



# **Annual Registration Statement / Annual Report**

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

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

**CHIC REPUBLIC PUBLIC COMPANY LIMITED**

Fiscal Year End 31 December 2022



## Table of Contents

	Page
<b>Business Operations and Performance</b>	
Group Structure and Operations	1
Sustainable Development	4
<b>Corporate Governance</b>	
Corporate Governance Policy	8
Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information	9
Performance Report on Corporate Governance	18

# Group Structure and Operations

## Group Structure and Operations

### Business Overview and Policies (1.1)

#### Company Information (1.1.5)

Company Name : CHIC REPUBLIC PUBLIC COMPANY LIMITED

Symbol : CHIC

Address : No 90 Soi Yothin Pattana, Pradit Manutham Road, Klong Chan Sub-District, Bang Krap District

Province : Bangkok

Postcode : 10240

Business : One stop shopping retailer chain store of furniture, home decoration, mattress, and bedding products on a stand-alone basis. Main brands include "CHIC Republic" and "Rina Hey".

Registration Number : 0107560000389

Telephone : 0-2514-7111

Fax (if applicable) : 0-2514-7114

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

Email : [customerdelight@chicrepublicthai.com](mailto:customerdelight@chicrepublicthai.com)

#### Total Shares Sold (shares)

Common Stock : 1,360,000,000

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

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

	2020	2021	2022
Total (Thousand baht)	707,707.52	673,872.71	770,060.37
Merchandise sales revenue (Thousand baht)	403,298.98	380,474.88	446,210.56
Project-based revenue (Thousand baht)	275,475.63	253,500.97	270,234.22
Design studio revenue (Thousand baht)	0.00	4,490.00	11,628.20
Service revenue (Thousand baht)	23,804.30	26,526.36	32,278.29
Other income (Thousand baht)	5,128.61	8,880.50	9,709.10

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Merchandise sales revenue (%)	56.99	56.46	57.94
Project-based revenue (%)	38.93	37.62	35.09
Design studio revenue (%)	0.00	0.67	1.51
Service revenue (%)	3.36	3.94	4.19
Other income (%)	0.72	1.32	1.26

#### By Geographical Area or Market\*

	2020	2021	2022
Total (Thousand baht)	707,707.52	673,872.71	770,060.37
Domestic (Thousand baht)	675,247.52	645,826.71	741,790.37
International (Thousand baht)	32,460.00	28,046.00	28,270.00
Cambodia (Thousand baht)	32,460.00	28,046.00	28,270.00

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Domestic (%)	95.41	95.84	96.33
International (%)	4.59	4.16	3.67
Cambodia (%)	100.00	100.00	100.00

\*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

URL of corporate sustainability policy : <https://investor.chicrepublicthai.com/th/downloads/one-reports>

### 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://investor.chicrepublicthai.com/th/downloads/one-reports>

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)	N/A	62,954.00	74,798.00
Gasoline (Litre)	N/A	3,961.00	4,846.00

###### • Electricity consumption

	2020	2021	2022
Amount of electricity purchased (kWh)	N/A	5,107,820.00	5,323,310.00



## Water management

### • Water consumption

	2020	2021	2022
Water consumption (cubic meters)	N/A	43,242.00	47,610.00

## Waste management

### • Waste from operations

	2020	2021	2022
Non-hazardous waste (kg)	0.00	0.00	0.00
Hazardous waste (kg)	0.00	0.00	0.00
<b>Total (kg)</b>	0.00	0.00	0.00

## 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

### 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)	108	104	103
Number of female employees (persons)	122	127	138
<b>Total (persons)</b>	<b>230</b>	<b>231</b>	<b>241</b>

##### • Employee remuneration

	2020	2021	2022
Employee remuneration (baht)	N/A	N/A	6,816,361.00

##### • Employee development and training

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

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

	2020	2021	2022
Number of employee work injuries leading to employee absence (times)	N/A	N/A	1

##### • Employee retention

	2020	2021	2022
--	------	------	------

Percentage of employees who voluntarily resigned (%)	N/A	N/A	68.46
--	-----	-----	-------

• 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://investor.chicrepublicthai.com/th/corporate-governance/corporate-governance-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	7	100.00
Number of male directors	4	57.14
Number of female directors	3	42.86
Number of executive directors	3	42.86
Number of non-executive directors	4	57.14
Number of independent directors	4	57.14

#### 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. PAIBOON SAREEWIWATTHANA Gender: Male Age: 68 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	29 Jul 2016	

2.	Mr. KIJJJA PATTAMASATTAYASONTI Gender: Male Age: 65 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	26 May 2009
3.	Ms. KAMOLTIP PARKSUWAN Gender: Female Age: 65 years old Highest level of education: Master's degree Major: Health Care Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	31 Mar 2010
4.	Mr. SARAWUT CHARUCHINDA Gender: Male Age: 65 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: Re-elected as director	28 Mar 2016
5.	Mr. ROM HIRANPRUK Gender: Male Age: 68 years old Highest level of education: Doctoral degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	28 Mar 2016



6.	Ms. KUSAYA LEERAHAWONG	Director	30 Jun 2016
	Gender: Female	(Non-executive,	
	Age: 65 years old	Independent director)	
	Highest level of education:		
	Doctoral degree	Director type: Original	
	Major: Finance	director	
	Thai nationality: Yes		
	Residing in Thailand: Yes		
7.	Ms. PIYANUCH NAKAYODHIN	Director	5 Apr 2019
	Gender: Female	(Executive)	
	Age: 53 years old		
	Highest level of education:	Director type: Original	
	Bachelor's degree	director	
	Major: Accounting		
	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. SARAWUT CHARUCHINDA [1] Gender: Male Age: 65 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: Re-elected as director	28 Mar 2016	
2. Mr. ROM HIRANPRUK Gender: Male Age: 68 years old Highest level of education: Doctoral degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Re-elected as director	28 Mar 2016	
3. Ms. KUSAYA LEERAHAWONG [1] Gender: Female Age: 65 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	30 Jun 2016	

[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. KIJJJA PATTAMASATTAYASONTHI Gender: Male Age: 65 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	7 Apr 2016
2. Ms. KAMOLTIP PARKSUWAN Gender: Female Age: 65 years old Highest level of education: Master's degree Major: Health Care Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	7 Apr 2016
3. Ms. PIYANUCH NAKAYODHIN Gender: Female Age: 53 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	12 Jul 2016

## Other sub-committees

### Sub-committees information

Name of sub-committees	List of directors	Position
Nomination and Remuneration Committee	Ms. KUSAYA LEERAHAWONG	Chairman
	Mr. PAIBOON SAREEWIWATTHANA	Member
	Mr. ROM HIRANPRUK	Member
	Ms. KAMOLTIP PARKSUWAN	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	: Nomination and Remuneration Committee
Sub-committees responsible for corporate sustainability development	: None

## Executives (7.4)

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

#### The four highest-ranking executives

General information	Position	Date position was assumed	Experience and expertise
1. Mr. KIJJA PATTAMASATTAYASONTHI Gender: Male Age: 65 years old Highest level of education: Master's degree Major: Business Administration	CHIEF EXECUTIVE OFFICER	26 May 2009	
2. Ms. PIYANUCH NAKAYODHIN [1] Gender: Female Age: 53 years old Highest level of education: Bachelor's degree Major: Accounting	Deputy Managing Director and Chief Finance Officer	25 Feb 2019	
3. Ms. Sarita Pattamasattayasonthi Gender: Female Age: 28 years old Highest level of education: Master's degree Major: Business Administration	Chief of Business Development	9 May 2022	
4. Mr. Chayut Juntasorn Gender: Male Age: 50 years old Highest level of education: Bachelor's degree Major: Political Science	Chief of Warehouse and Logistic	25 Feb 2019	
5. Mr. Sermsak Palasilpmongkol Gender: Male Age: 48 years old Highest level of education: Master's degree Major: Management	Chief of Information Technology	22 Oct 2020	

6.	Mr. Thongchai Dumrongpiriyakul Gender: Male Age: 30 years old Highest level of education: Master's degree Major: Business Administration	Chief of E-Commerce	9 May 2022
7.	Ms. Nuch Phuprapan [2] Gender: Female Age: 46 years old Highest level of education: Bachelor's degree Major: Accounting	Accounting Manager	14 Aug 2018
8.	Ms. Piyanuch Satidyong Gender: Female Age: 41 years old Highest level of education: Master's degree Major: Finance	Finance and Budget Manager	14 Aug 2018

[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)	N/A	18,176,397.20	19,489,369.00

### 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) : 103

Number of female employees (persons) : 138

Total (persons) : 241

#### Employee Remuneration

Total employee remuneration : 6,816,361.00

#### Provident fund

Total number of employees (persons) : 241

Number of employees contributing to the PVD (persons) : 54

Percentage of employees who are members (%) : 22.41

# 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. KIJJJA PATTAMASATTAYASONTI Gender: Male Age: 65 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	Date position was assumed: 26 May 2009	
2. Mr. SARAWUT CHARUCHINDA Gender: Male Age: 65 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: Re-elected as director	Date position was assumed: 28 Mar 2016	
3. Mr. ROM HIRANPRUK Gender: Male Age: 68 years old Highest level of education: Doctoral degree Major: Computer Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 28 Mar 2016	

## Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. PAIBOON SAREEWIWATTHANA	Chairman of the board	Participating
Mr. KIJJJA PATTAMASATTAYASONTHI	Director	Participating
Ms. KAMOLTIP PARKSUWAN	Director	Participating
Mr. SARAWUT CHARUCHINDA	Director	Participating
Mr. ROM HIRANPRUK	Director	Participating
Ms. KUSAYA LEERAHAWONG	Director	Participating
Ms. PIYANUCH NAKAYODHIN	Director	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) : 7

Date of AGM meeting : 18 Apr 2022

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. PAIBOON SAREEWIWATTHANA (Chairman of the board)	-	7/7	Participating	Did not hold the meeting
2. Mr. KIJJJA PATTAMASATTAYASONTHI (Director)	-	7/7	Participating	Did not hold the meeting

3.	Ms. KAMOLTIP PARKSUWAN (Director)	-	7/7	Participating	Did not hold the meeting
4.	Mr. SARAWUT CHARUCHINDA (Director)	-	7/7	Participating	Did not hold the meeting
5.	Mr. ROM HIRANPRUK (Director)	-	7/7	Participating	Did not hold the meeting
6.	Ms. KUSAYA LEERAHAWONG (Director)	-	7/7	Participating	Did not hold the meeting
7.	Ms. PIYANUCH NAKAYODHIN (Director)	-	7/7	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. PAIBOON SAREEWIWATTHANA (Chairman of the board)	-	0.00	600,000.00	No
2.	Mr. KIJJA PATTAMASATTAYASONTI (Director)	-	0.00	0.00	No
3.	Ms. KAMOLTIP PARKSUWAN (Director)	-	0.00	0.00	No
4.	Mr. SARAWUT CHARUCHINDA (Director)	-	0.00	540,000.00	No
5.	Mr. ROM HIRANPRUK (Director)	-	0.00	480,000.00	No
6.	Ms. KUSAYA LEERAHAWONG (Director)	-	0.00	480,000.00	No
7.	Ms. PIYANUCH NAKAYODHIN (Director)	-	0.00	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. SARAWUT CHARUCHINDA (Chairman of the audit committee)	-	4/4
2.	Mr. ROM HIRANPRUK (Audit committee)	-	4/4
3.	Ms. KUSAYA LEERAHAWONG (Audit committee)	-	4/4