


ICHITAN'S RECORD BREAKING YEAR IN REVIEW





Together We Grow


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Contents

003

Vision, Mission and Core Value

004

Financial Highlight

006

Message from Chairman

007

Message from CEO

008

Awards and Achievements

Part 1

Business Operations and Performance

011

Structure and Business
Operations of the Company

030

Risk Management

036

Driving Business for Sustainability

043

Management Discussion and
Analysis (MD&A)

053

General Information and
Other Important Information

Part 2

Corporate Governance

056

Corporate Governance Policy

068

Corporate Governance Structure
and Significant Information of the
Board of Directors, Sub-Committees,
Executives, Employees, and Others

084

Key Performances of
the Corporate Governance

093

Internal Control and
Connected Transaction

Contents

Part 3 Financial Statements

103

Financial Statements

Attachments

156

Attachment 1

Profiles of Directors, Executives, Controlling Persons, Head of Finance and Accounting, Accounting Supervisor, and Company Secretary

167

Attachment 2

Details of Directorship in Subsidiaries and Related Companies

168

Attachment 3

Profiles of the Head of Internal Audit and Compliance

169

Attachment 4

Business Assets and Details on Asset Valuation

170

Attachment 5

Report of the Audit Committee and Other Sub-Committees

179

Attachment 6

Handbook of the Corporate Governance Principles, Ethics and Code of Conduct (full version). Duties and Responsibilities of the Company's Sub-committees.

Vision



Ichitan Group is aiming to be a leader of quality drink brand and build innovation to grow along with quality life in society

Mission



To shareholder

Apply innovation for creating business value, to increase management efficiency. Exploring more opportunities to develop new distribution channels as maximum profits.



To consumer

Develop healthy drinks with quality, delivered in modern format to maximize consumers' satisfactions.



To Employee

Encourage and develop employees' abilities to be professional. Create a good quality of life. Motivate employees to be pride in being part of the organization.



To Social

Create roles model organization for social responsibilities.

Core Value



Financial Highlight

Ichitan Group Public Company Limited and Subsidiary

Consolidated Financial Statements

(Unit: Million Baht)

Year 2021

Year 2022

Year 2023

Statements of Comprehensive Income

Total Revenues	5,250.8	6,359.6	8,085.0
Total Expenses	4,668.9	5,620.7	6,714.6
Net Profits	546.8	641.6	1,100.4

Statement of Financial Position

Total Assets	7,106.3	7,385.7	7,205.2
Total Liabilities	915.3	1,215.7	1,363.7
Total Equities	6,191.0	6,170.0	5,841.5
Paid-up shares at the end of period	1,300.0	1,300.0	1,300.0

Information about Common Shares

EPS (Baht)	0.42	0.49	0.85
Book Value per Share (Baht)	4.8	4.6	4.5
Dividend paid (Million Baht)	650.0	780.0	1,300
Dividend payout (%)	118.9	121.6	118.1
Stock price at the end of period (Baht)	10.0	11.3	15.7

Free Float

53.19 %

Information as of March 6, 2024

P/BV Ratio

3.3 Time

Market Capital

20,410 Million Baht

Information as of December 31, 2023

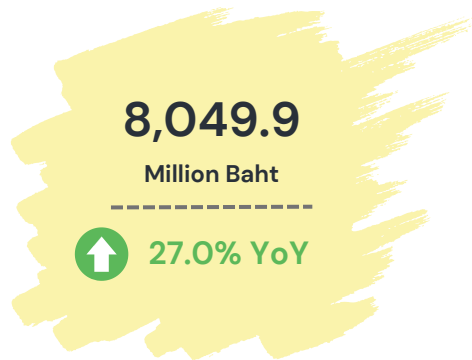
P/E Ratio

20.5 Time



Financial Highlight

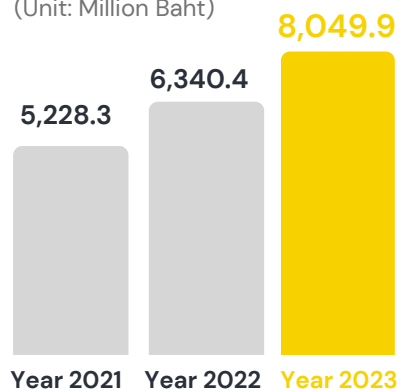
Revenues from Sales for year 2023



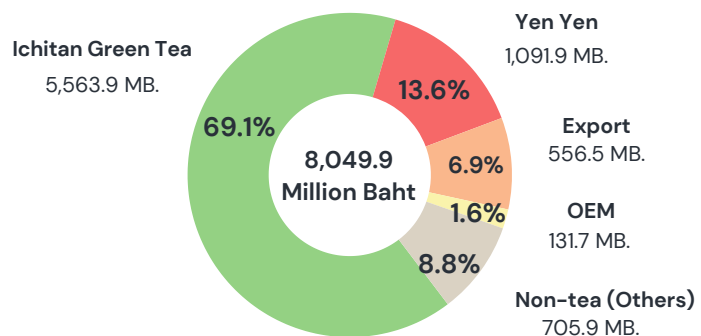
Revenues from Sales categorized by Geography



(Unit: Million Baht)

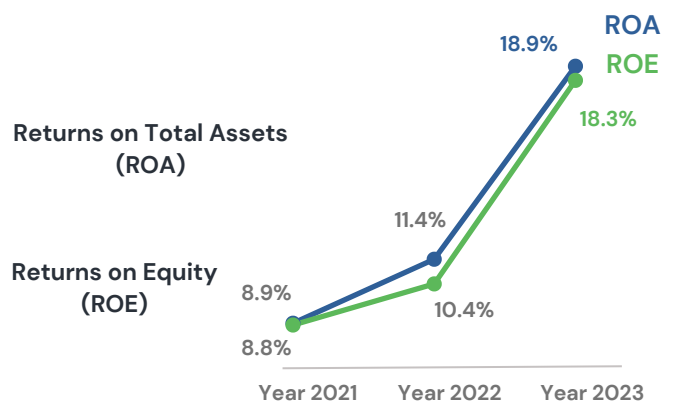
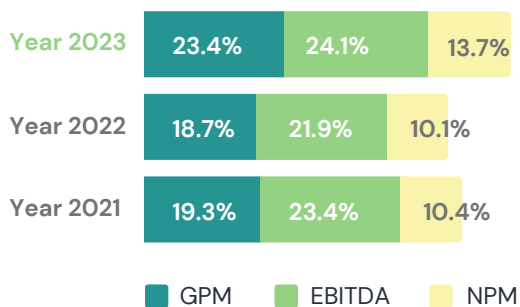


Revenues from Sales categorized by Brand

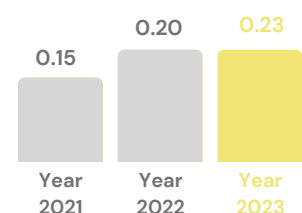


Financial Ratios

Profitability Ratios



Debt to Equity (D/E)



Message from Chairman



Dear All Shareholders

Reflecting on the past year, I am filled with immense pride and profound gratitude. This year, the collective energy and unwavering commitment of our Ichitan family has shone brighter than ever before, leading to achievements that surpassed even our most optimistic expectations. We are thrilled to report the highest sales in 13 years, with a remarkable Baht 8,049.9 million achieved. This significant milestone is accompanied by a return to impressive profits of Baht 1,100 million, a testament to our strategic decision-making and operational excellence. The turbulent waters of the COVID-19 crisis have subsided, and Ichitan has emerged stronger than ever. We proudly announce the highest operating results in 30 quarters, indicating our unwavering resilience and adaptability.

This remarkable success is not simply a stroke of luck. It directly results from a deep-rooted foundation built upon dedicated leadership, unwavering commitment, and a unified workforce. Together, we have fostered an environment that nurtures growth across all dimensions. The positive impact extends far beyond booming sales and profits. Ichitan's production capacity has reached a remarkable 79%, while our RTD tea category has experienced an impressive 26% growth. Additionally, the Non-Tea category has emerged as a robust pillar, creating exciting opportunities for future expansion.

Navigating through a crisis is rarely a matter of chance. It demands unwavering tenacity, which is precisely what the Ichitan team has demonstrated throughout the past three years. We have faced the challenges posed by the COVID-19 pandemic head-on, adapting with agility and unwavering resolve. As the saying goes, "When a crisis hits, you always have three choices: You can let it determine your destiny, allow it to destroy you, or let it make you stronger."

Ichitan has chosen the path of strength and growth. Even amidst adversity, we have remained steadfast in our pursuit of excellence. This unwavering spirit and refusal to yield to defeat is the essence of Ichitan's identity. This spirit will continue to propel us forward, ensuring our continued growth and stability, no matter the challenges that may arise.

In closing, I sincerely thank every member of the Ichitan family who has contributed to this extraordinary year. Your dedication, passion, and unwavering commitment are the driving forces behind our success. To our valued shareholders, your continued trust and belief in Ichitan are deeply appreciated. We are committed to exceeding your expectations and delivering long-term sustainable value. Thank you for being a part of our journey.

Handwritten signature of AVM. Nathawat Nimmolthanakhorn.

AVM. Nathawat Nimmolthanakhorn
Chairman of the Board of Directors



Message from CEO

Dear All Shareholders

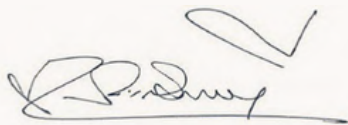
In 2023, Ichitan has achieved something truly remarkable. We've reached new heights, with sales exceeding Baht 8,049.9 million and profits soaring to Baht 1,100.4 million.

In the past years, Ichitan's sales revenues were in range of Baht 5,000 - 6,000 million with net profits of Baht 800 - 1,000 million. Our journey hasn't been without challenges. We've faced obstacles like the excise tax, which pushed our profits down to Baht 40 million. Some doubted our ability to bounce back, but I never lost hope.

The past few years have shown our true spirit. We didn't just survive the pandemic; we thrived, reaching an all-time high in sales of Baht 8,085.0 million and proving our resilience. The key factors that drive us to stand tall through these challenges are fair prices with high-quality products, consistency and reliability, and facing challenges and never give up on our goals.

But reaching this milestone is just the beginning. We are constantly looking for ways to improve and grow. We understand that our strengths can sometimes become our limitations, so we're actively exploring new opportunities and innovative solutions. The next step is reaching sales revenue of Baht 10,000 million, isn't just a dream; it's a promise. We're committed to achieving this goal, not simply doing things the same way. We will forge a new path driven by innovation and a constant search for improvement. Above all, this journey has taught us the importance of belief. When we believe in ourselves and our abilities, anything is possible.

I am confident that Ichitan will continue to grow steadily and sustainably, exceeding expectations and achieving even greater success. Thank you for being a part of the Ichitan story. We look forward to continuing this journey together with you all



Mr. Tan Passakornnatee
President
and Chief Executive Officer (CEO)

“

**I believe that ...
when faced with adversity, two
paths emerge: one of defeat and
another of even greater strength.
I was confident that Ichitan
belonged to the latter**

”



Awards and Achievements

ICHI received the 2023 Thailand's Best Managed Companies Award

The Company received the 2023 Thailand Best Managed Companies Award from Deloitte Private. This is an organization's pride in being an example of a Thai private company with excellent management, making a difference with an innovative vision. Being ready to deliver the best products to consumers parallel with elevating the organization's sustainability practices by driving ESG strategy through employees' participation which leading to a strong financial position.



Green Industry Level 5 Award

The Green Industry Project started in 2011 to encourage the industrial sector to conduct business that is environmentally friendly, have social responsibility, live happily with society and the community. Resulting in a green industrial network (Green Network) for sustainable development. Green industrial networks must therefore improve production processes and continuously cultivate environmental consciousness among the employees and through out the whole processes of supply chain.

Currently, there are only 238 companies in Thailand that have certified green industry standards at different levels. Ichitan Group Public Company Limited was able to achieve green industry certification level 5, which is the highest standard for green industry projects. successfully arrived

ICHI won the "No.1 Brand Thailand 2023 Award for 4 consecutive years.

In 2023, "Ichitan Brand" became Brand Love of consumers and won the No.1 Brand Thailand award, the number one ready-to-drink tea brand in the hearts of Thai consumers. In the ready-to-drink green tea category for 4 consecutive years, according to survey results from leading research companies, organized by Marketeer magazine, this is due to the development of products to meet new needs. Alongside with consumers, including showing social and environmental responsibility is a factor supporting Ichitan to receive this award.



Awards and Achievements

Received Certification of “Sustainability Disclosure Recognition 2023”



Ichitan Group Pcl. “ICHI” has received the 2023 Sustainability Disclosure Recognition honor for sustainability information disclosure from ThaiPat Institute. The Company realizes and pays attention to the dissemination of operational information, which covers 3 dimensions, including economic, social, environmental or ESG (Environmental, Social and Governance) issues in addition to financial information, which represents sustainability of business.

1. Sustainable Stock, SET ESG Ratings 2023

By The Stock Exchange of Thailand

2. Receive 2023 CGR Evaluation as “Excellent” for 7 consecutive years

By Thai Institute of Directors Association (IOD)

3. Certified as a member of Collective Action Against Corruption

Certified by Collective Action Against Corruption

1



2



3

Part 1

Business Operations and Performance

1. Structure and Business Operations of the Company
2. Risk Management
3. Driving Business for Sustainability
4. Management Discussion and Analysis (MD&A)
5. General Information and Other Important Information



1. Structure and Business Operations of the Company



1.1 Business Policy and Overview

Ichitan Group Public Company Limited (“the Company”) and the abbreviation of stock was “ICHI” which listed in the Stock Exchange of Thailand. The Company had been established as a limited company on September 3, 2010 and was registered as a public company limited on July 11, 2013 and first trading day on April 21, 2014.

In 2023, the Company earned total sales revenue of Baht 8,049.9 million, comprised of domestic sales 91.7% and export sales 8.3%. The Company’s main distributors are DKSH which account for 78.8% of the Company’s total revenues.

The Board of Directors supervise the Company’s vision, mission, goal, business and strategic plans, and budgeting, proposed by Executive Committee. The Board of Directors also supervise to arrange the meetings regularly in order to follow up the quarterly performances along with acknowledge the significant matters of the management’s action plans. Establish a mechanism to supervise, monitor, and evaluate the performance of executives to meet the corporate’s strategic goals, for both short-term and long-term.

Business Goals

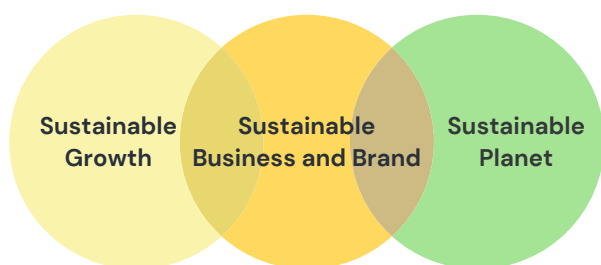
Ichitan Group Public Company Limited (the Company) aims to be a leader in the quality and innovative beverage business that grows together with a good society, so the Company will focus on improving product quality and new products continuously to increase variety and consumer demand. This includes developing business opportunities to enhance competitiveness for domestic and abroad. The Company expects to develop new products on average 1-2 product categories per year by providing modern technology to support the production efficiency along with social responsibility and sustainability.

1.1.1 Vision, Strategy, and Business Direction of the Company

Ichitan strives to be a leader in quality beverages and innovation, grows with a good society by Mr. Tan Passakornnatee with a strong determination to build a stable and sustainable quality business. Starting with the selection of quality raw materials as well as investing through innovation and production technology in plant systems that use renewable energy as much as possible to minimize the impact on the environment. To ensure that consumers and business partners will reach a standardized product and services that meet current and future needs through various distribution channels such as online channels (E-Commerce), retail, wholesale, superstore, and other channels; including exports to international markets. Our mission is to respond all stakeholders in a balanced way; covering the society/communities, shareholders, customers and employees.

The Company promote the corporate core values of ICHITAN: Initiative and Innovation, Integrity, Teamwork and Cooperation, Achievement Orientation, and Flexibility. The Company continues to aim for long-term goals for year 2023 - 2025 as follows:





1.) Sustainable Growth :

Emphasizing on leapfrog growth in RTD Tea Beverages and Non-Tea Beverages by generating more than 20% GP as well as promoting the development of new products by 1-2 product categories in average per year. Increase production potential, reaching the utilization rate up to 85% by 2025

2.) Sustainable Business and Brand:

Strengthen the Ichitan branding by driving 3N strategies (New Product, New Market, New Business) for maximum efficiency. Furthermore, the Company will focus on expanding new markets in potential foreign countries, developing distribution channels, building cooperation with partners in each country to expand business and create joint operations to support future business growth. As well as increasing the ability of the business to compete on a global scale as well.

3.) Sustainable Planet:

Ichitan will be a leader in driving business with sustainability under the perspective from Mr. Tan Passakornnatee and the Board of Directors with the determination to increase the proportion of clean energy in order to reduce the amount of CO2 emissions to the atmosphere. Reducing the use of plastic packaging to a minimum with aseptic cold packaging technology, which is not only benefit for the environment, society and community, but also for the sustain business operations throughout the supply chain.

In this regard, Ichitan realizes the importance of developing, improving operations for efficiency and adapting to various challenges promptly and continuously, which is based on the principles of good governance in order to grow the business steadily and sustainably. As well as supporting the implementation of the Sustainable Development Goals (SDGs) of the United Nations for the benefit of the organization and society in all sectors from the community, society and country levels.



Core Marketing Strategies

There are 5 marketing core strategies which are:

• Growing Together with Stakeholders

The Company gives an importance to product research and development, focusing on healthy products and quality delivered. Supervise Eco-friendly production process to serve the existing and new generation consumers for both domestic and international. Encourage employees development. Operate the business with good corporate governance and transparency.

• Promote the Value of Brands

Deliver valuable branding to all consumers such as “Ichitan Green Tea”, delivering a unique experiences in drinking tea. Or “Yen Yen” with Hot Spicy Fighting, delivering cool-off the heat drinking with 12 types of cool herbs. Consumers will recognize brand value in every dimensions throughout product, packaging design, and marketing campaigns.

• Product Quality Development

All of our products are focused on promoting good health both physically and mentally, by selecting quality raw material as well as meticulous production and safety packaging. Mostly, all products have developed to reduce amount of sweetness level until reaching the standard of "Logo healthier choices" from Ministry of Public Health but also remain unique natural flavors and innovative of ICHITAN together with display component and nutritional value label on the packaging.

• Targeting Healthy Trend Products

Develop health product category beginning with Vitamin Water such as Ph Plus alkaline water mixed with vitamin B complex, Ichitan 0 calories plus catechins etc. To respond new generation of consumers who concern about health-conscious products.

• Penetrate New Generation Consumer (Gen Z)

Develop new product category to serve the needs of new generation (Gen Z), like “Tansansu”, Korean soda for consumers who are Korean culture preference, both K-pop, K-Series.

• Create Mutual Experience with Consumer

Study and develop new marketing campaigns to keep up with the rapidly changing behavior of consumers through marketing activities with specific group of consumers, such as sweepstakes under the lid, Redemption, and brands subsidiary, etc., in order to create a sustainable experience and engagement between Ichitan and consumers.

1.1.2 Major Changes and Developments

Year 2010

Established Mai Tan Co., Ltd. on September 3, 2010 with the registered capital of Baht 500 million and issued 5,000,000 ordinary shares at par value of Baht 100 per share.

Year 2012

- Starting to operate first bottle production line in March and first UHT production line in April.
- Expanding 1 additional bottle production line, totaling of 2 bottle production lines in 2012.
- The EGM No. 4/2012 approved the registered capital increase to Baht 1,000 million through the right issue by offering 10,000,000 ordinary shares at par value of Baht 100 per share to existing shareholders.

Year 2013

- The EGM no. 2/2013 approved the conversion of the Company to Public Limited Company. Decreasing of par value from Baht 100 per share to Baht 1 per share, and the registered capital increase to Baht 1,300 million, divided into 1,300 million shares at par value of Baht 1 per share.
- Received an investment certificate from the Board of Investment No. 5175 (2) / 2013.

Year 2015

Launch the ready-to-drink tea products in Indonesia by JV company named PT Ichitan Indonesia.

Year 2019

- Listed in THIS index (Thailand Sustainability Investment) for year 2019 from the Stock Exchange of Thailand (SET).
- On August 5, 2019, the Company has been certified to participate in the Collective Action Against Corruption (CAC).

Year 2011

- The EGM No. 2/2011 approved to increase registered capital to Baht 600.0 million divided into 6 million shares of ordinary share with par value of Baht 100 per share which increased capital to existing shareholders.
- Start first testing of 1 bottle production process and UHT production process.
- Faced with the flood crisis which inflicted the financial damage worth Baht 1,180.6 million on the Company, partially offset by the initial insurance indemnity of Baht 600 million which reduced the net loss from flood recognized in 2011 to Baht 580.6 million. In the following year, the Company was paid the remaining indemnity of Baht 518.8 million from the insurer which was additionally recognized as income in 2012. (Net of the loss from building and equipment amortization worth Baht 50.5 million in 2012).
- Renamed to "Ichitan Group Company Limited".

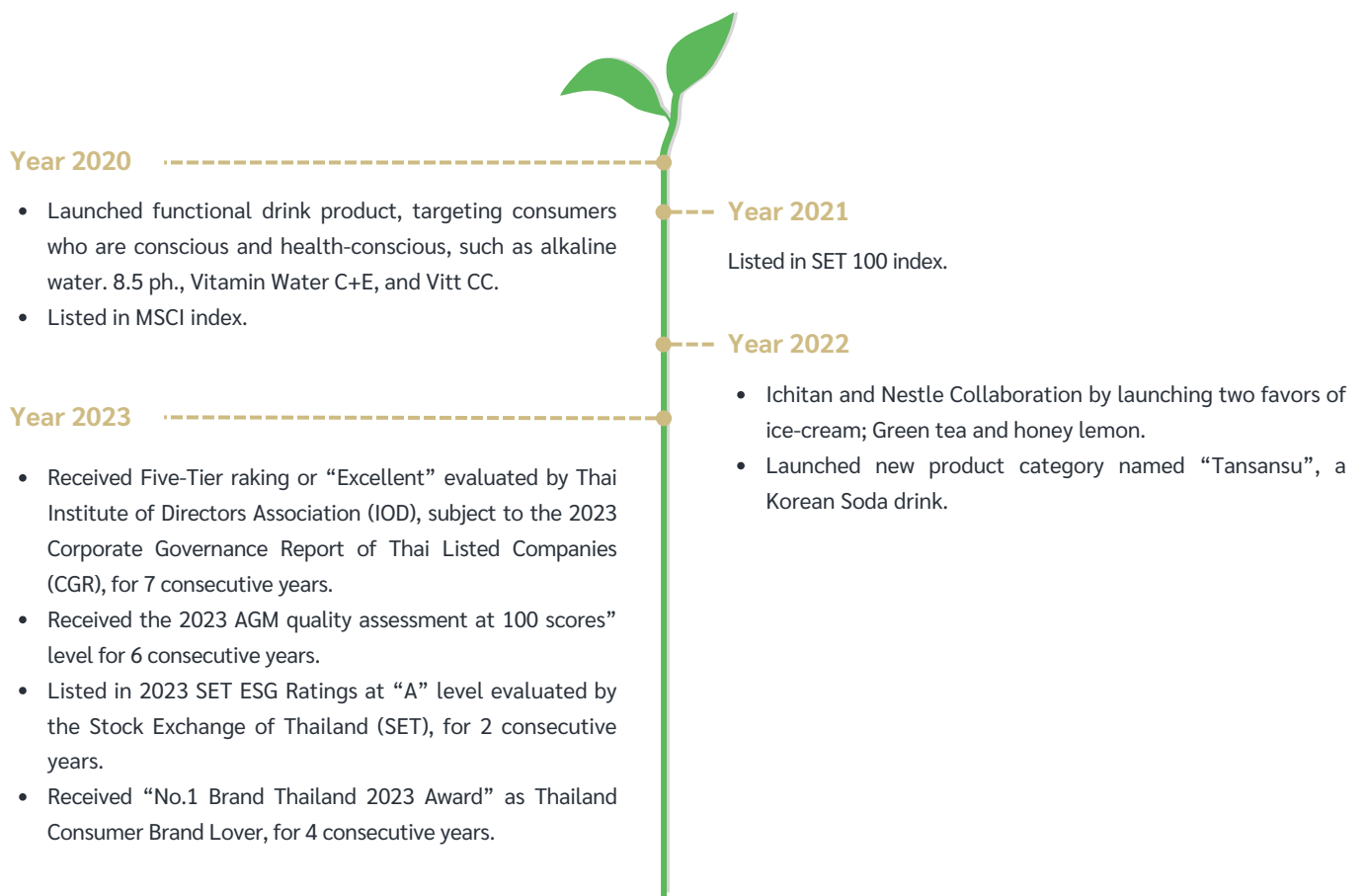
Year 2014

- The Company listed and traded on the Stock Exchange of Thailand since April 21, 2014.
- Acquired the Bireley's trademark and formula from Sunny Herb International Beverage Company.
- Entered into a joint venture in Indonesia.

Year 2017

- On February 8, 2017, incorporated a subsidiary company named "Ichitan Power Company Limited" with registered capital of Baht 1.0 million (fully paid), with Ichitan Group Public Company Limited. holding 99.9% of the shares. To operate a business of selling all kinds of beverage products both domestically and internationally.
- Approved for the list of "dividend stocks" from SET.
- Received "Marketing Excellent Award" from Indonesia.

1.1.2 Major Changes and Developments



1.2 Nature of Business Operations

1.2.1 Revenue Structure

Revenue Structure	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
1. Revenue form Sales of Goods						
- Ready-to-drink Tea (RTD) Group	4,772.6	90.9	5,908.8	92.9	7,212.3	89.2
- Non-Tea Group and Others	455.7	8.7	431.6	6.8	837.6	10.4
Total Sales Revenue	5,228.3	99.6	6,340.4	99.7	8,049.9	99.6
2. Other Income	22.5	0.4	19.2	0.3	35.1	0.4
Total Revenue	5,250.8	100.0	6,359.6	100.0	8,085.0	100.0
Market Shares*	30.5%		29.9%		33.0%	
Number of Favors	30 favors		22 favors		25 favors	

*Source: Nielsen Retail Index as of December 2023

In 2023, Ichitan had sales revenue of Baht 8,049.9 million, increased by 27.0% from the previous year which was Baht 6,340.4 million. Export sales revenue increased by 8.8% from the previous year, domestic sales revenue increased by 28.9%. The EBITDA was Baht 1,947.2 million, increased by 39.8% from the previous year which was Baht 1,393.1 million. Net profit was Baht 1,100.4 million, increased by 71.5% from the previous year which was Baht 641.6 million. The results were mainly due to the continuous growth of RTD tea market and improvement of domestic consumption. Also, the export sales situation has improved due to the trading partners economic conditions and OEM opportunity.

1.2.2 Characteristics of products and services

Ichitan Group Public Company Limited (“Company” or “Ichitan”), formerly known as “Mai Tan Company Limited”, was established on September 3, 2010 with a registered capital of Baht 500 million to operate a Japanese fusion restaurant business. Steak Course and a Japanese style fresh chocolate shop production and distribution of beverages. However, to achieve the goal of being the leading quality green tea beverage business in Thailand, the Company therefore sold out all food business in January, 2013. The Company started as a manufacturer of 2 favors functional drinks under the trade name “Ichitan Double Drink” since January, 2011 and the first 3 favors of ready-to-drink green tea under the trade name “Ichitan Green Tea”.

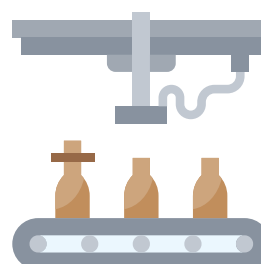
The Company invested in the construction of a beverage factory with a capacity of 1 bottle production line and 1 UHT production line at Rojana Industrial Park, Ayutthaya Province, by starting first testing of production process in September 2011.

In October 2011, the Company’s production line was affected by great flood, and will be able to operate again in early year 2012 with 2 bottle production lines and 2 UHT production lines.

Since 2013 - 2016, the Company invested four more bottle production lines, totaling 6 bottles production lines and 2 UHT production lines, serving total capacity of 1,200 million bottles/year and 200 million cartons/year. AT first, the Company manufactured and distributed 5 product categories with 24 favors in total. There was a pouch packaging machine with a production capacity of approximately 70 million packs per year.

In 2017, the Company had expanded an additional bottle production line, therefore in totaling of 7 bottle production lines and 2 UHT production lines to serve maximum capacity of 1,500 million bottles/year and 200 million cartons/year. The Company manufactured and distributed 6 product categories with 21 favors in total. There was a pouch packaging machine with a production capacity of approximately 70 million packs per year.

Since 2018 - Present, the Company has a total of 7 bottle production lines and 2 UHT production lines to serve maximum capacity of 1,500 million bottles/year and 200 million cartons/year. The Company manufactured and distributed 7 product categories with 25 favors in total.



Product Categories

In 2023, the Company consists of 7 product categories in total, for both bottle and UHT packaging, as follows:

1.1) Ichitan Green Tea is a RTD green tea drink that focuses on quality of raw materials, there are 8 favors, including:

- Original favor
- Honey Lemon favor
- Rice Japanese favor
- Kyoho Grape favor
- Pineapple favor
- Berry Lemon favor
- Lychee favor
- Jasmin plus catechin (no sugar)

1.2) Herbal drinks under the trade name Yen Yen by Ichitan, there are 3 favors, including:

- Jab Lueang
- Honey mixed Chrysanthemum
- Plum mixed with Herb

1.3) Ready-to-drink Oolong with 1 favor, including; Oolong plus Catechin (no sugar)

1.4) Shizuoka Green Tea Ready to Drink Green Tea, the first product in Thailand to be sponsored by the Shizuoka Prefectural Tea Exporters Association, Japan Officially, there are 5 favors, including:

- No sugar favor
- Roasted tea favor (less sweet)
- Sakura Peach favor (less sweet)
- Less sweet favor
- Gyokuro favor (no sugar)

1.5) Vitamin water drink “Ichitan Vitamin Water” in 3 favors, including:

- Ph Plus 8.5 mixed vitamin B complex
- Ph Plus 8.5 mixed vitamin D and Ginkgo
- Ph Plus 8.5 mixed CBD

1.6) Korean Soda drink named “Tansansu” with 4 favors, including:

- Soju Bomb favor
- Soju Yoghurt favor
- Soju Ice-Cream Melon favor
- Korean Honey Lemon favor

1.7) Orange juice drink named “Bireley” in 1 flavor:

The Company distribute its products through three main distributors 1.) DKSH (Thailand) Co., Ltd. 2.) Boonrawd Asia Co., Ltd. and 3.) I Am Green Tea Co., Ltd. (IGT) which has related person to maintain customer base in existing traditional trade channels, that is focusing on target group that does not overlap with DKSH and Boonrawd Asia, as a result I Am Green Tea Co., Ltd. (IGT) which hold major share by Khun Tanita Passakornnatee (Khun. Tan’s elder sister) in the proportion of 80% (remaining 20% owned by the Tri Pruek Family and Charoensofha which does not any related neither the Company nor executive). The purpose of establishing IGT is to distribute Ichitan products through traditional trade channels.

Business Overview

As of December 31, 2023, the Company has registered capital of Baht 1,300 million, fully paid up registered capital 1,300 million and ordinary share 1,300 million shares, at par value of Baht 1.00 each. The Company has operated main business as manufacturer and distributor of ready-to-drink green tea beverage “Ichitan Green Tea”, “Shizuoka Green Tea”, herbal drink “Yen Yen by Ichitan”, and Vitamin water Ph Plus 8.5 drink, Orange juice drink “Bireley”, and Korean Soda drink “Tansansu”.

Characteristics and Product Packaging

The Company’s beverage have a total of 25 favors with 10 types of packaging sizes, which are detailed as follows.

Packaging	Carton	Bottle								
	300 ml.	275-280 ml.	315-330 ml.	350 ml.	360 ml.	400 ml.	420 ml.	440 ml.	550 ml.	500-600 ml.
Price (Baht)	10	10	10	10	20	15	20	30	20	25
RTD Green Tea drink	✓	✓					✓	✓		✓
Herbal Tea drink			✓			✓				
RTD Oolong drink							✓			
Vitamin water drink				✓					✓	
Soda drink			✓		✓					
Orange juice drink		✓								

Main Distribution Channel

4.1 DKSH (Thailand) Co., Ltd., is a main distributor of the Company, representing 78.8% of the total sales in 2023, by focusing on modern trade, wholesaler and traditional trade. The Company has been made long-term contracts with the distributor and follows up track record of retailers that distributor can reach to manage distribution and trade discounts.

4.2 I Am Green Tea Co., Ltd., representing 8.1% of the total sales in 2023, selling through dealer networks, restaurants, traditional trade, cash vans and other channels which cannot reach by other distributors.

4.3 Boonrawd Asia Co., Ltd., representing 4.8% of the total sales in 2023, by focusing on the distributor network, traditional trade and shop under the network of Boonrawd Asia Co., Ltd.

4.4 Export to foreign countries, accounted for 8.3% of the total sales in 2023.

Distribution (%)	Year 2021	Year 2022	Year 2023
Domestic	87.1	90.3	91.7
Export	12.9	9.7	8.3
Total	100	100	100

However, each distributor has different distribution territories and outlets in the core network, but there is no overlapping. The Company operates most of the business for more than 91.7% in Thailand, details of business transactions with related parties are shown in “Notes to Financial Statements”.

1.2.3 Investment Promotion Certificate

- In present, the Company has no investment promotion rights from the Board of Investment.-



1.2.4 Marketing and Competition

Competitive Strategies, Targeting, Distribution and Distribution Channels

In 2023, non-alcoholic beverage market grew from economic activities which recovering from the country's reopening. Thus, the Company obviously benefited from tourists spending for more. Whereas, RTD tea market grew significantly and climbed up to be the top category of beverage market in 2023. When combined with the effective marketing campaigns and sales under an appropriate budgets, Ichitan has grown very well. Furthermore, the Company gained more market shares by entering vitamin water market and soft drink market, to serve the consumer needs. The Company expects that the RTD tea market in Thailand and Southeast Asia will continuously grow as a potential market.

• Strong Brand Management Strategy

Currently, the RTD tea market in terms of appearances and tastes are quite not different, therefore strong branding creation would be more advantage. The Company committed to create the Ichitan product branding, as a leader of RTD tea products. As well as using 360 degree communication method to reach consumers.

• Product Strategy

In order to reinforce positioning of the brand as product quality, so the Company has strictly controls quality at every step of production chain from research and development product, quality raw materials selection, meticulous production process and using modern technology to reserve good quality in beverage.



In addition, Research and Development team of the Company is comprised of professional experts in the beverage field which truly understand consumer needs and expectation, which enable to develop new products that match the taste among consumers in Thailand and some Asian countries, especially consumer who is focused in their health. Thus, the Company manufactures to serve the consumer needs such as RTD tea by Shizuoka branding, the first product in Thailand supported by the Shizuoka Prefecture Tea Exporters Association, Japan.

For packaging, the Company has emphasized on the detail of design and sizing to be made of safe material, recognition and convenience including modern label design. Since year 2019, the Company has policy on to provide ingredient information to consumers in a transparent manner by attaching label of nutrition and calories clearly on the packaging that may make a decision to purchase easier.

• Inventory and Efficient Cost Management

The fixed costs such as depreciation of machinery and equipment which made the production cost per unit, will be reduced as production volume increased. So, the Company has applied the cold aseptic filling system, which is advanced technology in our production process for reducing our production cost. The technology offers the benefits of (1) lighter materials used (2) longer, continuous production up to 120 hours before each cleaning session which makes production (3) automation features which offers labor-cost saving advantage. Also, the Company has implemented the automated storage and retrievable system for inventory management, which leads to higher efficiency and reduce labor costs.

These factors contribute to enhance cost management with efficiency together with able to meet customer needs in a timely manner.

• Distribution Channel Management Strategy

To distribute and reach consumers more quickly and without product shortage, the Company always controls and monitors the product movement starting from ready-to-sell product in warehouse until forwarding to distributors who responsible for each retail channel. Moreover, the Company also has a team to follow up on sales performances and product rotation period of each area in order to forecast sales volumes and appropriate storage volumes in the future.

• Marketing and Sales Strategy

Demand Forecasting :

The Company has forecasted beverage demands that based on historical and statistical data and seasonal factors such as weather conditions, festival occasions, competitive environment and the economic situations. The Company has strived to ensure the forecast accuracy and limit the deviation at 10% maximum. Realistic forecasts will contribute to the efficiency of production and promotional activities.

Marketing Planning and Promotions :

According to the consumer behavior changes subject to the technology transformation, all the marketing campaigns and communications must be provided to the specific needs of each consumer group.

Pricing and Discounting :

As the ready-to-drink beverages are being seasonally volatile products, the Company therefore adjusted and reviewed the trade discount policy consistency with market demand. Meanwhile, the pricing may not be changed much due to the intense competition in the beverage industry.

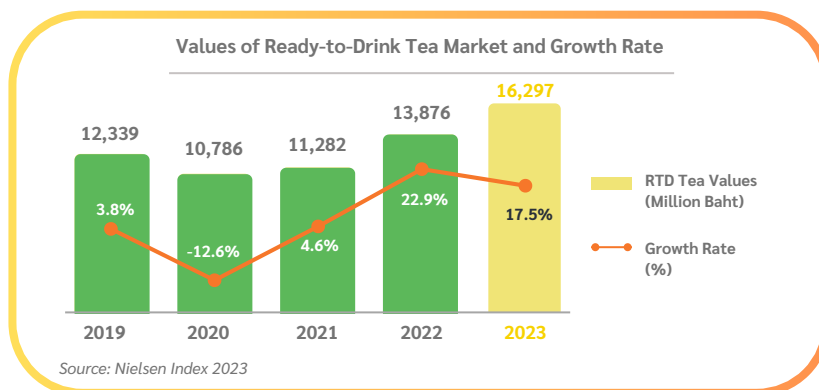
• Corporate Governance and Sustainability Strategy

The Company gives an important as being a quality organization, building trust and confidence to societies, communities, and the stakeholders. Conducts the business operations by emphasizing on sustainability throughout the whole supply chains, covering three dimensions; economic, social, and environment subject to the good corporate governance and anti-corruption policy. The Company also cultivates awareness for directors, executives and employees to work with honesty, morality and ethics.



Industry Situation and Competition

In 2023, the Company had main income from the RTD tea sales which accounted for 89.2% of total revenues in average, and had non-tea sales in proportion of 10.4%. The beverage industry data shown that the ready-to-drink tea market in 2023 had a total value of Baht 16,297 million, increased by 17.5% from the previous year. The main factor occurs from the lifting of the lockdown measures which is resulting to economic spending. The total market shares of domestic RTD tea market in 2023 comprised of Ichitan 25.6%, Yen Yen 6.1%, Shizuoka 1.3%, main competitors 44.4%, and others 22.6%



Nowadays, trends of beverage consumption are more selective with product variety and differentiated, especially healthy drinks that focusing on no sugar, less sweets or sweeteners, and other useful substances such as multi-vitamins. As the healthy drink is garbed more attention, this would be an opportunity for Ichitan Group Pcl. to research and develop (R&D) more new products in order to achieve the consumers' needs especially who are very health conscious. However, the RTD tea market is likely to grow further in the future, including new product groups that are still well received by consumers.

In 2023, the Company has given importance to the development of domestic sales channels in both modern trade and traditional trade channels, through the 3 main distributor partners, and have set up common growth goals, set guidelines and develop specific promotional programs in each channel to meet different customer groups. For export market, the Company has worked with strong partners in local countries which enter the market by participating in developing products and marketing activities to serve the consumer needs and other potential trade partnerships. Therefore, the proportion of export sales in 2023 was at 8.3%, The Company continuously plans to cooperate with trade partnerships in various countries to achieve the sustainable sales growth. Furthermore, the Company has also focused on the efficient uses of production capacity therefore expanding to the OEM business. In 2023, the Company received well feedback from OEM customers, accounted for 1.6% of the total sales revenue.



1.2.5 Product Procurement and Services

Procurement

Products are produced at Ichitan's factory, sourcing key raw materials such as tea leaves, fructose, sugar, and water and supply to the factory. The Company has quality control measures prior to the production process, starting from cultivation, raw materials selection and storage, in order to provide high standards quality. For outsourcing, the Company always delivers the premix to the contractor to prevent modification of production formulas. Also, there are inspection measures and quality control for raw materials used by the third party, which determined by approved vendor lists. The Company usually sends employees for monthly inspection to review the production quality control of the third party as well.

- **Organic Tea Leaves:** The Company plans the production and determines the volume of tea leaf cultivation. the agreements with tea distributors who gathers tea leaves from farmers, are signing annually. The quality of tea leaves is also controlled by Research and Development department, to supervise the cultivation process free from pesticides and chemicals entire process, tea leaves fermentation, harvesting, steaming to pre-delivery storage. R&D team are also responsible for quality tracking and inspecting the smells, tastes, weights, and color, prior to the manufacturing process. Ready-to-produce tea leaves are stored in the temperature chamber in order to prevent quality deterioration. Tea leaves produced/supplied by each trading partner are raw materials that can be used interchangeably. If any distributor is unable to deliver tea leaves, the Company will purchase from other source instead, because tea leaves can be substituted and depend on how they processed.

- **Fructose and Sugar:** These materials can be easily procured in Thailand with no quality differentiated among producers. Sugar prices fluctuate slightly depending on the production volumes each year, in line with world market prices. According to the current health trend, there are good signs of a sugary ingredient reduction that used in the beverage industry.

- **Water** Water used in our production process is supplied by Rojana Industrial Park Pcl. The water has been purified by the reverse osmosis system and treated in accordance with the WHO's 1993 guidelines.

- **Packaging:** The Company carefully selects packaging suppliers by considering the reliability of the suppliers' operations as an important matter, to ensure that they are unable to deliver a quality products on time. However, the suppliers' qualifications are always reviewed and monitored.

- **Natural Gas:** The Company has a purchase agreement with a domestic natural gas supplier that will be valid on August 31, 2025 and can be extended not less than 90 days before the end of the contract.

To reduce the risk from overdependence on suppliers with the receiving of reasonable prices, the Company has the policy to purchase raw materials from various of major manufacturers, with positive business relations. In past, the Company do not have any purchase transaction from suppliers more than 30% of total purchasing volume.

Production Process

The main production processes are tea extraction, flavoring, bottling and quality control. Every step of the production process is chemical-free with modern control systems. The tea leaves are transported to the temperature-controlled extraction pot, then cooled and left to precipitate; tea water is transported through a fine filter to the flavor pot that mixes ingredients. The flavored tea will be transported for bottling further, Cold Aseptic Filling System which is the latest in beverage production technology from Japan, resulting in valuable products that is always new and fresh and highest safety for consumers by a beverage product that mixes various ingredients. Then, it sterilized by high heat at 137 °C for 4 seconds, after which it will cool quickly at 25 °C. The product is then placed into a plastic bottle (PET) and sealed with a plastic cap that has been sterilized, including sterile paper box containers as well. Every such production process has an automatically control and information recorded system. When something abnormal occurs during production, the production will stop automatically and promptly report to the person who responsible for the production control to solve problem in a timely manner, minimize damage to the production line.

Quality Assurance

The Company controls the quality of products at every stage, from the selection of suppliers of raw materials and packaging, checking the system of the vendor seller rating and inspection of products before acceptance into the production process. As for the production process, quality is checked by using the Quality plan, a reference tool for sampling standards according to MIL-STD_105E, and finished product quality checks; Physical, chemical, biological, sensory product standards. Before the product is released from the factory, the Company also focuses on maintaining the quality and developing continuously by establishing an integrated management system for quality, hygiene Food safety is the establishment of GMP, ISO22000 : 2018, TAS 9024-2021 HACCP Codex Alimentarius (HACCP), TAS 9023-2021 GHP Codex Alimentarius (GHP), FSSC22000, ISO9001 : 2015, ISO14001 : 2015, ISO17025 : 2017, ISO50001 : 2018, MUI HALAL, HALAL CICOT, and other international standards, disclosed in the "Sustainable Development Report" on Company's website.

Cost of Sales

During year 2021 - 2023, the Company's cost of sales raw materials and consumables estimate for 50% - 60% of total cost of sales. The details of cost of sales are shown as follows:

Cost of Sales	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Raw materials, Consumables and Changes in Finished Goods	2,393.9	56.7	3,063.6	59.4	3,786.0	61.4
Depreciation and Amortization	562.5	13.3	547.3	10.6	546.8	8.9
Infrastructure (fuel, electricity, water supply)	226.2	5.4	293.8	5.7	341.8	5.5
Transportation costs	19.9	0.5	23.2	0.5	25.6	0.4
Employee expenses	150.0	3.6	154.3	3.0	176.5	2.9
Others	868.4	20.5	1,071.6	20.8	1,286.5	20.9
Total Cost of Sales	4,220.9	100.0	5,153.8	100.0	6,163.2	100.0
Revenue from sale of goods	5,228.3		6,340.4		8,049.9	
Gross Profit Margin (%)	19.3		18.7		23.4	

Production Capacity

Information as of December 31, 2023.

- The total of 7 PET production lines with maximum capacity of 1,500 million bottles/year (or equivalent to 630 million liters/year)
- The total of 2 UHT production lines with maximum capacity of 200 million cartons/year (or equivalent to 60 million liters/year)

1.2.6 Research and Development

The Company has control the quality of product at every stage, from the selection of raw material until packaging. The monitoring system of the vendor and evaluating vendor, as well as inspecting the product before bring to the process. In the production process the quality inspection by the Quality plan, this is a standard random sample in regard to MIL-STD_105E and inspect the quality of finished products by physical, chemical, biological along with product standard. Before releasing the product from the plant, the Company has focused on quality and improvement continuously by set up integrated quality management system on - health - food safety system, including set GMP, ISO22000 : 2018, TAS 9024-2021 HACCP Codex Alimentarius (HACCP), TAS 9023-2021 GHP Codex Alimentarius (GHP), FSSC22000, ISO9001 : 2015, ISO14001 : 2015, ISO17025 : 2017, ISO50001 : 2018, MUI HALAL, HALAL CICOT and other related international standard which are disclosed in more detail in " The Sustainable Development Report".

Ichitan Group Public Company Limited (the Company) has developed the knowledge of operating experience and releasing to any company or agencies which interested in the Company. The Company is highly interested for visiting at the Learning Center, "Tan Land" with the idea to raise awareness for people to learn how to use resources sufficiently and respect to nature under the concept of "Greenovation", innovation from social responsibility of the Company which are the result of operations with responsibility for achieving production idea ,process whether the changes are caused by changes in a whole new revolution or further development that create positive innovation. In addition to, create efficient and effective in both the short term and at the same time add value to the Company and the related party in the long term.

Innovation that focuses on exploiting new ideas with social responsibility inevitably leads to progressive growth and continually increasing competitiveness and sustainability of socio-economic enterprises and quality of life. Involving rehabilitation and development of the environment, such as improving productivity in production that adds value to social responsibility in that dimension of innovation which can create economic progress and create a systematic well-being for society. Value creation and value balancing are taken into account as well as the needs of the company, coupled with the society that has become the creation of innovative socially responsible business processes, such as innovative beverage production that is good for consumer health. By reducing the proportion of sweetness but still maintaining the taste and quality that is good for consumers, such as Ichitan "Honey Lemon", Ichitan "Catechin 0 calories, 0% sugar", Shizuoka "Genmaicha flavor", Yen Yen "Herbal plum flavor", and Tansansu, etc.

1.2.7 Assets Used in Business Operations

Fixed Assets

As of December 31, 2023, the Company has “fixed assets” used in business operations with total net book valued of Baht 3,545.6 million, which details as below:

Locations and Details	Ownership	Net Book Value (Million Baht)	Obligation
1. Land and Land Improvement			
<ul style="list-style-type: none"> The total area of 75-3-80 rai under title deed No. 13425 and 33355, which is the location of the Company's factory in the garden project Rojana Industry Zone 8, Uthai Subdistrict, Uthai District, Phra Nakhon Si Ayutthaya Province. 	Owner	233.4	Mortgage with bank
2. Buildings and building improvements (Including interior parts and systems)			
<ul style="list-style-type: none"> Factory building, office and supporting building located in the Rojana Industrial Park Project under Title Deed No. 13425 and 33355, Zone 8, Uthai Subdistrict, Uthai District, Phra Nakhon Si Ayutthaya Province. 	Owner	1,302.7	Mortgage with bank
3. Machinery and factory equipment			
<ul style="list-style-type: none"> Machinery in the production line of the Company's factory located in the garden project Rojana Industry. 	Owner	1,930.9	Mortgage with bank
4. Furnishings, fixtures and office equipment	Owner	9.1	None
5. Tools and utensils	Owner	36.3	None
6. Vehicles	Owner	4.1	None
7. Assets in process of construction and installation	Owner	29.0	None
Total		3,545.6 Million Baht	

Remark: As of December 31, 2023 fixed assets item no. 1 and 3 (in partial), the Company has applied for mortgage / pledge as collateral for loans from 1 financial institution with net book value approximately of Baht 375.8 million.

Intangible Assets

As of December 31, 2023, the Company has “intangible assets” which is computer software in amounting of Baht 8.0 million.

Service Trademarks

As of December 31, 2023, the Company and Subsidiary owned 2 service trademarks as follows:

Registration No.	Registered Date	Protection Periods
B54348	April 12, 2011	10 years from the registered date and can be renewed every 10 years
B54349	April 12, 2011	10 years from the registered date and can be renewed every 10 years

Trademarks

4.1) Domestic: As of December 31, 2023, the Company owned a total of 45 trademarks as follows:

Registration No.	Registered Date	Protection Periods
C422248	June 11, 2015	10 years from the registered date and can be renewed every 10 years
C422247	June 11, 2015	10 years from the registered date and can be renewed every 10 years
C372021	Nov 30, 2011	10 years from the registered date and can be renewed every 10 years
C372022	Nov 30, 2011	10 years from the registered date and can be renewed every 10 years
C346374	Oct 5, 2010	10 years from the registered date and can be renewed every 10 years
C408953	Mar 4, 2014	10 years from the registered date and can be renewed every 10 years
C408946	Mar 4, 2014	10 years from the registered date and can be renewed every 10 years
C408882	Mar 4, 2014	10 years from the registered date and can be renewed every 10 years

Registration No.	Registered Date	Protection Periods
C409104	Mar 4, 2014	10 years from the registered date and can be renewed every 10 years
C409105	Mar 4, 2014	10 years from the registered date and can be renewed every 10 years
C409106	Mar 4, 2014	10 years from the registered date and can be renewed every 10 years
C408877	Mar 4, 2014	10 years from the registered date and can be renewed every 10 years
C408878	Mar 4, 2014	10 years from the registered date and can be renewed every 10 years
C408936	Mar 4, 2014	10 years from the registered date and can be renewed every 10 years
181115008	Nov 26, 2014	10 years from the registered date and can be renewed every 10 years
181115007	Nov 26, 2014	10 years from the registered date and can be renewed every 10 years
181114981	Nov 26, 2014	10 years from the registered date and can be renewed every 10 years
181114997	Nov 26, 2014	10 years from the registered date and can be renewed every 10 years
181114989	Nov 26, 2014	10 years from the registered date and can be renewed every 10 years
181114985	Nov 26, 2014	10 years from the registered date and can be renewed every 10 years
171122359	Apr 3, 2015	10 years from the registered date and can be renewed every 10 years
171121803	Apr 3, 2015	10 years from the registered date and can be renewed every 10 years
171121800	Sep 21, 2015	10 years from the registered date and can be renewed every 10 years
171121777	Sep 21, 2015	10 years from the registered date and can be renewed every 10 years
171121801	Sep 21, 2015	10 years from the registered date and can be renewed every 10 years
171122361	Aug 28, 2015	10 years from the registered date and can be renewed every 10 years
171122362	Aug 28, 2015	10 years from the registered date and can be renewed every 10 years
191109584	Feb 9, 2017	10 years from the registered date and can be renewed every 10 years
191109195	Feb 9, 2017	10 years from the registered date and can be renewed every 10 years
191109550	Feb 9, 2017	10 years from the registered date and can be renewed every 10 years
191109585	Feb 9, 2017	10 years from the registered date and can be renewed every 10 years
C85377	Sep 12, 1958	10 years from the registered date and can be renewed every 10 years
C85922	Sep 17, 1958	10 years from the registered date and can be renewed every 10 years
191121652	Apr 5, 2017	10 years from the registered date and can be renewed every 10 years
201127359	Apr 5, 2017	10 years from the registered date and can be renewed every 10 years
201110082	Nov 26, 2018	10 years from the registered date and can be renewed every 10 years
201110100	Nov 30, 2018	10 years from the registered date and can be renewed every 10 years
201110021	Mar 24, 2011	10 years from the registered date and can be renewed every 10 years
161111592	Feb 16, 2016	10 years from the registered date and can be renewed every 10 years
161111591	Feb 16, 2016	10 years from the registered date and can be renewed every 10 years
C145447	Jul 19, 2000	10 years from the registered date and can be renewed every 10 years
C152281	Jul 19, 2000	10 years from the registered date and can be renewed every 10 years
C127420	Oct 10, 1950	10 years from the registered date and can be renewed every 10 years
C126962	Oct 10, 1950	10 years from the registered date and can be renewed every 10 years
211111516	Mar 20, 2011	10 years from the registered date and can be renewed every 10 years

4.2) International: As of December 31, 2023, the Company and Subsidiary owned a total of 53 trademarks as follows:

Registration No.	Registered Date	Protection Periods
T1213049I (Singapore)	Sep 5, 2012	10 years from the registered date and can be renewed every 10 years
T1213048J (Singapore)	Sep 5, 2012	10 years from the registered date and can be renewed every 10 years
T7460498B (Singapore)	Apr 3, 1974	10 years from the registered date and can be renewed every 10 years

Registration No.	Registered Date	Protection Periods
11159068 (27 Euro Economic Association Countries)	Jan 14, 2013	10 years from the registered date and can be renewed every 10 years
11159068 (27 Euro Economic Association Countries)	Jan 14, 2013	10 years from the registered date and can be renewed every 10 years
971686 (New Zealand)	Jan 22, 2013	10 years from the registered date and can be renewed every 10 years
27068 (Laos)	May 10, 2013	10 years from the registered date and can be renewed every 10 years
27069 (Laos)	May 10, 2013	10 years from the registered date and can be renewed every 10 years
302787788 (Hong Kong)	Nov 1, 2013	10 years from the registered date and can be renewed every 10 years
302787779 (Hong Kong)	Nov 1, 2013	10 years from the registered date and can be renewed every 10 years
19741340 (Hong Kong)	Apr 11, 1974	10 years from the registered date and can be renewed every 10 years
19520606AA (Hong Kong)	Mar 14, 1952	10 years from the registered date and can be renewed every 10 years
19520606AA (Hong Kong)	Mar 14, 1952	10 years from the registered date and can be renewed every 10 years
19500327AB (Hong Kong)	May 3, 1949	10 years from the registered date and can be renewed every 10 years
KH/49533/14 (Cambodia)	Jan 1, 2013	10 years from the registered date and can be renewed every 10 years
KH/49534/14 (Cambodia)	Jan 1, 2013	10 years from the registered date and can be renewed every 10 years
2012056944 (Malaysia)	Sep 5, 2012	10 years from the registered date and can be renewed every 10 years
2012056945 (Malaysia)	Sep 5, 2012	10 years from the registered date and can be renewed every 10 years
S/007869 (Malaysia)	Oct 18, 1960	10 years from the registered date and can be renewed every 10 years
M/064981 (Malaysia)	Mar 31, 1976	10 years from the registered date and can be renewed every 10 years
01650792 (Taiwan)	Jun 16, 2014	10 years from the registered date and can be renewed every 10 years
01650792 (Taiwan)	Jun 16, 2014	10 years from the registered date and can be renewed every 10 years
43,220 (Brunei)	Sep 10, 2012	10 years from the registered date and can be renewed every 10 years
43,220 (Brunei)	Sep 10, 2012	10 years from the registered date and can be renewed every 10 years
1512052 (Australia)	Sep 3, 2012	10 years from the registered date and can be renewed every 10 years
1512052 (Australia)	Sep 3, 2012	10 years from the registered date and can be renewed every 10 years
IDM000405922 (Indonesia)	Jan 23, 2014	10 years from the registered date and can be renewed every 10 years
IDM000405923 (Indonesia)	Jan 23, 2014	10 years from the registered date and can be renewed every 10 years
IDM000516219 (Indonesia)	Jan 25, 2016	10 years from the registered date and can be renewed every 10 years
IDM000516213 (Indonesia)	Jan 25, 2016	10 years from the registered date and can be renewed every 10 years
IDM000091381 (Indonesia)	Dec 5, 2006	10 years from the registered date and can be renewed every 10 years
IDM000091382 (Indonesia)	Aug 18, 2006	10 years from the registered date and can be renewed every 10 years
KH/71781/19 (Indonesia)	May 27, 2019	10 years from the registered date and can be renewed every 10 years
IDM000824117 (Indonesia)	Jan 26, 2021	10 years from the registered date and can be renewed every 10 years
TMA908,903 (Canada)	Jul 20, 2015	15 years from the registered date
TMA908,903 (Canada)	Jul 20, 2015	15 years from the registered date
16170488 (China)	Mar 21, 2016	10 years from the registered date and can be renewed every 10 years
16170487 (China)	Mar 21, 2016	10 years from the registered date and can be renewed every 10 years
13029307 (China)	May 21, 2016	10 years from the registered date and can be renewed every 10 years
15781824 (China)	Sep 21, 2016	10 years from the registered date and can be renewed every 10 years
244029 (Vietnam)	Apr 22, 2015	10 years from the registered date and can be renewed every 10 years
244030 (Vietnam)	Apr 22, 2015	10 years from the registered date and can be renewed every 10 years
17134 (Vietnam)	Feb 21, 1995	10 years from the registered date and can be renewed every 10 years
4/11432/2015, 4/11906/2015, 4/10777/2018 (Myanmar)	N/A	Submitted an application for Re-filling under the trademark law of Myanmar. Waiting for the announcement of the Grand Opening
4/11433/2015, 4/11907/2015, 4/10778/2018 (Myanmar)	N/A	Submitted an application for Re-filling under the trademark law of Myanmar. Waiting for the announcement of the Grand Opening



Registration No.	Registered Date	Protection Periods
4/2020/00507707 (Philippines)	Apr 23, 2021	10 years from the registered date and can be renewed every 10 years
4/2020/00507709 (Philippines)	Apr 23, 2021	10 years from the registered date and can be renewed every 10 years
UK00911159068 (United Kingdom)	Jan 14, 2021	10 years from the registered date and can be renewed every 10 years
UK00911159068 (United Kingdom)	Jan 14, 2021	10 years from the registered date and can be renewed every 10 years
40-0319639 (South Korea)	Aug 10, 1995	10 years from the registered date and can be renewed every 10 years
40-0043998 (South Korea)	Dec 26, 1975	10 years from the registered date and can be renewed every 10 years
77888 (India)	Nov 19, 1997	10 years from the registered date and can be renewed every 10 years
4094645 (India)	Feb 20, 2019	10 years from the registered date and can be renewed every 10 years

1.2.8 Agreement and Insurance Policy

Distributors Agreements

The Company has three distribution agreements with three local companies and two overseas companies under the terms of the contract; the Company agrees to pay for the distribution of products at the rates stipulated in the agreement. The first contract has been effective from February 1, 2022 to January 31, 2025 and can be automatically renewed for 3 years at a time until either party terminates the contract at least 6 months prior to the contract expiration date. The second contract has been effective from November 1, 2023 to October 31, 2026. The third contract has been effective from July 1, 2023 to June 30, 2026.

Counterparties	Conditions	Periods
Manufacturer: Ichitan Group Pcl. Distributor: DKSH (Thailand) Co., Ltd. Agreement Date: February 1, 2022	<ul style="list-style-type: none"> Appoint exclusive distributor for RTD products as specified in the contract. Including revised and expanded products with agreed pricing conditions. All trade channels in Thailand both Modern Trade and Traditional Trade channels. 	<ul style="list-style-type: none"> February 1, 2022 – January 31, 2025 The agreement is automatically renewed for 3 years, unless either parties notify their intention not to renew the agreement at least 6 months prior to the due date. The party who does not breach the agreement has the rights to terminate the agreement.
Manufacturer: Ichitan Group Pcl. Distributor: Boon Rawd Asia Co., Ltd. Agreement Date: October 30, 2023	<ul style="list-style-type: none"> Appoint exclusive distributor for the RTD products as specified in the contract, including modified and extended products with agreed pricing terms. All trade channels in Thailand, except for modern trade channel. 	<ul style="list-style-type: none"> November 1, 2023 – October 31, 2026 The agreement renewal is considered by both parties by the period. The party who does not breach the agreement has the rights to terminate the agreement.
Manufacturer: Ichitan Group Pcl. Distributor: I Am Green Tea Co., Ltd. Agreement Date: July 1, 2023	<ul style="list-style-type: none"> Appoint exclusive distributor for RTD products as specified in the contract. Including revised and expanded products with agreed pricing conditions. All trade channels in Thailand Except for Modern Trade channel. 	<ul style="list-style-type: none"> July 1, 2023 – June 30, 2026 The agreement renewal is considered by both parties by the period. The party who does not breach the agreement has the rights to terminate the agreement.

Trademark Transfer Agreement

On May 11, 2015, the Company entered into a trademark transfer agreement with a joint venture company. Under the terms of the agreement, the Company agrees to transfer the right to use certain trademarks of the Company as specified in the agreement to a joint venture in Indonesia. The Joint Venture agrees to pay the Company a payment of USD 3,000 for the transfer of such rights. This contract is effective for a period of 10 years and at the end of the contract can be renewed for another 10 years according to the new conditions specified in the contract or terminated immediately when the company ceases to be a shareholder of the joint venture.

Intellectual Property Rights Agreement

On May 11, 2015, the Company entered into an agreement granting the right to use intellectual property with a joint venture. Under the terms of the agreement, the Company agrees that the Joint Venture will use some of the Company's know-how, technical know-how and formulation as stipulated in the agreement to produce and distribute the products in Indonesia. The joint venture agreed to pay a royalty fee to the Company in the amount of USD 3,000 per year. This contract is effective until after the date that the Company ceases to be a shareholder of the Joint Venture for a period of 10 years and at the end of the contract can be extended for another 10 years according to the new conditions specified in the agreement.

Natural Gas Purchase Agreement

The Company has a natural gas purchase agreement with a local company under the terms of the contract the Company agrees to pay expenses and comply with the conditions specified in the contract this agreement is effective from September 1, 2022 to August 31, 2025 and can be renewed with written notice not less than 90 days prior to the expiration date.

Domestic Carriage Agreement

The Company has a domestic transportation agreement with a local company under the terms of the contract, the Company agrees to pay expenses and comply with the conditions specified in the contract this agreement is effective from April 1, 2019 to March 31, 2024 and can be automatically renewed for 5 years until either parties terminate the agreement at least 6 months prior to the expiration date.

Office Building Lease Agreement

Counterparty	Rental area	Condition / Rental rate	Periods
<u>Rental area used for the Company's office</u> Lessee: Ichitan Group Pcl. Lessor: T-One Building Co., Ltd. Agreement Date: August 1, 2022	Floor 42 - 44 (Whole Floor) T-One Building, total area approximately 1,403.50 sq.m.	<ul style="list-style-type: none"> <u>Rental Rate</u> Year 1: 437,892 Baht/Month Year 2-3: 481,681.20 Baht/Month <u>Service Charge</u> Year 1: 656,838 Baht/Month year 2-3: 721,399 Baht/Month 	Aug 1, 2022 – Jul 31, 2025

Loan Agreement

As of December 31, 2023, the Company has no secured loan agreements with financial institutions, with undrawn credit limit in amounting of Baht 1,480.0 million (compare with the previous year of Baht 1,780.0 million). There was the obligation to mortgage/pawn the company's assets as collateral for the letter of credit limit, with net book value of Baht 375.8 million.

Insurance

Factory:

The Company has an agreement with Bangkok Insurance Pcl. covering all assets of the factory at Phra Nakhon Si Ayutthaya as follows:

Insurance Types	1) Industrial All Risks Insurance	2) Business interruption insurance	3) Third Party Liability Insurance
Amount	8,000 Million Baht	2,000 Million Baht	50 Million Baht
Due Date	December 31, 2023		
Period	December 31, 2023 – December 31, 2024		
Assured	Ichitan Group Public Company Limited		
Insured Location	111/1 Moo 4, Rojana Industrial Estate Project 3, Uthai Subdistrict, Uthai District, Phra Nakhon Si Ayutthaya		

Office Building:

The Company has an agreement with ERGO Insurance (Thailand) Pcl. covering a partial of head office building's assets at T-One Building as follows:

Insurance Types	1) Industrial All Risks Insurance	3) Third Party Liability Insurance
Amount	8 Million Baht	5 Million Baht
Due Date	January 1, 2024	
Period	January 1, 2024 – January 1, 2025	
Assured	Ichitan Group Public Company Limited	
Insured Location	No. 8 Building T One Fl. 42-44 Soi Sukhumvit 40, Phrakhanong, Klongtoey, Bangkok 10110	

1.3 Shareholding Structure of the Company and Subsidiary

1.3.1 Investment Policy in Subsidiary, Related Company, Joint Venture, and Others

The Company has a policy to focus on investing only in all types of beverage business except alcoholic beverages by investing in a large enough proportion for the Company to participate in the management and formulation of such businesses in the term that the Company will invest in various projects, the Company may consider such investments by itself or establish a subsidiary. The Associated company or Joint Venture are limited to businesses that are related or in continuation with the Company's business for joint ventures, the Company will consider establishing with other partners on a case by case basis and shall consider by the committee as of December 31, 2023.

Subsidiary Company

On February 8, 2017, the Company had established a subsidiary named "Ichitan Power Company Limited" with a registered capital of Baht 1,000,000 (one million baht), that had intended to conduct of distribution of all beverage business both domestic and foreign countries, including hold share of 99.9%.

On November 8, 2023, the Ichitan's Board of Director approved to increase capital in a subsidiary amounting to Baht 75 million. The subsidiary increased its unauthorized share capital from Baht 1 million to Baht 76 million. However, the registration of the increase in share capital with the Ministry of Commerce has been completed on November 30, 2023.

Name	Ownership interest (%)	Registered capital (Baht)	Paid-up capital (Baht)	Investment (Baht)
Ichitan Power Co., Ltd.	99.9	76,000,000	76,000,000	- 0 -

As of December 31, 2023, the management has assessed the recoverable amount of investment in subsidiary and recognized the allowance for impairment loss on investment in subsidiary in the separate statement of financial position amounting to Baht 76 million.

Joint Venture Company

On 27 August 2014, the Company entered into a joint venture agreement with PT Atri Pasifik ("AP"), a company incorporated in Indonesia, in order to invest in PT Ichi Tan Indonesia ("PTI"), a new joint venture established in Indonesia. The purposes of the joint venture are to produce and sell ready-to-drink beverage branded "Ichitan" in Indonesia. The Company and AP equally invested in the joint venture (50% of the issued and paid-up share capital of the joint venture) with investment value of Indonesian Rupiah 200,000 million. The Company paid for the first installment capital at the rate of 50% of the paid-up capital, amounting of Indonesian Rupiah 50,000 million. As of December 31, 2014, "PTI" became a jointly controlled entity of the Company.

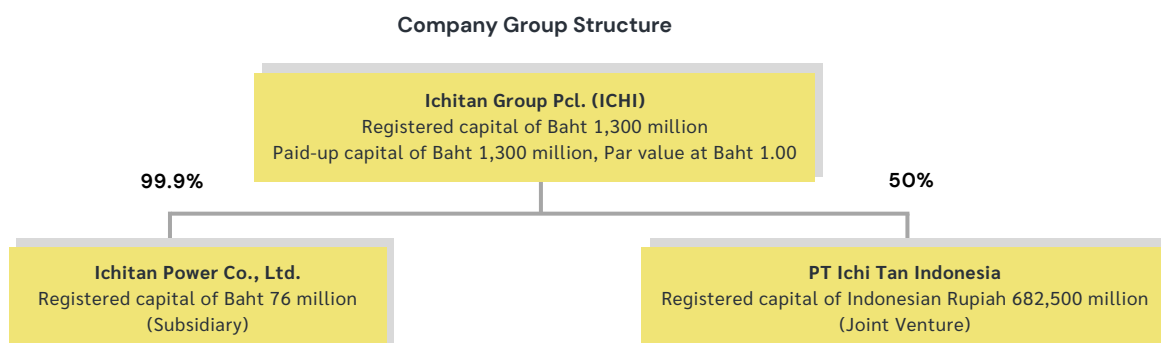
On January 5, 2018, the Company received a funding call notice from the joint venture to call for an additional paid-up of totaling Indonesian Rupiah 60,000 million for purpose of working capital, and the Company paid the said fund on January 17, 2018 and the joint venture had registered to increase capital with the Indonesia Investment Coordinating Board on January 24, 2018.

On January 10, 2019, the Company received a funding call notice from the joint venture to call for an additional paid-up of totaling Indonesian Rupiah 45,000 million for purpose of working capital, and the Company paid the said fund on January 23, 2018 and the joint venture had registered to increase capital with the Indonesia Investment Coordinating Board on January 23, 2019.

Subsequently, at the meeting of the Shareholders of PTI held on December 16, 2021, the shareholders of PIT approved to reduce its owned issued and paid-up capital amounting to Indonesian Rupiah 90,000 million by reducing 45 million shares of Ichitan Group Public Company Limited in the amount of Indonesian Rupiah 45,000 million (or equivalent to Baht 97.4 million). The joint venture registered the reduction of share capital with the Ministry of Law and Human Right on February 16, 2022.

Name	Ownership interest (%)	Registered capital (IDR Million)	Paid up capital (IDR Million)	Investment (Million Baht)
PT Ichi Tan Indonesia	50	682,500	390,000	538.0 (50%)

On December 13, 2023, the The Extraordinary General Meeting of Shareholders of PT Ichi Tan Indonesia ("PTI") approved the reduction of shares to reduce capital in PTI amounting to Indonesian Rupiah 35,000 million (or equivalent to Baht 77.9 million) and the joint venture has registered a capital reduction with the Ministry of Law and Human Rights on February 14, 2024.



1.3.2 Current Investment

On January 28, 2022, the Company acquired 5,036 newly issued ordinary shares of Predictive Co., Ltd. (“PDT”), which was incorporated and operates in Thailand. The principal activities of PDT are the management consulting services. With a par value of Baht 100 per share, at a purchase price of Baht 18,389 per share totaling Baht 92.6 million. The Company had the right to resell shares according to the terms and conditions stipulated in the agreement.

Subsequently, at a Board of Directors meeting of the Company on November 8, 2023, the Board of Directors approved to dispose of the entire investment to PDT’s shareholders. The disposal of the investment and it’s collection was divided into 2 transactions. The first disposal was the sale at 50% of the total investment. The Company received the first payment of Baht 46.3 million on November 9, 2023. The final disposal will be in March 2024, according to the terms and conditions stipulated in the agreement.

1.3.3 Supervision of Subsidiary, Related Company, Joint Venture and Others

The Company considered appoints 5 directors and 5 executives to be directors of the subsidiary company, those director and executive have been approved by the Board of Directors' meeting. The Board of Directors will consider appoint people to look after the benefits from time to time. The Company has established a policy for important transactions such as connected transactions, acquisition and disposition of assets and disclosure of information the aforementioned matters are also specified in the business ethics of the subsidiaries. In the previous year, there was no connected transaction occurred the subsidiary.

1.3.4 Parties with Conflict of Interest

- Please see details under Section 9, Internal Control and Related Transactions”, “Sub-clause 9.2.2, Persons who may have conflicts and Relationship with the Chairman of the Board of Directors”. -

1.3.5 Relations with Major Shareholders’ Business Group

- None -

1.3.6 Shareholders

As of March 6, 2024 (latest record date), the Company has top 10 major shareholders shown as below:

No.	Major Shareholders	Relationship with CEO	No. of Shares	% of total shares
1.	Mr. Tan Passakornnatee	-	360,639,600	27.74%
2.	Thai NVDR Company Limited	None	189,324,074	14.56%
3.	Mrs. Eng Passakornnatee	Spouse	60,000,000	4.62%
4.	Ms. Klainatee Passakornnatee	Daughter	60,000,000	4.62%
5.	Mr. Passakorn Passakornnatee	Son	60,000,000	4.62%
6.	Mr. Thiti Jiranonkan	None	35,000,000	2.69%
7.	Mr. Jaruworn Sukpanthaworn	Brother-in-law	33,292,000	2.56%
8.	MRS. CHEN, MEI-FANG	None	24,842,000	1.91%
9.	STATE STREET EUROPE LIMITED	None	24,745,373	1.90%
10.	Mr. Nuttachat Kumsiritrakul	None	15,899,999	1.22%
Total			863,743,046	66.44%

Limitation of Foreign Shareholders

Foreign shareholders are not allowed to hold more than 49% of the total paid-up capitals. As of March 6, 2024 (latest record date), there were 8.92% of the total shares of the Company which held by foreign shareholders.

1.4 Registered and Paid-up Capital

1.4.1 Common Shares (Registered capital and paid-up capital as of December 31, 2023)

Registered capital: Baht 1,300,000,000 divided into 1,300,000,000 common shares, par value at Baht 1.00 per share

Paid-up capital: Baht 1,300,000,000 divided into 1,300,000,000 common shares, par value at Baht 1.00 per share

1.4.2 Other Shares with Different Terms or Rights from Common Shares

- None -

1.4.3 Shares or Convertible Securities as Underlying Securities

- None -

1.5 Issuance of Other Securities

- None -

1.6 Dividend Policy

Ichitan Group Public Company Limited (the Company) has defined dividend payment policy, which states that “The Company will allocate the payment of dividend not less than 40% of net profits after taxes and legal reserve”. The Board of Directors may consider the annual dividend payment of the Company, which has to be approved in the shareholders' meeting (AGM), however, the Boards may deem it appropriate to pay interim dividend, should the Company have sufficient profit and working capital for the business operation after such interim dividend payment and report in the next shareholders' meeting. All dividend payment shall depend on cash flow, investment plan, economic conditions, operating results, financial status, liquidity, including with other necessity and appropriateness of the Company in the future, as well as comply with terms and conditions of the Company are applicable to financial institutions. Dividend Payment Policy of the subsidiary company, the Board of Directors of the subsidiary has the policy to pay dividend in accordance with its operating performance. Also, dividend payment policy will be based on financial position, and future investment plan of the subsidiary.

Details	Year 2021	Year 2022	Year 2023
Interim dividend payment (January 1, 2023 - September 30, 2023)	-	-	0.50
Final dividend payment (October 1, 2023 - December 31, 2023)	-	-	0.50
Annual Dividend Payment (January 1, 2023 - December 31, 2023)	0.50	0.60	-
Total (Baht/Share)	0.50	0.60	1.00
Total dividend payment (Million Baht)	650.0	780.0	1,300
Net Profit (Million Baht)	546.8	641.6	1,100.4
Dividend Payout (%)	118.9	121.6	118.1

Remark: The dividend payment for operating period January – December 2023 was in accordance with the Boards' resolution no. 1/2024, held on February 21, 2024 and will proposing to the 2024 Annual General Meeting of Shareholders for an approval.

2. Risk Management



2.1 Policy and Risk Management Plans

The Board of Directors, the management and all employees of Ichitan Group Pcl. (the Company) realize the valuable and benefits of implementing a standardized risk management system in business management with the strategy and operation of all processes, the Company's supply chain system may be affected by changing factors (environment), both internal and external the organization, including adaptation to cope with the crisis situation of the world is full of Volatility, Uncertainty, Complexity and Ambiguity that change rapidly, are unpredictable and difficult to make decisions, known as the VUCA world*.

The Company has established the risk management policy framework and applies it as a guideline for business operations and promotes the creation of the risk culture from risk management and business opportunities to enable the organization to achieve its goals effectively and effectiveness, as well as increasing competitiveness, increasing business opportunities, preventing and reducing the potential impact of significant risk factors that may affect performance of the Company. According to the principle of risk appetite framework to be the opportunity for the development and sustainable growth of the Company on the basis of Corporate Governance Code and apply 5 elements of 20 principles of the COSO - ERM 2017: Enterprise Risk Management (Integrating with Strategy and Performance) framework to be implemented throughout the organization by providing a risk management structure, there are 3 levels as follows:

- **Committee Level:** The Risk Management Committee assigned by the Board of directors to supervise, monitor, and implement risk management plan continuously in order to relate with present and future business. The committee is responding to give suggestion that consist with organization objective and strategy (Top Down).
- **Executive level:** To consider and determine the Risk Appetite that is acceptable in accordance with the operational goals and formulate strategy under the Risk Appetite framework. Supervise, monitor, and review the risk management process, then report the results to the Risk Management Committee quarterly.

- **Functional level:** Represent person who is responsible for identifying risks, evaluating, making plans, reporting, and proposing to top management monthly (Bottom up).

The Risk Management Committee is responsible for considering, supervising, and following up the risk management policy in accordance with the goals and strategies of the organization by assigning the managements to implement the approved organizational risk management processes to prepare a risk management manual. The formulation of a risk management plan shall link to the strategy and goals for implementing of the annual risk management monitoring, to guide the operations. The monitoring, evaluation, review of critical risk issues and appropriate support plans are carried out in accordance with every situation by risk factors that may has a significant effect on achieving the goal, divided into 5 aspects, including strategic risks, operational risk, financial risk, regulatory compliance Risk and emerging risks, which can be summarized as follows.



Remark: * "VUCA World" economic situation is changing rapidly, and business organizations must adapt to keep pace with the changes.

2.2 Risk Factors in Business Operations

Risk Types	Risk Factors	E	S	G
		Environment	Social	Governance
Strategic Risks	Risk affecting on the rights or investments of securities holders			●
	Risk relying on executives or major shareholders			●
	Intense competition risk		●	
	New product development risk		●	
	Risk relying on main distributors for at least 30% of sales revenue		●	
Operational Risks	Production and labor risk	●	●	
	Risk related to environmental impact	●		
	Safety risk on consumptions		●	
	Human rights risk		●	
Financial Risks	Foreign exchange risk			●
	Risk on price volatility of main raw materials			●
Compliance Risks	Risk of major shareholder over 50%			●
	Risk on violating the personal data protection acts (PDPA)			●
Emerging Risks	Demographic changes and consumer behavior risk on health conscious		●	
	Climate change risk	●		
	Risk on cyber attack and information leakage		●	
	Risk on emerging disease		●	

2.2.1 Strategic Risks

Risk affecting on the rights or investments of securities holders

As of December 31, 2023, the Passakornnatee family held totally of 540.86 million shares or equivalent to 41.6% of the Company's paid-up shares, the Passakornnatee family therefore is able to control almost the shareholders' resolutions involving; director appointment, or any other matters that request majority of votes. Except for legal matters or the Company's Articles of Association that stipulated three-fourths of the votes. Verifying and balancing the authority of major shareholders may definitely be difficult.

Measures/ Guidelines

The Company organizes a management structure consisting of knowledge personnel with clearly defined the scope of duties and responsibilities, in order to conduct business transparency subject to good governance principles. Appoint at least 3 independent directors out of 9 directors in total, to perform duties in the Audit Committee such as the Company's operations auditing, decision-making and authority balancing, significant matters approving, prior proposing to shareholders' meeting in further. However, there is an adequate and appropriate supervision of the interests of minor shareholders.

Moreover, the company appoints an internal audit department who reports directly to the Audit Committee, by overseeing the internal control system to be appropriate and adequate, creating transparency in business operations, and building confidence among shareholders.

Risk relying on executives or major shareholders

The Company's products reflect the image of the Company's key executive namely Mr. Tan Passakornnatee, who hold 27.74% of the Company's shares, become well-known person and accepted in the beverage industry in Thailand. In 2023, the Company had revenue from sales in amounting of Baht 8,085.0 million.

Measures/ Guidelines

The Company has restructured the managements by being have the decentralized management authorities, scope of duties and responsibilities to executives in various departments according to their knowledge, abilities and experience, in order to reduce the risk of relying on the mentioned executive. Furthermore, the Company also has a succession plan for significant management positions, especially CEO and senior executives, to serve business long-term growth. Also appointing the Executive Committee to manage the Company's operations sustainably.

Intense competition risk

At present, the competition in the beverage industry is quite intense from great number of existing entrepreneurs and new entrances, which may tend to increase every year. The competition for market shares occurs in both domestic and international, affecting the Company's income and sales revenue. In addition, intense competition also affects marketing activities in terms of marketing budgets management and legal compliance.

Measures/ Guidelines

The Company has policy on reasonable prices, not focus on cutting prices. Maintain customer base with brand loyalty, by creating mutual experiences with sub-campaigns to meet the needs of consumers in each group through various channels. As well as implementing the new forms of marketing activities, integrating all channels. Continuously creating an intensive advertising and communicating under the efficient budgets management.

However, the Company aims to be the leader of innovative beverages with quality products. Create differences in products in terms of tastes, quality, and packaging as priorities. There are also strategic plans for sourcing quality raw materials, as well as closed production process throughout the system. Quality beverages are delivered at reasonable prices to consumers in order to remain competitive advantage.

Although entering the beverage production and distribution industry is easy in the short term, new entrances also face with barriers to entry in the long term because the initial investment has a relatively high value. These barriers to entry may affect production costs and competitive product pricing. As a result, this is considered an advantage for Ichitan which has a relatively large market segmentation with mass production volumes, therefore production costs per unit are reduced. Furthermore, the Company is still ready to adapt with rapid change situations.

New product development risk

New product development must be done continuously to response the consumers' needs as changing circumstances. The Company may be affected from new product development risk that must compete in time with effective cost management because each new product launch requires a relatively high investment. The Company may also be at risk from investment if the new product is not well received or satisfied by consumers.

Measures/ Guidelines

The Company appoints a working group called "Stage Gate" to consider and screen new product development risk, by reviewing product information and providing suggestions to new product development team, as a practical measure before launching or inventing a new product. Starting from the product concepts, taste development, quality examination, and product launch.

The Company will begin by surveying the behavior and needs of consumers by a market research institution. Conduct production quality testing, packaging design, favors testing, together with analyzing the rate of return from producing and commercializing new products at a controllable level. The Company also has R&D Department who regularly develops products under efficient and effective budget allocation, to ensure that each time of product launch will be successful.

In 2023, the Company has adjusted flavor formula to reduce sugar in existing products "Ichitan Green Tea Honey Lemon", which is a popular product, in order to response consumer' needs in beverage market that trends to emphasize on health conscious. However, The Company also launches new products in a variety of favors (please refers details to "topic 1.2 Nature of Business Operations"), with sugar free favor but still a freshness drink.

Risk relying on main distributors for at least 30% of sales revenue

The Company has distributed products to modern trade channel and traditional trade through three main distributors under distribution agreements for 3 - 5 years namely; DKSH (Thailand) Co., Ltd., I AM Green Tea Co., Ltd., and Boon Rawd Asia Co., Ltd., with contribution of 78.8%, 8.1%, 4.8%, and exporting for 8.3% of sales revenue respectively. Thus, the Company may be at risk of relying on the main distributors.

(Information as of December 31, 2023)

Measures/ Guidelines

The Company has considered to diversify risk by providing three main distributors in accordance with DKSH's agreement which allow the Company to provide two more distributors as mentioned above. However, with a good relationship in past year, those three distributors had strictly comply subject to the agreement terms, therefore can be confident that the distribution agreement will still in proceed further.

2.2.2 Operational Risks

Production and labor risk

The production which is behind schedule according to excess market demand and defective products in the production process are key factors that absolutely affect the confidence and trusts of shareholders and consumers related to the Company's products.

Measures/ Guidelines

As of December 31, 2023, the Company had 379 employees which is enough and able to serve the business operations effectiveness, in order to prevent risks arising from the production system and product quality.

The Company therefore invested the automatic machinery “Auto Warehouse” in replacing human labor. In Addition, Ichitan Green Factory is the first factory in Thailand that operates with the automate production from inbound to outbound warehouse, with machine speed running of 120 consecutive hours. The advantage of factory helps to reduce production errors, labor shortages, and increase product efficiency in all aspects.

Currently, the Company has maximum capacity of 1,500 million bottles/year and 200 million cartons/year with innovative Cold Aseptic Filling Technology, an international standardize in beverage industry, along with the implementation of a multiplier maintenance (TPM) system to increase the overall efficiency and effectiveness of the machines to a higher level. Enhance capacity to ensure that the Company’s production is unable to serve the market demand. As a result, the company is able to control and manage labor risks and the availability of automatic machines “Auto Warehouse”.

Risk related to environmental impact

The Company as a manufacturer and distributor of plastic waste, realize that reduction and limitation of plastic amount is an urgent matter for the Company to take actions. Nowadays, campaigning on “Environmental Protection and Packaging Management” has been intensified. Thus, the Ministry of Natural Resources and Environment has a policy on Plastic Waste Management B.E. 2561 - 2573, which expanding on the responsibility of the manufacturers. Manufacturers must be fully responsible for packaging design, distribution, return and collection, reuse, recycling, involving the treatment of packaging waste after the consumption process.

Measures/ Guidelines

The Company has continuously to value on the environment by having the working group for sustainable development, who responsible for providing operational guidelines and monitoring the performances throughout the whole organization, under the 3Rs concept included; Reduce, Reuse, and Recycle. However, the Company can reduce wastes from the production process, disposal of scrap materials, and waste disposal costs. Reduce energy consumption by improving the production process in regular. In conclude, the company passed all industry standard criteria, without destroyed the environment and community resources.

In 2023, the Sustainable Development Working Group has developed a road map for plastic packaging designs with the readiness of brought back to circular economy. Starting from the research and development of rPET (recycled plastic) packaging bottles in the main product categories including; Ichitan Green Tea 500 ml. and Shizuoka Green Tea 440 ml., along with the use of liquid nitrogen technology to reduce the amount of plastic produced in packaging bottles for future as well.

Safety risk on consumptions

Safety on consumption is a key factor of the corporate risk, detecting only minor errors can have a significant impact on the reliability of the entire product.

Measures/ Guidelines

The Company values to the selection of raw materials and is meticulous in every production process so that the consumers can be confident that the products are the high quality and pass international standards such as GHP, HACCP, ISO9001, HALAL, ISO14001, ISO/IEC17025, ISO50001, FSSC22000, etc. In the production process, every batch will be sampled according to the standard for at least 7 days before being sold and protected for reference. If there is an infection, the whole set must be infected. Therefore, before sending out for sale, the Quality Assurance Department (QA) will bring the product to be checked in the laboratory which is to prevent safety risks in the product and in practice. The Company's machines use international standard technology and is the closed system, the whole process has never been seen in the past about insecurity in the product.

Human rights risk

Every sector value more attention to the human rights risk issues. The Company is aware of the importance and impact that may arise from human rights issues in business operations throughout the value chain. including those who may be affected, covering employees, communities and the environment, business partners and customers, especially emphasizing on the health and safety matter. There are management plans that can be dealt with in a timely manner. However, ineffective human rights management can have a reputational and financial impact on the Company.

Measures/ Guidelines

The Company has the human rights policy by adhering to social responsibility and all groups of stakeholders, especially the principles of human rights, which are fundamental rights and freedoms that individuals should have both in terms of equal employment. There is no restriction on sexual orientation, diverse gender identities (LGBTQ), and disables. The Company strictly complies with national laws and international principles on human rights and has the policy to manufacture and produce products as the highest standards and quality delivery. Encourage partners and business alliances for acknowledgment as a management guideline to prevent involvement in operating processes that may cause violations of human rights, as well as supporting social responsibility, community and environment.

Thus, the Company has communicated, educated and trained employees on safety and is committed to achieving business operation in accordance with the management and management standards for safety, occupational health, working environment and in accident-free working conditions.

The Company provides a channel for complaints about human rights including notification through an information box set up in the factory area. In 2023, there were no human rights violations in the organization and the Company's supply chain.

2.2.3 Financial Risks

Foreign exchange risk

The Company is exposed to foreign exchange risk arising from the business plan to expand its export markets to foreign countries in the form of purchasing and selling products in foreign currencies.

Measures/ Guidelines

The Company manages the risk by negotiating with trading partners to accept payments mainly in Thai baht currency and apply several related financial instrument to serve. However, as of December 31, 2023, the Company has no significant risk of foreign currency.

Risk on price volatility of main raw materials

Due to the Thai economy/world economy has been affected by global geopolitical conflicts, including the war between Israel-Hamas and Russia-Ukraine, which resulting in inflation, world food shortage crisis, and oil prices increased which affects the price of raw materials and the production costs.

Measures/ Guidelines

The costs management related to raw materials is planned by purchasing department for 6 months in advance or according to the appropriate situation, in order to obtain good quality of raw materials with sufficient quantities at reasonable prices. The Company also planned to procure raw materials from a variety of sources to reduce the risk relying on just one trading supplier, by providing the agreements with at least 2-3 trading suppliers whereas raw materials provided by each trading supplier must be substituted. The company uses the principle of economy of scale by increasing the production volume to reduce cost per unit, also running full operation to save electricity cost per unit as well.

2.2.4 Compliance Risks

Risk of major shareholder over 50%

Passakornnatee Group a major shareholder in the Company represents 41.6% of the paid-up capital, and can control most of the resolutions of the shareholders' meeting. Therefore, minor shareholders may not be able to combine votes to check and balance the proposed matter, but Passakornnatee family has no right to vote in considering the connected transactions with the Passakornnatee family. However, the major shareholding which is Mr. Tan Passakornnatee can be guaranteed that he will continue act as CEO to transfer business experiences and drive the Company's direction forward.

Measures/ Guidelines

The Company Boards' structure comprised of the Board of Directors with five sub-committees which are the Audit Committee, the Nomination and Remuneration Committee, the Risk Management Committee, the Corporate Governance and Sustainability Committee, and the Executive Committee.

The scope of authority and duty of the committees has been clearly defined, to operate business with transparency and comply with good governance. Also, the Audit Committee is consisting of the independent directors as a whole that will monitor the connected transactions by assigning Internal Audit Manager to report the committee quarterly.

Risk on violating the Personal Data Protection Acts (PDPA)

Regarding to the Personal Data Protection Act which already effective in present, there are regulations for data collection, use and dissemination and for the personal information to be used in the most appropriate way. The scope of access to personal data is therefore limited to prevent the use of personal information of the data subject. There are 3 parts of punishment which are civil penalty, criminal penalty and administrative penalty.

Measures/ Guidelines

The Company strictly complies with the requirements of the Personal Data Protection Act. In addition, the personal data protection policy has been established to provide appropriate personal data management methods with strict measures to maintain data security. For the protection of personal data of customers, the Company collects, uses and discloses personal data in accordance with the law on personal data protection and compliance with other relevant criteria. In 2023, the Company had no complaints or violations against Personal Data Protection Act.

2.2.5 Emerging Risk

The Board of Directors and managements regularly monitor global emerging risks, considering risk factors that may affect the organization and/or provide opportunity for business operations, such as demographic changes and consumer behavior on health conscious, disruptive changes in technology and innovation, cyber attack, climate changes, geopolitical conflicts, and emerging diseases, etc.



Demographic changes and consumer behavior risk on health conscious

Demographic structure in Thailand as we stepping into the aging society, has impacted on the economy in the various dimensions, involved consumption, savings and investment, and manufacturing, according to the consumer behavior on health conscious. However, the Company has been affected by both consumption and production in preparing strategic plans and products researching and developing to reach targeted groups.

Measures/ Guidelines

In 2023, the Company has developed several products and ready to focus on penetrating the elderly market and health-conscious people by adjusting the formula to reduce sugar and use the right amount of sweetener instead but still retains the refreshing deliciousness typical of Ichitan's beverages such as Ichitan Green Tea 280 mL., Tansansu, Ichitan Catechin 0 calorie (jasmine green tea favor and Oolong favor), Akaline water Ph. 8.5, etc.

Climate change risk

The Company places importance on the risk of climate change which affects business growth globally, occurring more stringent environmental agreements and regulations. Consequently, this matter will impact on the Company's reviewing of mission, vision, corporate strategies, and long-term goals, to enhance corporate sustainability further.

In 2023, The Board of Directors supervises the consideration of risk on El Nino phenomenon that might affect the business operation for next 3-5 years, such conditions may cause severe droughts due to the lack of rain. In this regard, Ichitan who operates a beverage production and distribution business, must rely on natural resources such as "water" as an important factor, impacts on main raw materials (such as tea leaves, sugarcane) in production process of the Company.

As the El Nino phenomenon effects to agricultural productivity significantly, raw material prices are fluctuated. The world sugar price has a chance of rising to 20 - 23 cents/pound. Brazil, the world's leader sugar exporter, suffers from congested ports and shrinking output. Whereas, the world's second-largest sugar producer like India, has hold measures to reduce export volumes.

Measures/ Guidelines

The Company has installed the solar cell solar power system in Grid-Connect style on an area of 35,592 sq. m. on the factory roof size 4,383 megawatts (MWp.) to generate used within Ichitan Green Factory, reducing dependence on electricity produced from power plants on fossil fuels such as fuel oil, coal, natural gas, etc. Reduce carbon dioxide emission to the atmosphere more than 1,299.5 tCO₂eq per year. Ichitan's solar energy can generate electricity from sunlight approximately by 5.83 million kWh per year, offset the electricity expense by Baht 28.57 million per year.

The Company's factory located in Rojana Industrial Park Phra Nakhon Si Ayutthaya Province, where the Company has a follow up report on water levels from the Rojana Industrial Park regularly. In 2023, the water level is normal and sufficient for the production, and there is a flood prevention construction project surrounding all operational areas with a distance of approximately by 75 kilometers. Moreover, the Company has prepared and practiced the Business Continuity Plan being ready to deal with flood events that may occur in the future.

Risk on cyber attack and information leakage

Nowadays, cyber security threats are increasing which if companies do not have good control. This may result in the leakage of important information in the course of business both personal information and sensitive information or personal information may be disseminated inappropriately to affecting the image of the company and may be sued by the data owner or may cause operations to be interrupted.

Measures/ Guidelines

The operation of the computer back up system is checked regularly and ready to prioritize information and take care of confidential information by coding and set up authentication before accessing sensitive data as well as monitoring and monitoring threat patterns. In the attack of viruses or hackers to manage and close vulnerabilities, a Business Continuity Plan (BCP) has been prepared and rehearsed for each case and for example, in the event of a virus or system crash, data recovery rehearsals have to be done urgently. In 2023, the performance of cyber threat prevention and information leakage. The Company has a system that can prevent attacks from outside and the system has been developed to protect against new threats regularly.

Risk on emerging disease

In 2023, the new emerging diseases is still a major public health problem. It is also a risk to the economy, society and national security. Although there is a relaxation of lockdown measures from the government. The Company still has to keep an eye on the mutation of the COVID-19 virus and emerging diseases continuously because this will affect the operation of the Company both in terms of loss of income strategic management fails to achieve goals operation halted and health and safety of employees.

Measures/ Guidelines

The Company monitors the situation and cooperates as the law and the government announced and ready to conduct situation assessments and review strategies preventive measures and fix the impact that will occur in advance by having a quick response and a clear system. However, the operations of the organization can still be able to manufacture and distribute products efficiently.



3. Driving Business for Sustainability

3.1 Sustainability Management Policy and Goals

3.1.1 Sustainability Management Policy

The Company provides a business policy for the mission towards the goal of being a leader in the beverage business both in the domestic and abroad, starting from using raw materials, tea leaves grown in organic systems, etc., including the adoption of innovations in the process produced to provide quality beverages and healthy alternatives to consumers and to grow with a healthy society and ready to operate on the basis of economy, society, and governance. Environment, Society and Governance: ESG of the world that are increasing importantly to the stakeholders and business. Therefore, the Company has reviewed the sustainability management strategy and including setting the strategies, goals and has disclosed guidelines for managing the sustainability of the organization and linked to the United Nations Sustainable Development Goals (UN SDGs) in "The 2023 Sustainable Development Report", which disclosed on the Company's website under the topic of Sustainability Report.

3.1.2 Corporate Sustainability Management Goals

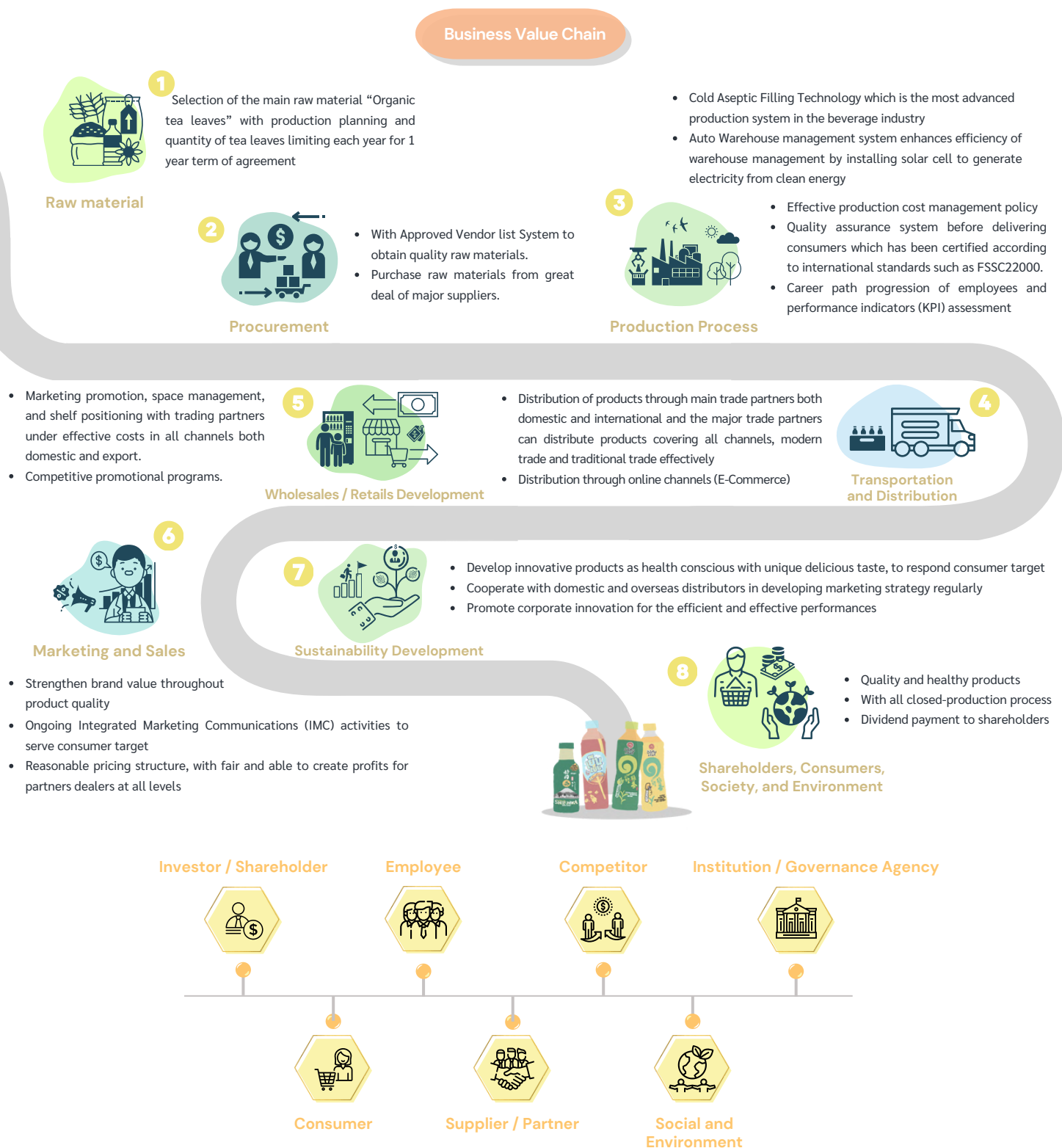
Sustainability Topics	Indicators	Target Year 2023	Performance Year 2023	Sustainable Development Goal (SDGs)
Environment				
1. Climate Actions	<ul style="list-style-type: none"> Reducing the Company's direct and indirect greenhouse gas emissions (Scope 1 and 2) Reducing the Company's electricity and heat per unit 	3.7%	Decrease by 4.5% (6,958.09 tCO ₂ eq)	7, 12, 13, 15
2. Efficient Resources Management	Control water quantity used per unit	14.0%	Decrease by 14.3% (201.51 MJ/1000L)	6, 11, 15
3. Sustainable Packaging Management	Develop recyclable packaging (rPET)	-	Develop existing product to rPET circular economy 100%	12, 14, 15, 17
4. Supply Chain Management	Supplier ESG Assessment	-	On-Site Audit 4 suppliers	12, 17
Social				
5. Consumer Relationship Management	Develop beverages with less sugar or 0 sugar	50%	52.94%	8, 12, 17
6. Human Rights and Labor Fair Treatment	Complaints on human rights issues	0 Case	0 Case	5, 10
7. Human Resource Development	Employee Engagement Score	80%	88%	3, 4, 8
8. Community and Social Involvement	Promote educational opportunities in society	-	540 students	3, 4, 8
Governance				
9. Corporate Governance	Complaints on corporate governance	0 Case	0 Case	16
10. Anti-Corruption	Complaints on anti-corruption	0 Case	0 Case	16
11. Business Innovation	Developing production innovations to expand business opportunities and economic value.	-	Create economic value of more than Baht 140 million	8, 12, 17

Remark: Details of sustainability performances disclosed in "The 2023 Sustainable Development Report" on the Company's website.

3.2 Analysis of Stakeholders in the Business Value Chain

Ichitan has identified all stakeholders of the organization by analyzing their relevance in the supply chain from sourcing resources and raw materials procurement process to enter into the production process until the product development process and innovation. All this for the best interests of shareholders, consumers, society and the environment. The impacts evaluation of value chain as shown in the diagram below.

3.2.1 ICHITAN Value Chain



3.3 Sustainability Management in Environment Aspect

Ichitan recognizes the importance of managing environmental issues. The Company already set the policy and goals as well as the performance to reduce the impact on the environment that will occur in the future including; Climate Actions, Efficient Resources Management, Sustainable Packaging Management, Supply Chain Management, and Eco-friendly Procurement. To ensure that there will still be enough resources transfer to next generations which covers environmental impact management issues in various areas as follows:

Climate Actions

The Company targets to reduce the greenhouse gas emissions and aiming for Carbon Neutrality by 2050. This contributes the Company to transforming toward the business challenges posed by climate change, encouraging the development of low-carbon society projects and innovations efficiently. These goals reflect the commitment to carry out in conjunction with environmental care, as well as maximize the benefits of natural resources used throughout the business operations.

In present, the Company has increased the proportion of renewal energy used for Ichitan Green Factory, the whole factory's walls are made from the temperature controller materials which help preventing heat and reduce more uses of air conditioner. The installation of solar cell ("Sunergy") with capacity of 4,383 MWp. on the factory's roof of 35,592 square meter, the Company can generate electricity from renewal energy approximately up to 5,832,603.08 kWh per year, helps reducing greenhouse emission to the atmosphere more than 1,299.5 tCO₂eq per year (or equivalent to planting 108,287 trees). Nevertheless, this can offset the electricity expense by Baht 28.57 million per year.

In 2023, the Company elevated addressing climate change through the key operational processes which able to reduce greenhouse gas emissions up to 6,958.09 tCO₂eq, or equivalent to 4.5% from the previous year.

Efficient Resources Management

The Company operates under the systematic environmental management guidelines (ISO 14001:2015), continuously review to improve operational processes. There is a Compliance Unit, which is primarily responsible for driving compliance assessment of the Company's working processes in accordance with relevant laws and regulations, as well as developing tools or management systems that stimulate the operations more efficient. In 2023, the Company received the Green Industry Level 5 Award from the Department of Industrial Works, Ministry of Industry.

In addition, the Company places great importance on water management by following up on water reference data from Rojana Industrial Park for use in assessing the situation and possible impacts. In this regard, the company supervises quality assessment at least once a year according to industry standards,

and according to the Ministry of Public Health Announcement No. 135 (B.E. 2534). In 2023, the Company focuses on operating under the concept of 3Rs (Reduce Reuse and Recycle) so that resources can be used as efficiently as possible. As a result, the Company is able to control the water usage rate at 4.95 cubic meters per ton of production. Reduced the amount of water supply used by 277,699 cubic meters, or a decrease of 3.83%.

In addition, the Company has also established effective waste management guidelines. Reduce garbage and waste generation by expanding the Upcycling Zero Waste process, recognizing to the impacts on environment, employees' health, and communities and society livings surrounding the factory. Prioritize on sustainability development with partners in recycled waste process to deliver to communities/society for further benefits.

Sustainable Packaging Management

The Company continually places importance on plastic packaging management, by emphasizing on a systematic waste management in terms of waste classification and separation. Initiating the used PET plastic into the Circular Economy system, as well as developing 100% Recyclable Packaging.

By 2024, the recyclable plastic packaging (rPET) will be completely developed, launching first sustainable packaging with the mainstream products in Green Tea category including; Ichitan Green Tea 500 ml. and Shizuoka 440 ml., which accounting for 4.09% of total production.

Supply Chain Management

The Company has supported and enhanced the potential of doing business with all partners for sustainable growth, aiming for consumers' needs along with reducing risks in business operations. Manage all business operations throughout the whole supply chain, starting from suppliers/partnership sourcing, suppliers' ESG risks evaluating (Environment, Social, Governance), and Building relationships and enhancing potential of partnerships. Increasing the efficiency of each supply chain management process to be more systematic with the using of digital technology.

The Company is committed to conducting business with all groups of trading partners under a sustainable procurement policy, with a providing of "Supplier Code of Conduct". This will enhance the potential in supply chain management to be more effective, coherence with the potential risks reduction. Furthermore, the Company also determined criteria for selecting suppliers and supervised to have ESG risk assessment of suppliers on an annual basis.

3.4 Sustainability Management in Social Aspect

The Company gives important on business conducting responsibly towards communities, society, and stakeholders, by responding to the stakeholders' expectation. The Company conducts the business under the principles of good corporate governance on compliances subjected to the Company's practices, rules, regulations, and other relevant laws. These efforts contribute to stimulating the social improvement on a quality of life and minimize negative social impacts, covering the operational framework including; consumer relationship management, human rights and labor fair treatment, human resource development, and community/social involvement.

Consumer Relationship Management

The Company creates relationship management within two groups of customer, which are business partners and consumers. Continually communicate and organize the marketing activities through business partners for both domestic and overseas, in terms of channels development, exchange of opinions about the products, and marketing concepts improvement. To achieve the consumers' satisfaction, the Company therefore emphasizes on integrated marketing communication (IMC), core communication channels such as advertising and printing media, and online channels through various platforms such as events and roadshows. The communication channel will considered by the consumer behavior of each groups matching with the appropriate product, to ensure that the Company's products will be number one choice to select in consumers' top of minds. Furthermore, new marketing campaigns are constantly being developed to attract consumers and being one part of Ichitan's campaign as well.

In addition, the Company conducted the consumer satisfaction survey on the Company's products. The analysis results are used to improve and develop new products taste with the reserved of highest quality. In 2023, the results found that 97.98% of consumers were satisfied with Ichitan's brands and products in terms of quality, brand image, and relationship building through various campaigns and promotions, leading to Ichitan No. 1 Brand Thailand award in the hearts of consumers for 4 consecutive years.

Human Rights and Labor Fair Treatment

The Company value on respecting in law and human rights principles by adhering to the law including basic human rights principles that emphasize equality equal in terms of dignity and rights which does not take into differences in origin, race, nationality, skin color, gender, religion, age, language, physical status, health, personnel status, economic or social status social, belief, education or political opinions without discrimination and do not discriminate against any person including promoting thinking and awareness of their rights, duties and responsibilities towards society and others with the following guidelines for practice as follows;

- Respect and strictly follow the rules, the Company's regulations and other relevant laws.
- Treat personnel and the whole stakeholders equally without discrimination. Embrace the diversity, accept and value differences on the basis of gender, age, ethnicity, skin color, religion, believes, citizenship status, rights and political opinions, personal preferences, physical or mental disabilities. Concerning of employees' rights, paying the compensation and welfare to personnel fairly by considering of the abilities and performances of employee regularly, consistent with economic situations and as required by law.
- Promote safety, occupational health, and working environment free from harassment. Neither use forced labor, trafficking labor nor illegal child labor. No punishment for physical or mental abuse of employee, either by means of threats detention, intimidation, harassment or any form of violence.
- Conduct the comprehensive human rights due diligence throughout the supply chain, to analyze risk and assess human rights impacts that may arise from business operations. Provide appropriate guidelines for risk management, along with remedy process if there is any human rights violations.
- Do not neglect when faces with the violations of human rights. Immediately report to supervisor or person assigned with responsibility, and cooperate in investigating various facts. The Company has provided measurement to protect and maintain the confidentiality of whistleblowers in accordance with the Whistle Blowing Policy.
- Communicate, disseminate and create awareness of human rights policy to personnel, suppliers, contractors, and business partners, creating participation in the practices and uses as a guideline for business responsibility and human rights respect including; manufacture and distribute the highest quality products, and procurement of raw materials or packaging that is not involved in illegal acts and violates human rights.
- Conducting the marketing activities towards customers with transparency. Communicating with accurate and complete information. Delivering quality, safe products at reasonable prices. Providing customer complaint channels, also a process for maintaining customer confidentiality and following up on cases of personal data violations.
- Conduct business on the basis of responsibility towards the environment, community and society, with equal respect for rights and freedoms. Listen to the opinions of the community and stakeholders regarding the Company's operations in order to reduce negative impacts on the quality of life of people in the community.

The Company has a complaint and remedy process that violate human rights by allowing employees who is as witnesses or aware of discrimination and violations of the human rights can report suspected violations to the following persons as below:

- Head of Departments / Hierarchical Supervisors
- Human Resources Department
- Office of the President

By post: Ichitan Group Public Company Limited
Human Rights Compliance Subdivision
No. 8, T-One Building, Floor 42-44, Soi Sukhumvit 40,
Phra Khanong, Khlong Toei, Bangkok 10110

By email: audit@ichitangroup.com

Upon receipt a report of a prohibited activity, the Company will consider appropriate actions and provide reasonable measures. Provide confidentiality and privacy of personal who involved in the investigation. In the event that there is a violation, offenders will receive the maximum disciplinary punishment and termination of employment. However, there is no reports on the human rights violations in year 2023.

Remark: The Human Rights Policy has been disclosed on the Company's website.

The Company treats the employees and personnel fairly by respecting and complying with laws and ethical principles, create justice, security and peace in society. The Company will abide by the Declaration on Fundamental Principles and Rights, as well as providing protection in the working conditions, health, and safety of employees with the following guidelines;

- Employment

The Company considers to recruiting new employees suitability in terms of knowledge, ability, experience, attitude and behavior through the selection system both in the written exam tests and interview. For those who are considered to be employed, will be designated as probationary workers to indicate on the employee's performance standards and have knowledge, ability, appropriate behavior and able to develop to work in that job position and can continue to be the employee or not. So that the company has hired without any discrimination affirm equality of opportunity without the person's political attitude, age or disability as a factor to considering and deciding employment including eliminate other factors that may lead to discrimination.

- Working Hours

Working hours are limited and not overtime, adhering to the Principle of Rights and the Company's ethics and code of conduct. Working days and hours of the employees can be mainly divided into two scopes of work as follows:

- Office work: Monday to Friday, at 08.30-17.30 hrs.
- On-site work: Working days and hours are depend on the agreement between supervisor and subordinate, subject to relevant laws.

- Anti-Employment of Child Labor

The Company does not employ illegal child labor, forced labor or slave labor except in cases where those hiring. It fully complies with all age-related laws and regulations, working hours, health, compensation, and safety.

- Disciplinary Punishment

If the employee avoids failure to obey the discipline or violates any prohibition, they will get warnings from the supervisor. The Company will adhere the preliminary principle of governances, there is no punishment either physical or mental oppression and unfair verbal abuse against employees. In addition, the severity of the punishment depends on the type of offense and intent, also the results of past actions and virtues. However, if there is any command for the offender to resign immediately, the Company will pay compensation as required by labor law.

- Complaint Process

The Company has a complaint process that employees can inform their personal problems and work performance related, to Human Resources Department via email; hrd@ichitangroup.com. Employees who are being persecuted, discrimination, violation of rights, or being a victim of others, has their right to lodge a complaint under the complaint process.

Human Resource Development

The Company is committed to developing the organization's personnel, encourage their knowledge and abilities, supporting the advancement of employees in every career field to create a competitive advantage. Conduct an organizational development along with the corporate happiness and pride promoting in being a personnel of "Ichitan". Supervise an appropriate compensation and welfare structure consistency with overall economic situations and labor laws.

The Company has a transparent and fair performance evaluation (KPI). Focus on employee engagement and teamwork performance with expressing opinions and creating work together. Also, caring of the employees' quality of life; including working environment, occupational health and safety, benefits and compensation, and employee's motivation.

- Employee Development

The Company has a policy to develop employees to enhance their potentiality, by providing employees opportunities to learn and be promoted in terms of progress in their works. Encourage women to have the opportunity to reach higher positions in a balanced proportion to men. Furthermore, The Company prepared an annual training plan to be consistent with the organization's strategy and labor laws, by communicating to employees through various channels within the organization.

- Wages and Compensation

The Company has a policy to pay employees a fair salary in accordance with the rate comparable to the wages in the market. Including compensation for work, appointment, transfer, and reward based on knowledge, competence, suitability and fairness without discrimination, and other welfare with appropriately. However, the rate of return is reviewed regularly.

- Quality of Life Encouragement

Encourages employees to have a better quality of life, and support the development of their lives. The well-being of the employees' families to be happy and self-reliant by supporting the savings and dividing time in working and living with family creatively.

- Workplace Arrangement

Provide appropriate working conditions for employees to work, this will help to make work safer and employees are also inspired. The Company considers a good relaxing environment for the health and safety of every employee's life.

- Internal Communication

The Company is committed to creating a commitment to communicate all policies to all employees through orientation, and by the public relations of the Corporate Communications Department once per month. The Company's performance was also communicated quarterly after financial announcement to all level of employees, so that everyone can know the real situation happens with the Company. At this stage, employees are also encouraged to participate in the exchange of knowledge, sharing of experiences and creative expression. In addition, the Company provides public relations channels through various media within the organization such as email, Group Line, Intranet system, and LED Billboard to update activities and movements within the organization.

In 2023, employees were satisfied with the organization at a high level of 88% due to the communication of corporate goals to employees at all levels. The knowledge and skills needed to work continuously and consistently, as well as fostering a suitable working atmosphere. As a result, employees are inspired to feel like they are part of the organization's success and are proud to work together.

Community and Social Involvement

The Company values the business development along with determination to continually give back the community and society. Adhering the environmental preservation and social responsibility, including being well aware that the beginning of a good society will start with "giving" and being part of community.

The Company has a role in being responsible for and supporting public benefit activities for the community/society. As well as developing the environment of community/society to promote better living conditions by creating employment and diversifying economic activities.

Community and social development are collaborate and participation between the company with communities and societies that affected by the operations or activities of the company to develop and promote strength as well as revitalize the cultural society nature to return to abundance both in communities and societies located next to or near the company or departments of the company as if they were the same community including communities and societies located far away. The company has established the Corporate Social Responsibility Policy as follows:

- Commitment to develop the business to be grow sustainably together with caring for the environment and the safety of the community to help society with determination.
- Help and develop society by using strengths and business expertise to work in social responsibility.
- Carry out social responsibility activities for the benefit of society, both in the communities surrounding the Company and in remote areas where public utilities cannot reach.
- Focus on the use of energy that exists in nature to benefit instead of leaving it wasted, based on the philosophy of sufficiency economy making the most of local resources.

Remark: Details of sustainability performances disclosed in "The 2023 Sustainable Development Report".



3.5 Sustainability Management in Governance Aspect

Good Corporate Governance

The Company realizes the importance of conducting business on the basis of honesty, transparency and verifiability in accordance with the laws and the Company regulations, the regulations or practices of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand, and relevant laws. The Company is committed to developing and enhancing the good corporate governance to be more efficient and effective which will build the confidence of the shareholders and all groups of stakeholders, as well as develop towards sustainable growth.

In 2023, the Company reviewed a Handbook of the Corporate Governance Principles, Ethics and Code of Conduct (full version), updated the second revision of “Sustainability Policy” and the “Human Rights Policy”. Moreover, to be consistent with changing business operating circumstances, the Company also provided “Supplier Code of Conduct” in order for the trading partners to sign and acknowledge the guidelines for doing business with the Company and adhere to practice as beneficial to the business operations in all trading partners appropriately.

Arrangement an internal control assessment of the operational processes within the company by assessing the risks and the effectiveness and efficiency of the control activities including developing control activities to reduce risks in an acceptable level.

Continuously support and drive compliance subjected by laws and the Company’ regulations, by providing the reporting process and followed-up on corrective actions concrete. To prevent chances of repeating inconsistent practices with laws and regulations in the future. In 2023, there is no incident of non-compliance subjected by laws that has a significant impact to the Company.

However, in 2023, the Company organized to promote knowledge and understanding of various policies regarding good corporate governance including; prevention of use of inside information, prevention of conflicts of interest, anti-corruption, etc., As well as, announcing of policies throughout directors, executives, and all employees in the organization to sign, acknowledge and abide by to ensure clarity and concreteness.

Remark: Details of corporate governance performance disclosed in “the 2023 Sustainable Development Report”

Anti-Corruption

The Company has an ideology in conducting business with integrity by adhering to social responsibilities and all groups of stakeholders according to good corporate governance and business ethics. Formulate policies and guidelines for treatment of various groups of stakeholders by demonstrating its determination to fight against corruption in all forms, conducting various activities within organization and outside. On August 5, 2019, the Company has been certified to participate in Collective Action Against Corruption (CAC), with a certificate validity of 3 years and will be expired again in year 2025.

Business Innovation

The Company has developed innovations that focus on leveraging new ideas with social and environmental responsibility. This will lead to progressive growth and continually increasing competitiveness. Promote organizational sustainability, economy, society, and quality of life, restoring and developing the environment, such as improving the quality of production to add value. Even through Ichitan's innovation being the result of operating a business based on true responsibility, it can also create economic progress, create systematic well-being for society and the environment, consideration of value creating and balancing, including the achievements of the company.

Guidelines

- The Company understands the benefits and values in terms of the business conducts through environment and social responsibility that can create values sustainable innovation.
- The Company has a policy to disseminate the benefits and values of business operations with social and environmental responsibility regarding the values of innovation through the Company's sustainable development report.
- Invent and develop new knowledge that will add value to the organization, society, and the environment, which is absolutely different from the existing innovation. Provide opportunities for all stakeholders involved such as suppliers, distributors, partnerships, etc., to participate in the Company's innovation development.
- Monitor, verify, and evaluate the results of new innovation developments regularly, to expand further innovations.
- Business innovation development must be beneficial to the organization and broader society. The innovation must not cause harm, destruction, sabotage, terrorism or otherwise have a negative impact on the organization's stakeholders.
- Create open-minded values for new innovations development in the organization, promoting and enhancing the employee involvement.
- Regularly survey the organization's operating processes. Evaluate risks or impacts that may cause negative effects to society and the environment, if there is any, the Company will promptly solve the solutions.
- The Company will connect innovation with business goals and Thai society by developing production efficiency, quality, and competitiveness with a balance in social and economic value.
- The Company will keep innovation or intellectual property of others as confidential as it belongs to them.

4. Management Discussion and Analysis (MD&A)



4.1 Overall of Past Performances

4.1.1 Revenues

In 2023, the Company's sales revenue was Baht 8,049.9 million, increased by 27.0% from the previous year which earned for Baht 6,340.4 million. Sales revenue from export increased by 8.8% from the previous year, whereas the domestic sales also increased by 28.9%. The EBITDA was Baht 1,947.2 million, increased by 39.8% from the previous year which was Baht 1,393.1 million. The Company had net profit of Baht 1,100.4 million, increased by 71.5% from the previous year which was Baht 641.6 million. The results were mainly due to the continuous growth of RTD tea market and improvement of domestic consumption. Also, the export sales situation has improved due to the trading partners economic conditions and OEM opportunity.

Revenue Structure	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Revenue form Sales of Goods	5,228.3	99.6	6,340.4	99.7	8,049.9	99.6
Other Income	22.5	0.4	19.2	0.3	35.1	0.4
Total Income	5,250.8	100.0	6,359.6	100.0	8,085.0	100.0
Market Shares*	30.5%		29.9%		33.0%	
Number of Favors	30 favors		22 favors		25 favors	

*Source: Nielsen Retail Index as of December 2023

4.1.2 Cost of Sales

During year 2021 - 2023, the Company's cost of sales was mainly consisted of raw material and consumables, which estimate accounted for 50 - 60% of total cost of sales. The details are shown in the table as below;

Cost of Sales	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Raw Materials, Consumables, and Changes in Finish Goods	2,393.9	56.7	3,063.6	59.4	3,786.0	61.4
Depreciation and Amortization	562.5	13.3	547.3	10.6	546.8	8.9
Infrastructure expenses (Fuel, Electricity, Water Supply)	226.2	5.4	293.8	5.7	341.8	5.5
Transportation costs	19.9	0.5	23.2	0.5	25.6	0.4
Employee expenses	150.0	3.6	154.3	3.0	176.5	2.9
Others	868.4	20.5	1,071.6	20.8	1,286.5	20.9
Total Cost of Sales	4,220.9	100.0	5,153.8	100.0	6,163.2	100.0
Revenue from sale of goods (Million Baht)	5,228.3		6,340.4		8,049.9	
Gross Profit Margin (%)	19.3%		18.7%		23.4%	

The Company had a ratio of cost of sales to the revenue from sale of goods for year 2023 and 2022 by 76.6% and 81.3% respectively. Cost of sales in year 2023 was Baht 6,163.2 million, and in year 2022 was Baht 5,153.8 million, which increased in amounting of Baht 1,009.4 million relevant to the increasing of sales revenue. The cost of sales to revenue ratio decreased by 4.7% from the advantage of economy of scale in accordance with the market demand and sugar reduction in some product category.

4.1.3 Distribution Costs

In 2023, the distribution costs was comprising of advertising expenses and marketing promotional activities expenses totaling of Baht 381.4 million, whereas the distribution costs in 2022 was Baht 293.0 million. The factors that raise the distribution costs higher than the previous year, which accounting for Baht 88.4 million (increased by 30.2%), were the marketing campaign for new product namely “Tansansu” and sales promotions in both traditional trade and online marketing, which was impact on the domestic sales increased by 28.9%.

4.1.4 Administrative Expenses

In 2023 and 2022, the Company had total administrative expenses in amounting of Baht 168.2 million and Baht 172.2 million respectively. The administrative expenses were mainly consisted of employee expense, office related expense, and consulting expense. In 2023, the administrative expenses declined from the previous year by 2.3% in amounting of Baht 4.0 million, due to the decrease of consulting expense especially in consultation fee regarding Personal Data Protection Act (PDPA).

4.1.5 Share of Profit from Joint Venture Investment

In 2023 and 2022, the Company had share of profit from joint venture investment in amounting of Baht 4.6 million and Baht 82.2 million respectively. However, share of profit in year 2023 declined from the previous in accounting for Baht 77.6 million, resulting from over controlled marketing budget as handling with the severe price competitive in Indonesia, along with provision for impairment of some products and raw materials in the fourth quarter.

4.1.6 Net Profit

In 2023 and 2022, the Company had net profit of Baht 1,100.4 million and Baht 641.6 million, calculate as net profit margin of 13.7% and 10.1% respectively. However, the operating profit margins in year 2023 and 2022 were 17.0% and 11.7% respectively.

4.2 Financial Position Analysis

4.2.1 Assets

In 2023 and 2021, the Company had total assets value of Baht 7,205.2 million and Baht 7,385.7 million respectively, decreased by Baht 180.5 million. The details were described as follows:

- The reduction of land, property, and equipment in amounting of Baht (716.5) million, resulting for five transactions; consists of depreciation expense of Baht (551.2) million, amortization expense of Baht (1.6) million, reversal of impairment loss of Baht 5.1 million, transferred to assets held for sale Baht (239.1) million, and assets increased of Baht 70.3 million.
- Current assets increased in amounting of Baht 616.7 million were mainly from Inventories decreased by Baht (76.8) million, trade receivables and other current receivables increased by Baht 228.9 million, cash and cash equivalents increased by Baht 387.1 million, investment in unit trusts in debt security decreased by Baht (207.9) million, temporary investment increased by Baht 46.3 million, and non-current assets classified as held for sale increased by Baht 239.1 million.
- The increase of joint venture in amounting of Baht 5.7 million; consisting of share of profit by Baht 4.6 million and exchange differences on translating foreign operations by Baht 1.1 million.
- The decrease of other long-term investment in whole amounting of Baht (92.6) million was an investment in a company established and operating in Thailand. This is selling and receiving investment payments according to the agreement specified in 2023 with amounting of Baht 46.3 million. Reclassifying as a temporary investment awaiting payment in 2024 in amounting of Baht 46.3 million.
- The increase of advance payments for machinery and equipment purchased by Baht 80.0 million occurred from the deposit payment of PET machine, the installation will be within year 2024.
- The decrease of rights of use asset in amounting of Baht (7.4) million according to TFRS 16 occurred from amortization in 2023 in amounting of Baht (16.3) million, the account booking will be within the year by Baht 8.9 million.
- The decrease of intangible assets in amounting of Baht (2.0) million resulting from write-off of software license expense in whole amount.
- The decrease in deferred tax assets of Baht (66.4) million occurred from change in temporary differences in the item of allowances for diminution in value of goods, right of use assets, loss from impairment of intangible assets, investments in joint ventures, machinery, and provisions for employee benefits.
- The increase of other non-current assets by Baht 2 million were rental deposit and other infrastructure.

In year 2023 and 2022, the return on assets (ROA) was increased equivalent to 18.9% and 11.4% respectively. Whereas, the return on fixed assets were 42.7% and 27.0% respectively, in accordance with the increase of net profit.

4.2.2 Trade Accounts Receivable

The increase of trade receivable of Baht 238.5 million was due to an increase of domestic sales in December 2023 comparing to the previous year. In 2023, the Company's domestic sales increased by 28.9% from year 2022. The Company had a credit terms policy offering to trade receivable within period of 30 - 45 days. For three past years during 2023 - 2021, the period for debt collection of the Company were in average of 61 days, 63 days, and 62 days respectively. However, the Company also had extended debt collection period for main distributors in some year, which could reflect highest period of debt collection for 65 days.

Trade Account Receivables as December 31, 2021 - 2023, Categorized by Aging

Aging of Trade Receivable	Year 2021		Year 2022		Year 2023	
	Million Baht	%	Million Baht	%	Million Baht	%
Related Company						
Not yet due	67.4	7.1	71.3	5.8	99.1	6.7
Overdue	-	-	-	-	-	-
Less than 3 months	-	-	-	-	-	-
More than 6 months	-	-	-	-	-	-
Sub Total	67.4	7.1	71.3	5.8	99.1	6.7
Others						
Not yet due	876.2	92.9	1,157.4	94.2	1,368.0	93.2
Overdue	-	-	-	-	-	-
Less than 3 months	-	-	-	-	-	-
Between 6 - 12 months	-	-	-	-	0.1	0.1
Sub Total	876.2	92.9	1,157.4	94.2	1,368.1	93.3
Total	943.6	100.0	1,228.7	100.0	1,467.2	100.0

4.2.3 Liabilities

In 2023 and 2022, the Company had total liabilities of Baht 1,363.7 million and Baht 1,215.7 million respectively, increased in amounting of Baht 148.0 million. As of December 31, 2023, the liabilities were mainly in trade payable, other payable, accrued expense, and income tax payable, which totally accounting for Baht 1,238.6 million.

4.2.4 Equity

As of December 31, 2023, the Company had shareholder's equity in amounting of Baht 5,841.5 million; consisted of paid-up share capital by Baht 1,300.0 million, share premium on ordinary shares by Baht 3,515.4 million, surplus on share-based payment by Baht 56.1 million, legal reserve by Baht 130.0 million, other components of equity by Baht (57.8) million, and unappropriated retained earnings by Baht 897.8 million. However, the return on equity ratio (ROE) for year 2023 and 2022 were 18.3% and 10.4% respectively.

4.2.5 Book Value per Share

As of December 31, 2023, the Company had a book value of Baht 4.5 per share.

4.3 Liquidity and Capital Adequacy

During the year 2023, the Company had sources of cash flow mainly from operating cash flow, without any borrowing from financial institutions.

4.3.1 Cash Flows from Operation Activities

In 2023, the Company had net cash from operating activities in amounting of Baht 1,557.8 million, resulting from sales revenue and profits during the year.

4.3.2 Liquidity Ratio

The Company's liquidity is mainly due to the ability of inventory turnover, trade receivable turnover, and trade payable turnover. During the year 2021- 2023, the Company had liquidity ratio performed in the table as below:

Liquidity ratio	Year 2021	Year 2022	Year 2023
Average Collection Period (days)	61.8	62.5	61.1
Average Inventory Period (days)	48.5	39.6	32.5
Account Payment Period (days)	28.2	29.8	33.5
Cash Cycle (days)	82.1	72.3	60.1
Current Ratio (times)	2.4	2.4	2.6
Cash increased (decreased) from operations (million)	23.4	120.9	387.1

4.3.3 Leverage Ratio

Currently, the Company had no obligation or any loan with financial institutions since 2021. As of December 31, 2023, the Company had a credit limit which had not been used for 4 financial institutions in the total amount of Baht 1,480 million.

4.3.4 Cash Flows from Investing Activities

In 2023, the Company had net cash flows from investing activities in amounting of Baht 233.0 million, which mainly invested in unit trusts in debt security and facilities purchased.

4.3.5 Cash Flows from Financing Activities

In 2023, the Company had net cash flows from financing activities in amounting of Baht (1,401.0) million, which mainly from dividends paid to shareholders, lease liabilities payment, and receipts from sale of current investment.

4.3.6 Capital Structure

The Company had a stability financial position. As of December 31, 2023, the debt to equity ratio was 0.23 times, nearly to year 2022 which was 0.20 times.

	Year 2021	Year 2022	Year 2023
Debt to equity ratio (times)	0.15	0.20	0.23

Obligations and liabilities that may occur as of December 31, 2022

- Binding under the lease of the rights, including the lease of the office building and forklift rental of Baht 68.4 million with a lease period of 6 and 4 years, by having the rights to renew the lease agreement renewal at the end of period.
- The obligation subjected to the materials/consumables purchased as agreed totaling of Baht 228.4 million.
- The obligation subjected guarantee letter issued by a financial institution to guarantee business contracts of Baht 13.5 million.

According to the financial position and performances in 2023, the Board of Directors approved to allocate the unappropriated retained earning for year 2023 as dividends paid, by proposing to the 2024 Annual General Meeting of Shareholders for an approval. The dividend paid was at rate of Baht 1.00 per share with payout ratio of 118.1%, which the interim dividend for operating period January 1 – September 30, 2023 had been paid at Baht 0.50 per share in amounting of Baht 650 million since December 6, 2023. Therefore, the remaining dividend for operating period October 1 – December 31, 2023 will be paid at Baht 0.50 per share, in amounting of Baht 650 million. Also, shareholders who were entitled to receive dividend and have rights to attend the AGM meeting (Record Date) on March 6, 2024. The dividend payment date will be on May 10, 2024. However, the entitlement to receive the dividend is uncertainly because this agenda must be approved by the 2024 Annual General Meeting of Shareholders (AGM).

4.4 Key Factors that may effect on Business Operations or Financial Position in the Future

The overall world economic outlook in 2023 was in a recovery session after Covid 19 pandemic. Although, the trend of consumption growth had been raised steadily, business operations still faced with various challenges; whether the increase of interest rates in controlling of inflation, geopolitical conflicts (eg. war between Israel - Hamas and Russia - Ukraine), risen of oil and gold prices, also the increase in raw material prices suffered from El Niño phenomenon. The El Niño, which known as severe drought situation, significantly impacted on agricultural productivity especially in “sugar” which price was influenced in a high level of volatility in past year. The world sugar price probably has a chance of rising to 20 - 23 cents/pound. Brazil, the world’s leader sugar exporter, suffered from congested ports and shrinking output. Whereas, the world's second-largest sugar producer like India, had hold measures to reduce export volumes.

In this regards, effective cost management is considered as a key strategy to drive the organization amidst the current economic situation. The Company therefore planned the cost management carefully by arranging the order purchased agreement with main raw material suppliers in advance for at least six months or as an appropriate under the circumstances, in order to obtain good quality of raw materials with sufficient quantities and at a reasonable price. The Company also planned to procure raw materials from a variety of sources to reduce the risk relying on just one trading supplier. Moreover, the Company adhered the principle of economy of scale by increasing the production volumes to be consistent with the allocation of production plans, in order to reduce cost per unit effectively.

Resulting from risk management in 2023, Ichitan Group Public Company Limited had sales revenue of Baht 8,049.9 million, increased by 27% comparing to the previous year. There were two main factors that encourage the Company’s sales revenue; 1.) extreme hot whether suffered from El Niño phenomenon, expected to be severe for next 2-3 years, and 2) governance measures that stimulate the domestic economic growth and tourism sector. As a result, the growth rate of RTD tea market grew faster than other non-alcoholic beverages market, with total value of Baht 16,297 million, increased by 17.5% from the previous year, in both volumes and values. Due to the government measures, the Company expected that the domestic economy for 2024 will experience even better expansion.

In 2023, gross profit was in amounting of Baht 1,886.7 million, which still maintained the gross profit margin as targeted at 23.4% by continuously managing production costs and marketing expenses to be efficient. Whereas, net profit was in amounting of Baht 1,100.4 million, increased by 71.5% from the previous year. As a result, the Company was considered to have the highest sales revenue and net profit comparing to the historical operation, since business was found. Furthermore, the Company has no long-term debt, debt to equity ratio was equal to 0.23 times. The Board of Directors approved the payment of cash dividends from operating results for the year 2023 at the rate of 1.00 baht per share, paid from net profits and retained earnings, therefore, this was the first time for the Company to pay interim dividends for the operating period during January 1 - September 30, 2023, at rate of Baht 0.50 per share, return to shareholders who trust and support the Company as ever.

Business Operations by Product Categories

Currently, the Ichitan Green tea, with economic price, is able to respond domestic consumers’ need very well. Especially the Ichitan Yen Yen brand which has been well received by customers who purchased through traditional trade channel, as an urgent refreshment at Baht 10 prices only. The Company also provided campaign activities directly to wholesalers and merchants who had the potential development in expanding more retail channels, reflecting the Company’s traditional trade grew steadily by 25% in year 2023.

- **RTD Ichitan Green Tea Product**

In 2023, the Company’s sales revenue from RTD Ichitan Green Tea was in amounting of Baht 5,563.9 million, increased by 26.3% from the previous year which was Baht 4,404.7 million, with the proportion of 69.1% of total product portfolio. The result was influenced by the tourism sector that bustling after the recovery of COVID-19 situation, the consumers therefore had spending more. However, consumers were still cautious about their daily spending as higher inflation in year 2023, affecting the Company’s price competitive advantage being more success.

- **Yen Yen Herbal Tea Product**

In 2023, the Company’s sales revenue from Yen Yen herbal tea was in amounting of Baht 1,091.9 million, increased by 22.5% from the previous year which was Baht 891.0 million, with the proportion of 13.6% of total product portfolio. This resulting succeeded from the strengthen brand strategy, create differences by becoming the number one brand top-of-mind in Thai teenage in herbal beverage market. Continuously building consumer engagement through marketing activities both online and offline, with famous social media influencers in creating the “Hot Must Fight” campaign.

- **Others or Non-Tea Product**

In 2023, the Company's sales revenue from non-tea products (others) was amounting of Baht 705.9 million, increased by 75.5% from the previous year which was Baht 402.2 million, with the proportion of 8.8% of total product portfolio. The non-tea products consisted of Tansansu, pH plus alkaline water, and vitamin water. In this year the pH plus alkaline water had the highest growth rate of 77.8% with the tie-in strategy to create awareness of the benefits of alkaline water through various media. While new top star product as "Tansansu", a Korean style carbonate drinks, with sales revenue of Baht 194.3 million still need to be create more widespread awareness. However, Tansansu had been launched 2 new popular favors, "Soju Melon Ice Cream" and "Honey Lemon Soda", to penetrate the new generation target group even more.

- **OEM Services**

In 2023, the Company's sales revenue from OEM was amounting of Baht 131.7 million, increased by 348.0% from the previous year which was Baht 29.4 million, with the proportion of 1.6% of total product portfolio. Another strategy to enhance new markets for the Company through business partners by using the potential of the factory's production as High Technology, High Speed, and Hygiene system. The Company gained trust from IF brand, coconut water drinks that exported to the Chinese market., helped to increase the use of production capacity even further.

- **Export**

In 2023, the Company's sales revenue from export was amounting of Baht 667.2 million, increased by 8.8% from the previous year which was Baht 613.1 million, with the proportion of 8.3% of total product portfolio. The export sales had overcome the negative situation of the previous year, sending a positive signal by entering the recovery period. The Company therefore moved forward with aggressive marketing activities in CLMV countries.

Future Prospects and Action Plan

As the Company's vision to be a leader of quality drink brand and build innovation to grow along with quality life in society, Ichitan Group Pcl. adhered to deliver good quality beverages that respond the needs of every consumer groups through responsible sourcing of raw materials. Emphasized on using the most efficient technology under the concept of "3Rs: reduce, reuse, and recycle" to ensure sustainable business operations in the future. In 2023, the Company aimed for the sales revenue growth by 26.4% from the previous year, with at least gross profit margin of 23% under the marketing expense budget in controlling of 5% of sales revenue, the Company therefore achieved the performance goals as settle.

In 2023, The expansion of traditional trade channels as well as the extremely hot weather conditions, support the Company's the utilization rate at 71% in average. Most highest utilization rate occurred in September with the production of 116 million bottles/month, the first peak production in 12 years since the Company was established, affecting production costs per bottle decreased significantly. As the demand on beverage market grew dramatically, the Company couldn't keep up with domestic consumption trends, therefore, it is considered to separate some production out for outsourcing to support increased sales revenue according to the changing situation.

However, the Company foresee the trend of beverage consumption in the future and therefore planned to invest Baht 460 million for one additional PET production line, installed in the area of the Ichitan Green Factory, with the maximum production capacity of 200 million bottles/year. As a result, in 2024, the Company will totally have 8 PET production lines with maximum capacity of 1,700 million bottles/year, to serve domestic and international consumptions. Moreover, the Company will incorporate with business partner to run OEM business in case of excess demand in future. In past year, the Company ordered new machinery from Japan, whereas the exchange rate of Yen currency seem to be more decreased, the Company therefore entered into forward contract in order to hedging such risk.

The Company realized that the business must be conducted responsibly towards society, communities, the environment, and all groups of stakeholders, then we committed to developing new innovations that can reduce, replace, and treat various operating processes to be more efficient, disturbing the use of natural resources as little as possible. The Company developed road map for plastic packaging designs with the readiness of brought back to circular economy, starting from the research and development of rPET (recycled plastic) packaging bottles in the main product categories including; Ichitan Green Tea 500 ml. and Shizuoka Green Tea 440 ml., along with the use of liquid nitrogen technology to reduce the amount of plastic produced in packaging bottles for future as well. As aiming for Carbon Neutrality by 2050, the Company has installed the solar cell solar power system in Grid-Connect style on an area of 35,592 sq. m. on the factory roof size 4,383 MWp. to generate used within Ichitan Green Factory, reducing dependence on electricity produced from power plants on fossil fuels such as fuel oil, coal, natural gas, etc, and offset the electricity expense by Baht 28.57 million per year.

4.5 Significant Financial Information

4.5.1 Statement of Financial Position

Statement of Financial Position (Unit: Baht)	Consolidated Financial Statement			Separated Financial Statement		
	Year 2021	Year 2022	Year 2023	Year 2021	Year 2022	Year 2023
Assets						
Current assets						
Cash and cash equivalents	41,304,038	162,217,690	549,355,397	41,227,310	161,497,156	548,670,935
Investment in unit trusts in debt security	296,361,951	572,726,606	364,769,759	296,361,951	572,726,606	364,769,759
Current investment	-	-	46,300,000	-	-	46,300,000
Trade accounts receivable	943,606,696	1,228,702,509	1,467,149,876	943,606,696	1,228,702,509	1,467,149,876
Other current receivables	110,348,336	75,278,435	65,722,827	109,559,139	73,489,228	65,722,827
Inventories	531,127,141	587,784,350	511,004,969	531,127,141	587,784,350	511,004,969
Other current assets	100,000	41,750	65,470	100,000	41,750	65,470
Non-current assets classified as held for sale	-	-	239,055,252	-	-	239,055,252
Total current assets	1,922,848,162	2,626,751,340	3,243,423,550	1,920,982,237	2,624,241,599	3,242,739,088
Non-current assets						
Investment in joint venture	253,916,302	219,711,682	225,396,227	153,770,414	223,476,914	243,633,920
Investment in subsidiary	-	-	-	999,970	999,970	-
Other long-term investment	-	92,600,000	-	-	92,600,000	-
Other non-current receivables	484,901	120,092	152,186	482,393	117,576	149,626
Advances for purchase of machinery and equipment	14,082,938	11,816,802	91,826,570	14,082,938	11,816,802	91,826,570
Property, plant and equipment	4,692,524,245	4,262,125,406	3,545,590,591	4,692,524,245	4,262,125,406	3,545,590,591
Right-of-use assets	85,357,174	75,800,259	68,436,838	85,357,174	75,800,259	68,436,838
Intangible assets	11,952,628	9,919,515	7,970,805	11,952,628	9,929,515	7,970,805
Deferred tax assets	121,507,335	83,016,505	16,590,890	121,507,335	83,016,505	90,659,483
Other non-current assets	3,595,937	3,850,988	5,798,195	3,595,937	3,850,988	3,840,988
Total non-current assets	5,183,421,460	4,758,961,249	3,961,762,302	5,084,273,034	4,763,723,935	4,052,108,821
Total assets	7,106,269,622	7,385,712,589	7,205,185,852	7,005,255,271	7,387,965,534	7,294,847,909
Liabilities and Equity						
Current liabilities						
Trade accounts payable to other parties	338,492,967	503,787,096	628,155,879	338,492,967	503,787,096	628,155,879
Other payables	207,763,363	235,438,234	262,184,705	207,763,333	235,438,205	262,184,675
Payables on purchase of property, plant and equipment	63,220,027	51,490,113	6,578,348	63,220,027	51,490,113	6,578,348
Accrued expenses	131,784,008	219,799,698	256,207,637	131,408,828	219,524,517	255,932,457
Current portion of long-term borrowings from financial institutions	-	-	-	-	-	-
Current portion of lease liabilities	14,680,192	13,820,456	16,637,887	14,680,192	13,820,456	16,637,887
Income tax payable	40,079,828	86,102,341	92,083,237	40,079,828	86,102,341	154,983,236
Total current liabilities	796,020,385	1,110,437,938	1,261,847,693	795,645,175	1,110,162,728	1,324,472,482

Statement of Financial Position (Unit: Baht)	Consolidated Financial Statement			Separated Financial Statement		
	Year 2021	Year 2022	Year 2023	Year 2021	Year 2022	Year 2023
Non-current liabilities						
Long-term borrowings from financial institutions	-	-	-	-	-	-
Leases liabilities	72,517,524	64,743,529	55,471,941	72,517,524	64,743,529	55,471,941
Provisions for employee benefits	46,757,793	40,511,256	46,355,751	46,757,793	40,511,256	46,355,751
Total non-current liabilities	119,275,317	105,254,785	101,827,692	119,275,317	105,254,785	101,827,692
Total liabilities	915,295,702	1,215,692,723	1,363,675,386	914,920,492	1,215,417,513	1,426,300,174
Equity						
Authorized share capital	1,300,000,000	1,300,000,000	1,300,000,000	1,300,000,000	1,300,000,000	1,300,000,000
Issued and paid-up share capital	1,300,000,000	1,300,000,000	1,300,000,000	1,300,000,000	1,300,000,000	1,300,000,000
Share premium on ordinary shares	3,515,423,218	3,515,423,218	3,515,423,218	3,515,423,218	3,515,423,218	3,515,423,218
Surplus on share-based payment transactions	56,079,360	56,079,360	56,079,360	56,079,360	56,079,360	56,079,360
Retained earnings - Appropriated	130,000,000	130,000,000	130,000,000	130,000,000	130,000,000	130,000,000
Retained earnings - Unappropriated	1,229,312,607	1,227,414,976	897,835,285	1,088,832,201	1,171,045,443	867,045,157
Other components of equity	(39,841,265)	(58,897,688)	(57,827,396)	-	-	-
Total equity	6,190,973,920	6,170,019,866	5,841,510,467	6,090,334,779	6,172,548,021	5,868,547,735
Total liabilities and equity	7,106,269,622	7,385,712,589	7,205,185,852	7,005,255,271	7,387,965,534	7,294,847,909

4.5.2 Statement of Comprehensive Income

Statement of comprehensive income (Unit: Baht)	Consolidated Financial Statement			Separated Financial Statement		
	Year 2021	Year 2022	Year 2023	Year 2021	Year 2022	Year 2023
Revenues						
Revenue from sale of goods	5,228,257,626	6,340,362,876	8,049,904,604	5,227,962,939	6,340,362,876	8,049,904,604
Interest income	161,248	929,421	7,643,501	160,219	928,606	7,639,086
Reversal of allowance for impairment loss on investment in joint venture	-	-	-	-	167,100,000	20,157,005
Other income	22,346,396	18,308,516	27,496,181	22,346,396	18,307,217	27,496,181
Total revenues	5,250,765,270	6,359,600,813	8,085,044,286	5,250,469,554	6,526,698,699	8,105,196,876
Expenses						
Cost of sale of goods	4,220,879,694	5,153,790,465	6,163,215,337	4,220,673,877	5,153,790,465	6,163,215,337
Distribution costs	277,021,979	292,982,734	381,412,874	277,017,893	292,982,584	381,412,874
Administrative expenses	168,345,899	172,195,434	168,165,903	166,370,569	172,937,294	169,293,430
Finance costs	2,633,022	1,748,058	1,831,391	2,633,022	1,748,058	1,831,391
Total expenses	4,668,880,594	5,620,716,691	6,714,625,505	4,666,695,361	5,621,458,401	6,715,753,032
Share of profit of joint venture	58,950,763	82,245,303	4,614,251	-	-	-
Profit before income tax	640,835,439	821,129,425	1,375,033,032	583,774,193	905,240,298	1,389,443,844
Tax expense	(94,064,273)	(179,485,807)	(274,612,723)	(94,064,273)	(179,485,807)	(263,444,130)
Profit for the year	546,771,166	641,643,618	1,100,420,309	489,709,920	725,754,491	1,125,999,714

Statement of comprehensive income (Unit: Baht)	Consolidated Financial Statement			Separated Financial Statement		
	Year 2021	Year 2022	Year 2023	Year 2021	Year 2022	Year 2023
Other comprehensive income						
Item that will be reclassified						
subsequently to profit or loss						
Exchange differences on translating						
foreign operations	15,527,004	(19,056,423)	1,070,292	-	-	-
	15,527,004	(19,056,423)	1,070,292	-	-	-
Items that will not be reclassified						
subsequently to profit or loss						
Gain on remeasurement of						
defined benefit plan	-	8,073,439	-	-	8,073,439	-
Income tax relating to item that will not be						
reclassified subsequently to profit or loss	-	(1,614,688)	-	-	(1,614,688)	-
	-	6,458,751	-	-	6,458,751	-
Other comprehensive income for the year,						
net of income tax	15,527,004	(12,597,672)	1,070,292	-	6,458,751	-
Total comprehensive income for the year	562,298,170	629,045,946	1,101,490,601	489,709,920	732,213,242	1,125,999,714
Earnings per share						
Basic earnings per share	0.42	0.49	0.85	0.38	0.56	0.87

4.5.3 Statement of Cash Flows

Statement of cash flows (Unit: Baht)	Consolidated Financial Statement			Separated Financial Statement		
	Year 2021	Year 2022	Year 2023	Year 2021	Year 2022	Year 2023
Net cash from operating activities	1,057,084,177	1,196,594,970	1,557,810,606	1,059,402,055	1,195,951,979	1,632,851,093
Net cash used in investing activities	(137,393,958)	(397,146,012)	232,996,981	(137,394,987)	(397,146,827)	157,992,566
Net cash used in financing activities	(896,255,378)	(666,514,759)	(1,400,962,011)	(896,255,378)	(666,514,759)	(1,400,962,011)
Effect of exchange rate changes on cash	-	(12,020,547)	(2,707,869)	-	(12,020,547)	(2,707,869)
and cash equivalents						
Net increase (dec.) in cash and cash equivalents	23,434,841	120,913,652	387,137,707	25,751,690	120,269,846	387,173,779

4.5.4 Summary of Significant Financial Ratios

Financial Ratios	Consolidated Financial Statement		
	Year 2021	Year 2022	Year 2023
Liquidity Ratios			
Liquidity Ratio (Times)	2.4	2.4	2.6
Quick Ratio (Times)	1.6	1.8	2.0
Cash Flow Current Ratio (Times)	1.3	1.3	1.3
Accounts Receivable Turnover (Times)	5.9	5.8	6.0
Average Collection Period (Days)	61.8	62.5	61.1
Inventory Turnover (Times)	7.5	9.2	11.2
Average Inventory Period (Days)	48.5	39.6	32.5
Account Payable Turnover (Times)	12.9	12.2	10.9
Average Payment Period (Days)	28.2	29.8	33.5
Cash Cycle (Days)	82.1	72.3	60.1
Profitability Ratios			
Gross Profit Margin	19.3%	18.7%	23.4%
Operating Profit Margin	11.2%	11.7%	17.0%
Cash to Profit Margin	188.1%	161.6%	113.5%
Net Profit Margin	10.5%	10.1%	13.7%
Return on Equity (ROE)	8.8%	10.4%	18.3%
Efficiency Ratios			
Return on Assets (ROA)	7.5%	8.9%	15.1%
Return on Fixed Assets	22.7%	27.0%	42.7%
Financial Policy Ratios			
Debt to Equity Ratio (Times)	0.15	0.20	0.23
Interest Coverage Ratio (Times)	222.0	423.7	749.3
Dividend payout (Times)	118.9%	121.6%	118.1%
Share Information			
Book Value (Baht)	4.8	4.7	4.5
Earning per share (Baht)	0.42	0.49	0.85

5. General Information and Other Important Information

5.1 General information

Company Name	Ichitan Group Public Company Limited ("the Company" or "Ichitan")
SET Index	SET100 / SET100FF / SETCLMV / SETESG
Security Symbol	ICHI
Registration No.	0107556000485
Registered Capital (As of December 31, 2023)	Baht 1,300,000,000 with paid-up capital of Baht 1,300,000,000 Divided into ordinary shares 1,300,000,000 shares, Par value at Baht 1.00 per share
Industry	Agro & Food Industry
Section	Food and Beverage
Business Type	A manufacturer and distributor of ready-to-drink green tea, Ichitan Green Tea. Ichitan Herbal Drinks and NonTea Group Drinks.
Head Office Location	No.8 T-One Building, 42 - 44 Floor, Soi Sukhumvit 40, Phrakhanong, Klongtoey District, Bangkok 10110 Tel. 02-023 1111 Fax. 02-020 3999
Factory Location	Ichitan Group Factory, Rojana Industrial Park, Zone 3, No. 111/1, Moo 4, Uthai, Phra Nakhon Si Ayutthaya 13210 Tel. 035-276-1111 Fax. 035-276123
Company's Website	www.ichitangroup.com
Company's Secretary	Ms. Jinda Songrod
Email Contact	ir@ichitangroup.com

Subsidiary

Company Name	Ichitan Power Company Limited
Business Operation	Operates a distribution business, all kinds of beverages, both domestic and international.
Head Office Location	No. 8 Building T One, 42 - 44 Floor, Soi Sukhumvit 40, Phrakhanong, Klongtoei, Bangkok 10110
Telephone	(02) 023 1111
Registered Capital	Baht 1,000,000
Paid-up Capital	Baht 1,000,000
Shareholder Structure	Ichitan Group Pcl. holds 99.99% of the shares. (mutual directors)

Joint Venture

Company Name	PT Ichi Tan Indonesia
Business Operation	4014112536103886
Head Office Location	A manufacturer and distributor of ready-to-drink beverages under the Ichitan brand, only in Indonesia
Telephone	Jl. MH. Thamrin No.9, Kel. Cikokol, Kec. Tangerang, Tangerang 15117, Banten
Registered Capital	021-55755951
Paid-up Capital	Indonesian Rupiah 682,500 million (approximately Baht 1,806.9 million) : As of December 31, 2023
Company Name	Indonesian Rupiah 480,000 million (approximately Baht 1,270.8 million) : As of December 31, 2023

5.2 Reference Details

Securities Registrar	Thailand Securities Depository Company Limited The Stock Exchange of Thailand Building, 93 Ratchadaphisek Road, Din Daeng, Bangkok 10400 Tel. 02-009-9000 Fax. 02-009-9991	
Certified Public Accountant	KPMG Phoomchai Audit Company Limited No. 1 Empire Tower, 50 – 51 Floor, South Sathorn Road Yannawa, Sathorn, Bangkok 10120 Tel. 02-677-2000	
Auditor Name (As of December 31, 2023)	1. Ms. Nareewan Chaibantad 2. Ms. Sujitra Masena 3. Mr. Yootapong Soontalinka 4. Mrs. Munchupa Singsuksawat	Certified Public Accountant No. 9219 and/or Certified Public Accountant No. 8645 and/or Certified Public Accountant No. 10604 and/or Certified Public Accountant No. 6112

5.3 Business Legal Disputes

As of December 31, 2023, Ichitan Group Public Company Limited and subsidiaries have no pending legal dispute. This may have an impact on the assets of the Company which is higher than 5% of the shareholders' equity. There are no conflicts that affect to the business operation of Ichitan Group Public Company Limited.

Part 2

Corporate Governance

- 6. Corporate Governance Policy
- 7. Corporate Governance Structure and Significant Information of the Board of Directors, Sub-Committees, Executives, Employees, and Others
- 8. Key Performances of the Corporate Governance
- 9. Internal Control and Connected Transaction

6. Corporate Governance Policy



6.1 Overview of Policy and Practice on Corporate Governance

The Board of Directors of Ichitan Group Pcl. and subsidiary (“the Company”) placed importances on good corporate governance principles and strive to develop corporate governance to become an effective organization. Good business management has been developed with a focus on maximizing benefits for shareholders, stakeholders and society. The Company adheres to morality and ethics in conducting business with accurate, transparent and verifiable disclosure of information. Therefore, since 2013, the "Good Corporate Governance Policy" has been prepared in written documents, which has been screened together from employees at the operational level up to the executive level and then directors. The Corporate Governance Committee is responsible for overseeing all directors, executives and employees to adhere as guidelines for performing their duties in accordance with the rules and regulations of SEC and SET, the Company's regulations, and other relevant laws.

In past year, the Company aims to create knowledge and understanding of the good corporate governance principles for personnel at all levels through the internal information system and the company's monthly public relations activities. To ensure that the development of a good corporate governance system is in line with current business operations. The Board of Directors has a resolution to review the Good Corporate Governance Policy at least once per year. in accordance with the current situation, which disclosed on the Company's website under section “Corporate Governance”.

6.1.1 Policy and Guidelines for the Boards

The Board of Directors, as the leader and highest responsibility of the organization, plays an important role in ensuring long-term profitability of the business. Continuously building confidences among shareholders and stakeholders for the maximize benefits of the Company and creating sustainable value for the business. The Board of Directors and the management have clear separation of duties; to perform duties responsibly, cautiously, honestly, in accordance with relevant laws, the Company’s regulations, and regulations of the SEC and SET. In this regard, the Company has established policies and guidelines related to the Board of Directors as follows:

Composition, Qualifications and Appointment of the Board of Directors

The establishment of the Board of Directors under the leadership of the Chairman is in accordance with the principles of good corporate governance, based on experience, skills, expertise and knowledge. The Company has reviewed the Board Skill Matrix for determining the diversity of the Board in accordance with the Company's business strategy. However, each director has a term of 3 years position.

Independence of Directors

The Boards shall involve in opinion expressing, voting, and decision making on the business operation independently and transparently. The independence of the Boards must be emphasized on the shareholders benefits and commons interests.

Duties and Responsibilities of the Boards

The Board of Directors plays a role in determining the direction of the company for stable and sustainable growth. The decisions and responsibilities of the Board of Directors must be in cautious, honest and professional which is based on the principles of good corporate governance.

(Please refer to “Sub-clause 7.2 Information of the Board of Directors”)

Responsibilities of the Board of Directors

The Board of Directors plays an important role in determining good corporate governance through the manual of principles of good corporate governance, ethics and business ethics, anti-corruption policy, sustainable development policy, for the highest benefit of the company. The Boards consists of persons with knowledge, abilities, skills and experience from many professions that are recognized at the national level and have a good understanding of their roles and responsibilities. The Boards also supervises policies with the Executive Committee and senior executives annually; including vision, mission, risk management, operating plans and budgets. Moreover, the Company has the policy regarding the responsibilities of the board of directors.

(“Section 7 Corporate Governance Structure and Significant Information of the Board of Directors, Sub-Committees, Executives, Employees, and Others”)

Establishment of Sub-Committees

To have a careful and efficient scrutiny of important operations the Board of Directors therefore approved the establishment of 5 Sub-Committees; comprising of the Audit Committee, Nomination and Remuneration Committee, Risk Management Committee, Corporate Governance and Sustainability Committee, and the Executive Committee. (Please refer to “Sub-clause 7.3 Information of the Sub-Committees”)

Meeting Attendances of the Board of Directors

The Board of Directors has formally scheduled the Board’s meeting throughout the year in advance, clear meeting agenda for both acknowledgment and consideration, with complete and sufficient documents related to the meeting. The Office of the President and the Company Secretary is responsible for delivering the relevant documents for the meeting to the Board of Directors at least 7 days in advance, so that the Board of Directors has enough time to review the information before attending the meeting. Chairman of the Board has allocated an appropriate timing for all directors to discuss and express their opinions openly, also has an obligation to conclude the meeting’s resolutions. The secretary will prepare the minutes after the meeting. (Please refer the number of meeting attendances to the “Sub-clause 8.1.2 The Directors’ Meeting attendances and Remuneration”).

The Committees’ Reports

The Audit Committee is responsible for reviewing financial reports with the accounting department and the auditor, and propose to the Board of Directors quarterly. The Board of Directors is responsible for the Company’s financial statements; including financial information appearing in Form 56-1 One Report. Such financial statements are prepared in accordance with accounting standards certified and audited/reviewed by the Company’s auditors and will proceed with disclosing important information, both financial and non-financial information on the basis of facts in a complete and consistent manner. Details are disclosed in the “Part 3 Financial Statements, Report on the Responsibility of the Board of Directors towards Financial Statements”

Evaluation of the Boards’ Performances

There is an annual performance appraisal to be a framework for reviewing the performance of the Board of Directors. Considering, reviewing, analyzing the operating results and used to improve the work further. (Please refer details to “Sub-clause 8.1.1 Nomination, Development and Performance Evaluation of the Board of Directors”).

Development of Directors and Executives

Encourage directors and executives to participate in seminars and training in order to develop knowledge, in order to enhance potential in corporate governance sustainably. (Please refer details to “Sub-clause 8.1.1 Nomination, Development and Performance Evaluation of the Board of Directors”).

Remuneration of Directors and Executives

The Board of Directors has appointed the Nomination and Remuneration Committee to provide opinions and consider the individual directors’ compensation and Chief Executive Officer annually. The remuneration policy is clearly defined, transparent, and appropriate to the duties and responsibilities of each director and executive. The remuneration is a long-term incentive return that is consistent with the Company’s performance by taking into account the best interests of the Company and shareholders, the Board of Directors will propose the remuneration rate for an approval from the Annual General Meeting of Shareholders. (Please refer to “Sub-clause 7.4.2 Remuneration of Directors and Executives”)

Company Secretary

The Boards appoints the Company Secretary, responsible for arranging the Boards’ meetings and the shareholders’ meeting to ensure that the meetings are provide with transparency and in compliance with applicable laws and regulations. (Please refer to “Sub-clause 7.6.1 Company Secretary” and “Attachment 1. Profiles of Company Secretary”)

Succession Plan

The Board of Directors realizes the importance of the Company’s management in an efficient and effective way, as well as continuing business operations that will lead to the sustainable growth and advancement of the organization. Therefore, the Board of Directors has formulated a succession plan for the President or Management, Chief Executive Officer, and Senior Executives by determining the procedure and process of succession plans of the company in future. Each year, the Company will be considered for promotion according to the specified criteria. However, the Company has a succession plans, a development plans to enhance operational efficiency through knowledge and technology transfer to relevant personnel in order to support the human resource department for driving perform duties as assigned in accordance with the vision and the organization’s mission in the last 5 years. Furthermore, all senior executives will be supported in other activities related to organizational development in terms of personnel development.



Succession Plan Policy for Chief Executive Director (CEO)

6.1.2 Policy on Serving as Directors in Other Companies of Directors and Chief Executive Officer (CEO)

Policy on Serving as Directors in Other Companies of Directors

Each director of the Company is able to hold a directorship position in other listed companies for not more than 5 listed companies, including Ichitan Group Pcl. (without exception, in order to achieve the efficiency of time devoting in performing their duties as the Company's directors fully.

Policy on Serving as Directors in Other Companies of Chief Executive Officer (CEO)

1. The Chief Executive Officer (CEO) can hold directorships in other listed companies of the SET, including Ichitan Group Pcl. not more than 5 listed companies (without exception).
2. The directorship of the Chief Executive Officer (CEO) in other companies must not be a competing/related entity or causing a conflict of interest with the Company, and must not be contrast with the regulations or rules of other related. The Chief Executive Officer (CEO) must notify the Board of Directors within 7 days from the date of appointment or the directorship date.

6.1.3 Policy and Guidelines Related to Shareholders and Stakeholders

Shareholders' Rights

The Board of Directors realizes the importance and rights of all shareholders such as minority shareholders, major shareholders, retail investors, and institutional investor, in both domestic and foreign with the intention of promoting and supporting, the shareholders exercise their rights. In addition, the Company has provided policies and guidelines for various matters that promotes and facilitates Convenience in exercising the rights of shareholders as follow policies and guidelines for various matters that promotes and facilitates Convenience in exercising the rights of shareholders as follows:

- Prior to the Shareholders' Meetings

The Board of Directors has supervised that an annual general meeting of shareholders will be held within 4 months from the end of the Company's fiscal year 2023. The meeting is organized under the Public Limited Companies Act B.E. 2535 (including the amended version), the Royal Decree on Electronic Conferencing B.E. 2563 and other relevant laws. In this regard, the Company held the Annual General Meeting of Shareholders on April 27, 2023 at 14.00 hrs. through electronic device (E-meeting) at the head office of Ichitan Group Public Company Limited, Bangkok.

In every arrangement of AGM, the Company has complied with the guidelines for the Shareholders' Meeting Quality Assessment (AGM Checklist) by the Thai Investors Association, the Thai Listed Companies Association and the SEC. The quality assessment result for the 2023 Annual General Meeting of Shareholders of the Company has been evaluated at the level of "100 scores" for the 6 consecutive years (from year 2018 - 2023). There was no action that restricts the rights to access Ichitan Group's information. The invitation of the Annual General Meeting of Shareholders was sent in advance to all shareholders, specifying the date, time, venue of the meeting, important details such as agendas with explanations of objectives, reasons for consideration of each agenda, opinions of the Board of Directors including sub-committees, as well as supporting documents such as form B proxy, Annual report, and other documents that related to the shareholders' decisions, as sufficient, accurate, complete, transparent and timely manner. The shareholders also have been informed the rules, requirements for attending the meeting, and the process of voting.

The Company has arranged various processes to facilitate the meeting in order to support and encourage all the shareholders, including institutional investors, to attend the AGM meeting and exercise their voting rights. Thailand Securities Depository Co., Ltd. (TSD), the Company's securities registrar, was assigned to deliver the meeting invitation to the shareholders at least 21 days in advance of the meeting date (on the date April 4, 2023). The Company published the AGM invitation together with supported information in both Thai and English formats, especially the proxy "Form B", on the Company's website, in the section of "Investor Relations" under the topic "AGM Invitation Documents", and the website of the Stock Exchange of Thailand at least 28 days in advance of the meeting date (as of March 16, 2023). In the event that necessary to add an agenda item, the shareholders will be notified in advance so that they can have enough time to study the meeting information before making a decision and vote.

Nevertheless, the Company announced the AGM notice in daily newspapers in advance of the meeting date and published the notice for 3 consecutive days as required by law and subject to the Company's regulations. For institutional investors, in order to provide the convenience channel for attending the meeting, the Company has prepared the proxy documents as requested for institutional and foreign investors via E-mail: ir@ichitangroup.com, for registration before attending the shareholders' meeting.

Independent directors were also appointed as proxies on behalf of shareholders in case the shareholders wished to appoint an independent director to attend the meeting on their behalf.

- The 2023 Annual General Meeting of Shareholders

On April 27, 2023 at 14.00 hrs., the Annual General Meeting of Shareholders through electronic device (E-meeting) was conducted. Shareholders or proxies can access the E-meeting system from 12.00 hrs. and after the quorum is complete, the meeting will begin at 14.00 hrs., the Company uses an electronic voting system of service providers; namely Conovance Co., Ltd, which has passed self-assessment with the Electronic Transactions Development Agency (ETDA). The voting system, score processing and showing results in each agenda can be done accurately, quickly, the voting results had been shown promptly while the processing is closed to acknowledge each agenda. If any shareholder or proxy wished to ask question to the Board of Directors, the E-meeting system can show both video and sound (Virtual Meeting) as well. When the meeting opening time is over, the shareholders or proxies still have the rights to attend the E-meeting system without losing their rights, able to vote even the agenda still under consideration. In case that shareholders or proxies have logged out (logout) during the meeting, then wish to return to the system, they can still logged in and be able to vote for the considering agenda until the end of the meeting. The Company grants shareholders the rights of one share one vote. In director appointment agenda, the Company provides shareholders the rights to appoint the directors individually. However, Chairman of the Board of Directors provides opportunities for shareholders and proxies to inquire throughout the meeting. Since the meeting started, Chairman of the Board of Directors, Chairman of sub-committees, Senior Executives, Chief Financial Officer (CFO), the Company Secretary, Auditors from KPMG Phoomchai Audit Company Limited. ("KPMG"), and the witness attended the meeting. Before the commencement of the meeting, the Chairman of the Board of Directors informed the proportion of shareholders and proxies, quorum, meeting methods ballot, and counting votes. The Company's Board of Directors has a policy not to add any agenda that not yet notify in advance.

(Details of the meeting procedures are disclosed in the minutes of the 2023 Annual General Meeting of Shareholders)

- After the Annual General Meeting of Shareholders

The Company disclosed the resolutions of the shareholders' meeting along with the voting results on the day of the general meeting of shareholders via the news system of the Stock Exchange of Thailand (SET Link) and disclosed on the Company's website. The Company has recorded complete minutes of the Annual General Meeting of Shareholders, such as names of the Board of Directors, Executive Committee, meeting resolutions, questions from shareholders and proxies, etc. The Company sent a copy of the AGM minutes to the Stock Exchange of Thailand and the Ministry of Commerce within 14 days from the date of the meeting, as well as disseminating the video recording of the shareholders' meeting and the minutes of such meeting on the Company's website, in the section of "Minutes of AGM / EAGM".

Equitable Treatment of Shareholders

The Board of Directors provides equal opportunities for all shareholders, including large, minor, foreign shareholders; to shareholders equally, the details are as follows:

1. The Board of Directors has a policy to facilitate minority shareholders to propose the additional agenda items and nominate candidates for election as directors in advance of the shareholders' meeting date to the shareholders through the SET's news system (SETlink) and the Company's website. In year 2023, during September 29 - December 31, 2023, there is no shareholder propose an agenda or person to elect directors during the said period.
2. The Board of Directors will not unnecessarily add an agenda that has not been notified in advance, especially an important agenda that shareholders need to take time in consideration before making a decision.
3. The Board of Directors nominates at least 1 independent director as a proxy on behalf of shareholders. The Company has sent proxy form as specified by the Ministry of Commerce together with the meeting invitation every time (Form B). Shareholders can download proxy forms on the Company's website in the section "Investor Relations" under the sub-section "Meeting Invitation Documents".
4. The Board of Directors encourages the use of technology in the Shareholders' meeting to promote transparency, such as a barcode system (for registration), or an e-voting system.
5. Connected transactions, the Company has operated fairly in accordance with the market price and the law and in the normal course of business. (Fair and at arms' length) with the approval of the Audit Committee.
6. All shareholders and analysts are able to express opinions or inquire directly with the executives in the activities of listed company met investors (Opportunity Day)/ Company Visits/ Analyst Meetings. In this regard, the Board of Directors has provided investor relations department as the communicator for supervising the disclosure of information of the Company.
7. The Board of Directors has established a written policy on retention and prevention of the use of inside information and notifying the policy to directors, executives and all employees in the organization for acknowledgment and compliance, and requiring all directors and executives who are responsible for reporting their securities holdings under the law to submit such reports to the Company at least 1 day before trading securities, the company secretary will report to the Board of Directors meeting on a quarterly basis.

(Refer additional information to "Sub-clause 8.1.4 Corporate Governance Policy and Guideline Compliance Control, Internal Information Guideline".)

Roles toward Stakeholders

Board of Directors has a policy to treat stakeholders and take into account the rights of both internal and external stakeholders of the Company. Protect and preserve the rights of all stakeholders fairly and legally, and paying attention to respect for human rights, fair labor practices which responsible for the consumers. Adhering to conducting business with honesty Transparent and anti-corruption in all forms, as well as concerning for the environment and social development. The Company can summarize the importance of the rights of all stakeholders concerned as follows;

(Details for treatment of stakeholders appear in "Handbook of the Corporate Governance Principles, Ethics and Code of Conduct")

- **Shareholders**

Focus on developing the organization to grow with efficiency, transparency, and create fair and appropriate returns Shareholders by implementing good performance and expanding the business for continuous and sustainable growth with an effective internal control system and internal audit and risk management system. Treat shareholders equally, provide timely, accurate and complete information in accordance to the SET and SEC regulations.

- **Clients/Consumers**

Commit to produce good quality products and meet the needs of consumers for all groups of clients/consumers to receive the highest benefit and satisfaction. Including the development of distribution channels to be more comprehensive. In addition, it also recognizes the importance of the environment by designing, developing new products and manufacturing innovations to create eco-friendly packaging and production processes.

- **Employees**

Aiming to continuously develop the potential of employees and encourage employees to have opportunities for advancement and stability. Treated employees equally. Provide fair and appropriate compensation based on knowledge, abilities and performance results measured by Key Performance Indicators (KPIs). The Company also provides more efficient working environment, occupational health and safety for all employees

- **Community, Society and Environment**

Adhering to conduct the business ethics with social and environmental responsibility, being careful in actions that will affect the community, society, and environment. The Company actually pay attention to the care of environment, as well as support activities that are beneficial and constructive to society as appropriate. Encouraging employees to have awareness and social responsibility. Furthermore, The Company will comply with the requirements of relevant laws and regulations to ensure that the rights of stakeholders are well taken care of.

(Details are disclosed in "The 2023 Sustainability Report")

- **Creditors and Payables**

The Company has a policy to take into account equality in business operations and mutual benefits with partners and creditors by selecting partners on the basis of fairness, aiming to build trust, good relationships and cooperation. For the creditors, the Company adheres to the contract and adheres to the conditions it has with the creditors in terms of principal repayment, interest, and collateral maintenance. The Company's policy is to comply with the conditions that have been given to all types of trade partners and creditors, which will be under the conditions that have been agreed in the contract, including rules and as required by law in order to create a good relationship business that will benefit all parties sustainably. However, The Company has never had a history of defaulting on debt payments.

- **Partners and Competitors**

The Company treats business partners and competitors fairly and maintains confidentiality under relevant rules and laws. Adhering to the framework of good competition in order to maintain the norm of code of conduct in competition. Do not seek information of business partners and competitors dishonestly and unfairly.

- **Institutions and Government Agencies**

The Company strictly follows and complies with relevant laws and communicates operational information transparently, quickly and completely, and listens to suggestions to improve operations.

- **Intellectual Property or Copyright**

The Company places an importance on non-infringement of intellectual property or copyright by establishing a clear written policy and practice with communication, monitoring, supervision and inspection to prevent infringement of intellectual property or copyright.



- Determine policies, support goals, as well as details and performance results to reduce environmental impact that will occur in the future in terms of climate change management, efficient resource management, eco- friendly procurement.
- Encourage employees to work with safety and concern for the environment. Stakeholders such as employees and executives of the Company are encouraged to participate in community and social development and continue to adhere to and develop treatment towards stakeholders continuously. The Company also reveal statistics on accidents, absenteeism rates and work-related illness rates.
- Establish human resource development policies and practices which disclosed of the average number of hours of employee training per year.
- The Company operates its business with social responsibility by taking into account the promotion and development of the quality of life for the disables under section 33 and section 35 according to the Empowerment and Development of the Life of Persons with Disabilities Act B.E. 2550.
- Other policies are established, such as environmental policy, human rights policy, fair treatment of customers, competitors, business partners, creditors, non-infringement of intellectual property and copyright, etc.
- Formulate policies and guidelines for anti-corruption measures regarding receiving and giving things or any other benefits in order to induce unethical practices that may cause conflicts. The practice guidelines are disclosed for acknowledgment and the risk of corruption is also disclosed in the "Anti-Corruption Practices Manual".



The Board of Directors supervises on the disclosure of the Company's information, financial and non-financial information, in accurate and complete, according to the information disclosure regulations of the SEC and the SET. Disclosure through various channels such as Form 56-1 One Report/ Sustainable Development Report/ SET News System/ and on the Company's website.

- Disclose information according to the law and specified criteria, in both Thai and English.
- Disclose “The Corporate Governance Principles, Ethics and Code of Conduct Manual” approved by the Board of Directors, and summarized in the results of the implementation of the mentioned policy.
- The Board of Directors is responsible for the Company's financial statements and financial information. The Company's financial statements have been unconditionally certified by the auditor and have no history of being ordered to amend the financial statements by the SET and SEC.
- The scope of duties of the Board of Directors and the sub-committees are defined. Number of meeting attendances and opinions of the Company's directors in the past year were completely recorded and disclosed.
- Disclosure of remuneration for directors and high-ranking executives reflecting their duties and responsibilities. The criteria for remuneration for directors and executives are clearly disclosed. Details are disclosed under the section 7 Corporate Governance Structure and Importance Information of Board of Directors, Sub-Committee, Executives, Employees and Others, in sub-clause 7.4.2 “Remuneration of Directors and Executives”.
- Submit financial reports, explanations and analysis of financial position and performance (MD&A) to the SET and the SEC within the specified time.
- Appoint the reliable and independent auditors approved by the SEC.
- The Board of Directors places importance on the policy for not allow the directors, executives, and employees to use the opportunity of being directors, executives, or employees in seeking personal benefits. Avoid the connected transactions that may cause conflicts of interest with the Company and subsidiary. In case it is necessary to do such a transaction, this must be done with the same price and conditions as a transaction with third parties, including directors, executives, and those who have interests in that transaction must not be involved in the approval consideration, if that transaction falls within the scope of the connected transaction under the announcement of the SET, SEC, and other relevant laws.

Investor Relations

The Board of Directors has established an investor relations department that operates in accordance with “the Company’s Investor Relations Code of Conduct” and is the center to oversee the Company’s disclosure of information to shareholders, investors, institutional investors, analysts, and the public who interested in the Company’s securities with fair and equality of information. In addition, the Company has also disclosed various information of the Company and Subsidiaries including; operating results, financial statements, company news, securities information, securities activities, 56-1 One Report, and others through the Company’s website both in Thai and English formats under the “Investor Relations” section. The information is completely updated to keep up with the situation. Executives participate directly in providing information and meeting with shareholders, investors, and analysts in order to gain a good understanding of the Company’s management and help build good relationships, as well as promoting the continuous exchange of ideas.

In 2023, the Company disclosed accurate, transparent, complete and timely information by reporting information according to accounting periods and important information according to events and as required by law and in accordance with generally accepted accounting standards. In the past, the Company has never had a history of being ordered to amend its financial statements and was able to submit financial reports in accordance with the law, both quarterly and annually, which is disclosed through the channels of the Stock Exchange of Thailand and the Company’s website.

Activities organized to Shareholders, Investors and Analysts for the year 2023

No.	Activities	Times
1	The 2023 Annual General Meeting of Shareholders (AGM), as of April 27 2023	1 time
2	Disclosure of information through the Stock Exchange of Thailand news system (SET Link)	23 items
3	The Opportunity Day Activity	3 times
4	Analyst Meeting activities in the virtual meeting	4 times
5	Company Visit / Conference Call (upon request)	8 times
6	Press releases to the media and the public	7 times
7	Answered the questions from investors and shareholders via email, on the website, and on the phone, of which the answers to all are based on the appropriateness under the principles of inequality of information.	20-25 times/month
8	Press Release	16 issues
9	IR Newsletter	2 issues

Remark: Please refer further information to the Company’s website in “Investor Relation section” <http://www.ichitangroup.com/investor.php>, and SET’s Website

Regarding the channel to contact the Company, the investors can contact the Company for information during the office hours (Mon – Fri at 08.00 -17.00 hr.).

Contact Person : Ms. Piyada Wasintapa (Investor Relations Assistant Manager)
Address : Ichitan Group Public Company Limited
No. 8, T One Building 42-44 fl., Soi Sukhumvit 40, Phrakhanong, Klongtoey, Bangkok 10110.
Telephone : 02-023 1111
E-mail : ir@ichitangroup.com

Anti-Corruption



Ichitan Group Public Company Limited (“the Company”) has an ideology in conducting business with integrity by adhering to social responsibilities and all groups of stakeholders according to good corporate governance and business ethics. The Company formulates policies and guidelines for treatment of various groups of stakeholders by demonstrating its determination to fight against corruption in all forms continuously, both in conducting various activities within the Company and outside collaboration.

On August 5, 2019, the Company has been certified to participate in Collective Action Against Corruption (CAC), with a certificate validity of 3 years. The Company has already received first certificate renewal and will be expired again in year 2025.

Definitions of Anti-Corruption Policy

Corruption means bribery in any form by offering to promise, give, pledge, demand, or receive money, property, or any other benefits that are inappropriate to either government agencies or private agencies, or those who have duties whether directly or indirectly. Those corruptions are being used as the methods to facilitate such person to act or refrain from performing duties in order to maintain business or recommend business to the Company, in particular, or to obtain any other benefits that are inappropriate for business. Except in cases where laws, regulations, announcements, regulations, local customs or trade customs allow to be done.

Corrupt refers to the wrongful exploitation of their duties or under the laws of the directors, executives and employees of the Company, the client's and the business partners, or the Company's contractual parties, personal use of the Company's assets, misappropriation, fraud, act in a manner that there is a conflict of interest, etc., paying corruption or payment of fraudulent benefits, including any payment, property, or benefit directly from the Company or through customers/partners or third parties.

Anti-Corruption Measures

1. Anti-Corruption Policy

Ichitan Group Public Company Limited ("the Company") realizes the importance of good corporate governance by adhering to conducting business with honesty, transparency, fairness responsible and careful under the law relevant regulations and standards. The Company therefore has a commitment to fight against corruption without agreeing to any fraudulent corruption. Supervise the Company and people involved in business operations to follow the anti-corruption policy; covering compliance with all relevant departments to carry out or take any action with emphasis on transparency and honesty in dealing with transactions with staff or agencies, in both the public and private sectors to avoid actions that may result in improper conduct and conflict with good management principles. Provide anti-bribery to staff for the convenience or beneficial to the Company. In addition, the highest disciplinary action has been established for those committing such offenses and for clarity in proceeding with the high risk of corruption, directors, executives and employees of all levels must act with caution in the following matters:

- **Gifts, Entertainment, and Expenses:** Giving or receiving the gifts. Entertainment shall be as specified in the code of conduct.
- **Charity Donation or Grants:** Giving or receiving donations or grants must be transparent and lawful, or the funds were not used as an excuse for bribery.
- **Business Relationships and Government Procurement:** Do not give or accept bribes in the conduct of any business. The operations of the Company and its subsidiaries and their dealings with the government must be transparent, honest, and operate in a consistent manner. According to the relevant law.

If the Company's directors, executives, and employees refused to comply with this policy, they will receive disciplinary penalties. However, the punishment will depend on facts and situation, the Company has no policy to demote, punish, or adversely affect employees who refuse corruption, even if doing so will cause the Company to lose business opportunities.

2. Political Contribution Policy

Political contributions are financial support, supplies and/or participation in an activity, as well as encouraging employees to participate in political activities on behalf of the Company. In order to gain an advantage in the business of commerce, this does not include employees participating in activities based on personal freedom. The Company has a policy to conduct business in a neutral manner. Non-political or professional politician affiliated with any political party and will not bring funds or any other form of assistance for political assistance in the meaning of the first paragraph with the objective to benefit business.

- The Company encourages employees of all levels able to exercise their rights as a good citizen. Exercising their political rights by acting on behalf of the individual According to the constitutional law and other relevant laws. Avoid using a position in the Company or in the company name or brand Induce others to pay subsidies or give support to politicians or any political party. The Company does not have policy to provide direct or indirect financial support to any politician or political party for the benefit of that politician or political party.
- The Company places great emphasis on political neutrality, don't get involved or participate in any activities or express any comments that may cause the understanding that the Company being involved in a political event or any political authority or any one of the power groups which may lead to unity within the Company and nation.
- Do not use the Company's assets to directly or indirectly support any political party or any political authority or power group in exchange for special privileges or undue benefits.
- The Company does not participate in campaigning or advertising for any political party or politicians in the area of the Company.
- Adhere to democracy and encourage employees to exercise their constitutional right to vote.

3. Policy on Accepting Gifts, Assets or Other Benefits

The Company requires that or receive gifts, or property, or any other benefit adhere to an action in a reasonable way, but must not influence the decision of the Company. There are policies and guidelines as follows:

- **Receiving money or compensation:** Directors, executives and employees must not receive payments or any benefits personally from customers, partners of the company or from any person due to work on behalf of the company. In addition, there must not be any action or any behavior that may cause suspicion of bribery and corruption behavior, directors, management and employees must not lend or borrow money or collect money. Items from customers or people doing business with the company except for borrowing from banks or financial institutions as customers of the said bank or financial institution.
- **Receiving or giving gifts And business entertainment:** Directors, executives and employees should avoid accepting both monetary and non-monetary gifts from Business partners or people related to the Company's business Except in festivals or festivals By giving and receiving gifts or entertainment and adoption must not affect any business decision of the recipient in the event of receiving or giving gifts or raising or adopting. It has to be reported to the supervisor according to the hierarchy. The gift received should be something of little value, and should not be cash or cash equivalents. Giving or accepting gifts that can be done with transparency or do it in an open or open place. Directors, management and employees can receive a business reception. For the benefit of the business of the company and should avoid accepting entertainment in a manner that is beyond the normal circumstances of the normal relationship with other persons involved with the Company or will it be a partner in the future.
- **Offering money, incentives or rewards:** The Company has no policy to offer money, gift incentives, and special privileges in any form for customers, partners of the Company, any external agency, or person to acquire business. Except for traditional business entertainment, commercial discounts and the Company's promotional programs.

4. Policy on whistleblowing, wrongdoing or complaints and providing protection for whistleblowers or complaints

4.1 Objective

Ichitan Group Public Company Limited encourages executives and employees or staff of the Company. Conducting business with accuracy, transparency, fairness and accountability. This is in line with good corporate governance and business ethics of the Company and the Company. It is expected that everyone will report in good faith any conduct or suspected contradiction to the Company. In order to help each other improve or proceed In order to continue to be correct, appropriate, transparent and fair And in accordance with the Securities and Exchange laws, protection of information providers in good faith is also provided to regulators, which is a principle that the Company deems appropriate to apply to the Company.

The Company has set up a whistleblowing policy for wrongdoing or complaints and provides protection for whistleblowers or complaints. These are to ensure that the supervisors and the human resource department of the company have the duty to supervise and give advice, as well as to monitor behavior, conduct and actions of employees or staff to be correct. The person informing the said matter will be protected if it is done in good faith.

4.2 Extent of Whistleblowing of Offenses or Complaints

When there is a doubt or believe that there is a reason to believe in good faith that a violation or non-compliance with the law, regulation and good corporate governance has occurred. The Code of Conduct, policies, regulations, requirements or rules of the Company. Employees or officers should first inquire or consult with their supervisors. However, if the employee is unsure or is uncomfortable to do so, employees can report the matter directly as follows:

- In the event that there is general related to other agencies or is a supervisor above, please notify the matter to CG Report. or the Office of Company Secretary, or the Internal Audit Department, or the Audit Committee
- In the event that there is specific related to the CEO or President, please notify the matter to the Audit Committee.

4.3 Person who can report a whistleblowing of wrongdoing or complaint

Employees, officers of the Company group, and third parties related, found or acknowledge the suspected action that violates any laws, regulations and good corporate governance, code of conduct, and ethics of the Company, by executives and employees of the Company.

4.4 Protection of persons whistle-blowing, wrongdoing or complaints

Employees or officers, who report complaints, provide clues, give statements or provide any information within the scope of Article 2. With good faith, it is not intended to slander or cause damage to any person or to the Company will receive appropriate protection from the company such as no change in job position, job description, place of work, break, threatening, interfering with work, dismissal or any other nature which is unfair treatment towards such person Need to be changed, or cancel protection of any person before proceeding to this policy until the end, must first be approved by the Audit Committee.

- Complainant/ person to cooperate in the investigation can choose to reveal himself if the disclosure is considered unsafe. If there is a self-disclosure, it will make the company Able to report progress and clarify facts to know, or alleviate the damage more conveniently and quickly.
- Complaint recipient/ delegate; all relevant information will be kept confidential, with regard to security. By establishing measures to protect employees who make complaints and/or those who provide information and / or cooperation in verifying information. They will be protected from unfair treatment.
- Complaint recipients/ designated persons will keep relevant information confidential/ safety by setting up protection measures for employees who complain and/or those who provide information and/or cooperate in data investigation. Complaint recipients would get protection from unfair treatment.
- Those who have suffered damage will receive relief from damages through appropriate and fair procedures.

4.5 Channels for whistleblowing of wrongdoing or complaints

- (1.) The Company's CG Report, contacted through the following channels;
 Tel: 02-0231111
 E-mail: cg@ichitangroup.com
- (2.) Company secretary, Office of President, contact through the following channels;
 Tel: 02-0231111
 E-mail: sec@ichitangroup.com
 Address: Company Secretary, Office of President, Ichitan Group Public Company Limited
 No. 8, T-One Building, 42-44 FL., Soi Sukhumvit 40, Phrakhanong, Klongtoey, Bangkok 10110
- (3.) Internal Audit Department, contact through the following channels;
 Tel: 02-0231111
 E-mail: internalaudit@ichitangroup.com
 Address Internal Audit Department, Ichitan Group Public Company Limited
 No. 8, T-One Building, 42-44 FL., Soi Sukhumvit 40, Phrakhanong, Klongtoey, Bangkok 10110
- (4.) The Audit Committee, contact through the following channels;
E-mail
 The Audit Committee Email : auditcommittee@ichitangroup.com
 Secretary to the Audit Committee Email : internalaudit@ichitangroup.com
 Proposed to the Audit Committee for consideration and reporting to the Board of Directors further
By Post
 The Audit Committee, Ichitan Group Public Company Limited
 No. 8, T-One Building, 42-44 FL., Soi Sukhumvit 40, Phrakhanong, Klongtoey, Bangkok 10110

4.6 Group of people involved

A group of persons involved in the process of receiving a whistleblower or complaint "Complaints" including:

1. Caller or Claimer: The informer by telephone, fax, E-mail or letter from both inside and outside the Company.
2. Case Coordinator: The person who handles the complaint. And collect preliminary data and keep the results of operations such as CG Report, the Company Secretary Office Internal Audit Office.
3. Case Owner: The direct supervisor of the person being complained or supervisors above the agency being complained and in the event that the handler of such complaint has not been in work for a long time. The supervisor above the supervisor of the complaint shall be in charge of the complaint within the meaning of this clause instead.
4. Human Resources, HR: Human Resources Management Department.
5. Chief Executive Officer, CEO: The highest supervisor of the Company
6. The Audit Committee
7. The Board of Directors

4.7 Processing

(1.) Registration and further submissions

Complaint coordinator registers for complaints, provide date for reporting the progress to the complainant as follows;

- In the event of the reputation impact of the company, action must be taken as soon as possible
- In other cases, proceed as soon as possible
- In case of general inquiries such as questions about share prices dividend payment there will be no registration to receive. But will send the matter to the agency responsible for that matter directly in response to the inquirer

The complaint coordinator records information from the complainant as follows;

- Complainant's name Unless the name is not specified
- Date of complaint
- Name of person or incident complaining
- Other relevant information

After registering, define the secret class according to the subject matter, unless it is general inquiries) and proceed as follows.

- Send it to the case owner to investigate the facts, and directing follow to the exist authority
- Send a copy to the Human Resources Department for basic information. To prepare, to advise on disciplinary action or otherwise
- Send a copy to the Chief Executive Officer for acknowledgment as well
- In the event that the complaint related to the CEO or President, please notify the matter to the Audit Committee.

(2.) Fact verifying and directing

- The case owner conducts the fact finding and give advice to those involved in the appropriate conduct, or practice in the future. If disciplinary action is required order punishment in consultation with the Human Resources Management Department. To make the punishment meet the penalty standard as well and if the case owner has no authority to directing the punishment, then proposed by hierarchy, as the case may be and send the results of the fact finding, proceedings and the punishment order, as the case may be, to Chief Executive Officer through the supervisors according to the hierarchy to know or consider ordering as well.
- In the case of a complaint from an anonymous person and insufficient information can be obtained, the case owner shall submit the report on the investigation results and comments on the complaint to the Chief Executive Officer through the supervisor, in order to ask for the appropriate course of action. If the Chief Executive Officer deems that the complaint cannot be handled, the complaint will be closed, the case owner shall send a copy to the case coordinator for acknowledgement, then proposed the report to the Audit Committee.
- If the complainant has examined the facts and found that the complainant is not guilty, or it is a misunderstanding, or has given advice to the complainant or related parties to conduct or act appropriately, The case owner submits the matter to the supervisor one level above for approval to close the matter, also send copy of the matter to the case coordinator and notify the Complainant and report to the Chief Executive Officer, and the Audit Committee.
- In the case of a complaint related to the Chief Executive Officer, the matter must be examined by the Audit Committee and referred to the Board of Directors for consideration and order.

(3.) Informing the conclusion to the complainant and improvements

- The case owner will proceed under the command of the Chief Executive Officer or the Board of Directors (as the case may be). Also provide an appropriate recommendation on actions, then notify the results to case coordinator for.
- The case coordinator informs the Complainant of the outcome of the complaint and records the outcome of the complaint, which is presented to the Audit Committee on a quarterly basis.
- The case coordinator will follow up the improvement (if any) and report to the Chief Executive Officer, and the Audit Committee.

(4.) Complaints in bad faith or in the wrong channel: If it is proved that the act was done in bad faith, or in the wrong channel, if it is an employee or officer of the Company, that person will receive disciplinary action according to the standard of punishment. But if it is an outsider and the company has been damaged, the company will consider prosecuting that person as well.

(5.) Responsibilities of the Complaint Coordinator, Complaint Handler, and Supervisor: In the event that the Complaint Coordinator or Complaint Handler, ignores, or fails to comply with this policy. The Complaint Coordinator or Complaint Administrator will also be subject to disciplinary action.

6.2 Code of Conduct

The Board has provided the principles of business ethics in a written form subject to the Company's vision, to grow with a good society. The Board, management, and employees, to adhere as guidelines for their duties performing, in accordance with the Company's mission. Conducting business with honesty and fairness; involving the treatment to the organization, public, stakeholders, and society. Supervise to monitor compliance with such guidelines is established on a regular basis, also the implementation of such guidelines disclosed on the Company's website under the section "Good Corporate Governance".

In 2023, the Company provides training to create knowledge and understanding for directors, executives, and employees throughout the organization, through Happy Monday activities every month for communicating on the principles of corporate governance, ethics, code of conduct and corporate culture, in realize of guidelines for performing duties with ethics, honesty and transparency.

However, in the past year, the Company has not reported any violations or wrongdoings regarding such business ethics.

6.3 Changes and Developments of Policies, Practices and Corporate Governance in the Past Year

All executives of the Company realizes that operating business with transparency, in line with the principles of good corporate governance, the key factor in enhancing the organization's system of efficiency, credibility, transparency and sustainability, also can also build confidence among investors. The Company, therefore develops and instills awareness in the organization continuously so that all departments realize and implement on a regular basis.

In 2022, the Board of Directors has approved the review of the policies, guidelines, corporate governance systems, and the "Handbook of the Corporate Governance Principles, Ethics and Code of Conduct" as follows:

- Reviewed the Anti-Corruption Policy in accordance with compliance laws, practices, and the standards of Thai listed companies. Established strict processes and measures for managing risks from the corruption. The Board of Directors opinioned that the policy is appropriate to the business growth direction and future trend.
- Supervised to review and prepare the revision of the "Human Rights Policy" (latest version) and handbook of Human Rights Due Diligence Guideline.
- Reviewed and edited the "Sustainability Policy and Guidelines" to be consistent with the Company's directions, strategies and long-term operations with stakeholders, in accordance with the principles of sustainable development that fosters a balance between the economy, social, and environment throughout the business value chain.
- Provided the "Handbook of the Supplier Code of Conduct" for suppliers or trading partners to sign and acknowledge the guidelines for doing business with the Company as appropriate. However, in 2023, the mentioned handbook are currently awaiting approval from the Board of Directors.

Compliance with good corporate governance principles in other matters

In 2023, the Company participated in the Corporate Governance Report of Thai Listed Companies (CGR), for the Company's quality of corporate governance assessment. The Company has been assessed as "Excellent" or 5 badges for 7 consecutive years (from year 2017 – 2023), with overall score higher the average of all surveyed companies. The Company applied the criteria of the SET, SEC, IOD, OECD, the ASEAN CG Scorecard, and the 2017 Corporate Governance Code: CG. Code to the business.

The Board of Directors, individual directors, and sub-committees conduct an annual performance appraisal by expressing their opinions and evaluating themselves independently. The evaluation results were used to develop the Board's performance based on the criteria and processes disclosed in this Form 56-1 One Report.

As the Company adhered to the application of good corporate governance principles in the management and operations of the company continuously and has developed corporate governance to be effective and suitable for the Company.



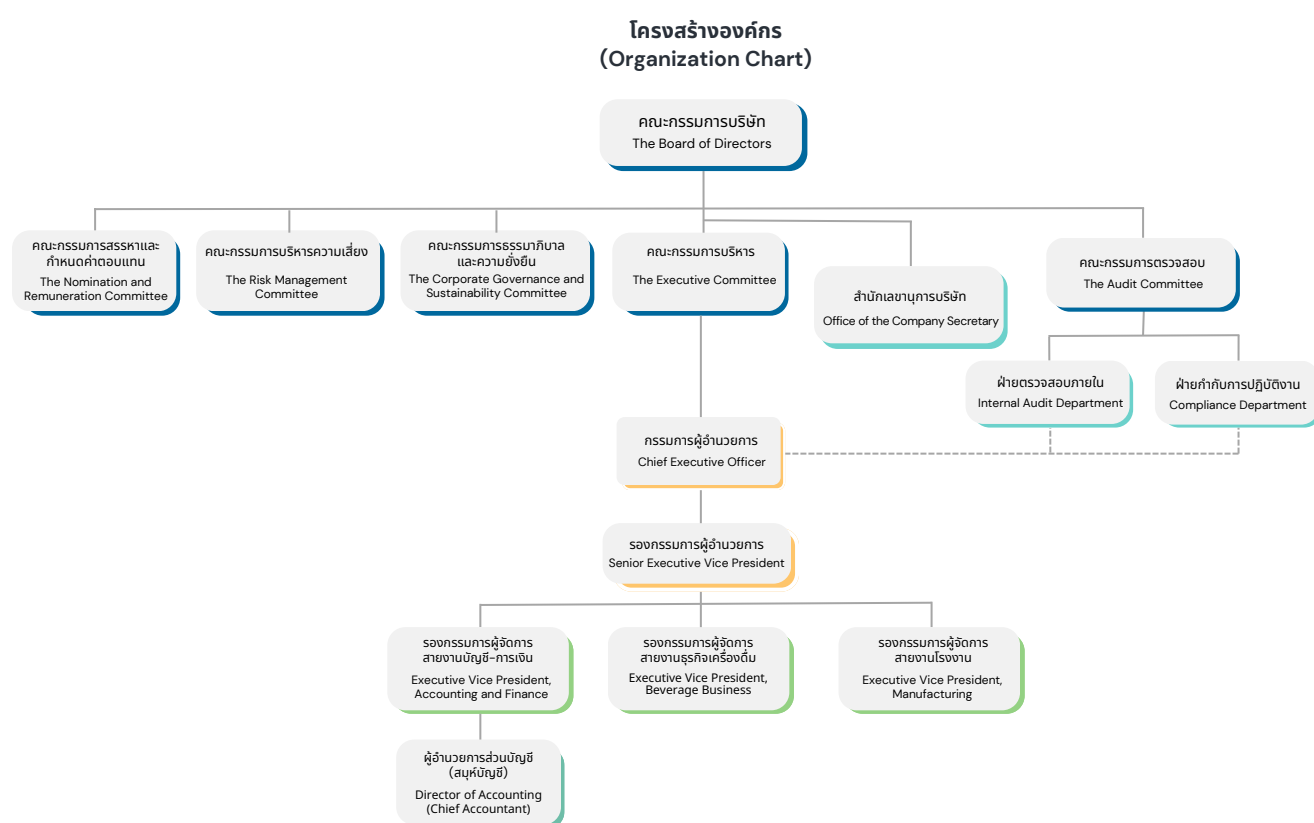
Handbook of the Corporate Governance Principles, Ethics and Code of Conduct

https://www.ichitangroup.com/corporate_governance3.html

7. Corporate Governance Structure and Significant Information of the Board of Directors, Sub-Committees, Executives, Employees, and Others

7.1 Corporate Governance Structure

The management structure of Ichitan Group Public Company Limited as of December 31, 2023 comprises of the Board of Directors and five sub-committees to consider significant matters including; The Audit Committee, The Nomination and Remuneration Committee, The Risk Management Committee, The Corporate Governance and Sustainability Committee, and The Executive Committee. Furthermore, the top executives, who manage Ichitan's business groups, consist of 5 executives that qualified according to the Public Limited Companies Act B.E. 2535 and the relevant notifications of the Securities and Exchange Commission as follows:



As of December 31, 2023, the Company consisted of 5 executives namely as follows;

- | | | |
|----------------|-------------------------|---|
| 1. Mr. Tan | Passakornnatee | Chief Executive Officer |
| 2. Mrs. Eng | Passakornnatee | Senior Executive Vice President |
| 3. Mr. Viroj | Supasoon ⁽¹⁾ | Executive Vice President, Manufacturing |
| 4. Mr. Tanapan | Khongnuntha | Executive Vice President, Beverage Business |
| 5. Mr. Apichat | Sukajirawat | Chief Financial Officer (CFO)/ Executive Vice President, Accounting and Finance |

Remark: ⁽¹⁾ Mr. Virote Supasoon resigned from the position of Executive Vice President, Manufacturing since December 31, 2023.

7.2 Information of the Board of Directors

7.2.1 Composition of the Board of Directors

- The Board of Directors in accordance with good corporate governance principles consists of not less than 5 directors and not more than 15 people. Currently, there are 9 directors which are suitable and consistent with the size of the business; including 6 directors from the management and 3 non-executive directors. The directors comprise with skills and knowledge in a variety of professions, transparent, and have work experiences ethic that are beneficial to the Company's operations. The composition of the Board of Directors is regarding to the Board Skill Matrix such as industrial skill, managerial skill, international business, marketing and strategic planning, finance and accounting, legal, risk management, corporate governance, and others. Moreover, at least one of non-executive shall have experience in the business related to of the Company, and without any gender discrimination.
- Currently, the Company has 3 independent directors relevant to the SEC's criteria that require more than one-third of the total number of directors
- Chairman of the Board of Directors is not the same person with Chief Executive Officer. Moreover, the Company has clarified scope of duties and responsibilities separately in order to balance authority.
- The Board of Directors has appointed a "Company Secretary" to provide advice on information of the company including laws and regulations that the committee must acknowledge and perform duties in overseeing the activities of the Board of Directors, also coordinating the implementation of the Board resolutions and organizing an orientation on the Company for new directors.

Board Skills Matrix

Names	CG Practices				Knowledge, Experience, and Skills									
	Executive Director (ED)	Independent Director (ID)	Non-Executive Director (NED)	Female Director	Industrial Knowledge	Business Management	International Business	Marketing and Strategic Planning	Finance and Accounting	Legal	Organization Development	Technology	Corporate Governance	Risk Management
Organization Structure (person)	3	3	2	3	3	3	2	2	2	1	2	1	3	3
1. AVM. Nathawat Nimmolthanakorn		✓	✓		✓	✓					✓		✓	✓
2. Mrs. Eng Passakornnatee	✓			✓	✓	✓	✓	✓	✓	✓	✓		✓	✓
3. Mr. Tan Passakornnatee	✓				✓	✓	✓	✓	✓		✓		✓	✓
4. Mr. Thiti Jiranonkan	✓				✓	✓	✓					✓	✓	
5. Mr. Viroj Supasoon ⁽¹⁾	✓				✓	✓	✓	✓	✓		✓	✓	✓	✓
6. Mr. Tanapan Khongnuntha	✓				✓	✓	✓	✓	✓		✓		✓	✓
7. Ms. Araya Panichayunont	✓			✓	✓	✓			✓				✓	
8. Mr. Prasan Limpipatanakul		✓	✓		✓	✓			✓		✓		✓	✓
9. Ranchana Rajatanavin, Ph.D. ⁽²⁾		✓	✓	✓		✓	✓	✓	✓		✓	✓	✓	✓
Total (person)	6	3	3	3	8	9	6	5	7	1	7	3	9	7

Remark:

(1) Mr. Viroj Supasoon resigned from the position of Director since December 31, 2023.

(2) The 2023 Annual General Meeting of Shareholders held on April 27, 2023 has appointed Ranchana Rajatanavin, Ph.D. as an Independent Director and Member in the Sub-Committees instead of Mr.Issarachai Decharit whose term was expired.

7.2.2 Information of the Board of Directors and Controlling Persons

Names	Positions
1. AVM. Nathawat Nimmolthanakhorn	Chairman of the Board of Directors Independent Director Chairman of the Audit Committee Member of the Risk Management Committee
2. Mrs. Eng Passakornnatee	Vice Chairman of the Board of Directors Chairman of the Risk Management Committee Member of the Nomination and Remuneration Committee Member of the Corporate Governance and Sustainability Committee
3. Mr. Tan Passakornnatee	Director
4. Mr. Thiti Jiranonkan	Director
5. Mr. Viroj Supasoon ⁽¹⁾	Director Member of the Risk Management Committee
6. Mr. Tanapan Khongnuntha	Director Member of the Risk Management Committee
7. Ms. Araya Panichayunont	Director (Executive Director)
8. Mr. Prasan Limpipatanakul ⁽²⁾	Independent Director Member of the Audit Committee Chairman of the Nomination and Remuneration Committee Chairman of the Corporate Governance and Sustainability Committee
9. Ranchana Rajatanavin, Ph.D. ⁽³⁾	Independent Director Member of the Audit Committee Member of the Nomination and Remuneration Committee Member of the Corporate Governance and Sustainability Committee

Remark:

(1) Mr. Viroj Supasoon resigned from the position of Director and Executive Vice President, Manufacturing since December 31, 2023.

(2) The Nomination and Remuneration Committee No.2/2023 on May 10, 2023, has appointed Mr. Prasan Limpipatanakul as a Chairman of the Nomination and Remuneration Committee instead of Mr. Issarachai Decharit whose term was expired.

(3) The 2023 Annual General Meeting of Shareholders held on April 27, 2023 has appointed Ranchana Rajatanavin, Ph.D. as an Independent Director and Member in the Sub-Committees instead of Mr. Issarachai Decharit whose term was expired.

7.2.3 Authorities, Duties and Responsibilities of the Board of Directors

Scope of Authorities, Duties and Responsibilities of the Board of Directors

- 1.) Review the Company's vision, mission, and business directions. Responsible for the Company performance and performance of the executives in order to ensure long-term business continuity. Provide employee development plans and management continuity.
- 2.) Review and approve important strategies and policies, including objectives, financial goals, the Company's work plans and annual budget once a year together with the Executive Committee. As well as, supervise the management to operate according to the business plan with efficiency and effectiveness.

3.) Determine the policy on good corporate governance, business ethics and code of conduct for directors in written form, which contains principles and good practices for all directors, executives and employees appropriately. To ensure that directors, executives, and employees acknowledge and strictly adhere to as a guideline for internal practice along with imposing penalties in case of violations.

4.) The Board of Directors is authorized to supervise and oversee the Company's managements in compliance with applicable laws, objectives, Articles of Association, and resolutions of shareholders' meetings. Perform duties with responsibility, caution and honesty, as well as generate maximum benefits for shareholders by taking into account the interests of all stakeholders, not seeking benefits for oneself or for anyone else.

- 5.) Institute systems for corporate accounting, financial reporting, and auditing, as well as efficient and effective internal control and internal audit systems.
- 6.) Consider and approve the operating results quarterly, both balance sheet and income statement at the end of the Company's accounting period, which had been audited by the auditor, comparing with the Company's plans and budget then present to the shareholders' meeting for consideration and approval.
- 7.) Consider and approve any transaction or action that has a significant impact on the financial position, liabilities, business operations and reputation of the Company.
- 8.) Determine risk management policies by supervising the management to have an efficient system or process for risk management. Supervising the Risk Management Committee to manage report in quarterly, as well as providing adequate and effective internal control.
- 9.) Consider and approve the management structure. Authority to appoint Sub-Committees, the Executive Committees, and Chief Executive Officer as appropriate; including determine the scope, authorities and duties of the sub-committees, the Executive Committee, and Chief Executive Officer who has been appointed.
- 10.) Oversee and resolve conflicts of interest that may occur, including connected transactions. Emphasis is placed on major transactions that are important according to approval authority, focusing on maximizing the benefits of shareholders and stakeholders as a whole. Directors must notify or report their conflicts of interest to the Company without delay. If there is a stake in the contract made by the Company whether directly or indirectly.
- 11.) Encourage the Company to operate in all forms of anti-corruption. Preparing the written anti-corruption guidelines for directors, executives and employees for their acknowledgment and strict adherence as guidelines within the organization by reviewing the policy in regular once a year.
- 12.) The Company's directors must place importance on business operations with social and environmental responsibility. Promote the sustainable well-being of societies with improving the lives of people in the communities surrounding the factory.
- 13.) Encourage the Company's directors, CEO and executives to develop and train knowledge that is beneficial to their work on a regular basis.
- 14.) Organize the Board of Directors meetings at least 6 times per year, whereby all directors are required to attend every meeting including shareholders' meeting (AGM). If unable to attend the meeting, must notify to the Chairman of the Board of Directors.

15.) Assess the performance of the directors and CEO regularly, and determine the remuneration according to the performance.

16.) Authorize one or more directors, or any other person to act on behalf of the Board of Directors; under the supervision of the Board of Directors or may authorize such person to have the authority as which the Board of Directors deems appropriate and within a period of time that the Board of Directors deems appropriate. The Board of Directors may cancel, revoke, change or amend such authorization as it deems appropriate. However, such authorization must not be in the form of allowing such person to consider and approve transactions that he/she may have conflicts of interest with the Company or subsidiaries, (as defined in the announcement of the Capital Market Supervisory Board and/or the Stock Exchange of Thailand and/or any other announcements of relevant agencies), except for the approval of transactions in accordance with the policies and criteria which was already considered and approved by the Board of Directors.

Scope of Authorities, Duties and Responsibilities of the Chairman of the Board of Directors

- 1.) Create sustainable stability for the Company's business, including taking care of the interests of the Company and subsidiary under the vision, mission, corporate values and goals of the Company. By strengthening the culture of business and management in accordance with the principles of good corporate governance of the company.
- 2.) Supervise the Board of Directors to have the structure and qualifications suitable for the operations, in order to bring maximum benefit to shareholders and stakeholders. This also includes promoting and supervising the Board of Directors to play their roles and responsibilities for duties with dedication and honesty with regard to the benefits of the company as important.
- 3.) Determine the meeting agenda according to the duties and responsibilities of the Board of Directors together with the President and Chief Executive Officer.
- 4.) Act as the chairman of the Board of Directors' meeting and the Annual General Meeting of Shareholders in order to conduct meeting efficiently including; meeting time allocation, encouraging directors to ask questions and express their opinions freely, take controlling of discussion, and resolutions concluding.
- 5.) Plays an important role in promoting employees, shareholders, and stakeholders to gain confidence, trust and acceptance of the Company's business operations. By giving importance to ethical business operations and responsibility to all stakeholders, including social and environmental responsibility as well.

Authorized Director to Sign and Bind for the Company

Authorized directors who have authority to bind the Company are either Mr. Tan Passakornnatee or Mrs. Eng Passakornnatee jointly signs with Mr. Thiti Jiranonkan or Mr. Tanapan Khongnuntha or Ms. Araya Panichayunont, totaling in 2 directors and affix the Company's seal. However, the shareholders' meeting or the Board of Directors has authority to determine the authorized director who sign and bind for the Company (Effective from January 1, 2024).

Nomination of the Board of Directors

Criteria for nominating the Company's director

The Nomination and Remuneration Committee will nominate the qualified persons subjected to the rules and regulations of the Company and subsidiary, to serve as a director in the Boards and other sub-committees prior propose to the Board of Directors' meeting and/or the Annual General Meeting of Shareholders for an approval. However, such person must have all the qualifications under Section 68 of the Public Limited Companies Act B.E. 2535 and in accordance with the relevant notifications of the Office of the Securities and Exchange Commission.

The nominated persons must be in transparency, ethical and responsible work history, be able to perform duty of cares and loyalty, and having skills and knowledge in various professions as well. In this regards, the nomination is considered through the Board Skills Matrix following to the Board Diversity, and without any gender, race, nationality, religion, or skin color discrimination. Also, consider from the Director Pool database of the Thai Institute of Directors Association (IOD) and/or from a compilation of names of people with knowledge and abilities. and expertise in various fields which will be beneficial to the Company's operations, and must not be in conflict of interest with the Company.

In addition, the Company has also provided an opportunity for shareholders to submit the list of qualified persons subject the Securities and Exchange Act., and other relevant laws through the Company's website and the SET's system in advance, before the date of Shareholders' meeting during September 29 - December 31 of every year. In 2023, none of shareholders has proposed any person or agenda item.

Nominating Process and the Director Appointment

1. The Nomination is made through the Annual General Meeting of Shareholders regarding to the guidelines as follow:
 - (a) A shareholder shall have one vote for each shareholding
 - (b) Each shareholder may use his/her votes to elect one person or more persons as directors. In the case of electing several persons, the votes cannot be splitted among the candidate

- (c) Persons receive the highest number of votes in descending order shall be elected as directors equal to the number of directors to have or to be elected at that time. In the case where the persons who are elected in the descending order have equal votes, which exceeding the number of directors that should be or will be elected at that time, the chairman shall have a casting vote.

2. Every annual general meeting, one third of the existing director shall retire from the Company. If the number of directors is not divisible by 3, then the nearest number to the one third shall retire. The directors who vacate office under this section may be re-elected.

Terms of the Company's Director

1. Each director has the terms of 3 years, then will be retired.
2. Apart from the retirement, the director vacates when;
 - (a) Death
 - (b) Resignation
 - (c) Disqualification (subject to Public Limited Company law)
 - (d) The Shareholder' Meeting has a resolution to vacate
 - (e) The court has an order to vacate
3. Any director who wishes to resign from the directorship shall submit a resignation letter to the Company. The resignation will be effective from the date of resignation to the Company. The resignation under paragraph one may also be notified the Public Limited Companies Registrar of his resignation.
4. In the event that the director's position becomes vacant for reason other than retirement by rotation, the Board of Directors may select a qualified person without prohibited characteristics according to the Public Limited Company law to be a substitute director by the next Board of Directors' meeting. Unless the remaining terms of the director is less than two months, the resolution of the Board of Directors under paragraph one must consist of not less than 3/4 of the votes of remaining directors.
5. The shareholders' meeting may pass a resolution to remove any director from office before the expiration of the term with a vote of not less than 3/4 of the number of shareholders attending the meeting and having the right to vote, and having the total number of shares held not less than half of the number of shares held by shareholders who attending the meeting and having the rights to vote.

7.3 Information of the Sub-Committees

The Board of Directors has a resolution to establish 5 sub-committees consisting of The Audit Committee, The Nomination and Remuneration Committee, The Risk Management Committee, The Corporate Governance and Sustainability Committee, and The Executive Committee, working on important matters as follows:

1. Follow up and supervise operations more closely, then report to the board of directors quarterly.
2. Board of Directors has decentralized with efficiency and transparency in management, by providing the Audit Committee to consider various matters that complying with the principles of good corporate governance. Moreover, the Board also set up the Executive Committee to assist in considering and scrutinizing specific tasks for the Chief Executive Office's decision.
3. Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee, Chairman of the Risk Management Committee, and Chairman of the Corporate Governance and Sustainability Committee are all the independent directors in accordance with transparency and independence in the duties performance.

7.3.1 The Audit Committee

The Audit Committee of the Company according to Section 68 of the Public Limited Companies Act B.E. 2535, Notification of the Capital Market Supervisory Board including the requirements of the Securities and Exchange Commission (SEC), and the Stock Exchange of Thailand, which consisting of at least 3 independent directors and at least 1 person must have knowledge and skills in accounting or finance with sufficient experience to act in review of the reliability of the Company's financial statements. The Audit Committee members must be appointed by the Board of Directors or the Shareholders' meeting of the Company, with a term of 3 years. As of December 31, 2023, the Audit Committee consisted of three independent directors as follows:

Names	Positions of the Audit Committee	
1. AVM. Nathawat Nimmolthanakhorn	Chairman of the Audit Committee	(Independent Director)
2. Mr. Prasan Limpipatanakul	Member of the Audit Committee	(Independent Director - Accounting and Finance Expert)
3. Ranchana Rajatanavin, Ph.D ⁽¹⁾	Member of the Audit Committee	(Independent Director - Accounting and Finance Expert)
Mr. Jaruwat Rattanapukdee ⁽²⁾	Secretary to the Audit Committee	(Internal Audit Manager)

Remark:

⁽¹⁾ Ranchana Rajatanavin, Ph.D. has been appointed as a Member of the Audit Committee instead of Mr. Issarachai Decharit, whose term was expired, according to the 2023 Annual General Meeting of Shareholders' resolution.

⁽²⁾ Mr. Jaruwat Rattanapukdee has been appointed as a Secretary to Audit Committee instead of Mr. Sumol Hobumphen, who resigned, effective on November 27, 2023.

Scopes of Duties and Responsibilities of the Audit Committee

1. Review to ensure that the company's financial reports are accurate, reliable and sufficiently disclosed as well as complying with accounting standards and relevant laws.
2. Review to ensure that the Company has appropriate and effective internal control and internal audit systems. Consider the independence of the internal audit unit as well as approve the appointment, transfer, and termination of the head of the internal audit unit or any other unit responsible for internal auditing.
3. Approve and evaluate the annual internal audit plan.
4. Review the Company's risk management system and appropriate risk management measures.
5. Review the Company's compliance with the Securities and Exchange Act, the Stock Exchange of Thailand's regulations, and the laws related to the Company's business.
6. Consider, select, nominate, and terminate the employment of an independent person to be the Company's auditor, and propose such person's remuneration. Including attending a meeting with the auditor without the presence of the management at least once a year.
7. Promote independence and provide opinions on the suitability of auditors.
8. Consider connected transactions that may have conflicts of interest, to ensure that such transactions has complied with the laws and regulations of the Stock Exchange of Thailand, and are reasonable for the Company's maximum benefits.
9. To prepare the report of the Audit Committee and disclose in the annual report of the Company. The report must be signed by Chairman of the audit committee and must contain at least the following information:
 - (a.) Opinions on the accuracy, completeness and creditability of the Company's financial reports
 - (b.) Opinion on the adequacy of the Company's internal control system

- (c.) Opinion on the compliance with the law on securities and exchange SET's regulations or laws relating to the Company's business
 - (d.) Opinion on the suitability of the auditor
 - (e.) Opinion on transactions that may lead to conflicts of interest
 - (f.) Number of Audit Committee meetings and the attendance of each audit committee's meeting
 - (g.) Opinion overall remarks received by the Audit Committee in the performance of their duties under the Charter
 - (h.) Other transactions that shareholders and general investors should acknowledge, under the scope of duties and responsibilities assigned by the Board of Directors
10. Review to ensure that the Company has an anti-corruption process. To ensure that the Company has various systems to fight against corruption. As reported in the self-assessment of the Thai Private Sector Collective Action Coalition Against Corruption Program.
 11. Review and supervise the management to have a process for receiving clues and complaints.
 12. Review the Audit Committee Charter as necessary and appropriate.
 13. The Audit Committee can appoint sub-committees and/or working groups and/or consultants and/or hire any person, in order to verify the tasks prior proposed to the Audit Committee, or perform specific task that is beneficial to the Audit Committee, or take actions on behalf of the Audit Committee when deems necessary, as the expense of the Company.
 14. Perform any other act as assigned by the Board of Directors with the approval of the Audit Committee.

7.3.2 The Nomination and Remuneration Committee

The Board of Directors has a resolution in the appointment of the Nomination and Remuneration Committee in order to comply with the principles of good corporate governance and good practices for directors of listed companies on the Stock Exchange of Thailand. The Nomination and Remuneration Committee consists of at least 3 directors, with the proportion of independent directors more than 50%, and the Nomination and Remuneration Committee appoints one independent director as the Chairman. As of December 31, 2023, the Nomination and Remuneration Committee consists of three independent directors as follows:

Names	Positions of the Nomination and Remuneration Committee	
1. Mr. Prasan Limpipatanakul ⁽¹⁾	Chairman of the Nomination and Remuneration Committee	(Independent Director)
2. Ranchana Rajatanavin, Ph.D ⁽²⁾	Member of the Nomination and Remuneration Committee	(Independent Director)
3. Mrs. Eng Passakornnatee	Member of the Nomination and Remuneration Committee	(Vice Chairman of the Board of Directors)
Mr. Apichat Sukajirawat	Secretary to the Nomination and Remuneration Committee	(EVP, Accounting and Finance)

Remark:

(1) Mr. Prasan Limpipattanakul has been appointed as Chairman of the Nomination and Remuneration Committee, effective on May 10, 2023 onwards.

(2) Ranchana Rajatanavin, Ph.D. has been appointed as a Member of the Nomination and Remuneration Committee according to the 2023 Annual General Meeting of Shareholders' resolution.

Scopes of Duties and Responsibilities of the Nomination and Remuneration Committee

1. Considering, recruiting, selecting and proposing a suitable person with complete qualifications under the law to hold a position. The Company's directors, President, and Chief Executive Officer who have completed their term and/or have vacant positions and/or appoint more as well as scrutinize suitable persons to be appointed as the Company's directors based on the proposals of major and minor shareholders, including the names of directors' pool of reliable agencies, such as the list of professional directors of the Company of Thai Institute of Directors (IOD), a database of Directors who have compiled a list of experts in various fields with criteria or procedures for selection and selection are compliant and transparency to propose to the Board of Directors and/or the shareholders' meeting for consideration and approval.
2. Determine the criteria and policies for nominating the Board of Directors, Sub-committees, Chief Executive Officer and President by considering the appropriateness of the number, structure and composition of the committee, the qualifications of the directors are considered to be suitable for the company. This is in accordance with good corporate governance principles and regulations of SEC, SET, and relevant laws and regulations are required to propose to the Board of Directors. The new Chief Executive Officer and the Managing Director, the Nominating Committee should provide an orientation program for information that is beneficial to the performance of their duties.

3. Consider guidelines and policies and also gave opinions on the determination of remuneration for the Directors, Chief Executive Officer and President both in money and others with fair, reasonable and suitable for the business. As well as being able to motivate and retain quality directors and senior management to propose to the Board of Directors and / or the shareholders' meeting for consideration and approval annually.
4. Evaluate the performance of Chief Executive Officer and the President and propose it to the Board of Directors meeting for determining the appropriate remuneration.
5. Review the Succession plan for director, Chief Executive Officer, and senior executives to prepare potential individuals for succession positions in the event that a director, president or top executive retires, resigns or is unable to perform their duties
6. The Nomination and Remuneration Committee is directly responsible to the Board of Directors in accordance with their duties and responsibilities assigning for providing explanations and answering questions about the remuneration of the Company's directors at the shareholders' meeting.
7. Perform any other act as assigned by the Board of Directors.

7.3.3 The Risk Management Committee

The Board of Directors has approved the appointment of the Risk Management Committee to oversee the appropriateness and efficiency of the Company's risk management. The Risk Management Committee consists of at least 3 directors and at least 1 person must be an independent director. As of December 31, 2023, the Risk Management Committee consists of 4 directors as follows:

Names	Positions of the Risk Management Committee	
1. Mrs. Eng Passakornnatee	Chairman of the Risk Management Committee	(Vice Chairman of the Board of Directors)
2. AVM. Nathawat Nimmolthanakhorn	Member of the Risk Management Committee	(Independent Director)
3. Mr. Viroj Supasoon	Member of the Risk Management Committee	(Independent Director)
4. Mr. Tanapan Khongnuntha	Member of the Risk Management Committee	(Independent Director)
Mr. Apichat Sukajirawat	Secretary to the Risk Management Committee	(EVP, Accounting and Finance)

Scopes of Duties and Responsibilities of the Risk Management Committee

1. Determine and approve policies, objectives and frameworks for risk management according to management principles. Organization-wide risk, or COSO ERM 2017, covering the core business risks such as business risks and operational risks (Operational Risk), etc., as a framework for the performance of the directors' risk management process. Employee's management in the organization to be in the same direction and in line with the business goals and strategies.
2. Supervise the identification of risks by considering factors both internal and external to the organization that may cause the Company to fail to achieve the specified objectives and assess the impact and likelihood of the identified risks. To prioritize risks and select appropriate risk management methods, including the formulation of guidelines, policies and procedures for controlling and reducing such risks.
3. Supervise and support the review of the policy, risk management plan, enterprise risk management framework, risk management manual, and risk management committee charter annually to ensure that the risk management framework remains consistent and suitable for overall business conditions. Follow up on the progress of the implementation of the Company's risk management plan.
4. The chairman of the risk management committee will coordinate with the chairman of the audit committee to support the work. The Audit Committee is responsible for reviewing the Company's risks, such as corruption risks, etc. in order to comply with the duties specified in the Audit Committee Charter.
5. The Risk Management Committee will assess the performance of the Risk Management Committee and report the assessment results to the Board of Directors annually.
6. Perform any other act as assigned by the Board of Directors.

7.3.4 The Corporate Governance and Sustainability Committee

The Board of Directors has approved the appointment of the Corporate Governance and Sustainability Committee to comply with the principles of good corporate governance and good practices for directors of listed companies in the Stock Exchange of Thailand. The Corporate Governance and Sustainability Committee consists of at least 3 directors, with the proportion of independent directors not less than half of the total number of directors, and the meeting of the Corporate Governance and Sustainability Committee shall appoint 1 independent director as the chairman. As of December 31, 2023, the Corporate Governance and Sustainability Committee consists of 3 directors as follows:

Names	Positions of the Corporate Governance and Sustainability Committee	
1. Mr. Prasan Limpipatanakul	Chairman of the Corporate Governance and Sustainability Committee	(Independent Director)
2. Ranchana Rajatanavin, Ph.D. ⁽¹⁾	Member of the Corporate Governance and Sustainability Committee	(Independent Director)
3. Mrs. Eng Passakornnatee	Member of the Corporate Governance and Sustainability Committee	(Vice Chairman of the Board of Directors)
Ms. Jinda Songrod	Secretary to the Corporate Governance and Sustainability Committee	(Asst. Director Office of President)

Remark:

(1) Ranchana Rajatanavin, Ph.D. has been appointed as a Member of the Corporate Governance and Sustainability Committee, instead of Mr. Issarachai Decharit, whose term was expired, according to the 2023 Annual General Meeting of Shareholders' resolution.

Scopes of Duties and Responsibilities of the Corporate Governance and Sustainability Committee

1. Consider, review, and present for the Board of Directors to approve the good corporate governance policy, business ethics, social and environmental responsibility policy, the company's sustainable development policy, and any other policies and guidelines. The Company operates in accordance with the guidelines of good governance and sustainability in order to create transparency, fairness and support the growth of the Company in a sustainable way.
2. Supervise the management to implement the policies and guidelines in item 1. Such policies and guidelines must be in line with and suitable for the Company, the recommendations of regulatory agencies or relevant and comparable to international standards.
3. Follow up and review operations systems within the organization to be in line with the code of conduct and best practices as defined.
4. Follow up and direct in the event that the operations of the management and employees are not comply with the policies and guidelines.
5. Follow up and report the performance of the organization according to the good corporate governance policy and other related policies to the Board of Directors and external organizations as appropriate.
6. Perform any other act as assigned by the Board of Directors.

7.3.5 The Executive Committee

The Board of Directors approves the appointment of Executive Directors by selecting from directors, executives of the Company and/or outsiders, whereby Executive Directors must have knowledge, ability, appropriate experience, knowledge and understanding of their qualifications, duties and responsibilities, as well as not having characteristics prohibited by law. As of December 31, 2023, the Executive Committee consists of 6 executives as follows:

Names	Positions of the Executive Committee
1. Mr. Tan Passakornnatee	President
2. Mrs. Eng Passakornnatee	Executive Director
3. Mr. Thiti Jiranonkan	Executive Director
4. Mr. Viroj Supasoon	Executive Director
5. Mr. Tanapan Khongnuntha	Executive Director
6. Mr. Apichat Sukajirawat	Executive Director
Ms. Jinda Songrod	Secretary to the Executive Committee

Scope of Duties and Responsibilities of the Executive Committee

1. The Executive Committee shall have the authority to operate in accordance with the policy of the Board of Directors which is subject to law, regulations, and Company's Articles of Association. Except for the items that must be approved by the shareholders' meeting.
2. Authority to make recommendations and formulate policies and business strategy, proposed to the Board of Directors.
3. Determine business plans, authorities, and annual budget for the Company, then propose to the Board of Directors for approval.
4. Approve the Company's administration. Establish an organizational and administrative structure covering the details of the recruitment, training, hiring and termination of the Company's employees.
5. Approve any loan or credit from financial institutions, including becoming a guarantor or making payments or spending money for normal business transactions of the Company, such as payments for investments and for various operations, etc. However, the credit limit of each approval is not exceeding Baht 200 million or depend on the Board of Directors' decision as appropriateness.
6. Approve the opening of a deposit account with a local financial institution including the determination of authorized person to pay money from the various deposit accounts of the Company.
7. Approve budget, salary increase or adjust the annual employee salary level and annual compensation (bonus) to employees of the Company, except for the position of managing director or above.
8. Appoint or withdraw any employee of the Company in a position lower than Managing Director position.
9. Perform other duties as assigned by the Board of Directors.

7.4 Managements

7.4.1 Information of the Managements

The Managements consists of executives who are qualified according to the Public Limited Companies Act B.E. 2535, and subject to the relevant laws of the Office of the Securities and Exchange Commission. As of December 31, 2023, the Company has 5 executives as follows:

Names	Positions
1. Mr. Tan Passakornnatee	Chief Executive Officer
2. Mrs. Eng Passakornnatee	Senior Executive Vice President
3. Mr. Viroj Supasoon ⁽¹⁾	Executive Vice President, Manufacturing
4. Mr. Tanapan Khongnuntha	Executive Vice President, Beverage Business
5. Mr. Apichat Sukajirawat	Chief Financial Officer (CFO)/ Executive Vice President, Accounting and Finance

Remark: ⁽¹⁾ Mr. Viroj Supasoon resigned from the position of Executive Vice President, Manufacturing since December 31, 2023.

Report on Securities Holding of Directors and Executives

In 2023, Ichitan Group Public Company Limited, responsible by the Office of the President, has issued a letter on 4 occasions to notify directors, executives, and managements about the prohibition period for trading of "ICHI" securities. Directors, executives, and employees in departments who receive inside information (including their spouses and children under legal age) are prohibited from buying/selling/transferring the Company's securities (ICHI) within the period as follows:

1. During January 28 - February 28, 2023 (fiscal year 2022)
2. During April 11 - May 11, 2023 (Quarter 1/2023)
3. During July 10 - August 10, 2023 (Quarter 2/2023)
4. During October 9 - November 9, 2023 (Quarter 3/2023)

In addition, the Company defined a policy of avoiding securities trading of PTT Group outside these periods. Directors, executives, and management strictly complied with this. Directors and executives are obligated to report their securities holdings, their spouses or cohabitants as husband and wife, and their minor children within 30 days after being appointed as directors and executives of the Company. If necessary to trade ICHI securities, they must inform the Company Secretary at least 1 day ahead, and report to the SEC within 3 working days. As of December 31, 2023, the holding of "ICHI" securities by the Board of Directors and executives are as follows:

(1) Securities Holding Report of the Company's Directors

No.	Names	Common shares (shares)			Remark
		As Dec 31, 2022	As Dec 31, 2023	Changes during year	
1.	AVM. Nathawat Nimmolthanakhorn	-	-	-	-
	Spouse and children under legal age	-	-	-	
2.	Mrs. Eng Passakornnatee	60,000,000	60,000,000	-	-
	Spouse and children under legal age	60,000,000	60,000,000	-	(Spouse - Mr. Tan Passakornnatee)
3.	Mr. Tan Passakornnatee	360,639,600	360,639,600	-	-
	Spouse and children under legal age	-	-	-	(Spouse - Mrs. Eng Passakornnatee)
4.	Mr. Thiti Jiranonkan	35,000,000	35,000,000	-	-
	Spouse and children under legal age	24,842,000	24,842,000	-	-
5.	Mr. Viroj Supasoon ⁽¹⁾	7,277,400	7,277,400	-	-
	Spouse and children under legal age	-	-	-	-
6.	Mr. Tanapan Kongnuntha	5,900,000	5,900,000	-	-
	Spouse and children under legal age	-	-	-	-
7.	Ms. Araya Panichayunont	926,600	926,600	-	-
	Spouse and children under legal age	-	-	-	-
8.	Mr. Prasan Limpipatanakul	-	-	-	-
	Spouse and children under legal age	-	-	-	-
9.	Ranchana Rajatanavin, Ph.D. ⁽²⁾	-	-	-	-
	Spouse and children under legal age	-	-	-	-

Remark:

(1) Mr. Viroj Supasoon resigned from the position of Director since December 31, 2023.

(2) The 2023 Annual General Meeting of Shareholders held on April 27, 2023 has appointed Ranchana Rajatanavin, Ph.D. as an Independent Director and Member in the Sub-Committees instead of Mr. Issarachai Decharit whose term was expired.

(2) Securities Holding Report for Executive Directors and CEO

No.	Names	Common shares (shares)			Remark
		As Dec 31, 2022	As Dec 31, 2023	Changes during year	
1.	Mr. Tan Passakornnatee	360,639,600	360,639,600	-	-
	Spouse and children under legal age	60,000,000	60,000,000	-	(Spouse - Mrs. Eng Passakornnatee)
2.	Mrs. Eng Passakornnatee	60,000,000	60,000,000	-	-
	Spouse and children under legal age	-	-	-	(Spouse - Mr. Tan Passakornnatee)
3.	Mr. Thiti Jiranonkan	35,000,000	35,000,000	-	-
	Spouse and children under legal age	24,842,000	24,842,000	-	-
4.	Mr. Viroj Supasoon	7,277,400	7,277,400	-	-
	Spouse and children under legal age	-	-	-	-
5.	Mr. Tanapan Kongnuntha	5,900,000	5,900,000	-	-
	Spouse and children under legal age	-	-	-	-
6.	Mr. Apichat Sukajirawat	1,000,000	1,000,000	-	-
	Spouse and children under legal age	-	-	-	-

Remark: - Ichitan Group Pcl. registered capital Baht 1,300,000,000, paid-up capital Baht 1,300,000,000 (as of December 31, 2023), having a total of 1,300,000,000 ordinary shares.
- Securities holding information may change if the director/executive including spouses or children under legal age who trade in securities after the date specified above.

Chief Executive Officer

The Board of Directors Meeting has been appointed Mr. Tan Passakornnatee as a position of Chief Executive Officer with scope of authorities, duties and responsibilities as follows:

Scope of Authorities, Duties and Responsibilities of Chief Executive Officer

1. Manage the Company's operations in various fields according to the policies. Supervise the operations related to the general management of the Company.
2. Prepare policies, business plans and strategies, and annual budgets of the Company, prior propose to the Executive Committee, and then propose to the Board of Directors for an approval.
3. Manage the Company's operations in accordance with policies, plans and budgets approved by the Board of Directors and/or the Executive Committee.
4. Monitor and evaluate the Company's performance regularly. Reporting the progress to the Executive Committee, the Audit Committee, and the Board of Directors.
5. Authority to consider and approve any loan or investment whether as a borrower or a lender, related to the Company's transaction. The credit limit for each transaction does not exceeding Baht 100 million or an equivalent amount or as assigned by the Board of Directors. However, such limit may be changed as appropriate depending on the discretion of the Board of Directors.
6. Authority to approve financial expenditures in accordance with normal term such a business procurement. The credit limit of each transaction shall be in accordance with the table of authorization approved by the Board of Directors, which is not exceeding the annual budget.
7. Set the organizational structure, including the appointment, hiring, transfer, and determination of wages, compensation, bonuses and termination of employees under senior executive vice president level respectively.
8. Issue orders, regulations, announcements, and memorandums to ensure that the Company's operations are in accordance with the policies and for the benefit of the Company, including to maintain discipline within the organization.
9. Coordinate with the head of the internal audit department and the internal audit committee to ensure that the operations and risk management of the Company are in accordance with the objectives and regulations, also the Company's policies according to good governance.
10. Authority to appoint the working groups, by enhancing the efficiency of the management. Authorize one or more persons to perform any act in order for such person to have the power as CEO deems appropriate and within a period of time. CEO may revoke, revoke, change, or modify the authorized person or such authorization as it deems appropriate.
11. Perform other duties as assigned by the Board of Directors.

Delegation of Executive's Authority to others for acting on behalf of the Company

Assignment of authorities, duties and responsibilities of the Chief Executive Director. There will not be in the nature of delegating authority, which allows the attorney to approve transactions that he or anyone who may have conflicts with, stakeholders, or those who may have any other conflicts of interest with the Company or subsidiary or related company. If such authorization is granted, must be proposed to the Board of Directors' meeting and/or the shareholders' meeting for an approval. Except for general approval of normal business transactions and normal trading conditions as specified by the Capital Market Supervisory Board and/or the Stock Exchange of Thailand and/or relevant agencies.

Roles, duties and responsibilities between the Board of Directors and the Management

The Board of Directors:

- Ensuring business continuity and sustainable long-term growth.
- Consider and approve the Company's policies, investment, and significant transactions.
- Supervise the managements to operate the specified policies with efficiency and effectiveness.

The Managements:

- Manage the Company's operations and formulate strategies in accordance with the authority assigned by the Boards.
- Authority to approve general operating expenses including investments, and trade deals; up to the limit approved by the Board of Directors.
- Report the performance to the Board of Directors.

Roles, duties and responsibilities between the Chairman of the Board of Director and CEO

Chairman of the Board of Directors:

- Supervise the policies, directions of the business of the Board of Directors and sub-committees to achieve the objectives according to the set plans.
- Encourage the Board of Directors and Sub-Committees to perform their duties at full capacity according to the scope of duties, responsibilities and corporate governance principles.
- Calling the Board of Directors' meeting and the Shareholders' meeting.
- Serve as the chairman of the Board of Directors' meeting and the Company's Annual General Meeting of Shareholders.
- To be the casting votes in the event that two parties have equal votes.

Chief Executive Officer (CEO):

- Responsible for accepting policies from the Board of Directors and the Executive Committee to implement them with efficiency and effectiveness.
- Manage the business in regards to the general operations and the managements of the Company.

7.4.2 Remuneration of Directors and Executives

The Company has transparent the directors' remuneration in accordance with the roles, duties and responsibilities of supervising the Company's operations. The remuneration is considered as suitable and beneficial to the Company, by having the Nomination and Remuneration Committee determined the remuneration policy for directors and senior executives before proposing to the shareholders' meeting for further approval.

Policy and Guideline for the Remuneration of the Board of Directors

The directors and executives who mutually manage on subsidiary shall not receive any remuneration as a director or executive of subsidiary.

Policy and Guideline for the Executives

The Company shall not pay any remuneration to the executives; all executives are the management of the Company.

Monthly Remuneration and Allowance for Directors

Positions	Monthly remuneration (Baht)			Meeting Allowance (Baht/Time)		
	Board of Directors	Audit Committee	Sub-Committees	Board of Directors	Audit Committee	Sub-Committees
Chairman of the Board of Directors	45,000	45,000	-	-	-	15,000
Director	35,000	35,000	-	-	-	15,000

Directors' Remuneration

As of December 31, 2023, the Remuneration and Allowance in form of monetary of each Directors totally are detailed as below:

Names	Remuneration for year 2023						Total
	Pension	Board of Directors	Audit Committee	Risk Management Committee	Nomination and Remuneration Committee	Corporate Governance and Sustainability Committee	
1. AVM. Nathawat Nimmolthanakhorn	881,269	-	540,000	60,000	-	-	1,481,269
2. Mrs. Eng Passakornnatee	1,510,747	-	-	-	-	-	1,510,747
3. Mr. Tan Passakornnatee	881,269	-	-	-	-	-	881,269
4. Mr. Thiti Jiranonkan	503,582	-	-	-	-	-	503,582
5. Mr. Viroj Supasoon	755,374	-	-	-	-	-	755,374
6. Mr. Tanapan Khongnuntha	755,374	-	-	-	-	-	755,374
7. Ms. Araya Panichayunont	251,791	-	-	-	-	-	251,791
8. Mr. Prasan Limpipatanakul	1,133,061	-	420,000	-	45,000	45,000	1,643,061
9. Mr. Issarachai Decharit ⁽¹⁾	1,133,061	-	140,000	-	15,000	15,000	1,303,061
10. Ranchana Rajatanavin, Ph.D.	-	-	280,000	-	30,000	30,000	340,000
Total	7,805,528	-	1,380,000	60,000	90,000	90,000	9,425,528

Remark:

(1) Mr. Issarachai Decharit whose term was expired according to the resolution of the 2023 Annual General Meeting of Shareholders on April 27, 2023

Executives' Remuneration

During 2021 – 2023, The Company has paid remuneration in the form of salary, bonus and others to the Executives as follows:

Types	Year 2021		Year 2022		Year 2023	
	No. of person	Amount (Baht)	No. of person	Amount (Baht)	No. of person	Amount (Baht)
Salary	6	28,378,100	7	35,451,600	6	32,444,400
Bonus	6	5,158,600	7	7,620,710	6	10,544,143
Total		33,536,700		43,072,310		42,988,543

Other Remuneration

During 2021 – 2023, The Company has paid the provident fund to Executives as follows:

Types	Year 2021		Year 2022		Year 2023	
	No. of person	Amount (Baht)	No. of person	Amount (Baht)	No. of person	Amount (Baht)
Provident fund contributions	6	1,580,912	7	1,772,592	6	1,968,432

7.5 Employees

The Company regards its employees as extremely valuable resources; therefore the human resource management and development are pretend as prioritized, to maintain personnel knowledge, abilities, and experience that will be the basis of the Company's competitiveness.

7.5.1 Number of Employees

As of December 31, 2023, the Company has a total of 379 employees, divided into functional as follows:

Departments / Divisions	Number of Employees
1. Office of President	14
2. Finance and Accounting	11
3. Marketing and Beverage Business	34
4. Factory	256
5. Creative and Media	6
6. Research and Development/Innovation	20
7. Marketing Communication	8
8. Information Technology	6
9. Human Resources	13
10. Organization Development	2
11. Procurement	4
12. Legal	3
13. Internal Audit	2
Total	379

Significant changes on number of employees over the past 3 years

During the year 2021 – 2023, the Company has been adjusted the increasing (decreasing) number of employees in some functional such as factory, and marketing, to serve the current economic changes for both domestic and international market.

Employees' Remuneration

The Company and the subsidiaries have a policy of paying employees remuneration in line with the appropriateness and fairness according to the knowledge and abilities of each employee, in accordance with relevant labor laws and the averages market rate in similar industry. Moreover, the remuneration must be suitable for business expansions and growths in both short and long term including;

1. Short-term benefits: salary, cost of living, diligence allowance, bonus, group insurance premium, and other compensation etc.
2. Long-term benefits: provident fund contributions, retirement benefits.

Employee remuneration and annual assessments are linked to employee performance at all levels in form of the Key Performance Indicators (KPIs), which are assessed by each employee by their supervisors. The annual salary increases and bonuses are based on KPIs assessments. However, the employee's remuneration (excluding executives) over the past 3 years were as follows:

Remuneration (Baht)	Year 2021	Year 2022	Year 2023
Salary	146,603,261	135,928,180	144,325,947
Bonus	21,779,217	26,627,550	38,232,587
Other Remuneration	59,791,117	61,205,191	76,799,479
Total	228,173,595	223,760,921	259,358,013
Average Remuneration Ratio (Female to Male)	1.02	1.05	1.08

Remark:

- Other Remuneration includes social security payments, vehicle expenses, telephone expenses, wages, overtime pay, and employee benefits.
- As of December 31, 2023, the Company and the subsidiaries have total of 273 employees participated in the provident fund (72.0% of total employees).

The Company and the subsidiaries have a policy to support the selection of fund managers who comply with the Investment Governance Code: “I Code”) and manage investments responsibly by taking into account environmental, social and good governance (Environmental, Social, and Governance: “ESG”). The Company also discloses guidelines for selecting fund managers to members, which will lead to investment management that takes into account the best interests of the company's provident fund members in the long term.

Employees’ Development Policy

The Company realizes on the importance of human resource development. For maximum efficiency and effectiveness, the Company therefore, provide the policy to develop employees in order to increase the their performances, affecting the competitiveness of the organization according to the sustainable plans. which details are as follows:

- Employee career development A career path has been established to allow employees to recognize that they can promote their positions. Or can be transferred or switched to work rotation to other departments On the basis of knowledge, ability and suitability including clearly stipulating the rules for promotion / leveling of positions.
- Employee training and development The Company focuses on internal training according to a training plan that covers both the development of knowledge and abilities. Attitude development And the development of operational skills Which is used for both internal and external training By providing thorough and consistent opportunities And suitable for employees of each position in order to develop their knowledge and work potential Through training and development Management and staff Disclosed in detail Human resource development "Sustainable Development Report".

Labor disputes over the past 3 years

The Company has no labor dispute over the past three years

7.6 Other Information

7.6.1 The Company Secretary

In accordance with the Securities and Exchange Act (No. 4) B.E. 2551, the Board of Directors has a resolution to appoint Ms. Jinda Songrod (Assistant Director, Office of President) as the Company Secretary since May 14, 2018. The Board of Directors has promoted and supported the Company's secretary to receive training and continually develop knowledge in the field of law, accounting or performing the duties of company secretary. (Please refer details of the Company Secretary to “Attachment 1 Profiles of the Company Secretary”)

Scope of Duties and Responsibilities of the Company Secretary

The Company Secretary must perform the duties as stipulated in Section 89/15 and Section 89/16 of the Securities and Exchange Act (No. 4) B.E. 2551 with honesty as well as having to perform duties in accordance with the law, objectives, and articles of association Board resolution as well as the resolutions of the shareholders' meeting. The statutory duties of the Company Secretary are as follows:

1. Prepare and maintain the following documents
 - 1.1) Director Registration
 - 1.2) Notice of the Board of Directors Meeting Committee meeting report and the Company's 56-1 annual report .
 - 1.3) Invitation letter to the shareholders' meeting and minutes of the shareholders' meeting

2. Maintain reports of interest, reports by directors or executives:
 - 2.1) Directors and executives are responsible for "Report of interest".
(Meaning that Directors and Executives are responsible for reporting their interests and stakeholders to the Company)
 - 2.2) The Company Secretary must send a copy of report to Chairman of the Boards and the Chairman of the Audit Committee within 7 business days from the date of receiving such report.
 - 2.3) Must provide system for keeping accurate and complete documents and relevant evidence, and can be examined within a period of not less than 5 years from the date such document or information was prepared.
3. Perform other actions as specified in the notification of the Capital Market Supervisory Board.

7.6.2 Head of Internal Audit and Compliance

The Audit Committee of Ichitan Group Public Company Limited consists of three independent directors namely; AVM. Nathawat Nimmolthanakhorn (Chairman of the Audit Committee), Mr. Prasan Limpipatanakul and Ranchana Rajatanavin, Ph.D. (Member of the Audit Committee), by having Mr. Jaruwat Rattanapukdee (Internal Audit Manager) as a secretary of the Audit Committee. The appointment was approved by the Audit Committee since November 27, 2023, with experiencing in internal auditing and understanding of the business operations in order to perform such duties appropriately and transparently. (Please refer details to "Attachment 3 Profiles of the Head of Internal Audit and Compliance")

Compliance Duties

The Company has designated departments responsible for compliance with the rules and regulations of the organization including:

- **Office of the President and Company Secretary:** Responsible for supervising and monitoring the Board of Directors, Executives and all departments to comply with the rules and regulations of the Company as well as to be a center for gathering. Follow up on relevant external regulations.
- **Legal Department:** Responsible for overseeing legal matters related to business operations including the law of being a listed company Environmental, Industrial Safety Law in order to conduct business of the company that fully compliant with other laws and regulations. The law office shall provide advices on legal issues to various department, in order to operate in accordance with the law especially new transactions both domestically and internationally to make business operations more flexible.
- **Internal Audit:** The internal audit is responsible for evaluating the efficiency and sufficiency of the internal control system and auditing the Company's operations, which totally consisting of 2 persons.

7.6.3 Head of Investor Relations

- Please refer to "Sub-section 6.1.3 Policy and Guidelines Related to Shareholders and Stakeholders", "Investor Relation". -

7.6.4 Remuneration of Auditors

• Audit Fee

The Company and subsidiary paying the audit fee to KPMG Phoomchai Audit Company Limited (KPMG), which is the audit firm of the auditors for the year 2023 affiliated with, including persons or businesses related to the auditor and the audit firm in the past year, in total amounting of Baht 3,000,000. However, the auditor of KPMG Phoomchai Audit Limited has no relationship and/or interests between the auditor and the Company/ subsidiary/ associated company/ directors/ executives/ major holders or any related person.

• Non - Audit Fee

The Company and subsidiary have no either non-audit fee or non-service fee in the year 2023 paid to the auditor is affiliated with, persons or businesses related to such auditors and audit firms.

Audit Fee Types	Year 2022	Year 2023
1. Audit Fee	2,900,000	2,900,000
2. Audit Fee for subsidiary *	100,000	100,000
3. Non - Audit Fee	None	None
4. Types and scope of service other than auditing task (Non - Audit Service)	None	None

Remark: * Subsidiary - Ichitan Power Company Limited established on February 8, 2017.

8. Key Performances of the Corporate Governance

8.1 Summary of the Boards' Performance in Past Year

8.1.1 Nomination, Development, and Performance Evaluation of the Board of Directors

Independent Directors

The Board of Directors selects a person to serve as an independent director by considering the qualifications under the Public Limited Act 2535, the Securities and Exchange Act. Announcement of the Securities and Exchange Commission Notification of the Capital Market Committee including the regulations And / or related regulations and the number of independent directors must be at least 3 persons or at least 1 in 3, whichever is higher. At present, the Board of Directors consists of 3 independent directors, which are not acting as an executive and independent from the management and controlling shareholder, as well as not being a person who has relationship with the Company and the subsidiaries in such a way that there will be limitations in the performance Independent opinion.

Names	Positions
1. AVM. Nathawat Nimmolthanakhorn	<ul style="list-style-type: none">Chairman of the Audit CommitteeMember of the Risk Management Committee (Independent Director)
2. Mr. Prasan Limpipatanakul	<ul style="list-style-type: none">Member of the Audit CommitteeChairman of the Nomination and Remuneration CommitteeChairman of the Corporate Governance and Sustainability Committee (Independent Director)
3. Ranchana Rajatanavin, Ph.D ⁽¹⁾	<ul style="list-style-type: none">Member of the Audit CommitteeMember of the Nomination and Remuneration CommitteeMember of the Corporate Governance and Sustainability Committee (Independent Director)

Remark:

⁽¹⁾ The 2023 Annual General Meeting of Shareholders held on April 27, 2023 has appointed Ranchana Rajatanavin, Ph.D. as an Independent Director and Member in the Sub-Committees instead of Mr. Issarachai Decharit whose term was expired.

Qualifications of Independent Directors

Independent directors must not have any business or participate in administration, or have interests related to the Company and the subsidiary which may affect independent decisions. The independent directors must have the qualifications as follows:

1. Holding shares not exceeding 0.5% of the total shares with voting right of the Company*, affiliates, the associates of those independent directors
2. Not being involved with business management, including not being employees, officers, advisors who receive salary, nor having the control of the company*. Unless the foregoing characteristic has been ended not less than 2 years prior to the date of submission of the application to the SEC. However, such prohibited characteristics exclude cases where the independent directors used to be government officials or consultant of Government sector which is a major shareholder or the Company's controlling person.
3. Not being a person with relationship or by legal registration in the manner of parent, spouse, sibling and child, including the child's spouse of other directors, management, major shareholders, controlling person, or a person who will be nominated as executives or controlling persons of the Company or the subsidiary.
4. Not or have ever had a business relationship with the Company* in a manner that could impede one's independent exercise of judgment, including not being or having ever been a significant shareholder or a controlling person of a person having a business relationship with the Company*. Unless the foregoing characteristic has been ended not less than 2 years prior to the date of submission of the application to the SEC.
5. Shall not be or have never been an auditor of the Company, and not be a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the Company. Unless the foregoing characteristic has been ended not less than 2 years prior to the date of submission of the application to the SEC.

6. Shall not be nor have ever been a provider of any professional services including legal advisor or financial advisor who receives service fees exceeding Baht 2,000,000 per year from the Company*, and not be a significant shareholder, controlling person or partner of the provider of professional services. Unless the foregoing characteristic has been ended than 2 years* prior to the date of submission of the application to the SEC.
7. Shall not be a director appointed as representative of the Board of Directors, major shareholder, or shareholder who is related to a major shareholder of the Company*.
8. Shall not undertake any business in the same nature and in competition with the business of the company or the subsidiary, not be a significant partner in a partnership or director with management authority, employee, staff member or advisor who receives salary or holds shares exceeding 1% of total voting shares of another company which undertakes business in the same nature and in competition with the business of the Company*.
9. Shall not have any other characteristic that limits his /her ability to express independent opinions regarding the company's operations*.

Remark: The Company means parent company, subsidiary company, associate company, major shareholder or the Company's controlling person.*

In 2023, all independent directors have no business relationship or any professional service with the Company. Furthermore, the Company never has a person appointed as an independent director who has had a business relationship.

Terms of Independent Director

The Board of Directors has considered the policy for terms of Independent Director not be exceeding than 9 years, without exception.

Nomination of Directors and Chief Executive Office

The Company's nominating and appointing process are in accordance with the principles of good corporate governance, the Board of Directors has assigned the Nomination and Remuneration Committee to consider and nominate directors to replace those who are retired by rotation under the law on securities and stock exchange relevant laws by considering the qualifications of directors based on skills expertise in accordance with the Company's business strategy by creating a Board Skill Matrix in accordance with the Board's Diversity Policy and the Director Pool database of the Thai Institute of Directors Association (IOD), as well as having no conflicts of interest with the Company. Therefore, the Company provides an opportunity for shareholder to propose the qualified persons or agendas to the Annual General Meeting of Shareholders via the Company's website and SETLink system of SET in advance before the Shareholder's meeting, during the period September 29 - December 31, 2023. However, there was no shareholder propose any person or agenda item.

Directors and Executives Development

The Board of Directors has a policy to encourage directors and executives to participate in seminars and trainings, in order to develop their knowledges in all aspects, continuously increasing the capability of corporate governance.

• Orientation for New Directors

The Board of Directors requires orientation for all new directors to create knowledge and understanding of business and various operations of the Company. To ensure that the new director is ready to perform his/her duties well. Furthermore, there are policies to enhance knowledge and new perspectives to all directors in terms of corporate governance industrial conditions technology business and new innovations by having the company secretary who responsible for a coordinator. The company secretary shall present the documents and useful information related to the directors, such as a handbook for director in listed companies, Good Corporate Governance and Business Ethics Manual, Articles of Association business structure and director structure, the scope of authority, Basic Laws, and related., as well as having a business visit and attending a business briefing and arrange a meeting with the Chairman or the Managing Director in order to discuss and inquire about the Company's business operations.

In 2023, the Nomination and Remuneration Committee nominated the qualified person to the shareholder's meeting to consider and appoint a new director to replace Mr. Issarachai Decharit (Independent Director) who completed their terms at the 2023 Annual General Meeting namely; Ranchana Rajatanavin, Ph.D. Furthermore, the Committee also nominated to the shareholder's meeting to consider and reappoint the directors who completed their terms at the 2023 AGM for another term namely; 1.) Mr. Viroj Supasoon (director) and 2.) Mr. Tanapan Khongnuntha (director).

However, in 2023, the Company has provide an orientation for new director, by having Executive Vice President and Senior Executive to present information about the Company, which consisted of the topics: organizational structure management, strategy and the Company's policy, business performance, and other related information, in order to provide new director with a clear business overview along with sending a director's manual to new director as well.

• Directors Development

The Board of Directors supports and encourages directors and executives to continuously participate in seminars and training to develop their knowledge that is beneficial to the performance of their duties, as well as meet and exchange opinions with the Board of Directors. The Company secretary has been assigned to coordinates with directors and executives for directors' courses attending and other programs of the Thai Institute of Directors. For example, training courses on Directors Certification Program, Directors Accreditation Program (DAP), Audit Committee Program (ACP), Sustainable Development, and Anti-Corruption.

In present, all of 9 directors of the Ichitan Group, equivalent to 100%, have passed the training in the basic courses related to the roles and performances of company directors organized by the IOD. In 2023, all directors were encouraged to attend training courses, seminars, and other activities to develop knowledge potential for directors.

Names	IOD Courses	Other Courses
1. AVM. Nathawat Nimmolthanakhorn	1.DAP 106/2013 2.AACP 16/2014 3.RNG 8/2016 4.ELP 9/2017	<ul style="list-style-type: none"> Training seminar course "Role and Duties of Directors and Executives of Listed Companies" organized by the Securities and Exchange Commission (SEC) via the online. Participate in a training course on policies based on the principles of good corporate governance of the Company for the year 2023.
2. Mrs. Eng Passakornnatee	1.DAP 12/2004 2.DCP 44/2004 3.FBG 6/2016	<ul style="list-style-type: none"> Hot Issue for Directors training course on the topic of Climate Governance by the Thai Institute of Directors Association IOD. Training courses "Digital Transformation and Sustainability in Thailand's Justice system" and listen to the presentation of the strategic justice plan. Organized by the Program for Senior Executives on Justice Administration Batch 27 Participate in a training course on policies based on the principles of good corporate governance of the Company for the year 2023.
3. Mr. Tan Passakornnatee	1.DAP 12/2004 2.FBG 6/2016	<ul style="list-style-type: none"> Speaker for the distributors of Nestle (Thailand) Company Limited. Speaker for "Battle Strategy, crisis plan, conquer the war EPISODE V: Crisis comes in every direction and opportunities are available in every way" organized by Khao Hoon Business Newspaper join as a partner with SCB EX Public Company Limited. Speaker for "Course for senior executives in real estate innovation development (Smart Property Developer)" and Networking (class no.2/2023). Speaker for the "Creativity New Exponential Experience Course (class no.1/2023). Participate in a training course on policies based on the principles of good corporate governance of the Company for the year 2023.
4. Mr. Thiti Jiranonkan	1.DAP 12/2004 2.FBG 6/2016	<ul style="list-style-type: none"> Training seminar course "Role and Duties of Directors and Executives of Listed Companies" organized by the Securities and Exchange Commission (SEC) via the online. Participate in a training course on policies based on the principles of good corporate governance of the Company for the year 2023.
5. Mr. Viroj Supasoon	1.DAP 106/2013 2.RCL 5/2016	<ul style="list-style-type: none"> Hot Issue for Directors training course on the topic of Climate Governance by the Thai Institute of Directors Association IOD. Participate in a training course on policies based on the principles of good corporate governance of the Company for the year 2023.
6. Mr. Tanapan Khongnuntha	1.DAP 106/2013 2.RCL 5/2016 3.BMT 4/2017	<ul style="list-style-type: none"> Participate in CEO Networking Dinner 2023, organized by the Stock Exchange of Thailand. Participate in a training course on policies based on the principles of good corporate governance of the Company for the year 2023.

Names	IOD Courses	Other Courses
7. Ms. Araya Panichayunont	1.DAP 106/2013 2.RCL 5/2016 3.BMT 4/2017 4.ACPG 61/2022	<ul style="list-style-type: none"> • Training through e-Learning, complete according to a well-planned curriculum for savings human style by the Stock Exchange of Thailand (SET). • Training through e-Learning, complete according to the financial curriculum, must be planned by the Stock Exchange of Thailand (SET). • Participate in a training course on policies based on the principles of good corporate governance of the Company for the year 2023.
8. Mr. Prasan Limpipatanakul	1.DAP 106/2013 2.AACP 16/2014 3.RNG 8/2016 4.ELP 9/2017	<ul style="list-style-type: none"> • The seminar “Engaging Board in ESG: The Path to Effective Sustainability” organized by the Thai Institute of Directors Association IOD.
9. Ranchana Rajatanavin, Ph.D	1.DAP 61/2007	<ul style="list-style-type: none"> • New Director Orientation 2023 • The seminar “Engaging Board in ESG: The Path to Effective Sustainability” organized by the Thai Institute of Directors Association IOD. • The seminar Audit Committee Forum 2023 on the topic Detection of Accounting Irregularities in Fast Growing Business: The Role of Audit Committee organized by the Thai Institute of Directors Association IOD. • The online seminar “SheRISE Accelerator: MSMEs move quickly, Thai women advance” the fast-moving business with AI and online platforms” organized by the Kenan Foundation of Asia. • The online seminar Cyber Resilience Forum 2023 EP.4 on the topic “Cross Border Rules, transmission of data across borders and risks that affect it and organizational guidelines regarding transfers” organized by PDPA Thailand . • The seminar on Accounting Management (Live Seminar): Topic: Financial Reporting Standards TFRS 2023 and interesting accounting issues for companies organized by the Stock Exchange of Thailand (SET). • Participate in the Live Seminar on the topic “Importance of the Audit Committee and Confidence in the Thai Capital Market” organized by the Securities and Exchange Commission (“SEC”) in collaboration with the Stock Exchange of Thailand (SET). Federation of Accounting Professions Under the Royal Patronage (TFAC), Thai Institute of Directors Association (IOD) and Thai Listed Companies Association (TLCA).
10. Ms. Jinda Songrod (Company Secretary)	1.CSP 87/2018	<ul style="list-style-type: none"> • Online training course on business and human rights for listed companies. • Online training “Disclosure of information via SETLink system”. • Online seminars on Cybersecurity topic “2023 CYBER VISION”. • “SET Sustainability Sharing: S&P Global Sustainability Assessment 2023”. • Attend the event organized by the SEC Office on the topic of a workshop on Good Corporate Governance and Sustainability. • Online training on the topic "Techniques for organizing committee meetings". • Online training seminars to clarify Criteria for surveying the CGR project in 2023. • Online training on the topic “Role and Duties of Directors and Executives of Listed Companies”. • “Seminar to clarify criteria for surveying the CGR project for the year 2023” (CGR Workshop 2/2023) • Participate in Deloitte Southeast Asia Best Managed Companies Symposium 2023. • Training on “Disclosing sustainability information according to ISSB standards and linking it to the 56-1 One Report”. • Seminar on the topic “Driving investment towards society Linking businesses to community development”.

Names	IOD Courses	Other Courses
10. Ms. Jinda Songrod (Company Secretary) (Continue)	1. CSP 87/2018	<ul style="list-style-type: none"> • Online training topic "Board Retreat / NED Meeting". • Online training IR Sharing 4/2023 topic "How to improve your IR strategy from basic to advanced?". • SEC Capital Market Regional Seminar 2023. • Training topic "Impacts of Climate Change on Business". • Training topic "The Corporate Responsibility to Respect Human Rights". • Training on the topic "Preparing a Report on Interests and Policy on the Use of Inside Information". • Training on topic "CAC Road to Certify 4/2023". • Training on topic "CAC Road to Join CAC & SME Briefing 4/2023". • Seminar on topic ASEAN CG Scorecard Coaching • Online seminar on topic "Sustainability trends in business across industries" • Seminar course "Insight in SET: Knowledge for growth and sustainability in the capital market" (class no.3/2023). • Online training on the topic "Handling complaints under the Personal Data Protection Act". • Online seminar on topic "Managing Climate-related Risks and Opportunities in Equity Analysis and Investment". • The Securities and Exchange Commission ("SEC") hold an academic seminar "SEC Capital Market Symposium 2023". • Online seminar on topic "AGM Notice / Board Resolution".

The Board of Directors Evaluation and Self-Evaluation of Chief Executive Officer

Ichitan Group Public Company Limited has set up an annual assessment of the Board of Directors and Chief Executive Officer (CEO) once a year to evaluate their performances and duties regularly. The Board of Directors has approved the evaluation form for the year 2023, the evaluation forms were sent to all directors for self-evaluation, then used for the company's analysis. Finally, The Company secretary presented the evaluation results including the Nomination and Remuneration Committee's comments to the Board of Directors in sequence. There were four evaluation forms done by the Stock Exchange of Thailand (SET) and the revised version by the Thai Institute of Directors (IOD), consisting of The Board of Directors Evaluation Form, The Sub-Committees Evaluation Form, Self-Evaluation Form, and CEO Evaluation Form

The Evaluation Criteria

85 – 100% = Excellent	65 – 74% = Good	Below 50% = Need Improvement
75 – 84% = Very Good	50 – 64% = Fair	

Remark: The calculation is based on the average of the total scores for each section.

The Board of Directors Meeting no. 6/2023 dated on December 8, 2023, the Board of Directors acknowledged the evaluation results of the Board of Directors and the Chief Executive Officer (CEO) which can be summarized as follows;

- **The Board of Directors Evaluation Form (Entire Board)**

The evaluation form comprised six evaluated topics; Board composition and qualifications, Boards roles and responsibilities, Meeting arrangement, Boards duties and performance, Relationship with the managements, and Boards training and development.

The overall results indicated "Excellent" performance with an average score of 97.5% .

- **The Sub-Committees Evaluation Form**

The evaluation form comprised 4 evaluated topics; Board composition and qualifications of sub-committee, Sub-committee roles and responsibilities, Meeting arrangement, and Sub-committee reporting.

The overall results of four sub-committees were summarized as the following details;

- 1.) The Audit Committee – the result indicated “Excellent” with an average score of 100.0%
- 2.) The Nomination and Remuneration Committee – the result indicated “Excellent” with an average score of 99.0%
- 3.) The Risk Management Committee – the result indicated “Excellent” with an average score of 95.7%
- 4.) The Corporate Governance and Sustainability Committee – the result indicated “Excellent” with an average score of 98.9%

- **Self - Evaluation Form**

The evaluation form comprised five evaluated topics; Director qualifications, Skills and knowledge of director performance, Meeting attendance, Director roles and responsibilities, and Relationship with the managements.

The overall results indicated “Excellent” performance with an average score of 99.1%.

- **CEO Evaluation Form**

The evaluation form comprised ten evaluated topics; Leadership, Strategy directing, Execution of strategy, Financial planning and performance, Relationship with the Boards, Relationship with third-party, Administration and relationship with personnel, Succession plan, Business operations, and Personal characteristics.

The overall results indicated “Excellent” performance with an average score of 98.5%.

Assessment results in the Board of Directors performance

The Board of Directors will consider the results of the evaluation of the performance of duties and provide a development plan, in order to enhance the roles and responsibilities of the Board of Directors to be more effective. As assessment in 2023, the Board of Directors has development guidelines in various areas, including;

- Directions, Strategies, and Business long-term plans
- Encourage the business partner in Joint Venture
- Supporting the sub-committee roles, duties and responsibilities, in order to perform their duties according to the charter as completely and effectively as possible.
- Directors and Executives Development



8.1.2 The Directors' Meeting attendances and Remuneration

The Directors' Meeting attendances

The meetings of the Board of Directors and Sub-Committees are scheduled on a quarterly basis, and the schedule of meetings for the year has been informed in advance to all directors by the Office of the Company's secretary. The meeting agenda in invitation letter and relevant documents were sent to the directors 7 days in advance and set a minimum number of the quorum for the Board of Directors' meeting 2/3 of the total number of directors. The directors can express their opinions openly and independently. The minutes has been recorded by the Company secretary and approved by the Board of Directors. In addition, senior executives attended the meeting to provide additional details. The Chairman of the Board of Directors together with one independent director will consider and select the agenda for the Board of Directors' meeting and all directors are free to propose the agenda for the meeting.

The Company held a total of 6 meetings of the Board of Directors, one of which was held without the management (Non-Executive Director - NED) on February 21, 2024 to discuss with the auditor about with the audit for the year 2023. Then, the results of such meeting was reported to the Board of Directors' meeting for further information.

(1)

Meeting Attendances of the Board of Directors, Sub-Committees, and the 2023 Annual General Meeting of Shareholders

Names	Board of Directors	Audit Committee	Nomination and Remuneration Committee	Risk Management Committee	Corporate Governance and Sustainability Committee	Executive Committee	Non-Executive Director (NED)	AGM (E-meeting)
	6 meetings	4 meetings	3 meetings	4 meetings	3 meetings	14 meetings	1 meeting	1 meeting
1. AVM. Nathawat Nimmolthanakhorn	6/6	4/4	-	4/4	-	-	1/1	1/1
2. Mrs. Eng Passakornnatee	6/6	-	3/3	4/4	3/3	14/14	-	1/1
3. Mr. Tan Passakornnatee	6/6	-	-	-	-	14/14	-	1/1
4. Mr. Thiti Jiranonkan	6/6	-	-	-	-	14/14	-	1/1
5. Mr. Viroj Supasoon	6/6	-	-	4/4	-	14/14	-	1/1
6. Mr. Tanapan Khongnuntha	6/6	-	-	4/4	-	14/14	-	1/1
7. Ms. Araya Panichayunont	6/6	-	-	-	-	-	-	1/1
8. Mr. Prasan Limpipatanakul	6/6	4/4	3/3	-	3/3	-	1/1	1/1
9. Mr. Issarachai Decharit ⁽²⁾	2/2	1/1	1/1	-	1/1	-	-	1/1
10. Ranchana Rajatanavin, Ph.D. ⁽³⁾	4/4	3/3	2/2	-	2/2	-	1/1	-
11. Mr. Apichat Sukajirawat (Executive)	6/6	-	3/3	4/4	-	14/14	-	1/1
Total Attendances (%)	100	100	100	100	100	100	100	100

Remark:

(1) In 2023, Ichitan Group Pcl. held totaling of 6 meetings of the Board of Directors. Every meeting was held through the electronic device (E - Meeting).

(2) Mr. Issarachai Decharit whose term was expired according to the resolution of the 2023 Annual General Meeting of Shareholders on April 27, 2023.

(3) The 2023 Annual General Meeting of Shareholders held on April 27, 2023 has appointed Ranchana Rajatanavin, Ph.D. as an Independent Director and Member in the Sub-Committees instead of Mr.Issarachai Decharit whose term was expired.

Remuneration of Directors

- Please refer details of Directors' Remuneration in Section 7. Corporate Governance Structure and Importance Information of Board of Directors, Sub-Committee, Executives, Employees and Others in "Sub-clause 7.4.2 Remuneration of the Managements ". -

8.1.3 Governance of Subsidiary and Associated Company

- Please refer details of Supervision of Subsidiary and Associated Company in Section 1. Business Operations and Performances in "Sub-clause 1.3.1 Investment Policy in Subsidiary, Associated Company, Joint Venture, and Others". -

8.1.4 Corporate Governance Policy and Guideline Compliance Control

Internal Information Guideline

Ichitan Group Pcl. (“the Company”) provides business with good corporate governance, especially the Internal Information Policy. Financial information must be prevent secretly and scrutinize before announcement to public, also limit the number of people who are assigning as a spokesperson only. Provides roles and responsibilities with the penalties to directors and executives on their behalf to report their securities holdings, in both spouses and children under age, which is subjected to the Securities and Exchange Act B.E. 2535 (including the amendments) (“Securities Act”).

The definition of “inside information” means inside information that is material to the trading of the Company's securities and affects the change in the price of the Company's securities, which has not yet been disclosed to the public for the benefit of oneself and those involved in the transaction. Business operations of the Company, directors, executives, employees and related persons must consider and acknowledge information that may affect the price of securities and cannot yet be disclosed to shareholders, investors or the general public. Therefore, the use of internal information of the Company is important to be properly managed in order not to leak information or may be used in the wrong way and taking advantage of other people, besides being illegal, it also affects the reputation of the company. The Board of Directors therefore deems it appropriate to establish this policy on the management of inside information that affects the price of securities in writing for all directors, executives, employees and related persons to follow and communicate correctly with the following details:

1. Directors, executives, employees and third parties must maintain the confidentiality and / or inside information of the Company.
 - 1.1. Keep the Company's inside information carefully and securely to prevent the internal information leaking.
 - 1.2. Avoid disclose inside information to other unrelated persons, to protect the inside information that may be used whether for one's benefit or others.
2. Directors, executives, employees and third parties must not share the Company's confidentiality and/or inside information. In order to disclose or seek benefits for oneself or for the benefit of any other person, whether directly or indirectly, and whether or not receiving compensation.
3. Directors, executives, and employees of the company must not trade, transfer or accept the transfer of the Company's securities by using secrets, and/or information inside the Company, and/or enter into any other transaction by using secrets, and/or inside information which may cause damages to the Company either directly or indirectly. This requirement includes the spouse and children under legal age of the Company's directors, executives, employees and employees who violate the said regulations will be considered a serious offense.

4. The Company has provided guidelines for the preservation and prevention of misuse of inside information (Insider Trading) by prohibiting directors, executives, employees in the position of department directors and higher, and persons related, use inside information for their trading within 1 month prior to the financial disclosure in quarterly, and within 48 hours after the information had been disclosed.
5. The Company oversees the use of inside information subject to laws and the principles of good corporate governance, which has been specified in the Handbook of the Corporate Governance Principles, Ethics and Code of Conduct, which is disclosed on the Company's website.
6. Determined directors, executives and employees in the position of department directors and higher to reporting their securities trading to the Board of Directors within three working days, and on the same day that the report is submitted to the Office of the Securities and Exchange Commission of Thailand (SEC) subject to the regulations on reporting of securities holdings, including complying with the guidelines of Stock Exchange of Thailand, Regarding trading of listed company's securities by using inside information.
7. Executives, employees, and department who responsible for providing information to the public including; the President, Senior Executive Vice President, Executive Vice President, and Investor Relations. However, the data is supported and prepared by data owner.

During the year 2023, directors, executives and employees have strictly complied with the aforementioned policies. There were no reports of misconduct regarding the use of insider information to seek benefits both directly and indirectly.

The company has prepared a video clip for training to educate about the policy to prevent the use of inside information for directors, executives, employees at all levels, and new employees to acknowledge and implement. The aforementioned policies are also disclosed on the Company's intranet system.

Conflicts of Interest and Related Transactions

The Board of Directors has established the conflict of interest policy based on the principle that any decision in business activities must be made only for the best interest of the Company. Avoiding actions that cause conflicts of interest by requiring those involved or connected with the considered items to notify the Company of their relationship or connection with such items and must not participate in the deciding, including having no authority to approve that transaction. The Audit Committee will present to the Board of Directors about connected transactions and transactions with conflicts of interest, which have been carefully considered and complied with the rules and regulations of the SEC and SET;

1. Avoid making transactions that involve oneself and/or related persons that may cause conflicts of interest with the Company. In the event that it is necessary to make such transactions for the benefit of the Company, such transactions shall be made as if making such transactions with third parties that have commercial agreements in the same manner that a reasonable person would do with general contract parties with free trade bargaining power without influencing from directors, executives, or related persons, and must not be involved in approval considerations and has a duty to comply with the requirements of the SET and the SEC regarding the disclosure of information on connected transactions.
2. The Board of Directors will carefully monitor when there is a transaction that may have conflicts of interest by setting policies and procedures for approval of connected transactions in written form in the approval authority and taking action. and/or seeking approval from shareholders according to the Company's Articles of Association, and other regulations.
3. In the event that directors, executives or employees become directors, partners or consultants in other organizations, such positions must not conflict with the interests of the Company and their direct duties in the Company.
4. The Audit Committee has obligation to report the conflicts of interest and related transactions of directors who may have conflicts of interest to the Board of Directors. The Audit Committee will not vote or approve such transactions.
5. In the event that directors, executives, employees, and related persons participate or hold shares in businesses that compete with the business of the Company, which may cause conflicts of interest with the Company, proceed as follows;
 - 5.1 Directors, executives and related persons must notify to the Board of Directors in written report.
 - 5.2 Employees must notify to Chief Executive Officer in written report for acknowledgement.
6. The Board of Directors must perform their duties in accordance with the announcements, or and regulations of SEC and SET. Also, complying with the disclosure requirements of related transactions and the acquisition or disposal of important assets of the Company according to the accounting standards set by the Federation of Accounting Professions.

During the year 2023, directors, executives and employees have strictly complied with the above policies. There were no reports of misconduct regarding the prevention of conflicts of interest.

The company has prepared a video clip for training to educate about the policy to prevent conflicts of interest and related transactions for directors, executives, employees at all levels to acknowledge and implement. The aforementioned policies are also disclosed on the Company's intranet system.

Anti-Corruption and Whistleblowing

The Company has disclosed the Anti-Corruption Policy, the performance, and reporting of whistle blowing under the "Section 6. Corporate Governance" in "Sub-clause 6.1.3 Policy and Guidelines Related to Shareholders and Stakeholders ("Anti-Corruption").

In 2023, there was no report or whistleblowing regarding to corruption related to the Company. The Company has a policy to encourage partners to grow together, thus the Collective Action Coalition is one of the Company's mission which help to formulate the business values, to ensure the transparency throughout the supply chain. The Company also extended the intention of anti-corruption to supplier and distributor, by promoting knowledge of anti-corruption and opening opportunities for partners to join as a membership of Collective Action Coalition (CAC) as well.

- Provided anti-corruption training for directors, executives and employees at all levels in the organization. Also, supervise them in signing of the acknowledgment of such policy.
- Developed the "Anti-Corruption Guidelines" for stakeholders to acknowledge and comply with.
- Send a letter inviting trade partners and business alliances to join the CAC network, showing the intention to fight against corruption and bribery.

Compliance with Good Corporate Governance Principles in Other Matters

The Boards, executives and employees of Ichitan Group Pcl. are strictly complied with the Corporate Governance Policy and monitored the performance according to the operational plan. The relevant policies and guidelines have been set the Company's Good Corporate Governance, Ethics, and Code of Conduct manual. As well as promoting real practices to build confidence among all groups of stakeholders in the past year. Details are disclosed in the 2023 Sustainable Development Report.

8.2 Report of Audit Committee in the Past Year

- Please refer to "Attachment 5. Report of the Audit Committee" -

8.3 Report of Sub-Committees in the Past Year

- Please refer to "Attachment 5. Report of the Audit Committee and Other Sub-Committees" -

9. Internal Control and Connected Transaction



9.1 Internal Control

According to the Board of Directors' Meeting No. 1/2024 held on February 21, 2024, three members of the Audit Committee were attending the meeting on order to give opinions on the adequacy and appropriateness of the internal control system. The Board of Directors has assessed the sufficiency of the internal control system by referring to the assessment form of the Securities and Exchange Commission (SEC). The Company has provided sufficient personnel to implement the system effectively, including a monitoring system to supervise the company's operations. However, the Board of Directors opinioned that the Company has an appropriate level of internal control system, which can be summarized as follows;

Internal Control of the Company

The Company has established a good corporate governance structure consisting of the Board of Directors and Sub-Committees. Each sub-committee has obligated for the shareholders regarding the Company's business operations, and also supervised the management to achieve the goals and maximize the benefits of the shareholders. Moreover, the Company has well organizational structure and environment which could affect the efficient internal control at an appropriate level. According to the Company's organizational structure, duties and responsibilities by business divisions have been assigned consistence with business strategy and good corporate governance, by having the internal audit as an independent unit who report directly to the Audit Committee. The Company set the business goals clearly and measurable, organizing an appropriate annual budget plans and employees' performance indicators in advance, providing the compensation guidelines based on individual indicator and achievement, providing the recruiting and developing plans for key successors, supervising the ethical control system as a policies and practices for directors, executives, and employees. Furthermore, the Company' corporate governance policy is in accordance with COSO principles and practices of the Stock Exchange of Thailand and international standards which are appropriate for the business operation. The Company provide a protocol for general operating procedures, the practices for customers and competitors with fairness, as well as authorized manual of each management level.

Risk Assessment

The Board of Directors give importance to the risk management by defining a risk assessment process in accordance with the objectives and goals of the business operation, identifying and analyzing all types of risks covering the whole corporate risks. The Risk Management Committee has been assigned to define the Corporate's risk framework and policy, then supervise an efficient risk management system throughout the entire organization, and communicate to directors, executives, and employees at all level for acknowledgement. Nevertheless, the risk management is operated and processed under the Risk Management Working Group, comprising of representatives of each division who assigned by the Risk Management Committee and responsible for giving advices coordinating with the risk owners, and assessing of functional risks. All departments are required to assess important risk factors by taking into account the likelihood and impact that may arise from both internal and external factors. Including risks that may arise from corruption in each agency, both government and private sectors, as well as setting measures to prevent such risks. There is an internal audit unit responsible for reviewing the appropriateness of preventive measures as well as determining risk management measures to remain at an acceptable level. In addition, the Company also places importance on preparing for rapidly changing situations by establishing a Business Continuity Management Plan (BCP) to ensure continuity of the Company's business operations and uninterrupted. In this regard, the Risk Management Committee has arranged the meeting to analyze and determine measures to avoid or reduce risks that may cause damage to the Company's reputation and to report to the Board of Directors. Furthermore, directors, executives and employees have been assigned to implement the principles for practice, as well as monitor the operational risk quarterly.

Operational Control

The Board of Directors has clearly defined the scope of duties, procedures, and authority of the management and authority in each hierarchy by preparing the Company's regulations to inform the executives and relevant employees. In which every step of the process is monitored, audited and reviewed by the internal audit department.

The Audit Committee has reviewed and approved the annual audit plan to cover all operational processes that may have high risks. Ensuring that all departments have adequate operational control systems to respond to operational risks in terms of finance, regulations and compliances. Moreover, the company places great importance on the development of potential employees by training and developing knowledge, skills, and abilities continuously consistent with jobs assigned, also has determined a plan to recruit successors on key positions. The Company's internal audit and external auditors has considered the significant issues strictly and reported to the Board of Directors, Managements and related parties for acknowledgment in order to improve those problems and take actions to prevent in advance. In previous year, there were no actions that violated the law for transactions with related parties. The Board of Directors has determined to comply with the rules and regulations of the Securities and Exchange Commission (SEC) and The Stock Exchange of Thailand by conducting transactions as if it were a third party and taking into account the best interests of the Company. Such transactions must be approved by the Board of Directors, by having the Internal Audit unit as an inspector who reports the information of the transactions to the Audit Committee for acknowledgment and consideration in quarterly.

Information and Communication Systems

The Company provides effective communication for internal and external. Accounting documents are kept completely in categories and accounting policy are applied according to generally accepted accounting principles. Use the program to enhance efficiency in resource planning and information arrangement such accounting, finance, purchasing, sales, inventory management, and production planning, therefore the managements be able make decision more quickly. Provide measures to ensure the safety of the information system by putting in place measures to prevent risks that may arise from the information system in the shareholders' meeting. The Company sends a invitation letter with sufficient information not less than 7 days in advance. Supervise a Company Secretary to provide legal advice and various regulations that the Board of Directors must be aware of, as well as supervise the activities of the Board of Directors. The Company Secretary are obligated to coordinate with the whole organization, in order to ensure that the Company's operations have been complied in accordance with the Boards' resolutions, and other relevant document such as director profiles, meeting notices, minutes of the Boards and Shareholders' meeting, etc. The Audit Committee has considered together with the auditor, internal audit, and related persons in regarding the preparation of the Company's financial statements to ensure that the Company used accounting policy in accordance with generally accepted accounting principles. Furthermore, the Company provided communication channels for stakeholders such as the complaint center, investor relations department, in order to provide the Company information. (Please refer details to the section "Anti-Corruption".

Monitoring and Evaluating System

In 2023, The Board of Directors held 6 meetings to formulate policies, business plans and monitor the performance of the Executive Committee. The Executive Committee monitors business performance against goals and plans or budgets monthly with the corrections and improvements to suit the current situation, also supervise the middle managements to present their results in quarterly.

In 2023, The Executive Committee has reviewed and improved the medium-term plan every year and presented it to the Board of Directors to set business strategies more clearly. The Audit Committee held a total of 4 meetings, with one meeting and discussion with the auditor without the management attending the meeting. There was an Internal Audit Office. that performs an independent audit to report any material defects detected to Audit Committee and Board of Directors to consider ordering to be corrected within a timely manner by the Internal Audit Office has established a framework of authority to conduct regular audits Make an annual work plan and report the audit results to the Audit Committee for acknowledgment and must report to the Board of Directors as soon as there is an incident may have a serious impact on the business such as production, operation corruption or Violation of the law of directors, executives or employees related to the Company, etc., which may affect the Company's reputation from the assessment of the Company's internal control system in various aspects. The Company has an internal control system that is suitable and sufficient for its business operations and that all units have complied with the established rules and regulations.

Fair Business Operation

1. Fair competition

The Company operates with fairness in accordance with the laws and regulations of competition, encourages employees to realize the importance of fair operation, and discloses methods and measures used to combat corruption, unfair competition through clear, transparent and verifiable company regulations.

Participate in politics responsibly, obeying the law and fair competition. Promote social responsibility for departments within the scope of the Company. Strictly follow the conditions agreed upon with the payables or creditor. Be fair according to various agreements that have been made as a commitment to doing business together. Emphasize is placed on conducting business with transparency and fairness, and understanding the nature of business and the situation of customers, trading partners. This will have beneficial effect in both the business and stakeholders in the long term. The Company has set guidelines for practice as follows.

- Specify the terms and conditions together under the agreement and follow various conditions to customers strictly. In the event that any conditions cannot be complied, the Company promptly notify in order to solving problems.
- Provide accurate, adequate and up-to-date information and advice to customers to know about products.
- Deliver quality products Meets the deal with the customer at a fair price and do not trade undue profit.

2. Promote social responsibility in trading partners

- Examine the relationship and involvement between employees vendors and subcontractor continuously to prevent unfair and inequality in business practices between sellers subcontractor each contractor of the Company.
- Clarification, asking for cooperation and verify the fairness of employment and the seller's compliance with labor laws. Subcontractors, contractors who are partner of the Company whether to remain fair, and in accordance with the law.
- Set social and environmental measures in procurement policies and practices.
- Encourage trade partners/ business partners to accept and apply similar policies without causing unfair competition.
- Promote the operation of business partners' social responsibility and provide opportunities for partners to participate in the Company's social activities.
- Promote the seller's social responsibility operation and giving the seller an opportunity to participate in the Company's social activities on an ongoing basis. both directly and indirectly which can participate in various social activities of the Company through direct with volunteer workers or indirectly by supporting funds or things according to their ability and the wishes of the seller.

3. Respect of property rights

The Company promotes and obeys its property rights Intellectual property, copyrights, patents, moral rights strictly, and has a policy to comply with all applicable laws regarding intellectual property or copyright. Intellectual property is one of the most valuable assets which give a competitive advantage to the company. The brand identity includes the company's name, logo, copyrights, patents, trademarks, service trademark, procedures, innovations, content and various rights. It is very important that the Company must also protect these assets and honor them as well of others, including the use of computers, internet and any other information. The Company is required to operate its business in accordance with laws, regulations and contractual obligations regarding valid intellectual property rights, including patents, copyrights, trade secret and other proprietary information.

- The Company will not infringe or misuse intellectual property rights.
- Employees must have duties to maintain trade secrets, trade secret formula, and manufacturing process as a confidential as safe as possible and prevent information those leak.
- Employees must respect the intellectual property rights of others. Do not use other people's work, even part of it, for personal benefit without permission or giving compensation to the owners.
- Works performances resulting from duties are the Company's intellectual property.
- Upon termination from being an employee must returned the intellectual property includes; works, inventions, etc., to the Company whether the information is stored in any form.
- The Company will continuously check the computer and the use of various programs in the Company.
- Employees must use the software under the license of the copyright owner and only authorized by the Company, to prevent intellectual property infringement problems.
- The Company does not allow employees to download any program without permission.
- The Company does not support the use of works or information belonging to third parties within the Company.

4. Responsible involvement in politics

The Company has a policy to conduct business with political neutrality, not participating in, and not concentrating on politics or professional politicians, any political party, or any person with political authority. Do not use the Company's funds or resources, or other forms of assistance to support political contributions, whether directly or indirectly, to any political party or politician for the purpose of benefiting the business. In addition, executives and employees are not allowed to use their power to dominate, manipulate, intimidate, and coerce. The company has a policy on political support as follows;

- The Company encourages employees to exercise their rights as good citizens, political rights, acting on behalf of each person in accordance with the constitutional law and other relevant laws. Do not use the Company's position, name, or Company seal to induce others to pay contributions or support any politician or political party. The Company has no policy to provide financial support either directly or indirectly to any political parties for their benefits.
- Do not participate in any activities or express any opinions that may lead to the understanding that the Company is involved or supports any political party or person with political authority, and may lead to enharmony within the company and nation.
- Do not use the Company's assets to support any political party for privileges or improper benefits.
- Do not participate in campaign or advertise for any political party or politician in the Company's area.
- Adhere to democracy and encourage employees to exercise their rights to vote according to the constitution.

9.2 Connected Transactions

9.2.1 Characteristics of Connected Transactions and Policies on Related Transactions

Ichitan Group Public Company Limited ("the Company") has disclosed the details of connected transactions and persons who may have conflicts of interest with the Company in the 2022 annual financial statements, most of which are transactions between the Company and businesses in the Company's group. If the transaction is abnormal business transaction, the executives or stakeholders in such matters will not have approval in such transactions in order to comply with the principles of good corporate governance and ethics of directors and if there is an appraisal, an appraisal company registered with the SEC. will be used as an appraiser for approval or when a transaction occurs, the Company will disclose information to the public through the Setlink system within the period specified by the SET. In 2023, the Company has significant business transactions with related persons or businesses. Such transactions are in accordance with commercial terms and criteria as agreed between the Company and related parties and are in normal business practice.

9.2.2 Persons who may have Conflicts and Relationship

Persons who may have Conflicts and Relationship with the Chairman of the Board of Directors

Person and business that may cause conflicts	Relationship with CEO
1. Mr. Tan Passakornnatee ("Mr. Tan")	• Chairman of the Board of Directors / Directors / Major shareholders of the Company
2. Mrs. Eng Passakornnatee ("Mrs. Eng")	• Executive and Senior Executive Vice President / Major shareholder of the Company and spouse "Mr. Tan"
3. Ms. Warisa Phasakornnatee ("Miss Warisa")	• A major shareholder of the Company and a daughter, Mr. Tan
4. Mr. Passakorn Passakornnatee ("Mr. Passakorn")	• A major shareholder of the Company and a son of Mr. Tan
5. Ms. Klainatee Phasakornnatee ("Miss Klainatee")	• A major shareholder of the Company and a daughter of Mr. Tan
6. I am Green Tea Co., Ltd. (IGT) (Operates the beverage distribution business for the Company and has received the right from Mr. Tan Passakornnatee to produce and distribute products with Mr. Tan's image, drawings, symbols and Mr. Tan's designs.)	• Ms. Thanthita Pasakornnatee who is the sister of "Mr. Tan" is a major shareholder of 80.0%
7. Passakornnatee Co., Ltd. (PAS) (Operates Hotel business)	• "Mrs. Eng", " Mr. Passakorn "and" Miss Warisa "are shareholders with 100% shareholding
8. Tan Asset Co., Ltd. (TAN) (Operates rental and service businesses of space and Football field service)	<ul style="list-style-type: none"> • "Mr. Tan" is holding 50% of total shares • "Mrs. Eng" is holding 21.13% of total shares • "Mr. Passakorn" and "Miss. Klainatee", son and daughter of "Mr. Tan" and "Mrs. Eng" are holding together with 13.71% of total shares • "Miss Warisa", daughter of "Mr. Tan", is shareholder with 6.86% shareholding • Mr. Thiti Jiranonkan is holding 5% of total shares
9. Tan Boon Co., Ltd. (TANBOON) (Conduct Real Estate business)	• "Mr. Tan", "Mrs. Eng", "Mr. Passakorn", and "Miss Klainatee" are holding together with 100% of total shares
10. Kin Rong Deum Co., Ltd. (KRD) (Operates Restaurant business)	<ul style="list-style-type: none"> • "Mrs. Eng" is holding 46.77% of total shares • Mr. Thiti Jiranonkan is holding 2.55% of total shares
11. T-One Building Co., Ltd. (T1) (Operate office building rental business)	<ul style="list-style-type: none"> • Has a joint director, namely "Mrs. Eng" • "Mrs. Eng" is holding 42.85% of total shares • "Mr. Tan" is holding 12.85% of total shares • Mr. Passakorn and Miss. Klainatee (son and daughter of "Mr. Tan" and "Mrs. Eng") are holding together 36.5% of total shares • Mr. Thiti Jiranonkan is holding 5% of total shares
12. Ninja Amata Co., Ltd. (NJ) (Operate a business of renting market space)	<ul style="list-style-type: none"> • "Mr. Tan" is holding 48% of total shares • "Mrs. Eng" is holding 48% of total shares • Mr. Passakorn and Miss. Klainatee (son and daughter of "Mr. Tan" and "Mrs. Eng") are holding together 4% of total shares

Person and business that may cause conflicts	Relationship with CEO
13. Kluey Kluey Co., Ltd. (KK) (Operate a business of renting market space)	<ul style="list-style-type: none"> "Mrs. Eng" is holding 40% of total shares Mr. Passakorn and Miss. Klainatee (son and daughter of "Mr. Tan" and "Mrs. Eng") are holding together 60% of total shares
14. Paper Plane Project Co., Ltd. (PPP) (Operate restaurant business)	<ul style="list-style-type: none"> Mr. Passakorn (son of "Mr. Tan" and "Mrs. Eng") is holding 35% of total shares

Connected Transactions between the Company and Subsidiary, Related Company and Others

During year 2022 - 2023, the Company has entered into transactions with other parties who may have conflicts. Such related transactions do not cause a conflict of interest as the following details:

Related Parties	Transactions	Value (Million Baht)		Necessity and Reasonableness of the Transactions
		Year 2022	Year 2023	
1. I am Green Tea Co., Ltd. (IGT)	<ul style="list-style-type: none"> Revenue from sales Discounts Outstanding receivables Accrued expenses 	504.26 (32.61) 71.35 2.47	698.34 (47.10) 99.05 3.98	<ul style="list-style-type: none"> Sales of beverage products of the Company to IGT, which is a distributor in the Traditional Trade channel, which is effective from Jul 1, 2023 – Jun 30, 2026, with a period of 3 years. By reimbursing the cost of free products that distributors give to customers, which such promotions are specified in the contract appointing distributors for each month and approved by CEO.
	<ul style="list-style-type: none"> Promotional expenses (souvenir) 	-	0.02	<ul style="list-style-type: none"> Special order item for souvenirs made to order from IGT that used in the Company's sales promotion; consisting of dolls depicting of Mr. Tan, handbags, piggy banks, glasses, etc. sold at Tan Land, Rojana Factory. This transaction was in accordance with the agreement for rights to produce/sell products bearing of Mr. Tan's image, drawings, symbols, and designs which arranging between Mr. Tan and IGT since Jul 1, 2011. However, Mr. Tan gave a permission to IGT, applying an images and designs of himself for producing, publishing, or stamping, used with the company where Mr. Tan is taking charge of director or shareholder only, without charging any compensation and fees.
2. Tan Asset Co., Ltd. (TAN)	<ul style="list-style-type: none"> Billboard rental 	0.04	-	<ul style="list-style-type: none"> Posting advertising media to promote product brands according to the marketing department's budget plan.
3. T-One Building Co., Ltd. (T1)	<ul style="list-style-type: none"> Office rental and service fees Accrued expenses 	14.43 0.08	15.08 0.05	<ul style="list-style-type: none"> A lease of space use for the Company's office building at T-One Building, Sukhumvit 40, Bangkok, with a period of 3 years leasing during Aug 1, 2022 - Jul 31, 2025.
4. Ninja Amata Co., Ltd. (NJ)	<ul style="list-style-type: none"> Area service fee 	0.02	0.03	<ul style="list-style-type: none"> A rental of a flea market area to introduce new products to the local people. It is considered a promotion of the marketing department.
5. Kin Rong Deum Co., Ltd. (KRD)	<ul style="list-style-type: none"> Food and Beverage 	-	-	<ul style="list-style-type: none"> Food purchase items from KRD's restaurant to assure customers.
6. Passakornnatee Co., Ltd. (PAS)	<ul style="list-style-type: none"> Room purchase expense 	0.02	0.09	<ul style="list-style-type: none"> Purchase of a room from PAS, which operates a vacation rental business, Villa Maroc Resort, Pranburi District, Prachuap Khiri Khan Province .Used in the promotion of the company, such as a thank-you party for the media.
7. Tan Boon Co., Ltd. (TANBOON)	<ul style="list-style-type: none"> Area service fee Room purchase expense 	- 0.04	- 0.04	<ul style="list-style-type: none"> A rental of TANBOON's space for promotional activities of the marketing department, to present the Company's products. Room purchase from TANBOON, which operates Eastinton Hotels. Chiang Mai to be used in the promotion of the company which is a customer testimonial.
8. Kluey Kluey Co., Ltd. (KK)	<ul style="list-style-type: none"> Billboard rental 	0.008	0.008	<ul style="list-style-type: none"> Advertising billboard rental from KK for sales promotion according to the company's marketing plan.
9. Paper Plane Project Co., Ltd. (PPP)	<ul style="list-style-type: none"> Food and Beverage 	0.02	0.005	<ul style="list-style-type: none"> List of food purchases from PPP's restaurants to entertain customers

Necessity and Reasonableness of the Transactions

The Company conducts related transactions with caution by taking into account the best interests of the Company and its shareholders. All connected transactions of the Company and persons who may cause conflicts of interest are normal business transactions or are necessary and reasonable transactions to support the Company's normal business. The increase is determined on the basis of normal trading conditions and in accordance with market prices and is carried out in the same way as it would with an ordinary customer of the same or similar nature (arm's length basis) for borrowing money with the person concerned that The Company operates only to enhance liquidity as necessary.

Measures for Approving Related Transactions

The Company approves related party transactions by taking into account the interests of the Company as a priority through the consideration process in accordance with the Company's regulations and through the consideration process of various relevant committees, which consist of the Audit Committee, the Audit Committee, The Company's directors and senior executives of the Company consider the impact and set reasonable prices according to normal trading conditions as if transactions with outsiders.

In this regard, the Company has sought approval in principle relating to commercial agreements with general trading conditions in transactions between the Company and directors, executives or related persons. The Company may have related transactions in the future. The Company therefore seeks approval in principle for the management to authorize such transactions if those transactions have a commercial agreement in the same manner as an ordinary person would do with a general counterparty under a single circumstance together with the bargaining power without influence from being a director, executive or related person, the company will prepare a summary of the transaction to report to the Audit Committee meeting every quarter.

In the case of Company directors Executive Director Director or person who may have conflicts have a stake or conflict of interest Those interested directors do not have the authority to approve such transactions with the Company as prescribed by the Office of the SEC and/or the SET.

In addition, if the Audit Committee does not have expertise in considering the connected transactions, the Company will arrange for an independent expert to comment on such connected transactions to be used in the decision of the Board of Directors Audit Committee or shareholders, as the case may be, the company Important connected transactions will be disclosed in the notes to the financial statements audited by the Company's auditors.

Policy Relating to Future Connected Transactions

The Company has a policy to enter into connected transactions that occur at present and in the future that are expected to occur with persons who may have conflicts of interest by treating the same as other customers with a fair pricing policy and in accordance with general trading conditions through a clear, transparent, fair approval process in accordance with the principles of good corporate governance correct according to the company's rules and must be in accordance with the authority to approve related transactions.

Summary of Important Agreement

• Distributor Appointment Agreement

On July 1, 2023, the Company entered into a agreement for appointing I Am Green Tea Company Limited as the Company's distributor. This agreement is effective from July 1, 2023 - June 30, 2026.

Counterparty	I Am Green Tea Company Limited ("Distributor") and the Company ("Manufacturer")
Agreement Date	Jul 1, 2023
Effective Date	Jul 1, 2023
Period	3 years (Jul 1, 2023 - June 30, 2026)
Territory	The manufacturer agrees to the distributor to be the distributor for the company's beverage products. As agreed In all trade channels in Thailand, except for modern trade channel.
Price and Payment Term	The distributor must purchase the product from the manufacturer at a selling price, effective until the date of product selling to the customer and the manufacturer invoices. The aforementioned price is stipulated in the agreement, the distributor therefore will sell the products to the store follow by a price structure set by the manufacturer as per specified in the agreement.

Distribution Center and Shipping to the Distribution Center	The supplier must find suitable and sufficient storage space for the manufacturer to ship the product to the distributor. The manufacturer is required to deliver the products to the distribution center. The distributor will notify the manufacturer at least 30 days in advance at the cost and expense of the manufacturer.
Product Ownership	The ownership of the products stored in the distribution center is the property of distributor.
Marketing and Promotional Expenses	The manufacturer is responsible
Cost of keeping defective products out of the market	<u>In the case of a manufacturer's fault:</u> The manufacturer is responsible for the cost and expense in keeping the defective product off the market. <u>In case of defective products:</u> The manufacturer agrees to be responsible and repay distributor at an agreed rate. <u>In the case of distributor's fault:</u> The manufacturer is not responsible
Termination of Agreement	Termination of the contract with reasonable cause when any of the following cases occur. The party who does not breach the contract has the right to terminate this agreement. 1. Any party has insolvent liabilities or becomes bankrupt, dissolves the Company or liquidates 2. Any party breaches this agreement, or not perform the duties under the agreement to complete within 30 days after receiving a letter of claim from other party.
Liability for damages arising from unsafe products	The manufacturer has to determine how to use, how to keep, warnings, and product information; with reasonably accurate and clear, and are solely liable for damages arising from unsafe products. It prevents the distributor from being damaged as a result of claims, lawsuits, allegations, fines arising from unsafe products due to use.
Confidential information	Must not disclose any confidential information to anyone else, with effective for 3 years after this agreement expired or terminated.

• Office Building Lease Agreement

On August 1, 2022, the Company entered into an office building lease agreement with T-One Building Co., Ltd. as the lessor of the office building with the Company. This agreement is effective from August 1, 2022 - July 31, 2025.

Counterparty	T-One Building Company Limited ("Lessor") and the Company ("Lessee")
Agreement Date	August 1, 2022
Effective Date	August 1, 2022
Period	3 years (August 1, 2022 - July 31, 2025)
Territory	The Company leases and services an office building of 1,403.50 sq m. at T-One Building, 42-44 Floors, T-One Building, No. 8, Soi Sukhumvit 40, Phra Khanong Sub-district, Khlong Toei District, Bangkok 10110.
Price and Payment Term	The lessee has to pay office rental and service every month, detailed as follows: Year 1: Amounting in Baht 1,094,730 per month, and Year 2-3: Amounting in Baht 1,203,080.20 per month
Insurance	The lessee agrees to deposit a security Rental deposit Baht 1,445,043.60 and service fees in deposit of Baht 2,164,197. (excluding VAT) as security throughout the rental period.

Part 3

Financial Statements



Report on the Responsibility of the Board of Directors towards Financial Statements

According to the Public Limited Companies Act B.E. 2535, Accounting Act B.E. 2543, Securities and Exchange Act B.E. 2535, and the announcement of the Capital Market Supervisory Board on criteria, conditions and Method for reporting disclosure of information about the financial position and operating results of the issuing company The Board of Directors is required to prepare financial statements to demonstrate financial position. Performance Section change of shareholders and cash flows in the previous year that is realistic and reasonable.

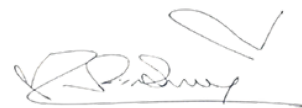
The Board of Directors of Ichitan Group Public Company Limited (the Company) is responsible for the Company's financial statements and financial information appearing in the annual report. Such financial statements have been prepared in accordance with the generally accepted accounting standards in Thailand which are mostly in line with international accounting standards. It selects appropriate accounting policies and applies them regularly, with careful judgment and the best possible estimate in the making. In addition, important information is adequately disclosed in the notes to the financial statements. It also takes into account the importance of providing an understanding of the overall view of the Company's financial position. Therefore, an explanation and analysis of the performance of the management are presented for the benefit of shareholders and related stakeholders.

The Board of Directors has arranged for the maintenance of good corporate governance principles and the code of conduct of anti-corruption in all forms. As well as establish and maintain an effective risk management and internal control system to ensure that all accounting records are accurate and complete. It is sufficient to maintain property and to prevent corruption or any materially abnormal operation. These include independent non-executive directors who are responsible for the quality of financial transactions and the internal control system, and the opinion of the Audit Committee on this matter appears in the Audit Committee report as shown in form 56-1 One Report.

The Board of Directors is of the opinion that the Company's internal control and internal audit systems as of December 31, 2023 provide the confidences that the financial statements show the accuracy of financial positions, business performances, and business cash flow as should be in essence, subject to the financial reporting standards. Able to create reasonable confidence in the reliability in accordance with generally accepted accounting standards in Thailand, as well as compile with the law and declare as related.



AVM. Nathawat Nimmolthanakhorn
Chairman of the Board of Directors



Mr. Tan Passakornnatee
President and Chief Executive Officer

Ichitan Group Public Company Limited
and its Subsidiary

Financial statements for the year ended
31 December 2023
and
Independent Auditor's Report

Independent Auditor's Report

To the Shareholders of Ichitan Group Public Company Limited

Opinion

I have audited the consolidated and separate financial statements of Ichitan Group Public Company Limited and its subsidiary (the “Group”) and of Ichitan Group Public Company Limited (the “Company”), respectively, which comprise the consolidated and separate statements of financial position as at 31 December 2023, the consolidated and separate statements of comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

In my opinion, the accompanying consolidated and separate financial statements present fairly, in all material respects, the financial position of the Group and the Company, respectively, as at 31 December 2023 and their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards (“TFRSs”).

Basis for Opinion

I conducted my audit in accordance with Thai Standards on Auditing (“TSAs”). My responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements* section of my report. I am independent of the Group and the Company 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 is relevant to my audit of the consolidated and separate 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 Matter

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

Evaluating the recoverable amount of investment in joint venture	
Refer to notes 3 (b), 3 (l) and 11 to the financial statements	
The key audit matter	How the matter was addressed in the audit
<p>The Company has an investment in joint venture which has deficit from operation. Consequently, there are risks that the investment in joint venture may be impaired because the carrying amount of investment in joint venture may exceed its recoverable amount. The Company's management performed impairment testing by estimating the recoverable amount of the investment in joint venture. The impairment testing involved a significant level of management judgment in estimating the appropriate projections of future operating performance, discount rate and other key assumptions. The changes of assumptions may effect to the changes of recoverable amount. Thus, this is an areas of focus in my audit.</p>	<p>My audit procedures included:</p> <ul style="list-style-type: none"> • inquiring of management to understand the process used for identifying any indications of impairment for investment in joint venture, the basis of preparing the discounted cash flow projections and the recoverable amount calculation from management approved budgets; • inquiring of management about discounted cash flow projection model, understanding the Company's strategic plan and testing a sample of inputs and key assumptions applied in discounted cash flow model including testing the calculation; • evaluating the assumptions applied in preparing cash flow projections by comparing key assumptions with the external and internal sources of information, taking into account the appropriateness of past cash flow projections in comparison to actual operating results, and assessing the recoverable amount calculation with related supporting documentation; • considering the appropriateness of the discount rate which included comparing the weighted average cost of capital with sector averages for the relevant markets in which the Company operates; and • evaluating the adequacy of related disclosures in the financial statements in accordance with Thai Financial Reporting Standards.

Other Information

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

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

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

When I read the annual report, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance and request that the correction be made.

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

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

In preparing the consolidated and separate financial statements, management is responsible for assessing the Group's and the Company'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 and the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibility for the Audit of the Consolidated and Separate Financial Statements

My objectives are to obtain reasonable assurance about whether the consolidated and separate 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 TSAs 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 consolidated and separate financial statements.

As part of an audit in accordance with TSAs, I exercise professional judgment and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the consolidated and separate 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 and the Company'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 and the Company'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 consolidated and separate 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 and the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate 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 entities 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, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the consolidated and separate 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.

(Munchupa Singsuksawat)
 Certified Public Accountant
 Registration No. 6112

KPMG Phoomchai Audit Ltd.
 Bangkok
 21 February 2024

Ichitan Group Public Company Limited and its Subsidiary
Statement of financial position

Assets	Note	Consolidated financial statements		Separate financial statements	
		31 December		31 December	
		2023	2022	2023	2022
(in Baht)					
<i>Current assets</i>					
Cash and cash equivalents	5, 23	549,355,397	162,217,690	548,670,935	161,497,156
Investment in unit trusts in debt security	23	364,769,759	572,726,606	364,769,759	572,726,606
Current investment	6, 23	46,300,000	-	46,300,000	-
Trade accounts receivable	4, 7	1,467,149,876	1,228,702,509	1,467,149,876	1,228,702,509
Other current receivables	4, 8	65,722,827	75,278,435	65,722,827	73,489,228
Inventories	9	511,004,969	587,784,350	511,004,969	587,784,350
Other current assets		65,470	41,750	65,470	41,750
Non-current assets					
classified as held for sale	10	239,055,252	-	239,055,252	-
Total current assets		3,243,423,550	2,626,751,340	3,242,739,088	2,624,241,599
<i>Non-current assets</i>					
Investment in joint venture	11	225,396,227	219,711,682	243,633,920	223,476,914
Investment in subsidiary	12	-	-	-	999,970
Other long-term investment	23	-	92,600,000	-	92,600,000
Withholding tax deducted at source		152,186	120,092	149,626	117,576
Advances for purchase of machinery and equipment		91,826,570	11,816,802	91,826,570	11,816,802
Property, plant and equipment	13	3,545,590,591	4,262,125,406	3,545,590,591	4,262,125,406
Right-of-use assets	14	68,436,838	75,800,259	68,436,838	75,800,259
Intangible assets		7,970,805	9,919,515	7,970,805	9,919,515
Deferred tax assets	20	16,590,890	83,016,505	90,659,483	83,016,505
Other non-current assets		5,798,195	3,850,988	3,840,988	3,850,988
Total non-current assets		3,961,762,302	4,758,961,249	4,052,108,821	4,763,723,935
Total assets		7,205,185,852	7,385,712,589	7,294,847,909	7,387,965,534

The accompanying notes form an integral part of the financial statements.

Ichitan Group Public Company Limited and its Subsidiary
Statement of financial position

Liabilities and equity	Note	Consolidated financial statements		Separate financial statements	
		31 December		31 December	
		2023	2022	2023	2022
		(in Baht)			
<i>Current liabilities</i>					
Trade accounts payable to other parties	23	628,155,879	503,787,096	628,155,879	503,787,096
Other payables	23	262,184,705	235,438,234	262,184,675	235,438,205
Payables on purchase of property, plant and equipment	23	6,578,348	51,490,113	6,578,348	51,490,113
Accrued expenses	4	256,207,637	219,799,698	255,932,457	219,524,517
Current portion of lease liabilities	4, 15, 23	16,637,887	13,820,456	16,637,887	13,820,456
Income tax payable		92,083,237	86,102,341	154,983,236	86,102,341
Total current liabilities		1,261,847,693	1,110,437,938	1,324,472,482	1,110,162,728
<i>Non-current liabilities</i>					
Leases liabilities	4, 15, 23	55,471,941	64,743,529	55,471,941	64,743,529
Provisions for employee benefits	16	46,355,751	40,511,256	46,355,751	40,511,256
Total non-current liabilities		101,827,692	105,254,785	101,827,692	105,254,785
Total liabilities		1,363,675,385	1,215,692,723	1,426,300,174	1,215,417,513

The accompanying notes form an integral part of the financial statements.

Ichitan Group Public Company Limited and its Subsidiary

Statement of financial position

Liabilities and equity <i>(continued)</i>	Note	Consolidated financial statements		Separate financial statements	
		31 December		31 December	
		2023	2022	2023	2022
(in Baht)					
Equity					
Share capital:					
Authorised share capital (1,300 million ordinary shares, par value at Baht 1 per share)		1,300,000,000	1,300,000,000	1,300,000,000	1,300,000,000
Issued and paid-up share capital (1,300 million ordinary shares, par value at Baht 1 per share)		1,300,000,000	1,300,000,000	1,300,000,000	1,300,000,000
Share premium					
Share premium on ordinary shares	17	3,515,423,218	3,515,423,218	3,515,423,218	3,515,423,218
Surplus on share-based payment transactions	17	56,079,360	56,079,360	56,079,360	56,079,360
Retained earnings					
Appropriated					
Legal reserve	17	130,000,000	130,000,000	130,000,000	130,000,000
Unappropriated		897,835,285	1,227,414,976	867,045,157	1,171,045,443
Other components of equity		(57,827,396)	(58,897,688)	-	-
Total equity		5,841,510,467	6,170,019,866	5,868,547,735	6,172,548,021
Total liabilities and equity		7,205,185,852	7,385,712,589	7,294,847,909	7,387,965,534

The accompanying notes form an integral part of the financial statements.

Ichitan Group Public Company Limited and its Subsidiary

Statement of comprehensive income

		Consolidated financial statements		Separate financial statements	
		Year ended 31 December		Year ended 31 December	
	Note	2023	2022	2023	2022
		(in Baht)			
Income	4				
Revenue from sale of goods	18	8,049,904,604	6,340,362,876	8,049,904,604	6,340,362,876
Interest income		7,643,501	929,421	7,639,086	928,606
Reversal of allowance for impairment loss on investment in joint venture	11	-	-	20,157,005	167,100,000
Other income		27,496,181	18,308,516	27,496,181	18,307,217
Total income		8,085,044,286	6,359,600,813	8,105,196,876	6,526,698,699
Expenses	4, 19				
Cost of sale of goods	9	6,163,215,337	5,153,790,465	6,163,215,337	5,153,790,465
Distribution costs		381,412,874	292,982,734	381,412,874	292,982,584
Administrative expenses		168,165,903	172,195,434	169,293,430	172,937,294
Total expenses		6,712,794,114	5,618,968,633	6,713,921,641	5,619,710,343
Profit from operating activities		1,372,250,172	740,632,180	1,391,275,235	906,988,356
Finance costs		(1,831,391)	(1,748,058)	(1,831,391)	(1,748,058)
Share of profit of joint venture accounted for using equity method	11	4,614,251	82,245,303	-	-
Profit before income tax		1,375,033,032	821,129,425	1,389,443,844	905,240,298
Tax expense	20	(274,612,723)	(179,485,807)	(263,444,130)	(179,485,807)
Profit for the year		1,100,420,309	641,643,618	1,125,999,714	725,754,491
Other comprehensive income					
Item that will be reclassified subsequently to profit or loss					
Exchange differences on translating foreign operations	11	1,070,292	(19,056,423)	-	-
		1,070,292	(19,056,423)	-	-
Items that will not be reclassified subsequently to profit or loss					
Gain on remeasurement of defined benefit plan	16	-	8,073,439	-	8,073,439
Income tax relating to item that will not be reclassified subsequently to profit or loss	20	-	(1,614,688)	-	(1,614,688)
		-	6,458,751	-	6,458,751
Other comprehensive income for the year, net of income tax		1,070,292	(12,597,672)	-	6,458,751
Total comprehensive income for the year		1,101,490,601	629,045,946	1,125,999,714	732,213,242
Basic earnings per share	21	0.85	0.49	0.87	0.56

The accompanying notes form an integral part of the financial statements.

Ichitan Group Public Company Limited and its Subsidiary

Statement of changes in equity

Consolidated financial statements								
				Retained earnings		Other components of equity		
	Note	Issued and paid-up share capital	Share premium on ordinary shares	Surplus on share-based payment transactions	Legal reserve	Unappropriated	Exchange differences on translating foreign operations	Total equity
					(in Baht)			
Year ended 31 December 2022								
Balance at 1 January 2022		1,300,000,000	3,515,423,218	56,079,360	130,000,000	1,229,312,607	(39,841,265)	6,190,973,920
Transactions with owners, recorded directly in equity								
Dividends to owners of the Company	22	-	-	-	-	(650,000,000)	-	(650,000,000)
Total transactions with owners, recorded directly in equity		-	-	-	-	(650,000,000)	-	(650,000,000)
Comprehensive income for the year								
Profit		-	-	-	-	641,643,618	-	641,643,618
Other comprehensive income	11	-	-	-	-	6,458,751	(19,056,423)	(12,597,672)
Total comprehensive income for the year		-	-	-	-	648,102,369	(19,056,423)	629,045,946
Balance at 31 December 2022		1,300,000,000	3,515,423,218	56,079,360	130,000,000	1,227,414,976	(58,897,688)	6,170,019,866

The accompanying notes form an integral part of the financial statements.

Ichitan Group Public Company Limited and its Subsidiary

Statement of changes in equity

Consolidated financial statements								
				Retained earnings		Other components of equity		
	Note	Issued and paid-up share capital	Share premium on ordinary shares	Surplus on share-based payment transactions	Legal reserve	Unappropriated	Exchange differences on translating foreign operations	
					(in Baht)		Total equity	
Year ended 31 December 2023								
Balance at 1 January 2023		1,300,000,000	3,515,423,218	56,079,360	130,000,000	1,227,414,976	(58,897,688)	6,170,019,866
Transactions with owners, recorded directly in equity								
Dividends to owners of the Company	22	-	-	-	-	(1,430,000,000)	-	(1,430,000,000)
Total transactions with owners, recorded directly in equity		-	-	-	-	(1,430,000,000)	-	(1,430,000,000)
Comprehensive income for the year								
Profit		-	-	-	-	1,100,420,309	-	1,100,420,309
Other comprehensive income	11	-	-	-	-	-	1,070,292	1,070,292
Total comprehensive income for the year		-	-	-	-	1,100,420,309	1,070,292	1,101,490,601
Balance at 31 December 2023		1,300,000,000	3,515,423,218	56,079,360	130,000,000	897,835,285	(57,827,396)	5,841,510,467

The accompanying notes form an integral part of the financial statements.

Ichitan Group Public Company Limited and its Subsidiary

Statement of changes in equity

Separate financial statements						
			Surplus on	Retained earnings		
	Issued and	Share	share-based	Legal		Total
Note	paid-up	premium on	payment	reserve	Unappropriated	equity
	share capital	ordinary shares	transactions	(in Baht)		
Year ended 31 December 2022						
Balance at 1 January 2022	1,300,000,000	3,515,423,218	56,079,360	130,000,000	1,088,832,201	6,090,334,779
Transactions with owners, recorded directly in equity						
Dividends to owners of the Company	22	-	-	-	(650,000,000)	(650,000,000)
Total transactions with owners, recorded directly in equity		-	-	-	(650,000,000)	(650,000,000)
Comprehensive income for the year						
Profit		-	-	-	725,754,491	725,754,491
Other comprehensive income		-	-	-	6,458,751	6,458,751
Total comprehensive income for the year		-	-	-	732,213,242	732,213,242
Balance at 31 December 2022	1,300,000,000	3,515,423,218	56,079,360	130,000,000	1,171,045,443	6,172,548,021

The accompanying notes form an integral part of the financial statements

Ichitan Group Public Company Limited and its Subsidiary

Statement of changes in equity

Separate financial statements						
				Retained earnings		
Note	Issued and paid-up share capital	Share premium on ordinary shares	Surplus on share-based payment transactions	Legal reserve (in Baht)	Unappropriated	Total equity
Year ended 31 December 2023						
Balance at 1 January 2023	1,300,000,000	3,515,423,218	56,079,360	130,000,000	1,171,045,443	6,172,548,021
Transactions with owners, recorded directly in equity						
Dividends to owners of the Company	22	-	-	-	(1,430,000,000)	(1,430,000,000)
Total transactions with owners, recorded directly in equity		-	-	-	(1,430,000,000)	(1,430,000,000)
Comprehensive income for the year						
Profit		-	-	-	1,125,999,714	1,125,999,714
Other comprehensive income		-	-	-	-	-
Total comprehensive income for the year		-	-	-	1,125,999,714	1,125,999,714
Balance at 31 December 2023	1,300,000,000	3,515,423,218	56,079,360	130,000,000	867,045,157	5,868,547,735

The accompanying notes form an integral part of the financial statements

Ichitan Group Public Company Limited and its Subsidiary

Statement of cash flows

	<i>Note</i>	Consolidated financial statements		Separate financial statements	
		Year ended		Year ended	
		31 December		31 December	
		2023	2022	2023	2022
<i>(in Baht)</i>					
<i>Cash flows from operating activities</i>					
Profit for the year		1,100,420,309	641,643,618	1,125,999,714	725,754,491
<i>Adjustments to reconcile profit to cash receipts</i>					
Tax expense	20	274,612,723	179,485,807	263,444,130	179,485,807
Finance costs		1,831,391	1,748,058	1,831,391	1,748,058
Depreciation	13, 14	567,574,180	568,153,493	567,574,180	568,153,493
Amortisation of intangible assets		1,948,710	2,033,113	1,948,710	2,033,113
Impairment loss on investment in subsidiary	12	-	-	75,999,970	-
Reversal of impairment loss on machinery	13	(5,112,174)	-	(5,112,174)	-
Expected credit loss on trade account receivable	4, 7	-	844,660	-	844,660
Reversal of allowance for impairment loss on investment in joint venture	11	-	-	(20,157,006)	(167,100,000)
Provisions for employee benefits	16	5,844,495	5,266,902	5,844,495	5,266,902
Unrealised loss on exchange		1,678,750	5,936	1,678,750	5,936
Gain on fair value adjustment	23	(734,990)	(382,045)	(734,990)	(382,045)
Gain on sale of unit trusts in debt security		(211,405,963)	(1,683,010)	(211,405,963)	(1,683,010)
Share of profit of joint venture accounted for using equity method	11	(4,614,251)	(82,245,303)	-	-
Loss on inventories devaluation	9	12,519,993	25,123,523	12,519,993	25,123,523
Loss on disposal and write-off of plant and equipment		1,626,837	5,615,397	1,626,837	5,615,397
Interest income		(7,643,501)	(929,421)	(7,639,086)	(928,606)
		<u>1,738,546,509</u>	<u>1,344,680,728</u>	<u>1,813,418,951</u>	<u>1,343,937,719</u>
<i>Changes in operating assets and liabilities</i>					
Trade accounts receivable		(238,447,367)	(285,940,473)	(238,447,367)	(285,940,473)
Other current receivables		9,834,561	35,069,901	8,045,355	35,069,911
Inventories		64,259,388	(81,780,732)	64,259,388	(81,780,732)
Other current assets		(23,720)	58,250	(23,720)	58,250
Other non-current assets		(1,947,207)	(255,051)	10,000	(255,051)
Trade accounts payable to other parties		124,672,339	165,294,129	124,672,339	165,294,129
Other payables		26,746,470	27,674,871	26,746,470	27,674,872
Accrued expenses		<u>36,407,939</u>	<u>88,015,690</u>	<u>36,407,940</u>	<u>88,115,689</u>
Net cash generated from operations		1,760,048,912	1,292,817,313	1,835,089,356	1,292,174,314
Tax paid		<u>(202,238,306)</u>	<u>(96,222,343)</u>	<u>(202,238,263)</u>	<u>(96,222,335)</u>
Net cash from operating activities		<u>1,557,810,606</u>	<u>1,196,594,970</u>	<u>1,632,851,093</u>	<u>1,195,951,979</u>

The accompanying notes form an integral part of the financial statements

Ichitan Group Public Company Limited and its Subsidiary

Statement of cash flows

	Note	Consolidated financial statements		Separate financial statements	
		Year ended		Year ended	
		31 December		31 December	
		2023	2022	2023	2022
<i>(in Baht)</i>					
<i>Cash flows from investing activities</i>					
Proceeds from sale of unit trusts in debt security		5,110,097,800	2,765,700,400	5,110,097,800	2,765,700,400
Acquisition of unit trusts in debt security	23	(4,690,000,000)	(3,040,000,000)	(4,690,000,000)	(3,040,000,000)
Cash receipts from reduction of share capital in joint venture		-	106,056,000	-	106,056,000
Acquisition of other long-term investment	6	-	(92,600,000)	-	(92,600,000)
Proceeds from sale of plant and equipment		-	170,910	-	170,910
Acquisition of plant and equipment		(194,744,320)	(137,402,743)	(194,744,320)	(137,402,743)
Acquisition of investment in subsidiary	12	-	-	(75,000,000)	-
Interest received		7,643,501	929,421	7,639,086	928,606
Net cash from (used in) investing activities		232,996,981	(397,146,012)	157,992,566	(397,146,827)
<i>Cash flows from financing activities</i>					
Payment of lease liabilities		(15,430,620)	(14,766,701)	(15,430,620)	(14,766,701)
Dividends paid to owners of the Company	22	(1,430,000,000)	(650,000,000)	(1,430,000,000)	(650,000,000)
Receipts from sale of current investment	6	46,300,000	-	46,300,000	-
Interest paid		(1,831,391)	(1,748,058)	(1,831,391)	(1,748,058)
Net cash used in financing activities		(1,400,962,011)	(666,514,759)	(1,400,962,011)	(666,514,759)
Net increase in cash and cash equivalent, before effect of exchange rate changes		389,845,576	132,934,199	389,881,648	132,290,393
Effect of exchange rate changes on cash and cash equivalents		(2,707,869)	(12,020,547)	(2,707,869)	(12,020,547)
Net increase in cash and cash equivalents		387,137,707	120,913,652	387,173,779	120,269,846
Cash and cash equivalents at 1 January		162,217,690	41,304,038	161,497,156	41,227,310
Cash and cash equivalents at 31 December	5	549,355,397	162,217,690	548,670,935	161,497,156
<i>Supplemental disclosures of cash flows information:</i>					
Property, plant and equipment paid by cash are detailed as follows:					
Property, plant and equipment purchased during the year	13	70,269,396	127,851,076	70,269,396	127,851,076
Add (less) - Changes in advanced payment		80,009,768	(3,262,038)	80,009,768	(3,262,038)
- Changes in payables		44,465,156	12,813,705	44,465,156	12,813,705
Property, plant and equipment paid by cash		194,744,320	137,402,743	194,744,320	137,402,743
<i>Non-cash transactions</i>					
Payables on purchase of property, plant and equipment		6,578,348	51,490,113	6,578,348	51,490,113
Leases liabilities		72,109,828	78,563,985	72,109,828	78,563,985

The accompanying notes form an integral part of the financial statements

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

Note	Contents
1	General information
2	Basis of preparation of the financial statements
3	Significant accounting policies
4	Related parties
5	Cash and cash equivalents
6	Current investment
7	Trade accounts receivable
8	Other current receivables
9	Inventories
10	Non-current assets classified as held for sale
11	Investment in joint venture
12	Investment in subsidiary
13	Property, plant and equipment
14	Leases
15	Interest-bearing liabilities
16	Provisions for employee benefits
17	Share premium and reserves
18	Segment information and disaggregation of revenue
19	Expenses by nature
20	Income tax
21	Basic earnings per share
22	Dividends
23	Financial instruments
24	Capital management
25	Commitments with non-related parties
26	Events after the reporting period

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

These notes form an integral part of the financial statements.

The financial statements issued for Thai statutory and regulatory reporting purposes are prepared in the Thai language. These English language financial statements have been prepared from the Thai language statutory financial statements, and were approved and authorised for issue by the Board of Directors on 21 February 2024.

1 General information

Ichitan Group Public Company Limited, the “Company”, is incorporated in Thailand on 3 September 2010 and was listed on the Stock Exchange of Thailand in April 2014. The Company’s registered office as follows:

Head office is located at 8 T-One Building, 42th-44th Floor, Sukhumvit 40 Alley, Kwang Phra Khanong, Khet Khlong Toei, Bangkok 10110, Thailand.

Branch office is located at 111/1 Moo 4, Rojana Industrial Park, Tambol U-Thai, Amphur U-Thai, Ayutthaya 13120, Thailand.

The Company’s major shareholders during the financial year were Passakornnatee family which owned 42% of the Company’s share capital as at 31 December 2023.

The principal activities of the Company are the manufacturing and sale of beverages.

Details of the joint venture and subsidiary as at 31 December 2023 and 2022 are disclosed in notes 11 and 12 to the financial statements, respectively.

2 Basis of preparation of the financial statements

The financial statements are prepared in accordance with Thai Financial Reporting Standards (“TFRS”), guidelines promulgated by the Federation of Accounting Professions and applicable rules and regulations of the Thai Securities and Exchange Commission. The financial statements are presented in Thai Baht, which is the Company’s functional currency.

The preparation of financial statements in conformity with TFRS requires management to make judgments, estimates and assumptions that affect the application of the Group’s accounting policies. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

3 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

(a) Basis of consolidation

The consolidated financial statements relate to the Company and its subsidiary (together referred to as the “Group”) and the Group’s interests in joint venture.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

Subsidiary

Subsidiary is an entity controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiary are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

Loss of control

When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related non-controlling interests and other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

Joint venture

A joint venture is an arrangement in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

The Group recognised investment in joint venture using the equity method in the consolidated financial statements. They are initially recognised at cost which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's dividend income and share of the profit or loss and other comprehensive income of equity-accounted investees, until the date on which joint control ceases.

Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income or expenses arising from intra-group transactions, are eliminated on consolidation. Unrealised gains arising from transactions with joint venture are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

(b) Investments in subsidiary and joint venture

Investments in subsidiary and joint venture in the separate financial statements are measured at cost less allowance for impairment losses. Dividend income is recognised in profit or loss on the date on which the Group's right to receive payment is established. If the Company disposes of part of its investment, the deemed cost of the part sold is determined using the weighted average method. Gains or losses on disposal of the investments are recognised in profit or loss.

(c) Foreign currencies

Foreign currency transactions

Transactions in foreign currencies including non-monetary assets and liabilities denominated in foreign currencies are translated to the respective functional currencies of each entity in the Group at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate at the reporting date.

Foreign currency differences are generally recognised in profit or loss.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

Foreign operations

The assets and liabilities of foreign operations are translated to Thai Baht at the exchange rates at the reporting date. The revenues and expenses of foreign operations are translated to Thai Baht at rates approximating the exchange rates at the dates of the transactions.

Foreign exchange differences are recognised in other comprehensive income and presented in the exchange differences on translating foreign operations in equity until disposal of the investment.

When a foreign operation is disposed of in its entirety or partially such that joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. When the Group disposes of only part of joint venture while retaining significant joint control, the relevant proportion of the cumulative amount is reclassified to profit or loss.

When the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely in the foreseeable future, exchange gains and losses arising from such a monetary item are considered to form part of a net investment in a foreign operation and are recognised in other comprehensive income, and presented in the exchange differences on translating foreign operations in equity until disposal of the investment.

(d) Financial instruments

(d.1) Classification and measurement

Financial assets and financial liabilities (except trade accounts receivable (see note 3(f) to the financial statements)) are initially recognised when the Group becomes a party to the contractual provisions of the instrument, and measured at fair value plus or minus, for an item not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to its acquisition.

On initial recognition, a financial asset is classified as measured at: amortised cost; fair value through other comprehensive income (FVOCI); or FVTPL. Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified prospectively from the reclassification date.

On initial recognition, financial liabilities are classified as measured at amortised cost using the effective interest method. Interest expense, foreign exchange gains and losses and any gain or loss on derecognition are recognised in profit or loss.

Financial assets measured at amortised costs are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by expected credit losses. Interest income, foreign exchange gains and losses, expected credit loss and any gain or loss on derecognition are recognised in profit or loss.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

(d.2) Derecognition and offset

The Group derecognises a financial asset when the contractual rights to receive the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

The difference between the carrying amount extinguished and the consideration received or paid is recognised in profit or loss.

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and the Group intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(d.3) Derivatives

Derivative are recognised at fair value and remeasured at fair value at each reporting date. The gain or loss on remeasurement to fair value is recognised immediately in profit or loss.

(d.4) Impairment of financial assets other than trade accounts receivables

The Group recognises allowances for expected credit losses (ECLs) on financial assets measured at amortised cost.

The Group recognises ECLs equal to 12-month ECLs unless there has been a significant increase in credit risk of the financial instrument since initial recognition or credit-impaired financial assets, in which case the loss allowance is measured at an amount equal to lifetime ECLs.

ECLs are a probability-weighted estimate of credit losses based on forward-looking and historical experience. Credit losses are measured as the present value of all cash shortfalls discounted by the effective interest rate of the financial asset.

The Group recognises ECLs for low credit risk financial asset as 12-month ECLs.

The Group considers a financial asset to be in default when:

- the debtor is unlikely to pay its credit obligations to the Group in full, without recourse by the Group takes action such as realising security (if any is held); or
- the financial asset is more than 365 days past due.

(d.5) Write offs

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering. Subsequent recoveries of an asset that was previously written off, are recognised as a reversal of impairment in profit or loss in the period in which the recovery occurs.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

(d.6) Interest

Interest income and expense is recognised in profit or loss using the effective interest method. In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability.

(e) Cash and cash equivalents

Cash and cash equivalents comprise cash balances, call deposits and highly liquid short-term investments which have maturities of three months or less from the date of acquisition.

(f) Trade and other accounts receivable

A receivable is recognised when the Group has an unconditional right to receive consideration. A receivable is measured at transaction price less allowance for expected credit loss. Bad debts are written off when incurred.

The Group estimates lifetime expected credit losses (ECLs), using a provision matrix to find the ECLs rates. This method groups the debtors based on shared credit risk characteristics and past due status, taking into account historical credit loss data, adjusted for factors that are specific to the debtors and an assessment of both current economic conditions and forward-looking general economic conditions at the reporting date.

(g) Inventories

Inventories are measured at the lower of cost and net realisable value. Cost is calculated using the weighted average cost principle. Cost includes direct costs incurred in acquiring the inventories. In the case of manufactured inventories and work-in-progress, cost includes an appropriate share of production overheads based on normal operating capacity. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs to complete and to make the sale.

(h) Non-current assets classified as held for sale

Non-current assets are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use. Such assets are measured at the lower of their carrying amount and fair value less cost to sell. Impairment losses on initial classification as held for sale and subsequent gains and losses on remeasurement are recognised in profit or loss.

Once classified as held for sale, intangible assets, plant and equipment are no longer amortised or depreciated, and any equity-accounted investee is no longer equity accounted.

(i) Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes capitalised borrowing costs, and costs of dismantling and removing the items and restoring the site on which they are located. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

Differences between the proceeds from disposal and the carrying amount of property, plant and equipment are recognised in profit or loss.

Subsequent costs

The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item when the future economic benefits embodied within the part will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

Depreciation

Depreciation is calculated on a straight line basis over the estimated useful lives of each component of an asset and recognised in profit or loss. No depreciation is provided on freehold land and assets under construction and installation.

The estimated useful lives are as follows:

Land improvements	5 - 20 years
Building and building improvements	5 - 30 years
Machinery and equipment	10 - 15 years
Furniture, fixtures and office equipment	5 - 15 years
Tool and equipment	5 years
Vehicles	5 years

(j) Intangible assets

Intangible assets that have indefinite useful lives are measured at cost less accumulated impairment losses. Other intangible assets are measured at cost less accumulated amortisation and accumulated impairment losses. Subsequent expenditure is capitalised only when it will generate future economic benefits.

Amortisation

Amortisation is calculated on a straight line basis over the estimated useful lives of intangible assets and recognised in profit or loss.

The estimated useful lives are as follows:

Software licences	10 years
Right to use trademark	Indefinite useful lives
Production formulas	Indefinite useful lives

The amortisation of intangible assets is included in administrative expenses.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

(k) Leases

At inception of a contract, the Group assesses that a contract is, or contains, a lease when it conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

At commencement or on modification of a contract, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices of each component. For the leases of property, the Group has elected not to separate non-lease components and accounted for the lease and non-lease components wholly as a single lease component.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date except for leases of low-value assets and short-term leases which are recognised as an expenses on a straight line basis over the respective lease terms.

Right-of-use asset is measured at cost, less any accumulated depreciation and accumulated impairment losses, and adjusted for any remeasurements of lease liability. The cost of right-of-use asset includes the initial amount of the lease liability adjusted for any prepaid lease payments, plus any initial direct costs incurred and an estimate of restoration costs, less any lease incentives received. Depreciation is charged to profit or loss on a straight line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment.

The lease liability is initially measured at the present value of all lease payments that shall be paid under the lease. The Group uses the interest rate implicit in the lease or the Group's incremental borrowing rate to discount the lease payments to the present value. The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a lease modification or a change in the assessment of options specified in the lease. When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

(l) Impairment of non-financial assets

The carrying amounts of the Group's assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the assets' recoverable amounts are estimated. For intangible assets that have indefinite useful lives, the recoverable amount is estimated each year at the same time.

An impairment loss is recognised in profit or loss if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount, unless it reverses a previous revaluation credited to equity, in which case it is charged to equity.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

Calculation of recoverable amount

The recoverable amount is the greater of the asset's value in use and fair value less costs to sell. In assessing 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. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

Reversals of impairment

An impairment loss of asset recognised in prior periods is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

(m) Employee benefits

Defined contribution plans

Obligations for contributions to the Group's provident funds are expensed as the related service is provided.

Defined benefit plans

The Group's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods. The defined benefit obligations is discounted to the present value, which regularly performed by a qualified actuary using the projected unit credit method.

Remeasurements of the net defined benefit liability, actuarial gain or loss are recognised immediately in OCI. The Group determines the interest expense on the net defined benefit liability for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period, taking into account any changes in the net defined benefit liability during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Short-term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Share-based payments

The grant-date fair value of share-based payment awards granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees become unconditionally entitled to the awards. The amount recognised as an expense is adjusted to reflect the actual number of awards for which the related service and non-market vesting conditions are expected to be met. For business partners, the share-based payment awards granted vest immediately on the grant date, and the grant-date fair value of the awards is recognised as an expense immediately.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

(n) Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance costs.

(o) 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 market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Group has access at that date. The fair value of a liability reflects its non-performance risk.

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3: inputs for the asset or liability that are based on unobservable input.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

If an asset or a liability measured at fair value has a bid price and an ask price, then the Group measures assets and asset positions at a bid price and liabilities and liability positions at an ask price.

The best evidence of the fair value of a financial instrument on initial recognition is normally the transaction price - i.e. the fair value of the consideration given or received. If the Group determines that the fair value on initial recognition differs from the transaction price, the financial instrument is initially measured at fair value adjusted for the difference between the fair value on initial recognition and the transaction price and the difference is recognised in profit or loss immediately. However, for the fair value categorised as level 3, such difference is deferred and will be recognised in profit or loss on an appropriate basis over the life of the instrument or until the fair value level is transferred or the transaction is closed out.

(p) Revenue from contracts with customers

Revenue recognition

Revenue is recognised when a customer obtains control of the goods in an amount that reflects the consideration to which the Group expects to be entitled, excluding those amounts collected on behalf of third parties, value added tax and is after deduction of any trade discounts and volume rebates.

Sale of goods

Revenue from sales of goods is recognised on the date on which the goods are delivered to the customers.

(q) Income tax

Income tax expense for the year comprises current and deferred tax, which is recognised in profit or loss except to the extent that it relates to items recognised directly in equity or in other comprehensive income.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

Current tax is recognised in respect of the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss and differences relating to investments in subsidiary and joint venture to the extent that it is probable that they will not reverse in the foreseeable future.

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities, using tax rates enacted or substantively enacted at the reporting date. Current deferred tax assets and liabilities are offset in the separate financial statements.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised.

(r) Earnings per share

Basic earnings per share (EPS) is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year.

(s) Segment reporting

Segment results that are reported to the Group's CEO (the chief operating decision maker) include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

4 Related parties

A related party is a person or entity that has direct or indirect control or joint control, or has significant influence over the financial and managerial decision-making of the Group; a person or entity that is under common control or under the same significant influence as the Group; or a person or entity over which the Group has direct or indirect control or joint control or has significant influence over the financial and managerial decision-making.

Relationships with joint venture and subsidiary are disclosed in notes 11 and 12 to the financial statements. Other related parties which the Group had significant transactions with during the year were as follows:

Name of entities	Country of incorporation/ nationality	Nature of relationships
Tan Passakornnatee	Thai	Persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including major shareholder and director of the Company
Eng Passakornnatee	Thai	Major shareholder

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

Name of entities	Country of incorporation/ nationality	Nature of relationships
I Am Green Tea Co., Ltd.	Thailand	Shared shareholders and a close relative of the director of the Company is the director.
T-One Building Co., Ltd.	Thailand	Shared directors and shareholders

Significant transactions for the years ended 31 December with related parties were as follows:

<i>Year ended 31 December</i>	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			
Other related parties				
Sale of goods	656,777	474,730	656,777	474,730
Other expenses	21,155	17,969	21,155	17,969
Key management personnel				
Key management personnel compensation				
Short-term employee benefits	48,024	46,506	48,024	46,506
Post-employment benefits	2,012	1,128	2,012	1,128
Total key management personnel compensation	50,036	47,634	50,036	47,634

Balances as at 31 December with related parties were as follows:

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			
Trade accounts receivable				
Subsidiary	-	-	-	72,366
Other related parties	99,055	71,348	99,055	71,348
Total	99,055	71,348	99,055	143,714
Less allowance for expected credit loss	-	-	-	(72,366)
Net	99,055	71,348	99,055	71,348

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			
Other current receivables				
Subsidiary	-	-	-	2,400
Less allowance for expected credit loss	-	-	-	(2,400)
Net	-	-	-	-

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

<i>(Reversal of allowance for) expected credit loss</i> <i>For the year ended 31 December</i>	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			
Trade account receivable	-	-	(72,366)	845
Other current receivable	-	-	(2,400)	-
	<u>-</u>	<u>-</u>	<u>(74,766)</u>	<u>845</u>

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			
<i>Accrued expenses</i>				
Other related parties	<u>4,052</u>	<u>2,546</u>	<u>4,052</u>	<u>2,546</u>
<i>Lease liabilities</i>				
Other related parties	<u>62,687</u>	<u>74,741</u>	<u>62,687</u>	<u>74,741</u>

Significant agreements with related parties

Product distribution agreement

On 1 July 2020, the Company entered into an agreement to grant a related party (I Am Green Tea Co., Ltd.) the authority and responsibility to act as a product distributor for the Company. This agreement shall be in effect from 1 July 2020 to 30 June 2023 and renew for another 3 years from 1 July 2023 to 30 June 2026.

Trademark assignment agreement

On 11 May 2015, the Company entered into a trademark assignment agreement with a joint venture. Under the term of the agreement, the Company agrees to assign certain trademarks and license as specified in the agreement to the joint venture to use in Indonesia. In this regard, the joint venture agrees to pay a consideration in an amount of USD 3,000 to the Company. The agreement shall be in effect for a period of 10 years and is renewable for another 10 years upon the expiry of the agreement with the new terms as specified in the agreement or as soon as the Company ceases to be a shareholder of the joint venture.

Intellectual property license agreement

On 11 May 2015, the Company entered into an intellectual property license agreement with a joint venture. Under the term of the agreement, the Company agrees to grant the joint venture a license to use knowhow, technical information and certain formula as specified in the agreement for the purposes of manufacturing and sale of the products in Indonesia. In this regard, the joint venture agrees to pay a royalty fee in an amount of USD 3,000 per annum. The agreement shall continue in force until the date being 10 years after the date on which the Company ceases to be a shareholder of the joint venture and is renewable for another 10 years upon the expiry of the agreement with the new terms as specified in the agreement.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

5 Cash and cash equivalents

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			
Cash on hand	293	331	293	331
Cash at financial institutions				
- current accounts	46	48	44	44
Cash at financial institutions				
- savings accounts	400,076	66,327	399,394	65,610
Cash at financial institution				
- fixed accounts	148,940	95,512	148,940	95,512
Cash and cash equivalents in the statement of cash flows	549,355	162,218	548,671	161,497

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

6 Current investment

Current investment as at 31 December 2023 and 2022, and dividend income for the year then ended were as follows:

	Consolidated financial statements / Separate financial statements								Dividend income for the year ended	
	Ownership interest		Paid-up capital		Cost		Fair value			
	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022
	(%)		(in thousand Baht)							
Predictive Co., Ltd.	10.06	20.12	2,504	2,504	46,300	92,600	46,300	92,600	-	-
Total					46,300	92,600	46,300	92,600	-	-

Predictive Co., Ltd. (“PDT”) was incorporated and operates in Thailand. The principal activities of PDT are the management consulting services.

On 28 January 2022, the Company acquired 5,036 newly issued ordinary PDT shares, with a par value of Baht 100 per share, at a purchase price of Baht 18,389 per share totaling Baht 92.6 million. The Company had the right to resell shares according to the terms and conditions stipulated in the agreement.

Subsequently, at a Board of Directors meeting of the Company on 8 November 2023, the Board of Directors approved to dispose of the entire investment to PDT’s shareholders. The disposal of the investment and it’s collection was divided into 2 transactions. The first disposal was the sale at 50% of the total investment. The Company received the first payment of Baht 46.3 million on 9 November 2023. The final disposal will be in March 2024, according to the terms and conditions stipulated in the agreement.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

7 Trade accounts receivable

		Consolidated financial statements		Separate financial statements	
	<i>Note</i>	2023	2022	2023	2022
		<i>(in thousand Baht)</i>			
Related parties					
Within credit terms		99,055	71,348	99,055	71,348
Overdue:					
More than 12 months		-	-	-	72,366
		99,055	71,348	99,055	143,714
<i>Less</i> allowance for expected credit loss		-	-	-	(72,366)
Net	4	99,055	71,348	99,055	71,348
Other parties					
Within credit terms		1,368,005	1,157,355	1,368,005	1,157,355
Overdue:					
Less than 3 months		3	-	3	-
3 - 6 months		87	-	87	-
		1,368,095	1,157,355	1,368,095	1,157,355
Total		1,467,150	1,228,703	1,467,150	1,228,703

		Separate financial statements	
	<i>Note</i>	2023	2022
		<i>(in thousand Baht)</i>	
<i>Allowance for expected credit loss</i>			
At 1 January		72,366	71,521
Addition		-	845
Reversal		(72,366)	-
At 31 December	4	-	72,366

Information relevant to credit risk is disclosed in note 23 (c.1.1) to the financial statements.

8 Other current receivables

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			
Other parties				
Prepaid expenses	58,811	67,472	58,811	67,472
Suspense input value added tax	4,006	2,819	4,006	2,808
Refundable value added tax	-	1,778	-	-
Accrued other income	180	1,253	180	1,253
Others	2,726	1,956	2,726	1,956
Total	65,723	75,278	65,723	73,489

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

9 Inventories

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			
Finished goods	204,458	302,512	204,458	302,512
Raw materials	280,242	256,270	280,242	256,270
Supplies	35,863	33,829	35,863	33,829
Total	520,563	592,611	520,563	592,611
<i>Less</i> allowance for decline in value	(9,558)	(4,827)	(9,558)	(4,827)
Net	511,005	587,784	511,005	587,784
Inventories recognised in cost of sale of goods:				
- Cost	6,150,695	5,128,666	6,150,695	5,128,666
- Write-down to net realisable value	12,520	25,124	12,520	25,124
Net	6,163,215	5,153,790	6,163,215	5,153,790

10 Non-current assets classified as held for sale

At the meeting of the Executive Committee of the Company held on 16 November 2023, the Executive Committee approved to sale land area of 72 rai 14 square wah (28,814 square wah) at the Rojana Industrial Park in Ayutthaya to a certain company amount is not less than Baht 317.0 million.

At the meeting of the Executive Committee of the Company held on 13 February 2024, the Executive Committee approved to sale machinery and equipment to a certain company on the agreed price amounting to Baht 39.2 million.

The details of non-current assets classified as held for sale as at 31 December 2023, were as follows:

		Consolidated financial statements / Separate financial statements	
	<i>Note</i>	<i>(in thousand Baht)</i>	
Assets			
Land	13		231,190
Machinery and equipment	13		7,865
			239,055

The fair value of the non-current assets classified as held for sale of Baht 317.0 million was measured at market comparison approach and has been categorised as a Level 2 fair value.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

11 Investment in joint venture

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			
At 1 January	219,712	253,916	223,477	153,770
Reduction of share capital	-	(97,393)	-	(97,393)
Share of profit of joint venture accounted for using equity method	4,614	82,245	-	-
Reversal of allowance for impairment loss	-	-	20,157	167,100
Exchange differences on translating foreign operations	1,070	(19,056)	-	-
At 31 December	<u>225,396</u>	<u>219,712</u>	<u>243,634</u>	<u>223,477</u>

On 27 August 2014, the Company entered into a joint venture agreement with PT Atri Pasifik (“AP”), a company incorporated in Indonesia, in order to invest in PT Ichi Tan Indonesia (“PTI”), a new joint venture established in Indonesia. The purposes of the joint venture are to produce and sell ready-to-drink beverage branded “Ichitan” in Indonesia. The Company and AP equally invested in the joint venture (50% of the issued and paid-up share capital of the joint venture) and the incorporation of the joint venture was completed on 25 November 2014. As established by the joint venture agreement, investors have joint control over, whereby, the Company has rights to the net assets of the arrangement rather than rights to its assets and obligations for its liabilities. Accordingly, the Company has accounted for the investment in the joint venture using the equity method.

Due to the actual sales of beverage branded “Ichitan” in Indonesia may be significantly less than initial expectations and forecasts. The management of the Company believed that the value of investment in PTI might have been impaired and assessed the recoverable amount of investment in PTI. The Company recognised the allowance for impairment loss on investment in joint venture in the separate statement of financial position.

Subsequently, at the meeting of the Shareholders of PTI held on 16 December 2021, the shareholders of PIT approved to reduce its owned issued and paid-up capital amounting to Indonesian Rupiah 90,000 million by reducing 45 million shares of Ichitan Group Public Company Limited in the amount of Indonesian Rupiah 45,000 million (or equivalent to Baht 97.4 million). The joint venture registered the reduction of share capital with the Ministry of Law and Human Right on 16 February 2022. Based on the result of the assessment of the recoverable amount and management judgment, as at 31 December 2023 the Company reversed allowance for impairment loss for the year ended 31 December 2023 amounting to Baht 20.2 million in the separate financial statements.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

Investment in joint venture as at 31 December 2023 and 2022 were as follows:

	Separate financial statements										Consolidated financial statements	
	Ownership interest		Paid-up capital		Cost		Impairment		At cost-net		Equity	
	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022
	(%)						(in thousand Baht)					
Joint venture												
PT Ichi Tan Indonesia	50	50	1,075,954	1,075,954	<u>537,977</u>	<u>537,977</u>	<u>(294,343)</u>	<u>(314,500)</u>	<u>243,634</u>	<u>223,477</u>	<u>225,396</u>	<u>219,712</u>
Total					<u>537,977</u>	<u>537,977</u>	<u>(294,343)</u>	<u>(314,500)</u>	<u>243,634</u>	<u>223,477</u>	<u>225,396</u>	<u>219,712</u>

Joint venture was incorporated and operates in Indonesia. The principal activities of joint venture are the manufacturing and sale of beverages.

None of the Company's joint venture is publicly listed and consequently do not have published price quotations.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

The following table summarises the financial information of the joint venture as included in their own financial statements. The table also reconciles the summarised financial information to the carrying amount of the Company's interest in this company.

	PT Ichi Tan Indonesia	
	2023	2022
	<i>(in thousand Baht)</i>	
Revenue	1,598,542	2,056,013
Cost of sale	(1,046,632)	(1,373,922)
Expenses	(526,173) ^a	(536,064) ^a
Income tax income	(16,508)	18,463
Total comprehensive income (100%)	<u>9,229</u>	<u>164,490</u>
Company's share of total comprehensive income (50% hold)	<u>4,614</u>	<u>82,245</u>
Current assets	672,327 ^b	770,539 ^b
Non-current assets	144,503	163,482
Current liabilities	(366,038)	(494,598)
Net assets (100%)	<u>450,792</u>	<u>439,423</u>
Carrying amount of interest in joint venture (50% hold)	<u>225,396</u>	<u>219,712</u>
Remark:		
a. Includes depreciation and amortisation	7,861	6,478
b. Includes cash and cash equivalents	368,540	299,752

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

12 Investment in subsidiary

							Separate financial statements					
	Type of business	Country of operation	Ownership interest		Paid-up capital		Cost		Impairment		At cost - net	
			2023	2022	2023	2022	2023	2022	2023	2022	2023	2022
			(%)				(in thousand baht)					
<i>Local direct subsidiary</i>												
Ichitan Power Co., Ltd.	Sale of beverages	Thailand	99.99	99.99	76,000	1,000	76,000	1,000	(76,000)	-	-	-
Total							76,000	1,000	(76,000)	-	-	-

At the meeting of the Board of Directors of the Company held on 8 November 2023, the Board of Directors approved to increase capital in a subsidiary amounting to Baht 75 million. A subsidiary increased its unauthorised share capital from Baht 1 million to 76 million. The registration of the increase in share capital with the Ministry of Commerce has been completed on 30 November 2023.

However, as at 31 December 2023 the management has assessed the recoverable amount of investment in subsidiary and recognised the allowance for impairment loss on investment in subsidiary in the separate statement of financial position amounting to Baht 76 million.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

13 Property, plant and equipment

	Consolidated financial statements / Separate financial statements								
	Land	Land improvements	Building and building improvements	Machinery and equipment	Furniture, fixtures and office equipment (in thousand Baht)	Tool and equipment	Vehicles	Assets under construction and installation	Total
<i>Cost</i>									
At 1 January 2022	431,698	74,847	2,646,849	5,762,645	82,310	243,369	15,705	3,102	9,260,525
Additions	-	-	-	-	1,011	7,326	-	119,514	127,851
Transfers	-	-	48,130	67,777	-	3,012	-	(118,919)	-
Disposals and write-off	-	-	(619)	(17,130)	(96)	(449)	-	-	(18,294)
At 31 December 2022 and 1 January 2023	431,698	74,847	2,694,360	5,813,292	83,225	253,258	15,705	3,697	9,370,082
Additions	-	-	11,249	11,688	847	14,063	4,701	27,721	70,269
Transfers	-	-	-	-	-	2,374	-	(2,374)	-
Disposals and write-off	-	-	(4,666)	-	(1,540)	(625)	(3,751)	-	(10,582)
Transfer to assets held for sale	(231,190)	-	-	(247,189)	-	-	-	-	(478,379)
At 31 December 2023	200,508	74,847	2,700,943	5,577,791	82,532	269,070	16,655	29,044	8,951,390
<i>Depreciation and impairment loss</i>									
At 1 January 2022	-	(34,464)	(1,113,431)	(3,138,516)	(65,215)	(203,227)	(13,148)	-	(4,568,001)
Depreciation charge for the year	-	(3,736)	(144,293)	(383,518)	(5,099)	(15,068)	(750)	-	(552,464)
Disposals and write-off	-	-	112	11,946	80	370	-	-	12,508
At 31 December 2022 and 1 January 2023	-	(38,200)	(1,257,612)	(3,510,088)	(70,234)	(217,925)	(13,898)	-	(5,107,957)
Depreciation charge for the year	-	(3,736)	(145,309)	(381,251)	(4,646)	(15,412)	(879)	-	(551,233)
Disposals and write-off	-	-	4,666	-	1,445	589	2,255	-	8,955
Reversal of impairment loss	-	-	-	5,112	-	-	-	-	5,112
Transfer to assets held for sale	-	-	-	239,324	-	-	-	-	239,324
At 31 December 2023	-	(41,936)	(1,398,255)	(3,646,903)	(73,435)	(232,748)	(12,522)	-	5,405,799
<i>Net book value</i>									
At 31 December 2022	431,698	36,647	1,436,748	2,303,204	12,991	35,333	1,807	3,697	4,262,125
At 31 December 2023	200,508	32,911	1,302,688	1,930,888	9,097	36,322	4,133	29,044	3,545,591

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

Security

As at 31 December 2023, the Company had mortgaged/pledged the Company's assets with a net book value of Baht 375.8 million (2022: *Baht 415.5 million*) as collateral for letters of credit.

14 Leases

<i>Right-of-use assets</i> <i>At 31 December</i>	Consolidated financial statements / Separate financial statements	
	2023	2022
	<i>(in thousand Baht)</i>	
Office building	59,122	72,021
Forklifts	9,315	3,779
Total	68,437	75,800

During 2023, additions to the right-of-use assets of the Group were Baht 7.4 million (2022: *Baht 6.1 million*).

The Group leases office building and forklifts for 6 and 4 years, with extension options at the end of lease term. The rental are payable monthly as specified in the contract.

Extension options

The Group has extension options on office building lease exercisable up to six months before the end of the contract period. The Group assesses at lease commencement date whether it is reasonably certain to exercise the extension options and will regularly reassess so.

<i>For the year ended 31 December</i>	Consolidated financial statements / Separate financial statements	
	2023	2022
	<i>(in thousand Baht)</i>	
<i>Amounts recognised in profit or loss</i>		
Depreciation of right-of-use assets:		
- Office building	12,900	12,395
- Forklifts	3,441	3,295
Interest on lease liabilities	1,831	1,748
Expenses relating to leases of low-value assets	-	730

In 2023, total cash outflow for leases of the Group and the Company were Baht 18.0 million (2022: *17.2 million*).

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

15 Interest-bearing liabilities

	Consolidated financial statement / Separate financial statements	
	2023	2022
	Unsecured	Unsecured
	<i>(in thousand Baht)</i>	
Lease liabilities	72,110	78,564
Total interest-bearing liabilities	72,110	78,564

Unutilised credit facilities

As at 31 December 2023, the Company had unutilised credit facilities totaling Baht 1,480.0 million (2022: Baht 1,780.0 million).

16 Provisions for employee benefits

The Group operates a defined benefit plan based on the requirement of Thai Labour Protection Act B.E. 2541 (1998) to provide retirement benefits to employees based on pensionable remuneration and length of service. The defined benefit plan exposes the Group to actuarial risks, such as interest rate risk, salary increase rate risk and turnover rate risk.

Present value of the defined benefit obligations

	Consolidated financial statements / Separate financial statements	
	2023	2022
	<i>(in thousand Baht)</i>	
At 1 January	40,511	46,758
<i>Recognised in profit or loss</i>		
Current service cost	4,569	4,608
Interest on obligation	1,276	659
	5,845	5,267
<i>Recognised in other comprehensive income</i>		
Actuarial gain		
- Financial assumptions	-	(5,203)
- Experience adjustment	-	(2,871)
	-	(8,074)
Benefit paid	-	(3,440)
At 31 December	46,356	40,511

Principal actuarial assumptions

	2023	2022
	<i>(%)</i>	
Discount rate	3.15	3.15
Future salary growth	4	4

Assumptions regarding future mortality have been based on published statistics and mortality tables.

At 31 December 2023, the weighted-average duration of the defined benefit obligation was 14 years (2022: 14 years).

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

<i>At 31 December</i>	Consolidated financial statements / Separate financial statements			
	1% increase in assumption		1% decrease in assumption	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			
Discount rate	(3,752)	(1,868)	4,372	2,018
Future salary growth	4,774	4,123	(4,165)	(3,603)

17 Share premium and reserves

Share premium

Section 51 of the Public Limited Companies Act B.E. 2535 (1998) requires companies to set aside share subscription monies received in excess of the par value of the shares issued to a reserve account (“share premium”). Share premium is not available for dividend distribution.

Share-based payments

Share-based payments are recognised in equity is the fair value of employees’ and business partners’ rights to acquire the shares at grant dates based on the underlying fair value of the shares and the consideration payable and to recognise related expense, with a corresponding increase in equity in accordance with TFRS 2.

Reserves comprise:

Appropriations of profit and/or retained earnings

Legal reserve

Section 116 of the Public Limited Companies Act B.E. 2535(1992) requires that a public company shall allocate not less than 5% of its annual net profit, less any accumulated losses brought forward, to a reserve account (“legal reserve”), until this account reaches an amount not less than 10% of the registered authorised capital. The legal reserve is not available for dividend distribution.

Other components of equity

Exchange differences on translating foreign operations

Exchange differences on translating foreign operations comprises all foreign exchange differences arising from the translation of the financial statements of foreign operations.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

18 Segment information and disaggregation of revenue

Reportable segment

Management considers that the Group operates in a single line of business, namely the Beverage business, and has, therefore, only one reportable segment.

Geographical information

In presenting information on the basis of geographical area, segment revenues is based on the geographical location of customers.

Revenue is disaggregated by primary geographical areas and timing of revenue recognition of the Group for the years ended 31 December 2023 and 2022 were as follows:

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			
Thailand	7,382,713	5,727,225	7,382,713	5,727,225
Others	667,192	613,138	667,192	613,138
Total revenue	8,049,905	6,340,363	8,049,905	6,340,363
Timing of revenue recognition				
At a point in time	8,049,905	6,340,363	8,049,905	6,340,363
Total revenue	8,049,905	6,340,363	8,049,905	6,340,363

Major customer

Revenues from one customer of the Group and the Company represent approximately Baht 6,732.2 million in the consolidated and separate financial statements (2022: Baht 5,300.4 million in the consolidated and separate financial statements) of the Group's and the Company's total revenues.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

19 Expenses by nature

		Consolidated financial statements		Separate financial statements	
	<i>Note</i>	2023	2022	2023	2022
		<i>(in thousand Baht)</i>			
<i>Included in cost of sale of goods:</i>					
Changes in finished goods		98,054	13,927	98,054	13,927
Raw materials and supplies used		3,687,968	3,049,623	3,687,968	3,049,623
Excise tax		978,000	821,001	978,000	821,001
Depreciation and amortisation		546,838	547,288	546,838	547,288
Utility expenses		341,746	293,782	341,746	293,782
Employee benefit expenses		176,528	154,334	176,528	154,334
Distribution and transportation expenses		25,576	23,225	25,576	23,225
Others		308,505	250,610	308,505	250,610
Total		6,163,215	5,153,790	6,163,215	5,153,790
<i>Included in distribution costs:</i>					
Advertising and sales promotion expenses		351,448	268,862	351,448	268,862
Distribution and transportation expenses		22,963	18,135	22,963	18,135
Entrance and other service fees		5,668	4,776	5,668	4,776
Export expenses		1,334	1,210	1,334	1,210
Total		381,413	292,983	381,413	292,983
<i>Included in administrative expenses:</i>					
Employee benefit expenses		134,443	122,801	134,443	122,801
(Reversal of) allowance for expected credit loss	4, 7	-	-	(74,766)	845
Impairment loss on investment in subsidiary	12	-	-	76,000	-
Depreciation and amortisation		22,685	22,899	22,685	22,899
Others		11,038	26,495	10,931	26,392
Total		168,166	172,195	169,293	172,937

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

20 Income tax

Income tax recognised in profit or loss

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			
Current tax				
Current year	271,828	143,299	271,828	143,299
Over provided in prior years	(741)	(689)	(741)	(689)
	<u>271,087</u>	<u>142,610</u>	<u>271,087</u>	<u>142,610</u>
Deferred tax				
Movements in temporary differences	66,425	36,876	(7,643)	36,876
Income tax reduction	(62,900)	-	-	-
	<u>3,525</u>	<u>36,876</u>	<u>(7,643)</u>	<u>36,876</u>
Total	<u>274,612</u>	<u>179,486</u>	<u>263,444</u>	<u>179,486</u>

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

Reconciliation of effective tax rate

	Consolidated financial statements				Separate financial statements			
	Rate (%)	2023 (in thousand Baht)	Rate (%)	2022 (in thousand Baht)	Rate (%)	2023 (in thousand Baht)	Rate (%)	2022 (in thousand Baht)
Profit before income tax		1,375,033		821,129		1,389,444		905,240
Income tax using the Thai corporation tax rate	20	275,007	20	164,226	20	277,889	20	181,048
Share of profit of joint venture accounted for using equity method		(923)		(16,449)		-		-
Effect of tax differences for investment in joint venture		-		33,420		-		-
Prior year transaction for which no deferred tax asset was recognised		-		-		(14,953)		-
Expenses not deductible for tax purposes		1,264		579		1,264		579
Expenses that are additional deductible for tax purposes		(15)		(36)		(15)		(36)
Over provided in prior years		(741)		(689)		(741)		(689)
Others		20		(1,565)		-		(1,416)
Total	20	274,612	22	179,486	19	273,444	20	179,486

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

Deferred tax

Consolidated financial statements
(Charged) / Credited to:

	At 1 January	Profit or loss	Other comprehensive income	At 31 December
		<i>(in thousand Baht)</i>		
2023				
Deferred tax assets				
Allowance for decline in value of inventories	965	947	-	1,912
Right-of-use assets	553	182	-	735
Impairment loss on intangible assets	7,473	(4,113)	-	3,360
Impairment loss on investment in joint venture	62,900	(62,900)	-	-
Impairment loss on machinery	2,335	(1,022)	-	1,313
Provisions for employee benefits	8,790	481	-	9,271
Total	83,016	66,425	-	16,591

Deferred tax

Separate financial statements
(Charged) / Credited to:

	At 1 January	Profit or loss	Other comprehensive income	At 31 December
		<i>(in thousand Baht)</i>		
2023				
Deferred tax assets				
Allowance for decline in value of inventories	965	947	-	1,912
Right-of-use assets	553	182	-	735
Impairment loss on intangible assets	7,473	(4,113)	-	3,360
Impairment loss on investment in joint venture	62,900	(4,032)	-	58,868
Impairment loss on investment in subsidiary	-	15,200	-	15,200
Impairment loss on machinery	2,335	(1,022)	-	1,313
Provisions for employee benefits	8,790	481	-	9,271
Total	83,016	7,643	-	90,659

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

Deferred tax

	Consolidated financial statements / Separate financial statements (Charged) / Credited to:			At 31 December
	At 1 January	Profit or loss	Other comprehensive income	
		<i>(in thousand Baht)</i>		
2022				
Deferred tax assets				
Allowance for decline in value of inventories	1,547	(582)	-	965
Right-of-use assets	368	185	-	553
Impairment loss on intangible assets	11,585	(4,112)	-	7,473
Impairment loss on investment in joint venture	96,320	(33,420)	-	62,900
Impairment loss on machinery	2,335	-	-	2,335
Provisions for employee benefits	9,352	1,053	(1,615)	8,790
Total	121,507	(36,876)	(1,615)	83,016

As at 31 December 2023, the Group incurred unused tax losses in the consolidated financial statements of Baht 24.1 million (2022: Baht 71.8 million) which have not been recognised as deferred tax assets because it is not probable that tax benefit will be utilised in the foreseeable future.

21 Basic earnings per share

	Consolidated financial statements		Separate financial statements	
	2023	2022	2023	2022
	<i>(in thousand Baht)</i>			
Profit attributable to ordinary shareholders of the Company (basic)	1,100,420	641,644	1,126,000	725,754
Number of ordinary shares outstanding	1,300,000	1,300,000	1,300,000	1,300,000
Basic earnings per share (in Baht)	0.85	0.49	0.87	0.56

22 Dividends

The shareholders of the Company have approved dividends as follows:

	Approval date	Payment schedule	Dividend rate per share (Baht)	Amount (in thousand Baht)
2023				
Annual dividend of 2022	27 April 2023	24 May 2023	0.60	780,000
Interim dividend of 2023	8 November 2023	6 December 2023	0.50	650,000
			1.10	1,430,000
2022				
Annual dividend of 2021	27 April 2022	23 May 2022	0.50	650,000

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

23 Financial instruments

(a) Carrying amounts and fair values

The following table shows the carrying amounts and fair values of financial assets, including their levels in the fair value hierarchy, but does not include fair value information for financial assets and financial liabilities measured at amortised cost if the carrying amount is a reasonable approximation of fair value.

	Consolidated financial statement / Separate financial statement				
	Carrying amount		Fair value		
	Financial instruments measured at FVTPL	Financial instruments measured at FVTOCI	Level 2 (in thousand Baht)	Level 3	Total
At 31 December 2023					
Financial assets					
Unit trusts in debt security	364,770	-	364,770	-	364,770
Current Investment	-	46,300	-	46,300	46,300
Selling forward exchange contract	50,258	-	50,258	-	50,258
At 31 December 2022					
Financial assets					
Unit trusts in debt security	572,727	-	572,727	-	572,727
Other long-term investment	-	92,600	-	92,600	92,600

The following table present valuation technique of financial instruments measured at fair value in the statements of financial position:

Type	Valuation technique
Investment in unit trusts in debt security measured at FVTPL	The net asset value as of the reporting date, which is determined using price or rate of return announced by the Thai Bond Market Association at the investment measurement date
Current investment measured at FVTOCI	The sale and purchase share price
Selling forward exchange contract	<i>Selling forward pricing:</i> The fair value is determined using quoted selling forward exchange rates at the reporting date and present value calculations based on high credit quality yield curve in the respective currencies.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

(b) Movement of unit trusts in marketable debt security

	Consolidated financial statements / Separate financial statements				
	At 1 January	Purchase	Disposal (in thousand Baht)	Fair value adjustment	At 31 December
<i>Marketable debt security</i>					
2023					
<i>Current financial assets</i>					
Unit trusts in debt security measured at FVTPL	572,727	4,690,000	(4,898,692)	735	364,770
Total	572,727	4,690,000	(4,898,692)	735	364,770
2022					
<i>Current financial assets</i>					
Unit trusts in debt security measured at FVTPL	296,362	3,040,000	(2,764,017)	382	572,727
Total	296,362	3,040,000	(2,764,017)	382	572,727

(c) Financial risk management policies

Risk management framework

The Group's board of directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The board of directors has established the risk management committee, which is responsible for developing and monitoring the Group's risk management policies. The committee reports regularly to the board of directors on its activities.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Group audit committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The Group audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

(c.1) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers.

(c.1.1) Trade accounts receivable

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which customers operate. Detail of concentration of revenue are included in note 18 to the financial statements.

The Group has established a credit policy under which each new customer is analysed individually for creditworthiness before the Group's commercial terms and conditions are offered. Sale limits are established for each customer and reviewed annually. Any sales exceeding those limits require approval from the Board of Directors.

The Group limits its exposure to credit risk from trade accounts receivable by establishing a maximum payment period of 60 days. Outstanding trade receivables are regularly monitored by the Group. An impairment analysis is performed by the Group at each reporting date. The provision rates of expected credit loss are based on days past due for individual trade receivables to reflect differences between economic conditions in the past, current conditions and the Group's view of economic conditions over the expected lives of the receivables.

Information relevant to trade accounts receivable is disclosed in note 7 to the financial statements.

(c.1.2) Cash and cash equivalent

The Group's exposure to credit risk arising from cash and cash equivalents is limited because the counterparties are banks and financial institutions which the Group considers to have low credit risk.

(c.2) Liquidity risk

The Group monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Group's operations and to mitigate the effects of fluctuations in cash flows.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

The following table shows the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted and include contractual interest payments and exclude the impact of netting agreements.

<i>At 31 December</i>	Consolidated financial statements / Separate financial statements				
	Carrying amount	1 year or less	Contractual cash flows		Total
			More than 1 year but less than 5 years	More than 5 years	
			<i>(in thousand Baht)</i>		
2023					
<i>Non-derivative financial liabilities</i>					
Trade accounts payable to other parties	628,156	628,156	-	-	628,156
Other payables	50,408	50,408	-	-	50,408
Payables on purchase of property, plant and equipment	6,578	6,578	-	-	6,578
Lease liabilities	72,110	18,157	57,796	-	75,953
	<u>757,252</u>	<u>703,299</u>	<u>57,796</u>	<u>-</u>	<u>761,095</u>
2022					
<i>Non-derivative financial liabilities</i>					
Trade accounts payable to other parties	503,787	503,787	-	-	503,787
Other payables	65,697	65,697	-	-	65,697
Payables on purchase of property, plant and equipment	51,490	51,490	-	-	51,490
Lease liabilities	78,564	15,484	59,828	8,422	83,734
	<u>699,538</u>	<u>636,458</u>	<u>59,828</u>	<u>8,422</u>	<u>704,708</u>

(c.3) Market risk

The Group is exposed to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk is as follows:

(c.3.1) Foreign currency risk

The Group is exposed to foreign currency risk relating to purchase of property, plant and equipment and cash at financial institution which is denominated in foreign currencies. The Group primarily utilises selling forward exchange contract with maturities of less than one year to hedge such financial asset denominated in foreign currencies.

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

As at 31 December 2023 and 2022 the Group was exposed to foreign currency risk in respect of financial assets and liabilities denominated in the following currencies.

	Consolidated financial statements / Separate financial statements						
	2023				2022		
<i>Exposure to foreign currency</i>	United States	Indonesian	Japanese	Total	United States	Euro	Total
<i>At 31 December</i>	Dollars	Rupiah	Yen		Dollars		
				<i>(in thousand Baht)</i>			
Cash and cash equivalents	-	100,073	49,145	149,218	-	-	-
Trade accounts payable to other parties	(10,572)	-	-	(10,572)	-	-	-
Payables on purchase of property, plant and equipment	(6,578)	-	-	(6,578)	(6,645)	(44,646)	(51,291)
Net statement of financial position exposure	(17,150)	100,073	49,145	132,068	(6,645)	(44,646)	(51,291)
Selling forward exchange contracts	-	-	49,416	49,416	-	-	-
Net exposure	(17,150)	100,073	98,561	181,484	(6,645)	(44,646)	(51,291)

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

Sensitivity analysis

A reasonably possible strengthening (weakening) of the Thai Baht against all other currencies at report date would have affected the measurement of financial instruments denominated in a foreign. This analysis assumes that all other variables remain constant.

<i>Effect to profit or loss</i>	Consolidated financial statements / Separate financial statements		
	Movement (%)	Profit or loss	
		Strengthening (in thousand Baht)	Weakening
2023			
Japanese Yen	7	(3,279)	3,279
United States Dollars	5	(830)	830
Indonesian Rupiah	5	(4,955)	4,955
2022			
United States Dollars	5	(315)	315
Euro	5	(2,060)	2,060

24 Capital management

The Board of Directors' policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board of Directors regularly monitors the return on capital, which the Group defines as result from operating activities divided by total shareholders' equity, and also monitors the level of dividends to ordinary shareholders.

25 Commitments with non-related parties

	Consolidated financial statements / Separate financial statements	
	2023	2022
	(in thousand Baht)	
Other commitments		
Unused letters of credit	-	44,646
Purchase orders for goods and supplies	228,362	194,812
Bank guarantees	13,450	13,450
Service agreement	-	18,666
Total	241,812	271,574

Ichitan Group Public Company Limited and its Subsidiary
Notes to the financial statements
For the year ended 31 December 2023

Significant agreements with non-related parties

As at 31 December 2023 the Group had the following significant agreements with non-related parties.

Product distribution agreements

The Company has two production distribution agreements with two local companies. Under the terms of the agreements, the Company agrees to pay distribution fees at the rates as specified in the agreements. The first agreement shall be in effect from 1 February 2022 to 31 January 2025 and is renewable automatically for another 3 years. The contractual parties have a right to terminate the agreement by giving advance notice of not less than 6 months prior to the expiration of the agreement. The second agreement shall be in effect from 1 November 2020 to 31 October 2023 and renew for another 3 years from 1 November 2023 to 31 October 2026.

Natural gas purchase agreement

The Company has a natural gas purchase agreement with a local company. Under the terms of the agreement, the Company agrees to pay disbursements and comply with conditions as specified in the agreement. The agreement shall be in effect from 1 September 2022 to 31 August 2025 and is renewable by giving advance written notice of not less than 90 days prior to the expiration of the agreement.

Domestic transportation services agreement

The Company has a domestic transportation services agreement with a local company. Under the terms of the agreement, the Company agrees to pay disbursements and comply with conditions as specified in the agreement. The agreement shall be in effect from 1 April 2019 to 31 March 2024 and is renewable automatically for another 5 years. The contractual parties have a right to terminate the agreement by giving advance notice of not less than 6 months prior to the expiration of the agreement.

26 Events after the reporting period

26.1 At the meeting of the Extraordinary General Meeting of Shareholders of PT Ichi Tan Indonesia (“PTI”) held on 13 December 2023, the shareholders approved to reduce issued and paid-up capital in PTI amounting to Indonesian Rupiah 35,000 million (or equivalent to Baht 77.9 million). The joint venture registered the reduction of share capital with the Ministry of Law and Human Right on 14 February 2024.

26.2 At the meeting of the Board of Directors of the Company held on 21 February 2024, the Board of Directors approved:

- the appropriation of annual dividend for the year 2023 period from 1 October to 31 December 2023 of Baht 0.50 per share, amounting to Baht 650 million, is scheduled to be paid to the Company’s shareholders on 10 May 2024. The annual dividend, however, is subject to the final approval from the shareholders of the Company.
- to sale land area of 72 rai 14 square wah (28,814 square wah) at the Rojana Industrial Park in Ayutthaya to a certain company amounting to Baht 360.2 million. However, the land sale depends on the conditions and terms as stipulated in the agreement.

Attachments

Attachment 1

Profiles of Directors, Executives, Controlling Persons, Head of Finance and Accounting, Accounting Supervisor, and Company Secretary

Attachment 2

Details of Directorship in Subsidiaries and Related Companies

Attachment 3

Profiles of the Head of Internal Audit and Compliance

Attachment 4

Business Assets and Details on Asset Valuation

Attachment 5

Report of the Audit Committee and Other Sub-Committees

Attachment 6

Handbook of the Corporate Governance Principles, Ethics and Code of Conduct (full version). Duties and Responsibilities of the Company's Sub-committees.



Attachment 1

Profiles of Directors, Executives, Controlling Persons, Head of Finance and Accounting, Accounting Supervisor, and Company Secretary

Air Vice Marshal (AVM.) Nathawat Nimmolthanakhorn



Current positions: Chairman of the Board of Directors/
Independent Director/
Chairman of the Audit Committee/
Member of the Risk Management Committee

73 years old

Thai

Date of Appointment as Director: July 3, 2013

Holding ICHI's shares:

- None -

Relationship with the Executives:

- None -

Education:

- Bachelor of Education in Secondary Education, Srinakharinwirot University

Training:

- Director Accreditation Program (DAP 106/2013), Advanced Audit Committee Program (AACP 16/2014), Role of Nomination and Governance Committee (RNG 8/2016), Ethical Leadership Program (ELP 9/2017), Thai Institute of Directors Association (IOD)
- Audit Committee Seminar Get Ready for Year End, Federation of Accounting Professions under the Royal Patronage
- PDPA legal training course: "Summarizing content that everyone needs to know, bundled together to give intensely"

Work Experience and/or other significant position:

- Directorship in Listed Company
 - 2022 – Present: Chairman of the Board of Directors/ Member of the Risk Management Committee, Ichitan Group Pcl.
 - 2013 – Present: Independent Director/ Chairman of the Audit Committee, Ichitan Group Pcl.
 - 2020 – 2022: Chairman of the Risk Management Committee, Ichitan Group Pcl.
- Directorship in Non-Listed Company
 - None -

Position in rival / connected / conflict of interest transaction with the Company:

- Neither directorship nor executive take position in the said business -

Mrs. Eng Passakornnatee



Current positions: Vice Chairman of the Board of Directors/
Member of the Nomination and Remuneration Committee/
Chairman of the Risk Management Committee/
Member of the Corporate Governance and Sustainability
Committee/ Member of the Executive Committee/
Senior Executive Vice President

53 years old

Thai

Date of Appointment as Director: July 3, 2013

Holding ICHI's shares:

Held personally 4.62%
Held by spouse and minor child
32.35%

Relationship with the Executives:

Spouse of
Mr. Tan Passakornnatee

Education:

- Master of Business Administration, Ramkhamhaeng University
- Bachelor of Business Administration (Finance), Bangkok University

Training:

- Director Accreditation Program (DAP 12/2004), Director Certification Program (DCP 44/2004), Family Business Governance (FBG 6/2016), Thai Institute of Directors Association (IOD)
- Hot Issue for Directors on "Climate Governance", Thai Institute of Directors Association, Thailand (IOD)
- The CSR for Corporate Sustainability (course P01 and S01-S06/2017), Stock Exchange of Thailand (SET)
- PDPA legal training course: "Summarizing content that everyone needs to know, bundled together to give intensely"
- Coaching for Leadership no. 1
- Course on how to prevent corruption problems at the corporate level

Work Experience and/or other significant position:

- Directorship in Listed Company
 - 2022 – Present: Vice Chairman of the Board of Directors/ Chairman of the Risk Management Committee / Member of the Nomination and Remuneration Committee/ Member of the Corporate Governance and Sustainability Committee/ Member of the Executive Committee, Ichitan Group Pcl.
 - 2013 – Present: Senior Executive Vice President, Ichitan Group Pcl.
 - 2013 – 2020: Vice Chairman of the Board of Directors, Chairman of the Risk Management Committee, Member of the Nomination and Remuneration Committee, Member of the Corporate Governance/ Member of the Executive Committee, Ichitan Group Pcl.
- Directorship in Non-Listed Company
 - 2023 – Present: Director, I Am Sriracha Co., Ltd.
 - 2022 – Present: Director, Thank You Service Co., Ltd.
 - 2016 – Present: Director, Tiger Wing Krub Co., Ltd.
 - 2013 – Present: Director, Tan and Tan Sriracha Asset Co., Ltd.
 - 2012 – Present: Director, DST Asset Co., Ltd.
 - 2010 – Present: Lay Judge, Central Juvenile and Family Court
 - 2009 – Present: Director, T-One Building Co., Ltd. (Related Company)
 - 2001 – Present: Director, Kluey Kluey Co., Ltd.

Position in rival / connected / conflict of interest transaction with the Company:

- Neither directorship nor executive take position in the said business -

Mr. Tan Passakornnatee



Current positions: Director/ President/
Chief Executive Officer

64 years old

Thai

Date of Appointment as Director: July 3, 2013

Holding ICHI's shares:

Held personally 27.74%

Held by spouse and minor child
9.23%

**Relationship with
the Executives:**

Spouse of
Mrs. Eng Passakornnatee

Education:

- Honorary Doctorate, Business Administration, Surattani Rajabhat University
- Honorary Doctorate, Lampang University
- Honorary Doctorate, Ramkhamhaeng University

Training:

- Director Accreditation Program (DAP 12/2004), Family Business Governance (FBG 6/2016), Thai Institute of Directors Association (IOD)
- PDPA legal training course: "Summarizing content that everyone needs to know, bundled together to give intensely"
- Course on how to prevent corruption problems at the corporate level

Work Experience and/or other significant position:

- Directorship in Listed Company
2013 – Present: Director/ President/ Chief Executive Officer, Ichitan Group Pcl.
2013 – 2022: Chairman of the Board of Directors/ Member of the Nomination and Remuneration Committee/ Member of the Corporate Governance and Sustainability Committee, Ichitan Group Pcl.
- Directorship in Non-Listed Company
2023 – Present: Director, Thee Nee Phanthong Co., Ltd.
2016 – Present: Director, Tiger Wing Krub Co., Ltd.

Position in rival / connected /conflict of interest transaction with the Company:

- Neither directorship nor executive take position in the said business -

Mr. Thiti Jiranonkan



Current positions: Director/ Member of the Executive Committee

62 years old

Thai

Date of Appointment as Director: July 3, 2013

Holding ICHI's shares:

Held personally 2.69%

Held by spouse and minor child
1.91%

Relationship with the Executives:

- None -

Education:

- Bachelor of Mass Communication (Journalism and Print Media), Sue Ching University

Training:

- Director Accreditation Program (DAP 12/2004), Family Business Governance (FBG 6/2016), Thai Institute of Directors Association (IOD)
- PDPA legal training course: "Summarizing content that everyone needs to know, bundled together to give intensely"
- Course on how to prevent corruption problems at the corporate level

Work Experience and/or other significant position:

- Directorship in Listed Company
2014 – Present: Director/ Member of the Executive Committee, Ichitan Group Pcl.
- Directorship in Non-Listed Company
2022 – Present: Director, 01 Design Lab Co., Ltd.
2020 – Present: Director, The Grand Crew Co.,Ltd
2019 – Present: Director, Q San Trading Co., Ltd.
1996 – Present: Director, Thank-You Service Co., Ltd.

Position in rival / connected /conflict of interest transaction with the Company:

- Neither directorship nor executive take position in the said business -

Mr. Viroj Supasoon



Current positions: Director/ Member of the Risk Management Committee/ Member of the Executive Committee/
Executive Vice President - Manufacturing

58 years old

Thai

Date of Appointment as Director: July 3, 2013

Holding ICHI's shares:

Held personally 0.56%

Held by spouse and minor child

- None -

Relationship with the Executives:

- None -

Education:

- Bachelor of Science (Microbiology), Kasetsart University

Training:

- Director Accreditation Program (DAP 106/2013), Risk Management Program for Corporate Leaders (RCL 5/2016), Thai Institute of Directors Association (IOD)
- Hot Issue for Directors on "Climate Governance", Thai Institute of Directors Association, Thailand (IOD)
- The CSR for Corporate Sustainability (course P01 and S01-S06/2017), Stock Exchange of Thailand (SET)
- PDPA legal training course: "Summarizing content that everyone needs to know, bundled together to give intensely"
- Business Management Training 2020
- Course on how to prevent corruption problems at the corporate level

Work Experience and/or other significant position:

- Directorship in Listed Company
2013 – Present: Director/ Member of the Risk Management Committee/ Member of the Executive Committee/
Executive Vice President - Manufacturing, Ichitan Group Pcl.
- Directorship in Non-Listed Company
- None -

Position in rival / connected /conflict of interest transaction with the Company:

- Neither directorship nor executive take position in the said business -

Remark: Mr. Viroj Supasoon resigned from the position of Director and Executive Vice President, Manufacturing since December 31, 2023.

Mr. Tanapan Khongnuntha



Current positions: Director/ Member of the Risk Management/ Committee/ Member of the Executive Committee/ Executive Vice President - Beverage Business

49 years old

Thai

Date of Appointment as Director: July 3, 2013

Holding ICHI's shares:

Held personally 0.45%

Held by spouse and minor child
- None -

Relationship with the Executives:

- None -

Education:

- Master of Business Administration, Ramkhamhaeng University
- Bachelor of Science in Agribusiness Management, King Mongkut's Institute of Technology Ladkrabang

Training:

- Director Accreditation Program (DAP 106/2013), Risk Management Program for Corporate Leaders (RCL 5/2016), Board Matters and Trends (BMT 4/2017), Thai Institute of Directors Association (IOD)
- What Board Needs to Know about Digital Assets 2/2022, Thai Institute of Directors Association (IOD)
- The CSR for Corporate Sustainability (course P01 and S01-S06/2018), Stock Exchange of Thailand (SET)
- PDPA legal training course: "Summarizing content that everyone needs to know, bundled together to give intensely"
- Business Management Training 2020
- Course on how to prevent corruption problems at the corporate level

Work Experience and/or other significant position:

- Directorship in Listed Company
2013 – Present: Director/ Member of the Risk Management Committee/ Member of the Executive Committee/ Executive Vice President - Beverage Business, Ichitan Group Pcl.
- Directorship in Non-Listed Company
- None -

Position in rival / connected / conflict of interest transaction with the Company:

- Neither directorship nor executive take position in the said business -

Ms. Araya Panichayunont



Current positions: Director / Financial Director
(Executive Director)

48 years old

Thai

Date of Appointment as Director: July 3, 2013

Holding ICHI's shares:

Held personally 0.07%

Held by spouse and minor child

- None -

**Relationship with
the Executives:**

- None -

Education:

- Bachelor of Business Administration (Finance), Thai Chamber of Commerce University

Training:

- Director Accreditation Program (DAP 106/2013), Risk Management Program for Corporate Leaders (RCL 5/2016), Board Matters and Trends (BMT 4/2017), Anti-Corruption Practical Guide (ACPG 61/2022), Thai Institute of Directors Association (IOD)
- “Plan well and get tax refunds with the Tax Planning program”, Stock Exchange of Thailand (SET)
- “Plan well for savings human style ”, Stock Exchange of Thailand (SET)
- “Plan well in financial”, Stock Exchange of Thailand (SET)
- PDPA legal training course: “Summarizing content that everyone needs to know, bundled together to give intensely”
- Business Management Training 2020
- Course on how to prevent corruption problems at the corporate level

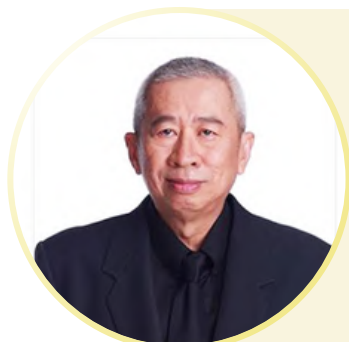
Work Experience and/or other significant position:

- Directorship in Listed Company
2013 – Present: Director/ Financial Director (Executive Director), Ichitan Group Pcl.
- Directorship in Non-Listed Company
2006 – Present: Director, Lopburi Inn Plaza Co., Ltd.

Position in rival / connected /conflict of interest transaction with the Company:

- Neither directorship nor executive take position in the said business -

Mr. Prasan Limpipatanakul



Current positions: Independent Director/Member of the Audit Committee/
Chairman of the Nomination and Remuneration Committee/
Chairman of the Corporate Governance and Sustainability
Committee

67 years old

Thai

Date of Appointment as Director: July 3, 2013

Holding ICHI's shares:

- None -

**Relationship with
the Executives:**

- None -

Education:

- Master of Business Administration, Kasetsart University
- Bachelor of Accounting, Chulalongkorn University

Training:

- Director Accreditation Program (DAP 106/2013), Advanced Audit Committee Program (AAP 16/2014), Role of Nomination and Governance Committee (RNG 8/2016), Ethical Leadership Program (ELP 9/2017), Thai Institute of Directors Association (IOD)
- "Easy Listening Course: Accounting Knowledge that AC should not missed", Securities and Exchange Commission of Thailand (SEC)
- Audit Committee Seminar Get Ready for Year End, Federation of Accounting Professions under the Royal Patronage

Work Experience and/or other significant position:

- Directorship in Listed Company
 - 2023 – Present: Chairman of the Nomination and Remuneration Committee, Ichitan Group Pcl.
 - 2013 – Present: Independent Director/ Member of the Audit Committee/ Member of the Nomination and Remuneration Committee/ Chairman of the Corporate Governance and Sustainability Committee, Ichitan Group Public Co., Ltd
- Directorship in Non-Listed Company
 - None -

Position in rival / connected / conflict of interest transaction with the Company:

- Neither directorship nor executive take position in the said business -

Remark: The Nomination and Remuneration Committee No.2/2023 on May 10, 2023, has appointed Mr. Prasan Limpipatanakul as a Chairman of the Nomination and Remuneration Committee instead of Mr. Issarachai Decharit whose term was expired.

Ranchana Rajatanavin, Ph.D.



Current positions: Independent Director/ Member of the Audit Committee/
Member of the Nomination and Remuneration Committee/
Member of the Corporate Governance and Sustainability
Committee
53 years old

Thai

Date of Appointment as Director: April 27, 2023

Holding ICHI's shares:

- None -

**Relationship with
the Executives:**

- None -

Education:

- Doctor of Philosophy (International Business), Asian Institute of Technology
- Master of Business Administration (Business Administration), Salem State University, Massachusetts, U.S.A.
- Bachelor of Business Administration (Money and Banking), Ramkhamhaeng University
- Vocational Certificate of Commerce (Accounting), Bangkok Business College

Training:

- Director Accreditation Program (DAP 61/2007), Thai Institute of Directors Association (IOD)
- Strategic CFO in Capital Markets Program 6/2018, Stock Exchange of Thailand (SET)
- Certified Professional Qualification: Digital Industry Sector, Digital Security and Privacy Sub-Sector, Digital Protection Data (DPO) Level 5, Thailand Professional Qualification Institute
- Certified ICDL PDPA Data Protection, ICDL Asia
- Certified Professional Marketer : CPM (Asia) by Asia Marketing Federation
- Certified Professional Marketer : CPM (Asia Pacific) by Asia Pacific Marketing Federation
- Executive Course : Senior Executive in Mass Communication class no.5, Isra Institution

Work Experience and/or other significant position:

- Directorship in Listed Company
 - 2023 – Present: Independent Director/ Member of the Audit Committee/ Member of the Nomination and Remuneration Committee/ Member of the Corporate Governance and Sustainability Committee, Ichitan Group Pcl.
 - 2021 – Present: Director, Inter Far East Energy Corporation Pcl.
 - 2008 – 2021: Chairman of the Audit Committee, Simat Technology Pcl.
 - 2019 – 2020: Senior Vice President (Administration and Operations Group), AQ Estate Pcl. and Affiliated
 - 2015 – 2020: Director, AQ Estate Pcl. and Affiliated
- Directorship in Non-Listed Company
 - 2022 – Present: Consultant, Personal Data Protection
 - 2021 – Present: Director, IRR Co., Ltd.
 - 2021 – Present: Adjunct Instructor, Financial Policy and Financial Management, Sripatum University
 - 2010 – Present: Consultant, Personal Financial Planning and Corporate Finance
 - 2006 – Present: Consultant, Financial and Business Management, Intellectual Property License Management
 - 2017 – 2019: Acting Director of SPU Business Incubator, Sripatum University
 - 2016 – 2017: Chair of Finance Department, Faculty of Business Administration, Sripatum University
 - 2015 – 2016: Assistance Director of Research and Academic Services Group, Sripatum University
 - 2009 – 2015: Director of SPU Business Incubator, Sripatum University
 - 2005 – 2021: Adjunct Instructor, Financial Management, King Mongkut's University of Technology Thonburi
 - 2005 – 2009: Chair of Finance and Banking Department, Faculty of Business Administration, Sripatum University
 - 2003 – 2013: Adjunct Instructor, Financial Systems in Industrial Enterprise, King Mongkut's University of Technology North Bangkok

Position in rival / connected /conflict of interest transaction with the Company:

- Neither directorship nor executive take position in the said business -

Remark: The 2023 Annual General Meeting of Shareholders held on April 27, 2023 has appointed Ranchana Rajatanavin, Ph.D. as an Independent Director and Member in the Sub-Committees instead of Mr.Issarachai Decharit whose term was expired.

Mr. Apichat Sukajirawat



Current positions: Executive Director/
Secretary to the Risk Management Committee/
Secretary to the Nomination and Remuneration Committee/
Executive Vice President - Accounting and Finance
(Chief Financial Officer)

58 years old

Thai

Holding ICHI's shares:

Held personally 0.08%

Held by spouse and minor child

- None -

Relationship with the Executives:

- None -

Education:

- Bachelor of Accounting, Ramkhamhaeng University

Training:

- Director Accreditation Program (DAP 106/2013), Risk Management Program for Corporate Leaders (RCL 5/2016) Board Matters and Trends (BMT 4/2017), Thai Institute of Directors Association (IOD)
- CFO's Orientation Course, Stock Exchange of Thailand (SET)
- Techniques for Adding Value to Listed Companies from a Securities Analyst's Perspective, Stock Exchange of Thailand (SET)
- The CSR for Corporate Sustainability (course P01 and S01-S06/2018), Stock Exchange of Thailand (SET)
- Business money management course that accountants should know by Accounting Coach (Thailand) Co., Ltd.
- The Company Secretary Program, Class 3, TLCA
- Continuing development course in Accounting and Finance knowledge (Problem solving in the preparation of financial statements, accounting error that affects to financial statements)

Work Experience and/or other significant position:

- Directorship in Listed Company
 - 2022 – Present: Executive Director/ Secretary to the Risk Management Committee/ Secretary to the Nomination and Remuneration Committee/ Executive Vice President - Accounting and Finance, Ichitan Group Pcl.
 - 2019 – 2020: Executive Director/ Secretary to the Risk Management Committee, Ichitan Group Pcl.
 - 2018 – 2020: Executive Vice President - Accounting and Finance, Ichitan Group Pcl.
 - 2013 – 2018: The Company Secretary, Ichitan Group Pcl.
- Directorship in Non-Listed Company
 - None -

Position in rival / connected / conflict of interest transaction with the Company:

- Neither directorship nor executive take position in the said business -

Miss Jinda Songrod



Current Positions: Company Secretary/ Secretary to the Corporate Governance and Sustainability Committee/
Secretary to the Executive Committee/
Assistant Director - Office of President

41 years old

Thai

Holding ICHI's shares:

Held personally 0.02%
Held by spouse and minor child
- None -

Relationship with the Executives:

- None -

Education:

- Master of Business Administration (Finance), Nida Business School
- Bachelor Degree of Business Administration, Khon Kaen University (1st Class Honors)

Training:

- Company Secretary Program (CSP 87/2018), Thai Institute of Directors Association (IOD)
- Company Secretary Professional Development Program Year 2022, Thai Listed Companies Association (TLCA)
- Advances for Corporate Secretaries (ACS 1/2018), Thai Listed Companies Association (TLCA)
- Fundamental Course, Laws and Regulations related to listed, Thai Listed Companies Association (TLCA)

Work Experience and/or other significant position:

- Directorship in Listed Company
2020 – Present: The Company Secretary and Secretary to the Executive Committee, Ichitan Group Pcl.
2013 – Present: Assistant Director - Office of President, Ichitan Group Pcl.
- Directorship in Non-Listed Company
- None -

Position in rival / connected / conflict of interest transaction with the Company:

- Neither directorship nor executive take position in the said business -

Attachment 2

Details of Directorship in Subsidiaries and Related Companies

As of December 31, 2023

Names	Details of Directorship in Subsidiaries and Related Companies for the year 2023														
	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
1. AVM. Nathawat Nimmolthanakhorn															
2. Mrs. Eng Passakornnatee	D	D	D	D		D	D	D	D						
3. Mr. Tan Passakornnatee	C, D						D			D					
4. Mr. Thiti Jiranonkan	D					D							D	D	D
5. Mr. Viroj Supasoon ⁽¹⁾	D														
6. Mr. Tanapan Kongnuntha	D														
7. Ms. Araya Panichayunont	D				D										
8. Mr. Prasan Limpipatanakul															
9. Ranchana Rajatanavin, Ph.D.											D	D			
10. Mr. Apichat Sukajirawat															

Remark: C = Chairman D = Director

⁽¹⁾ Mr. Viroj Supasoon resigned from the position of Director since December 31, 2023.

Lists of Related Company

1 = Ichitan Power Co., Ltd. (Subsidiary)
 2 = Tan and Tan Sriracha Asset Co., Ltd.
 3 = DST Asset Co., Ltd.
 4 = Kluey Kluey Co., Ltd.
 5 = Lopburi Inn Plaza Co., Ltd.
 6 = Thank You Service Co., Ltd.

7 = Suea Tid Peek Krub Co., Ltd.
 8 = T One Building Co., Ltd.
 9 = I Am Sriracha Co., Ltd.
 10 = Thee Nee Phanthong Co., Ltd.
 11 = Inter Far East Energy Corporation Pcl.
 12 = IRR Co., Ltd.

13 = Q San Trading Co., Ltd.
 14 = The Grand Crew Co.,Ltd.
 15 = 01 Design Lab Co., Ltd.

Attachment 3

Profiles of the Head of Internal Audit and Compliance

Mr. Jaruwat Rattanapukdee



Current Positions: Internal Audit Manager/
Secretary to the Audit Committee

36 years old

Thai

Relationship with the Executives: - None -

Holding ICHI's shares:

- None -

Held by spouse and minor child

-None -

Education:

- Bachelor of Finance and Banking, Rajabhat Suan Sunandha University
- Certified Professional Internal Audit of Thailand: CPIAT, Institute of Internal Auditors Thailand
- Internal Auditing Certificate Program: IACP, Federation of Accounting Professions
- Certified Of PDPA Data Protection Officer: C-DPO, ACIS Professional Center
- Certification of Competency in Personal Data Protection Law for Practitioners in Units and Business Organizations, Research Center for Law and Legal Development, Chulalongkorn University

Training:

- Leadership Skills for Auditors, Institute of Internal Auditors Thailand
- Fraud Audit, Institute of Internal Auditors Thailand
- Compliance Audit, Institute of Internal Auditors Thailand
- Certified Professional Internal Audit of Thailand: CPIAT, Institute of Internal Auditors Thailand
- Internal Control in COSO 2013, Federation of Accounting Professions
- Internal Control in the Thailand 4.0, Federation of Accounting Professions
- Internal Auditing Certificate Program: IACP, Federation of Accounting Professions
- Lead Auditor Training Course under the Cybersecurity Act B.E. 2562 (2019), National Cyber Security Agency (NCSA)
- Lead Implementer Training Course under the Cybersecurity Act B.E. 2562 (2019), National Cyber Security Agency (NCSA)
- Cyber security, National Cyber Security Agency (NCSA)
- Data Protection Officer Certification, ACIS Professional Center
- Personal Data Protection Law for Practitioners in Units and Business Organizations, Research Centre for Law and Development Faculty of Law, Chulalongkorn University
- Personal Data Management Techniques under the Thai Law and the European Standard, Graduate School of Law, National Institute of Development Administration (NIDA)
- Internal Energy Auditor, Ministry of Energy
- Strategies for Checking and Preventing Corruption in Purchasing and Contracting Work, Dharmniti Seminar and Training
- Environmental and Safety Law, Intertek Testing Services (Thailand)
- ISO 14001:2015 Internal Auditor Training Course, Bureau Veritas Thailand
- ISO 45001:2018 Internal Auditor Training Course, Bureau Veritas Thailand

Work Experience and/or other significant position:

2023 – Present: Internal Audit Manager/ Secretary to Audit Committee, Ichitan Group Pcl.

2016 – 2023: Internal Audit Manager, Premier Fission Capital Co., Ltd. (Premier Group)

Remark: Mr. Jaruwat Rattanapukdee has been appointed as a Secretary to Audit Committee instead of Mr. Sumol Hobumphen, who resigned, effective on November 27, 2023 onwards.

Attachment 4

Business Assets and Details on Asset Valuation

Assets used in Business Operations

- Please see the details in “Topic 1. Structure and Business Operations of the Company”, “Sub-clause 1.2.7 Assets used in business operations” -

Details on Asset Valuation List

- None -

Attachment 5

Report of the Audit Committee and Other Sub-Committees

5.1 Report of the Audit Committee

Please refer to page 188 - 189

5.2 Report of the Nomination and Remuneration Committee

Please refer to page 190

5.3 Report of the Risk Management Committee

Please refer to page 191 - 192

5.4 Report of the Corporate Governance and Sustainability Committee

Please refer to page 193 - 194

5.5 Report of the Executive Committee

Please refer to page 195 - 196

Report of the Audit Committee

Dear Shareholders

Ichitan Group Pcl. (“the Company”) has appointed the Audit Committee, consisting of 3 independent directors who are independently from the management and two of them have sufficient knowledge and experience in reviewing the reliability of the financial statements. Details of directors and meeting attendance are as follows:

Names	Positions	Meeting Attendance (times)
1. AVM. Nathawat Nimmolthanakhorn	Chairman of the Audit Committee (Independent Director)	4/4
2. Mr. Prasan Limpipatanakul	Member of the Audit Committee (Independent Director, expertise in Accounting and Finance)	4/4
3. Ranchana Rajatanavin, Ph.D. ⁽¹⁾	Member of the Audit Committee (Independent Director, expertise in Accounting and Finance)	3/3
Mr. Jaruwat Rattanapukdee ⁽²⁾	Secretary to the Audit Committee	

Remark:

⁽¹⁾ Ranchana Rajatanavin, Ph.D. has been appointed as a Member of the Audit Committee instead of Mr. Issarachai Decharit, whose term was expired, according to the 2023 Annual General Meeting of Shareholders’ resolution.

⁽²⁾ Mr. Jaruwat Rattanapukdee has been appointed as a Secretary to Audit Committee instead of Mr. Sumol Hobumphen, who resigned, effective on November 27, 2023.

In 2023, the Audit Committee has performed duties independently following to the scope of duties specified in the Audit Committee Charter. The meetings were held totaling of 4 times, three members attended all meetings. The entire committee was evaluated once per year, the result was satisfactory. However, the Audit Committee sometimes consulted with Chief Executive Officer, managements, auditors, and internal audit at appropriate intervals. Every meetings, the Audit Committee independently reported, expressed opinions and suggestions, which duties and performance were summarized as follows;

Review the accuracy, completeness and reliability of financial report

Review the financial reports quarterly and annually for year 2023, significant accounting policies and financial reports with the managements and auditors, including adequate disclosure of important information in the notes to the financial statements in accordance with financial reporting standards. The Audit Committee held the meeting with auditors without the management once per year to acknowledge the matters encountered from the audit and to consider the auditor’s annual audit plan. The Audit Committee opinioned that the Company’s financial reports were prepared in accordance with accounting standards as accurate, complete, and reliable, including adequate disclosure of important information.

Review the adequacy of the internal control system and internal audit

Review the internal control system with head of the internal audit quarterly to ensure that the Company and subsidiary have an adequate and appropriate internal control system.

By using the risk assessment method and the internal control system in accordance with the Committee of Sponsoring Organizations (COSO). In addition, the Audit Committee regularly consults with the auditor to be aware of issues related to the internal control system.

Review the performance of the internal audit department; including internal audit’s annual plans, personnel rate and personnel development plans for the internal audit department, to ensure that the work procedures will be independently.

The Audit Committee opinioned that the Company’s internal control system is adequately and appropriately without significant flaws, and the internal audit also performed independently.

Review the oversight of Anti-fraud and Corruption

The Audit Committee drives and promotes compliance with the anti-fraud and corruption policy throughout the organization, since the Company had been certified as a member of Collective Action Against Corruption on August 5, 2019.

The Audit Committee play a significant roles on Corporate Governance practices according to the anti-fraud and corruption guidelines, by assigning the internal audit department to review the assessment of anti-corruption on an annual basis.

Review of good Corporate Governance and compliance with relevant regulations and laws

Review the Company’s operations following to laws of Securities and Exchange Commission, Stock Exchange of Thailand, and related laws. The Audit Committee also promotes and follows up on the progress of developing good Corporate Governance principles.

The Audit Committee opinioned that the Company strictly comply with the laws on Securities and Exchange Commission, the Stock Exchange of Thailand, and other relevant laws. The Company also have an appropriate guidelines for good Corporate Governance.

Review the connected transactions or transactions that may have conflict of interest

Review the connected transactions or transactions that may have conflict of interest quarterly, to ensure that the Company and subsidiary operates in accordance with the criteria of the regulatory agencies, act reasonably and take into account the maximum benefits of the company. Supervise the management's actions following to the Company' connected transaction policy which approved by the Board of Directors.

The Audit Committee opinioned that the connected transactions were considered as normal business transactions with general commercial terms which are reasonable, fair, and maximize the Company's benefits.

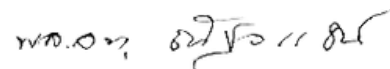
Consideration of proposal to the Board of Directors to appoint the Company's auditor for the year

Consider performance results, scope of work experience knowledge, trust and the sufficiency of resources compare with the proposed audit fee. Including reviewing the qualifications and independence of the company's auditors to ensure they are in accordance with the announcements of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). The Audit Committee proposed to the Board of Directors for considering to appoint Miss Nareewan Chaibantad, certified no. 9219, and/or Miss Sujitra Masena, certified no. 8645, and/or Mr. Yoottapong Soontalinka, certified no. 10604, and/or Mrs. Munchupa Singsuksawat, certified no. 6112 from KPMG Phoomchai Audit Company Limited as the auditors of the Company and subsidiary for the year 2023.

Opinion on the performance of duties according to the Audit Committee Charter

Regarding to the self-assessment of the Audit Committee for the year 2023, the Audit Committee's performance had been reviewed; including financial reports, internal control and internal audit system, the Company' compliance according to the business laws, proposal of the Company's audit appointment, the connected transactions or transactions that may have conflicts of interest, and Report of the Audit Committee. However, the assessment results concluded that the Audit Committee had performed duties and responsibilities in accordance with the Audit Committee Charter adequately, by using knowledge and abilities, carefulness, and adequate independence for maximize the stakeholders' benefits.

The Audit Committee agreed with the auditors that the 2023 financial report was done in accordance with the financial reporting standards, the Company and subsidiary disclosed adequately. The whole internal control system is efficiently with no significant defects, relevant laws and regulations were complied with. Moreover, the management is committed to development the organization continuously to supervise the Company's Corporate Governance for further sustainability. The internal audit's performance was reported directly to the Audit Committee with the regular follow-up and corrections based on suggestions.



AVM. Nathawat Nimmolthanakhorn
Chairman of the Audit Committee

Report of the Nomination and Remuneration Committee

Dear Shareholders

Ichitan Group Pcl. ("the Company") has appointed the Nomination and Remuneration Committee, consisting of 3 directors with the proportion of independent directors not less than half of the total number of directors and also the Chairman of the Nomination and Remuneration Committee is an independent director. Details of directors and meeting attendance are as follows:

Names	Positions	Meeting Attendance (times)
1. Mr. Prasan Limpipatanakul ⁽¹⁾	Chairman of the Nomination and Remuneration Committee (Independent Director)	3/3
2. Ranchana Rajatanavin, Ph.D. ⁽²⁾	Member of the Nomination and Remuneration Committee (Independent Director)	2/2
3. Mrs. Eng Passakornnatee	Member of the Nomination and Remuneration Committee (Vice Chairman of the Boards)	3/3
Mr. Apichat Sukajirawat	Secretary to the Nomination and Remuneration Committee	

Remark:

(1) Mr. Prasan Limpipattanakul has been appointed as Chairman of the Nomination and Remuneration Committee, effective on May 10, 2023 onwards.

(2) Ranchana Rajatanavin, Ph.D. has been appointed as a Member of the Nomination and Remuneration Committee according to the 2023 Annual General Meeting of Shareholders' resolution.

In 2023, the Nomination and Remuneration Committee held 3 meetings to perform the duties, and reported to the Board of Directors, which can be summarized as follows:

- Review and nominate the qualified persons according to the laws and rules stipulated relating to the Company's directorship in replacement of the Company's directors who are retired by rotation. By considering, recruiting, and nominating experienced persons with knowledgeable also consistent with the Boards diversity structure and Board Skills Matrix. Considering the necessary skills that are lacking as well as qualifications that are appropriate and consistent with the composition and structure of the company's directors, beneficial and appropriate to the nature of the company's business. The Nomination and Remuneration Committee had provided an opportunity for shareholders to propose the 2023 agenda and qualified persons to be elected as a director according to the criteria disclosed on the website of the Stock Exchange of Thailand and the Company's website, since September 29, 2023 to December 31, 2023, which will be proposed to the Boards and the Annual General Meeting of Shareholders.
- Consider the remuneration of the Boards and sub-committees comparing to duties and responsibilities and the committee's assessment results, as well as the Company's performance and the compensation rate comparable to the benchmarks of listed companies in the same industry. The consideration will be proposed to the Boards and the 2024 Annual General Meeting of Shareholders for an approval respectively.
- Consider the remuneration of President and/or Chief Executive Officer in accordance with duties and responsibilities, the Company's operating results, mission, strategy, and company goal, as well as self-assessment results of President and/or Chief Executive Officer.

Furthermore, the assessment results evaluated by the Board of Directors to the performance of President and/or Chief Executive Officer were considered prior proposed to the Annual General Meeting of Shareholders.

- Monitor and supervise the compensation policy for employees with fairness and unable to complete with the labor market, in order to retain the Company's potential employees.
- Monitor and supervise the continuity of the succession plan, to manage significant positions appropriately such as President and/or Chief Executive Officer, Senior Executives, and significant positions. In order to provide the abilities of the personals ready for the business expansion in future.
- Supervise the performance assessment of the Board of Directors Sub-Committees, and Chief Executive Officer, to be considered in directors' remuneration for the year 2024. Provide suggestions which beneficial to the Company, as well as the assessment report on significant matters related to duties and responsibilities of all directors, for further performance improvement as more efficiently.

The Nomination and Remuneration Committee has performed duties assigned by the Boards with carefulness, transparency, honest and fairness in accordance with the good Corporate and Governance principles, for the shareholders and stakeholders' maximum benefits.



Mr. Prasan Limpipatanakul
Chairman of the Nomination
and Remuneration Committee

Report of the Risk Management Committee

Dear Shareholders

Ichitan Group Pcl. (“the Company”) has appointed the Risk Management Committee, consisting of 4 directors. Details of directors and meeting attendance are as follows:

Names	Positions	Meeting Attendance (times)
1. Mrs. Eng Passakornnatee	Chairman of the Risk Management Committee (Vice Chairman of the Boards)	4/4
2. AVM. Nathawat Nimmolthanakhorn	Member of the Risk Management Committee (Independent Director)	4/4
3. Mr. Viroj Supasoon	Member of the Risk Management Committee (Director)	4/4
4. Mr. Tanapan Khongnuntha	Member of the Risk Management Committee (Director)	4/4
Mr. Apichat Sukajirawat	Secretary to the Risk Management Committee	

In 2023, the Risk Management Committee held 4 meetings to perform the duties, and reported to the Board of Directors, which can be summarized as follows:

Monitor the 2023 Corporate Risk Management

Carefully considered risk factors which affected the corporate’s strategic goals, monitored and evaluated on a quarterly basis. Determine the leading KRIs (Key Risk Indicator) for surveillance and early warning, also the lagging KRIs to measure the effectiveness of risk management. As well as provided useful suggestions to the management in order to prevent or mitigate the risks that may occur. Propose guidelines that create opportunities for the organization in various scenarios which are expected to be occur (Scenario planning), in order to adapt the business operations to be suitable with actual situation.

The performance of the Risk Management Committee is regularly reported to the Board of Directors including; new product launched risk, fluctuation of main raw material prices, production efficiency management on a limited capacity and a shortage of the mainstream products in domestic market etc. In 2023, the Boards has considered the corporate risks and opinioned that the production plans and backordered products must be monitored closely, and providing mitigation plans to handle with cost fluctuations in the future.

Assessment of the Risk Management Committee’s performance for the year 2023

The Committee assessment and individual assessment were provided in accordance with the guidelines of the Stock Exchange of Thailand, the assessment results concluded that the Risk Management Committee has performed duties and responsibilities appropriately as specified in the Risk Management Committee Charter.

Review the Corporate Risk Assessment Criteria

To ensure that the corporate risk assessment will be more efficient and able to measure the effectiveness of risks in each dimension concretely base on the same standard throughout the organization, therefore the Risk Management Committee supervised to review and revise risk assessment criteria for both the Company’s impacts and opportunities covering 7 impacts involving; reputational, strategic, operational, financial, legal, administrative/control, and environmental, to be in line with the future business plans.

Consider new opportunities, Emerging Risk, and ESG Risk that affecting to the business

Consider the external factor risks by monitoring significant circumstances in global which might affect the operations of the Company. Provided proactive and defensive measures focusing on new opportunities from risky situations to reduce the impacts affecting on the corporate goals. The stakeholders can be ensured that Ichitan would have the suitable mitigation plans which could be implemented effectively. In 2023, the Risk Management Committee considered Emerging risks for year 2023 involved; the impact of geopolitical conflicts, El Nino phenomenon affecting on sugar prices, demographic structure changes with various consumer behaviors, Climate Changes etc. However, in present, the mentioned emerging risks had affected the beverage business in direct and indirect way significantly, the Company therefore considered risks that might affect all stakeholders in the supply chain involving; environmental, social, and economic/governance risk (ESG Risk), such as risk from sustainable packaging, water scarcity, and human rights etc. The Risk Management Committee considered acknowledgment and recommended that Emerging risks and ESG risks must be regularly monitored.

Review the Risk Management Committee Charter

The Risk Management Committee reviewed the charter together once per year prior proposing to the Boards for approval. The charter guides the duties, operations and responsibilities of the Risk Management Committee to oversee, manage risks, control and mitigate the impact of risks on the organization's business as assigned by the Board of Directors, accordance with the good Corporate Governance principles.

Strengthen risk culture throughout the organization

Encourage the organization of training to increase knowledge about risk management for directors, executives and employees at all levels including new employees. In 2023, the Company had provided a workshop "Risk plan management along with strategic management for the year 2024" for all the directors, executives, and employees involved can assess risks in order to access business opportunities from situations that may occur in the future. Furthermore, the Company effectively formulate the corporate strategies, by driving, conveying and giving advices to the subordinates or employees at the operational level. In addition, learning materials were provided in the form of concise and easy-to-understand presentations for employees which disclosed in the intranet of the organization as well.



Mrs. Eng Passakornnatee

Chairman of the Risk Management Committee

Report of the Corporate Governance and Sustainability Committee

Dear Shareholders

Ichitan Group Pcl. (“the Company”) has appointed the Corporate Governance and Sustainability Committee; consisting of 3 directors. Details of directors and meeting attendance are as follows:

Names	Positions	Meeting Attendance (times)
1. Mr. Prasan Limpipatanakul	Chairman of the Corporate Governance and Sustainability Committee (Independent Director)	3/3
2. Ranchana Rajatanavin, Ph.D. (1)	Member of the Corporate Governance and Sustainability Committee (Independent Director)	2/2
3. Mrs. Eng Passakornnatee	Member of the Corporate Governance and Sustainability Committee (Vice Chairman of the Boards)	3/3
Miss Jinda Songrod	Secretary to the Corporate Governance and Sustainability Committee	

Remark:

(1) Ranchana Rajatanavin, Ph.D. has been appointed as a Member of the Corporate Governance and Sustainability Committee, instead of Mr. Issarachai Decharit, whose term was expired, according to the 2023 Annual General Meeting of Shareholders' resolution.

The Board of Directors, executives and employees at all levels of the Ichitan Group well recognize the importance of conducting business on the basis of honesty, transparency, accountability, with zero tolerance to any form of fraud and corruption. The Company adheres to operate in accordance with good Corporate Governance principles to be more efficiency and effectively. Aiming to create the confidence to shareholders and stakeholders as well as developing toward sustainable growth.

In 2023, the Corporate Governance and Sustainability Committee held 3 meetings to perform the duties, and reported to the Board of Directors, which can be summarized as follows:

Information Disclosure and Transparency

Supervise the preparation of Form 56-1 One Report/Annual Report and disclosed the Company information for shareholders, investors, and public, with the complete, adequate, timely, and reliable information, through SETLink channel of SET and the Company's website (www.ichitangroup.com). The Investor Relations Department is responsible for disseminating information.

Supervise to disclose the Company's sustainability information covering; Environmental, Social, and Governance dimensions (ESG) through Sustainable Development Report and the Company's website in "Sustainability Report" section. The disclosures are referring to the international reporting standards of Global Reporting Initiative (GRI) Sustainability Reporting Standard, in Core indicator level by linking with Sustainable Development Goals (SDGs) of United Nations Framework. The Corporate Governance and Sustainability Committee supervised to review Materiality Matrix annually, to ensure that information is consistent with the Company's goals, strategies, and business direction in both short and long term, creating the sustainable value to all stakeholders.

Rights and Equitable Treatment of Shareholders

Held the 2023 Annual General Meeting of Shareholders (AGM) via electronic device (E-Meeting), without any actions limiting the rights of shareholders. The invitation letter was published on the Company's website and SETLink channel of SET for 30 days in advance before the meeting day, and was sent to shareholders at least 28 days prior to the meeting. The information was provided completely, timely and in adequate including; date and time, venues, agenda, and information relevant to matters needing decisions at the AGM (voting and requirements for attendance). The AGM minutes was also published on the Company's website within 14 days after the meeting. However the Company's quality assessment of the 2023 Annual General Meeting of Shareholders was 100 full scores at “excellent” level for 6 consecutive years.

Provide an opportunity for shareholders to propose additional agenda and nominated candidate to be elected as a director in advance, during the period from September 29, 2023 to December 31, 2023 according to the criteria set by the Company.

Supervise directors, executives and employees at all levels to follow the “Insider Trading” guidelines to avoid trading the Company's securities. If such trading is necessary, the Company secretary must be notified in advance for the transparency ensuring

Supervise directors and executives to report the securities portfolios as required by law and assigned the Company secretary, to compile and report to the Boards quarterly. Also supervise to disclose vested interests of themselves and related parties for 2023, so that the Boards can review the Company's transactions that may have conflicts of interest.

Supervise directors, executives and employees to report conflicts of interest for year 2023. However, in 2023 the Company was fully implemented, and no significant conflicts were found.

Responsibilities of the Board of Directors

Evaluate the Board of Directors' performance by using 4 types of forms; the Boards assessment, Sub-Committees assessment, Self-assessment, and CEO assessment. In conclusion, the 2023 results were "Excellent".

Encourage directors to attend training courses, in order to develop directorship competencies, such as courses organized by the Thai Institute of Directors Association (IOD) and relevant institutes.

Corporate Governance, Risk Management, Internal Control, and Regulations & Compliances

Review and approve the Company's policies annually such as the Good Corporate Governance policy, the anti-corruption policy, and handbook of the Corporate Governance Principles, Ethics and Code of Conduct, to be in line with the Corporate Governance Report (CGR) criteria. Continuously monitor and provide recommendations to elevate the Company's Corporate Governance standards equivalent to Thai Listed Company standards. In 2023, the Corporate Governance and Sustainability Committee supervised to review and prepare the second revision of Human Rights policy (latest version) and handbook of Human Rights due diligence guideline) published on November 1, 2023, as a standardize in showing respect for the human rights of the Company towards employees and personnel in the organization.

Encourage anti-corruption continuously by sending invitations to the business partners for attending Collective Action Against Corruption: CAC, to enhance business networks of transparency and fairness.

Provide internal control assessment of operational processes within the Company by assessing risks and effectiveness of control activities. Develop control activities to reduce risk at acceptable level.

In 2023, the Company encouraged to promote knowledge and understandings of good corporate governance policies such as Prevention of Insider Trading, Prevention of Conflicts of Interest, and Anti-Corruption etc. However, there were no incidents of practices inconsistent with the law that had a significant impact on the organization.

Sustainable Development

Supervise and follow-up duties and the progression of Sustainable Development Working Group in terms of the stakeholder's responsibility, in order to achieve concrete practice, including the operations of the company that may impact on the community, society and the environment as part of good corporate governance by reporting the results to the Corporate Governance Committee periodically as appropriate.

Corporate Governance Awards and Standards

"Excellent" ranking from the Corporate Governance Report of Thai Listed Companies 2023 for 7 consecutive years.

The Company was selected by the Stock Exchange of Thailand (SET) to be listed in the 2023 ESG Rating at "A" level (for 2 consecutive years). This is a great pride reflecting the Company's continuous emphasis on sustainable business operations covering the environment, society and governance (ESG).

The Company received the Thailand Best Managed Companies 2023 awarded from Deloitte Private. This is an organization's pride in being an example of a Thai Private Company with excellent management, making a difference with an innovative vision. Being ready to deliver the best products to consumers parallel with elevating the organization's sustainability practices.

Green Industry Level 5 reward is the highest standard for green industry projects. The Company continuously operates the business environmentally. The production process is constantly being improved to adhere the industry standards, and also be social responsibility in every process throughout supply chain.

Receive the 2022 Sustainability Disclosure Recognition Award from Thaipat Institute for disclosing sustainability information to the public and related stakeholders.

Mr. Prasan Limpipatanakul

**Chairman of the Corporate Governance
and Sustainability Committee**

Report of the Executive Committee

Dear Shareholders

Ichitan Group Pcl. (“the Company”) has appointed the Executive Committee; consisting of 6 executives. Details of executives and meeting attendance are as follows:

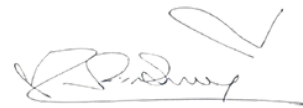
Names	Positions	Meeting Attendance (times)
1. Mr. Tan Passakornnatee	President	14/14
2. Mrs. Eng Passakornnatee	Executive Director	14/14
3. Mr. Thiti Jiranonkan	Executive Director	14/14
4. Mr. Viroj Supasoon	Executive Director	14/14
5. Mr. Tanapan Khongnuntha	Executive Director	14/14
6. Mr. Apichat Sukajirawat	Executive Director	14/14
Miss Jinda Songrod	Secretary to the Executive Committee	

The Executive Committee must have qualifications under the Public Limited Companies Act B.E. 2535 and the announcement of the Office of the Securities and Exchange Commission. Relevant to manage, control, supervise and be responsible for various businesses within the scope assigned by the Board of Directors. Realizing the importance of managing the business in accordance with the policies and operating plans that the Company has set, in accordance with the Handbook of the Corporate Governance Principles, Ethics and Code of Conduct. In 2023, the Executive Committee held 14 meetings, with the attendance of senior executives and consultants of the Company and associated companies, to report the Company’s performance. The report of the Executive Committee annually proposed to the Board of Directors, which can be summarized as follows:

- Consider and scrutinize the vision, mission, strategic plans, and business plans of the Company, subsidiaries, and associated companies. Also consider the company's annual budget and investment projects prior propose to the Board of Directors for consideration and approval.
- Oversee and monitor the implementation of the annual and monthly plans, the progress of investment projects with and obstacles. Also, provide useful comments and suggestions for improvements which operations more efficient.
- Oversee and monitor the the performance of the working groups involving; New Business Working Group, New Product Launched Working Group, Innovation Management Working Group, Personal Data Protection Working Group (PDPA), Sustainable Development Working Group, Risk Management Working Group, and Anti-Corruption Working Group. By providing useful comments and suggestions for improvements which operations more efficient.
- Consider and approve the annual new product launching plan according to budget, strategies, and business plans, and industry trends.
- Consider approving the opening or closing of deposit accounts, equity funds investment, and forward contract with the financial institutions in domestic country. Including the determination of the authorized person to make payment orders of the company.
- Consider and approve the increase in registered capital of Ichitan Power Company Limited (“Subsidiary”), and propose to the Board of Directors for consideration and approval.
- Consider and approve the disposition of assets transaction by selling ordinary shares back to Predictive Company Limited (“Associated Company”), and propose to the Board of Directors for consideration and approval.
- Consider approving the investment in purchasing new machinery to ensure continuity and maximum efficiency in the production process, and propose to the Board of Directors for consideration and approval.
- consider and approve the budget for salary increase or adjust the annual employee salary level and annual compensation (bonus) to employees of the Company, except for the position of managing director or above.
- Operate in accordance with the policies of the Board of Directors which are subject to the laws, conditions, rules and regulations of the Company, except for items that are required by law to have a resolution from the Annual General Meeting of Shareholders.

The Company is committed to conducting business in accordance with the principles of good corporate governance. Acquiring potential business partners, as well as developing the organization as leader to create market differentiation and values. Strengthen the financial positions through cost-effective management. Manipulate the risk diversification by seeking new opportunities to expand market and business for stability and sustainability.

The Executive Committee is therefore confident that it will be able to drive the company towards continuous progress and create worthwhile returns for customers, shareholders, employees, and Thai society in a sustainable manner forever.



Mr. Tan Passakornnatee
President
and Chief Executive Officer (CEO)

Attachment 6

Handbook of the Corporate Governance Principles, Ethics and Code of Conduct (full version). Duties and Responsibilities of the Company's Sub-committees.

1. Handbook of the Corporate Governance Principles, Ethics and Code of Conduct of Ichitan Group Pcl.

- Please refer details under the section 6 “Corporate Governance Policy” –

http://www.ichitangroup.com/corporate_governance3.html

2. Charter of the Sub-Committees of Ichitan Group Pcl.

- Please refer details under the section 7.3 “Information of the Sub-Committees” –

http://www.ichitangroup.com/corporate_governance3.html



ICHITAN

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