



# **Annual Registration Statement / Annual Report**

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

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

**NAWARAT PATANAKARN PUBLIC COMPANY LIMITED**

Fiscal Year End 31 December 2024



## Table of Contents

	Page
<b>Business Operations and Performance</b>	
Group Structure and Operations	1
Sustainable Development	4
<b>Corporate Governance</b>	
Corporate Governance Policy	8
Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information	9
Performance Report on Corporate Governance	19

# Group Structure and Operations

## Group Structure and Operations

### Business Overview and Policies (1.1)

#### Company Information (1.1.5)

Company Name : NAWARAT PATANAKARN PUBLIC COMPANY LIMITED

Symbol : NWR

Address : BANGNA TOWER A, 2/3 MOO 14, BANGNA-TRAD ROAD, K.M. 6.5, TAMBOL  
BANGKAEW, AMPHOE BANGPLEE

Province : Samut Prakarn

Postcode : 10540

Business : The Company provides all types of civil engineering  
construction services and manufactures pre-stressed  
concrete piles, other kinds of concrete products and processed  
steel used in its construction businesses and for sale.

Registration Number : 0107538000096

Telephone : 0-2730-2100, 0-2751-9455-74

Fax (if applicable) : 0-2751-9487, 0-2751-9484-5

Website : [www.nawarat.co.th](http://www.nawarat.co.th)

Email : [ir@nawarat.co.th](mailto:ir@nawarat.co.th)

#### Total Shares Sold (shares)

Common Stock : 2,585,481,515

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)	13,239,877.00	11,244,056.00	8,519,012.00
Revenue from construction (Thousand baht)	11,970,715.00	10,365,469.00	7,631,481.00
Sales and service income (Thousand baht)	1,126,894.00	687,451.00	692,573.00
Other (Thousand baht)	142,268.00	191,136.00	194,958.00

	2022	2023	2024
Total revenue from operations (%)	100.00	100.00	100.00
Revenue from construction (%)	90.41	92.19	89.58
Sales and service income (%)	8.51	6.11	8.13
Other (%)	1.07	1.70	2.29

By Geographical Area or Market

	2022	2023	2024
Total revenue from operations (Thousand baht)	13,239,877.00	11,244,056.00	8,519,012.00
Domestic (Thousand baht)	13,230,801.00	11,244,056.00	8,519,012.00
International (Thousand baht)	9,076.00	0.00	0.00
Myanmar (Thousand baht)	9,076.00	0.00	0.00
Cambodia (Thousand baht)	0.00	0.00	0.00

	2022	2023	2024
Total revenue from operations (%)	100.00	100.00	100.00

Domestic (%)	99.93	100.00	100.00
International (%)	0.07	0.00	0.00
Myanmar (%)	100.00	0.00	0.00
Cambodia (%)	0.00	0.00	0.00

#### 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
Share of profit (Thousand baht)	N/A	0.00	9,108.00

## 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	N/A	0.00	0.00

# 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.nawarat.co.th/th/esg/social-and-environmental-responsibility-](https://www.nawarat.co.th/th/esg/social-and-environmental-responsibility-policy)  
(if applicable) policy

## 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.nawarat.co.th/th/esg/social-and-environmental-responsibility-](https://www.nawarat.co.th/th/esg/social-and-environmental-responsibility-policy)  
(if applicable) policy

Company environmental guideline : Electricity Management, Fuel 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

	2022	2023	2024
Total electricity consumption within the organization (Kilowatt-Hours)	543,233.12	503,187.01	501,667.23

### 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
Non-hazardous waste (Kilograms)	3,181.50	10,889.00	12,000.00
Hazardous waste (Kilograms)	0.00	0.00	N/A
Total waste generated (Kilograms)	3,181.50	10,889.00	12,000.00

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

URL of human rights policy : <https://www.nawarat.co.th/business-code-of-conduct/>

Company human right guideline : Employee Rights, Migrant Workers, Child Labor, Consumer Rights, 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)	1,699	1,439	1,307
Number of female employees (Persons)	778	679	630
<b>Total number of employees (Persons)</b>	<b>2,477</b>	<b>2,118</b>	<b>1,937</b>

##### • Employee remuneration

	2022	2023	2024
Employee remuneration (baht)	790,204,058.00	757,423,637.00	698,640,000.00

##### • Employee development and training

	2022	2023	2024
Average employee training hours (Hours / Person / Year)	13.00	9.00	8.00
Employee development and training expenses (baht)	340,317.00	276,826.00	N/A

##### • Health, safety and work environment

	2022	2023	2024
--	------	------	------

Total number of lost time injury incidents by employees (Cases)	30	43	33
--	----	----	----

• 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.nawarat.co.th/good-corporate-governance/>

#### 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	5	55.56
Number of non-executive directors	4	44.44
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. PRASERTPHAND PIPATANAKUL Gender: Male Age: 89 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, Independent director)  Director type: Original director	29 Jan 1999	Engineering, Construction Services, Audit, Commerce

2.	<p>Mr. POLPAT KARNASUTA</p> <p>Gender: Male</p> <p>Age: 64 years old</p> <p>Highest level of education: Bachelor'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: Re-elected as director</p>	20 Sep 1995	<p>Commerce, Leadership, Strategic Management, Construction Services</p>
3.	<p>Mr. APICHART DHARMASAROJA</p> <p>Gender: Male</p> <p>Age: 72 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>(Non-executive, Independent director)</p> <p>Director type: Original director</p>	27 Apr 2006	<p>Audit, Risk Management, Engineering, Accounting, Construction Services</p>
4.	<p>Mr. SOOK SUEYANYONGSIRI</p> <p>Gender: Male</p> <p>Age: 72 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>Director</p> <p>(Non-executive)</p> <p>Director type: Original director</p>	11 Aug 2009	<p>Construction Materials, Construction Services, Energy &amp; Utilities, Project Management, Engineering</p>
5.	<p>Ms. PAKATIP LOPANDHSRI</p> <p>Gender: Female</p> <p>Age: 68 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: Re-elected as director</p>	1 Jan 2017	<p>Commerce, Accounting, Finance, Audit, Finance &amp; Securities</p>



6.	Mr. MONGKOL PEERASANTIKUL 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: Original director	26 Apr 2018	Construction Materials, Construction Services, Engineering, Leadership, Risk Management
7.	Mr. APATHORN KARNASUTA Gender: Male Age: 57 years old Highest level of education: Bachelor's degree Major: marketing Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	29 Apr 2021	Construction Materials, Construction Services, Marketing, Procurement, Transportation & Logistics
8.	Mr. TAJTAI TMANGRASAKSAST Gender: Male Age: 67 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	18 Jul 2023	Economics, Law, Audit, Risk Management, Public Administration
9.	Mr. SARUNTHORN CHUTIMA Gender: Male Age: 65 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Original director	14 Nov 2023	Economics, Accounting, Finance, Data Analysis, Governance/ Compliance

## 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 : 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. APICHART DHARMASAROJA [1] Gender: Male Age: 72 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	1 Aug 2018	Audit, Risk Management, Engineering, Accounting, Construction Services
2. Mr. PRASERTPHAND PIPATANAKUL [1] Gender: Male Age: 89 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	14 Jul 2016	Engineering, Construction Services, Audit, Commerce

3.	Mr. TAJTAI TMANGRASAKSAST [1] Gender: Male Age: 67 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director)  Director type: Original director	18 Jul 2023	Economics, Law, Audit, Risk Management, Public Administration
----	---	--	-------------	---

[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. POLPAT KARNASUTA Gender: Male Age: 64 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the executive committee	14 Jul 2016
2.	Mr. MONGKOL PEERASANTIKUL Gender: Male Age: 70 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Vice-chairman of the executive committee	15 May 2018
3.	Ms. PAKATIP LOPANDHSRI Gender: Female Age: 68 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 2017

4.	Mr. PASAN SWASDIBURI Gender: Male Age: 59 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	25 Jun 2003
5.	Mr. APATHORN KARNASUTA Gender: Male Age: 57 years old Highest level of education: Bachelor's degree Major: marketing Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	25 Jun 2003
6.	Mr. Somchai Woonprasert Gender: Male Age: 65 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	2 May 2017
7.	Mr. Nivate Ienghong Gender: Male Age: 70 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Member of the executive committee	15 Aug 2017
8.	Mr. Nicolino Pasquini Gender: Male Age: 65 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: No Residing in Thailand: Yes	Member of the executive committee	1 Jan 2013

#### Other sub-committees

#### Sub-committees information

Name of sub-committees	List of directors	Position
Corporate Social and Environmental Responsibility Committee	Mr. PASAN SWASDIBURI	Member
	Mr. Nicolino Pasquini	Member
	Mr. Somchai Woonprasert	Member
	Mr. APICHART DHARMASAROJA	Chairman
	Mr. SOOK SUEYANYONGSIRI	Member

#### Roles of Sub-committees

Sub-committees responsible for risk management : None

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. Mr. POLPAT KARNASUTA Gender: Male Age: 64 years old Highest level of education: Bachelor's degree Major: Business Administration	CHIEF EXECUTIVE OFFICER	14 Jul 2016	Commerce, Leadership, Strategic Management, Construction Services
2. Mr. MONGKOL PEERASANTIKUL Gender: Male Age: 70 years old Highest level of education: Bachelor's degree Major: Engineering	PRESIDENT	15 May 2018	Construction Materials, Construction Services, Engineering, Leadership, Risk Management
3. Mr. APATHORN KARNASUTA Gender: Male Age: 57 years old Highest level of education: Bachelor's degree Major: marketing	Senior Vice President of Procurement & Transportation Department	25 Jun 2003	Construction Materials, Construction Services, Marketing, Procurement, Transportation & Logistics
4. Mr. PASAN SWASDIBURI Gender: Male Age: 59 years old Highest level of education: Master's degree Major: Business Administration	Senior Vice President of New Business & Strategic Planning Department	25 Jun 2003	Finance & Securities, Property Development, Accounting, Engineering, Strategic Management
5. Mr. Nicolino Pasquini Gender: Male Age: 65 years old Highest level of education: Bachelor's degree Major: Engineering	Senior Executive Vice President of Corporate Integral Management Dep.	1 Jan 2013	Construction Services, Engineering, Design

6.	Ms. PAKATIP LOPANDHSRI [1] Gender: Female Age: 68 years old Highest level of education: Master's degree Major: Business Administration	Senior Vice President of Finance & Administration Department	1 Jan 2017	Commerce, Accounting, Finance, Audit, Finance & Securities
7.	Mr. Somchai Woonprasert Gender: Male Age: 65 years old Highest level of education: Bachelor's degree Major: Engineering	Adviser	2 May 2017	Risk Management, Leadership, Engineering, Construction Services, Construction Materials
8.	Mr. Nivate Ienghong Gender: Male Age: 70 years old Highest level of education: Bachelor's degree Major: Engineering	Senior Vice President of Factory Department	15 Aug 2017	Engineering, Construction Materials, Construction Services, Steel

[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

## Remuneration policy for executives (7.4.2 – 7.4.3)

### 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) : 1,307

Number of female employees (persons) : 630

**Total number of employees (persons)** : 1,937

## Employee Remuneration

Total employee remuneration : 698,640,000.00

## Provident fund

Total number of employees (persons) : 1,937

Number of employees contributing to the PVD (persons) : 602

Percentage of employees who are members (%) : 31.08



# 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. POLPAT KARNASUTA Gender: Male Age: 64 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Executive)  Director type: Re-elected as director	Date position was assumed: 20 Sep 1995	Commerce, Leadership, Strategic Management, Construction Services
2. Ms. PAKATIP LOPANDHSRI Gender: Female Age: 68 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: 1 Jan 2017	Commerce, Accounting, Finance, Audit, Finance & Securities
3. Mr. TAJTAI TMANGRASAKSAST Gender: Male Age: 67 years old Highest level of education: Master's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director)  Director type: Re-elected as director	Date position was assumed: 18 Jul 2023	Economics, Law, Audit, Risk Management, Public Administration

## Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. PRASERTPHAND PIPATANAKUL	Chairman of the board	Non-participating
Mr. POLPAT KARNASUTA	Director	Non-participating
Mr. APICHART DHARMASAROJA	Director	Non-participating
Mr. SOOK SUEYANYONGSIRI	Director	Non-participating
Ms. PAKATIP LOPANDHSRI	Director	Non-participating
Mr. MONGKOL PEERASANTIKUL	Director	Non-participating
Mr. APATHORN KARNASUTA	Director	Non-participating
Mr. TAJTAI TMANGRASAKSAST	Director	Non-participating
Mr. SARUNTHORN CHUTIMA	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) : 13

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. PRASERTPHAND PIPATANAKUL (Chairman of the board)	-	12/13	Participating	Participating
2. Mr. POLPAT KARNASUTA (Director)	-	12/13	Participating	Participating
3. Mr. APICHART DHARMASAROJA (Director)	-	12/13	Participating	Participating
4. Mr. SOOK SUEYANYONGSIRI (Director)	-	13/13	Participating	Participating

5.	Ms. PAKATIP LOPANDHSRI (Director)	-	11/13	Participating	Participating
6.	Mr. MONGKOL PEERASANTIKUL (Director)	-	12/13	Participating	Participating
7.	Mr. APATHORN KARNASUTA (Director)	-	6/13	Participating	Participating
8.	Mr. TAJTAI TMANGRASAKSAST (Director)	-	13/13	Participating	Participating
9.	Mr. SARUNTHORN CHUTIMA (Director)	-	13/13	Participating	Participating

#### Remuneration for company directors

	List of directors	Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non- monetary
1.	Mr. PRASERTPHAND PIPATANAKUL (Chairman of the board)	-	N/A	N/A	Yes
2.	Mr. POLPAT KARNASUTA (Director)	-	N/A	N/A	Yes
3.	Mr. APICHART DHARMASAROJA (Director)	-	N/A	N/A	Yes
4.	Mr. SOOK SUEYANYONGSIRI (Director)	-	N/A	N/A	Yes
5.	Ms. PAKATIP LOPANDHSRI (Director)	-	N/A	N/A	Yes
6.	Mr. MONGKOL PEERASANTIKUL (Director)	-	N/A	N/A	Yes
7.	Mr. APATHORN KARNASUTA (Director)	-	N/A	N/A	Yes
8.	Mr. TAJTAI TMANGRASAKSAST (Director)	-	N/A	N/A	Yes
9.	Mr. SARUNTHORN CHUTIMA (Director)	-	N/A	N/A	Yes

## 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) : 12

List of directors		Termination date	Number of the audit committee meeting
1.	Mr. APICHART DHARMASAROJA (Chairman of the audit committee)	-	11/12
2.	Mr. PRASERTPHAND PIPATANAKUL (Audit committee)	-	12/12
3.	Mr. TAJTAI TMANGRASAKSAST (Audit committee)	-	12/12