

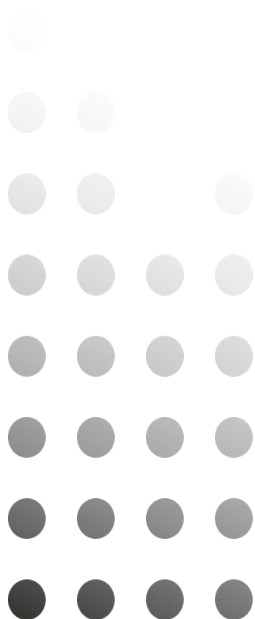
# **Annual Registration Statement / Annual Report**

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

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

**ZEN CORPORATION GROUP 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 : ZEN CORPORATION GROUP PUBLIC COMPANY LIMITED

Symbol : ZEN

Address : No.662 Soi Onnuch 17, Suan Luang Sub District, Suan Luang District

Province : Bangkok

Postcode : 10250

Business : A holding company which its core company is Zen Restaurant Holding Company Limited that operates Japanese restaurant business under the brand names, "ZEN" and other related business.

Registration Number : 0107561000439

Telephone : 0-2019-5000 Ext.982

Fax (if applicable) : 0-2030-5322

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

Email : [corporatesecretary@zengroup.co.th](mailto:corporatesecretary@zengroup.co.th)

### Total Shares Sold (shares)

Common Stock : 300,000,000

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

#### By Product Line or Business Grouping

	2020	2021	2022
Total (Thousand baht)	2,333,389.90	2,255,319.50	3,413,122.10
Food Business (Thousand baht)	2,213,914.32	2,145,600.45	3,305,529.83
Franchise business (Thousand baht)	70,082.80	63,157.35	77,764.28
Other income (Thousand baht)	49,392.78	46,561.70	29,827.99

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Food Business (%)	94.88	95.14	96.85
Franchise business (%)	3.00	2.80	2.28
Other income (%)	2.12	2.06	0.87

#### By Geographical Area or Market

	2020	2021	2022
Total (Thousand baht)	2,333,389.90	2,255,319.50	3,413,122.10
Domestic (Thousand baht)	2,325,913.59	2,252,522.62	3,406,976.36
International (Thousand baht)	7,476.31	2,796.88	6,145.74
Myanmar (Thousand baht)	2,181.47	372.79	539.86
Cambodia (Thousand baht)	4,071.05	2,374.53	3,737.03
Laos (Thousand baht)	1,223.79	49.56	617.69
Other income (Thousand baht)	0.00	0.00	1,251.16

	2020	2021	2022
Total (%)	100.00	100.00	100.00
Domestic (%)	99.68	99.88	99.82
International (%)	0.32	0.12	0.18
Myanmar (%)	29.18	13.33	8.78
Cambodia (%)	54.45	84.90	60.81
Laos (%)	16.37	1.77	10.05
Other income (%)	0.00	0.00	20.36

## 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	2,193.17	2,137.37	2,314.92

# 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

- Volatility in the industry in which the company operates
- Behavior or needs of customers / consumers
- Government policy
- Changes in technologies
- Business operations of partners in the supply chain
- Reliance on large partners / distributors or few partners / distributors
- Damage to company image and reputation

#### Operational Risk

- Reliance on employees in key positions
- Shortage or reliance on skilled workers
- Shortage or fluctuation in pricing of raw materials or productive resources
- Systems or internal control system
- Human error in business operations
- Information security and cyber-attack
- Loss or damage from non-compliance of partners or counterparties
- Property lease agreement execution



- Safety, occupational health, and working environment
- Climate change and disasters
- Impact on the environment
- Impact on human rights
- Corruption

#### Compliance Risk

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

#### Financial Risk

- Insufficient sources of funding

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

#### **Investment Risk of Securities Holder**

**Risk Management Measures:** Yes

#### **Related Risk Topics**

- Return from investment of securities holder

### **Risk to Securities Holder from Investing in Foreign Securities (Applicable to only foreign companies) (2.2.3)**

## **Risks from investment in Foreign Securities**

**Risk Management Measures:** No

### **Related Risk Topics**

- Investment risk

# 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.zengroup.co.th/storage/download/cg/20210527-zen-sustainable-development-policy.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.zengroup.co.th/storage/download/cg/20210527-zen-environmental-policy.pdf>

Company environmental guideline : Electricity 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	N/A	15,929.56

###### • Electricity consumption

	2020	2021	2022
Amount of electricity purchased (kWh)	N/A	8,292,640.54	11,138,442.91

## Water management

### • Water consumption

	2020	2021	2022
Water consumption (cubic meters)	N/A	249,765.61	300,688.44

## Waste management

### • Waste from operations

	2020	2021	2022
Hazardous waste (kg)	918.00	1,656.14	2,029.40
<b>Total (kg)</b>	<b>918.00</b>	<b>1,656.14</b>	<b>2,029.40</b>

## 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)	313.00	430.00	N/A
Scope 2 (Tons of carbon dioxide equivalents)	344.00	4,261.00	N/A
Scope 3 (Tons of carbon dioxide equivalents)	540.00	5,623.00	N/A
<b>Total (Tons of carbon dioxide equivalents)</b>	<b>1,197.00</b>	<b>10,314.00</b>	<b>N/A</b>

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

Third-party verification : Yes

Name of verifying organization : LRQA (THAILAND) LIMITED

## Social Aspect (3.4)

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

Human Rights Policy	: Yes
URL of human rights policy	: <a href="https://investor.zengroup.co.th/storage/download/cg/zen-human-rights-policy-th.pdf">https://investor.zengroup.co.th/storage/download/cg/zen-human-rights-policy-th.pdf</a>
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)	758	1,066	915
Number of female employees (persons)	1,072	1,682	1,304
<b>Total (persons)</b>	<b>1,830</b>	<b>2,748</b>	<b>2,219</b>

##### • Employee remuneration

	2020	2021	2022
Employee remuneration (baht)	664,300,000.00	585,740,000.00	695,350,000.00

##### • Employee development and training

	2020	2021	2022
Average training hours of employees (hour / person / year)	N/A	11	16
Employee development and training expenses (baht)	1,915,319.00	2,086,975.00	2,281,162.84

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

	2020	2021	2022
Number of employee work injuries leading to employee absence (times)	N/A	43	49

• **Employee retention**

	<b>2020</b>	<b>2021</b>	<b>2022</b>
Percentage of employees who voluntarily resigned (%)	70.77	32.42	51.55

• **Significant labor dispute**

	<b>2020</b>	<b>2021</b>	<b>2022</b>
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.zengroup.co.th/storage/corporate-governance/20221128-zen-cg-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	11	100.00
Number of male directors	9	81.82
Number of female directors	2	18.18
Number of executive directors	4	36.36
Number of non-executive directors	7	63.64
Number of independent directors	5	45.45

#### 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. PAITON TAVEEBHOL Gender: Male Age: 72 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director) Director type: Re-elected as director	20 Feb 2019	Risk Management, Human Resource Management, Corporate Management, Audit, Finance, Sustainability, Corporate Social Responsibility, Internal Control, Governance/ Compliance, Leadership, Food & Beverage

2.	Mr. SAKKANON CHIRATHIVAT Gender: Male Age: 45 years old Highest level of education: Master's degree Major: Business Administration and Urban Design Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Non-executive)  Director type: Original director	20 Feb 2019	Strategic Management, Change Management, Risk Management, Human Resource Management, Corporate Management, Brand Management, Project Management, Budgeting, Leadership, Property Development, Architecture, Food & Beverage
3.	Mr. STEVEN HALLIDAY Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)  Director type: Original director	20 Feb 2019	Strategic Management, Risk Management, Budgeting, Data Analysis, Finance, Banking
4.	Mr. CHITTAPON VIVADDHANAKASEM Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Finance and Marketing Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	20 Feb 2019	Strategic Management, Risk Management, Human Resource Management, Corporate Management, Brand Management, Budgeting, Marketing, Data Analysis, Sustainability, Corporate Social Responsibility, Leadership, Food & Beverage
5.	Ms. JOMKWAN CHIRATHIVAT Gender: Female Age: 40 years old Highest level of education: Bachelor's degree Major: Mass Communication Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	20 Feb 2019	Brand Management, Marketing, Design, Sustainability, Food & Beverage, Procurement

6.	Mr. PRAWIT KIJPAISALRATTANA Gender: Male Age: 69 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	20 Feb 2019	Corporate Management, Audit, Procurement, Internal Control, Banking, Agribusiness, Governance/ Compliance, Accounting, Insurance, Leadership
7.	Mr. WILERT PURIWAT Gender: Male Age: 54 years old Highest level of education: Doctoral degree Major: International Business Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	20 Feb 2019	Human Resource Management, Brand Management, Marketing, Digital Marketing, Tourism & Leisure, Corporate Social Responsibility, Leadership
8.	Mr. BOONYONG TANSAKUL Gender: Male Age: 57 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	20 Feb 2019	Strategic Management, Change Management, Risk Management, Human Resource Management, Corporate Management, Marketing, Digital Marketing, Sustainability, Corporate Social Responsibility, Food & Beverage, Data Analysis, Leadership, Budgeting
9.	Mrs. JOTIKA SAVANANANDA Gender: Female Age: 62 years old Highest level of education: Master's degree Major: Psychology , Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Original director	20 Feb 2019	Property Fund & REITs, Strategic Management, Fund Management, Change Management, Risk Management, Corporate Management, Budgeting, Audit, Data Analysis, Finance, Corporate Social Responsibility, Internal Control, Banking, Governance/ Compliance, Accounting, Insurance, Leadership, Property Development, Finance & Securities, Economics

10.	Mr. CHAVALIT CHINDAVANIG Gender: Male Age: 59 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	29 Apr 2019	Strategic Management, Risk Management, Budgeting, Data Analysis, Finance, Corporate Social Responsibility, Procurement, Banking, Governance/ Compliance, Finance & Securities
11.	Mr. SIRUWAT CHATCHAWAN CHATCHAWAN Gender: Male Age: 44 years old Highest level of education: Bachelor's degree Major: Communication Design Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	24 Aug 2020	Paper & Printing Materials, Brand Management, Marketing, Corporate Social Responsibility, Packaging, Architecture, Media & Publishing, Food & Beverage, Design

#### 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. PRAWIT KIJPAISALRATTANA Gender: Male Age: 69 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	20 Feb 2019	Corporate Management, Audit, Procurement, Internal Control, Banking, Agribusiness, Governance/ Compliance, Accounting, Insurance, Leadership
2. Mrs. JOTIKA SAVANANANDA Gender: Female Age: 62 years old Highest level of education: Master's degree Major: Psychology , Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	20 Feb 2019	Property Fund & REITs, Strategic Management, Fund Management, Change Management, Risk Management, Corporate Management, Budgeting, Audit, Data Analysis, Finance, Corporate Social Responsibility, Internal Control, Banking, Governance/ Compliance, Accounting, Insurance, Leadership, Property Development, Finance & Securities, Economics
3. Mr. CHAVALIT CHINDAVANIG Gender: Male Age: 59 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Re-elected as director	29 Apr 2019	Strategic Management, Risk Management, Budgeting, Data Analysis, Finance, Corporate Social Responsibility, Procurement, Banking, Governance/ Compliance, Finance & Securities

[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. BOONYONG TANSAKUL Gender: Male Age: 57 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	1 Jun 2018
2. Ms. JOMKWAN CHIRATHIVAT Gender: Female Age: 40 years old Highest level of education: Bachelor's degree Major: Mass Communication Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	20 Feb 2019
3. Mrs. Yupaphan Ekasittikul Gender: Female Age: 55 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 Jun 2018



4.	Mr. SIRUWAT CHATCHAWAN CHATCHAWAN Gender: Male Age: 44 years old Highest level of education: Bachelor's degree Major: Communication Design Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	6 Mar 2020
5.	Mr. CHITTAPON VIVADDHANAKASEM Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Finance and Marketing Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	6 Mar 2020
6.	Mr. Pree Suvimolthirabutr Gender: Male Age: 48 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	14 Dec 2021
7.	Mrs. Mayuree Chitrakorn Gender: Female Age: 46 years old Highest level of education: Bachelor's degree Major: Degree in Journalism and Advertising Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	24 Feb 2022

## Other sub-committees

### Sub-committees information

Name of sub-committees	List of directors	Position
------------------------	-------------------	----------

Nomination and Remuneration Committee	Mr. PRAWIT KIJPAISALRATTANA	Chairman
	Mr. SAKKANON CHIRATHIVAT	Member
	Mr. WILERT PURIWAT	Member
	Mrs. JOTIKA SAVANANANDA	Member
Marketing and Sustainable Development Committee	Mr. WILERT PURIWAT	Chairman
	Mr. SIRUWAT CHATCHAWAN CHATCHAWAN	Member
	Ms. JOMKWAN CHIRATHIVAT	Member
Risk Management Committee	Mr. CHAVALIT CHINDAVANIG	Chairman
	Mr. SAKKANON CHIRATHIVAT	Member
	Mr. BOONYONG TANSAKUL	Member
	Mr. CHITTAPON VIVADDHANAKASEM	Member
	Mr. STEVEN DAVID HALLIDAY	Member
Audit and Corporate Governance Committee	Mr. PRAWIT KIJPAISALRATTANA	Chairman
	Mrs. JOTIKA SAVANANANDA	Member
	Mr. CHAVALIT CHINDAVANIG	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	: Audit and Corporate Governance Committee
Sub-committees responsible for corporate sustainability development	: Marketing and Sustainable Development 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. Mr. BOONYONG TANSAKUL Gender: Male Age: 57 years old Highest level of education: Bachelor's degree Major: Engineering	Chief Executive Officer	1 Jun 2018	Strategic Management, Change Management, Risk Management, Human Resource Management, Corporate Management, Marketing, Digital Marketing, Sustainability, Corporate Social Responsibility, Food & Beverage, Data Analysis, Leadership, Budgeting
2. Mrs. Yupaphan Ekasittikul [1][2] Gender: Female Age: 55 years old Highest level of education: Master's degree Major: Accounting	Chief Financial Officer	1 Jun 2018	Accounting, Finance, Strategic Management, Data Management, Change Management, Risk Management, Human Resource Management, Corporate Management, Budgeting, Audit, Data Analysis, Negotiation, Sustainability, Corporate Social Responsibility, Internal Control, Governance/ Compliance, Leadership, Food & Beverage
3. Mr. CHITTAPON VIVADDHANAKASEM Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Finance and Marketing	Chief People officer	1 Apr 2020	Strategic Management, Risk Management, Human Resource Management, Corporate Management, Brand Management, Budgeting, Marketing, Data Analysis, Sustainability, Corporate Social Responsibility, Leadership, Food & Beverage

4.	Mr. SIRUWAT CHATCHAWAN CHATCHAWAN Gender: Male Age: 44 years old Highest level of education: Bachelor's degree Major: Communication Design	Chief Commercial Officer_Thai Brand	25 Mar 2020	Paper & Printing Materials, Brand Management, Marketing, Corporate Social Responsibility, Packaging, Architecture, Media & Publishing, Food & Beverage, Design
5.	Mr. Pree Suvimolthirabutr Gender: Male Age: 48 years old Highest level of education: Master's degree Major: Business Administration	Chief Operations Officer / Chief of Restaurant Business	1 Sep 2021	Strategic Management, Data Management, Change Management, Risk Management, Corporate Management, IT Management, Brand Management, Project Management, Budgeting, Marketing, Digital Marketing, Data Analysis, Finance, Negotiation, Transportation & Logistics, Procurement, Internal Control, Construction Services, Leadership, Energy & Utilities, Property Development, Commerce, Construction Materials, Engineering, Statistics, Food & Beverage, Information & Communication Technology
6.	Mrs. Mayuree Chitrakorn Gender: Female Age: 46 years old Highest level of education: Bachelor's degree Major: journals & Advertising	Chief Marketing Officer	4 Jan 2022	Paper & Printing Materials, Strategic Management, Brand Management, Digital Marketing, Marketing, Sustainability, Data Analysis, Design, Corporate Social Responsibility, Packaging, Food & Beverage, Media & Publishing

[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)	21,660,823.00	24,359,515.00	30,899,337.00

## 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) : 915

Number of female employees (persons) : 1,304

Total (persons) : 2,219

#### Employee Remuneration

Total employee remuneration : 695,350,000.00

#### Provident fund

Total number of employees (persons) : 2,219

Number of employees contributing to the PVD (persons) : 523

Percentage of employees who are members (%) : 23.57

# 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. PAITON TAVEEBHOL Gender: Male Age: 72 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 20 Feb 2019	Risk Management, Human Resource Management, Corporate Management, Audit, Finance, Sustainability, Corporate Social Responsibility, Internal Control, Governance/ Compliance, Leadership, Food & Beverage
2. Mr. CHITTAPON VIVADDHANAKASEM Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Finance and Marketing Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	Date position was assumed: 20 Feb 2019	Strategic Management, Risk Management, Human Resource Management, Corporate Management, Brand Management, Budgeting, Marketing, Data Analysis, Sustainability, Corporate Social Responsibility, Leadership, Food & Beverage
3. Ms. JOMKWAN CHIRATHIVAT Gender: Female Age: 40 years old Highest level of education: Bachelor's degree Major: Mass Communication Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	Date position was assumed: 20 Feb 2019	Brand Management, Marketing, Design, Sustainability, Food & Beverage, Procurement

4.	Mr. CHAVALIT CHINDAVANIG	Director (Non-executive, Independent director)	Date position was assumed: 29 Apr 2019	Strategic Management, Risk Management, Budgeting, Data Analysis, Finance, Corporate Social Responsibility, Procurement, Banking, Governance/ Compliance, Finance & Securities
	Gender: Male			
	Age: 59 years old			
	Highest level of education: Master's degree	Director type: Re-elected as director		
	Major: Business Administration			
	Thai nationality: Yes			
	Residing in Thailand: Yes			

#### Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. PAITON TAVEEBHOL	Chairman of the board	Participating
Mr. SAKKANON CHIRATHIVAT	Vice Chairman	Participating
Mr. STEVEN HALLIDAY	Director	Non-participating
Mr. CHITTAPON VIVADDHANAKASEM	Director	Participating
Ms. JOMKWAN CHIRATHIVAT	Director	Non-participating
Mr. PRAWIT KIJPAISALRATTANA	Director	Non-participating
Mr. WILERT PURIWAT	Director	Non-participating
Mr. BOONYONG TANSAKUL	Director	Participating
Mrs. JOTIKA SAVANANANDA	Director	Participating
Mr. CHAVALIT CHINDAVANIG	Director	Participating
Mr. SIRUWAT CHATCHAWAN CHATCHAWAN	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) : 8

Date of AGM meeting : 28 Apr 2022

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. PAITON TAVEEBHOL (Chairman of the board)	-	8/8	Participating	Did not hold the meeting
2. Mr. SAKKANON CHIRATHIVAT (Vice Chairman)	-	8/8	Participating	Did not hold the meeting
3. Mr. STEVEN HALLIDAY (Director)	-	8/8	Participating	Did not hold the meeting
4. Mr. CHITTAPON VIVADDHANAKASEM (Director)	-	8/8	Participating	Did not hold the meeting
5. Ms. JOMKWAN CHIRATHIVAT (Director)	-	8/8	Participating	Did not hold the meeting
6. Mr. PRAWIT KIJPASALRATTANA (Director)	-	8/8	Participating	Did not hold the meeting
7. Mr. WILERT PURIWAT (Director)	-	8/8	Participating	Did not hold the meeting
8. Mr. BOONYONG TANSAKUL (Director)	-	8/8	Participating	Did not hold the meeting
9. Mrs. JOTIKA SAVANANANDA (Director)	-	8/8	Participating	Did not hold the meeting
10. Mr. CHAVALIT CHINDAVANIG (Director)	-	8/8	Participating	Did not hold the meeting
11. Mr. SIRUWAT CHATCHAWAN CHATCHAWAN (Director)	-	8/8	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. PAITON TAVEEBHOL (Chairman of the board)	-	320,000.00	240,000.00	N/A
2. Mr. SAKKANON CHIRATHIVAT (Vice Chairman)	-	375,000.00	160,000.00	N/A
3. Mr. STEVEN HALLIDAY (Director)	-	300,000.00	160,000.00	N/A
4. Mr. CHITTAPON VIVADDHANAKASEM (Director)	-	N/A	N/A	N/A
5. Ms. JOMKWAN CHIRATHIVAT (Director)	-	N/A	N/A	N/A
6. Mr. PRAWIT KIJPAISALRATTANA (Director)	-	585,000.00	160,000.00	N/A
7. Mr. WILERT PURIWAT (Director)	-	415,000.00	160,000.00	N/A
8. Mr. BOONYONG TANSAKUL (Director)	-	N/A	N/A	N/A
9. Mrs. JOTIKA SAVANANANDA (Director)	-	475,000.00	160,000.00	N/A
10. Mr. CHAVALIT CHINDAVANIG (Director)	-	540,000.00	160,000.00	N/A
11. Mr. SIRUWAT CHATCHAWAN CHATCHAWAN (Director)	-	N/A	N/A	N/A

## 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) : 8

	List of directors	Termination date	Number of the audit committee meeting
1.	Mr. PRAWIT KIJPAISALRATTANA (Chairman of the audit committee)	-	8/8
2.	Mrs. JOTIKA SAVANANANDA (Audit committee)	-	8/8
3.	Mr. CHAVALIT CHINDAVANIG (Audit committee)	-	8/8