



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

BRITANIA PUBLIC COMPANY LIMITED

Fiscal Year End 31 December 2022



Table of Contents

	Page
Business Operations and Performance	
Group Structure and Operations	1
Risk Management	4
Sustainable Development	20
Corporate Governance	
Corporate Governance Policy	24
Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information	25
Performance Report on Corporate Governance	40

Group Structure and Operations

Group Structure and Operations

Business Overview and Policies (1.1)

Company Information (1.1.5)

Company Name : BRITANIA PUBLIC COMPANY LIMITED

Symbol : BRI

Address : 496 Village No. 9, Samrong Nuea, Mueang Samut Prakan,
Samut Prakan, 10270

Province : Samut Prakarn

Postcode : 10270

Business : Development of horizontal residential property including
detached houses, semi-detached houses and townhomes

Registration Number : 0107564000294

Telephone : 0-2161-3000

Fax (if applicable) : 02 398 8066

Website : <https://www.britania.co.th/>

Email : IR@britania.co.th

Total Shares Sold (shares)

Common Stock : 852,805,200

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping*

	2020	2021	2022
Total (Thousand baht)	2,342.09	3,815.81	6,295.70
Revenues from sales of real estate (Thousand baht)	2,336.28	3,807.77	5,404.21
Revenues from project management (Thousand baht)	0.00	0.00	444.00
Gain on disposal of investments in subsidiaries (Thousand baht)	0.00	0.00	417.23
Interest revenue calculated using the effective interest method (Thousand baht)	0.12	0.32	4.79
Other income (Thousand baht)	5.69	7.72	25.47

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Revenues from sales of real estate (%)	99.75	99.79	85.84
Revenues from project management (%)	0.00	0.00	7.05
Gain on disposal of investments in subsidiaries (%)	0.00	0.00	6.63
Interest revenue calculated using the effective interest method (%)	0.01	0.01	0.08
Other income (%)	0.24	0.20	0.40

By Geographical Area or Market*

	2020	2021	2022
Total (Thousand baht)	2,342.09	3,815.81	6,295.70
Domestic (Thousand baht)	2,342.09	3,815.81	6,295.70
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 Acquiring Land for Future Real Estate Development

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates
- Government policy

Operational Risk

- Delays in the development of future projects

Compliance Risk

- Change in laws and regulations

Financial Risk

- Fluctuation in exchange rates, interest rates, or the inflation rate

Risk of Having the Company's Main Revenue Only from Residential Projects of Low-Rise Houses

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

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

Operational Risk

- Product obsolescence
- Impact from population structure

Compliance Risk

- Change in laws and regulations
- Laws and regulations is not favorable for doing business

Financial Risk

- Insufficient sources of funding
- Fluctuation in exchange rates, interest rates, or the inflation rate

Risk From Completing House Construction Before Sale

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Behavior or needs of customers / consumers

Operational Risk

- Product obsolescence

Compliance Risk

- Change in laws and regulations
- Laws and regulations is not favorable for doing business

Financial Risk

- Insufficient sources of funding
- Fluctuation in exchange rates, interest rates, or the inflation rate

Risk From the Rising Tendency of Construction Costs, Construction Materials Prices, and Labor Costs

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Government policy
- Business operations of partners in the supply chain

Operational Risk

- Shortage or fluctuation in pricing of raw materials or productive resources

Compliance Risk

- Change in laws and regulations
- Laws and regulations is not favorable for doing business

Financial Risk

- Insufficient sources of funding
- Fluctuation in exchange rates, interest rates, or the inflation rate

Risk of Construction and the Contractor Performance Quality

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Business operations of partners in the supply chain
- Damage to company image and reputation

Operational Risk

- Shortage or reliance on skilled workers
- Loss or damage from non-compliance of partners or counterparties
- Delays in the development of future projects

Compliance Risk

- Corporate Governance

Financial Risk

- Insufficient sources of funding

Risk From Labor and Skilled Worker Shortage

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Business operations of partners in the supply chain

Operational Risk

- Shortage or reliance on skilled workers
- Delays in the development of future projects

Risk From the Success of Developing Projects and Future Projects

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

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

Operational Risk

- Product obsolescence
- Delays in the development of future projects

Compliance Risk

- Change in laws and regulations
- Laws and regulations is not favorable for doing business

Financial Risk

- Insufficient sources of funding
- Fluctuation in exchange rates, interest rates, or the inflation rate

Risk From the Concentration of Projects in Bangkok and Its Vicinity

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Behavior or needs of customers / consumers

Operational Risk

- Systems or internal control system
- Climate change and disasters
- Impact from population structure

Compliance Risk

- Change in laws and regulations
- Laws and regulations is not favorable for doing business

Financial Risk

- Insufficient sources of funding
- Fluctuation in exchange rates, interest rates, or the inflation rate

Risk From High Competition in the Industry

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

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

Operational Risk

- Delays in the development of future projects
- Impact from population structure

Compliance Risk

- Change in laws and regulations
- Laws and regulations is not favorable for doing business

Financial Risk

- Insufficient sources of funding
- Fluctuation in exchange rates, interest rates, or the inflation rate

Risk of Trademark Protection

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Behavior or needs of customers / consumers
- Damage to company image and reputation

Operational Risk

- Corruption

Compliance Risk

- Violations of laws and regulations

Risks From Financial Institutions' Housing Loan Policy

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Government policy

Operational Risk

- Delays in the development of future projects

Compliance Risk

- Change in laws and regulations
- Laws and regulations is not favorable for doing business

Financial Risk

- Change in financial and investment policies of financial institutions that affect business operations
- Default on payment or exchange of goods

Risk From Financing and Liquidity and Risks Associated with Practices and Terms of the Loan Agreement

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Damage to company image and reputation

Operational Risk

- Delays in the development of future projects

Compliance Risk

- Change in laws and regulations

Financial Risk

- Insufficient sources of funding

- Change in financial and investment policies of financial institutions that affect business operations
- Default on payment or exchange of goods
- Fluctuation in exchange rates, interest rates, or the inflation rate
- Fluctuation in return on assets or investment

Risk of Receiving Financial Assistance from Major Shareholders

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Damage to company image and reputation

Operational Risk

- Delays in the development of future projects

Compliance Risk

- Corporate Governance

Financial Risk

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

Risks From Interest Rate Volatility

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Delays in the development of future projects

Financial Risk

- Insufficient sources of funding

- Change in financial and investment policies of financial institutions that affect business operations
- Fluctuation in exchange rates, interest rates, or the inflation rate

Risk From Changes in Laws and Regulations That May Affect the Company's Real Estate Business

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Government policy

Operational Risk

- Delays in the development of future projects

Compliance Risk

- Change in laws and regulations
- Laws and regulations is not favorable for doing business
- Violations of laws and regulations
- Corporate Governance

Risks From Fluctuations in Economic Conditions, Domestic Politics, Natural Disasters, Financial Markets, and Other Macro Factors

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
- Climate change and disasters

- Impact on the environment
- Impact from population structure

Compliance Risk

- Change in laws and regulations

Financial Risk

- Change in financial and investment policies of financial institutions that affect business operations
- Default on payment or exchange of goods
- Fluctuation in exchange rates, interest rates, or the inflation rate

Risk of Canceling a Purchase Order or Terminating the Customer's Contract to Buy and Sell

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

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

Operational Risk

- Loss or damage from non-compliance of partners or counterparties

Compliance Risk

- Laws and regulations is not favorable for doing business

Financial Risk

- Change in financial and investment policies of financial institutions that affect business operations
- Default on payment or exchange of goods

Risk of Maintaining Financial Ratios (Both with Financial Institutions and Debentures)

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Damage to company image and reputation

Operational Risk

- Loss or damage from non-compliance of partners or counterparties

Compliance Risk

- Violations of laws and regulations

Financial Risk

- Change in financial and investment policies of financial institutions that affect business operations
- Default on payment or exchange of goods
- Fluctuation in exchange rates, interest rates, or the inflation rate
- Fluctuation in return on assets or investment

Risk of Fraud and Corruption

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Damage to company image and reputation

Operational Risk

- Systems or internal control system
- Corruption

Compliance Risk

- Corporate Governance

Risk From Suppliers and Supply Chain

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Business operations of partners in the supply chain

Operational Risk

- Shortage or reliance on skilled workers
- Loss or damage from non-compliance of partners or counterparties
- Delays in the development of future projects

Compliance Risk

- Corporate Governance

Risk of Occupational Hygiene and Safety

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Business operations of partners in the supply chain
- Damage to company image and reputation

Operational Risk

- Systems or internal control system
- Human error in business operations
- Loss or damage from non-compliance of partners or counterparties

Compliance Risk

- Corporate Governance

Financial Risk

- Insufficient sources of funding

Risk of Human Rights

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Damage to company image and reputation

Operational Risk

- Systems or internal control system
- Impact on human rights

Compliance Risk

- Corporate Governance

Risk of the Environment

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Damage to company image and reputation

Operational Risk

- Impact on the environment

Compliance Risk

- Violations of laws and regulations
- Corporate Governance

Risk From Climate Change

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Delays in the development of future projects
- Climate change and disasters

Risk of Cyber Threat

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Changes in technologies
- Damage to company image and reputation

Operational Risk

- Information security and cyber-attack

Compliance Risk

- Corporate Governance

Risk of Personal Protection Law

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Policies or international agreements related to business operations
- Damage to company image and reputation

Operational Risk

- Systems or internal control system

- Information security and cyber-attack

Compliance Risk

- Change in laws and regulations
- Violations of laws and regulations

Risk to Securities Holder (2.2.2)

Risk of Having Major Shareholders with Influence on Management Policy

Risk Management Measures: Yes

Related Risk Topics

- Return from investment of securities holder

Risk From Volatility in the Company's Ordinary Share Prices, Liquidity, and Trading Volume

Risk Management Measures: Yes

Related Risk Topics

- Other

Risk That the Company's Major Shareholders Hold Large Amounts of the Company's Shares and That Such Major Shareholders Are Able to Sell Their Shares in the Future May Affect the Company's Shares Prices

Risk Management Measures: Yes

Related Risk Topics

- Return from investment of securities holder

Risk From the Company's Ability to Pay Dividends in the Future

Risk Management Measures: Yes

Related Risk Topics

- Other

Risks in Case That Thai Law and the Company's Articles of Association Restrict Foreign Shareholding, Which Affect the Company

Risk Management Measures: Yes

Related Risk Topics

- Return from investment of securities holder

Risk That Non-resident Investors May Have Restrictions on Exercising Their Rights to Purchase the Company's Newly Issued Ordinary Shares in Proportion (Rights Offering) in the Future

Risk Management Measures: Yes

Related Risk Topics

- Return from investment of securities holder

Risk From the Exercise of Warrants to Purchase Ordinary Shares of the Company Issued to Directors, Executives, and Employees of the Company

Risk Management Measures: Yes

Related Risk Topics

- Other

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.britania.co.th/storage/download/cg/cg-report-and-download/20230328-environmental-policy-th.pdf>

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.britania.co.th/storage/download/cg/cg-report-and-download/environmental-policy-th.pdf>

Company environmental guideline : Electricity Management, Fuel Management, Renewable/Clean Energy Management, Water Management, Waste Management, Biodiversity 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	N/A	20,382.06

• Electricity consumption

	2020	2021	2022
Amount of electricity purchased (kWh)	N/A	508,181.36	2,311,826.20

Water management

• Water consumption

	2020	2021	2022
Water consumption (cubic meters)	N/A	982,600.00	1,257,890.00

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	62.00
Scope 2 (Tons of carbon dioxide equivalents)	N/A	254.04	1,156.00
Scope 3 (Tons of carbon dioxide equivalents)	N/A	78.10	25,217.00
Total (Tons of carbon dioxide equivalents)	N/A	332.14	26,435.00

• Verification of greenhouse gas emissions over the past year

Third-party verification : Yes

Name of verifying organization : BUREAU VERITAS CERTIFICATION (THAILAND) LIMITED

Social Aspect (3.4)

Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy : Yes

URL of human rights policy : <https://investor.britania.co.th/storage/download/cg/cg-report-and-download/bri-coc-business-th.pdf>

Company human right guideline : Employee Rights, 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)	134	197	266
Number of female employees (persons)	110	165	230
Total (persons)	244	362	496

• Employee remuneration

	2020	2021	2022
Employee remuneration (baht)	108,420,100.00	130,050,000.00	237,180,000.00

• Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	0	1	7
Employee development and training expenses (baht)	843,791.90	966,707.16	2,360,411.75

• 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 (%)	N/A	32.32	41.53

• **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.britania.co.th/storage/download/cg/cg-report-and-download/land-governance-policy-governance-policy-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	10	100.00
Number of male directors	8	80.00
Number of female directors	2	20.00
Number of executive directors	4	40.00
Number of non-executive directors	6	60.00
Number of independent directors	4	40.00

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. MAYTA CHANCHAMCHARAT Gender: Male Age: 57 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive) Director type: Original director	18 Sep 2018	Property Development, Finance, Accounting, Economics, Commerce, Digital Marketing, Negotiation, Leadership, Audit, Internal Control

2.	<p>Mr. NIWAT LAMUNPANDH</p> <p>Gender: Male</p> <p>Age: 62 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</p> <p>(Non-executive)</p> <p>Director type: Original director</p>	15 Nov 2017	<p>Property Development, Law, Sustainability, Data Management, Strategic Management, Risk Management, Governance/ Compliance</p>
3.	<p>Mr. DOLCHAI BOONYARATAVEJ</p> <p>Gender: Male</p> <p>Age: 65 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Advertising Design, Visual and Performing Arts</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>	18 Jun 2020	<p>Property Development, Media & Publishing, Marketing, Corporate Social Responsibility, Human Resource Management, Data Analysis, Brand Management, Negotiation, Corporate Management, Architecture, Design, Strategic Management, Internal Control</p>
4.	<p>Mr. WIJARN SIMACHAYA</p> <p>Gender: Male</p> <p>Age: 64 years old</p> <p>Highest level of education: Doctoral degree</p> <p>Major: Doctorate in Philosophy (Environmental Engineering)</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p>	18 Jun 2020	<p>Corporate Social Responsibility, Human Resource Management, Sustainability, Data Management, Data Analysis, Negotiation, Engineering, Governance/ Compliance</p>
5.	<p>Mr. THAN SIRIPOKEE</p> <p>Gender: Male</p> <p>Age: 62 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Master of Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Newly appointed director to replace ex-director</p>	26 Apr 2022	<p>Economics, Banking, Finance & Securities, Property Development, Accounting, Finance, Data Management, Data Analysis, Architecture, Audit, Internal Control, Governance/ Compliance</p>

6.	<p>Mrs. SUPALAK CHANPITAK</p> <p>Gender: Female</p> <p>Age: 63 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Accounting</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Executive)</p> <p>Director type: Re-elected as director</p>	21 Feb 2018	<p>Economics, Construction Services, Property Development, Marketing, Accounting, Finance, Corporate Social Responsibility, Human Resource Management, Data Management, Data Analysis, Brand Management, Negotiation, Project Management, Corporate Management, Engineering, Architecture, Design, Change Management, Leadership, Strategic Management, Risk Management, Budgeting</p>
7.	<p>Mr. SOMSAKUL SANGSUWAN</p> <p>Gender: Male</p> <p>Age: 59 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Accounting</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Executive)</p> <p>Director type: Original director</p>	30 Apr 2021	<p>Accounting, Marketing, Brand Management, Negotiation, Project Management, Corporate Management, Design, Change Management</p>
8.	<p>Ms. TRITHIP SIVAKRISKUL</p> <p>Gender: Female</p> <p>Age: 56 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 (Non-executive, Independent director)</p> <p>Director type: Original director</p>	18 Jun 2020	<p>Property Development, Accounting, Finance, Data Management, Data Analysis, Negotiation, Change Management, Strategic Management, Risk Management, Audit, Internal Control</p>

9.	Mr. SURIN SAHACHATPOCANAN Gender: Male Age: 56 years old Highest level of education: Master's degree Major: Public administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Newly appointed director to replace ex-director	11 Nov 2022	Construction Services, Property Development, Corporate Social Responsibility, Human Resource Management, Sustainability, Data Management, Data Analysis, Brand Management, Negotiation, Project Management, Corporate Management, Engineering, Change Management, Leadership, Governance/ Compliance, Budgeting, Risk Management, Strategic Management
10.	Mr. Peerapong Jaroon-ek Gender: Male Age: 46 years old Highest level of education: Honorary degree Major: Real Estate Business Management for the Academic Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Newly appointed director to replace ex-director	11 Nov 2022	Property Development, Economics, Finance & Securities, Construction Materials, Marketing, Finance, Data Management, Data Analysis, Statistics, Negotiation, Project Management, Corporate Management, Engineering, Leadership, Change Management, Strategic Management, Risk Management, Construction Services, Property Fund & REITs

List of directors who resigned/vacated their position during the year

General information	Position	Tenure	Replacement Director
1. Mrs. SUPALAK CHANPITAK Gender: Female Age: 63 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)	Date position was assumed: 21 Feb 2018 Date directorship ended: 11 Nov 2022	Mr. SURIN SAHACHATPOCANAN Date position was assumed: 11 Nov 2022

2.	Ms. TRITHIP SIVAKRISKUL Gender: Female Age: 56 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)	Date position was assumed: 18 Jun 2020 Date directorship ended: 26 Apr 2022	Mr. THAN SIRIPOKEE Date position was assumed: 26 Apr 2022
3.	Mr. SOMSAKUL SANGSUWAN Gender: Male Age: 59 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)	Date position was assumed: 30 Apr 2021 Date directorship ended: 11 Nov 2022	Mr. Peerapong Jaroon-ek Date position was assumed: 11 Nov 2022

Other Information pertaining to committees

The Chairman is an independent director : No

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. THAN SIRIPOKEE [1] Gender: Male Age: 62 years old Highest level of education: Master's degree Major: Master of Management Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Newly appointed director to replace ex-director	12 May 2022	Economics, Banking, Finance & Securities, Property Development, Accounting, Finance, Data Management, Data Analysis, Architecture, Audit, Internal Control, Governance/ Compliance
2. Mr. DOLCHAI BOONYARATAVEJ Gender: Male Age: 65 years old Highest level of education: Master's degree Major: Advertising Design, Visual and Performing Arts Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	18 Jun 2020	Property Development, Media & Publishing, Marketing, Corporate Social Responsibility, Human Resource Management, Data Analysis, Brand Management, Negotiation, Corporate Management, Architecture, Design, Strategic Management, Internal Control
3. Mr. WIJARN SIMACHAYA Gender: Male Age: 64 years old Highest level of education: Doctoral degree Major: Doctorate in Philosophy (Environmental Engineering) Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	18 Jun 2020	Corporate Social Responsibility, Human Resource Management, Sustainability, Data Management, Data Analysis, Negotiation, Engineering, Governance/ Compliance

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

List of audit committee who resigned/vacated their position during the year

General information	Position	Tenure	Replacement Director
1. Ms. TRITHIP SIVAKRISKUL [1] Gender: Female Age: 56 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director)	Date position was assumed: 18 Jun 2020 Date directorship ended: 26 Apr 2022	Mr. THAN SIRIPOKEE Date position was assumed: 26 Apr 2022

[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. SURIN SAHACHATPOCANAN Gender: Male Age: 56 years old Highest level of education: Master's degree Major: Public administration Thai nationality: Yes Residing in Thailand: Yes	Vice-chairman of the executive committee	18 Jun 2020
2. Mr. Jiroj Sutthiapha Gender: Male Age: 66 years old Highest level of education: Master's degree Major: Faculty of Architecture Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	18 Jun 2019

3.	Mr. Navin Leknawa Gender: Male Age: 50 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 Jan 2021
4.	Mr. Theerayuth Lakdee Gender: Male Age: 49 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 Mar 2019
5.	Ms. Panitaporn Wongprakop Gender: Female Age: 39 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 Apr 2019
6.	Mrs. SUPALAK CHANPITAK Gender: Female Age: 63 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	21 Feb 2018

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Risk Management Committee	Mr. MAYTA CHANCHAMCHARAT	Chairman
	Mr. SURIN SAHACHATPOCANAN	Member
	Mr. THAN SIRIPOKEE	Member

Nomination and Remuneration Committee	Mr. WIJARN SIMACHAYA	Chairman
	Mr. SURIN SAHACHATPOCANAN	Member
	Mr. THAN SIRIPOKEE	Member
Corporate Governance and Sustainable Committee	Mr. WIJARN SIMACHAYA	Chairman
	Mr. THAN SIRIPOKEE	Member
	Mr. NIWAT LAMUNPANDH	Member

Roles of Sub-committees

Sub-committees responsible for risk management	: Risk Management Committee
Sub-committees responsible for nomination	: Nomination and Remuneration Committee
Sub-committees responsible for remuneration	: Nomination and Remuneration Committee
Sub-committees responsible for corporate governance	: Corporate Governance and Sustainable Committee
Sub-committees responsible for corporate sustainability development	: Corporate Governance and Sustainable Committee

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. Mrs. SUPALAK CHANPITAK Gender: Female Age: 63 years old Highest level of education: Master's degree Major: Accounting	CHIEF EXECUTIVE OFFICER	21 Feb 2018	Economics, Construction Services, Property Development, Marketing, Accounting, Finance, Corporate Social Responsibility, Human Resource Management, Data Management, Data Analysis, Brand Management, Negotiation, Project Management, Corporate Management, Engineering, Architecture, Design, Change Management, Leadership, Strategic Management, Risk Management, Budgeting
2. Mr. SURIN SAHACHATPOCANAN Gender: Male Age: 56 years old Highest level of education: Master's degree Major: Public administration	President	18 Jun 2020	Construction Services, Property Development, Corporate Social Responsibility, Human Resource Management, Sustainability, Data Management, Data Analysis, Brand Management, Negotiation, Project Management, Corporate Management, Engineering, Change Management, Leadership, Governance/ Compliance, Budgeting, Risk Management, Strategic Management

3.	Mr. Jiroj Sutthiapha Gender: Male Age: 66 years old Highest level of education: Master's degree Major: Faculty of Architecture	Senior Managing Director	16 Jun 2019	Construction Services, Construction Materials, Data Management, Data Analysis, Negotiation, Project Management, Engineering, Strategic Management
4.	Mr. Navin Leknawa Gender: Male Age: 50 years old Highest level of education: Bachelor's degree Major: Engineering	Managing Director	1 Jan 2021	Construction Materials, Construction Services, Data Management, Data Analysis, Negotiation, Project Management, Corporate Management, Engineering, Strategic Management, Budgeting, Risk Management, Property Development
5.	Mr. Theerayuth Lakdee Gender: Male Age: 49 years old Highest level of education: Bachelor's degree Major: Engineering	Managing Director	1 Jan 2019	Construction Materials, Construction Services, Property Development, Data Management, Data Analysis, Project Management, Negotiation, Engineering, Strategic Management, Risk Management
6.	Mr. Buranin Luppanakul Gender: Male Age: 55 years old Highest level of education: Bachelor's degree Major: Engineering	Managing Director	1 Jul 2022	Construction Materials, Construction Services, Property Development, Sustainability, Data Management, Data Analysis, Negotiation, Project Management, Corporate Management, Engineering, Strategic Management, Risk Management, Governance/ Compliance
7.	Ms. Panitaporn Wongprakop [1][2] Gender: Female Age: 39 years old Highest level of education: Master's degree Major: Finance	Chief Financial Officer	1 Apr 2019	Property Development, Accounting, Finance, Data Management, Data Analysis, Negotiation, Project Management, Corporate Management, Strategic Management, Risk Management, Audit, Internal Control, Budgeting

8.	Mr. Parama Hemathulin Gender: Male Age: 50 years old Highest level of education: Bachelor's degree Major: Engineering	Managing Director	1 Jan 2021	Construction Services, Construction Materials, Property Development, Data Management, Data Analysis, Negotiation, Project Management, Strategic Management
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[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)	17,020,000.00	20,630,000.00	24,350,000.00

Other forms of remuneration

Employee Stock Ownership Plan (ESOP) : Yes

Employee Joint Investment Program (EJIP) : No

Employees (7.5)

Information about company employees

Employees

Number of male employees (persons) : 266

Number of female employees (persons) : 230

Total (persons) : 496

Employee Remuneration

Total employee remuneration : 237,180,000.00

Provident fund

Total number of employees (persons) : 496

Number of employees contributing to the PVD (persons) : 223

Percentage of employees who are members (%) : 44.96

Other Significant Information (7.6)

Other significant information

Assigned persons

- Person assigned to take direct responsibility for accounting oversight

General information	Email	Telephone
1. Ms. Nunnaphat Chaiyametpornpisan	nunnaphat.c@britania.co.th	

- Company secretary

General information	Email	Telephone
1. Ms. Panitaporn Wongprakob	panitaporn.w@britania.co.th	

- Head of internal audit

General information	Email	Telephone
1. Ms. Thanyaporn Chumjui	thunyaporn.c@britania.co.th	

- Head of investor relations

General information	Email	Telephone
1. Ms. Wanichaya Homsuwan	wanichaya.h@britania.co.th	02-161-3000

Company's auditor

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
1. EY OFFICE LIMITED	<p>1. Mr. Termphong Oppanapan Email: - Telephone: -</p> <p>2. Ms. Kunrapee Piyawansuth Email: - Telephone: -</p> <p>3. Ms. Sineenad Jirachaikhueankhan Email: - Telephone: -</p>	1,760,000.00	<p>Details: Out of pocket expenses</p> <p>Total service fee (baht): 22,852.00</p>

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. DOLCHAI BOONYARATAVEJ Gender: Male Age: 65 years old Highest level of education: Master's degree Major: Advertising Design, Visual and Performing Arts Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 18 Jun 2020	Property Development, Media & Publishing, Marketing, Corporate Social Responsibility, Human Resource Management, Data Analysis, Brand Management, Negotiation, Corporate Management, Architecture, Design, Strategic Management, Internal Control
2. Mrs. SUPALAK CHANPITAK Gender: Female Age: 63 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	Date position was assumed: 21 Feb 2018	Economics, Construction Services, Property Development, Marketing, Accounting, Finance, Corporate Social Responsibility, Human Resource Management, Data Management, Data Analysis, Brand Management, Negotiation, Project Management, Corporate Management, Engineering, Architecture, Design, Change Management, Leadership, Strategic Management, Risk Management, Budgeting

• List of newly appointed director to replace the ex-director

General information		Position	Date position was assumed	Experience and expertise
1.	<p>Mr. THAN SIRIPOKEE</p> <p>Gender: Male</p> <p>Age: 62 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Master of Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Newly appointed director to replace ex-director</p>	<p>Date position was assumed: 26 Apr 2022</p>	<p>Economics, Banking, Finance & Securities, Property Development, Accounting, Finance, Data Management, Data Analysis, Architecture, Audit, Internal Control, Governance/ Compliance</p>
2.	<p>Mr. SURIN SAHACHATPOCANAN</p> <p>Gender: Male</p> <p>Age: 56 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Public administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Executive)</p> <p>Director type: Newly appointed director to replace ex-director</p>	<p>Date position was assumed: 11 Nov 2022</p>	<p>Construction Services, Property Development, Corporate Social Responsibility, Human Resource Management, Sustainability, Data Management, Data Analysis, Brand Management, Negotiation, Project Management, Corporate Management, Engineering, Change Management, Leadership, Governance/ Compliance, Budgeting, Risk Management, Strategic Management</p>
3.	<p>Mr. Peerapong Jaroon-ek</p> <p>Gender: Male</p> <p>Age: 46 years old</p> <p>Highest level of education: Honorary degree</p> <p>Major: Real Estate Business Management for the Academic</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Executive)</p> <p>Director type: Newly appointed director to replace ex-director</p>	<p>Date position was assumed: 11 Nov 2022</p>	<p>Property Development, Economics, Finance & Securities, Construction Materials, Marketing, Finance, Data Management, Data Analysis, Statistics, Negotiation, Project Management, Corporate Management, Engineering, Leadership, Change Management, Strategic Management, Risk Management, Construction Services, Property Fund & REITs</p>

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. MAYTA CHANCHAMCHARAT	Chairman of the board	Non-participating
Mr. NIWAT LAMUNPANDH	Director	Non-participating
Mr. DOLCHAI BOONYARATAVEJ	Director	Non-participating
Mr. WIJARN SIMACHAYA	Director	Non-participating
Mr. THAN SIRIPOKEE	Director	Non-participating
Mrs. SUPALAK CHANPITAK	Director	Non-participating
Mr. SOMSAKUL SANGSUWAN	Director	Non-participating
Ms. TRITHIP SIVAKRISKUL	Director	Non-participating
Mr. SURIN SAHACHATPOCANAN	Director	Non-participating
Mr. Peerapong Jaroon-ek	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) : 13

Date of AGM meeting : 26 Apr 2022

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. MAYTA CHANCHAMCHARAT (Chairman of the board)	-	13/13	Participating	Did not hold the meeting
2.	Mr. NIWAT LAMUNPANDH (Director)	-	13/13	Participating	Did not hold the meeting
3.	Mr. DOLCHAI BOONYARATAVEJ (Director)	-	13/13	Participating	Did not hold the meeting
4.	Mr. WIJARN SIMACHAYA (Director)	-	13/13	Participating	Did not hold the meeting
5.	Mr. THAN SIRIPOKEE (Director)	-	9/9	Participating	Did not hold the meeting
6.	Mrs. SUPALAK CHANPITAK (Director)	-	11/11	Participating	Did not hold the meeting
7.	Mr. SOMSAKUL SANGSUWAN (Director)	-	11/11	Participating	Did not hold the meeting
8.	Ms. TRITHIP SIVAKRISKUL (Director)	-	4/4	Participating	Did not hold the meeting
9.	Mr. SURIN SAHACHATPOCANAN (Director)	-	2/2	N/A	Did not hold the meeting
10.	Mr. Peerapong Jaroon-ek (Director)	-	2/2	N/A	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. MAYTA CHANCHAMCHARAT (Chairman of the board)	-	335,000.00	0.00	No
2.	Mr. NIWAT LAMUNPANDH (Director)	-	195,000.00	0.00	No
3.	Mr. DOLCHAI BOONYARATAVEJ (Director)	-	245,000.00	0.00	No
4.	Mr. WIJARN SIMACHAYA (Director)	-	320,000.00	0.00	No

5.	Mr. THAN SIRIPOKEE (Director)	-	265,000.00	0.00	No
6.	Mrs. SUPALAK CHANPITAK (Director)	-	0.00	0.00	No
7.	Mr. SOMSAKUL SANGSUWAN (Director)	-	0.00	0.00	No
8.	Ms. TRITHIP SIVAKRISKUL (Director)	-	120,000.00	0.00	No
9.	Mr. SURIN SAHACHATPOCANAN (Director)	-	0.00	0.00	No
10.	Mr. Peerapong Jaroon-ek (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) : 5

	List of directors	Termination date	Number of the audit committee meeting
1.	Mr. THAN SIRIPOKEE (Chairman of the audit committee)	-	3/3
2.	Mr. DOLCHAI BOONYARATAVEJ (Audit committee)	-	5/5
3.	Mr. WIJARN SIMACHAYA (Audit committee)	-	5/5
4.	Ms. TRITHIP SIVAKRISKUL (Chairman of the audit committee)	26 Apr 2022	2/2