

Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

Royal Plus Public Company Limited

Fiscal Year End 31 December 2022

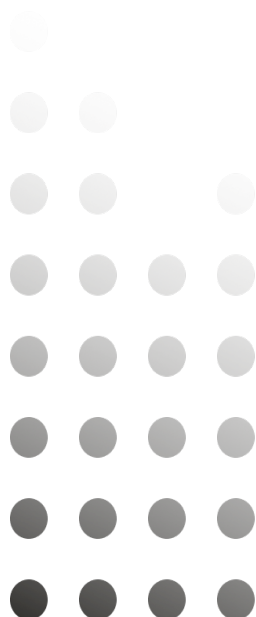


Table of Contents

	Page
Business Operations and Performance	
Group Structure and Operations	1
Risk Management	4
Sustainable Development	5
Corporate Governance	
Corporate Governance Policy	7
Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information	8
Performance Report on Corporate Governance	19

Group Structure and Operations

Group Structure and Operations

Business Overview and Policies (1.1)

Company Information (1.1.5)

Company Name : Royal Plus Public Company Limited

Symbol : PLUS

Address : 84/3-7 Soi. Rama II Soi 69 Samae Dam, Bang Khun Thian

Province : Bangkok

Postcode : 10150

Business : The company produces and distributes fruit juice drink including coconut water, coconut milk, fruit juice mixed with basil seeds and chia seeds and other mixed fruit juice as well as general beverage.

Registration Number : 0107564000235

Telephone : 0-2416-9209

Fax (if applicable) : 0-2416-0219

Website : www.royalplus.co.th

Email : ir@royalplus.co.th

Total Shares Sold (shares)

Common Stock : 670,000,000

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping*

	2020	2021	2022
Total (Thousand baht)	1,106,468.87	1,009,466.23	1,457,411.28
Coconut Water Group (Thousand baht)	842,029.36	710,590.58	1,014,192.91
Fruit juice mixed with basil seeds (Thousand baht)	205,992.79	237,739.39	353,011.06
Other juice blends (Thousand baht)	34,424.12	36,851.51	40,714.52
Milk tea (Thousand baht)	2,579.83	3,009.68	6,179.45
Others drinks (Thousand baht)	17,789.38	14,983.58	14,089.51
Other income (Thousand baht)	3,653.39	6,291.49	29,223.83

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Coconut Water Group (%)	76.10	70.39	69.59
Fruit juice mixed with basil seeds (%)	18.62	23.55	24.22
Other juice blends (%)	3.11	3.65	2.79
Milk tea (%)	0.23	0.30	0.42
Others drinks (%)	1.61	1.48	0.97
Other income (%)	0.33	0.62	2.01

By Geographical Area or Market*

	2020	2021	2022
Total (Thousand baht)	1,106,468.87	1,009,466.23	1,457,411.28
Domestic (Thousand baht)	12,114.43	14,933.95	33,806.18

International (Thousand baht)	1,094,354.44	994,532.28	1,423,605.10
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	2020	2021	2022
Total (%)	100.00	100.00	100.00
Domestic (%)	1.09	1.48	2.32
International (%)	98.91	98.52	97.68

*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 : Yes

(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)

Strategic Risk

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Reliance on large customers or few customers
- Other

Operational Risk

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

Compliance Risk

- Change in laws and regulations
- Other

Financial Risk

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

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, Fuel Management, Water Management, Waste Management, Greenhouse Gas and Climate Change Management

Results with Respect to the Environmental Aspect (3.3.2)

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	2,030.00
Scope 2 (Tons of carbon dioxide equivalents)	N/A	N/A	3,050.00
Scope 3 (Tons of carbon dioxide equivalents)	N/A	N/A	32,838.00
Total (Tons of carbon dioxide equivalents)	N/A	N/A	37,918.00

• Verification of greenhouse gas emissions over the past year

Third-party verification : Yes

Name of verifying organization : Bureau Veritas Certification (Thailand) Company Limited

Social Aspect (3.4)

Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy : Yes

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

Results with Respect to the Social Aspect (3.4.2)

Information about employees

• Total number of employees

	2020	2021	2022
Number of male employees (persons)	325	292	365
Number of female employees (persons)	253	265	272
Total (persons)	578	557	637

• Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	N/A	N/A	1

• Health, safety and work environment

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

• 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://www.irplus.in.th/Listed/PLUS/pdf/corporate_governance/%E0%B8%99%E0%B9%82%E0%B8%A2%E0%B8%9A%E0%B8%B2%E0%B8%A2%E0%B8%81%

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

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	9	100.00
Number of male directors	6	66.67
Number of female directors	3	33.33
Number of executive directors	3	33.33
Number of non-executive directors	6	66.67
Number of independent directors	4	44.44

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. NILSUWAN LEELARASAMEE Gender: Male Age: 71 years old Highest level of education: Doctoral degree Major: Pharmaceuticals Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director) Director type: Original director	4 Jul 2016	Governance/ Compliance, Risk Management, Strategic Management, Leadership, Corporate Management, Project Management, Negotiation, Data Analysis, Data Management, Economics, Agribusiness, Statistics

2.	Mr. PHONSAENG SAEBE Gender: Male Age: 47 years old Highest level of education: Below a bachelor's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	24 Mar 1998	Food & Beverage, Marketing, Brand Management, Negotiation, Project Management, Corporate Management, Leadership, Strategic Management
3.	Ms. AMORN RAT KETVESATE Gender: Female Age: 51 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	31 Oct 2005	Food & Beverage, Banking, Accounting, Procurement, Data Management, Data Analysis, Statistics, Digital Marketing, Brand Management, Negotiation, Corporate Management, Leadership, Strategic Management, Audit
4.	Mr. THASANA BOONKWAN Gender: Male Age: 54 years old Highest level of education: Doctoral degree Major: International Marketing Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	4 Jul 2016	Economics, Banking, Finance & Securities, Insurance, Marketing, Finance, Corporate Social Responsibility, Human Resource Management, Data Analysis, Statistics, Data Management, Brand Management, Negotiation, Leadership, Strategic Management, Risk Management, Audit, Internal Control, Governance/ Compliance, Budgeting
5.	Mr. COMEPISITH RATCHATAKANJANEMAS Gender: Male Age: 44 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	4 Jul 2016	Economics, Food & Beverage, Banking, Finance & Securities, Accounting, Finance, Audit, Internal Control, Governance/ Compliance, Budgeting

6.	Mr. SUNTI CHIRAWATTHANAGKON Gender: Male Age: 44 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	4 Jul 2016	Economics, Banking, Finance & Securities, Automotive, Insurance, Marketing, Corporate Social Responsibility, Human Resource Management, Brand Management, Negotiation, Leadership, Strategic Management, Risk Management, Audit, Internal Control, Budgeting, Governance/ Compliance
7.	Mrs. NUSARA MA Gender: Female Age: 52 years old Highest level of education: Below a bachelor's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Original director	4 Jul 2016	Marketing, Human Resource Management, Data Management, Data Analysis, IT Management, Statistics, Corporate Management
8.	Ms. MONTHIRA SAEBE Gender: Female Age: 37 years old Highest level of education: Master's degree Major: Certificate Residency Training in Oral and Maxillofacial Surgery. Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Original director	4 Jul 2016	Data Management, Human Resource Management, IT Management, Data Analysis, Statistics
9.	Mr. KITTI WACHIRAJIRAKORN Gender: Male Age: 45 years old Highest level of education: Master's degree Major: Management Information System Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	1 Jul 2021	Economics, Banking, Finance & Securities, Accounting, Finance, Human Resource Management, Sustainability, Procurement, Fund Management, IT Management, Data Management, Data Analysis, Statistics, Leadership, Strategic Management, Risk Management, Audit, Budgeting, Internal Control, 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 : No

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. THASANA BOONKWAN [1] Gender: Male Age: 54 years old Highest level of education: Doctoral degree Major: International Marketing Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	4 Jul 2016	Economics, Banking, Finance & Securities, Insurance, Marketing, Finance, Corporate Social Responsibility, Human Resource Management, Data Analysis, Statistics, Data Management, Brand Management, Negotiation, Leadership, Strategic Management, Risk Management, Audit, Internal Control, Governance/ Compliance, Budgeting
2.	Mr. COMEPISITH RATCHATAKANJANEMAS [1] Gender: Male Age: 44 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	4 Jul 2016	Economics, Food & Beverage, Banking, Finance & Securities, Accounting, Finance, Audit, Internal Control, Governance/ Compliance, Budgeting

3.	Mr. SUNTI CHIRAWATTHANAGKOON [1] Gender: Male Age: 44 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	4 Jul 2016	Economics, Banking, Finance & Securities, Automotive, Insurance, Marketing, Corporate Social Responsibility, Human Resource Management, Brand Management, Negotiation, Leadership, Strategic Management, Risk Management, Audit, Internal Control, Budgeting, Governance/ Compliance
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[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. PHONSAENG SAEBE Gender: Male Age: 47 years old Highest level of education: Below a bachelor's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	24 Mar 1998
2. Ms. AMORNRAT KETVESATE Gender: Female Age: 51 years old Highest level of education: Bachelor's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	31 Oct 2005

3.	Mr. KITTI WACHIRAJIRAKORN	Member of the	1 Jul 2021
	Gender: Male	executive committee	
	Age: 45 years old		
	Highest level of education: Master's degree		
	Major: Management Information System		
	Thai nationality: Yes		
	Residing in Thailand: Yes		

Other sub-committees

Roles of Sub-committees

Sub-committees responsible for risk management : None

Sub-committees responsible for nomination : None

Sub-committees responsible for remuneration : None

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. PHONSAENG SAEBE Gender: Male Age: 47 years old Highest level of education: Below a bachelor's degree Major: Management	MANAGING DIRECTOR	24 Mar 1998	Food & Beverage, Marketing, Brand Management, Negotiation, Project Management, Corporate Management, Leadership, Strategic Management
2. Ms. AMORN RAT KETVESATE Gender: Female Age: 51 years old Highest level of education: Bachelor's degree Major: Accounting	Deputy Managing Director	31 Oct 2005	Food & Beverage, Banking, Accounting, Procurement, Data Management, Data Analysis, Statistics, Digital Marketing, Brand Management, Negotiation, Corporate Management, Leadership, Strategic Management, Audit
3. Mr. KITTI WACHIRAJIRAKORN [1] Gender: Male Age: 45 years old Highest level of education: Master's degree Major: Management Information System	Senior Vice President	1 Mar 2020	Economics, Banking, Finance & Securities, Accounting, Finance, Human Resource Management, Sustainability, Procurement, Fund Management, IT Management, Data Management, Data Analysis, Statistics, Leadership, Strategic Management, Risk Management, Audit, Budgeting, Internal Control, Governance/ Compliance

4.	Ms. Phatraporn Kaweesutthikul Gender: Female Age: 36 years old Highest level of education: Bachelor's degree Major: Science (Microbiology)	Manufacturing Director	1 Jan 2021	Food & Beverage, Economics, Transportation & Logistics, Corporate Social Responsibility, Human Resource Management, Sustainability, Data Analysis, Negotiation, Project Management, Corporate Management, Leadership, Strategic Management, Risk Management, Internal Control, Budgeting, Governance/ Compliance
5.	Mrs. Irin Phatthawatwekin Gender: Female Age: 34 years old Highest level of education: Master's degree Major: MBA	Sales and Marketing Director	1 Mar 2022	Transportation & Logistics, Marketing, Corporate Social Responsibility, Sustainability, Negotiation, Corporate Management, Project Management, Leadership, Strategic 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 : No

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) : 365

Number of female employees (persons) : 272

Total (persons) : 637

Provident fund

Total number of employees (persons) : 637

Number of employees contributing to the PVD (persons) : 197

Percentage of employees who are members (%) : 30.93

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. Arissa Chumeemode	arissa.c@royalplus.co.th	0616542691

- Company secretary

General information	Email	Telephone
1. Mr. KITTI WACHIRAJIRAKORN	kitti.w@royalplus.co.th	0819129640

Company's auditor

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
1. KPMG PHOOMCHAI AUDIT COMPANY LIMITED	1. Mr. Natthaphong Tantichattanon Email: natthaphong@kpmg.com Telephone: 026772354	2,400,000.00	-

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. NILSUWAN LEELARASAMEE	Chairman of the board	Non-participating
Mr. PHONSAENG SAEBE	Director	Non-participating
Ms. AMORNRAT KETVESATE	Director	Non-participating
Mr. THASANA BOONKWAN	Director	Non-participating
Mr. COMEPISITH RATCHATAKANJANEMAS	Director	Non-participating
Mr. SUNTI CHIRAWATTHANAGKON	Director	Non-participating
Mrs. NUSARA MA	Director	Non-participating
Ms. MONTHIRA SAEBE	Director	Non-participating
Mr. KITTI WACHIRAJIRAKORN	Director	Non-participating

Directors' performance assessment

Method used to evaluate directors' performance : Whole-board-of-directors assessment, Individual-director assessment (self-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) : 7

Date of AGM meeting : 21 Mar 2022

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. NILSUWAN LEELARASAMEE (Chairman of the board)	-	7/7	Participating	Did not hold the meeting
2.	Mr. PHONSAENG SAEBE (Director)	-	7/7	Participating	Did not hold the meeting
3.	Ms. AMORNRAT KETVESATE (Director)	-	7/7	Participating	Did not hold the meeting
4.	Mr. THASANA BOONKWAN (Director)	-	7/7	Participating	Did not hold the meeting
5.	Mr. COMEPISITH RATCHATAKANJANEMAS (Director)	-	7/7	Participating	Did not hold the meeting
6.	Mr. SUNTI CHIRAWATTHANAGKON (Director)	-	7/7	Participating	Did not hold the meeting
7.	Mrs. NUSARA MA (Director)	-	7/7	Participating	Did not hold the meeting
8.	Ms. MONTHIRA SAEBE (Director)	-	7/7	Participating	Did not hold the meeting
9.	Mr. KITTI WACHIRAJIRAKORN (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. NILSUWAN LEELARASAMEE (Chairman of the board)	-	110,000.00	N/A	No
2.	Mr. PHONSAENG SAEBE (Director)	-	55,000.00	N/A	No

3.	Ms. AMORNRAT KETVESATE (Director)	-	55,000.00	N/A	No
4.	Mr. THASANA BOONKWAN (Director)	-	135,000.00	N/A	No
5.	Mr. COMEPISITH RATCHATAKANJANEMAS (Director)	-	95,000.00	N/A	No
6.	Mr. SUNTI CHIRAWATTHANAGKON (Director)	-	95,000.00	N/A	No
7.	Mrs. NUSARA MA (Director)	-	55,000.00	N/A	No
8.	Ms. MONTHIRA SAEBE (Director)	-	55,000.00	N/A	No
9.	Mr. KITTI WACHIRAJIRAKORN (Director)	-	55,000.00	N/A	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. THASANA BOONKWAN (Chairman of the audit committee)	-	4/4
2.	Mr. COMEPISITH RATCHATAKANJANEMAS (Audit committee)	-	4/4
3.	Mr. SUNTI CHIRAWATTHANAGKON (Audit committee)	-	4/4