



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

AMR ASIA PUBLIC COMPANY LIMITED

Fiscal Year End 31 December 2023

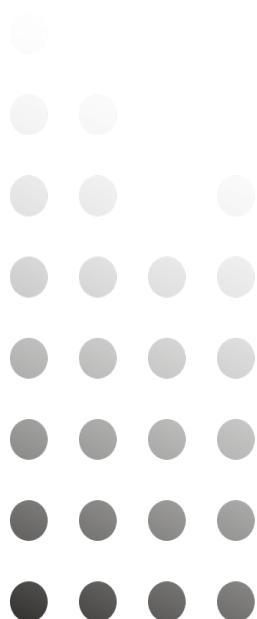


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Group Structure and Operations

Group Structure and Operations

Business Overview and Policies (1.1)

Company Information (1.1.5)

Company Name : AMR ASIA PUBLIC COMPANY LIMITED

Symbol : AMR

Address : 469 Soi Prawit Lae Phuean, Prachachuen Road, Lad Yao, Chatuchak

Province : Bangkok

Postcode : 10900

Business : Providing total system solution including system integration and engineer services, as well as maintenance services. It also distributes of IT solution both hardware and software.

Registration Number : 0107564000090

Telephone : 0-2589-9955

Fax (if applicable) : 0-2591-7022

Website : <https://www.amrasia.com>

Email : ir@amrasia.com

Total Shares Sold (shares)

Common Stock : 600,000,000

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping

	2021	2022	2023
Total revenue from operations (Thousand baht)	1,615,417.79	1,367,425.94	761,917.61
Revenue from construction contract (Thousand baht)	1,317,243.18	1,125,755.84	599,854.04
Revenue from service and maintenance (Thousand baht)	111,550.19	119,669.84	113,110.96
Revenue from sales of equipment and softwares (Thousand baht)	180,272.18	118,505.89	45,865.40
Other (Thousand baht)	6,352.24	3,494.37	3,087.21

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Revenue from construction contract (%)	81.54	82.33	78.73
Revenue from service and maintenance (%)	6.91	8.75	14.85
Revenue from sales of equipment and softwares (%)	11.16	8.67	6.02
Other (%)	0.39	0.26	0.41

By Geographical Area or Market

	2021	2022	2023
Total revenue from operations (Thousand baht)	1,615,417.79	1,367,425.94	761,917.61
Domestic (Thousand baht)	1,615,417.79	1,367,425.94	761,917.61
International (Thousand baht)	0.00	0.00	0.00

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00

Domestic (%)	100.00	100.00	100.00
International (%)	0.00	0.00	0.00

Other income as specified in the financial statements

	2021	2022	2023
Total other income (Thousand baht)	0.00	0.00	0.00
Other income from operations (Thousand baht)	0.00	0.00	0.00
Other income not from operations (Thousand baht)	0.00	0.00	0.00

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)	2021	2022	2023
R&D expenses in the past 3 years	0.00	9,290.65	15,430.63

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)

Sales not meeting the set target

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates
- Government policy
- Changes in technologies
- Business operations of partners in the supply chain
- Competition risk
- Economic risk

Unsuccessful investments/joint ventures with business partners

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- New business risk

Increased business competition and new regional competitors

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Volatility in the industry in which the company operates

- Behavior or needs of customers / consumers
- Changes in technologies
- Business operations of partners in the supply chain
- Competition risk

Non-compliance or early termination of contracts by partners

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

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

Project revenue management not operating as plans

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Default on payment or exchange of goods
- Liquidity risk
- Income volatility

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://www.amrasia.com/storage/download/sustainability/sd-policies/20230330-amr-cg-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://www.amrasia.com/th/sustainability/cg-policy>

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

Results with Respect to the Environmental Aspect (3.3.2)

Energy management

• Electricity consumption

	2021	2022	2023
Total electricity consumption within the organization (Kilowatt-Hours)	230,614.00	272,506.00	258,622.00

Water management

• Water consumption

	2021	2022	2023
Total water withdrawal (Cubic meters)	1,778.00	1,529.00	1,610.00

Waste management

• Waste from operations

	2021	2022	2023
Total waste generated (Kilograms)	0.00	0.00	0.00

Greenhouse gas management

• Greenhouse gas emissions

	2021	2022	2023
Total GHG emissions target (Metric tonnes of carbon dioxide equivalent)	N/A	N/A	N/A
Scope 1 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Scope 2 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Scope 3 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Total GHG emissions (Metric tonnes of carbon dioxide equivalent)	N/A	N/A	N/A

• Verification of greenhouse gas emissions over the past year

Third-party verification : No

Social Aspect (3.4)

Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy and Practice : Yes

URL of human rights policy : <https://www.amrasia.com/storage/download/sustainability/sd-policies/20230330-amr-cg-th.pdf>

Company human right guideline : Employee Rights, Child Labor, Consumer 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

	2021	2022	2023
Number of male employees (Persons)	209	206	177
Number of female employees (Persons)	76	82	84
Total number of employees (Persons)	285	288	261

• Employee remuneration

	2021	2022	2023
Employee remuneration (baht)	252,112,930.51	269,409,610.76	217,664,880.91

• Employee development and training

	2021	2022	2023
Average employee training hours (Hours / Person / Year)	13.17	21.34	21.90
Employee development and training expenses (baht)	1,316,706.66	2,003,040.64	2,194,313.06

• Health, safety and work environment

	2021	2022	2023
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Total number of lost time injury incidents by employees (Cases)	0	0	0
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• **Employee retention**

	2021	2022	2023
Percentage of employees who voluntarily resigned (%)	16.49	16.32	19.92

• **Significant labor dispute**

	2021	2022	2023
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.amrasia.com/storage/download/sustainability/sd-policies/20230330-amr-cg-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	7	100.00
Number of male directors	6	85.71
Number of female directors	1	14.29
Number of executive directors	2	28.57
Number of non-executive directors	5	71.43
Number of independent directors	4	57.14

Information on the board of directors and persons with authority to control the company (7.2.2)

List of directors

General information	Position	Date position was assumed	Experience and expertise
1. Mr. SOMSAK CHANNOI Gender: Male Age: 73 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director) Director type: Re-elected as director	25 Oct 2019	Strategic Management, Change Management, Corporate Management, Energy & Utilities, Leadership, Engineering, Project Management, Budgeting

2.	<p>Mr. JESSADA PROMJART</p> <p>Gender: Male</p> <p>Age: 62 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</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p>	25 Oct 2019	<p>Change Management, Risk Management, Fund Management, Corporate Management, Budgeting, Audit, Project Management, Internal Control, Finance, Accounting, Governance/ Compliance, Banking, Business Administration</p>
3.	<p>Mr. KITTIRAT THAVILAB</p> <p>Gender: Male</p> <p>Age: 47 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Finance</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>	25 Oct 2019	<p>Law, Project Management, Construction Services, Industrial Materials & Machinery, Governance/ Compliance, Finance, Business Administration</p>
4.	<p>Mr. PORNCHAI DANVIVATHANA</p> <p>Gender: Male</p> <p>Age: 66 years old</p> <p>Highest level of education: Doctoral degree</p> <p>Major: Law</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>	25 Oct 2019	<p>Law, Corporate Management, Corporate Social Responsibility, Internal Control, Governance/ Compliance, Leadership, Sustainability</p>
5.	<p>Mr. NATTHACHAI SIRIKO</p> <p>Gender: Male</p> <p>Age: 64 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>(Executive)</p> <p>Director type: Original director</p>	25 Oct 2019	<p>Business Administration, Engineering, Corporate Management, Project Management, Construction Services, IT Management, Leadership, Strategic Management, Risk Management, Finance, Information & Communication Technology, Energy & Utilities</p>

6.	Mr. WATCHARA CHATWIRIYA Gender: Male Age: 62 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	27 Apr 2022	Banking, Industrial Materials & Machinery, Electronic Components, Information & Communication Technology, IT Management, Data Management, Data Analysis, Digital Marketing, Engineering, Change Management
7.	Mrs. WASNA NAKTHAWORN Gender: Female Age: 66 years old Highest level of education: Bachelor's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Newly appointed director to replace ex-director	26 Apr 2023	Human Resource Management, Fund Management

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

General information	Position	Tenure	Replacement Director
1. Mr. WIWAT NITISUNTHARANGKUL Gender: Male Age: 57 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)	Date position was assumed: 25 Oct 2019 Date directorship ended: 26 Apr 2023	No replacement director

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. JESSADA PROMJART [1] Gender: Male Age: 62 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	2 Dec 2019	Change Management, Risk Management, Fund Management, Corporate Management, Budgeting, Audit, Project Management, Internal Control, Finance, Accounting, Governance/ Compliance, Banking, Business Administration
2. Mr. PORNCHAI DANVIVATHANA Gender: Male Age: 66 years old Highest level of education: Doctoral degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Re-elected as director	2 Dec 2019	Law, Corporate Management, Corporate Social Responsibility, Internal Control, Governance/ Compliance, Leadership, Sustainability
3. Mr. WATCHARA CHATWIRIYA Gender: Male Age: 62 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	27 Apr 2022	Banking, Industrial Materials & Machinery, Electronic Components, Information & Communication Technology, IT Management, Data Management, Data Analysis, Digital Marketing, Engineering, Change Management

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

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Audit Committee	Mr. WATCHARA CHATWIRIYA	Member
	Mr. JESSADA PROMJART	Chairman
	Mr. PORNCHAI DANVIVATHANA	Member
Nomination and Remuneration Committee	Mr. PORNCHAI DANVIVATHANA	Chairman
	Mr. JESSADA PROMJART	Member
	Mr. WATCHARA CHATWIRIYA	Member

Roles of Sub-committees

Sub-committees responsible for risk management	: Audit 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	: 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. NATTHACHAI SIRIKO [1] Gender: Male Age: 64 years old Highest level of education: Master's degree Major: Business Administration	CHIEF EXECUTIVE OFFICER	25 Mar 2021	Business Administration, Engineering, Corporate Management, Project Management, Construction Services, IT Management, Leadership, Strategic Management, Risk Management, Finance, Information & Communication Technology, Energy & Utilities

[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

Remark : Mrs. Wasna Nakthaworn/Mr. Wiwat Nitisuntharangkul /Mr. Pruetthipong Tharaphimaan

Remuneration policy for executives (7.4.2 – 7.4.3)

Remuneration policy for executives

Remuneration policy for executives : No

Remuneration

	2021	2022	2023
Total executive remuneration (baht)	36,018,684.00	26,886,919.00	24,212,545.00

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) : 177

Number of female employees (persons) : 84

Total number of employees (persons) : 261

Employee Remuneration

Total employee remuneration : 217,664,880.91

Provident fund

Total number of employees (persons) : 261

Number of employees contributing to the PVD (persons) : 155

Percentage of employees who are members (%) : 59.39

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. Nantana Wongchutiroj	account@amrasia.com	025899955

• **Company secretary**

General information	Email	Telephone
1. Ms. korbsakao lamsuri	korbsakao@amrasia.com	0 2 589 9955

• **Head of internal audit**

General information	Email	Telephone
1. Mr. Paisan Pooratcharoenchai	npongmas@gmail.com	

• **Head of investor relations**

General information	Email	Telephone
1. Mr. Kan Rodjanagusol	ir@amrasia.com	02 589 9955 ต่อ 345

Company's auditor

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
1. PRICEWATERHOUSECOOPERS ABAS COMPANY LIMITED	1. Ms. Nuntika Limviriyalers Email: pakwan. thumnipanont@pwc.com Telephone: 02-844-1000	3,000,000.00	Details: Out of Pocket Expense - travelling and stationary Total service fee (baht): 47,640.00

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)

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. SOMSAK CHANNOI Gender: Male Age: 73 years old Highest level of education: Master's degree Major: Management 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: 25 Oct 2019	Strategic Management, Change Management, Corporate Management, Energy & Utilities, Leadership, Engineering, Project Management, Budgeting
2. Mr. PORNCHAI DANVIVATHANA Gender: Male Age: 66 years old Highest level of education: Doctoral degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 25 Oct 2019	Law, Corporate Management, Corporate Social Responsibility, Internal Control, Governance/ Compliance, Leadership, Sustainability

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

General information	Position	Date position was assumed	Experience and expertise
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1. Mrs. WASNA NAKTHAWORN	Director (Executive)	Date position was assumed: 26 Apr 2023	Human Resource Management, Fund Management
Gender: Female			
Age: 66 years old			
Highest level of education: Bachelor's degree	Director type: Newly appointed director to replace ex-director		
Major: Political Science			
Thai nationality: Yes			
Residing in Thailand: Yes			

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. SOMSAK CHANNOI	Chairman of the board	Non-participating
Mr. JESSADA PROMJART	Director	Non-participating
Mr. KITTIRAT THAVILAB	Director	Non-participating
Mr. PORNCHEI DANVIVATHANA	Director	Participating
Mr. NATTHACHAI SIRIKO	Director	Participating
Mr. WATCHARA CHATWIRIYA	Director	Participating
Mrs. WASNA NAKTHAWORN	Director	Participating
Mr. WIWAT NITISUNTHARANGKUL	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) : 10

Date of AGM meeting : 26 Apr 2023

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. SOMSAK CHANNOI (Chairman of the board)	-	10/10	Participating	Did not hold the meeting
2.	Mr. JESSADA PROMJART (Director)	-	10/10	Participating	Did not hold the meeting
3.	Mr. KITTIRAT THAVILAB (Director)	-	10/10	Participating	Did not hold the meeting
4.	Mr. PORNCHAI DANVIVATHANA (Director)	-	10/10	Participating	Did not hold the meeting
5.	Mr. NATTHACHAI SIRIKO (Director)	-	10/10	Participating	Did not hold the meeting
6.	Mr. WATCHARA CHATWIRIYA (Director)	-	9/10	Participating	Did not hold the meeting
7.	Mrs. WASNA NAKTHAWORN (Director)	-	9/9	Participating	Did not hold the meeting
8.	Mr. WIWAT NITISUNTHARANGKUL (Director)	26 Apr 2023	1/1	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. SOMSAK CHANNOI (Chairman of the board)	-	440,000.00	180,000.00	No
2.	Mr. JESSADA PROMJART (Director)	-	280,000.00	120,001.00	No
3.	Mr. KITTIRAT THAVILAB (Director)	-	280,000.00	120,001.00	No
4.	Mr. PORNCHAI DANVIVATHANA (Director)	-	280,000.00	120,001.00	No
5.	Mr. NATTHACHAI SIRIKO (Director)	-	100,000.00	120,001.00	No
6.	Mr. WATCHARA CHATWIRIYA (Director)	-	270,000.00	102,858.00	No

7.	Mrs. WASNA NAKTHAWORN (Director)	-	90,000.00	0.00	No
8.	Mr. WIWAT NITISUNTHARANGKUL (Director)	26 Apr 2023	10,000.00	102,858.00	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. JESSADA PROMJART (Chairman of the audit committee)	-	5/5
2.	Mr. PORNCHAI DANVIVATHANA (Audit committee)	-	5/5
3.	Mr. WATCHARA CHATWIRIYA (Audit committee)	-	5/5