



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

NATION GROUP (THAILAND) 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 : NATION GROUP (THAILAND) PUBLIC COMPANY LIMITED

Symbol : NATION

Address : 1854, 9th, 10th, 11st Floor, Debaratana Road, Bangna-Tai Sub-District, Bangna District

Province : Bangkok

Postcode : 10260

Business : The principal businesses of the Company are the publishing and distribution of newspapers, providing advertising and news services through different media such as TV and New Media.

Registration Number : 0107536001524

Telephone : 02-338-3289-91

Fax (if applicable) : -

Website : <http://www.nationgroup.com>

Email : corporate_secretary@nationgrou.com

Total Shares Sold (shares)

Common Stock : 12,203,911,086

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)	702,577.00	914,976.00	910,639.00
Publishing and Online Media (Thousand baht)	343,676.00	435,487.00	510,910.00
Broadcasting and Online Media (Thousand baht)	358,294.00	368,546.00	293,993.00
Online Media and Event (Thousand baht)	0.00	65,024.00	102,404.00
Other (Thousand baht)	607.00	45,919.00	3,332.00

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Publishing and Online Media (%)	48.92	47.60	56.10
Broadcasting and Online Media (%)	51.00	40.28	32.28
Online Media and Event (%)	0.00	7.11	11.25
Other (%)	0.09	5.02	0.37

By Geographical Area or Market

	2021	2022	2023
Total revenue from operations (Thousand baht)	702,577.00	914,976.00	910,639.00
Domestic (Thousand baht)	702,577.00	914,976.00	910,639.00
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)	92,443.00	96,782.00	53,148.00
Other income from operations (Thousand baht)	0.00	0.00	0.00
Other income not from operations (Thousand baht)	27,522.00	634,281.00	0.00

Share of profit of joint ventures and associates accounted for using equity method

	2021	2022	2023
Share of profit (Thousand baht)	-499.00	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 : No

(Unit : Thousand baht)	2021	2022	2023
R&D expenses in the past 3 years	0.00	0.00	0.00

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)

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Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Behavior or needs of customers / consumers
- Changes in technologies

Risk to Securities Holder (2.2.2)

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Risk Management Measures: Yes

Related Risk Topics

- Other

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

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Risk Management Measures: No

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://www.nationgroup.com/attachfile/Nation_SDP_2024_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.nationgroup.com/attachfile/Nation_EEC_2024_TH.pdf

Company environmental guideline : Electricity Management, Water Management

Results with Respect to the Environmental Aspect (3.3.2)

Energy management

• Fuel consumption

	2021	2022	2023
Diesel (Litres)	1,016,519.26	837,116.18	997,590.04
Gasoline (Litres)	46,339.95	51,595.67	57,178.22
Natural gas (Standard cubic feet)	153,409.63	175,164.21	15,754.92

• Electricity consumption

	2021	2022	2023
Total electricity consumption within the organization (Kilowatt-Hours)	1,462,271.00	2,149,249.08	2,366,351.90

Water management

• Water consumption

	2021	2022	2023
Total water withdrawal (Cubic meters)	0.00	0.00	3,427.00

Waste management

• Waste from operations

	2021	2022	2023
Non-hazardous waste (Kilograms)	N/A	46,542.00	47,861.25
Total waste generated (Kilograms)	0.00	46,542.00	47,861.25

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	2,421.00	2,865.00
Scope 2 (Tons of carbon dioxide equivalents)	N/A	1,075.00	1,183.00
Scope 3 (Tons of carbon dioxide equivalents)	N/A	312.00	358.00
Total GHG emissions (Metric tonnes of carbon dioxide equivalent)	0.00	3,808.00	4,406.00

• Verification of greenhouse gas emissions over the past year

Third-party verification : Yes

Name of verifying organization : LRQA (THAILAND) COMPANY LIMITED

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://nationhouse.nationgroup.com/attachfile/%E0%B8%99%E0%B9%82%E0%B8%A2%E0%B8%9A%E0%B8%B2%E0%B8%A2%E0%B9%81%E0%B8%A5%E0%B8%B0%E0%B9%81%E0%B8%99%E0%B8%A7%E0%B8%9B%E0%B8%8F%E0%B8%B4%E0%B8%9A%E0%B8%B1%E0%B8%95%E0%B8%B4%E0%B8%94%E0%B9%89%E0%B8%B2%E0%B8%99%E0%B8%AA%E0%B8%B4%E0%B8%97%E0%B8%98%E0%B8%B4%E0%B8%A1%E0%B8%99%E0%B8%B8%E0%B8%A9%E0%B8%A2%E0%B8%8A%E0%B8%99.pdf>

Company human right guideline : Employee Rights, Migrant Workers, Child Labor, 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

	2021	2022	2023
Number of male employees (Persons)	545	548	587
Number of female employees (Persons)	504	515	516
Total number of employees (Persons)	1,049	1,063	1,103

• Employee remuneration

	2021	2022	2023
Employee remuneration (baht)	435,720,000.00	516,540,000.00	537,507,522.00

• Employee development and training

	2021	2022	2023
Average employee training hours (Hours / Person / Year)	1.74	1.71	6.00

Employee development and training expenses (baht)	1,865,157.02	343,597.00	738,669.38
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• Health, safety and work environment

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

• Employee retention

	2021	2022	2023
Percentage of employees who voluntarily resigned (%)	26.12	22.86	17.50

• 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.nationgroup.com/attachfile/Corporate%20Governance%20Policy_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	8	100.00
Number of male directors	8	100.00
Number of female directors	0	0.00
Number of executive directors	2	25.00
Number of non-executive directors	6	75.00
Number of independent directors	3	37.50

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. MARUT ARTHAKAIVALVATEE Gender: Male Age: 68 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) Director type: Original director	28 Sep 2017	Data Management, Data Analysis, Corporate Management, Strategic Management, Risk Management

2.	Mr. SHINE BUNNAG Gender: Male Age: 42 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Executive) Director type: Original director	11 Jan 2019	Media & Publishing, Corporate Management, Strategic Management, Risk Management
3.	Mr. CHAIYASIT PUVAPIROMQUAN Gender: Male Age: 81 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	28 Sep 2017	Corporate Management
4.	Mr. APIVUT THONGKAM Gender: Male Age: 61 years old Highest level of education: Master's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	3 Jan 2018	Law, Data Analysis, Data Management
5.	Mr. SOMCHAI MEESEN Gender: Male Age: 55 years old Highest level of education: Master's degree Major: Master of Political Science (Politics) Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	3 Jan 2018	Media & Publishing, Marketing, Data Analysis, Brand Management, Strategic Management, Risk Management

6.	Mr. THANACHAI SANTICHAIKUL 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	31 Oct 2018	Accounting
7.	Mr. KA MING JACKY LAM Gender: Male Age: 64 years old Highest level of education: Below a bachelor's degree Major: 0 Thai nationality: No Residing in Thailand: No	Director (Non-executive) Director type: Original director	31 Oct 2018	
8.	Mr. JESSADA BURANAPANSRI Gender: Male Age: 47 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Original director	19 Aug 2020	Finance & Securities, Banking, Finance, Data Analysis, Risk Management

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	: 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. APIVUT THONGKAM Gender: Male Age: 61 years old Highest level of education: Master's degree Major: Law Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	3 Jan 2018	Law, Data Analysis, Data Management
2. Mr. CHAIYASIT PUVAPIROMQUAN [1] Gender: Male Age: 81 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	28 Sep 2017	Corporate Management
3. Mr. THANACHAI SANTICHAIKUL [1] Gender: Male Age: 69 years old Highest level of education: Master's degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	31 Oct 2018	Accounting

[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. SHINE BUNNAG Gender: Male Age: 42 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	11 Jan 2019
2. Mr. SOMCHAI MEESEN Gender: Male Age: 55 years old Highest level of education: Master's degree Major: Master of Political Science (Politics) Thai nationality: Yes Residing in Thailand: Yes	Vice-chairman of the executive committee	3 Jan 2018
3. Mrs. warangkana kalayanapradit Gender: Female Age: 63 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Vice-chairman of the executive committee	1 Jul 2022

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Mr. Thanachai Santichakul	Mr. THANACHAI SANTICHAIKUL	Chairman

Mr. Somchai Meesen	Mr. SOMCHAI MEESEN	Member
Mr. ka Ming Jacky Lam	Mr. KA MING JACKY LAM	Member

Roles of Sub-committees

Sub-committees responsible for risk management	: None
Sub-committees responsible for nomination	: Mr. Thanachai Santichakul
Sub-committees responsible for remuneration	: Mr. Thanachai Santichakul
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. SHINE BUNNAG Gender: Male Age: 42 years old Highest level of education: Master's degree Major: Business Administration	CHIEF EXECUTIVE COMMITTEE	11 Jan 2019	Media & Publishing, Corporate Management, Strategic Management, Risk Management
2. Mr. SOMCHAI MEESEN Gender: Male Age: 55 years old Highest level of education: Master's degree Major: Master of Political Science (Politics)	Vice Chairman of the Executive Committee	24 Mar 2020	Media & Publishing, Marketing, Data Analysis, Brand Management, Strategic Management, Risk Management
3. Mrs. warangkana kalayanapradit [1] Gender: Female Age: 63 years old Highest level of education: Master's degree Major: Political Science	Vice Chairman of the Executive Committee	1 Jul 2022	Media & Publishing, Accounting, Finance, Budgeting
4. Mr. Baakbun Boonlert Gender: Male Age: 56 years old Highest level of education: Master's degree Major: Political Science	Vice Chairman of the Executive Committee	9 May 2023	Business Administration
5. Mr. Weerasak Pongaksorn Gender: Male Age: 58 years old Highest level of education: Bachelor's degree Major: Political Science	Editor in Chief of Nation Group	2 Jan 2012	Business Administration

6.	Ms. Aura-Orn Akrasanee Gender: Female Age: 46 years old Highest level of education: Master's degree Major: Finance	Managing Director of The Nation Business Unit	1 Dec 2023	Business Administration, Food & Beverage, Finance & Securities
7.	Ms. Natenap Pusittanont [1][2] Gender: Female Age: 52 years old Highest level of education: Master's degree Major: Accounting	Senior Vice President Accounting	1 Jul 2019	Accounting

[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

Remuneration

	2021	2022	2023
Total executive remuneration (baht)	30.62	32.80	42,451,600.00

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)	: 587
Number of female employees (persons)	: 516
Total number of employees (persons)	: 1,103

Employee Remuneration

Total employee remuneration	: 537,507,522.00
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Provident fund

Total number of employees (persons)	: 1,103
Number of employees contributing to the PVD (persons)	: 585
Percentage of employees who are members (%)	: 53.04

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. MARUT ARTHAKAIVALVATEE	Chairman of the board	Non-participating
Mr. SHINE BUNNAG	Vice Chairman	Participating
Mr. CHAIYASIT PUVAPIROMQUAN	Director	Non-participating
Mr. APIVUT THONGKAM	Director	Non-participating
Mr. SOMCHAI MEESEN	Director	Non-participating
Mr. THANACHAI SANTICHAIKUL	Director	Non-participating
Mr. KA MING JACKY LAM	Director	Non-participating
Mr. JESSADA BURANAPANSRI	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) : 6

Date of AGM meeting : 12 Apr 2023

EGM meeting : No

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. MARUT ARTHAKAIVALVATEE (Chairman of the board)	-	5/6	Participating	Did not hold the meeting
2.	Mr. SHINE BUNNAG (Vice Chairman)	-	6/6	Participating	Did not hold the meeting
3.	Mr. CHAIYASIT PUVAPIROMQUAN (Director)	-	5/6	Participating	Did not hold the meeting
4.	Mr. APIVUT THONGKAM (Director)	-	5/6	Participating	Did not hold the meeting
5.	Mr. SOMCHAI MEESEN (Director)	-	6/6	Participating	Did not hold the meeting
6.	Mr. THANACHAI SANTICHAIKUL (Director)	-	6/6	Participating	Did not hold the meeting
7.	Mr. KA MING JACKY LAM (Director)	-	6/6	Participating	Did not hold the meeting
8.	Mr. JESSADA BURANAPANSRI (Director)	-	4/6	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. MARUT ARTHAKAIVALVATEE (Chairman of the board)	-	400,000.00	N/A	No
2.	Mr. SHINE BUNNAG (Vice Chairman)	-	200,000.00	N/A	No
3.	Mr. CHAIYASIT PUVAPIROMQUAN (Director)	-	300,000.00	N/A	No
4.	Mr. APIVUT THONGKAM (Director)	-	400,000.00	N/A	No
5.	Mr. SOMCHAI MEESEN (Director)	-	210,000.00	N/A	No
6.	Mr. THANACHAI SANTICHAIKUL (Director)	-	320,000.00	N/A	No

7.	Mr. KA MING JACKY LAM (Director)	-	210,000.00	N/A	No
8.	Mr. JESSADA BURANAPANSRI (Director)	-	200,000.00	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) : 5

	List of directors	Termination date	Number of the audit committee meeting
1.	Mr. APIVUT THONGKAM (Chairman of the audit committee)	-	5/5
2.	Mr. CHAIYASIT PUVAPIROMQUAN (Audit committee)	-	4/5
3.	Mr. THANACHAI SANTICHAIKUL (Audit committee)	-	5/5