11	56,088,571	-	56,088,571	-
Short-term loans to related parties	32	6,316,303	306,316,304	119,919,476	1,200,000,000
Inventories, net	12	7,333,050,039	6,207,899,899	6,980,918,100	5,749,330,992
Other current assets	13	122,958,653	273,289,301	57,140,260	206,500,643
Total current assets		13,361,939,912	11,886,157,899	11,770,944,631	10,715,071,201
Non-current assets					
Restricted deposits with financial institutions		30,401,408	1,414,578	-	-
Trade and other receivables, net	10	31,689,292	237,235,285	31,689,292	237,235,285
Finance lease receivables, net	10	129,033,158	97,398,903	14,584	11,163,679
Financial assets measured at fair value	11	826,649,429	180,000,000	602,119,347	-
Investments in subsidiaries	14	-	-	1,586,834,566	988,834,366
Investments in associates	15	1,517,072,927	773,666,424	1,244,224,182	593,575,203
Property and equipment, net	16	873,465,255	614,919,099	866,936,026	613,630,692
Right-of-use assets, net	17	949,207,119	1,186,340,243	948,069,726	1,178,255,234
Intangible assets, net	18	147,925,329	173,661,862	72,646,691	97,215,552
Goodwill, net	19	382,756,950	123,691,216	-	45,655,040
Deferred tax assets, net	20	274,881,145	107,740,953	252,014,797	105,773,863
Other non-current assets		637,431,328	583,513,010	626,487,111	559,515,746
Total non-current assets		5,800,513,340	4,079,581,573	6,231,036,322	4,430,854,660
Total assets		19,162,453,252	15,965,739,472	18,001,980,953	15,145,925,861

The accompanying notes on page xx to xx are an integral part of these consolidated and separate financial statements.

Statement of Financial Position (continued)

Com7 Public Company Limited

As at 31 December 2022

	Notes	Consolidated financial statements		Separate financial statements	
		2022	2021	2022	2021
		Baht	Baht	Baht	Baht
Liabilities and equity					
Current liabilities					
Bank overdrafts and short-term loans from financial institutions	21	5,203,908,595	3,800,990,825	5,076,465,340	3,754,095,570
Trade and other payables	22	4,909,432,169	5,105,791,469	4,422,045,808	4,704,009,654
Short-term loans from subsidiaries	21, 32	-	-	380,362,208	325,000,000
Current portion of lease liabilities, net	21	472,728,790	524,664,097	471,659,817	518,734,640
Current income tax payable		566,036,756	288,683,043	527,035,172	266,818,172
Other current liabilities		17,295,199	30,905,910	14,762,460	28,133,707
Total current liabilities		11,169,401,509	9,751,035,344	10,892,330,805	9,596,791,743
Non-current liabilities					
Lease liabilities, net	21	461,579,506	677,402,910	461,579,506	674,547,786
Employee benefit obligations	23	103,218,906	102,722,318	89,593,224	88,623,904
Provision for decommissioning liabilities		26,208,000	23,648,000	26,208,000	23,648,000
Other non-current liabilities		150,144,343	110,180,545	149,964,340	110,120,543
Total non-current liabilities		741,150,755	913,953,773	727,345,070	896,940,233
Total liabilities		11,910,552,264	10,664,989,117	11,619,675,875	10,493,731,976

The accompanying notes on page xx to xx are an integral part of these consolidated and separate financial statements.

Statement of Financial Position (continued)

Com7 Public Company Limited

As at 31 December 2022

	Notes	Consolidated financial statements		Separate financial statements	
		2022	2021	2022	2021
		Baht	Baht	Baht	Baht
Liabilities and equity (continued)					
Equity					
Share capital	24				
Authorised share capital					
2,400,000,000 ordinary shares					
at par value of Baht 0.25 each		600,000,000		600,000,000	
(31 December 2021:					
1,200,000,000 ordinary shares					
at par value of Baht 0.25 each)			300,000,000		300,000,000
Issued and paid-up share capital					
2,399,998,265 ordinary shares					
at par value of Baht 0.25 each		599,999,566	-	599,999,566	-
(31 December 2021:					
1,200,000,000 ordinary shares					
paid-up of Baht 0.25 each)		-	300,000,000	-	300,000,000
Premium on ordinary shares		898,760,685	898,760,685	898,760,685	898,760,685
Retained earnings					
Appropriated - legal reserve	25	30,000,000	30,000,000	30,000,000	30,000,000
Unappropriated		5,488,738,212	4,069,677,849	5,863,395,288	3,423,433,200
Less: Treasury shares	24	(484,293,100)	-	(484,293,100)	-
Other components of equity		621,261,526	(13,576,049)	(525,557,361)	-
Equity attributable to owners of the parent		7,154,466,889	5,284,862,485	6,382,305,078	4,652,193,885
Non-controlling interests		97,434,099	15,887,870	-	-
Total equity		7,251,900,988	5,300,750,355	6,382,305,078	4,652,193,885
Total liabilities and equity		19,162,453,252	15,965,739,472	18,001,980,953	15,145,925,861

The accompanying notes on page xx to xx are an integral part of these consolidated and separate financial statements.

Statement of Comprehensive Income

Com7 Public Company Limited

For the year ended 31 December 2022

	Notes	Consolidated financial statements		Separate financial statements	
		2022	2021	2022	2021
		Baht	Baht	Baht	Baht
Revenues					
Revenues from sales and services		62,732,613,997	51,126,442,939	60,062,848,462	49,931,662,963
Gain on sale of subsidiary	14	-	-	1,358,000,000	-
Other income		247,937,189	24,146,958	611,124,391	245,291,865
Share of profit from investments in associates	15	45,071,890	96,476,077	-	-
Total revenues		63,025,623,076	51,247,065,974	62,031,972,853	50,176,954,828
Expenses					
Cost of sales and services		(54,297,807,876)	(44,280,503,258)	(52,358,071,112)	(43,582,919,955)
Selling expenses		(3,735,708,049)	(2,913,534,808)	(3,812,940,055)	(2,980,737,445)
Administrative expenses		(859,299,518)	(782,239,033)	(714,780,243)	(696,991,703)
Reversal of (Loss) from impairment of financial asset, net		(107,618,089)	(65,705,812)	10,375,185	(27,996,481)
Other gains (losses), net	26	(89,718,340)	25,996,790	(90,155,197)	26,007,721
Total expenses		(59,090,151,872)	(48,015,986,121)	(56,965,571,422)	(47,262,637,863)
Profit before finance costs and income tax		3,935,471,204	3,231,079,853	5,066,401,431	2,914,316,965
Finance costs	27	(103,024,169)	(47,885,240)	(100,180,004)	(46,097,432)
Profit before income tax		3,832,447,035	3,183,194,613	4,966,221,427	2,868,219,533
Income tax	29	(768,649,319)	(554,710,859)	(904,760,067)	(508,823,121)
Profit for the year		3,063,797,716	2,628,483,754	4,061,461,360	2,359,396,412
Other comprehensive income (expenses):					
Items that will not be reclassified to profit and loss					
Remeasurement of employee benefit obligations, net of income tax	23	13,112,560	-	8,641,279	-
Change in fair value of financial assets, net of income tax	11	(655,664,032)	-	(655,700,081)	-
Share of other comprehensive income from investments in associates, net of income tax	15	482,069	952,789	-	-
Item that will be reclassified to profit and loss					
Share of other comprehensive income from investments in associates, net of income tax	15	7,203,569	1,223,729	-	-
Other comprehensive income (expenses) for the year, net of income tax		(634,865,834)	2,176,518	(647,058,802)	-
Total comprehensive income for the year		2,428,931,882	2,630,660,272	3,414,402,558	2,359,396,412
Profit (Loss) attributable to:					
Owners of the parent		3,037,711,715	2,630,392,186	4,061,461,360	2,359,396,412
Non-controlling interests		26,086,001	(1,908,432)	-	-
		3,063,797,716	2,628,483,754	4,061,461,360	2,359,396,412
Total comprehensive profit attributable to:					
Owners of the parent		2,401,222,520	2,632,568,704	3,414,402,558	2,359,396,412
Non-controlling interests		27,709,362	(1,908,432)	-	-
		2,428,931,882	2,630,660,272	3,414,402,558	2,359,396,412
Earnings per share for profit attributable to the owners of the Parent					
Basic earnings per share (Baht)	30	1.27	1.10	1.69	0.98

The accompanying notes on page xx to xx are an integral part of these consolidated and separate financial statements.

Statement of Changes in Equity

Com7 Public Company Limited

For the year ended 31 December 2022

Consolidated financial statements													
Notes	Attributable to owners of the parent				Other components of equity								
	Issued and paid-up share capital	Premium on ordinary shares	Retained earnings		Treasury shares	Share of other comprehensive income from investments in associates	Change in fair value of financial assets	Change in ownership interest in subsidiaries	Total other components of equity	Total equity attributable to owners of the parent	Non-controlling interests	Total equity	Baht
	Baht	Baht	Appropriated - legal reserve	Unappropriated	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht
Balance at 31 December 2021	300,000,000	898,760,685	30,000,000	2,638,332,874	-	(14,799,778)	-	-	(14,799,778)	3,852,293,781	18,534,789	3,870,828,570	
Change in equity for the year 2021													
Dividend payment	-	-	-	(1,200,000,000)	-	-	-	-	-	(1,200,000,000)	-	(1,200,000,000)	
Profit for the year	-	-	-	2,630,392,186	-	-	-	-	-	2,630,392,186	(1,908,432)	2,628,483,754	
Other comprehensive income (expenses) for the year	-	-	-	952,789	-	1,223,729	-	-	1,223,729	2,176,518	-	2,176,518	
Increase in non-controlling interests of a subsidiary from investment in an indirect subsidiary	-	-	-	-	-	-	-	-	-	-	12,500,100	12,500,100	
Change in non-controlling interests from change in investments in subsidiaries	-	-	-	-	-	-	-	-	-	-	(13,238,587)	(13,238,587)	
Closing balance as at 31 December 2021	300,000,000	898,760,685	30,000,000	4,069,677,849	-	(13,576,049)	-	-	(13,576,049)	5,284,862,485	15,887,870	5,300,750,355	
Balance at 31 December 2022	300,000,000	898,760,685	30,000,000	4,069,677,849	-	(13,576,049)	-	-	(13,576,049)	5,284,862,485	15,887,870	5,300,750,355	
Change in equity for the year 2022													
Stock dividend	299,999,566	-	-	(299,999,566)	-	-	-	-	-	-	-	-	
Dividend payment	-	-	-	(1,199,998,265)	-	-	-	-	-	(1,199,998,265)	-	(1,199,998,265)	
Treasury shares	-	-	-	-	(484,293,100)	-	-	-	-	(484,293,100)	-	(484,293,100)	
Profit for the year	-	-	-	3,037,711,715	-	-	-	-	-	3,037,711,715	26,086,001	3,063,797,716	
Other comprehensive income (expenses) for the year	-	-	-	11,489,199	-	7,685,638	(655,664,032)	-	(647,978,394)	(636,489,195)	1,623,361	(634,865,834)	
Transfer of loss on disposal of equity investments measured at fair value through other comprehensive income (net of income tax) to retained earnings	-	-	-	(130,142,720)	-	-	130,142,720	-	130,142,720	-	-	-	
Change in non-controlling interests from change in investments in subsidiaries	-	-	-	-	-	-	-	1,152,673,249	1,152,673,249	1,152,673,249	53,836,867	1,206,510,116	
Closing balance as at 31 December 2022	599,999,566	898,760,685	30,000,000	5,488,738,212	(484,293,100)	(5,890,411)	(525,521,312)	1,152,673,249	621,261,526	7,154,466,889	97,434,099	7,251,900,988	

The accompanying notes on page xx to xx are an integral part of these consolidated and separate financial statements.

Statement of Changes in Equity (continued)

Com7 Public Company Limited

For the year ended 31 December 2022

Separate financial statements													
Notes	Retained earnings				Other components of equity				Total equity				
	Issued and paid-up share capital	Premium on ordinary shares	Appropriated - legal reserve	Unappropriated	Treasury shares	Change in fair value of financial assets	Total equity	Baht	Baht	Baht	Baht	Baht	Baht
	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht	Baht
Balance at 31 December 2021	300,000,000	898,760,685	30,000,000	2,264,036,788	-	-	-	-	-	-	-	-	3,492,797,473
Change in equity for the year 2021													
Dividend payment	-	-	-	(1,200,000,000)	-	-	(1,200,000,000)	-	-	-	-	-	(1,200,000,000)
Profit for the year	-	-	-	2,359,396,412	-	-	2,359,396,412	-	-	-	-	-	2,359,396,412
Closing balance as at 31 December 2021	300,000,000	898,760,685	30,000,000	3,423,433,200	-	-	3,423,433,200	-	-	-	-	-	4,652,193,885
Balance at 31 December 2022	300,000,000	898,760,685	30,000,000	3,423,433,200	-	-	3,423,433,200	-	-	-	-	-	4,652,193,885
Change in equity for the year 2022													
Stock dividend	299,999,566	-	-	(299,999,566)	-	-	-	-	-	-	-	-	-
Dividend payment	-	-	-	(1,199,998,265)	-	-	(1,199,998,265)	-	-	-	-	-	(1,199,998,265)
Treasury shares	-	-	-	-	(484,293,100)	-	(484,293,100)	-	-	-	-	-	(484,293,100)
Profit for the year	-	-	-	4,061,461,360	-	-	4,061,461,360	-	-	-	-	-	4,061,461,360
Other comprehensive income (expenses) for the year	-	-	-	8,641,279	-	-	8,641,279	-	-	(655,700,081)	-	-	(647,058,802)
Transfer of loss on disposal of equity investments measured at fair value through other comprehensive income (net of income tax) to retained earnings	-	-	-	(130,142,720)	-	-	(130,142,720)	-	-	130,142,720	-	-	-
Closing balance as at 31 December 2022	599,999,566	898,760,685	30,000,000	5,863,395,288	(484,293,100)	-	(525,557,361)	(484,293,100)	-	(525,557,361)	-	-	6,382,305,078

The accompanying notes on page xx to xx are an integral part of these consolidated and separate financial statements.

Statement of Cash Flows

Com7 Public Company Limited

For the year ended 31 December 2022

	Notes	Consolidated financial statements		Separate financial statements	
		2022	2021	2022	2021
		Baht	Baht	Baht	Baht
Cash flows from operating activities					
Profit before income tax		3,832,447,035	3,183,194,613	4,966,221,427	2,868,219,533
Depreciation	16, 17	780,455,771	775,307,819	774,475,179	767,356,626
Amortisation	18	15,842,397	12,168,016	9,833,360	6,576,267
Allowance for impairment loss on trade and other receivables	10.3	39,694,683	65,705,812	(10,375,185)	27,996,481
Allowance for diminution in value of inventories	12	22,471,034	11,666,999	26,237,829	9,220,692
Employee benefit expenses	23	16,671,786	14,119,763	12,884,826	12,320,551
(Gain) Loss from disposals and write-offs of property and equipment, right-of-use assets and intangible assets, net	26	(23,147,484)	5,016,741	(21,193,841)	5,016,731
Amortisation of gain from sale and lease back		(740,915)	(639,332)	(740,915)	(639,332)
Allowance for impairment on property and equipment and intangible assets	16, 17	29,233,204	2,724,536	29,233,204	2,724,536
Allowance for impairment loss on goodwill	19	45,655,040	-	45,655,040	-
Gain from disposal of investment in a subsidiary		-	-	(1,358,000,200)	-
Loss from changes in ownership interest in subsidiaries		-	163,615	-	-
(Gain) Loss from fair value of financial assets measured at FVPL	11	1,131,833	(4,462,674)	1,976,290	(3,805,671)
Share of profit from investments in associates	15	(45,071,891)	(96,476,077)	-	-
Other income from acquisition of warrants of equity investment measured at FVPL	11	(158,342,846)	-	(158,342,846)	-
Dividend income	14	-	-	(379,977,200)	(219,986,800)
Interest income		(11,357,170)	(5,312,302)	(20,283,668)	(7,881,668)
Finance costs		103,024,169	47,885,240	100,180,004	46,097,432
Changes in working capital					
Trade and other receivables		(687,518,866)	(2,048,859,705)	(938,734,021)	(1,657,428,664)
Finance lease receivable		(111,249,345)	(512,099,724)	13,009,983	12,685,266
Inventories		(1,147,621,174)	(2,555,165,743)	(1,257,824,937)	(2,116,872,484)
Other current assets		90,516,827	(257,511,276)	149,360,383	(207,529,757)
Other non-current assets		(53,918,316)	(91,778,493)	(66,971,365)	(84,729,798)
Trade and other payables		(584,595,596)	2,634,447,453	(318,192,732)	2,538,143,216
Other current liabilities		232,231,582	12,525,196	(13,371,247)	13,029,267
Other non-current liabilities		40,672,142	23,235,850	40,584,711	23,175,848
Cash paid for employee benefit obligations		(2,181,366)	-	(1,113,907)	-
Cash generated from operations		2,424,302,534	1,215,856,327	1,624,530,172	2,033,688,272
Finance costs paid		(91,637,764)	(45,848,034)	(68,318,951)	(45,692,467)
Income tax paid		(688,942,619)	(465,236,424)	(629,019,301)	(423,305,541)
Net cash generated from operating activities		<u>1,643,722,151</u>	<u>704,771,869</u>	<u>927,191,920</u>	<u>1,564,690,264</u>

The accompanying notes on page xx to xx are an integral part of these consolidated and separate financial statements.

Statement of Cash Flows (continued)

Com7 Public Company Limited

For the year ended 31 December 2022

	Notes	Consolidated financial statements		Separate financial statements	
		2022	2021	2022	2021
		Baht	Baht	Baht	Baht
Cash flows from investing activities					
Restricted deposits at financial institutions		(193,025)	1,008,179	-	-
Net receipts from (payments for) debt instruments measured at FVPL		(86,870,399)	60,000,482	29,673,798	34,160,074
Receipts from sales of equity instruments measured at FVOCI	11	143,104,000	-	143,104,000	-
Payments for investments in equity instruments measured at FVOCI	11	(1,438,171,331)	(180,000,000)	(1,438,171,331)	-
Receipts from sales of warrants of equity instruments measured at FVOCI		30,038,530	-	30,038,530	-
Receipts from disposal of a subsidiary	14	-	-	1,360,000,000	-
Payments for investment in a subsidiary, net of acquired cash	14	(154,309,285)	-	(600,000,000)	(686,287,300)
Payments for investment in an associate	15	(690,648,978)	-	(650,648,979)	-
Payments for investment in an associate's warrants	15	(60,332,908)	-	(60,332,908)	-
Payments for decommissioning liabilities		(1,824,000)	(774,058)	(1,824,000)	(774,058)
Receipts from disposals of property and equipment		6,793,727	2,288,411	6,793,727	2,288,411
Payments for purchases of property and equipment, intangible assets and right-of-use assets		(493,295,047)	(328,995,704)	(498,346,928)	(326,605,109)
Net receipts from (payments for) short-term loans to related parties	32	300,000,000	(299,900,000)	1,080,080,524	(1,200,000,000)
Dividend received	14	-	-	379,977,200	219,986,800
Interest received		11,163,211	18,696,034	20,742,790	6,896,682
Net cash used in investing activities		<u>(2,434,545,505)</u>	<u>(727,676,656)</u>	<u>(198,913,577)</u>	<u>(1,950,334,500)</u>
Cash flows from financing activities					
Net cash receipts from (payments for) short-term loans from financial institutions		1,397,062,413	2,528,533,986	1,322,369,770	2,534,526,797
Net cash receipts from (payments for) short-term loans from related parties	32, 33	-	-	55,362,208	(13,000,000)
Payments for lease liabilities	33	(609,446,307)	(511,421,693)	(550,669,549)	(505,169,834)
Payments for treasury shares	24	(484,293,100)	-	(484,293,100)	-
Cash receipts from non-controlling interests from change in interest in subsidiaries	14	1,360,000,000	12,500,100	-	-
Payments for non-controlling interests from change in interest in subsidiaries		-	(13,402,203)	-	-
Dividend paid to the owners of the parent		(1,199,965,653)	(1,198,516,823)	(1,199,965,652)	(1,198,516,823)
Net cash generated from (used in) financing activities		<u>463,357,353</u>	<u>817,693,367</u>	<u>(857,196,323)</u>	<u>817,840,140</u>
Net increase (decrease) in cash and cash equivalents		<u>(327,466,001)</u>	<u>794,788,580</u>	<u>(128,917,980)</u>	<u>432,195,904</u>
Cash and cash equivalents at the beginning of the year	10	1,630,459,832	835,671,252	1,138,686,887	706,490,983
Cash and cash equivalents at the end of the year	10	<u>1,302,993,831</u>	<u>1,630,459,832</u>	<u>1,009,768,907</u>	<u>1,138,686,887</u>
Non-cash transactions					
Significant non-cash transactions					
Acquisitions of right-of-use assets under lease contracts		430,984,264	543,623,716	360,566,611	536,929,829
Payable balances from purchase of property and equipment		20,816,750	818,845	20,816,750	818,845
Decommissioning liabilities balance		4,384,000	3,456,000	4,384,000	3,456,000
Stock dividend	31	299,999,566	-	299,999,566	-

The accompanying notes on page xx to xx are an integral part of these consolidated and separate financial statements.

Notes to the Consolidated and Separate Financial Statements

Com7 Public Company Limited

For the year ended 31 December 2022

1 General information

Com7 Public Company Limited (“the Company”) is a public limited company which is listed on the Stock Exchange of Thailand. The Company is incorporated and domiciled in Thailand. The address of the Company’s registered office is as follows:

549/1 Sanphawut Road, South Bangna, Bangna, Bangkok, Thailand.

The principal business operations of the Company and its subsidiaries (together “the Group”) are selling IT products, mobiles and accessories and providing repair and services.

These consolidated and separate financial statements were authorised for issue by the board of directors on 22 February 2023.

2 Basis of preparation

The consolidated and separate financial statements have been prepared in accordance with Thai Financial Reporting Standards (“TFRS”) and the financial reporting requirements issued under the Securities and Exchange Act.

The consolidated and separate financial statements have been prepared under the historical cost convention except financial assets measured at fair value and derivatives as explained in relevant accounting policies.

The preparation of financial statements in conformity with TFRS requires management to use certain critical accounting estimates and to exercise its judgement in applying the Group’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas that are more likely to be materially adjusted due to changes in estimates and assumptions are disclosed in Note 7.

An English version of the consolidated and separate financial statements have been prepared from the statutory financial statements that are in the Thai language. In the event of a conflict or a difference in interpretation between the two languages, the Thai language statutory financial statements shall prevail.

3 New and amended financial reporting standards

3.1 New and amended financial reporting standards that are effective for accounting period beginning on or after 1 January 2022 and relevant with the Group

- **Interest rate benchmark (IBOR) reform - phase 2, amendments to TFRS 9, TFRS 7, TFRS 16 and TFRS 4 and accounting guidance, financial instruments and disclosures for insurance business** provide relief measures addressing issues that might affect financial reporting during the reform, including the effects of changes to contractual cash flows or hedging relationship arising from the replacement of one benchmark with an alternative benchmark.

Key relief measures of the phase 2 amendments are as follows:

- When changing the basis for determining contractual cash flows for financial assets and financial liabilities (including lease liabilities), changes that are necessary as a direct result of the IBOR reform and which are considered economically equivalent, will not result in an immediate gain or loss in the income statement. TFRS 16 has also been amended to require lessees to use a similar practical expedient when accounting for lease modifications that change the basis for determining future lease payments because of the IBOR reform.
- Hedge accounting relief measures will allow most TFRS 9 hedge relationships that are directly affected by the IBOR reform to continue. However, additional ineffectiveness might need to be recorded.

TFRS 7 requires additional disclosure about:

- the nature and extent of risk arising from the IBOR reform to which the entity is exposed to
- how the entity manages those risks
- the entity’s process in transitioning from the IBOR to alternative benchmark rates and how the entity is managing this transition.

The Group’s management assessed and considered that the above new and amended standards do not have a significant impact to the Group.

3.2 Amended financial reporting standards that are effective for accounting period beginning or after 1 January 2023 and have significant impacts to the Group

Certain amended TFRS have been issued that are not mandatory for the current reporting period and have not been early adopted by the Group and the Company.

- a) **Amendment to TAS 16 - Property, plant and equipment** clarified to prohibit entities from deducting from the cost of an item of PP&E any proceeds received from selling any items produced while the entity is preparing that asset for its intended use.
- b) **Amendment to TAS 37 - Provisions, contingent liabilities and contingent assets** clarified that, in considering whether a contract is onerous, the direct costs of fulfilling a contract include both the incremental costs of fulling the contract and an allocation of other costs directly related to fulfilling the contract. Before recognising a separate provision for an onerous contract, the entity must recognise any impairment losses that have occurred on the assets used in fulfilling the contract.
- c) **Amendments to TFRS 3 - Business combinations** clarified some minor amendments to update its reference to the Conceptual Framework for Financial Reporting and added a consideration for the recognition of liabilities and contingent liabilities acquired from business combinations. The amendments also confirmed that contingent assets shouldn’t be recognised at the acquisition date.
- d) **Amendment to TFRS 9 - Financial instruments** clarified which fees should be included in the 10% test for the derecognition of financial liabilities. It should only include fees between the borrower and lender.

4 Accounting policies

4.1 Principles of consolidation and equity accounting

- a) **Subsidiaries**

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date on which control is transferred to the Group until the date that control ceases.

In the separate financial statements, investments in subsidiaries are accounted for using cost method.
- b) **Associates**

Associates are all entities over which the Group has significant influence but not control or joint control. Investments in associates are accounted for using the equity method of accounting.

In the separate financial statements, investments in subsidiaries are accounted for using cost method.
- c) **Equity method**

The investment is initially recognised at cost which is consideration paid and directly attributable costs.

The Group’s subsequently recognises shares of its associates and joint ventures’ profits or losses and other comprehensive income in the profit or loss and other comprehensive income, respectively. The subsequent cumulative movements are adjusted against the carrying amount of the investment.

When the Group’s share of losses in associates and joint ventures equals or exceeds its interest in the associates and joint ventures, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associates and joint ventures.

d) Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A difference between the amount of the adjustment to non-controlling interests to reflect their relative interest in the subsidiary and any consideration paid or received is recognised within equity.

If the ownership interest in associates and joint ventures is reduced but significant influence and joint control is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate. Profit or loss from reduce of the ownership interest in associates and joint ventures is recognise in profit or loss

When the Group losses control, joint control or significant influence over investments, any retained interest in the investment is remeasured to its fair value, with the change in carrying amount recognised in profit or loss. The fair value becomes the initial carrying amount of the retained interest which is reclassified to investment in an associate, or a joint venture or a financial asset accordingly.

e) Intercompany transactions on consolidation

Intra-group transactions, balances and unrealised gains on transactions are eliminated. Unrealised gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in the associates and joint ventures. Unrealised losses are also eliminated in the same manner unless the transaction provides evidence of an impairment of the asset transferred.

4.2 Business combination

The Group applies the acquisition method to account for business combinations with an exception on business combination under common control. The consideration transferred for the acquisition of a subsidiary comprises.

- fair value of the assets transferred,
- liabilities incurred to the former owners of the acquiree
- equity interests issued by the Group

Identifiable assets and liabilities acquired, and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

On an acquisition-by-acquisition basis, the Group initially recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets.

The excess of the consideration transferred, the amount of any non-controlling interest recognised and the acquisition-date fair value of any previous equity interest in the acquiree (for business combination achieved in stages) over the fair value of the identifiable net assets acquired is recorded as goodwill. In the case of a bargain purchase, the difference is recognised directly in profit or loss.

Acquisition-related cost

Acquisition-related cost are recognised as expenses in consolidated financial statements.

Changes in fair value of contingent consideration paid/received

Subsequent changes to the fair value of the contingent consideration that is an asset or liability is recognised in profit or loss. Contingent consideration that is classified as equity is not re-measured.

4.3 Foreign currency translation

a) Functional and presentation currency

The financial statements are presented in Thai Baht, which is the Company's and the Group's functional and presentation currency.

b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or the date of revaluation where items are re-measured.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit or loss.

Any exchange component of gains and losses on a non-monetary item that recognised in profit or loss, or other comprehensive income is recognised following the recognition of a gain or loss on the non-monetary item.

4.4 Cash and cash equivalents

In the statements of cash flows, cash and cash equivalents includes cash on hand, deposits held at call, short-term highly liquid investments with maturities of three months or less from acquisition date and bank overdrafts.

In the statements of financial position, bank overdrafts are shown in current liabilities.

4.5 Trade receivable

Trade receivables are amounts due from customers for goods sold or service performed in the ordinary course of business. They are generally due for settlement within 7- 30 days and therefore are classified as current item. For installment receivables arising from installment sales with a credit term of 6 - 24 months, installment receivables are therefore shown in both current and non-current items according to the due date.

Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, they are recognised at fair value. The Group holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost.

The impairment of trade receivables are disclosed in Note 4.7.

4.6 Inventories

Inventories are stated at the lower of cost and net realisable value .

Cost of inventories is determined by the moving average method. Cost of raw materials comprise all purchase cost and costs directly attributable to the acquisition of the inventory less all attributable discounts. The cost of finished goods and work in progress comprises raw materials, direct labour, other direct costs and directly attributable costs in bringing the inventories to their present location and condition.

4.7 Financial assets

a) Classification

The Group classifies its debt instrument financial assets in the following measurement categories depending on i) business model for managing the asset and ii) the cash flow characteristics of the asset whether they represent solely payments of principal and interest (SPPI).

- those to be measured subsequently at fair value (either through other comprehensive income or through profit or loss); and
- those to be measured at amortised cost.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

For investments in equity instruments, the Group has an irrevocable election at the time of initial recognition to account for the equity investment at fair value through profit or loss (FVPL) or at fair value through other comprehensive income (FVOCI) except those that are held for trading, they are measured at FVPL.

b) Recognition and derecognition

Regular way purchases, acquires and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

c) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at FVPL, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether the cash flows are solely payment of principal and interest (SPPI).

d) Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the financial assets. There are three measurement categories into which the Group classifies its debt instruments:

- **Amortised cost:** Financial assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest rate method. Any gain or loss arising on derecognition, and foreign exchange gains and losses are recognised directly in profit or loss and presented in other gain/ (losses). Impairment losses are presented as a separate line item in the statement of comprehensive income.
- **FVOCI:** Financial assets that are held for i) collection of contractual cash flows; and ii) for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through other comprehensive income (OCI), except for 1) the recognition of impairment gains or losses, 2) interest income using the effective interest method, and 3) foreign exchange gains and losses which are recognised in profit or loss. When the financial assets are derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income is included in other income. Impairment expenses are presented separately in the statement of comprehensive income.
- **FVPL:** Financial assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises.

e) Equity instruments

The Group measures all equity investments at fair value. Where the Group has elected to present fair value gains and losses on equity instruments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the right to receive payments is established.

Changes in the fair value of financial assets at FVPL are recognised in other gains/(losses) in the statement of comprehensive income.

Impairment losses (and reversal of impairment losses) on equity investments are reported together with changes in fair value.

f) Impairment

The Group applies the TFRS 9 simplified approach in measuring the impairment of trade receivables, contract assets and lease receivables, which applies lifetime expected credit loss, from initial recognition, for all trade receivables, contract assets and lease receivables.

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets. The expected credit loss rates are based on payment profiles, historical credit losses as well as forward-looking information and factors that may affect the ability of the customers to settle the outstanding balances.

For other financial assets carried at amortised cost and FVOCI, the Group applies TFRS 9 general approach in measuring the impairment of those financial assets. Under the general approach, the 12-month or the lifetime expected credit loss is applied depending on whether there has been a significant increase in credit risk since the initial recognition.

The significant increase in credit risk (from initial recognition) assessment is performed every end of reporting period by comparing i) expected risk of default as of the reporting date and ii) estimated risk of default on the date of initial recognition.

The Group assesses expected credit loss by taking into consideration forward-looking information and past experiences. The expected credit loss is a probability-weighted estimate of credit losses (probability-weighted present value of estimated cash shortfall). The cash shortfall is the difference between all contractual cash flows that are due to the Group and all cash flows expected to receive, discounted at the original effective interest rate.

When measuring expected credit losses, the Group reflects the following:

- probability-weighted estimated uncollectible amounts
- time value of money; and
- supportable and reasonable information as of the reporting date about past experience, current conditions and forecasts of future situations.

Impairment (and reversal of impairment) losses are recognised in profit or loss and presented in the separate line item in the statement of comprehensive income.

4.8 Property, plant and equipment

All other property, plant and equipment are stated at historical cost less accumulated depreciation and impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the item will flow to the Group, capitalised where there are future economic benefits. The carrying amount of the replaced part is derecognised.

All other repairs and maintenance are charged to profit or loss when incurred.

Land is not depreciated. Depreciation on other assets is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives, as follows:

Building improvements	5, 20 years
Furniture and office equipment	3 - 5 years
Motor vehicles	5 years

The assets residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Gains or losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in other gains (losses).

4.9 Intangible assets

Acquired intangible assets

Separately acquired intangible assets such as trade name is measured at historical cost.

The assets with infinite useful life are subsequently measured at cost less impairment losses.

The assets with limited life are subsequently carried at cost less accumulated amortisation and impairment losses. The amortisation is calculated using the straight-line method over their estimated useful lives, as follows:

Trade names	20 years
Customer relationships	10 years
Motorcycle dealer relationships	10 years

Motorcycle hire-purchase dealer relationships are assets acquired through investments in an associate. The amortisation incurred for the year is presented as part of share of profit (loss) from investment in an associate.

Computer software

Computer software is measured at cost. These costs are amortised over their estimated useful lives not over than 10 years.

Cost associated with maintaining computer software are recognised as an expense as incurred.

4.10 Goodwill

Goodwill is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired and is carried at cost less accumulated impairment losses.

For the purpose of impairment testing, goodwill is allocated to cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes.

4.11 Impairment of assets

Assets that have an indefinite useful life are tested annually for impairment, or more frequently if events or changes in circumstances indicate that it might be impaired. Assets that are subject to amortisation are reviewed for impairment whenever there is an indication of impairment. An impairment loss is recognised for the amount by which the carrying amount of the assets exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. Loss from impairment of assets is presented as part of other gains/(losses) in the statement of comprehensive income.

Where the reasons for previously recognised impairments no longer exist, the impairment losses on the assets concerned other than goodwill is reversed. The reversal of impairment loss is also included in other gains/(losses).

4.12 Leases

Leases - where the Group is the lessee

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Contracts may contain both lease and non-lease components. The Group allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices. However, for leases of real estate for which the group is a lessee, it has elected not to separate lease and non-lease components and instead accounts for these as a single lease component.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable.
- variable lease payment that are based on an index or a rate.
- amounts expected to be payable by the lessee under residual value guarantees.
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise IT-equipment and small items of office furniture.

Leases - where the Group is the lessor

When assets are leased out under a finance lease, the present value of the lease payments is recognised as a receivable. The difference between the gross receivable and the present value of the receivable is recognised as unearned finance income. Lease income is recognised over the term of the lease which reflects a constant periodic rate of return. Initial direct costs are included in initial measurement of the finance lease receivable and reduce the amount of income recognised over the lease term.

Rental income under operating leases (net of any incentives given to lessees) is recognised on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognised as expense over the lease term on the same basis as lease income. The respective leased assets are included in the statement of financial position based on their nature.

4.13 Financial liabilities

a) Classification

Financial instruments issued by the Group are classified as either financial liabilities or equity securities by considering contractual obligations.

- Where the Group has an unconditional contractual obligation to deliver cash or another financial asset to another entity, it is considered a financial liability unless there is a predetermined or possible settlement for a fixed amount of cash in exchange of a fixed number of the Group's own equity instruments.
- Where the Group has no contractual obligation or has an unconditional right to avoid delivering cash or another financial asset in settlement of the obligation, it is considered an equity instrument.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

b) Measurement

Financial liabilities are initially recognised at fair value and are subsequently measured at amortised cost

c) Derecognition and modification

Financial liabilities are recognised when the obligation specified in the contract is discharged, cancelled, or expired.

Where the terms of a financial liability are renegotiated/modified, the Group assesses whether the renegotiation / modification results in the derecognition of that financial liability. Where the modification results in an extinguishment, the new financial liability is recognised based on fair value of its obligation. The remaining carrying amount of financial liability is recognised. The difference as well as proceed paid is recognised as other gains/(losses) in profit or loss.

Where the modification does not result in the derecognition of the financial liability, the carrying amount of the financial liability is recalculated as the present value of the renegotiated / modified contractual cash flows discounted at its original effective interest rate. The difference is recognised in other gains/(losses) in profit or loss.

4.14 Current and deferred income taxes

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current tax

The current income tax is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax

Deferred income tax is recognised on temporary differences arising from differences between the tax base of assets and liabilities and their carrying amounts in the financial statements. However, deferred income tax is not recognised for temporary differences arise from:

- initial recognition of an asset or liability in a transaction other than a business combination that affects neither accounting nor taxable profit or loss is not recognized.
- investments in subsidiaries, associates and joint arrangements where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax is measured using tax rates of the period in which temporary difference is expected to be reversed, based on tax rates and laws that have been enacted or substantially enacted by the end of the reporting period.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

4.15 Employee benefits

a) Short-term employee benefits

Liabilities for short-term employee benefits such as wages, salaries, paid annual leave and paid sick leave, profit-sharing and bonuses, and medical care that are expected to be settled wholly within 12 months after the end of the period are recognised in respect of employees' service up to the end of the reporting period. They are measured at the amount expected to be paid.

b) Defined contribution plan

The Group pays contributions to a separate fund on a contractual basis. The Group has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due.

c) Defined benefit plans

Amount of retirement benefits is defined by the agreed benefits the employees will receive after the completion of employment. It usually depends on factors such as age, years of service and an employee's latest compensation at retirement.

The defined benefit obligation is calculated by an independent actuary using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using market yield of government bonds that matches the terms and currency of the expected cash outflows.

Remeasurement gains and losses are recognised directly to other comprehensive income in the period in which they arise. They are included in retained earnings in statements of changes in equity.

Past-service costs are recognised immediately in profit or loss.

4.16 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation. The increase in the provision due to passage of time is recognised as interest expense.

4.17 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares (net of tax) are shown as a deduction in equity.

Treasury shares

Where any companies within the Group repurchases its shares, the consideration paid, including any directly attributable incremental costs (net of taxes) is deducted from equity until the shares are cancelled or reissued. Where such shares are subsequently reissued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in equity.

4.18 Revenue recognition

Revenue includes all revenues from ordinary business activities. All ancillary income in connection with the delivery of goods and rendering of services in the course of the Group's ordinary activities is also presented as revenue.

Revenue is recorded net of value added tax. They are recognised in accordance with the provision of goods or services, provided that collectability of the consideration is probable.

Multiple element arrangements involving delivery or provision of multiple products or services are separated into distinct performance obligations. Total transaction price of the bundled contract is allocated to each performance obligation based on their relative standalone selling prices or estimated standalone selling prices. Each performance obligation is recognised as revenue on fulfilment of the obligation to the customer.

a) Services

The Group recognised service contracts with a continuous service provision as revenue on a straight-line basis over the contract term, regardless of the payment pattern.

Contract assets and contract liabilities

A contract asset is recognised where the Group recorded revenue for fulfillment of a contractual performance obligation before the customer paid consideration or before the requirements for billing.

A contract liability is recognised when the customer paid consideration or a receivable from the customer that is due before the Group fulfilled a contractual performance obligation.

For each customer contract, contract liabilities is set off against contract assets.

b) Sale of goods

The Group operates a chain of retail stores and wholesales of selling IT products, mobiles and accessories and providing repair and services. Revenue from the sale of goods is recognised when the Group sells a product to the customer, being when the products are handed over at retail stores or delivered to the specific location and there are no obligations that may affect the customers' acceptance of the products.

Payment of the transaction price is due immediately when the customer purchases the products and takes delivery in store. It is the Group's policy to sell its products to the end customer with a right of return within 7 days. Therefore, a refund liability (included in trade and other payables) is recognised for the products expected to be returned. Accumulated experience is used to estimate such returns at the time of sale at a portfolio level by applying expected value method. Because the number of products returned has been steady for years, it is highly probable that a significant reversal in the cumulative revenue recognised will not occur. The validity of this assumption and the estimated amount of returns are reassessed at each reporting date.

The Group's obligation to repair or replace faulty products under the standard warranty terms is recognised as a provision and cost of sales.

Payments to customers

Payments to customers or on behalf of customers to other parties, including credited or subsequent discounts, are recognised as a reduction in revenue unless the payment constitutes consideration of a distinct goods or service from the customer.

c) Revenue from service agreements

Revenue from service agreements includes contracts to create or enhance an asset (work in progress) that the customer controls as the asset is created or enhanced, and hence, revenue is recognised over time by reference to the progress towards completing the construction works. Under this method, the revenue recognised is based on the latest estimate of the total value of the contract and actual completion rate determined by reference to the physical state of progress of the works.

Claims, variations and liquidated damages are accounted for as variable consideration and are included in contract revenue provided that it is highly probable that a significant reversal will not occur in the future.

Percentage of completion

Revenue from contracts to provide construction and service contracts where a defined output is promised, is recognised using the percentage of completion method. The stage of completion is generally determined as the percentage of cost incurred up until the reporting date relative to total estimated cost, adjusted with uninstalled materials that the customer accepts and takes control but not yet installed. Where the stage of completion is not reliably measured, revenue is only recognised up to the amount of contract costs expensed, provided it is recoverable.

4.19 Rebates

Rebates is recognised where there is documented evidence of an agreement with an individual supplier and where associated performance conditions are met. The types of rebates recognised by the Group are;

Type of Rebates	Nature	Recognition
Marketing and advertising	Rebates in respect of marketing and advertising activities when the Group performed the activities specified in the contract with the suppliers.	Rebates is recognised once the performance conditions have been achieved over the period as set out in the specific supplier agreement. This rebate recognised as a reduction on the selling expenses.
Volume-based rebates	Rebates earned by achieving volume or spend targets set by the supplier for specific products over specific periods.	Rebates is recognised through the year based on the terms of the supplier agreement. This rebate is recognised as a reduction to the cost of goods sold.

Uncollected rebates as at statement of financial position date is classified as rebates receivable within trade and other receivables.

4.20 Dividend distribution

Dividend distributed to the Company's shareholders is recognised as a liability when interim dividends are approved by the Board of Directors, and when the annual dividends are approved by the shareholders.

4.21 Derivatives

Embedded derivative that is separately accounted for and derivatives that do not qualify for hedge accounting is initially recognised at fair value. Changes in the fair value are included in other gains(losses).

Fair value of derivatives is classified as a current or non-current following its remaining maturity.

4.22 Financial guarantee contracts

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of:

- the amount determined in accordance with the expected credit loss model under TFRS 9; and
- the amount initially recognised less the cumulative amount of income recognised in accordance with the principles of TFRS 15.

The fair value of financial guarantees is determined based on the present value of the difference in cash flows between a) the contractual payments required under the debt instrument; and b) the payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligations.

Where guarantees in relation to loans or other payables of associates are provided for no compensation, the fair values are accounted for as contributions and recognised as part of the cost of the investment.

5 Financial risk management

The group's exposure to financial risks and how these risks could affect the future financial performance are as follows:

Risk	Exposure arising from	Measurement	Management
Market risk - foreign exchange	Future commercial transactions Recognised financial assets and liabilities not denominated in Thai Baht	Cash flow forecasts Sensitivity analysis	Foreign currency forwards
Credit risk	Cash and cash equivalents, trade and other receivables, derivative financial instruments, debt investment and contract assets	Aging analysis Credit ratings	Diversification of bank deposits, credit limits and letter of credit, and investment guidelines for debt investments
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities

The Group's risk management is controlled by a central treasury department under policies approved by the board of directors. Group treasury identifies, evaluates and manages financial risks in close co-operation with the Group's operating units. The board provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, credit risk, use of derivative and other financial instruments as well as investment of excess liquidity.

5.1 Financial risk factors

5.1.1 Market risk

Foreign exchange risk

The Group has low exposure to foreign currency exchange fluctuations from partly transaction purchase of goods and services that are denominated in foreign currencies. Entities in the Group use forward contracts to hedge their exposure to foreign correct risk in connection with measurement currency.

Interest rate risk

The Group's income and operating cash flows are substantially independent on changes in market interest rates. The Group's exposure to interest rate risk relates primarily to its deposits at financial institutions, short-term loans from/to related parties, including short-term loans from financial institutions. However, most of the Group's financial assets and liabilities are current items with fixed interest rates, which already reflected the current market situation.

5.1.2 Credit risk

Credit risk arises from cash and cash equivalents, as well as credit exposures to customers, including outstanding receivables.

a) Risk management

The Group has no material credit risks for cash and short-term investments. This is because the Group uses quality financial institutions for cash and short-term investments.

The Group manages credit risk by categorising the risks and has policies in place to ensure that contracts are made with customers who have an appropriate credit history, limiting customers' credit limit. The Group determines credit limits based on the results of the assessment which are in accordance with the Group's policy. Management in relevant lines regularly monitors compliance with credit limit requirements.

Sales to retail customers are required to be settled in cash or using major credit cards to mitigate credit risk. There are no significant concentrations of credit risk, whether through exposure to individual customers or specific industry sectors.

The Group's investments in debt instruments are considered to be low risk investments. The Group regularly monitors the credit ratings of the investments for credit deterioration.

b) Security

For some trade receivables the Group may obtain security in the form of guarantees or letters of credit which can be called upon if the counterparty is in default under the terms of the agreement.

c) Impairment of financial assets

The Group and the Company have following financial assets that are subject to the expected credit loss model:

- Trade and other receivables
- Finance lease receivables
- Contract assets
- Loan to related parties

While cash and cash equivalents are also subject to the impairment requirements of TFRS 9, the identified impairment loss was immaterial.

Trade receivables, Finance lease receivable and Contract assets

The Group applies the TFRS 9 simplified approach to measure expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets.

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

Management considered the amount of those expected credit losses on financial assets as disclosed in Note 10.

5.1.3 Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions.

Due to the dynamic nature of the underlying businesses, the group treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the Group's liquidity reserve (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows. In addition, the Group's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining financing plans.

a) Financing arrangements

The Group had access to the following undrawn credit facilities:

As at 31 December	Consolidated financial statements			
	2022		2021	
	Thousand Baht	Thousand US Dollars	Thousand Baht	Thousand US Dollars
Short-term loans	6,406,591	-	4,137,055	-
Credit facilities for purchase of goods	298,548	-	916,658	-
Forward contracts	225,823	14,400	236,927	14,400
	6,930,962	14,400	5,290,640	14,400

As at 31 December	Separate financial statements			
	2022		2021	
	Thousand Baht	Thousand US Dollars	Thousand Baht	Thousand US Dollars
Short-term loans	6,222,535	-	4,090,159	-
Credit facilities for purchase of goods	151,871	-	869,448	-
Forward contracts	220,823	14,400	236,927	14,400
	6,595,229	14,400	5,196,534	14,400

b) Maturity of financial liabilities

The tables below analyse the Group's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Maturity of financial liabilities as at 31 December 2022	Consolidated financial statements				
	Within 1 year Thousand Baht	1 - 5 years Thousand Baht	Over 5 years Thousand Baht	Total Thousand Baht	Book value Thousand Baht
Bank overdrafts and short-term loans from financial institutions	5,203,909	-	-	5,203,909	5,203,909
Trade and other payables	4,844,240	-	-	4,844,240	4,844,240
Lease liabilities	488,808	426,509	54,239	969,556	934,308
Other financial liabilities	1,990	150,144	-	152,134	152,134
Total financial liabilities	10,538,947	576,653	54,239	11,169,839	11,134,591

Maturity of financial liabilities as at 31 December 2021	Consolidated financial statements				
	Within 1 year Thousand Baht	1 - 5 years Thousand Baht	Over 5 years Thousand Baht	Total Thousand Baht	Book value Thousand Baht
Bank overdrafts and short-term loans from financial institutions	3,800,991	-	-	3,800,991	3,800,991
Trade and other payables	4,995,591	-	-	4,995,591	4,995,591
Lease liabilities	543,491	685,421	6,720	1,235,632	1,202,067
Other financial liabilities	961	110,181	-	111,142	111,142
Total financial liabilities	9,341,034	795,602	6,720	10,143,356	10,109,791

Maturity of financial liabilities as at 31 December 2022	Separate financial statements					
	On demand Thousand Baht	Within 1 year Thousand Baht	1 - 5 years Thousand Baht	Over 5 years Thousand Baht	Total Thousand Baht	Book value Thousand Baht
Bank overdrafts and short-term loans from financial institutions	-	5,076,465	-	-	5,076,465	5,076,465
Trade and other payables	-	4,360,708	-	-	4,360,708	4,360,708
Short-term loan from related parties	380,362	-	-	-	380,362	380,362
Lease liabilities	-	487,725	426,509	54,239	968,473	933,239
Other liabilities	-	1,291	149,964	-	151,255	151,255
Total financial liabilities	380,362	9,926,189	576,473	54,239	10,937,263	10,902,029

Maturity of financial liabilities as at 31 December 2021	Separate financial statements					
	On demand Thousand Baht	Within 1 year Thousand Baht	1 - 5 years Thousand Baht	Over 5 years Thousand Baht	Total Thousand Baht	Book value Thousand Baht
Bank overdrafts and short-term loans from financial institutions	-	3,754,096	-	-	3,754,096	3,754,096
Trade and other payables	-	4,595,815	-	-	4,595,815	4,595,815
Short-term loan from related parties	325,000	-	-	-	325,000	325,000
Lease liabilities	-	537,561	682,548	6,720	1,226,829	1,193,283
Other liabilities	-	811	110,121	-	110,932	110,932
Total financial liabilities	325,000	8,888,283	792,669	6,720	10,012,672	9,979,126

5.2 Capital management

The objectives when managing capital are to:

- safeguard their ability to continue as a going concern, to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital

The Group monitors capital based on gearing ratio which is determined by dividing net debt with equity.

6 Fair value

The following table presents fair value of financial assets and liabilities recognized by their fair value hierarchy, excluding those with the carrying amount approximates fair value.

As at 31 December	Consolidated financial statements							
	Level 1		Level 2		Level 3		Total	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Assets								
Financial assets measured at FVPL								
Debt instruments	-	-	285,302	193,692	-	-	285,302	193,692
Common shares	-	-	-	-	20,000	20,000	20,000	20,000
Preference shares	-	-	-	-	160,000	160,000	160,000	160,000
Financial assets measured at FVOCI								
Equity instruments	646,649	-	-	-	-	-	646,649	-
Derivative financial instruments								
Warrants	56,089	-	-	-	-	-	56,089	-
Total assets	702,738	-	285,302	193,692	180,000	180,000	1,168,040	373,692

As at 31 December	Separate financial statements							
	Level 1		Level 2		Level 3		Total	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Assets								
Financial assets measured at FVPL								
Debt instruments	-	-	131,077	156,855	-	-	131,077	156,855
Financial assets measured at FVOCI								
Equity instruments	602,119	-	-	-	-	-	602,119	-
Derivative financial instruments								
Warrants	56,089	-	-	-	-	-	56,089	-
Total assets	658,208	-	131,077	156,855	-	-	789,285	156,855

Most of the Group's financial assets and liabilities are short-term in nature or carry interest rates close to market rates. The effect of the discount is therefore insignificant. The Group estimates the fair value of most of its financial assets and liabilities close to the carrying amount in the statement of financial position. Financial assets and liabilities that approximate to the carrying amount are as follows:

- Cash and cash equivalents and restricted deposits with a financial institution
- Trade and other receivables, contract assets and finance lease receivables except what are classified as non-current items
- Short-term loans to related parties
- Bank overdrafts and short-term loans from financial institutions and related parties
- Trade and other payables
- Other current and non-current assets and liabilities

Fair values are categorised into hierarchy based on inputs used as follows:

Level 1: The fair value of financial instruments is based on the closing price by reference to the Stock Exchange of Thailand / the Thai Bond Market Association.

Level 2: The fair value of financial instruments is determined using significant observable inputs and, as little as possible, entity-specific estimates. Level 2 debt securities are fair valued using the net asset value ("NAV") as at the end of the period, which is calculated by the fund managers who issues the instruments and published in the Thai Bond Market Association.

Level 3: The fair value of financial instruments is not based on observable market data.

Fair value measurement of financial assets and liabilities are in accordance with accounting policy disclosed in Note 4.7 and 4.13.

There was no transfer between such levels during the year.

7 Critical estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

a) Allowance for decrease in value of inventories

The Group has established the allowance for decrease in value of inventories to reflect the net realise value from inventories. The allowance for decrease in value of inventories is the effect from the Group's analysis of obsolete and slow-moving inventories and sale forecast in the future. The balance of inventories will be written-off once they are obsoleted and unable to sell out.

b) Goodwill impairment

The recoverable amounts of cash-generating units have been determined based on value-in-use calculations. The calculations use cash flow projections based on financial budget approved by management covering a five-year period.

Cash flows beyond the five-year period are extrapolated using the estimated growth rates stated in Note 19. These growth rates are consistent with forecasts included in industry reports specific to the industry in which each CGU operates.

c) Determination of lease terms

Critical judgement in determining the lease term, the Group considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

For leases of properties, the most relevant factors are historical lease durations, the costs and conditions of leased assets. Most extension options on offices and vehicles leases have not been included in the lease liability, because the Group considers i) the underlying asset condition and/or ii) insignificant cost to replace the leased assets.

The lease term is reassessed if an option is actually exercised (or not exercised) or the Group becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstance affecting this assessment occur, and that it is within the control of the Group.

d) Determination of discount rate applied to leases

The Group determines the incremental borrowing rate as follows:

- Where possible, use recent third-party financing received by the individual lessee as a starting point, adjusting to reflect changes in its financing conditions.
- Make adjustments specific to the lease, e.g., term, country, currency and security.

e) Impairment of financial assets

The loss allowances for financial assets are based on assumptions about default risk and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs used in the impairment calculation, based on the Group's past history and existing market conditions, as well as forward-looking estimates at the end of each reporting period

8 Segment information

The Executive Committee has considered the performance of the Group in 2 reportable segments. The performance of each segment is measured based on gross profit.

Significant information relating to revenue and profit of the reportable segments are as follows.

For the year ended 31 December	Consolidated financial statements					
	2022			2021		
	Retail	Others	Total	Retail	Others	Total
	Million Baht			Million Baht		
Revenue						
Revenue from sales and services	56,789	5,944	62,733	47,078	4,048	51,126
Total revenue	56,789	5,944	62,733	47,078	4,048	51,126
Timing of revenue recognition						
At a point in time	56,789	5,728	62,517	47,078	3,881	50,959
Over time	-	216	216	-	167	167
	56,789	5,944	62,733	47,078	4,048	51,126
Cost						
Cost of sales and services	(49,570)	(4,728)	(54,298)	(40,926)	(3,354)	(44,280)
Total cost	(49,570)	(4,728)	(54,298)	(40,926)	(3,354)	(44,280)
Gross profit	7,219	1,216	8,435	6,152	694	6,846
Gross profit (%)	12.71	20.46	13.45	13.07	17.14	13.39
Other income			248			24
Share of profit of an investment in associates			45			96
Selling expenses			(3,736)			(2,913)
Administrative expenses			(859)			(782)
Loss from impairment of financial assets			(108)			(66)
Gain (loss) from exchange rate, net			(89)			26
Finance costs			(103)			(48)
Profit before income tax			3,833			3,183
Income tax			(769)			(555)
Profit for the year			3,064			2,628

Disaggregation of revenue from contracts with customers has the same categories as segment information presented in the interim financial information.

9 Cash and cash equivalents

As at 31 December	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
Cash on hand	56,276	65,359	52,836	60,944
Current and savings accounts	1,278,996	1,591,523	956,933	1,077,743
Total	1,335,272	1,656,882	1,009,769	1,138,687
Less Bank overdrafts (Note 21)	(32,278)	(26,422)	-	-
Total cash and cash equivalents per statement of cash flows	1,302,994	1,630,460	1,009,769	1,138,687

As at 31 December 2022, saving accounts with financial institutions carried interest at the rate of 0.10% - 0.35% per annum (2021 : 0.05% - 0.20% per annum).

10 Trade and other receivables and contract assets

10.1 Trade and other receivables, net

As at 31 December	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
Trade receivables - other companies	653,542	439,954	458,893	418,459
Trade receivables - related parties (Note 31)	994	153	103,406	242,428
Installment receivables	1,662,078	895,451	1,662,078	895,451
Less Loss allowance	(32,398)	(42,419)	(31,786)	(42,161)
Trade receivables, net	2,284,216	1,293,139	2,192,591	1,514,177
Contract assets	91,634	78,349	-	-
Other receivables - other companies	70,827	75,553	65,900	74,705
Other receivables - related parties (Note 31)	2,497	2,280	6,298	15,354
Prepaid expenses	67,195	37,031	30,213	33,282
Accrued income - other companies	335,549	454,051	255,248	220,081
Accrued income - related parties (Note 31)	465	288	526	14,283
Rebate receivable	706,465	219,358	697,377	199,058
Advance payments for inventories	188,437	862,806	188,436	416,999
Total	3,747,285	3,022,855	3,436,589	2,487,939

10.2 Financial lease receivables

As at 31 December	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
Financial lease receivables				
- Current	652,503	468,373	11,132	12,993
- Non-current	56,637	129,518	15	11,164
Less Loss allowance	(87,750)	(38,034)	-	-
Total	621,390	559,857	11,147	24,157

10.3 Impairments of trade receivables, contract assets and finance lease receivables

The estimates of expected credit losses on trade receivables, contract assets and finance lease receivables are based on payment profiles of historical sales and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

The loss allowance for trade receivables, contract assets and finance lease receivables were determined as follows:

	Consolidated financial statements					
	Not yet due	Up to 3 months	3 - 6 months	6 - 12 months	More than 12 months	Total
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
As at 31 December 2022						
Gross carrying amount						
- trade receivables	2,060,645	207,365	31,144	4,340	13,120	2,316,614
- contract assets	91,634	-	-	-	-	91,634
- finance lease receivables	480,864	81,447	24,217	74,877	47,735	709,140
Loss allowance	(17,598)	(12,235)	(12,340)	(40,987)	(36,988)	(120,148)
As at 31 December 2021						
Gross carrying amount						
- trade receivables	1,224,445	76,745	11,019	10,210	13,139	1,335,558
- contract assets	78,349	-	-	-	-	78,349
- finance lease receivables	322,596	227,218	15,097	32,980	-	597,891
Loss allowance	(12,957)	(19,771)	(8,892)	(25,694)	(13,139)	(80,453)
	Separate financial statements					
	Not yet due	Up to 3 months	3 - 6 months	6 - 12 months	More than 12 months	Total
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
As at 31 December 2022						
Gross carrying amount						
- trade receivables	2,026,916	163,890	16,526	4,340	12,705	2,224,377
- finance lease receivables	11,147	-	-	-	-	11,147
Loss allowance	(11,889)	(2,085)	(1,559)	(3,548)	(12,705)	(31,786)
As at 31 December 2021						
Gross carrying amount						
- trade receivables	1,445,532	76,652	11,019	10,254	12,881	1,556,338
- finance lease receivables	24,157	-	-	-	-	24,157
Loss allowance	(6,667)	(8,923)	(3,443)	(10,247)	(12,881)	(42,161)

As at 31 December 2022 and 2021, the Group has no loss allowance for contract assets.

The loss allowances for trade receivables and finance lease receivables are as follows:

For the year ended 31 December	Consolidated financial statements			
	Trade receivables		Finance lease receivables	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Opening loss allowance as at 1 January	42,419	14,747	38,034	-
Increase in loss allowance recognised in profit or loss during the year	(10,021)	27,672	49,716	38,034
Loss allowance as at 31 December	32,398	42,419	87,750	38,034

For the year ended 31 December	Separate financial statements			
	Trade receivables		Finance lease receivables	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Opening loss allowance as at 1 January	42,161	14,165	-	-
Increase in loss allowance recognised in profit or loss during the year	(10,375)	27,996	-	-
Loss allowance as at 31 December	31,786	42,161	-	-

11 Financial assets and financial liabilities

As at 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
Financial assets				
Financial assets at amortised cost				
• Cash and cash equivalents	1,335,272	1,656,882	1,009,769	1,138,687
• Restricted cash with financial institutions	30,401	1,414,578	-	-
• Short-term investments	15,000	-	-	-
• Trade and other receivables	3,491,653	2,123,018	3,217,940	2,037,658
• Finance lease receivables	621,390	559,857	11,147	24,157
• Short-term loans to related party	6,316	306,317	119,919	1,200,000
• Other non-current financial assets	637,431	583,513	626,487	559,516
Financial assets measured at FVPL	465,302	373,692	131,077	156,855
Financial assets measured at FVOCI	646,649	-	602,119	-
Derivative - warrants	56,089	-	56,089	-
	7,305,503	7,017,857	5,774,547	5,116,873
Financial liabilities				
Financial liabilities at amortised cost				
• Bank overdrafts and short-term loans from financial institutions	5,203,909	3,800,991	5,076,465	3,754,096
• Trade and other payables	4,844,240	4,995,591	4,360,708	4,595,815
• Short-term loans from related parties	-	-	380,362	325,000
• Lease liabilities	934,308	1,202,067	933,239	1,193,282
• Other current liabilities	1,990	961	1,291	811
• Other non-current liabilities	150,144	110,181	149,964	110,121
	11,134,591	10,109,791	10,902,029	9,979,125

11.1 Financial assets measured at FVOCI

a) Classification of financial assets measured at FVOCI

The Group classifies the following items as financial assets measured at FVOCI.

- equity securities which are not held for trading, and which the Group has irrevocably elected at initial recognition to recognize in this category.
- debt securities where the contractual cash flows are solely principal, and interest and the objective of the Group's business model is achieved both by collecting contractual cash flows and selling financial assets

Financial assets measured at FVOCI include the following:

As at 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
Non-current assets				
Investment in equity investments of listed securities	602,119	-	602,119	-
Investment in equity investments of unlisted securities	21,342	-	-	-
Mutual funds	23,188	-	-	-
	646,649	-	602,119	-

b) Amounts recognised in profit or loss and other comprehensive income

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
Gain (Loss) recognised in other comprehensive income				
- related to equity investment	(655,700)	-	(655,700)	-
- related to mutual funds	36	-	-	-
	(655,664)	-	(655,700)	-

c) Significant movements during the year

Investment in Sabuy Technology Public Company Limited

On 4 May 2022, the Board of Directors approved the subscription of Sabuy Technology Public Company Limited's newly ordinary shares of 48,571,428 shares, representing 3.75%, at a price of Baht 28 per share, totalling Baht 1,360 million. During the year, the Group disposed 10,920,800 shares in the amount of Baht 143.10 million and recognised gain from the disposal of Baht 130.14 million (net of income tax of Baht 32.54 million) in the other comprehensive income. The Group has transferred gain from disposal of such investment from other components of equity related to the equity investment measured at FVOCI to retained earnings.

In addition, the Company received warrants for this investment with the value of Baht 158.34 million. The Company has exercised those warrants to invest in 15,634,270 common shares, with an investment cost of Baht 78.17 million. The Company sold the remaining warrants at a market price of Baht 30.04 million.

11.2 Financial assets measured at FVPL

a) Classification of financial assets measured at FVPL

The Group classifies the following items as financial assets measured at FVPL:

- debt investments that do not qualify for measurement at either amortised cost or FVOCI
- equity investments that are held for trading, and
- equity investments for which the entity has irrevocably not elected at initial recognition to recognise fair value gains and losses through OCI.

Financial assets measured at FVPL include the following:

As at 31 December	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
Current assets				
Investment in debt instruments	285,302	193,692	131,077	156,855
Non-current assets				
Investment in preferred shares of unlisted company	160,000	160,000	-	-
Investment in common shares of unlisted company	20,000	20,000	-	-
	180,000	180,000	-	-
	465,302	373,692	131,077	156,855

b) Amounts recognised in profit or loss

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
Gain (Loss) from changes in fair value of investment in debt instruments measured at FVPL	(1,132)	4,463	(1,976)	3,806

12 Inventories, net

As at 31 December	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
Finished goods	7,504,967	6,373,357	7,152,835	5,911,021
Less Allowance for net realisable value	(187,928)	(165,457)	(187,928)	(161,690)
	7,319,039	6,207,900	6,964,907	5,749,331
Goods in transit	16,011	-	16,011	-
Total	7,333,050	6,207,900	6,980,918	5,749,331

During the year, amounts recognised as cost of sales in profit or loss are as follow:

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
Cost of sales and services	53,323,665	43,343,130	51,958,954	43,196,080
Write-down of inventories to net realisable value	23,497	14,667	27,264	12,221
Reversal of write-down inventories to net realisable value	(1,026)	(3,000)	(1,026)	(3,000)

The Group sold inventory that was previously write-down to a customer at original cost. Therefore, the Group reversed the allowance for net realisable value during the year.

13 Other current assets

As at 31 December	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
Undue input value added tax	19,565	22,148	15,925	8,678
Value added tax receivables	61,102	237,857	11,965	184,599
Withholding tax refundable	3,498	-	-	-
Office supplies	8,257	10,795	8,257	10,795
Others	30,537	2,489	20,993	2,429
Total	122,959	273,289	57,140	206,501

As at 31 December 2022, the subsidiaries included in consolidated financial statement. The subsidiaries have only ordinary shares in which the Group directly holds those shares. The proportion of ownership interests held by the Group is equal to voting rights in subsidiaries held by the Group.

Subsidiaries as at 31 December comprise the following:

Entity name	Nature of business	Country of incorporation	Ownership interest held by the Company				Ownership interest held by the Group				Ownership interests held by non-controlling interests				Investment in cost method				Dividend received			
			2022		2021		2022		2021		2022		2021		2022		2021		2022		2021	
			(%)	(%)	(%)	(%)	(%)	(%)	(%)	(%)	(%)	(%)	(%)	(%)	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht		
Direct subsidiaries																						
Adept Company Limited	Sales of IT products	Thailand	99.99	99.99	99.99	99.99	99.99	99.99	99.99	99.99	0.01	0.01	0.01	0.01	745,200	745,200	-	-	-	-	-	-
Less Allowance for loss on impairment															(15,200)	(15,200)						
															730,000	730,000						
Novus Integration Co. Ltd.	Software development	Thailand	99.99	99.99	99.99	99.99	99.99	99.99	99.99	99.99	0.01	0.01	0.01	0.01	248,834	248,834	-	-	-	-	-	-
Double7 Company Limited	Distributor	Thailand	60.00	99.99	99.99	99.99	60.00	99.99	99.99	99.99	40.00	0.01	0.01	0.01	3,000	5,000	179,989	179,989	179,989	179,989	39,998	39,998
See Know How Company Limited	Training center	Thailand	99.99	99.99	99.99	99.99	99.99	99.99	99.99	99.99	0.01	0.01	0.01	0.01	5,000	5,000	199,988	199,988	199,988	199,988	39,998	39,998
Com7 Holding Company Limited	Investment company	Thailand	99.99	99.99	99.99	99.99	99.99	99.99	99.99	99.99	0.01	0.01	0.01	0.01	600,000	600,000	-	-	-	-	-	-
															1,586,834	988,834	379,977	219,987				
Indirect subsidiaries																						
Thunder FinFin Company Limited	Sales of IT products	Thailand	-	99.99	99.99	99.99	99.99	99.99	99.99	99.99	0.01	0.01	0.01	0.01	660,000	660,000	-	-	-	-	-	-
Prime Solution and Services Company Limited	ICT infrastructure solution provider	Thailand	-	48.98	48.98	48.98	48.98	48.98	48.98	48.98	51.02	51.02	51.02	51.02	9,224	9,224	-	-	-	-	-	-
iCare Insurance Public Company Limited (formerly known as Phutthatham Insurance Public Company Limited)	Car insurance, fire, marine, and miscellaneous insurance	Thailand	-	96.75	-	-	96.75	-	-	-	3.25	-	-	-	400,000	-	-	-	-	-	-	-
BNN Online Company Limited ⁽¹⁾ (formerly known as Lorthong Company Limited)	Under changing of new business	Thailand	-	99.99	99.99	99.99	99.99	99.99	99.99	99.99	0.01	0.01	0.01	0.01	5,000	12,115	-	-	-	-	-	-

⁽¹⁾ On 31 January 2022, BNN Online Company Limited reduced its registered capital from Baht 12.5 million to Baht 5 million by reducing 75,000 common shares at par value of Baht 100 per share, totalling Baht 7.5 million.

Movements in investments in subsidiaries are as follows:

For the year ended 31 December	Separate financial statements	
	2022	2021
	Thousand Baht	Thousand Baht
As at 1 January	988,834	302,547
Additions	600,000	686,287
Disposals	(2,000)	-
As at 31 December	1,586,834	988,834

The transaction incurred during 2022

Establishment of Com7 Holding Company Limited

On 11 May 2022, the Company established Com7 Holding Company Limited (COM7H), in which the Company holds 99.99% shares. Com7 Holding Company Limited has a registered capital of 2,500,000 ordinary shares. IT has a par value of Baht 100 per share, with a total registered capital of Baht 250 million. The Company has paid for these shares in a full amount in August 2022. Subsequently, COM7H has increased their register capital of Baht 350 million, and the Company has already paid up for such increase.

Partial disposal of investment in Double 7 Company Limited

During the year, the Company disposed ordinary shares of Double 7 Company Limited (DOU7), a subsidiary of the Company, to Sabuy Technology Public Company Limited by 40% of its authorised share capital amounting to Baht 1,360 million. This results in a change in shareholding interests in DOU7 of the Company from 99.99% to 60.00%. However, the Group still remains control over DOU7. The Group recognised an increase in non-controlling interest of Baht 47.45 million and the premium on dilution of investment in this subsidiary of Baht 1,045.95 million (net of income tax of 271.60 million) in the consolidated statement of change in equity. The Company recognised gain from disposal of this investment in subsidiary of Baht 1,358 million as the separate line item in the separate statement of comprehensive income.

Investment in an indirect subsidiary - Phutthatham Insurance Public Company Limited

On 1 August 2022, Com7 Holding Company Limited, a subsidiary of the Company, purchased 500 million newly issued ordinary shares of Phutthatham Insurance Public Company Limited (subsequently changed its name to i-Care Insurance Public Company Limited), totalling Baht 170 million, representing 89.29% shareholding interest. The Group has paid for these shares in the full amount on the acquisition date and recognised acquired assets and liabilities at the carrying amount as at the acquisition date.

	Thousand Baht
Total assets (included cash and cash equivalents of Baht 15.69 million)	261,323
Total liabilities	(412,203)
Carrying amount of net assets at the acquisition date	(150,880)
Carrying amount of the Group's interest at the acquisition date (89.29% shareholding)	(134,721)
Consideration paid at the acquisition date - Cash	170,000
Difference between net assets acquired and consideration paid	304,721

As at 31 December 2022, the Group is in the process of determining fair value of net assets acquired and reviewing Purchase Price Allocation ("PPA"), therefore, the difference between net assets acquired and consideration paid is subject to further adjustment depending on the determination of fair value and PPA, which is expected to be finalised within 12 months from the acquisition date. Currently, the Group recognised such difference of Baht 304.72 million as goodwill in the consolidated statement of financial position.

Subsequently in August 2022, Com7 Holding Company Limited acquired additional 594,647,059 ordinary shares in this indirect subsidiary with the amount of Baht 230 million. This additional investment led to increase in shareholding from 89.29% to 96.75%. The Group paid up for these shares in August 2022. Difference between the consideration paid for the change of shareholding in this subsidiary of Baht 6.39 million and the change in carrying amount of non-controlling interest of Baht 111.72 were recognised in other component of equity.

As at 31 December 2022, the Group has no subsidiaries with a significant non-controlling interest to the Group.

15 Investment in associates

As at 31 December 2022 and 2021, investments in associates are as follows:

Entity name	Country of incorporation	Nature of business	% Ownership interest		Consolidated financial statements		Separate financial statements	
			2022 %	2021 %	Investment at equity method		Investment at cost method	
					2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Next Capital Public Company Limited (NCAP)	Thailand	Motorcycle hire	34.32	33.93	1,478,118	773,666	1,244,224	593,575
DrPharma Health Technology Company Limited	Thailand	purchasing Distributor of pharma products	40.00	-	38,955	-	-	-
					1,517,073	773,666	1,244,224	593,575

As at 31 December 2022, the fair value of the Company's interest in NCAP, which is a listed company in the Stock Exchange of Thailand, were Baht 1,473.52 million (2021: Baht 3,038.49 million).

There are no contingent liabilities in respect of the Group's interest in an associate.

15.1 Movements of investments in an associate

The movements of investments in an associate are as follows:

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
As at 1 January	773,666	675,014	593,575	593,575
Additions	690,649	-	650,649	-
Share of profit of associates	45,072	96,476	-	-
Share of other comprehensive income (expenses)	7,686	2,176	-	-
As at 31 December	1,517,073	773,666	1,244,224	593,575

Investment in ordinary shares of Next Capital Public Company Limited

In April 2022, the Board of Directors approved to invest in Next Capital Public Company Limited (NCAP) for 157,995,974 shares, at Baht 4.50 per share totalling Baht 710.98 million. With this acquisition, the Company also acquired 78,997,987 warrants. The Company allocate the consideration paid to these warrants of Baht 60.33 million, which is based on the fair value at the acquisition date, and to this investment in NCAP of Baht 650.65 million. The acquisition resulted in increase in shareholding interest from 33.93% to 34.32%. Investment in NCAP has been classified as investment in associates. The Company paid for the subscription on 24 June 2022.

Warrants of NCAP is presented as derivatives measured at fair value in the statement of financial position with the maturity date on 21 December 2023. So, the Company has classified this derivatives as current assets to be consistent with its maturity date.

As at 31 December 2022, the Group is in the process of evaluating the fair value of the net assets received and reviewing the purchase price allocation. Therefore, the fair value of goodwill subsequent adjustments may be made depending on the results of fair value measurements and purchase price allocations. This is expected to be completed within 12 months from the date of purchase.

Investment in ordinary shares of DrPharma Health Technology Company Limited (DrPharma)

On 23 June 2022, Com7 Holding Company Limited and another company established a new company called DrPharma Health Technology Company Limited. The Group's shareholding is 40%. DrPharma has the registered share capital of 2,000,000 ordinary shares with a par value of Baht 100 per share, totalling Baht 200 million. DrPharma called for 50% paid-up capital, or Baht 40 million. The Company has already paid for this investment in June 2022.

15.2 Summarised financial information for associates

The table below is summarised of financial information for an associate that is material to the Group. The financial information is included in an associate own financial statements which has been amended to reflect adjustments necessary for the equity method, including adjusting fair value and differences in accounting policy.

Summarised performance of Next Capital Public Company Limited

For the year ended 31 December	2022 Thousand Baht	2021 Thousand Baht
Revenue	1,921,856	1,381,854
Profit from continuing operations	209,691	355,210
Income tax expense	(44,869)	(71,635)
Post tax profit from continued operations	164,822	283,575
Other comprehensive income (expenses)	22,642	6,415
Total comprehensive income (expenses)	187,464	289,990

Summarised of statement of financial position of Next Capital Public Company Limited

As at 31 December	2022 Thousand Baht	2021 Thousand Baht
Total current assets	3,943,826	2,509,728
Total non-current assets	4,415,902	3,574,955
Total assets	8,359,728	6,084,683
Total current liabilities	2,041,466	1,888,472
Total non-current liabilities	2,087,985	1,976,767
Total liabilities	4,129,451	3,865,239
Net assets	4,230,277	2,219,444
Reconciliation to carrying amounts:		
Opening net assets	2,219,444	1,914,828
Profit for the year	164,822	283,575
Other comprehensive income	22,642	6,415
Issue of shares	2,024,604	-
Other changes in equity of an associate	(201,235)	14,626
Closing net assets	4,230,277	2,219,444
The Group's share in an associate (%)	34.32	33.93
The Group's share in an associate (Baht)	1,451,831	753,057
Goodwill	39,063	39,063
Gain on fair value adjustment from step up acquisition	(12,776)	(13,467)
Other change in equity of an associate	-	(4,987)
Carrying amount of the investment in an associate	1,478,118	773,666

	Consolidated financial statements					
	Land	Building	Furniture and office equipment	Equipment available for rent	Motor vehicles	Construction in progress
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
As at 1 January 2021						
Cost	345	845,143	533,560	1,964	3,907	4,335
Less Accumulated depreciation	-	(515,203)	(355,209)	(272)	(3,564)	-
Less Allowance for impairment	-	(8,939)	(360)	-	-	-
Net book amount	345	321,001	177,991	1,692	343	4,335
For the year ended 31 December 2021						
Opening net book amount	345	321,001	177,991	1,692	343	4,335
Additions	-	72,402	133,423	-	-	94,199
Transfer in from right-of-use assets	-	-	-	1,473	-	-
Disposals, net	-	-	(556)	(1,473)	-	-
Write-off, net	-	(4,443)	(307)	-	-	-
Transfer in (out)	-	74,132	-	-	-	-
Depreciation charge	-	(103,954)	(78,324)	(392)	(111)	(74,132)
Impairment charge	-	(2,725)	-	-	-	-
Closing net book amount	345	356,413	232,227	1,300	232	24,402
As at 31 December 2021						
Cost	345	978,449	659,774	1,964	3,907	24,402
Less Accumulated depreciation	-	(612,060)	(427,187)	(664)	(3,675)	-
Less Allowance for impairment	-	(9,976)	(360)	-	-	-
Net book amount	345	356,413	232,227	1,300	232	24,402
	345					614,919

	Consolidated financial statements					
	Land	Building	Furniture and office equipment	Equipment available for rent	Motor vehicles	Construction in progress
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
For the year ended 31 December 2022						
Opening net book amount	345	356,413	232,227	1,300	232	24,402
Additions	-	161,086	148,239	-	160	178,978
Increase from acquisition of indirect subsidiary	-	-	715	-	-	-
Transfer in from (out to) right-of-use assets	-	-	-	6,350	-	(5,000)
Disposals, net	-	-	(688)	(6,388)	-	-
Write-off, net	-	(12,182)	(721)	-	-	-
Transfer in (out)	-	153,771	35,479	-	-	(189,250)
Depreciation charge	-	(128,430)	(91,892)	(404)	(176)	-
(Reversal of) Impairment charge	-	8,899	-	-	-	-
Closing net book amount	345	539,557	323,359	858	216	9,130
As at 31 December 2022						
Cost	345	1,261,357	822,458	1,880	3,709	9,130
Less Accumulated depreciation	-	(721,769)	(498,739)	(1,022)	(3,493)	-
Less Allowance for impairment	-	(31)	(360)	-	-	-
Net book amount	345	539,557	323,359	858	216	9,130
	345					873,465

As at 31 December 2022, depreciation expense of Baht 220.90 million (2021: Baht 182.78 million) included Baht 0.45 million (2021: Baht 0.39 million) charged in cost of sales and services Baht 200.15 million (2021: Baht 159.45 million) charged in selling expenses and Baht 20.30 million (2021: Baht 22.94 million) charged in administrative expenses.

	Separate financial statements					
	Building improvements	Furniture and office equipment	Equipment available for rent	Motor vehicles	Construction in progress	Total
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
As at 31 December 2021						
Cost	845,110	529,597	1,964	3,907	4,335	1,384,913
Less: Accumulated depreciation	(515,200)	(352,726)	(272)	(3,564)	-	(871,762)
Less: Allowance for impairment	(8,909)	-	-	-	-	(8,909)
Net book amount	321,001	176,871	1,692	343	4,335	504,242
For the year ended 31 December 2021						
Opening net book amount	321,001	176,871	1,692	343	4,335	504,242
Additions	72,402	132,746	-	-	94,199	299,347
Transfer in from right-of-use assets	-	-	1,473	-	-	1,473
Disposals, net	-	(556)	(1,473)	-	-	(2,029)
Write-off, net	(4,443)	(307)	-	-	-	(4,750)
Transfers in (out)	74,132	-	-	-	(74,132)	-
Depreciation charge	(103,954)	(77,470)	(392)	(111)	-	(181,927)
Impairment charge	(2,725)	-	-	-	-	(2,725)
Closing net book amount	356,413	231,284	1,300	232	24,402	613,631
As at 31 December 2021						
Cost	978,416	655,188	1,964	3,907	24,402	1,663,877
Less: Accumulated depreciation	(612,058)	(423,904)	(664)	(3,675)	-	(1,040,301)
Less: Allowance for impairment	(9,945)	-	-	-	-	(9,945)
Net book amount	356,413	231,284	1,300	232	24,402	613,631

	Separate financial statements					
	Building improvements	Furniture and office equipment	Equipment available for rent	Motor vehicles	Construction in progress	Total
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
For the year ended 31 December 2022						
Opening net book amount	356,413	231,284	1,300	232	24,402	613,631
Additions	161,087	142,506	-	160	178,977	482,730
Transfer in from (out to) right-of-use assets	-	-	6,350	-	(5,000)	1,350
Disposals, net	-	(688)	(6,388)	-	-	(7,076)
Write-off, net	(12,182)	(721)	-	-	-	(12,903)
Transfers in (out)	153,771	35,479	-	-	(189,250)	-
Depreciation charge	(128,430)	(90,685)	(404)	(176)	-	(219,695)
Impairment charge	8,899	-	-	-	-	8,899
Closing net book amount	539,558	317,175	858	216	9,129	866,936
As at 31 December 2022						
Cost	1,261,309	811,424	1,880	3,708	9,129	2,087,450
Less: Accumulated depreciation	(721,751)	(494,249)	(1,022)	(3,492)	-	(1,220,514)
Net book amount	539,558	317,175	858	216	9,129	866,936

As at 31 December 2022, depreciation expense of Baht 219.70 million (2021: Baht 181.93 million) included Baht 0.41 million (2021: Baht 0.39 million) charged in cost of sales and services Baht 200.15 million (2021: Baht 159.52 million) charged in selling expenses and Baht 19.14 (2021: Baht 22.02 million) charged in administrative expenses.

17 Right-of-use assets, net

	Consolidated financial statements			
	Buildings Thousand Baht	Equipment Thousand Baht	Vehicles Thousand Baht	Total Thousand Baht
Balance as at 1 January 2021	1,241,015	23,189	1,010	1,265,214
Additions	533,727	-	1,622	535,349
Lease modifications and reassessments	(7,934)	-	-	(7,934)
Transfer out to property, plant, and equipment (Note 16)	-	(1,473)	-	(1,473)
Lease termination, net	(11,926)	-	(364)	(12,290)
Depreciation	(582,228)	(9,758)	(540)	(592,526)
Balance as at 31 December 2021	1,172,654	11,958	1,728	1,186,340
Balance as at 1 January 2022	1,172,654	11,958	1,728	1,186,340
Additions	393,494	-	1,387	394,881
Increase from acquisition of indirect subsidiary	2,255	-	-	2,255
Transfer out to property, plant, and equipment (Note 16)	5,000	(6,350)	-	(1,350)
Lease termination, net	(73,240)	-	(127)	(73,367)
Depreciation	(554,413)	(4,418)	(721)	(559,552)
Balance as at 31 December 2022	945,750	1,190	2,267	949,207

	Separate financial statements			
	Buildings Thousand Baht	Equipment Thousand Baht	Vehicles Thousand Baht	Total Thousand Baht
Balance as at 1 January 2021	1,232,527	23,189	1,010	1,256,726
Additions	527,033	-	1,622	528,655
Lease modifications and reassessments	(7,934)	-	-	(7,934)
Transfer out to property, plant, and equipment (Note 17)	-	(1,473)	-	(1,473)
Lease termination, net	(11,926)	-	(364)	(12,290)
Depreciation	(575,131)	(9,758)	(540)	(585,429)
Balance as at 31 December 2021	1,164,569	11,958	1,728	1,178,255
Balance as at 1 January 2022	1,164,569	11,958	1,728	1,178,255
Additions	380,521	-	1,387	381,908
Transfer out to property, plant, and equipment (Note 16)	5,000	(6,350)	-	(1,350)
Lease termination, net	(55,837)	-	(127)	(55,964)
Depreciation	(549,640)	(4,418)	(721)	(554,779)
Balance as at 31 December 2022	944,613	1,190	2,267	948,070

The expense relating to leases that not included in the measurement of lease liabilities and right-of-use and cash outflows for leases is as follows:

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Expense relating to short-term leases	329,319	170,667	323,810	165,945
Income from subleasing right-of-use asset	5,814	14,909	5,814	14,909
Payments on lease liabilities	585,818	93,214	527,041	89,263

18 Intangible assets, net

	Consolidated financial statements				
	Tradenames Thousand Baht	Customer Relationship Thousand Baht	Computer software Thousand Baht	Computer software during installation Thousand Baht	Total Thousand Baht
As at 1 January 2021					
Cost	115,930	17,060	53,257	14,278	200,525
Less Accumulated amortisation	(14,093)	(1,706)	(17,296)	-	(33,095)
Less Allowance for impairment	-	-	(8,845)	-	(8,845)
Net book amount	101,837	15,354	27,116	14,278	158,585
For the year ended 31 December 2021					
Opening net book amount	101,837	15,354	27,116	14,278	158,585
Addition	-	-	4,506	22,901	27,407
Transfer in (out)	-	-	22,205	(22,205)	-
Write-off, net	-	-	(162)	-	(162)
Amortisation charge	(5,795)	(1,706)	(4,667)	-	(12,168)
Closing Net book amount	96,042	13,648	48,998	14,974	173,662
As at 31 December 2021					
Cost	115,930	17,060	79,806	14,974	227,770
Less Accumulated amortisation	(19,888)	(3,412)	(21,963)	-	(45,263)
Less Allowance for impairment	-	-	(8,845)	-	(8,845)
Net book amount	96,042	13,648	48,998	14,974	173,662
For the year ended 31 December 2022					
Opening net book amount	96,042	13,648	48,998	14,974	173,662
Addition	-	-	1,382	26,856	28,238
Transfer in (out)	-	-	39,143	(39,143)	-
Impairment charge	(38,133)	-	-	-	(38,133)
Amortisation charge	(5,165)	(1,706)	(8,971)	-	(15,842)
Closing Net book amount	52,744	11,942	80,552	2,687	147,925
As at 31 December 2022					
Cost	115,930	17,060	120,301	2,687	255,978
Less Accumulated amortisation	(25,053)	(5,118)	(30,904)	-	(61,075)
Less Allowance for impairment	(38,133)	-	(8,845)	-	(46,978)
Net book amount	52,744	11,942	80,552	2,687	147,925

	Separate financial statements			
	Tradenames Thousand Baht	Computer software Thousand Baht	Computer software during installation Thousand Baht	Total Thousand Baht
As at 1 January 2021				
Cost	50,000	36,076	14,158	100,234
<u>Less</u> Accumulated amortisation	(7,501)	(14,473)	-	(21,974)
Net book amount	42,499	21,603	14,158	78,260
For the year ended 31 December 2021				
Opening net book amount	42,499	21,603	14,158	78,260
Additions	-	4,142	21,552	25,694
Transfer in (out)	-	22,205	(22,205)	-
Write-off, net	-	(162)	-	(162)
Amortisation charge	(2,498)	(4,078)	-	(6,576)
Closing net book amount	40,001	43,710	13,505	97,216
As at 31 December 2021				
Cost	50,000	62,261	13,505	125,766
<u>Less</u> Accumulated amortisation	(9,999)	(18,551)	-	(28,550)
Net book amount	40,001	43,710	13,505	97,216
For the year ended 31 December 2022				
Opening net book amount	40,001	43,710	13,505	97,216
Additions	-	1,119	22,278	23,397
Transfer in (out)	-	34,144	(34,144)	-
Impairment charge	(38,133)	-	-	(38,133)
Amortisation charge	(1,868)	(7,965)	-	(9,833)
Closing net book amount	-	71,008	1,639	72,647
As at 31 December 2022				
Cost	50,000	97,494	1,639	149,133
<u>Less</u> Accumulated amortisation	(11,867)	(26,486)	-	(38,353)
<u>Less</u> Allowance for impairment	(38,133)	-	-	(38,133)
Net book amount	-	71,008	1,639	72,647

Amortisation recognised in profit and loss that are related to intangible assets are as follows:

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Selling expense	2,934	3,380	2,934	3,379
Administrative expense	12,908	8,788	6,899	3,197
	15,842	12,168	9,833	6,576

The key assumptions used for calculations value-in-use of tradenames are as follows:

	Tradename from investment in Thunder FinFin Company Limited
Gross margin ¹	14-16%
Growth rate ²	14-15%
Discount rate ³	14%

¹ Budgeted gross margin.

² Weighted average growth rates used to extrapolate cash flows beyond the budget period.

³ Post-tax discount rate applied to the cash flow projections.

Management determined budgeted gross margin based on past performance and its expectations of market development. The weighted average growth rates used are consistent with the forecasts included in industry reports. The discount rates used are pre-tax and reflect specific risks relating to the relevant segments.

19 Goodwill, net

	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
As 1 January				
Cost	123,691	123,691	45,655	45,655
<u>Less</u> Provision for impairment	-	-	-	-
Net book amount	123,691	123,691	45,655	45,655
For the year ended 31 December				
Opening net book amount	123,691	123,691	45,655	45,655
Acquisition of an indirect subsidiary (Note 14)	304,721	-	-	-
Impairment	(45,655)	-	(45,655)	-
Closing net book amount	382,757	123,691	-	45,655
At 31 December				
Cost	428,412	123,691	45,655	45,655
<u>Less</u> Allowance for impairment	(45,655)	-	(45,655)	-
Net book amount	382,757	123,691	-	45,655

During the year, the Company fully impaired goodwill arising from retail business by recognising the loss of Baht 45.66 million in other gains (losses).

Goodwill is allocated to the Group's cash-generating units (CGUs) identified according to business segment. A segment-level summary of the goodwill allocation is presented below.

As at 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Goodwill allocation by segment				
Retails	-	45,655	-	45,655
Other	382,757	78,036	-	-
Total	382,757	123,691	-	45,655

The Group tests whether goodwill has suffered any impairment on an annual basis. The recoverable amount of a CGU is determined based on value-in-use calculations. These calculations use pre-tax cash flow projections based on financial budgets approved by management covering a five-year period. Cash flow beyond the five-year period are extrapolated using the estimated growth rates stated below. These growth rates are consistent with forecasts included in industry reports specific to the industry in which each CGU operates.

The key assumptions used for value-in-use calculations are as follows:

	Other
Gross margin ¹	14-16%
Growth rate ²	14-15%
Discount rate ³	14%

¹ Budgeted gross margin.

² Weighted average growth rates used to extrapolate cash flows beyond the budget period.

³ Post-tax discount rate applied to the cash flow projections.

These assumptions have been used for the analysis of each CGU within the business segment.

Management determined budgeted gross margin based on past performance and its expectations of market development. The weighted average growth rates used are consistent with the forecasts included in industry reports. The discount rates used are pre-tax and reflect specific risks relating to the relevant segments.

20 Deferred income taxes

The analysis of deferred tax assets and deferred tax liabilities is as follows:

As at 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Deferred tax assets	296,329	125,058	255,725	109,153
Deferred tax liabilities	(21,448)	(17,317)	(3,710)	(3,379)
Deferred tax, net	274,881	107,741	252,015	105,774

The movement in deferred tax assets is as follows:

	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
As at 1 January	107,741	70,795	105,774	82,864
Increase in profit or loss (Note 29)	39,108	36,946	17,012	22,910
Increase in other comprehensive income (expenses)	128,032	-	129,229	-
As at 31 December	274,881	107,741	252,015	105,774

The movements in deferred tax assets and liabilities during the year is as follows:

	Consolidated financial statements			
	As at 1 January 2022 Thousand Baht	Recognised in revenue (expense) in profit or loss Thousand Baht	Recognised in revenue (expense) in other comprehensive income (expense) Thousand Baht	As at 31 December 2022 Thousand Baht
Deferred tax assets				
Allowance for impairment of trade receivables	16,402	7,837	-	24,239
Allowance for obsolete and slow-moving inventories and for inventories cost in excess of net realisable value	31,289	3,559	-	34,848
Employee benefit obligations	18,949	2,830	(2,702)	19,077
Difference between accounting base and tax base from low-valued assets	5,299	1,177	-	6,476
Accrued expenses	40,980	5,186	-	46,166
Unrealised gain on sale of inventories in the group	1,504	(1,314)	-	190
Change in fair value of financial assets measured at FVOCI	-	-	131,385	131,385
Others	10,635	23,313	-	33,948
	125,058	42,588	128,683	296,329
Deferred tax liabilities				
Difference between accounting base and tax base from business combination	(17,021)	374	-	(16,647)
Others	(296)	(3,854)	(651)	(4,801)
	(17,317)	(3,480)	(651)	(21,448)
Deferred tax assets (liabilities), net	107,741	39,108	128,032	274,881
	Consolidated financial statements			
	As at 1 January 2021 Thousand Baht	Recognised in revenue (expense) in profit or loss Thousand Baht	Recognised in revenue (expense) in other comprehensive income (expense) Thousand Baht	As at 31 December 2021 Thousand Baht
Deferred tax assets				
Allowance for impairment of trade receivables	2,326	14,076	-	16,402
Allowance for obsolete and slow-moving inventories and for inventories cost in excess of net realisable value	29,323	1,966	-	31,289
Employee benefit obligations	16,169	2,780	-	18,949
Difference between accounting base and tax base from low-valued assets	4,603	696	-	5,299
Accrued expenses	33,250	7,730	-	40,980
Taxable losses carried forward	704	(704)	-	-
Unrealised gain on sale of inventories in the group	951	553	-	1,504
Others	1,286	9,349	-	10,635
	88,612	36,446	-	125,058
Deferred tax liabilities				
Difference between accounting base and tax base from business combination	(17,521)	500	-	(17,021)
Others	(296)	-	-	(296)
	(17,817)	500	-	(17,317)
Deferred tax assets (liabilities), net	70,795	36,946	-	107,741

	Separate financial statements			
	As at 1 January 2022 Thousand Baht	Recognised in revenue (expense) in profit or loss Thousand Baht	Recognised in revenue (expense) in other comprehensive income (expense) Thousand Baht	As at 31 December 2022 Thousand Baht
Deferred tax assets				
Allowance for impairment of trade receivables	8,432	(2,075)	-	6,357
Allowance for obsolete and slow-moving inventories and for inventories cost in excess of net realisable value	30,536	4,273	-	34,809
Employee benefit obligations	17,725	2,355	(2,161)	17,919
Difference between accounting base and tax base from low-valued assets	5,257	1,193	-	6,450
Accrued expenses	37,629	4,069	-	41,698
Change in fair value of financial assets measured at FVOCI	-	-	131,390	131,390
Others	9,574	7,528	-	17,102
	109,153	17,343	129,229	255,725
Deferred tax liabilities				
Difference between accounting base and tax base from businesses combination	(3,083)	(627)	-	(3,710)
Others	(296)	296	-	-
	(3,379)	(331)	-	(3,710)
Deferred tax assets (liabilities), net	105,774	17,012	129,229	252,015

	Separate financial statements			
	As at 1 January 2021 Thousand Baht	Recognised in revenue (expense) in profit or loss Thousand Baht	Recognised in revenue (expense) in other comprehensive income (expense) Thousand Baht	As at 31 December 2021 Thousand Baht
Deferred tax assets				
Allowance for impairment of trade receivables	2,100	6,332	-	8,432
Allowance for obsolete and slow-moving inventories and for inventories cost in excess of net realisable value	29,060	1,476	-	30,536
Employee benefit obligations	15,261	2,464	-	17,725
Difference between accounting base and tax base from low-valued assets	4,550	707	-	5,257
Accrued expenses	30,880	6,749	-	37,629
Others	3,892	5,682	-	9,574
	85,743	23,410	-	109,153
Deferred tax liabilities				
Difference between accounting base and tax base from businesses combination	(2,583)	(500)	-	(3,083)
Others	(296)	-	-	(296)
	(2,879)	(500)	-	(3,379)
Deferred tax assets (liabilities), net	82,864	22,910	-	105,774

Deferred income tax assets are recognised for tax loss and carried forwards only to the extent that realisation of the related tax benefit through the future taxable profits is probable. The Group does not recognise deferred tax asset of Baht 5.97 million (2021: Baht 2.53 million) from tax losses of Baht 29.84 million (2021: Baht 12.66 million), to carry forward against future taxable income; these tax losses of Baht 29.84 million will expire in 2024 - 2027, respectively (2021: Baht 28.25 million will expire in 2024 - 2026, respectively).

21 Borrowings

As at 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Current				
Bank overdrafts	32,278	26,422	-	-
Short-term loans from financial institutions	5,171,631	3,774,569	5,076,465	3,754,095
Current portion of lease liabilities	472,729	524,664	471,660	518,735
Borrowing from related party (Note 32)	-	-	380,362	325,000
Total current borrowings	5,676,638	4,325,655	5,928,487	4,597,830
Non-current				
Lease liabilities	461,580	677,403	461,580	674,548
Total non-current borrowings	461,580	677,403	461,580	674,548
Total borrowings	6,138,218	5,003,058	6,390,067	5,272,378

As at 31 December 2022, short-term borrowings from financial institutions of the Group, amounting to Baht 5,171.63 million (2021: Baht 3,774.57 million) bearing interest rate at 0.79% - 5.97% per annum (2021: 0.79% - 3.50% per annum). The Group's short-term borrowings from financial institutions were free for guarantee (2021: free for guarantee).

The Company must comply with the conditions in the credit facility agreements such as to maintain the financial ratios. As at 31 December 2022, the Group has complied with covenants throughout the reporting period.

22 Trade and other payables

As at 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Trade payables - other companies	3,931,033	4,107,023	3,744,593	3,904,645
Trade payables - related parties (Note 32)	9	20	3,349	77,854
Other payables - other companies	294,398	278,877	268,396	270,522
Other payables - related parties (Note 32)	106	170	50	318
Deposit received in advance	65,192	110,200	61,338	108,195
Accrued expense	618,694	609,501	344,319	342,476
Total	4,909,432	5,105,791	4,422,045	4,704,010

23 Employee benefit obligations

	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Liabilities in statement of financial position:				
Retirement benefits	103,219	102,722	89,593	88,624
Profit or loss charge included in operating profit for:				
Retirement benefits	16,671	14,120	12,885	12,321
Remeasurement for retirement benefits	(15,814)	-	(10,802)	-

Retirement benefits

The plans are final salary retirement plans. The level of benefits provided depends on members' length of service and their salary in the final years leading up to retirement.

The movement in the defined benefit obligation over the year is as follows:

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
As at 1 January	102,722	88,602	88,624	76,303
Recognised in profit or loss:				
Current service cost	14,619	12,467	11,233	10,878
Part service cost	110	-	-	-
Interest expense/(income)	1,942	1,653	1,652	1,443
	16,671	14,120	12,885	12,321
Remeasurements:				
(Gain)/loss from change in demographic assumptions	10,014	-	10,038	-
(Gain) Loss from change in financial assumptions	(33,529)	-	(29,462)	-
Experience (Gain)/Loss	7,701	-	8,622	-
	(15,814)	-	(10,802)	-
Increase from investment in indirect subsidiary	1,821	-	-	-
Benefit payments	(2,181)	-	(1,114)	-
As at 31 December	103,219	102,722	89,593	88,624

The significant actuarial assumptions used were as follows:

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
	Thousand Baht	Thousand Baht	Thousand Baht	Thousand Baht
Turnover rate	1.91% - 28.65%	1.91% - 45.84%	2.39% - 28.65%	2.87% - 34.38%
Average discount rate	3.83% - 4.45%	1.60% - 2.13%	4.15%	1.82%
Salary growth rate	5.00% - 6.00%	5.00% - 6.00%	6.00%	6.00%

Sensitivity analysis for each significant assumption used is as follows:

	Consolidated financial statements					
	Impact on defined benefit obligation					
	Change in assumption		Increase in assumption		Decrease in assumption	
	2022	2021	2022	2021	2022	2021
Turnover rate	20%	20%	Decrease by 11.65%	Decrease by 12.95%	Increase by 14.65%	Increase by 24.82%
Average discount rate	1%	1%	Decrease by 12.56%	Decrease by 9.65%	Increase by 15.15%	Increase by 21.78%
Salary growth rate	1%	1%	Increase by 14.72%	Increase by 20.78%	Decrease by 12.48%	Decrease by 10.36%

	Separate financial statements					
	Impact on defined benefit obligation					
	Change in assumption		Increase in assumption		Decrease in assumption	
	2022	2021	2022	2021	2022	2021
Turnover rate	20%	20%	Decrease by 11.79%	Decrease by 12.65%	Increase by 14.73%	Increase by 25.52%
Discount rate	1%	1%	Decrease by 12.81%	Decrease by 10.24%	Increase by 15.48%	Increase by 20.53%
Salary growth rate	1%	1%	Increase by 15.03%	Increase by 20.21%	Decrease by 12.71%	Decrease by 11.00%

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method has been applied as when calculating the retirement benefits recognised in the statement of financial position.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous period.

The weighted average duration of the defined benefit obligation is 14 - 26 years (2021: 16 - 27 years).

24 Share capital and premium on share capital

	Number of Shares Thousand shares	Ordinary Shares Thousand Baht	Share Premium Thousand Baht	Total Thousand Baht
At 1 January 2021	1,200,000	300,000	898,761	1,198,761
Issue of shares	-	-	-	-
At 31 December 2021	1,200,000	300,000	898,761	1,198,761
Issue of shares	1,200,000	299,999	-	299,999
Less Treasury shares	(15,000)	(484,293)	-	(484,293)
At 31 December 2022	2,385,000	115,706	898,761	1,014,467

The Public Companies Act B.E. 2535 requires companies to set aside share subscription monies received in excess of the issued shares' par value to a share premium. The share premium is not available for dividend distribution.

On 23 April 2022, the Annual General Meeting of Shareholders for the year 2022 passed a resolution to approve the increased in registered capital by issuance of newly issued 1,200 million shares at par value of Baht 0.25 totalling Baht 300 million from the existing shares capital of Baht 300 million to a new registered capital of Baht 600 million to serve for stock dividend payment.

During the year, the Company acquired its own common shares through purchases on the Stock Exchange of Thailand in accordance with the share buy-back plan. The shares are held as treasury shares. The 15,000,000 treasury shares were acquired for Baht 484,293,100, which has been deducted from equity. The Company is holding these treasury shares for reissuance at a later date after 6 months from the completion of the share repurchase, but not later than 3 years.

As at 31 December 2022, the total number of authorised ordinary shares is 2,400 million shares (2021: 1,200 million shares) with a par value of Baht 0.25 per share (2021: Baht 0.25 per share). 2,399,998,265 ordinary shares are issued and fully paid-up.

25 Legal reserves

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
At 1 January	30,000	30,000	30,000	30,000
Appropriation during the year	-	-	-	-
At 31 December	30,000	30,000	30,000	30,000

Under the Public Companies Act., B.E. 2535, the Company is required to set aside as statutory reserve at least 5 percent of its net profit after accumulated deficit brought forward (if any) until the reserve is not less than 10 percent of the registered capital. This reserve is not available for dividend distribution.

26 Other gains (losses), net

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Impairment loss on property and equipment and intangible assets	(28,188)	-	(28,188)	-
Impairment loss on goodwill	(45,655)	-	(45,655)	-
Gain on disposals and write-offs of property and equipment and intangible assets	(12,534)	265	(12,534)	260
Gain on exchange rates, net	(2,209)	21,926	(1,802)	21,942
Gain on change in fair value of financial assets	(1,132)	3,806	(1,976)	3,806
Total	(89,718)	25,997	(90,155)	26,008

27 Finance costs

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Finance cost of bank borrowings	82,406	24,510	77,653	21,245
Finance cost of loans from related parties	216	-	2,162	1,677
Finance cost of lease liabilities	20,402	23,375	20,365	23,175
Total	103,024	47,885	100,180	46,097

28 Expense by nature

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Rental expenses	1,093,261	694,260	1,083,404	668,976
Staff costs	1,502,972	1,297,603	1,520,883	1,353,317
Depreciation and amortization	796,298	787,476	784,309	773,933
Facilities and utilities expenses	195,731	145,548	194,324	143,440
Marketing expenses	329,667	194,369	328,492	194,113
Credit card fees	389,825	321,842	389,313	320,174

29 Income tax

Income tax expense for the year comprises the following:

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Current tax:				
Current tax on profits for the year	808,464	591,657	922,479s	531,733
Adjustments in respect of prior year	(707)	-	(707)	-
Total current tax	807,757	591,657	921,772	531,733
Deferred tax:				
(Increase) Decrease in deferred tax assets (Note 20)	(42,588)	(36,446)	(17,343)	(23,410)
Increase (Decrease) in deferred tax liabilities (Note 20)	3,480	(500)	331	500
Total deferred tax	(39,108)	(36,946)	(17,012)	(22,910)
Income tax expense	768,649	554,711	904,760	508,823

The tax on the Group's profit before tax differs from the theoretical amount that would arise using the basic tax rate of the home country of the Company as follows:

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Profit before tax	3,832,447	3,183,195	4,966,221	2,868,220
Tax calculated at a tax rate of 20% (2021: 20%)	766,489	636,639	993,244	573,644
Tax effect of:				
Income not subject to tax	(29,509)	(47,673)	(75,995)	(43,997)
Expenses not deductible for tax purpose	52,028	3,976	4,729	1,723
Additional expenses deductible for tax purpose	(26,448)	(27,696)	(19,297)	(22,682)
Utilisation of previously unrecognised tax losses	-	(13,346)	-	-
Temporary difference for which no deferred tax asset was recognised	2,910	1,443	2,786	1,473
Tax losses for which no deferred tax asset was recognised	3,886	2,533	-	-
Adjustment in respect of prior year	(707)	-	(707)	-
Other	-	(1,165)	-	(1,338)
Income tax	768,649	554,711	904,760	508,823

The Group and the Company's tax rate was 20.06% and 18.22%, respectively (2021: 17.43% and 17.74%, respectively).

The tax charge relating to components of other comprehensive income is as follows:

For the year ended	Consolidated financial statements					
	31 December 2022			31 December 2021		
	Before tax Thousand Baht	Tax credited/ (charge) Thousand Baht	After tax Thousand Baht	Before tax Thousand Baht	Tax credited/ (charge) Thousand Baht	After tax Thousand Baht
Gain (Loss) from remeasurement of defined benefits plans	15,815	(2,702)	13,113	-	-	-
Share of other comprehensive income (expenses) from investments in associates	7,686	-	7,686	2,177	-	2,177
Change in fair value of equity instruments	(656,907)	131,385	(525,522)	-	-	-
Change in fair value of equity instruments disposed during the year	(162,678)	32,536	(130,142)	-	-	-
Other comprehensive income (expenses)	(796,084)	161,219	(634,865)	2,177	-	2,177

For the year ended	Separate financial statements					
	31 December 2022			31 December 2021		
	Before tax Thousand Baht	Tax credited/ (charge) Thousand Baht	After tax Thousand Baht	Before tax Thousand Baht	Tax credited/ (charge) Thousand Baht	After tax Thousand Baht
Gain (Loss) from remeasurement of defined benefits plans	10,802	(2,161)	8,641	-	-	-
Change in fair value of equity instruments	(656,947)	131,385	(525,558)	-	-	-
Change in fair value of equity instruments disposed during the year	(162,678)	32,536	(130,142)	-	-	-
Other comprehensive income (expenses)	(808,819)	161,760	(647,059)	-	-	-

30 Earnings per share

Basic earnings per share is calculated by dividing the profit attributable to shareholders by the weighted average number of paid-up ordinary shares in issue during the year. The number of outstanding ordinary shares was adjusted to reflect the stock dividend (Note 31) as if the event has occurred at the beginning of the earliest period presented.

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Profit for the year attributable to owners of the parent (Thousand Baht)	3,037,712	2,630,392	4,061,461	2,359,396
Weighted average number of shares (Thousand share)	2,399,998	2,399,998	2,399,998	2,399,998
Basic earnings per share (Baht)	1.27	1.10	1.69	0.98

There are no potential dilutive ordinary shares in issue for the year ended 31 December 2022 and 2021.

31 Dividends

On 23 April 2022, the Annual General Meeting of Shareholders for the year 2022 passed a resolution to approve the dividend payment from profit for the year ended 31 December 2021, which includes stock dividend payment of 1,199,998,265 shares with a par value of Baht 0.25 per share at the rate of 1 share per 1 stock dividend amounting to Baht 299,999,566 and cash dividend payment at the rate of Baht 1 per share totalling to Baht 1,200 million. The Company paid dividend to the shareholders on 6 May 2022.

At the meeting on 22 April 2021, the Shareholders have been approved a dividend in respect of 2021 of Baht 1 per share amounting to a total of Baht 1,200 million.

32 Related party transactions

The Company is the ultimate parent company. The largest shareholder of the Company is Mr. Sura Khanittaweekul who is the Chief Executive Officer of the Company and owns 25.05% (2021: 25.05%). The remaining shares are widely held. The list of subsidiaries and associates are set out in Note 14 and 15.

a) Transactions with related parties

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Sales of goods and services				
Subsidiaries	-	-	68,164	13,693
Associates	1,592	6,604	1,592	6,604
Other related parties	3,469	1,552	3,469	1,552
	5,061	8,156	73,225	21,849
Purchases of goods and services				
Subsidiaries	-	-	204,741	2,242,980
Other related parties	2,924	2,400	2,770	2,400
	2,924	2,400	207,511	2,245,380
Other income				
Subsidiaries	-	-	401,810	231,162
Associates	9,215	991	9,215	991
Other related parties	1,055	1,048	834	825
	10,270	2,039	411,859	232,978
Interest expense				
Subsidiary	-	-	2,104	1,677
Other related parties	6,280	7,882	6,280	7,882
	6,280	7,882	8,384	9,559

b) Outstanding balances arising from sales and purchases of goods and services

As at 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Trade receivables				
Subsidiaries	-	-	102,457	242,275
Associates	991	-	991	-
Other related parties	4	153	4	153
	995	153	103,452	242,428
Finance lease receivables				
Subsidiaries	-	-	5,999	12,858
Other receivables				
Subsidiaries	-	-	6,021	15,262
Associates	33	-	33	-
Other related parties	2,463	2,280	275	92
	2,496	2,280	6,329	15,354
Accrued income				
Subsidiaries	-	-	526	14,239
Associates	-	44	-	44
Other related parties	465	244	-	-
	465	288	526	14,283
Rebate receivables				
Subsidiaries	-	-	-	98
Trade payables				
Subsidiaries	-	-	3,349	77,834
Other related parties	9	20	-	20
	9	20	3,349	77,854
Other payables				
Subsidiaries	-	-	-	232
Other related parties	106	170	26	86
	106	170	26	318
Lease liabilities				
Other related parties	281,470	349,870	281,470	349,870
Interest payable				
Subsidiaries	-	-	842	572

c) Other assets

As at 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Other assets				
Other related parties	35,585	34,535	35,585	34,535

d) Short-term loans to related parties

As at 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Subsidiaries	-	-	119,919	900,000
Associates	-	300,000	-	300,000
Other related parties	6,316	6,316	-	-
	6,316	306,316	119,919	1,200,000

The movements of short-term loans to related parties can be analysed are as follows:

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
As at 1 January	306,316	6,416	1,200,000	-
Additions during the year	450,000	300,000	979,559	3,180,000
Repayments during the year	(750,000)	(100)	(2,059,640)	(1,980,000)
As at 31 December	6,316	306,316	119,919	1,200,000

The short-term loans to related parties bear interest rate at the rate of 0.65%-2.49% per annum. The loans are unsecured and due on call. At the end of reporting period, there is no allowance set up for these loans.

e) Short-term loans from related parties

As at 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Subsidiaries	-	-	380,362	325,000

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
As at 1 January	-	-	325,000	338,000
Additions during the year	-	-	415,362	430,000
Repayments during the year	-	-	(360,000)	(443,000)
As at 31 December	-	-	380,362	325,000

The short-term loans from related parties were unsecure loan, bearing interest rate at 0.65%-2.49% per annum and due on call.

f) Key management compensation

Key management includes directors (executive and non-executive), members of the executive committee. The compensation paid or payable to key management are as follows:

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Salaries and other short-term employee benefits	62,283	59,116	62,283	59,116
Post-employment benefits	2,213	2,142	2,213	2,142
Total	64,496	61,258	64,496	61,258

g) Commitments and contingencies

The Company has provided a guarantee for credit facility to Prime Solution and Services Company Limited in amount of Baht 507.9 million (2021: 513 million).

33 Change in liabilities arising from financing activities

	Consolidated financial statements		
	Short-term loans from financial institutions Thousand Baht	Short-term loans from related parties Thousand Baht	Lease liabilities Thousand Baht
As at 1 January 2021	1,246,034	-	1,205,749
Cash flow	2,528,534	-	(511,422)
Non-cash changes:			
Additions			544,791
Amortisation of financing fees			23,375
Write-offs			(60,426)
As at 31 December 2021	3,774,568	-	1,202,067
Cash flow	1,397,063	-	(609,446)
Non-cash changes:			
Additions	-	-	430,984
Amortisation of financing cost	-	-	20,365
Write-offs	-	-	(109,662)
As at 31 December 2022	5,171,631	-	934,308

	Separate financial statements		
	Short-term loans from financial institutions Thousand Baht	Short-term loans from related parties Thousand Baht	Lease liabilities Thousand Baht
As at 1 January 2021	1,219,569	338,000	1,197,406
Cash flow	2,534,527	(13,000)	(505,170)
Non-cash changes:			
Additions	-	-	538,090
Amortisation of financing fees	-	-	23,175
Write-offs	-	-	(60,219)
As at 31 December 2021	3,754,096	325,000	1,193,282
Cash flow	1,322,369	55,362	(550,670)
Non-cash changes:			
Additions	-	-	360,568
Amortisation of financing fees	-	-	20,365
Write-offs	-	-	(90,306)
As at 31 December 2022	5,076,465	380,362	933,239

34 Commitments and contingent liabilities

a) Capital expenditure commitments

Capital expenditure contracted as at the statement of financial position date but not recognised as liabilities is as follows:

As at 31 December	Consolidated financial statements		Separate financial statements	
	2022 Thousand Baht	2021 Thousand Baht	2022 Thousand Baht	2021 Thousand Baht
Buildings and equipment	25,522	36,157	25,522	36,157
Furniture and office equipment	692	904	692	904
Intangible assets	6,061	8,404	4,128	4,654
Total	32,275	45,465	30,342	41,715

b) Service contracts

The Group has service contracts various retail outlets and warehouses. The agreement expiring within 1 to 28 years. Commitments for minimum services payments are payable as follows:

As at 31 December	Consolidated financial statements 2022 Thousand Baht	Separate financial statements 2022 Thousand Baht
Within 1 year	327,344	325,964
Later than 1 year but not later than 5 years	194,445	192,068
Later than 5 years	9,268	9,268
Total	531,057	527,300

c) Litigation

As at 31 December 2022, the Company has a lawsuit filed by a former employee of the Company. The case is still under consideration by the court and there is no judgement result yet. The Company has not set aside a provision for the lawsuit in the financial statements. As the Company and its legal advisor believe that the lawsuit is unlikely to cause any significant financial impact on the Company.

35 Events after the reporting period

On 22 February 2023, the Board of Directors of the Company passed a resolution to propose the dividend payment from the operating results of the year 2022 in cash at the rate of Baht 0.75 per share, totalling Baht 1,799,998,698.75. However, the approval for the dividend payment shall be proposed to the Annual General Shareholders' Meeting for the year 2023 for further consideration and approval.



Certification of the Accuracy of Information

The Company has carefully reviewed the information in this Annual Registration Statement / Annual Report and certifies that such information is accurate, complete, contains no false or misleading statements, or no omission of any material facts that should have been stated therein. In addition, the Company hereby certifies that:

- (1) The financial statements and financial information that are summarized in the Annual Registration Statement / Annual Report contain accurate and complete information about the financial position, performance, and cash flow of the Company and its subsidiaries.
- (2) The Company has set up a suitable disclosure system to ensure that the material information of both the Company and its subsidiaries are disclosed accurately and completely, including supervising to have compliance with the said system.
- (3) The Company has established a proper internal control system and supervises the implementation of the said system. The Company has already provided the latest assessment information of the internal control system to the auditor and the Audit Committee February 22, 2023 which covers deficiencies and significant changes to the internal control system, including any wrong actions that may affect the financial report of the Company and its subsidiaries.

As evidence that all documents are the same documents certified by the Company, the Company has assigned Ms. Sasipa Sawangsawai to sign this document on every page. If any pages do not contain Ms. Sasipa Sawangsawat's signature, it will not be considered that the Company has certified the accuracy as mentioned above.

Name			Position	Signature
1	Mr. Siripong	Sombatsiri	Chairman and Independent Director	_____
2	Mr. Sura	Khanittaweekul	Vice Chairman	_____
3	Mr. Kritchawat	Voravanich	Director	_____
4	Ms. Aree	Preechanukul	Director	_____
5	Mr. Kongsak	Bannasathitgul	Director	_____
6	Mr. Kashpol	Chulajata	Independent Director	_____
7	Mr. Somboon	Aueatchasai	Independent Director	_____

Name			Position	Signature
The Authorized Person			Ms. Sasipa Sawangsawai	Company Secretary



Board of Directors

1. Mr. Siripong Sombatsiri

- Chairman of the Board
- Chairman of the Audit Committee
- Independent Director

2. Dr. Somboon Aueatchasai

- The Audit Committee
- Independent Director

3. Mr. Kashpol Chulajata

- The Audit Committee
- Independent Director
- Chairman of the Nomination and Remuneration Committee

4. Mr. Sura Khanittaweeikul

- Vice Chairman
- Chairman of the Management Board
- Chief Executive Officer

5. Mr. Kritchawat Voravanich

- Director
- Assistant Chief Executive Officer
- Chairman of the Risk Management Committee
- Executive Director

6. Ms. Aree Preechanukul

- Director
- The Nomination and Remuneration Committee
- Chief Operating Officer, Management Division
- Executive Director
- The Risk Management Committee

7. Mr. Kongsak Bannasathitgul

- Director
- The Nomination and Remuneration Committee
- Chief Innovation Officer
- The Risk Management Committee



Executive Directors

1. Mr. Sura Khanittaweekul

- Vice Chairman
- Chairman of the Management Board
- Chief Executive Officer

2. Mr. Kritchawat Voravanich

- Director
- Assistant Chief Executive Officer
- Chairman of the Risk Management Committee
- Executive Director

3. Ms. Aree Preechanukul

- Director
- The Nomination and Remuneration Committee
- Chief Operating Officer, Management Division
- Executive Director
- The Risk Management Committee

4. Mr. Kongsak Bannasathitgul

- Director
- The Nomination and Remuneration Committee
- Chief Innovation Officer
- The Risk Management Committee

5. Ms. Natthanan Keeratikoronyotsanan

- COO, Marketing Communications and Product Management
- The Risk Management Committee
- Executive Director

6. Mrs. Wassana Pongsangluk

- Chief Financial Officer
- The Risk Management Committee
- Executive Director

7. Mr. Phakphum Satarat

- Chief Operating Officer
- Executive Director

8. Mr. Narong Sriwannawit

- Chief Business Officer
- Executive Director



Mr. Siripong Sombatsiri

Date of Holding the Position

10 February 2014

Age 67

Position

- Chairman of the Board
- Chairman of the Audit Committee
- Independent Director

Shareholding (%)

-None-

Family Relationship between Directors and Executives

-None-

The Highest Educational Qualification

- Master's Business Administration
Sul Ross University, USA
- Bachelor's Bachelor of Accountancy,
Chulalongkorn University

Training Courses of Thai Institute of Directors Association (IOD)

- Directors Accreditation Program (DAP 2/2003)
- Ethical Leadership Program (ELP) 1/2015

Work Experience in the Last 5 Years

2014 - Present	Chairman of the Board and Chairman of the Audit Committee Com7 Public Company Limited
2013 - Present	Director and Chairman of the Audit Committee Pan Asia Footwear Public Company Limited
2011 - Present	Director Infinite Electric (Thailand) Company Limited
2004 - Present	Director and The Audit Committee Bangkok Chain Hospital Public Company Limited
2002 - Present	Director and Executive Director AP (Thailand) Public Co., Ltd and affiliates

Illegal Records in the Past 10 Years

-None-

Mr. Somboon Aueatchasai

Date of Holding the Position

12 November 2020

Age 53

Position

- The Audit Committee
- Independent Director

Shareholding (%)

-None-

Family Relationship between Directors and Executives

-None-

The Highest Educational Qualification

- Ph.D. Industrial Business Administration (Ph.D.),
King Mongkut's Institute of Technology Ladkrabang
- Master's Management Accounting,
Thammasat University
- Bachelor's Bachelor of Accountancy,
Rajamangala University of Technology

Training Courses of Thai Institute of Directors Association (IOD)

- Director Certification Program (DCP 139/2011)
- Directors Accreditation Program (DAP 84/2010)
- Advanced Audit Committee Program (AAP 42/2021)



Work Experience in the Last 5 Years

2020 - Present	Audit Committee and Independent Director Com7 Public Company Limited
2021 - Present	Chief Executive Officer
2010 - Present	Director
2009 - Present	- Executive Director - Company Secretary Gunkul Engineering Public Company Limited
2018 - Present	Director Kenyir Gunkul Solar Sdn Bhd.

Illegal Records in the Past 10 Years

-None-



Mr. Kashpol Chulajata

Date of Holding the Position

16 October 2014

Age 53

Position

- The Audit Committee
- Independent Director
- Chairman of the Nomination and Remuneration Committee

Shareholding (%)

-None-

Family Relationship between Directors and Executives

-None-

The Highest Educational Qualification

- Master's Business Administration, California State University, Bakersfield, USA
- Bachelor's Finance, Assumption University

Training Courses of Thai Institute of Directors Association (IOD)

- Directors Accreditation Program (DAP 116/2015)

Work Experience in the Last 5 Years

2014 - Present	- Audit Committee and Independent Director - Chairman of the Nomination and Remuneration Committee Com7 Public Company Limited
2022 - Present	Senior Specialist Thanachart Bank Public Company Limited
2015 - 2020	Deputy Director - Rules and Regulations Monitoring Thanachart Bank Public Company Limited

Illegal Records in the Past 10 Years

-None-

Mr. Sura Khanittaweekul

Date of Holding the Position

1 January 1997

Age 53

Position

- Vice Chairman
- Chairman of the Management Board
- Chief Executive Officer

Shareholding (%)

25.05%

Family Relationship between Directors and Executives

Younger Brother Ms. Natthanan Keeratikornyotsanan

The Highest Educational Qualification

- Master's Business Administration, Indiana University, USA
- Bachelor's Business Administration, Assumption University

Training Courses of Thai Institute of Directors Association (IOD)

- Directors Certification Program (DCP 176/2013)
- Directors Accreditation Program (DAP 103/2014)



Work Experience in the Last 5 Years

1997 - Present	- Vice Chairman - Chairman of the Management Board - Chief Executive Officer Com7 Public Company Limited
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Illegal Records in the Past 10 Years

-None-



Mr. Kritchawat Voravanich

Date of Holding the Position

1 January 2002

Age 54

Position

- Director
- Assistant Chief Executive Officer
- Chairman of the Risk Management Committee
- Executive Director

Shareholding (%)

1.07%

Family Relationship between Directors and Executives

-None-

The Highest Educational Qualification

- Bachelor's Marketing Assumption University

Training Courses of Thai Institute of Directors Association (IOD)

- Directors Certification Program (DCP 181/2013)
- Directors Accreditation Program (DAP 104/2013)

Work Experience in the Last 5 Years

2002 - Present - Director
 - Assistant Chief Executive Officer
 - Chairman of the Risk Management Committee
 - Executive Director
 Com7 Public Company Limited

Illegal Records in the Past 10 Years

-None-

Ms. Aree Preechanukul

Date of Holding the Position

1 November 2003

Age 54

Position

- Director
- The Nomination and Remuneration Committee
- Chief Operating Officer, Management Division
- Executive Director
- The Risk Management Committee

Shareholding (%)

2.91%

Family Relationship between Directors and Executives

-None-

The Highest Educational Qualification

- Bachelor's Law Ramkhamhaeng university

Training Courses of Thai Institute of Directors Association (IOD)

- Directors Accreditation Program (DAP 113/2014)

Work Experience in the Last 5 Years

2003 - Present - Director
 - The Nomination and
 Remuneration Committee
 - Chief Administrative Officer
 - Executive Director
 - The Risk Management Committee
 Com7 Public Company Limited

Illegal Records in the Past 10 Years

-None-



Mr. Kongsak Bannasathitgul

Date of Holding the Position

1 July 2013

Age 52

Position

- Director
- The Nomination and Remuneration Committee
- Chief Innovation Officer
- The Risk Management Committee

Shareholding (%)

0.22%

Family Relationship between Directors and Executives

-None-

The Highest Educational Qualification

- Master’s Master of Business Administration, Chulalongkorn University
- Bachelor’s Education, English, Payap University

Training Courses of Thai Institute of Directors Association (IOD)

- Directors Accreditation Program (DAP 112/2014)

Work Experience in the Last 5 Years

- | | |
|----------------|---|
| 2013 - Present | - Director |
| | - The Nomination and Remuneration Committee |
| | - Chief Innovation Officer |
| | - The Risk Management Committee |
| | Com7 Public Company Limited |

Illegal Records in the Past 10 Years

-None-

Ms.Natthanan Keeratikornyotsa

Date of Holding the Position

2 April 2010

Age 54

Position

- Chief Merchandising and Marketing Officer
- The Risk Management Committee
- Executive Director

Shareholding (%)

0.54%

Family Relationship between Directors and Executives

Elder Sister Mr. Sura Khanittaweekul

The Highest Educational Qualification

- Master’s Business Administration, Sasin Graduate Institute of Business Administration
- Bachelor’s Communication Arts, Chulalongkorn University

Training Courses of Thai Institute of Directors Association (IOD)

- Directors Accreditation Program (DAP 181/2021)



Work Experience in the Last 5 Years

- | | |
|----------------|---|
| 2010 - Present | - Chief Merchandising and Marketing Officer |
| | - The Risk Management Committee |
| | - Executive Director |
| | Com7 Public Company Limited |

Illegal Records in the Past 10 Years

-None-



Mrs. Wassana Pongsangluk

Date of Holding the Position

16 June 2014

Age 52

Position

- Chief Financial Officer
- The Risk Management Committee
- Executive Director

Shareholding (%)

-None-

Family Relationship between Directors and Executives

-None-

The Highest Educational Qualification

- Master's Business Administration, University of Wales in Cardiff, UK
- Bachelor's Business Administration, Assumption University

Training Courses of Thai Institute of Directors Association (IOD)

- Directors Accreditation Program (DAP 164/2019)

Work Experience in the Last 5 Years

2014 - Present	- Chief Financial Officer
	- The Risk Management Committee
	- Executive Director
	Com7 Public Company Limited
2019 - Present	Executive Director
	Next Capital Public Company Limited

Illegal Records in the Past 10 Years

-None-

Mr. Phakphum Satarat

Date of Holding the Position

11 July 2018

Age 54

Position

- Chief Operating Officer
- Executive Director

Shareholding (%)

-None-

Family Relationship between Directors and Executives

-None-

The Highest Educational Qualification

- Master's Business Administration, Assumption University
- Bachelor's Computer Engineering, King Mongkut's Institute of Technology Ladkrabang

Training Courses of Thai Institute of Directors Association (IOD)

- Directors Accreditation Program (DAP 181/2021)



Work Experience in the Last 5 Years

2018 - Present	- Chief Operating Officer
	- Executive Director
	Com7 Public Company Limited

Illegal Records in the Past 10 Years

-None-



Mr. Narong Sriwannawit

Date of Holding the Position

1 February 2020

Age 38

Position

- Chief Business Officer
- Executive Director

Shareholding (%)

-None-

Family Relationship between Directors and Executives

-None-

The Highest Educational Qualification

- Master's Business Administration, Oregon State University
- Bachelor's Business Administration, Thammasat University

Training Courses of Thai Institute of Directors Association (IOD)

- Directors Accreditation Program (DAP 181/2021)

Work Experience in the Last 5 Years

2020 - Present	- Chief Business Officer
	- Executive Director Com7 Public Company Limited
2017 - 2020	Retail Director Com7 Public Company Limited

Illegal Records in the Past 10 Years

-None-

Ms. Sasipa Sawangsawai

Date of Holding the Position

28 November 2014

Age 37

Position

- Company Secretary
- Investor Relations

Shareholding (%)

-None-

Family Relationship between Directors and Executives

-None-

The Highest Educational Qualification

- Master's Business Administration, Mahanakorn University of Technology
- Bachelor's Computer Engineering, Mahanakorn University of Technology

Training Courses of Thai Institute of Directors Association (IOD)

- Company Secretary Program (CSP 63/2015)
- Financial Statements for Directors (FSD 42/2020)
- Corruption Risk and Control Workshop (CRC 14/2022)



Work Experience in the Last 5 Years

2014 - Present	Company Secretary Com7 Public Company Limited
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Illegal Records in the Past 10 Years

-None-



Com7 Public Company Limited (Head Office)

549/1 Sanphawut Rd., Bangna Tai, Bangna, Bangkok 10260, Thailand

E-mail : customer_support@comseven.com

Contact : 02-017-7770 (Customer Support)