



บริษัท เพอร์ซิเดนท์ เบเกอรี่ จำกัด (มหาชน)  
PRESIDENT BAKERY PUBLIC COMPANY LIMITED



**Sustainability Awards  
2024**



**SET ESG Rating  
2024 : AAA**



**CGR 2024 :  
Excellent CG Scoring**





**World Branding Awards  
2021-2024**



**No.1 Brand Thailand  
2021-2024**



**ESG100  
2024**



**ESG DNA  
2024**



**The Company received the Commended Sustainability Awards from the Sustainability Excellence Awards from the Stock Exchange of Thailand.**

With Professor Kitipong Uraepatanapong, Chairperson of the Stock Exchange of Thailand, presenting the award to Mr. Apisate Thammanomai, Managing Director on October 30, 2024 at the Stock Exchange of Thailand.





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ADDLINE  
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ฟาร์มเฮ้าส์

รักตัวเองเหมือนด้า...รัก

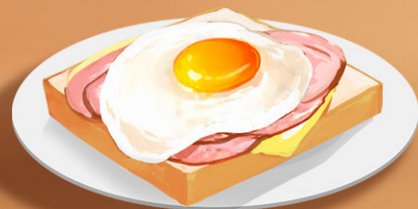
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ฟาร์มเฮ้าส์

ความสุข  
สดใหม่  
ที่มีให้คุณทุกวัน



## Financial Highlights

Consolidated	2024	2023	2022
<b>Financial Status (Million Baht)</b>			
Total Assets	13,871.43	12,916.41	12,200.98
Total Liabilities	1,428.10	1,174.73	1,267.00
Total Shareholders' Equity	12,443.33	11,741.68	10,933.98
<b>Performance (Million Baht)</b>			
Total Sales	7,480.31	7,540.44	7,528.86
Total Revenues	7,533.34	7,597.68	7,570.97
Cost of sales	4,051.27	4,033.11	4,048.93
Profit for the year	1,590.59	1,707.77	1,706.97
<b>Financial Ratio</b>			
Gross Profit Margin (%)	45.84	46.51	46.22
Net Profit Margin (%)	21.11	22.48	22.55
Return on Equity (%)	13.15	15.06	16.22
Total Assets Turnover (times)	0.56	0.60	0.65
Return on Assets (%)	53.96	61.77	61.71
<b>Stock Data (Baht)</b>			
Par Value per Share	1.00	1.00	1.00
Book Value per Share	27.65	26.09	24.30
Basic Earnings per Share	3.53	3.80	3.79
Dividend per Share	*** <sup>1</sup>	2.00	2.00
Number of Share (million Shares)	450	450	450

<sup>1</sup> Interim dividend for the operating results during the first half-year at the rate of Baht 0.89 per share such interim dividend was paid by the profit gained from BOI-promoted business at the rate of Baht 0.60 per share and Derived from profit under non-BOI privilege at the rate of Baht 0.29 per share.

<sup>2</sup> Total Revenues excluded Share of profit from investment in joint venture and finance income.



## Message from the Board of Directors

Due to the escalating challenges of climate change and global warming, which are increasingly affecting all countries, the Company recognizes the significance of these issues. Consequently, it prioritizes energy management, efficient resource utilization, as well as the continuous development and enhancement of production efficiency. Furthermore, sustainability management remains an ongoing commitment, particularly in research and development of new products to align with consumer needs. The Company also strategically plans to integrate highly efficient production technologies into its manufacturing processes. Additionally, the Company has implemented various projects to promote sustainability, such as food quality and safety management, energy management, employee capacity development, and fostering ESG DNA within the organization.

The Company is committed to conducting business sustainably, driven by its High Purpose, which aims to deliver value for a better life. This commitment is reflected in its strategic approach to driving business towards sustainability, with a strong awareness of and emphasis on enhancing operational efficiency while simultaneously considering environmental and social impacts and adhering to governance principles (ESG). The Company's sustainability framework consists of four key sustainability missions: fostering stable business growth, optimizing resource utilization, being environmentally friendly, and developing the organization towards long-term sustainability.

Beyond its social responsibility, the Company also places great importance on combating fraud and corruption. It actively supports and promotes awareness among employees at all levels to uphold ethical conduct and reject all forms of corruption. In addition to establishing a clear Anti-Corruption Policy as a guiding framework, the Company has been re-certified for the second time as a member of the Thai Private Sector Collective Action Against Corruption (CAC). Furthermore, it has developed best practices aligned with the anti-corruption measures of this initiative, ensuring that all employees adhere to these standards as a fundamental principle.

In 2024, the Company takes great pride in receiving numerous prestigious awards, including:

- SET Awards 2024 in the Sustainability Excellence category, under the Commended Sustainability segment, presented by the Stock Exchange of Thailand.

- Recognition as a sustainable stock in the SET ESG Rating for 2024 by the Stock Exchange of Thailand, achieving a AAA rating. This year, 228 companies were selected as sustainable stocks.
- Corporate Governance Report (CGR) assessment for 2024 by the Thai Institute of Directors (IOD), receiving an "Excellent" (5-star) rating.
- Assessment of the quality of the Annual General Meeting of Shareholders for 2024 in which the Company received a perfect score of 100 points, achieving a rating of "Outstanding."
- Recognized as one of the ESG 100 companies for 2024, a selection of listed companies demonstrating outstanding performance in Environmental, Social, and Governance (ESG), for the ninth consecutive year by the Thaipat Institute.
- Maintained its position as the No.1 preferred bakery brand among consumers nationwide, receiving the Marketeer No.1 Brand Thailand award for the seventh consecutive year.

In 2024, the Company recorded sales revenue of 7,480.31 million baht and a net profit of 1,593.02 million baht (separate financial statement).

As for PB Flour Mill Company Limited, a subsidiary, it was established with the objective of producing and distributing wheat flour. In 2024, the subsidiary commenced the selection process for a wheat flour mill designer and machinery suppliers. It is anticipated that the wheat flour production facility will be operational within the next 2-3 years.

Lastly, the Board of Directors of President Bakery Public Company Limited extends its sincere appreciation to all shareholders, business partners, suppliers, customers, and all stakeholders for their continued support of the Company's operations. The Board also expresses gratitude to the management team and employees for their dedication and commitment. We look forward to maintaining this strong collaboration in the future.

**On the behalf of the Board of Directors**



**Mr. Apichart Thammanomai**

Chairman of the Board and Executive Chairman

## Board of Directors



**Mr. Pipat Paniangvait**

Honorary Chairman/Director  
Chairman of Nomination  
and Remuneration Committee



**Mr. Apichart Thammanomai**

Chairman of the Board of Directors  
and Chairman of the Executive Board  
Nomination and Remuneration  
Committee



**Mr. Apisate Thammanomai**

Managing Director  
Corporate Governance,  
Risk Management  
and Sustainability Committee  
Investment Committee



**Mr. Vichai Kulsomphob**

Director  
Chairman of Investment Committee



**Miss Petcharat Anantawichai**

Director and Senior Management,  
Accounting Dept. and Finance Dept. Manager  
Corporate Governance, Risk Management  
and Sustainability Committee  
Investment Committee  
Company Secretary



**Miss Panida Prayottaweekij**

Director and Assistant Managing Director  
Corporate Governance,  
Risk Management  
and Sustainability Committee



**Dr. Pojjane Paniangvait**

Director  
Corporate Governance,  
Risk Management and Sustainability  
Committee



**Mr. Pun Paniangvait**

Director  
Investment Committee



**Miss Saipin Kittipornpimol**

Director and Assistant Managing Director  
Corporate Governance, Risk Management  
and Sustainability Committee  
Investment Committee



## Board of Directors



**Miss Ubolluck Luevoravinyu**

Director and Assistant Managing Director  
Corporate Governance, Risk Management  
and Sustainability Committee  
Investment Committee



**Mr. Wattanachai Chotechutrakul**

Chairman of Independent Director  
and Chairman of Audit Committee  
Nomination and Remuneration  
Committee



**Mr. Thanapich Mulapruk**

Independent Director  
and Audit Committee  
Chairman of the Corporate Governance,  
Risk Management and Sustainability  
Committee



**Prof. Dr. Piyamitr Sritara**

Independent Director  
Nomination and Remuneration Committee  
Corporate Governance,  
Risk Management  
and Sustainability Committee



**Mrs. Aim-On Pathumarak**

Independent Director  
and Audit Committee  
Corporate Governance,  
Risk Management  
and Sustainability Committee



**Mr. Chatchai Janpraisri**

Independent Director  
and Audit Committee

## Board of Independent Director and Audit Committee

1. **Mr. Wattanachai Chotechutrakul**  
Chairman of Independent Director and Chairman of Audit Committee
2. **Mr. Thanapich Mulapruk**  
Independent Director and Audit Committee
3. **Prof. Dr. Piyamitr Sritara**  
Independent Director
4. **Mr. Chatchai Janpraisri**  
Independent Director and Audit Committee
5. **Mrs. Aim-On Pathumarak**  
Independent Director and Audit Committee

## Nomination and Remuneration Committee

1. **Mr. Pipat Paniangvait**  
Chairman of Nomination and Remuneration Committee
2. **Mr. Apichart Thammanomai**  
Nomination and Remuneration Committee
3. **Mr. Wattanachai Chotechutrakul**  
Nomination and Remuneration Committee
4. **Prof. Dr. Piyamitr Sritara**  
Nomination and Remuneration Committee

## Corporate Governance, Risk Management and Sustainability Committee

1. **Mr. Thanapich Mulapruk**  
Chairman of the Corporate Governance, Risk Management and Sustainability Committee
2. **Mr. Apisate Thammanomai**  
Corporate Governance, Risk Management and Sustainability Committee
3. **Miss Petcharat Anantawichai**  
Corporate Governance, Risk Management and Sustainability Committee
4. **Miss Panida Prayottaweej**  
Corporate Governance, Risk Management and Sustainability Committee
5. **Miss Saipin Kittipornpimol**  
Corporate Governance, Risk Management and Sustainability Committee
6. **Miss Ubolluck Luevoravinyu**  
Corporate Governance, Risk Management and Sustainability Committee
7. **Dr. Pojjanee Paniangvait**  
Corporate Governance, Risk Management and Sustainability Committee
8. **Prof. Dr. Piyamitr Sritara**  
Corporate Governance, Risk Management and Sustainability Committee
9. **Mrs. Aim-on Pathumarak**  
Corporate Governance, Risk Management and Sustainability Committee

## Investment Committee

1. **Mr. Vichai Kulsomphob**  
Chairman of Investment Committee
2. **Mr. Apisate Thammanomai**  
Investment Committee
3. **Mr. Pun Paniangvait**  
Investment Committee
4. **Miss Petcharat Anantawichai**  
Investment Committee
5. **Miss Saipin Kittipornpimol**  
Investment Committee
6. **Miss Ubolluck Luevoravinyu**  
Investment Committee



## Section 1 Business Operations and Performance

# 1. Structure and Business Operations

### 1.1 Policy and Business Overview

President Bakery Public Company Limited (“the Company”) was incorporated as a limited company on 29 October 1980 and converted to a public company limited on 19 July 2002 with a registered capital of 300 million baht, with paid-up amount of 300 million baht. In 2006, the Company increased its registered capital from 300 million baht to 450 million baht according to the resolution of the shareholders’ meeting No. 27 held on 25 April 2006 and registered the capital increase on 15 June 2006. On 28 April 2011, the 32<sup>nd</sup> Annual General Meeting of Shareholders resolved to approve the Company to change the par value of ordinary shares from the original par value of 10 baht per share to a par value of 1 baht per share. The shares has increased from 45 million shares to 450 million shares. The Company registered the change in par value with the Ministry of Commerce on 12 May 2011.

Its major shareholder is Thai President Foods Public Company Limited, which is a public company incorporated in Thailand. The main business is the production and distribution of bread and bakery which is the sale of products under the Company’s trademark to traditional retailers (Traditional Trade) and modern retailers (Modern Trade), by selling in the form of outright sale. When delivering new products, the Company will replace the old product that the retailers did not sell in order to manage the freshness of the products. The Company has a bakery retail business by selling products under the Company’s trademark, through its own retail stores and by customers’ demand. The Company also sells made-to-order products to fast food restaurants and convenience stores.

The Company’s business is divided into 4 business lines as follows:

1. Wholesale bakery business. The selling products are such as sliced breads, burger buns, hot dog buns, Snack Bread, Snack Cake such as stuffed bread, instant sandwiches, cakes and other bakery products. The products are distributed under “Farmhouse” trademark and Farmhouse Vending Machine and Farmhouse Delivery.
2. Retail bakery business. The selling products are such as bakeries sold in DeliYa, cakes by Madame Marco and Farmhouse’s mooncakes, Good Morning Farmhouse.
3. Fast food business. The selling products are such as burger buns, hot dog buns, sliced breads, French breads, croissants, biscuits and pizza dough. These products are being sold to restaurants such as McDonald’s, KFC, Pizza Hut, Burger King, Chester’s Grill, The Pizza Company, Sizzler, etc., as well as fried products such as breadcrumbs.
4. International sales (through domestic traders) bread crumb products including sliced bread ready-to-eat bread and other bakery

#### 1.1.1 Vision, Mission and Core Values

The Board of Directors participated in the endorsement of the vision and mission of the Company. In order to operate in accordance with the vision and mission that has been laid, the management has appointed a strategic planning working group to formulate a consolidated strategic plan of the Company, and prepare a strategic plan for each department, which will be a guideline for operation as well as establishing a system for monitoring, improving and evaluating the operating results in comparison with the plans and the specified budget, in order to maximize the value to the Company with the vision mission and core values as follows:



## Vision

Being the leader of bakery and food manufacturer and distributor with clean, fresh, safe and nutritional product at international quality standard as well as having the responsibility to the consumer society, and environment.



## Mission

1. Research, develop, study of the new innovation in order to product healthy products emphasizing on natural ingredients with good quality, delicious, clean, fresh, safe and beneficial to consumers.
2. Develop a modern, clean and safe production system by using intelligent technology and control system that are good, efficient and can compete with the industry.
3. Develop sales management and transportation systems by applying information technology to analyze the data and management, so that the products and services can reach consumers quickly efficient, clean, safe and in-time of the demand.
4. Promote and develop the potential of employees to have knowledge, keep up with the changes of technology, keep up with the world, as well as having creativity, knowledge and abilities to create opportunity for their career growth.
5. Establish love, unity, justice, adhere to the principles of good governance and good corporate governance in order to gain the strength and sustainability for the organization.



## Core Values



The Company has seen the importance of the core value, which is the main conceptual framework for clearly defining the behavior of employees in the organization, create corporate culture, employee identity, so that the employees are driven in the same direction, leading to the achievement of the Company's business goals and objectives, by setting the corporate core value with the cord A-C-T-I-V-E, which has the following meanings:

### FARMHOUSE CORE VALUES

<b>A (Attitude)</b>	Positive attitude towards themselves, colleagues and the organization.
<b>C (Commitment)</b>	To keep the promise, having determination and able to achieve the goals.
<b>T (Teamwork)</b>	Work together as a team by knowing their responsibilities.
<b>I (Innovation)</b>	Create, improve and develop new things.
<b>V (Value)</b>	Create value for themselves, organization and the stakeholders.
<b>E (Ethics)</b>	To have work ethics, diligence, patience and honesty





## Objectives and Long-term Goals in Business Operations

The Company has the intention to maintain its leadership status the production and distribution of bread and other bakeries in wholesale manner with consistent standard and quality, as well as has the commitment to introduce new innovations and continually developing new products, for consumers to have the opportunity to access good quality products at a reasonable price, by using modern technology according to international standards on the basis of proper use of resource and environmental friendliness. The Company is also expanding the market to new consumer groups, as well as developing existing products to have added value in order to meet the ever-changing needs and behaviors of the consumers. This includes increasing the potential of employees at all levels to enhance competitiveness, along with taking care of the social community and create appropriate returns for shareholders, by operating business that takes all stakeholders into account for sustainable business growth.

For the next 3 years, the Company plans to commence the use of the new machinery (B6000), which features advanced technology for bread production. Additionally, the Company is planning to construct new facilities and invest in new machinery at the Lardkrabang factory. This investment will focus on enhancing production efficiency, reducing energy consumption, and minimizing waste, among other improvements.

### 1.1.2 Major Changes and Developments

#### Significant developments in the past 3 years

##### Year 2022

- The Company introduced a new brand ambassador named Fumi Hausu, a Japanese anime avatar, in response to the growing trend of the digital world and metaverse.
- The Company made an investment of 180 million baht in Hydrogen Freehold and Leasehold Real Estate Investment Trust Units.
- The Company invested 35 million baht in ordinary shares of King Square Development Company Limited, amounting to 40,000 shares with a par value of 1,000 baht per share, covering 87.5% of the total shares.
- The Company made a strategic decision to purchase a land in Pattani to build a distribution center instead of continuing to rent. As of the end of 2022, the Company owned 20 distribution centers and leased 28 additional locations across all regions.
- In 2022, the Company focused on improving to increase the efficiency of data management and analysis by focusing on improving the Business Intelligence (BI) program and improving the Interface screen to be able to analyze data more accurately. This includes improving the infrastructure system, such as increasing the size of the channel and speed of data transmission to increase the ability to receive sales data from the field to analyze and control product sales and product return management to be more efficient, supporting the expansion and changes in consumer behavior of customers according to the current economic situation. In addition, the information security system has been improved to be more secure both in terms of programs and procedures to support the Computing Act with announcement.

- On September 30, 2022, the Company was certified for the renewal of membership in the Thai Private Sector Collective Action Against Corruption (CAC) for the 2nd time.

### Year 2023

- The Company was selected as 1 of 193 companies in SET ESG Rating 2023. The Company gets assessment results in AA level from the Stock Exchange of Thailand. SET ESG Ratings is a ranking award from sustainable stocks assessment of listed companies in the Stock Exchange of Thailand from performance assessment of listed companies that conduct business sustainably.
- On September 18, 2023, the Board of Directors' meeting had a resolution to approve investment establishing a new subsidiary company named PB Flour Mill Company Limited to conduct wheat flour production and distribution business with registered capital of 500 million baht (ordinary share 5,000,000 shares, 100 baht par value). The Company has 99% investment proportion of registered capital.
- The Company purchased 4 pieces of land which are Saraburi, Surin, Lopburi and Kanchanaburi to build a distribution center instead of continuing to rent. As of the end of 2023, the Company owned 24 distribution centers and leased 26 additional locations, 50 in total, across all regions.
- The Company has improved work process by using more information technology in order to improve work efficiency and help in work procedures such as developing program on tablet for the QC department to record data in production line instead of in paper, and record in the computer system again in order to reduce paper use, repetitiveness, and mistakes from work, etc.

### Year 2024

- Received the SET Awards 2024 in the Sustainability Excellence category under Commended Sustainability, presented by the Stock Exchange of Thailand.
- Recognized as a sustainable stock in the SET ESG Rating for 2024 by the Stock Exchange of Thailand, achieving a AAA rating. This year, 228 companies were selected as sustainable stocks.
- Received the Corporate Governance Report (CGR) assessment for 2024 by the Thai Institute of Directors (IOD), achieving a "Excellent" (5-star) rating.
- Received the Annual General Meeting Quality Assessment for 2024, with the Company achieving a perfect score of 100 points, earning an "Outstanding" rating.
- Selected as one of the ESG100 companies for 2024, recognizing listed companies with outstanding performance in Environmental, Social, and Governance (ESG) for the ninth consecutive year, as awarded by the Thaipat Institute.
- Awarded a Certificate of Honor under the ESG DNA initiative for its success in promoting, developing, and enhancing employees' capabilities in sustainability. This initiative establishes fundamental sustainability knowledge for employees at all levels, aligning with operational principles through the ESG in Process (Economic, Environmental, Social, Governance) framework. It also instills DNA in sustainability, reinforcing the Company's commitment to organizational development and advancing its goals in sustainable growth. This recognition was granted by the Stock Exchange of Thailand.



- The Company has been awarded the FSSC 22000 (Version 6) international food safety certification, a globally recognized food production safety standard accredited by the Global Food Safety Initiative - GFSI. This achievement reinforces the Company's commitment to developing and producing high-quality bakery products that meet the highest standards of quality, safety, and nutritional value. It enhances consumer confidence and satisfaction while delivering value and improving quality of life under a sustainable production process framework.
- Commenced the installation of a new production line at the Bangchan factory, featuring advanced technology and increased production capacity to replace the existing production line that has been in operation for an extended period.
- Acquired four land plots in Ubon Ratchathani, Tak, Roi Et, and Mukdahan to establish distribution centers in place of leased properties. As of the end of 2024, the Company owns 26 distribution centers and leases 24 locations, totaling 50 centers across all regions.
- The Company expanded its sales footprint to reach more customers by deploying digital vending machines. In 2024, a total of 319 machines were installed to enhance customer convenience, with plans to expand to 1,000 machines nationwide by 2025.
- In the retail business, the Company expanded its Deliya stores by five new locations and Madame Marco stores by six new locations. As of the end of 2024, the Company operates 14 Deliya stores and 28 Madame Marco stores.
- The Company places great importance on ESG, fostering sustainable business operations alongside environmental, social, and governance responsibilities. Initiatives include converting part of the transport fleet from fuel-powered to electric vehicles to conserve energy, installing solar panels at distribution centers to utilize solar energy, and minimizing paper usage. (Further details can be found in the 2024 Sustainability Development Report.)

### **1.1.3 Use of proceeds from debentures offering**

- None -

### **1.1.4 Commitments stipulated in the debenture registration statements**

- None -

### 1.1.5 Company Profile

General Information	
<b>Company's Name</b>	President Bakery Public Company Limited
<b>Symbol</b>	PB
<b>Nature of Business</b>	Manufacture and distributor of bread and bakery products
<b>Registered</b>	No. Bor Mor Jor 0107545000144
<b>Registered Capital</b>	450,000,000 Ordinary Shares, Par Value at 1 Baht per Share
<b>Issued and fully paid-up</b>	450,000,000 Ordinary Shares, Par Value at 1 Baht per Share
<b>Head Office</b>	121/84-85, 29 <sup>th</sup> Floor, R.S. Tower, Ratchadapisek Road, Dindaeng, Bangkok 10400
<b>Telephone</b>	0-2209-3000
<b>Fax</b>	0-2209-3091
<b>Website</b>	<a href="http://www.farmhouse.co.th">http://www.farmhouse.co.th</a>
<b>Registrar</b>	Thailand Securities Depository Co., Ltd. 93, Ratchadapisek Road, Dindaeng, Bangkok 10400 Tel. 0 2009-9000 Fax. 0 2009-9991
<b>Auditor</b>	EY Office Limited 193/136-137, 33 <sup>rd</sup> Floor, Lake Rajada Office Complex, Ratchadapisek Road, Klongtoey, Bangkok 10110 Tel. 0-2264-0777, 0-2661-9190 Fax. 0-2264-0789-90, 0-2661-9192
<b>Legal Consultant</b>	F.N. Infinity Co.,Ltd. 611/40, Soi Wat Chan Nai, Charoen Krung Road, Bang Khlo, Bang Kho Laem, Bangkok 10120 Tel. 0-2689-8946, 0-2291-0414 Fax. 0-2291-1127

## 1.2 Nature of Business

### 1.2.1 Revenue Structure

(Unit : Million Baht)

Product/Services	2024		2023		2022	
	Amount	%	Amount	%	Amount	%
1. Wholesale Bakery Business	6,630.31	88.01	6,740.78	88.72	6,810.46	89.95
2. Retail Bakery Business	152.53	2.02	131.42	1.73	117.51	1.55
3. Fast Food & Catering	660.37	8.77	629.59	8.29	551.89	7.29
4. Export (Through Domestic Traders)	37.10	0.50	38.66	0.51	49.00	0.65
<b>Total Revenues from Core Business</b>	<b>7,480.31</b>	<b>99.30</b>	<b>7,540.44</b>	<b>99.25</b>	<b>7,528.86</b>	<b>99.44</b>
5. Other Income	53.03	0.70	57.24	0.75	42.11	0.56
<b>Total Revenues</b>	<b>7,533.34</b>	<b>100.00</b>	<b>7,597.68</b>	<b>100.00</b>	<b>7,570.97</b>	<b>100.00</b>

**Remark :** Total Revenues excluded share of profit from investment in joint venture and finance income



## 1.2.2 Product Information

### (1) Nature of Products and Services and Innovation Development Business and Production Line



## Sliced Bread



Sliced Bread



English Bread



White Bread

## 1. Wholesale Bakery Business

It is a business that produces and sells bakery products in a wholesale manner, under “Farm House” trademark by delivering products to various channels / stores, with the main customers being modern retailer and traditional retailers, namely:

- Hypermarkets.
- Department stores.
- Supermarkets.
- Convenient stores.
- Stores in various gas stations.
- Traditional retail stores.

Products Sold in the Wholesale Bakery Business are as follows:

### 1.1 Sliced Bread

It is the first product that the Company started producing and distributing. It is considered the product that has created the most brand awareness for Farmhouse among consumers from the past to the present. Moreover, it remains a key product in generating revenue for the Company. With its product characteristics, it offers a wide variety of consumption options suitable for all ages. It is also a product that is ideal for everyone in the family. For the sliced bread product line, which initially only had plain sliced bread, the Company has developed and expanded the range by adding more varieties and sizes, as follows:

#### (1) White Bread

This category consists of sliced bread with a soft white texture, made from 100% unbleached wheat flour. It is suitable for all genders and ages and can be used in a variety of dishes at any time. Products in this category include sliced bread weighing 480 grams, sliced bread weighing 240 grams, crustless bread, Royal Bread, and Hokkaido milk-flavored bread. In 2024, a new product was introduced: English Bread.

## Sliced Bread



### (2) Grain Bread

This group consists of sliced bread containing various grains to enhance nutritional value, aligning with the increasing health awareness among Thai people, especially in choosing food products that are beneficial for consumption. The products in this group include 500g whole wheat bread, 250g whole wheat bread, and whole wheat bread with fine texture, which is ideal for children and health-conscious consumers who do not prefer the texture of traditional whole wheat bread, making it easier to consume. Additionally, there is Royal Whole Wheat, a soft, thick-sliced whole wheat bread; Royal 12 Grain, a thick-sliced bread made with 12 types of grains, offering a special recipe full of benefits and a rich taste; and Royal Germinated Grain, a soft grain bread mixed with sprouted

rice, which contains GABA. The products that have received the Healthier Choice symbol include four items: 500g whole wheat bread, 250g whole wheat bread, whole wheat bread with fine texture, and Royal Germinated Grain, a soft grain bread with sprouted rice.

### (3) Flavoured Bread

This is a new category of sliced bread introduced by the Company, featuring a unique built-in flavor. It can be enjoyed on its own or used in various dishes, offering consumers a diverse eating experience. Products in this category include butterscotch bread, raisin bread, and valentine butterscotch bread, which is an innovative and unique product that has never been available before.

## Burger Bun and Hot Dog Bun



Burger Bun with  
Sesame Seed



Hot Dog Roll



Top Sliced  
Hot Dog Roll

## Snack Bread



Ovaltine Crunchy  
& Milk Butter  
Filled Two Tone  
Sandwich



Milk Butter  
& Strawberry  
Filled Two Tone  
Sandwich



Chocolate  
& Strawberry  
Filled Two Tone  
Sandwich



Tuna  
Mayonnaise  
Daily Sandwich



Shredded Pork  
Mayonnaise  
Daily Sandwich



Shredded  
Chicken  
Chili Paste  
Daily Sandwich



Crab Stick  
Mayonnaise  
Daily Sandwich



Carb Stick  
Chili Paste  
Daily Sandwich



Tuna Corn Salad  
Whole Wheat  
Sandwich



Ham & Egg  
Mayonnaise  
Whole Wheat  
Sandwich



Tuna  
Mayonnaise  
Sandwich



Crab Stick  
Mayonnaise  
Sandwich



Shredded Pork  
Mayonnaise  
Sandwich



Thai Custard  
Filled  
Sweet Sandwich



Chocolate  
Filled  
Sweet Sandwich



Milk Butter  
Cream With  
Almond Filled  
Sweet Sandwich

### 1.2 Burger Bun and Hot Dog Bun

The products offered include sesame-topped burger buns, hot dog buns, and split-top hot dog buns. These products can be used in a variety of dishes, such as different types of burgers and hot dogs with various fillings.

### 1.3 Snack Bread

These are ready-to-eat bakery products, packaged in single-serving pouches, perfectly sized for a single meal. They cater to the fast-paced lifestyle of urban consumers who need convenience, speed, and portability, allowing them to enjoy the products anywhere, anytime. The products come in a variety of types and flavors, suitable

for all target groups, including students, working adults, and everyone in between. Products in this category include 5 flavors of Daily Sandwiches, 3 flavors of Sweet Sandwiches, 9 flavours of 70-80 gram Stuffed Bread, 5 flavours of Spread Bread, 4 flavors of Bread Pairs , 3 flavors of Loaf Breads, 4 flavors of Large Sweet Hot Dog Breads, 5 flavors of 50-gram Sweet Hot Dog Breads, and Pork Floss and Salad Dressing Hot Dog Breads. 5 flavors of the Triangular Sandwiches are also available. In 2024, new products include Coconut Custard Roll Breads, Pineapple Raisin Custard Roll Breads, Duo Filling Bun with Black Bean Sticky Rice and Coconut Cream, Duo Filling Bun with Taro and Coconut Cream, and 50-gram Stuffed Breads in 7 flavors.



## Snack Bread



Mocha  
Spread Bread



Hokkaido Milk  
Flavoured Cream  
Spread Bread



Chocolate  
Spread Bread



Butter  
Spread Bread



Thai Custard  
Spread Bread



Pandan Custard  
With Coconut  
Roll Bun



Pineapple Custard  
With Raisin  
Roll Bun



Sticky Rice  
With Black Bean &  
Coconut Cream  
Filled Bun



Taro & Coconut  
Cream  
Filled Bun



Taro  
Filled Bun



Red Bean  
Filled Bun



Thai Custard  
Filled Bun



Thai Custard  
Milk  
Filled Bun



Chocolate  
Custard  
Filled Bun



Cream  
Custard  
Filled Bun



Black Bean  
Filled Bun



Coconut &  
Taro  
Filled Bun



Coconut &  
Pandan Custard  
Filled Bun



Red Bean &  
Lotus Seed  
Filled Bun



Thai  
Custard  
Filled Bun



Taro  
Filled Bun



Red Bean  
Filled Bun



Black Bean  
Filled Bun



Red Bean &  
Black Sesame  
Filled Bun



Chocolate  
Custard  
Filled Bun



Salad Dressing  
And Shredded  
Pork  
Filled Hotdog  
Bun



Hokkaido Milk  
Flavoured Cream  
Filled Hotdog  
Bun



Chocolate  
Flavoured Cream  
Filled Hotdog  
Bun



Coffee  
Flavoured Cream  
Filled Hotdog  
Bun



Pineapple  
Flavoured Cream  
Filled Hotdog  
Bun



Strawberry  
Flavoured Cream  
Filled Hotdog  
Bun



Ovaltine  
Crunchy  
Filled Hot Dog  
Bun



Hokkaido Milk-  
Almond  
Flavoured Cream  
Filled Hotdog  
Bun



Coffee-  
Almond  
Flavoured Cream  
Filled Hotdog  
Bun



Strawberry-  
Raisin  
Flavoured Cream  
Filled Hotdog  
Bun



Butter Bread



Taro Bread



Coconut Pandan  
Flavoured  
Bread



Cocoa  
Flavoured  
Bread



Loaf Chocolate  
Chip Raisin Cocoa  
Bread



Loaf Raisin  
Bread



Loaf Mocha  
Butterscotch  
Flavoured Bread

## Snack Cake



Coffee  
Custard Filled  
Donut Cake



Chocolate  
Custard Filled  
Donut Cake



Vanilla  
Custard Filled  
Donut Cake



Thai  
Custard Filled  
Donut Cake



Almond Milk Butter  
Mochi Cake



Double Chocolate  
Mochi Cake



Cake Roll  
Hokkaido Milk Flavoured



Cake Roll  
Vanilla Flavoured



Cake Roll  
Pandan Flavoured



Cake Roll  
Coffee Flavoured



Cake Roll  
Orange Flavoured



Sandwich Cake  
Vanilla  
Flavoured Cake



Sandwich Cake  
Pandan  
Flavoured Cake



Sandwich Cake  
Coffee  
Flavoured Cake



Ovaltine Crunchy  
Filled  
Dorayaki



Chocolate  
Filled  
Dorayaki



Creamy Almond  
Filled  
Dorayaki



Chocolate Chip  
Cream Filled  
Dorayaki



Cream Custard  
Filled  
Dorayaki



Almond Brownie



Chocolate Chip  
Banana Cake



Almond  
Banana Cake



Banana Cake

### 1.4 Snack Cake

The Company recognizes the potential of the ready-to-eat cake market with high standards, combined with expertise in cake production from specialists. As a result, the Company developed the Snack Cake product line for sale. The Snack Cake products manufactured and sold by the Company include 3 varieties of Banana Cakes such as Classic Banana Cake, Almond Banana Cake, and Chocolate Chip Banana Cake. Additionally, the Company offers 5 flavors of Roll Cakes: Coffee Roll Cake, Pandan Roll Cake, Orange Roll Cake, Vanilla Roll Cake, and Milk

Roll Cake. There are also 5 varieties of Hokkaido Dorayaki, including Custard Cream Dorayaki, Chocolate Dorayaki, Almond Cream Dorayaki, Chocolate Chip Cream Dorayaki, and Ovaltine Crunchy Dorayaki. 3 Varieties of the Sandwich Cakes include Vanilla Sandwich Cake, Pandan Sandwich Cake, and Coffee Sandwich Cake. 4 varieties of the Donut Cakes include Vanilla Custard Donut Cake, Chocolate Custard Donut Cake, Custard Egg Donut Cake, and Coffee Custard Donut Cake. Additionally, there are 2 flavours of Mochi Cakes, including Almond Butter Milk Mochi Cake and Double Chocolate Mochi Cake, Along with Almond Brownies

## Confectionery



Cookies  
Butter  
Flavoured



Cookies  
Fruit  
Flavoured



Cookies  
Raisin  
Flavoured



Cookies  
with Chocolate  
Chip



Butter Cookies  
Mocha Almond



Butter Cookies  
Hokkaido Milk



Butter Cookies  
Vanilla



Butter Cookies  
Chocolate



Cube Pang  
Cheese Flavoured  
Crispy Bread



Cube Pang  
Nori Seaweed  
Flavoured  
Crispy Bread



Butter Toast



Raisin  
Butter Toast



Mini  
Butter Toast



Pineapple  
Fruit Pie



Strawberry  
Fruit Pie



Blueberry  
Fruit Pie



Coconut &  
Pandan Custard  
Pie



Chocolate  
Pie



Taro Pie



Pineapple Pie



Corn Pie



Farmhouse Vending Machine

### 1.5 Other Bakery Products

The products in the Confectionery category include Mini Butter Crisps, Butter Baked Crisps, Raisin Butter Baked Crisps, 4 flavours of Cookies include Butter Cookie, Mixed Fruit Cookie, Raisin Cookie, and Chocolate Chip Cookie. There are also 4 flavours of Butter Cookies, including Vanilla Butter Cookie, Chocolate Butter Cookie, Hokkaido Milk Butter Cookie, and Mocha Almond Butter Cookie. 3 flavours of the Fruit Pies include Pineapple Fruit Pie, Strawberry Fruit Pie, and Blueberry Fruit Pie. 3 flavours of Cube Pang include Nori Seaweed Crispy Bread and Cheese Crispy Bread. Products in the Pie (Pastry) category

include Pineapple Pastry, Taro Pastry, Chocolate Pastry, Corn Pastry, and Coconut Custard Pastry.

### 1.6 Farmhouse Vending Machine

To focus on providing convenience to consumers, the Company has introduced new sales channels by installing automatic bread and beverage vending machines at various locations such as office buildings, hospitals, and factories. The Company plans to expand the number of these vending machines by an additional 1,000 units nationwide.





Farmhouse Delivery



Shopee : Farmhouse.th



## 1.7 Farmhouse Delivery

Expanding sales channels and delivering products directly to consumers, as well as opening additional online sales channels such as Website, Line, Shopee, and Lazada.

## 2. Retail Business

This involves selling products through the Company's retail stores and direct sales to customers under the Company's trademarks, which include:





Good Morning Farmhouse

## 2.1 DeliYa

According to the Company's policy to expand into the retail bakery and bread business, which has been growing rapidly, combined with the Company's experience and credibility in the bread and bakery industry, the Company has opened DeliYa, a store producing and selling a variety of fresh homemade bread and bakery products. The store also sells Snack Box bakery products, with delivery service available in Bangkok and its vicinity. By the end of 2024, there were a total of 14 branches, including at the following locations: RS Tower Ratchada, The Mall 3 Ramkhamhaeng, Paradise Park, The Mall Bangkok, Boonthavorn Kaset-Nawamin, Tops Central Rama 9, M Thai Pattana Tower, The Mall Thapra, Sin Sathorn Tower, Bang Chan Factory, Ayutthaya City Park, AEC Pratunam, Pantip Ngamwongwan, and Big C Samut Prakan.

## 2.2 Madame Marco

Homemade soft cakes with an authentic European recipe under the concept of "The European Delight", where every step of the flavor creation is carefully crafted. From selecting high-quality ingredients both locally and internationally to the meticulous and clean production process, combined with the unique Made To Order system of Madame Marco cakes, ensuring that each cake is fresh and delicious every time a customer places an order. The Company also offers free delivery throughout Bangkok and its vicinity. With the authentic European flavor, Madame Marco has become the number 1 cake brand in the hearts of many.

Currently, Madame Marco has expanded its sales channels by opening Madame Marco Shops. By the end of 2024, there will be a total of 28 branches, including at the following locations: Siam Paragon, The Mall Ngamwongwan, The Mall Bangkai, The Mall Bangkok, The Mall Thapra, Paradise Park, Fashion Island, Crystal Ratchaphruek, The EmQuartier, Tops Central Pinklao, Tops Central Westgate, Tops Central Bangna, Tops Central Rama 3, Tops Central Eastville, Tops Central Ladprao, Terminal 21 Asoke, Central Rama 2, Empire Tower Sathorn, Tops Future Park Rangsit, Tops Central Ramindra, Tops Central Westville, Mega Bangna, The Promenade, Design Village Bangna, Tops Robinson Samutprakan, Cosmo Bazaar, Central Bangrak, and CentralWorld.

Currently, there is a delivery channel through Delivery Lineman to meet the needs of consumers who require immediate products. Additionally, Madame Marco cakes offer free delivery within Bangkok and its vicinity. Nationwide delivery is available through the Company's delivery routes (for Genoa cakes and cookies only). For more details, you can inquire at

Call Center Phone : 02-700-9210

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

Facebook : [www.facebook.com/madamemarco.co.th](https://www.facebook.com/madamemarco.co.th)

Line ID : @madamemarco

Instagram : madamemarcothai



Fast Food &amp; Restaurant/Catering

Special Formula  
Bread Crumbs

Bread Crumbs

### 2.3 Good Morning Farmhouse

This involves selling products to sandwich franchise representatives under the Company's franchise model, with the aim of promoting bread consumption in various forms and providing opportunities for individuals to have additional income or a career. The representatives purchase sandwich-making products from the Company and prepare sandwiches based on consumer preferences. The Company offers continuous support and training to ensure that the representatives can produce high-quality products and come up with new ideas, while also keeping up to date with the latest knowledge.

### 3. Fast Food & Restaurant/Catering Businesses

It is a type of product that is manufactured and distributed based on customer orders, including various fast-food chains, such as McDonald's, KFC, Chester's Grill, Santa Fe Steak, MOS Burger (from Japan), and Minor Food Group, which includes Burger King, Sizzler, The Pizza Company, among others. It also extends to restaurant and coffee shop businesses, such as S&P, all of which are renowned restaurant brands with top sales worldwide, including in Thailand.

#### 3.1 Fast Food Business

The products manufactured and sold include burger buns and hot dog buns in various sizes, both with and without sesame topping. The company produces these products through an automated process throughout the production line. Additionally, other products such as French bread, croissants, crispy bread, and newly developed products are also available to meet customer needs. Currently, the Company is considered the largest bread supplier in the country.

### 3.2 Restaurants/Caterings

This product group is used in preparing fried foods and is popular among Thai consumers. It includes breadcrumbs made from freshly baked bread with a special recipe. The breadcrumbs are of standard size, not finely ground, and have a light white color. They adhere well to food, resulting in fried foods that are golden yellow, appetizing, delicious, and not greasy. They remain crispy for longer and are perfect for frying both meats and vegetables.

### 4. International Sales (Through Domestic Distributors)

The Company sells products such as breaded or breadcrumb-coated items to domestic traders, who then export them to countries including Poland, Norway, Switzerland, Germany, the Maldives, Bahrain, the United Arab Emirates, Taiwan, Cambodia, Myanmar, and Laos. Additionally, the Company offers products such as sliced bread, burger buns, hot dog buns, snack bread, snack cakes, and other bakery items sold to neighboring countries, ensuring the preservation of product quality and freshness. These countries include Laos, Myanmar, and Cambodia.

## 2.2 Marketing and Competition

### 1. Marketing

#### 1.1 New Products

In 2024, the Company launched 8 new products to increase consumer choice, including:

1. English Bread
2. Coconut Custard Roll Bread
3. Pineapple Raisin Custard Roll Bread
4. Duo Filling Bun Sticky Rice With Black Bean & Coconut Cream Filled Bun
5. Duo Filling Bun with Taro and Coconut Cream

#### 1.2 Production Philosophy That Seeks Quality for Consumers

To get the most benefit by adhering to the following 4 principles which are:

1. Choose good raw materials in order to get the best quality products.
2. Continuously develop products to meet the nutritional needs of Thai people.
3. Develop production technology and management to always create better quality products.
4. Adhere to the principles of safety, fresh, clean, so that consumers get the best products.

At present, the Company is regarded as the number one leader in the bread and bakery market. In terms of production technology. This technology is considered the most advanced in Southeast Asia and has the highest total production potential in the country. The Company is also maintaining the quality and standards of every product along with the ability to distribute products throughout the country on a day-to-day basis.

General market conditions that affect the company can be seen in the various stores, whether they are modern retail stores, traditional retail stores, or general fast food restaurants that are the company's distribution channels, which are highly competitive both in terms of price and various sales promotions, including expanding more branches. Such expansion will benefit the company's sales and competition in various businesses. This will also benefit consumers, who will be able to consume products

that meet quality standards or higher at a reasonable price, making them able to cover all the expanded sales areas and have a greater frequency of product placement throughout the country.

From care in every process under the operating philosophy to create confidence for consumers to buy bakery products that are fresh, clean, high quality and consistent with standards such as having good packaging labels that can maintain products' quality until reaching the consumer's hand, having outstanding beauty, interesting to consumers, being the first display of expiration date, providing nutritional information on the label, educating consumers about ingredients and the use of efficient information systems to manage the distribution of products for the freshness of the products.

#### Development of Production Process Standards and Quality Control

The Company recognizes and places great importance on food quality and safety. It is committed to continuously enhancing machinery and production technology to improve the efficiency of producing bread and bakery products that are nutritious, safe, and consistently high-quality.

From past to present, the Company has developed and improved its processes to achieve certifications in quality and quality assurance systems according to various international standards, such as Good Hygiene Practices (GHPs), Hazard Analysis and Critical Control Points (HACCP), Halal food certification (HALAL), international laboratory competence certification - ISO/IEC 17025.

To reinforce its commitment to producing bakery products that meet international standards in quality, safety, and nutritional value, in 2024, the Company further enhanced its development by upgrading its food quality and safety certifications. The Company achieved the Food Safety System Certification 22000 (FSSC 22000) for Lardkrabang 1 Factory, a certification recognized by the Global Food Safety Initiative (GFSI). This certification emphasizes stringent quality control and safety measures throughout every stage of the production chain, from the selection of raw materials-packaging, production processes, product research and development, through to the transportation of finished products to consumers.

Additionally, the Company has processes in place to control and verify the quality of raw materials and packaging at the suppliers' production sites, both domestically and internationally. It also promotes the development of partners' capabilities by providing knowledge and guidance regarding product quality and safety systems, in parallel with supporting sustainable organizational development for small and medium enterprises (SMEs ).

The Company firmly believes that business partners and employees are integral to driving the organization forward and delivering quality products to the market. Therefore, the Company places great importance on labor and human rights, occupational health and safety, and the environment, in order to build trust and maximize satisfaction for all stakeholders. It remains committed to delivering value for improved quality of life under strict, sustainable production standards.

### **Product Research and Development (R&D)**

The Company is committed to researching and developing new products, as well as continuously enhancing and improving the quality of existing products in terms of taste, nutritional value, and variety. This ensures responsiveness to the rapidly evolving lifestyles of current consumer groups, while also supporting continuous market expansion. These initiatives are aligned with the Company's goal and strategic direction towards sustainable organizational growth.

In 2024, the Company introduced a new fusion food product, known as Duo Filling Bun bread filled with black bean sticky rice and coconut cream. This product uniquely blends Western-style bread with a distinctly Thai filling of black bean sticky rice . The Duo Filling Bun product range comprises 2 flavors: bread filled with black bean sticky rice and coconut cream, and bread filled with taro and coconut cream. These additions aim to increase product diversity and attract new customer segments to consume more bread products.

In addition to expanding its market to attract new customers, the Company invested in tools and machinery dedicated to research and development, with the goal of enhancing the quality of long shelf-life products such as fruit pies, cookies, and various crispy bread products. It has also further developed products in refrigerated and frozen categories to support and promote bakery market expansion, meeting the demands of a broader consumer base.

### **1. Selection of Quality Raw Materials**

The Company places great care and emphasis on the quality of products delivered to consumers, ensuring meticulous oversight throughout the management chain particularly in the selection of quality raw materials from trusted sources and reliable suppliers. This guarantees that raw materials used in production meet safety standards set by the Food and Drug Administration. Moreover, before delivering raw materials to the product research and development department for testing, the Company conducts rigorous quality verification processes covering physical, chemical, biological, allergenic properties, as well as compliance with applicable domestic and international regulations. Consequently, consumers can be confident that the final products delivered daily are not only freshly baked, but also clean, safe, and nutritious.

Although the Company emphasizes the careful selection of quality raw materials, another primary policy of equal importance is sustainable procurement, with a focus on sourcing raw materials from domestic farmers. The Company provides knowledge, promotes, and develops local farmers' capabilities, especially small-scale farmers, to achieve Good Agricultural Practices (GAP) certification, enabling them to have sustainable careers and income, and continuously supply safe and high-quality raw materials into the Company's production line in a sustainable manner.

### **2. New Product Development**

The Product Research and Development department is committed to continuously developing new products for the wholesale business under the "Farmhouse" brand, retail business under the "Madame Marco and Deliya" brands, as well as fast food and restaurant/catering businesses. These efforts aim to support consistent growth in the market and meet the evolving preferences of consumers.



In 2024, the Company developed new products under the “Farmhouse” brand, featuring fusion food products. An example is the “Duo Filling Bun,” bread filled with black beans sticky rice and coconut cream, representing the blend between Western-style bread and a Thai-style black beans sticky rice, enhancing its unique Thai flavor with coconut cream. The Duo Filling Bun product line includes two varieties: bread filled with black beans sticky rice and coconut cream, and bread filled with taro and coconut cream. This product range introduces an innovative concept that offers multiple textures in one product softness and moistness from the bread, complemented by the rich and smooth filling, providing consumers with a delightful, multi-textural eating experience.

### 3. Selection of Natural Preservatives

For over 5 years, the Company has consistently focused on research and development aimed at improving product quality. This begins with the selection of natural preservatives, ensuring consumer safety throughout the shelf life of bakery products. Bakery products typically have high moisture content, leading to shorter shelf life. Natural preservatives help inhibit bacterial growth, maintaining nutritional quality and safety. These preservatives ensure product safety throughout the supply chain from production to distribution centers and stores, until reaching consumers in fast-food, retail, wholesale businesses, and other sectors.

### 4. Healthier Choice Development

Since the COVID-19 pandemic, consumers have increasingly prioritized their health and well-being. In response, the Company’s Product Research and Development Department has continuously studied and developed new products while improving the quality of existing ones. These efforts ensure that products meet the criteria for the ‘Healthier Choice’ label as specified by the Food and Drug Administration, which involves controlling the levels of sugar, fat, salt (sodium), and dietary fiber. In addition to meeting these nutritional standards, the Company remains committed to prioritizing consumer preferences and satisfaction. All products developed or improved undergo sensory testing, involving both general consumer groups and sensory expert panelists. This ensures the final products maintain controlled levels of sugar, fat, sodium, and dietary fiber while also satisfying consumer expectations in taste, texture, and overall sensory experience.

### 5. Selection of Vegetable Fats Derived from Certified Sustainably Managed Palm Oil Sources (RSPO : Roundtable on Sustainable Palm Oil)

The RSPO certification is the most widely recognized international standard for sustainably produced palm oil, encompassing sustainability across economic, social, and environmental dimensions. The Company utilizes vegetable fats derived from RSPO-certified palm oil, demonstrating its commitment to sustainability. This choice supports local farmers, promotes sustainable agriculture, guarantees the origin and quality of palm oil used, and contributes positively to both the environment and farmers’ livelihoods.

### 6. Cleaner Label Products

The Company is committed to researching and developing products that promote healthier lifestyles by creating products with cleaner labels. These products emphasize ingredients derived from natural sources, avoiding artificial additives and prioritizing the use of environmentally sustainable ingredients. Additionally, the Company ensures product labels clearly, transparently, and accurately communicate information in an easy-to-understand manner.

### 7. Sensory Test

The Company continuously invests in training programs to develop employees’ sensory testing capabilities. As a result, it has established a team of sensory expert panelists who consistently evaluate product quality. This ensures product consistency, enabling the Company to introduce products to the market that are highly favored and positively received by consumers.

## Quality Control and Assurance

### 1. International Laboratory Competence Certification – ISO/IEC 17025

The Company established an international-standard laboratory certified under ISO/IEC 17025 at its Bangchan Factory, comprising chemical and microbiological testing laboratories. In 2024, the laboratory achieved the ISO/IEC 17025 certification from the Bureau of Laboratory Quality Standards, Department of Medical Sciences, Ministry of Public Health for the 20th year. It is capable to analyse quality of raw materials, utility water, drinking water, ice, and all products manufactured within the Company. This ensures that consumers can confidently trust the safety, quality, and taste of every product delivered to the market.

### 2. Microbial Analysis Technology – Alternative Rapid Methods

The microbiological analysis laboratory has enhanced its capabilities by adopting Alternative Rapid Methods to analyze the quality of finished products and raw materials. These methods now replace traditional standard methods or conventional methods, accounting for 49% of all samples analyzed. This innovation improves laboratory efficiency, enabling faster results for bacterial, yeast, and mold tests within 24 - 48 hours. It reduces sample preparation time, simplifies complex culture media preparation by 50%, decreases energy use by 37%, reduces water consumption by 39%, lowers greenhouse gas production, and cuts carbon dioxide emissions by 37%. Additionally, laboratory waste is reduced by 32% (by weight and volume) compared to the total number of analyzed samples, and the laboratory is also accredited with the ISO/IEC 17025 standard.

### 3. Air Sampling Equipment for Microbiological Quality Testing

Since 2021, the laboratory has studied and invested in two air sampling instruments to monitor microbiological contamination in the production environment, particularly in areas with strict air quality control, such as high-care and high-risk areas. These areas include temperature-controlled rooms, packaging areas, and finished product manufacturing rooms. Microbial particles, such as bacteria or fungi, are small and light, allowing them to remain suspended in the air for extended periods, posing contamination risks that can affect product quality. The laboratory adopted air sampling technology (Air sampler) with an efficiency and accuracy of up to 99%, replacing the previous method with only 60% accuracy. This allows the laboratory to detect bacteria and fungi in the air more effectively, providing accurate data for predicting product quality. As a result, the Company can improve quality control, reduce waste, and minimize the risk of product spoilage before expiration. The air sampling equipment (Air sampler) is highly accurate, reliable, and used in various industries that require high-level product quality control, such as pharmaceuticals, infant formula production, and hospital operating rooms (Clean room).

## Budget for Research & Development and Quality Control during the Past 3 Years

2022	2023	2024
6.05 million baht	6.40 million baht	8.54 million baht

## Marketing Activities

The Company realizes the importance of marketing activities. It not only promotes higher sales but also attracts new target group, broadens the consumer base, and continuously improves consumption over time. Most importantly, it contributes to the development of a brand image, product brand value, and consumer attitudes and loyalty toward the Company's brand.

In 2024, the Company allocated a budget for effective marketing and consumer communication activities, including the continuous release of advertisements across various platforms such as television, online channels, influencers, and VTubers. The brand ambassador, Fumi

Hausu, along with presenter Amanda Obdam, former Miss Universe Thailand 2020, were featured to promote the products in celebration of Farmhouse's 42nd anniversary. These efforts significantly enhanced the Company's image and broadened product awareness among a diverse range of target audiences.

Online Channels: The Company has organized promotional activities, offering discounts and expanding distribution channels consistently throughout the year. For example, the School Tour event supports the Company's products while hosting various activities across different sectors.

Event Photos: THAIFEX – Anuga Asia 2024



Photos from the 28<sup>th</sup> Saha Group Fair at BITEC Bangna





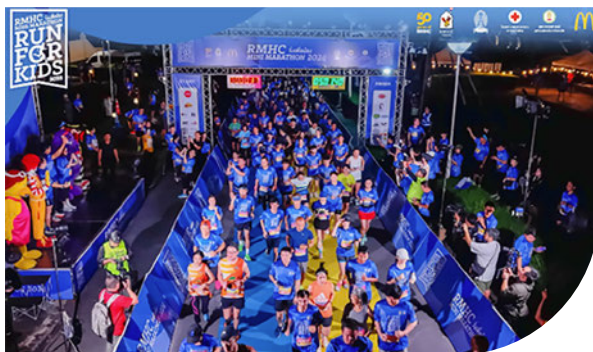
## Meet & Greet Farmhouse X Bella Happiness Day To You



## Event: Pattaya International Pride Festival 2024



## RMHC Mini Marathon Run For Kids 2024



The Company and Saha Group companies, in collaboration with the Stock Exchange of Thailand, organized the “Analysts and Investors Meet Saha Group 13<sup>th</sup>”





Farmhouse joins forces to increase green spaces, creating a Farm Happiness Field to bring smiles to the youth.



"Farmhouse" Maintains its position as Marketeer No.1 Brand Thailand



Farmhouse Wins the Sustainability Awards 2024



Received the ESG100 Certificate for 2024 from the Thaipat Institute, marking the 9<sup>th</sup> consecutive year.

Photo of the management team and employees receiving the FSSC 22000 (Version 6) International Food Safety Standard Certification



## Characteristics of Customers and Distribution Channels

The Company's concept and practices are: variety, reasonable price, and convenience for consumption. Therefore, the Company's customers cover consumers of all sexes, ages, and professions. In this regard, the Company has classified customer characteristics according to distribution channels as follows:

### 1. Wholesale

#### 1.1 Sales of products under the Company's trademarks

Sales of products under the Company's trademarks are the distribution of products to consumers via stores, with the store receiving a discount on the retail price from the Company by categorizing the types of stores into two sub-categories:

- **Traditional retail stores (Traditional Trade)**

or grocery stores with a total of 38,658 traditional retail stores as of 31 December 2024. Some of the products distributed will be those that the company produces specifically to differentiate itself from other distribution channels and to meet the needs and purchasing power of customers. This type of store will pay the company directly for the products as soon as they arrive.

- **Modern retail stores (Modern Trade)**

Have standard management and use modern technology with high investment, such as 7-Eleven, Tops Daily, convenience stores in gas stations, and discount stores such as Lotus's and Big C, including various supermarkets. As of 31 December 2024, there are 26,101 stores.

- **Vending Machine**

To focus on the services and facilitating consumers, the Company has added new distribution channels by bringing bread vending machines to provide services in places such as office buildings, hospitals and factories.

- **Farmhouse Delivery**

where customers will order products via the LINE app @FarmhouseThai

#### 1.2 Product sales made in accordance with customers' orders

It is the manufacture of products in response to orders from fast-food restaurants and convenience stores such as McDonald's, KFC, Burger King, Chester's Grill, Pizza Hut, Sizzler, Mosburger, The Pizza Company, Dairy Queen, Santa Fe Steak, Texas Chicken, and Narai Pizzeria, etc. There are approximately 2,753 branches as of 31 December 2024, primarily purchasing bread products for hamburgers and bread for hot dogs.

### 2. Retail

Selling products through the Company's retail stores and direct sales to customers under the Company's trademarks which are:

Deliya  
Madame Marco  
Good Morning Farmhouse

### 2. Competition Conditions

The Company's competitors are classified into two types:

- Competitors who are producers with their own distribution channels. This group of competitors will manufacture and sell their products in a retail format via their own distribution channels. It is also sometimes sold in wholesale as well. Mostly, it is a type of modern commerce in the supermarket, hypermarket, modern convenience store, gas station shop, or modern bakery.
- Competitors who are product manufacturers without having their own distribution channel. This group of competitors sells products in wholesale form to small general stores and modern stores, which may have a production base in Bangkok or other provinces.

In which both types have high turnover in and out of the business with the involvement of price competition. While the Company focuses on freshness, with the company being a leader in launching new product offerings to customers on a regular basis. As a result of its investment in modern production machinery, the company has a clear advantage over these 2 types of competitors, and every production process is automatically controlled by a computer. This reduces production costs while also ensuring that the products that leave the factory are of high quality and meet the same standards regardless of where they are sold. This includes technological investments in shipping and distribution, resulting in the ability to deliver fresh products on a daily basis and effectively managing product recovery so that the original product does not remain in place, indicating that consumers are satisfied with the product's freshness. Thus gives the Company a significant advantage in terms of product quality and service standards because they can cover almost all of the country.

### 3. Procurement of Products or Services

#### Production

The Company has 3 factories, 2 of which are located in Lat Krabang Industrial Estate and cover an area of 18 rai 3 ngan, while the third is located in Bang Chan Industrial Estate and covers an area of 12 rai 2 ngan, 57 square wa. All of the Company's products are manufactured in these 3 factories using the highest quality and most modern technology from countries such as Japan, the United States, Germany, Italy, and Switzerland, among others. As a result, the produced products are consistent with the same standard and ready for daily distribution to all regions throughout Thailand.

The Company recognizes the significance of providing high-quality products to customers. As a result, the Company is meticulous in every stage of production, from receiving ingredients to shipping finished goods from the factory. Furthermore, good and modern production technology has been used to produce the best products with consistent quality standards, which will be installed in all 3 factories. Modernization and production processes in terms of structural engineering and building design are also priorities for the Company to ensure maximum efficiency, ease of control, and adequate lighting and air circulation in the factory.

For the Production policy, aside from hamburger buns sold in fast-food restaurants and convenience stores, as well as "Madame Marco" cakes made to order, production is generally based on the salesperson's sales summary. Salespeople assess product demand on a daily basis using historical sales data statistics in the area for which they are responsible and send the production order to the factory via the computer system. Salespeople use mobile computers to record sales, returns, and tax invoices to stores as a guideline for daily production. The sales data from these mobile computers are collected as statistics and processed in a central location for use as production planning data.

In terms of ingredients, wheat flour and fat are considered to be the most important in the production of bread and other bakeries. To avoid the risk of ingredient shortages, the Company orders wheat flour from six vendors and fat from twelve vendors, including packaging with a high order value.

The Company's proportion of purchasing ingredients and packaging from domestic ingredient sources and the Company's direct imports from abroad during the years 2024-2023 is as follows:

Raw Materials Source/ Packaging Source	%	
	2024	2023
1. Domestic	92.01	92.23
2. Abroad	7.99	7.77
<b>Total</b>	<b>100.00</b>	<b>100.00</b>

The ingredients and packaging that the Company imports directly from abroad include yeast, white sesame, cereals that are ingredients in bread, milk powder, quality additives, snack fillings, bread clip locks, bread bags, etc.

In today's world, relatively rapid changes in the environment, climate that does not correspond to the seasons, as well as emergencies caused by various environmental factors that can occur at any time, may cause the Company to be impacted by the procurement of ingredients and packaging, disrupting the operation for maximum purchasing efficiency. As a result, the Company has managed the overall risk management for ingredient procurement and the entire packaging system as follows:

- (1) In the purchase of both ingredients and packaging for the Company to be competitive in terms of quality, price, and service, the Company must have multiple vendors from which to purchase ingredients and packaging at the best prices.
- (2) Improvements in production processes and formulas in order to be able to manage costs more effectively.
- (3) Every new vendor must pass ingredients and packaging tests for chemical, physical, and taste characteristics, as well as undergo a preliminary factory evaluation before being listed on the AVL (Approved Vendors List) to be able to trade.
- (4) Every time ingredients and packaging are delivered, the Company will perform an assessment in the quality of the supplier in all aspects, such as the quality of the product, service, quantity, and the correct price, as well as on-time delivery, etc., and the record the results of the assessment are recorded as scores, which the Company will perform an assessment twice a year.
- (5) The Quality Assurance Section of the Company collaborates with the Production Department, as well as the Sourcing and Purchasing Department, to conduct the supplier audit in accordance with the annual supplier audit plan that has been established.
- (6) The Company has entered into an advance contract with the supplier to control both price, quantity, and quality in purchasing for important ingredients and large quantity orders.

Based on the above-mentioned Company approach, the Company was able to manage risks related to ingredients and packaging to an acceptable level in 2024, with no impact that caused the Company to halt operations.

When the manufacturing process is completed, the products will be transported to the distribution center, which is a location for product transfer and a parking lot for product transportation. Each salesperson must count and receive products from the distribution center in order for them to be distributed to various stores. As of 31 December 2024, the Company had 50 distribution centers, with 12 in Bangkok and its surrounding areas and 38 in other provinces to allow for product distribution. Covering the entire country of Thailand.



#### 4. Assets used in business operations

##### 4.1 Main fixed assets used in business operations

Types/Descriptions	Types of Ownership	Net Worth After Depreciation (Million Baht)	Encumbrance
1. Land	Owned by the Company	1,507.40	None
2. Buildings and structures	Owned by the Company	997.67	None
3. Machinery and equipment	Owned by the Company	433.99	None
4. Property during installation	Owned by the Company	528.61	None

##### 4.1.1 Factory Land

The land where the Company's factory is located in Lat Krabang Industrial Estate, with an area of 18 rai 3 ngan, and the land of the factory in Bang Chan Industrial Estate, amounting to 12 rai 2 ngan, 57 square wa, is owned by the company.

##### 4.1.2 Distribution Centers

As of 31 December 2024, the Company had purchased land in Ubon Ratchathani, Tak, Roi Et and Mukdahan for the construction of four distribution centers. There are 50 distribution centers located throughout the

country, divided into 26 distribution centers owned by the Company in Songkhla, Chumphon, Phuket, Nakhon Si Thammarat, Surat Thani, Hua Hin, Nakhon Pathom, Chiang Mai, Chiang Rai, Phitsanulok, Nakhon Sawan, Bang Bua Thong, Ayutthaya, Nakhon Ratchasima, Udon Thani, Khon Kaen, Chonburi (Pattaya), Chonburi (Sriracha), Bangprakon, King Kaew, Phraya Suren Road, Rangsit-Nakhon Nayok, Prachachuen, Thung Khru and Pattani in the amount of 24 places. In terms of renting a distribution center, there are both building rentals and vacant land where the Company will build the building itself, as the following details:

Location	Place	Period*** (Year)	Monthly Rent (Baht)
• Bangkok	4	3-6	35,000-181,000
• Northern	4	3	15,000-26,000
• Eastern	2	3	21,000-27,000
• Western region	1	3	38,900
• Northeast	6	1-3	12,000-40,000
• Central	4	3	22,000-76,000
• Southern	3	3	13,600-17,800

\*\*\* The duration of the lease agreement

##### 4.1.3 Deliya

The locations of Deliya and Madame Marco stores are mostly in shopping malls and hypermarkets, which are convenient for accessing products and easy for consumers to see. Some branches will rent space in office buildings to support working-age customers, with a fixed rental rate throughout the lease term, with a lease term of 1-3 years.

##### 4.1.4 Delivery vehicles

As of 31 December 2024, the Company has a total of 1,087 vehicles used in transportation of goods, which are owned by the Company

## 4.2 Concessions, Copyrights and Trademarks

### Company Trademark

The Company owns and registers trademarks with the Ministry of Commerce's Department of Intellectual Property by product type for the purpose of producing and selling various brand products. Each trademark registration is valid for ten years from the date of registration and can be renewed for another 10 years. As of 31 December 2024,

the trademarks the Company has registered are Farmhouse, Delidonut, Krua Jean, Madam Marco, Thanyarat, Thanyasuth, Farmhouse Kitchen, Big Bake, Hot Meal, Deliya, Fris R Fresh, Farmhouse Fresh and Good Morning Farmhouse.

## 5. Work that has not yet been Delivered

- None -

## 1.3 Shareholding Structure of the Company's Group

### 1.3.1 Shareholding Structure of the Company's Group

#### Juristic person in which the Company holds shares of 10 percent or more

Company	Shareholding Percentage	Nature of Business	Registration Number	Registered Capital, Issued and Paid-up	Address
PB Flourmill Co., Ltd.	99.99%	Production of wheat flour	0105566214150	5,000,000 shares par 100 baht per share, paid-up capital 125 million baht	121/85 29 <sup>th</sup> Floor, RS Tower, Ratchadapisek Road, Dindaeng, Bangkok 10400
President Green House Foods Co., Ltd.	39%	To Operate a Restaurant Business Namely "Shinjuku Tonkatsu Saboten"	0105551034347	1,500,000 shares par 10 baht per share, paid-up capital 15 million baht	121/84 29 <sup>th</sup> Floor, RS Tower, Ratchadapisek Road, Dindaeng, Bangkok 10400 Tel 02-209-3000 Fax 02-209-3091
President Flour Mills Co., Ltd.	10%	Production and Distribution of Flour Group	0215554002321	6,000,000 shares par 100 baht per share, paid-up capital 600 million bah	43/244, Moo 4, Huayprab-Pluakdaeng Road, Mabyangpon, Pluakdaeng, Rayong, 21140
King Bridge Tower Co., Ltd.	10%	Other Real Estate activities on a fee or contract basis	0105562170158	50,000,000 shares par 100 baht per share, paid-up capital 5,000 million baht	530 Soi Sathupradit 58, Bangpongpan, Yannawa, Bangkok, 10120

### Subsidiary

The Company has 1 Subsidiary company, which is PB Flourmill Company Limited, with a shareholding of 99.99 percent

### Joint Venture

The Company has 1 joint venture company, which is President Green House Foods Company Limited, with a shareholding of 39 percent.

## 1.3.2 Persons who may have conflicts

- None -

## 1.3.3 Relationship with the business group of major shareholders

The Company has disclosed information as detailed in the connected transaction, pages 121-123.

## 1.3.4 Shareholders

### List of the first 10 shareholders

Summary information from the closing date of the share register book as of 3 September 2024.

No.	Shareholders	No. of Shares Hold	Percentage
1	Thai President Foods Public Company Limited	233,961,616	51.99
2	Sahapattana Inter Holding Public Company Limited	98,053,400	21.79
3	Mr. Pipat Paniangvait	14,896,150	3.31
4	Miss Apiradee Thammanomai	9,741,940	2.17
5	Mr. Weerapat Punsak-Udomsin	7,134,770	1.59
6	Sahapattanapibul Public Company Limited	4,650,000	1.03
7	Thanulak Public Company Limited	3,500,000	0.78
8	Better Way (Thailand) Co., Ltd.	3,500,000	0.78
9	Mr. Apisate Thammanomai	3,344,810	0.74
10	I.C.C. International Public Company Limited	3,150,000	0.70
Total		381,932,686	84.88

"Investors can view up-to-date shareholder information from the Company's website prior to the annual general meeting of shareholders."

**Group of major shareholders who, by circumstances, have a significant influence on the management policy or the Company's operations**

- None -

**Shareholder's agreement on matters affecting the issuance and offering of securities or the management of the Company. The Company has also signed this agreement.**

- None -

## **1.4 Amount of Registered Capital and Paid-up Capital**

### **1.4.1 Ordinary shares**

As of 31 December 2024, the Company has a registered capital of 450,000,000 baht, paid-up 450,000,000 baht, divided into 450,000,000 ordinary shares, with a par value of 1 baht per share.

### **1.4.2 Other types of shares with different rights or conditions than ordinary shares**

- None -

## **1.4.3 Shares or convertible securities of the Company as underlying securities in the issuance of investment units of mutual funds for foreign investors.**

- None -

## **1.5 Issuance of Other Securities**

### **1.5.1 Convertible Securities**

- None -

### **1.5.2 Debt Securities**

- None -

## **1.6 Dividend Payment Policy**

The dividend policy of the Company is to pay no less than 50 percent of net profit after income tax and after deducting legal reserves. The dividend payment is subject to change and is determined by the Company's operating results, financial status, and investment plans

**Information on dividend payments for the past 5 years of the Company is as follows:**

Year		2023	2022	2021	2020	2019
• Earnings per share	(Baht/Share)	3.80	3.79	3.75	3.73	3.78
• Dividend per share	(Baht/Share)	2.00	2.00	1.90	1.90	1.90
• Rate of Dividend from Net Profit	(%)	52.73	52.84	50.71	50.98	50.24



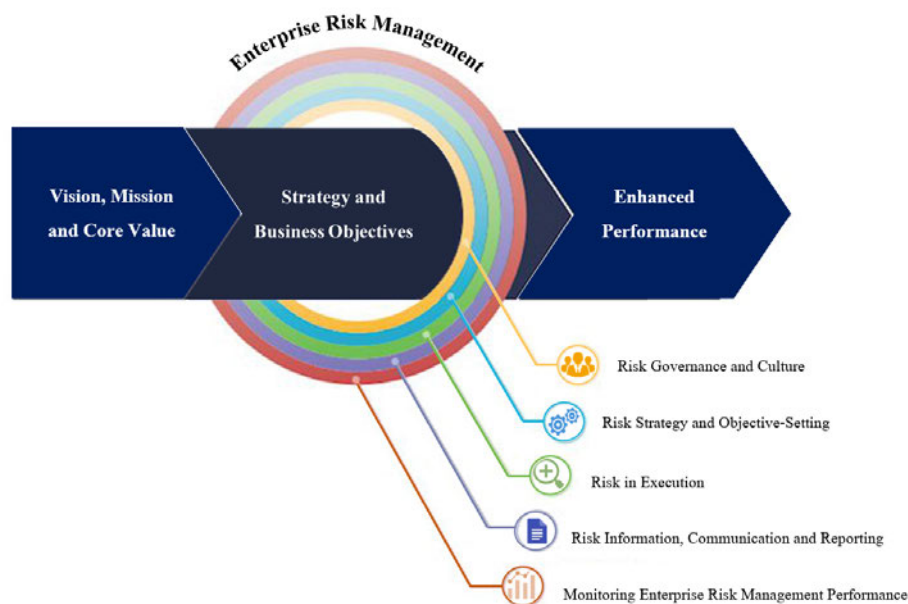
## Section 1 Business Operations and Performance

# 2. Risk Management

### 2.1 Risk Management Policy

The Company has adopted the COSO - ERM 2017 framework as a guide for internal risk management. The framework analyzes risks through a process-based approach, which allows for a comprehensive identification of risks that have a significant impact on the organization. It emphasizes the alignment of the Company's vision, mission, and values with business strategies and objectives.

This approach ensures clear measurement of desired operational outcomes, along with systematic tracking and reporting. By incorporating risk management as a tool for control, the Company has been able to achieve its business goals and objectives more effectively, leading to improved operational efficiency. The relationships between the following three components are clearly demonstrated:



Enterprise Risk Management-Integrating with Strategy and Performance

#### 1. Vision, Mission, and Organizational Values

The Company has defined its vision, mission, and organizational values to set the direction of its operations. These guidelines also establish the core framework for shaping employee behavior to ensure that all actions are aligned with the Company's goals and objectives, moving forward in a unified direction.

#### 2. Business Strategy and Objectives

The Company has established business strategies and objectives that align with its vision and mission. In its operations, the Company utilizes risk management to control risks that could impact business strategies and objectives. The risk management framework follows the principles of COSO-ERM 2017, which are divided into 5 key principles, as follows:

### • Governance and Risk Management Culture

The Board of Directors has appointed the Corporate Governance and Risk Management Committee, comprising directors and senior executives with the appropriate knowledge, skills, and experience, to oversee the effective and efficient implementation of the risk management process in accordance with the established risk management framework. The committee is responsible for reviewing risk assessment results and monitoring risks throughout the year to ensure that the Company can manage potential risks in various scenarios effectively. A charter for the Governance and Risk Management Committee, approved by the Board of Directors, outlines the operational structure, roles, responsibilities, and accountability of executives and employees at all levels. Additionally, the Company fosters a risk management culture to ensure that risk management is effectively integrated into business operations, aligning with the Company's overall objectives. The risk management culture within the organization is as follows:

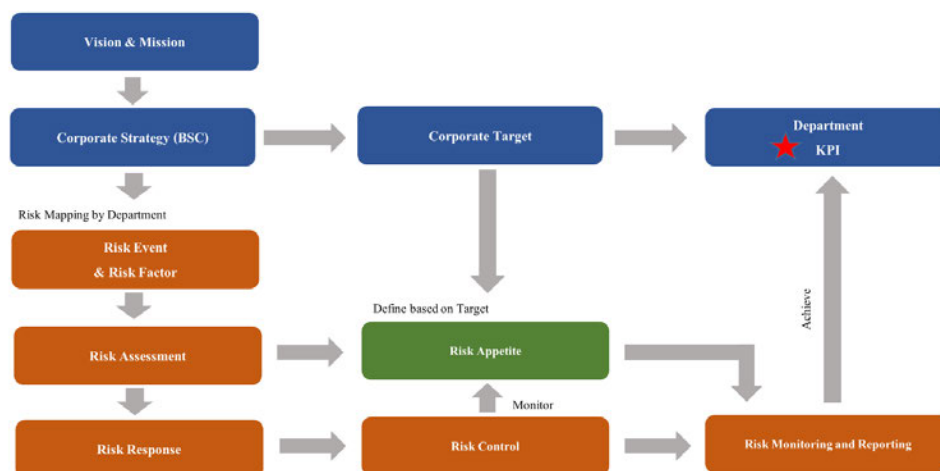
- Instilling risk awareness across the Company (Risk Awareness)
- Encouraging and developing employees' potential, not just thinking but taking immediate action to see results (Make it happen)

- Collaborating as a team (Winning with team) by working together to improve, resolve, and prevent issues.
- Fostering a mindset to think analytically, plan, and make decisions based on data and evidence (Evidence and Fact-base)

### • Strategy and Objective Setting

The Company has established risk management strategies and objectives that align with the organization's overall strategy and objectives. It has developed policies and manuals for risk management, which are reviewed regularly to ensure they are followed as systematic guidelines for managing risks across the entire organization.

The organization's vision, mission, and values serve as the foundation for defining the Company's strategies, objectives, and business goals. These are used to set the Key Performance Indicators (KPIs) for various departments. The risk management process is employed as a tool to control and ensure that departmental operations achieve the goals set. This includes risk identification, which involves identifying events that may impact the Company's objectives, risk assessment to evaluate the likelihood and impact levels, enabling effective risk response. It also defines risk control measures to maintain risk appetite, and ensures regular risk monitoring and reporting to ensure that all departments can achieve the goals outlined in their KPIs.



Strategy and Goal with the Risk Management

## Types of Risks that the Company Prioritizes

**1. Strategic Risk**

Risks related to the formulation of strategic plans, operational plans, and the failure to effectively implement those plans.

**2. Operational Risk**

Risks related to the operations of each process or activity within the Company, including risks associated with the management of information technology and knowledge management systems, to ensure that operations achieve the established goals.

**3. Financial Risk**

Risks related to financial management, including liquidity management, credit management, investment management, as well as risks associated with changes in interest rates and exchange rates.

**4. Compliance Risk**

Risks related to compliance with regulations and rules set by regulatory authorities, as well as risks associated with laws that govern the Company's business operations.

**5. Reputation Risk**

Risks that may arise from events that negatively impact the reputation, public perception, and image of the Company.

**6. ESG Risk**

Risks related to environmental, social, and governance (ESG) issues that impact the competitiveness, reputation, and sustainability of the business, such as risks from climate change, technological changes, human rights, occupational health and safety, and regulatory changes, among others.

- Operations**

The Company has appointed a Risk Coordinator as the representative for risk management in each department. Training sessions are organized for Risk Coordinators to enhance their knowledge and understanding of risk management principles based on the COSO-ERM framework. This enables them to communicate effectively within their departments and implement risk management processes efficiently. They are trained to identify risk factors, assess risks within their departments, and develop risk control plans to reduce and prevent risks, ensuring they remain within acceptable levels. Additionally, an ESG team is appointed to identify sustainability risks and work closely with the Risk Coordinator to address ESG Risk and Climate Change Risk, preventing any potential risks that may impact business operations.

- Monitoring and Reporting on Departmental Risk Management**

Risks that may impact operations are regularly reviewed, and the operational plans are continuously monitored and adjusted to align with current circumstances. This ensures that risk mitigation or resolution plans are effective, keeping potential risks within acceptable levels. Additionally, the results of departmental risk management are reported through risk level charts.

- Summary of Enterprise-Level Risk Management Results**

The Company monitors and reports the results of enterprise-level risk management to the Governance and Risk Management Committee and the Board of Directors every quarter. This ensures that the board is informed and can provide feedback on risk management. The risk management department reports and summarizes the risk management results in a Dashboard format, clearly showing the risk levels and changes in enterprise-level risks. Additionally, the internal audit department reviews the risks to ensure that the risk management process is carried out correctly, comprehensively, and efficiently.

### 3. Improved Performance

By consistently applying the COSO-ERM 2017 framework, the Company has been able to identify key events and risk factors that could impact its business goals and objectives. It has assessed the adequacy of existing controls and developed effective risk control plans to benefit stakeholders and safeguard the Company's assets. Additionally, this approach has enhanced confidence, trust, and sustainability for the Company, in line with the principles of good corporate governance.



**For more details on the Charter of Corporate Governance, Risk Management and Sustainability Committee, please refer to**

<https://www.farmhouse.co.th/th/company/investor> >> Good Corporate Governance >> Charter of Corporate Governance, Risk Management and Sustainability Committee



**For more details on the Risk Management Policy. For more details, please refer to**

<https://www.farmhouse.co.th/th/company/investor> >> Good Corporate Governance >> Risk Management Policy



## Section 1 Business Operations and Performance

### 3. Driving Business for Sustainability



#### 3.1 Organizational Sustainability Development Policy

President Bakery Public Company Limited has established a policy framework for managing organizational sustainability (Sustainable Development). The Company emphasizes economic growth, good corporate governance, and effective risk management, alongside socially and environmentally responsible operations, integrated into all business processes of the organization (ESG in Process). This approach strengthens the Company's ability to operate sustainably amidst the current changes, with a focus on the following four dimensions:

1



#### Economic :

The Company is committed to driving economic growth, continuously enhancing its competitive capabilities, and delivering sustainable value to its stakeholders.

2



#### Environmental :

The Company is committed to managing risks arising from the impacts of climate change by efficiently managing resources, including energy, fuel, electricity, water, waste, and emissions. It also strives to reduce greenhouse gas emissions effectively. The guidelines for these actions are outlined in the "Environmental Management Policy."

3



#### Social :

The Company is committed to managing human resources fairly and equally, ensuring the safety and occupational health of employees. It also focuses on fostering good relationships and promoting quality of life development within the community. The guidelines for these actions are outlined in the "Social Management Policy."

4



#### Governance :

The Company is committed to conducting its business responsibly, transparently, and fairly, with good corporate governance, effective risk management, and internal control systems. It also focuses on combating fraud and corruption. The guidelines for these actions are outlined in the "Good Corporate Governance Policy," "Risk Management Policy," and "Anti-Corruption Policy."

### **3.1.1 Sustainability Management in Economic and Corporate Governance**

The Company is committed to driving economic growth, continuously enhancing its competitive capabilities, and delivering sustainable value to stakeholders. It conducts its business responsibly, transparently, and fairly, with good corporate governance, effective risk management, and internal control systems. The Company also focuses on combating fraud and corruption. The related policies and activities on economic and corporate governance are disclosed in the annual Sustainability Development Report for 2024, under the section 4.1 Sustainability Management in Economic and Corporate Governance.

### **3.1.2 Sustainability Management in the Social Dimension**

The Company is committed to conducting its business responsibly while upholding human rights, protecting labor rights, ensuring safety and health, and creating a positive working environment. It also focuses on managing and developing knowledge, continuously improving the skills and capabilities of its employees. Additionally, the Company prioritizes community and societal welfare, aiming to create value and improve the quality of life in the community for sustainable growth. The Company discloses its social management policies and activities in the annual Sustainability Development Report for 2024, under the section 4.2 Sustainability Management in the Social Dimension.

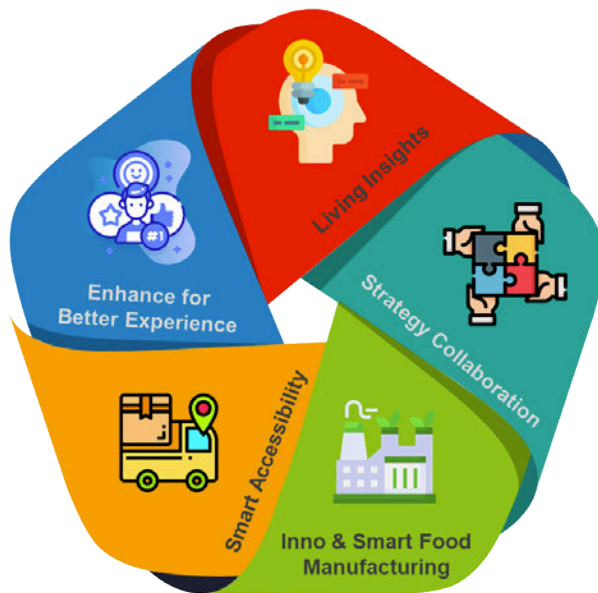
### **3.1.3 Sustainability Management in the Environmental Dimension**

The Company recognizes the importance of the working environment and the broader environment, which impact both employees and surrounding communities. In line with the Company's environmental management principles, it continuously improves and develops systems that emphasize environmental responsibility and social accountability. The Company focuses on efficient resource management, including fuel, electricity, water use, wastewater management, and waste management. These efforts help reduce the environmental impact of the production process effectively. The Company has disclosed its environmental management policies and activities in the annual Sustainability Development Report for 2024, under the section 4.3 Sustainability Management in the Environmental Dimension.

## **3.2 Impact Management on Stakeholders in the Business Value Chain**

### **3.2.1 Business Value Chain**

The Company places significant emphasis on managing the entire business value chain from upstream to downstream to create value for its products and services, meeting stakeholder expectations. This includes gathering consumer behavior data, trends, and lifestyle patterns for product research and development, sourcing new nutritional ingredients to meet consumer needs, producing food with advanced technology and innovation, and considering the impacts on communities and the environment. The Company also ensures that products and information are easily accessible, up to standards, and delivered quickly to create a shared positive experience. Details of the business value chain are disclosed in the annual Sustainability Development Report for 2024, under the section 3.2 Business Value Chain.



#### Living Insights

Acquisition of behavioral data  
Consumer lifestyle trends.



#### Strategy Collaboration

Exploring new sources of nutrition  
to meet consumer needs.



#### Inno & Smart Food Manufacturing

Food production utilizing advanced technology  
and innovation, with consideration for  
community and environmental impacts.



#### Enhance for Better Experience

Ensuring access to high-quality products  
and information efficiently.



#### Smart Accessibility

Creating positive shared experiences.

### 3.2.2 Stakeholder Analysis

The Company conducts an analysis of key stakeholders both within and outside the organization, who are connected to the business value chain. It places importance on engagement, providing opportunities for communication to gather feedback, suggestions, and reflect

the needs and expectations of stakeholders regarding the Company's business operations. The Company has disclosed the analysis of key stakeholders in the business value chain in the annual Sustainability Development Report for 2024, under the section 3.3 Stakeholders.



## Section 1 Business Operations and Performance

# 4. Management Discussion and Analysis (MD&A)

### 4.1 Important Financial Information

#### 1. Overview of Business Performance

In 2024, the global economic crisis continues to impact the market, with rising prices for goods and energy. The future economic situation remains uncertain, leading consumers to be more cautious in their spending, while competition in trade has increased. Nevertheless, the Company has planned to adjust its strategy and adapt, recognizing the importance of modifying and developing business strategies to respond to the current changes. This includes expanding online sales channels, managing raw

material costs appropriately, and implementing measures to improve efficiency and reduce business operation costs. As a result, in 2024, the Company's recorded sales of 7,480.31 million baht and a net profit of 1,590.59 million baht. The Company also places importance on conducting business in conjunction with ESG to drive the organization towards sustainability.

#### 2. Performance Results

(Unit : Million Baht)

	2024		2023		Increase (Decrease)	
	Amount	Percentage	Amount	Percentage	Amount	Percentage
• Sales	7,480.31	99.30	7,540.44	99.25	(60.13)	(0.80%)
• Total Revenues	7,533.34	100.00	7,597.68	100.00	(64.35)	(0.85%)
• Cost of Sales	4,051.27	54.16	4,033.11	53.49	18.16	0.45%
• Gross Profit	3,429.04	45.84	3,507.33	46.51	(78.29)	(2.23%)
• Selling and Administrative Expenses	1,797.60	23.86	1,698.30	22.35	99.30	5.85%
• Profit for the Year	1,590.59	21.11	1,707.77	22.48	(117.18)	(6.86%)
• Earnings Per Share (Baht)	3.53		3.80		(0.27)	(7.11%)

**Remarks :** The ratios in the income statement are expressed as a percentage of total revenue, except for the cost of sales and gross profit, which are expressed as a percentage of sales revenue.



### Sales Revenue

In 2024, the Company generated sales revenue of 7,480.31 million baht, accounting for 99.30% of total revenue, a decrease from 7,540.44 million baht in 2023, reflecting a reduction of 60.13 million baht, or a 0.80% decline. The decrease in sales was due to increased competition in the industry, with new players entering the market. The sales can be broken down by sales channel as follows:

Distribution Channels	2024		2023		Increase (Decrease)	
	Amount	Percentage	Amount	Percentage	Amount	Percentage
• Wholesale Bakery Business	6,630.31	88.01	6,740.78	88.72	(110.47)	(1.64)
• Retail Bakery Business	152.53	2.02	131.42	1.73	21.11	16.06
• Fast Food and Restaurant/Catering Businesses	660.37	8.77	629.59	8.29	30.78	4.89
• Export Sales (Through Domestic Traders)	37.10	0.50	38.66	0.51	(1.57)	(4.06)

### Other Revenue

The Company reported other revenue of 53.03 million baht in 2024 and 57.24 million baht in 2023, representing a decrease of 4.21 million baht or 7.35% from the previous year.

### Cost of Sales and Gross Profit

In 2024, the Company incurred a cost of sales of 4,051.27 million baht, an increase from 4,033.11 million baht in 2023, reflecting an increase of 18.16 million baht, or 0.45% growth. The increase in cost of sales despite the decrease in sales revenue was due to salary and minimum wage adjustments, as well as maintenance costs for machinery that were due during the year. The rise in cost of sales, contrary to the decline in revenue, resulted in a reduction in gross profit margin.

The Company achieved a gross profit of 3,429.04 million baht and a gross profit margin of 45.84% in 2024. In 2023, the gross profit was 3,507.33 million baht, representing 46.51% of sales revenue. The decrease in gross profit and gross profit margin was due to the increase in costs, while sales revenue declined, as mentioned earlier.

### Selling and Administrative Expenses

In 2024, the Company incurred selling and administrative expenses totaling 1,797.60 million baht, accounting for 23.86% of total revenue. This represents an increase from 1,698.30 million baht in 2023, which was 22.35% of total revenue. The increase of 99.30 million baht, or 5.85%, was primarily due to the purchase of 96 new delivery vehicles to replace the old ones, leading to higher depreciation costs. Additionally, there were increased advertising and promotional expenses, as well as adjustments to the minimum wage rates.

### Profit for the Year

The Company achieved a profit of 1,590.59 million baht in 2024, accounting for 21.11% of total revenue. This represents a decrease of 117.18 million baht, or a 6.86% decline compared to 2023. Additionally, the Company reported a share of profit from investments in joint ventures of 3.38 million baht for 2024.

### 3. Financial Position

(Unit : Million Baht)

	2024	Percentage	2023	Percentage	Increase (Decrease) Amount	Percentage
• Current Assets	8,320.99	59.99	7201.70	55.76	1,119.29	15.54
• Non-Current Assets	5,550.44	40.01	5,714.71	44.24	(164.27)	(2.87)
• Total Assets	13,871.43	100.00	12,916.41	100.00	955.02	7.39
• Total Liabilities	1,428.10	10.30	1,174.73	9.09	253.37	21.57
• Shareholders' Equity	12,443.33	89.70	11,741.68	90.91	701.65	5.98
• Total Liabilities and Shareholders' Equity	13,871.43	100.00	12,916.41	100.00	955.02	7.39

#### Total Asset

As of 31 December 2024, the Company had total assets amounting to 13,871.43 million baht, an increase of 955.02 million baht from 31 December 2023. The main assets include financial assets amounting to 7,692.48 million baht and land, buildings, and equipment amounting to 3,984.94 million baht, representing 55.46% and 28.73% of total assets, respectively. The overall increase in assets was mainly due to

- Cash and cash equivalents increased by 302.61 million baht, resulting from operational activities.
- Financial assets increased by 156.09 million baht due to investments in Bank of Thailand bonds and deposit certificates that provided good returns.
- Land, buildings, and equipment increased by 574.48 million baht due to investments in land for the construction of 4 distribution centers, the purchase of more efficient machinery for a new product line, and the purchase of 96 fully operational delivery trucks, with an additional 33 trucks currently being customized.

As of 31 December 2024, accounts receivable and other receivables amounted to 945.82 million baht, a decrease of 84.21 million baht compared to 31 December 2023, which stood at 1,030.03 million baht. The decrease was mainly due to lower sales. However, the Company still maintains an average collection period of approximately 47 days.

#### Total Liabilities

As of 31 December 2024, the Company had total liabilities of 1,428.10 million baht, an increase of 253.37 million baht compared to 31 December 2023. Total liabilities as of 31 December 2024, accounted for 10.30% of total liabilities and shareholders' equity. The increase was mainly due to creditors for the purchase of machinery, delivery trucks, and the construction of distribution centers. As a result, the Company's debt-to-equity ratio stood at 0.11:1 times, with an average debt repayment period of 67 days.

#### Shareholders' Equity

As of 31 December 2024, shareholders' equity amounted to 12,443.33 million baht, an increase of 701.65 million baht or 5.98% compared to 31 December 2023. This increase was due to a profit from operations of 1,590.59 million baht, along with dividend payments of 913.50 million baht. As a result, the Company's book value per share increased to 27.65 baht per share, up from 26.09 baht per share on 31 December 2023.

## Liquidity and Investment Structure Suitability

### Liquidity

(Unit : Million Baht)

Cash Flow	2024	2023
• Net Cash from Operating Activities	1,840.26	1,863.89
• Net Cash Used in Investing Activities	608.93	1,028.86
• Net Cash Used in Financing Activities	928.72	914.82
• Net Increase (Decrease) in Cash and Cash Equivalents	302.61	(79.79)
• Cash and Cash Equivalents at the Beginning of the Year	569.15	648.94
• Cash and Cash Equivalents at End of Year	871.76	569.15

As of 31 December 2024, the Company's cash and cash equivalents increased by 302.61 million baht, or 53.17%, compared to the previous year. This increase resulted from the Company's operations, amounting to 1,840.26 million baht, with 608.93 million baht used in investing activities and 928.72 million baht used in financing activities.

The cash flow used in investing activities amounted to 608.93 million baht. This was invested in financial assets, including the purchase of Bank of Thailand bonds, high-return fixed deposits, land for the construction of 4 distribution centers, and vehicles to replace old delivery trucks that had reached the end of their service life.

The cash flow used in financing activities amounted to 928.72 million baht, primarily for the payment of the final dividend for 2023, totaling 513 million baht, and an interim dividend for 2024 amounting to 400.50 million baht.

As of 31 December 2024, the Company had a liquidity ratio of 6.34 times, a cash flow liquidity ratio of 1.55 times. The inventory turnover period was 1 days, the average collection period was 47 days, and the average payment period was 67 days, resulting in a cash conversion cycle of 19 days.

### Suitability of Capital Structure

As of 31 December 2024, the Company had a debt-to-equity ratio of 0.11 times, which has remained low over time. The interest coverage ratio was 1,671.48 times, demonstrating stable financial strength and an appropriate capital structure.

### Key Factors and Influences that May Impact Future Operations or Financial Position

The ongoing economic uncertainty, both domestically and internationally, has led consumers to be more cautious in their spending, and the increasing competition may impact the Company's sales. Additionally, the rising cost of raw materials, particularly in the agricultural sector, is expected due to reduced yields from climate fluctuations and global warming, which will increase product costs. The volatility of foreign exchange rates may also affect the prices of imported raw materials and machinery. However, the Company remains committed to efficiently using resources to reduce costs across various management areas in a sustainable manner, aiming for maximum efficiency. Initiatives include promoting paper reduction within the organization, encouraging the use of electric-powered transportation, and installing Solar Cell systems to utilize clean energy sources.

## Sustainability Development

### Organizational Strategy for Sustainability Development

The Company is committed to conducting business sustainably, with a High Purpose to deliver value for a better life. This is achieved through a strategy that drives the business towards sustainability, with a strong awareness and focus on improving business efficiency while considering environmental and social impacts and adhering to governance principles (ESG). The strategy consists of 4 sustainability missions, which are as follows:

- **Drive Stable Business Growth :** The organization prioritizes economic growth, ensuring stable revenue and profits, and delivering sustainable returns to shareholders.
- **Utilize Resources Efficiently :** The Company manages the resources used in business operations with care to maximize efficiency.
- **Be Environmentally Friendly :** The Company utilizes renewable energy in business operations, implements projects to reduce greenhouse gas emissions, manages waste properly, and promotes increased forested areas in the country to minimize environmental impact.
- **Develop the Organization towards Sustainability :** The Company encourages participation and fosters a positive awareness among employees, creating a culture of sustainability within the organization, which leads to a broader responsibility towards society and the environment.

The Company has implemented several projects that promote sustainability, with key projects addressing the following 3 sustainability challenges:

## Quality and Food Safety Management

Food quality and safety management is the Company's top priority, and therefore, the Company has adopted the international food safety certification standard FSSC 22000 V.6, which is recognized by global food safety organizations for its effectiveness and adherence to international standards. The Company aims to have all of its production facilities certified to this international standard by 2029. In 2024, the Company successfully obtained certification for one facility, which is the Lardkrabang 1 factory.

## Energy Management

The Company places great importance on energy management in both production and transportation. As the Company handles the production and distribution of its products independently, it has an efficient distribution system that ensures swift delivery to consumers nationwide.

In the production sector, the Company has implemented the IOT system in the operation of chiller machines, enhanced the efficiency of cooling systems, installed automatic oxygen boilers, and continuously improved the efficiency of other machinery.

In the transportation sector, the Company has adopted EV vehicles and EURO5 standard vehicles for product distribution. Additionally, it has initiated a project to replace steel wheel rims with aluminum ones on transport vehicles, reducing vehicle weight to maximize energy efficiency, lower energy costs, and minimize greenhouse gas emissions.

Furthermore, the Company has set a long-term goal to reduce greenhouse gas emissions by 20% by 2037, compared to the base year of 2022. Several projects are included in the implementation plan, such as conducting carbon footprint assessments, installing solar cells on factory rooftops, and transitioning to air solar cells at distribution centers, among others.



### **Employee Potential Development and Embedding ESG DNA in the Organization**

The Company actively promotes employee knowledge of ESG through its corporate sustainability culture, ESG in Process, which emphasizes integrating ESG considerations into every operational process. In recognition of these efforts, the Company has been awarded the SET ESG DNA certificate by the Stock Exchange of Thailand for its employee education initiatives via ESG E-learning.

Additionally, the Company has continued the Farmhouse ACTIVE ESG DNA Awards for the 4th consecutive year, rewarding employees or departments that effectively implement ESG initiatives to further encourage collaboration in sustainability efforts.

### **4.2 Factors or Events That May Significantly Affect Financial Position or Operations in the Future**

Amidst ongoing global uncertainties, both external and internal factors continue to pose potential impacts on the Company's costs and expenses. Externally, geopolitical conflicts may influence fuel prices, transportation costs, and the prices of key raw materials such as wheat flour, as well as other raw materials and packaging. The Company has consistently recognized these challenges and has implemented strategic procurement planning to ensure sufficient supply for production at optimal prices. Additionally, the Company has adopted efficient fuel management practices to mitigate cost fluctuations. Internally, government policies, particularly the increase in the minimum wage, may affect production costs in the future.

### 4.3 Key Financial Information

#### 4.3.1 Statement of Financial Position

(Unit : Million Baht)

Statement of Financial Position	2024		2023		2022	
	Amount	%	Amount	%	Amount	%
<b>Assets</b>						
<b>Current assets</b>						
Cash and cash equivalents	871.76	6.28	569.15	4.41	648.94	5.32
Trade and other receivables	945.82	6.82	1,030.03	7.97	1,003.36	8.22
Inventories	227.94	1.64	207.60	1.61	208.90	1.71
Other current financial assets	6,249.86	45.06	5,375.87	41.62	4,719.33	38.68
Other current assets	25.62	0.18	19.05	0.15	16.57	0.14
<b>Total current assets</b>	<b>8,321.00</b>	<b>59.99</b>	<b>7,201.70</b>	<b>55.76</b>	<b>6,597.10</b>	<b>54.07</b>
<b>Non-current assets</b>						
Long-term loans to related parties	9.50	0.07	-	-	-	-
Investment in joint venture	33.17	0.24	35.65	0.28	34.79	0.29
Other non-current financial assets	1,442.62	10.40	2,160.52	16.73	2,186.54	17.92
Property, plant and equipment	3,984.94	28.73	3,410.46	26.40	3,334.26	27.33
Right-of-use assets	18.16	0.13	20.93	0.16	28.54	0.23
Advance payments for purchase of assets	46.14	0.33	70.46	0.55	3.41	0.03
Intangible assets	8.48	0.06	9.92	0.08	11.57	0.09
Other non-current assets	7.42	0.05	6.77	0.05	4.77	0.04
<b>Total non-current assets</b>	<b>5,550.43</b>	<b>40.01</b>	<b>5,714.71</b>	<b>44.24</b>	<b>5,603.88</b>	<b>45.93</b>
<b>Total assets</b>	<b>13,871.43</b>	<b>100.00</b>	<b>12,916.41</b>	<b>100.00</b>	<b>12,200.98</b>	<b>100.00</b>

## Statement of Financial Position (Continued)

(Unit : Million Baht)

Statement of Financial Position	2024		2023		2022	
	Amount	%	Amount	%	Amount	%
<b>Liabilities and shareholders' equity</b>						
<b>Current liabilities</b>						
Trade and other payables	954.52	6.88	696.94	5.40	782.50	6.41
Current portion of lease liabilities	10.15	0.07	12.42	0.10	12.45	0.10
Corporate income tax payable	129.54	0.93	148.73	1.15	139.25	1.14
Accrued expenses	205.26	1.48	199.42	1.54	199.00	1.63
Other current liabilities	13.92	0.10	3.97	0.03	11.13	0.09
<b>Total current liabilities</b>	<b>1,313.39</b>	<b>9.46</b>	<b>1,061.48</b>	<b>8.21</b>	<b>1,144.33</b>	<b>9.37</b>
<b>Non-current liabilities</b>						
Lease liabilities, net of current portion	8.00	0.06	8.39	0.06	15.56	0.13
Deferred tax liabilities	14.94	0.11	8.80	0.07	4.97	0.04
Provision for long-term employee benefits	86.91	0.63	91.44	0.71	97.74	0.80
Other non-current liabilities	4.86	0.05	4.62	0.05	4.40	0.05
<b>Total non-current liabilities</b>	<b>114.71</b>	<b>0.83</b>	<b>113.25</b>	<b>0.88</b>	<b>122.67</b>	<b>1.01</b>
<b>Total liabilities</b>	<b>1,428.10</b>	<b>10.30</b>	<b>1,174.73</b>	<b>9.09</b>	<b>1,267.00</b>	<b>10.38</b>
<b>Shareholders' equity</b>						
Registered, Issued and fully paid-up 450,000,000 ordinary shares of Baht 1 each	450.00	3.24	450.00	3.48	450.00	3.69
Share premium	674.38	4.86	674.38	5.22	674.38	5.53
Retained earnings						
Appropriated - statutory reserve	45.00	0.32	45.00	0.35	45.00	0.37
Unappropriated	11,164.26	80.48	10,487.69	81.20	9,686.30	79.39
Other components of shareholders' equity	109.69	0.79	84.61	0.66	78.30	0.64
<b>Equity attributable to owners of the Company</b>	<b>12,443.33</b>	<b>89.70</b>	<b>11,741.68</b>	<b>90.91</b>	<b>10,933.98</b>	<b>89.62</b>
Non-controlling interests of the subsidiary	0.00	-	0.00	-	-	-
<b>Total shareholders' equity</b>	<b>12,443.33</b>	<b>89.70</b>	<b>11,741.68</b>	<b>90.91</b>	<b>10,933.98</b>	<b>89.62</b>
<b>Total liabilities and shareholders' equity</b>	<b>13,871.43</b>	<b>100.00</b>	<b>12,916.41</b>	<b>100.00</b>	<b>12,200.98</b>	<b>100.00</b>
<b>Book Value (Baht per Share)</b>	<b>27.65</b>		<b>26.09</b>		<b>24.30</b>	

**4.3.2 Statements of Comprehensive Income****(Unit : Million Baht)**

Statement of Comprehensive Income	2024		2023		2022	
	Amount	%	Amount	%	Amount	%
<b>Profit or loss:</b>						
<b>Revenues</b>						
Sales	7,480.31	99.30	7,540.44	99.25	7,528.86	99.44
Other income	53.03	0.70	57.24	0.75	42.11	0.56
<b>Total revenues</b>	<b>7,533.34</b>	<b>100.00</b>	<b>7,597.68</b>	<b>100.00</b>	<b>7,570.97</b>	<b>100.00</b>
<b>Expenses</b>						
Cost of sales	4,051.27	53.78	4,033.11	53.08	4,048.93	53.48
Selling and distribution expenses	1,533.24	20.35	1,441.81	18.98	1,368.59	18.08
Administrative expenses	264.36	3.51	256.49	3.38	266.66	3.52
<b>Total expenses</b>	<b>5,848.87</b>	<b>77.64</b>	<b>5,731.41</b>	<b>75.44</b>	<b>5,684.18</b>	<b>75.08</b>
<b>Operating profit</b>	<b>1,684.47</b>	<b>22.36</b>	<b>1,866.27</b>	<b>24.56</b>	<b>1,886.79</b>	<b>24.92</b>
Share of profit from investment in joint venture	3.38	0.04	6.71	0.09	6.78	0.09
Finance income	163.87	2.18	105.61	1.39	55.78	0.74
Finance cost	(1.11)	(0.01)	(1.40)	(0.02)	(0.89)	(0.01)
<b>Profit before income tax expenses</b>	<b>1,850.61</b>	<b>24.57</b>	<b>1,977.19</b>	<b>26.02</b>	<b>1,948.46</b>	<b>25.74</b>
Income tax expenses	(260.02)	(3.45)	(269.42)	(3.55)	(241.49)	(3.19)
<b>Profit for the year</b>	<b>1,590.59</b>	<b>21.11</b>	<b>1,707.77</b>	<b>22.48</b>	<b>1,706.97</b>	<b>22.55</b>
<b>Earnings per share</b>						
Basic earnings per share						
Profit attributable to equity holders of the Company	3.53		3.80		3.79	



## Statements of Comprehensive Income (Continued)

(Unit : Million Baht)

Statement of Comprehensive Income	2024 Amount	%	2023 Amount	%	2022 Amount	%
<b>Other comprehensive income:</b>						
Other comprehensive income to be reclassified to profit or loss in subsequent periods:						
Loss on changes in value of debt investment designated at fair value through other comprehensive income - net of income tax	10.21		(4.42)		(10.38)	
Other comprehensive income to be reclassified to profit or loss in subsequent periods - net of income tax	10.21		(4.42)		(10.38)	
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:						
Gain (loss) on change in value of equity investment designated at fair value through other comprehensive income - net of income tax	14.35		4.35		(25.51)	
Actuarial loss- net of income tax	-		-		(13.45)	
Share of actuarial loss of joint venture - net of income tax	-		-		(0.12)	
Other comprehensive income not to be reclassified to profit or loss in subsequent periods - net of income tax	14.35		4.35		(39.08)	
Other comprehensive income for the year	24.56		(0.07)		(49.46)	
<b>Total comprehensive income for the year</b>	<b>1,615.15</b>	<b>21.44</b>	<b>1,707.70</b>	<b>22.48</b>	<b>1,657.51</b>	<b>21.89</b>
<b>Profit attributable to:</b>						
Equity holders of the Company	1,590.59		1,707.77		1,706.97	
Non-controlling interests of the subsidiary	-		-		-	
	1,590.59		1,707.77		1,706.97	
<b>Total comprehensive income attributable to:</b>						
Equity holders of the Company	1,615.15		1,707.70		1,657.51	
Non-controlling interests of the subsidiary						
	1,615.15		1,707.70		1,657.51	

**4.3.3 Statements of Cash Flows****(Unit : Million Baht)**

<b>Statements of cash flows</b>	<b>2024</b>	<b>2023</b>	<b>2022</b>
<b>Cash flows from operating activities</b>			
Profit before tax	1,850.60	1,977.19	1,948.46
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities:			
Depreciation and amortisation	404.59	375.43	378.98
Gain on disposals of property, plant and equipment	(12.55)	(4.67)	(1.15)
Share of profit from investment in joint venture	(3.38)	(6.71)	(6.78)
Loss (gain) on sales of other current financial assets	(0.07)	0.22	(0.06)
Loss on sales of other non-current financial assets	0.88	14.37	10.66
Gain (loss) from sales of equity instruments not recognised in profit or loss	(0.65)	(7.98)	6.67
Unrealised gain on exchange	0.50	(0.42)	(0.32)
(Gain) loss from fair value measurement of financial assets	-	(9.05)	9.24
Provision for long-term employee benefits	8.17	8.81	4.60
Dividend income from listed equity investments	(4.96)	(14.32)	(10.39)
Dividend income from non-listed equity investment	(7.20)	(7.65)	(5.85)
Finance income	(163.87)	(105.61)	(55.78)
Finance cost	1.11	1.40	0.89
Profit from operating activities before changes in operating assets and liabilities	2,073.17	2,221.01	2,279.17
Decrease (increase) in operating assets			
Trade and other receivables	84.21	(24.78)	(117.33)
Inventories	(20.34)	1.30	(19.24)
Other current assets	(6.57)	(2.47)	(5.19)
Other non-current assets	(0.64)	(2.01)	(1.33)
Trade and other payables	(3.63)	(58.30)	83.91
Other current liabilities	5.73	0.12	(7.89)
Other non-current liabilities	0.25	0.21	0.41
Provision for long-term employee benefits	(12.70)	(15.10)	(11.20)
<b>Cash from operating activities</b>	<b>2,119.48</b>	<b>2,119.98</b>	<b>2,201.31</b>
Cash paid for income tax	(279.22)	(256.09)	(228.98)
<b>Net cash from operating activities</b>	<b>1,840.26</b>	<b>1,863.89</b>	<b>1,972.33</b>

## Statements of Cash Flows (Continued)

(Unit : Million Baht)

Statements of cash flows	2024	2023	2022
<b>Cash flows from investing activities</b>			
Cash paid for other current financial assets	(6,892.73)	(6,589.72)	(6,627.73)
Cash paid for other non-current financial assets	(158.19)	(1,491.25)	(1,609.61)
Cash received from sales of other current financial assets	6,435.39	6,612.45	6,323.76
Cash received from sales of other non-current financial assets	536.92	842.77	1,210.22
Acquisitions of property, plant and equipment	(690.79)	(465.56)	(217.45)
Proceeds from disposals of property, plant and equipment	12.58	4.76	1.37
(Increase) decrease in advance payments for purchase of assets	24.32	(67.06)	1.57
Increase in intangible assets	(1.88)	(1.61)	(1.51)
Interest received	116.94	98.57	62.91
(Increase) Long-term loans to related parties	(9.50)	-	-
Dividend income from listed equity investments	4.96	14.30	10.33
Dividend income from joint venture	5.85	5.85	3.22
Dividend income from non-listed equity investment	7.20	7.65	5.85
Net increase in non-controlling interests of the subsidiary	-	0.00	-
<b>Net cash used in investing activities</b>	<b>(608.93)</b>	<b>(1,028.85)</b>	<b>(837.07)</b>
<b>Cash from financing activities</b>			
Payment of principal portion of lease liabilities	(14.11)	(13.43)	(11.19)
Cash paid for interest expenses	(1.11)	(1.40)	(0.89)
Dividend payments	(913.50)	(900.00)	(864.00)
<b>Net cash used in financing activities</b>	<b>(928.72)</b>	<b>(914.83)</b>	<b>(876.08)</b>
Net increase (decrease) in cash and cash equivalents	302.61	(79.79)	259.18
Cash and cash equivalents at beginning of year	569.16	648.95	389.77
Cash and cash equivalents at end of year	871.77	569.16	648.95

**4.3.4 Financial Ratio****(Unit : Million Baht)**

Financial Ratio		2024	2023	2022
<b>Liquidity Ratios</b>				
Current Ratio	(Times)	6.34	6.78	5.77
Quick Ratio	(Times)	6.14	6.57	5.57
Cash Flow Liquidity Ratio	(Times)	1.55	1.69	1.86
Average Collection Period	(Day)	47	48	44
Average Finish Goods Period	(Day)	1	1	1
Average Inventory Period	(Day)	13	13	13
Average Payment Period	(Day)	67	72	70
Cash Cycle	(Day)	(19)	(23)	(25)
<b>Profitability Ratios</b>				
Gross Profit Margin	(%)	45.84	46.51	46.22
Net Profit Margin	(%)	21.11	22.48	22.55
Return On Equity	(%)	13.15	15.06	16.20
<b>Efficiency Ratios</b>				
Efficiency Ratios Return on Assets	(%)	11.88	13.60	14.57
Return on Fixed Assets	(%)	53.96	61.77	61.71
Total Asset Turnover	(Times)	0.56	0.60	0.65
<b>Financial Policy Ratios</b>				
Debt to Equity Ratio	(Times)	0.11	0.10	0.12
Interest Coverage Ratio	(Times)	1,671.48	1,417.33	2,191.06
Commitment Coverage Ratio	(Times)	182.48	159.23	156.65
Dividend Payout Ratio	(%)	N/A	53.52	52.84



## Section 1 Business Operations and Performance

# 5. General Information and Other Important Information

## 5.1 General Information

General Information	
Company's Name	President Bakery Public Company Limited
Symbol	PB
Nature of Business	Manufacture and distributor of bread and bakery products
Registered	No. Bor Mor Jor 0107545000144
Registered Capital	450,000,000 Ordinary Shares, Par Value at 1 Baht per Share
Issued and fully paid-up	450,000,000 Ordinary Shares, Par Value at 1 Baht per Share
Head Office	121/84-85, 29 <sup>th</sup> Floor, R.S. Tower, Ratchadapisek Road, Dindaeng, Bangkok 10400
Telephone	0-2209-3000
Fax	0-2209-3091
Website	<a href="http://www.farmhouse.co.th">http://www.farmhouse.co.th</a>
Registrar	Thailand Securities Depository Co., Ltd. 93, Ratchadapisek Road, Dindaeng, Bangkok 10400 Tel. 0 2009-9000 Fax. 0 2009-9991
Auditor	EY Office Limited 193/136-137, 33 <sup>rd</sup> Floor, Lake Rajada Office Complex, Ratchadapisek Road, Klongtoey, Bangkok 10110 Tel. 0-2264-0777, 0-2661-9190 Fax. 0-2264-0789-90, 0-2661-9192
Legal Consultant	F.N. Infinity Co.,Ltd. 611/40, Soi Wat Chan Nai, Charoen Krung Road, Bang Khlo, Bang Kho Laem, Bangkok 10120 Tel. 0-2689-8946, 0-2291-0414 Fax. 0-2291-1127

**5.2 Other Important Information****5.2.1 Information that has a substantial impact on the decisions of investors**

- None -

**5.2.2 Restrictions on foreign shareholders**

- None -

**5.3 Legal Disputes**

The Company has no lawsuits or a dispute of nature.

1. Cases that may have a detrimental impact on the Company's assets (the Company is the defendant who is sued for damages) with a value greater than 5percent of the owners' equity as of December 31, 2024, or
2. Cases in which the Company's business is considerably impacted but the impact cannot be quantified; or
3. Cases that are not caused by the Company's routine operations.

**5.4 Secondary Market**

- None -

**5.5 Financial Institutions that are contacted on a Regular Basis (Only in the Case of Debt Instruments)**

- None -

## Section 2 Corporate Governance

# 6. Corporate Governance Policy

## 6.1 Overview of Corporate Governance Policies and Practices

The Board of Directors is confident that there is a good, transparent, and responsible management system, as well as an adequate and appropriate balance of power and an internal control system, as well as respecting the rights and equality of shareholders and taking responsibility for stakeholders. It will be a significant factor in strengthening the organization's ability to maintain excellent immunity and achieve long-term balanced and sustainable growth.

As a result, the Board of Directors has established the following corporate governance policy for all directors, executives, and employees to follow as guidelines for their work operations:

1. Directors, executives, and all employees of the Company are committed to using corporate governance concepts, business ethics, and the Code of Conduct in the Company's operations for the directors, executives, and employees.

2. Company directors, executives, and other employees must carry out their responsibilities responsibly, with caution, honesty, and integrity, in accordance with the law, Articles of Association, and associated announcements.

3. Implement the Company's management structure so that each committee's and management's authority, duties, and obligations are clearly stated.

4. Implement a suitable level of internal control and risk management, and having an accounting system and financial reports that are accurate and reliable.

5. Assuring that important information is disclosed sufficiently, reliably, and promptly, as long as it does not jeopardize the Company's legitimate interests.

6. Recognize and respect shareholders' ownership rights and treat all stockholders fairly.

7. Operate with a focus on accountability of shareholders, stakeholders, community, society, and the environment.

8. Commit to excellence in business operations by listening to and reviewing oneself in order to promote client satisfaction to improve managerial potential and to always produce the best.

9. Instill morals and ethics, create a good conscience, treat employees with fairness, and strive for continuous development and enhancement of personnel capabilities.

10. Anti-corruption, non-infringement of intellectual property, observance of the law, and respect for human rights

11. Treat conflicts of interest prudently and rationally based on the interests of the Company.

The Board of Directors has developed a manual entitled "Principles of Good Corporate Governance, Revised Edition No. 2" in accordance with the Corporate Governance Code for Listed Companies 2017, which establishes the Board of Directors' Code of Conduct and have followed proper procedures. It comprises of 8 major components as the organization's leader and the person with the most responsibility for the organization:

### Code of Conduct 1

Recognizing the Board of Directors' tasks and responsibilities as an organization's leader who generates sustainable value for the business. The Board of Directors established the Company's vision and mission to ensure that the Company's directors, executives, and employees are all working toward the same goal by conducting periodic reviews.

**Code of Conduct 2**

Determining the business's objectives and primary aims for sustainability, the Board of Directors establishes or supervises the business's objectives and primary goals (Objectives) for sustainability. The aims and goals are compatible with the Company's mission of providing value for its customers, stakeholders, and society at large.

**Code of Conduct 3**

Reinforce the effectiveness of the Board of Directors, whereby the Board of Directors is responsible for defining and reviewing the Board of Directors' structure in terms of size, composition, and proportion of independent directors that are appropriate and necessary to lead the organization to its objectives and goals.

**Code of Conduct 4**

Recruit and develop high-level executives and manage personnel. The Board of Directors supervises the selection and development of the Managing Director and high-level executives to have the knowledge, abilities, experience, and characteristics necessary to drive the organization towards success.

**Code of Conduct 5**

Encourage innovative thinking as well as ethical business practices. The Board of Directors places importance on and supports innovation that adds value to the business while also benefiting consumers and associated parties and is accountable for the well-being of society and the environment.

**Code of Conduct 6**

Ensure that there is appropriate risk management and internal control system. The Board of Directors has established effective risk management and internal control system following relevant laws and standards.

**Code of Conduct 7**

Maintain financial credibility and disclosure, the Board of Directors emphasizes the importance of having a strong corporate governance system and disclosing material information that has had or may have an effect on the Company's stock price, investment decisions, or shareholder benefits in order for shareholders and investors to receive essential information in an equal and timely manner.

**Code of Conduct 8**

Encourage participation and communication with shareholders. The Company recognizes and respects shareholders' ownership rights. As a result, the corporation encourages shareholders to use their legal rights and ensures that all owners are treated equally. The fundamental rights of shareholders include the ability to purchase, sell, or transfer shares; profit sharing; and the acquisition of adequate information and information about the Company.

The Company's policies on corporate governance, business ethics, and codes of conduct for directors, executives, and employees are published to employees, shareholders, and the general public through the Company's website under the heading "Investment Information: Good Corporate Governance/Corporate Governance Policy."

## **Compliance with Good Corporate Governance Principles**

In 2024, the Board of Directors requires that the corporation adhere to the 8 principles of good corporate governance, which are divided into 5 categories:

### **5 Categories of Principles of Corporate Governance:**

#### **1. Rights of Shareholders**

The Company acknowledges and respects the ownership rights of its shareholders. Therefore, it actively encourages shareholders to exercise their rights by facilitating various initiatives that support and enable their participation. This includes accommodating both individual and institutional investors in shareholder meetings and ensuring fair and equal treatment for all shareholders. Basic shareholder rights include the ability to buy, sell, or transfer shares, receive profit distributions, and access adequate business information.

### 1.1 The Company's shareholders' meeting

Is scheduled to hold an annual general meeting of shareholders within no more than 4 months from the end of the fiscal year. In 2024, the Company held the 45th Annual General Meeting of Shareholders on 30 April 2024, at 9.30 a.m. meeting room floor 6, Bangchan Factory at Bang Chan Industrial Estate. The meeting place is convenient to travel to because it is near the main road and has been announced in a Thai daily newspaper regarding the notice of the Annual General Meeting of Shareholders not less than 3 consecutive days before the meeting date announced during 11-16 April 2024, and such information is published at [www.farmhouse.co.th/](http://www.farmhouse.co.th/) Including investment information, as well as an opportunity for shareholders to submit questions in advance of the meeting date

### 1.2 The notice of the shareholders' meeting

Contains essential agenda items and has been considered by the Board of Directors' meeting for approval. The invitation letter for the meeting contained facts and reasons, along with the directors' opinion, providing sufficient information for shareholders to use in their decision to vote on various agendas. Additionally, in the invitation letter for the shareholders' meeting, the company clearly states the documents showing the ownership or the representative of the shareholders who is entitled to attend the meeting with an important agenda for approval every year, namely:

- Director Appointment Agenda: The Company allows shareholders to elect directors individually by providing name and surname, age, educational background, work history, number of companies holding directorships separately, listed companies, and general companies. The criteria and methods for nominating the types of directors who present information on attendance and the number of years in office in the case of nominations for the former director by nominating the aforementioned directors have been reviewed by the Nominating Committee
- Director's Remuneration Agenda: The Company has provided data regarding the types and amounts of payments, as well as policies and criteria for determining the remuneration of directors that have been determined and refined by the Remuneration Committee.

- Agenda for the appointment of auditors: The Company has given details about the auditors' name of the audit firm, experience, auditors' ability, independence, remuneration for the number of years serving the Company (in the case of appointing the former auditor). Method for considering the appropriateness of the audit fee has been determined and screened by the Audit Committee.

- Profit Allocation and Dividend  
Agenda: The Company has provided details about the allocation of profits and reserve funds, the number of dividends with reasons, and supporting information following the dividend payment policy and the date set by the Board of Directors (Record Date) to determine the right to receive dividends.

### 1.3 On the day of the shareholders meeting,

The Company Secretary will define the shareholders' voting rights and obligations according to the Company's Articles of Association, each ordinary share carries one vote. Voting must be conducted in a transparent manner. The Company has used the barcode and ballot systems for registration and for counting votes for each agenda, displaying the votes on a computer screen, and sending the results to the projector for shareholders to see at the same time.

At the 2024 general meeting of shareholders, 14 directors attended the meeting. Those, including the Chairman of the Board of Directors, in addition to the Chief Executive Officer in Accounting and Finance, Executive Director and Auditor of the Company who attended the meeting for shareholders to ask questions on related matters. The Company arranged for an inspector to witness the vote counting for each agenda item by inviting the Company's auditors, namely EY Office Limited, as well as representatives of legal advisory firms to ensure that the meeting is transparent and follows the Company's regulations.

And the Company has also disclosed the resolutions of the shareholders' meeting together with the voting results of each agenda item to inform the Stock Exchange on 30 April 2024.



#### **1.4 The Company publishes the resolutions of the shareholders' meeting**

On the Company's website the next day following the date of the shareholders' meeting. The minutes of the meeting were accurately and completely recorded by including the names of the Directors, Executive Committee, and executive with position who attended the shareholders' meeting, as well as important questions and comments, the director's explanation, meeting resolutions, and voting results in both Thai and English for shareholders to examine. The information was published 14 days following the shareholders' meeting on [www.farmhouse.co.th/investor](http://www.farmhouse.co.th/investor).

## **2. Equitable Treatment of Shareholders**

The Company recognizes the rights and equality of shareholders by treating all shareholders equally, with all shareholders' rights and equality as follows:

### **2.1 Shareholders' meeting:**

The invitation letter and supporting documents will be sent to shareholders at least 21 days in advance of the meeting date. The invitation letter for the meeting was prepared in both Thai and English versions. The English version of the shareholders can be viewed at [www.farmhouse.co.th](http://www.farmhouse.co.th). Additionally, if it is necessary to propose a special agenda for an urgent case that affects or is related to the interests of the shareholders or is involved in the conditions or regulations of the government that require approval from the shareholders, the Company will call The Extraordinary General Meeting of Shareholders is on a case-by-case basis, and the Company allows shareholders to propose matters for inclusion in the meeting agenda and/or to nominate a person to be considered for election as the Company's director one month in advance in 2024, starting from 1-31 December 2024.

The Company has provided shareholders with the opportunity to appoint proxies or independent directors to attend and vote at the meeting on their behalf by sending the proxy Form B and the required documents for attending and appointing the proxy, which are attached to the meeting invitation and can be downloaded from [www.farmhouse.co.th](http://www.farmhouse.co.th). According to the forms prescribed by the Ministry of Commerce, there are 3 types of proxy forms from which shareholders can choose the voting direction.

At the shareholders' meeting, the Company will inform shareholders about the voting process, including their right to vote, by counting the number of ordinary shares, where 1 share equals 1 vote, along with the meeting rules and ballots used for each agenda item, by counting the votes, and by revealing the voting results for each agenda item at the shareholders' meeting by specifying the shareholders who voted to agree, disagree, or abstain. In this regard, the agenda for electing directors enables shareholders to exercise their right to elect individual directors, and no extra meeting agendas were not communicated in advance.

### **2.2 Conflicts of Interest:**

To ensure good administration and to avoid conflicts of interest, the Board of Directors has established the following measures regarding connected transactions with individuals who may have a conflict of interest as follows:

1. In the case of a regular transaction and continuation to do so in the future, Administration and Management Department can operated it and must explain that the quoted price is fair. The quality of products and services is acceptable and other conditions necessary to be brought to arbitration in making such a transaction. The Administration and Management Department have considered that it brings the utmost benefit to the Company wherein various documentary evidence must be collected to be used in the explanation to the Audit Committee.

2. If a transaction is abnormal but substantial and if the Company has a transaction in this manner with individuals with whom it may have future conflicts, it must be considered by the Board of Directors to provide comments on the appropriateness of such a list. If the Audit Committee lacks expertise in reviewing connected transactions, the Audit Committee will request that the Company appoint a person with specialized knowledge, such as an auditor, a property appraiser, or a law firm, who is not affiliated with any of the companies or individuals that may have a conflict of interest, to provide opinions on such connected transactions

### 2.3 Supervision of internal information use:

The Company has insider trading prevention that would be detrimental to shareholders. The Company has created "Policy, orders, and processes for supervising directors and executives in their use of internal Company information for personal gain" (as documented in writing in the minutes of the Board of Directors Meeting No. 7/2002). The Company's director, executives, and employees strictly adhered to the said policy during the preceding year. The agenda for each meeting of the Board of Directors has included a discussion of the directors' and executives' stock holdings, which is reported in the 56-1 One Report.page 92.

### 3. Taking into Account the Roles of Stakeholders

The Company has prioritized the interests of all stakeholders by adhering to the regulations and guidelines of the Stock Exchange of Thailand and the Securities and Exchange Commission of Thailand, as well as other applicable legislation, to ensure that these stakeholders' rights are protected. The following are the responsibilities of stakeholders:

#### • To Shareholders

The Board of Directors discharges its obligations with prudence, candor, and integrity to deliver positive returns for shareholders on a consistent and sustainable basis. It is defined by the policies and procedures set out below:

1. Respect ownership rights and treat shareholders equally and fairly.
2. Operate by adhering to the principles of good corporate governance; this will contribute to the development of shareholder confidence and trust, which will result in sustainable growth.
3. The business of the Company is always evolving in order to progress, provide shareholders with reasonable returns.

4. Report important information that affects or may affect shareholders' rights, both information reported on an accounting period basis and information reported on an event basis in accordance with applicable laws and notices, without taking any action that restricts shareholders' access to the Company's information.

5. Report on the Responsibilities of the Board of Directors for the financial reports included in the annual report.

6. Enable minority shareholders to submit items for inclusion on the meeting agenda and/or nominate candidates for election to the Company's directors at the annual general meeting of shareholders.

7. Shareholders will have the chance to submit questions about the meeting in advance of the meeting.

8. Publish the notice of the shareholders' meeting on the Company's website at least 28 days before the meeting date, in both Thai and English, to allow shareholders time to acknowledge and analyze the information prior to the meeting.

9. Facilitate the shareholders' meeting by setting the date, time, place, and method without impeding attendance, as well as allowing shareholders who are unable to attend the meeting in person to select a proxy to attend and vote on their behalf.

10. Handle conflicts of interest cautiously and reasonably, and disclose all information completely.

11. Protect the Company's interests and assets in the same way as a prudent individual would protect his own and eliminate the exploitation of illegal advantages, whether direct or indirect.

All stockholders are treated equally by the Company. There is a policy of fixed dividend payments. Dividends are paid at a rate of not less than 50 percent of net profit after income tax and deducting legal reserve. Dividend payments are subject to change based on the Company's operating results, financial condition, and investment plans. The following dividends have been paid from the Company's overall operation results:

Dividend in 2023	Baht per Share	Date of Payment
• Paid from Net profit for the six-month period ended 30 June 2023 and Retained earnings	0.86	19 September 2023
• Paid from Net profit for 1 July 2023 to 31 December 2023 and Retained earnings	1.14	21 May 2024
<b>Total</b>	<b>2.00</b>	

Dividend in 2024	Baht per Share	Date of Payment
• Paid from Net profit for the six-month period ended 30 June 2024 and Retained earnings	0.89	17 September 2024
• Paid from Net profit for 1 July 2024 to 31 December 2024 and Retained earnings	Wait for approval	Wait for approval

#### • To Customers

The Board of Directors acknowledges that customer satisfaction and trust are critical components of the Company's long-term success. It is defined by the policies and principles listed below:

1. Conduct business in the field of production, sales and services that are safe for consumers and environmentally friendly.

2. Conduct business with tenacity, develop products and services, discover new technologies, and consistently add value to products and services to suit customers' needs, along with providing the information necessary to make decisions without hiding or misrepresenting the facts.

3. Conduct business with honesty, integrity, and fairness; refrain from violating the customer's rights or maintaining the customer's trade secrets; refrain from using them for the profit of yourself or those involved in wrongdoing.

4. Not demanding or agreeing to receive any assets or any other dishonest benefits from customers, either directly or indirectly.

5. Adhere to trade agreements. If this is not possible, inform customers in advance so that they can collaborate to find a solution and avert damage.

6. Provide means for customers to communicate with the Company, and complaints should be handled fairly.

The Company has established a customer relations department to receive consumer complaints, recommendations, and advice on products and services. They may be reached at 02-209-3090, 02-209-3091, or online at [www.farmhouse.co.th](http://www.farmhouse.co.th) or on Facebook at [www.facebook.com/FarmhouseThai](http://www.facebook.com/FarmhouseThai). This ensures that staffs are available and will go above and beyond to ensure a timely response to requests and to foster customer and consumer confidence.

#### • To Trade Partner

The Board of Directors treats its trade partners equally and takes into account mutual benefits by defining policies and guidelines as follows:

1. There is a system for selecting trading partners in the value chain who conduct business according to the law, comply with safety and occupational health standards, are environmentally friendly, and fair treatment of trading partners based on fair competition and respect for each other.

2. Maintain the confidentiality of trade partners' information and do not misuse it for the benefit of oneself or those involved.

3. Establish mutual trust and understanding, share expertise, collaborate to improve products and services, and provide value to them in order for both businesses to succeed.

4. Adhere to trade agreements and offer correct data. If this is not possible, negotiate in advance with business partners to jointly develop solutions and avoid damage.

5. Do not demand, accept, or agree to receive any property or any other benefit that is beyond the scope of the trade agreement.

#### • To Competitors

The Board of Directors operates business following applicable laws. It is defined by the policies and principles listed below.

1. Adhere to fair competition guidelines in terms of business ethics and competition legislation in several countries in which the Company conducts business.

2. Do not jeopardize competitors' reputations. The Company has not had any disagreements with competitors in the last year.

In the past year, the Company has had no disputes related to competitors and has not entered into any agreements with competitors or other businesses that would result in monopolization or market competition reduction.

#### • To Payables

The Board of Directors is devoted to conducting business in a moral and disciplined manner in order to earn the trust of creditors. It is defined by the policies and principles listed below.

1. Treat all payables equally and fairly
2. Strictly adhere to contracts or agree upon terms
3. Manage business to reassure payables about the Company's financial position and solvency
4. Disclose the financial condition accurately and timely

5. If one of the conditions cannot be met, promptly notify the payables in advance to collaborate to find a solution and avoid damage.

In 2024, The Company paid trade accounts payable as per the pre-agreed payment terms without incurring any defaults, and the Company currently has no payables for any loans.

#### • To Employees

The Board of Directors views employees as significant resources and a critical part in the Company's performance, and has defined the following as a policy and guideline for fostering diversity and equal labor practices:

1. At work, treat employees with dignity and respect for their fundamental rights, and refrain from disclosing or transmitting personal or confidential information about them to outsiders or unrelated parties.

2. Treat employees in accordance with the legal framework, regulations, rules and laws governing the Company's operations.

3. Promote employment equality, nondiscriminatory differentiation, and avoid exclusion on the basis of gender, age, color, race, nationality, religion, disability, political race, or any other status that is not directly relevant to the operation, including support for disabled workers.

4. Adhere to minimum employment age requirements and refrain from allowing young employees to work in ways that are detrimental to their health, development, or compulsory schooling.

5. Support and encourage training and information sharing to comprehensively develop and enhance personnel's skills and abilities in a variety of methods in order to provide career stability, and open possibilities for progress based on each individual's potential.

6. Promote and encourage participation of all employees in setting the direction of operations and corporation development.

7. Remuneration is reasonable and commensurate with knowledge, talents, obligations, responsibilities, and performance.

8. Assure that employees receive appropriate welfare and benefits, such as medical treatment, annual physical examinations, accident insurance, employees' provident funds, and so forth.

9. Provide channels for employee communication, suggestions, and/or complaints about work, with the understanding that all suggestions will be considered in conjunction with the corrective action determined in order to benefit all parties and foster a positive working relationship.

10. Provide all necessary facilities for the performance of duties and responsibilities, including a working environment that adheres to safety, occupational hygiene, and a good working environment in order to promote and improve employees' quality of life.

11. Encourage engagement of employees at all levels in social responsibility, environmental stewardship, anti-corruption, and risk management activities.

The Company understands the value of its people as the most precious resource and that they are critical to the organization's success. It treats employees with dignity and respect for their fundamental human rights, treats them equally, fairly, and without discrimination, and promotes employment equality, which includes establishing regulations for management and human resource development and adhering to Thai labor laws, which include prohibitions on child labor, forced labor, and discrimination against labor, etc.

## **Fair Treatment of Employees**

The Company has supported, advocated for, and promoted equal treatment of employees in order to improve their quality of life and build a connection with the organization based on human rights and dignity. As a result, the following guidelines have been established:

### **Guidelines for Employee Recruitment**

1. Adhere to human rights-sensitive recruiting, selection, and employment policies, refrain from discrimination and prioritize the principles of knowledge, competence, fairness, and equality.

2. Employ no illegal or child labor and do not permit minors to work in ways that are harmful to their health, development, or compulsory education.

3. Adhere fully to labor laws and related regulations, including the protection of employees' rights equally and fairly.

4. Establish a system of employment with a valid employment contract and/or a transparent employment agreement

5. Treat employees concerning employment concerns based on their knowledge, competence, operational abilities, and working efficiency, rather than based on their traits, including assisting disabled workers' employment.

### **Employee Remuneration Practices**

1. Determine earnings or salaries that are not less than the minimum wage needed by law, as well as wage rates that are equitable with labor skill criteria. Do not discriminate based on personal traits like nationality, race, religion, or sex, but based on the employment principle of equal effort and equal compensation.

2. Consider the wage adjustment or salary for a group of workers with varying levels of knowledge, skills, talents, and responsibilities fairly and appropriately. The criteria are established in accordance with the regulations governing employment evaluation and promotion.

3. There is a timekeeping system, performance reporting, and the establishment of transparent and auditable procedures.

The total compensation for all employees, including senior executives and the Chief Executive Officer (CEO), includes special performance-based rewards in the form of bonuses linked to key performance indicators (KPIs), such as revenue, net profit, and business growth. Additionally, the Company considers ESG in process (Economic, Environmental, Social, Governance) indicators, as well as Climate Change Performance factors, including greenhouse gas emission reduction, sustainable operations, and efficient resource management. These measures aim to enhance transparency, promote social responsibility, and incentivize employees to contribute to the Company's sustainable development.



Furthermore, the Company “has no policy on bonus claw-back” as such compensation is determined and awarded only after a thorough performance evaluation has been completed. This approach ensures confidence, boosts employee morale, and reinforces a corporate culture that emphasizes transparency and accountability at all levels.

### **Guidelines for Labor and Employees Relations**

1. Provide opportunities for employees to participate in management through the workplace welfare committee and other committees, allowing them to express their ideas, make suggestions, and participate in decision making regarding the organization's operations.

2. Treat workers and employees fairly and take advantage of the benefits available to employees under all types of employment contracts. Provide a complaint and/or complaint system as a means of communication to foster mutual understanding and positive relationships, including employment fairness.

3. Do not obstruct, interfere, or take any action that will affect the exercise of employees' rights that does not have a detrimental effect on the Company's business operations and/or violate the law. The employee's activities are considered to comply with the beliefs of race, religion, gender, disability, national origin, and other factors.

### **Guidelines for Grievances or Employee Complaints**

If employees are dissatisfied with their jobs or are suffering from them, whether it is due to working circumstances, employment terms, command disciplinary action, or a lack of fairness in any aspect of work:

1. Employees may submit complaints or grievances directly to their supervisors in the hierarchy, to the Human Resources Department Manager, or through other channels provided by the Company based on the nature of the event or the convenience of the employees, via a written or oral form that must detail the incident in detail and include supporting documents (if any).

2. Investigation and consideration by the Management of the Company: The Company will consider investigating by establishing an investigation committee to determine and consider or decide on complaints that arise.

If the complainants or complaints are dissatisfied with the verdict of the Investigation Committee, it is able to file an appeal according to the Company's procedures.

3. To safeguard complainants and connected parties, the Company views complaints or complaints made by workers who satisfy the requirements as a method for employees to do the right thing, and the Company will not penalize employees, as well as those involved in complaints or complaints in any way.

### **Management of Welfare and Other Benefits**

The Company has emphasized training and development of knowledge and skills, consistently enhancing employees' capacities and giving possibilities for professional progression based on each individual's potential. Simultaneously, the company promotes the creation of a positive atmosphere and working environment by considering the safety of employees' lives, health, and property, as well as by establishing a committee of work safety departments to oversee this specific task of strengthening and improving employee quality of life through various forms of welfare.

At the same time, it has emphasized ensuring that all employees have a good quality of life and are happy at work, believing that the cornerstone of running a sustainable business is the potential of happy employees who receive welfare benefits such as personal protective equipment, workwear/apparel staff shuttle, a factory canteen that is hygienic, clean, of good quality, and affordable, hand washing sinks are available, as well as providing an annual health check-up and medical room with a regular doctor, etc.

### **Health and Safety**

To promote employee health, ensuring strength and efficiency in their work while reducing absenteeism, the Company provides various health and safety benefits. These include an in-house medical room, a workers' compensation fund, medical expenses beyond legal requirements, and accident insurance covering all employees 24/7. Additionally, the Company offers personal protective equipment (PPE), annual health check-ups, flu vaccinations, and vaccinations for HPV (Human Papilloma Virus), among other health initiatives.

### **Cost of Living Assistance**

To alleviate employees' cost of living expenses and enhance their quality of life, the Company provides various support measures. These include employee shuttle services, work uniforms, maternity financial assistance, scholarships for employees' children, special discounts on product purchases, 24-hour group accident insurance, affordable marketplace events, and housing loan interest benefits, among others.

### **Morale and Motivation**

To boost employee morale and foster a strong sense of organizational commitment, the Company provides various initiatives beyond internal and external training programs aimed at enhancing employees' skills and capabilities. These include the Farmhouse ACTIVE ESG DNA Award for creative achievements and role model employees, as well as long-service and performance-based recognition through the High Performance Employees Award (HPE). Additionally, the Company offers incentive bonuses, New Year gift activities, recreational and travel events, financial assistance in cases of work suspension or family bereavement, and other support programs.

### **Savings for the Future**

To encourage financial literacy and strategic financial planning among employees for long-term stability and a better quality of life, the Company provides various support programs. These include retirement preparedness training, a provident fund, a savings cooperative to reduce reliance on informal debt, and a retirement gratuity at a rate higher than the legal requirement, among other benefits.

The Company encourages all employees to actively participate in maintaining a safe and healthy work environment. To this end, it has established the "Occupational Safety, Health, and Workplace Environment Committee". At the Bangchan factory, the committee is chaired by a board member, Ms. Panida Prayottaweekij, who also serves as a Director and Assistant Managing Director, overseeing initiatives related to workplace safety, environmental conditions, and employee well-being. The Company conducts regular and consistent workplace safety inspections and provides round-the-clock 24-hour security personnel. It has also installed an internal alarm system, designated traffic routes and walkways within the facility, and implemented fire prevention and suppression systems.

Employees are provided with comprehensive safety equipment, and all personnel undergo training to ensure the proper and strict use of protective gear. Additionally, the Company maintains a fully operational emergency prevention system, including alarms, fire extinguishers, emergency lighting, and breathing apparatuses. It also conducts annual fire evacuation and fire prevention drills, covering both theoretical and practical aspects to ensure preparedness. Furthermore, a closed-circuit television (CCTV) system has been installed within the facility to safeguard employee and Company assets. The security system is continuously monitored, maintained, and inspected to ensure its readiness at all times.

The Company also supports employee well-being through the HR Clinic initiative, where labor relations and employee relations officers provide consultations, guidance, assistance, and grievance handling across various concerns. To enhance accessibility, the Company has established multiple communication channels tailored to specific target groups, including the Line Official "HR One Stop Service", which facilitates inquiries and provides employees with timely access to announcements and corporate communications. Additionally, the Company conducts employee training programs focused on problem-solving skills, stress management and prevention, teamwork, and fostering a harmonious and enjoyable work environment. These initiatives also aim to improve employees' ability to balance personal and professional life effectively (Work-life Balance). At the same time, the Company promotes employee health through initiatives such as exercise programs, nutritional guidance, weight measurement stations, health check-ups, and medical benefits. Furthermore, it organizes activities to strengthen relationships among employees, fostering better interpersonal connections and a supportive work culture.

At the same time, the Company supports the implementation of the 5S initiative and workplace improvement activities aimed at promoting employee health and well-being. These efforts include campaigns and training programs to encourage employees to reduce, refrain from, or quit smoking, alcohol consumption, and the use of any addictive substances, as well as to prevent travel-related accidents. Additionally, the Company promotes regular exercise, nutritious eating habits, and the avoidance of health-risk behaviors that may negatively impact overall well-being.

Additionally, the Company established the Employee Welfare Promotion Committee to provide opportunities for employees to participate in the management of welfare or benefits, as well as to provide comprehensive assistance to employees in matters of welfare and to provide avenues for employees to communicate with one another. Moreover, the Company encourages all employees to participate in religious activities on the Company's annual merit-making day and numerous social activities with a management and life philosophy that may be applied to one's self, family, society, and job, thereby improving one's quality of life.

#### • To the Community and Society

The Board of Directors conducts business in accordance with its obligations to the nation, community, and society, emphasizing compliance with different safety, security, and adequate hygiene standards, as well as local customs and traditions, in order to maintain a healthy society and public. Additionally, it actively seeks opportunities to encourage social creative activities and to instill a feeling of social responsibility in employees at all levels, by establishing the following policies and guidelines:

1. Do not conduct a business that degrade society and violate the rights of individuals who are involved in the community and society.
2. Cultivate a continual and serious sense of duty toward the community and society at large among the Company and its employees at all levels.
3. The Company's primary responsibility and policy is to focus on community and social activities by promoting sustainable social, community, and environmental development, which includes supporting youth education and public benefit activities in the communities surrounding the factory.
4. Provide the correct information and create understanding by listening to problems and potential impacts on the surrounding communities to manage corrections on time. Thus, the community and the factory may coexist together, with each receiving what they require from the other.
5. Establish measures to prevent and mitigate the adverse effects of the Company's operations on communities and society.

6. Conduct a survey to ascertain the community's thoughts and needs for effective response and development of good corporate governance practices.

7. Sustainably support public benefit activities, particularly those on a local level in which the Company group conducts business, taking into account the appropriateness and advantages to society and communities.

8. Encourage the preservation of cultural heritage and local customs.

9. Collaborate with a variety of community development organizations.

10. Generate revenue and enhance the local economy by promoting local jobs and products.

11. Establish a positive relationship between the business and the surrounding community and society on the basis of precision and honesty and fairness

Additionally, the Company places a high value on sustainable development, believing that sustainable success does not solely depend on economic performance but also on participation in community and social development to grow together, such as assisting social agencies in the community, sponsoring sporting events, and donating money and goods to various charitable organizations across the country. (For more details, see the Sustainability Development Report.)

#### • To the Environment

The Board of Directors conducts business responsibly with regard to natural resources and the environment by fostering economical and efficient energy use and by being cognizant of the community's and society's quality of life, both in the immediate vicinity of the plant and at the national level.

The Company has considered the business operations that will have a significant environmental impact. Technology selection, production processes, and waste disposal processes including research and development innovations will promote the efficient use of the energy. The following policies and guidelines apply:

1. Conduct business in compliance with applicable laws, regulations, and environmental policies while considering the impact on natural resources and the environment. Performance reviews and assessments are conducted on a regular basis.

2. Establish a corporate culture and raise awareness across all levels of personnel. Collaborate and take responsibility for environmental management. Resource management that is both efficient and sustainable.

3. Enhance environmental awareness and education among executives and employees at all levels.

4. Promote environmental management systems based on resource efficiency, the application of therapeutic measures and replacement, long-term surveillance, and the prevention of negative impacts on natural resources and the environment.

5. There is a system for selecting trade partners in the value chain that operate environmentally friendly businesses.

6. Advance and distribute ecologically friendly technologies.

7. Consider alternative methods of natural resource exploitation, without inflicting any harm to the environment or to the people's quality of life or minimally.

8. Take leadership in promoting energy efficiency and conservation for the benefit of society and the community on a long-term basis.

#### • **To the Public Sector**

The Board of Directors operates in accordance with applicable government rules. It is defined as the policies and guidelines listed below:

1. Study and comprehend the applicable rules and regulations and abstain from doing any action that violates the law.

2. Operate appropriately while interacting with government personnel or agencies.

3. Establish a positive relationship between the Company and the government within a reasonable boundaries.

4. Adhere to the applicable laws, customs, and traditions governing business activities in each country or locale.

The Company sincerely conducts business in good faith and consistently cooperates with and supports the public sector. Taxes are paid accurately and completely within the time limits prescribed by law.

### **Non-infringement of Intellectual Property**

The Board of Directors maintains a zero-tolerance policy for intellectual property infringement. The following guidelines have been established:

1. Conduct business in line with applicable intellectual property rules, regulations, and contractual commitments.

2. Take care of the company's intellectual property and refrain from using such intellectual property or allow others to do so without permission.

3. Respect other people's intellectual property rights. Do not infringe or use the work of others for personal gain unless the owner of the piece grants permission or compensation.

4. The employee's work or that which results from the performance of tasks shall be considered intellectual property of the Company and such intellectual property must be surrendered to the company upon the employee's retirement. Regardless of the format in which the data is stored.

In the previous year, the Company has not committed any infringements of intellectual property rights.

### **Non-violation of Human Rights**

The Board of Directors demonstrates its commitment to human rights by establishing the following policies and guidelines:

1. No action or non-support of human rights violations

2. Provide employees with comprehensive knowledge of human rights principles that they may use to their work.

3. There are no restrictions on independence or differences of opinion, whether they are related to gender, race, religion, politics, or any other subject. However, expressing opinions that may cause conflicts or divisions should be avoided.

4. Provide means of contact for employees and anyone who believe their rights have been infringed or who believe they have been treated unfairly. They can complain to the Company and complaints should be taken care of and treated fairly.

#### 4. Disclosure and Transparency

The Board of Directors places a high value on having a strong corporate governance system and disclosing material information that has or may have an effect on the Company's stock price, investment decisions, or shareholder benefits, so that shareholders and investors receive important news in an equal and timely manner. Which can be divided into:

1. Information reported according to accounting period, i.e. financial statements, Form 56-1 One Report.
2. Information is presented on an event by event basis, including the acquisition/ disposition of assets, related transactions and investment involvement, dividends paid/not paid, financial support, etc.

Delivering such information electronically and submitting it to the Stock Exchange of Thailand in the form of a printed document within the prescribed time frame for publication and publication on the Company's website [www.farmhouse.co.th](http://www.farmhouse.co.th) in both Thai and English, the Company has not been penalized by the Securities and Exchange Commission or the Stock Exchange of Thailand in the last year for non-compliance with information disclosure requirements.

Publication of information on the Company's website includes:

- Company Vision and Mission
- Company Regulations
- Nature of business operation
- Good Corporate Governance Policy of the Company, Business Ethics, Code of Conduct of Company director, Management and staff

- Corporate Sustainability Development Policy
- Environmental Management Policy
- Social Management Policy
- Anti-Corruption Policy and Procedures
- Board of Directors Charter, Company Secretary Charter
- Audit Committee Charter
- Corporate Governance, Risk Management and Sustainability Committee Charter
- Nomination and Remuneration Committee Charter
- Internal Audit Charter and the Code of Conduct of the internal auditors
- List of major shareholders
- Quarterly and annual financial statements, including current and previous year's editions
- Form 56-1 One Report
- Criteria for the Right of Shareholders to Propose Agenda
- Invitation to the Shareholders' Meeting, Minutes of the Annual General Meeting of Shareholders
- And various marketing news and the Company's social activities

The Board of Directors recognizes that the Company's information both financial and non-financial are all affect investors and stakeholders of the Company to make a decision. Therefore, the management has been instructed to proceed with the disclosure of complete information, accurate, reliable, consistent, and timely, including an annual financial reporting responsibility report. In 2024, a management discussion and analysis were prepared for the disclosure of financial statements that the management has always given importance and adhered

#### Anti-Corruption

"The Company" is the leader in bakery production and distribution, which creates the highest popularity and satisfaction for consumers as well as provides confidence to all groups of stakeholders, so a management system with effectiveness, transparency, and corporate governance code is developed. The Company shall not accept any form of corruption, both directly and indirectly. It, therefore, signed



a declaration of intent to join the project “Thai Private Sector Collective Action Coalition Against Corruption” on April 22, 2016. The membership was renewed 2nd on October 5, 2022, which will expire on December 31, 2025. The Company shall continue to comply with the anti-corruption policy with the awareness that corruption is a major obstacle to the development of the organization and the country.

The Company has established an anti-corruption policy to clarify the Company’s guidelines and also be a requirement for the Company’s directors, executives, and all employees to comply with the policy to develop into a sustainable organization as follows:

1. The Company does not act and/or support bribery by giving or receiving gifts, hold a business entertainment, sponsorships, donations, political support, implementation that may cause beneficial conflict, facilitation payment and hiring government employees, the Company will operates with transparency and auditability.

2. Raising awareness and values regarding anticorruption to the Company’s directors, executives and employees to comply with laws, announcements and related regulations with the preparation of documents as guidelines.

3. The Company’s directors, executives and employees are prohibited from doing anything or being an intermediary in giving or receiving property or any other benefits with government officials, government agency, private agency or person who do business with the Company, whether directly or indirectly, so that such persons act or refrain from duty to obtain or maintain improper business interests.

4. Provide a mechanism for reporting on financial status with transparency and accuracy. Have efficient and effective internal control system as well as check and balances for the use of power appropriately to prevent corruption or involvement with corruption.

5. Requiring to have the review regularly in compliance with policy and anti-corruption regulations together with reviewing the guidelines and the requirements to operate in order to comply with changes in business, laws and related regulations.

6. Provide communication channels to enable the whistleblower to report suspicious clues by ensuring that whistleblowers are protected.

In this regard, the Company has published an anticorruption policy to employees, business partners, and all stakeholders, both in the form of written documents and disclosures on the Company’s website, to inform that the Company does not accept any form of corruption either as a recipient or a giver. In addition, there is an assessment of the risks associated with corruption, setting clear guidelines and consistent with anti-corruption policies and operating procedures. Furthermore, the Company has supported activities that promote employees understanding of anti-corruption, such as a message of intention against corruption from the Managing Director, new employee orientation training in “Anti-Corruption Policy”, publicity of knowledge about anti-corruption practices, arranging activities to measure knowledge level on anti-corruption, a cognitive test of executives and employees at all levels annually, including reporting on operating results related to fraud patterns. The audit committee is responsible for reviewing the appropriateness of the self-assessment practice on anti-corruption measures for the process of certifying the renewal of the Thai Private Sector Collective Action Coalition against Corruption.

In addition, the Company has provided channels for receiving information, clues, or complaints about wrongdoing, law breaking, violations of regulations or the Company’s anti-corruption policies and procedures via mail, email, telephone, feedback box, and on the Company website with an internal audit section, company secretary, secretary of the anti-corruption, sub-committee and human resources department to be the recipient of complaints through the relevant channels. The Company has provisions to protect that whistleblowing if they refused to fraud and corruption not to suffer, harm, or not be unfairly treated resulting from cooperation in anti-corruption and corruption.

In 2024, the Company has not received any whistleblower or complaints about violations or corruption.

## Fair Trade Competition

The Board of Directors aims for the Company's business operations to be under trade competition law, consider business ethics principle, compete with other business with fairness, support free and fair trade competition, not discriminate or take advantage of others. The guidelines are determined as follow:

1. Study and follow trade competition laws.
2. Joint ventures, mergers or acquisitions must be considered that it is not a market's monopolization or creating unfairness in competition.
3. Avoid making agreements with competitors or other business operators in a manner that monopolizes, limits, or reduces market competition, and not disclose or exchange business information.
4. Avoid making agreements or contracts with business operators in foreign countries in a manner that monopolizes the market or limits opportunity of domestic consumers to purchase products or services.
5. Avoid behaviors that are in a manner of unfair trade treatment with other business operators such as determining trade conditions that limit trade opportunities or alternatives of business partners, etc.

## 5. Responsibilities of the Board of Directors

The Board of Directors is responsible for carrying out the obligations imposed by law, as well as the objectives and regulations of the Company, as well as the decisions of the shareholders' meeting, with honesty and care in order to preserve the Company's interests.

According to the Company's Articles of Association, each director has a fixed term of office, and one-third of the directors must retire at each annual general meeting. The director who has been in office the longest will step down. The Director exiting office may be re-elected according to the principles of good corporate governance for listed companies in 2017. The Board of Directors is made up of people who have a wide range of knowledge, abilities, and experiences, as well as specific skills that are useful to the Company. They understand the role of responsibility, leadership, making suggestions in all areas, and always coming up with good ideas for the Company.

The Board of Directors has clearly defined the Company's vision and made it available to freely express opinions and make decisions to oversee the Company's business in accordance with the objectives and goals that have been established for the best interests of the Company and stakeholders.

## 6.2 Business Ethics

The Board of Directors is committed to doing the right thing, so they created a code of conduct for business ethics and employee ethics to serve as a guideline for the Company's business operations. All directors, executives, and workers have a common need to do their tasks with honesty and integrity within the framework of the law and within the scope of their obligations, including demanding careful discretion when deciding to take any action and refraining from doing anything that would harm the Company and public.

## 6.3 Important Changes and Developments in the Policy Guidelines and Systems of Corporate Governance over the past Year

### 6.3.1 Significant Changes and Developments

In 2024, the Company received certifications in corporate governance and sustainability as follows:

- The Company received the Commended Sustainability Awards under the Sustainability Excellence category. This award reflects the Company's commitment to sustainable organizational development, ethical business practices, and corporate governance principles. It also highlights the Company's dedication to integrating social and environmental considerations into its operations while prioritizing stakeholder engagement alongside achieving strong business performance.

- The Company was selected as one of the 228 companies included in the SET ESG Rating's sustainable stock list for 2024. It received a AAA rating from the Stock Exchange of Thailand. The SET ESG Ratings recognize companies listed on the Stock Exchange of Thailand that demonstrate sustainable business practices, based on an evaluation of their performance in environmental, social, and governance (ESG) aspects.
- The Company received a corporate governance evaluation score for listed companies in the Stock Exchange of Thailand for the year 2024, as assessed in the Corporate Governance

Report of Thai Listed Companies 2024, conducted by the Thai Institute of Directors Association (IOD). The Company was awarded a 5-star rating, classified as "Excellent" (Excellent CG Scoring).

- The Company has been selected for inclusion in the ESG100 group for the 9th consecutive year by the Thaipat Institute, under the Foundation of Thailand Rural Reconstruction Movement under Royal Patronage. This recognition is based on the evaluation of environmental, social, and governance performance.

### 6.3.2 Principles of Good Corporate Governance that the Company Did Not Follow

In 2024, the practices that the Company did not follow, as the Company has replaced measures that are suitable for business operations as follows:

Code of Conduct	Company's Substitution Measures
Independent directors hold positions continually no more than 9 years.	The Company believes that the independent director of the Company is a person who has all the qualifications according to the definition of an independent director and can perform duties with independence. In 2024, there is 1 independent director that holds office more than 9 consecutive years.
The Board should consist of more than 50% independent directors.	The Company has complied with the principle that the Office of the Securities and Exchange Commission requires the structure of independent directors at least one-third of the Board of Directors. Currently, there are 5 independent directors, representing one-third.
Chairman of the Board should be an independent director duties	The Chairman of the Board of Directors have well knowledgeable, capable, and have firm-specific the Company's business and has performed his with independence, allowing all directors to freely express their opinions and offer suggestions that are beneficial to the Company
Chairman of the nomination non and remuneration committee should be an independent director	The chairman of the nomination and remuneration committee is a non and executive director with well knowledge, ability, experience, and understanding of the Company's business, including performing duties with responsibility.
The Board of Directors consists of directors between 5-12 people.	The Board of Directors of the Company consists of 15 members. The composition consists of 3 groups, independent directors, non-executive directors, and the executive committee for the balance in management, and by the Company's regulations that there is a board of directors of not less than 5 people. However, the Company must consider the number of directors taking into account the suitability and the size of the business.

### 6.3.3 Compliance with CG CODE

The Board of Directors recognizes the roles and responsibilities of the organization's leadership, having studied and listened to a lecture on the Principles of Good Corporate Governance for Listed Companies 2017 (CG Code) to understanding the benefits and practices to building sustainable business values. The Company still adheres to and complies with "Principles of Good Corporate Governance, Revised Edition No. 2" consistent with the principles of Corporate Governance Code for listed companies 2017 for the Board of Directors, executives, and all employees of the Company to acknowledge and adhere to it as a guideline for work.

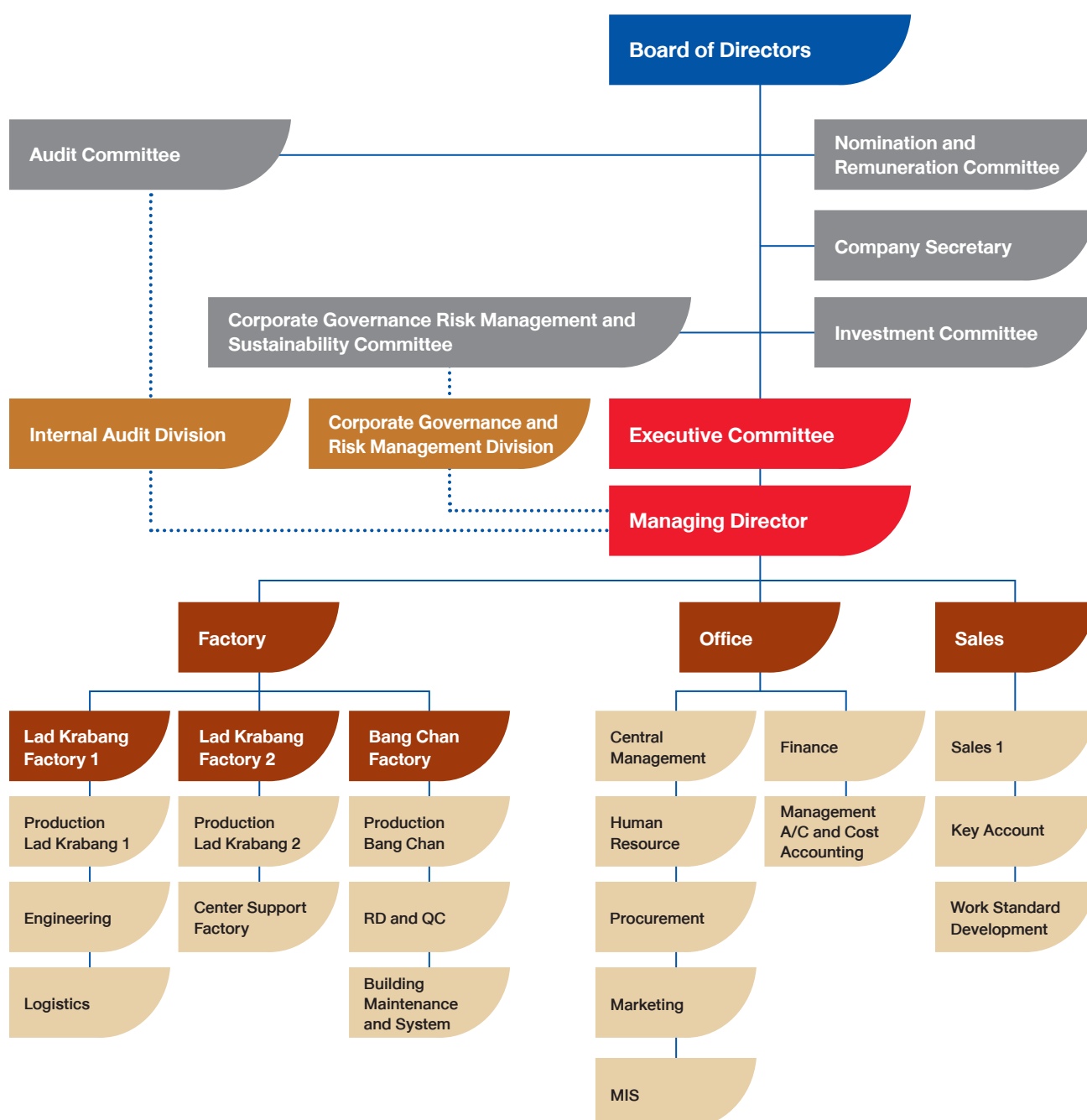
The Board of Directors has assessed compliance with the CG Code to ensure that a process has been implemented or has a development plan to suit the business for the benefit of creating sustainable business value meet the expectations of the business sector, investors as well as the capital market and a whole society.

## Section 2 Corporate Governance

## 7. Governance Structure and Key Data on the Board of Directors, Specific Committees, Management, Employees and Others

### 7.1 Governance Structure

#### Organization Chart





## 7.2 Board of Directors Information

### 7.2.1 Composition of the Board of Directors

The Board structure consists of the Board of Directors, audit committee, nomination and remuneration committee, and member of the corporate governance and risk management committee.

#### Composition of the Board of Directors

The Board of Directors consists of individuals with a wide range of knowledge, abilities, and experiences, have specific skills that are useful to the Company, understand the role, responsibility, leadership, give suggestions in every aspect, and always give good ideas to the Company.

The Board of Directors consists of 15 members, as follows:

- 5 independent directors, representing 33.33% (1/3 of the total number of directors)
- 4 non-executive directors, representing 26.67% of the total number of directors
- 6 executive directors, representing 40.00% of the total number of directors
- 9 directors are male, representing 60.00% of the total number of directors
- 6 directors are female, representing 40.00% of the total number of directors

### 7.2.2 Information of the Board of Directors

Board of Director Name List as at 31 December 2024 as follow:

Name	Position	Director Type
1. Mr. Pipat Paniangvait	<ul style="list-style-type: none"> <li>• Honorary Chairman / Director</li> <li>• Chairman of the Nomination and Remuneration Committee</li> </ul>	Not an executive
2. Mr. Apichart Thammanomai	<ul style="list-style-type: none"> <li>• Chairman of the Board of Directors and Chairman of the Executive Board</li> <li>• Director of the Nomination and Remuneration Committee</li> </ul>	executive
3. Mr. Apisate Thammanomai	<ul style="list-style-type: none"> <li>• Managing Director</li> <li>• Corporate Governance, Risk Management and Sustainability Committee</li> <li>• Investment Committee</li> </ul>	executive
4. Mr. Vichai Kulsomphob	<ul style="list-style-type: none"> <li>• Director</li> <li>• Chairman of the Investment Committee</li> </ul>	Not an executive

Name	Position	Director Type
5. Miss Petcharat Anantawichai	<ul style="list-style-type: none"> <li>• Director</li> <li>• Corporate Governance, Risk Management and Sustainability Committee</li> <li>• Investment Committee</li> <li>• Company Secretary</li> </ul>	executive
6. Miss Panida Prayottaweekij	<ul style="list-style-type: none"> <li>• Director</li> <li>• Corporate Governance, Risk Management and Sustainability Committee</li> </ul>	executive
7. Dr. Pojjanee Paniangvait	<ul style="list-style-type: none"> <li>• Director</li> <li>• Corporate Governance, Risk Management and Sustainability Committee</li> </ul>	Not an executive
8. Mr. Pun Paniangvait	<ul style="list-style-type: none"> <li>• Director</li> <li>• Investment Committee</li> </ul>	Not an executive
9. Miss Saipin Kittipornpimol	<ul style="list-style-type: none"> <li>• Director</li> <li>• Corporate Governance, Risk Management and Sustainability Committee</li> <li>• Investment Committee</li> </ul>	executive
10. Miss Ubolluck Luevoravinyu	<ul style="list-style-type: none"> <li>• Director</li> <li>• Corporate Governance, Risk Management and Sustainability Committee</li> <li>• Investment Committee</li> </ul>	executive
11. Mr. Wattanachai Chotechutrakul	<ul style="list-style-type: none"> <li>• Chairman of Independent Director and Chairman of Audit Committee</li> <li>• Director of the Nomination and Remuneration Committee</li> </ul>	Independent Director
12. Mr. Thanapich Mulapruk	<ul style="list-style-type: none"> <li>• Independent Director and Audit Committee</li> <li>• Chairman of Corporate Governance, Risk Management and Sustainability Committee</li> </ul>	Independent Director
13. Prof. Dr. Piyamitr Sritara	<ul style="list-style-type: none"> <li>• Independent Director</li> <li>• Director of the Nomination and Remuneration Committee</li> <li>• Corporate Governance, Risk Management and Sustainability Committee</li> </ul>	Independent Director
14. Mr. Chatchai Janpraisri	<ul style="list-style-type: none"> <li>• Independent Director and Audit Committee</li> </ul>	Independent Director
15. Mrs. Aim-on Pathumarak	<ul style="list-style-type: none"> <li>• Independent Director and Audit Committee</li> <li>• Corporate Governance, Risk Management and Sustainability Committee</li> </ul>	Independent Director

**Remark :** Mr.Vichai Kulsomphob resigned from the position of Director of the Company and Chairman of the Investment Committee from on 31 December 2024.

### 7.2.3 Information about the Roles and Duties of the Board of Directors

The Scope of Powers and Duties of the Board of Directors are as follows:

The Board of Directors realized the importance of good corporate governance (Corporate Governance Code) and complied with Chapter 3/1 of the Securities and Exchange Act B.E. 2535 as amended by the Securities and Exchange Act (No.4) B.E. 2551 and the Securities and Exchange Act (No. 5) B.E. 2559

The Board of Directors was established to provide corporate governance for the best interests of the Company and shareholders, stakeholders, to be aware of the powers, duties, and responsibilities for and to comply with the policies, laws, objectives, and articles of association of the Company, board of directors' resolutions, and shareholders' meeting resolutions with responsibility, prudence, honesty like a wise man who operates the business and shall act under the same circumstances with the bargaining power without influence in the presence of the Company's director.

In terms of organization and performance of duties, the Board of Directors and management have independent roles, duties, and obligations. The level of authority to operate in each area is clearly defined because the roles and responsibilities were communicated to those involved on a regular basis, particularly because the contract to bind the Company has been set in writing to have two directors sign their names together and seal the Company's seal. According to the Company's regulations of the association, the Board of Directors may identify the person who has the ability to bind the Company along with the Company's seal.

#### Director Authorized to Sign on Behalf of the Company

All directors are authorized to sign on behalf of the Company. The signing must contain with two directors' signatures and affixed with the Company's seal except independent directors.

### Chairman of the Board and Managing Director

The Board of Directors has set the powers, duties, and responsibilities of the chairman of the Board of Directors and the managing director have been clearly defined to be a guideline for the performance of the chairman of the board and managing director with details as follows:

#### Powers, Duties and Responsibilities of the Chairman

1. Be responsible as the leader of the Board of Directors by supervising, monitoring, and overseeing the performance of the Board of Directors and sub-committees.
2. Presided over the Board of Directors meeting, in case of equal votes, the chairman of the Board of Directors shall have an additional vote as a casting vote.
3. Arrange a meeting of the Board of Directors or may assign another person to act on their behalf.
4. Preside over the shareholders' meeting as responsible for controlling the meeting by the articles of association on the meeting. In this regard, the meeting must be conducted per the sequence of agendas outlined in the notice of the meeting, unless the meeting resolves to change the order of agenda items with a vote of not less than two-thirds (2/3) of the number of shareholders attended.
5. Perform any other tasks as assigned by the Board of Directors.

#### Powers and Duties of the Managing Director

The Board of Directors has authorized the managing director to have the power to act on behalf of the Company in the business under the following conditions:

1. Has the authority to manage the business according to the objectives, articles of association, resolutions of the shareholders' meeting and all resolutions of the Board of Directors' meeting.

2. Is the one who has the authority to approve investment transactions such as purchasing assets and securities e.g. machines, equipment, transport vehicles, and financial securities, etc., within 50 million baht or equivalent for each project.
3. Has the authority to consider and approve Debt incurred transactions such as borrowing money, etc., within the limit for each item not exceeding 100 million baht or equivalent.
4. Has the authority to use discretion in the ordinary course of business administration for the Company's implementation.

However, the exercise of powers of the aforementioned attorneys cannot be done, if the attorney may have a stake or may have a conflict of interest in any manner with the Company and its subsidiaries when exercising their power as mentioned

### **Company Secretary**

The Board of Directors appoints Ms. Petcharat Anantawichai, director and senior manager of the management accounting and finance department who has the appropriate qualifications and experience to serve as company secretary. The scope of duties and responsibilities are as follows:

1. Prepare and maintain the following documents:
  - Committee Registration
  - Board of Directors' meeting notice, meeting minutes, and Form 56-1 One Report port
  - Notice of the shareholders' meeting and the minutes of the shareholders' meeting
2. Keeping stakeholder reports as reported by directors or executives.
3. Submit a copy of the report of interest under Section 89/14 to the chairman of the Board of Directors and the chairman of the audit committee within 7 working days from the date the Company receives the report.

4. Provide preliminary advice to the committee on legal matters, registration, and regulations of the Company.
5. Contact and communicate with general shareholders to be informed of their rights of shareholders and company news.
6. Support the Company's management by the principles of good corporate governance.
7. Other actions as announced by the Capital Market Supervisory Board

## **7.3 Information about Sub-Committees**

The Board of Directors has appointed four subcommittees comprising the Audit Committee, Nomination and Remuneration Committee, the Corporate Governance, Risk Management and Sustainability Committee and Investment Committee to support and promote the management of each department of the organization for efficient operations and by the principles of good corporate governance.

### **7.3.1 Audit Committee**

The Board of Directors appoints the audit committee that consists of at least 3 members, all of them must be independent directors, having qualifications and duties by the rules prescribed by the Capital Market Supervisory Board and at least 1 director has sufficient knowledge and experience to be able to review the reliability of the financial statements.

The Audit Committee's term of office is 1 year from the date of appointment. However, the Audit Committee members who complete their terms can be re-appointed as the Board of Directors deems appropriate by the audit committee set a meeting together at least 4 times a year, according to the financial reporting period to consider the financial statements and related financial reports as well as to consider the adequacy of the internal control system, internal audit, and risk management.

At present, the Audit Committee consists of 4 independent directors who are knowledgeable, expertise and the appropriate experience was appointed according to the resolution of the Board of Directors Meeting No.4/2024 dated 30 April 2024

Name	Position in Company	Position in Audit Committee
1. Mr. Wattanachai Chotechutrakul	Independent Director	Chairman of Audit Committee
2. Mr. Thanapich Mulapruk	Independent Director	Audit Committee
3. Mr. Chatchai Janpraisri	Independent Director	Audit Committee
4. Mrs. Aim-on Pathumarak	Independent Director	Audit Committee

**Remark :** Mrs. Aim-on Pathumarak is an audit committee member with knowledge and experience in accounting and taxation, sufficient to verify the accuracy and reliability of financial reports

### Scope of Powers and Duties of the Audit Committee

1. Verify accurate financial reporting according to generally accepted accounting standards and have sufficient disclosure both quarterly and yearly.

2. Review the internal control system and the internal audit system to be appropriate and effective, and consider the independence of the internal audit unit, comment on the internal audit plan and the operation of the internal audit unit, as well as approve the appointment, transfer, and dismissal of the head of the internal audit unit, or any other agency responsible for internal audits.

3. Review the Company's conduct by the law on Securities and Exchange SET regulations or laws related to the Company's business.

4. Consider, select, and propose to appoint an independent person to act as the Company's auditor and offer the remuneration of such persons, including attending the meeting with the auditor without the management attending the meeting at least once a year.

5. Consider the disclosure of connected transactions or transactions that may have conflicts of interest to comply with the laws and regulations of the Securities and Exchange Commission to ensure that such items are reasonable and to the utmost benefit of the Company.

6. Prepare a report of the audit committee to disclose in the Company's annual report by that reports must be signed by the chairman of the audit committee and must contain at least the following information:

- (1) An opinion about accuracy, completeness, and reliability of the Company's financial reports.
- (2) Opinions on the sufficiency of the Company's internal control system.
- (3) Comments on Legal Compliance on Securities and Exchange, regulation of SET or laws related to the Company's business.
- (4) Opinions on the suitability of the auditor.
- (5) Comments on transactions that may subject to conflicts of interest.
- (6) Number of Audit Committee Meetings and the attendance of each Audit Committee.
- (7) Overall opinions or observations reached by the Audit Committee in performing their duties in accordance with the Charter. The Audit Committee
- (8) Other items that shareholders and general investors should be aware of under the scope of duties and responsibilities assigned by the Board of Directors.

7. Support and follow up to ensure that the Company has an efficient risk management system.



8. In carrying out the audit committee's responsibilities, if suspected issues containing the following items or activities that may have a major impact on the Company's financial status and operating performance are discovered. The audit committee must report to the Board of Directors in order to make adjustments within the time frame determined by the audit committee.

- (1) Items that may have conflicts of interest
- (2) Corruption or abnormality, or a crucial defect in the internal control system
- (3) Violations of the law of Securities and Exchange Regulations of the Stock Exchange of Thailand or the Company's related laws.

If the Board has commit no action in addressing the issues within the specified period, any member of the Audit Committee may report those issues against the Securities and Exchange Commission or the Stock Exchange of Thailand

9. Review and certify the self-assessment on anticorruption measures assessed by the Corporate Governance Division, to ensure that the Company has various anti-corruption systems as reported in the self-assessment form of the Thai Institute of Directors Association (IOD).

10. Perform any other tasks as assigned by the Board of Directors.

### 7.3.2 Nomination and Remuneration Committee

The Board of Directors has appointed the nomination and remuneration committee with a term of office is 1 year from the date the Board of Directors has the resolution to appoint. In 2024, the committee has been responsible for nominating qualified persons for the position of director and considering the criteria for paying remuneration to the Board of Directors and sub-committees, appropriate to the duties and responsibilities and within the limit approved by the annual general shareholders' meeting.

Name	Position in Company	Position in Nomination and Remuneration Committee
1. Mr. Pipat Paniangvait	Honorary Chairman / Director	Chairman of the Nomination and Remuneration Committee
2. Mr. Apichart Thammanomai	Chairman of the Board of Directors and Chairman of the Executive Board	Director of the Nomination and Remuneration Committee
3. Mr. Wattanachai Chotechutrakul	Independent Director	Director of the Nomination and Remuneration Committee
4. Prof. Dr. Piyamitr Sritara	Independent Director	Director of the Nomination and Remuneration Committee

#### Scope of Powers and Duties of the Nomination and Remuneration Committee

1. Consider and nominate qualified persons to be the Company's directors and to present to the meeting for the Board of Directors to consider.

2. Consider and determine the amount of remuneration for the Company's directors to present to the Board of Directors for consideration, and propose to the shareholders' meeting for further approval.

3. Suggest an allocation method to pay remuneration to the Company's directors and other subcommittees to the Board of Directors within the budget approved by the shareholders' meeting by considering the performance

### 7.3.3 Corporate Governance, Risk Management and Sustainability Committee

The Board of Directors appointed Corporate Governance, Risk Management and Sustainability Committee. The committee consists of at least 3 members by selecting from the directors and senior executives of the Company with appropriate knowledge, abilities, and experiences.

Corporate Governance, Risk Management, and Corporate Sustainability Committee has the term of office for 1 year from the date of appointment. The committee who complete the term can be re-appointed to a new

position as the Board of Directors deems appropriate to set a meeting together at least 4 times a year, to supervise the implementation of the good corporate governance policy and to ensure effective implementation of the risk management process as a continuous system according to the specified framework, and promote sustainability operation appropriately according to the Company's sustainability strategies.

At present, the Corporate Governance, Risk Management, and Corporate Sustainability Committee consists of 9 directors who are knowledgeable, expertise and the appropriate experience was appointed according to the resolution of the Board of Directors Meeting No.4/2024 dated 30 April 2024.

Name	Position	Position in the Corporate Governance, Risk Management and Sustainability Committee
1. Mr. Thanapich Mulapruk	Independent Director	Chairman of the Corporate Governance, Risk Management and Sustainability Committee
2. Mr. Apisate Thammanomai	Managing Director	Corporate Governance, Risk Management and Sustainability Committee
3. Miss Saipin Kittipornpimol	Director and Assistant Managing Director	Corporate Governance, Risk Management and Sustainability Committee
4. Miss Ubolluck Luevoravinyu	Director and Assistant Managing Director	Corporate Governance, Risk Management and Sustainability Committee
5. Miss Petcharat Anantawichai	Director and Senior Management Accounting Department and Finance Department Manager	Corporate Governance, Risk Management and Sustainability Committee
6. Miss Panida Prayottaweekij	Director and Assistant Managing Director	Corporate Governance, Risk Management and Sustainability Committee
7. Dr. Pojjanee Paniangvait	Director	Corporate Governance, Risk Management and Sustainability Committee
8. Prof. Dr. Piyamitr Sritara	Independent Director	Corporate Governance, Risk Management and Sustainability Committee
9. Mrs. Aim-on Pathumarak	Independent Director	Corporate Governance, Risk Management and Sustainability Committee

## Scope of Authority and Responsibilities of the Corporate Governance, Risk Management and Sustainability Committee

### Corporate Governance

1. Consider and give opinions on the policy of good corporate governance principles
2. Supervise the practices according to the good corporate governance policy.
3. Promote and support the Company's directors, executives, and all personnel to follow along with the good corporate governance policy.

### Risk Management

1. Consider and give opinions on policies and risk management manuals.
2. Supervise the implementation of the risk management process and system effectively and continually, according to the specified risk management framework.
3. Consider the results of the risk assessment, risk appetite and risk management plan which has been endorsed by Executive officer.
4. Supervise and follow up on the result of correction and improvement of the remaining risks to an acceptable level through the corporate governance and risk management section.
5. Build credibility with the Board of Directors in the risk management process

### Corporate Sustainability

1. Determine corporate sustainability policies and practices and follow up to operate appropriately.
2. Promote and support sustainability in every business process (ESG in-process) of the organization.
3. Supervise and conduct sustainability work of the organization to be in line with business strategy and goal, including the changing situation.
4. The Company ensures the governance and management of sustainability risks (ESG Risk), including the mitigation of risks associated with climate change impacts
5. Supervise sustainability-related projects to complete, track and regularly evaluate for the results to be in accordance with the objectives or standards that are sustainable.
6. Build confidence for the Board of Directors in the organization's sustainability operations.

### 7.3.4 The Investment Committee

Investment board Established by the Board of Directors consisting of the board of directors, executives, or persons with knowledge, expertise, and experience in investment management, risk management, or securities analysis to supervise and determine the company's investment plan in accordance with the investment policy, risk management policy, and return on investment is important, with a tenure of 1 year as follows:

Name	Position in Company	Position
1. Mr. Vichai Kulsomphob	Director	Chairman of the Investment Committee
2. Mr. Apisate Thammanomai	Managing Director	Investment Committee
3. Mr. Pun Paniangvait	Director	Investment Committee
4. Miss Petcharat Anantawichai	Director and Senior Management Accounting Department and Finance Department Manager	Investment Committee
5. Miss Saipin Kittipornpimol	Director and Assistant Managing Director	Investment Committee
6. Miss Ubolluck Luevoravinyu	Director and Assistant Managing Director	Investment Committee

**Remark :** Mr. Vichai Kulsomphob resigned from the position of Director of the Company and Chairman of the Investment Committee from on 31 December 2024.

### Scope of Duties and Responsibilities of the Investment Committee

1. Consider the investment plan in accordance with the investment policy approved by the Board of Directors.

2. Supervise the company's investment to ensure that it is in accordance with the investment policy and investment plan.

3. Supervise good governance, transparency, and the prevention of conflicts of interest related to investment transactions.

4. Review and adjust the investment plan to suit the changing situation.

5. Report investment results to the Board of Directors for acknowledgment.

6. Perform any other tasks as assigned by the Board of Directors.

### 7.3.5 Non-Executive Directors

The Company has given importance to good corporate governance and management. Therefore, a meeting of non-executive directors is held once a year to allow non-executive directors to consider the work of the directors and executives to help build and develop strategies. Meanwhile, they are also taking responsibility for supervising and monitoring the implementation of the Company's tactics to be appropriate and sufficient.

Name	Position in Company	Position
1. Mr. Pipat Paniangvait	Honorary Chairman/Director	Chairman
2. Dr. Pojjanee Paniangvait	Director	Director
3. Mr. Pun Paniangvait	Director	Director
4. Mr. Vichai Kulsomphob	Director	Director
5. Mr. Wattanachai Chotechutrakul	Independent Director	Director
6. Mr. Thanapich Mulapruk	Independent Director	Director
7. Prof. Dr. Piyamitr Sritara	Independent Director	Director
8. Mr. Chatchai Janpraisri	Independent Director	Director
8. Mrs. Aim-on Pathumarak	Independent Director	Director

**Remark :** Mr. Vichai Kulsomphob resigned from the position of Director of the Company and Chairman of the Investment Committee from on 31 December 2024.

### Scope of Powers and Duties of Non-Executive Directors

Non-executive directors are directors who are not executives of the Company. They must provide beneficial opinions and take into criteria as the following:

1. Strategy: Stimulate the creativity and strategy development.

2. Performance: Consider and supervise the performance of the management by the goals and objectives, as well as to ensure that the management has a performance report regularly.

3. Risk: assures and satisfaction that the financial information is definite and complete. The Company's financial controls and risk management systems also must be concise, sufficient, and explainable.

4. People: Participate in determining the level of remuneration for executive directors appropriately and has a role in appointing and relocating high-level executives according to the succession planning.

## 7.4 Executive Information

### 7.4.1 List of Name and Position of Executives

On 31st December 2024, the management of the Company are executives according to the definition of the Office of the Securities and Exchange Commission. There are 8 persons as follows:

Name	Position in Company
1. Mr. Apichart Thammanomai	Chairman of the Board of Directors and Chairman of the Executive Board
2. Mr. Apisate Thammanomai	Managing Director
3. Miss Petcharat Anantawichai	Director and Senior Management Accounting Department and Finance Department Manager
4. Miss Panida Prayottaweekij	Director and Assistant Managing Director
5. Miss Saipin Kittipornpimol	Director and Assistant Managing Director
6. Miss Ubolluck Luevoravinyu	Director and Assistant Managing Director
7. Mrs. Malee Tangjaisanong	Advisor
8. Mr. Praphon Wongtharua	Assistant Managing Director

Executive Committee' remuneration means Executive Committee and the first four executives after the deputy managing director and all executives as every director in the fourth level.

(Unit : Baht)

Remuneration	Amount	
	2024	2023
• Total Salary	29,417,000	28,421,480
• Total Bonus	6,680,000	6,405,400
• Contribution to Provident Fund	231,850	285,074
<b>Total</b>	<b>36,328,850</b>	<b>35,111,954</b>



### Possessing of the Company's Securities of Directors and Executives

Directors and executives of the company holding the Company's securities as of 31 December 2024, and 2023 are as follows:

Board of Directors and Executive	Number of Shares as at 31 December (par value 1 Baht)		
	2024	2023	Change
<b>Securities Holder-Director</b>			
1. Mr. Pipat Paniangvait	14,896,150	14,896,150	-
Spouse and children under legal age	63,250	63,250	-
2. Mr. Apichart Thammanomai	1,819,970	1,819,970	-
Spouse and children under legal age	1,500,000	1,500,000	-
3. Mr. Apisate Thammanomai	3,344,810	3,344,810	-
Spouse and children under legal age	-	-	-
4. Mr. Vichai Kulsomphob	100,000	100,000	-
Spouse and children under legal age	-	-	-
5. Miss Petcharat Anantawichai	50,000	50,000	-
Spouse and children under legal age	-	-	-
6. Miss Panida Prayottaweekij	25,000	25,000	-
Spouse and children under legal age	-	-	-
7. Dr. Pojjanee Paniangvait	1,234,480	1,234,480	-
Spouse and children under legal age	-	-	-
8. Mr. Pun Paniangvait	276,870	276,870	-
Spouse and children under legal age	-	-	-
9. Miss Saipin Kittipornpimol	-	-	-
Spouse and children under legal age	-	-	-
10. Miss Ubolluck Luevoravinyu	-	-	-
Spouse and children under legal age	-	-	-
11. Mr. Wattanachai Chotechutrakul	-	-	-
Spouse and children under legal age	-	-	-
12. Mr. Thanapich Mulapruk	135,000	135,000	-
Spouse and children under legal age	-	-	-
13. Prof. Dr. Piyamitr Sritara	-	-	-
Spouse and children under legal age	-	-	-
14. Mr. Chatchai Janpraisri	-	-	-
Spouse and children under legal age	-	-	-
15. Mrs. Aim-on Pathumarak	-	-	-
Spouse and children under legal age	-	-	-
<b>Securities Holder-Advisor</b>			
1. Mrs. Malee Tangjaisanong	263,400	463,400	(200,000)
Spouse and children under legal age	-	-	-
2. Mr. Praphon Wongtharua	-	-	-
Spouse and children under legal age	-	-	-
<b>Total</b>	<b>23,708,930</b>	<b>23,908,930</b>	<b>(200,000)</b>

**Remark :** Mr. Vichai Kulsomphob resigned from the position of Director of the Company and Chairman of the Investment Committee from on 31 December 2024.

## 7.5 Employees Information

### Personnel

As of 31 December 2024, the number of employees of the Company is divided by the main field as follows:

(Unit : Person)

Main Department	2024	2023
1. Production	2,197	2,146
2. Sales	2,110	2,172
3. Accounting and Financial	87	83
4. Engineering	181	189
5. Marketing	238	109
6. Other	82	76
<b>Total</b>	<b>4,895</b>	<b>4,775</b>

### Personnel's Remuneration

(Unit : Baht)

Remuneration	2024	2023
Total Salary	815,805,889.46	792,429,276.84
Total Bonus	138,507,290.00	138,692,423.00
Contribution to Provident Fund	22,318,545.25	23,153,064.75
<b>Total</b>	<b>976,631,724.71</b>	<b>954,274,764.59</b>

In addition, the Company and employees have jointly established a provident fund according to the Provident Fund Act, B.E. 2530 established on 11 June 1990, which is to encourage members to have savings for future welfare, as well as being a guarantee for members and their families upon their death, becoming incompetent, resigned from the Company or complete the working period according to the Company regulations by the name "Employee Provident Fund, President Bakery Public

Company Limited which has been registered", with net assets 464,701,309.95 baht, with TISCO Asset Management Company Limited as the fund manager. The Company also encourages employees to have their own place of residence, causing stability in life and family in cooperation with the Government Housing Bank since 15 October 1990 at a lower interest rate than the market. Currently, 441 employees benefit from such home loaning

The Company has allocated a provident fund for executives and employees to ensure financial security for retirement, resignation, disability, or as a financial safeguard for their families in the future.

Number of Members	Provident Fund
<ul style="list-style-type: none"> <li>As of 31 December 2020, the number of members was 3,660 people.</li> </ul>	Representing 82 percent of full-time employees Net asset value: Baht 520.95 Million
<ul style="list-style-type: none"> <li>As of 31 December 2021, the number of members was 3,388 people</li> </ul>	Representing 82 percent of full-time employees Net asset value: Baht 543.84 Million
<ul style="list-style-type: none"> <li>As of 31 December 2022, the number of members was 3,013 people.</li> </ul>	Representing 72 percent of full-time employees Net asset value: Baht 511.67 Million
<ul style="list-style-type: none"> <li>As of 31 December 2023, the number of members was 2,814 people</li> </ul>	Representing 64 percent of full-time employees Net asset value: Baht 493.50 Million
<ul style="list-style-type: none"> <li>As of 31 December 2024, the number of members was 2,686 people</li> </ul>	Representing 63 percent of full-time employees Net asset value: Baht 478.74 Million

Additionally, the Saha Group Employee Savings Cooperative has been established to provide employees with an investment opportunity for future financial security and to support better retirement planning for an improved quality of life.

Saha Group Employee Savings Cooperative	
Data as of	Number of Members
31 December 2021	600 employees
31 December 2022	415 employees
31 December 2023	305 employees
31 December 2024	293 employees

## **Personnel Development and Promotion Policy**

The Company is committed to improving knowledge, talents, and skills to continuously and consistently diversify of work and it places a high priority on the development of its workforce at all levels. All of its employees are viewed as significant assets by the Company because it plays a significant role in driving operations and the Company's emphasis on business development to meet the goals established. To support the continuance of operations in accordance with corporate values, it is vital to continually develop the potential of present employees and new generation leaders, along with the training of personnel with knowledge and skills, a broad range of skills and the ability to develop an accurate understanding, improve working abilities across all domains, and alter working attitudes in order to be able to deal with and adjust to constant change in order to foster creativity and keep up with innovation and modern technology as a change agent. Bespoke design is used to create an integrated analytical human resource development plan. Individual development plans that offer training and assessment as part of creating opportunities for career growth along the career path efficiently and effectively with an action plan to develop personnel and being reviewed annually by management. Development for both individuals, departments and organizations. Human resource development policies are created by the Company which has set up classes to foster knowledge, competence and skills needed for work both now and in the future for employees. In addition to raising skill levels and talents in working, it also increases potentials and the advancement of individual workers.

1.) Employees have a fundamental duty to seek knowledge and enhance their own abilities at all times. Executives and supervisors are in charge of creating a development plan for staff members to ensure they have the operational capability to support the service.

2.) The Company supports, promotes, and pushes for the development of all employees to be able to effectively performing their current tasks and promotes the development of employees' potential to be more capable, the ability to work in the future including the development of leadership and skills necessary to manage the management efficiency of departments and organization.

The company also provides training programs for both internal and external audiences as well as a prospective development model. Plans for developing each individual's capacity are also made (Individual Potential Development:(IDP) to encourage professional advancement among employees, and plans for Individual Performance Improvement ( IPM) for a more sustainable development by classifying the training programs under the following categories;

### **Annual Development and Training for Employees**

The company has created a policy to enhance employee potential, support and encourage their career growth by starting from training needs survey process which allows all departments to use surveys, determined that the department's staff needs to have their potential developed to evaluate the staff capacity development plan by training and developing every year. Meetings will be held to plan training and personnel development to examine, enhance, and support long-term plans and current development according to the curriculum that is analyzed from the organization's policies through vision, mission, and core values as well as surveying and analyzing the need for training of various departments in each area

**New Employee Orientation Program** The program is designed to introduce new employees to the Company's vision, mission, core values, and business operations. It also covers key topics such as corporate governance principles, anti-corruption policies, corporate data protection, and fundamental quality initiatives, including the 5S system, an introduction to internal quality systems,

and food production hygiene standards, such as Good Hygiene Practice (GHPs), Hazard Analysis Critical Control Point (HACCP), and Food Safety System Certification (FSSC 22000). Additionally, it covers workplace safety, occupational health, and the working environment, along with essential work-related information, including company regulations, policies, and responsibilities. These guidelines help new employees quickly adapt to the Company's work environment, ensuring a smooth transition while fostering relationships among new hires.

**Food Quality and Safety System Training Program** This program is designed to equip employees with knowledge of standards and best practices to ensure that the products manufactured are of high quality, clean, safe, and nutritionally beneficial for consumers of all ages, nationalities, and religions. Training is conducted through the central training unit, supplemented by learning from respective departments. The objective is to enhance employees' knowledge, understanding, skills, and expertise in operational procedures. The program serves as an annual knowledge enhancement initiative, improving workforce skills, competencies, and capabilities through both theoretical learning and practical application. Training topics include: Good Hygiene Practices (GHPs), Advanced Hazard Analysis Critical Control Point (HACCP), for supervisors and annual refresher courses for employees at all levels, Halal Food Production Standards, Food Defense Planning, Food Fraud Assessment, Food Safety Management System (FSMS), Food Safety System Certification (FSSC 22000) The Company has undergone audits and received certification for its quality management system, covering production facilities and employee operations to ensure compliance with legal requirements and international food safety standards. Additionally, the Company has been certified for security measures and food safety risk assessments in accordance with the requirements of all customer groups. These certifications effectively enhance the credibility and reliability of the Company's products.

**Occupational Safety and Emergency Response Training Program** This program is designed to equip employees with knowledge and understanding of methods and procedures to ensure their safety, the safety of their colleagues, and the protection of the Company's assets. It also provides guidance on emergency response protocols, ensuring preparedness for various situations, such as first aid and life-saving techniques, fire drills, fire response team refresher training, and fire evacuation exercises conducted at the Lardkrabang 1 Factory, Lardkrabang 2 Factory, Bangchan Factory, and Distribution Center. The training also covers workplace safety in various areas, including electrical safety, hoist safety, electrical equipment and electric forklift safety, vehicle operation safety, safety procedures for new machinery, and traffic accident prevention and mitigation in field operations. Additionally, the program includes training courses for the Occupational Safety, Health, and Work Environment Committee, workplace safety for contractors, and safety training for executive-level and supervisory-level safety officers.

**On Job Training (OJT) of Internal Divisions** is their job-specific training so that employees can experience actual work along with continue learning by having employment experience as a crucial learning tool and acquiring work skills from the company. All organizational departments have created training plans for actual work for employees to fully comprehend how their operations are carried out through analysis and resolving job problems arising from necessary operational procedures. Also going over the information for the purpose of developing skills so that department's staff will have greater knowledge and abilities.

**Specialized Development Training Programs** This training program aims to enhance employees' knowledge in job-related areas, improving their expertise. Topics include machine maintenance for production lines to reduce equipment malfunctions (Break down), cost control, and waste reduction. The program integrates 5S activities and Total Productive Management (TPM) to encourage employee participation. Additionally, employees are trained to become Sensory Experts, enabling them to distinguish products based on touch, smell, taste, vision,

and sound during product testing. Training also covers knowledge of raw materials used in production. Further skill development includes Project Management training to provide employees with knowledge, understanding, and proficiency in project management, ensuring efficiency and professionalism. Employees also receive training in Air Compressor usage and maintenance, Chiller preventive maintenance, and Workflow) documentation for supervisors. Additional training includes presentation techniques, coaching skills, and leadership development to enhance supervisors' knowledge and understanding of their roles and responsibilities. Employees are also trained in workplace application software, Risk Management to improve operational efficiency and maintain risk levels within an acceptable Risk Appetite. Lastly, the training covers expansion of Anti-Corruption initiatives and the development of a Business Continuity Plan (BCP) to support sustainable organizational growth.

**External Training Programs:** The Company continuously and consistently facilitates employee participation in external training programs offered by both public and private sector institutions. These programs are designed to provide specialized knowledge essential to various departments, conducted by training institutions or subject matter experts. The objective is to enhance employees' knowledge and capabilities, foster diverse perspectives through external interactions, and improve their practical skills. Examples of such specialized training courses include workplace safety in confined spaces for permit issuers, supervisors, assistants, and workers; working at heights safety training; biosafety and biosecurity protocols; calibration and verification of standard weights for weighing instruments; and key Supreme Court rulings relevant to personnel management. These training sessions are conducted through both online methods such as Video Conference and in-person training at various institutions. Additionally, the Company supports the development of online learning materials to enhance knowledge dissemination among employees, enabling self-paced learning at any time, 24 hours a day. This approach allows employees to visualize and correctly follow operational procedures while effectively minimizing in-person gatherings of employees and/or external trainers.

## **7.6 Other Important Information**

### **7.6.1 List of Company Secretary Persons assigned to be directly responsible in the Supervision of Accounting Head of Internal Audit**

- Company Secretary**

The Board of Directors considers and appoints knowledgeable, competence, and appropriateness person as the company secretary to help support related work to be carried out with efficiency and effectiveness as required by law. The Board of Directors has appointed Ms. Petcharat Anantawichai as the company secretary since 28 April 2023. The term of office is 1 year at a time. The scope of duties and responsibilities of the company secretary are on page 85 and Attachment 1.

- Persons assigned to be directly responsible for the supervision of bookkeeping**

Miss Jirawan Komolcharoensiri, Managing Accounting Manager Department, who is qualified according to the criteria specified in the announcement of the Department of Business Development, has been appointed to be a supervisor of the Company's bookkeeping, has to inform the details related to accounting to be accurate and complete according to accounting and financial reporting standards and develop professional knowledge continually according to guidelines, methods, and periods required by law.

- Head of Internal Audit**

The Audit Committee has considered and appointed Mr. Pratchaya Sukkerd, Assistant Head of Internal Audit Department, as the Secretary of the Audit Committee, who is responsible for auditing and evaluating the internal control of various activities in the Company consistent with the purpose and Company goals and has other audit duties as assigned by the Audit Committee. The details about the person holding the position of Head of Internal Audit appear in Attachment 3



## 7.6.2 List of Head of Investor Relations

As for investor relations, Ms. Petcharat Anantawichai, Director and Senior Management Accounting Department and Finance Department Manager, has been assigned to communicate with institutional investors, shareholders, and analysts. Investors can contact the Company for information about the Company by calling 02-209-3000 ext. 3444 or at the website [www.farmhouse.co.th](http://www.farmhouse.co.th) or the e-mail address [petcharat.ana@pbplc.co.th](mailto:petcharat.ana@pbplc.co.th).

Additionally, the Company, along with companies within the Saha Group, in collaboration with the Stock Exchange of Thailand, organized the “13th Analysts and Investors Meeting with the Saha Group” on Friday, 28 June 2024, at the Bangkok International Trade & Exhibition Centre (BITEC), Bangna, Bangkok. Mr. Apisate Thammanomai, Managing Director, participated in the panel discussion and provided an opportunity for analysts and investors to directly inquire about the business. The event attracted a large number of analysts, investors, and members of the media.

## 7.6.3 Auditor's Remuneration

The Auditor fees are paid by the Company to EY Office Limited as follows:

Details	Amount
1. Specific remuneration of the Company	
• Remuneration for the audit	1,285,000 Baht
• Inspection for a specific purpose-Conditional inspection of the promotional certificates specified by Thailand Board of Investment, totaling 1 certification	92,500 Baht
<b>Total</b>	<b>1,377,500 Baht</b>
2. Remuneration of 1 subsidiary	
• Remuneration for the audit	80,000 Baht
<b>Total</b>	<b>80,000 Baht</b>
<b>Total Amount</b>	<b>1,457,500 Baht</b>

According to the resolution of the 45<sup>th</sup> Annual General Meeting of Shareholders, there was a unanimous resolution to appoint the following auditors of the Company:

- Miss Sathida Rattananurak,  
(Certified Public Accountant No. 4753)  
(Has signed in Company Financial Statement 2023)
- Mr. Somsak Chirattadhiampiyong,  
(Certified Public Accountant No. 8874)  
(Has never signed in Company Financial Statement)
- Miss Natteera Pongpinitpinyo,  
(Certified Public Accountant No. 7362)  
(Has never signed in Company Financial Statement)

From EY Office Limited as the Company's Auditor for the year 2024. One of these shall audit and express his/her opinion on the Financial Statements of the Company.

The auditors are qualified with the regulations set forth by the Company and the SEC. The nominated auditors do not have any relation or interest in the Company / Associated Companies / Executives / Major Shareholders or any Related Parties. Such nominated auditors have sufficient independence and satisfying performance standard. In the case where any appointed auditor cannot perform his/her duty to the Company, EY Office Limited will provide the replacing auditor accordingly. The Company has a Subsidiary Company, namely PB Flour Mill Co., Ltd. and an Associated Company, namely President Green House Foods Co., Ltd., both of which have appointed the Auditors from the same Auditing Company. On this regard, the Board of Director shall oversight to ensure that these companies will be able to prepare and complete their Financial Statements on time, and there is no impact to prepare the Consolidated Financial Statements of the Company.

In 2024, the person who signed the company's financial statements is Miss Sathida Rattananurak.

## Section 2 Corporate Governance

# 8. Report on Key Performance in Corporate Governance

## 8.1 Summary of the Board of Directors' Performance in the Past Year

### 8.1.1 Recruitment, Development and Evaluation of the Performance of the Board of Directors

#### (1) Independent Director

Independent directors, appointed by the Board of Directors, consists of at least 3 members, all of whom must be independent directors who have qualifications and duties in accordance with the criteria set by the Capital Market Supervisory Board.

The Independent Committee has a term of office of 1 year from the date of appointment. However, directors of the Audit Committee who completed the term

can be re-appointed as the Board of Directors deems appropriate. The Independent Committee is required to set up a joint meeting at least 2 times in a year to protect the interests of all shareholders equally, prevent conflicts of interest, review operations, and give opinions independently.

At present, the Independent Committee consists of 5 independent directors who have knowledge, expertise, and appropriate experiences. They are qualified according to the definition of independent directors specified by the Capital Market Supervisory Board. They were appointed according to the resolution of the Board of Directors' meeting No. 4/2024 on April 30, 2024.

Name	Position	Position in Independent Director
1. Mr. Wattanachai Chotechutrakul	Independent Director	Chairman
2. Mr. Thanapich Mulapruk	Independent Director	Independent Director
3. Prof. Dr. Piyamitr Sritara	Independent Director	Independent Director
4. Mr. Chatchai Janpraisri	Independent Director	Independent Director
5. Mrs. Aim-on Pathumarak	Independent Director	Independent Director

#### Definition of Independent Committee

Independent directors must have following qualifications of the Securities and Exchange Commission and the Stock Exchange of Thailand, which require at least one-third of all directors to be independent directors but must not be fewer than three people.

Qualifications of independent directors of the Company are in compliance with the requirements of the Capital Market Supervisory Board as follows:

1. Holding no more than 0.5% of the total voting shares of the Company, parent company, subsidiary company, associated company, major shareholder, or controlling person of the company, including shares held by related person of that independent director.

2. Not being or used to be a director who participates in management, employees, advisors who receive a regular salary, or has control over the Company, parent company, subsidiary company, associated company, subsidiary of the same level, major shareholder, or controller of the Company, unless the relationship has ended for at least 2 years before the date of appointment as an independent director. However, such prohibited characteristics do not include the case where the independent director used to be a government official or advisor of a government agency that is a major shareholder or controller of the Company.

3. Not a person who has a blood relationship or by legal registration in the form of a father, mother, spouse, siblings, and children, including spouses of children of executives, major shareholders, controllers, or the person who will be nominated as an executive, or the person who has the power to control the Company or its subsidiary

4. Does not have or had a business relationship with the Company, parent company, subsidiary company, associated company, major shareholder, or the person who has the authority to control the company in a manner that may impede the exercise of one's independent judgment, including not being or having been a significant shareholder or a person with control authority over a person having a business relationship with the Company, parent company, subsidiary company, associated company, major shareholder, or the person who has the authority to control the Company, unless the aforementioned nature has been terminated for not less than 2 years before the date of appointment as an independent director.

5. Does not have or had a business relationship with the Company, parent company, subsidiary company, associated company, major shareholder, or the person who has the authority to control the Company in a manner that may impede the exercise of one's independent judgment, including not being or having been a significant shareholder or a person with control authority over a person having a business relationship with the Company, parent company, subsidiary company, associated company, major shareholder, or the person who has the authority to control the Company, unless the aforementioned nature has been terminated for not less than 2 years before the date of appointment as an independent director.

6. Not or has not been a professional provider of any kind. This includes serving as a legal or financial advisor which receives service fees of more than 2 million baht per year from the company, parent company, subsidiary company, associated company, major shareholder, or the person who has the authority to control the company and is not a significant shareholder controller or a partner of that professional service provider unless the aforementioned nature has been terminated for not less than 2 years before the date of appointment as an independent director.

7. Not being a director who has been appointed to represent the Company's directors, major shareholder, or shareholders who are related to major shareholders.

8. Does not operate businesses with the same nature and are in significant competition with the Company's business or a subsidiary, be a significant partner in the partnership or being a director who takes part in the management, an worker, an employee, an advisor who receives a regular salary or hold more than 1 percent of the total number of shares with voting rights of other companies that operate businesses of the same nature and are in significant competition with the business of the Company or its subsidiary company.

9. There is no other nature that prevents the expression of an independent opinion on the operations of the Company. However, if the Capital Market Supervisory Board announces the change in the qualifications of independent directors, the Company's independent directors must possess the qualifications as announced in all changes.

After being appointed as an independent director with the characteristics (1) to (9), the independent director may be assigned by the Board of Directors to decide on the operation of the Company, parent company, subsidiary company, associated company, same level subsidiary major shareholder, or the person who has the power to control the Company by having a decision in the form of a collective decision.

### **Scope of Duties and Responsibilities of Independent Director Committee**

The independent director committee with the authority and responsibilities to express their opinions independently by their appointed task in order to equally protect benefits of all shareholders and to prevent conflict of interests, including reviewing work performance, giving opinions and making decisions independently in attending meetings with the Board of Directors, when considering voting on matters or transactions that are significant.

### **(2) Nomination and Appointment of Directors and Chief Executive Officer**

The Nomination Committee is responsible for selecting qualified persons to serve as directors and propose to the Board of Directors and/or the shareholders for further consideration.

In this regard, for the selection of the Company's directors to replace those retiring by rotation, which must be passed by the shareholders' meeting to appoint them, the directors will use a majority vote in accordance with the rules and procedures as follows:

1. Each shareholder has a vote equal to 1 share per 1 vote.
2. Each shareholder must use all available votes in accordance with 1. to elect one person or many people as directors but cannot divide the votes to any person to any extent.
3. Person who received the highest number of votes in descending order is to be elected as directors equal to the number of directors the shareholders' meeting must elect at that time. In the case of persons elected in descending order have equal votes exceeding the number of directors to be elected by the shareholders' meeting at that time, The Chairman of the meeting shall have a casting vote.

Additionally, the company also gives the opportunity for minority shareholders to have the right to nominate individuals to be considered for election as the Company's director at the general meeting of shareholders in accordance with the specified criteria which can be viewed from the company's website [www.farmhouse.co.th](http://www.farmhouse.co.th)

### **Chief Executive Officer Recruitment**

In the selection of individuals for positions such as managing director, the Board of Directors will select people who are qualified and suitable. They knowledge, appropriate, abilities, skills, and experience that are beneficial to the Company's operations. The individual must understand the Company's business very well and be able to manage the work to achieve the objectives according to the goals that the Board of Directors can set.

### **Development of Directors and Executives**

The Board of Directors and executives place great importance on participating in training programs and seminars to continuously enhance their knowledge for effective job performance. They actively apply the acquired knowledge to their respective roles. In 2024, the Board of Directors and executives attended training courses related to key operational topics, such as New Accounting Standards and Tax Laws for 2023-2024 - Necessary Adjustments for Differences, Insight in SET 2024, Tax Updates for 2024, Roles and Responsibilities of the

Company Secretary, CFO Forum, and ESG in the Boardroom: The Practical Guide for Board Class 5/2024, among others and all the directors attended the training course Risk Management - The Knowledge Refreshment & Reinforcement Seminar.

### **Self-Assessment of the Board of Directors and Sub-committees**

The Board of Directors has provided a self-assessment of the performance. Each director has carefully and independently assessed the performance of the Board of Directors, both individually and in all sub-committees, by using the concept of the assessment form based on the example published by the Stock Exchange of Thailand. Such assessment aims to

1. Help consider the review of the work, problems, and obstacles during the past year
2. Make the work of the board more productive because they clearly know their responsibilities
3. Help improve the relationship between the Board of Directors and the Management

### **Process and Criteria of the Assessment**

- The Company's performance appraisal form consists of 5 sets, 1 set of a performance appraisal form for the Board of Directors, 1 set for individual directors, and for 4 subcommittees, totaling 3 sets (Audit Committee, Nomination and Remuneration Committee, and the Governance and Risk Management Committee).
- Set a schedule at the end of the annual performance cycle. The secretary of every committee is responsible for sending the performance appraisal form to all directors, and when the committees have completed the assessment form and returned it to the secretary for points calculation.
- Report the average score for each topic assessed with a summary of the overall average score. The secretary of each committee will report to each committee for acknowledgment and record the information in the minutes.
- Criteria for performance appraisal with the calculation and scoring criteria of the performance appraisal form as follows:

## 1. Performance Appraisal Form scoring criteria

Agreement Level	Score
• Highest Level	5 points
• High Level	4 points
• Average Level	3 points
• Low Level	2 points
• Lowest Level	1 point

## 2. Measurement criteria for the summary of the overall average score of the performance appraisal:

Criteria	Average Total Score (Percent)
• Excellent	More than 90 percent
• Good	More than 70 percent
• Fair	More than 50 percent
• Needs improvement	Equal to or less than 50 percent

### Self-Assessment of the Entire Board of Directors

In 2024, at the Board of Directors' Meeting No.12/2024, held on 16 December 2024, each director assessed the performance of the Board of Directors as a whole. The assessment is divided into 3 aspects:

1. Roles, duties, and responsibilities of the Board of Directors
2. Independence of Directors
3. Relationship with management and stakeholders

### Board of Directors Self-Assessment

In 2024, at the Board of Directors' Meeting No. 12/2024, held on 16 December 2024, each director assessed the performance of the Board of Directors as individual person. The assessment is divided into 3 aspects:

1. Roles, duties, and responsibilities of Company Directors
2. Duties of the Company's Directors
3. Self-development of Company Directors

### Sub-Committee Self-Assessment

The Company has provided an assessment of the performance of all sub-committees for the year 2024. Each sub-committee members assesses the performance of the sub-committees in which they hold office. The assessment is divided into 3 aspects:

1. Roles, duties, and responsibilities of Company Directors
2. Duties of the Company's Directors
3. Self-development of Company Directors.

**Summary** of the overall assessment results of the entire Board of Directors on an individual basis and by sub-committees: good to very good level.

### **Number of Companies in which Directors hold Offices**

The Company has disclosed information and details on the position of Directors, Executives, and Company Secretary in other companies in Attachment 1. At present, the Board of Directors does not have directorships in more than 5 listed companies.

### **Succession Plan**

The Company has prepared a succession plan to prepare if management is unable to work, for the Company's operations to continually and always increase efficiency. The Company has set a policy for the succession of positions in various functions by preparing personnel with the knowledge and abilities to continuously replace and perform duties. If the organization changes the position to move to a higher position or if the employee vacates the former position by resignation or retirement, which are detailed as follows

1. Arrange for lower-level executives to have the opportunity to be close to and work with senior executives both at their level and across lines of work.

2. Prepare personnel with specialized abilities to have more comprehensive management capabilities for high-level management tasks.

3. Prepare senior management to take on other lines of work if necessary.

4. Designate potential subordinate executives as successors and position them accordingly.

5. Set up various committees for the development of work and the potential of various frameworks systematically.

6. Organize training for senior and middle-level executives to have a sense of responsibility, and honesty towards the organization and to look at the organization as a whole.

7. Provide training for executives in each department to have more potential. Practice planning and fostering the use of systems thinking for subordinate managers.

8. Develop secondary executives to prepare plans and systematically present them.

9. Develop the mental quality of executives at all levels, adhere to Dharma, reduce conflicts for treating each other, live together in society happily.



## 8.1.2 Meeting Attendance and Remuneration of the Board of Directors

Name	Position	Board of Directors Meeting for year 2024						
		Board of Directors	Audit Committee	Nomination And Remuneration Committee	Corporate Governance, Risk Management and Sustainability Committee	Investment Committee	AGM	Non Executive Director
1. Mr. Pipat Paniangvait	<ul style="list-style-type: none"> <li>Honorary Chairman / Director</li> <li>Chairman of the Nomination and Remuneration Committee</li> </ul>	12/12		2/2			1/1	1/1
2. Mr. Apichart Thammanomai	<ul style="list-style-type: none"> <li>Chairman of the Board of Directors and Chairman of the Executive Board</li> <li>Nomination and Remuneration Committee</li> </ul>	12/12		2/2			1/1	
3. Mr. Apisate Thammanomai	<ul style="list-style-type: none"> <li>Managing Director</li> <li>Corporate Governance, Risk Management and Sustainability Committee</li> <li>Investment Committee</li> </ul>	12/12			4/4	4/4	1/1	
4. Mr. Vichai Kulsomphob	<ul style="list-style-type: none"> <li>Director</li> <li>Chairman of the Investment Committee</li> </ul>	12/12				4/4	1/1	1/1
5. Miss Petcharat Anantawichai	<ul style="list-style-type: none"> <li>Director</li> <li>Corporate Governance, Risk Management and Sustainability Committee</li> <li>Investment Committee</li> <li>Company Secretary</li> </ul>	12/12			4/4	4/4	1/1	
6. Miss Panida Prayottaweekij	<ul style="list-style-type: none"> <li>Director</li> <li>Corporate Governance, Risk Management and Sustainability Committee</li> </ul>	11/12			3/4		1/1	
7. Dr. Pojjanee Paniangvait	<ul style="list-style-type: none"> <li>Director</li> <li>Corporate Governance, Risk Management and Sustainability Committee</li> </ul>	12/12			4/4		1/1	1/1
8. Mr. Pun Paniangvait	<ul style="list-style-type: none"> <li>Director</li> <li>Investment Committee</li> </ul>	12/12				4/4	1/1	1/1
9. Miss Saipin Kittipompimol	<ul style="list-style-type: none"> <li>Director</li> <li>Corporate Governance, Risk Management and Sustainability Committee</li> <li>Investment Committee</li> </ul>	12/12			4/4	4/4	1/1	

Name	Position	Board of Directors Meeting for year 2024						
		Board of Directors	Audit Committee	Nomination And Remuneration Committee	Corporate Governance, Risk Management and Sustainability Committee	Investment Committee	AGM	Non Executive Director
10. Miss Ubolluck Luevoravinyu	<ul style="list-style-type: none"> <li>Director</li> <li>Corporate Governance, Risk Management and Sustainability Committee</li> <li>Investment Committee</li> </ul>	12/12			4/4	4/4	1/1	
11. Mr. Wattanachai Chotechutrakul	<ul style="list-style-type: none"> <li>Chairman of Independent Director and Chairman of Audit Committee</li> <li>Director of the Nomination and remuneration Committee</li> </ul>	12/12	3/4	2/2			1/1	1/1
12. Mr. Thanapich Mulapruk	<ul style="list-style-type: none"> <li>Independent Director and Audit Committee</li> <li>Chairman of Corporate Governance Risk Management and Sustainability Committee</li> </ul>	12/12	4/4		4/4		1/1	1/1
13. Prof. Dr. Piyamitr Sritara	<ul style="list-style-type: none"> <li>Independent Director</li> <li>Nomination and remuneration Committee</li> <li>Corporate Governance, Risk Management and Sustainability Committee</li> </ul>	12/12		2/2	4/4		1/1	1/1
14. Mr. Chatchai Janpraisri	<ul style="list-style-type: none"> <li>Independent Director and Audit Committee</li> </ul>	12/12	3/3				1/1	1/1
15. Mrs. Aim-on Pathumarak	<ul style="list-style-type: none"> <li>Independent Director and Audit Committee</li> <li>Corporate Governance, Risk Management and Sustainability Committee</li> </ul>	9/9	4/4		4/4		1/1	1/1
16. Mr. Sujet Kowkasai	<ul style="list-style-type: none"> <li>Independent Director and Audit Committee</li> </ul>	3/3						

**Remark :** Mr. Vichai Kulsomphob resigned from the position of Director of the Company and Chairman of the Investment Committee from December 31, 2024.  
Mr. Chatchai Janpraisri to be the director of the Board of Directors on 30 April 2024.  
Mr. Sujet Kowkasai resigned from the position of Director, Independent Director and Audit Committee Member on April 17, 2024.

- All directors have a proportion of attendance at all meetings, accounting for 100% of the number of meetings of each committee, except for No.6 and No.11
- No.6 Attended the Board of Directors Meeting, accounting for 91.67%, and Attended the Corporate Governance Risk Management and Corporate Sustainability Committee meeting, accounting for 75%
- No.11 Attended the Audit Committee Meeting, accounting for 75%

## Directors' Remuneration

(1) Monetary compensation for the year ended 31 December 2024

(1.1) Remuneration in the form of meeting allowance, gratuity of directors and advisors, and Chairmanship fees Company Director

(Unit : Baht)

Remuneration	2024		2023	
	Number of Director	Amount	Number of Director	Amount
Director Remuneration	16	12,376,000	16	13,296,000
<b>Total</b>		<b>12,376,000</b>		<b>13,296,000</b>

The remuneration for 2024 will be paid per meeting attendance, and the gratuity will be paid once a year. Both will be included in the Board of Directors' remuneration, separated by individual details as follows:

(Unit : Baht)

Name	Position	Remuneration				
		Board of Directors	Audit Committee	Nomination and Remuneration Committee	Corporate Governance, Risk Management and Sustainability Committee	Investment Committee
1. Mr. Pipat Paniangvait	<ul style="list-style-type: none"> <li>Honorary Chairman / Director</li> <li>Chairman of the Nomination and Remuneration Committee</li> </ul>	1,244,000		24,000		
2. Mr. Apichart Thammanomai	<ul style="list-style-type: none"> <li>Chairman of the Board of Directors and Chairman of the Executive Board</li> <li>Director of the Nomination and Remuneration Committee</li> </ul>	1,244,000		20,000		
3. Mr. Apisate Thammanomai	<ul style="list-style-type: none"> <li>Managing Director</li> <li>Corporate Governance, Risk Management and Sustainability Committee</li> <li>Investment Committee</li> </ul>	1,020,000			40,000	40,000
4. Mr. Vichai Kulsomphob	<ul style="list-style-type: none"> <li>Director</li> <li>Chairman of the Investment Committee</li> </ul>	620,000				48,000

(Unit : Baht)

Name	Position	Remuneration					Total
		Board of Directors	Audit Committee	Nomination and Remuneration Committee	Corporate Governance, Risk Management and Sustainability Committee	Investment Committee	
5. Miss Petcharat Anantawichai	<ul style="list-style-type: none"> <li>• Director</li> <li>• Corporate Governance, Risk Management and Sustainability Committee</li> <li>• Investment Committee</li> <li>• Company Secretary</li> </ul>	720,000			40,000	40,000	800,000
6. Miss Panida Prayottaweekij	<ul style="list-style-type: none"> <li>• Director</li> <li>• Corporate Governance, Risk Management and Sustainability Committee</li> </ul>	710,000			30,000		740,000
7. Dr. Pojjanee Paniangvait	<ul style="list-style-type: none"> <li>• Director</li> <li>• Corporate Governance, Risk Management and Sustainability Committee</li> </ul>	620,000			40,000		660,000
8. Mr. Pun Paniangvait	<ul style="list-style-type: none"> <li>• Director</li> <li>• Investment Committee</li> </ul>	620,000				40,000	660,000
9. Miss Saipin Kittipompimol	<ul style="list-style-type: none"> <li>• Director</li> <li>• Corporate Governance, Risk Management and Sustainability Committee</li> <li>• Investment Committee</li> </ul>	720,000			40,000	40,000	800,000
10. Miss Ubolluck Luevoravinyu	<ul style="list-style-type: none"> <li>• Director</li> <li>• Corporate Governance, Risk Management and Sustainability Committee</li> <li>• Investment Committee</li> </ul>	720,000			40,000	40,000	800,000
11. Mr. Wattanachai Chotechutrakul	<ul style="list-style-type: none"> <li>• Chairman of Independent Director and Chairman of Audit Committee</li> <li>• Director of the Nomination and Remuneration Committee</li> </ul>	720,000	36,000	20,000			776,000
12. Mr. Thanapich Mulapruk	<ul style="list-style-type: none"> <li>• Independent Director and Audit Committee</li> <li>• Chairman of Corporate Governance and Risk Management Committee</li> </ul>	720,000	42,000		48,000		810,000

(Unit : Baht)

Name	Position	Remuneration					Total
		Board of Directors	Audit Committee	Nomination and Remuneration Committee	Corporate Governance, Risk Management and Sustainability Committee	Investment Committee	
13. Prof. Piyamitr Sritara	<ul style="list-style-type: none"> <li>Independent Director</li> <li>Director of the Nomination and Remuneration Committee</li> <li>Corporate Governance, Risk Management and Sustainability Committee</li> </ul>	620,000		20,000	40,000		680,000
14. Mr. Chatchai Janpraisri	<ul style="list-style-type: none"> <li>Independent Director and Audit Committee</li> </ul>	590,000	30,000				620,000
15. Mrs. Aim-on Pathumarak	<ul style="list-style-type: none"> <li>Independent Director and Audit Committee</li> <li>Corporate Governance, Risk Management and Sustainability Committee</li> </ul>	620,000	40,000		40,000		700,000
16. Mr. Sujet Kowkasai	<ul style="list-style-type: none"> <li>Independent Director and Audit Committee</li> </ul>	30,000					30,000
Total		11,538,000	148,000	84,000	358,000	248,000	12,376,000

**Remark :** Mr. Vichai Kulsompob resigned from the position of Director of the Company and Chairman of the Investment Committee from December 31, 2024.  
Mr. Chatchai Janpraisri to be the director of the Board of Directors on 30 April 2024.  
Mr. Sujet Kowkasai resigned from the position of Director, Independent Director and Audit Committee Member on April 17, 2024.

### **8.1.3 Supervising The Operations of Subsidiaries and Associate Company**

The Company has established a policy to supervise subsidiaries and associated companies. The Company has stipulated regulations for the person appointed by the Company to supervise the operation of the connected transaction, acquisition or disposition of assets, or any other crucial transactions, and apply the rules relating to the disclosure of information and make the above transactions in the same manner as the Company's regulations. This includes supervising the data collection and accounting records by using the same accounting policy, verifiable and compiled to prepare financial statements showing investments under the equity method in time.

### **8.1.4 Monitoring to Ensure Compliance with Corporate Governance Policies and Guidelines**

#### **1. Prevention of Conflicts of Interest**

To ensure good administration and to avoid conflicts of interest, the Board of Directors has established the following measures regarding connected transactions with individuals who may have a conflict of interest as follows

1. In the case of a regular transaction and continuation to do so in the future, Administration and Management Department can operate it and must explain that the quoted price is fair. The quality of products and services is acceptable and other conditions necessary to be brought to arbitration in making such a transaction. The Administration and Management Department have considered that it brings the utmost benefit to the Company, which must collect various documentary evidence to be used in the explanation to the Audit Committee.

2. If a transaction is not normal but substantial and if the Company has a transaction in this manner with individuals with whom it may have future conflicts, it must be considered by the Board of Directors to provide comments on the appropriateness of such a list. If the Audit Committee lacks expertise in reviewing connected transactions, the Audit Committee will request that the Company appoint a person with specialized knowledge, such as an auditor, a property appraiser, or a law firm, who is not affiliated with any of the companies or individuals that may have a conflict of interest, to provide opinions on such connected transactions.

### **2. Supervision of Inside Information Usage**

The Company has policies and procedures for supervising executives in using the Company's information for personal benefit as follows:

- Educate directors and executives about their duties to report their securities holdings, their spouses and minor children, and penalties under the Securities and Exchange Act B.E. 2535 and according to the regulations of the Stock Exchange of Thailand
- Executives are required to report any changes in securities holdings to the Office of the Securities and Exchange Commission in accordance with Section 59 of the Securities and Exchange Act B.E. 2535. Furthermore, they must submit a copy of the report to the company on the same day it is submitted to the Securities and Exchange Commission.
- Management is prohibited from using undisclosed inside information to trade in the Company's securities before it is made available to the public and is prohibited to disclose material information to others as part of the Company's work regulations.
- The Company's directors, executives, and employees who are in the internal information department are prohibited from trading in the Company's securities during the first month before the disclosure of the financial statements to the public and for 24 hours after the disclosure of the financial statements.
- The Company has determined a policy that the Company's directors and senior executives shall inform the Chairman of the Board regarding the Company's stock trading at least 1 day in advance before trading.

The Company Secretary is responsible to officially inform all directors and executives of the period announced as the period of prohibition of trading in the Company's securities before the publication of the quarterly and annual financial statements via the Stock Exchange of Thailand's news release system



### 3. Anti-Corruption

The Company is the leader in bakery production and distribution which creates the highest popularity and satisfaction for consumers as well as provides confidence to all groups of stakeholders so a management system with effectiveness, transparency, and a corporate governance code is developed. The Company shall not accept any form of corruption both directly and indirectly. It, therefore, signed a declaration of intent to join the project “Thai Private Sector Collective Action Coalition Against Corruption” on April 22, 2016. The membership was renewed secondly on October 5, 2022, which will expire on December 31, 2025. The Company shall continue to comply with the anti-corruption policy with the awareness that corruption is a major obstacle to the development of the organization and the country.

#### Anti-Corruption Policy

The Company has established and published the anti-corruption policy to employees, business partners, and all stakeholders, both in the form of written documents and disclosures on the Company's website, as the Company's clear practices and requirements for all directors, executives, and employees to comply with. The practices are as follows:

1. The Company does not act and/or support bribery by giving or receiving gifts, hold a business entertainment, sponsorship, donation, political support, implementation that may cause conflicts of interest, facilitation payment, and hiring government employees. The Company shall operate its business with transparency and auditable.
2. The Company supports raising awareness and values regarding anti-corruption to the Company's directors, executives, and employees to comply with laws, announcements, and related regulations by preparing documents as guidelines.

3. The Company's directors, executives, and employees are prohibited from doing anything or being an intermediary in giving or receiving assets or any other benefits with government officers, government agencies, private agencies, or individuals who do business with the Company whether directly or indirectly so that such persons can act or refrain from duty to obtain or maintain improper business interests.
4. The Company provides a mechanism for reporting on financial status with transparency and accuracy. It has efficient and effective internal control system as well as audits and balances for the appropriate use of authority to prevent corruption or involvement with corruption.
5. The Company requires to review the compliance with anti-corruption policy and regulation together with reviewing the guidelines and the requirements to comply with changes in business, laws, and related regulations.
6. The Company provides communication channels to enable the whistle-blowers to report suspicious clues by ensuring that the whistleblowers are protected.

To ensure that the Company conducts its business according to the anti-corruption policy and regulation, it has implemented the followings:

#### 1. Fraud Risk Assessment

The Company has the corruption-related risk assessment to determine the clear, accurate, and appropriate guidelines in accordance with the anti-corruption policy and regulation as specified by the Thai Private Sector Collective Action Coalition Against Corruption.

## 2. Practices for Controlling, Preventing, and Monitoring the Fraud Risk

- The internal audit department provides a process to examine the appropriateness of the control measures in key departments, such as the recruiting and procurement department, the sales department, the accounting department, etc., to prevent and monitor any potential risks, as well as provide recommendations on improvement guidelines appropriately.
- The head of the relevant department is responsible for monitoring the practices, amendments (if any), and reporting to supervisors according to the field in order.
- Anti-corruption policy and procedure are established as a guideline for the Company's directors, executives, and employees to adopt entirely.
- The Company provides channels for receiving information, clues, or complaints about wrongdoing, law-breaking, violation of rules or the Company's anti-corruption policy and regulation. It has provisions to protect the persons who cooperate in whistleblowing or refuse to fraud and corruption related to the Company from suffering, harm, or unfair treatment resulting from cooperation in anticorruption.

## 3. Training and Communication

The Company has supported activities that encourage employees to understand anti-corruption. For example, the declaration of intent against corruption from the director, the new employee orientation training on "AntiCorruption Policy," public relations about anticorruption practices, and activities to measure knowledge on anticorruption, including testing knowledge and understanding of executives and employees at all levels annually.

In addition, the Company has published anticorruption policy and procedure to employees, business partners, and all stakeholders both in the form of written documents and disclosures on the Company website that the Company does not accept any forms of corruption, either as a recipient or a giver.

## 4. Performance Follow-up and Evaluation according to the Anti-Corruption Measures

The Company has reported an audit result relating to corruption forms of giving or receiving gifts, entertainment, sponsorship, donation, political contribution, conflict of interest, facilitation payment, and hiring government employees, then presented to the Audit Committee to ensure that the operations of various departments are complied with anti-corruption policy and regulation.

The Audit Committee is responsible for the practices appropriateness review according to the self-assessment on anti-corruption measures for the renewal certification process of the Thai Private Sector Collective Action Coalition Against Corruption.

## 5. Whistleblowing

The Board of Directors provides opportunities for employees and stakeholders to report clues or complaints when they have encountered an illegal act of corruption or misconduct by employees of the Company, as well as behaviors that may cause problems and cause damage to the Company, including receiving complaints when employees and stakeholders were violated or did not receive justice via mail, e-mail, telephone, feedback box, and on the Company website with an internal audit, company secretary, secretary of the anti-corruption sub-committee, and human resources to be the recipient through the relevant channels.

In 2024, the Company has not received any whistleblower or complaints about corruption violations.

## 8.2 Report of the Performance of the Audit Committee in the Past Year

The Audit Committee In 2024, the Audit Committee consisted of 4 independent directors and held 4 meetings (February, May, August and November). The number of times to attend the meeting is as follows

Name	Position	Position in the Audit Committee	No. of Meeting/ No. of Meeting Attendance
1. Mr. Wattanachai Chotechutrakul	Independent Director	Chairman of Audit Committee	4/4
2. Mr. Thanapich Mulapruk	Independent Director	Audit Committee	4/4
3. Mrs. Aim-on Pathumarak	Independent Director	Audit Committee	4/4
4. Mr. Chatchai Janpraisri	Independent Director	Audit Committee	4/4

**Remark :** Mr. Chatchai Janpraisri was appointed to be the director of the Audit Committee according to the resolution of the Board of Directors Meeting No. 4/2024 dated 30 April 2024

In the past year, the Audit Committee held a total of 4 meetings, with all directors attending every meeting to perform duties as stipulated in the Audit Committee's charter and meeting agendas with the auditors. The external audits included EY Office Limited, which considered the Company's financial reports, including observations and audit reports of such units

In addition, the Audit Committee has a meeting with the internal audit unit. It has reported the results of the audit and the annual audit plan and has made useful recommendations for various aspects of control, including reviewing the appropriateness of the charter to ensure that the content of the Charter is consistent with the Company's corporate governance objectives and strategies.

The Company has a process for preparing financial reports following generally accepted accounting standards and has not found any items that may have a material impact on the internal audit system's financial statements and risk management are appropriate, adequate, and efficient. Related transactions are normal business transactions, reasonable and no unusual transactions have been found, including complying with the Securities and Exchange Act, regulations, and other relevant laws strictly

## 8.3 Summary of the Performance of Other Sub-Committees

### (1) Nomination and Remuneration Committee

The Board of Directors has appointed the nomination and remuneration committee as the term of office is 1 year from the date the Board of Directors has passed the resolution to appoint. In 2024, the Committee is responsible for nominating qualified persons for the position of director and considering the criteria for paying remuneration to the Board of Directors and sub-committees, appropriate to the duties and responsibilities and within the limit approved by the annual general shareholders' meeting. In 2024 the Nomination and Remuneration Committee held a total of 2 meetings, with a summary as follows:

Name	Position	Position in the Nomination and Remuneration Committee	No. of Meeting/ No. of Meeting Attendance
1. Mr. Pipat Paniangvait	Honorary Chairman	Chairman of the Nomination and Remuneration Committee	2/2
2. Mr. Apichart Thammanomai	Chairman of the Board of Directors and Chairman of the Executive Board	Director of the Nomination and Remuneration Committee	2/2
3. Mr. Wattanachai Chotechutrakul	Independent Director	Director of the Nomination and Remuneration Committee	2/2
4. Prof. Dr. Piyamitr Sritara	Independent Director	Director of the Nomination and Remuneration Committee	2/2

In 2024, the Nomination and Remuneration Committee considered crucial issues and can be summarized as follows:

### **Nomination Consideration**

Consider qualified people as the Company's directors to replace five directors who retired by rotation to promote and support the good corporate governance policy. The Company provides shareholders with the right to nominate a qualified person to serve as a director between 1 - 31 December 2024, via the Company's website and notification via the Stock Exchange of Thailand's electronic system (SET Portal), but if no shareholder submitted a name list to be considered for election as a director, and the Board of Directors believed that since the directors who retired by rotation have full qualifications and are qualified

persons with knowledge, ability, and experience useful in business operations, have a vision to perform well as directors, as well as a vision to perform well as a director, as well as expressing useful opinions at the meeting.

### **Remuneration Consideration**

Consider the determination of directors' remuneration for the year 2024, consisting of remuneration from the Company in the form of meeting allowance, gratuity, and bonuses or other benefits following the regulations, in addition to receiving allowances and welfare according to the Company's regulations, to be presented to the Board of Directors' meeting and the annual general meeting of shareholders for approval.

## (2) Corporate Governance, Risk Management and Sustainability Committee

In 2024, the Corporate Governance, Risk Management and Sustainability Committee consisting of 9 directors, 4 meetings were held (January, April, July and October), which can be summarized as follows:

Name	Position	Position in the Corporate Governance, Risk Management, Attendance and Sustainability Committee	No. of Meeting/ No. of Meeting
1. Mr. Thanapich Mulapruk	Independent Director	Chairman of the Corporate Governance, Risk Management and Sustainability Committee	4/4
2. Mr. Apisate Thammanomai	Managing Director	Corporate Governance, Risk Management and Sustainability Committee	4/4
3. Dr. Pojjanee Paniangvait	Director	Corporate Governance, Risk Management and Sustainability Committee	4/4
4. Miss Saipin Kittipornpimol	Director and Assistant Managing Director	Corporate Governance, Risk Management and Sustainability Committee	4/4
5. Miss Ubolluck Luevoravinyu	Director and Assistant Managing Director	Corporate Governance, Risk Management and Sustainability Committee	4/4
6. Miss Petcharat Anantawichai	Director and Senior Management Accounting Department and Finance Department Manager	Corporate Governance, Risk Management and Sustainability Committee	4/4
7. Miss Panida Prayottaweekij	Director and Assistant Managing Director	Corporate Governance, Risk Management and Sustainability Committee	3/4
8. Prof. Dr. Piyamitr Sritara	Independent Director	Corporate Governance, Risk Management and Sustainability Committee	4/4
9. Mrs. Aim-on Pathumarak	Independent Director	Corporate Governance, Risk Management and Sustainability Committee	4/4

In the past year, the Corporate Governance, Risk Management, and Sustainability Committee held a total of 4 meetings. The committee members attended these meetings to fulfill their duties as outlined in the committee's charter, ensuring the effective and systematic implementation of risk management processes on an ongoing basis. This was conducted in accordance with the COSO-ERM 2017 risk management framework, with continuous risk monitoring throughout the year to enable the Company to effectively manage potential risks in various situations and to drive sustainability efforts across all dimensions (economic/corporate governance, social, and environmental). Additionally, the committee reviewed the relevance of the charter and related policies to ensure alignment with the objectives and strategies of corporate governance and risk

management. Furthermore, efforts were made to promote and encourage employees at all levels to develop knowledge and understanding of risk management and sustainability practices, fostering a strong organizational culture. Regular assessments were conducted to measure employees' knowledge and understanding in these areas.

### (3) Investment Committee

The Board of Directors has appointed the nomination and remuneration committee as the term of office is 1 year from the date the Board of Directors has passed the resolution to appoint. In 2024 the Investment Committee held a total of 4 meetings, with a summary as follows:

Name	Position	Position in the Investment Committee	No. of Meeting/ No. of Meeting
1. Mr. Wichai Kulsompob	Director	Chairman of the Investment Committee	4/4
2. Mr. Apisate Thammanomai	Managing Director	Director	4/4
3. Mr. Pun Paniangvait	Director	Director	4/4
4. Miss Petcharat Anantawichai	Director and Senior Management Accounting Department and Finance Department Manager	Director	4/4
5. Miss Saipin Kittipornpimol	Director and Assistant Managing Director	Director	4/4
6. Miss Ubolluck Luevoravinyu	Director and Assistant Managing Director	Director	4/4

**Remark :** Mr. Vichai Kulsomphob resigned from the position of Director of the Company and Chairman of the Investment Committee from December 31, 2024.

In the past year, The Investment Committee has fully performed the duties and responsibilities specified in the Investment Committee Charter by using knowledge, ability, and prudence in investment risk management and report the results to the Company's Board of Directors for acknowledgment.



#### (4) Independent Directors Committee

In 2024, the independent committee consisting of 5 independent directors, convening a total of 2 meetings (June and December), with the number of meeting attendances as follows:

Name	Position	Position in Independent Director Committee	No. of Meeting/ No. of Meeting Attendance
1. Mr. Wattanachai Chotechutrakul	Independent Director	Chairman of Independent Director	2/2
2. Mr. Thanapich Mulapruk	Independent Director	Director	2/2
3. Prof. Dr. Piyamitr Sritara	Independent Director	Director	2/2
4. Mr. Chatchai Janpraisri	Independent Director	Director	2/2
5. Mrs. Aim-on Pathumarak	Independent Director	Director	2/2

In the past year, the independent board of directors has expressed their opinions independently following the mission assigned to protect the interests of all shareholders equally from causing conflicts of interest, reviewing operations, and giving opinions on important matters according to good governance and risk management and Operations related to sustainability. This includes attending meetings with the Board of Directors when considering matters or significant transactions.

#### (5) Non-Executive Directors

In 2024, the non-executive directors consisted of 9 directors and held 1 meeting (December) with the number of meeting attendances as follows:

Name	Position	Position in Non-Executive Directors	No. of Meeting / No. of Meeting Attendance
1. Mr. Pipat Paniangvait	Honorary Chairman/Director	Chairman	1/1
2. Dr. Pojjanee Paniangvait	Director	Director	1/1
3. Mr. Pun Paniangvait	Director	Director	1/1
4. Mr. Vichai Kulsomphob	Director	Director	1/1
5. Mr. Wattanachai Chotechutrakul	Independent Director	Director	1/1
6. Mr. Thanapich Mulapruk	Independent Director	Director	1/1
7. Prof. Dr. Piyamitr Sritara	Independent Director	Director	1/1
8. Mr. Chatchai Janpraisri	Independent Director	Director	1/1
9. Mrs. Aim-on Pathumarak	Independent Director	Director	1/1

**Remark :** Mr. Vichai Kulsomphob resigned from the position of Director of the Company and Chairman of the Investment Committee from December 31, 2024.

In the past year, the Non-Executive Directors have fulfilled their role in reviewing and overseeing the management team's operations. It was observed that overall management has been conducted efficiently. Additionally, efforts have been made to promote the use of renewable energy, engage in social and community support initiatives, and manage investment funds appropriately and with maximum efficiency. These efforts have effectively reinforced shareholder confidence.

## Section 2 Corporate Governance

# 9. Internal Control and Related Transactions

## 9. Internal Control

The Board of Directors places great importance on internal control processes and systems. As such, a comprehensive internal control system has been established, covering financial management, operational management, and overall business operations to ensure efficiency and effectiveness. This system complies with applicable laws, regulations, and relevant guidelines while being appropriately tailored to the work environment and activities of each department. The objective is to enable the Company to achieve its goals and objectives effectively. The Board of Directors has assigned the Audit Committee, which consists of independent directors, to review the adequacy and appropriateness of the Company's internal control system. This is conducted annually based on the Internal Control Adequacy Assessment Form issued by the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). The Audit Committee Charter, approved by the Board of Directors, clearly defines the committee's scope of work, authority, responsibilities, and operational guidelines, ensuring transparency and accountability in the audit process.

### 9.1 Internal Control Framework

The Company has implemented an internal control system based on the Internal Control Framework of the The Committee of Sponsoring Organizations of the Treadway Commission (COSO), which consists of five key components summarized as follows:

#### 1. Control Environment

The Company maintains a well-structured internal control environment that is appropriate and sufficient to ensure the efficiency and effectiveness of business operations. The management upholds a philosophy and work approach that includes fostering a positive attitude, promoting an organizational culture centered on integrity

and ethics, and setting a strong example (Tone at the Top). Additionally, the Company supports the execution of responsibilities in key areas such as accounting, information management, human resources, performance monitoring and evaluation, risk management, internal audit, and external audit, all of which contribute significantly to the organization's long-term success in achieving its objectives. A strong sense of ethical awareness (Soft Control) is encouraged to ensure that personnel perform their duties with knowledge, integrity, and professionalism. The control environment encompasses key guidelines, policies, and operational regulations (Hard Control) for business and operational activities. The Company maintains a clear and appropriate organizational structure with a well-defined chain of command, ensuring that employees at all levels understand their roles, responsibilities, and accountability. Furthermore, the Company is committed to adhering to the Corporate Governance Code for Listed Companies 2017 to uphold good corporate governance practices. If directors, executives, or employees are found to have violated or engaged in any actions contrary to the Company's business ethics, appropriate measures will be taken. In cases where such actions also violate the Company's rules and regulations, disciplinary action will be considered based on the severity of the offense.

#### 2. Risk Assessment

The Company recognizes the importance of risk management and has adopted the COSO-ERM 2017 framework as the foundation for its internal risk management system. This framework integrates the Company's vision, mission, core values, strategies, and business objectives with risk management practices to ensure that business goals and objectives are effectively achieved. By implementing this approach, the Company enhances its operational efficiency while navigating internal and external factors that may impact the business. Risk management is considered an essential component of every business

process. The Company has established a risk management policy, developed a risk management manual, and communicated these through the internal website (Intranet) to ensure that all executives and employees are aware of and adhere to them. Risk assessment is conducted at all levels, with the Company focusing on five key risk categories: strategic risks, operational risks, financial risks, compliance risks, including policies, regulations, and procedures, and reputational risks. The Company has also developed a Corporate Risk Dashboard to identify and analyze all relevant risks for each department. This includes assessing existing controls and implementing additional control measures to mitigate the impact and likelihood of risks, ensuring they remain within an acceptable risk level (Risk Appetite).

The Board of Directors has assigned the Corporate Governance and Risk Management Committee, comprising directors and senior executives with the appropriate knowledge, expertise, and experience, to oversee the effective and efficient implementation of the risk management process in accordance with the established risk management framework. This committee is responsible for reviewing risk assessment results and monitoring risks throughout the year to ensure that the Company can effectively manage potential risks in various situations. The Corporate Governance and Risk Management Committee Charter, approved by the Board of Directors, defines the committee's structure, roles, and responsibilities of executives and employees at all levels. Additionally, the Company fosters a risk management culture to ensure that risk management practices across the organization are implemented effectively.

### 3. Control Activities

The Company has established written policies and procedures to ensure that all employees follow a standardized approach to operations. For key processes, the Company has developed an information system to facilitate effective control in areas such as accounting and finance, procurement, sales, production, logistics, human resource development, information technology, and asset management to maximize efficiency. Additionally, the Company has implemented a segregation of duties, clearly

separating the responsibilities of operators, controllers, evaluators, and approvers to maintain checks and balances and ensure proper oversight. Approval authority limits are clearly defined at each level. Furthermore, the Company has established operational plans aligned with its policies and objectives within an appropriate timeframe. A budgeting system is also in place to analyze and monitor the cost-effectiveness of expenditures, ensuring optimal resource utilization.

The Company regularly reviews its policies and procedures to ensure maximum efficiency and compliance with established guidelines and corporate regulations. Adequate and appropriate controls are implemented to maintain operational effectiveness. The Company utilizes Key Performance Indicators (KPIs) as a tool for planning and monitoring performance at all levels, ensuring that objectives and goals are achieved efficiently. Additionally, designated personnel are assigned to oversee and manage each system within the organization, with clearly defined roles and responsibilities to maintain accountability and operational effectiveness.

### 4. Information and Communication

The Company places great importance on information and communication systems, continuously developing and improving them to ensure effective communication processes and sufficient information systems for decision-making at both the departmental and organizational levels. This ensures that communication is accurate, appropriate, beneficial, and reliable, with proper management and control of internal and external information, including financial and operational data. Relevant information is recorded and communicated to executives and employees who require it for their respective responsibilities. Special attention is given to early warning signals, enabling management to promptly address issues and steer operations toward achieving departmental objectives. Each year, the managing director communicates with employees via an internal broadcasting system, providing updates on the Company's past performance as well as any additions or changes to corporate policies.

The Company prepares meeting documents that include all necessary and sufficient information for decision-making and ensures they are distributed to the Board of Directors within the legally required timeframe. Additionally, the effectiveness of Board meetings is evaluated after each session. Comprehensive Board meeting minutes are documented to allow shareholders to review the appropriateness of the Board's performance. Furthermore, accounting records and supporting documents are systematically categorized and maintained in compliance with legal requirements.

The Company discloses information in both Thai and English, ensuring accuracy, completeness, transparency, reliability, and timeliness. This includes financial reports, general information, and key data that impact the decision-making process of shareholders, investors, directors, executives, and stakeholders. Meeting invitations and supporting documents are distributed in advance, no less than 7 days before each meeting. Additionally, relevant information is published in the annual report, the Annual Registration Statement (56-1 One Report), on the Company's website, and through various disclosure channels of the Stock Exchange of Thailand, ensuring that shareholders can review the appropriateness of directors' and executives' performance. The Company also places great importance on information system controls, ensuring that IT systems effectively support operations and management while restricting data access within the scope defined by the Company for information security purposes. Regular audits are conducted to ensure that all information is complete, accurate, efficient, and compliant with relevant regulations, thereby supporting effective management and decision-making. Furthermore, the Company has implemented data backup systems, security measures, and emergency plans to safeguard information assets, ensuring sufficient and appropriate IT management that aligns with business expansion.

## **5. Monitoring and Evaluation**

The Company holds regular monthly Board of Directors meetings to review and monitor the performance of the management team to ensure alignment with the Company's objectives. If performance does not meet the established goals, the Board will pass a resolution requiring

management to take corrective actions and report progress accordingly. Additionally, monthly executive meetings are conducted to compare actual performance against targets and the operational plans of all departments. The results of these meetings are reported to the Board of Directors for further oversight. Furthermore, the Board mandates the evaluation of all subcommittees to ensure their effectiveness in fulfilling their responsibilities.

In 2024, the Company continues to implement its monitoring and evaluation system using the Balanced Scorecard framework. This system incorporates Key Performance Indicators (KPI) as a performance measurement tool, applied consistently across the organization to assess the performance of management teams and employees. The monitoring process aligns with the Company's vision, mission, business strategies, and core values. Each department is required to report performance results and compare them with predefined KPI goals on a monthly basis, ensuring continuous and systematic performance tracking.

Additionally, the Company has established an independent internal audit function to conduct audits and evaluations objectively. The annual audit plan mandates a monitoring system for the audited processes, ensuring that findings and recommendations are reported directly to the Audit Committee and the Board of Directors. The internal audit function also provides recommendations for improvements and corrective actions to enhance the efficiency and effectiveness of the Company's operations.

## **9.2 Board of Directors' Opinion on the Internal Control System**

At the Board of Directors Meeting No. 2/2025, held on 17 February 2025, the Board unanimously resolved that the Company's internal control system is appropriate, sufficient, and effective, in accordance with good corporate governance principles. Additionally, in the audit of the Company's 2024 financial statements conducted by EY Office Limited, the firm responsible for quarterly financial reviews and the annual financial audit, the auditor reported that the financial statements, including the statement of financial position, operating results, and cash flows, were fairly presented in all material respects in accordance with financial reporting standards.

### 9.3 Internal Audit

The Company has an independent internal audit function that reports directly to the Audit Committee. Its primary role is to assess the adequacy and effectiveness of internal controls and risk management across various systems and activities, ensuring that internal controls operate efficiently. The annual audit plan, approved by the Audit Committee, is developed based on a risk-based approach, prioritizing key risks that could impact business operations. This approach covers all business processes within the Company, identifying areas that may pose risks to achieving corporate objectives. It enables the development of effective and timely control measures to mitigate these risks. Furthermore, internal audits are conducted to enhance transparency and confidence in the Company's business operations among stakeholders, including members, suppliers, shareholders, directors, executives, employees, regulatory authorities, and other concerned parties.

#### 9.3.1 Audit Approach

- To assess the effectiveness of the internal control system, the Internal Audit Department conducts reviews of operational performance at each stage to ensure that the Company can achieve its objectives efficiently and effectively. These audits ensure strict compliance with applicable laws, regulations, and internal policies, while also verifying the accuracy and reliability of financial reports.
- To assess the effectiveness of the risk management system, the Internal Audit Department collaborates with the Risk Management Unit to review risk management practices within the organization. This ensures that risk identification and assessment are conducted appropriately, comprehensively, and systematically. The audit process verifies that risk management practices are effectively implemented, enabling the Company to maintain risks within an acceptable level while ensuring complete and accurate reporting. Additionally, ongoing risk monitoring and evaluation are conducted regularly to uphold the effectiveness of risk management processes.

#### 9.3.2 Reporting

The Internal Audit Department regularly reports its findings to the Audit Committee and the Board of Directors. Additionally, it prepares reports in accordance with the requirements of the Securities and Exchange Commission (SEC) and submits them to the Board of Directors to enhance the effectiveness of internal control processes, risk management, and corporate governance. The internal audit function adheres to professional ethics and internal audit standards to maintain independence and quality in audit activities. Reports are submitted to the Audit Committee and the Board of Directors on a quarterly basis to ensure continuous oversight and accountability.

Additionally, if the Audit Committee identifies any significant concerns or recommendations that could materially impact the Company, it will report these directly to the managing director for immediate corrective action. This ensures that the Company maintains an appropriate internal control system and that all control measures are effectively implemented within the organization.

#### 9.3.3 Performance Evaluation

In 2024, based on the annual performance evaluation, the Audit Committee concluded that the Internal Audit Department has effectively fulfilled its duties with independence, objectivity, and adherence to professional ethics. Throughout the past year, the Internal Audit Department has received strong cooperation from management and all audited departments, enabling it to carry out its responsibilities efficiently.

## 9.2 Related Transactions

In 2024, the Company has transactions with persons who may have conflicts of interest as disclosed in item 9 of the remark to the financial statements for the year ended 31 December 2024. The auditor stated that such transactions were normal business. The details of the said transaction are as follows.

Person who may have Conflict of Interest	Nature of Relationship	Item Characteristics	Transaction Value (Million Baht)			Pricing Policy and Transaction Rationality
			For the year ended 31 December 2024	For the year ended 31 December 2023	For the year ended 31 December 2022	
1. Thai President Foods Public Company Limited ("TFMAMA")	<ul style="list-style-type: none"> <li>TFMAMA holds shares in the Company accounted for 51.99%</li> <li>Has common directors were Mr. Pipat Paniangvait Mr. Apichart Thammanomai</li> </ul>	<ul style="list-style-type: none"> <li>Dividend payment</li> <li>Purchased Raw Material</li> </ul>	474.94 -	467.92 0.04	449.21 -	<ul style="list-style-type: none"> <li>At the declared rate</li> <li>Normal business operation with normal conditions</li> </ul>
2. Saha Pathana Inter Holding Public Company Limited ("SPI")	<ul style="list-style-type: none"> <li>SPI holds 21.79% shares of the Company</li> <li>Has common directors were Mr. Pipat Paniangvait Mr. Vichai Kulsomphob</li> </ul>	<ul style="list-style-type: none"> <li>Dividend payment</li> <li>Other service fees</li> </ul>	199.05 0.67	196.11 0.67	188.26 0.66	<ul style="list-style-type: none"> <li>At the declared rate</li> <li>Normal business operation with normal conditions</li> </ul>
3. Kerry Flour Mill Company Limited ("Kerry")	<ul style="list-style-type: none"> <li>Has the same major Company Limited shareholder, i.e TFMAMA holding 39.0% shares in Kerry</li> <li>Has common director was Dr. Pojjanee Paniangvait</li> </ul>	<ul style="list-style-type: none"> <li>Purchases Raw Material</li> </ul>	225.04	337.57	442.54	<ul style="list-style-type: none"> <li>Agreed price which approximates the market price by reference to purchase volume</li> </ul>
4. Saha Pathanapibul Public Company Limited ("SPC")	<ul style="list-style-type: none"> <li>SPC holds 1.03% shares of the Company</li> <li>There are connected directors</li> </ul>	<ul style="list-style-type: none"> <li>Purchases Raw Material</li> <li>Miscellaneous items</li> <li>Dividend payment</li> </ul>	11.75 0.26 9.35	10.91 0.35 9.30	10.38 0.20 8.93	<ul style="list-style-type: none"> <li>Agreed price which approximates the market price by reference to purchase volume</li> <li>At the declared rate</li> </ul>
5. President Green House Foods Company Limited ("PGH")	<ul style="list-style-type: none"> <li>The Company holds a 39% stake in PGH.</li> <li>Has common directors were Mr. Apisate Thammanoma Miss Petcharat Anantawichai Miss Saipin Kittipornpimol</li> </ul>	<ul style="list-style-type: none"> <li>Sells products</li> <li>Servicing to other Companies</li> <li>Dividend income</li> </ul>	3.28 3.43 5.85	3.62 3.42 5.85	2.97 3.36 3.22	<ul style="list-style-type: none"> <li>Agreed price which approximates the market price</li> <li>Agreed price which approximates the market price</li> <li>At the declared rate</li> </ul>



Person who may have Conflict of Interest	Nature of Relationship	Item Characteristics	Transaction Value (Million Baht)			Pricing Policy and Transaction Rationality
			For the year ended 31 December 2024	For the year ended 31 December 2023	For the year ended 31 December 2022	
6. Taisun Foods Co., Ltd. ("TAISUN")	<ul style="list-style-type: none"> <li>Has the same major Company Limited shareholder, i.e TFMAMA holding 52.08% shares in Taisun</li> <li>Has common director was Mr. Vichai Kulsomphob</li> </ul>	• Buy Products	0.05	-	-	• Agreed price which approximates the market price
7. PB Flour Mill Company Limited ("PBF")	<ul style="list-style-type: none"> <li>The Company holds a 99.99% stake in PBF</li> <li>Has common directors were Mr. Apisate Thammanomai Dr. Pojjanee Paniangvait Miss Petcharat Anantawichai Miss Panida Prayottaweekij Miss Saipin Kittipornpimol Miss Ubolluck Luevoravinyu and Mr. Thanapich Mulapruk</li> </ul>	• Management income	1.6	-	-	• Agreed price
8. Pitakkij Company Limited	<ul style="list-style-type: none"> <li>Has the same major Company Limited shareholder, i.e SPI holding 33.52% shares in Pitakkij</li> <li>Has common director was Mr. Vichai Kulsomphob</li> </ul>	• The company provides construction contracting services.	3.70	16.94	9.35	• Agreed rate which is close to the market price

**Remark :** Mr. Vichai Kulsomphob resigned from the position of Director of the Company and Chairman of the Investment Committee from December 31, 2024.

## **Necessity and Rationality of Related Transactions**

The auditor examined related party transactions and concluded that such connected activities are primarily related to the trading of products. Such business transactions are subject to mutually agreed-upon terms or rules and are conducted in accordance with conventional business practices.

The auditor has reported such transactions to the Audit Committee on a quarterly basis. The Board of Directors has approved a principle according to the Securities and Exchange Act (No.4) B.E.2551 under Section 89/12 (1), the management can approve such transactions if those transactions have a trade agreement in the way of person of ordinary prudence, and shall be done with the general counterparty under the same circumstances with commercial bargaining power without influence of being a director, executive or related person.

In 2024, the Audit Committee considered connected transactions or items that may have conflicts of interest, including the disclosure of such transactions according to the regulations of the Stock Exchange of Thailand and the Office of the Securities and Exchange Commission. At a reasonable price and has disclosed sufficient, accurate, and complete information.

## **Guidelines or Trends for Connected Transactions**

The Board of Directors has considered the connected transactions of the Company to be in compliance with the law and regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission. The Company has guidelines for making related transactions with persons who may have conflicts of interest in the future.

The conditions will be set according to the normal nature of the business as well as having measures for approval of related-party transactions as normal business practices. The directors, executive directors or persons who may have conflicts of interest shall not have the right to vote on such matter.

## **Comments of the Audit Committee regarding to the transactions**

In the case of there is a significant connected transaction, the company has a policy to bring the matter to the Board of Directors' meeting with the approval of the audit committee to consider or give approval to be in compliance with the law and regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission.

## **Future Connected Transactions**

The connected transactions are continuing, more or less depending on the economic situation or production capacity. Because persons with conflicts of interest are the Company's supply chains. The flexibility of being a supply chain is conducive to the business competition and ultimately to the stakeholders. The transactions with all parties are normal business operations without transferring the benefits to related companies or persons. The Company adhere to the regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission, as well as take into account rationality, suitability regarding terms and prices, so that all shareholders and stakeholders are treated fairly and equally

### Section 3 Financial Statements

## Report of The Board of Directors' Responsibilities for Preparation of Financial Statement for The Year 2024

The Board of Directors is aware of the roles and responsibilities as the Board of Directors of the registered company to be responsible for the financial statement of President Bakery Public Company Limited and the subsidiaries. Such financial statement was made in accordance with Thai Financial Report Standard (TFRS) by selecting the suitable accounting policy and consistently applying such standard, as well as using the careful discretion and reasonable estimation for preparing the financial report. The key information is disclosed adequately in the Notes to the Financial Statement and the description and the analysis of the financial status and performance of the Company and the subsidiaries are presented for the benefit of the shareholders and general investors. In this regard, the financial statement has examined and commented without condition by the independent Certified Public Accountant.

Apart from that, the Board of Directors has supported the Company to comply with the Corporate Governance and also provide the efficient and effective risk management system, internal control system to ensure that the accounting is done correctly, completely and adequately for maintaining the assets of the Company and the subsidiaries and also to significantly prevent the fraud or abnormal operation.

In this regard, the Board of Directors has appointed the Audit Committee, consisting of independent directors, to be responsible for the following duties: ensuring the accuracy and sufficiency of the financial reports; overseeing and cross-examining the internal control system as well as its internal audit; and reviewing all disclosures of the related transactions or conflicts of interest for the greatest accuracy and completeness. The Report of the Audit Committee section of the Form 56-1 One Report states the opinion of the Audit Committee regarding these matters.

The Board of Directors has the opinion that, the Corporate Governance, the Risk Management System and internal control system of the Company is adequate and appropriate and they can reasonably ensure the reliability that the financial statement of the Company and the subsidiaries, for the year ended 31 December 2024, has been duly prepared and disclosed, in essence, as appropriate according to the Thai Financial Report Standard.



**(Mr. Apisate Thammanomai)**

Managing Director



**(Mr. Apichart Thammanomai)**

Chairman of the Board of Directors  
and Chairman of the Executive Board

## Section 3 Financial Statements

## Independent Auditor's Report

## To the Shareholders of President Bakery Public Company Limited

**Opinion**

I have audited the accompanying consolidated financial statements of President Bakery Public Company Limited and its subsidiary ("the Group"), which comprise the consolidated statement of financial position as at 31 December 2024, and the related consolidated statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information, and have also audited the separate financial statements of President Bakery Public Company Limited for the same period (collectively "the financial statements").

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of President Bakery Public Company Limited and its subsidiary as at 31 December 2024, and its financial performance and cash flows for the year then ended and the separate of President Bakery Public Company Limited, in accordance with Thai Financial Reporting Standards.

**Basis for Opinion**

I conducted my audit in accordance with Thai Standards on Auditing. My responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report. I am independent of the Group in accordance with the Code of Ethics for Professional

Accountants including Independence Standards issued by the Federation of Accounting Professions (Code of Ethics for Professional Accountants) that are relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code of Ethics for Professional Accountants. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

**Key Audit Matters**

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the financial statements of the current period. These matters were addressed in the context of my audit of the financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

I have fulfilled the responsibilities described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report, including in relation to these matters. Accordingly, my audit included the performance of procedures designed to respond to my assessment of the risks of material misstatement of the financial statements. The results of my audit procedures, including the procedures performed to address the matters below, provide the basis for my audit opinion on the accompanying financial statements as a whole.

Key audit matters and how audit procedures respond for each matter are described below.

### Revenue Recognition

Sales of goods are significant accounting transactions as the amounts recorded are material and directly affect profit or loss of the Group. In addition, the sales transactions of the Group are made with a large number of customers and there are a variety of arrangements and conditions, pertaining to matters such as sales promotions, discounts and special discounts to boost sales. I therefore gave significant attention to the revenue recognition of the Group.

I have examined the Group's revenue recognition by assessing and testing its' key internal controls with respect to the revenue recognition. I applied a sampling method to select sales transactions occurring during the year and near the end of the accounting period to examine the supporting documents and reviewed credit notes that the Group issued after the period-end. I tested the data being used in calculating and recording accrued sales promotions and discounts at the end of reporting period whether it was consistent with the conditions of the relevant agreements or arrangements with the customers. I also performed analytical procedures on disaggregated data to detect possible irregularities in sales transactions throughout the accounting period, particularly for accounting entries made through journal vouchers.

### Other Information

Management is responsible for the other information. The other information comprise the information included in annual report of the Group, but does not include the financial statements and my auditor's report thereon. The annual report of the Group is expected to be made available to me after the date of this auditor's report.

My opinion on the financial statements does not cover the other information and I do not express any form of assurance conclusion thereon.

In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated.

When I read the annual report of the Group, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance for correction of the misstatement.

### Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Thai Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

### Auditor's Responsibilities for the Audit of the Financial Statements

My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Thai Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Thai Standards on Auditing, I exercise professional judgement and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entity or business activities within the group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide those charged with governance with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

I am responsible for the audit resulting in this independent auditor's report.

**S. Ratamamrak**

**Satida Ratananurak**

Certified Public Accountant (Thailand) No. 4753

EY Office Limited

Bangkok: 17 February 2025



## Section 3 Financial Statements

# Statements of Financial Position

President Bakery Public Company Limited and its subsidiary

As at 31 December 2024

(Unit: Baht)

		Consolidated financial statements		Separate financial statements	
	Note	2024	2023	2024	2023
Assets					
Current assets					
Cash and cash equivalents	6	871,759,780	569,152,958	845,596,458	443,999,019
Trade and other receivables	7, 9	945,816,844	1,030,031,025	945,816,844	1,030,031,025
Inventories	8	227,937,148	207,601,144	227,937,148	207,601,144
Other current financial assets	12	6,249,861,374	5,375,868,730	6,150,895,344	5,375,868,730
Other current assets		25,616,716	19,044,542	25,616,716	19,044,542
Total current assets		8,320,991,862	7,201,698,399	8,195,862,510	7,076,544,460
Non-current assets					
Long-term loan to related party	9	9,500,000	-	9,500,000	-
Investment in subsidiary	10	-	-	124,999,800	124,999,800
Investment in joint venture	11	33,170,006	35,644,347	5,850,000	5,850,000
Other non-current financial assets	12	1,442,617,801	2,160,518,551	1,442,617,801	2,160,518,551
Property, plant and equipment	13	3,984,940,500	3,410,456,923	3,984,940,500	3,410,456,923
Right-of-use assets	16.1	18,164,036	20,927,583	18,164,036	20,927,583
Advance payments for purchase of assets		46,143,769	70,463,439	46,143,769	70,463,439
Intangible assets	14	8,484,050	9,923,314	8,484,050	9,923,314
Other non-current assets		7,415,641	6,774,996	7,415,641	6,774,996
Total non-current assets		5,550,435,803	5,714,709,153	5,648,115,597	5,809,914,606
Total assets		13,871,427,665	12,916,407,552	13,843,978,107	12,886,459,066

The accompanying notes are an integral part of the financial statements.

## Section 3 Financial Statements

## Statements of Financial Position (Continued)

President Bakery Public Company Limited and its subsidiary

As at 31 December 2024

(Unit: Baht)

		Consolidated financial statements		Separate financial statements	
	Note	2024	2023	2024	2023
Liabilities and shareholders' equity					
Current liabilities					
Trade and other payables	9, 15	954,518,911	696,937,288	954,566,911	696,856,588
Current portion of lease liabilities	16.2	10,149,198	12,426,265	10,149,198	12,426,265
Corporate income tax payable		129,536,103	148,729,921	129,535,098	148,713,644
Accrued expenses		205,261,366	199,419,755	205,181,366	199,419,755
Other current liabilities		13,922,959	3,968,771	13,922,959	3,968,771
Total current liabilities		1,313,388,537	1,061,482,000	1,313,355,532	1,061,385,023
Non-current liabilities					
Lease liabilities, net of current portion	16.2	8,003,391	8,392,370	8,003,391	8,392,370
Deferred tax liabilities	23	14,941,067	8,804,743	14,941,067	8,804,743
Provision for long-term employee benefits	17	86,906,952	91,435,575	86,906,952	91,435,575
Other non-current liabilities		4,860,411	4,613,562	4,860,411	4,613,562
Total non-current liabilities		114,711,821	113,246,250	114,711,821	113,246,250
Total liabilities		1,428,100,358	1,174,728,250	1,428,067,353	1,174,631,273
Shareholders' equity					
Share capital					
Registered					
450,000,000 ordinary shares of Baht 1 each		450,000,000	450,000,000	450,000,000	450,000,000
Issued and fully paid-up					
450,000,000 ordinary shares of Baht 1 each		450,000,000	450,000,000	450,000,000	450,000,000
Share premium		674,379,513	674,379,513	674,379,513	674,379,513
Retained earnings					
Appropriated - statutory reserve	18	45,000,000	45,000,000	45,000,000	45,000,000
Unappropriated		11,164,259,388	10,487,690,500	11,136,843,035	10,457,839,191
Other components of shareholders' equity		109,688,206	84,609,089	109,688,206	84,609,089
Equity attributable to owners of the Company		12,443,327,107	11,741,679,102	12,415,910,754	11,711,827,793
Non-controlling interests of the subsidiary		200	200	-	-
Total shareholders' equity		12,443,327,307	11,741,679,302	12,415,910,754	11,711,827,793
Total liabilities and shareholders' equity		13,871,427,665	12,916,407,552	13,843,978,107	12,886,459,066

The accompanying notes are an integral part of the financial statements.

## Section 3 Financial Statements

# Statements of Comprehensive Income

**President Bakery Public Company Limited and its subsidiary**

**For the year ended 31 December 2024**

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2024	2023	2024	2023
<b>Profit or loss:</b>					
<b>Revenues</b>					
Sales	26	7,480,305,986	7,540,442,787	7,480,305,986	7,540,442,787
Other income	19	53,028,967	57,236,383	60,438,967	63,086,383
<b>Total revenues</b>		<u>7,533,334,953</u>	<u>7,597,679,170</u>	<u>7,540,744,953</u>	<u>7,603,529,170</u>
<b>Expenses</b>	22				
Cost of sales		4,051,273,066	4,033,110,508	4,051,273,066	4,033,110,508
Selling and distribution expenses		1,533,243,697	1,441,808,342	1,533,243,697	1,441,808,342
Administrative expenses		264,357,327	256,487,704	263,567,326	256,388,754
<b>Total expenses</b>		<u>5,848,874,090</u>	<u>5,731,406,554</u>	<u>5,848,084,089</u>	<u>5,731,307,604</u>
<b>Operating profit</b>		<u>1,684,460,863</u>	<u>1,866,272,616</u>	<u>1,692,660,864</u>	<u>1,872,221,566</u>
Share of profit from investment in joint venture	11.2	3,375,659	6,705,985	-	-
Finance income	20	163,873,646	105,607,771	161,474,414	105,434,879
Finance cost	21	(1,107,646)	(1,396,248)	(1,107,646)	(1,396,248)
<b>Profit before income tax expenses</b>		<u>1,850,602,522</u>	<u>1,977,190,124</u>	<u>1,853,027,632</u>	<u>1,976,260,197</u>
Income tax expenses	23	(260,017,442)	(269,419,547)	(260,007,596)	(269,402,567)
<b>Profit for the year</b>		<u>1,590,585,080</u>	<u>1,707,770,577</u>	<u>1,593,020,036</u>	<u>1,706,857,630</u>
<b>Earnings per share</b>	24				
Basic earnings per share					
Profit attributable to equity holders of the Company		<u>3.53</u>	<u>3.80</u>	<u>3.54</u>	<u>3.79</u>

The accompanying notes are an integral part of the financial statements.

**Section 3 Financial Statements****Statements of Comprehensive Income (Continued)****President Bakery Public Company Limited and its subsidiary**

For the year ended 31 December 2024

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
<b>Other comprehensive income:</b>				
<i>Other comprehensive income to be reclassified to profit or loss in subsequent periods:</i>				
Gain (loss) on changes in value of debt investment designated at fair value through other comprehensive income - net of income tax	10,208,231	(4,422,871)	10,208,231	(4,422,871)
Other comprehensive income to be reclassified to profit or loss in subsequent periods - net of income tax	10,208,231	(4,422,871)	10,208,231	(4,422,871)
<i>Other comprehensive income not to be reclassified to profit or loss in subsequent periods:</i>				
Gain on change in value of equity investment designated at fair value through other comprehensive income - net of income tax	14,354,694	4,351,069	14,354,694	4,351,069
Other comprehensive income not to be reclassified to profit or loss in subsequent periods - net of income tax	14,354,694	4,351,069	14,354,694	4,351,069
<b>Other comprehensive income for the year</b>	<b>24,562,925</b>	<b>(71,802)</b>	<b>24,562,925</b>	<b>(71,802)</b>
<b>Total comprehensive income for the year</b>	<b>1,615,148,005</b>	<b>1,707,698,775</b>	<b>1,617,582,961</b>	<b>1,706,785,828</b>
<b>Profit attributable to:</b>				
Equity holders of the Company	1,590,585,080	1,707,770,577	1,593,020,036	1,706,857,630
Non-controlling interests of the subsidiary	-	-	-	-
	<b>1,590,585,080</b>	<b>1,707,770,577</b>		
<b>Total comprehensive income attributable to:</b>				
Equity holders of the Company	1,615,148,005	1,707,698,775	1,617,582,961	1,706,785,828
Non-controlling interests of the subsidiary	-	-	-	-
	<b>1,615,148,005</b>	<b>1,707,698,775</b>		

The accompanying notes are an integral part of the financial statements.

## Section 3 Financial Statements

## Statements of Changes in Shareholders' Equity

President Bakery Public Company Limited and its subsidiary

For the year ended 31 December 2024

Consolidated financial statements										(Unit: Baht)
Equity attributable to shareholders of the Company										
Other components of shareholders' equity										
Other comprehensive income -										
Note	Issued and paid-up share capital	Share premium	Retained earnings		Fair value reserve of financial assets at FVOCI	Total equity attributable to shareholders of the Company	Non-controlling interests of the subsidiary	Total shareholders' equity		
			Appropriated - statutory reserve	Unappropriated						
	450,000,000	674,379,513	45,000,000	9,686,304,962	78,295,852	10,933,980,327	-	10,933,980,327		
	-	-	-	1,707,770,577	-	1,707,770,577	-	1,707,770,577		
	-	-	-	-	(71,802)	(71,802)	-	(71,802)		
	-	-	-	1,707,770,577	(71,802)	1,707,698,775	-	1,707,698,775		
25	-	-	-	(900,000,000)	-	(900,000,000)	-	(900,000,000)		
	-	-	-	-	-	-	200	200		
Transfer fair value reserve of equity instruments designated at FVOCI to retained earnings										
	-	-	-	(6,385,039)	6,385,039	-	-	-		
	450,000,000	674,379,513	45,000,000	10,487,690,500	84,609,089	11,741,679,102	200	11,741,679,302		
	450,000,000	674,379,513	45,000,000	10,487,690,500	84,609,089	11,741,679,102	200	11,741,679,302		
	-	-	-	1,590,585,080	-	1,590,585,080	-	1,590,585,080		
	-	-	-	-	24,562,925	24,562,925	-	24,562,925		
	-	-	-	1,590,585,080	24,562,925	1,615,148,005	-	1,615,148,005		
25	-	-	-	(913,500,000)	-	(913,500,000)	-	(913,500,000)		
Transfer fair value reserve of equity instruments designated at FVOCI to retained earnings										
	-	-	-	(516,192)	516,192	-	-	-		
	450,000,000	674,379,513	45,000,000	11,164,259,388	109,688,206	12,443,327,107	200	12,443,327,307		

The accompanying notes are an integral part of the financial statements.

## Section 3 Financial Statements

## Statements of Changes in Shareholders' Equity (Continued)

President Bakery Public Company Limited and its subsidiary  
For the year ended 31 December 2024

		Separate financial statements					(Unit: Baht)	
Note	Issued and paid-up share capital	Share premium	Retained earnings		Fair value reserve of financial assets at FVOCI	Total	Other components of shareholders' equity	
			Appropriated - statutory reserve	Unappropriated			Other comprehensive income -	
<b>Balance as at 1 January 2023</b>	450,000,000	674,379,513	45,000,000	9,657,366,600	78,295,852	10,905,041,965		
Profit for the year	-	-	-	1,706,857,630	-	1,706,857,630		
Other comprehensive income for the year	-	-	-	-	(71,802)	(71,802)		
Total comprehensive income for the year	-	-	-	1,706,857,630	(71,802)	1,706,785,828		
Dividend payment	-	-	-	(900,000,000)	-	(900,000,000)		
Transfer fair value reserve of equity instruments designated at FVOCI to retained earnings	-	-	-	(6,385,039)	6,385,039	-		
<b>Balance as at 31 December 2023</b>	450,000,000	674,379,513	45,000,000	10,457,839,191	84,609,089	11,711,827,793		
<b>Balance as at 1 January 2024</b>	450,000,000	674,379,513	45,000,000	10,457,839,191	84,609,089	11,711,827,793		
Profit for the year	-	-	-	1,593,020,036	-	1,593,020,036		
Other comprehensive income for the year	-	-	-	-	24,562,925	24,562,925		
Total comprehensive income for the year	-	-	-	1,593,020,036	24,562,925	1,617,582,961		
Dividend payment	-	-	-	(913,500,000)	-	(913,500,000)		
Transfer fair value reserve of equity instruments designated at FVOCI to retained earnings	-	-	-	(516,192)	516,192	-		
<b>Balance as at 31 December 2024</b>	450,000,000	674,379,513	45,000,000	11,136,843,035	109,688,206	12,415,910,754		

The accompanying notes are an integral part of the financial statements.



## Section 3 Financial Statements

# Statements of Cash Flows

## President Bakery Public Company Limited and its subsidiary

For the year ended 31 December 2024

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
<b>Cash flows from operating activities</b>				
Profit before tax	1,850,602,522	1,977,190,124	1,853,027,632	1,976,260,197
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities:				
Depreciation and amortisation	404,588,165	375,429,620	404,588,165	375,429,620
Gain on disposals of property, plant and equipment	(12,551,932)	(4,665,502)	(12,551,932)	(4,665,502)
Share of profit from investment in joint venture	(3,375,659)	(6,705,985)	-	-
Loss (gain) on sales of other current financial assets	(75,772)	218,228	(75,772)	218,228
Loss on sales of other non-current financial assets	882,888	14,365,271	882,888	14,365,271
Loss from sales of equity instruments not recognised in profit or loss	(645,240)	(7,981,299)	(645,240)	(7,981,299)
Unrealised (gain) loss on exchange	496,091	(415,490)	496,091	(415,490)
Gain from fair value measurement of financial assets	-	(9,047,148)	-	(9,047,148)
Provision for long-term employee benefits	8,170,079	8,805,617	8,170,079	8,805,617
Dividend income from listed equity investments	(4,957,641)	(14,318,578)	(4,957,641)	(14,318,578)
Dividend income from joint venture	-	-	(5,850,000)	(5,850,000)
Dividend income from non-listed equity investment	(7,200,000)	(7,650,000)	(7,200,000)	(7,650,000)
Finance income	(163,873,646)	(105,607,771)	(161,474,414)	(105,434,879)
Finance cost	1,107,646	1,396,248	1,107,646	1,396,248
Profit from operating activities before changes in operating assets and liabilities	2,073,167,501	2,221,013,335	2,075,517,502	2,221,112,285
Decrease (increase) in operating assets				
Trade and other receivables	84,209,328	(24,775,299)	84,209,328	(24,775,299)
Inventories	(20,336,004)	1,296,743	(20,336,004)	1,296,743
Other current assets	(6,572,174)	(2,474,227)	(6,572,174)	(2,474,227)
Other non-current assets	(640,645)	(2,006,053)	(640,645)	(2,006,053)
Increase (decrease) in operating liabilities				
Trade and other payables	(3,629,257)	(58,302,684)	(3,500,557)	(58,383,384)
Other current liabilities	5,725,335	122,506	5,645,335	122,506
Other non-current liabilities	246,849	211,058	246,849	211,058
Provision for long-term employee benefits	(12,698,702)	(15,103,653)	(12,698,702)	(15,103,653)
Cash from operating activities	2,119,472,231	2,119,981,726	2,121,870,932	2,119,999,976
Cash paid for income tax	(279,215,668)	(256,092,808)	(279,190,549)	(256,092,105)
<b>Net cash from operating activities</b>	<u>1,840,256,563</u>	<u>1,863,888,918</u>	<u>1,842,680,383</u>	<u>1,863,907,871</u>

The accompanying notes are an integral part of the financial statements.

**Section 3 Financial Statements****Statements of Cash Flows (Continued)****President Bakery Public Company Limited and its subsidiary**

For the year ended 31 December 2024

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
<b>Cash flows from investing activities</b>				
Cash paid for other current financial assets	(6,892,733,845)	(6,589,719,066)	(6,794,789,549)	(6,589,719,066)
Cash paid for other non-current financial assets	(158,190,092)	(1,491,245,698)	(158,190,092)	(1,491,245,698)
Cash received from sales of other current financial assets	6,435,387,255	6,612,448,947	6,435,387,255	6,612,448,947
Cash received from sales of other non-current financial assets	536,922,446	842,765,114	536,922,446	842,765,114
Acquisitions of property, plant and equipment	(690,796,567)	(465,564,718)	(690,796,567)	(465,564,718)
Proceeds from disposals of property, plant and equipment	12,587,016	4,757,066	12,587,016	4,757,066
(Increase) decrease in advance payments for purchase of assets	24,319,670	(67,055,875)	24,319,670	(67,055,875)
Increase in intangible assets	(1,878,875)	(1,612,450)	(1,878,875)	(1,612,450)
Interest received	116,936,803	98,570,291	115,559,304	98,397,399
Increase in long-term loan to related party	(9,500,000)	-	(9,500,000)	-
Increase in investment in subsidiary company	-	-	-	(124,999,800)
Dividend income from listed equity investments	4,963,460	14,300,239	4,963,460	14,300,239
Dividend income from joint venture	5,850,000	5,850,000	5,850,000	5,850,000
Dividend income from non-listed equity investment	7,200,000	7,650,000	7,200,000	7,650,000
Net increase in non-controlling interests of the subsidiary	-	200	-	-
<b>Net cash used in investing activities</b>	<u>(608,932,729)</u>	<u>(1,028,855,950)</u>	<u>(512,365,932)</u>	<u>(1,154,028,842)</u>
<b>Cash from financing activities</b>				
Payment of principal portion of lease liabilities	(14,109,366)	(13,427,278)	(14,109,366)	(13,427,278)
Cash paid for interest expenses	(1,107,646)	(1,396,248)	(1,107,646)	(1,396,248)
Dividend payments	<u>(913,500,000)</u>	<u>(900,000,000)</u>	<u>(913,500,000)</u>	<u>(900,000,000)</u>
<b>Net cash used in financing activities</b>	<u>(928,717,012)</u>	<u>(914,823,526)</u>	<u>(928,717,012)</u>	<u>(914,823,526)</u>
<b>Net increase (decrease) in cash and cash equivalents</b>	302,606,822	(79,790,558)	401,597,439	(204,944,497)
Cash and cash equivalents at beginning of year	<u>569,152,958</u>	<u>648,943,516</u>	<u>443,999,019</u>	<u>648,943,516</u>
<b>Cash and cash equivalents at end of year (Note 6)</b>	<u>871,759,780</u>	<u>569,152,958</u>	<u>845,596,458</u>	<u>443,999,019</u>

**Supplementary disclosures of cash flows information**

## Non-cash related transactions

Other payables for acquisitions of property, plant and equipment

and retention 309,360,478 40,259,452 309,360,478 40,259,452

Acquisition of right-of-use assets under lease contracts 12,174,411 6,691,936 12,174,411 6,691,936

The accompanying notes are an integral part of the financial statements.

## Section 3 Financial Statements

# Notes to Financial Statements

## President Bakery Public Company Limited and its subsidiary

For the year ended 31 December 2024

### 1. General information

President Bakery Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. Its major shareholder is Thai President Foods Public Company Limited, which is a public company incorporated in Thailand. The Company is principally engaged in the manufacture and sales of bakery products and its registered address is at No. 121/84-85, 29th Floor, RS Tower, Ratchadapisek Road, Dindaeng, Bangkok.

### 2. Basis of preparation

- 2.1 The financial statements have been prepared in accordance with Thai Financial Reporting Standards enunciated under the Accounting Professions Act B.E. 2547 and their presentation has been made in compliance with the stipulations of the Notification of the Department of Business Development, issued under the Accounting Act B.E. 2543.

The financial statements in Thai language are the official statutory financial statements of the Company. The financial statements in English language have been translated from the Thai language financial statements.

The financial statements have been prepared on a historical cost basis except where otherwise disclosed in the accounting policies.

### 2.2 Basis of consolidation

- a) The consolidated financial statements include the financial statements of President Bakery Public Company Limited (“the Group”) and the following subsidiary company (“the subsidiary”) (collectively as “the Group”):

Company's name	Nature of business	Country of incorporation	Percentage of shareholding	
			<u>2024</u>	<u>2023</u>
			Percent	Percent
PB Flour Mill Company Limited	Manufacture and distribution of wheat flour-related products	Thailand	99.99	99.99

- b) The Company is deemed to have control over an investee or subsidiary if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns.

- c) Subsidiary is fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.
  - d) The financial statements of the subsidiary are prepared using the same significant accounting policies as the Company.
  - e) Material balances and transactions between the Group have been eliminated from the consolidated financial statements.
  - f) Non-controlling interests represent the portion of profit or loss and net assets of the subsidiaries that are not held by the Company and are presented separately in the consolidated profit or loss and within equity in the consolidated statement of financial position.
- 2.3 The separate financial statements present investments in subsidiary and joint venture under the cost method.

### **3. New financial reporting standards**

#### **3.1 Financial reporting standards that became effective in the current year**

During the year, the Group has adopted the revised financial reporting standards and interpretations which are effective for fiscal years beginning on or after 1 January 2024. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The adoption of these financial reporting standards does not have any significant impact on the Group's financial statements.

#### **3.2 Financial reporting standards that will become effective for fiscal years beginning on or after 1 January 2025**

The Federation of Accounting Professions issued a number of revised financial reporting standards, which are effective for fiscal years beginning on or after 1 January 2025. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The management of the Group believes that the adoption of these amendments will not have any significant impact on the Group's financial statements.

#### **4. Accounting policies**

##### **4.1 Revenue and expense recognition**

###### *Sales of goods*

Revenue from sale of goods is recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods. Revenue is measured at the amount of the consideration received or receivable, excluding value added tax, of goods supplied after deducting returns, discounts, allowances and price promotions to customers.

When a contract provided a customer with a right to return the goods within a specified period, the Group recognises the amount ultimately expected they will have to return to customers as a refund liability and recognise the right to recover the goods expected to be returned by customers as a right of return asset in the statement of financial position. The asset is measured at the former carrying amount of the inventory, less any expected costs to recover the goods, including any potential decreases in the value of the returned goods.

###### *Interest income*

Interest income is calculated using the effective interest method and recognised on an accrual basis. The effective interest rate is applied to the gross carrying amount of a financial asset, unless the financial assets subsequently become credit-impaired when it is applied to the net carrying amount of the financial asset (net of the expected credit loss allowance).

###### *Finance cost*

Interest expense from financial liabilities at amortised cost is calculated using the effective interest method and recognised on an accrual basis.

###### *Dividends*

Dividends are recognised when the right to receive the dividends is established.

##### **4.2 Cash and cash equivalents**

Cash and cash equivalents consist of cash and deposits at banks, and all highly liquid investments with an original maturity of three months or less and not subject to withdrawal restrictions.

##### **4.3 Inventories**

Inventories are valued at the lower of cost (under weighted average basis) and net realisable value. Cost of finished goods and work in process comprises all production costs and attributable factory overhead.

Raw and packing materials, spare parts and factory supplies are charged to production costs whenever consumed.

#### 4.4 Investments in subsidiary and joint venture

Investment in joint venture is accounted for in the consolidated financial statements using the equity method.

Investments in subsidiary and joint venture are accounted for in the separate financial statements using the cost method.

#### 4.5 Property, plant and equipment and depreciation

Land is stated at cost. Plant and equipment are stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any).

Depreciation of plant and equipment is calculated by reference to their costs on a straight-line basis over the estimated useful lives of assets, except for computer equipment acquired since 1 January 2002 calculated by double declining balance basis, as follows:

Buildings and improvements	-	10 - 20 years
Machinery and equipment	-	5 - 20 years
Computer equipment	-	3 - 5 years
Furniture and office equipment	-	3 - 5 years
Motor vehicles	-	5 - 10 years

No depreciation is provided on land, construction in progress and assets under installation.

Depreciation is included in determining income.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on disposal of an asset is included in profit or loss when the asset is derecognised.

#### 4.6 Intangible assets

Intangible assets are initially recognised at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses (if any).

Intangible assets with finite lives are amortised on the straight-line basis over the economic useful life, except for computer software acquired since 1 January 2002 to 31 December 2015 calculated by double declining balance basis and since 1 January 2016 calculated by straight-line basis, and tested for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method of such intangible assets are reviewed at least at each financial year end. The amortisation expense is charged to profit or loss.



A summary of the intangible assets with finite useful lives is as follows:

	<u>Useful lives</u>
Computer software	3 - 5 years

The amortisation is included in determining income.

#### 4.7 Leases

At inception of contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

##### **The Group as a lessee**

The Group applied a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. At the commencement date of the lease (i.e. the date the underlying asset is available for use), the Group recognises right-of-use assets representing the right to use underlying assets and lease liabilities based on lease payments.

##### ***Right-of-use assets***

Right-of-use assets are measured at cost, less accumulated depreciation, any accumulated impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities initially recognised, initial direct costs incurred, and lease payments made at or before the commencement date of the lease, and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located less any lease incentives received.

Depreciation of right-of-use assets are calculated by reference to their costs, on the straight-line basis over the shorter of their estimated useful lives and the lease term.

Buildings and improvements	6	years
Furniture and office equipment	3	years

If ownership of the leased asset is transferred to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

***Lease liabilities***

Lease liabilities are measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be payable under residual value guarantees. Moreover, the lease payments include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising an option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs.

The Group discounted the present value of the lease payments by the interest rate implicit in the lease or the Group's incremental borrowing rate. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

***Short-term leases and leases of low-value assets***

A lease that has a lease term less than or equal to 12 months from commencement date or a lease of low-value assets is recognised as expenses on a straight-line basis over the lease term.

**4.8 Related party transactions**

Related parties comprise individuals or enterprises that control, or are controlled by, the Company, whether directly or indirectly, or which are under common control with the Company.

They also include associates, and individuals or enterprises which directly or indirectly own a voting interest in the Company that gives them significant influence over the Company, key management personnel, directors and officers with authority in the planning and direction of the Company's operations.

#### 4.9 Foreign currencies

The financial statements are presented in Baht, which is also the Group's functional currency.

Transactions in foreign currencies are translated into Baht at the exchange rate ruling at the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated into Baht at the exchange rate ruling at the end of reporting period.

Gains and losses on exchange are included in determining income.

#### 4.10 Impairment of non-financial assets

At the end of reporting period, the Group performs impairment reviews in respect of the property, plant and equipment and right-of-use assets whenever events or changes in circumstances indicate that an asset may be impaired. An impairment loss is recognised when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount. In determining value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by a valuation model that, based on information available, reflects the amount that the Group could obtain from the disposal of the asset in an arm's length transaction between knowledgeable, willing parties, after deducting the costs of disposal.

An impairment loss is recognised in profit or loss.

In the assessment of asset impairment if there is any indication that the previously recognised impairment losses may no longer exist or may have decreased, the Group estimates the asset's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The increased carrying amount of the asset attributable to a reversal of an impairment loss shall not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss.

#### **4.11 Employee benefits**

##### ***Short-term employee benefits***

Salaries, wages, bonuses and contributions to the social security fund are recognised as expenses when incurred.

##### ***Post-employment benefits and other long-term employee benefits***

###### *Defined contribution plans*

The Group and its employees have jointly established a provident fund. The fund is monthly contributed by employees and by the Group. The fund's assets are held in a separate trust fund and the Group's contributions are recognised as expenses when incurred.

###### *Defined benefit plans and other long-term employee benefits*

The Group has obligations in respect of the severance payments it must make to employees upon retirement under labor law and death. The Group treats these severance payment obligations as a defined benefit plan. In addition, the Group provides other long-term employee benefit plan, namely long service awards.

The obligation under the defined benefit plan and other long-term employee benefit plan is determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

Actuarial gains and losses arising from post-employment benefits are recognised immediately in other comprehensive income.

Actuarial gains and losses arising from other long-term benefits are recognised immediately in profit or loss.

Past service costs are recognised in profit or loss on the earlier of the date of the plan amendment or curtailment and the date that the Group recognises restructuring-related costs.

#### **4.12 Provisions**

Provisions are recognised when the Group has a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

#### 4.13 Income tax

Income tax expense represents the sum of corporate income tax currently payable and deferred tax.

##### **Current tax**

Current income tax is provided in the accounts at the amount expected to be paid to the taxation authorities, based on taxable profits determined in accordance with tax legislation.

##### **Deferred tax**

Deferred income tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts at the end of each reporting period, using the tax rates enacted at the end of the reporting period.

The Group recognises deferred tax liabilities for all taxable temporary differences while it recognises deferred tax assets for all deductible temporary differences and tax losses carried forward to the extent that it is probable that future taxable profit will be available against which such deductible temporary differences and tax losses carried forward can be utilised.

At each reporting date, the Group reviews and reduces the carrying amount of deferred tax assets to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

The Group records deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

#### 4.14 Financial instruments

The Group initially measures financial assets at its fair value plus, in the case of financial assets that are not measured at fair value through profit or loss, transaction costs. However, trade receivables, that do not contain a significant financing component or for which at contract inception the Group expected payment by the customer less than one year, are measured at the transaction price as disclosed in the accounting policy relating to revenue recognition.

## **Classification and measurement of financial assets**

Financial assets are classified, at initial recognition, as to be subsequently measured at amortised cost, fair value through other comprehensive income (“FVOCI”), or fair value through profit or loss (“FVTPL”). The classification of financial assets at initial recognition is driven by the Group’s business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

### ***Financial assets at amortised cost***

The Group measures financial assets at amortised cost if the financial asset is held in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest rate (“EIR”) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

### ***Financial assets at FVOCI (debt instruments)***

The Group measures financial assets at FVOCI if the financial asset is held to collect contractual cash flows and to sell the financial asset and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income, foreign exchange revaluation and impairment losses or reversals are recognised in profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in other comprehensive income. Upon derecognition, the cumulative fair value change recognised in other comprehensive income is recycled to profit or loss.

### ***Financial assets designated at FVOCI (equity instruments)***

Upon initial recognition, the Group can elect to irrevocably classify its equity investments which are not held for trading as equity instruments designated at FVOCI. The classification is determined on an instrument-by-instrument basis.



Gains and losses recognised in other comprehensive income on these financial assets are never recycled to profit or loss.

Dividends are recognised as other income in profit or loss, except when the dividends clearly represent a recovery of part of the cost of the financial asset, in which case, the gains are recognised in other comprehensive income.

Equity instruments designated at FVOCI are not subject to impairment assessment.

### ***Financial assets at FVTPL***

Financial assets measured at FVTPL are carried in the statement of financial position at fair value with net changes in fair value including interest income recognised in profit or loss.

These financial assets include derivatives, security investments held for trading, equity investments which the Group has not irrevocably elected to classify at FVOCI and financial assets with cash flows that are not solely payments of principal and interest.

Dividends on listed equity investments are recognised as other income in profit or loss.

### **Classification and measurement of financial liabilities**

Except for derivative liabilities, at initial recognition the Group's financial liabilities are recognised at fair value net of transaction costs and classified as liabilities to be subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. In determining amortised cost, the Group takes into account any discounts or premiums on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in profit or loss.

### **Derecognition of financial instruments**

A financial asset is primarily derecognised when the rights to receive cash flows from the asset have expired or have been transferred and either the Group has transferred substantially all the risks and rewards of the asset, or the Group has transferred control of the asset.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

### **Impairment of financial assets**

The Group recognises an allowance for expected credit losses (“ECLs”) for all debt instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate.

For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure (a lifetime ECL).

The Group considers a significant increase in credit risk to have occurred when contractual payments are more than 30 days past due and considers a financial asset as credit impaired or default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to have a significant increase in credit risk and to be in default using other internal or external information, such as credit rating of issuers.

For trade receivables, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date.

ECLs are calculated based on its historical credit loss experience and adjusted for forward-looking factors specific to the debtors and the economic environment.

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

### **Offsetting of financial instruments**

Financial assets and financial liabilities are offset, and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

#### 4.15 Derivatives

The Group uses derivatives, such as forward currency contract to hedge its foreign currency risks.

Derivatives are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. The subsequent changes including interest income are recognised in profit or loss. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Derivatives are presented as non-current assets or non-current liabilities if the remaining maturity of the instrument is more than 12 months and it is not due to be realised or settled within 12 months. Other derivatives are presented as current assets or current liabilities.

#### 4.16 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between buyer and seller (market participants) at the measurement date. The Group applies a quoted market price in an active market to measure its assets and liabilities that are required to be measured at fair value by relevant financial reporting standards. Except in case of no active market of an identical asset or liability or when a quoted market price is not available, the Group measures fair value using valuation techniques that are appropriate in the circumstances and maximises the use of relevant observable inputs related to assets and liabilities that are required to be measured at fair value.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy into three levels based on categorise of input to be used in fair value measurement as follows:

- Level 1 - Use of quoted market prices in an observable active market for such assets or liabilities
- Level 2 - Use of other observable inputs for such assets or liabilities, whether directly or indirectly
- Level 3 - Use of unobservable inputs such as estimates of future cash flows

At the end of each reporting period, the Group determines whether transfers have occurred between levels within the fair value hierarchy for assets and liabilities held at the end of the reporting period that are measured at fair value on a recurring basis.

## 5. Significant accounting judgements and estimates

The preparation of financial statements in conformity with financial reporting standards at times requires management to make subjective judgements and estimates regarding matters that are inherently uncertain. These judgements and estimates affect reported amounts and disclosures and actual results could differ. Significant judgements and estimates are as follows:

### Fair value of financial instruments

In determining the fair value of financial instruments recognised in the statement of financial position that are not actively traded and for which quoted market prices are not readily available, the management exercise judgement, using a variety of valuation techniques and models. The input to these models is taken from observable markets, and includes consideration of credit risk, liquidity, correlation and longer-term volatility of financial instruments. Change in assumptions about these factors could affect the fair value recognised in the statement of financial position and disclosures of fair value hierarchy.

### Post-employment benefits under defined benefit plans and other long-term employee benefits

The obligation under the defined benefit plan and other long-term employee benefit plan is determined based on actuarial techniques. Such determination is made based on various assumptions, including discount rate, future salary increase rate, mortality rate and staff turnover rate.

## 6. Cash and cash equivalents

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
Cash	1,102	829	1,073	818
Bank deposits	640,857	568,324	634,712	443,181
Short-term investments	229,801	-	209,811	-
Total	<u>871,760</u>	<u>569,153</u>	<u>845,596</u>	<u>443,999</u>

As at 31 December 2024, bank deposits in savings accounts, fixed deposits and short-term investments carried interests between 0.10 and 2.20 percent per annum (2023: between 0.10 and 1.05 percent per annum).

**7. Trade and other receivables**

	(Unit: Thousand Baht)	
	Consolidated financial statements/ Separate financial statements	
	<u>2024</u>	<u>2023</u>
<u>Trade receivables - related parties</u>		
Aged on the basis of due dates		
Not yet due	546	509
Total trade receivables - related parties	546	509
<u>Trade receivables - unrelated parties</u>		
Not yet due	513,797	558,944
Past due		
Less than 3 months	429,093	465,733
3 - 6 months	8	504
6 - 12 months	29	778
Total trade receivables - unrelated parties	942,927	1,025,959
Total trade receivables	943,473	1,026,468
<u>Other receivables</u>		
Other receivables - related party	194	209
Other receivables - unrelated parties	2,150	3,354
Total other receivables	2,344	3,563
Total trade and other receivables	945,817	1,030,031

**8. Inventories**

	(Unit: Thousand Baht)	
	Consolidated financial statements/ Separate financial statements	
	<u>2024</u>	<u>2023</u>
Finished goods	5,076	4,561
Work in process	4,530	4,402
Raw materials	104,825	101,284
Packaging materials	37,600	39,789
Spare parts and factory supplies	75,906	57,565
Total	227,937	207,601

## 9. Related party transactions

During the years, the Company had significant business transactions with its related parties. Such transactions, which are summarised below, arose in the ordinary course of business and were concluded on the commercial terms and bases agreed upon between the Company and those related persons or parties.

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements		Transfer pricing policy
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>	
<b>Transactions with parent company</b>					
Dividend payment	474.9	467.9	474.9	467.9	At the declared rate
<b>Transactions with subsidiary</b>					
Management income	-	-	1.6	-	Agreed price
<b>Transactions with related companies</b>					
Purchases of goods	273.7	427.0	273.7	427.0	Agreed price which approximates the market price by reference to purchase volume
Dividend payment	221.1	217.7	221.1	217.7	At the declared rate
Dividend income	7.2	11.7	7.2	11.7	At the declared rate
<b>Transactions with joint venture</b>					
Sales of goods	3.3	3.6	3.3	3.6	Agreed price which approximates the market price
Service income	2.8	2.8	2.8	2.8	Agreed price which approximates the market price
Rental income	0.6	0.6	0.6	0.6	Agreed price which approximates the market price
Dividend income	5.9	5.9	5.9	5.9	At the declared rate

The balances of accounts as at 31 December 2024 and 2023 between the Company and those related persons or parties are as follows:

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
<b>Trade and other receivables - related parties</b>				
<b>(Note 7)</b>				
Joint venture (related by the Company holding interest in that company and by common shareholders and common directors)	605	575	605	575
Related companies (related by having holding interest in the Company and/or by common shareholders and common directors)	135	143	135	143
<b>Total trade and other receivables - related parties</b>	<b>740</b>	<b>718</b>	<b>740</b>	<b>718</b>



	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
<b>Trade and other payables - related parties</b>				
<b>(Note 15)</b>				
Subsidiary	-	-	62	-
Related companies (related by having holding interest in the Company and/or by common shareholders and common directors)	57,847	78,193	57,847	78,193
Connected companies (related by connected directors)	1,481	1,015	1,481	1,015
Total trade and other payables - related parties	<u>59,328</u>	<u>79,208</u>	<u>59,390</u>	<u>79,208</u>

#### Long-term loans to related party

As at 31 December 2024 and 2023, the balances of loans between the Group and that related company and the movement in loans are as follows:

(Unit: Thousand Baht)						
Loans to related party	Related by	Interest rate (% per annum)	Consolidated financial statements/Separate financial statements			
			Balance as at 31 December 2023	Increase during the year	Decrease during the year	Balance as at 31 December 2024
King Square Development Co., Ltd.	The Company holding interest in that company	3.7	-	9,500	-	9,500
Total			<u>-</u>	<u>9,500</u>	<u>-</u>	<u>9,500</u>

The Company has loan guarantee for this related company as disclosed in Note 29.6 under loan guarantee.

#### **Directors' and management's remuneration**

During the years ended 31 December 2024 and 2023, the Company had employee benefit expenses payable to its directors and management as below.

	(Unit: Million Baht)	
	Consolidated financial statements/	
	Separate financial statements	
	<u>2024</u>	<u>2023</u>
Short-term employee benefits	59.4	51.3
Post-employment benefits and other long-term benefits	0.5	0.5
Total	<u>59.9</u>	<u>51.8</u>

**10. Investment in subsidiary****Details of investment in subsidiary as presented in separate financial statements**

(Unit: Thousand Baht)

Company's name	Paid-up capital		Shareholding percentage		Cost	
	2024	2023	2024	2023	2024	2023
			(%)	(%)		
PB Flour Mill Company Limited	125,000	125,000	99.99	99.99	125,000	125,000
Total					125,000	125,000

On 18 September 2023, the meeting of the Company's Board of Directors passed a resolution approving the establishment of a new subsidiary company in Thailand, namely PB Flour Mill Co., Ltd. This new subsidiary is primarily, engaged in the production and distribution of wheat flour with a registered share capital of Baht 500 million (5,000,000 ordinary shares at par value Baht 100 per share). The Company holds a 99.99 percent interest in this subsidiary. This subsidiary called up 25 percent of its share capital and the Company paid the share subscription of Baht 125 million in October 2023. This subsidiary registered as a limited company with the Ministry of Commerce on 8 November 2023.

**11. Investment in joint venture****11.1 Details of investment in joint venture**

Investment in joint venture represents investment in entity which is jointly controlled by the Company and other companies. Details of the investment are as follows:

(Unit: Thousand Baht)

Joint venture	Nature of business	Paid-up capital	Shareholding percentage		Consolidated financial statements				Separate financial statements	
			2024	2023	Net book value based on cost method		Net book value based on equity method		Net book value based on cost method	
					2024	2023	2024	2023	2024	2023
		Million Baht	Percent	Percent						
President Green House Foods Company Limited	Operating the Japanese restaurant	15	39	39	5,850	5,850	33,170	35,644	5,850	5,850
Total investment in joint venture					5,850	5,850	33,170	35,644	5,850	5,850

In May 2008, the Company, together with a foreign company and a local company, jointly established President Green House Foods Company Limited to operate a Japanese restaurant. The Company had invested in 585,000 ordinary shares of this company at par value Baht 10 per share, amounting to Baht 5.85 million, or equivalent to 39% interest, and has treated this investment as investment in joint venture.

### 11.2 Share of comprehensive income and dividend received

During the years, the Company has recognised its share of comprehensive income from investment in the joint venture in the consolidated financial statements and dividend income in the separate financial statements as follows:

(Unit: Thousand Baht)

Joint venture	Consolidated financial statements				Separate financial statements	
	Share of profit from investment		Share of other comprehensive income from investment in joint		Dividend received	
	in joint venture during the years		venture during the years		during the years	
	2024	2023	2024	2023	2024	2023
President Green House						
Foods Company Limited	3,376	6,706	-	-	5,850	5,850
Total	3,376	6,706	-	-	5,850	5,850

### 11.3 Summarised financial information of joint venture

Summarised information about financial position

(Unit: Million Baht)

	As at 31 December	
	2024	2023
<b>President Green House Foods Company Limited</b>		
Cash and cash equivalents	42.4	23.9
Other current assets	33.1	66.4
Non-current assets	51.6	36.2
Other current liabilities	(31.5)	(25.0)
Non-current liabilities	(10.6)	(10.1)
<b>Net assets</b>	85.0	91.4
Shareholding percentage	39%	39%
<b>Share of net assets</b>	33.2	35.6
<b>Carrying amounts of joint venture based on equity method</b>	33.2	35.6

## Summarised information about comprehensive income

	(Unit: Million Baht)	
	For the years ended 31 December	
	<u>2024</u>	<u>2023</u>
<b>President Green House Foods Company Limited</b>		
Sales and service income	110.9	128.6
Other income	1.2	1.6
Expenses	101.8	108.7
Finance income	1.5	1.1
Finance cost	1.0	1.2
Income tax expenses	2.2	4.2
Profit for the year	8.6	17.2
Total comprehensive income for the year	8.6	17.2

**12. Other financial assets**

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
<u>Debt instruments at amortised cost</u>				
Fixed deposits	1,465,752	1,588,471	1,465,752	1,588,471
Bank of Thailand bonds or fixed deposit receipts	3,625,804	1,920,500	3,526,838	1,920,500
Corporate bonds or bills of exchange	919,801	613,002	919,801	613,002
Total debt instruments at amortised cost	6,011,357	4,121,973	5,912,391	4,121,973
<u>Debt instruments at FVOCI</u>				
Bank of Thailand bonds	295,444	1,581,780	295,444	1,581,780
Corporate bonds, notes or debt instruments	287,152	702,880	287,152	702,880
Total debt instruments at FVOCI	582,596	2,284,660	582,596	2,284,660

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
<u>Equity instruments designated at FVOCI</u>				
Listed equity instruments	85,282	210,504	85,282	210,504
Non-listed equity instruments				
KingBridge Tower Co., Ltd.	500,000	425,000	500,000	425,000
President Flour Mills Co., Ltd.	263,160	237,894	263,160	237,894
King Square Development Co., Ltd.	40,387	40,387	40,387	40,387
Others	10,000	10,000	10,000	10,000
Mutual funds and unit trusts				
Hydrogen Freehold and Leasehold Real Estate				
Investment Trust	170,100	173,700	170,100	173,700
Others	29,597	32,270	29,597	32,270
Total equity instruments designated at FVOCI	<u>1,098,526</u>	<u>1,129,755</u>	<u>1,098,526</u>	<u>1,129,755</u>
<b>Total other financial assets</b>	<u>7,692,479</u>	<u>7,536,388</u>	<u>7,593,513</u>	<u>7,536,388</u>
<b>Classified as:</b>				
Other current financial assets	6,249,861	5,375,869	6,150,895	5,375,869
Other non-current financial assets	<u>1,442,618</u>	<u>2,160,519</u>	<u>1,442,618</u>	<u>2,160,519</u>
<b>Total other current financial assets</b>	<u>7,692,479</u>	<u>7,536,388</u>	<u>7,593,513</u>	<u>7,536,388</u>

	(Unit: Million Baht)			
	Consolidated financial statements/		Separate financial statements	
	31 December 2024		31 December 2023	
	Cost	Fair value	Cost	Fair value
<b>Financial assets</b>				
Quoted debt investments	585	583	2,292	2,285
Non-listed equity investments	632	814	555	713
Listed equity investments	127	85	236	211
Mutual fund and unit trust investments	<u>202</u>	<u>200</u>	<u>215</u>	<u>206</u>
<b>Total</b>	<u>1,546</u>	<u>1,682</u>	<u>3,298</u>	<u>3,415</u>

Equity instruments designated at FVOCI include listed and non-listed equity investments which the Group considers these investments to be strategic in nature.

During the year 2024, the Company sold its equity interest in some listed equity investment as this investment no longer coincides with the Company's investment strategy. The fair value on the date of sale was totaling of Baht 138.0 million (2023: Baht 518.4 million) and the accumulated loss recognised in other comprehensive income net of income tax of Baht 0.5 million (2023: Baht 6.4 million) was transferred to retained earnings.

During the year 2024, the Company received dividend income of Baht 7.2 million (2023: Baht 7.7 million) from President Flour Mills Company Limited.

In addition, during the year 2024, the Company received dividends in the amount of Baht 5.0 million (2023: Baht 14.3 million) from listed equity investments.

During the year 2024, KingBridge Tower Co., Ltd. called up the rest of 25 percent of its additional share capital and the Company paid the share subscription of Baht 75 million in May 2024. The Company has treated this investment as equity instruments designated at FVOCI.



### 13. Property, plant and equipment

(Unit: Thousand Baht)

	Consolidated financial statements/Separate financial statements						Total
	Land	Buildings and improvements	Machinery and equipment	Furniture and office equipment	Motor vehicles	Construction in progress and assets under installation	
<b>Cost</b>							
1 January 2023	1,286,068	2,034,570	4,631,186	1,086,742	1,123,986	101,955	10,264,507
Additions	124,700	-	-	53,393	800	255,715	434,608
Transfers in (out)	-	113,255	20,573	29,228	147,480	(310,536)	-
Disposals	-	-	-	(21,554)	(20,131)	-	(41,685)
31 December 2023	1,410,768	2,147,825	4,651,759	1,147,809	1,252,135	47,134	10,657,430
Additions	96,624	9,999	12,678	130,962	950	710,369	961,582
Transfers in (out)	-	27,168	42,084	34,376	125,264	(228,892)	-
Disposals	-	-	(47,643)	(36,148)	(72,394)	-	(156,185)
31 December 2024	1,507,392	2,184,992	4,658,878	1,276,999	1,305,955	528,611	11,462,827
<b>Accumulated depreciation</b>							
1 January 2023	-	985,495	3,943,035	976,878	1,024,838	-	6,930,246
Depreciation for the year	-	99,610	168,138	51,967	38,605	-	358,320
Depreciation - disposals	-	-	-	(21,463)	(20,130)	-	(41,593)
31 December 2023	-	1,085,105	4,111,173	1,007,382	1,043,313	-	7,246,973
Depreciation for the year	-	102,217	160,177	66,264	58,405	-	387,063
Depreciation - disposals	-	-	(47,639)	(36,117)	(72,394)	-	(156,150)
31 December 2024	-	1,187,322	4,223,711	1,037,529	1,029,324	-	7,477,886
<b>Net book value</b>							
31 December 2023	1,410,768	1,062,720	540,586	140,427	208,822	47,134	3,410,457
31 December 2024	1,507,392	997,670	435,167	239,470	276,631	528,611	3,984,941
<b>Depreciation for the year</b>							
2023 (Baht 267 million included in manufacturing cost, and the balance included in selling and administrative expenses)							358,320
2024 (Baht 268 million included in manufacturing cost, and the balance included in selling and administrative expenses)							387,063

As at 31 December 2024, certain equipment items have been fully depreciated but are still in use. The gross carrying amount before deducting accumulated depreciation of those assets amounted to approximately Baht 5,081.3 million (2023: Baht 5,039.5 million).

**14. Intangible assets**

Details of intangible assets, which are computer software, are as follows:

	(Unit: Thousand Baht)	
	Consolidated financial statements/ Separate financial statements	
	<u>2024</u>	<u>2023</u>
<b>Cost</b>		
Balance - beginning of year	41,552	39,940
Additions	1,879	1,612
Balance - end of year	43,431	41,552
Less: Accumulated amortisation	(34,947)	(31,629)
Net book value	8,484	9,923
Amortisation expenses included in the statements of comprehensive income	3,318	3,255

**15. Trade and other payables**

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
Trade payables - related parties	53,835	77,637	53,835	77,637
Trade payables - unrelated parties	469,306	461,184	469,306	461,184
Other payables - related parties	1,534	1,571	1,596	1,571
Other payables - unrelated parties	131,117	119,530	131,102	119,450
Other payables for acquisitions of property, plant and equipment - related party	3,959	-	3,959	-
Other payables for acquisitions of property, plant and equipment - unrelated parties	294,768	37,015	294,768	37,015
Total trade and other payables	954,519	696,937	954,566	696,857

**16. Leases****The Company as lessee**

The Company has lease contracts for various items of assets used in its operations. Leases generally have lease terms between 2 - 6 years.

Lease contracts have restriction that the underlying asset must not be subleased or used by others and several lease contracts specify the option to extend or end the lease terms.

### 16.1 Right-of-use assets

Movement of right-of-use assets for the years ended 31 December 2024 and 2023 are summarised below.

(Unit: Thousand Baht)

	Consolidated financial statements/ Separate financial statements		
	Buildings and improvements	Furniture and office equipment	Total
1 January 2023	27,788	756	28,544
Additions	1,457	5,235	6,692
Remeasurement/termination	-	(454)	(454)
Depreciation for the year	(12,533)	(1,321)	(13,854)
31 December 2023	16,712	4,216	20,928
Additions	10,098	2,076	12,174
Remeasurement/termination	(731)	-	(731)
Depreciation for the year	(12,168)	(2,039)	(14,207)
31 December 2024	13,911	4,253	18,164

### 16.2 Lease liabilities

(Unit: Thousand Baht)

	Consolidated financial statements/ Separate financial statements	
	<u>2024</u>	<u>2023</u>
Lease payments	19,508	22,078
Less: Deferred interest expenses	(1,356)	(1,260)
Net	18,152	20,818
Less: Portion due within one year	(10,149)	(12,426)
Lease liabilities - net of current portion	8,003	8,392

Movement of lease liabilities for the years ended 31 December 2024 and 2023 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated financial statements/ Separate financial statements	
	<u>2024</u>	<u>2023</u>
Balance at beginning of year	20,818	28,008
Addition during the year	12,174	6,692
Remeasurement/termination	(731)	(454)
Accretion of interest	1,108	1,396
Repayment during the year	(15,217)	(14,824)
Balance at end of year	<u>18,152</u>	<u>20,818</u>

A maturity analysis of lease payments is disclosed in Note 31 under the liquidity risk.

### 16.3 Expenses relating to leases that are recognised in profit or loss

	(Unit: Thousand Baht)	
	Consolidated financial statements/ Separate financial statements	
	<u>2024</u>	<u>2023</u>
Depreciation expense of right-of-use assets	14,207	13,854
Interest expense on lease liabilities	1,108	1,396
Expense relating to short-term leases	3,546	1,898
Expense relating to variable lease payments that do not depend on an index or a rate	13,815	13,173

The Company has lease contracts for office building space that contains variable payments based on sales. The lease term is 1 year.

### 16.4 Others

The Company had total cash outflows for leases for the year ended 31 December 2024 of Baht 32.6 million (2023: Baht 29.9 million), including the cash outflow related to short-term lease and leases of variable lease payments that do not depend on an index or a rate. Moreover, the Company had non-cash additions to right-of-use assets and lease liabilities of Baht 12.2 million (2023: Baht 6.7 million).

## 17. Provision for long-term employee benefits

Provision for long-term employee benefits was as follows:

(Unit: Thousand Baht)

	Consolidated financial statements/Separate financial statements					
	2024			2023		
	Employee retirement benefits	Other long-term employee benefits	Total	Employee retirement benefits	Other long-term employee benefits	Total
<b>Provision for long-term employee benefits at beginning of year</b>	86,369	5,067	91,436	92,903	4,831	97,734
Included in profit or loss:						
Current service cost	5,291	789	6,080	5,787	911	6,698
Interest cost	2,006	84	2,090	2,023	85	2,108
Benefits paid during the year	(12,274)	(425)	(12,699)	(14,344)	(760)	(15,104)
<b>Provision for long-term employee benefits at end of year</b>	<u>81,392</u>	<u>5,515</u>	<u>86,907</u>	<u>86,369</u>	<u>5,067</u>	<u>91,436</u>

The Company expects to pay Baht 7.0 million of long-term employee benefits during the next year (2023: Baht 11.0 million).

As at 31 December 2024 and 2023, the weighted average duration of the liabilities for long-term employee benefits are summarised below.

(Unit: Year)

	Consolidated financial statements/Separate financial statements	
	<u>2024</u>	<u>2023</u>
Employee retirement benefits (depending on category of employees and type of benefits)	11.2	11.2
Other long-term employee benefits (depending on category of employees)	11.2	11.2

Significant actuarial assumptions are summarised below.

	Consolidated financial statements/Separate financial statements	
	<u>2024</u>	<u>2023</u>
	(% per annum)	(% per annum)
Discount rate	2.0 - 2.4	1.9 - 2.3
(depending on category of employees and type of benefits)		
Salary increase rate	2.6 - 2.7	2.6 - 2.7
(depending on category of employees)		

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at 31 December 2024 and 2023 are summarised below.

(Unit: Million Baht)

	Consolidated financial statements/ Separate financial statements			
	As at 31 December 2024			
	Discount rate		Salary increase rate	
	Increase 0.5%	Decrease 0.5%	Increase 0.5%	Decrease 0.5%
Employee retirement benefits	(5.3)	5.9	3.7	(3.5)
Other long-term employee benefits	(0.1)	0.1	-	-

(Unit: Million Baht)

	Consolidated financial statements/ Separate financial statements			
	As at 31 December 2023			
	Discount rate		Salary increase rate	
	Increase 0.5%	Decrease 0.5%	Increase 0.5%	Decrease 0.5%
Employee retirement benefits	(5.6)	6.2	3.5	(3.3)
Other long-term employee benefits	(0.1)	0.1	-	-



**18. Statutory reserve**

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to set aside to a statutory reserve at least 5 percent of its net profit after deducting accumulated deficit brought forward (if any), until the reserve reaches 10 percent of the registered capital. The statutory reserve is not available for dividend distribution. At present, the statutory reserve has fully been set aside.

**19. Other income**

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
Dividend income from investments	12,158	21,969	12,158	21,969
Gain on sales of FVOCI debt instruments	-	2,445	-	2,445
Other income	40,871	32,822	48,281	38,672
<b>Total</b>	<u>53,029</u>	<u>57,236</u>	<u>60,439</u>	<u>63,086</u>

**20. Finance income**

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
Interest income on debt instruments measured				
at amortised cost	141,169	66,060	138,769	65,887
Interest received from debt instruments at FVOCI	22,705	39,548	22,705	39,548
<b>Total</b>	<u>163,874</u>	<u>105,608</u>	<u>161,474</u>	<u>105,435</u>

**21. Finance cost**

	(Unit: Thousand Baht)	
	Consolidated financial statements/ Separate financial statements	
	<u>2024</u>	<u>2023</u>
Interest expenses on lease liabilities	1,108	1,396
<b>Total</b>	<u>1,108</u>	<u>1,396</u>

**22. Expenses by nature**

Significant expenses classified by nature are as follows:

	(Unit: Thousand Baht)	
	Consolidated financial statements/ Separate financial statements	
	<u>2024</u>	<u>2023</u>
Raw materials and consumables used	2,824,645	2,841,255
Changes in inventories of finished goods and work in process	(643)	(35)
Salaries and wages and other employee benefits	1,583,000	1,541,445
Depreciation and amortisation	404,588	375,430
Fuel and vehicle related expenses	284,609	280,436
Water and electricity expenses	196,356	212,419
Natural gas expenses	73,993	70,580

## 23. Income tax

Income tax expenses for the years ended 31 December 2024 and 2023 are made up as follows:

	(Unit: Thousand Baht)	
	Consolidated financial statements	Separate financial statements
	<u>2024</u>	<u>2023</u>
<b>Current income tax:</b>		
Current income tax charge	260,021	265,568
<b>Deferred tax:</b>		
Relating to origination and reversal of temporary differences	(4)	3,852
<b>Income tax expenses reported in the profit or loss</b>	<u>260,017</u>	<u>269,420</u>

The amounts of income tax relating to each component of other comprehensive income for the years ended 31 December 2024 and 2023 are as follows:

	(Unit: Thousand Baht)	
	Consolidated financial statements	Separate financial statements
	<u>2024</u>	<u>2023</u>
Deferred tax relating to:		
Gain on changes in value of financial asset measured at FVOCI	6,270	1,578
	<u>6,270</u>	<u>1,578</u>

The reconciliation between accounting profit and income tax expenses is shown below.

	Consolidated		(Unit: Thousand Baht)	
	financial statements		Separate	
	2024	2023	2024	2023
Accounting profit before tax	1,850,603	1,977,190	1,853,028	1,976,260
Applicable tax rate	20%	20%	20%	20%
Accounting profit before tax multiplied by income tax rate	370,121	395,438	370,606	395,252
Effects of:				
Promotional privileges (Note 26)	(108,316)	(122,182)	(108,316)	(122,182)
Non-deductible expenses	1,303	627	1,303	625
Additional expense deductions allowed	(975)	(1,592)	(975)	(1,592)
Income not subject to tax	(2,116)	(2,871)	(2,610)	(2,700)
Total	(110,104)	(126,018)	(110,598)	(125,849)
Income tax expenses reported in the profit or loss	260,017	269,420	260,008	269,403

The components of deferred tax assets and deferred tax liabilities are as follows:

	(Unit: Thousand Baht)	
	Consolidated financial statements/ Separate financial statements	
	2024	2023
<b>Deferred tax assets</b>		
Provision for long-term employee benefits	11,404	12,016
Accumulated depreciation - plant and equipment	1,079	353
Total	12,483	12,369
<b>Deferred tax liabilities</b>		
Lease	2	22
Gain on changes in value of financial asset measured at FVOCI	27,422	21,152
Total	27,424	21,174
<b>Deferred tax liabilities - net</b>	(14,941)	(8,805)

### Effect from international tax reform - Pillar Two model rules

The parent company of the Group operates in Thailand, where the legislation was enacted on 26 December 2024 and will take effect on 1 January 2025. This may result in the parent company of the Group falling under the scope of Pillar Two in 2025. Currently, the management of the parent company is in the process of assessing the potential exposure to Pillar Two income taxes in the financial statements.

## 24. Earnings per share

Basic earnings per share is calculated by dividing profit for the year (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year.

	Consolidated financial statements		Separate financial statements	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
Profit for the year (Thousand Baht)	1,590,585	1,707,771	1,593,020	1,706,858
Weighted average number of ordinary shares (Thousand shares)	450,000	450,000	450,000	450,000
Basic earnings per share (Baht)	3.53	3.80	3.54	3.79

## 25. Dividend payments

During the years ended 31 December 2024 and 2023, the Company had dividend payments as follows:

	<u>Approved by</u>	<u>Total dividends</u> (Thousand Baht)	<u>Dividend per share</u> (Baht)	<u>Paid on</u>
<b>For the year 2024</b>				
Final dividends for 2023	Annual General Meeting of the shareholders on 30 April 2024	513,000	1.14	21 May 2024
Interim dividend on the profit for the six-month period ended 30 June 2024	The meeting of the Group's Board of directors No. 8/2024 on 19 August 2024	400,500	0.89	17 September 2024
Total dividend payments for 2024		<u>913,500</u>	<u>2.03</u>	

	Approved by	Total dividends (Thousand Baht)	Dividend per share (Baht)	Paid on
<b>For the year 2023</b>				
Final dividends for 2022	Annual General Meeting of the shareholders on 28 April 2023	513,000	1.14	24 May 2023
Interim dividend on the profit for the six-month period ended 30 June 2023	The meeting of the Group's Board of directors No. 8/2023 on 21 August 2023	387,000	0.86	19 September 2023
Total dividend payments for 2023		900,000	2.00	

## 26. Promotional privileges

The Company has received the promotional privileges from the Board of Investment under the Investment Promotion Act B.E. 2520 as follows:

Certificate No.	1343(2)/2555	66-1455-2-00-1-0	66-1637-2-04-1-0
Date	22 March 2012	20 October 2023	20 November 2023
1. Promotional privileges for	Manufacture of bakery products	Manufacture of sliced bread	Manufacture of whole grain products
2. Significant privileges			
2.1 Exemption from import duty on approved machinery	Granted	Granted	Granted
2.2 Exemption from corporate income tax on net income from promoted operation (commencing from the date of earning operating income) and exemption from income tax on dividend paid from the income of the operations on which the corporate income tax is exempted throughout the corporate income tax exemption period	8 years (not over 100 percent of investment excluding land and working capital)	6 years (not over 100 percent of investment excluding land and working capital)	3 years (not over Baht 8.8 million or equivalent to 50 percent of investment in the improvement the production efficiency for the use of alternative energy excluding land and working capital)
2.3 Allowance to deduct operating loss incurred during the corporate income tax exemption period from net income incurred thereafter (after exemption period in 2.2)	5 years	5 years	5 years
3. Commencing date	1 June 2017	Not yet commenced	Not yet commenced

Sales of the Company are derived from domestic sales which could be segregated between promoted and non-promoted operations as follows:

	(Unit: Million Baht)	
	Consolidated financial statements/ Separate financial statements	
	<u>2024</u>	<u>2023</u>
Sales		
Promoted operations	2,239	2,342
Non-promoted operations	5,241	5,198
Total sales	<u>7,480</u>	<u>7,540</u>

## 27. Provident fund

The Company and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. Both employees and the Company contribute to the fund monthly at the rate of 3 - 5 percent and 3 - 15 percent of basic salary, respectively. The fund, which is managed by Tisco Fund Management Company Limited, will be paid to employees upon termination in accordance with the fund rules. During the year 2024, the Company recognised the contributions of Baht 22.6 million (2023: Baht 23.4 million) as expenses.

## 28. Operating segment information

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance. The chief operating decision maker has been identified as Managing Director.

The one main reportable operating segment of the Company is manufacture and sales of bakery products and the single geographical area of its operations is Thailand. The distribution channels are through wholesale and retail. The wholesale for the year ended 31 December 2024 amounted to approximately Baht 6,667 million, or 89.1% of total sales (2023: Baht 6,593 million, or 87.4% of total sales). The Company's sales were from a main local customer, representing about 51.6% of total sales (2023: 52.1% of total sales). Segment performance is measured based on operating profit or loss, on a basis consistent with that used to measure operating profit or loss and total assets in the financial statements. As a result, all of the revenues, operating profits and assets as reflected in these financial statements pertain to the aforementioned reportable operating segment and geographical area.



## 29. Commitments and contingent liabilities

### 29.1 Capital commitments

As at 31 December 2024, the Company had capital commitments in respect of procurement agreements for production machinery and equipment of approximately Euro 1.2 million, USD 0.03 million, AUD 0.03 million, Japanese Yen 129.8 million and Baht 77.6 million totaling approximately Baht 134.7 million (2023: Euro 9.8 million, USD 0.1 million and AUD 0.03 million, totaling approximately Baht 391.1 million).

### 29.2 Short-term lease and other service commitments

The Company and the joint venture have entered into several short-term lease contracts and related services. The terms of the agreements are generally between 3 months and 3 years.

As at 31 December 2024, future lease and service fees payables under these lease and service contracts were as follows:

	(Unit: Million Baht)	
	The Group	Joint venture
<u>Payable:</u>		
Within 1 year	6.8	4.9
1 to 3 years	0.3	3.0
Total	<u>7.1</u>	<u>7.9</u>

### 29.3 Long-term service commitments

The joint venture entered into the license and technical assistance agreement with an overseas related company for the use of a trademark and the receipt of information related to operation and management of restaurants. Under the conditions of the agreement, the joint venture is to pay an annual license fee as stipulated in the agreement.

The license fees for the year 2024 amounted to approximately Baht 2.5 million (2023: Baht 2.9 million).

### 29.4 Long-term purchase commitments

The Company has commitments under natural gas purchase agreement for a period of 1 - 7 years. Under the agreement, the Company is committed to purchase natural gas at a minimum quantity at the price stipulated in the agreement.

No.	Period	Expired date	Average minimum quantity purchase
	(Years)		(Million BTU)
1.	1	31 December 2025	287 per day
2.	7	30 November 2029	22,211 per annum
3.	7	30 November 2029	43,859 per annum

## 29.5 Guarantees

As at 31 December 2024, there were bank guarantees of approximately Baht 37.0 million (2023: Baht 32.9 million) issued by the banks on behalf of the Company in respect of certain performance bonds as required in the normal course of the Company's business. These included letters of guarantee amounting to Baht 26.1 million (2023: Baht 26.0 million) to guarantee electricity use, Baht 3.5 million (2023: Baht 3.5 million) to guarantee contractual performance under the natural gas purchase agreement, Baht 7.2 million (2023: Baht 3.2 million) to guarantee sales, and Baht 0.2 million for land rental (2023: Baht 0.2 million).

## 29.6 Loan guarantee

As at 31 December 2024, the Company has a loan guarantee for King Square Development Co., Ltd. The loan guarantee amounts to Baht 80.5 million, representing 5 percent of the Baht 1,610 million credit line from a bank in proportion to the shareholding. The guarantee period is 4 years.

## 30. Fair value hierarchy

As at 31 December 2024 and 2023, the Company had the assets that were measured at fair value or for which fair value was disclosed using different levels of inputs as follows:

(Unit: Thousand Baht)

	Consolidated financial statements			
	2024			
	Level 1	Level 2	Level 3	Total
<b>Assets measured at fair value</b>				
Financial assets measured at FVOCI				
Listed equity instruments	85,282	-	-	85,282
Debt instruments	-	582,596	-	582,596
Non-listed equity instruments	-	-	813,547	813,547
Mutual funds and unit trusts	-	199,697	-	199,697
<b>Liabilities measured at fair value</b>				
Financial liabilities measured at FVTPL				
Derivatives liabilities				
Foreign currency forward contracts	-	3,036	-	3,036

(Unit: Thousand Baht)

## Separate financial statements

2024

	Level 1	Level 2	Level 3	Total
<b>Assets measured at fair value</b>				
Financial assets measured at FVOCI				
Listed equity instruments	85,282	-	-	85,282
Debt instruments	-	582,596	-	582,596
Non-listed equity instruments	-	-	813,547	813,547
Mutual funds and unit trusts	-	199,697	-	199,697
<b>Liabilities measured at fair value</b>				
Financial liabilities measured at FVTPL				
Derivatives liabilities				
Foreign currency forward contracts	-	3,036	-	3,036

(Unit: Thousand Baht)

## Consolidated financial statements/

## Separate financial statements

2023

	Level 1	Level 2	Level 3	Total
<b>Assets measured at fair value</b>				
Financial assets measured at FVOCI				
Listed equity instruments	210,504	-	-	210,504
Debt instruments	-	2,284,660	-	2,284,660
Non-listed equity instruments	-	-	713,281	713,281
Mutual funds and unit trusts	-	205,970	-	205,970
<b>Liabilities measured at fair value</b>				
Financial liabilities measured at FVTPL				
Derivatives liabilities				
Foreign currency forward contracts	-	353	-	353

### 31. Financial instruments

#### 31.1 Derivatives

	(Unit: Thousand Baht)	
	Consolidated financial statements/ Separate financial statements	
	<u>2024</u>	<u>2023</u>
<b>Derivatives liabilities</b>		
Derivatives liabilities not designated as hedging instruments		
Foreign exchange forward contracts	3,036	353
<b>Total derivatives liabilities</b>	<u>3,036</u>	<u>353</u>

#### Derivatives not designated as hedging instruments

The Company uses foreign exchange forward contracts to manage some of its transaction exposures. The contracts are entered into for periods consistent with foreign currency exposure of the underlying transactions, generally from 1 - 7 months.

#### 31.2 Financial risk management objectives and policies

The Group's financial instruments principally comprise cash and cash equivalents, trade accounts receivable and investments in debt and equity instruments. The financial risks associated with these financial instruments and how they are managed is described below.

##### Credit risk

The Group is exposed to credit risk primarily with respect to trade accounts receivable, deposits with banks and financial institutions and other financial instruments. The maximum exposure to credit risk is limited to the carrying amounts as stated in the statement of financial position.

##### Trade receivables

The Group manages the risk by adopting appropriate credit control policies and procedures and therefore does not expect to incur material financial losses. Outstanding trade receivables are regularly monitored. The normal credit term is 7 days to 60 days.

An impairment analysis is performed at each reporting date to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar credit risks. The Group classifies customer segments by customer type and rating. The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. Generally, trade receivables are past due not more than one year.

Financial instruments and cash deposits

The Group manages the credit risk from balances with banks and financial institutions by making investments only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Group's Board of Directors on a monthly basis, and may be updated throughout the year subject to approval of the Group's Executive Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through a counterparty's potential failure to make payments.

The credit risk on debt instruments is limited because the counterparties are banks and companies with high credit-ratings assigned by international credit-rating agencies.

**Market risk**

There are two types of market risk comprising interest rate risk and currency risk. The Group enters into derivatives to manage its risk exposure that are foreign exchange forward contracts to hedge the foreign currency risk arising on the import of goods and equipment.

**Foreign currency risk**

The Company's exposure to the foreign currency risk relates primarily to its purchase of goods and equipment transactions that are denominated in foreign currencies. The Company seeks to reduce this risk by entering into foreign exchange forward contracts when it considers appropriate. Generally, the forward contracts mature within one year.

The balances of financial liabilities denominated in foreign currencies are summarised below.

Foreign currency	Consolidated financial statements/ Separate financial statements			
	Financial liabilities		Average exchange rate	
	as at 31 December		as at 31 December	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	(Thousand)	(Thousand)	(Baht per 1 foreign currency unit)	
Japanese yen	39,776	23,846	0.2189	0.2457
Yuan renminbi	879	917	4.7130	4.8747
US dollar	686	696	34.1461	34.3876
Euro	5,172	-	35.7819	-

### Foreign currency sensitivity

The following tables demonstrate the sensitivity of the Company's profit before tax to a reasonably possible change in US dollar exchange rate, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives as at 31 December 2024 and 2022. The Company's exposure to foreign currency changes for all other currencies is not material.

Currency	Consolidated financial statements/Separate financial statements			
	2024		2023	
	Change in foreign currency rate	Effect on profit before tax	Change in foreign currency rate	Effect on profit before tax
	(%)	(Thousand Baht)	(%)	(Thousand Baht)
US dollar	+14.8	(3,467)	+13.5	(3,229)
	-14.8	3,467	-13.5	3,229
Euro	+12.4	(22,950)	-	-
	-12.4	22,950	-	-

The information is not a forecast or prediction of future market conditions.

### Interest rate risk

The Group's exposure to interest rate risk relates primarily to its cash at banks. Financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate.

As at 31 December 2024 and 2023, significant financial assets and liabilities classified by type of interest rate are summarised in the table below, with those financial assets and liabilities that carry fixed interest rates further classified based on the maturity date, or the repricing date if this occurs before the maturity date.

(Unit: Million Baht)

Consolidated financial statements						
As at 31 December 2024						
Fixed interest rates						
Within 1 year	1 - 5 years	Floating interest rate	Non-interest bearing	Total	Effective interest rate	(% p.a.)
<b>Financial assets</b>						
Cash and cash equivalents	230	-	612	30	872	0.15 - 2.2
Trade and other receivables	-	-	-	946	946	-
Other current financial assets	6,244	-	6	-	6,250	0.25 - 5.00
Other non-current financial assets	-	344	-	1,099	1,443	1.00 - 5.05
	6,474	344	618	2,075	9,511	
<b>Financial liabilities</b>						
Trade and other payables	-	-	-	955	955	-
Liabilities under lease agreements	10	8	-	-	18	5.32 - 7.14
	10	8	-	955	973	

(Unit: Million Baht)

Consolidated financial statements						
As at 31 December 2023						
Fixed interest rates						
Within 1 year	1 - 5 years	Floating interest rate	Non-interest bearing	Total	Effective interest rate	(% p.a.)
<b>Financial assets</b>						
Cash and cash equivalents	-	-	552	17	569	0.10 - 1.05
Trade and other receivables	-	-	-	1,030	1,030	-
Other current financial assets	5,290	-	86	-	5,376	0.50 - 4.80
Other non-current financial assets	-	1,030	-	1,130	2,160	0.95 - 5.05
	5,290	1,030	638	2,177	9,135	
<b>Financial liabilities</b>						
Trade and other payables	-	-	-	697	697	-
Liabilities under lease agreements	12	8	-	-	20	5.24 - 6.97
	12	8	-	697	717	



(Unit: Million Baht)

	Separate financial statements					
	As at 31 December 2024					
	Fixed interest rates					
	Within 1 year	1 - 5 years	Floating interest rate	Non-interest bearing	Total	Effective interest rate (% p.a.)
<b>Financial assets</b>						
Cash and cash equivalents	210	-	606	30	846	0.15 - 2.2
Trade and other receivables	-	-	-	946	946	-
Other current financial assets	6,145	-	6	-	6,151	0.25 - 5.00
Other non-current financial assets	-	344	-	1,099	1,443	1.00 - 5.05
	6,355	344	612	2,075	9,386	
<b>Financial liabilities</b>						
Trade and other payables	-	-	-	955	955	-
Liabilities under lease agreements	10	8	-	-	18	5.32 - 7.14
	10	8	-	955	973	

(Unit: Million Baht)

	Separate financial statements					
	As at 31 December 2023					
	Fixed interest rates					
	Within 1 year	1 - 5 years	Floating interest rate	Non-interest bearing	Total	Effective interest rate (% p.a.)
<b>Financial assets</b>						
Cash and cash equivalents	-	-	427	17	444	0.10 - 1.05
Trade and other receivables	-	-	-	1,030	1,030	-
Other current financial assets	5,290	-	86	-	5,376	0.50 - 4.80
Other non-current financial assets	-	1,030	-	1,130	2,160	0.95 - 5.05
	5,290	1,030	513	2,177	9,010	
<b>Financial liabilities</b>						
Trade and other payables	-	-	-	697	697	-
Liabilities under lease agreements	12	8	-	-	20	5.24 - 6.97
	12	8	-	697	717	

### Liquidity risk

The Group manages liquidity risk to meet its obligations and maintain cash balances to cover the liquidity needs. The Group has assessed that the Group has sufficient working capital to settle financial liabilities and concluded the risk to be low.

The table below summarises the maturity profile of the Group's non-derivative financial liabilities and derivative financial instruments as at 31 December 2024 and 2023 based on contractual undiscounted cash flows:

	(Unit: Thousand Baht)		
	Consolidated financial statements		
	As at 31 December 2024		
	Less than 1 year	1 to 5 years	Total
<b>Non-derivatives</b>			
Trade and other payables	954,519	-	954,561
Lease liabilities	11,014	8,494	19,508
<b>Total non-derivatives</b>	<b>965,533</b>	<b>8,494</b>	<b>974,027</b>
<b>Derivatives</b>			
Derivative liabilities: net settled	3,036	-	3,036

	(Unit: Thousand Baht)		
	Consolidated financial statements		
	As at 31 December 2023		
	Less than 1 year	1 to 5 years	Total
<b>Non-derivatives</b>			
Trade and other payables	696,937	-	696,937
Lease liabilities	13,277	8,801	22,078
<b>Total non-derivatives</b>	<b>710,214</b>	<b>8,801</b>	<b>719,015</b>
<b>Derivatives</b>			
Derivative liabilities: net settled	353	-	353

	(Unit: Thousand Baht)		
	Separate financial statements		
	As at 31 December 2024		
	Less than 1 year	1 to 5 years	Total
<b>Non-derivatives</b>			
Trade and other payables	954,567	-	954,567
Lease liabilities	11,014	8,494	19,508
<b>Total non-derivatives</b>	<b>965,581</b>	<b>8,494</b>	<b>974,075</b>
<b>Derivatives</b>			
Derivative liabilities: net settled	3,036	-	3,036

(Unit: Thousand Baht)			
Separate financial statements			
As at 31 December 2023			
	Less than 1 year	1 to 5 years	Total
<b>Non-derivatives</b>			
Trade and other payables	696,857	-	696,857
Lease liabilities	13,277	8,801	22,078
<b>Total non-derivatives</b>	<b>710,134</b>	<b>8,801</b>	<b>718,935</b>
<b>Derivatives</b>			
Derivative liabilities: net settled	353	-	353

### 31.3 Fair values of financial instruments

Since the majority of the Group's financial instruments are short-term in nature or carrying interest at rates close to the market interest rates, their fair value is not expected to be materially different from the amounts presented in the statement of financial position.

The methods and assumptions used by the Grouping estimating the fair value of financial instruments are as follows:

- For financial assets and liabilities which have short-term maturities, including cash and cash equivalents, trade and other receivables and trade and other payables, the carrying amounts in the statement of financial position approximate their fair value.
- The fair value of debt securities is generally derived from quoted market prices or by using the yield curve announced by the Thai Bond Market Association or by other relevant bodies.
- The fair value of equity securities is generally derived from quoted market prices, or based on generally accepted pricing models when no market price is available.
- The fair value of derivatives has been determined using a discounted future cash flow model and a valuation model technique. Most of the inputs used for the valuation are observable in the relevant market, such as spot rates of foreign currencies, yield curves of the respective currencies, interest rate yield curves and commodity price yield curves. The Company considers to counterparty credit risk when determining the fair value of derivatives.

During the current year, there were no transfers within the fair value hierarchy.

### 31.4 Reconciliation of recurring fair value measurements of financial assets, categorised within Level 3 of the fair value hierarchy.

	(Unit: Thousand Baht)
	Consolidated financial statements and
	Separate financial statement
	Non-listed equity instrument
<b>Balance as of 1 January 2023</b>	502,427
Acquired during the year	155,000
Net gain recognised into other comprehensive income	55,854
<b>Balance as of 31 December 2023</b>	713,281
Acquired during the year	75,000
Net gain recognised into other comprehensive income	25,266
<b>Balance as of 31 December 2024</b>	813,547

Key assumptions used in the valuation are summarised below.

Financial instrument	Valuation technique	Significant unobservable output	Rates
Non-listed equity instrument	Discounted cash flow	Weighted average cost of capital	9.55% - 10.51%

(Unit: Million Baht)

	Sensitivity of the input to fair value			
	Increase	Decrease	Increase	Decrease
	0.05%	0.05%	0.10%	0.10%
Fair value	(0.9)	0.9	(1.9)	1.9

## 32. Capital management

The primary objective of the Group's capital management is to ensure that it has an appropriate capital structure in order to support its business and maximise shareholder value. As at 31 December 2024, the Group's debt-to-equity ratio was 0.11:1 (2023: 0.10:1) and the Company's debt-to-equity ratio was 0.12:1 (2023: 0.10:1).

## 33. Approval of financial statements

These financial statements were authorised for issue by the Company's Board of Directors on 17 February 2025.

# Attachment 1

## Details of Directors, Executives, Company Secretary and those who are directly responsible for accounting supervision as of 31 December 2024



### 1. Mr. Pipat Paniangvait

**Honorary Chairman / Director, Chairman of Nomination and Remuneration Committee and Authorized director to bind the company**  
**Age 85 Years**

#### Shareholding <sup>1</sup>

- Self 14,896,150 Shares (3.31%) / Spouse 63,250 Shares (0.01%)

#### Education

- Honorary Doctor of Arts Food Science and Technology Rajamangala University of Technology Tawan-ok
- Honorary Doctor of Arts Business Administration North University-Chiang Mai
- Honorary Doctorate Degree Department of Home Economics Development, Faculty of Education Ramkhamhaeng University
- Master's degree in Business Administration Thammasat University
- Bachelor's degree in Education Science Quanzhou Physical Culture institute People's Republic of China
- Stamford Executive Program at Stamford University California, USA.
- Received a scholarship to attend seminars in the course of Top Management Seminar on Japanese Business (TOPS-V) of The Association for Overseas Technical, Japan
- Graduated with National Defence Diploma, Class 2 National Defense College Institute
- Attended training at Harvard University, USA

#### Work Experience in the Past 5 Years

- |                |                   |  |
|----------------|-------------------|--|
| • 2020-Present | Honorary Director | The Thai Chamber of Commerce                 |
| • 2020-Present | Expert            | National Olympic Committee of Thailand       |
| • 2020         | Treasurer         | Federation Internationale de Natation (FINA) |

#### Listed Company

- |                        |  |   |
|------------------------|--|---|
| • October 2022-Present | Chairman of the Board /<br>Chairman of the Executive Board | Thai President Foods Public Company Limited       |
| • 2020-October 2022    | Chairman of the Board of Directors                         | Thai President Foods Public Company Limited       |
| • 2020-Present         | Director   | Saha Pathana Inter-Holding Public Company Limited |

#### Other Non Listed Company

- 4 Places

#### Training of Roles and Responsibilities of the Director

- Training from the Thai Institute of Directors Association (IOD)  
 Director Accreditation Program (DAP) 3/2003  
 Director Certification Program (DCP) 39/2004

#### Relationships Regarding

- As the father of director No. 7 and 8

#### Family Between Executives

#### Appointment Date

- July 5, 2002

#### Any Position in Other Business or Other Organizations in the

- None

#### Previous Year which has an Impact the Time Devoted Significant



## 2. Mr. Apichart Thammanomai

**Chairman of the Board of Directors and Chairman of the Executive Board**  
**Nomination and Remuneration Committee and Authorized director to bind the company**  
**Age 75 Years**

### Shareholding <sup>/1</sup>

- Self 1,819,970 Shares (0.40%) / Spouse 1,500,000 Shares (0.33%)

### Education

- Bachelor's degree in Political Science Ramkhamhaeng University
- Mini MBA in Management Thammasat University

### Work Experience in the Past 5 Years

#### Listed Company

- 2020-Present Director Thai President Foods Public Company Limited

#### Other Non Listed Company

- 1 Place

### Training of Roles and Responsibilities of the Director

- Training from the Thai Institute of Directors Association (IOD)  
 Director Certification Program 68/2005  
 Director Accreditation Program 3/2003

### Relationships Regarding

- As the father of director No. 3

### Family Between Executives

### Appointment Date

- July 5, 2002

### Any Position in Other Business or Other Organizations in the

- None

### Previous Year which has an Impact the Time Devoted Significant



### 3. Mr. Apisate Thammanomai

**Managing Director, Corporate Governance, Risk Management and Sustainability Committee, Investment Committee and Authorized director to bind the company**

**Age 42 Years**

#### Shareholding <sup>/1</sup>

- 3,344,810 Shares (0.74%) / Spouse -None-

#### Education

- Master of Science in Computer System Engineering (Software engineering)  
Boston University Thesis "Engineering a System-level Instruction-set Simulator"
- Master of Art in Business and Managerial Economics (Part time program)  
Faculty of Economics, Chulalongkorn University"
- Bachelor of Engineering, Program In Computer Engineering (Second Class Honors)  
Faculty of Engineering, Kasetsart University Engineering
- Project Work "Bayesian based Website Classification system"

#### Work Experience in the Past 5 Years

##### Listed Company

- None

##### Other Non Listed Company

- 4 Places

#### Training of Roles and Responsibilities of the Director

- Training from the Thai Institute of Directors Association (IOD)  
Director Accreditation Program 2016

#### Relationships Regarding

- As the son of director No. 2

#### Family Between Executives

#### Appointment Date

- September 16, 2014

#### Any Position in Other Business or Other Organizations in the Previous Year which has an Impact the Time Devoted Significant

- None





#### 4. Mr. Vichai Kulsomphob

**Director, Chairman of Investment Committee  
and Authorized director to bind the company**

**Age 47 Years**

##### Shareholding <sup>1</sup>

- Self 100,000 Shares (0.02%) / Spouse -None-

##### Education

- Master of Advanced Business Practice University of South Australia
- Master of Marketing (English Program), Thammasat University
- Master of International Business (Exchange Program)  
Norwegian School of Economics and Business Administration, Norway
- Bachelor's Degree of Business Administration Chulalongkorn University
- Business and Industrial Development Program (Class 1), Institute of Business and Industrial Development
- OIC Advanced Insurance Institute (Class 1), Office of Insurance Commission
- Executive Leadership Program (Class 2) Wharton Business School,  
University of Pennsylvania, USA & NIDA, Thailand
- Real Estate Management Program for Executive (RE-CU26) Chulalongkorn University
- Investment Planner Certification, Chulalongkorn University
- Investment Planner Certification, Association of Investment Management Companies
- Bhumpalung Phandin for Top Executive (Class 4) Chulalongkorn University
- Strategic CFO in Capital Market Program (Class 4) Thailand Securities Institute,  
The Stock Exchange of Thailand

##### Work Experience in the Past 5 Years

###### Listed Company .

- |                              |                                       |   |
|------------------------------|---------------------------------------|---|
| • January 2024-Present       | Director and Chief Executive Officer  | Saha Pathana Inter-Holding Public Company Limited           |
| • 2020-January 2024          | Chairman of Executive Board           | Saha Pathana Inter-Holding Public Company Limited           |
| • November 2022-Present      | Chairman of Sustainability Committee  | Saha Pathana Inter-Holding Public Company Limited           |
| • 2020-Present               | Nomination and Remuneration Committee | Saha Pathana Inter-Holding Public Company Limited           |
| • December 2021-Present      | Director                              | Sahacogen (Chonburi) Public Company Limited                 |
| • January 2021-December 2021 | The Chairman of Executive Committee   | Sahacogen (Chonburi) Public Company Limited                 |
| • 2020                       | Director                              | Sahacogen (Chonburi) Public Company Limited                 |
| • 2020-Present               | Director                              | Samsung Life Insurance (Thailand)<br>Public Company Limited |

###### Other Non Listed Company

- 68 Places

##### Training of Roles and Responsibilities of the Director

- Training from the Thai Institute of Directors Association (IOD)  
Director Certification Program (DCP) Class 61/2005  
Company Secretary Program (CSP) Class 18/2006

##### Relationships Regarding

- None

##### Family Between Executives

##### Appointment Date

- September 16, 2014

##### Any Position in Other Business or Other Organizations in the Previous Year which has an Impact the Time Devoted Significant

- None



## 5. Miss Petcharat Anantawichai

Director and Senior Management Accounting Dept. and Finance Dept., Manager Corporate Governance, Risk Management and Sustainability Committee, Investment Committee, Company Secretary, Chief Financial Officer and Authorized director to bind the company  
Age 56 Years

### Shareholding <sup>/1</sup>

- Self 50,000 Shares (0.01%) / Spouse -None-

### Education

- Bachelor's Degree in Accounting Thammasat University

### Work Experience in the Past 5 Years

#### Listed Company

- None

#### Other Non Listed Company

- 2 Places

### Training of Roles and Responsibilities of the Director

- Training from the Thai Institute of Directors Association (IOD)  
Director Certification Program (DCP) 2003

### Continuing Profession Development (CPD)

- New Accounting Standards and Tax Laws for 2023-2024
- Insight in SET 2024
- Update Tax 2024
- Roles and Responsibilities of the Company Secretary
- Forum 2024

### Relationships Regarding

- None

### Family Between Executives

### Appointment Date

- July 5, 2002

### Any Position in Other Business or Other Organizations in the

- None

### Previous Year which has an Impact the Time Devoted Significant



## 6. Miss Panida Prayottaweekij

**Director and Assistant Managing Director,  
Corporate Governance, Risk Management and Sustainability Committee  
and Authorized director to bind the company  
Age 58 Years**

**Shareholding <sup>/1</sup>** • 25,000 Shares (0.01%)

**Education** • Master of Science in Food Processing and Technology The Ohio State University, USA  
• Bachelor of Science in Agro-Industrial Product Development, Kasetsart University

### Work Experience in the Past 5 Years

**Listed Company** • None

**Other Non Listed Company** • 1 Place

### Training of Roles and Responsibilities of the Director

- Training from the Thai Institute of Directors Association (IOD)  
Director Accreditation Program 2016

**Relationships Regarding** • None

### Family Between Executives

**Appointment Date** April 24, 2015

**Any Position in Other Business or Other Organizations in the  
Previous Year which has an Impact the Time Devoted Significant** • None



## 7. Dr. Pojjanee Paniangvair

**Director Corporate, Governance, Risk Management and Sustainability Committee  
and Authorized director to bind the company  
Age 61 Years**

### Shareholding <sup>/1</sup>

- 1,234,480 Shares (0.27%)

### Education

- SASIN Graduate Institute of Business Administration, Bangkok Master of Management
- University Of California, Davis Ph.D. in Agricultural and Environmental Chemistry with emphasis on Food Sciences
- University Of California, Davis Master of Sciences in Food Sciences
- Chulalongkorn University, Bangkok B.S. in Biochemistry

### Work Experience in the Past 5 Years

#### Listed Company

- |                |   |   |
|----------------|---|---|
| • 2023-Present | Corporate Governance and Sustainability Committee           | Thai President Foods Public Company Limited |
| • 2020-Present | Vice President<br>Production & Product Development Function | Thai President Foods Public Company Limited |

#### Other Non Listed Company

- 9 Places

### Training of Roles and Responsibilities of the Director

- Training from the Thai Institute of Directors Association (IOD)  
Director Accreditation Program (DAP) 2008  
How to Develop a Risk Management Plan (HRP)  
ESG in The Boardroom : The Practical Guide for Board Class 5/2024

### Relationships Regarding

- As the daughter of director No. 1 and the sister of director No. 8

### Family Between Executives

### Appointment Date

- April 23, 2013

### Any Position in Other Business or Other Organizations in the

- None

### Previous Year which has an Impact the Time Devoted Significant



## 8. Mr. Pun Paniangvait

**Director, Investment Committee  
and Authorized director to bind the company  
Age 49 Years**

### Shareholding <sup>/1</sup>

- Self 276,870 Shares (0.06%) / Spouse -None-

### Education

- Master of Law (LL.M) in Business Law (International Program), Chulalongkorn University

### Work Experience in the Past 5 Years

#### Listed Company

- |                |   |                           |
|----------------|---|---------------------------|
| • 2023-Present | Corporate Governance and Sustainability Committee | Thai President Foods Plc. |
| • 2023-Present | President Office Manager                          | Thai President Foods Plc. |
| • 2021-Present | Investment Committee                              | Thai President Foods Plc. |

#### Other Non Listed Company

- 9 Places

### Training of Roles and Responsibilities of the Director

- Training from the Thai Institute of Directors Association (IOD)  
Director Accreditation Program Class 110/2014

### Relationships Regarding

- As the son of director No. 1 and as the brother of director No. 7

### Family Between Executives

### Appointment Date

- April 22, 2016

### Any Position in Other Business or Other Organizations in the

- None

### Previous Year which has an Impact the Time Devoted Significant



## 9. Miss Saipin Kittipornpimol

**Director and Assistant Managing Director,  
Corporate Governance, Risk Management and Sustainability Committee,  
Investment Committee and Authorized director to bind the company  
Age 65 Years**

### Shareholding <sup>/1</sup>

- None

### Education

- MS (Computer Science) National Institute of Development Administration (NIDA)
- B.SC (Food Technology & Biochemical Technology) Chulalongkorn University

### Work Experience in the Past 5 Years

#### Listed Company

- None

#### Other Non Listed Company

- 2 Places

### Training of Roles and Responsibilities of the Director

- Training from the Thai Institute of Directors Association (IOD)  
Director Certification Program (DCP)
- Executive Management Certificate (INSEAD)
- Leadership Training for Executives (JICA)
- Business Process Re-engineering
- Operational Risk Management

### Relationships Regarding

- None

### Family Between Executives

### Appointment Date

- June 16, 2020

### Any Position in Other Business or Other Organizations in the

- None

### Previous Year which has an Impact the Time Devoted Significant



## 10. Miss Ubolluck Luevoravinyu

**Director and Assistant Managing Director,  
Corporate Governance, Risk Management and Sustainability Committee,  
Investment Committee and Authorized director to bind the company  
Age 65 Years**

### Shareholding <sup>/1</sup>

- None

### Education

- MS (Computer Science) National Institute of Development Administration (NIDA)
- B.SC (Chemical Engineering) Chulalongkorn University

### Work Experience in the Past 5 Years

#### Listed Company

- None

#### Other Non Listed Company

- 1 Place

### Training of Roles and Responsibilities of the Director

- Training from the Thai Institute of Directors Association (IOD)  
Director Accreditation Program 2020
- Financial Executive Development Program (FINEX)
- Information Technology Strategic & Planning
- Business Process Re-engineering
- Enterprise Architecture Management
- Operational Risk Management
- Project Management
- Leadership Development Program

### Relationships Regarding

- None

### Between Executives Family

### Appointment Date

- April 8, 2020

### Any Position in Other Business or Other Organizations in the Previous Year which has an Impact the Time Devoted Significant

- None





### 11. Mr. Wattanachai Chotechutrakul

**Chairman of Independent Director and Chairman of Audit Committee  
and Nomination and Remuneration Committee**

**Age 75 Years**

#### Shareholding <sup>/1</sup>

- None

#### Education

- Bachelor Degree or Equivalent Bachelor of Laws Chulalongkorn University
- Bachelor Degree of Equivalent Thai Barrister Institute of Legal Education Thai Bar Association
- Certificate in National Defence Training National Defence College of Thailand

#### Work Experience in the Past 5 Years

##### Listed Company

- None

##### Other Non Listed Company

- 1 Place

#### Training of Roles and Responsibilities of the Director

- Training from the Thai Institute of Directors Association (IOD)  
Director Accreditation Program 2020

#### Relationships Regarding

- None

#### Family Between Executives

#### Appointment Date

- June 16, 2020

#### Any Position in Other Business or Other Organizations in the

- None

#### Previous Year which has an Impact the Time Devoted Significant



## 12. Mr. Thanapich Mulapruk

**Independent Director and Audit Committee,  
Chairman of the Corporate Governance, Risk Management and Sustainability Committee  
Age 76 Years**

### Shareholding <sup>1</sup>

- Self 135,000 Shares (0.03%) / Spouse -None-

### Education

- Bachelor of Laws, Thammasat University
- Thai Barrister, Institute of Legal Education Thai Bar Association
- Master Of Laws, Chulalongkorn University
- National Defence College of Thailand (#41)
- Advanced Certificate Course in Politics and Governance in Democratic Systems for Executives (#11)
- Capital Market Academy (CMA.), Thailand (#7)

### Work Experience in the Past 5 Years

- |                |  |  |
|----------------|--|--|
| • 2020-Present | Vice President of the University Council | Nakhon Pathom Rajabhat University  |
| • 2020-Present | Honorary Director of Laws                | Department of Energy Business  |
| • 2020-Present | Director                                 | Police General Foundation Phao Sarasin                                     |
| • 2020-Present | Honorary Director                        | Tax Audit Committee  |
| • 2023-Present | Honorary Director of Laws                | Department of Alternative Energy Development and Efficiency                |
| • 2020-2023    | Honorary Director                        | King Prajadhipok Institute   |
| • 2021-2023    | Honorary Director                        | Public Prosecutor Commission   |
| • 2020-2023    | Honorary Director                        | Plan Maker Review Committee and Business Rehabilitation Plan Administrator |
| • 2020-2023    | Honorary Director                        | Thailand Federation of Accounting Professions                              |

### Listed Company

- None

### Other Non Listed Company

- None

### Training of Roles and Responsibilities of the Director

- Training from the Thai Institute of Directors Association (IOD) Directors Certification Program
- Audit Committee and Continuing Development Program
- Monitoring Fraud Risk Management
- Monitoring the System of Internal Control and Risk Management
- Monitoring the Quality of Financial Reporting
- Monitoring the Internal Audit Function
- IT Governance for Directors
- Chief Executive Officer Program, Capital Market Academy

### Relationships Regarding

- None

### Family Between Executives

### Appointment Date

- April 8, 2020

### Any Position in Other Business or Other Organizations in the

- None

### Previous Year which has an Impact the Time Devoted Significant



### 13. Prof. Dr. Piyamitr Sritara

**Independent Director, Nomination and Remuneration Committee,  
Corporate Governance, Risk Management and Sustainability Committee  
Age 66 Years**

#### Shareholding <sup>1</sup>

- None

#### Education

- B.Sc. (Medical Science), Mahidol University
- M.D., Faculty of Medicine, Ramathibodi Hospital Mahidol University
- Thai Board of Internal Medicine, FRCP (Thailand)
- Diploma in Cardiology, Royal Postgraduate Medical School, Hammersmith Hospital, University of London
- Certificate and Diploma in Interactive Video & Computer Technology, Birkbeck College, University of London
- Thai Board of Cardiovascular Medicine, FRCP (Thailand)
- The Programme for Senior Executive on Justice Administration No.12
- Fellow of American College of Physician
- Fellow of Royal College of Physician (LONDON)
- The Programme Rule of Law for Democracy No. 6, College of the Constitution Court

#### Work Experience in the Past 5 Years

- |             |                                     |  |
|-------------|-------------------------------------|--|
| • Present   | Dean                                | Faculty of Medicine Ramathibodi Hospital, Mahidol University       |
| • 2015-2023 | Medical Examination Committee       | Branch of Cardiology, Medical Council of Thailand                  |
| • Present   | The Chairman of Executive Committee | National Center for Genetic Engineering and Biotechnology (BIOTEC) |
| • Present   | Honorary Director                   | Office of the National Economic and Social Development Council     |
| • Present   | Honorary Director                   | National Health Security Office                                    |
| • Present   | Honorary Director                   | The National Broadcasting and Telecommunication Commission         |
| • Present   | Director                            | Court of Justice   |
| • Present   | The Chairman                        | WHO Public Health Emergency  |
| • Present   | Secretary                           | The Heart Foundation of Thailand Under the Royal Patronage         |

#### Listed Company

- |                |                       |                                       |
|----------------|-----------------------|---------------------------------------|
| • 2020-Present | Independent Directors | Pruksa Holding Public Company Limited |
|----------------|-----------------------|---------------------------------------|

#### Other Non Listed Company

- 2 Places

#### Training of Roles and Responsibilities of the Director

- Training from the Thai Institute of Directors Association (IOD) Directors Certification Program DCP 244/2017
- Senior Justice Process Administrators Course (B.Y.S.) Class 12, Ministry of Justice
- The 6<sup>th</sup> Course on the Rule of Law for Democracy (NTD), College of the Constitutional Court

#### Relationships Regarding

- None

#### Family Between Executives

#### Appointment Date

- June 16, 2020

#### Any Position in Other Business or Other Organizations in the

- None

#### Previous Year which has an Impact the Time Devoted Significant



#### 14. Mr. Chatchai Janpraisri

Independent Director and Audit Committee

Age 75 Years

#### Shareholding <sup>/1</sup>

- None

#### Education

- Master Of Laws, Chulalongkorn University
- Master of Public Administration Program, The thai Bar under the Royal Patronage

#### Work Experience in the Past 5 Years

- 2020-2023 Director Election Commission

#### Listed Company

- None

#### Other Non Listed Company

- None

#### Relationships Regarding

- None

#### Family Between Executives

#### Appointment Date

- April 30, 2024

#### Any Position in Other Business or Other Organizations in the

- None

#### Previous Year which has an Impact the Time Devoted Significant



### 15. Mrs. Aim-On Pathumarak

**Independent Director and Audit Committee,  
Corporate Governance, Risk Management and Sustainability Committee  
Age 75 Years**

#### Shareholding <sup>/1</sup>

- None

#### Education

- Master of Arts in Public Administration, Thammasat University
- Bachelor of Business Administration, Thammasat University

#### Work Experience in the Past 5 Years

#### Listed Company

- None

#### Other Non Listed Company

- None

#### Training of Roles and Responsibilities of the Director

- Training from the Thai Institute of Directors Association (IOD)  
Director Accreditation Program DAP 2016

#### Relationships Regarding

- None

#### Family Between Executives

#### Appointment Date

- April 22, 2014

#### Any Position in Other Business or Other Organizations in the

- None

#### Previous Year which has an Impact the Time Devoted Significant

**Remark :** All directors are authorized to sign on behalf of the Company where two directors must co-sign and affix the Company's seal.  
Excluding independent directors.

<sup>/1</sup> Including spouse and minor children

## Details about The Company's Accounting Supervisor

### Miss Jirawan Komolcharoensiri

Management Accounting Department Manager

Age 50 Years

Shareholding <sup>/1</sup>	<ul style="list-style-type: none"><li>• None</li></ul>	
Education	<ul style="list-style-type: none"><li>• Master’s degree, Master of Economics Ramkhamhaeng University</li><li>• Bachelor’s degree in Business Administration, Accounting Rajamangala University of Technology Thanyaburi</li></ul>	
Training Course	<ul style="list-style-type: none"><li>• New Accounting Standards and Tax Laws for 2023-2024 Necessary Adjustments for Differences</li><li>• Insight in SET 2024</li><li>• Update Tax</li><li>• ESG in Accounting</li></ul>	
Work Experience in the Past 5 Years		
Listed Company		
<ul style="list-style-type: none"><li>• 2019-Present</li></ul>	Management Accounting Department Manager	President Bakery Public Company Limited
Director/Management Position		
Other Listed Company	<ul style="list-style-type: none"><li>• None</li></ul>	
Other Non Listed Company	<ul style="list-style-type: none"><li>• None</li></ul>	
Relationships Regarding	<ul style="list-style-type: none"><li>• None</li></ul>	
Family Between Executives		

## Attachment 2

### Details of Directors and Subsidiary

Name	President Bakery Plc.	PB Flour Mill Co., Ltd.
1. Mr. Apisate Thammanomai	Management Director	Chairman
2. Dr. Pojjanee Paniangvait	Director	Director
3. Miss Petcharat Anantawichai	Director	Director
4. Miss Panida Prayottaweejij	Director	Director
5. Miss Saipin Kittipornpimol	Director	Director
6. Miss Ubolluck Luevoravinyu	Director	Director
7. Mr. Thanapich Mulapruk	Independent Director	Director



## Attachment 3

### Details about The Person Holding The Internal Audit Position

#### Mr. Prachaya Sukkerd

Section Supervisor in Internal Audit / Audit Committee Secretary / Independent Committee Secretary

(Have knowledge and expertise in accounting)

Age 30 years

Responsibilities	<ul style="list-style-type: none"><li>• Provide consultation and inspection as well as assess the internal control system. by reporting directly to the Audit Committee, director and deputy director</li></ul>	
Shareholding <sup>/1</sup>	<ul style="list-style-type: none"><li>• None</li></ul>	
Education	<ul style="list-style-type: none"><li>• Bachelor's degree, Faculty of Management, Accounting, Mae Fah Luang University</li></ul>	
Related Work Experience and Training		
<ul style="list-style-type: none"><li>• June 2024-Present</li></ul>	Section Supervisor	President Bakery Public Company Limited
	Audit Committee Secretary	President Bakery Public Company Limited
	Committee Secretary	President Bakery Public Company Limited
	Independent Committee Secretary	President Bakery Public Company Limited
<ul style="list-style-type: none"><li>• May 2019 - June 2024</li></ul>	Assistant Department	President Bakery Public Company Limited
	Head Internal Audit	
Training Course	<ul style="list-style-type: none"><li>• Crisis Management Program</li><li>• Management in line with business strategy</li><li>• Risk Management The knowledge Refreshment &amp; Reinforcement Seminar</li><li>• Seder Members' Trade Ethics Audit (SMETA)</li><li>• Operating a business based on the principles of a circular economy</li></ul>	

# Attachment 4

## Business Assets and Details on Asset Valuation

- None -

## Attachment 5

### Corporate Governance, Ethical Standards and Code of Business Ethics

The Company thereby prescribed the following corporate governance policies as a practice guideline for the Board of Directors, Executive and all employees.

For details related to the Company's Good Corporate Governance Principles Thai President Foods Public Company Limited. Code of Conduct Code of Conduct management and staff. See additional details on the company's website: [www.farmhouse.co.th](http://www.farmhouse.co.th) under the topic Investor Relations)

# Attachment 6

## Audit Committee Report for the Year 2024

### Dear Shareholders of President Bakery Public Company Limited,

On Tuesday, 30 April 2024, the Board of Directors passed a resolution to appoint a new Audit Committee to replace the outgoing committee members whose terms had expired. The newly appointed committee consists of 4 independent directors, all of whom are highly qualified professionals with expertise in human resource management, law, regulations, corporate governance, accounting, and taxation. The appointed members are as follows:

1. Mr. Wattanachai Chotechutrakul  
Independent Director  
Position: Chairman
2. Mr. Thanapich Mulapruk  
Independent Director  
Position: Director
3. Mr. Chatchai Janpraisri  
Independent Director  
Position: Director
4. Mrs. Aim-On Pathumarak  
Independent Director  
Position: Director

All members of the Audit Committee meet the qualifications specified in the Audit Committee Charter and have performed their duties independently within the scope of responsibilities assigned by the Board of Directors. Their work aligns with the requirements of the Stock Exchange of Thailand (SET), with a policy focused on ensuring the Company's adherence to good corporate governance principles, effective risk management, and comprehensive internal control and internal audit systems that cover employee operations, as well as the ethics and professional conduct of executives. Additionally, the Company has implemented an external audit system conducted by EY Office Company Limited, an independent certified public accounting firm, in accordance with international standards. This ensures that financial information is efficient, effective, transparent, reliable, and auditable, ultimately benefiting shareholders, investors, stakeholders, employees, and all related parties. The key responsibilities of the Audit Committee are outlined as follows:

- The Audit Committee focuses on reviewing the reliability of the Company's financial statements to ensure accurate and transparent financial reporting. This review is conducted to provide confidence that the financial statements are correct, reasonable, and serve the best interests of shareholders and general investors.

- The Audit Committee emphasizes preventive auditing to ensure that the Company maintains an appropriate internal control system and operates in a systematic and well-organized manner.

- The Audit Committee focuses on reviewing risk management practices related to the Company's core operations. This includes assessing operational procedures, control measures, and ensuring that the internal control system is effective in maintaining risks within an acceptable level.

- The Audit Committee emphasizes the importance of ensuring that the Company's operations align with its goals, objectives, laws, regulations, policies, and all relevant requirements.

The Audit Committee serves a term of 1 year or for the remaining duration of the Board of Directors' term. Committee members whose terms have expired may be reappointed at the discretion of the Board of Directors.

In 2024, the Audit Committee held a total of 4 meetings, with all members in attendance at each session, fulfilling their responsibilities as outlined in the Audit Committee Charter. Additionally, the Audit Committee held quarterly meetings with the Internal Audit Department to review and assess audit findings and the annual audit plan, while also providing constructive recommendations to enhance operational controls across various functions. Furthermore, the Audit Committee held meetings with the external auditor, EY Office Limited, to review the internal control system related to the Company's financial reporting. The following outlines the key areas reviewed and evaluated during the year:

1. Reviewed and approved the quarterly financial statements and the annual financial audit results, ensuring that the financial disclosures were adequate, timely, and in compliance with generally accepted accounting principles (GAAP), accounting standards, and significant accounting policy changes adopted by the Company. These reviews were conducted in collaboration with the Company's external auditor, EY Office Limited, in accordance with international standards, before presenting the financial statements to the Board of Directors. The Audit Committee actively engaged with management and the external auditor, seeking clear and sufficient explanations on relevant matters. Based on

this thorough assessment, the Audit Committee concurred with the external auditor that the financial statements were fairly presented in all material respects, in compliance with generally accepted accounting standards.

2. Reviewed key internal control systems and concluded that the Company maintains an appropriate, sufficient, transparent, efficient, and effective internal control framework. The existing controls effectively support the achievement of the Company's operational objectives and goals while ensuring that risk management measures keep risks within an acceptable level. Additionally, the internal control system is well-adapted to evolving business environments, particularly in response to changes in the digital economy.

3. Reviewed the internal audit findings conducted by the Company's Internal Audit Department and oversaw its operations. This included evaluating and approving the annual audit plan and providing recommendations to internal auditors to enhance the efficiency and effectiveness of audit processes. The committee ensured that internal audit activities adhered to international standards, with a focus on continuously improving internal audit efficiency. This aligns with the Company's policy to strengthen internal controls and sustain business competitiveness.

4. Reviewed the key risks identified in the annual internal audit plan, as assessed by the Internal Audit Department, to ensure that potential risks affecting the achievement of the Company's objectives were effectively managed. Additionally, the committee mandated a periodic review of the internal audit plan, aligning it with evolving risk factors to maintain audit effectiveness. This approach ensures that internal audits remain relevant, proactive, and beneficial, ultimately protecting the best interests of stakeholders.

5. Reviewed and provided opinions on related-party transactions and potential conflicts of interest, including the disclosure of such transactions in accordance with the regulations of the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC). The committee concluded that these transactions were conducted as part of the Company's normal business operations, at fair and reasonable prices, with adequate, accurate, and complete disclosure.

6. Reviewed the Company's compliance with securities and exchange laws, the regulations of the Stock Exchange of Thailand (SET), and other relevant laws governing its business operations. This ensures accuracy, transparency, and adherence to corporate governance principles, benefiting shareholders and all stakeholders.

7. Presented a report on its activities to the Board of Directors at every Audit Committee meeting. This ensures alignment with best practices for the Audit Committee.

8. Was responsible for evaluating, selecting, nominating, dismissing, and determining the appropriate remuneration for the Company's external auditor, ensuring that the compensation aligns with the scope of work. These recommendations are then submitted to the Board of Directors for approval before being presented to the shareholders' meeting for final approval.

9. Additionally, the Audit Committee participated in the 45th Shareholders' Meeting held on Wednesday, 30 April 2024, to transparently address shareholder inquiries regarding the Company's governance and business operations.

Based on the Audit Committee's duties and responsibilities, emphasis has been placed on maintaining a strong internal control system, risk assessment, operational oversight, and continuous improvements in information technology and communication systems to ensure they remain up to date. The committee has performed its duties independently and fairly, with unrestricted access to information, receiving full cooperation from management and relevant employees. After thorough consideration, the Audit Committee has determined that President Bakery Public Company Limited has prepared its financial reports in compliance with generally accepted accounting standards, with no material findings that could impact the financial statements. The Company has an appropriate, sufficient, and effective system for internal controls, internal audits, and risk management. Additionally, related-party transactions have been conducted under normal business operations, at reasonable terms, with no irregularities. The Company has strictly adhered to the Securities and Exchange Act, the regulations of the Stock Exchange of Thailand (SET), and all other relevant laws and requirements.

**On behalf of the Audit Committee**



**(Mr. Wattanachai Chotechutrakul)**

Chairman of Audit Committee

## Report of the Nomination and Remuneration Committee Report for the year 2024

### Dear Shareholders

The Board of Directors of President Bakery Public Company Limited has appointed the Nomination and Remuneration Committee. The term of office is 1 year and consists of 4 directors, 2 of whom are independent directors and 2 of the Company's directors as follows

Name	Position	Meetings Attended/ Total Meetings
1. Mr. Pipat Paniangvait	Chairman of the Nomination and Remuneration Committee	2/2
2. Mr. Apichart Thammanomai	Director of the Nomination and Remuneration Committee	2/2
3. Mr. Wattanachai Chotechutrakul	Director of the Nomination and Remuneration Committee	2/2
4. Prof. Dr. Piyamit Srithara	Director of the Nomination and Remuneration Committee	2/2

Ms. Petcharat Anantavichai is the secretary of the Nomination and Remuneration Committee.

In 2024, Nomination and Remuneration Committee held 2 meetings in which all members attended every meeting in order to carry out its assigned duties and responsibilities and report its performance of duties to The Board of Directors, which activities are summarized as follows:

#### Nomination

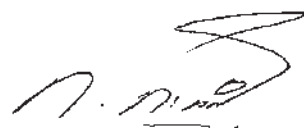
1. Consider recruiting and selecting individuals with appropriate qualifications to be directors of the Company by considering knowledge, abilities, experience and expertise from various professions, which is in accordance with the Company's regulations and related requirements

2. Propose the selected individuals to the Board of Directors for consideration.

#### Remuneration

1. Consider determining the amount of remuneration for Company directors and sub-committees by considering the performance results, duties and amount of responsibility.

2. Propose the amount of remuneration for Company directors and sub-committees to the Board of Directors for consideration. The Nomination and Remuneration Committee has performed the duties and responsibilities specified in the Nomination and Compensation Committee Charter completely.



**(Mr. Pipat Paniangvait)**

Chairman of the Nomination and  
Remuneration Committee

## Report of the Corporate Governance, Risk Management, and Organizational Sustainability Committee for 2024

### Dear Shareholders of President Bakery Public Company Limited,

On 30 April 2024, the Board of Directors passed a resolution to appoint the Corporate Governance, Risk Management, and Organizational Sustainability Committee, comprising 9 distinguished members with expertise and experience in corporate governance, risk management, and sustainability. The appointed members are as follows:

1. Mr. Thanapich Mulapruk  
Independent Director  
Position: Chairman
2. Mr. Apisate Thammanomai  
Managing Director  
Position: Director
3. Miss Saipin Kittipornpimol  
Director and Assistant Managing Director  
Position: Director
4. Miss Ubolluck Luevaravinyu  
Director and Assistant Managing Director  
Position: Director
5. Miss Panida Prayottaweekij  
Director and Assistant Managing Director  
Position: Director
6. Miss Petcharat Anantawichai  
Director and Senior Manager of Management Accounting and Finance Department  
Position: Director
7. Dr. Pojjanee Paniangvait  
Company Director  
Position: Director
8. Prof. Dr. Piyamitr Sritara  
Independent Director  
Position: Director
9. Mrs. Aim-On Pathumarak  
Independent Director  
Position: Director

The Corporate Governance, Risk Management, and Sustainability Committee members possess the qualifications required by the Corporate Governance, Risk Management, and Sustainability Committee Charter. They have carried out their duties in accordance with the scope of responsibilities assigned by the Board of Directors in full, and in compliance with applicable laws and regulations set forth by relevant government agencies. This has resulted in the highest benefits for shareholders, investors, stakeholders, employees, as well as the community, society, and the environment.

The Corporate Governance, Risk Management, and Sustainability Committee members serve a term of 1 year, or a term equal to the remaining term of the Board of Directors. Directors who have completed their term may be reappointed to the position as deemed appropriate by the Board of Directors.

In 2024, the Corporate Governance, Risk Management, and Sustainability Committee held a total of 4 meetings, with all members attending to perform their duties as outlined in the Corporate Governance, Risk Management, and Sustainability Committee Charter. The details of the operations are as follows:

1. Review and examine the Corporate Governance, Risk Management, and Sustainability Committee Charter, the Good Corporate Governance Policy, the Risk Management Policy and Manual, and the Corporate Sustainability Development Policy to ensure they are appropriate and aligned with the organization's current objectives, strategies, and goals in corporate governance, risk management, and sustainability.



2. Promote, support, and communicate to ensure that employees at all levels have knowledge and understanding of risk management and sustainability development, in order to cultivate a corporate culture. Regular assessments of knowledge and understanding are also conducted.

3. Ensure that the organization effectively and systematically implements risk management processes on an ongoing basis in accordance with the COSO-ERM 2017 framework. Additionally, monitor risks throughout the year to maintain them within the acceptable threshold (Risk Appetite) on a regular basis every 3 months.

4. Consider and provide recommendations on risk management measures to ensure appropriate and effective risk control in alignment with evolving circumstances including risks arising from the impacts of climate change and risks related to ESG risk.

5. Consider and provide recommendations for the development of the Company's sustainability strategy.

6. Consider and provide recommendations on identifying and prioritizing the Company's key sustainability issues based on their significance to the Company and their importance to all stakeholders.

7. Support and monitor the implementation of projects under the Sustainable Development Plan to ensure alignment with the Company's sustainability strategy and key sustainability issues.

8. Oversee the regular monitoring and evaluation of completed projects to ensure they align with the established objectives and sustainability standards.

9. Promote, drive, and provide recommendations on the evaluation of the Stock Exchange of Thailand's sustainable stocks (SET ESG Rating) as a performance measurement tool for the Company's sustainability efforts. In 2024, the Company achieved a rating of AAA and received the Commended Sustainability Awards under the Sustainability Excellence category from the Stock Exchange of Thailand, reflecting the Company's commitment to organizational development in alignment with sustainability principles.

10. Promote, drive, and provide recommendations on the corporate governance assessment conducted through the survey of Thai listed companies by the Thai Institute of Directors Association (IOD) as a performance measurement tool for the Company's corporate governance practices. In 2024, the Company achieved a rating of 5 stars, classified as "Excellent."

11. Promote, drive, and provide recommendations on sustainability initiatives, leading to the Company's selection for inclusion in the ESG100 group for 2024. This marks the 9th consecutive year that the Company has been recognized by the Thaipat Institute under the Foundation of Thailand Rural Reconstruction Movement under Royal Patronage. The selection is based on an assessment of environmental, social, and governance data derived from publicly available Company reports.

12. Oversee the preparation of the sustainability report in accordance with GRI (Global Reporting Initiatives) standards, ensuring the disclosure of the Company's overall operations in a manner that enables all stakeholders to appropriately understand its sustainability performance.

In carrying out its duties, the Board of Directors places great importance on corporate governance, risk management, and sustainability, ensuring continuous and systematic operations that align with the evolving circumstances of the present. This approach enables timely risk mitigation, preventing any adverse impact on the Company's business operations while also considering the effects on communities, society, and the environment, in accordance with the guidelines set by the Stock Exchange of Thailand.

**On behalf of the Corporate Governance,  
Risk Management and Corporate  
Sustainability Committee**



**(Mr. Thanapich Mulapruk)**  
Chairman of Corporate Governance,  
Risk Management and Corporate Sustainability  
Committee

## Report of the Investment Committee for the Year 2024

### Dear Shareholders

The Board of Directors of President Bakery Public Company Limited has appointed the Investment Committee, consisting of 6 directors with 1 year term of office. In 2024, there were 4 meetings, with the following directors attending the meetings:

Name	Position	Meetings Attended / Total Meetings
1. Mr. Vichai Kulsomphob	Chairman of the Investment Committee	4/4
2. Mr. Apisate Thammanomai	Director of the Investment Committee	4/4
3. Mr. Pun Paniangvait	Director of the Investment Committee	4/4
4. Miss Petcharat Anantawichai	Director of the Investment Committee	4/4
5. Miss Saipin Kittipornpimol	Director of the Investment Committee	4/4
6. Miss Ubolluck Luevoravinyu	Director of the Investment Committee	4/4

In 2024, the Investment Committee has performed duties as assigned by the Board of Directors as follows:

1. Consider the investment plan in accordance with the investment policy approved by the Board of Directors.
2. Supervise the Company's investment to ensure that it is in accordance with the investment policy and investment plan.
3. Supervise good governance, transparency, and the prevention of conflicts of interest related to investment transaction.
4. Review and adjust the investment plan to suit the changing situation.
5. Report investment results to the Board of Directors for acknowledgment.

The Investment Committee has fully performed the duties and responsibilities specified in the Investment Committee Charter by using knowledge, ability, and prudence in investment risk management and report the results to the Company's Board of Directors for acknowledgment.



**(Mr. Vichai Kulsomphob)**  
Chairman of the Investment Committee

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