



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

CHIANGMAI FROZEN FOODS 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 : CHIANGMAI FROZEN FOODS PUBLIC COMPANY LIMITED

Symbol : CM

Address : 149/34 FLOOR 3-4 SOI ANGLO PLAZA, SURAWONG ROAD, SURIYAWONGSE
BANG RAK

Province : Bangkok

Postcode : 10500

Business : Manufacturer and Exporter of Frozen Vegetables Such as Frozen
Green Beans, Frozen Soy Beans, Frozen Sweet Corns, Frozen Baby
Corns and Frozen Mixed Vegetables

Registration Number : 0107537000513

Telephone : 0-2238-4091, 0-2235-9934, 0-2634-0061-4

Fax (if applicable) : 0-2238-4090

Website : www.cmfrozen.com

Email : info@cmfrozen.com

Total Shares Sold (shares)

Common Stock : 381,145,725

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)	1,055,589.00	1,336,734.00	1,253,831.00
Frozen Vegetable, Fruit (Thousand baht)	1,047,048.00	1,326,442.00	1,240,218.00
Other (Thousand baht)	8,541.00	10,292.00	13,613.00

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Frozen Vegetable, Fruit (%)	99.19	99.23	98.91
Other (%)	0.81	0.77	1.09

By Geographical Area or Market

	2021	2022	2023
Total revenue from operations (Thousand baht)	1,055,589.00	1,336,734.00	1,253,831.00
Domestic (Thousand baht)	66,001.00	79,984.00	79,363.00
International (Thousand baht)	989,588.00	1,256,750.00	1,174,468.00
Japan (Thousand baht)	944,900.00	1,124,427.00	1,047,584.00
Other countries (Thousand baht)	44,688.00	132,323.00	126,884.00

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Domestic (%)	6.25	5.98	6.33
International (%)	93.75	94.02	93.67

Japan (%)	95.48	89.47	89.20
Other countries (%)	4.52	10.53	10.80

Other income as specified in the financial statements

	2021	2022	2023
Total other income (Thousand baht)	854.00	10,292.00	13,612.00
Other income from operations (Thousand baht)	0.00	0.00	0.00
Other income not from operations (Thousand baht)	854.00	10,292.00	13,612.00

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

	2021	2022	2023
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 : Yes

(Unit : Thousand baht)	2021	2022	2023
R&D expenses in the past 3 years	10,584.00	13,377.00	14,349.00

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.cmfrozen.com/download/Sustainability-Policy_2566_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.cmfrozen.com/download/Environmental-Policy_th.pdf

Company environmental guideline : Electricity Management, Fuel Management, Renewable/Clean Energy Management, Water Management, Waste Management

Results with Respect to the Environmental Aspect (3.3.2)

Energy management

• Fuel consumption

	2021	2022	2023
Fuel oil (Litres)	N/A	690,447.00	852,476.00

• Electricity consumption

	2021	2022	2023
Total electricity consumption within the organization (Kilowatt-Hours)	0.00	28,546,705.00	28,073,051.00

Water management

• Water consumption

	2021	2022	2023
Total water withdrawal (Cubic meters)	N/A	N/A	519,868.00

Waste management

• Waste from operations

	2021	2022	2023
Non-hazardous waste (Kilograms)	N/A	N/A	25,931,000.00
Hazardous waste (Kilograms)	N/A	N/A	2,920.00
Total waste generated (Kilograms)	0.00	0.00	25,933,920.00

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	3,293.95	6,910.93
Scope 2 (Tons of carbon dioxide equivalents)	N/A	12,264.64	10,831.27
Scope 3 (Tons of carbon dioxide equivalents)	N/A	N/A	N/A
Total GHG emissions (Metric tonnes of carbon dioxide equivalent)	0.00	15,558.59	17,742.20

• 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.cmfrozen.com/wp-content/uploads/2024/03/Social-Responsibility-Policy_th.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)	378	424	439
Number of female employees (Persons)	879	918	986
Total number of employees (Persons)	1,257	1,342	1,425

• Employee remuneration

	2021	2022	2023
Employee remuneration (baht)	0.00	0.00	0.00

• Employee development and training

	2021	2022	2023
Average employee training hours (Hours / Person / Year)	5.16	7.85	10.36
Employee development and training expenses (baht)	214,862.00	449,944.38	901,080.21

• Health, safety and work environment

	2021	2022	2023
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Total number of lost time injury incidents by employees (Cases)	N/A	7	7
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• **Employee retention**

	2021	2022	2023
Percentage of employees who voluntarily resigned (%)	0.00	0.00	32.98

• **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.cmfrozen.com/wp-content/uploads/2024/03/corporate_governance_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	10	100.00
Number of male directors	9	90.00
Number of female directors	1	10.00
Number of executive directors	4	40.00
Number of non-executive directors	6	60.00
Number of independent directors	4	40.00

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. PRAYOON PHOLPIPATTANAPHONG Gender: Male Age: 89 years old Highest level of education: Honorary degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Executive) Director type: Original director	31 Dec 1993	Agribusiness, Food & Beverage

2.	Mr. LAN MU-CHIOU Gender: Male Age: 95 years old Highest level of education: Below a bachelor's degree Major: – Thai nationality: No Residing in Thailand: No	Director (Non-executive) Director type: Re-elected as director	31 Dec 1993	Agribusiness
3.	Mr. Prapas Pholpipattanaphong Gender: Male Age: 74 years old Highest level of education: Below a bachelor's degree Major: high school Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	31 Dec 1993	Agribusiness, Food & Beverage
4.	Mr. AMNUAY YOSSUCK Gender: Male Age: 86 years old Highest level of education: Master's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	1 Feb 1994	Economics, Agribusiness, Audit, Internal Control
5.	Mr. ANKOON PHOLPIPATTANAPHONG Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	27 Apr 2000	Agribusiness, Leadership, Corporate Management

6.	Mr. AMPON RUAYFUPANT Gender: Male Age: 54 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	26 Apr 2006	Agribusiness, Finance, Marketing, Audit
7.	Mr. PHUSIT WONGLORSAICHON Gender: Male Age: 52 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: Original director	30 Apr 2010	Governance/ Compliance, Risk Management
8.	Ms. CHUTIMA TANGMATITHAM Gender: Female Age: 54 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: Original director	26 Apr 2016	Accounting, Finance, Audit
9.	Mr. PEERAPAT PHOLPIPATTANAPHONG Gender: Male Age: 35 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Additional and newly-appointed directors	26 Apr 2023	Economics, Business Administration, Agribusiness, Fashion

10.	Mr. LAN MING-TE	Director	26 Apr 2023	Marketing
	Gender: Male	(Non-executive)		
	Age: 50 years old			
	Highest level of education:	Director type: Additional		
	Master's degree	and newly-appointed		
	Major: Marketing&Corporate	directors		
	Strategic			
	Thai nationality: No			
	Residing in Thailand: No			

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	: Yes
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. AMNUAY YOSSUCK [1] Gender: Male Age: 86 years old Highest level of education: Master's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	15 May 2014	Economics, Agribusiness, Audit, Internal Control
2. Mr. AMPON RUAYFUPANT [1] Gender: Male Age: 54 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Re-elected as director	26 Apr 2006	Agribusiness, Finance, Marketing, Audit
3. Ms. CHUTIMA TANGMATITHAM [1] Gender: Female Age: 54 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: Original director	11 Aug 2016	Accounting, Finance, Audit

[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. PRAYOON PHOLPIPATTANAPHONG Gender: Male Age: 89 years old Highest level of education: Honorary degree Major: Accounting Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	3 Nov 1988
2. Mr. Prapas Pholpipattanaphong Gender: Male Age: 74 years old Highest level of education: Below a bachelor's degree Major: high school Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	3 Nov 1988
3. Mr. ANKOON PHOLPIPATTANAPHONG Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	27 Apr 2000

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
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Corporate Governance and Sustainability Committee	Mr. PHUSIT WONGLORSAICHON	Chairman
	Mr. ANKOON PHOLPIPATTANAPHONG	Member
	Ms. CHUTIMA TANGMATITHAM	Member
	Ms. Warisara Kangkanka	Member
	Mr. Tummarat Charoensanti	Member
	Ms. Piyalak Chuapoodee	Member
	Ms. Narak Krissadee	Member
Risk Management Committee	Mr. ANKOON PHOLPIPATTANAPHONG	Chairman
	Ms. Warisara Kangkanka	Member
	Mr. Tummarat Charoensanti	Member
	Ms. Piyalak Chuapoodee	Member
	Ms. Narak Krissadee	Member
Nomination and Remuneration Committee	Mr. AMNUAY YOSSUCK	Chairman
	Mr. AMPON RUAYFUPANT	Member
	Ms. CHUTIMA TANGMATITHAM	Member
	Mr. Prapas Pholpipattanaphong	Member
	Mr. ANKOON PHOLPIPATTANAPHONG	Member
Non-Executive Board	Mr. AMNUAY YOSSUCK	Member
	Mr. AMPON RUAYFUPANT	Member
	Mr. PHUSIT WONGLORSAICHON	Member
	Ms. CHUTIMA TANGMATITHAM	Member
	Mr. LAN MU - CHIOU	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	: Corporate Governance and Sustainability Committee
Sub-committees responsible for corporate sustainability development	: Corporate Governance and Sustainability 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. Prapas Pholpipattanaphong Gender: Male Age: 74 years old Highest level of education: Below a bachelor's degree Major: high school	CHAIRMAN OF EXECUTIVE COMMITTEE	1 Jan 2016	Agribusiness, Food & Beverage
2. Mr. ANKOON PHOLPIATTANAPHONG Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Business Administration	MANAGING DIRECTOR	1 Jan 2016	Agribusiness, Leadership, Corporate Management
3. Mr. PEERAPAT PHOLPIATTANAPHONG Gender: Male Age: 35 years old Highest level of education: Master's degree Major: Political Science	Director	26 Apr 2023	Economics, Business Administration, Agribusiness, Fashion

[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

	2021	2022	2023
Total executive remuneration (baht)	25,552,434.00	25,562,036.00	27,160,305.00

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) : 439

Number of female employees (persons) : 986

Total number of employees (persons) : 1,425

Employee Remuneration

Total employee remuneration : 0.00

Provident fund

Total number of employees (persons) : 1,425

Number of employees contributing to the PVD (persons) : 149

Percentage of employees who are members (%) : 10.46

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. Narak Krissadee	narakk@cmfrozen.com	02-634-0061-4

- Company secretary

General information	Email	Telephone
1. Ms. Narak Krissadee	narakk@cmfrozen.com	02-634-0061-4

- Head of internal audit

General information	Email	Telephone
1. Mr. Weerawat Sakulmeerit	Weerawats@cmfrozen.com	02-634-0061-4

- Head of investor relations

General information	Email	Telephone
1. Ms. Narak Krissadee	narakk@cmfrozen.com	02-634-0061-4

Company's auditor

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
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1. AST MASTER COMPANY LIMITED	1. Mr. Pradit Rodloytuk	1,250,000.00	-
	Email: pradit@astmaster.co.th		
	Telephone: 02-714-8843 , 02-185-0342		
	2. Mrs. Nongram Laoha-a-reedilok		
	Email: nongram@astmaster.co.th		
	Telephone: 02-714-8843 , 02-185-0342		
	3. Mrs. Pornthip Lerttanongsak		
	Email: porntip@astmaster.co.th		
	Telephone: 02-714-8843 , 02-185-0342		
	4. Ms. Sunantha Khamsook		
	Email: sunanta@astmaster.co.th		
	Telephone: 02-714-8843 , 02-185-0342		
	5. Ms. Chamaporn Rodloytuk		
	Email: chamaporn@astmaster.co.th		
	Telephone: 02-714-8843 , 02-185-0342		

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. LAN MU-CHIOU Gender: Male Age: 95 years old Highest level of education: Below a bachelor's degree Major: - Thai nationality: No Residing in Thailand: No	Director (Non-executive) Director type: Re-elected as director	Date position was assumed: 31 Dec 1993	Agribusiness
2. Mr. ANKOON PHOLPIPATTANAPHONG Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	Date position was assumed: 27 Apr 2000	Agribusiness, Leadership, Corporate Management
3. Mr. AMPON RUAYFUPANT Gender: Male Age: 54 years old Highest level of education: Master's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 26 Apr 2006	Agribusiness, Finance, Marketing, Audit

• List of newly appointed director (not being replaced the ex-director)

General information	Position	Date position was assumed	Experience and expertise
1. Mr. PEERAPAT PHOLPIPATTANAPHONG Gender: Male Age: 35 years old Highest level of education: Master's degree Major: Political Science Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Additional and newly-appointed directors	Date position was assumed: 26 Apr 2023	Economics, Business Administration, Agribusiness, Fashion
2. Mr. LAN MING-TE Gender: Male Age: 50 years old Highest level of education: Master's degree Major: Marketing&Corporate Strategic Thai nationality: No Residing in Thailand: No	Director (Non-executive) Director type: Additional and newly-appointed directors	Date position was assumed: 26 Apr 2023	Marketing

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. PRAYOON PHOLPIPATTANAPHONG	Chairman of the board	N/A
Mr. LAN MU-CHIOU	Director	N/A
Mr. Prapas Pholpipattanaphong	Director	N/A
Mr. AMNUAY YOSSUCK	Director	N/A
Mr. ANKOON PHOLPIPATTANAPHONG	Director	N/A
Mr. AMPON RUAYFUPANT	Director	N/A
Mr. PHUSIT WONGLORSAICHON	Director	N/A
Ms. CHUTIMA TANGMATITHAM	Director	N/A

Mr. PEERAPAT PHOLPIATTANAPHONG	Director	Participating
Mr. LAN MING-TE	Director	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) : 9

Date of AGM meeting : 24 Apr 2024

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. PRAYOON PHOLPIATTANAPHONG (Chairman of the board)	-	9/9	Participating	Did not hold the meeting
2. Mr. LAN MU-CHIOU (Director)	-	8/9	Participating	Did not hold the meeting
3. Mr. Prapas Pholpipattanaphong (Director)	-	9/9	Participating	Did not hold the meeting
4. Mr. AMNUAY YOSSUCK (Director)	-	9/9	Participating	Did not hold the meeting
5. Mr. ANKOON PHOLPIATTANAPHONG (Director)	-	9/9	Participating	Did not hold the meeting
6. Mr. AMPON RUAYFUPANT (Director)	-	8/9	Participating	Did not hold the meeting
7. Mr. PHUSIT WONGLORSAICHON (Director)	-	7/9	Participating	Did not hold the meeting

8.	Ms. CHUTIMA TANGMATITHAM (Director)	-	9/9	Participating	Did not hold the meeting
9.	Mr. PEERAPAT PHOLPIATTANAPHONG (Director)	-	6/7	Participating	Did not hold the meeting
10.	Mr. LAN MING-TE (Director)	-	6/7	Participating	Did not hold the meeting

Remuneration for company directors

	List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non- monetary
1.	Mr. PRAYOON PHOLPIATTANAPHONG (Chairman of the board)	-	400,000.00	N/A	No
2.	Mr. LAN MU-CHIOU (Director)	-	400,000.00	N/A	N/A
3.	Mr. Prapas Pholpipattanaphong (Director)	-	400,000.00	N/A	N/A
4.	Mr. AMNUAY YOSSUCK (Director)	-	400,000.00	N/A	N/A
5.	Mr. ANKOON PHOLPIATTANAPHONG (Director)	-	400,000.00	N/A	N/A
6.	Mr. AMPON RUAYFUPANT (Director)	-	400,000.00	N/A	N/A
7.	Mr. PHUSIT WONGLORSAICHON (Director)	-	400,000.00	N/A	N/A
8.	Ms. CHUTIMA TANGMATITHAM (Director)	-	400,000.00	N/A	N/A
9.	Mr. PEERAPAT PHOLPIATTANAPHONG (Director)	-	400,000.00	N/A	N/A
10.	Mr. LAN MING-TE (Director)	-	400,000.00	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) : 4

List of directors		Termination date	Number of the audit committee meeting
1.	Mr. AMNUAY YOSSUCK (Chairman of the audit committee)	-	4/4
2.	Mr. AMPON RUAYFUPANT (Audit committee)	-	4/4
3.	Ms. CHUTIMA TANGMATITHAM (Audit committee)	-	4/4