



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

COUNTRY GROUP DEVELOPMENT 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 : COUNTRY GROUP DEVELOPMENT PUBLIC COMPANY LIMITED

Symbol : CGD

Address : No. 898 Ploenchit Tower, 20th Floor, Ploenchit Road, Lumpini,
Pathumwan

Province : Bangkok

Postcode : 10330

Business : Holding company and property development

Registration Number : 0107538000177

Telephone : 0-2658-7888

Fax (if applicable) : 0-2658-7880

Website : www.cgd.co.th

Email : info@cgd.co.th

Total Shares Sold (shares)

Common Stock : 8,266,129,050

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)	3,536,504.44	6,190,443.52	4,467,788.67
Revenue from sales condominium (Thousand baht)	3,175,633.08	5,752,862.26	3,963,258.21
Other (Thousand baht)	360,871.36	437,581.26	504,530.46

	2021	2022	2023
Total revenue from operations (%)	100.00	100.00	100.00
Revenue from sales condominium (%)	89.80	92.93	88.71
Other (%)	10.20	7.07	11.29

By Geographical Area or Market

	2021	2022	2023
Total revenue from operations (Thousand baht)	3,536,504.44	6,190,443.52	4,467,788.67
Domestic (Thousand baht)	3,536,504.44	6,190,443.52	4,467,788.67
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)	333,835.22	214,515.36	377,942.17
Other income from operations (Thousand baht)	0.00	0.00	0.00
Other income not from operations (Thousand baht)	333,835.22	214,515.36	377,942.17

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 : 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)

Risk arising from discontinuity of revenue recognition

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Other

Risk arising from investing in various projects

Risk Management Measures: Yes

Related Risk Topics

Strategic Risk

- Other

Risk associated with construction cost control

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Shortage or fluctuation in pricing of raw materials or productive resources

Risk arising from sales of projects being lower than originally estimated

Risk Management Measures: Yes

Related Risk Topics

Operational Risk

- Delays in the development of future projects

Risk arising from limited access to funding sources

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Insufficient sources of funding

Foreign exchange rate risk

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Fluctuation in exchange rates, interest rates, or the inflation rate

Interest rate risk

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Fluctuation in exchange rates, interest rates, or the inflation rate

Risk arising from financial ratio maintaining

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Other

Risk arising from capability for debt repayment

Risk Management Measures: Yes

Related Risk Topics

Financial Risk

- Default on payment or exchange of goods

Risk arising from changes in laws and regulations related to real estate business

Risk Management Measures: Yes

Related Risk Topics

Compliance Risk

- Change in laws and regulations

Sustainable Development

Sustainable Development

Sustainability Management Policy and Targets (3.1)

Sustainability Management Policy and Targets

Corporate Sustainability Policy : No

Environmental Aspect (3.3)

Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : No

Results with Respect to the Environmental Aspect (3.3.2)

Energy management

- Electricity consumption

	2021	2022	2023
Total electricity consumption within the organization (Kilowatt-Hours)	0.00	0.00	0.00

Water management

- Water consumption

	2021	2022	2023
Total water withdrawal (Cubic meters)	0.00	0.00	0.00

Waste management

- Waste from operations

	2021	2022	2023
Total waste generated (Kilograms)	0.00	0.00	0.00

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	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 : No

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)	44	39	41
Number of female employees (Persons)	52	45	48
Total number of employees (Persons)	96	84	89

• Employee remuneration

	2021	2022	2023
Employee remuneration (baht)	0.00	0.00	0.00

• 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://investor.cgd.co.th/th/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 : No

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	1	11.11
Number of non-executive directors	8	88.89
Number of independent directors	6	66.67

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. VIKROM KOOMPIROCHANA Gender: Male Age: 77 years old Highest level of education: Doctoral degree Major: History of International Relations Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive, Independent director) Director type: Original director	30 May 2006	Corporate Management

2.	Mr. BEN TAECHAUBOL Gender: Male Age: 44 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	9 Sep 2009	Property Development, Corporate Management
3.	POL. GEN. WERAPONG CHUENPAGDEE Gender: Male Age: 66 years old Highest level of education: Master's degree Major: Public Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	9 Sep 2009	Corporate Management
4.	Mr. JIRASAK PONGHATHAIKUL Gender: Male Age: 53 years old Highest level of education: Bachelor's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Original director	29 Apr 2010	Corporate Management
5.	Mr. HSU-FENG SHUEH Gender: Male Age: 56 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: No Residing in Thailand: No	Director (Non-executive, Independent director) Director type: Original director	18 May 2010	Corporate Management

6.	Mr. GAVINTORN ATTHAKOR Gender: Male Age: 49 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: Re-elected as director	18 May 2010	Corporate Management
7.	ACM PERMKIAT LAVANAMAL Gender: Male Age: 70 years old Highest level of education: Master's degree Major: Public Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	29 Oct 2013	Corporate Management
8.	POL. MAJ. GEN. ITTIPOL ITTISARNRONNACHAI Gender: Male Age: 55 years old Highest level of education: Master's degree Major: Public Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Original director	30 Apr 2015	Corporate Management
9.	Ms. ORAPAK SUWANAPAKDEE Gender: Female Age: 47 years old Highest level of education: Doctoral degree Major: Leadership in Society, Business and Politics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Newly appointed director to replace ex-director	19 Jan 2023	Business Administration, Economics, Property Development, IT Management, Information & Communication Technology, Media & Publishing

List of directors who resigned/vacated their position during the year

General information	Position	Tenure	Replacement Director
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1.	Ms. JAELE ANG Gender: Female Age: 43 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: No Residing in Thailand: No	Director (Non-executive)	Date position was assumed: 29 Oct 2013 Date directorship ended: 28 Apr 2023	No replacement director
2.	POL. GEN. PHATCHARAVAT WONGSUWAN Gender: Male Age: 74 years old Highest level of education: Master's degree Major: Social Development Thai nationality: Yes Residing in Thailand: Yes	Vice Chairman (Non-executive, Independent director)	Date position was assumed: 22 Sep 2017 Date directorship ended: 30 Aug 2023	No replacement director

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.	ACM PERMKIAT LAVANAMAL Gender: Male Age: 70 years old Highest level of education: Master's degree Major: Public Administration Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	8 Sep 2021	Corporate Management
2.	POL. GEN. WERAPONG CHUENPAGDEE Gender: Male Age: 66 years old Highest level of education: Master's degree Major: Public Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Re-elected as director	9 Sep 2009	Corporate Management
3.	Mr. HSU-FENG SHUEH Gender: Male Age: 56 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: No Residing in Thailand: No	Audit committee (Non-executive, Independent director) Director type: Original director	18 May 2010	Corporate Management

4.	POL. MAJ. GEN. ITTIPOLO ITTISARNRONNACHAI Gender: Male Age: 55 years old Highest level of education: Master's degree Major: Public Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	11 Aug 2022	Corporate Management
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[1] A director with the accounting expertise needed to review financial statements

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
Nominating and Compensation	POL. GEN. WERAPONG CHUENPAGDEE	Chairman
	POL. MAJ. GEN. ITTIPOLO	Member
	ITTISARNRONNACHAI	Member
	Mr. BEN TAECHAUBOL	

Roles of Sub-committees

Sub-committees responsible for risk management : None

Sub-committees responsible for nomination : Nominating and Compensation

Sub-committees responsible for remuneration : Nominating and Compensation

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. BEN TAECHAUBOL Gender: Male Age: 44 years old Highest level of education: Master's degree Major: Business Administration	CHIEF EXECUTIVE OFFICER	18 May 2010	Property Development, Corporate Management
2. Mr. Varakorn Techamontrikul Gender: Male Age: 43 years old Highest level of education: Master's degree Major: Architecture	Executive Director – Development Division	1 Jan 2016	Design, Architecture
3. Ms. Patra Kantasiribitaks Gender: Female Age: 39 years old Highest level of education: Bachelor's degree Major: Business Administration	Executive Director – Customer Relation Management Division	16 May 2016	Finance, Finance & Securities
4. Mrs. Vatinee Chaturongkul Gender: Female Age: 43 years old Highest level of education: Master's degree Major: Business Administration	Executive Director – Projects Division	1 Jan 2019	Project Management, Architecture, Design
5. Ms. Pennapa Sakchaichrearnkul [1] Gender: Female Age: 50 years old Highest level of education: Master's degree Major: Management	Executive Director – Accounts & Finance Division	1 Dec 2022	Accounting, Finance, Budgeting

6.	Mr. Tawantai Taiswad	Executive Director –	1 Mar 2024	Business Administration,
	Gender: Male	Sales and Customer		Property Development,
	Age: 35 years old	Relations Division		Marketing, Negotiation
	Highest level of education: Bachelor's degree			
	Major: Music Industry Technology			

[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)	37,817,100.00	40,294,800.00	45,004,500.00

Other forms of remuneration

Employee Stock Ownership Plan (ESOP) : Yes

Employee Joint Investment Program (EJIP) : No

Employees (7.5)

Information about company employees

Employees

Number of male employees (persons) : 41

Number of female employees (persons) : 48

Total number of employees (persons) : 89

Employee Remuneration

Total employee remuneration : 0.00

Provident fund

Total number of employees (persons) : 89

Number of employees contributing to the PVD (persons) : 0

Percentage of employees who are members (%) : 0.00

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. BEN TAECHAUBOL Gender: Male Age: 44 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: 9 Sep 2009	Property Development, Corporate Management
2. POL. GEN. WERAPONG CHUENPAGDEE Gender: Male Age: 66 years old Highest level of education: Master's degree Major: Public Administration Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 9 Sep 2009	Corporate Management
3. Mr. GAVINTORN ATTHAKOR Gender: Male Age: 49 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: Re-elected as director	Date position was assumed: 18 May 2010	Corporate Management

• List of newly appointed director to replace the ex-director

General information	Position	Date position was assumed	Experience and expertise
1. Ms. ORAPAK SUWANAPAKDEE Gender: Female Age: 47 years old Highest level of education: Doctoral degree Major: Leadership in Society, Business and Politics Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Newly appointed director to replace ex-director	Date position was assumed: 19 Jan 2023	Business Administration, Economics, Property Development, IT Management, Information & Communication Technology, Media & Publishing

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. VIKROM KOOMPIROCHANA	Chairman of the board	Non-participating
Mr. BEN TAECHAUBOL	Director	Participating
POL. GEN. WERAPONG CHUENPAGDEE	Director	Non-participating
Mr. JIRASAK PONGHATHAIKUL	Director	Non-participating
Mr. HSU-FENG SHUEH	Director	Non-participating
Mr. GAVINTORN ATTHAKOR	Director	Non-participating
ACM PERMKIAT LAVANAMAL	Director	Non-participating
POL. MAJ. GEN. ITTIPOL ITTISARNRONNACHAI	Director	Non-participating
Ms. ORAPAK SUWANAPAKDEE	Director	Participating
Ms. JAELE ANG	Director	Non-participating
POL. GEN. PHATCHARAVAT WONGSUWAN	Vice Chairman	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) : 9

Date of AGM meeting : 28 Apr 2022

EGM meeting : No

List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1. Mr. VIKROM KOOMPIROCHANA (Chairman of the board)	-	9/9	Participating	Did not hold the meeting
2. Mr. BEN TAECHAUBOL (Director)	-	9/9	Participating	Did not hold the meeting
3. POL. GEN. WERAPONG CHUENPAGDEE (Director)	-	9/9	Participating	Did not hold the meeting
4. Mr. JIRASAK PONGHATHAIKUL (Director)	-	4/9	Non-participating	Did not hold the meeting
5. Mr. HSU-FENG SHUEH (Director)	-	8/9	Participating	Did not hold the meeting
6. Mr. GAVINTORN ATTHAKOR (Director)	-	9/9	Participating	Did not hold the meeting
7. ACM PERMKIAT LAVANAMAL (Director)	-	9/9	Participating	Did not hold the meeting
8. POL. MAJ. GEN. ITTIPOLO ITTISARNRONNACHAI (Director)	-	9/9	Participating	Did not hold the meeting
9. Ms. ORAPAK SUWANAPAKDEE (Director)	-	8/8	Participating	Did not hold the meeting

10.	Ms. JAELE ANG (Director)	28 Apr 2023	2/3	Non-participating	Did not hold the meeting
11.	POL. GEN. PHATCHARAVAT WONGSUWAN (Vice Chairman)	30 Aug 2023	0/6	Non-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. VIKROM KOOMPIROCHANA (Chairman of the board)	-	725,000.00	0.00	No
2.	Mr. BEN TAECHAUBOL (Director)	-	360,000.00	0.00	No
3.	POL. GEN. WERAPONG CHUENPAGDEE (Director)	-	575,000.00	0.00	No
4.	Mr. JIRASAK PONGHATHAIKUL (Director)	-	435,000.00	0.00	No
5.	Mr. HSU-FENG SHUEH (Director)	-	575,000.00	0.00	No
6.	Mr. GAVINTORN ATTHAKOR (Director)	-	435,000.00	0.00	No
7.	ACM PERMKIAT LAVANAMAL (Director)	-	580,000.00	0.00	No
8.	POL. MAJ. GEN. ITTIPOL ITTISARNRONNACHAI (Director)	-	435,000.00	0.00	No
9.	Ms. ORAPAK SUWANAPAKDEE (Director)	-	315,000.00	0.00	No
10.	Ms. JAELE ANG (Director)	28 Apr 2023	120,000.00	0.00	No
11.	POL. GEN. PHATCHARAVAT WONGSUWAN (Vice Chairman)	30 Aug 2023	240,000.00	0.00	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) : 7

	List of directors	Termination date	Number of the audit committee meeting
1.	ACM PERMKIAT LAVANAMAL (Chairman of the audit committee)	-	7/7
2.	POL. GEN. WERAPONG CHUENPAGDEE (Audit committee)	-	7/7
3.	Mr. HSU-FENG SHUEH (Audit committee)	-	6/7
4.	POL. MAJ. GEN. ITTIPOLO ITTISARNRONNACHAI (Audit committee)	-	7/7