



# **Annual Registration Statement / Annual Report**

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

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

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

Fiscal Year End 31 December 2024



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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 newspaper, TV and online media.

Registration Number : 0107536001524

Telephone : 02-338-3289-91

Fax (if applicable) : -

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

Email : [corporate\\_secretary@nationgrou.com](mailto: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

	2022	2023	2024
Total revenue from operations (Thousand baht)	914,976.00	910,639.00	850,846.00
Publishing and Online Media (Thousand baht)	435,487.00	510,910.00	443,597.00
Broadcasting and Online Media (Thousand baht)	368,546.00	293,993.00	221,588.00
Online Media and Event (Thousand baht)	65,024.00	102,404.00	182,332.00
Other (Thousand baht)	45,919.00	3,332.00	3,329.00

	2022	2023	2024
Total revenue from operations (%)	100.00	100.00	100.00
Publishing and Online Media (%)	47.60	56.10	52.14
Broadcasting and Online Media (%)	40.28	32.28	26.04
Online Media and Event (%)	7.11	11.25	21.43
Other (%)	5.02	0.37	0.39

By Geographical Area or Market

	2022	2023	2024
Total revenue from operations (Thousand baht)	914,976.00	910,639.00	850,846.00
Domestic (Thousand baht)	914,976.00	910,639.00	850,846.00
International (Thousand baht)	0.00	0.00	0.00

	2022	2023	2024
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

	2022	2023	2024
Total other income (Thousand baht)	96,782.00	53,148.00	46,537.00
Other income from operations (Thousand baht)	0.00	0.00	0.00
Other income not from operations (Thousand baht)	96,782.00	53,148.00	46,537.00

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

	2022	2023	2024
Share of profit (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 : No

(Unit : Thousand baht)	2022	2023	2024
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)**

1.Risks of new business model changes and disruption 2.Risks of digital TV business operations 3.Risks of management and corporate governance 4.Risks related to environmental impacts

**Risk Management Measures:** Yes

### Related Risk Topics

#### Strategic Risk

- Behavior or needs of customers / consumers
- Changes in technologies
- Damage to company image and reputation
- Competition risk

#### Operational Risk

- Reliance on employees in key positions
- Impact on the environment

#### Compliance Risk

- Corporate Governance

#### Financial Risk

- Other

## Risk to Securities Holder (2.2.2)



#### **Risks of investment by security holders**

**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)**

#### **Risks of Foreign Securities Investment**

**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/?page=corporate6>  
(if applicable)

## 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](https://www.nationgroup.com/attachfile/Nation_EEC_2024_TH.pdf)  
(if applicable)

Company environmental guideline : Electricity Management, Fuel Management, Waste Management,  
Greenhouse Gas and Climate Change Management

## Results with Respect to the Environmental Aspect (3.3.2)

### Energy management

#### • Fuel consumption

	2022	2023	2024
Diesel (Litres)	837,116.18	997,590.04	801,859.41
Gasoline (Litres)	51,595.67	57,178.22	129,067.48
Natural gas (Standard cubic feet)	175,164.21	15,754.92	N/A

#### • Electricity consumption

	2022	2023	2024
Total electricity consumption within the organization (Kilowatt-Hours)	2,149,249.08	2,366,351.90	2,264,713.93

## Water management

### • Water consumption

	2022	2023	2024
Total water withdrawal (Cubic meters)	0.00	3,427.00	4,121.00

## Waste management

### • Waste from operations

	2022	2023	2024
Non-hazardous waste (Kilograms)	46,542.00	47,861.25	42,897.70
<b>Total waste generated (Kilograms)</b>	<b>46,542.00</b>	<b>47,861.25</b>	<b>42,897.70</b>

## Greenhouse gas management

### • Greenhouse gas emissions

	2022	2023	2024
Scope 1 (Tons of carbon dioxide equivalents)	2,421.00	2,661.00	2,305.00
Scope 2 (Tons of carbon dioxide equivalents)	1,075.00	1,183.00	1,133.00
Scope 3 (Tons of carbon dioxide equivalents)	312.00	903.00	784.00
<b>Total GHG emissions (Metric tonnes of carbon dioxide equivalent)</b>	<b>3,808.00</b>	<b>4,747.00</b>	<b>4,222.00</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 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

	2022	2023	2024
Number of male employees (Persons)	548	587	483
Number of female employees (Persons)	515	516	421
<b>Total number of employees (Persons)</b>	<b>1,063</b>	<b>1,103</b>	<b>904</b>

##### • Employee remuneration

	2022	2023	2024
Employee remuneration (baht)	516,540,000.00	537,507,522.00	557,018,072.73

##### • Employee development and training

	2022	2023	2024
Average employee training hours (Hours / Person / Year)	1.71	6.00	6.00

Employee development and training expenses (baht)	343,597.00	738,669.38	719,298.00
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• Health, safety and work environment

	2022	2023	2024
Total number of lost time injury incidents by employees (Cases)	0	0	0

• Employee retention

	2022	2023	2024
Percentage of employees who voluntarily resigned (%)	22.86	17.50	18.25

• Significant labor dispute

	2022	2023	2024
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/?page=corporate governance policy](https://www.nationgroup.com/?page=corporate-governance-policy)

#### 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	1	12.50
Number of non-executive directors	7	87.50
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: 69 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, Corporate Management, Strategic Management, Business Administration, Media & Publishing

2.	Mr. SHINE BUNNAG Gender: Male Age: 44 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, Business Administration, Brand Management
3.	Mr. CHAIYASIT PUVAPIROMQUAN Gender: Male Age: 82 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, Business Administration
4.	Mr. APIVUT THONGKAM Gender: Male Age: 62 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: 57 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Non-executive)  Director type: Original director	3 Jan 2018	Media & Publishing, Marketing, Data Analysis, Strategic Management, Risk Management

6.	Mr. THANACHAI SANTICHAIKUL Gender: Male Age: 70 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, Business Administration, Finance
7.	Mr. KA MING JACKY LAM Gender: Male Age: 65 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	Tourism & Leisure
8.	Mr. JESSADA BURANAPANSRI Gender: Male Age: 48 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, Finance, Data Analysis, Business Administration

## Other Information pertaining to committees

The Chairman is an independent director	: No
The Chairman and the manager are the same person	: No
The Chairman and the manager are members of the same family	: No
The company appoints at least one independent director to determine the agenda of the Board of Directors' meetings	: Yes

## Sub-committees (7.3)

### Information about sub-committees (7.3.2)

#### Audit Committee

##### List of audit committee members

General information	Position	Date position was assumed	Experience and expertise
1. Mr. APIVUT THONGKAM Gender: Male Age: 62 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 Gender: Male Age: 82 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, Business Administration
3. Mr. THANACHAI SANTICHAIKUL [1] Gender: Male Age: 70 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, Business Administration, Finance

[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: 44 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. Mrs. warangkana kalayanapradit Gender: Female Age: 64 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
3. Ms. nutwara saengwarin Gender: Female Age: 57 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 Aug 2024
4. Mr. SOMCHAI MEESEN Gender: Male Age: 57 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	3 Jan 2018

### Other sub-committees

## Sub-committees information

Name of sub-committees	List of directors	Position
Nomination and Remuneration Committee	Mr. THANACHAI SANTICHAIKUL	Chairman
	Mr. SOMCHAI MEESEN	Member
	Mr. KA MING JACKY LAM	Member
Corporate Governance and Sustainability Committee (CGSC)	Mr. CHAIYASIT PUVAPIROMQUAN	Chairman
	Mr. SOMCHAI MEESEN	Member
	Mr. JESSADA BURANAPANSRI	Member

## Roles of Sub-committees

Sub-committees responsible for risk management	: None
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	: Corporate Governance and Sustainability Committee (CGSC)

## 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: 44 years old Highest level of education: Master's degree Major: Business Administration	CHIEF EXECUTIVE COMMITTEE	11 Jan 2019	Media & Publishing, Corporate Management, Strategic Management, Business Administration, Brand Management
2. Ms. Natanap Pusittanont [1][2] Gender: Female Age: 54 years old Highest level of education: Master's degree Major: Accounting	Chief Financial Officer	1 Jul 2019	Accounting, Finance
3. Mrs. warangkana kalayanapradit [1] Gender: Female Age: 64 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: 57 years old Highest level of education: Master's degree Major: Political Science	Vice Chairman of the Executive Committee	9 May 2023	Business Administration, Media & Publishing
5. Ms. Aura-Orn Akrasanee Gender: Female Age: 47 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, Marketing



6.	Mr. Weerasak Pongaksorn	Editor in Chief of Nation Group	2 Jan 2012	Media & Publishing, Business Administration
	Gender: Male			
	Age: 59 years old			
	Highest level of education: Bachelor's degree			
	Major: Political Science			

[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

## Employees (7.5)

### Information about company employees

#### Employees

Number of male employees (persons) : 483

Number of female employees (persons) : 421

**Total number of employees (persons) : 904**

#### Employee Remuneration

Total employee remuneration : 557,018,072.73

#### Provident fund

Total number of employees (persons) : 904

Number of employees contributing to the PVD (persons) : 521

Percentage of employees who are members (%) : 57.63

# 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	Participating
Mr. SHINE BUNNAG	Vice Chairman	Participating
Mr. CHAIYASIT PUVAPIROMQUAN	Director	Non-participating
Mr. APIVUT THONGKAM	Director	Non-participating
Mr. SOMCHAI MEESEN	Vice Chairman	Non-participating
Mr. THANACHAI SANTICHAIKUL	Director	Non-participating
Mr. KA MING JACKY LAM	Director	Non-participating
Mr. JESSADA BURANAPANSRI	Director	Non-participating

#### Meeting attendance and remuneration to each Board member (8.1.2)

##### Meeting attendance of the board of directors

Number of board meetings (times)	: 5
Date of AGM meeting	: 19 Apr 2024
EGM meeting	: No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
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1.	Mr. MARUT ARTHAKAIVALVATEE (Chairman of the board)	-	5/5	Participating	Did not hold the meeting
2.	Mr. SHINE BUNNAG (Vice Chairman)	-	5/5	Non-participating	Did not hold the meeting
3.	Mr. CHAIYASIT PUVAPIROMQUAN (Director)	-	5/5	Participating	Did not hold the meeting
4.	Mr. APIVUT THONGKAM (Director)	-	5/5	Participating	Did not hold the meeting
5.	Mr. SOMCHAI MEESEN (Vice Chairman)	-	5/5	Non-participating	Did not hold the meeting
6.	Mr. THANACHAI SANTICHAIKUL (Director)	-	5/5	Participating	Did not hold the meeting
7.	Mr. KA MING JACKY LAM (Director)	-	5/5	Participating	Did not hold the meeting
8.	Mr. JESSADA BURANAPANSRI (Director)	-	3/5	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)	-	0.00	400,000.00	No
2.	Mr. SHINE BUNNAG (Vice Chairman)	-	0.00	200,000.00	No
3.	Mr. CHAIYASIT PUVAPIROMQUAN (Director)	-	0.00	0.00	No
4.	Mr. APIVUT THONGKAM (Director)	-	0.00	0.00	No
5.	Mr. SOMCHAI MEESEN (Vice Chairman)	-	0.00	200,000.00	No
6.	Mr. THANACHAI SANTICHAIKUL (Director)	-	0.00	0.00	No
7.	Mr. KA MING JACKY LAM (Director)	-	0.00	200,000.00	No
8.	Mr. JESSADA BURANAPANSRI (Director)	-	0.00	200,000.00	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) : 4

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