



Annual Registration Statement / Annual Report

Form 56-1 One Report

(Structured Data Report)

N.D. RUBBER PUBLIC COMPANY LIMITED

Fiscal Year End 31 December 2024



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Group Structure and Operations

Group Structure and Operations

Business Overview and Policies (1.1)

Company Information (1.1.5)

Company Name : N.D. RUBBER PUBLIC COMPANY LIMITED

Symbol : NDR

Address : 129 Moo 3 Nongchak-Phanasnikom Rd., Nongeiroom Banbueng

Province : Chonburi

Postcode : 20220

Business : Motorcycle Tires and Tubes Manufacturer

Registration Number : 0107557000179

Telephone : 0-3816-0707

Fax (if applicable) : 0-3816-0706

Website : www.ndrubber.co.th

Email : contact@ndrubber.co.th

Total Shares Sold (shares)

Common Stock : 456,891,630

Preferred Stock : 0

Business Operations (1.2)

Revenue Structure (1.2.1)

By Product Line or Business Grouping

	2022	2023	2024
Total revenue from operations (Thousand baht)	839.31	836.28	918.13
Revenue from motorcycle tire (Thousand baht)	533.19	495.86	552.66
Revenue from motorcycle tube (Thousand baht)	135.60	137.08	177.36
Revenue from rubber parts (Thousand baht)	73.02	56.43	38.12
Revenue from battery and others (Thousand baht)	42.40	43.52	43.61
Other (Thousand baht)	55.10	103.39	106.38

	2022	2023	2024
Total revenue from operations (%)	100.00	100.00	100.00
Revenue from motorcycle tire (%)	63.53	59.29	60.19
Revenue from motorcycle tube (%)	16.16	16.39	19.32
Revenue from rubber parts (%)	8.70	6.75	4.15
Revenue from battery and others (%)	5.05	5.20	4.75
Other (%)	6.56	12.36	11.59

By Geographical Area or Market

	2022	2023	2024
Total revenue from operations (Thousand baht)	839.31	836.28	918.13
Domestic (Thousand baht)	322.82	401.62	349.70
International (Thousand baht)	516.49	434.66	568.43

	2022	2023	2024
Total revenue from operations (%)	100.00	100.00	100.00
Domestic (%)	38.46	48.02	38.09
International (%)	61.54	51.98	61.91

Other income as specified in the financial statements

	2022	2023	2024
Total other income (Thousand baht)	0.00	0.00	0.00
Other income from operations (Thousand baht)	0.00	0.00	0.00
Other income not from operations (Thousand baht)	0.00	0.00	0.00

Information on Products and Services (1.2.2)

Product/Service Information and Business Innovation Development (1.2.2.1)

Research and Development (R&D) Policy : No

(Unit : Thousand baht)	2022	2023	2024
R&D expenses in the past 3 years	N/A	N/A	N/A

Sustainable Development

Sustainable Development

Sustainability Management Policy and Targets (3.1)

Sustainability Management Policy and Targets

Corporate Sustainability Policy : No

Environmental Aspect (3.3)

Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : Yes

URL of environmental policy and practice (if applicable) : <https://www.ndrubber.co.th/wp-content/uploads/2021/12/%E0%B8%99%E0%B9%82%E0%B8%A2%E0%B8%9A%E0%B8%B2%E0%B8%A2%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%88%E0%B8%B1%E0%B8%94%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%AA%E0%B8%B4%E0%B9%88%E0%B8%87%E0%B9%81%E0%B8%A7%E0%B8%94%E0%B8%A5%E0%B9%89%E0%B8%AD%E0%B8%A1-TH.pdf>

Company environmental guideline : Electricity Management, Renewable/Clean Energy Management, Water Management, Waste Management, Greenhouse Gas and Climate Change Management

Results with Respect to the Environmental Aspect (3.3.2)

Energy management

• Fuel consumption

	2022	2023	2024
Diesel (Litres)	52,954.14	53,550.47	74,724.54
Gasoline (Litres)	5,543.65	5,218.80	835.64
Coal (Metric tonnes)	6,663.29	6,985.58	7,343.14

• Electricity consumption

	2022	2023	2024
Total electricity consumption within the organization (Kilowatt-Hours)	8,146,235.00	7,524,867.12	8,018,138.96

Water management

• Water consumption

	2022	2023	2024
Total water withdrawal (Cubic meters)	21,866.00	26,776.00	21,555.00

Waste management

• Waste from operations

	2022	2023	2024
Non-hazardous waste (Kilograms)	333,979.00	357,182.00	402,902.00
Hazardous waste (Kilograms)	55,510.00	19,430.00	45,025.00
Total waste generated (Kilograms)	389,489.00	376,612.00	447,927.00

Greenhouse gas management

• Greenhouse gas emissions

	2022	2023	2024
Scope 1 (Tons of carbon dioxide equivalents)	15,332.00	15,933.00	16,884.00
Scope 2 (Tons of carbon dioxide equivalents)	3,330.00	2,764.00	2,526.00
Scope 3 (Tons of carbon dioxide equivalents)	12,107.00	11,317.00	12,173.00
Total GHG emissions (Metric tonnes of carbon dioxide equivalent)	30,769.00	30,014.00	31,583.00

• Verification of greenhouse gas emissions over the past year

Third-party verification : Yes

Name of verifying organization : V Green KU Co., Ltd.

Social Aspect (3.4)

Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy and Practice : Yes

URL of human rights policy : <https://www.ndrubber.co.th/wp-content/uploads/2021/12/4นโยบายด้านสิทธิมนุษยชน.pdf>

Company human right guideline : Employee Rights, Migrant Workers, Child Labor, Consumer Rights, Community and Environment Rights, Safety and Occupational Health at Work, Non-discrimination

Results with Respect to the Social Aspect (3.4.2)

Information about employees

• Total number of employees

	2022	2023	2024
Number of male employees (Persons)	309	252	331
Number of female employees (Persons)	156	204	146
Total number of employees (Persons)	465	456	477

• Employee remuneration

	2022	2023	2024
Employee remuneration (baht)	99,375,288.91	97,887,767.87	111,354,357.52

• Employee development and training

	2022	2023	2024
Average employee training hours (Hours / Person / Year)	8.00	8.00	8.00
Employee development and training expenses (baht)	139,659.15	272,999.11	360,962.02

• Health, safety and work environment

	2022	2023	2024
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Total number of lost time injury incidents by employees (Cases)	8	9	8
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• **Employee retention**

	2022	2023	2024
Percentage of employees who voluntarily resigned (%)	25.81	19.08	18.45

• **Significant labor dispute**

	2022	2023	2024
Significant labor dispute	No	No	No

Corporate Governance Policy

Corporate Governance Policy

Overview of the Corporate Governance Policy and Guideline (6.1)

Corporate Governance Policy

Corporate Governance Policy : Yes

Company website on corporate governance policy : <https://www.ndrubber.co.th/wp-content/uploads/2022/11/นโยบายการกำกับดูแลกิจการที่ดี-TH.pdf>

Policy and Guideline Related to the Board of Directors (6.1.1)

Policy and guideline related to the board of directors

Company policy and guideline : Nomination of Directors, Compensation, Independence of the Board of Directors, Director Development, Board Performance Evaluation, Corporate Governance of Subsidiaries and Associated Companies

Code of Conduct (6.2)

Establishing a Code of Conduct

Establishing a Code of Conduct

Code of Conduct : Yes

Policy and Guideline related to the Code of Conduct

Company policy and guideline : Preventing of Conflicts of Interest, Preventing the Misuse of Inside Information, Anti-corruption, Whistleblowing

**Corporate Governance Structure
and Significant Information Regarding
the Board of Directors, Subcommittees,
Management,
Employee and Other Information**

Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information

Board of Directors (7.2)

Composition of the board of directors (7.2.1)

	Number of persons	Percentage (%)
Total number of directors	9	100.00
Number of male directors	7	77.78
Number of female directors	2	22.22
Number of executive directors	2	22.22
Number of non-executive directors	7	77.78
Number of independent directors	3	33.33

Information on the board of directors and persons with authority to control the company (7.2.2)

List of directors

General information	Position	Date position was assumed	Experience and expertise
1. Mr. PONGSAK SAWADWAN Gender: Male Age: 73 years old Highest level of education: Bachelor's degree Major: Engineering Thai nationality: Yes Residing in Thailand: Yes	Chairman of the board (Non-executive) Director type: Original director	14 May 2013	Personal Products & Pharmaceuticals, Home & Office Products, Packaging, Governance/ Compliance

2.	<p>Mrs. NITAYA SAMRITTIVANICHA</p> <p>Gender: Female</p> <p>Age: 75 years old</p> <p>Highest level of education: Below a bachelor's degree</p> <p>Major: Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive)</p> <p>Director type: Re-elected as director</p>	12 Feb 1998	Automotive, Transportation & Logistics, Negotiation, Strategic Management, Governance/ Compliance
3.	<p>Ms. SIRADA JARUTAKANONT</p> <p>Gender: Female</p> <p>Age: 46 years old</p> <p>Highest level of education: Doctoral degree</p> <p>Major: Account</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p>	14 May 2013	Accounting, Finance, Data Analysis, Governance/ Compliance, Business Administration
4.	<p>Mr. TEERASAK SAWANGNET</p> <p>Gender: Male</p> <p>Age: 50 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Original director</p>	14 May 2013	Automotive, Accounting, Finance, Internal Control, Governance/ Compliance
5.	<p>Mr. KOVIT KRISTHANIN</p> <p>Gender: Male</p> <p>Age: 50 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>	<p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Re-elected as director</p>	14 May 2013	Insurance, Data Management, Internal Control, Commerce, Governance/ Compliance

6.	Mr. CHAIYASIT SAMRITTIVANICHA Gender: Male Age: 51 years old Highest level of education: Bachelor's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	15 May 2014	Automotive, Accounting, Finance, Corporate Management, Governance/ Compliance
7.	Mr. MARCO LOW PENG KIAT LOW Gender: Male Age: 52 years old Highest level of education: Bachelor's degree Major: Management Thai nationality: No Residing in Thailand: No	Director (Non-executive) Director type: Original director	2 Feb 2018	Automotive, Marketing, Accounting, Corporate Management, Governance/ Compliance
8.	Mr. BOONLAI JAMPARAT Gender: Male Age: 47 years old Highest level of education: Below a bachelor's degree Major: Mechanical Power Technology Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Newly appointed director to replace ex-director	29 Mar 2024	Automotive, Business Administration
9.	Mr. LOO JIEH SHENG Gender: Male Age: 42 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: No Residing in Thailand: No	Director (Non-executive) Director type: Additional and newly-appointed directors	23 Aug 2024	Law

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

General information	Position	Tenure	Replacement Director
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1.	Mrs. THUNYARAT SAMRITTIVANICHA Gender: Female Age: 49 years old Highest level of education: Bachelor's degree Major: Hotel Management Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive)	Date position was assumed: 4 Mar 2009 Date directorship ended: 29 Mar 2024	No replacement director
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Other Information pertaining to committees

The Chairman is an independent director : No

The Chairman and the manager are the same person : No

The Chairman and the manager are members of the same family : No

The company appoints at least one independent director to determine the agenda of
the Board of Directors' meetings : No

Sub-committees (7.3)

Information about sub-committees (7.3.2)

Audit Committee

List of audit committee members

General information	Position	Date position was assumed	Experience and expertise
1. Ms. SIRADA JARUTAKANONT [1] Gender: Female Age: 46 years old Highest level of education: Doctoral degree Major: Account Thai nationality: Yes Residing in Thailand: Yes	Chairman of the audit committee (Non-executive, Independent director) Director type: Original director	14 May 2013	Accounting, Finance, Data Analysis, Governance/ Compliance, Business Administration
2. Mr. TEERASAK SAWANGNET [1] Gender: Male Age: 50 years old Highest level of education: Master's degree Major: Business Administration Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Original director	14 May 2013	Automotive, Accounting, Finance, Internal Control, Governance/ Compliance
3. Mr. KOVIT KRISTHANIN [1] Gender: Male Age: 50 years old Highest level of education: Bachelor's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Audit committee (Non-executive, Independent director) Director type: Re-elected as director	14 May 2013	Insurance, Data Management, Internal Control, Commerce, Governance/ Compliance

[1] A director with the accounting expertise needed to review financial statements

Other sub-committees

Sub-committees information

Name of sub-committees	List of directors	Position
the Nomination and Remuneration Committee	Ms. SIRADA JARUTAKANONT	Chairman
	Mr. TEERASAK SAWANGNET	Member
	Mr. CHAIYASIT SAMRITTIVANICHA	Member

Roles of Sub-committees

Sub-committees responsible for risk management : None

Sub-committees responsible for nomination : None

Sub-committees responsible for remuneration : None

Sub-committees responsible for corporate governance : None

Sub-committees responsible for corporate sustainability development : None

Executives (7.4)

List and positions of the executive (7.4.1)

The four highest-ranking executives

General information	Position	Date position was assumed	Experience and expertise
1. Mr. CHAIYASIT SAMRITTIVANICHA Gender: Male Age: 51 years old Highest level of education: Bachelor's degree Major: Finance	MANAGING DIRECTOR	8 Jan 1997	Automotive, Accounting, Finance, Corporate Management, Governance/ Compliance

[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

Employees (7.5)

Information about company employees

Employees

Number of male employees (persons) : 331

Number of female employees (persons) : 146

Total number of employees (persons) : 477

Employee Remuneration

Total employee remuneration : 111,354,357.52

Provident fund

Total number of employees (persons) : 477

Number of employees contributing to the PVD (persons) : 48

Percentage of employees who are members (%) : 10.06

Performance Report on Corporate Governance

Performance Report on Corporate Governance

Summary of Director Performance (8.1)

Selection, development, and evaluation of duty performance of the Board of Directors (8.1.1)

List of new directors appointed in the past year

• List of continuing directors (full term of directorship and being re-appointed as a director)

General information	Position	Date position was assumed	Experience and expertise
1. Mrs. NITAYA SAMRITTIVANICHA Gender: Female Age: 75 years old Highest level of education: Below a bachelor's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive) Director type: Re-elected as director	Date position was assumed: 12 Feb 1998	Automotive, Transportation & Logistics, Negotiation, Strategic Management, Governance/ Compliance
2. Mr. KOVIT KRISTHANIN Gender: Male Age: 50 years old Highest level of education: Bachelor's degree Major: Management Thai nationality: Yes Residing in Thailand: Yes	Director (Non-executive, Independent director) Director type: Re-elected as director	Date position was assumed: 14 May 2013	Insurance, Data Management, Internal Control, Commerce, Governance/ Compliance
3. Mr. CHAIYASIT SAMRITTIVANICHA Gender: Male Age: 51 years old Highest level of education: Bachelor's degree Major: Finance Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Re-elected as director	Date position was assumed: 15 May 2014	Automotive, Accounting, Finance, Corporate Management, Governance/ Compliance

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

General information	Position	Date position was assumed	Experience and expertise
1. Mr. BOONLAI JAMPARAT Gender: Male Age: 47 years old Highest level of education: Below a bachelor's degree Major: Mechanical Power Technology Thai nationality: Yes Residing in Thailand: Yes	Director (Executive) Director type: Newly appointed director to replace ex-director	Date position was assumed: 29 Mar 2024	Automotive, Business Administration

• List of newly appointed director (not being replaced the ex-director)

General information	Position	Date position was assumed	Experience and expertise
1. Mr. LOO JIEH SHENG Gender: Male Age: 42 years old Highest level of education: Bachelor's degree Major: Law Thai nationality: No Residing in Thailand: No	Director (Non-executive) Director type: Additional and newly-appointed directors	Date position was assumed: 23 Aug 2024	Law

Development of directors over the past year

List of directors	Position	Participated in director development program
Mr. PONGSAK SAWADWAN	Chairman of the board	Non-participating
Mrs. NITAYA SAMRITTIVANICHA	Director	Non-participating
Ms. SIRADA JARUTAKANONT	Director	Non-participating
Mr. TEERASAK SAWANGNET	Director	Non-participating
Mr. KOVIT KRISTHANIN	Director	Non-participating
Mr. CHAIYASIT SAMRITTIVANICHA	Director	Non-participating

Mr. MARCO LOW PENG KIAT LOW	Director	Non-participating
Mr. BOONLAI JAMPARAT	Director	Participating
Mr. LOO JIEH SHENG	Director	Non-participating
Mrs. THUNYARAT SAMRITTIVANICHA	Director	Non-participating

Meeting attendance and remuneration to each Board member (8.1.2)

Meeting attendance of the board of directors

Number of board meetings (times) : 7

Date of AGM meeting : 29 Mar 2024

EGM meeting : Yes

	List of directors	Termination date	Number of Board Meeting	AGM meetings	EGM meetings
1.	Mr. PONGSAK SAWADWAN (Chairman of the board)	-	6/7	Participating	Participating
2.	Mrs. NITAYA SAMRITTIVANICHA (Director)	-	5/7	Participating	Participating
3.	Ms. SIRADA JARUTAKANONT (Director)	-	7/7	Participating	Participating
4.	Mr. TEERASAK SAWANGNET (Director)	-	7/7	Participating	Participating
5.	Mr. KOVIT KRISTHANIN (Director)	-	7/7	Participating	Participating
6.	Mr. CHAIYASIT SAMRITTIVANICHA (Director)	-	7/7	Participating	Participating
7.	Mr. MARCO LOW PENG KIAT LOW (Director)	-	7/7	Non-participating	Non-participating
8.	Mr. BOONLAI JAMPARAT (Director)	-	6/7	Non-participating	Participating
9.	Mr. LOO JIEH SHENG (Director)	-	1/7	Non-participating	Non-participating
10.	Mrs. THUNYARAT SAMRITTIVANICHA (Director)	29 Mar 2024	1/1	Non-participating	Non-participating

Remuneration for company directors

List of directors		Termination date	Meeting allowance (baht)	Other monetary remuneration (baht)	Other non- monetary
1.	Mr. PONGSAK SAWADWAN (Chairman of the board)	-	132,000.00	0.00	No
2.	Mrs. NITAYA SAMRITTIVANICHA (Director)	-	58,000.00	0.00	No
3.	Ms. SIRADA JARUTAKANONT (Director)	-	112,000.00	0.00	No
4.	Mr. TEERASAK SAWANGNET (Director)	-	98,000.00	0.00	No
5.	Mr. KOVIT KRISTHANIN (Director)	-	98,000.00	0.00	No
6.	Mr. CHAIYASIT SAMRITTIVANICHA (Director)	-	0.00	0.00	No
7.	Mr. MARCO LOW PENG KIAT LOW (Director)	-	98,000.00	0.00	No
8.	Mr. BOONLAI JAMPARAT (Director)	-	0.00	0.00	No
9.	Mr. LOO JIEH SHENG (Director)	-	20,000.00	0.00	No
10.	Mrs. THUNYARAT SAMRITTIVANICHA (Director)	29 Mar 2024	18,000.00	0.00	No

Report on the Audit Committee's Performance for the Past Year (8.2)

Report on the audit committee's performance for the past year

Meeting attendance of audit committee

Number of Audit committee meetings (times) : 4

List of directors		Termination date	Number of the audit committee meeting
1.	Ms. SIRADA JARUTAKANONT (Chairman of the audit committee)	-	4/4
2.	Mr. TEERASAK SAWANGNET (Audit committee)	-	4/4
3.	Mr. KOVIT KRISTHANIN (Audit committee)	-	4/4