



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

THANAPIRIYA PUBLIC COMPANY LIMITED

Fiscal Year End 31 December 2022



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Group Structure and Operations

Group Structure and Operations

Business Overview and Policies (1.1)

Company Information (1.1.5)

Company Name : THANAPIRIYA PUBLIC COMPANY LIMITED

Symbol : TNP

Address : 329 Moo.8, Ban du, Muang Chiang Rai

Province : Chiang Rai

Postcode : 57100

Business : TNP is a retailer and a wholesaler of consumer goods excluding fresh food under the name "Thanapiriya". Now, TNP owns and operates 42 stores dividing into 41 supermarket stores and 1 wholesale store.

Registration Number : 0107558000172

Telephone : 0-5377-6144

Fax (if applicable) : 0-5377-6144

Website : www.thanapiriya.co.th

Email : tnpcontact@thanapiriya.co.th

Total Shares Sold (shares)

Common Stock : 800,000,000

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping*

	2020	2021	2022
Total (Thousand baht)	2,208,291.49	2,638,325.28	2,448,726.41
Revenue from Branches (Thousand baht)	2,055,637.19	2,523,242.43	2,322,880.86
Revenue from Wholesale at Head Office (Thousand baht)	140,487.00	99,295.01	110,506.40
Other Income (Thousand baht)	12,167.30	15,787.84	15,339.15

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Revenue from Branches (%)	93.09	95.64	94.86
Revenue from Wholesale at Head Office (%)	6.36	3.76	4.51
Other Income (%)	0.55	0.60	0.63

By Geographical Area or Market*

	2020	2021	2022
Total (Thousand baht)	2,208,291.49	2,638,325.28	2,448,726.41
Domestic (Thousand baht)	2,208,291.49	2,638,325.28	2,448,726.41
International (Thousand baht)	0.00	0.00	0.00

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Domestic (%)	100.00	100.00	100.00
International (%)	0.00	0.00	0.00

*Excluding the profit margins in the associated companies

Information on Products and Services (1.2.2)

Product/Service Information and Business Innovation Development (1.2.2.1)

Research and Development (R&D) Policy : No

(Unit : Thousand baht)	2020	2021	2022
R&D expenses in the past 3 years	N/A	N/A	N/A

Risk Management

Risk Management

Risk Factors (2.2)

Risk that might affect the company's business, including environmental, social and corporate governance issues (2.2.1)

Risk from Severe Competition

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Behavior or needs of customers / consumers

Risk from Distribution Center Disruption

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Shortage or fluctuation in pricing of raw materials or productive resources
- Safety, occupational health, and working environment

Risk from Inventory Management

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Business operations of partners in the supply chain

Operational Risk

- Product obsolescence

Risk from Information Technology System Disruption

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Information security and cyber-attack

Risk from Branch Expansion

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates
- Behavior or needs of customers / consumers

Operational Risk

- Delays in the development of future projects

Risk from Not Being Able to Lease Desired Business Locations or Extend the Lease Agreement

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Property lease agreement execution

Risk from Shortage of Branch Operational Staff

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Shortage or reliance on skilled workers

Risk from Natural Disasters

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Climate change and disasters

Risk from Fraud

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Systems or internal control system

Risk from Store which is located near the border

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Other

Risk from Legal and Governmental Policies

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Government policy

Risk from Organizing City Planning

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Government policy

Risk from pandemic and impact from Corona virus 2019 (COVID-19) pandemic

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Other

Risk to Securities Holder (2.2.2)

Risk from Depending on Specific Executives

Risk Management Measures: Yes

Related Risk Topics

- Return from investment of securities holder

Risk from Shareholders with more than 50% Shareholding

Risk Management Measures: Yes

Related Risk Topics

- Return from investment of securities holder

Sustainable Development

Sustainable Development

Sustainability Management Policy and Targets (3.1)

Sustainability Management Policy and Targets

Corporate Sustainability Policy : No

Environmental Aspect (3.3)

Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : Yes

URL of environmental policy and practice : <http://investor-th.thanapiriya.co.th/misc/cg/20220607-tnp-environmental-policy-th.pdf>

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

Results with Respect to the Environmental Aspect (3.3.2)

Energy management

• Fuel consumption

	2020	2021	2022
Diesel (Litre)	179,330.00	213,222.00	210,540.00

• Electricity consumption

	2020	2021	2022
Amount of electricity purchased (kWh)	2,858,084.00	3,067,474.00	3,473,808.00

Water management

• Water consumption

	2020	2021	2022
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Water consumption (cubic meters)	13,438.00	15,713.00	16,710.00
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Greenhouse gas management

• Greenhouse gas emissions

	2020	2021	2022
GHG emission target	N/A	N/A	N/A
Scope 1 (Tons of carbon dioxide equivalents)	1,429.00	1,533.00	1,737.00
Scope 2 (Tons of carbon dioxide equivalents)	491.00	584.00	577.00
Scope 3 (Tons of carbon dioxide equivalents)	7.00	8.00	8.00
Total (Tons of carbon dioxide equivalents)	1,927.00	2,125.00	2,322.00

• Verification of greenhouse gas emissions over the past year

Third-party verification : No

Social Aspect (3.4)

Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy : Yes

URL of human rights policy : <http://investor-th.thanapiriya.co.th/misc/cg/20220607-tnp-human-rights-and-labor-policy-th.pdf>

Company human right guideline : Employee Rights, Migrant Workers, Child Labor, Consumer Rights, Community and Environment Rights, Safety and Occupational Health at Work, Non-discrimination

Results with Respect to the Social Aspect (3.4.2)

Information about employees

• Total number of employees

	2020	2021	2022
Number of male employees (persons)	380	423	430
Number of female employees (persons)	311	332	340
Total (persons)	691	755	770

• Employee remuneration

	2020	2021	2022
Employee remuneration (baht)	112,758,198.00	127,364,514.00	127,650,840.00

• Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	12	12	12

• Health, safety and work environment

	2020	2021	2022
Number of employee work injuries leading to employee absence (times)	5	6	7

• **Employee retention**

	2020	2021	2022
Percentage of employees who voluntarily resigned (%)	28.22	25.83	31.82

• **Significant labor dispute**

	2020	2021	2022
Significant labor dispute	No	No	No

Corporate Governance Policy

Corporate Governance Policy

Overview of the Corporate Governance Policy and Guideline (6.1)

Corporate Governance Policy

Corporate Governance Policy : Yes

Company website on corporate governance policy : <http://investor-th.thanapiriya.co.th/misc/cg/tnp-cg-policy-2022-th.pdf>

Policy and Guideline Related to the Board of Directors (6.1.1)

Policy and guideline related to the board of directors

Company policy and guideline : Nomination of Directors, Compensation, Independence of the Board of Directors, Director Development, Board Performance Evaluation, Corporate Governance of Subsidiaries and Associated Companies

Code of Conduct (6.2)

Establishing a Code of Conduct

Establishing a Code of Conduct

Code of Conduct : Yes

Policy and Guideline related to the Code of Conduct

Company policy and guideline : Preventing of Conflicts of Interest, Preventing the Misuse of Inside Information, Anti-corruption, Whistleblowing

Corporate Governance Structure
and Significant Information Regarding
the Board of Directors, Subcommittees,
Management,
Employee and Other Information

Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information

Board of Directors (7.2)

Composition of the board of directors (7.2.1)

	Number of persons	Percentage (%)
Total number of directors	7	100.00
Number of male directors	4	57.14
Number of female directors	3	42.86
Number of executive directors	2	28.57
Number of non-executive directors	5	71.43
Number of independent directors	3	42.86

Information on the board of directors and persons with authority to control the company (7.2.2)

List of directors

General information	Position	Date position was assumed	Experience and expertise
1. Mr. PISANU KANTIPONG Gender: Male Age: 68 years old Highest level of education: Bachelor's degree Major: Medicine Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director) Director type: Re-elected as director	22 Dec 2014	Corporate Management, Leadership, Governance/ Compliance, Sustainability, Health Care Services, Strategic Management, Change Management, Corporate Social Responsibility

2.	Mr. THAWATCHAI PHUTTHIPHIRIYA Gender: Male Age: 57 years old Highest level of education: Bachelor's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	21 Dec 2012	Data Management, Corporate Management, Marketing, Procurement, Leadership, Negotiation, Strategic Management, Human Resource Management, Brand Management, Audit, Transportation & Logistics, Sustainability, Corporate Social Responsibility, Governance/ Compliance, Commerce, Risk Management
3.	Mrs. AMORN PHUTTHIPHIRIYA Gender: Female Age: 56 years old Highest level of education: Bachelor's degree Major: Pharmacy Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	21 Dec 2012	Strategic Management, Data Management, Corporate Management, Marketing, Leadership, Governance/ Compliance, Internal Control, Sustainability, Negotiation, Budgeting, Finance, Procurement, Risk Management
4.	Mrs. CHULARAT NGAMLOETLEE Gender: Female Age: 62 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Original director	22 Dec 2014	Marketing, Negotiation, Corporate Social Responsibility, Commerce, Corporate Management
5.	Ms. BUSAKORN TADTHAPONG Gender: Female Age: 53 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Original director	22 Dec 2014	Corporate Management, Marketing, Negotiation, Corporate Social Responsibility, Agribusiness

6.	Mr. WATHANA YEUNYONG Gender: Male Age: 60 years old Highest level of education: Doctoral degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	22 Dec 2014	Corporate Management, Audit, Sustainability, Corporate Social Responsibility, Accounting, Internal Control
7.	Mr. CHALERMCHAI KHAMSAEN Gender: Male Age: 57 years old Highest level of education: Doctoral degree Major: Regional Development Strategies Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	22 Dec 2014	Strategic Management, Change Management, Corporate Management, Corporate Social Responsibility, Sustainability, Marketing

Other Information pertaining to committees

The Chairman is an independent director : Yes

The Chairman and the manager are the same person : No

The Chairman and the manager are members of the same family : No

The company appoints at least one independent director to determine the agenda
of the Board of Directors' meetings : Yes

Sub-committees (7.3)

Information about sub-committees (7.3.2)

Audit Committee

List of audit committee members

General information	Position	Date position was assumed	Experience and expertise
1. Mr. PISANU KANTIPONG Gender: Male Age: 68 years old Highest level of education: Bachelor's degree Major: Medicine Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Re-elected as director	22 Dec 2014	Corporate Management, Leadership, Governance/ Compliance, Sustainability, Health Care Services, Strategic Management, Change Management, Corporate Social Responsibility
2. Mr. WATHANA YEUNYONG [1] Gender: Male Age: 60 years old Highest level of education: Doctoral degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	22 Dec 2014	Corporate Management, Audit, Sustainability, Corporate Social Responsibility, Accounting, Internal Control
3. Mr. CHALERMCHAI KHAMSAEN Gender: Male Age: 57 years old Highest level of education: Doctoral degree Major: Regional Development Strategies Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	22 Dec 2014	Strategic Management, Change Management, Corporate Management, Corporate Social Responsibility, Sustainability, Marketing

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

Executive Committee

List of executive committee members

General information	Position	Date position was assumed
1. Mr. THAWATCHAI PHUTTHIPHIRIYA Gender: Male Age: 57 years old Highest level of education: Bachelor's degree Major: Science Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	26 Jan 2015
2. Mrs. AMORN PHUTTHIPHIRIYA Gender: Female Age: 56 years old Highest level of education: Bachelor's degree Major: Pharmacy Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	26 Jan 2015
3. Mr. PITTAYA JITMASE Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	26 Jan 2015
4. Ms. BONGKOT CHANTHAJIT Gender: Female Age: 45 years old Highest level of education: Bachelor's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	26 Jan 2015

5.	<p>Mrs. RUNGNAPA PIBOONSRI</p> <p>Gender: Female</p> <p>Age: 41 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	26 Jan 2015
6.	<p>Mr. THANAPHONG PHUTTHIPHIRIYA</p> <p>Gender: Male</p> <p>Age: 29 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	19 Dec 2020
7.	<p>Mr. THANAPHOOM PHUTTHIPHIRIYA</p> <p>Gender: Male</p> <p>Age: 28 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Economics</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	19 Dec 2020

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
The Nomination and Remuneration Committee	Mr. WATHANA YEUNYONG	Chairman
	Mr. CHALERMCHAI KHAMSAEN	Member
	Mrs. CHULARAT NGAMLOETLEE	Member
Risk Management Committee	Mr. THAWATCHAI PHUTTHIPHIRIYA	Chairman
	Mrs. AMORN PHUTTHIPHIRIYA	Member
	Mr. PITTAYA JITMASE	Member
	Ms. CHANYA CHAROENSUK	Member
	Mr. THANIT YOSDEE	Member
	Mrs. DUANGJAI YUINTH	Member

Roles of Sub-committees

Sub-committees responsible for risk management	: Risk Management Committee
Sub-committees responsible for nomination	: The Nomination and Remuneration Committee
Sub-committees responsible for remuneration	: The Nomination and Remuneration Committee
Sub-committees responsible for corporate governance	: None
Sub-committees responsible for corporate sustainability development	: None

Executives (7.4)

List and positions of the executive (7.4.1)

The four highest-ranking executives

General information	Position	Date position was assumed	Experience and expertise
1. Mr. THAWATCHAI PHUTTHIPHIRIYA Gender: Male Age: 57 years old Highest level of education: Bachelor's degree Major: Science	MANAGING DIRECTOR	21 Dec 2012	Data Management, Corporate Management, Marketing, Procurement, Leadership, Negotiation, Strategic Management, Human Resource Management, Brand Management, Audit, Transportation & Logistics, Sustainability, Corporate Social Responsibility, Governance/ Compliance, Commerce, Risk Management
2. Mrs. AMORN PHUTTHIPHIRIYA Gender: Female Age: 56 years old Highest level of education: Bachelor's degree Major: Pharmacy	Deputy Managing Director of Operation	21 Dec 2012	Strategic Management, Data Management, Corporate Management, Marketing, Leadership, Governance/ Compliance, Internal Control, Sustainability, Negotiation, Budgeting, Finance, Procurement, Risk Management
3. Mr. PITTAYA JITMASE [1][2] Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Business Administration	Director of Accounting and Finance Division	1 Dec 2014	Accounting, Finance, Audit, Internal Control, Budgeting
4. Mr. THANAPHONG PHUTTHIPHIRIYA Gender: Male Age: 29 years old Highest level of education: Master's degree Major: Business Administration	Operation Division Director	19 Dec 2020	Finance & Securities, Finance, Information & Communication Technology

5.	Mr. THANAPHOOM PHUTTHIPHIRIYA Gender: Male Age: 28 years old Highest level of education: Bachelor's degree Major: Economics	Sale and Marketing Director	19 Dec 2020	Economics, Marketing, Brand Management, Negotiation
6.	Mrs. DUANGJAI YUINTH Gender: Female Age: 49 years old Highest level of education: Below a bachelor's degree Major: Accounting	Accounting and Finance Division Manage	26 Jan 2015	Accounting, Finance, Negotiation

[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

Remuneration policy for executives (7.4.2 – 7.4.3)

Remuneration policy for executives

Remuneration policy for executives : Yes

Remuneration

	2020	2021	2022
Total executive remuneration (baht)	9,853,506.00	10,538,440.00	10,957,240.00

Other forms of remuneration

Employee Stock Ownership Plan (ESOP) : No

Employee Joint Investment Program (EJIP) : No

Employees (7.5)

Information about company employees

Employees

Number of male employees (persons) : 430

Number of female employees (persons) : 340

Total (persons) : 770

Employee Remuneration

Total employee remuneration : 127,650,840.00

Provident fund

Total number of employees (persons) : 770

Number of employees contributing to the PVD (persons) : 129

Percentage of employees who are members (%) : 16.75

Performance Report on Corporate Governance

Performance Report on Corporate Governance

Summary of Director Performance (8.1)

Selection, development, and evaluation of duty performance of the Board of Directors (8.1.1)

List of new directors appointed in the past year

• List of continuing directors (full term of directorship and being re-appointed as a director)

General information	Position	Date position was assumed	Experience and expertise
1. Mr. PISANU KANTIPONG Gender: Male Age: 68 years old Highest level of education: Bachelor's degree Major: Medicine Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 22 Dec 2014	Corporate Management, Leadership, Governance/ Compliance, Sustainability, Health Care Services, Strategic Management, Change Management, Corporate Social Responsibility
2. Mrs. AMORN PHUTTHIPHIRIYA Gender: Female Age: 56 years old Highest level of education: Bachelor's degree Major: Pharmacy Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	Date position was assumed: 21 Dec 2012	Strategic Management, Data Management, Corporate Management, Marketing, Leadership, Governance/ Compliance, Internal Control, Sustainability, Negotiation, Budgeting, Finance, Procurement, Risk Management

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. PISANU KANTIPONG	Chairman of the board	Non-participating
Mr. THAWATCHAI PHUTTHIPHIRIYA	Director	Non-participating
Mrs. AMORN PHUTTHIPHIRIYA	Director	Non-participating

Mrs. CHULARAT NGAMLOETLEE	Director	Non-participating
Ms. BUSAKORN TADTHAPONG	Director	Non-participating
Mr. WATHANA YEUNYONG	Director	Non-participating
Mr. CHALERMCHAI KHAMSAEN	Director	Non-participating

Directors' performance assessment

Method used to evaluate directors' performance : Whole-board-of-directors assessment

Meeting attendance and remuneration to each Board member (8.1.2)

Meeting attendance of the board of directors

Number of board meetings (times) : 6

Date of AGM meeting : 22 Apr 2022

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. PISANU KANTIPONG (Chairman of the board)	-	6/6	Participating	Did not hold the meeting
2. Mr. THAWATCHAI PHUTTHIPHIRIYA (Director)	-	6/6	Participating	Did not hold the meeting
3. Mrs. AMORN PHUTTHIPHIRIYA (Director)	-	6/6	Participating	Did not hold the meeting
4. Mrs. CHULARAT NGAMLOETLEE (Director)	-	6/6	Participating	Did not hold the meeting
5. Ms. BUSAKORN TADTHAPONG (Director)	-	6/6	Participating	Did not hold the meeting
6. Mr. WATHANA YEUNYONG (Director)	-	6/6	Participating	Did not hold the meeting

7.	Mr. CHALERMCHAI KHAMSAEN (Director)	-	6/6	Participating	Did not hold the meeting
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Remuneration for company directors

	List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non- monetary
1.	Mr. PISANU KANTIPONG (Chairman of the board)	-	250,000.00	90,000.00	No
2.	Mr. THAWATCHAI PHUTTHIPHIRIYA (Director)	-	0.00	0.00	No
3.	Mrs. AMORN PHUTTHIPHIRIYA (Director)	-	0.00	0.00	No
4.	Mrs. CHULARAT NGAMLOETLEE (Director)	-	150,000.00	55,000.00	No
5.	Ms. BUSAKORN TADTHAPONG (Director)	-	120,000.00	40,000.00	No
6.	Mr. WATHANA YEUNYONG (Director)	-	235,000.00	90,000.00	No
7.	Mr. CHALERMCHAI KHAMSAEN (Director)	-	225,000.00	85,000.00	No

Report on the Audit Committee's Performance for the Past Year (8.2)

Report on the audit committee's performance for the past year

Meeting attendance of audit committee

Number of Audit committee meetings (times) : 5

List of directors		Termination date	Number of the audit committee meeting
1.	Mr. PISANU KANTIPONG (Chairman of the audit committee)	-	5/5
2.	Mr. WATHANA YEUNYONG (Audit committee)	-	5/5
3.	Mr. CHALERMCHAI KHAMSAEN (Audit committee)	-	5/5