



# **Annual Registration Statement / Annual Report**

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

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

**INFRASET PUBLIC COMPANY LIMITED**

Fiscal Year End 31 December 2022



## Table of Contents

	Page
<b>Business Operations and Performance</b>	
Group Structure and Operations	1
Risk Management	4
Sustainable Development	6
<b>Corporate Governance</b>	
Corporate Governance Policy	10
Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information	11
Performance Report on Corporate Governance	21

# Group Structure and Operations

## Group Structure and Operations

### Business Overview and Policies (1.1)

#### Company Information (1.1.5)

Company Name : INFRASET PUBLIC COMPANY LIMITED

Symbol : INSET

Address : 165/37-39 Ramindra Road, Anusaowaree sub-district, Bangkaen district

Province : Bangkok

Postcode : 10220

Business : Construction, installation, maintenance and service contractor for data center, ICT infrastructure and telecommunications infrastructure.

Registration Number : 0107562000084

Telephone : 0-2092-7444

Fax (if applicable) : 0-2092-7448

Website : [www.infraset.co.th](http://www.infraset.co.th)

Email : [info@infraset.co.th](mailto:info@infraset.co.th)

Total Shares Sold (shares)

Common Stock : 750,166,311

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

#### By Product Line or Business Grouping

	2020	2021	2022
Total (Thousand baht)	1,504.07	1,316.44	1,315.52
Data Center & Information Technology Infrastructure (Thousand baht)	703.90	179.69	669.91
Telecommunications and Transportation Infrastructure (Thousand baht)	623.61	936.01	445.24
Maintenance and Service (Thousand baht)	173.44	199.55	195.51
Other income (Thousand baht)	3.12	1.19	4.86

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Data Center & Information Technology Infrastructure (%)	46.80	13.65	50.92
Telecommunications and Transportation Infrastructure (%)	41.46	71.10	33.85
Maintenance and Service (%)	11.53	15.16	14.86
Other income (%)	0.21	0.09	0.37

#### By Geographical Area or Market

	2020	2021	2022
Total (Thousand baht)	1,504.07	1,316.44	1,315.52
Domestic (Thousand baht)	1,504.07	1,316.44	1,315.52
International (Thousand baht)	0.00	0.00	0.00

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

International (%)	0.00	0.00	0.00
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**Information on Products and Services (1.2.2)**

**Product/Service Information and Business Innovation Development (1.2.2.1)**

Research and Development (R&D) Policy   : No

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

# Risk Management

# Risk Management

## Risk Factors (2.2)

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

### Business risk

**Risk Management Measures:** Yes

### Related Risk Topics

#### Strategic Risk

- Volatility in the industry in which the company operates
- Government policy
- Changes in technologies
- Business operations of partners in the supply chain
- Reliance on large customers or few customers

#### Operational Risk

- Reliance on employees in key positions
- Information security and cyber-attack
- Safety, occupational health, and working environment

#### Compliance Risk

- Corporate Governance

#### Financial Risk

- Insufficient sources of funding
- Default on payment or exchange of goods



## **Risk to Securities Holder (2.2.2)**

**Risk from having a major shareholder more than 25 %**

**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 : Yes

URL of corporate sustainability policy : <https://infraset.co.th/policy>

### Environmental Aspect (3.3)

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

Environmental Policy and Practice : Yes

URL of environmental policy and practice : <https://infraset.co.th/policy>

#### Results with Respect to the Environmental Aspect (3.3.2)

##### • Electricity consumption

	2020	2021	2022
Amount of electricity purchased (kWh)	107,935.00	100,704.00	96,842.00

##### Water management

##### • Water consumption

	2020	2021	2022
Water consumption (cubic meters)	685.00	596.00	537.00

##### Greenhouse gas management

##### • Greenhouse gas emissions

	2020	2021	2022
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GHG emission target	N/A	N/A	N/A
Scope 1 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Scope 2 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Scope 3 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
<b>Total (Tons of carbon dioxide equivalents)</b>	N/A	N/A	N/A

• **Verification of greenhouse gas emissions over the past year**

Third-party verification : No

## Social Aspect (3.4)

### Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy : Yes

URL of human rights policy : <https://infraset.co.th/policy>

Company human right guideline : Employee Rights, Safety and Occupational Health at Work

### 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)	84	65	70
Number of female employees (persons)	40	31	33
<b>Total (persons)</b>	<b>124</b>	<b>96</b>	<b>103</b>

##### • Employee remuneration

	2020	2021	2022
Employee remuneration (baht)	64,062,959.57	62,134,225.97	65,902,964.07

##### • Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	8	6	6
Employee development and training expenses (baht)	198,100.00	374,624.00	364,479.00

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

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

• **Employee retention**

	2020	2021	2022
Percentage of employees who voluntarily resigned (%)	21.77	37.50	31.07

• **Significant labor dispute**

	2020	2021	2022
Significant labor dispute	No	No	No

# Corporate Governance Policy

## Corporate Governance Policy

### Overview of the Corporate Governance Policy and Guideline (6.1)

#### Corporate Governance Policy

Corporate Governance Policy : Yes

Company website on corporate governance policy : <https://infraset.co.th/policy>

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

##### Policy and guideline related to the board of directors

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

### Code of Conduct (6.2)

#### Establishing a Code of Conduct

##### Establishing a Code of Conduct

Code of Conduct : Yes

##### Policy and Guideline related to the Code of Conduct

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



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

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

### Board of Directors (7.2)

#### Composition of the board of directors (7.2.1)

	Number of persons	Percentage (%)
Total number of directors	8	100.00
Number of male directors	7	87.50
Number of female directors	1	12.50
Number of executive directors	3	37.50
Number of non-executive directors	5	62.50
Number of independent directors	3	37.50

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

##### List of directors

General information	Position	Date position was assumed	Experience and expertise
1. Mr. KAMPANART LOHACHAROENVANICH Gender: Male Age: 72 years old Highest level of education: Master's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director)  Director type: Original director	15 Mar 2019	Economics, Finance & Securities, Accounting, Governance/ Compliance

2.	Mr. SAKBOWORN PUKKANASUT Gender: Male Age: 48 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	15 Mar 2019	Engineering, Governance/ Compliance
3.	Mr. METHA CHOTIAPISITKUL Gender: Male Age: 44 years old Highest level of education: Master's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	15 Mar 2019	Economics, Governance/ Compliance, Corporate Management
4.	Mr. AKARAWATT AKARASUWANNACHAI Gender: Male Age: 43 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	15 Mar 2019	Engineering, Economics, Governance/ Compliance
5.	Ms. LALITA HONGRATANAWONG Gender: Female Age: 45 years old Highest level of education: Doctoral degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	15 Mar 2019	Accounting, Finance, Information & Communication Technology

6.	Mr. VICHIEJ JEARKJIRM Gender: Male Age: 70 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Original director	15 Mar 2019	Economics, Finance, Accounting, Governance/ Compliance
7.	Mr. SARAN SUPAKSARAN Gender: Male Age: 49 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	15 Mar 2019	Finance, Governance/ Compliance
8.	Mr. KASEM TECHAIYA Gender: Male Age: 47 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Original director	15 Mar 2019	Corporate Management, Governance/ Compliance

#### 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. SARAN SUPAKSARAN [1] Gender: Male Age: 49 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director)  Director type: Original director	22 Jun 2018	Finance, Governance/ Compliance
2. Ms. LALITA HONGRATANAWONG Gender: Female Age: 45 years old Highest level of education: Doctoral degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Original director	22 Jun 2018	Accounting, Finance, Information & Communication Technology
3. Mr. KAMPANART LOHACHAROENVANICH Gender: Male Age: 72 years old Highest level of education: Master's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Original director	22 Jun 2018	Economics, Finance & Securities, Accounting, Governance/ Compliance

[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. SAKBOWORN PUKKANASUT Gender: Male Age: 48 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	8 May 2006
2. Mr. METHA CHOTIAPISITKUL Gender: Male Age: 44 years old Highest level of education: Master's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	15 Feb 2018
3. Mr. AKARAWATT AKARASUWANNACHAI Gender: Male Age: 43 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	15 Feb 2018
4. Ms. Warangkana Techaiya Gender: Female Age: 44 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	4 Jul 2018

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

General information	Position	Tenure	Replacement Director
1. Mr. Surawee Paisanpayak Gender: Male Age: 42 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	Date position was assumed: 17 Mar 2020 Date directorship ended: 15 Mar 2022	No replacement director

**Other sub-committees**

**Sub-committees information**

Name of sub-committees	List of directors	Position
Nomination and Remuneration Committee	Ms. LALITA HONGRATANAWONG	Chairman
	Mr. SAKBOWORN PUKKANASUT	Member
	Mr. SARAN SUPAKSARAN	Member

**Roles of Sub-committees**

Sub-committees responsible for risk management : None

Sub-committees responsible for nomination : Nomination and Remuneration Committee

Sub-committees responsible for remuneration : Nomination and Remuneration Committee

Sub-committees responsible for corporate governance : None

Sub-committees responsible for corporate sustainability development : None

## Executives (7.4)

### List and positions of the executive (7.4.1)

#### The four highest-ranking executives

General information	Position	Date position was assumed	Experience and expertise
1. Mr. SAKBOWORN PUKKANASUT Gender: Male Age: 48 years old Highest level of education: Bachelor's degree Major: Engineering	MANAGING DIRECTOR	8 May 2006	Engineering, Governance/ Compliance
2. Mr. METHA CHOTIAPISITKUL Gender: Male Age: 44 years old Highest level of education: Master's degree Major: Economics	Deputy Managing Director-General Management	15 Feb 2018	Economics, Governance/ Compliance, Corporate Management
3. Mr. AKARAWATT AKARASUWANNACHAI Gender: Male Age: 43 years old Highest level of education: Bachelor's degree Major: Engineering	Deputy Managing Director- Installation and Service	15 Feb 2018	Engineering, Economics, Governance/ Compliance
4. Ms. Warangkana Techaiya [1] Gender: Female Age: 44 years old Highest level of education: Master's degree Major: Business Administration	Deputy Managing Director - Finance and Accounting	4 Jul 2018	Accounting, Finance, Corporate Management, Governance/ Compliance

[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

### Remuneration policy for executives (7.4.2 – 7.4.3)

#### Remuneration policy for executives

Remuneration policy for executives : Yes



## Remuneration

	2020	2021	2022
Total executive remuneration (baht)	22,229,110.00	21,196,417.00	14,870,495.00

## 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) : 70

Number of female employees (persons) : 33

Total (persons) : 103

#### Employee Remuneration

Total employee remuneration : 65,902,964.07

#### Provident fund

Total number of employees (persons) : 103

Number of employees contributing to the PVD (persons) : 103

Percentage of employees who are members (%) : 100.00

## Other Significant Information (7.6)

### Other significant information

#### Assigned persons

- Person assigned to take direct responsibility for accounting oversight

General information	Email	Telephone
1. Mrs. Supornthip Wichaikul	supornthip@infraset.co.th	02-092-7444 Ext.302

- Company secretary

General information	Email	Telephone
1. Ms. Warangkana Techaiya	warangkana@infraset.co.th	02-092-7444 Ext.555

- Head of internal audit

General information	Email	Telephone
1. Company Resourceful Limited	pasu_sine@hotmail.com	02-415-7779

- Head of investor relations

General information	Email	Telephone
1. Ms. Pimwarin Lampa	pimwarinl@infraset.co.th	02-092-7444 Ext.104

**Company's auditor**

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
1. ANS AUDIT COMPANY LIMITED	1. Ms. Kanittha Siripattanasomchai Email: ans.auditteam@gmail.com Telephone: -	1,620,000.00	Details: Non-Audit-Fee Total service fee (baht): 20,000.00

# Performance Report on Corporate Governance

## Performance Report on Corporate Governance

### Summary of Director Performance (8.1)

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

##### Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. KAMPANART LOHACHAROENVANICH	Chairman of the board	Non-participating
Mr. SAKBOWORN PUKKANASUT	Director	Non-participating
Mr. METHA CHOTIAPISITKUL	Director	Non-participating
Mr. AKARAWATT AKARASUWANNACHAI	Director	Non-participating
Ms. LALITA HONGRATANAWONG	Director	Non-participating
Mr. VICHIEEN JEARKJIRM	Director	Non-participating
Mr. SARAN SUPAKSARAN	Director	Non-participating
Mr. KASEM TECHAIYA	Director	Non-participating

##### Directors' performance assessment

Method used to evaluate directors' performance : Whole-board-of-directors assessment, Individual-director assessment (self-assessment)

#### Meeting attendance and remuneration to each Board member (8.1.2)

##### Meeting attendance of the board of directors

Number of board meetings (times) : 4

Date of AGM meeting : 20 Apr 2022

EGM meeting : No

List of directors		Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. KAMPANART LOHACHAROENVANICH (Chairman of the board)	-	4/4	Participating	Did not hold the meeting
2.	Mr. SAKBOWORN PUKKANASUT (Director)	-	3/4	Participating	Did not hold the meeting
3.	Mr. METHA CHOTIAPISITKUL (Director)	-	4/4	Participating	Did not hold the meeting
4.	Mr. AKARAWATT AKARASUWANNACHAI (Director)	-	4/4	Participating	Did not hold the meeting
5.	Ms. LALITA HONGRATANAWONG (Director)	-	4/4	Participating	Did not hold the meeting
6.	Mr. VICHIEJ JEARKJIRM (Director)	-	4/4	Participating	Did not hold the meeting
7.	Mr. SARAN SUPAKSARAN (Director)	-	4/4	Participating	Did not hold the meeting
8.	Mr. KASEM TECHAIYA (Director)	-	4/4	Non-participating	Did not hold the meeting

#### Remuneration for company directors

List of directors		Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non-monetary
1.	Mr. KAMPANART LOHACHAROENVANICH (Chairman of the board)	-	108,000.00	200,000.00	No
2.	Mr. SAKBOWORN PUKKANASUT (Director)	-	N/A	N/A	No
3.	Mr. METHA CHOTIAPISITKUL (Director)	-	N/A	N/A	No
4.	Mr. AKARAWATT AKARASUWANNACHAI (Director)	-	N/A	N/A	No
5.	Ms. LALITA HONGRATANAWONG (Director)	-	111,000.00	200,000.00	No
6.	Mr. VICHIEJ JEARKJIRM (Director)	-	48,000.00	200,000.00	No

7.	Mr. SARAN SUPAKSARAN (Director)	-	120,000.00	200,000.00	No
8.	Mr. KASEM TECHAIYA (Director)	-	48,000.00	200,000.00	No

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

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

#### Meeting attendance of audit committee

Number of Audit committee meetings (times) : 4

	List of directors	Termination date	Number of the audit committee meeting
1.	Mr. SARAN SUPAKSARAN (Chairman of the audit committee)	-	4/4
2.	Ms. LALITA HONGRATANAWONG (Audit committee)	-	4/4
3.	Mr. KAMPANART LOHACHAROENVANICH (Audit committee)	-	4/4