



# **Annual Registration Statement / Annual Report**

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

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

**DHOUSE PATTANA 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 : DHOUSE PATTANA PUBLIC COMPANY LIMITED

Symbol : DHOUSE

Address : 99 Mahasarakham-Wapipathum road, Talad, Muang

Province : Mahasarakham

Postcode : 44000

Business : Real estate development business for sale

Registration Number : 0107563000045

Telephone : 0-4372-2000

Fax (if applicable) : 0-4372-2272

Website : [www.dhousepattana.com](http://www.dhousepattana.com)

Email : [info@dhousepattana.com](mailto:info@dhousepattana.com)

#### Total Shares Sold (shares)

Common Stock : 840,000,000

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

#### By Product Line or Business Grouping\*

	2020	2021	2022
Total (Thousand baht)	92,699.15	61,999.78	33,320.35
Real estate (Thousand baht)	92,117.42	60,751.73	32,105.36
sales revenue (Thousand baht)	0.00	0.00	0.00
Other income (Thousand baht)	581.73	1,248.05	1,214.99

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Real estate (%)	99.37	97.99	96.35
sales revenue (%)	0.00	0.00	0.00
Other income (%)	0.63	2.01	3.65

#### By Geographical Area or Market\*

	2020	2021	2022
Total (Thousand baht)	92,699.15	61,999.78	33,320.35
Domestic (Thousand baht)	92,699.15	61,999.78	33,320.35
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

# Sustainable Development

## Sustainable Development

### Sustainability Management Policy and Targets (3.1)

#### Sustainability Management Policy and Targets

Corporate Sustainability Policy : Yes

### Environmental Aspect (3.3)

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

Environmental Policy and Practice : Yes

Company environmental guideline : Electricity Management, Renewable/Clean Energy  
Management, Water Management, Waste Management, Greenhouse  
Gas and Climate Change Management

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

##### • Electricity consumption

	2020	2021	2022
Amount of electricity purchased (kWh)	37,224.90	36,427.00	34,243.20

##### Water management

##### • Water consumption

	2020	2021	2022
Water consumption (cubic meters)	680.00	766.00	605.00

##### Greenhouse gas management

##### • Greenhouse gas emissions

	2020	2021	2022
GHG emission target	N/A	N/A	N/A



Scope 1 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Scope 2 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Scope 3 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
<b>Total (Tons of carbon dioxide equivalents)</b>	N/A	N/A	N/A

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

Third-party verification : No

## Social Aspect (3.4)

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

Human Rights Policy : No

Company human right guideline : Employee Rights, Consumer Rights, Community and Environment 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)	17	23	23
Number of female employees (persons)	31	34	32
<b>Total (persons)</b>	<b>48</b>	<b>57</b>	<b>55</b>

##### • Employee remuneration

	2020	2021	2022
Employee remuneration (baht)	13,514,054.00	15,559,032.00	16,111,758.00

##### • Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	9	10	15
Employee development and training expenses (baht)	1,000.00	1,000.00	2,500.00

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

	2020	2021	2022
Number of employee work injuries leading to employee absence (times)	N/A	N/A	N/A

• **Employee retention**

	2020	2021	2022
Percentage of employees who voluntarily resigned (%)	27.08	26.32	49.09

• **Significant labor dispute**

	2020	2021	2022
Significant labor dispute	No	No	No

# Corporate Governance Policy

## Corporate Governance Policy

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

#### Corporate Governance Policy

Corporate Governance Policy : Yes

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

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

Company policy and guideline : Nomination of Directors, Compensation, Independence of the Board of Directors, 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	11	100.00
Number of male directors	9	81.82
Number of female directors	2	18.18
Number of executive directors	3	27.27
Number of non-executive directors	8	72.73
Number of independent directors	3	27.27

#### 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. Ms. TEERAPAN UNGPHAKORN Gender: Female Age: 43 years old Highest level of education: Doctoral degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director)  Director type: Original director	5 Nov 2019	Economics, Finance & Securities, Accounting, Finance

2.	<p>Mr. CHAIYUT LERDRUNGORN</p> <p>Gender: Male</p> <p>Age: 68 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Vice Chairman (Non-executive)</p> <p>Director type: Original director</p>	21 Mar 2013	<p>Governance/ Compliance, Strategic Management, Leadership, Change Management, Corporate Management, Property Development, Economics</p>
3.	<p>Mr. PONGPOT LERDRUNGORN</p> <p>Gender: Male</p> <p>Age: 43 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>Director (Executive)</p> <p>Director type: Original director</p>	27 Apr 2010	<p>Economics, Construction Materials, Property Development, Marketing, Accounting, Finance, Human Resource Management, Data Analysis, Statistics, Engineering, Project Management, Negotiation, Corporate Management, Design, Architecture, Strategic Management, Budgeting</p>
4.	<p>Mr. PONGNARIN LERDRUNGORN</p> <p>Gender: Male</p> <p>Age: 46 years old</p> <p>Highest level of education: Doctoral degree</p> <p>Major: Doctor of Philosophy Program in Technical Education Technology</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Executive)</p> <p>Director type: Original director</p>	27 Apr 2010	<p>Property Development, Electronic Components, Information &amp; Communication Technology, IT Management, Data Management, Data Analysis, Digital Marketing</p>
5.	<p>Mr. CHANNARONG KAEWWISIT</p> <p>Gender: Male</p> <p>Age: 45 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Program : Aircraft Mechanic, Sierra Academy Aeronautics</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive)</p> <p>Director type: Re-elected as director</p>	27 Apr 2010	<p>Industrial Materials &amp; Machinery, Petrochemicals &amp; Chemicals, Commerce, Electronic Components, Engineering</p>



6.	<p>Mr. CHAICHAN KAEWWISIT</p> <p>Gender: Male</p> <p>Age: 43 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Political Science</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive)</p> <p>Director type: Re-elected as director</p>	24 Jul 2012	<p>Economics, Law, Corporate Social Responsibility, Human Resource Management, Sustainability</p>
7.	<p>Mr. ATT LERDRUNGORN</p> <p>Gender: Male</p> <p>Age: 42 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: MBA in Marketing West Texas A&amp;M University, USA</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Executive)</p> <p>Director type: Re-elected as director</p>	31 May 2018	<p>Finance &amp; Securities, Property Development, Marketing, Accounting, Finance, Brand Management, Negotiation, Corporate Management, Leadership, Project Management, Data Analysis</p>
8.	<p>Mr. ONG-ART CHANPRASITTHAI</p> <p>Gender: Male</p> <p>Age: 45 years old</p> <p>Highest level of education: Doctoral degree</p> <p>Major: Technology Management and Innopreneurship</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Re-elected as director</p>	5 Nov 2019	<p>Commerce, Finance, Accounting, Corporate Social Responsibility, IT Management, Data Management, Project Management, Data Analysis, Audit, Economics</p>
9.	<p>Mr. APISHAR NITHIANANTORN</p> <p>Gender: Male</p> <p>Age: 41 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive)</p> <p>Director type: Original director</p>	5 Nov 2019	<p>Economics, Marketing, Corporate Social Responsibility, Leadership</p>

10.	Mr. UTIS BHONGCHIRAWATTANA	Director (Non-executive, Independent director)	5 Nov 2019	Economics, Data Management, Statistics, Data Analysis, Strategic Management, Risk Management
	Gender: Male			
	Age: 41 years old			
	Highest level of education:			
	Doctoral degree	Director type: Original		
	Major: Economics	director		
	Thai nationality: Yes			
	Residing in Thailand: Yes			
11.	Mrs. PRANEE LERDRUNGORN	Director (Non-executive)	14 May 2021	Economics, Property Development, Accounting, Marketing, Finance, Corporate Social Responsibility, Human Resource Management, Sustainability, Corporate Management, Leadership, Strategic Management
	Gender: Female			
	Age: 68 years old			
	Highest level of education:	Director type: Original		
	Bachelor's degree	director		
	Major: Management			
	Thai nationality: Yes			
	Residing in Thailand: Yes			

#### 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. ONG-ART CHANPRASITCHAI [1] Gender: Male Age: 45 years old Highest level of education: Doctoral degree Major: Technology Management and Innopreneurship Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	5 Nov 2019	Commerce, Finance, Accounting, Corporate Social Responsibility, IT Management, Data Management, Project Management, Data Analysis, Audit, Economics
2. Ms. TEERAPAN UNGPHAKORN [1] Gender: Female Age: 43 years old Highest level of education: Doctoral degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	5 Nov 2019	Economics, Finance & Securities, Accounting, Finance
3. Mr. APISHAR NITHIANANTPORN [1] Gender: Male Age: 41 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	5 Nov 2019	Economics, Marketing, Corporate Social Responsibility, Leadership

[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. CHAIYUT LERDRUNGORN Gender: Male Age: 68 years old Highest level of education: Bachelor's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	21 Mar 2013
2. Mrs. PRANEE LERDRUNGORN Gender: Female Age: 68 years old Highest level of education: Bachelor's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Vice-chairman of the executive committee	31 May 2018
3. Mr. PONGPOT LERDRUNGORN 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	27 Apr 2010
4. Mr. ATT LERDRUNGORN Gender: Male Age: 42 years old Highest level of education: Master's degree Major: MBA in Marketing West Texas A&M University, USA Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	31 May 2018

5.	Mr. PONGNARIN LERDRUNGORN Gender: Male Age: 46 years old Highest level of education: Doctoral degree Major: Doctor of Philosophy Program in Technical Education Technology Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	27 Apr 2010
6.	Ms. Wanna Sriboonruang Gender: Female Age: 39 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	14 Jan 2022

## Other sub-committees

### Sub-committees information

Name of sub-committees	List of directors	Position
List of Risk Management Committee	Mr. UTIS BHONGCHIRAWATTANA Mr. PONGPOT LERDRUNGORN Mr. ATT LERDRUNGORN	Chairman Vice chairman Member

### Roles of Sub-committees

Sub-committees responsible for risk management : List of Risk Management Committee

Sub-committees responsible for nomination : List of Risk Management Committee

Sub-committees responsible for remuneration : List of Risk Management 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. PONGPOT LERDRUNGORN Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Business Administration	CHIEF EXECUTIVE OFFICER	27 Apr 2010	Economics, Construction Materials, Property Development, Marketing, Accounting, Finance, Human Resource Management, Data Analysis, Statistics, Engineering, Project Management, Negotiation, Corporate Management, Design, Architecture, Strategic Management, Budgeting

[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)	4,489,980.00	4,280,850.00	4,445,100.00

#### 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) : 23

Number of female employees (persons) : 32

Total (persons) : 55

#### **Employee Remuneration**

Total employee remuneration : 16,111,758.00

#### **Provident fund**

Total number of employees (persons) : 55

Number of employees contributing to the PVD (persons) : 13

Percentage of employees who are members (%) : 23.64

# 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. CHANNARONG KAEWWISIT Gender: Male Age: 45 years old Highest level of education: Bachelor's degree Major: Program : Aircraft Mechanic, Sierra Academy Aeronautics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Re-elected as director	Date position was assumed: 27 Apr 2010	Industrial Materials & Machinery, Petrochemicals & Chemicals, Commerce, Electronic Components, Engineering
2. Mr. CHAICHAN KAEWWISIT Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Re-elected as director	Date position was assumed: 24 Jul 2012	Economics, Law, Corporate Social Responsibility, Human Resource Management, Sustainability
3. Mr. ATT LERDRUNGORN Gender: Male Age: 42 years old Highest level of education: Master's degree Major: MBA in Marketing West Texas A&M University, USA Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	Date position was assumed: 31 May 2018	Finance & Securities, Property Development, Marketing, Accounting, Finance, Brand Management, Negotiation, Corporate Management, Leadership, Project Management, Data Analysis

4.	Mr. ONG-ART CHANPRASITCHAI	Director	Date position was assumed:	Commerce, Finance,
	Gender: Male	(Non-executive,	5 Nov 2019	Accounting, Corporate Social
	Age: 45 years old	Independent director)		Responsibility, IT
	Highest level of education:			Management, Data Management,
	Doctoral degree	Director type: Re-elected		Project Management, Data
	Major: Technology Management and	as director		Analysis, Audit, Economics
	Innopreneurship			
	Thai nationality: Yes			
	Residing in Thailand: Yes			

#### Development of directors over the past year

List of directors	Position	Participated in director development program
Ms. TEERAPAN UNGPHAKORN	Chairman of the board	Non-participating
Mr. CHAIYUT LERDRUNGORN	Vice Chairman	Non-participating
Mr. PONGPOT LERDRUNGORN	Director	Non-participating
Mr. PONGNARIN LERDRUNGORN	Director	Participating
Mr. CHANNARONG KAEWWISIT	Director	Non-participating
Mr. CHAICHAN KAEWWISIT	Director	Non-participating
Mr. ATT LERDRUNGORN	Director	Participating
Mr. ONG-ART CHANPRASITCHAI	Director	Non-participating
Mr. APISHAR NITHIANANTPORN	Director	Non-participating
Mr. UTIS BHONGCHIRAWATTANA	Director	Non-participating
Mrs. PRANEE LERDRUNGORN	Director	Non-participating

#### Directors' performance assessment

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

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

## Meeting attendance of the board of directors

Number of board meetings (times) : 6

Date of AGM meeting : 26 Apr 2022

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Ms. TEERAPAN UNGPHAKORN (Chairman of the board)	-	6/6	Participating	Did not hold the meeting
2.	Mr. CHAIYUT LERDRUNGORN (Vice Chairman)	-	6/6	Participating	Did not hold the meeting
3.	Mr. PONGPOT LERDRUNGORN (Director)	-	6/6	Participating	Did not hold the meeting
4.	Mr. PONGNARIN LERDRUNGORN (Director)	-	6/6	Participating	Did not hold the meeting
5.	Mr. CHANNARONG KAEWWISIT (Director)	-	5/6	Participating	Did not hold the meeting
6.	Mr. CHAICHAN KAEWWISIT (Director)	-	5/6	Participating	Did not hold the meeting
7.	Mr. ATT LERDRUNGORN (Director)	-	6/6	Participating	Did not hold the meeting
8.	Mr. ONG-ART CHANPRASITTHAI (Director)	-	6/6	Participating	Did not hold the meeting
9.	Mr. APISHAR NITHIANANTPORN (Director)	-	6/6	Participating	Did not hold the meeting
10.	Mr. UTIS BHONGCHIRAWATTANA (Director)	-	6/6	Participating	Did not hold the meeting
11.	Mrs. PRANEE LERDRUNGORN (Director)	-	6/6	Participating	Did not hold the meeting

## Remuneration for company directors

List of directors		Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non- monetary
1.	Ms. TEERAPAN UNGPHAKORN (Chairman of the board)	-	84,000.00	0.00	No
2.	Mr. CHAIYUT LERDRUNGORN (Vice Chairman)	-	144,000.00	0.00	No
3.	Mr. PONGPOT LERDRUNGORN (Director)	-	0.00	0.00	No
4.	Mr. PONGNARIN LERDRUNGORN (Director)	-	0.00	0.00	No
5.	Mr. CHANNARONG KAEWWISIT (Director)	-	40,000.00	0.00	No
6.	Mr. CHAICHAN KAEWWISIT (Director)	-	40,000.00	0.00	No
7.	Mr. ATT LERDRUNGORN (Director)	-	0.00	0.00	No
8.	Mr. ONG-ART CHANPRASITTHAI (Director)	-	80,000.00	0.00	No
9.	Mr. APISHAR NITHIANANTORN (Director)	-	79,000.00	0.00	No
10.	Mr. UTIS BHONGCHIRAWATTANA (Director)	-	67,000.00	0.00	No
11.	Mrs. PRANEE LERDRUNGORN (Director)	-	120,000.00	0.00	No

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

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

#### Meeting attendance of audit committee

Number of Audit committee meetings (times) : 4

List of directors		Termination date	Number of the audit committee meeting
1.	Mr. ONG-ART CHANPRASITCHAI (Chairman of the audit committee)	-	4/4
2.	Ms. TEERAPAN UNGPHAKORN (Audit committee)	-	4/4
3.	Mr. APISHAR NITHIANANTPORN (Audit committee)	-	4/4