



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

ITALIAN-THAI DEVELOPMENT 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 : ITALIAN-THAI DEVELOPMENT PUBLIC COMPANY LIMITED

Symbol : ITD

Address : ITALTHAI TOWER, 2034/132-161 NEW PETCHBURI RD, HUAI KHWANG

Province : Bangkok

Postcode : 10310

Business : The Company is one stop service contractor which has wide experiences and expertise in all construction activities. The company has the strength and depth ready to undertake the large construction projects, advance technological construction, etc.

Registration Number : 0107537000939

Telephone : 0-2716-1600

Fax (if applicable) : 0-2716-1488

Website : <http://www.itd.co.th>

Email : cccs@itd.co.th

Total Shares Sold (shares)

Common Stock : 5,279,868,944

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)	71,146,740.00	72,616,320.00	74,956,100.00
Large-scale Building Construction (Thousand baht)	9,946,180.00	7,665,790.00	9,177,950.00
Industrial Plants and Facilities (Thousand baht)	1,795,050.00	3,911,320.00	1,800,090.00
Pipelines and Tank Farms (Thousand baht)	7,731,930.00	8,395,590.00	9,214,170.00
Highways, Railways, Bridges and Expressway Systems (Thousand baht)	20,666,340.00	19,966,900.00	21,237,620.00
Airports, Jetties, Deep-sea Ports and Marine Works (Thousand baht)	13,678,080.00	14,408,110.00	15,797,920.00
Multi-purpose Hydro-electric Dams, Tunnels and Power Plants (Thousand baht)	3,916,290.00	2,975,700.00	3,788,150.00
Steel Structures (Thousand baht)	0.00	0.00	0.00
Telecommunications (Thousand baht)	331,300.00	100,300.00	328,260.00
Mining (Thousand baht)	5,287,510.00	4,199,610.00	4,159,650.00
Miscellaneous (Thousand baht)	6,750,150.00	7,494,620.00	6,719,970.00
Others (Thousand baht)	1,043,910.00	3,498,380.00	2,732,320.00

	2022	2023	2024
Total revenue from operations (%)	100.00	100.00	100.00
Large-scale Building Construction (%)	13.98	10.56	12.24
Industrial Plants and Facilities (%)	2.52	5.39	2.40
Pipelines and Tank Farms (%)	10.87	11.56	12.29
Highways, Railways, Bridges and Expressway Systems (%)	29.05	27.50	28.33
Airports, Jetties, Deep-sea Ports and Marine Works (%)	19.23	19.84	21.08

Multi-purpose Hydro-electric Dams, Tunnels and Power Plants (%)	5.50	4.10	5.05
Steel Structures (%)	0.00	0.00	0.00
Telecommunications (%)	0.47	0.14	0.44
Mining (%)	7.43	5.78	5.55
Miscellaneous (%)	9.49	10.32	8.97
Others (%)	1.47	4.82	3.65

By Geographical Area or Market

	2022	2023	2024
Total revenue from operations (Thousand baht)	71,146,740.00	72,616,320.00	74,956,100.00
Domestic (Thousand baht)	41,827,000.00	31,345,000.00	31,517,000.00
International (Thousand baht)	29,319,740.00	41,271,320.00	43,439,100.00

	2022	2023	2024
Total revenue from operations (%)	100.00	100.00	100.00
Domestic (%)	58.79	43.17	42.05
International (%)	41.21	56.83	57.95

Other income as specified in the financial statements

	2022	2023	2024
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

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

	2022	2023	2024
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Share of profit (Thousand baht)	0.00	0.00	0.00
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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

Sustainable Development

Sustainable Development

Sustainability Management Policy and Targets (3.1)

Sustainability Management Policy and Targets

Corporate Sustainability Policy : Yes

Environmental Aspect (3.3)

Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : Yes

Results with Respect to the Environmental Aspect (3.3.2)

Energy management

• Electricity consumption

	2022	2023	2024
Total electricity consumption within the organization (Kilowatt-Hours)	0.00	0.00	0.00

Water management

• Water consumption

	2022	2023	2024
Total water withdrawal (Cubic meters)	0.00	0.00	0.00

Waste management

• Waste from operations

	2022	2023	2024
Total waste generated (Kilograms)	0.00	0.00	0.00

Greenhouse gas management

• Greenhouse gas emissions

	2022	2023	2024
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)	0.00	0.00	0.00

• 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

Company human right guideline : Employee Rights, Safety and Occupational Health at Work

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)	20,498	N/A	N/A
Number of female employees (Persons)	6,734	N/A	N/A
Total number of employees (Persons)	27,232	22,039	16,621

• Employee remuneration

	2022	2023	2024
Employee remuneration (baht)	0.00	6,250,564,301.27	4,966,014,761.00

• Employee development and training

	2022	2023	2024
Average employee training hours (Hours / Person / Year)	N/A	0.00	N/A
Employee development and training expenses (baht)	2,400,000.00	0.00	N/A

• Health, safety and work environment

	2022	2023	2024
Total number of lost time injury incidents by employees (Cases)	243	287	N/A

• **Employee retention**

	2022	2023	2024
Percentage of employees who voluntarily resigned (%)	15.61	N/A	N/A

• **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

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	9	100.00
Number of male directors	8	88.89
Number of female directors	1	11.11
Number of executive directors	6	66.67
Number of non-executive directors	3	33.33
Number of independent directors	3	33.33

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. PATHAI CHAKORNBUNDIT Gender: Male Age: 82 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Executive) Director type: Original director	14 Jun 2021	Construction Services

2.	<p>Mrs. NIJAPORN CHARANACHITTA</p> <p>Gender: Female</p> <p>Age: 73 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 (Executive)</p> <p>Director type: Re-elected as director</p>	3 Aug 1994	Business Administration
3.	<p>Mr. PREMCHAI KARNASUTA</p> <p>Gender: Male</p> <p>Age: 70 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 (Executive)</p> <p>Director type: Original director</p>	3 Aug 1994	Construction Services, Mining
4.	<p>Mr. WILLIAM LEE ZENTGRAF</p> <p>Gender: Male</p> <p>Age: 84 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: No</p> <p>Residing in Thailand: Yes</p>	<p>Director (Non-executive, Independent director)</p> <p>Director type: Original director</p>	20 Apr 2005	Business Administration
5.	<p>Mr. PEETI KARNASUTA</p> <p>Gender: Male</p> <p>Age: 43 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Economics</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director (Executive)</p> <p>Director type: Original director</p>	24 Mar 2008	Economics

6.	Mr. THORANIS KARNASUTA Gender: Male Age: 34 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Original director	30 Apr 2014	Construction Services
7.	Mr. SAI WAH SIMON SUEN Gender: Male Age: 65 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: No Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	15 Jun 2018	Business Administration
8.	Mr. PINYO MEECHUMNA Gender: Male Age: 69 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	22 Apr 2021	Mining
9.	Mr. VIRAT KONGMANEERAT Gender: Male Age: 70 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	2 Dec 2021	Construction Services

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. PINYO MEECHUMNA [1] Gender: Male Age: 69 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	22 Apr 2021	Mining
2. Mr. WILLIAM LEE ZENTGRAF [1] Gender: Male Age: 84 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: No Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	20 Apr 2005	Business Administration

3.	Mr. SAI WAH SIMON SUEN [1] Gender: Male Age: 65 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: No Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	15 Jun 2018	Business Administration
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[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. Premchai Karnasuta Gender: Male Age: 70 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	24 Mar 1994
2. Mrs. NIJAPORN CHARANACHITTA Gender: Female Age: 73 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Vice-chairman of the executive committee	24 Mar 1994
3. Mr. PATHAI CHAKORNBUNDIT Gender: Male Age: 82 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Vice-chairman of the executive committee	21 Mar 2003

4.	<p>Mr. VIRAT KONGMANEERAT</p> <p>Gender: Male</p> <p>Age: 70 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Engineering</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	23 May 2012
5.	<p>Mr. Sumate Surabotsopon</p> <p>Gender: Male</p> <p>Age: 60 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Engineering</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	23 May 2012
6.	<p>Mr. THORANIS KARNASUTA</p> <p>Gender: Male</p> <p>Age: 34 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Engineering</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	30 Apr 2014
7.	<p>Mr. PEETI KARNASUTA</p> <p>Gender: Male</p> <p>Age: 43 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Economics</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Member of the executive committee</p>	24 Mar 2008
8.	<p>Ms. Prachaya Karnasuta</p> <p>Gender: Female</p> <p>Age: 41 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>Member of the executive committee</p>	26 Mar 2014

9.	Mr. Piyachai Karnasuta Gender: Male Age: 49 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	23 May 2012
10.	Mr. Chatichai Chutima Gender: Male Age: 64 years old Highest level of education: Master's degree Major: Economics Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	2 Jan 1996
11.	Mr. Sompop Pinijchai Gender: Male Age: 67 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	13 Mar 2015
12.	Mr. Woravudh Hiranyapaisarnsakul Gender: Male Age: 63 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	13 Mar 2015
13.	Mr. Prasit Ratanaramig Gender: Male Age: 73 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	13 Mar 2015

14.	Mr. Kriengsak Kovadhana Gender: Male Age: 65 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 Jul 2015
15.	Mr. Sakchai Puetpaiboon Gender: Male Age: 67 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 Jan 2018
16.	Mr. Prasart Kosarussawadee Gender: Male Age: 74 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 Jan 2018
17.	Mr. Wichien Roongrujirat Gender: Male Age: 65 years old Highest level of education: Master's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	1 Jul 2015
18.	Mr. Prasert Sanor Gender: Male Age: 60 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 Jul 2015

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Risk Management Committee	Mr. PINYO MEECHUMNA	Chairman
	Mr. PATHAI CHAKORNBUNDIT	Vice chairman
	Mr. Chatichai Chutima	Member
	Mr. THORANIS KARNASUTA	Member
	Mr. PEETI KARNASUTA	Member
	Mr. Sompop Pinijchai	Member
	Mr. Woravudh Hiranyapaisarnsakul	Member
	Ms. Penpan Riangthonglang	Member

Roles of Sub-committees

Sub-committees responsible for risk management	: Risk Management Committee
Sub-committees responsible for nomination	: None
Sub-committees responsible for remuneration	: None
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. Mrs. NIJAPORN CHARANACHITTA Gender: Female Age: 73 years old Highest level of education: Master's degree Major: Business Administration	Director and Senior Executive Vice President	24 Mar 1994	Business Administration
2. Mr. PREMCHAI KARNASUTA Gender: Male Age: 70 years old Highest level of education: Master's degree Major: Business Administration	PRESIDENT	3 Aug 1994	Construction Services, Mining
3. Mr. PATHAI CHAKORNBUNDIT Gender: Male Age: 82 years old Highest level of education: Bachelor's degree Major: Engineering	Director and Senior Executive Vice President	21 Mar 2003	Construction Services
4. Mr. THORANIS KARNASUTA Gender: Male Age: 34 years old Highest level of education: Bachelor's degree Major: Engineering	Executive Vice President and Acting President	30 Apr 2014	Construction Services

[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

	2022	2023	2024
Total executive remuneration (baht)	136,475,484.00	125,208,553.00	128,097,818.00

Employees (7.5)

Information about company employees

Employees

Total number of employees (persons) : 16,621

Employee Remuneration

Total employee remuneration : 4,966,014,761.00

Provident fund

Total number of employees (persons) : 16,621

Number of employees contributing to the PVD (persons) : 4,297

Percentage of employees who are members (%) : 25.85

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. Kanchana Charoenyot	kanchana@itd.co.th	027163000

• **Company secretary**

General information	Email	Telephone
1. Mr. Woravudh Hiranyapaisarnsakul	Woravudh@itd.co.th	027161600

• **Head of internal audit**

General information	Email	Telephone
1. Mr. Pakpoom Sukkasem	pakpoom@itd.co.th	027165600

• **Head of compliance unit**

General information	Email	Telephone
1. Mrs. Kanyakorn Mahaniranond	Kanyakorn@itd.co.th	027163801

• **Head of investor relations**

General information	Email	Telephone
1. Mrs. Kanyakorn Mahaniranond	Kanyakorn@itd.co.th	027163801

Company's auditor

Company	Names and general information of auditors	Audit fee (baht)	Other non-audit fees (baht)
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1.	GRANT THORNTON LIMITED	1. Mrs. LUXSAMEE	25,463,400.00	-
		DEETRAKULWATTANAPOL		
		Email: Luxsamee.		
		Deetrakulwattanapol@th.gt.com		
		Telephone: -		
		2. Mrs. SARANYA		
		AKHARAMAHAPHANIT		
		Email: Saranya.		
		Akharamahaphanit@th.gt.com		
		Telephone: -		
		3. Mrs. KESANEE SRATHONGPHOOL		
		Email: Kesanee.		
		Srathongphool@th.gt.com		
		Telephone: -		
		4. Mr PAISAN BOONSIRISUKAPONG		
		Email: paisan.		
		boonsirisukapong@th.gt.com		
		Telephone: -		

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. Mrs. NIJAPORN CHARANACHITTA Gender: Female Age: 73 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: 3 Aug 1994	Business Administration
2. Mr. PINYO MEECHUMNA Gender: Male Age: 69 years old Highest level of education: Doctoral degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 22 Apr 2021	Mining
3. Mr. VIRAT KONGMANEERAT Gender: Male Age: 70 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	Date position was assumed: 2 Dec 2021	Construction Services

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. PATHAI CHAKORNBUNDIT	Chairman of the board	Non-participating
Mrs. NIJAPORN CHARANACHITTA	Director	Non-participating
Mr. PREMCHAI KARNASUTA	Director	Non-participating
Mr. WILLIAM LEE ZENTGRAF	Director	Non-participating
Mr. PEETI KARNASUTA	Director	Non-participating
Mr. THORANIS KARNASUTA	Director	Non-participating
Mr. SAI WAH SIMON SUEN	Director	Non-participating
Mr. PINYO MEECHUMNA	Director	Non-participating
Mr. VIRAT KONGMANEERAT	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) : 11
Date of AGM meeting : 30 Apr 2024
EGM meeting : Yes

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. PATHAI CHAKORNBUNDIT (Chairman of the board)	-	11/11	Participating	Participating

2.	Mrs. NIJAPORN CHARANACHITTA (Director)	-	11/11	Participating	Participating
3.	Mr. PREMCHAI KARNASUTA (Director)	-	8/11	Participating	Non- participating
4.	Mr. WILLIAM LEE ZENTGRAF (Director)	-	11/11	Participating	Participating
5.	Mr. PEETI KARNASUTA (Director)	-	10/11	Participating	Non- participating
6.	Mr. THORANIS KARNASUTA (Director)	-	11/11	Participating	Participating
7.	Mr. SAI WAH SIMON SUEN (Director)	-	11/11	Participating	Participating
8.	Mr. PINYO MEECHUMNA (Director)	-	11/11	Participating	Participating
9.	Mr. VIRAT KONGMANEERAT (Director)	-	11/11	Participating	Participating