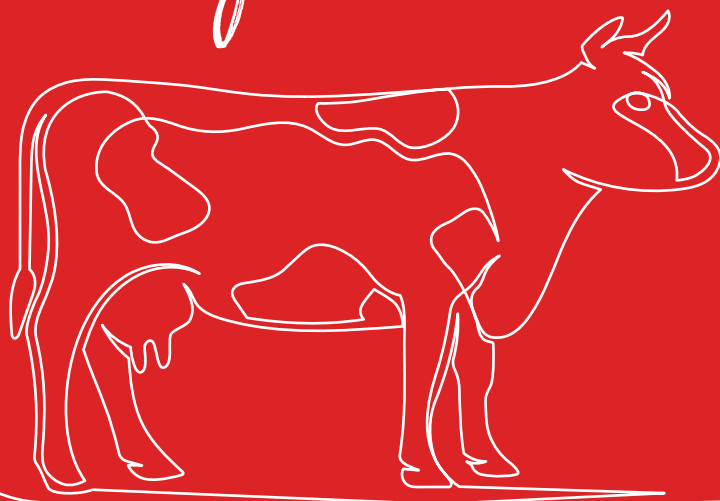


The Year of the Sustainable Supply chain



Creating
Pleasure for
your Taste



56-1 One Report 2024
(Annual Report)

Vision

“To be a leading culinary provider that delights our customers, nourishes our communities, and sustains the planet”



Missions

EXCELLENCE IN
QUALITY AND TASTE

CULTURAL
APPRECIATION
AND EDUCATION

SUSTAINABILITY

COMMUNITY
INVOLVEMENT
AND LOCAL IMPACT

HEALTH AND
WELLNESS FOCUS

INNOVATION
AND GROWTH

Core Values

**Heart -
Driven**

Exceed expectations

H
Heart - driven

Expertise

Aspire to
excellence

E
Expertise

Agile

Adaptable
to change

A
Agile

Responsible

Accountable
across all dimension

R
Responsible

**Team
work**

Bring pleasure to all

T
Teamwork

Contents

002

Important financial information

003

**Important sustainability
performance information**

004

**Important corporate
governance information**

005

Awards and Recognition

008

Message from the Chairman

Part 1

Business and Operating Performance

1. Structure and Operation of the Company	014
1.1 Policy and Business Overview	
1.2 Nature of business	
1.3 Shareholding Structure of KCG Corporation	
1.4 The Company registered capital and paid-up capital	
1.5 Other Securities	
1.6 Dividend payment policy	
2. Risk management	051
2.1 Risk Management Policy and Plan	
2.2 Risk factors in Relation to the Business Operation	
3. Driving Business For Sustainability	061
4. Management Discussion and Analysis (MD&A)	065
4.1 Performance Summary for the Year 2024	
4.2 Profit and Loss Statement Analysis	
4.3 Statement of Financial Position Analysis	
4.4 Cash Flow Statement Analysis	
4.5 Key Financial Ratios	
4.6 Future Outlook	
4.7 Sustainability Operations	
4.8 Summary of Financial Statements	
5. General Information and Other Key Information	071
5.1 General Information	
5.2 Other Key Information	
5.3 Legal Disputes	
5.4 Secondary Market	
5.5 Financial institutions	

Part 2

Corporate Governance

6. Corporate Governance Policy	080
6.1 Corporate Governance Policies Overview	
6.2 Code of Conduct	
6.3 Major Changes and Developments of Corporate Governance Policy, Guideline and Charter during the Past Year.	
7. Corporate Governance Structure and Important Information of the Board of Directors, Sub-Committees, Executives and Other Personnel	098
7.1 Corporate Governance Structure	
7.2 Information of the Board of Director	
7.3 Information of Sub-Committees	
7.4 Information of Executives	
7.5 Information of Personnel	
7.6 Other important information	
8. Corporate Governance Report	119
8.1 Summary of Performance of the Committee in the Past Year.	
8.2 Report of Audit Committee in the Past Year.	
8.3 Report of Other Sub-Committees.	
9. Internal Control and related transactions	138
9.1 Internal Control	
9.2 Connected Transactions	

Part 3

Financial Report

Financial Report	148
Report of the Board of Directors' Responsibilities for Financial Reports	
Annual Financial Statements and Report of the Independent Certified Public Accountants	

Part 4

Attachment

Attachment 1	214
Information of Directors, Management, Controlling Person, Financial Controller, Accounting Controller, and Company Secretary	
Attachment 2	226
Details of Directors of Subsidiaries	
Attachment 3	228
Information of Head of Internal Audit and Head of Compliance	
Attachment 4	229
Assets Used in Business Operations and Details about Property Appraisal Items	
Attachment 5	233
Policy on Corporate Governance, Code of Conduct, Charter of Sub-Committees and Report of Sub-Committees	
Attachment 6	238
Report of Audit Committee	

*Creating pleasure
for your taste*

Important financial information

	2022	2023	2024
Income Statement			
(Unit: THB million)			
Sales	6,156.9	7,157.0	7,743.4
Other income	75.8	47.7	46.9
Total Revenue	6,232.7	7,204.7	7,790.3
Cost of sales	4,390.9	5,010.2	5,350.9
Selling and distribution expenses	975.6	1,136.8	1,256.3
Administrative expenses	499.0	591.5	597.6
EBITDA	551.9	647.4	777.0
Depreciation and amortization	184.7	181.3	212.7
Operating profit (EBIT)	367.2	466.2	564.3
Net Profit	241.1	305.9	405.8

Statement of Financial Position			
(Unit: THB million)			
Total assets	5,539.6	5,872.0	5,993.8
Total liabilities	4,356.1	3,178.1	3,052.4
Paid-up capital	390.0	545.0	545.0
Equity attributable to owners of the Company	1,183.5	2,693.9	2,941.4

Liquidity Ratios			
Current Ratio (x)	0.9	1.1	1.1
Quick Ratio (x)	0.4	0.7	0.7

Profitability Ratios			
Gross Profit Margin (%)	28.7%	30.0%	30.9%
EBIT Margin (%)	5.9%	6.5%	7.2%
Net Profit Margin (%)	3.9%	4.2%	5.2%
EBITDA Margin (%)	8.9%	9.0%	10.0%
ROA (%)	7.2%	8.2%	9.5%
ROE (%)	18.0%	15.8%	14.4%

Leverage Ratios			
D/E (x)	3.7	1.2	1.0
IBD/E (x)	2.5	0.7	0.6

Share Information			
Par value (Baht)	-	1.0	1.0
Number of listed shares (mn shares) ^{1/}	-	545.0	545.0
Earnings per share (Baht) ^{1/}	-	0.56	0.74
Dividend per share (Baht) ^{1/ 2/}	-	0.30	0.41
Dividend Payout Ratio (%) ^{1/}	-	53.4%	55.1%

^{1/} The Company was listed on the Stock Exchange of Thailand on 3 August 2023 and adjusted the average number of registered shares in 2023 to 545 million shares.

^{2/} Dividend payment of 0.41 baht per share for the 2024 operating results will be proposed for approval at the shareholders' meeting on 28 April 2025.



2024 Sales

THB **7,743.4** Million



2024 Net Profit

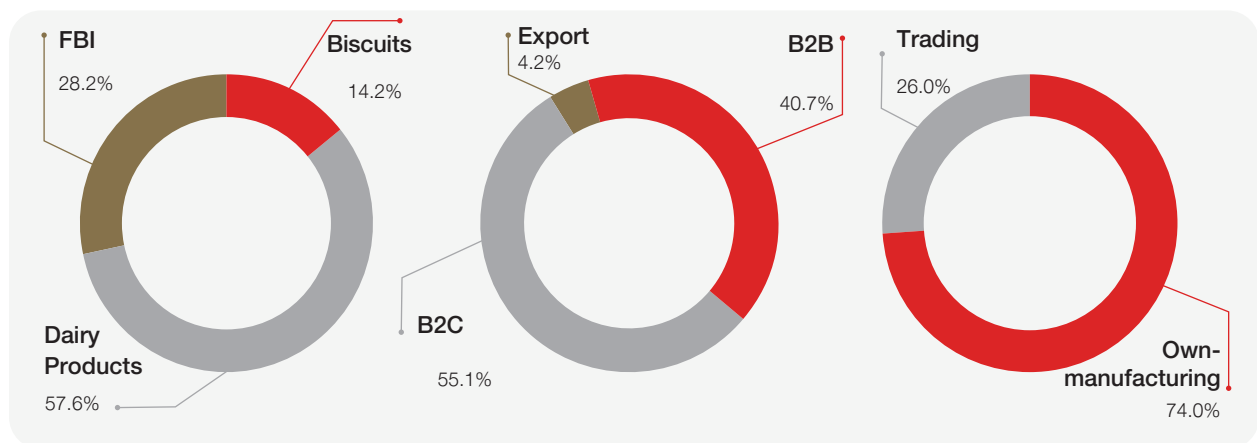
THB **405.8** Million



Both sales and net profit set new record highs again, surpassing the previous record highs in 2023.

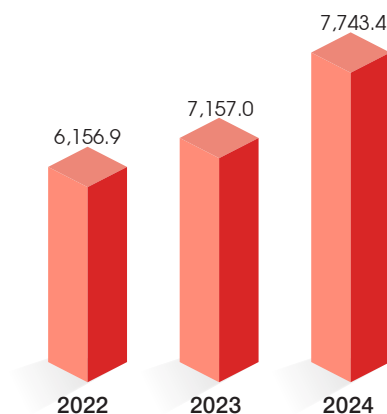


2024 Sales Structure



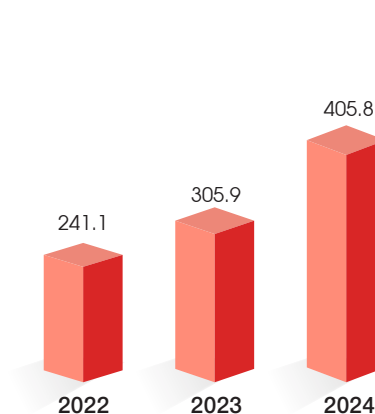
Sales

Unit : THB Million



Net Profit

Unit : THB Million



Sustainability Information

As of December 31, 2024

Governance and Economic Dimension



- Revenue from product innovations amounted to over **540 million** baht, which consists of **340 million** baht from new product innovations and **200 million** baht from innovations in health and nutrition products.
- Encouraging employees to actively participate in creating innovative works through the KCG Innovation Contest platform, with 3 projects that help reduce company expenses and create sales opportunities.



100% of critical suppliers signed to comply with the Supplier Code of Conduct

100% of critical suppliers conducted the Supplier Sustainability Risk Assessment.



Zero complaints regarding Misconduct and Corruption:



Zero incidents of personal data breaches or leaks.

Environmental Dimension



Increase utilization of renewable energy from solar rooftops by **20.3%**

Reduce total electricity and energy consumption per ton of production by **6.3%** from 2023.



Reduce water usage per ton of production by **23.5%** compared to 2023.



Greenhouse gas emissions per ton of production increased by 0.9% compared to 2023.



Achieve Green Industry **Level 4** certification.



Zero waste to landfill at the Theparak Factory.



Reduce waste per ton of production by **7.2%** compared to 2023.



Decrease food waste by **5.7%** compared to 2023.



Zero oil and chemical spills that significantly impacting the environment.

Social Dimension



Achieve customer satisfaction of **72%**



Achieve an employee engagement score of **78%**



Achieve an average of **16** employee training hours per person per year.



Zero violations of Laws, Rules, Social Regulations, or Human Rights



Corporate Governance Information

Director's Efficiency

- The Chairman of the Board of Directors is a different person from the Chief Executive Officer.
- The Chairman of the Board of Directors is an independent director.
- Directors hold **no more than 5** positions in other public companies
- Executive Directors hold no positions in other listed companies
- Average Director Tenure: **2 Years**



Board of Directors Composition



The Board of Directors consists of **12 members.**

5 independent directors



41.67%



จำนวนกรรมการตรวจสอบและกำกับความเสี่ยง 4 รายเป็นกรรมการอิสระทั้งคณะและดำรงตำแหน่งไม่เกิน 9 ปี

5 non-executive directors



41.67%

2 female directors 16.67%.



16.67%

Meetings, evaluations and elections of the Board of Directors



Board of Director meetings in 2024 were held

10 times



One-third of the committee retires annually.



Shareholders vote for each individual candidate nominated for directorship at the Annual General Meeting of Shareholders.



Average Meeting Attendance:

94.89%

Awards and Recognition

The Superior Taste Award is an internationally recognized symbol of excellence in taste, presented by the International Taste Institute in Brussels, Belgium. In 2024, The Rosy Cracker product received the prestigious 3-star rating, and the Imperial Danish Style Butter Cookies earned a 2-star rating, continuing their recognition from 2023



Awards and Recognition on Corporate Governance

- Excellent CG Scoring 2024



Received a 5-star rating for the Corporate Governance Report of Thai Listed Companies or Excellent CG Scoring for 2024, after the first year as a listed company, from the Thai Institute of Directors (IOD), by the Stock Exchange of Thailand (SET). The Company was also ranked in the Top Quartile of listed companies with a market capitalization of 3,000 - 9,999 million baht

- AGM Checklist

Achieved an excellent rating in the highest scoring group for the AGM Checklist 2024, with a perfect score of 100 points or 5 medals, by the Thai Investors Association and the Federation of Thai Capital Market Organizations.



- Investors' Choice Award 2024

Achieved a perfect score of 100 in the AGM Organizing Quality Assessment after its first year as a listed company. The Company is one of only three to pass the quality assessment and receive the award, honored as a role model of excellence in achieving the AGM Checklist, organized by the Thai Investors Association (TIA) and the Federation of Thai Capital Market Organizations.



Sustainability Awards and Recognition

- SET ESG Ratings**

Achieved an “A” rating for SET ESG Ratings for 2024 in the agriculture and food industry group from the Stock Exchange of Thailand.



- ESG Emerging**

Selected as one of the 100 companies with outstanding sustainability performance for the ESG Emerging List for 2024 by Thaipat Institute in its first year of listing on the Stock Exchange of Thailand.

- Sustainability Disclosure Acknowledgement**

Awarded with Sustainability Disclosure Acknowledgement from Thaipat Institute for the disclosure of sustainability information to the public and stakeholders, leading to a higher level of information disclosure and long-term sustainability organization development.



- FSCC 22000 (Food Safety System Certification 22000)**

Certified with an internationally recognized standard for food safety system certification.



- Received Green Industry Certification Level 4 (Green Culture) from the Department of Industrial Works**





WHAT HAVE WE DONE

Logistics Park

29 AUGUST 2024

Opening Logistics Park (distribution center and warehouse)
in line with business strategy.

With an investment of **350 million Baht**

Operated on a **15-rai** land area.



Message from the Chairman



KCG prioritizes Sustainability by focusing on positive outcomes across environmental, social, governance, and economic dimensions, reflecting its commitment to social and environmental responsibility in all areas.



In 2024, KCG Corporation Public Company Limited faced numerous challenges during its first year as a listed company, including a slowdown in the Thai economy, a decline in the Consumer Confidence Index due to high living costs, natural disasters such as flooding, and ongoing geopolitical tensions. Despite these challenges, the Company's vision under the "Transition Towards Sustainable Growth" framework, which was driven by management and approved by the Board of Directors, has led the Company to continue growing and increasing the balance of revenue generation from its core businesses in accordance with its objectives, while also implementing Sustainability policies throughout its operations.

In addition to achieving outstanding results, KCG prioritizes corporate governance as a key factor for successful business operations. Adhering to a corporate governance code not only promotes transparency and responsibility to stakeholders, it is a tool that stimulates listed companies to have responsibility throughout the work process, fostering investor and stakeholder confidence.

In 2024, KCG achieved an 'Excellent' CGR rating from the Thai Institute of Directors Association (IOD), demonstrating its strong commitment to the corporate governance code. The Company was ranked in the top quartile of listed companies with market capitalizations between 3,000 and 9,999 million baht. This recognition highlights KCG's dedication to transparency in management, responsibility, and ethical business practices which are a crucial foundation for long-term sustainability and organizational credibility.

KCG prioritizes Sustainability by focusing on positive outcomes across environmental, social, governance, and economic dimensions, reflecting its commitment to social and environmental

responsibility in all areas. In 2024, the Thaipat Institute included the Company in the SETESG Index and named KCG one of the most promising securities on the ESG Emerging List. KCG has also been listed in the ESG 100 since its first year as a listed company, demonstrating its success in implementing sustainability principles. Additionally, the Stock Exchange of Thailand (SET) awarded KCG an 'A' rating in the SETESG Ratings 2024, highlighting the Company's consistent adherence to ESG standards and its dedication to enhancing sustainability in both business and society.

Another notable achievement in 2024 was receiving the Investors' Choice Award with a perfect score of 100 for the AGM Organizing Quality Assessment, presented by the Thai Investors Association. This recognition highlights the Company's dedication to treat all investors and shareholders equally and fairly.

KCG continues to prioritize innovation in developing new products and services to meet changing consumer lifestyles while embracing digital transformation by integrating technology and digital strategies into every aspect of its operations. As part of the Company's post-IPO expansion plan, 'KCG Logistics Park,' a 350-million-baht investment, was launched on August 29, 2024. This new distribution center and warehouse significantly enhance KCG's supply chain and inventory management, utilizing technology that meets international standards while supporting sustainability goals.

On behalf of the Board of Directors, I would like to extend my gratitude to our shareholders, business partners, suppliers, communities, and supporters from all sectors for their continued support. I would also like to express my appreciation to KCG's executives and employees for their dedication and commitment to upholding the corporate governance code, transparency, social and environmental responsibility, and striving for sustainable growth.

Dr. Chaiyawat Wibulswasdi

**Chairman of the Board of Directors
KCG Corporation Public Company Limited**



Board of Directors



Ms. Nangnoi Charoenthaveesub
Independent Director /
Chairman of the Audit Committee /
Member of the Nomination and Remuneration
Committee /
Member of the Corporate Governance and
Sustainability Committee

Mr. Chaiyawat Wibulswasdi
Independent Director /
Chairman of the Board of Directors

Mr. Songtham Phianpattanawit
Independent Director /
Chairman of the Information
Technology Committee /
Member of the Corporate Governance
and Sustainability Committee /
Nomination and Remuneration
Committee

Mr. Tong Dhiranusornkit
Vice Chairman of the Board of Directors /
Chairman of the Executive Committee

Mr. Chaiyanandh Lapitananuvat
Vice Chairman of the Board of
Directors /
Executive Committee /
Nomination and Remuneration
Committee

Mr. Poonsawat Phoaprapat
Independent Director /
Audit Committee /
Co-Chairman of the Corporate
Governance and Sustainability
Committee /
Information Technology
Committee



Mr. Chakrit Tachanaparak
Independent Director /
Audit Committee /
Chairman of the Nomination and
Remuneration Committee /
Information Technology Committee

Mr. Damrong Vipawatanakul
Director /
Executive Committee

Mr. Vichan Amornrojanawong
Director /
Co-Chairman of the Corporate
Governance and Sustainability
Committee /
Executive Committee

Mr. Thawach Dhiranusornkit
Director /
Executive Committee

Mr. Damrongchai Vipawatanakul
Director /
Executive Committee /
Information Technology Committee

Mrs. Suwanna Mahakanjana
Director /
Member of the Corporate
Governance and Sustainability
Committee



Executives



Mr. Thawach Dhiranusornkit
Deputy
Managing Director
-Supporting Function

Mrs. Kanokwanrat Srimaneesiri
Chief Financial Officer

Mr. Damrongchai Vipawatanakul
Chief Executive Officer
and Managing Director

Mr. Danai Galassi
Deputy
Managing Director
- Operation



Mr. Damrongkich Vipawatanakul
Chief Technical Officer

Mr. Thana Thiramanus
Chief Commercial Officer

Mr. Monsarn Dhiranusornkit
Chief Supply Chain
Management Officer

Mr. Phumin Dhiranusornkit
Corporate Sustainability
Officer and Company
Secretary



Part

1

Business and
Operating Performance

1. Business and Operating Performance

1.1 Policy and Business Overview

KCG Corporation Public Company Limited was founded in 1958, formerly known as Kim Chau Trading Limited Partnership, to import and distribute world-class ready-to-eat products from abroad. The Company began its business operation by importing butter and cheese from Australia and New Zealand. Then, in 1972, the first factory was established on the Bangna-Trad Road under the name United Dairy Foods Company Limited or UDF. In 1985, Imperial General Foods Industry Company Limited was registered. Later in 2013, the name was changed to KCG Corporation Company Limited and it was listed on the Stock Exchange of Thailand in August 2023, as KCG Corporation Public Company Limited, or KCG. KCG manufactures and distributes consumer products, including the research and development of formulas, raw material procurement, product manufacturing, distribution, domestic delivery, and export to foreign markets. Furthermore, the Company imports high-quality food products and well-known brands for distribution in Thailand.

The Company's products are categorized into 3 main product groups:

1. Dairy products, which include butter and cheese, as well as processed milk products such as ready-to-drink milk, whipping cream, and yogurt.
2. Food and bakery ingredients, which include food products such as food ingredients, ready-to-eat products, frozen food products, bakery products such as cake flour, mixed flour, yeast, bread fillings of various flavors, syrup, honey, baking powder, and various food quality enhancers, as well as concentrated fruit juice products.
3. Biscuits, which include cookies, crackers, and wafer products. Cookies are baked goods made with wheat flour, eggs, butter, and sugar in small, flat pieces. The cookies and wafers come in both crispy and soft varieties.

1.1.1 Operational Goals and Strategies

KCG's strategy for success

In 2024, KCG Corporation Public Company Limited (the Company) announced its vision of "Transition Towards Sustainable Growth", with the goal of driving business growth and transforming organizations through the use of technology. KCG Logistics Park, a modern, comprehensive distribution and warehouse center, was launched to support production capacity expansion and the pursuit of new business opportunities. The Company is committed to elevating innovation by developing differentiated products and new service solutions that meet changing customer needs, bringing pleasure and new experiences to consumers and operators. KCG is fully prepared to conduct business according to sustainability principles across all dimensions.

To effectively guide the organization toward achieving its goals, the Company has developed three main strategies under the vision of "Transition Towards Sustainable Growth": Growth Strategy, Transition Strategy, and Sustainable Strategy which committed to building trust with all stakeholders across various sectors.

- **Growth Strategy** The Growth Strategy is the Company's primary strategy for driving business expansion and increasing sales, with a focus on maintaining market leadership, increasing competitiveness, and achieving consistent sales growth.
 - o Building strong brands through effective Brand Portfolio Management, refining brand positioning to clearly cover all market segments, and securing the Company's market share. Allowrie brand is the flagship brand in the premium mass market. Imperial is a popular family brand that dominates the market for butter, cheese, cookies, and biscuits. Dairygold penetrates a new generation of cheese lovers who enjoy it in unique and innovative ways.
 - o Focusing on Customer-Centric with the goal of creating the best possible customer experience and fully responding to customer needs. This is achieved by studying and analyzing

customer insights for each segment to gain a deep understanding of customer behavior and preferences. These insights are then used to develop new products that align with the needs of both customers and consumers. Additionally, the Company emphasizes the development of Food Innovation Solutions that are tailored to meet the specific needs and cost requirements of the industrial sector, QSR (Quick Service Restaurant) groups, and bakery operators.

- o Highlighting its strengths as a leader in importing quality food products from around the world, strengthening KCG's portfolio with a leading premium product segment. In 2024, the Company became a distributor for world-class brands such as Emborg, a renowned Danish brand known for high-quality dairy products, and Van Houten Professional, a global leader brand specializing in cocoa powder and chocolate for the food and beverage industry. These additions further reinforce the Company's diverse range of world-class brands. Currently, the Company distributes several leading international brands, including Sunquick orange juice from Denmark, LeGall butter from France, Movenpick ice cream from Switzerland, Corman butter and Bruggeman yeast from Belgium, ready-to-drink Ambrosial Greek Yogurt and Shineroad whipping cream from China, along with many other renowned brands.
- o Expanding Export Market by leveraging its strong domestic customer base and penetrating the B2B customer segment, where the Company has significant expertise, particularly in developing new products. Proactively collaborating with customers to understand the specific needs of customers in order to create tailored products that align with market demands and cost considerations.
- o Emphasizing Dynamic Distribution system that can be adapted based on market conditions and customer needs at any given time. Utilizing real-time data and advanced technology to analyze and predict customer demands, enabling efficient inventory management and optimizing product distribution. This approach allows the Company to respond quickly and effectively to market changes and changing customer demands.

- **Transition Strategy** The Company recognizes the importance of transitioning into the digital era and adapting to the multifaceted changes that may impact its growth and business operations. Believing that employees are the core drivers of success, the Company focuses on strengthening its internal capabilities to effectively manage risks, economic uncertainties, and external social and environmental factors. This transformation strategy emphasizes building holistic potential through Innovation & Technology, empowering the Company to embrace new business opportunities.

- o Promoting and communicating a new corporate culture based on the H-E-A-R-T principles: Heart-driven - Expertise - Agile - Responsible - Teamwork.
- o Promoting product development through innovations that drive differentiation and meet the changing needs of the new generation via the KCG Excellence Center for product research and development under the Research & Development and Innovation department. The KCG Excellence Center focuses on creating novel and cost-effective products, a key strength of the Company. For example, the Dairy Gold Basil Cheese has received positive consumer feedback, offering a more diverse and innovative cheese consumption experience.
- o Driving the organization through information, technology, and corporate innovation, encouraging employees to embrace a DNA of creative thinking and continuous development. This is reinforced through the KCG Innovation Contest project, which focuses on the creation of new products, processes, and services that can be continuously developed and applied in real work, delivering business value to the Company.
- o Promoting changes through Digital Transformation to streamline production processes and workflows to be concise and modern, enhancing efficiency and reducing costs. In 2024, the Company adjusted factory layouts to maximize space utilization, implemented automation in production and expanded the butter production facility to increase flexibility and long-term production capacity. These improvements aim to boost efficiency, lower production costs, and address labor shortages.



- o Enhancing employees' knowledge and understanding of Digital Transformation, enabling employees to improve work processes by effectively utilizing technology for greater accuracy and speed. Empowering the new generation of executives with expertise and professionalism, strengthening the organization's capabilities to achieve its goals.
- **Sustainable Strategy** The Company drives its business in tandem with Sustainability, ensuring that sustainability is seamlessly integrated and deeply embedded into all aspects of its operations.
 - o Driving sustainable supply chain management while upgrading modern, integrated distribution centers and warehouses to efficiently meet future demands and continuously collaborate with partners to develop sustainability. In 2024, the Company fully activated KCG Logistics Park, a modern, fully integrated distribution center and warehouse spanning 15 rai, consisting of six warehouse buildings capable of storing all raw materials and products at various temperatures, including ambient, air-conditioned, chilled, and frozen, with temperature control systems to maintain food quality. The facility utilizes advanced automation technologies tailored to different temperature zones, including the Warehouse Management System (WMS), an automated inventory management for quick and accurate product storage and retrieval, the Transportation Management System (TMS) for smooth deliveries and real-time tracking, and the Vendor Managed Inventory (VMI) system to control stock levels and ensure timely product delivery according to customer needs. These integrated systems optimize inventory management. In addition, the company collaborates with partners to source raw materials from responsible suppliers, develop environmentally friendly packaging, and continuously prioritize labor and social responsibility.
 - o Driving Sustainability and upholding corporate

governance, reflecting KCG's commitment to transparency, equitable treatment of shareholders and stakeholders, and responsible management of environmental and social impacts. In 2024, the Company achieved FSSC 22000 certification, an internationally recognized food safety standard for food production, and obtained ISO 45001:2018 certification for its occupational health and safety management system. As for the environmental dimension, the Company was certified with Green Industry Level 4 and has set an ambitious target to achieve Net Zero emissions by 2050. Expanding Solar Rooftop installations at KCG Logistics Park, the Bang Phli factory, and all three distribution centers in Chiang Mai, Surat Thani, and Khon Kaen, as well as increasing the use of electric vehicles (EVs) for transportation, lithium battery-powered forklifts, and 100% recycled pallets. Additionally, the Theparak factory has implemented 100% landfill. The Company is also enhancing sustainability disclosures to align with international standards and regulations set by the Stock Exchange and other regulatory departments, reinforcing its long-term commitment to sustainability.

As a result of executing the Company's core strategies, business operations in 2024 experienced significant growth in both revenue and profits, reaching the highest levels since the Company's founding, despite the noticeable slowdown in the Thai economy and global trade. In addition, the Company received several national-level awards and recognitions for its commitment to sustainability during its first year as a listed company. These include a 5-star Corporate Governance Assessment (CGR) and a ranking in the Top Quartile of listed companies with market capitalizations between 3,000 and 9,999 million baht from the Thai Institute of Directors Association (IOD). The Company also earned an "A" rating in the SET ESG Ratings, leading to its inclusion in the SET ESG Index for 2025. Additionally, KCG was recognized as an ESG Emerging securities, included in the ESG 100 list, and honored with the Sustainability Disclosure Acknowledgment Award from the Thaipat Institute. These achievements bring pride to the organization and further reinforce KCG's commitment to leading the Company toward sustainable growth while preparing for future changes.

1.1.2 Major Changes and Developments

Major Changes in the Past 3 Years

Year	Major Changes and Developments
2022	<p>On December 7, 2022, the Extraordinary General Meeting of Shareholders No. 1/2022 passed the resolution of Convert from a limited company to a public limited company and change its name to KCG Corporation Public Company Limited.</p> <ul style="list-style-type: none"> • Change the par value of shares from 1,000.0 Baht per share to 1.0 Baht per share. • Increased its registered capital by 170.0 million Baht from 390.0 million Baht to a registered capital of 560.0 million Baht by issuing additional ordinary shares of no more than 170.0 million shares with a par value of 1.0 Baht per share to initial public offering (IPO), including related persons, directors, executives, or employees of the Company • Acquired 99.99% of Indoguna (Thailand) Company Limited, a leading importer and distributor of fresh food, frozen food, meat, and seafood in Thailand.
2023	<ul style="list-style-type: none"> • The Company was listed on the Stock Exchange of Thailand under the securities abbreviation “KCG” on August 3, 2023, in the agriculture and food industry groups, food and beverage business category, offering 155 million newly issued ordinary shares at a par value of 8.5 Baht per share, totaling 1,317.50 million Baht. The total value of securities at the IPO was 4,632.50 million Baht. • The company has expanded the production capacity of its cheese factory (Individual Wrapped Processed Cheese Slices), increasing the capacity from 2,106 tons per year to 4,212 tons per year.
2024	<p>On April 24, 2024, the 2024 Annual General Meeting of Shareholders passed the following significant resolutions:</p> <ul style="list-style-type: none"> • Approved the reduction of the Company’s registered capital by canceling unsold shares. The registered capital was reduced from 560,000,000 Baht to 545,000,000 Baht through the cancellation of 15,000,000 unallocated shares, aligning the registered capital with the paid-up capital. • Approved the amendment of the Company’s Memorandum of Association, Section 4 (Registered Capital), to reflect the reduction in registered capital. • KCG Logistics Park has been successfully completed and fully operational since August 29, 2024.

Major Developments

1958

Kim Chua Trading Limited Partnership

Kim Chua Trading Limited Partnership was registered as a juristic restriction person on December 18, 1958, to import and distribute world-class ready-to-eat products from abroad. This marked the start of the Company's dominant Western food business empire. The Company began its business operation by importing dairy products, particularly butter and cheese, from Australia and New Zealand.



1985

Imperial General Foods Industry Company Limited



- Established a second factory in Bang Phli, Samut Prakan ("Bang Phli Factory") under the name of Imperial General Foods Industry Company Limited, (which was later changed to KCG Corporation Company Limited in 2013).
- Produced biscuits which included cookies, crackers, and wafer products.



1972

United Dairy Foods Company Limited

- Received production and distribution permits to produce and use the "Allowrie" trademark in Thailand and nearby regions.
- The Company established its first factory to produce butter on the Bangna-Trad Road under the name of United Dairy Foods Company Limited (or UDF).
- Introduced Thailand's first Danish-style cookie product under the "Imperial" brand, and then expanded the product line to include butter, cheese, fruit jam, ready-made jelly, flour, and bakery ingredients. The Company imported cheese and processed it into processed cheese slices, which were extremely popular.



2023

listed on the Stock Exchange of Thailand



- The Company was listed on the Stock Exchange of Thailand under the securities abbreviation "KCG" on August 3, 2023 in the agricultural and food industry groups, food and beverage business category.
- Offered 155 million additional ordinary shares at a par value of 8.5 Baht per share, accounting for 1,317.50 million Baht and the value of securities at the IPO was 4,632.50 million Baht.

2022

Convert to a public limited company

- Acquired 99.99% of Indoguna (Thailand) Company Limited, a leading importer and distributor of fresh food, frozen food, meat, and seafood in Thailand.
- Convert from a limited company to a public limited company and change its name to **KCG Corporation Public Company Limited**.



2021

Increased its registered capital

- Increased its registered capital from 330.0 million Baht to 390.0 million Baht, consisting of 390,000 paid-up shares with a par value of 1,000.0 Baht per share. The additional ordinary shares were offered to existing shareholders to support business growth and expansion.

2024

KCG Logistics Park

- KCG Logistics Park has been successfully completed and fully operational since August 29, 2024



- Established Imperial Specialty Foods Company Limited (ISF) to produce and distribute concentrated fruit juice under the trademark "SUNQUICK" and received a production permit from a manufacturer in Denmark.

1996-1997

distribution centers

- Built distribution centers in Chiang Mai and Khon Kaen to support business expansion in the north and northeast regions and manage efficient transportation.
- In 1997, products such as cookies, crackers, and wafers were exported under the brand "Imperial".



1988

Imperial Specialty Foods Company Limited



2007-2008

IBAF

- Established Imperial Bakery Equipment Company Limited (or IBE) to expand the importation and distribution of bakery equipment business.
- Established a culinary school, "IBAF," to offer cooking and bakery courses certified by the Ministry of Education.



2014

distribution center in Surat Thani

- Acquired assets used in business operations from United Dairy Foods Company Limited (UDF), Imperial Specialty Foods Company Limited, and Imperial Bakery Equipment Company Limited (IBE) to restructure the business operations of the corporate group and consolidate business operations related to the production and distribution of food and bakery products under the Company's operations.



2013

- The Company changed its name from Imperial General Foods Industry Company Limited to KCG Company Corporation Limited.



2012

Established United Dairy Foods Company Limited



- Built a distribution center in Surat Thani to support business expansion in the southern region.



- Established the Theparak factory and distribution center in Samut Prakan under the name of United Dairy Foods Company Limited (UDF) to expand production capacity for butter, cheese, and margarine products.
- Established KCG Excellence Center in the Theparak factory area. It is considered to be one of the most modern food innovation centers in the country in order to conduct a study, research, and develop new products. Innovation is used to drive the business toward modernity, progress, and cost savings.

1.1.3 Utilization of raised funds

Details of the use of funds

As KCG Corporation Public Company Limited conducted its Initial Public Offering (IPO) on August 3, 2023, offering 155,000,000 additional common shares to the general public at a price of 8.50 baht per share, the Company raised a total of 1,276.8 million baht after deducting expenses related to the securities offering. The proceeds from the sale of these additional common shares were utilized by the Company up to December 31, 2024, as follows:

Purpose of Using the Fund	Net Amount Received (million baht)	Amount Spent as of December 31, 2024 (million baht)	Remaining Amount as of December 31, 2024 (million baht)
1. Invest in the construction and development of the KCG Logistics Park distribution center	297.0	297.0	-
2. Invest in machinery to expand production capacity and improve space to increase efficiency and production quality	47.0	47.0	-
3. Repay loans from 2 financial institutions, one of which has a relationship with a financial advisor, namely Bangkok Bank Public Company Limited. The 548 million baht loan includes investments that the Company borrowed for item 1 (53.0 million baht) and item 2 (262.0 million baht).	548.0	548.0	-
4. Use as working capital and investment in the Company's business operations.	384.8	384.8	-
Total	1,276.8	1,276.8	-

1.1.4 Company Commitments in the Securities Offering Registration and Ongoing Compliance with Obligations

- None -

1.1.5 General Information of the Company

Company name	KCG Corporation Public Company Limited
Securities abbreviation	KCG
Head Office Location	3059-3059/1-3 Sukhumvit Road, Bang Chak, Phra Khanong, Bangkok 10260
Business Type	Manufacture and distribute consumer products, mainly Western food products. There are 3 primary product groups: dairy products, food and bakery ingredients, and biscuits.
Company Registration Number	0107565000735
Telephone Number	02-332-8040-9
Fax Number	02-331-6891
Website	www.kcgcorporation.com
Email	info@kgcorporation.com
Registered capital	545,000,000 common shares. A par value of 1 baht per share, totaling 545,000,000 baht
Paid-up Capital	545,000,000 common shares. A par value of 1 baht per share, totaling 545,000,000 baht
Branch Location	<p>9 branches</p> <p>Factory</p> <ol style="list-style-type: none"> 79 Moo 11, Soi Thanasit, Theparak Road, Bang Pla, Bang Phli, Samut Prakan 10540 228 Moo 11, Theparak Road, Bang Phli Yai, Bang Phli, Samut Prakan 10540 <p>Warehouse and Other Branches</p> <ol style="list-style-type: none"> 2312-2314 Sukhumvit Road, Phra Khanong Tai, Phra Khanong, Bangkok 10260 113 Soi Bangna-Trad 3, Bangna Nuea, Bangna, Bangkok 10260 255,255/1 Soi Bangna-Trad 3, Bangna Nuea, Bangna, Bangkok 10260 175/4 Moo 5, Nong Han, San Sai, Chiang Mai 50290 401 Moo 1, Maliwan Road, Ban Ped, Mueang Khon Kaen, Khon Kaen 40000 58, Moo 8, Ban Na Luek Village, Khlong Sai, Tha Chang, Surat Thani 84150 79/1 Moo 11, Soi Thanasit, Theparak Road, Bang Pla, Bang Phli, Samut Prakan 10540

1.2 Nature of Business

KCG Corporation Public Company Limited (KCG) operates a manufacturing and distribution business specializing in dairy products such as butter and cheese under its well-known brands, Imperial and Allowrie. The Company also produces and distributes biscuits, Food and bakery ingredients, and Western food products sourced from around the world. As an industry leader, KCG has extensive experience in managing the entire supply chain from upstream to downstream, from research and development for product formulation, procurement of raw materials and products, production, and distribution, to storage and delivery of products to both domestic and international markets. In addition to its manufacturing capabilities, KCG imports foods leading international brands for distribution in Thailand.

Currently, the Company operates two production facilities located in Samut Prakan Province: the Thepharak Factory and the Bang Phli Factory. KCG has distribution centers in each region, including KCG Logistics Park, a distribution center and warehouse located at the Bang Phli Factory in Samut Prakan, and three distribution centers situated in Chiang Mai, Khon Kaen, and Surat Thani provinces.

1.2.1 Revenue Structure

The Group's revenue in 2024, approximately 99.4% of the total revenue, was primarily generated from sales revenue. The revenue is divided into 3 categories: (1) Sales revenue from dairy products accounted for 57.2% of total revenue, (2) Sales revenue from food and bakery ingredients accounted for 28.1% of total revenue, and (3) Sales revenue from biscuits accounted for 14.1% of total revenue.

The Group distributes its products through 3 main channels: Business to Customer channel (B2C), Business to Business channel (B2B), and the export channel. For 2024, the Company's sales revenue through B2C, B2B, and export channels accounted for 54.7%, 40.4%, and 4.2% of sales revenue, respectively.

The Group's main revenue structure is classified by business segment for the fiscal year ending December 31, 2022, 2023, and 2024 which can be summarized as follows:

Product Type	December 31, 2024		December 31, 2023		December 31, 2022	
	Million Baht	%	Million Baht	%	Million Baht	%
Sales Revenue						
• Dairy products	4,456.9	57.2%	4,088.5	56.7%	3,555.0	57.0%
• Food and Bakery Ingredients	2,187.3	28.1%	2,059.2	28.6%	1,787.3	28.7%
• Biscuits	1,099.2	14.1%	1,009.3	14.0%	814.7	13.1%
Total Sales Revenue	7,743.4	99.4%	7,157.0	99.3%	6,156.9	98.8%
Other Revenue	46.9	0.6%	47.7	0.7%	75.8	1.2%
• Operating Revenue	22.2	0.3%	12.6	0.2%	41.9	0.7%
• Non-Operating Revenue	24.7	0.3%	35.1	0.5%	33.9	0.5%
Total revenue	7,790.3	100.0%	7,204.7	100.0%	6,232.7	100.0%

note

Other revenue consists of operational income (including foreign exchange gains) and non-operational income (such as interest income, asset sales revenue, dividend income, etc.)

Sales Revenue Structure by Domestic and International Distribution Channel

Product Type	December 31, 2024		December 31, 2023		December 31, 2022	
	Million Baht	%	Million Baht	%	Million Baht	%
Total Revenue	7,790.3	100.0%	7,204.7	100.0%	6,232.7	100.0%
Sales Revenue- Domestic	7,415.2	95.2%	6,831.2	94.8%	5,881.1	94.4%
• B2B	3,150.5	40.4%	2,894.4	40.2%	2,534.1	40.7%
• B2C	4,264.7	54.7%	3,936.9	54.6%	3,347.0	53.7%
Sales Revenue - Export	328.2	4.2%	325.7	4.5%	275.8	4.4%
• Japan	96.0	1.2%	93.6	1.3%	79.5	1.3%
• Vietnam	74.9	1.0%	61.9	0.9%	50.1	0.8%
• South Korea	35.0	0.4%	24.7	0.3%	16.5	0.3%
• Other	122.3	1.6%	145.5	2.0%	129.7	2.1%
Other Revenue	46.89	0.6%	47.74	0.7%	75.78	1.2%

1.2.2 Product and Service Characteristics

The Company's products are categorized into 3 main product groups:

1. Dairy Products
2. Food and Bakery Ingredients
3. Biscuits

1. Dairy Products

Dairy products in the butter and cheese product group were manufactured and distributed under the brands "Allowrie", "Imperial", and "Dairygold". Other processed milk products are butter and cheese, ready-to-drink milk, whipping cream, yogurt, etc. The Company also imports high-quality products from overseas to meet the various needs of consumers.

Dairy products are categorized into 3 main groups: butter, cheese, and other processed milk products.

1. **Butter** can be categorized into 2 groups according to the ingredients of raw materials:

- **Pure Butter** contains more than 80% milk fat.
- **Butter Blend** is a blend of milk fat and vegetable oil in the same proportions as butter products. The main raw materials for producing butter include milk fat, palm oil, or other types of vegetable oils such as soybean oil, coconut oil, sunflower oil, rice bran oil, coloring, and flavoring agents to meet a variety of consumer needs and add nutritional benefits to the product.

2. **Cheese** can be categorized into 2 groups according to the production process

- **Natural Cheese:** The Company imports ready-made cheese from Australia and New Zealand and modifies its shape, such as scraping it into strips or grinding it into coarse powder.
- **Processed Cheese** is manufactured by melting ready-made cheese and mixing it with additional components such as flavoring additives, coloring, and flavoring agents to create the form required by customers and the market.

3. **Processed Milk** Products consist of ready-to-drink milk, whipping cream, cream cheese, and yogurt.



Allowrie

- Dairy Products, High-quality dairy products at a reasonable price for target consumers seeking high-quality products as well as top entrepreneurs in the bakery, hotel, restaurant, and exporting industries. The “Allowrie” trademark was registered in Thailand, Myanmar, Indonesia, Cambodia, Philippines, Laos, Singapore, Brunei, Vietnam, and Malaysia (information as of December 31, 2024).

Imperial

- High-quality dairy products for target consumers seeking premium products, as well as top entrepreneurs in the bakery, hotel, restaurant, and export industries.



Dairy Gold

- High-quality dairy products that emphasize innovation beyond just “butter and cheese,” incorporating various vegetable fats and other ingredients to meet the needs of consumers and entrepreneurs seeking products at reasonable prices.
- The target customers include young consumers, students, and teenagers, as well as top entrepreneurs in the bakery, hotel, restaurant, and exporting industries.

2. Food and Bakery Ingredients include food products and Non-dairy products such as food ingredients, ready-to-eat products, frozen food products, bakery products such as cake flour, mixed flour, yeast, bread fillings of various flavors, syrup, honey, baking powder, and various food quality enhancers, as well as concentrated fruit juice products.

Food and bakery ingredient products are manufactured and distributed with international quality standards under the brands “Imperial”, “Sunquick”, and “Bake Master” “Premio”. The Company imports quality products from overseas to meet the various needs of consumers. This added value to the Company’s internal departments related to supply chain management. **Non-dairy products in the food and bakery ingredient category** are divided into 3 groups:

1. **Food** consists of food ingredients, ready-to-eat, frozen foods, meat, and seafood products.
2. **Bakery Ingredients** consist of mixed flour for cooking and baking such as bread, pancakes, cake and mix powder, tempura flour, etc. There are different flavors of fillings customers need, such as eclairs, milk-flavored fillings, and corn-flavored fillings. Toppings and various flavors of fruit jam, as well as instant gelatin powder. Bakery ingredients in vegetable fats are margarine and shortened butter. Yeast, baking powder, and various food quality additives.
3. **Concentrated Fruit Juice Products** - There are a variety of flavors, including orange, mandarin orange, black currant, red berry, and mixed fruit.



Imperial

- The Company’s major brand is Imperial which distributes food and bakery ingredients. It is also a high-quality product with a wide range of options that is well worth the price for bakery lovers.
- The target group is consumers who desire excellent products and top entrepreneurs in the bakery, hotel, restaurant and exporting industries.



Sunquick

- First launched in 1988, the Company received a production permit for concentrated fruit juice from a manufacturer in Denmark and gained knowledge of manufacturing technology from the Grantor. All raw materials for manufacturing concentrated orange juice are from Denmark.
- The target group is consumers of all ages who desire quality products, including top entrepreneurs in the bakery, hotel, restaurant, and exporting industries.



Bake Master

- Premium-quality food and bakery products, which offer appealing robust flavors to Thai people with a variety of products, such as chocolate chips, ready-crushed cookies, and frozen dough products, which are popular among bakers.
- The target group is consumers who desire products that meet standards as well as general entrepreneurs in the bakery and hotel industries.



“Premio”

Ready-made products with a selection of high-quality raw materials, offering an excellent taste. The range includes frozen croissants and frozen pies, made with premium butter that is carefully rolled to create a fragrant, crispy, and delicious texture. It also features egg tart filling with a soft and smooth taste, perfect for those who enjoy egg tarts.

3. **Biscuits** include cookies, crackers, and wafers. The Company is a manufacturer and distributor of biscuit products under the brands “Imperial”, “Rosy”, “Cookie’s Choice”, “Violet”, and Baker’s Choice. The product was distributed domestically and internationally, especially in Asian countries such as Japan and South Korea.

Biscuits or crispy bread generally consist of 3 product groups:

1. **Cookies:** Baked goods made with wheat flour, eggs, butter, and sugar, crafted into small, round pieces. They are baked to a crispy texture with a rich buttery aroma. Varieties include classic cookies mixed with chocolate chips, Danish cookies, cookies topped with jam, and sandwich cookies filled with cream in a range of flavors.
2. **Crackers:** flat, crispy, and firm with layered pastry made from wheat flour, fat, sugar, and salt. There are several shapes of snacks, circular or square shapes with or without filling, and may have additional ingredients sprinkled on top.
3. **Wafer:** thin, light, and crisp biscuit. Most wafers are made of two or three layers of sheet biscuit and filled with cream or cream filling in a variety of flavors. Wafers are typically decorated with a waffle design which may or may not include the manufacturer’s symbol.

Imperial

- Cookies, crackers, and wafers were first launched in 1979 under the name Imperial Cookies (red tin box), Danish style. The standard quality is equivalent to cookies produced in Denmark. It is a popular product loved by people of all ages. A premium-quality line, named Gold Selection, has been launched, made with imported raw materials to ensure international standards of quality.
- The target group is consumers of all ages, including children, teenagers, adults, and families.



The advertisement features a festive Christmas scene. A woman and a young girl are standing next to a large, decorated Christmas tree made of stacked Imperial biscuit tins. The girl is placing a tin on top of the tree. The woman is holding a tin and smiling. The background is a cozy living room with a sofa and a fireplace. The Imperial logo is prominently displayed at the top left. The text in Thai reads: "ความสูง ที่มีรสชาติ ของขวัญแห่ง ช่วงเวลาพิเศษ" (Height with taste, a special gift for special times). At the bottom, it says: "บัตรเตอร์คุกกี้ สโตร์สเดนมาร์ค" (Cookie Torte, Denmark Store), "ต้นตำรับความอร่อย" (Original recipe for deliciousness), and "ที่การันตีด้วยยอดขายอันดับ 1" (Guaranteed by 1st sales volume).



Rosy

- Crackers with a perfect combination of flour and butter with crispness and flavor for a variety of delightful tastes, whether crackers with or without cream. They are available in convenience stores and major department stores in Thailand.
- The target group is consumers of all ages, including children, teenagers, adults, and the elderly.

Cookie Choice

- Special recipe cookies that combine butter and rich chocolate chips to create a delightful flavor. It can be baked with other ingredients, such as cashew nuts or malt. It is available in convenience stores and vending machines.
- The target group is consumers of all ages, including children, teenagers, adults, and the elderly.



Violet

- Crackers, and wafers at affordable prices with quality that caters to the needs of general customers.
- The target group is consumers of all ages, including children, teenagers, adults, the elderly, and business customers, whether wholesale or retail.

Baker's Choice

- Crackers are designed for customers who care about health, nutritious, guilt-free snacks with zero sugar, rich in calcium and iron. Perfect when paired with hot tea or coffee, these crackers are uplifting for the mind and beneficial for the body. A wholesome snack that health-conscious consumers can trust.



Main Brands Manufactured and Distributed by the Company

Brand	Product	Target Group
<p>Allowrie</p> 	High-quality dairy products at a reasonable price.	Consumers seeking quality products as well as leading entrepreneurs in the bakery industry, hotel and restaurant businesses, and export markets.
<p>Imperial</p> 	High-quality dairy products, biscuits, and food & bakery ingredients, at a reasonable price.	Consumers looking for standard products, general entrepreneurs in the bakery industry, hotel and restaurant businesses, and export markets.
<p>Dairygold</p> 	High-quality dairy products designed for versatile consumption.	Consumers seeking quality products, leading entrepreneurs in the bakery industry, hotel and restaurant businesses, and export markets.
<p>Rosy</p> 	Biscuits: Crackers.	Consumers of all ages (children, teenagers, working adults, and the elderly), general entrepreneurs in the food industry, hotel and restaurant businesses, and export markets.
<p>Violet</p> 	Biscuits: Crackers & Wafer	Consumers seeking standard products and export markets.
<p>Sunquick</p> 	Concentrated fruit juice that is convenient and cost-effective.	Consumers looking for quality products, leading entrepreneurs in the bakery, hotel, and restaurant industries, household consumers, and export markets.
<p>BakeMaster</p> 	Food and bakery ingredients	Consumers seeking standard products, general entrepreneurs in the bakery industry, hotel and restaurant businesses, and export markets.
<p>Premio</p> 	High-quality bakery ingredients for frozen bakery business.	Consumers seeking quality products, leading entrepreneurs in the bakery, hotel, and restaurant industries, household consumers, and export markets.
<p>Variety</p> 	Carrageenan jelly desserts in different flavors.	Children and family consumers looking for affordable products.

Main Brands Distributed by the Company Through Imported Products

Brand	Product	Target Group
Le Gall 	High-quality dairy products imported from France.	Consumers seeking quality products and leading entrepreneurs in the bakery industry, as well as hotel and restaurant businesses.
Bruggeman 	High-quality yeast products for a variety of bakery menus, produced in Belgium.	Consumers looking for quality products, leading entrepreneurs in the bakery, hotel, and restaurant industries, household consumers, and export markets.
Van Houten Professional 	Premium chocolate products from a pioneering cocoa brand with over 196 years of history, originating from the Netherlands.	Consumers seeking quality products, leading entrepreneurs in the bakery, hotel, and restaurant industries, as well as household consumers.

Distribution Channels and Target Customer Groups

The Company distributes its products through 3 main channels: (1) Business to Customer Channel (B2C), which consists of modern trade, general trade, and online channels, (2) Business to Business Channel (B2B), distributing products to business operators in the food industry and food service providers, and (3) export channels.

1. Business to Customer Channel (B2C)

- Modern Trade Channels include cash and carry distribution centers, supermarkets, hypermarkets, and convenience stores nationwide.
- General Trade Channels include traditional retail stores such as showrooms or wholesale stores (both with or without a storefront) nationwide and local supermarkets. This includes bakery ingredient shops.
- Online Channels such as the websites “KCGOnlineShop.com”, “KCG Line Official Account”, and various online market platforms such as Shopee Lazada Freshket and Tik Tok.

2. Business to Business Channel (B2B)

- The Company distributes products to food business operators including bakery manufacturers, beverage manufacturers, and other industrial factory operators.
- Food service provider channels include hotels, resorts, or service apartment operators, food, bakery, and beverage shops, whether standalone or chains in both domestic and international markets as well as a catering business or food and beverage delivery services to various places, such as the airline's central kitchen, international schools etc.

3. Export Channels

The Company's export channels include product distribution to international dealers. The dealers sell the product directly to consumers in their countries. ASEAN dealers include Myanmar, Cambodia, Laos, Vietnam, Malaysia, Philippines, and Singapore. The Company exported products to other countries in addition to the ASEAN region, which were Taiwan, Hong Kong, South Korea, China, Japan, Mongolia, India, etc.

1.2.3 Innovation Development

The Company aims to foster an innovation culture and the integration of technology throughout the organization, positioning innovation management as a core strategy. To support this goal, the Company has established an Innovation Working Team, overseen by a committee responsible for ensuring efficient innovation management and alignment with organizational objectives. The Company's innovation efforts span across product innovation, process innovation, service innovation, and business model innovation.

The Company has established a mechanism to drive corporate innovation across all employee levels through effective communication, training programs, process improvement projects, and innovative performance. The KCG Innovation Contest has been held annually since 2016. This platform empowers employees from all departments to present their creativity and innovation projects directly to executives. The contest fosters an innovation culture and maximizes business benefits for the organization in regard to the creation of new products, new processes, new services, and new business models. These innovations not only enhance operational efficiency but also contribute to generating additional economic value for the organization.



KCG Innovation Contest 2024 showcased exemplary projects that delivered tangible economic value while promoting sustainability. These cross-function projects are as follows:

1. Process Innovation: Machinery Enhancement Project for Butter Production:

A collaborative effort between the production department, engineering department, quality and control department including research development and innovation department led to improvements in machinery efficiency, significantly increasing the opportunity to boost sales of butter and margarine products while also reducing the cost per unit of production by over 5.7 million baht in year 2024.

2. Business Model Creator – Festive Return Hamper 2024 Project

This project introduced hampers made from 100% biodegradable materials, aiming to reduce waste from traditional rattan baskets and minimize environmental impact. This was a collaborative effort between the purchasing department, research development, and innovation department, along with packaging suppliers. The project successfully reduced carbon dioxide emissions, while also lowering energy, water, and fuel consumption.

3. Product Innovation – Imperial Edible Cookie Cups Project

The Imperial Edible Cookie Cup was created from cookie scraps, such as broken or irregularly shaped cookies. This innovation transformed these scraps into a new product such as an edible cup. The project helps reduce food waste and lowers carbon dioxide emissions, contributing to a more sustainable environment and generating revenue from non-standard products.



The Company places great emphasis on research, product development, and innovation in order to provide products that meet customer needs, create value, and provide a positive customer experience. This focus ensures that KCG continues to strengthen its advantages, foster differentiation, and maintain its food industry leadership.

The Research Development and Innovation Department is responsible for developing new products to meet changing customer behaviors and consumer needs while improving product quality. The department focuses on developing new products that cater to specific market segments, such as modern teenage customers, and creating healthy options by incorporating nutritional labels to help consumers make better health decisions.

These projects are driven through the KCG Excellence Center, established in 2012 as a hub for ongoing, modern research and development. The center focuses on creating high-quality, innovative products tailored to market demands, and continuously developing new menus to meet customer expectations.

In addition to the in-house Research, Development, and Innovation team and skilled food scientists, the Company works with experts in the dairy product sector to provide guidance on research and new product development. This collaborative approach ensures that products can be successfully scaled for production, meet quality standards, and comply with both domestic and international food regulations.

Equipped with scientific and technological tools, the KCG Excellence Center supports product development or collaborative products for customer demands, especially for the B2B customer segment, enabling the creation of tailored menus and distinctive product identities. The Company is committed to being a trusted partner, offering innovative services, competitive products, and high-quality solutions at reasonable prices.

The Company's research development and innovation are established to meet customer demands, which can be classified as follows:

- 1) New Product Development (NPD) focuses on inventing and creating new products to meet the needs of customers and consumers, supporting the Company's business growth. This includes improving existing products to enhance their characteristics and quality to better meet customer needs, as well as developing new products that align with popular market trends or changes in consumer behavior, such as new flavor trends for unique dining experiences, healthy food trends, convenience-focused products, or other innovative products.
- 2) Developing new menus for B2B customers on a continuous basis, presented as a Solution Provider by collaboratively developing new products with business customers (B2B) and delivering them as final products tailored to each customer. This approach highlights the uniqueness of customer products to meet their specific needs, offering comprehensive services that cover both products and support. The Company leverages its experience and expertise in the food business to co-create new products or value-added products.
- 3) Research services and collaborative product development with suppliers, focusing on testing product production in trial sizes, usage testing, and sensory acceptance testing throughout the research and development process. This ensures that new products meet customer needs and expectations before scaling up production to the industrial level.
- 4) Research and open innovation development focuses on promoting sustainable innovation throughout the supply chain. The Company emphasizes collaboration with the government sector, private sector, and universities to conduct collaborative research and development to extend research outcomes into products that create economic and social value-added.

Highlight Product



Innovative Thai Taste Cheese: The first Thai Taste cheese series under the “DAIRYGOLD” brand, DairyGold Thai Taste Cheese Slices, features a unique fusion of Thai flavors and cheese. This product has an exciting twist with green curry and tom yum goong flavors, made with real cheese for a rich and mellow taste. It offers a unique culinary experience by expertly combining Western-style cheese with iconic Thai flavors.

Innovative Health Products: Baker’s Choice cracker products are sugar-free and enriched with calcium and iron. Allowrie Smart Kids Cheese, a cheese slice product under the “Allowrie” brand, is fortified with calcium, DHA, and Omega 3,6,9 and is specifically designed to boost children’s nutritional intake. The “Imperial” brand introduces a variety of Plant-Based products such as imperial Vegan Cheddar Style Slices and versatile plant-based spreads including Imperial Sunflower Spread, made from sunflower seeds and extra virgin olive oil, which helps reduce heart disease risks and lower blood pressure while providing Omega 3,6,9. For keto consumers, the Company offers butter mixed with MCT oil from cold-pressed coconut oil, providing immediate energy without fat accumulation. Furthermore, less sweet fruit spreads with more fruit pulp provide a healthier but delicious option for health-conscious consumers.



Innovative Dairy Snack: The Company has developed and expanded products in the Dairy line in the form of snacks. Following the release of the “Dairy Gold Cheese Udon” product, ready-to-eat cheese products have continued to be introduced, adding vibrancy through product packaging designed with world-class character licenses. In response to Thailand’s growing trend of consuming cheese snacks as meal replacements, the Company has expanded from leading cheese production into snack products such as “Dairy Gold Yakishizu,” a new type of heat-resistant cheese suitable for grilling, baking, and frying across various menus, catering to today’s teen eating habits. Following the previous launch of two-slice cheddar cheese, the product line now includes sliced mozzarella cheese, which improves the experience of eating cheese as a snack or combining it with various dishes. This is in response to changing consumer behaviors that emphasize culinary creativity and self-expression, which are frequently displayed on social media.

Furthermore, to reinforce our leadership in presenting product flavors for consumer enjoyment, the Company received the Superior Taste Awards, an internationally recognized symbol of taste excellence, from the International Taste Institute in Brussels, Belgium, which organizes global food product taste competitions. Over 200 professional chefs and food experts from around the world serve as judges in the evaluation process. In 2024, the Company received a 3-star Superior Taste Award for Rosy Cracker product and a 2-star award for Imperial Danish Style Butter Cookies. This success follows the Company's 2023 recognition after receiving a 2-star rating for Allowrie Real Butter and Allowrie MCT Butter mixed with Coconut Oil as well as a 1-star rating for Allowrie Sliced Cheese products.



Research and Development Policy and Process

The Company recognizes the importance of developing new products and services while also driving innovation through continuous research and development. With the goal of providing customers with value and exceptional experiences, the Company focuses on enhancing its strengths in order to differentiate itself and maintain a competitive advantage, ensuring KCG's position as a food product leader, ensuring KCG's position as leader in food product. The KCG Excellence Center was established in 2012 to conduct product research and development. The center is staffed by a team of experts and food scientists, as well as a dedicated Research Development and Innovation team to conduct research and development on a continuous basis to better understand customer needs and develop innovative solutions. The KCG Excellence Center is crucial in developing or co-developing products tailored to consumers, constantly creating new menus for B2B clients, and instilling confidence in customer products by establishing a distinct identity for each client. The Company remains committed to being a trusted partner, offering innovative services, competitive products, and high-quality solutions at reasonable prices.

Types of Research and Development of Products and Services

NPD: Innovation/ Health/ Convenience: New products focusing on innovation, health, and convenience are being developed to meet the needs of both customers and end users. This contributes to the Company's sales and may include improving existing products or developing entirely new ones.

Solution Provider: The Company develops new products in collaboration with B2B customers based on their specific needs. It provides comprehensive product and support services, leveraging the Company's food industry experience and expertise. Some co-created new or value-added products have already been launched and are available in the market.

Open Innovation: The Company combines efforts with brands or organizations to create new products, fostering collaboration to bring innovative products to market, and provides trial production services for products in trial sizes, including usage testing and sensory acceptance testing throughout the development process. This continues until the product meets customer needs before expanding to industrial-level production.

Highlight Product

Innovative Thai Taste Cheese: The first Thai taste cheese series under the “DAIRYGOLD” brand, Dairygold Thai Taste Cheese Slices, features a unique fusion of Thai flavors and cheese. This product has an exciting twist with green curry and tom yum goong flavors, made with real cheese for a rich and mellow taste. It offers a unique culinary experience by expertly combining Western-style cheese with iconic Thai flavors.

Innovative Dairy Snack: For the first time in Thailand, KCG developed a dairy product in the form of a ready-to-eat snack. The product features vibrant packaging designed with world-class character licenses, aligning with the growing trend of consuming cheese snacks as meal replacements in Thailand. Expanding from its leadership in cheese production, KCG expanded its leadership in cheese production by introducing snack products such as “Dairy Gold Cheese Udon”.

Innovative health products: include KETO products and plant-based cheese under the “Imperial” brand. Imperial offers a range of innovative health products, including Imperial Vegan Cheddar Style Slices. Imperial Plant Sterol Spread: A versatile, plant-based protein spread designed to lower cholesterol, ideal for various cooking methods such as frying, stir-frying, and grilling. Imperial Sunflower Spread is a spread made with sunflower seeds and pure olive oil. Imperial Rice Bran with Canola Spread: A spread made with canola oil and rice bran oil that aims to reduce the risk of heart disease and blood pressure.

Research and Development Expenses in the Past 3 Years

The Company incurs research and development expenses, which include costs for the Research Development and Innovation department, product development, and innovation projects that promote organizational innovation, such as the KCG Innovation Contest and other similar activities.

	2024	2023	2022
Research and Development Expenses (R&D) (baht)	37,924,330.20	39,557,734.78	47,738,672.91

1.2.4 Investment benefits

- None -

1.2.5 Marketing and Competition

KCG Corporation distributes consumer products under its original brand manufacturer, tailored to specific customer segments. For the fiscal year ending December 31, 2024, revenue from original brand manufacturing and distribution accounted for 74.6 % of the total sales revenue. The revenue from the distribution of export products contributed 25.4 % of total sales revenue.

Industry Analysis and Trends

- Continuous growth driven by the tourism, restaurant, beverage, and bakery sectors**

The butter, cheese, and food & bakery ingredients market continues to expand, driven by the growth of the tourism sector. The expansion of tourism, which plays a significant role in Thailand’s economy, along with the steady growth of the restaurant and beverage industry (including bakeries and ice cream shops), shifting consumer values and preferences, rising income levels, increasing tourist arrivals, and the recovery of the food service sector, are all key factors contributing to this growth. According to data from Statista, the butter and cheese market in Thailand is valued at USD 79.33 million and USD 117.00 million in 2024, respectively. The market is projected to grow at a compound annual growth rate (CAGR) of 3.50% and 5.40% from 2024 to 2029. A key growth factor is the tourism sector, driven by both Thai and foreign travelers, particularly gastronomy

tourism, which has gained increasing popularity among Thais and tourists. Thailand has over 482 restaurants listed in the Michelin Guide, further enhancing its appeal as a food destination alongside other tourist attractions. Furthermore, the restaurant and beverage industry is expected to continue growing at 4.6% in 2025, reaching a total market value of 657 billion baht, driven by the expansion of branches into regional markets. According to Thailand's Ministry of Tourism and Sports, food and beverage expenditures rank as the second-largest category of total tourist spending.

The cheese market has shown significant growth over time, with increasing popularity among domestic consumers, moving beyond its previous reliance on consumption by foreigners and tourists. As a result, market competitors have adapted by modifying product formats and packaging for greater convenience and introducing new flavors to attract new-generation consumers who enjoy a diverse range of foods, including complex dishes, fusion cuisine, and beverages.

Additionally, recipes and drinks incorporating cheese as an ingredient are being developed by renowned restaurants. This widespread trend has further expanded cheese consumption, attracting a broader audience beyond just the new generation. Furthermore, the expansion of urbanization is a key driver of increasing cheese demand in the food service sector. The Western trend of cheeseboards paired with wine has also gained greater popularity.

The bakery business is expected to grow by 3.2% in 2025, driven by branch expansions, new store openings, the entry of foreign franchises, and the introduction of new menus from abroad. These factors contribute to the increased use of dairy products as key ingredients, further stimulating demand for bakery and beverage consumption.

Consumers perceive bakery products as a convenient source of energy that responds to modern lifestyles. There is also a growing interest in freshly baked goods, such as croissants and pastries, which are widely available in bakeries. In addition to the recovery of Thailand's tourism industry, the rising number of foreign tourists already familiar with these products further supports market expansion.

Business operators plan to expand branches within existing food and beverage brands, alongside the launch of new food and beverage brands targeting all market segments. Additionally, department stores and newly developed office buildings are also key factors driving the growth of restaurant establishments.

As a result, the beverage business (including bakeries and

ice cream shops) is projected to reach a market value of 85.32 billion baht in 2025, reflecting a 3.2% growth from 2024, according to data from the Kasikorn Research Center. Due to the above factors, the Company's sales of butter, cheese, and food & bakery ingredient products have also continued to grow steadily.

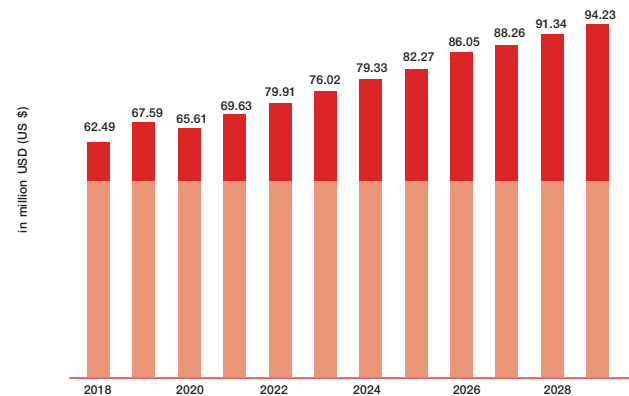


Figure 1: The sales value of the butter market in Thailand (Source: Statista)

• Megatrends and Changing Consumer Preferences

Although global economic growth may not be very high, there is consistent and broad-based growth, expanding its market by distributing products globally. Operators are actively developing product innovations to promote and expand the market, including the launch of lactose-free, high-protein, and probiotic-enriched products to appeal to a broader consumer base.

However, the industry faces growing challenges as consumers become more health-conscious. There is a rising preference for plant-based foods, which are perceived as healthier alternatives to animal-based products. This shift aligns with the growing demand for healthy and functional food trends, which have gained popularity. Due to advancements in health and nutrition science, consumers are increasingly seeking new dietary options that support overall well-being.

Thai consumer behavior has changed in line with global consumption trends. Consumers are increasingly focused on healthcare and nutritional value and are willing to spend more on healthier food options. This shift is expected to be a key driving factor of cheese and butter consumption growth in Thailand. Cheese is perceived as a high-protein food, a good alternative to meat, and a rich source of calcium, contributing to the rising demand for natural cheese among consumers seeking higher protein intake and vegetarians. Butter is generally viewed as a healthier alternative to margarine.

Moreover, the Company holds a strong competitive advantage in benefiting from these shifting trends because of its diverse product range, well-established brand. The Company's long-standing relationships with suppliers across all regions for more than 60 years further reinforce its market position.

With a wide variety of products and expertise in the food industry, the Company is able to adapt its strategy to align with market trends and changing consumer demands, enabling the Company to deliver products that effectively meet customer needs. The Company's strategy focuses on enhancing existing products while also developing and launching new, diverse, and innovative products.

The Company leverages its position as an industry leader, its strong brand reputation, and a high-potential research and development (R&D) department to develop, manufacture, and distribute products that cater to changing consumer preferences and tastes. This strategic approach strengthens the Company's competitiveness, drives business growth, enhances long-term stability, and helps maintain its market share.

- **Market trends for bakery ingredients in Thailand**

The bakery ingredient product group includes flour, bakery raw materials, yeast, chocolate, etc. The market conditions are as follows:

- **Yeast** - The demand in the bakery raw materials sector continues to rise, driven by the growing popularity of sourdough bread, croissants, and other baked goods. Yeast, in particular, remains a high-demand product, with most of it being imported due to the absence of domestic manufacturers. As a result, the yeast market in Thailand is highly competitive, especially among foreign suppliers from countries with low production costs, favorable import tax rates, or manufacturing plants located close to the Thai market, such as China and Vietnam.

The Company has implemented a policy to drive competitive advantages by sourcing production from countries closer to Thailand that offer duty-free import privileges. This includes China (for the Victoria brand) and Indonesia (for the Bruggeman brand), aimed at enhancing market competitiveness, providing excellent service, and ensuring high product quality for both existing and new customers. The Company remains committed to maintaining consistent quality and service throughout the entire supply chain, from

the upstream to the customer's hands.

- **The concentrated fruit juice beverage** market continues to grow, driven by the increasing number of beverage cafe operators and higher beverage consumption. However, the market faces intense competition from both premium products and low-priced fruit-flavored syrups that can substitute concentrated fruit juices. In 2024, consumers continue to seek new products and are becoming more health-conscious, leading to a preference for sugar-free or low-sugar options. This trend has prompted many manufacturers to develop and launch new products with low sugar formulas to attract consumers. A new flavor trend, such as Yuzu, has been introduced to offer more choices for both consumers and business operators, further intensifying market competition. The company has leveraged its diverse customer base across various industries and its long-standing reputation for the Sunquick brand, as well as the product's versatility in creating a variety of menus, including beverages, bakery ingredients, and desserts, to maintain strong sales opportunities.
- **Chocolate** remains a significant product with consistent demand from both manufacturers and consumers. It serves as a key ingredient in a wide range of consumer products and continues to be a popular flavor among Thai consumers. However, chocolate faces high price volatility due to its status as a major global economic crop. Climate changes, including global warming, have directly impacted cocoa production, leading to annual price increases for chocolate. In 2024, the Company became an official distributor of Van Houten Professional, a globally recognized brand specializing in cocoa powder and chocolate for the food and beverage industry. It is also a global leading brand for cocoa and chocolate industry.

- o **Frozen Bakery:** The frozen bakery market continues to experience steady growth and remains attractive from a marketing perspective. There are still opportunities to develop a wider range of innovative products, including the development of products that offer new solutions for businesses, such as reducing steps in bakery production or controlling costs. Nowadays, small and medium-sized businesses are looking for products that help lower costs, reduce labor, and save time to manage rising expenses from other products. However, the frozen bakery segment also faces competition from several major operators who have invested in machinery and equipment, along with their expertise and strong reputations in the bakery industry.

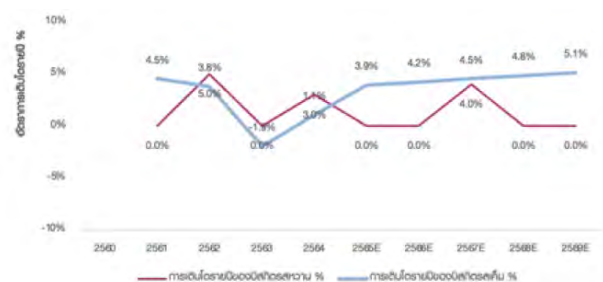
The Company is committed to exploring new product to attract customers while continuously developing innovative products to meet the changing market demands. The focus remains on using high-quality raw materials that are convenient to use and designed to simplify customers' processes. This approach aims to better align with the needs and behaviors of both operators and consumers in the market.

- o **Frozen food** In 2024, the consumption of french fries continued to rise, with import volumes increasing by 2% compared to 2023. This growth was driven by the recovery of the tourism industry and a rise in both domestic and international tourists, leading to higher market demand for french fries. Despite this, the prices of french fries from the United States, China, and India declined, following global market trends, intensifying market competition. However, the Company's strong customer service, reliable, on-time delivery, and product quality guarantees have helped maintain a stable customer base. The diverse product range, available year-round has further supported consistent order volumes, competition. To enhance profitability, the Company implemented a strategic plan to streamline imports and improve market positioning for products from the three countries. This approach has resulted in strong gross profits from this product category.

Market Trends for Biscuits in Thailand

- **The biscuit market is growing strongly, driven by rising revenues and demand for convenience.**

The global biscuit market was valued at USD 114,247.60 million in 2021 and is projected to reach USD 184,977.63 million by 2030, growing at a CAGR of 5.50% during the forecast period (2022–2030), due to higher income levels and the growing popularity of Western foods and snacks, such as cookies and crackers. Biscuits are a convenient and affordable snack, appealing to consumers with busy lifestyles who prefer ready-to-eat options. In Thailand, sweet biscuits dominate the market, accounting for 88% of the total biscuit market value (based on retail sales price) in 2021. The sweet biscuit segment is larger and more saturated compared to salty biscuits. As a result, the salty biscuit market is expected to grow at a CAGR of 4.7% during the forecast period, while sweet biscuits are projected to grow at a CAGR of 4.0%.



Source: Euromonitor Market Research Database (Packaged Food 2022 Edition), Estimation from research and trade interviews with industry stakeholders in Thailand.

Data from the Kasikorn Research Center indicates that the biscuit and cracker market in Thailand is expected to experience sales in 2025, reaching a value of over 18,750 million baht. This growth is driven by urbanization and an increase in on-the-go consumption, as more people seek quick snacks or meal replacements. This trend is reflected in the growth of Thailand's urban population, which increased from 35.2 million people in 2016–2019 to 37.6 million people in 2020–2023 (data from Our World in Data). Correspondingly, the sales volume of biscuits and crackers rose to 85,000 tons from 83,000 tons.

Moreover, Thai consumers primarily purchase crackers and biscuits through modern retail channels, particularly supermarkets and convenience stores, which account for 56% of total sales. These channels continue to expand, increasing accessibility and supporting urban lifestyles that prioritize convenience.

However, the biscuit and cracker market is expected to be impacted by rising prices of key raw materials in 2025, in line with global market trends. According to the World Bank's forecast, sugar prices are projected to increase by 2.2%, while butter prices are expected to rise by 6.4%. These cost increases will influence the market dynamics, similar to the challenges faced by the salty or spicy snack segment.

- **Growth Factors and Challenges for Biscuits Market in Thailand**

The sweet biscuit market in Thailand is more fragmented than the salty biscuit market due to its larger size and higher competition. Numerous brands offer a variety of sweet biscuits, with leading companies comprising both domestic and international operators that have established well-known brands in the Thai market. The Company is one of the leaders in the sweet biscuit segment, offering products under various brands, including Cookie Choice Violet, Imperial Cookies, and Baker Choice. Additionally, the Company holds a strong position in the sweet biscuit category, with products such as cookies and wafers under the premium Imperial brand.

Demand for biscuits and crackers is driven by changing consumer lifestyles and the increasing need for convenience, grab and go snack options. Busy schedules and growing urbanization have fueled the popularity of packaged snacks such as biscuits and crackers. Rising disposable income levels in Thailand have also contributed to higher spending on convenience foods and snacks, including biscuits and crackers.

However, health-conscious consumers may limit their consumption of biscuits and crackers due to concerns about ingredients, nutritional content, and the perception that these snacks are unhealthy. This presents a challenge for manufacturers to address these concerns by offering healthier options and effectively communicating product benefits. The Thai biscuit and cracker market remains highly competitive, with numerous domestic and international operators competing for market share. To differentiate itself, the Company focuses on innovation, such as producing Baker Choice 0% Sugar Crackers, which combine high quality with great taste, positioning the brand to stand out in the market.

1.2.6 Product and Service Procurement

The Company has a comprehensive supply chain management system covering the entire process, from sourcing key raw materials and manufacturing products to managing outsourced purchase orders for distribution through various channels. This ensures efficient logistics, transportation, and product distribution, guaranteeing the delivery of high-quality, safe products that meet recognized standards.

The Company emphasizes supply and demand planning and fosters strong relationships with business partners and suppliers to respond to market needs promptly and effectively, maintaining optimal inventory levels, and supporting sustainable business growth.

1. Original Brand Manufacturer

Currently, the Company operates two manufacturing plants located in Samut Prakan Province: the Thepharak Factory and the Bang Phli Factory. The production line was relocated from the Bangna Factory to the Bang Phli and Thepharak Factories in the first quarter of 2024, with production allocated according to product type. The current production lines at each factory are as follows:

- **Thepharak Factory:** This factory focuses on producing dairy products, including butter, cheese slices, and processed cheese. It utilizes advanced production machinery and technology from Europe and the United States. The manufacturing process requires the cold chain system to maintain product quality. Additionally, stringent measures are in place to ensure a clean production environment, preventing contamination, as temperature and cleanliness directly impact product quality and shelf life.
- **Bang Phli Factory:** The Bang Phli Factory produces biscuits, such as cookies, crackers, wafers, cream sandwiches, jam biscuits, and jam crackers. This includes food and bakery ingredients, mixed flour for bakery products, bread enhancers, concentrated fruit juices, syrups, gelatin, jelly powder, jams, snack fillings, honey, food flavorings, salad dressings, mayonnaise, and powdered food ingredients. The factory uses machinery and production technology from Denmark.

The company's production capacity and output volume between 2022 and 2024 are as follows:

Table of Production Capacity and Output Volume

Number	List	Production Capacity (ton)	Production Volume (ton)	Capacity Utilization Rate (percentage)
2024				
1	Dairy Products	32,058	20,422	63.7%
2	Food & Bakery Ingredients	22,074	8,593	38.9%
3	Biscuits	13,385	10,369	77.5%
	Total	67,517	39,384	58.3%
2023				
1	Dairy Products	30,479	17,789	58.4%
2	Food & Bakery Ingredients	22,074	8,658	39.2%
3	Biscuits	13,385	9,273	69.3%
	Total	65,938	35,720	54.2%
2022				
1	Dairy Products	29,952	16,563	55.3%
2	Food & Bakery Ingredients	22,074	10,172	46.1%
3	Biscuits	13,385	8,362	62.5%
	Total	65,411	35,097	53.7%

Quality Control and Safety Production

The Company prioritizes quality as a fundamental aspect of its operations. All products undergo rigorous quality inspections to ensure safety, freshness, and overall excellence, earning the trust and acceptance of consumers and customers. This commitment to quality is the Company's key success for its reputation as a leader in innovative, healthy, and nutritious food. The production process begins with the careful selection and inspection of high-quality raw materials, followed by strict quality control throughout the manufacturing process. Final product inspections, including both physical assessments and application tests, ensure that products delivered to consumers meet the highest standards of quality and functionality.

In 2024, the Company achieved FSSC 22000 certification, an internationally recognized food safety standard, reinforcing its commitment to quality food production and adherence to comprehensive food safety management practices. This certification was awarded on January 30, 2024.

In December 2024, the Company was certified with ISO 45001 certification for occupational health and safety in ensuring a safe working environment for all employees. The Company was also awarded Green Industry Level 4, highlighting its commitment to environmental stewardship and the promotion of eco-friendly practices across all aspects of its operations, which have become an integral part of its corporate culture.

The Company's internationally recognized certifications and standards include:

1. FSSC 22000: A globally recognized food safety and quality certification standard for food production
2. GHP (Good Hygiene Practices): A management system focused on food quality and safety standards within the food industry
3. HACCP (Hazard Analysis and Critical Control Points): A systematic approach to hazard analysis and control of critical points in the food production process
4. ISO 9001: An internationally recognized Quality Management System (QMS) standard
5. ISO/IEC 17025: A standard for testing and calibration laboratories, accredited by the Department of Medical Sciences and the Industrial Standards Institute
6. HALAL: Certification indicating that products comply with Islamic law, ensuring they are permissible for Muslim consumption or use.
7. HAL-Q: A comprehensive management system designed to guarantee the quality and food safety of Halal-certified products.
8. RSPO (Roundtable on Sustainable Palm Oil): A standard promoting sustainable and environmentally responsible palm oil production.
9. Thailand Trust Mark: A symbol of product and service quality certification from Thailand, promoting products made with environmentally and socially responsible practices, including fair labor standards.
10. GIP Plus: A quality standard for importing or ordering health-related products into Thailand
11. ISO 45001:2018: An internationally recognized standard for Occupational Health and Safety Management Systems
12. Thai Labor Standards

2. Procurement of Raw Materials

The Company's main raw materials essential for production include wheat flour, butter oil, sugar, milk fat, vegetable oil, cheese, powdered milk, and various types of packaging such as bottles, films, foil, and paper boxes. These materials are sourced from both domestic and international suppliers. As of December 31, 2023, approximately 62.1% of the Company's total raw material

purchases were imported. Imports are primarily sources from countries such as Australia, New Zealand, Malaysia, among others. To mitigate risks, the Company strategically balances its supplier base, avoiding over-reliance on any single manufacturer or distributor while continuously seeking new suppliers to diversify sourcing options.

To manage raw materials efficiently, the Company has established a Strategic Commodity Procurement Committee (SCPC), comprising senior executives with expertise in the commodity market. This committee holds regular meetings to analyze market data and evaluate factors impacting raw material procurement, including production costs, customer demand responsiveness, market competition, potential risks, and other relevant factors. The Company has stringent measures to control and manage risks associated with raw material price fluctuations, ensuring procurement costs remain appropriate and do not adversely impact operations. Effective supply chain management is a key priority, starting with the careful selection of reliable domestic and international suppliers. This process ensures that suppliers can consistently meet the Company's raw material needs under reasonable prices and terms. Upon establishing procurement agreements, the Company enforces strict quality inspection and control protocols to verify that raw materials meet specified standards. Traceability systems are also in place to track the origin of all raw materials. Effective communication between the Company and its suppliers is emphasized to foster mutual understanding and strong collaboration. The Company focuses on building and maintaining long-term partnerships with suppliers, while also supporting supplier development to enhance competitiveness and minimize supply chain risks.

With extensive experience in business operations and strong relationships with key packaging material suppliers, the Company has been able to efficiently control costs and has never faced packaging shortages.

The Company is focused on increasing the use of eco-friendly packaging materials by establishing a green procurement policy that covers packaging materials. The Company prioritizes appropriately sized, biodegradable, and recyclable packaging, promoting greater reuse and reducing environmental impact. The Company continuously seeks to improve its packaging solutions, such as utilizing product trays as an alternative to full-box packaging, to reduce material usage and promote environmental and social sustainability.

● Demand / Supply planning

To manage inventory effectively and efficiently, the Company has implemented a demand and supply planning system that integrates marketing, sales, production plans, and short- to medium-term production capacity. This system takes into account delivery times and optimal inventory levels at both the main warehouse and distribution centers to ensure sufficient stock to meet business competition and customer service commitments while maintaining trade terms at a competitive and appropriate level. The system also supports cost management and financial liquidity. In sourcing raw materials and supplies, and regularly exploring new distribution channels while closely monitoring market trends, the Company understands market dynamics, pricing mechanisms, quality factors, and potential changes in delivery timelines. This information is used for purchasing decisions and future planning.

When determining purchase quantities, the Company ensures there are enough raw materials to support business operations. Inventory levels are aligned with production and sales needs, particularly during festive seasons. Additionally, if there are indications of rising product prices, the committee may adopt strategies such as advance purchasing to mitigate cost increases.

3. Outsourced Purchase Orders

The Company sources products both domestically and internationally. The majority of products are sourced from globally renowned brands and imported from abroad. The Company actively explores opportunities to distribute ready-made products and negotiates with manufacturers to secure exclusive distribution rights in Thailand. This approach enhances competitive advantages, fosters trust with brand owners and encourages them to invest in promoting their products within the Thai market. The Company conducts comprehensive risk assessments and adheres to strict contracting procedures to ensure full compliance with legal regulations. This process includes seller registration and obtaining necessary approvals from the Food and Drug Administration (FDA).

Once distribution agreements are established, the Company regularly assesses sales performance using standardized criteria. Continuous improvements are implemented such as product quality, delivery, pricing, and customer service, in accordance with the Company's established systems and protocols.

The Company imports and distributes a diverse range of products through its various sales channels, holding exclusive distribution rights in Thailand for renowned brands such as Sunquick, Van Hutten Professional, Emborg, Movenpick, Shineroad, Brazzale, Bruggeman, Corman, Emmi, Frico, Garofalo, Jamondor, Kawan & Kg Pastry, La Espanola, Le Gall, Meadow Lea, Pascual, Ambrosial, Golden Fritto etc.

4. Supplier and Business Partner Management

To provide comprehensive services and retain its customer base, the Company focuses on maintaining a diverse product range while managing costs efficiently. Alongside managing partnerships with raw material and packaging suppliers, the Company actively seeks opportunities to outsource certain products to optimize cost management. In the previous year, the Company successfully implemented outsourcing projects for products such as candied fruit, triangle cheese, and shortening, achieving cost improvements while maintaining quality in line with the Company's standards.

In addition to distributing high-quality imported products, the Company also incorporates these premium raw materials into its own manufactured products. For example, Vanhouten chocolate is used as an ingredient in the Company's cookie production, ensuring consumers enjoy products made with superior ingredients that align with the Company's passion for quality.

The Company leverages its strong and long-standing relationships with suppliers to enhance collaboration by applying Vendor Managed Inventory (VMI) principles for joint inventory management. This approach optimizes costs and service levels, resulting in improved efficiency and strengthening the Company's competitive advantage.

5. Supply Chain Management

KCG Logistics Park

The Company has launched KCG Logistics Park, a comprehensive distribution center and warehouse spanning over 12,000 square meters, consisting of six warehouse buildings capable of storing raw materials

and products across all temperature ranges, including ambient, air-conditioned, chilled, and frozen. With a storage capacity of up to 14,000 pallets, the facility integrates cutting-edge technology to enhance warehouse management efficiency. Key systems include automation systems such as the Warehouse Management System (WMS), Pallet Shuttle Racking System, and Fulfillment System, which streamline inventory management and enhance the accuracy of the ordering process. In addition, the Transportation Management System (TMS) and GPS Tracking System serve as information analysis tools that oversee delivery management across all supply chain processes. The real-time satellite tracking system ensures fast, accurate, and secure product deliveries. These advancements have led to significant cost savings, reducing external warehouse rental costs.

KCG Logistics Park also emphasizes sustainability and environmental protection by utilizing EV vehicles and lithium battery-powered forklifts. The Company is currently in the process of installing solar panels at the Logistics Park and Bang Phli factory and the Company's distribution centers in Chiang Mai, Surat Thani, and Khon Kaen. These projects are expected to reduce greenhouse gas emissions by approximately 1,400 tons of carbon dioxide equivalent per year. The official opening of KCG Logistics Park marks a pivotal step in enhancing the Company's operational capabilities under the concept of sustainable business operations.

KCG Logistics Park Infrastructure

- 2 Frozen Warehouses

This facility will be used to store ready-made frozen products, including whipped cream, French fries, tart dough, ice cream, and more. Currently, the Company relies on outsourced frozen storage warehouse services. The construction of these buildings will help reduce storage costs while providing greater control over storage methods and product quality.

- 3 Ambient Warehouses

This facility will be used to store a variety of dry products, including cookies, crackers, wafers, jams, jellies, and more. Currently, the Company relies on outsourced ambient storage warehouse services. The construction of this building will enable the Company to reduce storage costs while gaining greater control over storage methods and product quality.

- Raw Material Storage Warehouse

This facility will be used to store raw materials such as flour and sugar. All raw materials will be stored in compliance with international standards, including GHP (Good Hygiene Practice) for food safety, ISO 18000 for occupational health and safety management, Hazard Analysis Critical Control Point (HACCP), and Thai labor standards (MRT 8001). These standards will help enhance internal management efficiency and improve stock-keeping capabilities to support increased production volumes.



1.2.7 Assets Used for Business Operations

As of 31 December 2024, the main assets used in the Group's business operations had a total value of 2,770.1 million baht, consisting of (1) land, (2) buildings and building improvements, (3) machinery and equipment, (4) furniture, fixtures and equipment, (5) vehicles, (6) assets under construction and installation, and (7) intangible assets. The details are as follows:

Asset Type	Net Book Value (million baht) As of December 31, 2024		Liabilities
	Ownership	Right of Use	
(1) Land <small>(additional details in section 1.1)</small>	826.3	2.1	none
(2) Buildings and Building Improvements <small>(additional details in section 1.1)</small>	997.9	24.3	none
(3) Machinery and Equipment <small>(additional details in section 1.2)</small>	576.6	14.8	none
(4) Furniture, Fixtures, and Equipment	59.9	36.0	none
(5) Vehicles	1.4	34.2	none
(6) Assets Under Construction	156.3	-	none
(7) Intangible Assets (Software and Patents)	40.3	-	none
Total	2,658.7	111.4	

1.2.8 Future Projects

Major Improvements in Production Management

The Company focuses on developing and enhancing the efficiency of its production processes through process optimization, the adoption of advanced technology, and automation. These improvements support the Company's business growth and expansion while maintaining product quality, reducing costs and long-term production expenses, and improving employee safety.

Major Production Improvements are as follows:



- **ERP System Optimization**

The company has enhanced its ERP (Enterprise Resources Planning) system by adding the Production Planning (PP) and Quality Management (QM) modules. This upgrade aims to improve the efficiency of the supply chain process, particularly in managing demand and supply in production, raw material planning, and inventory control for both raw materials and finished goods. These changes are designed to ensure an adequate and suitable supply to meet production needs, offering flexibility and responsiveness to market fluctuations quickly and accurately. Additionally, the QM module will improve product quality management, quality data management, and data verification to reduce redundancy and paperwork, allowing for rapid quality data retrieval. The project, with an investment of over 20 million baht, will take 8 months to complete and is expected to be fully operational by Q2 2025.



Dairy Product Manufacturing Efficiency and Quality Enhancement

In 2023, the company undertook a continuous improvement project at the Theparak plant for its dairy product line, which is a core product category. The entire processed cheese production line was relocated to Building 4 to expand production capacity and improve the production area to meet industry standards. This also allowed Building 3 to be utilized for the upgrade and expansion of the butter and margarine production lines starting in 2024.

- **Butter and Margarine Production Line Enhancement**

The company is expanding its butter and margarine production capacity by utilizing 1,080 square meters of the former processed cheese production area. The project includes the redesign of the building's structure, electrical systems, energy systems, air conditioning, and clean room management in compliance with ISO 7, ISO 8, and GMP standards. Additionally, the production layout will be optimized for line balancing, ensuring the shortest possible route for raw materials and labor

as per Lean Manufacturing principles to enhance operational efficiency. The project will take 22 months to complete, starting in January 2024, and is divided into five phases. The expansion includes moving and reconfiguring machinery, upgrading butter production equipment from the Bangna factory, and installing conveyors and robotic palletizers to automate the transfer and stacking of products into the warehouse. The real-time recording of production data into the ERP system will ensure accurate and timely inventory control.

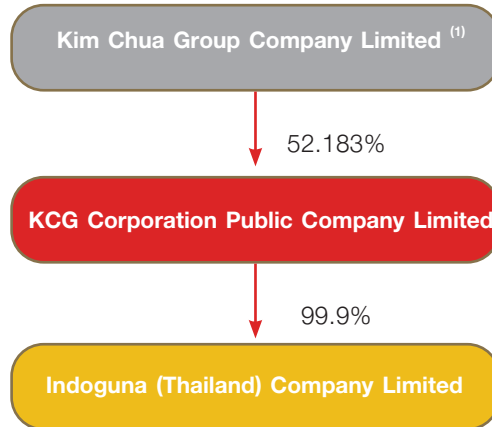
Production Capacity Increase and Timeline

The project is expected to be completed by Q4 2025, increasing production capacity from 18,596 tons per year to 23,261 tons per year, allowing the company to meet growing customer demand. This increased capacity is expected to support customer demand until 2031.

1.3 Shareholder Structure

Shareholders of the Company

The Company consists of the Company and a subsidiary. The following diagram demonstrates the Company's shareholding structure. (as of the shareholder register's record date on January 10, 2025).



Remarks:

^{/1} Kim Chua Group Company Limited includes:

(1) Vipawatanakul family consisting of 1) Mr. Vichai Vipawatanakul, 2) Mr. Damrong Vipawatanakul, 3) Mrs. Suwanna Mahakanjana, 4) Mr. Damrongchai Vipawatanakul, and 5) Mr. Damrongkich Vipawatanakul, each of whom holds 10.0% of the total shares of Kim Chua Group. Vipawatanakul family consisting of 1) Mr. Damrong Vipawatanakul, 2) Mrs. Suwanna Mahakanjana 3) Mr.Damrongchai Vipawanakul and 4) Mr. Damrongkich Vipawatanakul, each of whom holds 2.422% of the Company's total shares.

(2) Dhiranusornkit family consisting of 1) Mr. Tong Dhiranusornkit, 2) Mr. Thawach Dhiranusornkit, 3) Mr. Mornsarn Dhiranusornkit, 4) Mrs. Potchanan Suksunpantep, and 5) Mr. Pumin Dhiranusornkit, each of whom holds 10.0% of the total shares of Kim Chua Group and currently holds 1.938% of the Company's total shares.



1.3.1 Relationship with the business group of the major shareholder

To clearly define the business boundaries between the Company and Kim Chua Group Company Limited and also prevent potential conflicts of interest, (1) Mr. Vichai Vipawatanakul, (2) Mr. Tong Dhiranusornkit, (3) Mr. Damrong Vipawatanakul, (4) Mr. Thawat Teera Nusornkit, (5) Mrs. Suwanna Mahakanjana, (6) Mr. Damrongchai Vipawatanakul, (7) Mr. Damrongkich Vipawatanakul, (8) Mr. Manasarn Dhiranusornkit, (9) Mrs. Potchanan Suksunpantep, and (10) Mr. Pumin Dhiranusornkit (collectively referred to as “Existing shareholders”) and Kim Chua Group Company Limited (the existing shareholders and Kim Chua Group Company Limited are collectively referred to as “Promisor”) have entered into a non-compete agreement with the Company (“Promisee”). Under the agreement, the promisor agrees (1) not to conduct business or be a “major shareholder” in the “agreed upon business” which is in competition with the Company, (2) give the right of first refusal to the Company in the event that the promisor (a) receives an offer or business opportunity from a third party for a business that has the same characteristics as the agreed upon business, or (b) wishes to sell, pay, transfer ownership of shares, interests, or other assets which are “Exempted Businesses”. Under the non-compete agreement, the promisor also gives rights to the Company to acquire “excluded businesses”. The Company can exercise its right to acquire “excluded businesses” throughout the duration of the non-compete agreement.

1.3.2 Shareholders

List of the top 19 shareholders holding more than 0.5% of shares

Based on the shareholder register as of the record date, January 10, 2025.

List of Shareholders		Number of Shares	Shareholding Percentage (%)
1.	Kim Chua Group Company Limited ⁽¹⁾	284,400,000	52.183
2.	Thai NVDR Company Limited	19,094,182	3.504
3.	Mr. Damrong Vipawatanakul	13,200,000	2.422
4.	Mrs. Suwanna Mahakanjana	13,200,000	2.422
5.	Mr. Damrongchai Vipawatanakul	13,200,000	2.422
6.	Mr. Damrongkich Vipawatanakul	13,200,000	2.422
7.	Mr. Tong Dhiranusornkit	10,560,000	1.938
8.	Mr. Thawach Dhiranusornkit	10,560,000	1.938
9.	Mr. Monsarn Dhiranusornkit	10,560,000	1.938
10.	Mrs. Potchanan Suksunpantep	10,560,000	1.938
11.	Mr. Pumin Dhiranusornkit	10,560,000	1.938
12.	Bualuang Long-Term Equity Fund	8,739,700	1.604
13.	Mr. Chai Manopas	4,228,000	0.776
14.	Bualuang Equity RMF	3,587,000	0.658
15.	Aberdeen Small-Mid Cap Fund	3,336,800	0.612
16.	Bualuang Flexible RMF	3,141,900	0.576
17.	Mr. Ruchanan Satwin	3,101,300	0.569
18.	Mr. Suthiwat Sukkitprasert	3,043,100	0.558
19.	Sino-Pacific Trading (Thailand) Co., Ltd.	3,033,400	0.557
Top 19 Shareholders		441,305,382	80.975
Minority Shareholders		103,694,618	19.025
Total		545,000,000	100.000

Remarks:

⁽¹⁾ Kim CHua Group Company Limited consists of

(1) Vipawatanakul family consisting of 1) Mr. Vichai Vipawatanakul, 2) Mr. Damrong Vipawatanakul, 3) Mrs. Suwanna Mahakanjana, 4) Mr. Damrongchai Vipawatanakul, and 5) Mr. Damrongkich Vipawatanakul, each of whom holds 10.0% of the total shares of Kim Chua Group. Vipawatanakul family consisting of 1) Mr. Damrong Vipawatanakul, 2) Mrs. Suwanna Mahakanjana 3) Mr. Damrongchai Vipawatanakul and 4) Mr. Damrongkich Vipawatanakul, each of whom holds 2.422% of the Company's total shares.

(2) Dhiranusornkit family consisting of 1) Mr. Tong Dhiranusornkit, 2) Mr. Thawach Dhiranusornkit, 3) Mr. Monsarn Dhiranusornkit, 4) Mrs. Potchanan Suksun pantep, and 5) Mr. Pumin Dhiranusornkit, each of whom holds 10.0% of the total shares of Kim Chua Group and currently holds 1.938% of the Company's total shares.

- List of shareholders of Kim Chua Group Company Limited, which is the major shareholder of the Company

List of shareholders		Number of Shares	Shareholding Percentage (%)
1.	Mr. Vichai Vipawatanakul	300,000	10.00
2.	Mr. Tong Dhiranusornkit	300,000	10.00
3.	Mr. Damrong Vipawatanakul	300,000	10.00
4.	Mrs. Suwanna Mahakanjana	300,000	10.00
5.	Mr. Damrongchai Vipawatanakul	300,000	10.00
6.	Mr. Damrongkich Vipawatanakul	300,000	10.00
7.	Mr. Thawach Dhiranusornkit	300,000	10.00
8.	Mr. Monsarn Dhiranusornkit	300,000	10.00
9.	Mrs. Potchanan Suksunpantep	300,000	10.00
10.	Mr. Pumin Dhiranusornkit	300,000	10.00
Total		3,000,000	100.000

Remarks:

⁽¹⁾ Par value of 100 baht per share

- Major Shareholders' Agreement

- None -

1.4 Number of Registered Capital and Paid-Up Capital

The Company's registered and paid-up capital was 545,000,000 baht, divided into 545,000,000 ordinary shares with a par value of 1.0 baht per share.

- Shareholding Structure by Nationality

Based on the shareholder register as of the record date, January 10, 2025

List of Shareholders	Number of Shareholders	Number of Shares Held	Proportion (percent)
Thai national shareholders	3,251	543,132,200	99.66
• Individual	3,216	205,107,338	37.64
• Legal entity	35	338,024,862	62.02
Foreign national shareholders	5	1,867,800	0.34
• Individual	1	4,000	0.00
• Legal entity	4	1,863,800	0.34

- Distribute shareholding according to the proportion of securities holders holding

Based on the shareholder register as of the record date, January 10, 2025.

List of Shareholders	Number of Shareholders	Number of Shares Held	Proportion (percent)
• Securities holders holding more than 0.5% of securities	19	441,305,382	80.97
• Securities holders holding securities not exceeding 0.5% but not less than one trading unit	3,045	103,691,716	19.03
• Securities holders holding less than one trading unit	192	2,902	0.00
Total	3,256	545,000,000	100.00

1.5 Issuance of Other Securities:

- none-

1.6 Dividend Payment Policy

1.6.1 The Company's dividend payment policy

The Company has established a framework of important principles and guidelines regarding dividend payment policy as follows:

- The Board of Directors may consider and approve the payment of annual dividends from net profits following the resolution of the Shareholders' Meeting, with the exception of the payment of interim dividends, which the Board of Directors has the authority to approve from time to time when it believes there is adequate profit and report it to the Shareholders' Meeting for acknowledgment at the next meeting.

- 2) The Company has a policy to pay dividends to shareholders of not less than 40% of net profits according to the separate financial statements after deducting corporate income tax and all types of reserves required by law and set by the Company each year.
- 3) The Board of Directors will consider dividend payments by taking into account various factors for the benefit of shareholders, such as the economic situation, the Company's operating results, financial position, cash flow, and reserves for future investment. The Company sets aside money for loan repayments and working capital in accordance with the terms and conditions specified in the loan contract.
- 4) Dividend payments shall not have a significant impact on the Company's business operations, and the Board of Directors shall deem it appropriate.

1.6.2 Dividend payment policy of subsidiaries

The Company has established a framework of important principles and practices regarding the dividend payment policy of subsidiaries as follows:

- 1) The subsidiary's Board of Directors may consider dividend payments for the subsidiary's annual dividend. This must be approved by the Shareholders' Meeting, except for the payment of interim dividends, which the Board of Directors has the authority to approve from time to time when it is deemed that there is an adequate profit and report it to the Shareholders' Meeting for acknowledgment at the next meeting.
- 2) The subsidiary's Board of Directors may consider dividend payments primarily for the benefit of shareholders, taking into account factors such as the subsidiary's operating results, financial position, cash flow, obligations (such as repayments), loan, reserves, working capital, and future investment plans which includes business expansion, market conditions, including various related factors, as the Board of Directors of the subsidiary deems appropriate.

Historical dividend payout information

Details of Dividend Payment	2024	2023	2022
• Net profit per share (baht)	0.74	0.67	0.64
• Dividend per share (baht))	0.41	0.30	0.32
• Dividend payout ratio to net profit (%)	55.1	53.4	50.0

Details of Divided Payment (Separate Financial Statements)	2024	2023	2022
• Net profit per share (baht)	0.75	0.67	0.64
• Dividend per share (baht))	0.41	0.30	0.32
• Dividend payout ratio to net profit (%)	54.3	53.4	50.1

Remarks

1. On February 27, 2025, the Board of Directors resolved to propose to the General Meeting of Shareholders the approval of dividend payments for the 2024 at a rate of 0.41 baht per share, totaling 223.5 million baht, to shareholders eligible to receive dividends. This dividend payment is subject to approval by the General Meeting of Shareholders scheduled for April 28, 2025.
2. The dividend rate is based on net profits that have been subjected to corporate income tax. Individual shareholders are entitled to claim tax credits on these dividend payments.

2. Risk Management

2.1 Risk Management Policy and Plan

The Company recognizes the importance of risk management in supporting its business operations to achieve strategic plans and business goals while appropriately meeting stakeholder needs in both the short and long term. Additionally, risk management helps mitigate operational impacts on the environment and stakeholders across the value chain sustainably. It also increases the organization's ability to forecast and respond to future events or changes from both internal and external factors that may affect the Company's business operations in a timely manner. In order to manage risks effectively and in accordance with international standards, the Company has adopted risk management principles based on COSO-ERM 2017 (The Committee of Sponsoring Organizations of the Treadway Commission: Enterprise Risk Management), integrating strategy and performance for sustainable risk management, ensuring that enterprise risk management is efficient and aligned with international standards. The Company conducted a study on COSO-ERM 2017: Guidelines for Applying Enterprise Risk Management (ERM) to Environmental, Social, and Governance (ESG) – Related Risks, to gain a comprehensive understanding and effectively identify ESG risks, integrating them with strategies and business management. The Company has also established a risk management policy, along with a business continuity management policy, to ensure that appropriate risk management and effective control systems are implemented throughout the organization, enabling the Company to achieve its strategic objectives and various key goals. The risk management plan and policy will be reviewed annually. In 2024, the Company's risk management plan and policy are outlined as follows:

1. The Board of Directors has assigned the Executive Committee to establish a framework and policy for risk management, as well as risk management plans, monitoring and ensuring the alignment with the Company's strategies and goals, providing recommendations to the Management to effectively manage risks at an appropriate level and ensuring that enterprise

risks are effectively monitored. Additionally, the Audit Committee has been tasked with overseeing and monitoring that risk management adheres to the established risk management plan and policy. The Executive Committee and the Audit Committee will meet at least twice a year to discuss significant risks, align them with internal controls, and report on risk management to the Board of Directors.

2. The Executive Committee has identified risks across all aspects to ensure the Company conducts business effectively and achieves its objectives, strategies, and goals. The Company's enterprise risks are categorized into six types: strategic risk, operational risk, financial risk, compliance risk, sustainability risk, and emerging risk.
3. The Company has established a risk management plan tailored to its business context with a risk identification process by establishing a risk management framework encompassing the setting of business objectives and goals, identifying risks, assessing risk likelihood and its potential impacts on the Company, prioritizing risks, responding to risks, and monitoring and reporting risk. This includes evaluating the residual risks and establishing further risk management processes if any risks remain. The Company sets risk appetite and establishes Key Risk Indicators (KRIs), utilizing Bow-Tie Models for risk analysis.
4. The Company also defines a risk control system using the Three Lines of Defense Models to ensure effective risk management and control. The first line requires every operator to be responsible for their own risk management and the second line requires executives to report to the Enterprise Risk Management Committee and Chief Executive Officer. The third line designates the internal audit unit to evaluate business operations, ensuring compliance with the Company's rules, regulations, and policies, and verifying that the internal management system is appropriate for managing risks.

5. In addition, the company has also established Business Continuity Management (BCM) that covers significant business impacts and has developed a Business Continuity Plan (BCP). The company reviews and tests the BCP regularly every year.
6. In this regard, the Company has established a policy to create a risk culture that raises awareness among employees at all levels about the importance of risk management in their duties and encourages active participation in risk management at the operational level. This is achieved by regularly providing training and disseminating knowledge about risks and risk management methods to employees, executives at all levels, including directors. The risk management department is tasked with carrying out and promoting the consideration of risks in every decision, especially in significant matters. Executives are expected to serve as role models for employees.

2.2 Risk Factors for the Company's Business Operations

In 2024, the Company has enterprise risks that may affect its operations. A mitigation plan was established to mitigate risk likelihood and its potential impacts, ensuring the achievement of the set goals in accordance with the strategic plan. The details are as follows:

2.2.1 Enterprise Risks to the business

operations of the company, both current and potential future risks, are divided into 6 groups as follow:

1. Strategic Risk

● Competitive Risk

Impact

In 2024, the food and beverage industry continues to face intense market competition amid an economic slowdown. Business to Customer (B2C) and Business to Business (B2B) segments, seeking highly profitable products, may choose to purchase from competitors or produce and import products themselves. If the Company is unable to maintain its competitiveness in attracting key customers or end consumers, it may face a loss of market share and competitiveness, which could significantly impact its business and operating results. Despite these challenges,

the Company achieved an 8% increase in sales in 2024 compared to 2023.

Mitigation Plan

To maintain market leadership in the butter and cheese, biscuits, food and bakery ingredients product categories, the Company focuses on meeting customer and consumer demands, sourcing products that align with actual customer needs. The Company has established strategic partnerships, enhanced its product selection and approval processes with greater rigor, and implemented SKU Rationalization, focusing on products with strong sales potential and competitive advantages.

In addition, to ensure even product distribution and reduce transportation costs, the Company established KCG Logistics Park in 2024, a distribution center and warehouse capable of storing all raw materials and products across various temperature ranges, including ambient, air-conditioned, chilled, and frozen storage. This enhances the Company's ability to efficiently manage its supply chain and inventory. The SKU Rationalization has been implemented to optimize product management by addressing low-profit or low-sales items, reducing costs, and minimizing complexity. This enhances the Company's market competitiveness and increases gross profit margin in the long run. Additionally, there are plans to mitigate risk by expanding the business to increase the sales proportion of secondary customers to create a balanced revenue in the sales proportion of main customers.

● New Product Launch Risk

Impact

The Company plans to launch new products annually as part of its sales stimulation strategy, contributing to an 8% sales growth in 2024, of which half of that growth is from new product sales. The rapidly changes in customer demands, operator policies, and consumer behavior are challenging factors to the success of new product launches. These factors may lead to products being less well received by customers and consumers or delays in market entry, which could affect sales, brand image, development and distribution costs, and inventory levels in the future.

Mitigation Plan

To achieve sales targets and meet customer and consumer demands, the Company implemented SKU

Rationalization, focusing on products with strong sales potential and competitiveness that truly meet customer demand. As a result, the number of new product launches has decreased, leading to a temporary slowdown in launch plans at the beginning of the year. However, overall, the Company successfully met its new product sales targets for the year. This has positively contributed to efficient inventory management and improved gross profit margin in the long run.

The Company continues to pursue strategic partnerships in developing new products with the Business-to-Business (B2B) segment, catering to their specific needs and aligning with their business and market demands. For the Business-to-Customer (B2C) segment, the Company focuses on creating new and innovative products that adapt to changing consumption trends, enhancing differentiation and adding value to better meet the needs of modern consumers. For example, the innovative basil-flavored cheese slice from the Dairygold brand, which offers a distinctive Thai Taste. In addition to driving sales in each channel, this strategy also showcases the Company's strengths in product innovation.

The Company has adjusted its marketing strategy for new products by expanding sales channels and offering competitive promotions through the Root to Market approach, ensuring a deep understanding of market dynamics and a customer-centric. This enhances the effectiveness of sales planning, sales channel management, marketing media, and promotional activities, driving growth in the fourth quarter of 2024, a peak sales period during the festive season. Additionally, the Company closely monitors and evaluates sales performance after product launches, implementing strategies to boost sales and respond swiftly to unexpected market conditions.

● International Business Expansion Risk

Impact

Expanding into overseas markets is one of the Company's key growth strategies, aimed at broadening the customer base, accessing a wider market, and diversifying risks associated with domestic competition. However, international business expansion comes with several challenges, including price competition with local products, the need for product development tailored to customer preferences and local tastes in each country, and regulatory compliance risks that could hinder product distribution. These factors affect

the Company's international business expansion and overall revenue. Nevertheless, through effective risk management, these risks remain at an acceptable level. In 2024, the Company generated 328 million baht in sales from overseas markets, accounting for 4.2% of total revenue.

Mitigation Plan

A proactive business expansion was implemented in countries where the Company already has business partners while also seeking new customers across both B2B and B2C segments by supplying raw materials to industrial factories, food service business, bakery chain business, and distributors. Additionally, the Company provides products to Quick Service Restaurant (QSR) chains, which are business partners that have expertise in the targeted sales channels that the Company aims to penetrate.

To expand the market and enhance product competitiveness in overseas markets, the Company has reviewed product costs and pricing structures while selecting competitive product groups to meet the needs of each country and sales channel. Marketing and public relations are customized according to customer segments to effectively reach more business customers and consumers. The Research Development and Innovation (RDI) department collaborates with the sales team to explore markets and engage with customers to gain insights into customer needs in order to develop products that better meet the needs of customers. Furthermore, the Company has compiled a comprehensive list of relevant laws, requirements, and regulations, comparing them with those of target countries to avoid the risk of export restrictions in newly entered markets.

● Human Capital Development Risk

Impact

The Company recognizes the importance of employee development as the most vital resource in driving business growth in alignment with its strategic plans. The inability to develop employees and middle management with the necessary knowledge, skills, and capabilities that align with the Company's growth strategy, as well as the failure to retain key employees, may negatively impact management efficiency, business competitiveness, and the achievement of organizational goals in both the short and long term. In 2024, the company provides training and development programs, with 16 hours of training per person per year, exceeding the target of 12 hours per person per year.

Mitigation Plan

The Company has strengthened its employee development as a key strategy for sustainable business operations by implementing policies for middle management development and comprehensive skill development plans for all employees, ensuring alignment with the Company's strategy and business goals.

In 2024, the Company provided training on Lean Management and Digital Transformation across all employee levels, fostering awareness and integrating a culture of technology and innovation with operational efficiency. This was achieved through training workshops and the KCG Innovation Contest, an annual competition platform for work improvement and innovation projects.

To maintain and foster strong relationships with employees, the Company proactively collaborates with the Welfare Committee to develop new employee benefits, such as a work from home two days a week and flexible working hours, catering to the lifestyles and needs of the new generation.

Additionally, focus groups have been introduced to qualitatively assess employee engagement, allowing the Company to gain a deeper understanding of employees and develop more effective development plans. The Company has enhanced its personnel management system to monitor individual development and training plans while holistically managing employee data.

2. Operational Risk

• Price Fluctuation Risk in Key Raw Materials and Product Costs

Impact

The Company's six main raw materials includes milk fat, cheese, palm oil, flour, powdered milk, sugar, and wheat. These are commodity products with prices fluctuating primarily based on global supply and demand. These materials are also impacted by climate change which may lead to raw material shortages. The global oil prices also have a significant impact on transportation costs. If the prices of raw materials and transportation costs increase, production and management costs may rise and potentially impact the Company's operating results. In 2024, the Company sourced its main raw materials from both domestic and international distributors, particularly raw ingredients such as milk fat, cheese, whipping cream, and palm oil. The total cost of raw materials used in production amounted to 2,687.8 million baht, representing 50.2% of the cost of sales and purchases

from the top 10 distributors accounted for 46.2% of the total purchase value, respectively. None of the suppliers contributed more than 30% of the Company's cost of sales.

Mitigation Plan

The Strategic Commodity Procurement Committee (SCPC) was established to be responsible for managing the price fluctuation risk of key raw materials to an appropriate level and increasing competitive advantages in raw material costs. The SCPC closely monitors commodity price trends, commodity availability, and exchange rate movements. This includes formulating purchasing plans, determining purchase quantities, managing average price ranges, and setting procurement timelines for key raw materials. Additionally, the SCPC approves advance purchases of raw materials when market prices show an upward trend.

The Company has implemented measures to mitigate price fluctuation risks in raw materials and reduce product costs through the following strategies:

- o Diversifying supplier risk by developing and maintaining relationships with multiple suppliers, particularly for key raw materials. Establishing alternative sourcing options with at least two suppliers for each main raw material located in different continents or countries.
- o Developing techniques to enhance production efficiency and reduce production costs. Developing reformulation that maintain similar characteristics while offering a more cost-effective solution, providing customers with more options.
- o Diversifying sourcing risks by avoiding dependence on a single country or continent.
- o Reducing transportation and inventory costs through KCG Logistics Park, which enhances efficiency and flexibility in inventory management and extended storage duration. Improving delivery efficiency and lowering delivery costs by installing solar roofs at KCG Logistics Park, Bang Phli factory, and three distribution centers, and utilizing EV trucks to reduce electricity and energy costs in the long run.
- o Improving the management and planning of key raw material through the Materials Requirements Planning (MRP) system to enhance accuracy, efficiency, and minimize losses while ensuring the procurement of raw materials in appropriate quantities.

● Inventory Management Risk

Impact

The Company prioritizes inventory management across the supply chain to maintain adequate inventory levels to support business competitiveness and ensure customer service at an appropriate and competitive level.

Since the Company's raw materials and products are food items with limited shelf life, improper inventory and raw material management could lead to lost sales opportunities due to stock shortages. An excess inventory may result in product deterioration before sale, increased inventory costs, and potential impacts on liquidity.

In 2024, the Company recorded inventory turnover of 80 days reflecting a liquidity level suitable for efficient inventory management of raw materials and finished goods.

Mitigation Plan

To reduce inventory management risks and enhance supply chain efficiency, the Company implements SKU Rationalization to lower product items and groups with low profitability or low sales, helping to minimize excess inventory issues. A structured plan is in place to clear stock of these products. The Company has improved demand and supply forecasting across the system to enable more accurate ordering and inventory management by setting clear goals, and monitoring the comparison of demand and supply forecasts from relevant departments.

The Company has implemented measures to manage backorders by establishing a working team to urgently resolve issues and closely monitor progress, ensuring efficient inventory management and on-time product delivery to customers. The Company has initiated a Vendor Managed Inventory (VMI) project with critical suppliers who are ready to integrate inventory management systems. To mitigate risks associated with reliance on critical suppliers, the Company requires at least two suppliers per product group in the Approved Vendor List. A backup plan is in place for sole-source raw materials, along with a sourcing and procurement plan, ensuring strong supplier relationships to reduce dependency on a sole source. The procurement process also includes comparison, negotiation, and bidding procedures to ensure that the Company secures products at great prices with favorable terms, and appropriate order quantities.

● Production Capacity Risk in Butter and Pastry Sheet Margarine Products

Impact

With the expansion of the Company's butter and pastry margarine sales, there is a potential risk of insufficient production capacity in the butter production line to meet market demand. This could lead to shortages of butter and pastry margarine for delivery and sale to customers, as well as a shortage in raw materials for producing other company products. This presents a risk factor for butter product sales, the Company's most significant product category, potentially preventing sales from reaching the set targets. In 2024, the Company's machinery for dairy products operated at 63.7% of its total production capacity.

Mitigation Plan

To increase production capacity and build stock of butter and pastry margarine, the Company has installed systems and equipment to support short-term production expansion. For the long term, the Company plans to expand the butter factory by enhancing the butter production line capacity, improving, and expanding production lines, resulting in a 30% increase in total production capacity. The expansion also includes machine layout improvements, work process enhancements, and upgrades to conveyor belt systems. Additionally, the Company plans to implement automation systems with machinery to improve production efficiency, reduce manual labor, and lower production costs. This expansion project is divided into 5 phases and is expected to be completed by the end of 2025.

● Cybersecurity Risk

Impact

The severity of cyber threats poses risks to the security of the Company's core operating systems, information security, and personal data. Such threats could lead to reputational damage, loss of credibility, financial impact, and business disruptions.

In 2024, the Company did not have any incidents from cyber threats that caused business disruption.



Mitigation Plan

In 2024, the Company enhanced data center security by migrating to the Cloud, a more stable and reliable system than the previous system. This transition helped mitigate risks from various threats, including power outages and cyber threats, etc. The Company's measures to manage cyber threat risks are as follows:

- Ensure 100% backup of primary system data.
- Continuously monitor and maintain existing security measures, adjusting plans as needed to emerging threats.
- Conduct an annual Disaster Recovery Plan (DRP) drill to ensure timely recovery of critical systems in case of incidents.
- Provide cybersecurity and data protection training for employees to raise awareness of cyberattacks.

• **Business Disruption Risk**

Impact

Natural disasters, emerging threats, and unforeseen events beyond the Company's control have become increasingly severe each year. Such risks may lead to business disruption, and damage to company assets, and may have a potential impact on business operations and surrounding communities. In 2024, the Company was not affected by these risks. However, given their significant and unacceptable nature, the Company has implemented a Business Continuity Management Plan and conducts regular reviews and annual emergency drills to maintain preparedness.

Mitigation Plan

In 2024, severe flooding in the northern, northeastern, and southern regions disrupted product deliveries to customers near the distribution centers in Chiang Mai, Khon Kaen, and Surat Thani. Therefore, the Company established a working team comprising the Executive Team, Customer Service & Distribution Team (CS&D), and Regional Teams to coordinate and adjust delivery plans. This team collaborates with regional sales departments to support customers, monitor and report on the flood situation, and represent the Company in providing aid and donations for flood victims. Additionally, the Company has prepared a Business Continuity Management Plan to mitigate risks in the event of flooding at its factories and warehouses. However, all Company factories and distribution centers were not affected by this flood disaster.

Regarding risks from disasters or other critical events, the Company has established a Crisis Management and Response for Business Continuity. This includes risk assessments, contingency plans, and recovery guidelines covering all events that may impact operations. Additionally, the Company conducts emergency drills to ensure preparedness for emergencies, threats, natural disasters, and high-risk events such as chemical leaks and fires, for which preventive measures are in place. Regular emergency plan drills are conducted, along with continuous improvements to the factory's Fire Protection System. The Company also evaluates the installation of necessary equipment to mitigate risks across all factories and distribution centers and conducts regular workplace inspections to ensure safety, reducing the likelihood of accidents and emergencies affecting employees and operations.

In addition, the Company conducts emergency drills for events that may impact food safety and consumer rights, such as regular rehearsals of product recall plans in cases of quality issues. For risks related to technology systems, the Company implements an annual IT Disaster Recovery Plan (IT DRP).

3. Financial Risk

• **Exchange Rate Volatility Risk**

Impact

The Company sources key raw materials from overseas for the production of primary product groups, such as milk fat, cheese, and palm oil, and also imports a significant amount of trading goods. Approximately 59% of total purchases are made in foreign currencies, with 43.7% of these transactions conducted in US dollars. As a result, high exchange rate volatility may lead to higher raw material and production costs, significantly affecting gross profit and revenue.

Mitigation Plan

In 2024, the Thai baht rate remained highly volatile throughout the year. The Company closely monitored and analyzed exchange rate trends, global economic conditions, and financial markets. This includes regularly consulting with analysts and experts from the financial institution to support risk management decisions. To mitigate currency risks, the Company implemented hedging strategies and managed revenue and expense risks in US dollars through natural hedging by utilizing Foreign Currency Deposits (FCD). All foreign currency-related operations were strictly conducted in accordance with the Company's currency risk management policy.

● Interest Rate Risk

Impact

The Company has secured funding from financial institutions to support normal business operations of the Company and its subsidiaries as well as future investment projects. The fluctuations in interest rates may impact loan repayment obligations and future interest expenses of the Company. Changes in interest rates may also affect customers' financial position and debt repayment capacity which may potentially result in payment delays or bad debts.

Mitigation Plan

To mitigate interest rate risk, the Company maintains an appropriate amount of cash on hand, monitoring debt, and enhances inventory management efficiency. These efforts have led to lower inventory levels and sufficient liquidity for loan repayment. As a result, short-term loans have been reduced by over 310 million baht compared to the previous year. According to the consolidated financial statements as of December 31, 2024, the Company's remaining short-term loans from financial institutions amounted to 1,496 million baht. All long-term loans were fully repaid in 2023, ensuring the Company remains unaffected by rising interest rates.

The Company monitors market interest rate trends, inflation, and other factors that may influence interest rates. In the event where additional funding is required, the Company will consider the matching source and use of funds. The Company secures sufficient short-term loans from multiple banks, selecting the most favorable and appropriate interest rates. Regularly communicating its operating results to banks with credit lines highlights business growth and facilitates access to lower financial costs.

To manage risks associated with customers facing liquidity issues, the Company has implemented close monitoring measures and is considering expanding trade credit insurance to cover high-risk customer groups.

4. Compliance Risk

● Risk from changes in laws and government policies

Impact

In the past, government policies, laws, rules, and regulations, including those governing listed companies, have become increasingly stringent. These factors could

significantly impact the Company's operations if it fails to comply with internal and external requirements. Non-compliance may result in reputational and credibility damage, restrictions on product distribution, revenue loss, customer attrition, low market share, and potential legal costs or fines. However, in 2024, the Company did not encounter any legislative risk or government policy-related risks that had a significant impact on its operations.

Mitigation Plan

The Company ensures full compliance with laws, rules, and regulatory requirements with accuracy and completeness. The Company has developed a Regulatory Compliance Guide, providing a structured framework for ensuring compliance with regulations applicable to listed companies and supporting proper business operations. The Company has established processes to monitor regulatory compliance, observe new regulations and notifications, and ensure adherence to food and drug laws. This includes keeping up with emerging trends, measures, and regulations related to the transition to a low-carbon society, such as the Thailand Taxonomy, a classification system for environmentally sustainable economic activities, and the draft Climate Change Act. To enhance awareness, understanding, and practical application of new rules and regulations, the Company conducts regular communication and training sessions for its board members, executives, and employees.

5. ESG Risk

● Product Quality and Safety Risk

Impact

As the Company operates in the manufacturing and distribution of food, snacks, and beverages, consumer safety is a critical priority. Failure to maintain an efficient quality control system at every stage of production could result in poor-quality products that are unsafe for consumption. This may damage the Company's reputation, image, and credibility, resulting in significant business impacts.

Strict risk management measures have been established, including a system for regular inspections and reviews. In 2024, the Company did not encounter any food safety risks that had a significant impact on its operations.



Risk Mitigation Plan

The Company recognizes that product quality and consumer safety are the highest priorities. In 2024, the Company expanded production and obtained FSSC 22000 food safety standard certification for the new production lines at the Theparak and Bang Phli factories, ensuring comprehensive coverage of all in-house products.

Work improvements have been implemented to elevate quality control standards to the existing certifications, including GHP (Good Hygiene Practice), HACCP (Hazard Analysis Critical Control Point), and ISO 9001, to achieve continuously higher levels of compliance and industry acceptance. Additionally, the Company has conducted internal communication to enhance food safety awareness among employees in the organization.

In 2024, the Company enhanced customer satisfaction evaluation criteria to better reflect customer perspectives on product and service quality, integrating the complaint management process across all sales channels to analyze root causes and systematically resolve issues. Additionally, the Company has developed product withdrawal and recall plans to ensure a timely and effective response in case of emergencies.

● **Reputation Risk**

Impact

Corporate reputation and image play a crucial role in consumers' purchasing decisions, particularly in the food and beverage industry, where the Company's operations directly impact its stakeholders. Misunderstandings regarding the Company's products and services, along with incidents arising from business operations that impact the environment, employees, or surrounding communities, can present significant risks.

Failure to manage these concerns in line with stakeholder expectations or to respond appropriately and in a timely manner may negatively impact the Company's reputation and overall credibility.

Risk Mitigation Plan

The Company recognizes the importance of sustainable business operations, good corporate governance, and responsibility to stakeholders, analyzing stakeholders in the value chain and identifying expectations to develop operational guidelines and communications with

stakeholders. The Company established a compliant management department to handle complaints through all channels, monitor the complaint management process, resolve issues appropriately, and prepare a monthly report to relevant departments for resolution, improvement, and follow-up. Additionally, the Company monitors social media for comments that may impact its corporate and brand image. The Company focuses on building brand awareness for KCG Corporation among stakeholders through continuous online and offline media, reinforcing credibility and customer confidence in the organization.

Regarding environmental stewardship, the Company conducts annual risk assessments to evaluate potential impacts on the community and the environment. This includes risks related to fire, chemical leaks, and air, water, and noise pollution. Regular monitoring of the workplace environment is conducted, ensuring that preventive measures and emergency response plans are in place to effectively manage unforeseen incidents. In 2024, there were no complaints or disputes from communities surrounding the Company's two factory locations.

● **Climate Change Risk**

Impact

Climate change is a significant global issue that impacts the Company's business operations through physical risks such as raw material shortages, particularly agricultural products, and production disruptions caused by natural disasters.

The transition to a low-carbon society presents legislative risks both domestically and internationally, with an increasing focus on reducing greenhouse gas emissions and a growing demand for disclosure of GHG emissions management. This requires companies to establish clear targets and relevant mitigation plans.

(For more information on climate change risk assessment, please refer to the Sustainability Report 2024 <https://www.kcgcorporation.com/storage/downloads/sustainability-report/sustainability-report-year-2024-en.pdf> under the topic: Climate Change Adaptation and Greenhouse Gas Emissions)

Risk Mitigation Plan

The Company is committed to climate change and greenhouse gas emissions management and has

been collecting greenhouse gas emissions data since 2021. This assessment covers the three key scopes of emissions and criteria set by the Thailand Greenhouse Gas Management Organization (TGO) to identify critical greenhouse gas emission sources that pose climate change risks to the Company.

In 2024, the Company implemented the following risk mitigation plan:

- Setting a Net Zero target in accordance with the Science Based Targets initiative (SBTi) and developing practical guidelines to ensure the achievement of the set goal.
- Increasing the use of renewable energy such as the solar roof installation project and the rooftop solar power generation systems in factories and distribution centers.
- Sourcing alternative raw materials with a plan to gradually transition to eco-friendly materials that comply with relevant regulations.
- Setting a target for electric vehicles (EVs) to account for 30% of the Company's total transportation fleet within three years.
- Closely monitoring national laws and regulations, such as the Global Warming Act and Thailand Taxonomy, while also studying international laws in countries where the Company plans to expand its business to ensure compliance and readiness.
- Disclosing climate change risks and impacts to investors and stakeholders and preparing a climate change strategy that aligns with international standards for maximum effectiveness.

• Corruption Risk

Impact

The Company recognizes the importance of preventing and combating corruption in the workplace, including unethical practices by employees and executives, whether directly or indirectly. Such misconduct may harm the Company's reputation and credibility, lead to unnecessary or inappropriate expenses, and result in the loss of assets and resources.

In 2024, the Company did not receive any complaints or reports of corruption that had a significant impact on

its operations.

Risk Management Plan

The Company has established an Anti-Corruption Policy that provides clear guidelines for directors, executives, and employees at all levels to ensure compliance with established regulations. Employees are strictly prohibited from engaging in any form of corruption, whether directly or indirectly. The Company provided complaint and whistleblowing channels for stakeholders, along with a reporting process, protective measures for whistleblowers, and clearly defined disciplinary actions for employees involved in fraudulent activities, as outlined in the discipline and disciplinary punishment section of the employee handbook. An internal audit process is in place to inspect and review anti-corruption systems and mechanisms annually, utilizing IT system integration to minimize manual processes and improve traceability. As a result of these measures, no incidents of fraud or corruption arising from business operations were identified. Furthermore, the Company emphasizes awareness and communication, incorporating the anti-corruption plan as a key topic in new employee orientation training programs to fight against corruption.

6. Emerging Risk

• Opportunity and Risk from Free Trade Agreement (FTA)

Impact

Under the Free Trade Agreement (FTA), import taxes on milk and dairy products from Australia and New Zealand will be reduced to 0% in 2025. This includes whole milk powder, butter, and cheese under the FTA with Australia, as well as milk, cream, skimmed milk powder, raw milk, and UHT milk/milk beverages under the FTA with New Zealand. This poses a competitive risk, as the Company's advantage in importing raw materials may decline since competitors will also benefit from the same tax reductions. However, after analyzing the situation and weighing the benefits and challenges of the FTA, the Company sees it as an opportunity rather than a disadvantage due to the significant cost reductions in sourcing key raw materials. The Company has proactively developed strategies to maximize the benefits of the FTA, as follows:

- Analyze and monitor movements in Free Trade Agreements (FTA) with key countries, including

Australia (TAFTA) and New Zealand (TNZCEP), as well as other countries from which it imports products and raw materials that directly impact its operations. Study potential benefits from countries within the FTA group for future phases.

- Diversify risks by sourcing main raw materials in advance to maximize benefits from countries with FTA rights in Phase 2, Phase 3, and other eligible countries. Seek suppliers to act as a sole importer and distributor of products ahead of time.
- Develop new products using raw materials from new sources to expand sourcing options and reduce dependency. Register products with the FDA, considering the lengthy approval process.

• Geopolitical Risk

In 2024, international conflicts, including wars, political tensions, trade wars, and epidemics affecting animals and humans, may impact Thailand's economy, supplier countries, the overall supply chain system, and the Company's business operations.

To mitigate the potential impact of both direct and indirect geopolitical risks, the Company prepared a risk management process as follows:

- Monitor and evaluate global economic and political conflicts that may impact the Company's business and stakeholders.
- Secure alternative sources for importing main raw materials by establishing at least two suppliers per main raw material from different continents or countries to minimize reliance on a single source and mitigate potential supply chain disruptions.
- Reduce long-term energy costs by increasing the use of renewable energy such as installing solar roofs and transitioning to EV trucks, while closely monitoring global oil and energy price trends.
- Monitor and prevent the spread of emerging epidemics in both humans and animals, particularly those affecting the Company's raw materials or public health that may have potential impacts on business operations.

2.2.2. Investment Risk

1) Risk from Major Shareholder

As of December 31, 2024, the major shareholders of the Company are Kim Chua Group Company Limited, the Vipawatanakul family, and the Dhiranusornkit family, collectively holding 390 million shares, representing 71.56% of the total issued shares. This shareholding proportion grants them control over shareholder meeting resolutions, including matters requiring three-fourths approval as mandated by law or Company regulations. As a result, other shareholders may face a risk of limited influence, as they may not be able to gather sufficient votes to counterbalance proposals put forth by the major shareholders.

Mitigation Plan

To ensure transparency, good corporate governance, and a clear balance of power in the Company's management, the Company has established a management structure with clearly defined authority and responsibilities for subcommittees. These include the Audit Committee, the Nomination and Remuneration Committee, the Corporate Governance and Sustainability Committee, the Information Technology Committee, and the Executive Committee. The Board of Directors consists of 12 members, including five independent directors, who serve as Chairman of the Board, Chairman of the Audit Committee, and Chairman of the Corporate Governance and Sustainability Committee. These independent directors play a critical role in supervision, maintaining checks and balances, and reviewing the approval of key matters before presenting them to the Shareholders Meeting. Additionally, the Company has engaged an internal audit firm to audit its internal control system, alongside its own internal audit unit, which conducts regular assessments to evaluate the sufficiency and effectiveness of the internal control system. Reports are submitted directly to the Audit Committee, providing shareholders with assurance regarding the transparency, and balance of power in the Company's management.

2.2.3. Risks from investing in foreign securities (In case the issuer is a foreign Company)

-None-

3. Driving Business for Sustainability

3.1 Policy and Goals of Sustainability Management

The Company is committed to driving its business towards sustainability in economic, social, and environmental dimensions in accordance with the corporate governance code and effective risk management with a corporate culture that considers the needs of stakeholders in every sector. This includes creating benefits or shared value for the present and future in order to achieve the Company's Sustainability goals in accordance with the guidelines set by the Stock Exchange of Thailand and the United Nations' Sustainability Goals, focusing on concrete implementation with a Sustainability framework that covers the environment, social, governance, and economy, as well as setting clear goals.



KCG Sustainability Strategy

To effectively drive the business towards sustainability and achieve the Sustainability Goals, the Company upholds Sustainability as one of the primary strategies and formulates sustainability strategies and management guidelines that align with its vision and business strategy, ensuring that business and sustainability are integrated and move in the same direction.



Sustainability Management and Strategies in 3 dimensions include:

- **Sustain the planet**

Environment :

The Company emphasizes conducting business alongside sustainable environmental management by optimizing energy and resource consumption throughout the supply chain and reducing greenhouse gas emissions to minimize environmental and climate change impacts.

- **Nourish our communities**

Social :

The Company conducts business with social responsibility and respects human rights in all aspects. The Company focuses on delivering quality and safe products while striving to be a safety organization that emphasizes employee potential development and actively strengthens and develops communities for sustainability.

- **Drive growth with governance**

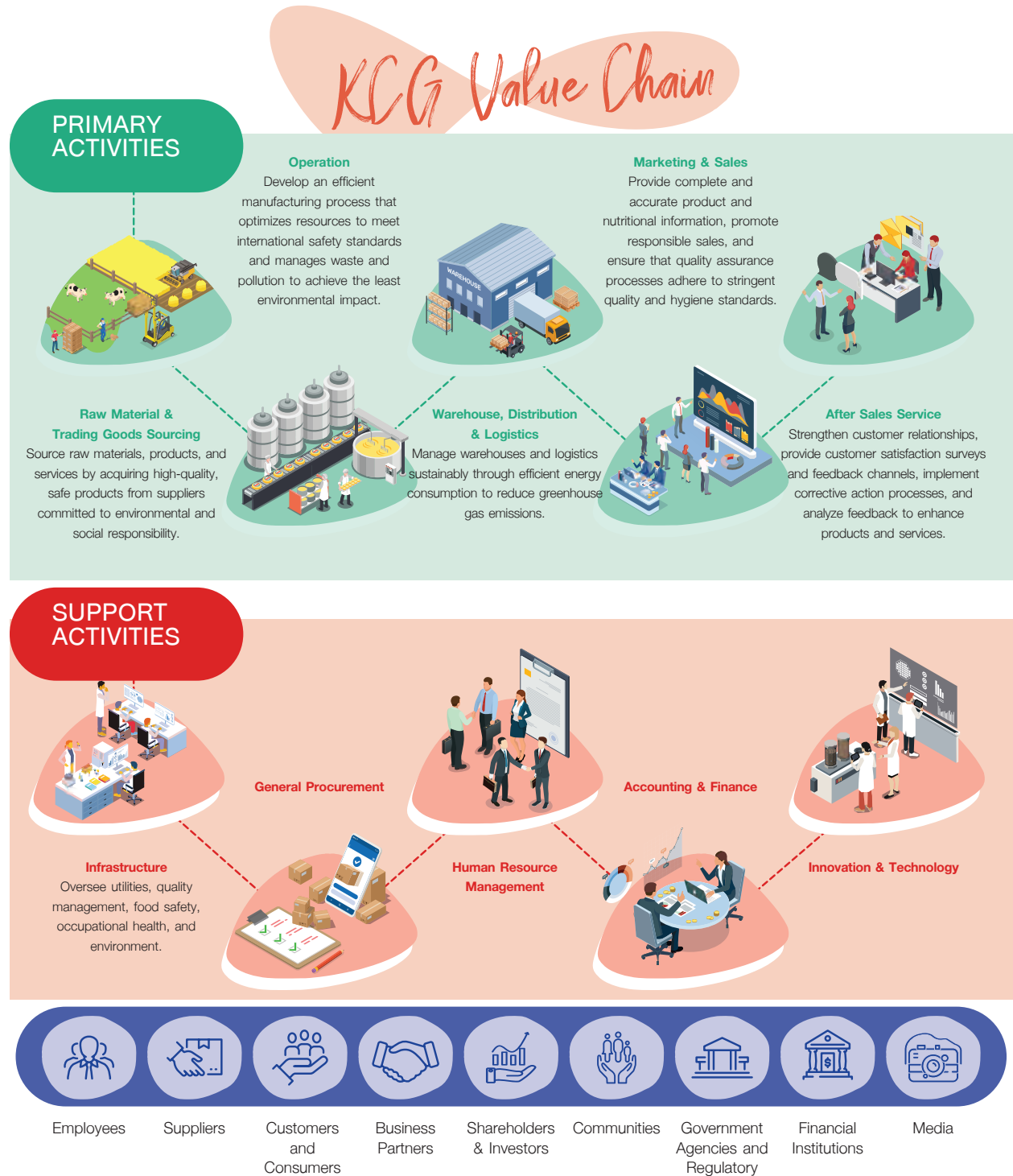
Governance and Economic :

The Company aims to drive business for sustainable growth with good corporate governance, transparency, and zero tolerance for corruption. The Company emphasizes sustainable supply chain management in collaboration with suppliers and develops innovation and technology to create products and services that benefit customer and consumer health. Additionally, the Company enhances operational efficiency and operates as a green organization, promoting sustainability for society and the community.

(For more information regarding Driving Business for Sustainability in the Sustainability Report 2024 <https://www.kcgcorporation.com/storage/downloads/sustainabilityreport/sustainability-report-year-2024-en.pdf> on the company's website at www.kcgcorporation.com under the "Sustainability" section)..

3.2 Management of Impacts on Stakeholders in Business Value Chain

The Company analyzed the business value chain to identify stakeholders, including any impacts that may occur as a result of the Company's primary activities and support activities within the value chain from upstream to downstream, comprehensively and completely in each dimension. This includes analyzing and ranking stakeholder relationships based on their influence on the Company and potential impacts on stakeholders in order to establish engagement guidelines between the Company and stakeholders, responding to stakeholder expectations or needs, and providing stakeholder engagement guidelines and a mitigation plan to mitigate the negative impact on stakeholder groups and the Company.



(For more information on Managing Stakeholder Impacts in the Business Value Chain, please refer to the Sustainability Report 2024 on the Company's website at www.kgccorporation.com under the "Sustainability" section).

3.3 Sustainability Management in Environmental Dimension

The Company prioritizes environmental sustainability, climate change management, and greenhouse gas emissions reduction through effective energy and resources management. The Company is aware of the risks and concerns regarding environmental safety arising from business operations. A standard operating system and good control throughout the supply chain were established, integrating with the use of technology and innovation to develop environmental management systems, energy, water, resources, and waste from business processes in order to be efficient and mitigate impacts on communities and the environment.

The Company has operated its business in accordance with environmental sustainability by implementing an environmental management system based on the ISO 14001:2015 standards, which address resource utilization, pollution control, and the Green Industry Level 4: Green Culture Criteria set by the Department of Industrial Works. This includes setting targets for reducing greenhouse gas emissions and managing climate change to transition to a low-carbon society.

(For more information on Sustainability Management in the Environmental Dimension, please refer to the Sustainability Report 2024 on the Company's website at www.kcgcorporation.com under the "Sustainability" section).

3.4 Sustainability Management in the Social Dimension

The Company conducts business with social responsibility, respects human rights, prioritizes the development and delivery of quality and safe products to customers and consumers, strives to be a safe organization, and is responsible for all stakeholder groups. The Company recognizes that human resources are a significant foundation for Sustainability. As a result, the Company is committed to human resources management and development, organizing both in-house and outsourced training to enhance potential and promote a good quality of life for employees, while contributing to and strengthening sustainable communities.

(For more information on Sustainability Management in the Social Dimension, please refer to the Sustainability Report 2024 on the Company's website at www.kcgcorporation.com under the "Sustainability" section).



4. Management Discussion and Analysis (MD&A)

4.1 Performance Summary for the year 2024

Operating Results (Unit: THB Million, %)	2023	2024	Change %YoY
Sales	7,157.0	7,743.4	+8.2%
Other income	47.7	46.9	-1.8%
Total revenue	7,204.7	7,790.3	+8.1%
Cost of sales	5,010.2	5,350.9	+6.8%
Gross profit	2,146.7	2,392.5	+11.4%
Selling and distribution expenses	1,136.8	1,256.3	+10.5%
Administrative expenses	591.5	597.6	+1.0%
SG&A	1,728.3	1,854.0	+7.3%
Impairment loss on machinery and equipment	0.0	21.1	-
Finance costs	79.9	53.1	-33.6%
Profit before income tax expenses	386.2	511.2	+32.4%
Tax expenses	80.3	105.4	+31.2%
Net profit	305.9	405.8	+32.7%
EBITDA	647.4	777.0	+20.0%
Gross profit margin (%)	30.0%	30.9%	+0.9%
SG&A to sales (%)	24.1%	23.9%	-0.2%
Net profit margin (%)	4.2%	5.2%	+1.0%
EBITDA margin (%)	9.0%	10.0%	+1.0%

Note: Numbers may not align with the calculation by one decimal point due to rounding of figures.

4.2 Income Statement Analysis

Revenue from sales

- In 2024, the Company recorded total sales of THB 7,743.4 million, increased by THB 586.5 million or 8.2% YoY, supported by growth across all product categories and sales channels. The Company set a new sales record again, surpassing the previous record high in 2023.

Cost of Sales and Gross Profit

- In 2024, the Company recorded cost of sales of 5,350.9 million, increased by THB 340.7 million or 6.8% YoY, following the higher sales.
- Gross profit in 2024 was THB 2,392.5 million, increased by THB 245.7 million or 11.4% YoY, following the higher sales. Gross profit margin in 2024 was 30.9%, improved from 30.0% in 2023. Although raw material prices gradually increased throughout the year, the average raw material cost

for the full year of 2024 decreased compared to the average raw material cost for 2023. Additionally, the Company continued to leverage a higher capacity utilization rate, improved production efficiency, and effective production cost management.

Selling, General and Administrative Expenses (SG&A)

- In 2024, the Company recorded SG&A of THB 1,854.0 million, increased by THB 125.7 million or 7.3% YoY, following the higher sales. Increased expenditures mainly came from 1) advertising and promotion (A&P), 2) transportation, 3) travelling, 4) depreciation from KCG Logistics Park, 5) utility expenses, and 6) employee expenses from a merit increase. Additionally, there were extra expenses for preparing the facility for raw materials and product storage before the operation of KCG Logistics Park, as well as transportation costs during the transition period for moving raw materials and products from

external warehouses to the KCG Logistics Park, which became fully operational in Q3/2024.

- %SG&A to sales in 2024 was 23.9%, decreased from 24.1% in 2023 supported by increased sales and effective cost management. Additionally, there were no IPO expenses related to preparations for the listing on the Stock Exchange of Thailand, as occurred in 2023.

Finance Costs

- In 2024, the Company recorded finance costs of THB 53.1 million, decreased by THB 26.9 million or 33.6% YoY, supported by reduced loans from financial institutions.
- At the end of 2024, loans from financial institutions were THB 1,523.1 million, decreased by THB 314.7 million or 17.1% from THB 1,837.8 million at the end of 2023.

Income Tax Expenses

- In 2024, the Company recorded tax expenses of THB 105.4 million, increased by THB 25.1 million or 31.2% YoY following the higher profit before income tax expenses.

Net Profit

In 2024, the Company recorded net profit of THB 405.8 million, increased by THB 99.9 million or 32.7% YoY. The Company set new records in both sales and profit again, surpassing the previous record highs in 2023, supported by the following reasons:

- Total revenue increased by 8.1% YoY, mainly from sales growth of 8.2% YoY, supported by across all product categories and sales channels.
- Gross profit margin improved by 0.9% YoY. Although raw material prices gradually increased throughout the year, the average raw material cost for the full year of 2024 decreased compared to the average raw material cost for 2023. Additionally, the Company achieved a higher capacity utilization rate, improved production efficiency, and effective production cost management.
- %SG&A to sales decreased by 0.2% YoY, supported by increased sales, effective cost management, and no IPO expenses related to preparations for the listing on the Stock Exchange

of Thailand, as occurred in 2023, despite additional expenses during the preparation and transition periods for the operation of KCG Logistics Park in Q2/2024 and Q3/2024.

- Finance costs decreased by 33.6% YoY, supported by the reduced loans from financial institutions.
- The Company recorded a one-time expense impairment loss on machinery and equipment in Q1/2024 of THB 21.1 million, as the Company is in the process of improving machinery, production process, and factory re-layout, which will increase production capacity, enhance production efficiency, and reduce production cost in the future. If excluding this one-time expense, net profit in 2024 will rise from THB 405.8 million to THB 426.9 million, an increase of THB 121.0 million or 39.6% YoY.

4.3 Statement of Financial Position Analysis

Assets

- As at 31 December 2024, the Company had total assets of THB 5,993.8 million, increased by THB 121.8 million or 2.1% from THB 5,872.0 million at the end of 2023, resulting from increases in: 1) trade and other receivables; 2) property, plant and equipment, 3) right-of-use assets; 4) other current financial assets; 5) other non-current financial assets; and 6) intangible assets.
- The Company had inventories as at 31 December 2024 of THB 1,174.3 million, decreased by THB 114.0 million or 8.8% from THB 1,288.2 million at the end of 2023.

Liabilities

- As at 31 December 2024, the Company had total liabilities of THB 3,052.4 million, decreased by THB 125.7 million or 4.0% from THB 3,178.1 million at the end of 2023. The decrease was mainly due to reduced loans from financial institutions and lower deferred tax liabilities.
- At the end of 2024, loans from financial institutions were THB 1,523.1 million, decreased by THB 314.7 million or 17.1% from THB 1,837.8 million at the end of 2023.

Equity

- As at 31 December 2024, the Company had equity attributable to owners of the parent of THB 2,941.4 million, increased by THB 247.5 million or 9.2% from THB 2,693.9 million at the end of 2023, mainly resulting from 1) the Company's net profit of 2024 of THB 405.8 million, less dividends for the operating results of 2023 paid to shareholders at a rate of THB 0.30 per share, totaling THB 163.5 million; and 2) an increase in other components of shareholders' equity of THB 5.2 million.

4.4 Cash Flow Analysis

Statement of Cash Flows (Unit: THB Million, %)	2023	2024	Change %YoY
Profit from operating activities before changes in operating assets and liabilities	644.4	827.0	+28.4%
Cash flow from changes in operating assets and liabilities	(311.4)	(59.9)	+80.8%
Net cash flows from operating activities	333.0	767.1	+130.4%
Cash paid for acquisitions of property, plant and equipment	(404.1)	(417.2)	-3.2%
Cash paid for acquisitions of intangible assets	(8.0)	(16.9)	-111.0%
Cash received (paid for) other investing activities	8.2	(14.8)	-279.4%
Net cash used in investing activities	(403.9)	(448.8)	-11.1%
Decrease in short-term loans from banks	(686.8)	(308.4)	+55.1%
Cash received from long-term loans from banks	300.0	0.0	-100.0%
Cash paid for long-term loans from banks	(605.7)	(6.3)	+99.0%
Cash paid for lease liabilities	(65.2)	(56.5)	+13.4%
Cash received from increase in share capital	1,292.2	0.0	-100.0%
Interest paid	(78.7)	(54.1)	+31.3%
Dividends paid	(124.8)	(163.5)	-31.0%
Net cash flows from (used in) financing activities	30.9	(588.7)	-2004.4%
Net decrease in cash and cash equivalents	(40.0)	(270.5)	-575.9%
Cash and cash equivalents at beginning of year	374.5	334.5	-10.7%
Cash and cash equivalents at end of year	334.5	64.0	-80.9%

At the end of 2024, the Company recorded ending cash and cash equivalents of THB 64.0 million, a decrease of THB 270.5 million or 80.9% from THB 334.5 million at the end of 2023. (The Company reserved the funds raised from the initial public offering (IPO) in late 2023 for ongoing investment projects in 2024), with details as follows:

- Net cash received from operating activities of THB 767.1 million, consisting of (1) cash inflows from operating activities before changes in operating assets and liabilities of THB 827.0 million; and (2) cash outflows from net change in working capital of THB 59.9 million, mainly due to the increase in trade and other receivables, the decrease in trade and other payables, the decrease in other current liabilities, and cash paid for long-term employee benefits.
- Net cash used in investing activities of THB 448.8 million, consisting of (1) cash paid for acquisitions of property, plant and equipment of THB 417.2 million; (2) cash paid for acquisitions of intangible assets of THB 16.9 million; (3) cash paid for other investing activities of THB 14.8 million.
- Net cash used in from financing activities of THB 588.7 million, consisting of (1) decrease in short-term loans from banks of THB 308.4 million; (2) cash paid for long-term loans from banks of THB 6.3 million; (3) cash paid for lease liabilities of THB 56.5 million; (4) interest paid of THB 54.1 million; and (6) dividends paid of THB 163.5 million.

4.5 Key Financial Ratios

Financial Ratios	For the year ended 31 December		
	2022	2023	2024
Liquidity Ratios			
Current Ratio (x)	0.9	1.1	1.1
Quick Ratio (x)	0.4	0.7	0.7
Activity Ratios			
Average Collection Period (Days)	72	75	82
Average Inventory Period (Days)	104	103	84
Average Payment Period (Days)	94	77	72
Cash Cycle (Days)	83	100	94
Total Asset Turnover (x)	1.2	1.3	1.3
Fixed Asset Turnover (x)	3.1	3.2	3.0
Leverage Ratios			
D/E (x)	3.7	1.2	1.0
IBD/E (x)	2.5	0.7	0.6
Interest Coverage Ratio (x)	7.0	5.8	10.6
Profitability Ratios			
Gross Profit Margin (%)	28.7%	30.0%	30.9%
EBIT Margin (%)	5.9%	6.5%	7.2%
Net Profit Margin (%)	3.9%	4.2%	5.2%
EBITDA Margin (%)	8.9%	9.0%	10.0%
Return on Asset (%)	7.2%	8.2%	9.5%
Return on Equity (%)	18.0%	15.8%	14.4%

- Current Ratio = Total current assets / Total current liabilities
- Quick Ratio = (Cash and cash equivalents + Trade and other receivables + Other current financial assets) / Total current liabilities
- Average Collection Period = $365 / [\text{Sales} / \text{Average trade and other receivables}]$
- Average Inventory Period = $365 / [\text{Cost of sales} / \text{Average inventories}]$
- Average Payment Period = $365 / [\text{Cost of sales} / \text{Average trade and other payables}]$
- Cash Cycle Days = Average Collection Period + Average Inventory Period - Average Payment Period
- Total Asset Turnover = Total revenue / Average total assets
- Fixed Asset Turnover = Total revenue / (Property, plant and equipment + Right-of-use assets) (Average)
- Debt to Equity Ratio (D/E) = Total liabilities / Equity attributable to owners of the Company
- Interest-bearing Debt to Equity Ratio (IBD/E) = Interest-bearing Debt / Equity attributable to owners of the Company
- Interest Coverage Ratio = Earnings before interest and taxes / Finance costs
- Gross Profit Margin = (Sales - Cost of sales) / Sales
- EBIT Margin = Earnings before interest and taxes / Total revenue
- Net Profit Margin = Profit attributable to equity holders of the Company / Total revenue
- EBITDA Margin = Earnings before interest, taxes, depreciation, and amortization / Total revenue
- Return on Assets (ROA) = Earnings before interest and taxes / Average total assets
- Return on Equity (ROE) = Profit attributable to equity holders of the Company / Average equity attributable to owners of the Company

4.6 Future Outlook

The Thai economy in 2025 is expected to continue growing, supported by government spending, private sector consumption and investment, and tourism. However, challenges arise from uncertainties in the economic and trade policies of the United States, which may impact Thailand's exports and tourism. Additionally, the ongoing war between Russia and Ukraine remains a significant geopolitical risk for the global economy.

The Company aims to achieve sales growth in 2025 at a similar level to 2024's, with expected growth across all product categories and sales channels, supported by new product launches, expansion of distributors both domestically and internationally, customized products for international markets, growth in online sales, and expanded partnerships. Although the overall cost of raw materials in 2025 is expected to increase compared to 2024, it should remain manageable from the Company's ability to manage costs flexibly and effectively, including 1) purchasing raw materials in advance to secure optimal prices at each period; 2) production reformulation/ adjusting the proportion of raw material usage/ changes in raw material sources; 3) improving production efficiency through machinery upgrades, production process enhancements, and the implementation of automation systems; and 4) higher capacity utilization rates.

The Company also targets to continuously reduce %SG&A to Sales in 2025, as the distribution center and warehouse KCG Logistics Park was already fully operational. Additionally, the electricity generated from solar rooftops, totaling 2.3 MW, installed at the end of 2024 at KCG Logistics Park, Bang Phli plant, and all three of the Company's distribution centers, is now ready for use. Furthermore, the Company is moving towards digital transformation, which will improve operational efficiency, streamline processes, increase accuracy, and optimize inventory management and distribution, resulting in a faster response to market needs.

The Company is currently in the process of improving the factory layout, upgrading production lines, and expanding the production capacity of butter and margarine from approximately 18,596 to 23,261 tons per annum. The revamp is divided into 5 phases, which will be completed by 2025. This expansion will allow the Company to produce more products to meet customer demand. Additionally, the Company will incorporate more automation systems, which will further enhance production efficiency and lead to a reduction in production costs.

4.7 Sustainability Operations

The Company is committed to driving business and growing while considering the needs of stakeholders and creating long-term shared value. The Company also recognizes the importance of sustainability governance across social, environmental, and governance, aligning with the goals of developing the organization into a sustainable entity in accordance with the SET ESG Ratings and the United Nations Sustainability Goals (SDGs). Our efforts are aimed at becoming a sustainable organization, with key sustainability operations in 2024 as follows:

Environmental Dimension

- Certified with Green Industry, Level 4: Green Culture by the Department of Industrial Works, Ministry of Industry.
- Renewable energy usage from solar rooftops increased by 20.3% compared to 2023 due to the operation of 5 newly installed solar rooftop sites since November 2024.
- Electricity usage and fuel energy consumption (oil and LPG) per ton of production decreased by 0.4% and 11.7%, respectively, compared to 2023.
- Total water consumption per ton of production decreased by 23.5% from 2023. Both plants were able to recycle 100% of treated wastewater for internal use.
- Theparak plant achieved Zero Waste to Landfill. Total waste per ton of production decreased by 7.2% from 2023.
- Food waste was reduced by 5.7%, with 83% was

repurposed as animal feed.

- There were no oil or chemical leaks impacting the environment.
- Total greenhouse gas emissions (Scope 1, 2, and 3) were 106,835.00 tCO₂eq. The carbon intensity (greenhouse gas emissions per ton of production) increased by 0.9% compared to 2023 due to the construction of KCG Logistics Park and the upgrade of Theparak plant, leading to increased electricity usage.

Social Dimension

- Number of significant incidents of violations of laws and regulations regarding social and human rights was 0.
- Certified with FSCC 22000 (Food Safety System Certification 22000), an internationally recognized standard for food safety certification in food production.
- Certified with ISO 45001:2018 (Occupational Health and Safety Management Systems), an international standard specifying the requirements for occupational health and safety management systems.
- Customer satisfaction score was 72%. The Company has revised its criteria and methods for assessing satisfaction by using the Net Promoter Score (NPS) to cover all aspects.
- The average employee training time was 16 hours per person per year (compared to the target of 12 hours per person per year), and 100% of employees in the organization was instructed regarding the digital transformation awareness.
- Total deaths due to work-related accidents was 0, and the rate of work-related illnesses was 0.
- Support and development of community engagement with over 60 organizations, totaling approximately THB 2.5 million.

Governance and Economic Dimension

- 3 Internal projects that won the KCG Innovation Contest have been developed commercially, resulting in cost savings and increased sales opportunities.
- Sales from product innovations exceeded THB

540 million, with more than THB 340 million from new product innovations and THB 200 million from health and nutrition-related product innovations.

- 100% of key trading partners signed to adhere to the Company's Code of Conduct, with all key trading partners screened for sustainability issues.
- Number of complaints regarding ethical violations and corruption was 0.
- Number of incidents of personal data breaches or leaks was 0.

Driven by our commitment to driving business through innovation and sustainability, the Company received significant sustainability awards from several organizations in 2024, as follows:

1. A 5-star Corporate Governance Rating (CGR), or 'Excellent' CG Scoring for the year 2024 by the Thai Institute of Directors (IOD), supported by the Stock Exchange of Thailand. Additionally, the Company was ranked in the Top Quartile of listed companies with a market capitalization of THB 3,000 - 9,999 million.
2. An A rating in the SET ESG Ratings 2024 and inclusion in the SETESG Index Constituents
3. Selection by ThaiPat Institute as one of the securities in the ESG Emerging List 2024 that entered the ESG100 universe for the first time. Additionally, the Company received the 'Sustainability Disclosure Acknowledgement' award from ThaiPat Institute for the efforts in publicly disclosing sustainability information to the public and relevant stakeholders, which will lead to the enhancement of information disclosure and the long-term development of a sustainable organization.
4. The Investors' Choice Award 2024 with a perfect score of 100 in the assessment of the Annual General Meeting (AGM) from the Thai Investors Association.

4.8 Summary Table of Financial Statements

Statement of Financial Position

Statement of financial position	As at 31 December					
	2024		2023		2022	
	Million Baht	%	Million Baht	%	Million Baht	%
Assets						
Current assets						
Cash and cash equivalents	64.0	1.1	334.5	5.7	374.5	6.8
Trade and other receivables	1,866.0	31.1	1,622.7	27.6	1,302.1	23.5
Inventories	1,174.3	19.6	1,288.2	21.9	1,530.9	27.6
Other current financial assets	19.3	0.3	0.6	0.0	4.4	0.1
Other current assets	51.1	0.9	60.7	1.1	120.2	2.2
Total current assets	3,174.7	53.0	3,306.7	56.3	3,332.1	60.2
Non-current assets						
Restricted bank deposits	1.1	0.0	1.1	0.0	1.1	0.0
Other non-current financial assets	17.2	0.3	10.8	0.2	13.0	0.2
Property, plant and equipment	2,618.4	43.7	2,353.9	40.1	1,881.5	34.0
Right-of-use assets	111.4	1.9	106.3	1.8	136.6	2.5
Goodwill	23.8	0.4	23.8	0.4	23.8	0.4
Intangible assets	40.3	0.6	33.8	0.6	35.6	0.6
Other non-current assets	6.9	0.1	35.6	0.6	115.9	2.1
Total non-current assets	2,819.1	47.0	2,565.3	43.7	2,207.5	39.8
Total assets	5,993.8	100.0	5,872.0	100.0	5,539.6	100.0
Liabilities						
Current liabilities						
Bank overdraft and short-term loans from banks	1,517.6	25.3	1,826.0	31.1	2,512.8	45.4
Trade and other payables	1,141.1	19.0	976.5	16.6	1,136.7	20.5
Current portion of long-term loans from banks	5.6	0.1	6.5	0.1	114.9	2.1
Current portion of lease liabilities	56.5	0.9	48.9	0.8	58.7	1.1
Income tax payable	57.8	1.0	29.5	0.5	16.3	0.3
Other current financial liabilities	3.0	0.1	4.0	0.1	2.3	0.0
Other current liabilities	26.0	0.4	33.4	0.6	64.0	1.1
Total current liabilities	2,807.6	46.8	2,924.8	49.8	3,905.7	70.5
Non-current liabilities						
Long-term loans from banks, net of current portion	0.0	0.0	5.4	0.1	202.7	3.7
Lease liabilities, net of current portion	59.0	1.0	60.1	1.0	80.2	1.4
Provision for long-term employee benefits	95.2	1.6	92.9	1.6	87.9	1.6
Deferred tax liabilities	90.6	1.5	94.9	1.6	79.6	1.4
Total non-current liabilities	244.8	4.1	253.3	4.3	450.4	8.1
Total liabilities	3,052.4	50.9	3,178.1	54.1	4,356.1	78.6

Statement of financial position	As at 31 December					
	2024		2023		2022	
	Million Baht	%	Million Baht	%	Million Baht	%
Shareholders' equity						
Share capital						
Registered	545.0	9.1	560.0	9.5	560.0	10.1
Issued and fully paid	545.0	9.1	545.0	9.3	390.0	7.0
Share premium	1,137.2	19.0	1,137.2	19.4	-	0.0
Retained earnings						
Appropriated - statutory reserve	56.0	0.9	56.0	1.0	51.5	0.9
Unappropriated	667.2	11.2	424.8	7.2	261.4	4.7
Other components of shareholders' equity	536.0	8.9	530.9	9.0	480.6	8.8
Total shareholders' equity	2,941.4	49.1	2,693.9	45.9	1,183.5	21.4
Total liabilities and shareholders' equity	5,993.8	100.0	5,872.0	100.0	5,539.6	100.0

Statement of Comprehensive Income

Statement of comprehensive income	For the year ended 31 December					
	2024		2023		2022	
	Million Baht	%	Million Baht	%	Million Baht	%
Profit or loss:						
Revenues						
Sales	7,743.4	99.4	7,157.0	99.3	6,156.9	98.8
Other income	24.7	0.3	35.1	0.5	33.9	0.5
Gain on exchange	22.2	0.3	12.6	0.2	41.9	0.7
Total revenues	7,790.3	100.0	7,204.7	100.0	6,232.7	100.0
Expenses						
Cost of sales	(5,350.9)	(68.7)	(5,010.2)	(69.5)	(4,390.9)	(70.4)
Selling and distribution expenses	(1,256.3)	(16.1)	(1,136.8)	(15.8)	(975.6)	(15.7)
Administrative expenses	(597.6)	(7.7)	(591.5)	(8.2)	(499.0)	(8.0)
Impairment loss on machinery and equipment	(21.1)	(0.3)	-	-	-	-
Total expenses	(7,225.9)	(92.8)	(6,738.5)	(93.5)	(5,865.5)	(94.1)
Operating profit	564.4	7.2	466.2	6.5	367.2	5.9
Finance cost	(53.2)	(0.7)	(79.9)	(1.1)	(52.5)	(0.8)
Profit before income tax expense	511.2	6.6	386.2	5.4	314.7	5.0
Income tax expense	(105.4)	(1.4)	(80.3)	(1.1)	(73.6)	(1.2)
Profit for the year	405.8	5.2	305.9	4.2	241.1	3.9
Other comprehensive income - net of income tax:						
Actuarial loss	-	-	(13.2)	(0.2)	-	-
Gain (loss) on changes in value of equity investments designated at fair value through other comprehensive income	5.2	0.1	(1.7)	(0.0)	1.7	0.0
Changes in revaluation of assets	-	-	52.0	0.7	-	-
Total comprehensive income for the year	411.0	5.3	343.0	4.8	242.7	3.9

Cash Flows Statement

Cash flows statement (Unit: Million Baht)	For the year ended 31 December		
	2024	2023	2022
Cash flows from operating activities			
Profit before tax	511.2	386.2	314.7
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities:			
Depreciation and amortisation	212.7	181.3	184.7
Expected credit losses (reversal)	(18.7)	(4.9)	3.4
Reduction of inventories to net realisable value (reversal)	34.2	(12.0)	(0.7)
Provision for sale return (reversal)	(1.0)	0.1	0.5
Loss (gain) on sales of equipment	(3.4)	(6.7)	(9.4)
Loss on write-off intangible assets	-	-	0.3
Loss on advance payment for purchasing assets	7.1	-	-
Impairment loss on assets (reversal)	21.1	(0.2)	-
Gain on sales of other current financial assets	(0.3)	-	-
Employee compensation (reversal)	-	-	(7.7)
Long-term employee benefits expense	13.3	9.6	10.2
Unrealised (gain) loss on exchange	(1.5)	12.5	(13.8)
Dividends income	(0.4)	(0.4)	(0.3)
Interest income	(0.3)	(1.0)	(0.3)
Finance cost	53.1	79.9	52.5
Profit from operating activities before changes in operating assets and liabilities	827.1	644.4	534.3
Operating assets (increase) decrease			
Trade and other receivables	(223.9)	(315.7)	(152.7)
Inventories	79.8	254.8	(544.4)
Other current assets	9.7	59.5	(52.6)
Other non-current assets	(1.2)	80.3	(61.7)
Operating liabilities increase (decrease)			
Trade and other payables	175.4	(181.9)	35.5
Other current liabilities	(6.4)	(30.7)	24.5
Cash paid for long-term employee benefits	(10.9)	(21.1)	(7.5)
Operating assets (increase) decrease	-	-	(7.1)
Cash flows from (used in) operating activities	849.6	489.6	(231.7)
Interest received	0.3	1.0	0.3
Corporate income tax paid	(82.8)	(58.4)	(94.5)

Cash flows statement (Unit: Million Baht)	For the year ended 31 December		
	2024	2023	2022
Net cash flows from (used in) operating activities	767.1	432.2	(325.9)
Cash flows from investing activities			
Cash paid for acquisitions of property, plant and equipment	(417.2)	(503.4)	(123.2)
Cash paid for acquisitions of intangible assets	(16.9)	(8.0)	(11.2)
Dividend received	0.4	0.4	0.3
Cash received from sales of equipment	3.6	7.8	9.6
Cash received from sales of intangible assets	0.0	0.1	-
Cash paid for purchasing of other current financial assets	(1,309.1)	(0.3)	-
Cash received from sales of other current financial assets	1,290.3	0.3	-
Net cash flows used in investing activities	(448.9)	(503.1)	(124.5)
Cash flows from financing activities			
Increase (decrease) in short-term loans from banks	(308.4)	(686.8)	1,310.9
Cash received from long-term loans from banks	-	300.0	12.5
Cash paid for long-term loans from banks	(6.3)	(605.7)	(173.5)
Cash paid for lease liabilities	(56.5)	(65.3)	(71.6)
Cash received from increasing in share capital	0.0	1,292.2	-
Interest paid	(54.0)	(78.7)	(52.4)
Dividends paid	(163.5)	(124.8)	(550.0)
Net cash flows from (used in) financing activities	(588.7)	30.9	475.8
Net decrease in cash and cash equivalents	(270.5)	(40.0)	25.4
Cash and cash equivalents at the beginning of year	334.5	374.5	349.1
Cash and cash equivalents at the end of year	64.0	334.5	374.5

5. General Information and Other Important Information

5.1 General Information

● Securities Registrar

Thailand Securities Depository Co., Ltd.

93 Ratchadaphisek Road, Din Daeng, Din Daeng, Bangkok 10400

Telephone: 02-009-9000

Fax : 02-009-9991

SET Contact Center: 02-009-9999

● Audit Company

EY Office Company Limited

193/136-137 Lake Ratchada Building Office Complex, 33rd Floor, Ratchadaphisek Road, Khlong Toei, Khlong Toei, Bangkok 10110

Telephone: 02-264-0777

Fax: 02-264-0789-90

● Financial Advisor

Bualuang Securities Public Company Limited

191 Silom Complex, 29th Floor, Silom Road, Silom, Bangrak, Bangkok 10500

Telephone: 02-231-3777 and 02-618-1000

Fax: 02-618-1469

● Important Contact Information

Investor Relations

Telephone: 02-332-8040-9 ext. 2007

Email ir@kcgcorporation.com

Company Secretary

Telephone: 02-332-8040-9 ext. 1608

Email secretary@kcgcorporation.com

5.2 Other Important Information

5.2.1 information that may have a significant impact on investors' decisions.

5.2.1.1 Non-Compete Agreement

On December 14, 2022 (1) Mr. Vichai Vipawatanakul, (2) Mr. Tong Dhiranusornkit, (3) Mr. Damrong Vipawatanakul, (4) Mr. Thawach Dhiranusornkit, (5) Mrs. Suwanna Mahakanjana, (6) Mr. Damrongchai Vipawatanakul, (7) Mr. Damrongkich Vipawatanakul, (8) Mr. Mornsarn Dhiranusornkit, (9) Mrs. Potchanan Suksunpantep, and (10) Mr. Pumin Dhiranusornkit (collectively referred to as "Existing shareholders") and Kim Chua Group Company Limited (the existing shareholders and Kim Chua Group Company Limited are collectively referred to as "Promisor") have entered into a non-compete agreement with the Company ("Promisee"). Under the agreement, the promisor agrees as follows:

1. The Promisor agrees that, throughout the duration of this contract, the promisor will not engage in any business activities or hold a major shareholding in any business that is of the same nature as the agreed-upon business, whether directly or indirectly, which competes with the Promisee. This restriction does not apply if such activities are carried out through the Promisee, its subsidiaries, or its associated companies. The Promisor will also ensure that its affiliated companies (excluding the Company and its affiliated companies) comply with such agreement.

When determining whether any business competes with the agreed-upon business, the following factors shall be considered:

1. Product type and/or services
2. Area and/or region of business operations
3. Target customer group
4. Size of the business
5. Other relevant factors

The term "agreed-upon business" refers to any business that shares the same nature as the Promisor's business operating as of the date of this contract. This includes, but is not limited to, the following types of businesses:

1. Import, production, and distribution of food and beverage products for human consumption, encompassing but not limited to butter, cheese, cookies, biscuits, bakery ingredients (such as flour, fillings, jams, and cocoa powder), frozen foods, ice cream, prepared foods (such as bread, pasta, and olive oil), processed meat products (such as ham and sausage), and fruit juices.

2. The import, production, and distribution of equipment, tools, and machinery used in cooking or food processing.
3. Cooking Institute and
4. Warehouse business for storing products and/or raw materials to support the services within the contractor's business group.

However, the term "agreed-upon business" does not include

1. K-House, a restaurant business that currently operates two branches located at (1) 3059-3059/1-3 Sukhumvit Road, Bang Chak, Phra Khanong, Bangkok 10260, and (2) 228 Moo 11 Theparak Road, Bang Phli Yai, Bang Phli, Samut Prakan 10540.
2. Central kitchen business that produces ready-to-eat food, beverages, and/or snacks with a short shelf life for customers such as restaurants, coffee shops, and other dining establishments, including those operated by the contractor and the contract recipients.
3. The agreed-upon business also includes any business proposed by the Promisor to the Promisee as a business opportunity, where the Promisee has the right of first refusal under Clause (2). If the Promisor notifies the Promisee of such an opportunity and the Promisee either fails to express their intention within the specified period or declines to exercise the right under Clause (2), the Promisor may proceed to invest and/or enter into transactions related to investments in that business.
4. Production, import, and distribution of animal feed.

Currently, the businesses under A. and B. are operated by United Dairy Foods Company Limited, where the Promisor holds 100% of all issued and paid-up shares.

The businesses outlined in A., B., C., and D. above are collectively referred to as "Exempted Businesses."

2. In the case where the Promisor:

1. Receives offers or business opportunities from third parties for businesses that have the same characteristics and compete with the agreed-upon business.
2. Intends to sell, assign, or transfer ownership of shares, interests, or any other assets in an exempted business, whether directly or indirectly, in whole or in part.

Items (a) and (b) above, individually or collectively, are referred to as the "Offer."

In this regard, the determination of whether any business competes with the agreed-upon

business shall be made following the same guidelines outlined in Clause (1).

The Promisor shall send a written notice containing the details of the Offer (sufficient for the Promisee to consider and decide whether to invest), along with the timeframe for the Promisee to respond ("Notice"), to the Promisee as soon as practicable. If the Promisee wishes or is interested in investing according to the Offer, the Promisee must inform the Promisor in writing within the period specified in the Notice, which may be amended by the Promisor as deemed appropriate. Notifying the intention or interest does not bind the Promisee to any obligation, and the Promisee may ultimately decide not to proceed with the transaction outlined in the Notice, even after expressing such intention or interest. The Promisor shall be notified of any decision accordingly.

In the event that the Promisor and the Promisee agree to enter into a contract for the purchase and sale of an exempted business, the Promisor acknowledges and agrees that the execution of such a sales contract may be subject to important conditions precedent, including but not limited to obtaining approval from the Promisor's shareholders meeting in accordance with the regulations governing connected transactions and/or the acquisition or disposal of assets. The agreed purchase price for the exempted business shall be a fair price. The Promisee agrees to take all necessary steps to obtain the relevant approvals within no more than 90 days from the date of signing the sales contract. If the conditions precedent are not fulfilled for any reason, the Promisor agrees not to seek or claim any damages from the Promisee as a result of such non-fulfillment.

If (a) the Promisee does not inform the Promisor of their wishes or interests within the period specified in the Notice, or (b) the Promisee refuses in writing to exercise the rights under Clause (2), the Promisor agrees that they have the right to proceed with the Offer to third parties. This shall not be considered a breach of this contract, provided that the agreement or conditions with the third party are not more favorable than those offered to the Promisee.

An Offer under Clause (2)(a) that the Promisee does not exercise its rights on, and in which the Promisor has invested and/or entered into transactions related to the investment in such business, shall be considered an Exempted

Business. The Promisee may exercise the right to purchase under Clause (3), subject to the right of first refusal as outlined in Clause (2).

3. The Promisor agrees that, throughout the duration of this contract, the Promisee has the right to acquire the Exempted Business from one or more contractors at a fair price.

In the event that the Promisee wishes to exercise the right to purchase the Exempted Business from one or more Promisors, the Promisee shall send a written notice of intent to the relevant Promisor(s) to initiate discussions on the details and conditions of the transaction. The parties shall agree on the terms and execute the sales contract related to the Exempted Business within 30 days from the date the Promisee sends the written notice of intent to the relevant Promisor(s).

The Promisor acknowledges and agrees that entering into the said sales contract may be subject to important conditions precedent, such as obtaining a resolution from the Promisor's shareholder meeting in accordance with the criteria for entering into connected transactions and/or the acquisition or disposal of assets, among other requirements. The Promisee agrees to take the necessary steps to secure the relevant approvals within no more than 90 days from the date of signing the purchase contract.

In the event that the Promisor and the Promisee cannot reach an agreement on the details and conditions, or if any condition precedent is not fulfilled for any reason, the Promisor agrees not to claim any damages from the Promisee as a result of such circumstances. The Promisor further agrees that the Promisee's right to acquire the Exempted Business shall remain valid throughout the duration of this contract, and the Promisee may re-exercise this right at any time.

4. This contract is effective upon signing and will terminate upon the occurrence of any of the following events: (1) the Promisee is no longer listed as a company on the Stock Exchange of Thailand, or (2) any Promisor is no longer a major shareholder, director, or executive of the Promisee. Upon such events, the duties of that Promisor under this contract shall be considered terminated.

5. Amendments to the material of this contract may only be made upon written agreement between all contracting parties. Any additional amendments or changes must be approved by the shareholder meeting of the Promisor in accordance with the relevant legal criteria.

For additional details regarding the non-compete agreement, please refer to Section 2.2.1: KCG Corporation Structure and Operations and Section 1.3.1: Relationship with the Business Group of the Major Shareholder.

5.2.2 Restrictions on Foreign Shareholders

- None-

5.3 Legal Disputes

As of December 31, 2024, the Company had no lawsuits, arbitration cases, or other significant legal proceedings directly related to the Company that was believed to have a significant impact on the Company's assets greater than 5% of shareholders' equity or to severely affect the Company's financial position, performance, or business operations, as well as its future business trends.

5.4 Secondary Market

- None-

5.5 Regular Engagement with Financial Institutions (Debt Instrument Issuance)

- None-



Part 2

Corporate
Governance

6. Corporate Governance Policy



6.1 Overview of Corporate Governance Policies and Practices

The Board of Directors believes that corporate governance is critical to demonstrating an efficient, transparent, and verifiable management system, which contributes to the Company's overall success. As an organization responsible for society, the environment, and stakeholders, the Company upholds the corporate governance code through the actions of its Board of Directors, executives, and employees. This includes establishing corporate governance and Sustainability policies, as well as a written code of conduct, which are announced to reinforce the organization's norms and culture to recognize and comply with the Code of Conduct and corporate governance and Sustainability policies. These are consistent with the Corporate Governance Code for Listed Companies 2017 ("CG Code"), ASEAN Corporate Governance Scorecard (ACGS) as well as the Securities and Exchange Commission's (SEC) and Capital Market Supervisory Board regulations, ensuring the Company's sustainable growth in line with its vision and mission.

The Company has disclosed details of its corporate governance and Sustainability policies and guidelines on its website at www.kcgcorporation.com.

6.1.1 Policies and Guidelines Related to Committees

The Company's Board of Directors established policies, code of conduct, and charters to serve as operational guidelines and corporate governance of the Company. In addition, the Board of Directors assigned the Management to establish operational guidelines in accordance with the policies to serve as clear tools and procedures for operations for all departments to adhere to in a concrete manner. This includes communicating and disseminating policies, code of conduct, charters, and various guidelines to directors, executives, and employees at all levels, as well as stakeholders in every sector through the Company's website at www.kcgcorporation.com and the intranet system to create awareness, understanding, and adherence to internal personnel and all external sectors to build confidence among all stakeholders. In addition, the Company reviews and updates policies and the code of conduct, including the charter annually or as deemed appropriate in order to be consistent with the Company's situation.

Roles, Duties, and Responsibilities of the Board of Directors

The Board of Directors has the authority, duties, and responsibilities to set guidelines for the Management of the Company in order to lead the business to grow according to the vision, mission, strategy, and business goals. This includes complying with the law, objectives, and regulations of the Company, the Board Charter, as well

as the resolutions of the Shareholders' Meeting that are lawful along with performing duties with honesty, fairness, transparency, and responsibility, and protecting the interests of all stakeholders by having the Management report on the Company's operating results according to strategies, policies, goals, and short-term and long-term plans. This also includes the budget approved by the Board of Directors at each meeting to ensure that operations align with set goals, consistently generating the highest sustainable returns for shareholders while continuously prioritizing society, the community, the environment, and all stakeholders under the corporate governance code, which considers ethics and the impact on society and the environment in addition to operating results.

Recruitment and Appointment of Directors

The Company has established policies, guidelines, and criteria for the recruitment of directors as follows:

- Consider qualifications based on legal requirements and Notifications from the SET and the SEC, aligning with business strategies that primarily benefit the Company. The Nomination and Remuneration Committee consists of at least three members, with a minimum of two independent directors. The Chairman of the Nomination and Remuneration Committee selects directors with the suitable qualifications, skills, and experience to benefit the Company, to replace directors whose terms have expired, whether due to early resignation or the conclusion of their term.
- Select candidates with diverse qualifications, professional skills, and expertise, without gender limitations, as well as their suitability to serve as a director of the Company or a subcommittee. Additionally, the Company has developed a Board Skill Matrix to ensure the Board's diversity aligns with the Company's business strategy.
- Consider suitable qualifications, either from succession plans or external candidates such as a Professional Search Firm.
- The Company has established guidelines regarding the directorships of other listed companies to ensure that directors have sufficient time to perform their duties effectively. The Board has determined that a director may hold directorships in no more than five other listed companies.
 - A director may serve on the Board of up to five other listed companies.

Remuneration for Directors and Executives

The Company has clearly and transparently determined the remuneration of directors and executives in accordance with personnel management policy guidelines. The remuneration is commensurate with responsibilities and is designed to motivate leaders to achieve both short-term and long-term goals, while also considering the impact on the environment, society, and governance. It is benchmarked against similar companies in the industry, with reference to the Company's operating results over the past year.

Details regarding remuneration for directors and executives are outlined under the corporate governance structure and important information on committees, subcommittees, executives, employees, and others - Remuneration for directors and executives).

The Independence of the Board of Directors from the Management

The Company has clearly separated roles and responsibilities between the Board of Directors and executives by ensuring that the Chairman of the Board of Directors and the managing director are different persons in order to have checks and balances in operations and be transparent. All directors can express their opinions independently at the meeting.

Director and Executive Development

The Board of Directors has a policy to promote and support training and to provide knowledge to those involved in the Company's corporate governance system, in order to encourage directors to continuously develop their knowledge. The Company Secretary will present various external training courses that are relevant and useful in performing the duties of a director to the committees for consideration for annual training and will organize internal training for directors and executives annually or as appropriate. Additionally, the Chairman of the Board invites speakers for the training twice a year. The Company also prioritizes orienting new directors to understand their roles, responsibilities, and the nature of business. The Company presents essential information, such as the overall picture and structure of business operations, vision, mission, goals, short-term and long-term operational plans, and the roles, duties, and responsibilities of directors in accordance with the charter, etc.

The Company also encourages all directors to participate in training courses organized by the Thai Directors Association (IOD), such as the Directors Accreditation Program (DAP) and the Directors Certification Program (DCP), in which all Company directors have already completed the aforementioned training courses.

Details regarding the training can be found under the “significant performance in corporate governance” - director and executive development - under the section “corporate governance structure and important information about committees, subcommittees, executives, employees, and others” and the “significant performance in corporate governance”.

Performance Evaluation of Directors

The Board of Directors evaluates the performance of the Board of Directors and subcommittees, both individually and as a group, at least once a year in accordance with the corporate governance code of listed companies in order to use the evaluation results to improve the Board of Directors’ performance and efficiency.

6.1.2 Corporate Governance Policy for Subsidiaries and Associated Companies

The Company has implemented a policy to oversee operations in subsidiaries or associated companies, aiming to create written guidelines that keep directors, executives, and employees aware of the intentions and policy framework for managing these operations. This initiative is designed to encourage executive directors and employees to recognize the mutual benefits and significance of adhering to the corporate governance framework within subsidiaries or associated companies, as well as create confidence among stakeholders that the Company has a strategy for expanding the business for sustainable growth. The guidelines are as follows:

Appointment of Directors or Executives in Subsidiaries and Associate Companies

The Board of Directors shall consider appointing representatives to be directors in subsidiaries and/or associated companies in proportion to the shareholdings, to the greatest extent possible, in order to supervise the operation of the subsidiaries and/or associated companies to comply with the law, corporate governance, and Sustainability policy, as well as other Company policies.

Matters requiring approval from the Board of Directors meeting and/or the Shareholders Meeting prior to the subsidiary and/or associated company entering into any transactions or actions for acquisition or disposal of assets or connected transactions.

When entering into a transaction or taking any actions by a subsidiary for an acquisition or disposal of assets or connected transactions, such transactions or actions shall be approved by the Board of Directors and/or the Company’s Shareholders Meeting, as the case may be. The Company will proceed and disclose the information of such transactions in accordance with applicable criteria. In the event that a transaction or action must be approved by the relevant legal authority, the subsidiary and/or associated company shall proceed in accordance with the applicable law prior to entering into the transaction.

Supervision of Information Disclosure of Subsidiaries and Associated Companies

The Company will develop plans and take the necessary steps to ensure that its subsidiaries and/or associated companies disclose information regarding their operating results and financial positions to the Company. The Company will take the necessary steps and monitor to ensure that subsidiaries and/or associated companies have a system for disclosing information as well as an internal control system that is sufficient and suitable for business operations.

The Company will closely monitor the operating results and operations of its subsidiaries and associated companies, present the analysis results, and express opinions or recommendations to the Board of Directors of the Company, its subsidiary, and/or associated company to be considered for setting policies or improving the subsidiary and/or associated company’s business.

6.1.3 Policies and Practices for Shareholders and Stakeholders

The Company takes into account the role and importance of participation of shareholders and stakeholders in every sector. Therefore, policies and guidelines have been established to provide guidelines for directors, executives, and employees for actions related to shareholders and stakeholders. The details of the guidelines for practice are as follows:

Rights of Shareholders and Equitable Treatment of Shareholders

The Company recognizes the significance and equality of various basic rights for all shareholders, whether retail shareholders or institutional investors. Every shareholder has the right to be treated equally and fairly, the right to receive

adequate information about the business, the right to attend meetings and exercise voting rights at Shareholder Meetings to appoint and remove directors, appoint an auditor, and the right to participate in matters affecting the Company, such as dividend allocation, determination or amendment of regulations and Memorandum of Association, capital reduction or capital increase, approval of special transactions, etc.

Shareholder Meeting

1. Prior to the Shareholder Meeting

Provide information prior to the Shareholder Meeting, including company information.

- The Company has notified the Shareholder Meeting schedule and agenda, including the list of shareholders who have the right to attend the meeting and receive dividends (if any) in advance through the stock exchange news system and the Company's website immediately after the meeting of the Board of Directors or the General Meeting of Shareholders has passed a resolution.
- The Company sent the Shareholders Meeting invitation letter and supporting documents to shareholders in advance by mail starting on March 26, 2024, more than 21 days prior to the meeting date. The meeting invitation letter will have clear agenda details, documents for various agenda items along with the opinions of the Board of Directors, all 3 types of proxy documents (Form A, Form B, and Form C) according to the form specified by the Ministry of Commerce, and names of independent directors for convenience. Shareholders can choose to appoint a proxy to attend the meeting on their behalf, including the disclosure of meeting invitations and meeting documents through the stock exchange news system and the Company's website more than 30 days in advance of the meeting in Thai and English on the same day.
- The Company informs details of documents that shareholders must bring on the meeting date in the meeting invitation letter to allow shareholders to maintain their rights to attend meetings and vote which is in accordance with the Company regulations related to Shareholders Meeting.
- The Company prepares annual reports in two languages: Thai and English for convenience and thorough access to information for all shareholders by publishing them on the Company's website and shareholders are notified through the stock exchange's news system from March 19, 2024, to facilitate shareholders access to information

about the Company's operations thoroughly and in a timely manner.

Allow shareholders to propose agenda items or send questions in advance

- The Company gives shareholders an opportunity to propose meeting agenda items or inquire about the Company, including proposing names of persons to be appointed as directors in advance from November 1, 2023 to February 1, 2024. They are published on the Company's website at www.kcgcorporation.com, including publishing such information through the stock exchange's news system on October 12, 2023.

Facilitate and encourage shareholders to attend Shareholders Meetings

- The Company has a policy to facilitate and encourage shareholders to attend Shareholders Meetings by using an electronic meeting system for Shareholders Meetings to reduce the burden of traveling for shareholders. A manual for using the electronic conferencing system has been attached to the invitation to the in-person meeting. The Company sent a proxy form, Form B (Proxy B), along with instructions on preparing documents for use in authorizing others to vote or to attend the meeting instead of attending the meeting in person to facilitate shareholders.
- The Company gives shareholders an opportunity to express their opinions and ask questions to the meeting before voting on each agenda item. Shareholders can type questions or the microphone is opened to ask questions to the meeting when each agenda item is completed. Questions from shareholders will be read on every meeting agenda item. In order for the meeting to answer questions on every issue, questions will be fully recorded in the minutes of the meeting.
- In 2024, the Company held a General Meeting of Shareholders on Wednesday, April 24, 2024, as a hybrid meeting by using the Quidlab AGM Service system, which organizes meetings both in conference rooms (physical) and through electronic media (E-AGM) through Quidlab Company Limited, which is a meeting control system provider that is an independent agency through inspection of the meeting control system and has passed a self-assessment of compliance from the Electronic Transactions Development Agency (ETDA).

2. Shareholder Meeting Day

In 2024, the Company held an Annual General Meeting of Shareholders on Wednesday, April 24, 2024, in a hybrid meeting format, in accordance with relevant laws and regulations, and has followed the guidelines of the Shareholder Meeting Quality Assessment Project (AGM Checklist) of the Thai Investors Association, Thai Listed Companies Association, and the SEC Office. In 2024, the Company received a full score of 100 points for the first year and did not call an Extraordinary Shareholder Meeting.

Attendance at shareholder meetings of directors and executives

- The Company has a policy requiring the Board of Directors and executives to attend Shareholder Meetings, particularly the Chairman of the Board of Directors and the chairmen of various subcommittees, to participate in clarifying or answering questions from shareholders at the meeting, as well as providing every shareholder with an equal opportunity to ask questions, express opinions, and make suggestions. The Company values all suggestions and accepts them for further consideration as needed.
- On April 24, 2024, the Company held its 2024 Annual General Meeting of Shareholders, which was attended by 12 directors, representing a 100% attendance rate.

Vote counting in Shareholders Meetings

- On the day of the Shareholders Meeting, the Company will introduce the Board of Directors, executives, and auditors of the Company as well as the legal advisor who acts as an intermediary and witness. This includes informing the meeting of procedures, rules for voting, and counting of votes. The meeting will consider matters in the order of the agenda items specified in the meeting invitation letter and is ready to give shareholders an opportunity to ask questions before voting, and report the results to the meeting when votes are counted for that agenda item is finished in order.
- The Company provides legal counsel from Jigsaw Solution Company Limited, a law firm, which is responsible for inspecting documents, appointing proxies for meeting attendance, quorum, voting methods, and vote counting according to the Company's regulations for each agenda item. The auditors commented that the Company's Shareholder Meeting was conducted in accordance with the Company's Board of Directors

quorum. The meeting proceedings were transparent and voting was in accordance with the Company's regulations and related laws.

- At the meeting, there was a volunteer rights defender from the Thai Investors Association, Ms. Umachaya Charoenchai, who also participated in observing the hybrid meeting.
- Shareholders have one share per one vote. Any shareholder with an interest in a particular matter does not have the right to vote. Shareholders who want to vote can do so using the E-AGM system, which is available to those who attend the meeting via electronic media. Shareholders present in the conference room can vote on ballots. Shareholders may vote to agree, disagree, or abstain from voting. Voting on each agenda item is conducted in accordance with the Company's regulations, laws, and/or related regulations.
- The Company does not add agenda items from the Shareholder Meeting invitation letter without notifying shareholders in advance to allow shareholders time to study the information according to the agenda items sent to shareholders.

3. After the Shareholders Meeting

Disclosure of meeting resolutions and preparation of minutes of Shareholders Meetings

- The Company disclosed the Shareholders Meeting resolutions to the Stock Exchange. After the Shareholders Meeting is completed before 10:30 p.m. on the meeting date or before 9:00 a.m. on the next business day. This includes publishing on the Company's website so that shareholders are informed and able to check the voting results and vote counts correctly and quickly.
- The Company prepares minutes of Shareholders Meetings, showing accurate and complete information. This includes useful questions from shareholders and the Company's answers within 14 days from the completion of the meeting. The minutes of the Shareholders Meeting are submitted to the relevant agencies within the specified time and are ready to be published on the Company's website in order to increase awareness channels for all shareholders in a convenient, thorough, and transparent manner. The Company strictly complied with the requirements of the Personal Data Protection Act.

6.1.4 Conflict of Interest Policy

The Board of Directors recognizes the importance of preventing conflicts of interest. Therefore, an implementation and supervision framework of the conflict of interest policy has been established as follows:

- (1) The Company shall evaluate measures to prevent conflicts of interest carefully, giving priority to integrity, transparency, and independence within the code of ethics. The Company shall disclose complete information for the Company's overall benefit.
- (2) Directors, executives, and employees should refrain from engaging in similar or competitive businesses or competing with the business of the Company and its subsidiaries, whether for personal gain or the benefit of others, which may cause direct or indirect harm to the Company or from becoming a partner, shareholder with authoritative decision-making or hold an executive position in a business that is competitive or similar to the Company and its subsidiaries, unless it can be demonstrated that such conduct will not affect the Company and a mechanism is in place to protect the Company's and shareholders' best interests.
- (3) Directors shall not hold directorship positions in more than 5 listed companies.
- (4) Directors, executives, and employees are required to disclose their business, personal, or family business, as well as the business of their children, that may lead to conflicts of interest with the Company under the following context:
 - Joint investment or benefits with the Company's business partners or customers.
 - Hold a position or consultant of the Company's business partners or customers.
 - Directly or indirectly conduct business or provide services to the Company.
- (5) In the event of the appointment of new directors, the Company Secretary shall notify the nominated directors to prepare a stake report or conflict of interest report so that the Company may notify all shareholders at least 14 days prior to the date of the Shareholders Meeting for the appointment of new directors.
- (6) Directors, executives, and employees shall not use confidential information of the Company or its subsidiaries, such as business plans, revenues, meeting resolutions, business projections, research, or auctions for personal gain regardless of whether doing so would

cause harm to the Company. All employees shall strictly adhere to the Company's insider trading policy.

- (7) Directors, executives, employees, and any other individuals, including members of subcommittees, who have conflicts of interest in a particular agenda item, shall not have the right to vote or participate in meetings in which they have a potential conflict of interest.
- (8) The Board shall supervise and ensure that the Company and the management team accurately and completely disclose all potential conflicts of interest transactions on Form 56-1 One Report.

6.1.5 Insider Trading Policy

The Company established an insider trading policy to prevent the improper use or exploitation of insider information, avoid damage to the Company, and ensure equity for all shareholder groups. The prevention guidelines and disciplinary actions for personnel who violate the insider trading policy are summarized as follows:

- (1) Directors, executives, personnel, and employees of the Company who know or possess "insider information" and/or are in a position or line of work that is responsible for "insider information" or has access to "insider information" are prohibited from engaging in the following actions:
 - Buying or selling the Company's securities, or engaging in futures contracts related to the Company's securities whether for personal gain or on behalf of others.
 - Disclosing insider information to other persons, directly or indirectly, by any means, knowing that such information may be used for trading the Company's securities, engaging in futures contract related to the Company's securities, or making offers to sell, inviting others to buy, sell, offering to buy, or sell securities of the Company, whether directly or indirectly, for oneself or others.

"Insider Information" refers to the non-public information that has a material impact on changes in the prices or value of the Company's securities or investment decisions. This includes, but is not limited to, information about the Company, its major shareholders, controlling persons, or key executives, as well as relatively clear information that can be used by general investors to make investment decisions.

- (2) The Company shall educate directors and executives on the responsibility to prepare and disclose a report on securities holding and changes in securities holding including forward contracts of directors and executives, their spouses or cohabiting partners, and minor children. This includes a juristic person in which the spouses, cohabiting partners, and minor children collectively hold shares of more than 30% of the total voting rights, provided that such shareholding is considered the largest shareholding of the juristic person. The report shall be submitted to the Securities and Exchange Commission in accordance with the Securities and Exchange Act Section 59 and penalties Section 275, as well as the notifications of the Securities and Exchange Commission. The report shall include the acquisition or disposition of securities in accordance with the Securities and Exchange Act Section 246, penalties in Section 298, and relevant notifications of the Capital Market Supervisory Board.
- (3) Directors and Executives of the Company, including their spouse or cohabiting partner and minor children, are required to prepare, disclose, and submit the reports on securities holding and change of securities holding. This includes futures contracts to the Company Secretary prior to submitting them to the Securities and Exchange Commission in accordance with the Securities and Exchange Act Section 59, and penalties in Section 275. The securities holding report shall be submitted within 30 days from the date of appointment as a director or executive. The changes in securities holding reports shall be submitted within 3 business days from the date of purchase, sale, transfer, or acceptance of transfer of securities.
- (4) Directors, executives, and employees of the Company holding positions in the accounting or finance department are required to:
 - Avoid trading the Company's securities, whether for oneself or others, and;
 - Not disclose the Company's financial information to any other persons, whether directly or indirectly.During the 30 days prior to the disclosure of quarterly and annual financial statements to the Stock Exchange of Thailand (SET), those who have access to insider information are prohibited from disclosing such information. Any person with access to the insider information may begin trading the Company's securities 24 hours after its disclosure.
- (5) In the case that the Company's business partner is a company whose securities are listed on the Stock Exchange of Thailand and if any transaction is conducted with the business partner, the information related to the transaction may be regarded as the business partner's insider information. In this case, directors, executives, and employees of the Company are responsible for handling the insider information of the business partner in the same manner as the Company's own insider information as mentioned in Clause (1)
- (6) If the Company has insider information that cannot be disclosed due to ongoing uncertainties or pending conclusions, directors, executives, and relevant employees have the responsibility to manage and safeguard such confidential information to prevent any exploitation of insider information. Any related persons shall comply with the "Guidelines for Market-Sensitive Information" by the Securities and Exchange Commission.

If it is necessary to disclose insider information to individuals with relevant responsibilities and roles in carrying out essential operations for the Company, such as banks, financial advisors, legal advisors providing transactional advice or reputable rating agencies, it is the responsibility of the relevant Board, executives, and employees to manage and protect the confidentiality of such information. This is to prevent any unauthorized use or disclosure of the information. The aforementioned parties are required to adhere to "Guidelines for Market-Sensitive Information" by the Securities and Exchange Commission.

The Company will conduct training on the insider trading policy at least once a year for directors, executives, and employees. This training is intended to review the understanding and ensure compliance with the Securities and Exchange Act.

Moreover, the Company will provide training to the new directors and executives regarding their responsibilities in preparing and disclosing reports on securities holdings and changes in securities holdings of directors, executives, and related persons, as stipulated in the Securities and Exchange Act Section 59 and relevant notifications of the Securities and Exchange Commission. These reports may be submitted through the Company Secretary.
- (7) If the Company holds shares or other securities in other listed companies, directors, executives, employees of the Company, and/or any other related persons or

stakeholders involved in investment decisions of such company shall avoid any actions that could have a significant impact on the price of the stock or securities or cause the general public to misunderstand their price or trading volume.

- (8) If directors, executives, or related employees violate the insider trading policy stated in this document, the Company will regard such violations as a serious disciplinary offense that may result in the termination of their positions as directors, executives, or employees. The Company will determine the disciplinary action based on the intention behind the violation and the severity of the offense.

6.1.6 Responsibility to Stakeholders

The Company values the rights of all stakeholders, including executives and employees of the Company and its subsidiaries or associated companies, as well as those outside the organization, such as shareholders, suppliers, creditors, financial institutions, lenders, nearby communities, and society as a whole, and treats all stakeholders fairly. The Company protects stakeholders' rights while also ensuring data security for all stakeholders, in accordance with the Company's personal data protection policy. This has been prepared and complies with the applicable laws. Stakeholder engagement has been disclosed in the 2024 Sustainability Report of KCG Corporation Public Company Limited, which can be summarized as follows:

1. Shareholders

The Company recognizes its role as a business organization with a responsibility to generate long-term profits with good and consistent returns in order to maximize shareholder satisfaction, as well as its duty as a unit in society to conduct business responsibly. In order to be a sustainable growth organization, the Company has established guidelines for protecting shareholder rights as well as supervising compliance with various related policies, such as the information disclosure policy, dividend payment policy, etc. There are also guidelines for encouraging and facilitating the exercise of shareholder rights.

There are also guidelines for promoting and facilitating the exercise of shareholders' rights.

2. Employees

The Company recognizes the importance of each employee in the Company as one of the driving forces for the organization's ability to develop and operate its business in order to grow sustainably in the future by supervising compliance with the Thai Labor Standards Manual (TLS Manual) and business

code of conduct, which are available on the Company's website. The Company also focuses on continuously developing employees' potential, knowledge, abilities, and skills in various fields, as well as ensuring their occupational health and safety, which includes the following details:

Recruitment and Employment of Employees

The Company uses a standardized personnel recruitment system and recruits through various channels to select personnel who are suitable for each position without discrimination on the basis of gender, race, religion, or physical disabilities that do not impair work performance. Organizational values are communicated effectively through various channels, including executive meetings, employee activities like KCG Town Hall, internal communication via email, Intranet Website, Line@, Line group, Share Drive, and public relations boards, etc.

Furthermore, the Company has a standard evaluation structure that is clear, transparent, equitable, and appropriate based on each employee's work potential and overall performance through the use of Objective and Key Results (OKR), a tool that serves as an indicator and monitors results. The important things are primarily driven by internal motivation. Employees set goals that are motivating and challenging so that everyone can push themselves to achieve the goal and create innovation for the organization.

Remuneration and Welfare

The Company has established criteria and methods for recruiting and considering compensation clearly and transparently within appropriate criteria that can be compared with the industry in the same way. The Nomination and Remuneration Committee will be the ones who will initially consider the compensation and bring the information to propose to the Company's Board of Directors meeting for consideration. The Company has also established a Welfare Committee consisting of a total of 5 employee representatives with the authority to discuss with employers to provide welfare for employees, provide advice, and/or give suggestions to employers in providing welfare for employees. This includes the responsibility of inspecting, controlling, and supervising the provision of welfare that employers provide to employees. The Company has a compensation policy based on duties, responsibilities, experience, and educational qualifications. There are no gender differences in the criteria for consideration.

In 2024, the Company implemented a new salary scale to adjust the salary base appropriately and ensure competitiveness within the industry. The Company uses the minimum wage rate of Bangkok and its surrounding areas as the benchmark for minimum wages. In provinces where the local minimum wage exceeds the Company's standard, employees are compensated according to the higher provincial wage rate.

The Company places great importance on supporting employees in managing their personal finances to ensure stability and a good quality of life. To promote financial well-being, the Company offers a provident fund for executives and employees, enabling them to save for retirement, job termination, disability, or to provide financial security for their families. Additionally, financial education is provided to employees approaching retirement to help them prepare for the future.

To further support employees experiencing financial difficulties, the Company has introduced a debt restructuring assistance program in collaboration with banks. This initiative helps employees manage their debts more effectively, enhancing their financial stability and positively contributing to their mental well-being and workplace morale.

The Company has established a range of benefits to support employees in various aspects, including a provident fund, medical treatment coverage, group life and health insurance, annual health check-ups, employee uniforms, and more.

Developing Employee Knowledge and Potential

The Company places great importance on supporting its employees, recognizing them as a key driver of organizational success. It has set clear goals for employee development, focusing on enhancing potential in alignment with the Company's strategic direction across four main areas:

- Digital Skills – to support the Company's digital transformation.
- Leadership and Management Skills – targeted at middle management.
- Competency-Based Development – enhancing skills and competencies aligned with job roles and responsibilities.
- Corporate Culture and Core Values – promoting a strong understanding of the Company's culture and values to foster behaviors that support sustainable organizational growth.

To raise awareness among employees across the organization, clear guidelines have been established to help them understand significant matters that serve as the foundation for Sustainability. These include areas such as digital transformation awareness, risk management, Sustainability (ESG Reporting), corporate governance (Code of Conduct), anti-corruption practices, and compliance with the Personal Data Protection Act (PDPA). Additionally, the Company promotes the 'Heart Working Company' concept, encouraging employees to work with passion, dedication, and intention.

Employee Occupational Health and Safety

The Company prioritizes the quality of life and workplace safety of its employees. Comprehensive guidelines have been established to ensure security, safety, occupational health, and a safe working environment, serving as the foundation for operational practices. Regular inspections are conducted to monitor workplace safety, with continuous improvements made to working conditions and environments in accordance with ISO standards and relevant safety regulations.

Additionally, the Company provides annual health examinations for all employees and requires new hires to undergo a pre-employment health check. This ensures that employees are in good health and fully prepared to perform their duties.

The Company strictly adheres to labor laws, the Personal Data Protection Act 2019, and its internal policies on safeguarding personal data. It is committed to respecting employee privacy by ensuring that personal information-such as salary details, medical history, or family background-is not disclosed to external parties or unauthorized individuals, in full compliance with legal requirements. This approach ensures that employees can trust the Company to handle their personal data responsibly, guaranteeing that it remains accurate, confidential, and used solely for work-related purposes with the employee's consent.

Fair Labor Treatment

The Company upholds a human rights policy that promotes fundamental human rights, respecting laws, cultures, traditions, values, and cultural differences in its treatment of employees and all individuals impacted by its business operations. The Company is committed to avoiding any involvement in human rights violations.

It emphasizes systematic human resource management that ensures equal treatment for all personnel, focusing on fairness in areas such as employee transfers, compensation decisions, safety training, and performance evaluations. These practices are guided by a fair and transparent evaluation process aimed at fostering career stability and promoting opportunities for professional growth. Additionally, the Company prioritizes the well-being of communities and society, ensuring safety and good quality of life for all stakeholders.

Human Rights : The Company is committed to respecting and strictly adhering to international human rights principles, valuing the dignity of every individual equally and without discrimination. It actively supports and promotes the protection of rights, respect for rights, and the provision of fair and equitable human rights remedies. To uphold these principles, the Company implements human rights risk management processes to identify and mitigate potential risks arising from its business



operations, including throughout its value chain. This ensures that the Company's activities do not contribute to or result in human rights violations.

Regulatory Compliance

The Company places a strong emphasis on ensuring that employees strictly comply with legal regulations and the Company's policies. To support this, the Good Corporate Governance & Sustainability Policy (CG Policy) has been formally documented and published as the operational standard for all departments. This policy is accessible to employees through the Company's intranet system, ensuring that all staff are informed and can implement it in their daily work.

Additionally, the Company reinforces compliance through regular reminders communicated via the chain of command, urging employees at all levels to avoid actions that may pose legal risks, including criminal offenses, civil violations, or breaches of the Company's code of conduct. Employees are also reminded to respect copyright and intellectual property rights, whether violations occur intentionally or unintentionally. The Company promotes adherence to ethical practices, encouraging employees to perform their duties honestly, avoid involvement in corrupt activities, and report any incidents of corruption without delay. Clear disciplinary guidelines are in place to address violations, with appropriate penalties enforced when investigations confirm misconduct.

3. Customers and Suppliers

Customers

The Company has established policies and objectives for quality, environment, and food safety. The guidelines are as follows:

- Recruit and produce quality and safe food products according to international standards as well as offer services that respond to customer needs to create maximum satisfaction.
- Promote innovation and technology development to increase competitiveness.
- Committed to using resources for maximum efficiency and consider the impact on the environment.
- Aim to create sustainable returns and benefits for all stakeholders as well as create stability and a good quality of life for employees.
- Create potential for employees to learn and develop continuously in order to have career advancement along with the Company's growth.

- Committed to conducting business according to the principles of good corporate governance and aligned with Sustainability guidelines.

The Company places great importance on customer engagement to maintain customer confidence and satisfaction through responsible business practices and marketing activities. The Company is committed to providing accurate, transparent information and services without distortion, ensuring customers and consumers have sufficient details to make informed purchasing decisions.

The Company continuously develops its products to meet customer needs, actively manages customer relationships, and has established processes for handling complaints and resolving issues related to products and services. These efforts aim to strengthen brand trust, position the Company's products in the minds of customers and consumers, and foster long-term, sustainable relationships that promote mutual growth.

The Company conducts an annual customer satisfaction assessment to evaluate feedback on its products and services. The results are analyzed to provide insights and recommendations for management, guiding the development and improvement of products and services. This process aims to reduce customer complaints, enhance satisfaction, and foster long-term, sustainable relationships with the brand and the Company.

Suppliers

The Company has established a supplier code of conduct and code of ethics for suppliers and contractors, as well as a green procurement policy.

The Company upholds the principle of mutual long-term benefit, ensuring fair and appropriate treatment of business partners who collaborate with integrity, honesty, and in compliance with the law. Suppliers are treated equally, based on fairness, transparency, and equality, with the goal of fostering long-term partnerships.

The Company is committed to honoring contractual obligations and managing contracts in accordance with agreed-upon terms. In cases where the Company or its suppliers are unable to fully comply with contractual conditions or where potential risks or damages may arise, the Company will work collaboratively with the parties involved to find solutions based on principles of honesty and fairness.

The Company also holds regular meetings and joint sessions with suppliers to strengthen collaboration. Activities such as 'KCG Supplier Day' are organized

to engage with business partners and foster strong relationships. Communication with suppliers is maintained through various channels, including email, telephone, and the Company's official complaint channels, such as the Company website and dedicated email addresses.

4. Creditor/Financial Institution

The Company places great importance on financial credibility and is committed to adhering to the terms of loan agreements while maintaining strong relationships with creditors to foster mutual trust. It ensures that all loans and interest payments are made in full, on time, and in accordance with the agreed-upon conditions. The Company strictly uses loan funds for its intended purposes and carefully evaluates the necessity and purpose before taking on new debt or providing guarantees.

Efficient business management is prioritized to ensure compliance with loan and guarantee conditions, with strict measures in place to prevent payment defaults. The Company remains dedicated to maintaining its debt repayment capacity to the highest standard.

5. Business Competitors

The Company adheres to the principles of fair and transparent competition, conducting its business in compliance with legal standards and alignment with its Code of Conduct and Business Code of Conduct for business partners and contractors.

The Company is committed to operating within the framework of free and fair competition, refraining from practices that violate the principles of ethical competition. Business operations prioritize fairness, avoiding the distortion or misrepresentation of information or the use of deceptive methods. The Company also promotes lawful collaboration with business competitors, ensuring that all activities align with Company policies and legal requirements, without engaging in monopolistic practices such as market share allocation, reducing product quality, or manipulating price, all of which could harm consumers. In 2024, the Company has no disputes or legal actions involving commercial competitors.

6. Community and Society

The Company has a policy to actively support participation in social service and community development activities in all areas where it operates. The Company is also committed to environmental preservation by following guidelines aligned with recognized standards.

The Company places great importance on community, social, and environmental engagement activities, while also upholding religious values, conserving natural resources, and supporting education and public welfare for the benefit of the community.

Details of community and society engagement activities are included in the sustainability report under Sustainability management in the social dimension - social performance.

6.1.7 Anti-Corruption

Anti-Corruption Policies and Guidelines

The Company has established a written anti-corruption policy, demonstrating its commitment to conducting business with transparency and integrity. Recognizing the importance of combating all forms of corruption, the Company ensures its operations comply with legal standards, contribute to society and encourage employees to act with morality and be responsible citizens.

Compliant and Whistleblowing Process

The Company has established a whistleblower protection policy and a formal process for receiving complaints related to corruption, violations of the business code of conduct, and governance issues. Clear channels are provided for directors, executives, employees, customers, stakeholders, or any individual with relevant information or observations to report concerns.

Whistleblowers can directly contact the Audit Committee or the Chairman of the Audit Committee to report instances of non-transparent behavior, corruption, embezzlement, misconduct, violations of the business code of conduct, or cases where others are encouraged or supported in breaching the code. The Company has created secure and confidential channels for reporting complaints, ensuring that whistleblowers are protected. Complaints can be submitted through the following channels:

E-mail

contact: Audit Committee or
Chairman of the Audit Committee

E-mail : whistleblower@kcgcorporation.com
or letter sent by mail

contact: Audit Committee or
Chairman of the Audit Committee

Address: KCG Corporation Public Company Limited
3059-3059/1-3 Sukhumvit Road
Bang Chak, Phra Khanong, Bangkok 10260

Website: <https://www.kcgcorporation.com/en/corporate-governance/anti-corruption-and-whistleblowing>

The Company is committed to joining the Thai Private Sector Collective Action Against Corruption (CAC) and plans to officially declare its intention to become part of the Collective Action Coalition of the Thai private sector in the fight against corruption. The Company is also taking the necessary steps to obtain certification, reinforcing its dedication to being an organization that actively combats fraud and corruption.

Corruption Risk Assessment

The Company has established an Enterprise Risk Management (ERM) working team responsible for monitoring, inspecting, and evaluating various risks to ensure consistent risk management practices across the organization. This includes comprehensive assessments of corruption risks.

The ERM working team conducts organization-wide evaluations of corruption risks, and the results of their monitoring, inspections, and risk assessments are reported to the Board of Directors and the Executive Committee. These reports also include recommended strategies and management actions to mitigate identified corruption risks.

6.1.8 Intellectual Property Rights and Information Security

The Company respects the intellectual property rights of others and ensures that such property is used only with proper authorization. Any infringement of intellectual property rights is strictly prohibited under the Company's policy. The Company has established clear guidelines for the use of its commercial information, trademarks, and intellectual property, allowing their use only with written permission and in accordance with legal requirements. Additionally, employees are responsible for maintaining the Company's assets in good condition, ensuring they are safeguarded against loss and remain ready for use. The Company respects the intellectual property rights of others and will not infringe on intellectual property rights related to carrying out business operations.

The Company has established an Information Security Policy, recognizing the critical importance of its information technology systems, which are considered valuable assets. This policy ensures that the Company's IT systems are managed and used appropriately and securely, focusing on maintaining confidentiality, accuracy, integrity, and availability. These measures help ensure the Company's operations can be carried out effectively and without disruption.

The policy is developed in accordance with international standards, including ISO/IEC 27001:2013, ISO/IEC 27002:2013, and the Computer Crimes Act 2017. All departments and employees are required to strictly adhere to the relevant provisions of this policy to uphold the Company's information security standards.

6.1.9 Personal Data Protection

The Company recognizes the importance of respecting the privacy of customers, partners, shareholders, employees, and all stakeholders, and is committed to handling personal information responsibly and in accordance with the law. To this end, the Company has established a Personal Information Protection Policy to ensure transparency in its data processing practices. This policy informs data owners about how the Company collects, uses, and discloses personal information. It outlines the types of personal data collected, the purposes for its collection and use, parties or entities to whom the data may be disclosed, cross-border data transfers, data retention periods, and the rights of data owners. It also provides clear contact channels for data owners to exercise their rights or submit complaints regarding the Company's data processing practices, including reaching out via email at dpo@kcgcorporation.com.

The Company has established guidelines for safeguarding personal information to prevent unauthorized or unlawful access, use, alteration, modification, or disclosure, as well as loss of data. These guidelines are in strict compliance with the Personal Data Protection Act 2019 and other relevant laws.

6.1.10 Information Disclosure and Transparency

Information disclosure is a key indicator of operational transparency and plays a vital role in building trust among investors and all stakeholders. The Company, therefore, prioritizes the disclosure of accurate and precise information and has established multiple channels to ensure stakeholders can easily access relevant data. To reinforce this commitment, the Company actively promotes awareness among directors, executives, and employees about the importance of transparent information disclosure. It has also implemented appropriate and fair mechanisms for receiving complaints and whistleblowing, ensuring that all reports are handled responsibly.

The Company's Information Disclosure Policy is summarized as follows:

1. Data type

- General information of the Company
- Financial information and reports
- Information that must be disclosed on a periodic basis
- Information based on important events or information that affects the price of the Company's securities according to the rules of the SEC and the Stock Exchange. This affects the decision-making process of investors and stakeholders of the Company.

2. Preparation and submission of financial reports

The Company has established the following guidelines for the preparation and submission of financial reports:

- 2.1 The Company's financial statements must be prepared in accordance with generally accepted accounting standards in Thailand and in full compliance with relevant laws and regulations. Appropriate accounting policies must be selected and applied consistently, using careful judgment and discretion. Additionally, financial statements should include adequate and complete disclosures in the accompanying notes to ensure transparency and accuracy.
- 2.2 Selecting auditors based on their professional knowledge, expertise, adherence to standardized procedures, and international reputation. Auditors must not have any conflicts of interest with the Company to ensure independence in auditing the financial statements. To maintain transparency and uphold good corporate governance, the Company rotates its certified public accountants in accordance with the rules set by the Securities and Exchange Commission (SEC) and other relevant regulatory bodies. This ensures the auditor's objectivity and the integrity of the financial reporting process.
- 2.3 Preparing a Management Discussion and Analysis (MD&A) report to provide shareholders and investors with an in-depth explanation of the Company's financial position, performance, and significant changes during the past quarter. This analysis is communicated quarterly through the Stock Exchange of Thailand's news system. Additionally, financial statements and the MD&A report are published on the Company's website, offering stakeholders convenient access to this information.

In 2024, EY Office Company Limited served as the Company's auditor. EY is recognized for its professional expertise, independence, and approval by the Securities and Exchange Commission (SEC). The Company's financial statements for the year were unconditionally certified, confirming they present an accurate and fair view in accordance with generally accepted accounting principles. The Audit Committee and the Board of Directors reviewed and approved the financial statements before they were disclosed to shareholders. Previously, the Company has consistently disclosed both quarterly and annual financial statements ahead of the required deadlines. Furthermore, the Company has never been required to amend its financial statements, reflecting its strong commitment to transparency, accuracy, and good corporate governance.

The Board of Directors has evaluated the effectiveness of the internal control system through the Audit Committee to ensure reasonable assurance that accounting records are accurate and complete. This oversight also ensures that operations are properly controlled to safeguard the Company's assets against corruption or significant irregularities. As a result, the Company's financial reports are accurate, reliable, and in compliance with applicable standards.

3. Information disclosure channels

- 3.1 The Company uses the news system of the Stock Exchange of Thailand (www.set.or.th) as its primary channel for disclosing information to stakeholders.
- 3.2 The Company submits reports to the Securities and Exchange Commission (SEC) in compliance with applicable rules and regulations. This includes filing the Annual Information Disclosure Form (Form 56-1 One Report) and other reports or clarifications as requested.
- 3.3 The Company participates in analyst meetings organized by the Stock Exchange of Thailand and other agencies or hosts its own sessions every quarter to maintain transparent communication with analysts and investors.

In 2024, the Company organized and participated in various related activities, which can be summarized as follows:

Investor Relations Activities	Number (times)
Analyst meeting	4
Opportunity Day	4
Company Visit	19
Site Visit	2
Roadshow/Corporate Day	6
Executive Interviews with investment media	1
Total	36

3.4 Communication through other channels

1. Company website (www.kcgcorporation.com) - the Company has presented important information in both Thai and English.
2. Press releases

4. Authorized persons for disclosing material information of the Company

- Chief Executive Officer and Managing Director
- Deputy Managing Director of Accounting and Finance
- Company Secretary

Determining who has the right to disclose important information is crucial to ensure the Company complies with the disclosure rules of the SEC and the Stock Exchange. The authorized person is responsible for considering and deciding whether to disclose or withhold specific information.

If executives or employees receive inquiries from investors or the media regarding matters related to the Company and have not been assigned by the authorized person, they must not disclose any information or respond on behalf of the Company. Such inquiries must be referred to the Investor Relations Department or the Company Secretary.

5. Whistleblowing Channels and Whistleblower Protection

The Company has established a policy for receiving clues and complaints, providing a reliable and independent channel for external parties to report any evidence of non-compliance with the Code of Conduct, illegal activities, or behavior that may indicate dishonesty or misconduct. Currently, the Company has set up three whistleblowing channels as follows:

- 1) Via the Company's website: <https://www.kcgcorporation.com/th/corporate-governance/anti-bribery-and-corruption>

- 2) Via email: to the Audit Committee and the Chairman of the Audit Committee at whistleblower@kcgcorporation.com
- 3) By sealed letter: addressed to the Chairman of the Audit Committee, KCG Corporation Public Company Limited, No. 3059-3059/1-3 Sukhumvit Road, Bang Chak, Phra Khanong, Bangkok 10260

In addition, the Company has established protection guidelines for individuals who report information or file complaints as follows:

- The whistleblower must provide detailed facts or evidence that clearly indicate reasonable grounds to believe misconduct has occurred. This may include specifics about the alleged act, individuals involved, supporting materials such as photographs or videos, and the date and time of the incident. Whistleblowers have the option to remain anonymous if they believe revealing their identity could lead to harm.
- The Company will treat all information and observations related to complaints as confidential and will only disclose them when necessary, with careful consideration for the safety and potential harm to the complainant or whistleblower.
- If the whistleblower believes they may be at risk or could experience distress or harm, they may request the Company to implement appropriate protection measures. Additionally, the Company may proactively establish protective measures without a formal request if it determines that the situation could potentially cause harm or insecurity to the whistleblower.
- If any director, executive, or employee of the Company dishonestly treats stakeholders through unfair, discriminatory, or inappropriate actions, or causes harm motivated by the fact that the individual has filed a complaint, reported information, provided clues about misconduct, or participated in legal proceedings such as suing, prosecuting, serving as a witness, giving statements, or cooperating with the court or a government agency, such behavior will be considered a disciplinary violation. These actions will result in disciplinary measures according to the Company's policies. If the misconduct also violates the law, the individual may face legal penalties as prescribed by applicable regulations.
- Individuals who have suffered damage will receive relief through appropriate and fair methods or processes, as determined by the Audit Committee and/or the Board of Directors.

6.2 The Business Code of Conduct

1. Code of Conduct and Code of Ethics

The Company has established a Code of Conduct that outlines guidelines for engaging with stakeholders, as detailed in the Business Code of Conduct. This framework emphasizes the Company's responsibility toward all stakeholders, including shareholders, employees, customers, partners, contractors, communities, society, and the environment. It promotes free and fair trade competition, encourages the avoidance of conflicts of interest, and upholds the protection of intellectual property rights. It also reinforces the Company's commitment to opposing all forms of corruption.

Important details of the Business Code of Conduct and Code of Ethics as well as Supplier and Contractor Code of Conduct and Code of Ethics are disclosed on the Company's website.

The Company expects directors and employees at all levels to be fully informed about the Code of Conduct and has implemented a system for regularly monitoring compliance. Executives at all levels are responsible for setting a positive example and for promoting awareness among their teams, ensuring that employees understand and strictly adhere to the Business Code of Conduct with honesty, integrity, fairness, and responsibility toward stakeholders, shareholders, and all involved parties. The Code of Conduct also outlines disciplinary measures to prevent misconduct and corruption, helping to uphold the Company's reputation. By maintaining these standards, the Company fosters trust among stakeholders and supports sustainable growth and business development.

2. Communication and Promotion of Compliance with the Corporate Governance Code and the Business Code of Conduct

In 2024, the Company promoted awareness of the business code of conduct and corporate governance throughout the organization as follows:

- Organize training sessions on good corporate governance for directors and executives through the course Corporate Governance and Legal Implications for Board, under the topic Introduction to Corporate Governance by the Thai Institute of Directors Association (IOD). Provide basic knowledge on policies such as Director and Officer Liability Insurance (D&O) by Bangkok Insurance Company Limited to directors, executives, and employees. A total of 41 participants attended the training, including 8 Company directors.
- Prepare a legal manual outlining the regulations governing the Company, highlighting risks and

penalties for directors, and compiling the laws that the Company must adhere to accurately.

- Disclose the Code of Conduct and Code of Ethics for the Company's business operations to partners through the purchasing department and publish it on the Company's website.
- Educate employees on the Business Code of Conduct
 - Communicate and educate employees on the Business Code of Conduct by publishing the Code of Conduct and Code of Ethics on the Company's website and internal communication channels, such as public relations boards, the Company's Intranet, website, and Share Drive, ensuring all employees have access.
 - Inform employees about policies regarding the prevention of insider information misuse, proper disclosure, and conflict of interest prevention through the Company's website, Intranet, and Share Drive, making the information accessible to all employees.
 - Disseminate knowledge on good corporate governance through the Corporate Governance Department, focusing on two key topics: the importance of the Annual General Meeting (AGM) and anti-corruption, available on the Company's Intranet.
 - Prepare to introduce new training courses by 2025 to further educate employees on the Code of Conduct.

- Maintain the confidentiality of information

Maintain the confidentiality of organizational information, recognizing its critical importance. Certain types of sensitive information, if disclosed without authorization, can compromise the security and reputation of the organization. Implement confidentiality measures as a safeguard to prevent unauthorized access to such information, especially in today's environment where data is highly valuable and susceptible to misuse.

Confidentiality guidelines

- Assign access permissions by allowing only authorized individuals to access sensitive data, utilizing access control to regulate access.
- Implement authentication methods such as passwords, digital signatures, and SSL to verify user identities before granting access to data.
- Classify information based on confidentiality levels, such as Confidential, Secret, and Top Secret, to apply appropriate protective measures according to the level of risk.

Review the Corporate Governance and Sustainability policies. Establish related policies that comprehensively cover all aspects of corporate governance.

3. Monitoring the Compliance with Corporate Governance Code and the Business Code of Conduct

The Company has defined the duties and responsibilities of directors, which all executives and employees must be informed of and comply with, in accordance with the policies on business supervision and the Business Code of Conduct. The Company regularly inspects and monitors compliance with these codes through established complaint and whistleblowing mechanisms, as well as annual internal audits. The results of these evaluations are reported to the Audit Committee for review and further presented to the Board of Directors for acknowledgment and consideration.

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

6.3.1 Significant Changes and Developments in the Review of Policies and Charters Related to Corporate Governance Over the Past Year

The Company has conducted an annual review of the Board of Directors' Charter, subcommittee charters, policies, principles, and guidelines related to good corporate governance. This review aims to enhance governance efficiency and ensure that corporate governance standards are continuously improved in alignment with the CG Code and applicable laws.

At the Board of Directors Meeting No. 1/2025, held on January 17, 2025, the Board resolved to review the Charter of the Board of Directors, subcommittee charters, and various corporate governance-related policies as follows:

- Review and amend the Charter of the Board of Directors, the Audit Committee Charter, the Executive Committee Charter, the Charter of the Corporate Governance and Sustainability Committee, the Charter of the Nomination and Remuneration Committee, and the Information Technology Committee Charter.
- Review the following policy:
 - Corporate governance and Sustainability policy
 - Insider trading policy
 - Sustainability development policy
 - Risk management policy

- Anti-corruption policy
- Conflict of interest policy
- Personal data protection policy
- Investment policy and supervision of operations in subsidiaries or associated companies
- Tax policy
- Green procurement policy
- Amend the following policy:
 - Dividend payment policy of the Company and its subsidiaries
 - Whistleblowing policy
 - Information disclosure policy
 - Connected transaction policy
 - Financial reporting policy
- Approve the following policy:
 - Reporting interest of directors, executives, and related persons policy
 - Human rights policy
 - Business Code of Conduct policy

The Company communicates corporate governance and risk management practices to directors, executives, and employees through consistent guidelines available on the Company's website, Intranet, and email. The objective is to provide clear and accessible knowledge, ensuring a thorough understanding of the Corporate Governance Code and risk management principles.

As a result of the Company's efforts in promoting and supporting the Corporate Governance Code, there have been no instances of violations, non-compliance, or legal disputes related to the Corporate Governance Code or the Code of Conduct.

In 2024, the Company did not receive any complaints regarding violations of the Code of Conduct, Code of Ethics, or incidents of corruption. Furthermore, there were no reported cases of legal or regulatory violations.

Cases of Violation or Infraction	2024
Number of cases of violation of the Business Code of Conduct or incidents of corruption	0
Number of cases or incidents of legal or regulatory non-compliance*	0
Value of damages or fines resulting from legal violations* (baht)	0

Remark:

*Number of incidents of non-compliance with laws related to business operations, products, services, label information, marketing communications, personal data protection, environmental regulations, and human rights.

The Company has disclosed the Board charter, policy and Code of Conduct through the Company website at www.kcgcorporation.com and the Intranet system. The full policy details are in Attachment 5.

6.3.2 Corporate Governance Code 2017 Compliance

The Company complied with the 2017 Corporate Governance Code for listed companies, with the exception of the following matters:

Establishing the Proportion of Independent Directors to Exceed 50%

The Company believes that a well-qualified Board of Directors, composed of experts with diverse knowledge, skills, and experiences, can significantly contribute to the Company's growth and success. The Board also serves as a representative of minority shareholders, ensuring the careful screening of critical and specific transactions while performing its duties consistently and effectively. Although the proportion of independent directors on the Board is currently less than 50%, the Company has addressed this by establishing subcommittees predominantly composed of independent directors. This approach enhances the role of independent directors, enabling more rigorous oversight and scrutiny of important matters.

6.3.3 Other Corporate Governance Code Practices

In 2024, the Company received corporate governance evaluation results and several awards, as follows:



Received a 5-star rating for the Corporate Governance Report of Thai Listed Companies or Excellent CG Scoring for 2024 from the Thai Institute of Directors (IOD), by the Stock Exchange of Thailand (SET). The Company was also ranked in the Top Quartile of listed companies with a market capitalization of 3,000 - 9,999 million baht.



สมาคมส่งเสริมลงทุนไทย
THAI INVESTORS ASSOCIATION

The Company achieved an excellent rating in the highest scoring group for the AGM Checklist 2024, with a perfect score of 100 points or 5 medals, by the Thai Investors Association and the Federation of Thai Capital Market Organizations.

The Company was awarded with Investors' Choice Award 2024 with a perfect score of 100 in the AGM Organizing Quality Assessment after its first year as a listed company. The Company is one of only three to pass the quality assessment and receive the award, honored as a role model of excellence in achieving the AGM Checklist, organized by the Thai Investors Association (TIA) and the Federation of Thai Capital Market Organizations.



Achieved an "A" rating for SET ESG Ratings for 2024 in the agriculture and food industry group from the Stock Exchange of Thailand after its first year of being a listed company.

ESG Emerging

Selected as one of the 100 companies with outstanding sustainability performance for the ESG Emerging List for 2024 by Thaipat Institute in its first year of listing on the Stock Exchange of Thailand. Therefore, this reflects that the Company is a listed Company worth investing in and has the potential for sustainable growth.

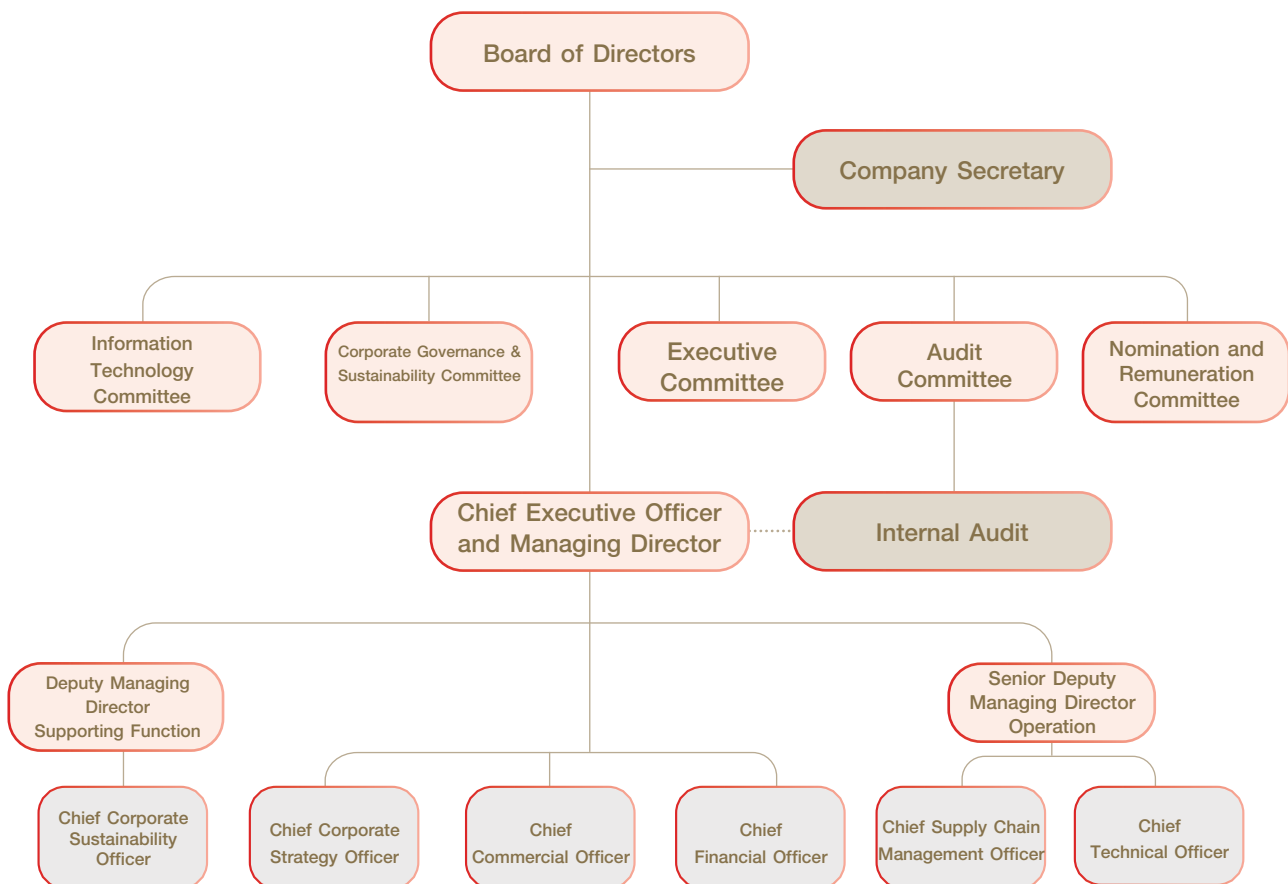
7. Corporate Governance Structure and Important Information of the Board of Directors, Sub-Committees, Executives and Others

7.1 Corporate Governance Structure

The corporate governance structure of the Company consists of the Board of Directors and 5 subcommittees: the Executive Committee, the Audit Committee, the Nomination and Remuneration Committee, the Corporate Governance and Sustainability Committee, and the Information Technology Committee.

The Company's corporate governance structure was revised to better align with operational needs, business conditions, and the evolving competitive environment. The updated structure, effective January 1, 2024, consist of the Board of Directors and five subcommittees, namely the Executive Committee, the Audit Committee, the Nomination and Remuneration Committee, the Corporate Governance and Sustainability Committee, and the Information Technology Committee.

Corporate Structure of KCG Corporation Public Company Limited as of December 31, 2024



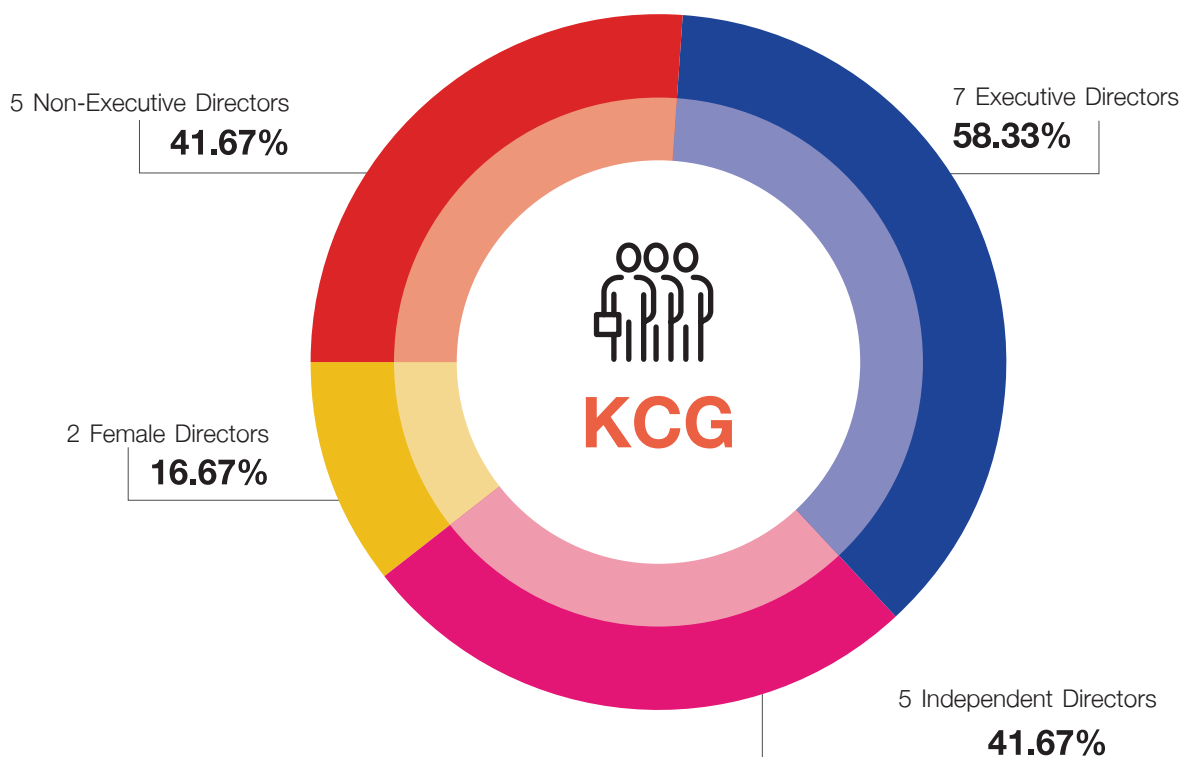
7.2 Information About the Board of Directors

7.2.1 Composition of the Board of Directors

The Board of Directors consists of directors who are knowledgeable and capable and also have extensive experience in the food industry, as well as qualifications from other professional fields that are beneficial to the Board of Directors' operations and the Company's business.

The Board of Directors is responsible for determining the business direction, policy, and strategy in order to create value, return on investment, and wealth for shareholders through good corporate governance, development, and sustainable growth. The Board is also responsible for supervising and monitoring the implementation of the Management, defining policies and strategies by taking into account the importance of the environment and society, and adhering to the corporate governance code. Furthermore, the Board of Directors is subject to the duties and responsibilities specified in the law, objectives, Articles of Association, Charter of the Board of Directors, and Shareholders Meeting resolutions.

- As of December 31, 2024, the Board of Directors consists of 12 people, consisting of 10 male directors and 2 female directors, in accordance with the Corporate Governance Code for listed companies. This is an appropriate composition in regard to the size, nature of business, and business complexity of the Company.
- 5 independent directors representing over one-third of the Board, independent from executives and major shareholders.
- 5 non-executive directors.
- The Chairman of the Board of Directors is separate from the roles of the Chief Executive Officer and Managing Director. The Chairman does not hold any positions in subcommittees, ensuring independence and a clear separation of duties.
- For over two years, all directors have maintained their independence, having never been employees, shareholders, or partners of the Company. EY Office Limited, serving as the external auditor, audits the financial statements of the Company and its subsidiaries
(Details of directors' profiles are disclosed in Attachment 1)



The Company has established a goal to promote diversity within the Board structure, aiming to enhance comprehensive decision-making, encourage diverse perspectives, and strengthen the organization's competitive advantages. This approach fosters international credibility and fosters sustainable corporate culture. The Board diversity is divided into two key areas: Competency and Attributes.

Competency

1. Industry Experience: A variety of experiences across different industries enhance market understanding, create competitive advantages, and provide direction for the Company to adapt and grow.
2. Professional Skills: Diversity in professional backgrounds improves decision-making, supports problem-solving, and strengthens the governance structure.
3. Governance Knowledge: Promote good corporate governance, mitigate legal risks, and build investor confidence.

Attributes

1. Gender Diversity: Encourage representation from all genders on the Board and support opportunities for women at the senior executive level to advance into director positions.
2. Age Diversity: Promote a balance between creativity and experience by including directors from different age groups.
3. Ethnic and National Diversity: Enhance international perspectives by welcoming directors of diverse ethnicities and nationalities without imposing restrictions.

Board Skills Matrix

Knowledge/Expertise	Mr. Chaiyawat Wibulwasdi	Mr. Tong Dhiranusornkit	Mr. Chaiyanandh Lapitananuvat	Miss Naengnoi Charoen Taweesap	Mr. Poonsawat Phaoprapat	Mr. Songtham Phianpattawanit	Mr. Chakrit Tachanarak	Mr. Vichan Amomrojjanawong	Mr. Damrong Vipawatanakul	Mrs. Suwanna Mahakanjana	Mr. Damrongchai Vipawatanakul	Mr. Thawach Dhiranusornkit
Company Business	X	X	X	X	X	X	X	X	X	X	X	X
Corporate Governance	X			X	X			X				
Business Management	X	X	X					X	X		X	X
Finance and Accounting / Economics	X		X	X				X		X		
Manufacturing / Engineering / Supply Chain Management		X			X	X			X		X	X
Law	X		X					X				
Sustainability	X			X	X	X		X		X		
Innovation / Information Technology / and Digital Technology	X				X	X	X			X	X	X
Human Resource Management	X		X			X	X			X	X	
Risk and Crisis Management	X	X	X	X	X	X		X	X		X	X
Food Science/Nutrition		X							X	X	X	X
International Business	X	X	X						X		X	X

7.2.2 Details of Directors and Controlling Persons

- The Board of Directors consists of 12 directors, whose names are as follows:

No.	Director's Name	Position
1	Mr. Chaiyawat Wibulswasdi	Independent Director Chairman of the Board of Directors
2	Mr. Tong Dhiranusornkit ²	Vice Chairman of the Board of Directors Chairman of the Executive Committee
3	Mr. Chaiyanandh Lapitananuvut	Vice Chairman of the Board of Directors Executive Committee Nomination and Remuneration Committee
4	Miss Nangnoi Charoenthaveesub ¹	Independent Director Chairman of the Audit Committee Nomination and Remuneration Committee Corporate Governance and Sustainability Committee
5	Mr. Poonsawat Phaoprapat ¹	Independent Director Co-Chairman of the Corporate Governance and Sustainability Committee Audit Committee Information Technology Committee
6	Mr. Songtham Phianpatthanawit ³	Independent Director Chairman of the Information Technology Committee Nomination and Remuneration Committee Corporate Governance and Sustainability Committee
7	Mr. Chakrit Tachanaparak ¹	Independent Director Chairman of the Nomination and Remuneration Committee Audit Committee Information Technology Committee
8	Mr. Vichan Amornrojanawong	Co-Chairman of the Corporate Governance and Sustainability Committee Director Executive committee
9	Mr. Damrong Vipawatanakul ²	Director Executive committee

No.	Director's Name	Position
10	Mrs. Suwanna Mahakanjana ²	Director Member of the Corporate Governance and Sustainability Committee
11	Mr. Damrongchai Vipawatanakul ²	Director Executive committee Information Technology Committee Chief Executive Officer and Managing Director
12	Mr. Thawach Dhiranusornkit ²	Director Executive committee

Remarks:

- The Audit Committee has sufficient knowledge and experience to perform its duties in reviewing the credibility of the Company's financial statements.
- Executive Committee
 - Authorized Signatory Directors: Two of the five directors jointly sign and affix the Company's seal.
 - Mr. Tong Dhiranusornkit
 - Mr. Damrong Vipawatanakul:
 - Mr. Damrongchai Vipawatanakul was appointed as Chief Executive Officer and Managing Director on January 1, 2024, following the resolution of the Board of Directors Meeting No. 7/2023. He succeeded Dr. Wait Tamavimok and assumed all positions previously held by Dr. Tamavimok, including Company Director. Mr. Damrongchai also serves as a member of the Executive Committee and the Information Technology Committee.
 - Mr. Thawach Dhiranusornkit
 - Mrs. Suwanna Mahakanjana
 - Mr. Songtham Phianpattanawit resigned from the Audit Committee following the resolution of the Board of Directors Meeting No. 4/2024 and was subsequently appointed to the Nomination and Remuneration Committee.

- Details of Controlling Persons (if any) - none -

7.2.3 Roles, Duties, and Responsibilities of the Board of Directors

Information on the Roles and Responsibilities of the Board of Directors, Chairman, and Chief Executive Officer.

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

The scope of authority, duties, and responsibilities of the Board of Directors are defined by the Public Limited Companies Act B.E. 2535 (including amendments), the Securities and Exchange Act B.E. 2535 (including amendments), laws, and applicable regulations.

In accordance with the law and the Company's Articles of Association, The Board of Directors has the authority to make decisions and supervise business operations, except for matters that require approval from the Shareholders Meeting.

In addition, at the Board of Directors' meeting No. 1/2025 on January 17, 2025, resolved to revise the scope, authority, duties, and responsibilities of the Board in the Charter of the Board of Directors. The significant details of the Charter of the Board of Directors are summarized as follows:

1. Supervise business operations for the best interest of shareholders by adhering to the following 5 essential practices:
 - (1) Perform the duty of care.
 - (2) Perform duties of loyalty.
 - (3) Comply with the laws, objectives, Articles of Association, Board resolutions, and Shareholders Meeting resolutions.
 - (4) Disclose accurate, complete, transparent, and verifiable information in a timely manner to shareholders.
 - (5) Develop sustainable growth.
2. Supervise the balance between economic growth and social, environmental, and governance impacts.
3. Consider and approve management policies, business strategies, organizational structures, financial goals, annual budgets, key operational plans, and the scope and approval authority of management. Supervise, monitor, and evaluate management activities to ensure the effective implementation of policies and the achievement of goals for the Company and its subsidiaries
4. Set and provide guidelines for restructuring business operations and management, emphasizing innovation in products, services, management processes, and business structure. Promote the integration of new technologies to enhance efficiency and competitiveness.
5. Consider the appointment of directors to various subcommittees as necessary and appropriate to support the Board of Directors' assigned duties. This includes the authority to appoint subcommittee chairpersons in accordance with the subcommittee charters approved by the Company's Board of Directors. Regular monitoring of subcommittee performance ensures adherence to their defined framework.
6. Oversee the establishment of systems that support the growth and advancement of high-potential employees. Ensure the implementation of a succession planning system for critical business positions. The Company has assigned the Nomination and Remuneration Committee to evaluate and select executives at the level of Assistant Managing Director or equivalent and above.
7. Promote and support the Company's senior executives in actively participating and providing input on changes that impact organizational goals.
8. Supervise the establishment of an internal control system, risk management framework, and business continuity management policy. Ensure compliance with human rights principles and guarantee that core operations, significant financial activities, liquidity management, and overall company management are conducted efficiently, transparently, and in accordance with the Code of Conduct and the Business Code of Conduct.
9. Oversee the development of a system for information disclosure and the management of transactions involving related parties and persons, as defined by the SEC. This process must be carried out with clarity and transparency, especially in situations where conflicts of interest may arise. Supervise the entry into connected transactions or transactions related to the acquisition or disposal of assets by the Company or its subsidiaries, as defined in the Notifications of the Stock Exchange of Thailand, and ensure compliance with the specified rules and procedures.
10. Supervise the establishment of policies, guidelines, monitoring, and evaluation processes related to the prevention of insider information misuse, conflicts of interest, anti-corruption practices, and the handling of complaints. These measures aim to support and enhance the efficiency and effectiveness of the Company's corporate governance system.
11. Require directors and senior executives to report to the Company any personal interests or interests of related persons that are connected to the management of the Company's business or its subsidiaries. This must be done in accordance with the rules, conditions, and procedures set forth by the Capital Market Supervisory Board.
12. Supervise the preparation of the Company's credit rating evaluation by a reputable external institution, ensuring it is completed at least six months prior to the offering of debt instruments to investors and the general public.
13. Supervise the establishment of clear processes for addressing issues identified by the Audit Committee in reports presented to the Company's Board of Directors. If the Audit Committee highlights or questions matters that may significantly impact the Company's financial position or operating results, the Board of Directors must ensure necessary improvements are implemented within the timeframe deemed appropriate by the Audit Committee.

14. Encourage shareholders to exercise their rights in a fair and transparent manner, ensuring the protection of their interests while promoting equal treatment for all shareholders.
15. Propose details of annual dividend payments and consider and approve the payment of interim dividends.
16. Have the authority to invite experts with relevant knowledge, expertise, and professional experience to act as consultants, with the associated costs covered by the Company.
17. Report to the stock exchange on the appointment or retirement of the Audit Committee as follows:
 - (1) Reporting Resolutions: Report the resolutions of the Board of Directors or Shareholders' Meeting regarding the appointment or retirement of Audit Committee members to the Stock Exchange of Thailand. Submit the list of names and the scope of work of the Audit Committee in accordance with the Stock Exchange's regulations.
 - (2) Appointment Documentation: In the case of an appointment, submit the certificate and background information of the newly appointed Audit Committee member to the Stock Exchange within three business days from the date the Board of Directors or Shareholders Meeting resolved the appointment.



18. Arrange meetings exclusively for non-executive and non-management members of the Board of Directors to attend.
19. Perform any other duties within the scope of authority and responsibility, as specified by the Board of Directors or assigned by the Shareholders Meeting.

● Scope of Authority, Duties, and Responsibilities of the Chairman of the Board

The Chairman of the Board of Directors is responsible for the duties specified in the Public Limited Companies Act. The Charter of the Board of Directors specifies the Chairman's authority, duties, and responsibilities. The Chairman of the Board is the leader of the Board of Directors and has the following responsibilities:

1. Convene meetings of the Board of Directors, either directly or by delegating the task to the Secretary of the Board of Directors as instructed by the Chairman. The Chairman is responsible for organizing the meetings and setting the annual schedule for the Board of Directors meetings in advance.
2. The Chairman of the Board appoints a Secretary to the Board of Directors to assist with administrative tasks, including organizing meetings, preparing agendas, and recording meeting minutes. The Secretary to the Board may also serve as the Company Secretary at the discretion of the Chairman.
3. Serve as the leader of the Board of Directors and chair meetings, ensuring effective governance:
 - (1) Conduct meetings in accordance with the agenda, Company regulations, and applicable laws.
 - (2) Allocate sufficient time and encourage all directors to discuss and exchange opinions freely, independently, and with careful judgment.
 - (3) Organize meetings of the Board of Directors without the participation of management from time to time, as deemed appropriate.
4. Foster strong relationships between the Board of Directors and management, supporting the Executive Chairman, Chief Executive Officer, and senior executives in fulfilling their duties in alignment with the Company's policies.
5. Encourage directors to attend Shareholders Meetings and act as the Chairman of such meetings, conducting them in accordance with the agenda, regulations, and legal requirements. Allocate appropriate time for discussion and ensure shareholders have equal opportunities to express their opinions, with all inquiries addressed transparently and appropriately.

Appointment and Retirement of Directors

The Charter of the Board of Directors and the Articles of Association outline the procedures for the appointment and term of office of directors, with key details summarized as follows:

1. The appointment is in accordance with the law, the Articles of Association, and related regulations which must be carried out with transparency and clarity.
2. Term of office
 - At each Annual General Meeting of Shareholders, at least one-third of the directors must retire from office. If the total number of directors is not divisible by three, the number closest to one-third will be required to retire.
 - Directors must resign from their positions in the first and second years after registration as a public limited company. If no directors resign voluntarily, a lottery method will be used to determine who will resign. For subsequent years, the directors who have been in office the longest will be the ones to resign. Directors who have resigned from their positions may be considered for re-election as directors of the Company.
 - Independent directors of the Company can hold office for no more than 3 consecutive terms or a total of not more than 9 years. They will be able to return to take up the position of independent director of the Company after leaving office for not less than 2 years.
3. If, in any year, a director retires upon the expiration of their term and does not seek reappointment, the committee will review and consider compensation, identify and select suitable candidates, and present the nominations to the Board of Directors for approval. The approved candidates will then be proposed at the Annual General Meeting of Shareholders for consideration and appointment as directors.
 - In addition to retiring from office at the end of their term, directors may also vacate their positions when they resign.
 - Lacking qualifications or having prohibited characteristics according to the law on public limited companies, laws regarding securities and stock exchange, and other related laws.
 - The Shareholders' Meeting voted for the removal.
 - Court dismissal.

In such cases, the Nomination and Remuneration Committee will conduct the selection process to identify qualified experts and present their recommendations to the Board of Directors within 90 days from the date the position becomes vacant. The Board will then approve the appointment of a suitable candidate who meets legal requirements and does not possess any prohibited characteristics to fill the vacant position. However, if the remaining term of the vacating director is less than two months, appointing a replacement is not required. To appoint a replacement director, the nominee must receive votes from at least three-fourths of the remaining directors present at the meeting. The newly appointed director will serve only for the remainder of the term of the director they are replacing.

A director who wishes to resign must submit a resignation letter to the Chairman of the Board of Directors. The resignation becomes effective on the date the Chairman receives the resignation letter unless a different effective date is specified in the letter. The resigning director may also inform the Public Company Registrar of their resignation.

In the event that the entire Board of Directors vacates their positions, the outgoing directors shall continue to perform only the necessary duties to maintain the Company's operations until a new Board is appointed, unless otherwise directed by a court order. A Shareholders Meeting must be convened within one month from the date the Board vacates office to elect a new Board of Directors. The invitation to the Shareholders Meeting must be sent to shareholders at least 14 days prior to the meeting date. Additionally, the meeting notice must be advertised in newspapers for at least three consecutive days before the meeting.

The Shareholders Meeting may vote to remove any director from their position before the end of their term. Such a resolution requires the approval of at least three-fourths of the shareholders present at the meeting who have the right to vote, and the approving shareholders must collectively hold no less than half of the total shares represented at the meeting.

In addition, the Company provides shareholders with the opportunity to nominate individuals who meet the qualifications outlined in the Securities and Exchange Act and other relevant laws. Shareholders can submit nominations through the Company's website at www.kcgcorporation.com or via the SETLink system of the Stock Exchange. The nomination period is open annually from October 15 to January 31, prior to the General Meeting of Shareholders.

In 2024, no shareholders submitted nominations for candidates or agenda items.

7.3 Information about Subcommittees

As of December 31, 2024, the Company consists of 5 subcommittees, including the Executive Committee, the Audit Committee, the Nomination and Remuneration Committee, the Corporate Governance and Sustainability Committee, and the Information Technology Committee.

Each committee has a charter that is approved by the Board of Directors that specifies the objectives, composition, qualifications, authority, duties, responsibilities, appointments, terms of office, meetings, and performance evaluations, as well as skills and training development. The review of the charter is scheduled as deemed appropriate. The subcommittee must submit its performance report to the Board of Directors.

7.3.1 Scope of duties and responsibilities of the subcommittees

- **Scope of authority, duties, and responsibilities of the Audit Committee**

The scope of authority, duties, and responsibilities of the Audit Committee are summarized as follows:

1. Supervise the financial reporting system for both quarterly and annual financial reports to ensure that the disclosed information is accurate, complete, transparent, and compliant with the financial reporting standards as required by laws.
2. Supervise compliance with the Securities and Exchange Act, business-related laws, notifications, and Articles of Association of the Company.
3. Consider and review the accounting policies and accounting estimates for appropriateness and reasonableness.
4. Supervise the internal control system and risk management, ensuring an adequate and appropriate internal audit system.
5. Supervise the implementation of work systems designed to prevent risks and enhance operational efficiency and effectiveness within the organization.
6. Oversee the Company's processes to effectively combat corruption in line with the guidelines of relevant regulatory bodies. This includes developing and promoting awareness, conducting risk assessments, establishing preventive work systems, and performing inspections and reviews based on the self-assessment guidelines on anti-corruption measures provided by

the Thai Institute of Directors Association. Additionally, ensure the appointment of a dedicated working team to handle complaints submitted to the Audit Committee. This team is responsible for conducting preliminary investigations into reported cases and providing regular updates or final reports on the findings to the Audit Committee within reasonable timeframes.

7. Consider and review the sufficiency and effectiveness of the compliance systems and processes.
8. Evaluate the independence of the internal audit unit and approve the structure of the internal audit unit. This includes the authority to appoint, transfer, assess performance, and impose disciplinary actions on supervisors within the internal audit unit. In cases where a supervisor of the internal audit unit is subject to a complaint involving misconduct under applicable laws or Company regulations, a committee may be appointed to investigate the matter and ensure a fair and thorough review.
9. Consider, select, propose, appoint, remove, or replace an independent auditor to serve as the Company's external auditor. Additionally, review and propose the audit fees for approval by the Board of Directors before presenting the appointment and fee proposal to the Shareholders Meeting for further approval.
10. Attend quarterly meetings with the auditor and attend the meeting without the management attending the meeting to observe key audit matters at least once a year.
11. Consider connected transactions or transactions that may have conflicts of interest to ensure compliance with the law and regulations of the SET and the SEC.
12. Review the results of fraud investigation and determine preventive measures within the organization, including reviewing the Company's internal whistleblowing processes.
13. Prepare the Audit Committee Charter to align with the scope of responsibilities related to the Company's operations, environment, society, corporate governance code, and the requirements of relevant regulatory agencies. The Charter must be approved by the Board of Directors and is reviewed and updated at least once a year to ensure its continued relevance and effectiveness.
14. Approve the Internal Audit Charter to be consistent with the scope of responsibility for the Company's operations, environment, society, and corporate governance and the requirements of relevant regulatory agencies, reviewing and improving the internal audit charter at least every 2 years.

15. Consider and approve the budget proposal and the annual audit plan of the internal audit unit.
16. Review the operating system of the internal audit unit in accordance with the standards of the Association of Internal Auditors, and supervise the hiring of external audit companies to periodically evaluate the efficiency of the internal audit operating systems, at least every five years.
17. The Chairman of the Audit Committee and all members of the Audit Committee must attend the Annual General Meeting of Shareholders to clarify matters related to the Audit Committee.
18. Prepare and disclose an Audit Committee report in the Company's Annual Report. The report must be signed by the Audit Committee Chairman and include at least the information required by Sections 8.2.1 to 8.2.9 of the Audit Committee Charter (Section 8.2).
19. Perform any other actions as specified by the Board of Directors and assigned by the Shareholders Meeting within the scope of duties and responsibilities of the Audit Committee.

● **Scope, Authority, Duties, and Responsibilities of the Nomination and Remuneration Committee**

The scope, authority, duties, and responsibilities of the Nomination and Remuneration Committee are summarized as follows:

Recruitment

1. Establishing criteria and methods for selecting qualified personnel to hold various positions as follows:
 - Company director
 - Resigned company director
 - Chairman and members of subcommittees approved by the Board of Directors
 - Chief Executive Officer
 - Senior executives, consultants, or experts equivalent to senior executives
2. Consider the size, composition, and qualifications of the Board of Directors and subcommittees to be appropriate for the Company's strategy and changing situations.
3. Evaluate and determine the qualifications of company directors and subcommittees by considering diversity in gender, age, knowledge, expertise, skills, and experience-regardless of race, nationality, or religion-for the benefit of the Company's business operations, including appropriate time dedication while maintaining neutrality.
4. Determine the qualifications for the Chief Executive Officer, senior executives, consultants, or experts

equivalent to senior executives, considering candidates from both internal and external sources.

5. In the case that the position of director of the Company or director of a subcommittee is vacant due to:
 - Retirement at the end of the term: the Nomination and Remuneration Committee shall recruit and select qualified experts to serve as directors. These candidates must be presented to the Board of Directors for approval before being submitted for final approval by the Annual General Meeting of Shareholders. For subcommittee vacancies, qualified experts will be similarly recruited and presented to the Board for consideration.
 - Reason other than retirement at the end of the term: the Nomination and Remuneration Committee shall recruit and select qualified experts to fill the director or subcommittee vacancy and present the candidate to the Board of Directors for consideration within 90 days from the date the position becomes vacant. However, if the remaining term of the director is less than two months, a replacement need not be appointed.
6. Support the Company in providing minor shareholders an opportunity to propose candidates for director appointments.
7. Review and select Company directors with the appropriate qualifications to serve as subcommittee members, and present them to the Board of Directors for appointment when appropriate or when a vacancy occurs.
8. Consider and review the succession plan for executive positions from the level of Assistant Managing Director (or equivalent) and above, as assigned by the Board of Directors, including maintaining a list of suitable succession candidates regularly proposed by management and submitted to the Board for appointment when a position becomes vacant.
9. Evaluate training and knowledge development plans, as well as the capabilities of executives and employees at all levels, to ensure they possess the necessary skills and qualifications in line with the Company's growth strategies and objectives.
10. Review and update the structure, duties, and responsibilities-including the guidelines for the Board of Directors and subcommittees-to ensure they remain appropriate and current.

11. Consider and recommend adjustments to the organizational structure to support growth and align with changing business conditions, as proposed by the management committee responsible for internal management.
12. Disclose the Nomination and Remuneration Committee's operations report in the Annual Report.
13. Continuously promote and develop new knowledge and experiences for the Company's directors.
14. Perform other duties as assigned by the Board of Directors.

Remuneration and Welfare

1. Evaluate the proposed criteria and performance evaluation methods, including assessing performance and determining the compensation rate for the Chief Executive Officer or senior executives under the terms of the employment contract, and present the results to the Company's Board of Directors for consideration.
2. Review, determine, or update the compensation and benefits for the Company's directors and subcommittee members. Establish fair and reasonable criteria or methods for compensation by comparing with similarly sized, listed companies with comparable business operations, to maintain market leadership and incentivize management. Present the proposal to the Board of Directors for approval before submitting it for final approval at the Annual General Meeting of Shareholders at least every four years or as deemed appropriate.
3. Review the annual bonus amount calculated based on the previous year's operating results and submit it to the Board of Directors for approval before presenting it to the Annual General Meeting of Shareholders. Once approved, the selection committee will allocate the annual compensation for each director and present it to the Board of Directors for final approval.
4. Evaluate the salary and compensation structure for the Company's employees and executives by benchmarking against similarly sized, listed companies with comparable business operations. This ensures competitiveness in the industry, supports market leadership, and creates incentives for management development and progress.

5. Review policies, evaluation criteria, and adjustment guidelines for the annual salary and compensation of the Chief Executive Officer and senior executives.
6. Evaluate the budget for annual salary adjustments and employee rewards, ensuring alignment with industry standards for similar businesses, business size, inflation rates, national GDP growth, and the Company's financial performance.
7. Consider terms and conditions related to the issuance of common shares and warrants for directors and employees, and present the proposal to the Board of Directors for approval.
8. Perform other duties as assigned by the Board of Directors.

● Scope, Authority, Duties, and Responsibilities of the Corporate Governance and Sustainability Committee

The duties and responsibilities of the Corporate Governance and Sustainable are summarized as follows:

1. Establish policies and principles of good corporate governance aimed at sustainable growth, incorporating corporate governance systems, social responsibility, and the management of risks and opportunities related to climate and environmental impacts, in alignment with the Company's strategic plan. Ensure effective supervision and drive measurable, concrete implementation.
2. Promote and support the development of regulations covering the Business Code of Conduct, management, and operations of the Company, its directors, executives, and employees, in compliance with the regulations of the Stock Exchange of Thailand and other relevant laws applicable to the Company and/or its subsidiaries. This includes establishing enforcement mechanisms for addressing misconduct, adhering to codes of conduct and ethics, and upholding corporate governance through transparent, accurate, and fair investigation and disciplinary processes.
3. Emphasize and promote the policies, guidelines, and monitoring systems to prevent the misuse of inside information, manage conflicts of interest, ensure the reporting of interests, combat corruption, and facilitate complaint reporting to strengthen and enhance the efficiency and effectiveness of the Company's corporate governance framework.

4. Support the establishment of policies regarding the giving or receiving of gifts, presents, benefits, entertainment, or hospitality, ensuring that such practices do not influence the decisions of the Company, its directors, executives, or employees.
5. Oversee the development of systems for the prevention, monitoring, and evaluation of safety, occupational health, and environmental practices, ensuring alignment with human rights principles.
6. Promote and support the implementation of policies, guidelines, and monitoring systems for Sustainability and organizational innovation to achieve the Company's Sustainability goals, including the transparent disclosure of sustainability-related activities and performance.
7. Oversee the annual review of policies related to good corporate governance and Sustainability, ensuring they remain current and effective.
8. Promote a system of regular self-assessments for the Board of Directors, senior executives, and employees on adherence to the Code of Conduct, ethics, and corporate governance, to be conducted at least once a year.
9. Perform any other duties as assigned by the Board of Directors.

● **Scope, Authority, Duties, and Responsibilities of the Information Technology Committee**

The scope, authorities, duties, and responsibilities of the Information Technology Committee are summarized as follows:

1. Supervise the formulation of policy frameworks, guiding the direction of strategic planning for information technology management and organizational transformation into the digital era, both system and software infrastructure, to be consistent with the Company's business plan, strategy, and budget.
2. Supervise and approve important matters regarding operating directions and information technology policies, including giving advice to the Board of Directors regarding various impacts related to information technology as appropriate.
3. Supervise the organization's transformation into the digital era by planning and implementing the integration of information technology into work processes. This includes directing efforts to optimize workflows through collaboration with internal departments and external organizations and fostering connections between digital technologies within a networked system or business

alliances. The goal is to leverage shared resources and personnel to enhance operational efficiency and strengthen competitive advantage.

4. Support and promote the development of information and communication technology (ICT) systems for effective management and business operations. This includes ensuring data confidentiality, secure data storage, and robust security measures to protect against unauthorized access. Implement safeguards to prevent the misuse or leakage of inside information to unauthorized parties.
5. Establish a system for monitoring and evaluating cybersecurity and technology risks at least every 6 months.
6. Assign relevant departments within the Company to study advancements in information technology for transforming the organization into the digital focus on enhancing efficiency, reducing production costs, and maintaining the Company's business operations and competitiveness while managing risks at an acceptable level.
7. Provide advice on the management of key personnel responsible for information technology and the organization's transformation into the digital era, ensuring strategies that foster sustainable business.
8. Present an Annual Report to the Board of Directors on the "situation of information technology and organizational transformation into the digital age", including recommendations for enhancing IT knowledge and digital transformation to strengthen the Board of Directors' capabilities.
9. Coordinate with other subcommittees in supervising changes and corporate governance to be prepared for efficiency and potential enhancement in business and competition regarding information technology.
10. If necessary, the Information Technology Committee may engage external experts with knowledge, expertise, and experience in information technology to provide opinions and recommendations. Such engagements should be conducted as deemed necessary and appropriate, with expenses covered by the Company.
11. Perform any other duties as assigned by the Board of Directors.

● **Scope, Authority, Duties, and Responsibilities of the Executive Committee**

The scope, authority, duties, and responsibilities of the Executive Committee are summarized as follows:

1. Scrutinize main policies, directions, strategies, and business principles.
2. Scrutinize the business plan, annual budget, investment plan, management structure, delegation of authority, and rules for conducting business.
3. Follow up and ensure that the Company's strategy is implemented to practice and evaluate performance at both the business group level and the Company level, including adopting policies for developing and improving business operations as well as giving importance to safety, health, society, environment, and corporate governance.
4. Oversee the effectiveness of value creation in the supply chain.
5. Supervise and follow up on performance, financial status, and key operations in comparison with budgets, indicators, and competitive companies or similar businesses and report to the Board of Directors at least every 6 months, arranging for a credit rating assessment by an external rating agency at least 6 months in advance of the offering of debt instruments to investors and the general public.
6. Consider and scrutinize the results of feasibility studies for new projects or businesses in accordance with the approval authority outlined in the Company's Delegation of Authority. Once the Executive Committee has reviewed and approved the proposal, it will be submitted to the Board of Directors for further consideration and further approval.
7. In cases where a project or business is complex or requires specialized expertise, the Executive Committee may engage independent consultants or third parties to provide opinions or advice, with the expenses covered by the Company.
8. Review, consider, and approve agendas proposed by management or the Executive Committee during Executive Committee meetings before presenting them to the Board of Directors for information or approval. This includes preparing agendas for the Annual General Meeting of Shareholders and any Extraordinary General Meetings of Shareholders.
9. Oversee and monitor liquidity management, asset and liability management, investments, joint ventures, and risk management in business operations. Provide reports to the Board of Directors on these matters at least once every six months.
10. Promote, monitor, and develop innovations that enhance standards, improve work processes, differentiate new products, and increase value in the eyes of consumers. Encourage employees to embrace change and foster innovative thinking at both the production line and organizational levels.
11. Oversee the restructuring of business operations and management by integrating new technological processes and implementing robust information technology security measures. Support the continuous development of knowledge and skills, including training and participation in seminars, to enhance the competencies of Executive Committee members.
12. Establish a management supervision system that ensures directors, executives, and employees act responsibly toward stakeholders with transparency, integrity, and fairness. Emphasize the importance of prioritizing the Company's interests and avoiding any activities that may lead to conflicts of interest.
13. Support and promote departments in studying and researching new innovations in products, services, and production processes, as well as initiatives for business transformation and work process improvements, to continuously strengthen the Company's effectiveness.
14. Develop an annual work plan focused on researching and studying innovations in products, services, and production processes, alongside business transformation and work process improvements that align with the Company's mission. This includes promoting activities that benefit society and the environment.
15. Oversee human resource management to ensure an adequate workforce, supporting the recruitment and development of personnel to enhance operational capabilities. Implement effective performance monitoring and evaluation processes.
16. Perform any other duties within the committee's authority and responsibilities or as assigned by the Company's Board of Directors.
17. Supervise the Company's business operations, ensuring compliance with the regulations, rules, and guidelines of the Securities and Exchange Commission, the Stock Exchange of Thailand, and other applicable laws.
18. Organize joint meetings between the Audit Committee and the Executive Committee on risk management supervision at least twice a year.
19. Oversee and monitor business plans, organizational budgets, investments, and the operating results of subsidiaries, with top executives from the subsidiaries providing quarterly reports.

7.3.2 List of subcommittee members

• Audit Committee

The Board of Directors appointed the Audit Committee which consists of 3 directors as of December 31, 2024, with the following composition:

- 3 independent directors, who are fully qualified and meet the definition of independent directors of the Stock Exchange and the Company.
- The Chairman of the Board is an independent director.

As of December 31, 2024, the Audit Committee consists of 3 independent directors, whose names are as follows:

	List of Names	Position	Positions on the Board of Directors
1.	Ms. Nangnoi Charoenthaveesub	Chairman of the Audit Committee	Independent Director
2.	Mr. Chakrit Tachanapharak	Audit Committee	Independent Director
3.	Mr. Poonsawat Phaoprapat	Audit Committee	Independent Director

Ms. Nangnoi Charoenthaveesub is the Audit Committee who has sufficient knowledge and experience to carry out her responsibilities in reviewing the credibility of the Company's financial statements. The details, qualifications, and experiences of all 4 members of the Audit Committee are in Attachment 1 (Details of Directors, Executives, Controlling Persons, the Highest Ranking Persons in Accounting and Finance, the Accounting Supervisor, and the Company Secretary).

Mr. Nawamin Teerakasetchai is the secretary of the Audit Committee.

• Nomination and Remuneration Committee

As of December 31, 2024, the Nomination and Remuneration Committee consists of 4 directors whose names are as follows:

	List of Names	Position	Positions on the Board of Directors
1.	Mr. Chakrit Tachanapharak	Chairman of the Nomination and Remuneration Committee	Independent Director
2.	Miss Nangnoi Charoenthaveesub	Nomination and Remuneration Committee	Independent Director
3.	Mr. Songtham Phianpattanawit ⁽¹⁾	Nomination and Remuneration Committee	Independent Director
4.	Mr. Chaiyanandh Lapitananuvat	Nomination and Remuneration Committee	Director

Remarks

⁽¹⁾ The Board of Directors Meeting No. 4/2024, held on April 24, 2024, unanimously approved the appointment of Mr. Songtham Phianpattanawit as a member of the Nomination and Remuneration Committee, effective from April 24, 2024.

Mr. Trinapat Daoruang was appointed as the secretary of the Nomination and Remuneration Committee during the Committee meeting No. 5/2021 on November 16, 2021. However, he resigned from the Company on September 8, 2024.

Following Mr. Trinapat's resignation, Mr. Tanawat Vipawatanakul has been serving as the acting secretary of the Nomination and Remuneration Committee since September 9, 2024, and will continue in this role until a new secretary is officially appointed.

● Corporate Governance and Sustainability Committee

As of December 31, 2024, the Corporate Governance and Sustainability Committee consists of 5 directors, whose names are as follows:

	List of Names	Position	Positions on the Board of Directors
1.	Mr. Vichan Amornrojanawong	Co-Chairman of the Corporate Governance and Sustainability Committee	Director
2.	Mr. Poonsawat Phaopraphat	Co-Chairman of the Corporate Governance and Sustainability Committee	Independent Director
3.	Ms. Nangnoi Charoenthaveesub	Member of the Corporate Governance and Sustainability Committee	Independent Director
4.	Mr. Songtham Phianpattana Witt	Member of the Corporate Governance and Sustainability Committee	Independent Director
5.	Mrs. Suwanna Mahakanjana	Member of the Corporate Governance and Sustainability Committee	Director

Mr. Pumin Dhiranusornkit serves as the secretary of the Corporate Governance and Sustainability Committee as appointed by the meeting of the Board of Directors No. 5/2021 on November 16, 2021.

● Information Technology Committee

As of December 31, 2024, the Information Technology Committee consists of 4 directors, whose names are as follows:

	List of Names	Position	Positions on the Board of Directors
1.	Mr. Songtham Phianpattana Witt	Chairman of the Information Technology Committee	Independent Director
1.	Mr. Chakrit Tachanaparak	Information Technology Committee	Independent Director
3.	Mr. Poonsawat Phaoprapat	Information Technology Committee	Independent Director
4.	Mr. Damrongchai Vipawatanakul ⁽¹⁾	Information Technology Committee	Director

Remark

⁽¹⁾ The Board of Directors Meeting No. 7/2023, held on October 12, 2023, unanimously approved the appointment of Mr. Damrongchai Vipawatanakul as Chief Executive Officer and Managing Director, including all positions previously held by Dr. Watit Tamavimok (whose term ended on December 31, 2023). These positions include Company Director, Executive Committee Member, and Information Technology Committee Member, effective from January 1, 2024.

Mr. Danai Galassi has been appointed as the secretary of the Information Technology Committee, as reported to the Board of Directors Meeting No. 1/2024 on January 19, 2024.

● Executive Committee

As of December 31, 2024, the Executive Committee consists of 6 directors, whose names are as follows:

	List of Names	Position	Positions on the Board of Directors
1.	Mr. Tong Dhiranusornkit	Chairman of the Executive Committee	Director
2.	Mr. Chaiyanandh Lapitananuvat	Executive Committee	Director
3.	Mr. Vichan Amornrojanawong	Executive Committee	Director
4.	Mr. Damrong Vipawatanakul	Executive Committee	Director
5.	Mr. Damrongchai Vipawatanakul ⁽¹⁾	Executive Committee	Director
6.	Mr. Thawach Dhiranusornkit	Executive Committee	Director

Remark

⁽¹⁾ The Board of Directors Meeting No. 7/2023, held on October 12, 2023, unanimously approved the appointment of Mr. Damrongchai Vipawatanakul as Chief Executive Officer and Managing Director, including all positions previously held by Dr. Watit Tamavimok (whose term ends on December 31, 2023). These positions include Company Director, Executive Committee Member, and Information Technology Committee Member, effective from January 1, 2024.

Mr. Pumin Dhiranusornkit has been appointed as the secretary of the Executive Committee, as approved by the Board of Directors Meeting No. 2/2023 on January 25, 2023.

● **Scope of Authority, Duties, and Responsibilities of the Chief Executive Officer**

The scope, authorities, and duties of the Chief Executive Officer are as follows:

- (1) Set the vision, mission, operational strategies, operation plan, and annual budget plan of the Company and its subsidiaries to present to the Board of Directors for approval.
- (2) Communicate the approved vision, mission, operational strategies, operation plan, and annual budget plan to the Company's management, serving as a framework for preparing plans and managing the business of the Company and its subsidiaries.
- (3) Supervise the overall performance of the Company and its subsidiaries to ensure consistency with the Company's policy and business plan as approved by the Board of Directors. Manage the Company in accordance with the law, objectives, and regulations of the Company, the Board's resolutions, and resolutions of the Shareholders Meeting, with responsibility, diligence, caution, and integrity, prioritizing the Company's best interests and fairness to all stakeholders.
- (4) Ensure that management and employees actively promote an ethical corporate culture, good corporate governance, and social and environmental responsibility while seeking new business and investment opportunities related to the Company's core business and subsidiaries to support sustainable growth.
- (5) Follow up and evaluate the performance of the Company, subsidiaries, and/or associated companies by requiring regular reporting of operating results. Supervise the preparation of financial reports and ensure the disclosure of important information that is accurate, adequate, timely, and in accordance with relevant rules and guidelines.
- (6) Oversee the human resource management of the Company and its subsidiaries as a whole. This includes planning for successors to key management positions, considering the appointment or removal of executives in accordance with criteria set or adjusted by the Company, and determining the salary structure and compensation for executives and employees.
- (7) Develop and promote the use of modern innovations in product development, production, and various processes within the Company and its subsidiaries.
- (8) Support the development of information technology systems to ensure they remain up-to-date and aligned with technological advancements, enhancing overall work efficiency.
- (9) Support the creation and development of trademarks (brands) to establish recognition in terms of product standards, quality, price, and reliability, while also promoting Sustainability.
- (10) Serve as a representative or appoint a designated representative of the Company to promote the organization publicly, fostering networks and strengthening the Company's image.
- (11) Serve as a representative or appoint a designated representative of the Company to communicate with shareholders, supporting the Board of Directors in maintaining appropriate and regular communication channels, and ensuring standard, transparent information disclosure.
- (12) Consider and approve normal business transactions and operations that support the Company's regular business activities under general commercial conditions, within the budget approved by the Board of Directors. This includes approving items and transactions in accordance with the Delegation of Authority manual set by the Board of Directors.
- (13) Consider the appointment of consultants necessary for the Company's operations and to ensure compliance with the requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand.
- (14) Hold the authority to grant sub-delegation of authority and/or assign others to perform specific tasks on behalf of the Chief Executive Officer. Such delegation must comply with the power of attorney, Company regulations, requirements, or directives from the Board of Directors and/or various subcommittees. The Chief Executive Officer's authority must not result in conflicts of interest with the Company or its subsidiaries. In cases of potential conflict, such matters must be presented to the Board of Directors and/or the Shareholders Meeting (as applicable) for consideration and approval, unless the transaction is a normal business activity conducted under arm's length conditions.
- (15) Perform other duties as assigned by the Board of Directors and/or subcommittees, in accordance with the Company's rules and regulations, securities and stock exchange laws, and related notifications, regulations, and guidelines issued by the SEC Office, Capital Market Supervisory Board, and the Stock Exchange.

7.4 Information of Executives

7.4.1 Names and Positions of Executives

The Company's Board of Directors has clearly separated roles, duties, and responsibilities between the Board of Directors and the management by specifying the roles, duties, and responsibilities of the management in the daily operations and management of the Company in accordance with policies, plans, goals, regulations, and various procedures and resolutions of the Board of Directors to protect the interests of the Company and all stakeholders in accordance with the corporate governance code.

As of December 31, 2024, the Company's executives, according to the definition of the Securities and Exchange Commission consisting of 8 executives, whose names are as follows:

List of Names	Position
• Mr. Damrongchai Vipawatanakul ⁽¹⁾	Chief Executive Officer and Managing Director
• Mr. Danai Galassi	Deputy Managing Director - Operation
• Mr. Thawach Dhiranusornkit	Deputy Managing Director - Supporting Function
• Mrs. Kanokwanrat Srimanisiri	Chief Financial Officer
• Mr. Damrongkit Vipawatanakul	Chief Technical Officer
• Mr. Monsarn Dhiranusornkit	Chief Supply Chain Management Officer
• Mr. Thana Thiramanus	Chief Commercial Officer
• Mr. Pumin Dhiranusornkit	Chief Corporate Sustainability Officer & Company Secretary

Remarks:

(1) The Board of Directors Meeting No. 7/2023, held on October 12, 2023, unanimously approved the appointment of Mr. Damrongchai Vipawatanakul as Chief Executive Officer and Managing Director, including all positions previously held by Dr. Watit Tamavimok (term ending on December 31, 2023), which includes serving as a Company Director. This also includes positions on the Company's subcommittees as a member of the Executive Committee and a member of the Information Technology Committee, effective from January 1, 2024.

7.4.2 Policy and Methods to Determine Remuneration for Executives

The Company has established criteria and performance evaluation methods to assess executive performance and determine compensation rates in accordance with the terms of employment contracts. These proposals are submitted to the Board of Directors for consideration. In determining executive compensation, the Company takes into account the overall salary structure and remuneration of its executives, benchmarking against listed companies with similar or identical business operations. This ensures the Company remains competitive within its industry and maintains leadership in the market. The policy aims to create appropriate incentives for executives by aligning compensation with performance, ensuring fairness, and fostering motivation. All proposed criteria, performance evaluations, and compensation rates are reviewed and approved by the Board of Directors.

Remuneration Structure for the Chief Executive Officer and Executives:

- Salary : The objective is to offer competitive compensation aligned with market standards.
- Compensation Based on Short-Term Performance : Designed to incentivize executives to meet or exceed performance targets and drive operations in line with the Company's strategic goals.
- Compensation Based on Long-Term Performance : Aim to align the interests of the Chief Executive Officer, management, and executives with those of shareholders, focusing on creating long-term value for the Company.
- Welfare and Other Benefits : Provide appropriate insurance plans and additional benefits tailored to individual circumstances, considering the economic environment and living standards.

Remuneration Policy for the Chief Executive Officer

The Company has established policies and criteria for compensating senior executives based on fairness to both the organization and individuals. Compensation is aligned with the Company's performance, measured through Key Performance Indicators (KPIs), and evaluated annually across all dimensions. The Chairman of the Board of Directors and the Board of Directors assess and determine compensation that reflects the executive's performance and competencies, ensuring alignment with the Company's vision, mission, and strategy each year.

The Company has established clear, transparent, and fair criteria for determining the Chief Executive Officer's remuneration, covering all relevant dimensions. The Board of Directors has delegated the responsibility to the Nomination and Remuneration Committee to review and propose the annual compensation for the Chief Executive Officer, which is then submitted to the Board for consideration. Key factors considered in evaluating performance include Factor 1: alignment of performance with the strategic business plan, Factor 2: the ability to build a strong organization and develop talent as future assets for the Company, Factor 3: management skills, leadership, and contribution to enhancing the Company's image, and Factor 4: personal development achievements over the past year.

Remuneration Policy for Senior Executives

The Company has established that remuneration will be paid monthly based on a salary structure linked to the responsibilities of each job position. This structure is benchmarked against industry standards and organizations of similar size to ensure competitiveness and appropriateness.

Employee performance evaluations consider the following factors: Factor 1: work performance aligned with organizational goals and Factor 2: demonstrated competencies that reflect corporate values. For senior executives, additional factors include the ability to analyze data to guide the organization toward its vision within the ESG framework, as well as initiative and innovation in driving organizational growth.

7.4.3 Executive Remuneration

Remuneration for Executives according to the SEC definition (Chief Executive Officer, Managing Director, Deputy Managing Director, and C-Level)

Remuneration (baht)	2024	2023	2022
Number of executives	8	6	8
Salary and bonus	53.0	42.3	48.8
Other remuneration (if any)	13.5	17.4	4.5
Total	66.6	59.8	53.3

Monetary Remuneration

In 2024, the Chief Executive Officer and senior executives, as defined by SEC criteria, totaling eight executives, received remuneration from the Company in the form of salary, bonuses, and other benefits, including various welfare programs. The total remuneration amounted to 66.6 million baht representing 7.2% of the total remuneration of the business.

- **Other Remuneration**

For the fiscal year ending December 31, 2024, the Company provided additional remuneration to executives, including social security contributions and provident fund contributions.

- **Accrued Remuneration or Benefits (if any):** - None -

7.5 Information of Employees

7.5.1 Number of Employees

As of December 31, 2024, the Company and its subsidiaries had a total of 1,818 employees. The details are as follows:

Branch	2024	2023	2022
Head Office	796	790	770
Bangna Branch	7	11	52
Bang Phli Branch	551	658	598
Thepharak Branch	362	380	372
Chiang Mai Branch	25	37	43
Khon Kaen Branch	35	38	40
Surat Thani Branch	33	37	36
Indoguna	9	15	17
Total	1,818	1,966	1,928

7.5.2 Personnel Development Policy

The Company recognizes the importance of human resources as its most valuable asset and a key driver of organizational success. The Company has established policies for personnel development, the selection of directors and senior executives, and job succession planning. These policies aim to promote and develop employees at all levels, enhancing their skills, knowledge, and expertise to continuously increase their potential. The Company has also defined criteria and processes for recruiting qualified experts to serve as directors and senior executives, along with implementing a job succession plan to ensure readiness in replacing key positions. This plan addresses situations where key management is unable to perform duties, their term has ended, or a vacancy arises for any other reason, thereby mitigating risks and ensuring continuity in management.

Personnel Development

The Company prioritizes personnel development to align with its vision, mission, and strategy. Training and knowledge development plans are designed to enhance the capabilities of executives and employees at all levels, ensuring they possess the necessary skills and qualifications to effectively support the Company's plans and strategies for business growth. Personnel development goals focus on strengthening employees' capabilities and fostering their commitment to perform

efficiently. This includes preparing future leaders through leadership development programs, reinforcing corporate culture and organizational values, and equipping employees to adapt to change in line with the Company's strategic direction, following the guidelines outlined below.

1. The Company promotes and supports the development of personnel at all levels by providing opportunities to gain skills, knowledge, and expertise through hands-on experience. Supervisors in each department are assigned to facilitate this process by encouraging employees to learn, share experiences, practice, and receive regular guidance and feedback.
2. The Company also organizes training programs to enhance knowledge and improve work performance across all levels. These include in-house training sessions and opportunities for employees to participate in external courses that are relevant and appropriate to the specific needs of each department.
3. The Human Resources Department is responsible for assessing the development needs of personnel at all levels and formulating a personnel development plan aligned with the Company's business development strategy. This plan is presented to the Executive Committee and the Board of Directors for acknowledgment. The department also monitors adherence to the plan and conducts continuous evaluations to measure its effectiveness.

Overview of Employee Development in 2024

1. The Company developed and implemented annual training plans aligned with the organization's strategy and based on the results of training needs surveys from each department. These plans aimed to guide employee competency development in line with departmental goals. Training sessions were conducted, resulting in an average of 16 training hours per employee.
2. A framework was established for creating Individual Development Plans, serving as a guideline for identifying personal development needs based on competency evaluations. The framework also included development methods and career advancement paths for employees.
3. Set guidelines for categorizing new employee groups to enable targeted management and development. Special attention was given to high-potential employees and talent groups, with tailored development programs aimed at retaining and nurturing these key employees.
4. Raise awareness among employees on key organizational priorities, laying the foundation for Sustainability. Topics included digital transformation, risk management, ESG reporting, corporate governance, Code of Conduct, anti-corruption, and PDPA compliance.
5. In collaboration with TTB, the Company provided employees with financial management training covering savings, borrowing, investing, and insurance planning to help employees manage their finances effectively, promote savings, and ensure long-term financial security.

The average training hours of employees/person/per year or the number of employees who have completed training/year were 16 hours.

Details of Employee development are disclosed in the Sustainability Report 2024 under the Social Performance - Employee Training section.

Recruitment of Directors and Senior Executives

- The Nomination and Remuneration Committee is responsible for considering and determining the qualifications and criteria for selecting directors, subcommittee directors, the Chief Executive Officer, and the Managing Director. The selection focuses on individuals with the necessary knowledge, skills, experience, and characteristics to drive the organization toward its goals. The proposed candidates are then submitted to the Board of Directors for consideration and appointment.
- The Managing Director holds the authority to recruit and select senior executives in positions below the Managing Director, following the framework and policies established by the Nomination and Remuneration Committee.
- The selection process for directors and senior executives is designed to be fair, equitable, and transparent. Job advertisements clearly specify the required educational background, work experience, expertise, and other qualifications necessary for the positions. This approach ensures the recruitment of individuals with the skills and knowledge essential for strong corporate governance and suitability for the roles.
- The salary and remuneration structure for Company executives is benchmarked against listed companies with similar or identical business operations. This ensures the Company remains competitive in the market while providing incentives to retain and motivate its management team.
- In cases where the position of executive director, Chief Executive Officer, Managing Director, or senior executive becomes vacant or the incumbent is unable to perform their duties, a person in a comparable or subordinate position, as designated by the Board of Directors or the Managing Director, will serve as a temporary caretaker until a qualified replacement is recruited and selected in accordance with the criteria set by the Nomination and Remuneration Committee.

Succession Plan

The Company has established clear criteria for developing a succession plan to ensure continuity in key positions. The framework focuses on succession planning for the Chief Executive Officer, senior management, and other critical roles within the organization. This includes comprehensive

personnel development plans aimed at equipping potential successors with the necessary knowledge, skills, experience, and characteristics required for these positions. The Chief Executive Officer, Managing Director, and senior executives are responsible for maintaining an ongoing succession plan to support the Company's long-term operational continuity. The Managing Director is tasked with reporting the progress of the development and succession plan to the Board of Directors at least once a year. In 2024, the

Company conducted a review of the criteria for preparing the succession plan, particularly for the Chief Executive Officer role. As part of this review, the Company identified employees eligible for the succession process for critical positions, starting from the director level and above.

7.5.3 Significant Changes in the Number of Employee Over the Past 3 Years

- None -

7.5.4 Employee Remuneration

For the fiscal year ending December 31, 2024, the total remuneration (excluding executives) for employees of the Company and its subsidiaries amounted to Baht 627.2 million and other remuneration Baht 222.8 million.

Remuneration (baht)	2024	2023	2022
Salary and bonuses	627.2	607.1	560.4
Other remuneration	222.8	230.0	211
Total	850.1	837	771.4

As of December 31, 2024, a total of 1,818 employees participated in the provident fund, representing 88.3% of the Company's total workforce.

The remuneration ratio between female and male employees was 0.72:1.

Additionally, the proportion of executive remuneration (including the Chief Executive Officer, Managing Director, and Deputy Managing Director) relative to the total employee remuneration was 7.3%.

Provident Fund

The Company prioritizes supporting employees in managing their personal finances to promote stability and a good quality of life. To this end, it provides financial education and has established a provident fund through East Spring Asset Management (Thailand) Company Limited. This fund is allocated for executives and employees, helping them save for retirement, job termination, disability, or to provide financial security for their families. The Company also offers targeted financial guidance to employees nearing retirement and has implemented a debt restructuring assistance program for employees facing financial difficulties. This program involves coordination with banks to help employees manage their debts more effectively, ultimately improving their financial well-being, mental health, and workplace morale.

Labor Disputes in the Past 3 Years

The Company has no labor disputes with executives or employees regarding rights violations or breaches of employment contracts.

7.6 Other Important Information

7.6.1 Accounting Controller

The Company has appointed Ms. Paiyada Sangwet as the Accounting Manager, assigning her direct responsibility for supervising the Company's accounting operations. Ms. Paiyada is responsible for overseeing all accounting transactions to ensure efficiency and compliance with the Company's regulations, requirements, and criteria, as well as applicable accounting standards.

More information and details of the accounting controller can be found in Attachment 1 (Information of Directors, Management, Controlling Person, Financial Controller, Accounting Controller, and Company Secretary).

7.6.2 Company Secretary

The Board of Directors' Meeting No. 8/2022 on September 15, 2022, resolved to appoint Mr. Pumin Dhiranusornkit to be the Company Secretary in compliance with Section 89/15 of the Securities Act.

7.6.3 Head of Internal Audit

Mr. Nawamin Theerakasetchai is the head of the internal audit as appointed by the Audit Committee Meeting No. 5/2024 on October 29, 2024.

Mr. Nawamin Theerakasetchai is a person with knowledge of operations in the Company's corporate governance code, risk assessment, and internal control at the business level and overall.

7.6.4 Head of Compliance Operations

Mr. Nattananong, the Legal Compliance Manager, serves as the Head of Compliance Operations for the Company. He acts as the central point for overseeing the Company's compliance with the regulations set by the governing authorities responsible for supervising the Company's business operations.

Information on the Head of Compliance Operations can be found in Attachment 3.

7.6.5 Head of Investor Relations

The Company has established an Investor Relations Department and appointed Ms. Saithip Montakarnthiwong as the Director of Investor Relations. She is responsible for overseeing the disclosure of information to shareholders and investors, serving as the primary point of contact for investor-related inquiries.

For further information or inquiries, please contact the Investor Relations Department at:

- Telephone: +66 2-332-8040-9 ext. 2007
- Email: ir@kcgcorporation.com

Investor Relations Code of Conduct

The Company prioritizes the accurate and equitable disclosure of information, including operating results and general updates, to ensure transparency and fairness for all stakeholders. To facilitate effective communication between investors and the Company, an Investor Relations Department has been established. This department is committed to maintaining accurate, complete, transparent, and fair communication in compliance with regulatory standards. To uphold these principles, the Company has implemented a Code of Conduct for Investor Relations as follows:

- Perform duties with honesty, integrity, and professionalism.
- Disclose necessary information fully and equitably to all stakeholders, adhering to the regulations of

official agencies such as the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET).

- Provide stakeholders with fair opportunities to access and inquire about Company information.
- Maintain the confidentiality of the Company's proprietary information and refrain from using insider information for personal gain.
- Continuously pursue education and skill development to enhance work performance and efficiency.
- Observe a 14-day silent period before the announcement of operating results, financial statements, or any other information that may impact the Company's stock price, during which no meetings or discussions with investors or analysts will occur.
- Prohibit employees within the Investor Relations Department from buying or selling the Company's securities during the 30-day period prior to the release of financial statements and for 24 hours after the public disclosure of the financial statements.

Summary of Investor Relations Activities in 2024

Investor Relations Activities	Number (times)
Analyst Meeting	4
Opportunity Day	4
Company Visit	19
Site Visit	2
Roadshow/ Corporate Day	6
Executives interviews with investment media	1
Total	36

7.6.6 Remuneration for Auditor

• Auditor Remuneration

On April 24, 2024, the Company's 2024 Annual General Meeting of Shareholders approved the appointment of auditors from EY Office Company Limited as the Company's auditors for the year 2024. The shareholders also approved the auditor's remuneration for 2024 in the amount of 2,050,000 baht. The Company did not incur any additional expenses for services beyond audit work.

Additionally, the Company appointed an auditor from EY Office Company Limited as the auditor for Indokuna Company Limited, a subsidiary, for the year 2024. The approved auditor's remuneration for the subsidiary amounts to 340,000 baht, with no additional expenses incurred for services beyond audit work.

8 Corporate Governance Report

8.1 Summary of Performance Over the Past Year

In 2024, the Board of Directors supervised and monitored the Company's operations in accordance with the corporate governance code and compliance with relevant laws and regulations. The Board was responsible for considering and approving key matters, including:

- Review and approve the Company's business direction, strategies, and goals, while supervising and monitoring the implementation of these strategies. This included evaluating actual performance against the established plans, taking into account economic data, market conditions, marketing and competitions, customer performance across business groups, and comparative performance data from related industries. These evaluations were conducted on a quarterly basis, with the Managing Director providing detailed reports.
- Consider and review the strategic plan throughout the year, with the President responsible for reporting the Company's actual operational results against the set strategic goals to the Board of Directors.
- Consider and approve amendments to the Company's vision, mission, and values.
- Consider and approve the review and amendments to the charter and policies related to corporate governance of the Company.
- Consider and approve the Company's annual budget.
- Consider the financial statements and annual operating results of the Company.
- Consider and approve the performance of the Managing Director and determine the Managing Director's remuneration.
- Consider and approve the report of the Board's responsibility for financial reports.
- Consider and approve the disclosure of information in the Annual Report (Form 56-1 One Report) and the sustainability report.
- Consider and approve the nomination of persons to be appointed as directors in place of directors who retire from office upon the expiration of their terms.
- Consider determining directors' remuneration.
- Consider approving the annual dividend payment for 2023 and allocating money as a legal reserve.
- Consider the assessment of the adequacy of the Company's internal control system.
- Consider the nomination of an auditor and determine the auditor's remuneration for 2024.
- Consider and approve the reduction of the Company's registered capital by writing off registered shares that are not sold.
- Consider approving the amendment to the Company's Memorandum of Association, Section 4 (Registered Capital) to be consistent with the reduction of the Company's registered capital.

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

1. Recruitment and Appointment of Directors

The Company has appointed a Nomination and Remuneration Committee to establish criteria and methods for recruiting qualified candidates for director positions in line with the Notification of the Capital Market Supervisory Board No. TorChor. 39/2016 (including its revised version). The Committee selects candidates based on qualifications, work experience, and the absence of any legally prohibited characteristics, before proposing them to the Board of Directors for appointment consideration and further submission to the Shareholders Meeting for approval.

The selection process uses a Board Skill Matrix to evaluate candidates' knowledge, abilities, and work experience, ensuring that director appointments align with the Company's business strategy and policy. This process also involves assessing specialized expertise and succession plans, including for roles filled by external candidates through Professional Search Firms.

As of December 31, 2024, the Company has 12 directors, 5 of whom are independent directors, and 8 executives as defined by the SEC, with the Chief Executive Officer and Managing Director serving as the highest-ranking executives. The appointment of directors and senior executives is under the supervision of the Nomination and Remuneration Committee.

In 2024, the Company appointed directors and subcommittees to replace vacant director positions as follows:

- The Board of Directors Meeting No. 4/2024 on April 24, 2024, resolved to acknowledge the resignation

of Mr. Songtham Phianpattanawit from the Audit Committee and approved the appointment of Mr. Songtham Phianpattanawit to be a member of the Nomination and Remuneration Committee.

- The 2024 Annual General Meeting of Shareholders, proposed the appointment of 4 directors to replace the directors who vacated their positions at the 2024 Annual General Meeting of Shareholders, with details as follows:

Ms. Nangnoi Charoenthaveesub	<ul style="list-style-type: none"> • Independent Director • Chairman of the Audit Committee • Nomination and Remuneration Committee • Member of the Corporate Governance and Sustainability Committee
Mr. Poonsawat Phaoprapat	<ul style="list-style-type: none"> • Independent Director • Audit Committee • Co-Chairman of the Corporate Governance and Sustainability Committee • Information Technology Committee
Mr. Chaiyanandh Lapitananuvat	<ul style="list-style-type: none"> • Vice Chairman of the Board of Directors • Executive Committee • Nomination and Remuneration Committee
Mr. Damrong Vipawatanakul	<ul style="list-style-type: none"> • Director • Executive Committee

The meeting approved the directors' reappointment for another term based on the Nomination and Remuneration Committee's nomination. The Committee reviewed their attributes, performance, and meeting attendance, confirming that the directors who completed their terms were fully qualified.

Details of information on company directors and executives are disclosed in Attachment 1.

2. Appointment of Independent Directors

The Company has a policy of appointing independent directors at least 1/3 of the total number of directors. As of December 31, 2024, the Board of Directors consists of 5 independent directors from a total of 12 directors, which is

more than 1/3 of the total number of directors. Independent directors shall not hold directorship positions for more than 9 consecutive years in order to provide opinions and perform their duties independently as independent directors of the Company. The Company organizes an annual review of its independence in accordance with relevant criteria. Currently, there are no independent directors who have served beyond the specified term.

The qualifications of independent directors are as follows:

- (1) Does not hold more than one percent of the total voting shares of the Company, parent company, subsidiary, associated company, or juristic person that may have a conflict of interest. This includes the shares held by the related parties of that independent director (including related parties under Section 258 of the Securities and Exchange Act).
- (2) Is not or has not been a director who is involved in management, staff, employees, consultants who receive a regular salary or is a controlling person of the Company, parent company, subsidiary, associated company, same level subsidiary, and the controlling person or juristic person that may have conflicts of interest with the Company unless they have passed the aforementioned nature for no less than 2 years prior to being appointed as a director.
- (3) Is not related by blood or registration in the form of a father, mother, spouse, sibling, or child with an executive, major shareholder, controlling person, or the person who shall be nominated as an executive, controlling person, or person that will be nominated as an executive or controlling person of the Company or subsidiary.
- (4) Does not have or has had a business relationship with the Company, parent company, subsidiary, associated company, major shareholder, the Company's controlling person, or a juristic person that may have conflicts in a manner that may obstruct their independent judgment. Is not or has not been a significant shareholder or controlling person of the person that has a business relationship with the Company, parent company, subsidiary, associated company, major shareholder, or juristic persons that may have a conflict unless having passed the aforementioned nature for no less than 2 years prior to being appointed to be a director.
- (5) Is not a director who is appointed to be a representative of the Board of Directors, major shareholder, or shareholder that is a related party to the major shareholder of the Company.
- (6) Is not or has not been an auditor of the Company, parent company, subsidiary, associated company, major shareholder, or the controlling person of the

- Company. Is not a significant shareholder, controlling person, or partner of the audit firm that is the auditor of the Company, parent company, subsidiary, associated company, or major shareholder unless having passed the aforementioned position for at least 2 years prior to being appointed as a director.
- (7) Is not or has not been a professional service provider of any field which includes providing legal advisory services or a financial advisor that receives service fees for more than 2 million Baht per year from the Company, parent company, subsidiary, associated company, major shareholder, or the controlling person of the Company. Is not a significant shareholder, controlling person, or partner of that professional service provider unless having passed the aforementioned nature for no less than 2 years prior to being appointed as a director.
- (8) Does not operate a business of the same nature that competes significantly with the business of the Company or subsidiary and is not a partner in partnership nor a director that participates in the management, employee, consultant that receives a regular salary and holds more than 1% of the total voting shares of other companies which operates in the same business and is in significant competition with the business of the Company or subsidiary.
- (9) Does not have any characteristics that hinder the capability to express independent opinions to the Company's business operations.

3. Recruitment and Appointment of Directors and Senior Executives

Recruitment and Appointment of Chief Executive Officer

- The Board of Directors has authorized the Nomination and Remuneration Committee to consider compensation and to nominate a candidate for the Chief Executive Officer position. The nominee must have the appropriate qualifications, knowledge, skills, experience, and attributes necessary to drive the organization toward its goals without discrimination based on gender or race. The nominee must not have any legally prohibited characteristics, be deemed untrustworthy according to the rules of the SEC Office and the Stock Exchange of Thailand, or be considered unsuitable to manage a business in which the public is a shareholder, if the ineligibility period has not yet expired.
- The Nomination and Remuneration Committee determines the Chief Executive Officer's remuneration in line with his duties and responsibilities by establishing a level of regular remuneration that considers key factors

such as industry practices, business performance, company size, and the CEO's knowledge, ability, and experience, or by referencing the remuneration rates of senior executives in similar-sized businesses.

- The Nomination and Remuneration Committee presents the CEO's remuneration to the Board of Directors for consideration every year.
- The Nomination and Remuneration Committee evaluates the Chief Executive Officer's performance annually.
- The Nomination and Remuneration Committee has set the following recruitment criteria for nominating candidates for the Chief Executive Officer position:
 - Have knowledge, abilities, skills, experience, and specific qualifications in various fields that are necessary and most beneficial to the Company's business.
 - Create appropriate strategies for the organization to achieve its vision, including developing the organization to grow and have the potential to transform the business to the international level.
 - Cooperate and receive practical suggestions from the Executive Committee and Company Directors and find opportunities for inorganic growth to create value for shareholders.
 - Build credibility and good relationships with every stakeholder group of the organization.
 - Represent the organization in the eyes of the public in order to create a good image for the organization.
 - Set an example in performing duties with behavior according to the organization's values.
 - Create an organization that conducts business in accordance with various regulations from the relevant government agencies.
 - Create an organization that is a good partner with other organizations, especially those in the supply chain.
 - Cooperate with the Finance Department to build partnerships with financial institutions and banks.
 - Cooperate with the internal audit unit to adjust the work system to be in accordance with an accurate and transparent control system.
 - Be a leader in bringing modern innovations into product development, work processes, and business operation structure.
 - Become a leader in business management based on Corporate Sustainability.
 - Become a leader in transforming the organization into the digital age.
 - Become a leader in conducting business under the framework of good corporate governance.

- Take the lead in making all employees participate in the organization's risk management.
- Be a leader in changing the mindset of employees into the digital era.

Recruitment and Appointment of Senior Executives

- Executives in the position of Deputy Director or C-Level, including the Senior Vice President level, will be presented by the Managing Director at a Nomination and Remuneration Committee meeting to consider the appointment.
- Recruiting executives at the director level follows the normal procedures of the Human Resources Department.

4. Development of Directors and Executives

- The Company promotes and facilitates training and seminars for those involved in its corporate governance system, including Company directors; the Good Corporate Governance and Sustainability Committees; the Audit Committee; the Nomination and Remuneration Committee; the Information Technology Committee; executives; the Chief Executive in Accounting and Finance (CFO); the Head of Internal Audit; the Company Secretary; and Accounting Controller. The directors and executives attend training or seminars on various related matters regularly, especially those organized by the Thai Institute of Directors Association (IOD), which include lectures by qualified speakers with specialized expertise. This ensures that all directors and executives have a clear understanding of their roles and responsibilities and can continually improve their operations.
- The Company has arranged orientations for new directors and executives and provided them with documents and information necessary for performing their duties, enabling them to study the Company's business practices, including its objectives, vision, mission, values, and strategies. In 2024, the Company had no new directors.
- The Board of Directors has assigned the Nomination and Remuneration Committee the responsibility for business continuity management and succession plan development, especially for senior executive positions at the C-Level and above, to ensure that the Company has planned, recruited, selected, and prepared personnel to replace critical positions when a vacancy arises due to appointment, transfer, retirement, or resignation. The selection will be based on the knowledge, ability, and experience of the Chief Executive Officer or on the remuneration rates of senior executives in similar-sized businesses.

- The Nomination and Remuneration Committee presents the CEO's remuneration to the Board of Directors for consideration every year.
- The Nomination and Remuneration Committee evaluates the Chief Executive Officer's performance annually.
- The Nomination and Remuneration Committee has set the following recruitment criteria for nominating candidates for the Chief Executive Officer position:
 - Have knowledge, abilities, skills, experience, and specific qualifications in various fields that are necessary and most beneficial to the Company's business.
 - Create appropriate strategies for the organization to achieve its vision, including developing the organization to grow and have the potential to transform the business to the international level.
 - Cooperate and receive practical suggestions from the Executive Committee and Company Directors and find opportunities for inorganic growth to create value for shareholders.
 - Build credibility and good relationships with every stakeholder group of the organization.
 - Represent the organization in the eyes of the public in order to create a good image for the organization.
 - Set an example in performing duties with behavior according to the organization's values.
 - Create an organization that conducts business in accordance with various regulations from the relevant government agencies.
 - Create an organization that is a good partner with other organizations, especially those in the supply chain.
 - Work with the Finance Department to build partnerships with financial institutions and banks.
 - Cooperate with the internal audit unit to adjust the work system to be in accordance with an accurate and transparent control system.
 - Be a leader in bringing modern innovations into product development, work processes, and business operation structure.
 - Become a leader in business management based on Corporate Sustainability.
 - Become a leader in transforming the organization into the digital age.
 - Become a leader in conducting business under the framework of good corporate governance.
 - Take the lead in making all employees participate in the organization's risk management.
 - Be a leader in changing the mindset of employees into the digital era.

- In selecting a successor, the level of readiness for the position will be evaluated based on performance and the results of leadership potential assessments, including employees' career goals.

More than 75% of the total number of Company directors participated in training organized by the Thai Institute of Directors Association (IOD) and passed training in courses organized for directors, such as the Director Certificate Program (DCP) or the Director Accreditation Program (DAP), etc.

Details of Training Courses are as follows:

List of Directors	Director Accreditation Program (DAP)	Director Certificate Program (DCP)	Role of Chairman Program (RCP)	Other Courses
Dr. Chaiyawat Wibulswasdi	11/2547	77/2549		
Mr. Tong Dhiranusornkit			49/2565	
Mr. Chaiyanandh Lapitananuvut	4/2546			
Ms. Nangnoi Charoenthaveesub		119/2509		
Mr. Songtham Phianpattanawit		54/2548		
Mr. Chakrit Tachanaparak		317/2565		
Mr. Poonsawat Phaoprapat		316/2565	57/2567	
Mr. Vichan Amornrojanawong		17/2545		The Board's role in Mergers and Acquisition (BMA) Class 7/2024
Mr. Damrong Vipawatanakul		188/2557		
Mrs. Suwanna Mahakanjana	194/2565	322/2565		
Mr. Thawach Dhiranusornkit		188/2557		
Mr. Damrongchai Vipawatanakul		188/2557		

In 2024, the Company supports director development as follows:

- The entire Company Board (100%) participated in training on "Introduction to Corporate Governance" delivered by speakers from the Thai Institute of Directors Association (IOD) to enhance their knowledge and understanding of good corporate governance.

In addition, the Board of Directors has a policy to promote and support executives and the Company Secretary to attend training courses and participate in seminars and study visits with content and details that are beneficial to the business operations of the entire Company.

In 2024, Executives and the Company Secretary participated in training and seminars totaling 136 hours across 16 courses. This included 60 hours from 8 internal training courses and 76 hours from 8 external training courses.

5. Performance Evaluation of the Board

The Board of Directors requires an annual performance evaluation for the entire Board, the subcommittees, committees, and the Chief Executive Officer.

Performance Evaluation Process for the Board

- (1) The Board of Directors reviews the evaluation form to ensure it is accurate and complete and in accordance with the regulations of the regulatory agency.
- (2) The Company Secretary sends the evaluation form to the committees to conduct both group and individual evaluations.
- (3) The Company Secretary collects the evaluation forms, prepares a report summarizing the evaluation results, and reports to the Board of Directors.
- (4) The Board of Directors uses the evaluation results to determine operational guidelines.

The Company has prepared three sets of assessment forms, which include:

- Set 1 – “Self-assessment form of the committee as a whole” for evaluating the performance of the committee as a whole.
- Set 2 – “Self-evaluation form of each subcommittee” for evaluating the performance of subcommittees assigned by the committee as a whole.
- Set 3 – “Individual Board and subcommittee evaluation form” for evaluating the performance of individual directors in fulfilling their duties.

Report of Self-Evaluation Results for the Board

In 2024, the Board of Directors conducted a performance evaluation of its duties through group and individual assessments.

The performance evaluation of the entire committee was divided into ten main topics: 1) strategy determination and business planning; 2) risk management and internal control; 3) ensuring that there are no conflicts of interest; 4) having good corporate governance and social responsibility; 5) delegation of authority; 6) creation and appropriate use of innovation and information technology; 7) Board readiness; 8) meetings; 9) evaluation and preparation of management personnel; and 10) overall evaluation of the Board’s performance. The overall group evaluation score was 94.88%.

For the individual assessment, the performance evaluation was divided into four main topics: 1) Directors’ performance of duties and responsibilities, 2) Meetings, 3) Independence, and 4) Readiness and self-development. The overall self-evaluation score was 92.99%.

The evaluation criteria are calculated as a percentage of the full score: 90% indicate excellent performance; above 80% indicate very good performance; above 70% indicate good performance; above 60% indicate fairly good performance; above 50% indicate average performance; and scores of 50% or less indicate that improvement is needed.

The evaluation results for directors in 2024 are summarized as follows:

Board	Evaluation Results for 2024 (average score)
1. Board of Directors	94.89
2. Individual Board of Directors	92.99
3. Audit Committee	96.47
4. Individual Audit Committee	97.47
5. Nomination and Remuneration Committee	97.02
6. Individual Nomination and Remuneration Committee	98.40
7. Corporate Governance and Sustainability Committee as a group	95.21
8. Individual Corporate Governance and Sustainability Committee	95.44

In 2024, the performance evaluation of the Board of Directors as a whole and the individual committees achieved “excellent” ratings, with scores of 94.88% and 92.99%, respectively. Additionally, directors provided suggestions as guidelines for further enhancing the efficiency and effectiveness of their duties to benefit the Company’s business operations.

Performance Evaluation of the Chief Executive Officer

Every year, the Nomination and Remuneration Committee evaluates the performance of the Chief Executive Officer and presents the results to the Board of Directors. The key evaluation criteria are as follows:

1. Contribution

- Financial target: revenue and profit goals
- Strategic move target: progress of the business strategic plan

2. Vision, Attitude and Leadership

- Build a strong organization and develop personnel as assets of the Company in the future
- Building good relationships and effective communication with stakeholders

3. Maintain a strong personal brand, build a solid reputation, and foster a positive, trustworthy image as an organizational leader.

4. Skill improvement

Performance measurement includes:

- Financial indicators include achieving the Company's sales goals and net profit target
- Environmental indicators include measuring the amount of greenhouse gas reduction per unit, reducing energy use per production unit, and assessing the quantity and management methods of waste generated by the organization's activities, such as achieving Zero Waste to Landfill at Thepharak Factory. There are no complaints regarding environmental law violations or environmental impacts.
- Social/corporate governance indicators include customer satisfaction, employee engagement, employee training hours, and zero incidents involving significant violations of laws, rules, or social and human rights regulations.

The evaluation results of the Chief Executive Officer's performance are also incorporated into the consideration and approval of the CEO's annual remuneration.

The Board of Directors has determined that the CEO's remuneration policy is appropriate and based on clear, transparent criteria. The Nomination and Remuneration Committee reviews and recommends the CEO's remuneration, which is then presented to the Board for final approval. The details are as follows:

Short-term: remuneration is paid in the form of salary and bonuses based on performance.

Long-term: guidelines for considering remuneration in the form of common shares.

8.1.2 Meeting Attendance and Meeting Allowances

1) Director Meetings

The Board of Directors and subcommittees hold quarterly and monthly meetings to monitor management performance. The meeting schedule for the entire year is provided to all directors in advance. The Company Secretary sends a meeting invitation, agenda, and relevant documents at least 5 business days prior to each meeting, and a minimum quorum is set-at least two-thirds of the total directors must be present to vote. In 2024, the Board held a total of 10 meetings, including 8 meetings attended solely by Non-Executive Directors.

The 2024 Board meeting schedule, established in advance and subject to change, covers meetings for supporting financial statements in line with the accounting period and additional meetings for issues requiring ongoing monitoring and supervision by the Board.

The Time	Audit Committee Meeting	Board of Directors Meeting
1.	January 16, 2024	January 19, 2024
2.	February 23, 2024	February 27, 2024
3.	May 10, 2024	March 15, 2024
4.	August 9, 2024	April 24, 2024
5.	October 29, 2024	May 13, 2024
6.	November 11, 2024	July 12, 2024
7.		August 13, 2024
8.		October 11, 2024
9.		November 13, 2024
10.		December 12, 2024

The Board of Directors is required to hold meetings at least six times per year. In 2024, the Board of Directors held 10 meetings in accordance with its obligations and responsibilities, reflecting the business growth goals and policies. In addition, the Board of Directors maintains a policy of organizing separate meetings for non-executive directors to discuss various issues; although management does not attend these meetings, it is recommended that the Chief Financial Officer Managing Director be informed of the resolutions. In 2024, the Company organized eight such non-executive director meetings on January 19, March 15, April 24, May 13, August 13, October 11, November 13, and December 13.

Furthermore, the Board has established a policy to send meeting documents to directors at least five business days prior to the meeting date, except in urgent cases necessary to protect the Company's rights or benefits. In such cases, notification may be provided by alternative means, and the meeting date may be set earlier.

Attendance of the Board of Directors meetings for 2023 and 2024 are as follows:

List of Names	Board Meeting		Shareholder Meeting	
	2024	2023	2024	2023
1. Dr. Chaibawat Wibulswasdi ⁽¹⁾	10/10	9/9	1/1	0/1 ⁽⁷⁾
2. Mr. Tong Dhiranusornkit ⁽²⁾	10/10	9/9	1/1	1/1
3. Mr. Chaivanandh Lapitananuvat ⁽¹⁾	10/10	9/9	1/1	1/1
4. Ms. Nangnoi Charoenthaveesub ⁽³⁾	10/10	9/9	1/1	1/1
5. Mr. Poonsawat Phaoprapat ⁽³⁾	10/10	9/9	1/1	0/1 ⁽⁷⁾
6. Mr. Songtham Phianpattanawit ⁽³⁾	9/10	9/9	1/1	0/1 ⁽⁷⁾
7. Mr. Chakrit Tachanaparak ⁽³⁾	10/10	9/9	1/1	0/1 ⁽⁷⁾
8. Mr. Vichan Amornrojanawong ⁽¹⁾	10/10	9/9	1/1	0/1 ⁽⁷⁾
9. Mr. Damrong Vipawatanakul ⁽⁵⁾	10/10	9/9	1/1	1/1
10. Mrs. Suwanna Mahakanjana ⁽¹⁾	10/10	9/9	1/1	1/1
11. Mr. Damrongchai Vipawatanakul ⁽⁶⁾	10/10	9/9	1/1	1/1
12. Mr. Thawach Dhiranusornkit ⁽⁵⁾	10/10	9/9	1/1	1/1

Remarks:

(1) Appointed as a director by the Board of Directors meeting No. 4/2021 on October 22, 2021, as a replacement for the director who resigned.

(2) Appointed as a director on May 24, 1985.

(3) Appointed as a director by the Extraordinary General Meeting of Shareholders No. 1/2021 on October 27, 2021.

(4) Appointed as a director by the Extraordinary General Meeting of Shareholders No. 3/2019 on September 23, 2019.

(5) Appointed as a director on October 14, 2013

(6) Appointed as a director on January 1, 2024.

(7) The reason for not being able to attend the meeting was due to other commitments.

2. Remuneration for Individual Directors

Policy and Criteria for Remuneration of Directors

The Board of Directors has appointed a Nomination and Remuneration Committee to select qualified individuals to serve as directors, subcommittee directors, and the Chief Executive Officer. This committee is responsible for determining the format and payment criteria for the remuneration of directors and subcommittee members-including those of the Audit Committee, the Nomination and Remuneration Committee, the Corporate Governance and Sustainability Committee, the Information Technology Committee, the Executive Committee, and the Chief Executive Officer. In establishing these criteria, the committee considers the appropriateness of remuneration relative to duties and responsibilities, work performance, results linked to operations, and other relevant environmental factors, as well as benchmarking against remuneration rates of comparable companies in the industry. The committee then presents its recommendations to the Board of Directors and/or the Shareholders Meeting for approval.

In 2024, at the Board of Directors Meeting No. 2/2024 on February 27, the Board approved the remuneration criteria for directors and subcommittee members for the year. Subsequently, at the 2024 Annual General Meeting of Shareholders on April 24, the remuneration for the Company's directors and subcommittee members for 2024 was approved at the same rate as in 2023, summary of monthly remuneration and meeting allowances are as follows:

Monetary Remuneration

Board	Monthly Remuneration (baht/month) ⁽¹⁾	Meeting Allowance (baht/time) ^{(1), (2)}
Board of Directors		
- Chairman	100,000	60,000
- Vice Chairman	60,000	40,000
- Director	40,000	30,000
Audit Committee		
- Chairman of the Audit Committee	-	40,000
- Director	-	30,000
Executive Committee		
- Executive Chairman	-	40,000
- Director	-	30,000
Nomination and Remuneration Committee		
- Chairman of the Nomination and Remuneration Committee	-	30,000
- Director	-	20,000
Corporate Governance and Sustainability Committee		
- Chairman of the Corporate Governance and Sustainability Committee	-	30,000
- Director	-	20,000
Information Technology Committee		
- Chairman of the Information Technology Committee	-	30,000
- Director	-	20,000

Remarks:

⁽¹⁾ Executive directors do not receive monthly remuneration and meeting allowances.

⁽²⁾ In the event that the Board of Directors and/or subcommittees meet more than once within the same month, directors will receive meeting allowances for only one meeting during that month.

- Other Remuneration

The 2024 Annual General Meeting of Shareholders on April 24, 2024, approved the annual remuneration for directors based on the operating results for the year, with a budget not exceeding 3,000,000 baht. In 2024, the Nomination and Remuneration Committee determined the remuneration in light of the Company's operating results and presented it as a proposal at the 2025 Annual General Meeting of Shareholders for further consideration and approval.

The monetary remuneration for individual directors for the year 2024 (12 months) is as follows:

List of Names	Company Director	Audit Committee	Executive Committee	Nomination and Remuneration Committee	Member of the Corporate Governance and Sustainability Committee	Information Technology Committee
1. Dr. Chaiyawat Wibulswasdi	1,200,000	-	-	-	-	-
2. Mr. Tong Dhiranusornkit	720,000	-	-	-	-	-
3. Mr. Chaiyanandh Lapitananuvat	720,000	-	-	-	-	-
4. Ms. Nangnoi Charoenthaveesub	480,000	-	-	-	-	-
5. Mr. Poonsawat Phaoprapat	480,000	-	-	-	-	-
6. Mr. Songtham Phianpattanawit	480,000	-	-	-	-	-
7. Mr. Chakrit Tachanaparak	480,000	-	-	-	-	-
8. Mr. Vichan Amornrojanawong	480,000	-	-	-	-	-
9. Mr. Damrong Vipawatanakul	480,000	-	-	-	-	-
10. Mrs. Suwanna Mahakanjana	480,000	-	-	-	-	-
11. Mr. Damrongchai Vipawatanakul ⁽¹⁾	-	-	-	-	-	-
12. Mr. Thawach Dhiranusornkit ⁽¹⁾	-	-	-	-	-	-

Remarks:

(1) Executive directors do not receive monthly remuneration and meeting allowances.

(2) In the event that the Board of Directors and/or subcommittees meet more than once within the same month, directors will receive meeting allowances for only one meeting during that month.

Meeting allowances for individual directors in monetary form for the year 2024 is as follow:

List of Names	Board of Director		Audit Committee		Executive Committee		Nomination and Remuneration Committee		Corporate Governance & Sustainability Committee		Information Technology Committee	
	Number of Meeting Attended	Meeting Allowance	Number of Meeting Attended	Meeting Allowance	Number of Meeting Attended	Meeting Allowance	Number of Meeting Attended	Meeting Allowance	Number of Meeting Attended	Meeting Allowance	Number of Meeting Attended	Meeting Allowance
1. Dr. Chalyawat Wibulwasdi	10/10	600,000										
2. Mr. Tong Dhiranusornkit	10/10	400,000			12/12	480,000						
3. Mr. Chaiyanandh Laptitanuvatt	10/10	400,000			12/12	360,000	8/8	140,000				
4. Ms. Nangnoi Charoenthaveesub	10/10	300,000	7/7	280,000			8/8	140,000	4/5	80,000		
5. Mr. Poonsawat Phaoprapat	10/10	300,000	7/7	210,000					5/5	150,000	6/6	120,000
6. Mr. Songtham Phianpattanawit	9/10	270,000	2/2	60,000			5/5	100,000	4/5	100,000	6/6	180,000
7. Mr. Chakrit Tachanarak	10/10	300,000	7/7	210,000			8/8	210,000	5/5	100,000	6/6	120,000
8. Mr. Vichan Amornrojjanawong	10/10	300,000			12/12	360,000			5/5	150,000		
9. Mr. Damrong Vipawatanakul	10/10	300,000			12/12	360,000						
10. Mrs. Suwana Mahakanjana	10/10	300,000							5/5	100,000		
11. Mr. Damrongchai Vipawatanakul ⁽¹⁾	10/10				12/12						6/6	
12. Mr. Thawach Dhiranusornkit ⁽¹⁾	10/10				10/12							

Remarks:

(1) Executive directors do not receive monthly remuneration and meeting allowances.

(2) In the event that the Board of Directors and/or subcommittees meet more than once within the same month, directors will receive meeting allowances for only one meeting during that month.

The company pays monthly remuneration, meeting allowances, and directors' bonuses to all directors as of December 31, 2024, totaling 16.08 million Baht, which is less than the amount approved by the Annual General Meeting of Shareholders, where the approval was granted for 16.66 million Baht.

8.1.3 Supervision of Subsidiaries and Associated Companies

In supervising the operations of subsidiaries and/or associated companies, the Board of Directors will consider appointing representatives as directors in these entities, proportionate to the Company's shareholdings, to ensure oversight in accordance with applicable laws, corporate governance code, and other Company policies. The Company will establish plans and take necessary actions to ensure that subsidiaries disclose information regarding their operating results and financial status, supported by an adequate information disclosure and internal control system. The operating results and performance of these subsidiaries will be closely monitored, with analysis and recommendations presented to both the Company's Board of Directors and the respective subsidiaries' boards for consideration in policy setting or business improvements.

When entering into transactions or actions by a subsidiary that involves the acquisition or disposal of assets, as outlined in asset acquisition/disposal announcements or connected transaction notifications-and which require approval at a Board meeting or Shareholders Meeting, the subsidiary or associated company must obtain the necessary approvals from the Company's Board of Directors, the Company's Shareholders Meeting, and any relevant agencies in accordance with the law before proceeding.

In 2024, subsidiaries and associated companies reviewed their Board of Directors' charter and implemented corporate governance policies that align with the Company's guidelines.

More details on the supervision of subsidiaries and associated companies are disclosed under "Overview of Corporate Governance Policies and Practices – Supervision of Operations of Subsidiaries and Associates."

8.1.4 Monitoring Compliance with Corporate Governance Policies and Guidelines

The Company ensures adherence to good corporate governance as outlined in its Good Corporate Governance and Sustainability Policy, Business Code of Conduct, and other internal policies. The internal audit unit has reviewed compliance with these regulations and guidelines and found no actions or transactions that could lead to corruption, reporting the results to the Audit Committee

quarterly. This monitoring covers several areas, including:

1. Preventing Conflicts of Interest

- The Company places great importance on good corporate governance, expecting directors, executives, and employees to perform their duties without engaging in activities that could create a conflict of interest with the Company. To promote efficient, transparent, and auditable operations, the committee, all executives, and employees are prohibited from conducting business that competes with the Company or engaging in transactions involving themselves or related persons/entities that could result in a conflict of interest.
- The Board of Directors is responsible for overseeing and ensuring compliance with the guidelines, methods, and disclosure requirements for connected transactions as mandated by law or regulatory agencies
- The Company has established a policy for directors and executives to disclose and report information on their own interests and those of related persons by filling out the form reporting the interests of directors and executives according to the Company's model and submit to the Company Secretary. The Company Secretary will then send the information to the Chairman of the Board of Directors and the Chairman of the Audit Committee within 7 business days from the date of receipt of the report.
- In the event that a connected transaction is necessary, it must be executed according to general trading conditions and in line with the policy approved by the Board of Directors, ensuring transparency and fairness.
- Transactions must be conducted as if with an external party, always prioritizing the highest interests of the Company. If any director or executive has a vested interest in an agenda item, they are prohibited from participating in discussions or approvals related to that matter, allowing only unbiased directors or executives to make decisions independently.
- Connected transactions, including the list of acquisitions or disposals of assets, must be approved by the Shareholders Meeting. Shareholders with conflicts of interest will not have the right to vote on this agenda item.
- In addition, the Company has communicated a policy to prevent conflicts of interest in its Code of Conduct and corporate governance. The Human Resources Department informed all executives and employees

to review the policy and guidelines for corporate governance, which are published on the website or intranet for access by all personnel. In 2024, all Company personnel, including 100% of new hires, signed an acknowledgment agreeing to adhere to the corporate governance code, including conflicts of interest.

- In 2024, the Company did not find any misconduct or receive any reports or complaints regarding vested interests or conflicts of interest that contravene the criteria of the regulatory agency or the Company's corporate governance policy.

2. Using Inside Information for Personal Gain

The Company has a written policy to prevent the misuse of inside information and insider trading in its securities. This policy, outlined in the Code of Conduct and corporate governance, ensures that directors, executives, and employees handle inside information with honesty, integrity, and fairness benefiting all stakeholders equally, without granting advantages to any individual or group.

Prevention of Insider Trading Guidelines are as follows:

- Directors, executives, and all employees must not use significant internal information or disclose it publicly for personal benefit or that of others.
- The Company informs its directors and executives of their duty to prepare and disclose reports on changes in holdings of the Company's securities and futures contracts by themselves, their spouse, those living together as husband and wife, minor children, and juristic persons. When the shares held by a director's spouse, cohabitant, or minor children exceed 30% of the total voting rights of a juristic person, and that holding is the highest proportion, reporting is required in accordance with Section 59 of the Office of the Securities and Exchange Commission, Section 275 of the Securities and Exchange Act, and related notifications from the SEC Office. This requirement also applies to reporting the acquisition or disposal of the Company's securities by these parties, as stipulated in Section 246 and the penalty provisions of Section 298 of the Securities and Exchange Act, along with related notifications from the Capital Market Supervisory Board.
- Directors, executives, and employees who are responsible for or have access to significant internal information that may affect securities trading prices must refrain from trading the Company's securities during the one-month period prior to the public

disclosure of operating or financial information, and for 24 hours following such disclosure.

- Directors and executives who wish to buy or sell the Company's securities or futures contracts must submit a notification of intent at least 1 business day in advance to the Board of Directors through the Company Secretary.
- Directors and executives of the Company, including their spouses, cohabiting partners, and minor children, must prepare and disclose securities holding reports and reports on changes in securities holdings and futures contracts to the SEC Office in accordance with Section 59 and the penalties under Section 275 of the Securities and Exchange Act. These reports must be submitted to the Company Secretary before being forwarded to the SEC Office. A securities holding report must be prepared and submitted within 30 days of being appointed as a director or executive, and any report on changes in securities holdings must be submitted within 3 business days of the purchase, sale, transfer, or receipt of securities.
- To ensure compliance, the Company communicates the proper use of inside information to directors during board meetings and via email, ensuring that 100% of directors are informed. The Company Secretary also sends emails to all executives and employees, outlining the policies and guidelines for preventing the misuse of inside information, including notifications about the suspension of trading during the blackout period.

In 2024, the Company did not find any misconduct or receive any reports or complaints regarding the misuse of inside information that contravened the criteria of the regulatory agency or the Company's corporate governance code. None of the directors or executives were found trading in the Company's shares during the blackout period.

3. Anti-Corruption

The Company has established anti-corruption policies and guidelines as part of its Business Code of Conduct for committees, executives, and personnel to adhere to.

The Company has disclosed its anti-corruption performance on the Company's website as follows:

- The Company has assigned a working team to manage and assess risks every quarter in accordance with its risk management plan. This team presents its findings to the Board of Directors and the Executive Committee for review and close monitoring. In 2024, no risk issues that could lead to corruption were identified.
- The Company has established anti-fraud and anti-corruption guidelines, along with a Business Code of Conduct for its partners and contractors, to close channels of corruption and ensure strict adherence to these standards. The internal audit unit is tasked with inspecting operating procedures under the Company's internal control system to control, prevent, and follow up on corruption.
- The Company communicates its anti-corruption policies and practices to all employees and emphasizes strict adherence by the Board of Directors and staff. It monitors the giving and receiving of gifts from various agencies and organizes activities with suppliers to support the fight against corruption. Additionally, on Thailand's Anti-Corruption Day, September 6, the Purchasing Department campaigns via email to remind business partners of the No Gift Policy.

1. Whistleblowing

In addition to anti-corruption measures, the Company has established whistleblowing channels for directors, executives, employees, customers, stakeholders, or anyone with relevant information. Whistleblowing can be directed to the Audit Committee or the Audit Committee Chairman. These channels are available to report non-transparent behavior or incidents of corruption, embezzlement, misconduct, failure to comply with the Business Code of Conduct, or actions that support non-compliance. Whistleblowers may report to the following channels:

Email

Contact : Audit Committee or Chairman of the Audit Committee

Email : whistleblower@kcgcorporation.com

Mail

Contact : Audit Committee or Chairman of the Audit Committee

Address : KCG Corporation Public Company Limited
3059-3059/1-3 Sukhumvit Road, Bang Chak, Phra Khanong, Bangkok 10260

website : <https://www.kcgcorporation.com/th/corporate-governance/anti-bribery-and-corruption>

In 2024, the Company did not receive any reports regarding violations of the code of ethics, Business Code of Conduct, and corruption. There were no reported cases or incidents of violations of the law or applicable regulations.

Cases of Violation	2024
Number of cases of violation of code of conduct or corruption	0
Number of cases or incidents of non-violation of laws and regulations*	0
Value of damages or fines resulting from violation of law * (Baht)	0

Remarks:

* Number of incidents of non-compliance with laws regarding business operations, products, services, label information, and marketing communications, violations of personal data, environmental, and human rights.

4. Report on Interests of Directors and Executives

The Company has established a policy for reporting the interests of directors, executives, and related persons. According to this policy, directors and executives must report their securities holdings upon taking office and notify the Company Secretary of any changes at least one day in advance before making a transaction. These changes are then acknowledged by the Board of Directors and reported to the SEC within three business days from the date the securities are bought, sold, transferred, or received, using the electronic media channels specified by the SEC. This enables the Company Secretary to disclose the information in the annual information form (Form 56-1 One Report).

Policy for reporting interests of directors, executives, and related persons are disclosed on the Company's website.

In 2024, directors and executives reported their securities holdings and any changes to the Company in full compliance with regulatory requirements. These reports were disclosed to the Board of Directors at quarterly meetings. Details are as follows:

Report on Securities Holdings of KCG Corporation Public Company Limited by Directors As of December 31, 2023 and December 31, 2024

No.	Name - Surname	Number of Securities as of December 31, 2023	Number of Securities as of December 31, 2024	Increase (decrease)
1	Dr. Chaiyawat Wibulswasdi	390,000	410,000	20,000
2	Mr. Tong Dhiranusornkit	10,560,000	10,560,000	-
3	Mr. Chaiyanandh Lapitananuvat	200,000	200,000	-
4	Ms. Nangnoi Charoenthaveesub	200,000	200,000	-
5	Mr. Poonsawat Phaoprapat	200,000	200,000	-
6	Mr. Songtham Phianpattanawit / (spouse)	326,500	1,152,300	825,800
7	Mr. Chakrit Tachanaparak	-	-	-
8	Mr. Vichan Amornrojanawong	10,000	10,000	-
9*	Mr. Damrong Vipawatanakul	10,560,000	13,200,000	2,640,000
10*	Mrs. Suwanna Mahakanjana	10,560,000	13,200,000	2,640,000
11	Mr. Watit Tamavimok ⁽¹⁾	200,000	-	-
12*	Mr. Damrongchai Vipawatanakul ⁽²⁾	10,560,000	13,200,000	2,640,000
13	Mr. Thawach Dhiranusornkit	10,560,000	10,560,000	-

Report on Securities Holdings of KCG Corporation Public Company Limited by Executives As of December 31, 2023 and December 31, 2024

No.	Name - Surname	Number of Securities as of December 31, 2023	Number of Securities as of December 31, 2024	Increase (decrease)
1	Mrs. Kanokwanrat Srimaneesiri	20,000	20,000	-
2	Mr. Methee Kaweewongsunthon ⁽³⁾	150,000	-	-
3	Mr. Danai Galassi /(spouse)	150,000	230,100	80,100
4*	Mr. Damrongkit Vipawatanakul ⁽⁴⁾	10,560,000	13,200,000	2,640,000
5	Mr. Monsarn Dhiranusornkit ⁽⁴⁾	10,560,000	10,560,000	-
6	Mr. Pumin Theeranusornkit ⁽⁴⁾	10,560,000	10,560,000	-
7	Mr. Thana Thiramanus ⁽⁵⁾	-	-	-

Remarks:

The Company's Board of Directors and executives do not hold any indirect shares, except for Company director number 6 and executive number 3.

* Directors No. 9, 10, 12, and Executive No. 4 received the transfer of inherited shares on August 7, 2024.

(1) The term of employment contract expires on December 31, 2023.

(2) Appointed as a Company director on January 1, 2024.

(3) Resigned on March 31, 2024.

(4) Appointed as an executive on January 1, 2024.

(5) Appointed as an executive on March 1, 2024.

8.2 Report on the Performance in the Past Year

8.2.1 Number of Meeting Attendance of the Audit Committee

The Company established the Audit Committee on November 16, 2021. Details of the Audit Committee's meeting attendance for the years 2023 and 2024 are as follows:

List of Names	Number of Meetings Attended/Total Meetings	
	2024	2023
1. Ms. Nangnoi Charoenthaveesub	7/7	7/7
2. Mr. Songtham Phianpattanawit ⁽¹⁾	2/7	7/7
3. Mr. Chakrit Tachanaparak	7/7	7/7
4. Mr. Poonsawat Phaoprapat	7/7	7/7

Remarks:

⁽¹⁾ Transferred from the Audit Committee to the Nomination and Remuneration Committee according to the resolution of the Board of Directors No. 4/2024 dated April 24, 2024.

8.2.2 Explanation of the Audit Committee Performance

The Audit Committee performed its duties as specified in the Audit Committee Charter, using knowledge and abilities with care and caution, and is independent in performing its duties. The Audit Committee received information and cooperation from the Company's management. The performance is as follows:

- (1) Review of financial reports and adequacy of information disclosure.
- (2) Review of connected transactions or related transactions.
- (3) Review of risk management processes.
- (4) Review of corporate governance and lawsuits.
- (5) Review of internal and external complaint systems.
- (6) Appointment of auditors.
- (7) Supervision of the internal audit unit.
- (8) Review of the adequacy and appropriateness of the internal control system.



8.3 Summary of Other Subcommittee Performance

8.3.1 Number of Meetings and Attendance of Other Subcommittees

- Executive Committee Meeting

The Company established the Executive Committee on November 16, 2021. Details of the Executive Committee's attendance for 2023 and 2024 are as follows:

List of Names		Number of Meetings Attended/Total Meetings	
		2024	2023
1.	Mr. Tong Dhiranusornkit	12/12	14/14
2.	Mr. Chaiyanandh Lapitananuvat	12/12	14/14
3.	Mr. Vichan Amornrojanawong	12/12	14/14
4.	Mr. Damrong Vipawatanakul	12/12	14/14
5.	Mr. Damrongchai Vipawatanakul ⁽²⁾	12/12	0/14
6.	Mr. Thawach Dhiranusornkit	10/12 ⁽¹⁾	13/14 ⁽¹⁾

Remarks:

⁽¹⁾ The reason for not being able to attend the meeting was due to other commitments.

⁽²⁾ Mr. Damrongchai Vipawatanakul was appointed on January 1, 2024, in accordance with the resolution of the Board of Directors Meeting No. 7/2023 to hold the position of Chief Executive Officer and Managing Director in place of Dr. Watit Tamavimok. This includes holding all positions that Dr. Watit Tamavimok held in his previous position, including Company Director, Executive Committee, and Information Technology Committee.

- Nomination and Remuneration Committee Meeting

The Company established the Nomination and Remuneration Committee on November 16, 2021. Details of the meeting attendance of the Nomination and Remuneration Committee for 2023 and 2024 are as follows:

List of Names		Number of Meetings Attended/Total Meetings	
		2024	2023
1.	Mr. Chakrit Tachanaparak	8/8	4/4
2.	Ms. Nangnoi Charoenthaveesub	8/8	4/4
3.	Mr. Chaiyanandh Lapitananuvat	8/8	4/4
4.	Mr. Songtham Phianpattanawit ⁽¹⁾	7/8	0/4

Remarks: ⁽¹⁾ Transferred from the Audit Committee to the Nomination and Remuneration Committee according to the resolution of the Board of Directors No. 4/2024 dated April 24, 2024.

- Corporate Governance and Sustainability Committee Meeting

The Company established the Corporate Governance and Sustainability Committee on November 16, 2021. Details of the Corporate Governance and Sustainability Committee meeting attendance for 2023 and 2024 are as follows:

List of Names		Number of Meetings Attended/Total Meetings	
		2024	2023
1.	Mr. Vichan Amornrojanawong	5/5	5/5
2.	Mr. Poonsawat Phaoprapat	5/5	5/5
3.	Ms. Nangnoi Charoenthaveesub	4/5	5/5
4.	Mr. Songtham Phianpattanawit	4/5	5/5
5.	Mrs. Suwanna Mahakanjana	5/5	5/5

● Information Technology Committee Meeting

The Company established the Information Technology Committee on November 16, 2021. Details of the Information Technology Committee meeting attendance for the years 2023 and 2024 are as follows:

List of Names	Number of Meetings Attended/Total Meetings	
	2024	2023
1. Mr. Songtham Phianpattanawit	6/6	4/4
2. Mr. Chakrit Tachanaparak	6/6	4/4
3. Mr. Poonsawat Phaoprapat	6/6	4/4
4. Mr. Damrongchai Vipawatanakul ⁽¹⁾	6/6	0/4

Remarks: Mr. Damrongchai Vipawatanakul was appointed on January 1, 2024, in accordance with the resolution of the Board of Directors Meeting No. 7/2023 to hold the position of Chief Executive Officer and Managing Director in place of Dr. Watit Tamavimok. This includes holding all positions that Dr. Watit Tamavimok held in his previous position, including Company Director, Executive Committee, and Information Technology Committee.

8.3.2 Performance of Other Subcommittees

It appears in the report of the subcommittee in Attachment 5.

● Executive Committee

The Executive Committee has performed its duties in accordance with the scope of duties and responsibilities specified in the Executive Committee Charter. At the Executive Committee meeting, the following significant matters were considered:

- Consider and set an operational plan and the Company's strategic business plan.
- Consider planning and launching important new projects, the possibility of new projects or businesses, and the capital expenditure budget according to the Company's delegation of authority.
- Consider operating results and investment performance of the Company on a quarterly and annual basis.
- Enterprise risk management.

● Nomination and Remuneration Committee

The Nomination and Remuneration Committee has performed its duties in accordance with the scope of duties and responsibilities specified in the Nomination and Remuneration Committee Charter. The Nomination and Remuneration Committee meeting considered and proposed to the Board of Directors to consider and approve guidelines and plans on important matters as follows:

- Guidelines for recruiting and determining remuneration of the Board of Directors and subcommittees.
- Consider and approve the succession plan.
- Consider reviewing the Nomination and Remuneration Committee Charter.
- Consider nominating Company directors to replace resigning directors and subcommittees.

- Consider policy and criteria for evaluating employee performance, presenting an overview of salary adjustments and bonus payments to employees.
- Consider the criteria for evaluating the performance of the Chief Executive Officer and senior executives.

● Corporate Governance and Sustainability Committee

The Corporate Governance and Sustainability Committee has performed its duties in accordance with the scope of duties and responsibilities specified in the Corporate Governance and Sustainability Committee Charter. The meeting resolutions are proposed to the Board of Directors to consider and approve the following important policies.

- Corporate governance and Sustainability policy
- Anti-corruption policy
- Insider trading policy
- Information disclosure policy
- Sustainability development policy

● Information Technology Committee

The Information Technology Committee has performed its duties according to the scope of duties and responsibilities specified in the Information Technology Committee Charter. The Information Technology Committee has determined the organization's information technology strategic plan. In addition, the Information Technology Committee has approved guidelines for technological security and plans for using technology and digital strategies in business operations. The committee has also provided recommendations on data processing and analysis to better understand consumers, enabling informed decisions to reduce costs and increase the Company's sales.

9. Internal Control and Connected Transactions

9.1 Internal Control

The Board of Directors recognizes the importance of an internal control system to ensure proper separation of duties, transparency, and effective corporate governance. It is essential that the Company maintains an adequate and sufficient internal control system to achieve objectives, comply with laws and regulations, prevent misconduct, and reduce the chance of corruption and damage. This system also ensures the accuracy and reliability of accounting and financial reports in accordance with established financial reporting standards, with complete and timely information disclosure.

The Company has adhered to the internal control framework in accordance with the guidelines of the Securities and Exchange Commission (SEC), which is in accordance with the COSO 2013 standards of the Committee of Sponsoring Organizations of Treadway Commission, which consists of 5 elements:

1. Control Environment
2. Risk Assessment
3. Control Activities
4. Information and Communication System and
5. Monitoring Activities which can be summarized as follows:

1. Control Environment

The Board of Directors has prepared a written Corporate Governance and Sustainability Policy, the Charter of the Board of Directors, the Business Code of Conduct, the Code of Ethics, and the Anti-Corruption Policy for directors, executives, and employees to follow. Communication regarding these policies is provided to executives and employees via email and the Company intranet, and to external parties through the Company's website (<https://kcgcorporation.com>).

The Company has established an organizational structure, chain of command, and clear roles and responsibilities to support its goals and ensure effective internal control. Additionally, a written Delegation of Authority governs the Company's operations together with an independent internal audit unit has been established to inspect operations and provide recommendations for improving internal controls.

2. Risk Assessment

The Company has appointed a dedicated risk management working team to oversee the enterprise risk management process. This team is responsible for following up on significant risks, and for reporting its findings regularly to the Executive Committee, the Audit Committee, and the Board of Directors. Additionally, the team promotes a risk management culture by ensuring that directors, executives, and employees at all levels are well-informed and aware of enterprise risks.

The Company has prepared an Enterprise Risk Management Policy and Manual that follow the Integrated Enterprise Risk Management Framework (COSO ERM 2017).

3. Control Activities

The Company has established control measures at both the entity and process levels through various policies and procedures that separate approval authority.

The Company has established a conflict-of-interest policy. Furthermore, a policy for entering into connected or related transactions has been established as guidelines for entering transactions for connected persons, ensuring that such transactions serve the maximum benefit of the organization.

The Company has a written policy and operating manual governing the general control of information technology systems, serving as guidelines for operations and maintaining IT security for the Company.

4. Information and Communication Systems

The Company has established communication channels both inside and outside the organization. Relevant departments are required to store documents systematically and can be accessed by authorized personnel. Measures are in place to control access to critical information

The Company has established a policy to prevent the misuse of inside information, as outlined in the Code of Conduct and Code of Ethics. This policy prohibits Company personnel, including executives, from using information obtained through their duties to seek personal or third-party benefits.

In addition, the Company has designated departments responsible for communicating information to external parties, such as the investor relations and corporate communications departments. A written whistleblowing policy has also been established, with multiple channels for receiving complaints, including letters, telephone, QR codes, and the Company's website (<https://kcgcorporation.com>) or email at whistleblower@kcgcorporation.com, allowing both internal and external stakeholders to safely report incidents or corruption.

5. Monitoring Activities

The Company has established an independent internal audit unit that reports directly to the Audit Committee to audit the internal control systems, ensuring that operations are conducted in accordance with established policies and procedures. The annual audit plan, based on a risk-based

approach, encompasses critical business processes and has been approved by the Audit Committee. The internal audit plan will be reviewed periodically throughout the year to ensure it remains aligned with the company's key risks and objectives.

The internal audit unit has reviewed and evaluated the sufficiency of its internal control system in accordance with the 2024 audit plan, the company has fully addressed and revised its internal controls based on the issues identified by the internal audit department.

Head of Internal Audit

The Audit Committee Meeting No. 5/2024 on October 29, 2024, resolved to appoint Mr. Nawamin Teerakasetchai as Head of Internal Audit and the main person responsible for conducting internal audits for the Company and its subsidiaries. These duties include preparing reports and suggestions for improvement to ensure a sufficient and appropriate internal control system. The Audit Committee reviewed Mr. Teerakasetchai's qualifications, educational background, work experience, and training, and confirmed that he is qualified to be the Head of Internal Audit.

Appointment, Transfer, Removal, Advancement, Promotion, and Performance Evaluation of the Head of the Internal Audit

The appointment, removal, and transfer of the head of internal audit must be approved by the Company's Audit Committee, as specified in the Internal Audit Charter.

9.2 Connected Transactions between the Company and Persons Who May Have Conflicts of Interest

Connected transactions between the Company and persons who may have conflicts of interest for the fiscal year ending December 31, 2024, are as follows:

Person/Legal Entity Who May Have Conflicts	Value of the Transaction (million baht)	Necessity and Reasonableness of the Transaction	Opinion of the Audit Committee
1. Sales Revenue			
1.1 UD Foods <ul style="list-style-type: none"> Sales Revenue/ Other Income Trade Receivables 	5.27 2.53	<ul style="list-style-type: none"> The Company generates income from selling various products, such as cookies, crackers, and jams, to UD Foods for K-House Restaurants to produce bakery products and for resale. The selling price of these products is comparable to transactions with external parties under general trading conditions through various channels, such as department stores and supermarkets. The Company applies a lower discount rate for products sold to UD Foods than that offered to external parties, as the sales volume through K-House stores is lower than other channels. 	<ul style="list-style-type: none"> Such transactions are normal business transactions of the Company, with the selling price of the products comparable to transactions with external parties under general trading conditions through various channels such as department stores and supermarkets. Therefore, these transactions are considered appropriate and reasonable.
1.2 Rolalo Company Limited <ul style="list-style-type: none"> Sales Revenue Trade Receivables 	0.10 -	<ul style="list-style-type: none"> The Company generates income from selling raw materials, such as butter, flour, and cheese, to Rolalo Company Limited for bakery production. The selling price is comparable to transactions with external parties under general trading conditions. 	<ul style="list-style-type: none"> Such transactions are normal business transactions of the Company, with the selling price of the products comparable to transactions with external parties under general trading conditions. Therefore, these transactions are considered appropriate and reasonable.
1.3 Suan Jinda Company Limited <ul style="list-style-type: none"> Sales Revenue Trade Receivables 	0.03 -	<ul style="list-style-type: none"> The Company generated income from selling chili powder back to Suan Jinda Company Limited, as the product was nearing its expiration date. The Company negotiated with Suan Jinda Company Limited to facilitate the purchase, and Suan Jinda Company Limited, having identified a secondary market for resale, agreed to repurchase the product for a certain amount. The Company determined the resale price to be appropriate by comparing it with the cost of the product after deducting the estimated inventory reserve. 	<ul style="list-style-type: none"> Such transactions are the Company's normal business operations, with negotiations for reselling products to the original seller aimed at maximizing the Company's benefits. Therefore, these transactions are considered appropriate and reasonable.

Person/Legal Entity Who May Have Conflicts	Value of the Transaction (million baht)	Necessity and Reasonableness of the Transaction	Opinion of the Audit Committee
2. List of Goods and Services Purchased			
2.1 UD Foods <ul style="list-style-type: none"> • Purchases/Expenses • Trade Creditors 	3.16 0.24	<ul style="list-style-type: none"> • The Company uses UD Foods for various services, including catering for events, fish slicing, and cold cuts, to facilitate the sale of these products to customers. Additionally, the Company purchases ready-to-eat food products from UD Foods, such as lasagna and baked spinach with cheese. • The Company procures these products and services from UD Foods because, as a restaurant operator, UD Foods has the necessary personnel and equipment to produce and provide them. The prices of these goods and services are comparable to transactions with external parties under general trading conditions. 	<ul style="list-style-type: none"> • Such transactions are normal business support transactions of the Company, with service fees comparable to those of transactions with external parties under general commercial terms. Therefore, these transactions are considered appropriate and reasonable.
2.2 Inter Express Logistics Management Company Limited <ul style="list-style-type: none"> • Purchases/Expenses • Trade Creditors 	5.94 0.33	<ul style="list-style-type: none"> • The Company uses Inter Express Logistics Management Co., Ltd. for various services, including fulfillment services, box storage, and warehouse rentals. • The service fees are comparable to transactions with external parties under general trading conditions. 	<ul style="list-style-type: none"> • Such transactions are normal business transactions of the Company, with the selling price of the products comparable to transactions with external parties under general trading conditions through various channels such as department stores and supermarkets. Therefore, these transactions are considered appropriate and reasonable.
2.3 Mr. Nawin Wiphawattanakul <ul style="list-style-type: none"> • Expenses • Accrued Expenses 	0.77 0.06	<ul style="list-style-type: none"> • The Company provides SAP PP Module (Production Plan) development services to enhance the production planning process, including operations within the Supply Chain framework, to improve efficiency and standardization. • The contract is priced at 64,000 baht per month for a one-year period, from January 1, 2024, to December 31, 2024. The service fee is comparable to transactions with external parties under general trading conditions. 	<ul style="list-style-type: none"> • Such transactions are normal business transactions of the Company, with the selling price of the products comparable to transactions with external parties under general trading conditions through various channels such as department stores and supermarkets. Therefore, these transactions are considered appropriate and reasonable.

Person/Legal Entity Who May Have Conflicts	Value of the Transaction (million baht)	Necessity and Reasonableness of the Transaction	Opinion of the Audit Committee
3. List of Land, Building Rentals and Leases			
3.1 Kim Chua Group			
• Rentals	19.28	<ul style="list-style-type: none"> The Company has entered into lease agreements for land and buildings owned by Kim Chua Group and UD Foods for use as factories, warehouses, head offices, and three branch offices. The lease agreement for the Bangna Factory and Warehouse, rented from Kim Chua Group and UD Foods, covers a total land area of 2,502 square wah and a total building area of 7,493 square meters, with a total rental rate of 1,123,950 baht per month. The lease term is from January 1, 2023, to December 31, 2025, with an option to renew for another 3-year period at a 10% increase from the original lease term. Additionally, an independent appraiser will assess market rental rates every six years to determine the rental price for contract renewals. For the Head Office, leased from Kim Chua Group, the land area is 162 square wah, and the building area is 2,183.18 square meters, with a rental rate of 545,795 baht per month. The lease term runs from January 1, 2023, to December 31, 2025, and can be renewed for another 3-year period, with a 10% increase from the original contract. An independent appraiser will assess market rental rates every six years for contract renewals. The lease agreement for the IBAF Building, also rented from Kim Chua Group, includes a land area of 107.5 square wah and a building area of 1,615.33 square meters, with a rental rate of 445,898 baht per month. The lease period extends from January 1, 2023, to December 31, 2025, and can be renewed for another 3-year period with a 10% rental increase. Market rental rates will also be assessed by an independent appraiser every six years to determine pricing for contract renewals. The rental rates for these properties are close to market rates, as assessed by independent appraisers. Additionally, if the lessor intends to sell the leased property, they must notify the lessee in writing, providing details of the third party or purchaser, the sale price, and the terms of sale. The lessee has the first right of refusal and must be given at least 90 days to accept or decline the offer. The Company has also entered into a lease agreement with KOG Land for a sales area with a rental area of 46.8 square meters. The rental rate is 15,444 baht per month, with a lease period from January 1, 2023, to December 31, 2025. The agreement allows for renewal for another 3-year period, with a rental increase of 10% from the original contract. An independent appraiser will assess the market rental rate every six years for contract renewals. The rental rate is close to market rates, as assessed by independent appraisers. Similarly, if the lessor intends to sell the leased property, they must provide details of the third party or purchaser, the sale price, and the terms of sale in writing. The lessee has the first right of refusal and must be given at least 90 days to accept or decline the offer. 	<ul style="list-style-type: none"> Such transaction is a transaction supporting the Company's normal business, with the rental rate comparable to the market rate assessed by an independent appraiser. Therefore, the transaction is considered appropriate and reasonable.
• Lease Liabilities	18.85		
3.2 UD Foods			
• Rentals	6.10		
• Lease Liabilities	5.97		

Person/Legal Entity Who May Have Conflicts	Value of the Transaction (million baht)	Necessity and Reasonableness of the Transaction	Opinion of the Audit Committee
3.3 KCG Land <ul style="list-style-type: none"> • Rent • Lease Liabilities 	0.19 0.18	<ul style="list-style-type: none"> • The Company has entered into lease agreements for land and buildings owned by Kim Chua Group and UD Foods for use as factories, warehouses, head offices, and three branch offices. The lease agreement for the Bangna Factory and Warehouse, rented from Kim Chua Group and UD Foods, covers a total land area of 2,502 square wah and a total building area of 7,493 square meters, with a total rental rate of 1,123,950 baht per month. The lease term is from January 1, 2023, to December 31, 2025, with an option to renew for another 3-year period at a 10% increase from the original lease term. Additionally, an independent appraiser will assess market rental rates every six years to determine the rental price for contract renewals. • For the Head Office, leased from Kim Chua Group, the land area is 162 square wah, and the building area is 2,183.18 square meters, with a rental rate of 545,795 baht per month. The lease term runs from January 1, 2023, to December 31, 2025, and can be renewed for another 3-year period, with a 10% increase from the original contract. An independent appraiser will assess market rental rates every six years for contract renewals. • The lease agreement for the IBAF Building, also rented from Kim Chua Group, includes a land area of 107.5 square wah and a building area of 1,615.33 square meters, with a rental rate of 445,898 baht per month. The lease period extends from January 1, 2023, to December 31, 2025, and can be renewed for another 3-year period with a 10% rental increase. Market rental rates will also be assessed by an independent appraiser every six years to determine pricing for contract renewals. • The rental rates for these properties are close to market rates, as assessed by independent appraisers. Additionally, if the lessor intends to sell the leased property, they must notify the lessee in writing, providing details of the third party or purchaser, the sale price, and the terms of sale. The lessee has the first right of refusal and must be given at least 90 days to accept or decline the offer. • The Company has also entered into a lease agreement with KCG Land for a sales area with a rental area of 46.8 square meters. The rental rate is 15,444 baht per month, with a lease period from January 1, 2023, to December 31, 2025. The agreement allows for renewal for another 3-year period, with a rental increase of 10% from the original contract. An independent appraiser will assess the market rental rate every six years for contract renewals. The rental rate is close to market rates, as assessed by independent appraisers. Similarly, if the lessor intends to sell the leased property, they must provide details of the third party or purchaser, the sale price, and the terms of sale in writing. The lessee has the first right of refusal and must be given at least 90 days to accept or decline the offer. 	<ul style="list-style-type: none"> • Such transaction supports the Company's normal business, with the rental rate comparable to the market rate assessed by an independent appraiser. Therefore, the transaction is considered appropriate and reasonable.

Person/Legal Entity Who May Have Conflicts	Value of the Transaction (million baht)	Necessity and Reasonableness of the Transaction	Opinion of the Audit Committee
3.4 Ms. Suwanna Mahakanjana <ul style="list-style-type: none"> • Rentals • Lease Liabilities 	0.17 -	<ul style="list-style-type: none"> • The Company has entered into a lease agreement with KCG Land for a 46.8-square-meter sales area. The lease period runs from January 1, 2023, to December 31, 2025, with a monthly rental rate of 15,444 Baht. The agreement allows for a 3-year renewal, subject to a 10% rental increase based on the original contract. Additionally, an independent appraiser will assess the market rental rate every 6 years to determine pricing for contract renewals. • The rental rate is lower than that of nearby areas where the Company leases from external parties, providing a cost advantage to the Company. • The Company has also entered into a lease agreement with Imperial Distribution Center (IDC) for land to be used as a parking lot for employees, visitors, or customers at the Bang Phli Factory. The total rental area is 3,744 square meters, with a monthly rental rate of 70,000 Baht and a lease period from August 1, 2024, to July 31, 2027. • The rental rate for this property is comparable to nearby areas under general rental conditions. 	<ul style="list-style-type: none"> • Such transaction supports the Company's normal business, with the rental rate lower than that in the nearby area, benefiting the Company. Therefore, the transaction is considered appropriate and reasonable.
3.5 Imperial Distribution Center <ul style="list-style-type: none"> • Rentals • Lease Liabilities 	0.28 2.08	<ul style="list-style-type: none"> • The Company has entered into a lease agreement with KCG Land for a 46.8-square-meter sales area. The lease period runs from January 1, 2023, to December 31, 2025, with a monthly rental rate of 15,444 Baht. The agreement allows for a 3-year renewal, subject to a 10% rental increase based on the original contract. Additionally, an independent appraiser will assess the market rental rate every 6 years to determine pricing for contract renewals. • The rental rate is lower than that of nearby areas where the Company leases from external parties, providing a cost advantage to the Company. • The Company has also entered into a lease agreement with Imperial Distribution Center (IDC) for land to be used as a parking lot for employees, visitors, or customers at the Bang Phli Factory. The total rental area is 3,744 square meters, with a monthly rental rate of 70,000 Baht and a lease period from August 1, 2024, to July 31, 2027. • The rental rate for this property is comparable to nearby areas under general rental conditions. 	<ul style="list-style-type: none"> • Such transaction supports the Company's normal business, with the rental rate comparable to that of nearby areas under general rental conditions. Therefore, the transaction is considered appropriate and reasonable.
3.6 UD Foods <ul style="list-style-type: none"> • Other Income • Other Debtors 	0.18 0.02	<ul style="list-style-type: none"> • The Company has entered into a lease contract for the Company's property to be leased to UD Foods from November 1, 2021 - October 31, 2024, for use in operating the K-House restaurant business, with a total rental area of 246 square meters at a rental rate of 15,000 baht per month. • After the above contract expires, the Company and UDF have entered into a new lease contract for a period of 3 years from November 1, 2024 - October 31, 2027, with the same rental area and rental rate. • The rental rate is comparable to the rental rate of nearby areas under general rental conditions. 	<ul style="list-style-type: none"> • Such transaction supports the Company's normal business, with the rental rate comparable to that of nearby areas under general rental conditions. Therefore, the transaction is considered appropriate and reasonable.

Policies and Trends in Future Connected Transactions Measures, Approval Procedures, and Policy for Connected Transactions and the Disclosure of Connected Transactions

The Company shall comply with the requirements under the Securities and Exchange Act, B.E. 2535 (and amendments), the Company's Articles of Association, notifications, orders, and relevant requirements of the Capital Market Supervisory Board and/or the Securities and Exchange Commission and/or the Stock Exchange of Thailand when entering into connected transactions of the Company and its subsidiaries. The connected transactions of the Company and its subsidiaries shall be audited by the Company's auditor and connected transactions and disclosed in Form 56-1 - One Report along with notes to financial statements. The following are the measures and procedures for the approval of connected transactions:

1. Directors and executives¹ of the Company are required to prepare reports on interests, including related persons, and submit them to the Company Secretary in order to comply with the requirements concerning connected transactions. Additionally, any changes in the provided information shall be promptly notified to ensure that the reports are up to date.
2. The Board of Directors has established the approval process for connected transactions based on a code of ethics framework. The approval process is carefully reviewed by the Audit Committee by taking the interests of the Company and its shareholders into account. The Board ensures compliance with the approval process in accordance with the criteria established by the Capital Market Supervisory Board, the Securities and Exchange Commission, and the Stock Exchange of Thailand, as well as the correctness and completeness of the public disclosure of connected transactions.
3. Price suitability and reasonableness of transactions shall be taken into consideration in approving the transactions. The transactions shall be in line with the general commercial condition within the relevant industry and/or will be compared with prices offered by third parties and/or market price and/or shall be comparable to the prices or conditions offered by third parties and/or shall demonstrate reasonable or fair price or conditions.
4. When approving connected transactions, directors who have conflicts of interest, or connected persons are prohibited to attend the meeting and vote on such transactions. This is to ensure that the transactions are not conducted to the detriment or diversion of the Company's interests but for the best interest of the Company and its shareholders.
5. The Company shall enter into connected transactions once the transactions are approved in accordance with the requirements of the Stock Exchange of Thailand and/or the Securities and Exchange Commission and/or the Capital Market Supervisory Board. Unless it is consistent with the general commercial conditions and a reasonable person would enter into with general trade partners in the same situation with bargaining power without the influence of directors, executives, or persons with possible conflicts of interest as the case may be. Transactions must be approved by the Board or in accordance with the principles of approval.
6. The Company may arrange for experts or specialists such as independent specialists, auditors, or independent appraisers to express their opinion on the connected transactions for the Audit Committee and/or the Board and/or at the General Meeting of Shareholders, as the case may be.
7. The Company will prepare a connected transactions report for the quarterly meetings of the Audit Committee and the Board in order to comply with the Securities and Exchange Act, the Company's Articles of Association, relevant notifications, orders, or requirements of the Securities and Exchange Commission, the Capital Market Supervisory Board, and/or the Stock Exchange of Thailand.
8. The internal audit unit will review connected transactions and report to the Audit Committee. The control and audit measures will be in place to allow random checks on the transactions to ensure that they are accurate and in accordance with the agreements or the defined policies.

Connected Transactions Policy

Transaction with General Commercial Condition

The management may approve connected transactions which are ordinary business transactions or ordinary support business transactions or potential future recurring transactions, including ordinary business transactions in commercial conditions with connected persons who are directors and executives in accordance with the regulations set forth by the Stock Exchange of Thailand, the Capital Market Supervisory Board, and the Securities and Exchange Commission. Transactions with commercial conditions that a reasonable person would enter into with general trade partners in the same situation with bargaining power without the influence of the connected persons who are directors or executives, without the transfer of benefits, and/or demonstrate that the transaction has fair and reasonable price conditions and commercial condition, such transactions shall be approved by the Board or in accordance with the principles of approval. In addition, the Company shall prepare a summary report of connected transactions to present at the quarterly meetings of the Audit Committee and the Board.

Transactions without General Commercial Condition

The Company will conduct connected transactions without general commercial conditions in compliance with the Company's Articles of Association, notifications, orders, and relevant requirements of the Stock Exchange of Thailand, the Office of Securities and Exchange Commission, and/or the Capital Market Supervisory Board, including the calculation of the transaction size. In addition, the Audit Committee shall approve such transactions based on their necessity and the appropriateness of their prices and conditions that are consistent with the ordinary business conditions of the industry and/or comparable to prices offered by third parties and/or market price and/or shall be comparable to the prices or conditions offered by third parties and/or demonstrate a reasonable or fair price or condition, such transactions shall be proposed to the Board and/or the General Meeting of Shareholders for consideration and approval (as the case may be). The Company will comply with the Securities and Exchange Act, the Company's Articles of Association, relevant notifications, orders, or

requirements of the Securities and Exchange, the Capital Market Supervisory Board, and/or the Stock Exchange of Thailand, including the relevant requirements and criteria regarding the disclosure of connected transactions. The Company may arrange for experts or specialists such as independent auditors or independent appraisers to express their opinion on the connected transactions to the Audit Committee and/or the Board and/or the shareholders as the case may be to ensure that the transaction was necessary, reasonable and was conducted for the best interest of the Company. Furthermore, connected transactions shall be disclosed in Form 56-1 - One Report along with notes to financial statements that have been audited or reviewed by the Company's auditors.

Policy for Future Connected Transactions

The collection of other service fees will not be continued in the future. In the event that the Company enters into a connected transaction after its shares have been offered to the public and listed on the Stock Exchange of Thailand, such transactions will be carried out in accordance with the following principles:

1. The Company will comply with its policy, Securities and Exchange Act, the Company's Articles of Association, relevant notifications, orders, or requirements of the Capital Market Supervisory Board, the Securities and Exchange Commission, and/or the Stock Exchange of Thailand. Such connected transactions shall not be conducted to the detriment or the detriment or diversion of the Company's interests but will be entered into for the best interest of the Company and its shareholders.
2. In the event of ordinary business transactions, ordinary support business transactions, or potential future recurring transactions, the Company will adhere to the applicable requirements and guidelines pertaining to transactions with general commercial conditions. Prices and conditions of the transactions shall be appropriate, fair, reasonable, and verifiable. The transactions shall be entered into in accordance with the general commercial conditions that have already been approved by the Board. The management shall prepare a summary report for connected transactions to the quarterly meetings of the Audit Committee and include it in Form 56-1 One Report.

3. Disclosure of connected transactions of the Company shall be in accordance with the law and regulations of the Securities and Exchange Commission, the Stock Exchange of Thailand, and/or the Capital Market Supervisory Board as well as the accounting standards relating to the Company or its related persons as prescribed by the Federation of Accounting Professions.

Potential Future Connected Transactions

The Company predicts that connected transactions, either in the ordinary course of business or to support the normal operations of the Company and its subsidiaries, will continue to occur in the future. Sales transactions, purchases, service fees, land and building rentals, utility bills, etc., will continue in the future. Asset sales may occur on occasion as deemed necessary and reasonable. The Company will ensure that prices and payment terms are in line with normal trading conditions. Loan collateral and other service fees will not be charged again in the future.



Part

Financial Report



Report of the Board of Directors' Responsibilities for Financial Reports

The Board of Directors is responsible for the consolidated financial statements of KCG Corporation Public Company Limited and its subsidiaries, which are prepared in accordance with financial reporting standards. In preparing the financial reports, the Company has selected and consistently applied appropriate accounting policies, using careful judgment and reasonable estimation principles. Important information has been disclosed transparently and sufficiently in the notes to the financial statements for the benefit of shareholders and investors.

The Board of Directors has established corporate governance and maintained a risk management system and internal controls to ensure that accounting records are accurate, complete, timely, and sufficient to maintain assets as well as prevent fraud or committing an offense against the Company.

The Board of Directors has appointed the Audit Committee, consisting of independent directors, to review the reliability and accuracy of the financial report, as well as evaluate the efficiency of the internal control and internal audit systems. The opinions of the Audit Committee are provided in the Audit Committee Report in Form 56-1 One Report 2024/Annual Report.

The Board of Directors is of the opinion that the Company's internal control and internal audit systems can build confidence that the consolidated financial statements of KCG Corporation Public Company Limited and its subsidiaries for the year ending December 31, 2024, demonstrate the financial position, operating results, and cashflow are accurate in all material aspects in accordance with the financial reporting standards. The certified public accountant has reviewed and expressed an opinion in the Auditor's Report, which is included in the Form 56-1 One Report for 2024/Annual Report.

- Signed -

(Mr. Damrongchai Vipawatanakul)

Chief Executive Officer and Managing Director



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Independent Auditor's Report

To the Shareholders of KCG Corporation Public Company Limited

Opinion

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

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

Basis for Opinion

I conducted my audit in accordance with Thai Standards on Auditing. My responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of my report. I am independent of the Group in accordance with the *Code of Ethics for Professional Accountants including Independence Standards* issued by the Federation of Accounting Professions (Code of Ethics for Professional Accountants) that are relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code of Ethics for Professional Accountants. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key Audit Matters

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



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

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

Revenue recognition

The Group has sales with a large number of customers in several business sectors such as modern retailing, and industrial. Revenue is the key performance indicator to which users of the financial statements pay attention. I have therefore considered the revenue recognition as key audit matter.

I have examined the revenue recognition from sales of the Group by:

- Assessing the Group's internal controls with respect to the revenue cycle by making enquiry of responsible executives, gaining an understanding of the controls and selecting samples to test the operation of the designed significant controls.
- Applying a sampling method to select sales supporting documents to assess whether revenue recognition was consistent with the conditions of the relevant agreements, and whether it was in compliance with the Group's policy.
- On a sampling basis, examining supporting documents for sales transactions occurring during the year and near the end of the accounting period.
- Reviewing credit notes issued after the end of accounting period.
- Performing analytical procedures on disaggregated data of sales transactions throughout the period.

Allowance for diminution in value of inventories

As at 31 December 2024, the Group had outstanding inventories of Baht 1,174.2 million and inventories are valued at the lower of cost and net realisable value. Estimating the net realisable value of inventory, as disclosed in Note 9 to the financial statements, is an area of significant management judgment, particularly with regard to the estimation of allowance for diminution in the value of slow-moving and obsolete inventories. This requires detailed analysis of the product life cycle.



I assessed the determination of the allowance for diminution in the value of inventories and the procedures that I performed as follows:

- Gaining an understanding of the methods and assumptions applied by the management in determining the allowance for diminution in value of inventories, and reviewing the consistency of the application of that basis.
- Comparing the inventory holding periods and inventory movements to identify product lines with indicators of lower than normal inventory turnover.
- Comparing net selling price from sales transactions occurring after the date of the financial statements with the cost of inventory for each group of products.

Other Information

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

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

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

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

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

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

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



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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.



- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the 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, related safeguards.

From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

I am responsible for the audit resulting in this independent auditor's report.



Orawan Techawatanasirikul
Certified Public Accountant (Thailand) No. 4807

EY Office Limited
Bangkok: 27 February 2025

Financial Statements

KCG Corporation Public Company Limited and its subsidiary Statement of financial position

As at 31 December 2024

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2024	2023	2024	2023
Assets					
Current assets					
Cash and cash equivalents	7	64,009,505	334,486,044	57,783,965	326,232,314
Trade and other receivables	6, 8	1,866,008,310	1,622,732,416	1,850,007,172	1,614,362,495
Short-term loans to subsidiary	6	-	-	40,000,000	12,000,000
Inventories	9	1,174,253,081	1,288,205,104	1,141,979,506	1,275,239,014
Other current financial assets	10,36.1	19,316,196	607,441	19,316,196	607,441
Other current assets	11	50,961,921	60,683,283	50,509,740	60,388,259
Total current assets		3,174,549,013	3,306,714,288	3,159,596,579	3,288,829,523
Non-current assets					
Restricted bank deposits	12	1,118,206	1,111,056	1,118,206	1,111,056
Other non-current financial assets	10,36.1	17,245,438	10,810,273	17,245,438	10,810,273
Investment in subsidiary	13	-	-	17,318,993	17,318,993
Property, plant and equipment	14	2,618,396,582	2,353,865,184	2,615,915,042	2,350,447,693
Right-of-use assets	21	111,394,860	106,245,883	111,065,586	106,028,642
Goodwill	15	23,838,913	23,838,913	-	-
Intangible assets	16	40,311,989	33,840,124	40,311,170	33,837,972
Other non-current assets	17	6,920,179	35,585,515	5,998,526	34,927,842
Total non-current assets		2,819,226,167	2,565,296,948	2,808,972,961	2,554,482,471
Total assets		5,993,775,180	5,872,011,236	5,968,569,540	5,843,311,994

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

KCG Corporation Public Company Limited and its subsidiary Statement of financial position (continued)

As at 31 December 2024

(Unit: Baht)

		Consolidated financial statements		Separate financial statements	
	Note	2024	2023	2024	2023
Liabilities and shareholders' equity					
Current liabilities					
Short-term loans from banks	18	1,517,589,389	1,825,981,636	1,495,540,805	1,805,838,652
Trade and other payables	6, 19	1,141,061,475	976,536,520	1,131,280,424	973,269,151
Current portion of long-term loans					
from banks	20	5,551,144	6,454,000	-	-
Current portion of lease liabilities	6, 21	56,466,319	48,930,067	56,134,480	48,610,672
Income tax payable		57,754,672	29,516,679	57,754,672	29,516,679
Other current financial liabilities	36.1	3,041,919	3,978,469	2,982,843	3,919,393
Other current liabilities	22	26,087,303	33,411,706	26,026,270	33,331,863
Total current liabilities		2,807,552,221	2,924,809,077	2,769,719,494	2,894,486,410
Non-current liabilities					
Long-term loans from banks,					
net of current portion	20	-	5,382,710	-	-
Lease liabilities, net of current portion	6, 21	59,026,162	60,060,983	59,026,162	60,060,983
Provision for long-term employee benefits	23	95,231,219	92,899,643	94,782,246	92,264,531
Deferred tax liabilities	29	90,559,693	94,954,786	90,234,875	94,629,968
Total non-current liabilities		244,817,074	253,298,122	244,043,283	246,955,482
Total liabilities		3,052,369,295	3,178,107,199	3,013,762,777	3,141,441,892

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

KCG Corporation Public Company Limited and its subsidiary Statement of financial position (continued)

As at 31 December 2024

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2024	2023	2024	2023
Shareholders' equity					
Share capital	24				
Registered					
545,000,000 ordinary shares					
of Baht 1 each					
(2023: 560,000,000 ordinary shares					
of Baht 1 each)		545,000,000	560,000,000	545,000,000	560,000,000
Issued and fully paid					
545,000,000 ordinary shares					
of Baht 1 each		545,000,000	545,000,000	545,000,000	545,000,000
Share premium	24	1,137,200,881	1,137,200,881	1,137,200,881	1,137,200,881
Retained earnings					
Appropriated - statutory reserve	25	56,000,000	56,000,000	56,000,000	56,000,000
Unappropriated		667,180,538	424,846,872	680,581,034	432,812,594
Other components of shareholders' equity		536,024,848	530,856,627	536,024,848	530,856,627
Equity attributable to owners of the Company		2,941,406,267	2,693,904,380	2,954,806,763	2,701,870,102
Non-controlling interests of the subsidiary		(382)	(343)	-	-
Total shareholders' equity		2,941,405,885	2,693,904,037	2,954,806,763	2,701,870,102
Total liabilities and shareholders' equity		5,993,775,180	5,872,011,236	5,968,569,540	5,843,311,994

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

X _____
X _____

Directors



KCG Corporation Public Company Limited and its subsidiary

Income statement

For the year ended 31 December 2024

		(Unit: Baht)			
		Consolidated financial statements		Separate financial statements	
	Note	2024	2023	2024	2023
Profit or loss:					
Revenues					
Sales		7,743,407,029	7,156,955,674	7,659,096,741	7,077,441,361
Other income		24,695,766	35,127,070	25,346,760	34,041,509
Gain on exchange		22,199,166	12,614,277	21,720,792	11,713,614
Total revenues		7,790,301,961	7,204,697,021	7,706,164,293	7,123,196,484
Expenses					
Cost of sales		5,350,925,436	5,010,223,658	5,273,674,448	4,946,504,132
Selling and distribution expenses		1,256,339,625	1,136,832,738	1,251,099,685	1,130,131,994
Administrative expenses		597,647,833	591,460,662	591,776,881	582,130,442
Impairment loss on machinery and equipment	14	21,096,673	-	21,096,673	-
Total expenses		7,226,009,567	6,738,517,058	7,137,647,687	6,658,766,568
Operating profit		564,292,394	466,179,963	568,516,606	464,429,916
Finance cost	27	(53,059,162)	(79,938,821)	(51,848,561)	(78,427,626)
Profit before income tax expense		511,233,232	386,241,142	516,668,045	386,002,290
Income tax expense	29	(105,399,683)	(80,339,046)	(105,399,683)	(80,339,046)
Profit for the year		405,833,549	305,902,096	411,268,362	305,663,244
Profit attributable to:					
Equity holders of the Company		405,833,588	305,902,130	411,268,362	305,663,244
Non-controlling interests of the subsidiary		(39)	(34)	-	-
		405,833,549	305,902,096		
Earnings per share					
Basic earnings per share					
Profit for the year	30	0.74	0.67	0.75	0.67

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

KCG Corporation Public Company Limited and its subsidiary

Statement of comprehensive income

For the year ended 31 December 2024

		(Unit: Baht)			
		Consolidated financial statements		Separate financial statements	
	Note	2024	2023	2024	2023
Profit for the year		405,833,549	305,902,096	411,268,362	305,663,244
Other comprehensive income:					
<i>Other comprehensive income not to be reclassified to profit or loss in subsequent periods</i>					
Actuarial loss	23	-	(16,504,300)	-	(16,504,300)
Less: Income tax effect	29	-	3,300,860	-	3,300,860
		-	(13,203,440)	-	(13,203,440)
Gain (loss) on changes in value of equity investments [*] designated at fair value through other comprehensive income		6,460,276	(2,151,227)	6,460,276	(2,151,227)
Less: Income tax effect	29	(1,292,055)	433,846	(1,292,055)	433,846
		5,168,221	(1,717,381)	5,168,221	(1,717,381)
Changes in revaluation of assets	14	-	64,998,000	-	64,998,000
Less: Income tax effect	29	-	(12,999,600)	-	(12,999,600)
		-	51,998,400	-	51,998,400
Other comprehensive income not to be reclassified to profit or loss in subsequent periods - net of income tax		5,168,221	37,077,579	5,168,221	37,077,579
Other comprehensive income for the year		5,168,221	37,077,579	5,168,221	37,077,579
Total comprehensive income for the year		411,001,770	342,979,675	416,436,583	342,740,823

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

KCG Corporation Public Company Limited and its subsidiary

Statement of changes in shareholders' equity

For the year ended 31 December 2024

(Unit: Baht)

	Consolidated financial statements									
	Equity attributable to owners of the Company									
	Other components of shareholders' equity									
	Other comprehensive income									
	Issued and fully paid share capital	Share premium	Statutory reserve	Retained earnings	Fair value reserve	Surplus on revaluation of assets	Total other components of shareholders' equity	Total equity attributable to owners of the Company	Non-controlling interests of the subsidiary	Total shareholders' equity
Balance as at 1 January 2023	390,000,000	-	51,500,000	261,430,180	4,221,346	476,372,264	480,593,610	1,183,523,790	(309)	1,183,523,481
Profit for the year	-	-	-	305,902,130	-	-	-	305,902,130	(34)	305,902,096
Other comprehensive income for the year	-	-	-	(13,203,440)	(1,717,381)	51,998,400	50,281,019	37,077,579	-	37,077,579
Total comprehensive income for the year	-	-	-	-	(1,717,381)	51,998,400	50,281,019	342,979,709	(34)	342,979,675
Increase in share capital (Note 24)	155,000,000	1,137,200,881	-	-	-	-	-	1,292,200,881	-	1,292,200,881
Dividends paid (Note 33)	-	-	-	(124,800,000)	-	-	-	(124,800,000)	-	(124,800,000)
Transfer gain of investment in equity designated at fair value through other comprehensive income	-	-	-	18,002	(18,002)	-	(18,002)	-	-	-
Appropriated to statutory reserve (Note 25)	-	-	4,500,000	(4,500,000)	-	-	-	-	-	-
Balance as at 31 December 2023	545,000,000	1,137,200,881	56,000,000	424,846,872	2,485,963	528,370,664	530,856,627	2,693,904,380	(343)	2,693,904,037
Balance as at 1 January 2024	545,000,000	1,137,200,881	56,000,000	424,846,872	2,485,963	528,370,664	530,856,627	2,693,904,380	(343)	2,693,904,037
Profit for the year	-	-	-	405,833,588	-	-	-	405,833,588	(39)	405,833,549
Other comprehensive income for the year	-	-	-	-	5,168,221	-	5,168,221	5,168,221	-	5,168,221
Total comprehensive income for the year	-	-	-	-	5,168,221	-	5,168,221	411,001,809	(39)	411,001,770
Dividends paid (Note 33)	-	-	-	(163,499,922)	-	-	-	(163,499,922)	-	(163,499,922)
Balance as at 31 December 2024	545,000,000	1,137,200,881	56,000,000	667,180,538	7,654,184	528,370,664	536,024,848	2,941,406,267	(382)	2,941,405,885

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

KCG Corporation Public Company Limited and its subsidiary Statement of changes in shareholders' equity (continued)

For the year ended 31 December 2024

	Separate financial statements								(Unit: Baht)
	Issued and fully paid share capital	Share premium	Other components of shareholders' equity				Total other components of shareholders' equity	Total shareholders' equity	
			Retained earnings		Fair value reserve	Surplus on revaluation of assets			
			Statutory reserve	Unappropriated					
Balance as at 1 January 2023	390,000,000	-	51,500,000	269,634,788	4,221,346	476,372,264	480,593,610	1,191,728,398	
Profit for the year	-	-	-	305,663,244	-	-	-	305,663,244	
Other comprehensive income for the year	-	-	-	(13,203,440)	(1,717,381)	51,998,400	50,281,019	37,077,579	
Total comprehensive income for the year	-	-	-	292,459,804	(1,717,381)	51,998,400	50,281,019	342,740,823	
Increase in share capital (Note 24)	155,000,000	1,137,200,881	-	-	-	-	-	1,292,200,881	
Dividends paid (Note 33)	-	-	-	(124,800,000)	-	-	-	(124,800,000)	
Transfer gain of investment in equity designated at fair value through other comprehensive income	-	-	-	18,002	(18,002)	-	(18,002)	-	
Appropriated to statutory reserve (Note 25)	-	-	4,500,000	(4,500,000)	-	-	-	-	
Balance as at 31 December 2023	545,000,000	1,137,200,881	56,000,000	432,812,594	2,485,963	528,370,664	530,856,627	2,701,870,102	
Balance as at 1 January 2024	545,000,000	1,137,200,881	56,000,000	432,812,594	2,485,963	528,370,664	530,856,627	2,701,870,102	
Profit for the year	-	-	-	411,268,362	-	-	-	411,268,362	
Other comprehensive income for the year	-	-	-	-	5,168,221	-	5,168,221	5,168,221	
Total comprehensive income for the year	-	-	-	411,268,362	5,168,221	-	5,168,221	416,436,583	
Dividends paid (Note 33)	-	-	-	(163,499,922)	-	-	-	(163,499,922)	
Balance as at 31 December 2024	545,000,000	1,137,200,881	56,000,000	680,581,034	7,654,184	528,370,664	536,024,848	2,954,806,763	

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

KCG Corporation Public Company Limited and its subsidiary

Cash flows statement

For the year ended 31 December 2024

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Cash flows from operating activities				
Profit before tax	511,233,232	386,241,142	516,668,045	386,002,290
Adjustments to reconcile profit before tax to				
net cash provided by (paid from) operating activities:				
Depreciation and amortisation	212,721,727	181,262,295	211,135,296	179,550,071
Reversal of expected credit losses	(18,742,352)	(4,953,699)	(19,598,799)	(5,254,798)
Reduction of inventories to net realisable value (reversal)	34,200,803	(12,066,268)	34,151,143	(12,317,620)
Provision for sale return (reversal)	(966,238)	108,685	(966,238)	108,685
Gain on sales of equipment	(3,375,009)	(6,773,894)	(2,995,257)	(6,347,831)
Loss on write-off equipment	39,853	-	39,853	-
Loss on advance payment for purchasing assets	7,092,096	-	7,092,096	-
Gain on sales of other current financial assets	(311,045)	-	(311,045)	-
Impairment loss on assets (reversal)	21,096,673	(158,123)	21,096,673	(158,123)
Gain on termination of lease contracts	(42,958)	(6,436)	(42,958)	(6,436)
Long-term employee benefits expense	13,255,641	9,588,645	13,441,780	9,434,003
Unrealised (gain) loss on exchange	(1,450,727)	12,523,738	(1,482,255)	12,487,097
Dividends income	(427,179)	(367,666)	(427,179)	(367,666)
Interest income	(348,051)	(986,067)	(1,180,204)	(1,449,157)
Finance cost	53,059,162	79,938,821	51,848,561	78,427,626
Profit from operating activities before				
changes in operating assets and liabilities	827,035,628	644,351,173	828,469,512	640,108,141
Operating assets (increase) decrease				
Trade and other receivables	(223,860,449)	(315,680,102)	(215,372,785)	(318,556,267)
Inventories	79,751,220	254,781,737	99,108,365	253,296,919
Other current assets	9,721,362	59,539,966	9,878,519	59,205,735
Other non-current assets	(1,196,054)	(18,961,582)	(932,074)	(18,961,581)
Operating liabilities increase (decrease)				
Trade and other payables	175,430,833	(181,876,160)	169,008,837	(178,498,625)
Other current liabilities	(6,358,165)	(30,700,354)	(6,339,355)	(28,710,430)
Cash paid for long-term employee benefits	(10,924,065)	(21,107,482)	(10,924,065)	(20,614,872)
Cash flows from operating activities	849,600,310	390,347,196	872,896,954	387,269,020
Interest received	348,051	986,067	1,180,204	1,449,157
Corporate income tax paid	(82,848,838)	(58,360,179)	(82,848,838)	(58,360,178)
Net cash flows from operating activities	767,099,523	332,973,084	791,228,320	330,357,999

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

KCG Corporation Public Company Limited and its subsidiary

Cash flows statement (continued)

For the year ended 31 December 2024

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Cash flows from investing activities				
Increase in restricted bank deposits	(7,150)	(4,109)	(7,150)	(4,109)
Increase in short-term loans to subsidiary	-	-	(28,000,000)	(12,000,000)
Cash paid for acquisitions of property, plant and equipment	(417,162,081)	(404,133,148)	(416,961,946)	(402,273,993)
Cash paid for acquisitions of intangible assets	(16,896,250)	(8,006,950)	(16,896,250)	(8,006,950)
Dividend received	427,179	367,666	427,179	367,666
Cash received from sales of equipment	3,555,003	7,785,443	3,171,826	6,532,938
Cash received from sales of intangible assets	-	50,263	-	-
Cash paid for purchasing of other current financial assets	(1,309,050,000)	(250,000)	(1,309,050,000)	(250,000)
Cash received from sales of other current financial assets	1,290,300,000	285,392	1,290,300,000	285,392
Net cash flows used in investing activities	(448,833,299)	(403,905,443)	(477,016,341)	(415,349,056)
Cash flows from financing activities				
Decrease in short-term loans from banks	(308,392,247)	(686,813,913)	(310,297,847)	(684,579,002)
Cash received from long-term loans from banks	-	300,000,000	-	300,000,000
Cash paid for long-term loans from banks	(6,285,566)	(605,713,615)	-	(600,185,800)
Cash paid for lease liabilities	(56,493,401)	(65,245,796)	(55,941,376)	(64,714,233)
Cash received from increasing in share capital	-	1,292,200,881	-	1,292,200,881
Interest paid	(54,074,684)	(78,712,077)	(52,924,240)	(77,329,415)
Dividends paid	(163,496,865)	(124,800,000)	(163,496,865)	(124,800,000)
Net cash flows from (used in) financing activities	(588,742,763)	30,915,480	(582,660,328)	40,592,431
Net decrease in cash and cash equivalents	(270,476,539)	(40,016,879)	(268,448,349)	(44,398,626)
Cash and cash equivalents at the beginning of year	334,486,044	374,502,923	326,232,314	370,630,940
Cash and cash equivalents at the end of year (Note 7)	64,009,505	334,486,044	57,783,965	326,232,314

Supplemental cash flows information

Non-cash items consist of:

Loss (gain) from revaluation of other non-current financial assets	(6,460,276)	2,169,228	(6,460,276)	2,169,228
Decrease (increase) in payables for purchasing of equipment	9,674,927	(13,395,836)	9,674,927	(13,395,836)
Increase in right-of-use assets and lease liabilities	63,427,784	32,933,283	62,863,315	32,933,283
Decrease in advance payment for purchasing plant and equipment	22,769,294	99,253,634	22,769,294	99,253,634

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

KCG Corporation Public Company Limited and its subsidiary

Notes to financial statements

For the year ended 31 December 2024

1. General information

KCG Corporation Public Company Limited ("the Company") is a public company incorporated and domiciled in Thailand. Its parent company is Kim Chua Group Co., Ltd. The Company is principally engaged in the import, manufacturing and distribution of foods and bakery products. The registered office of the Company is at 3059 - 3059/1-3, Sukhumvit Road, Bangjak, Prakanong, Bangkok. The Company has 8 branches.

2. Basis of preparation

- 2.1 The financial statements have been prepared in accordance with Thai Financial Reporting Standards enunciated under the Accounting Professions Act B.E. 2547 and their presentation has been made in compliance with the stipulations of the Notification of the Department of Business Development, issued under the Accounting Act B.E. 2543.

The financial statements in Thai language are the official statutory financial statements of the Company. The financial statements in English language have been translated from the Thai language financial statements.

The financial statements have been prepared on a historical cost basis except where otherwise disclosed in the accounting policies.

2.2 Basis of consolidation

- a) The consolidated financial statements include the financial statements of KCG Corporation Public Company Limited ("the Company") and the following subsidiary company ("the subsidiary") (collectively as "the Group"):

Subsidiary	Nature of business	Country of incorporation	Percentage of shareholding	
			<u>2024</u>	<u>2023</u>
			Percent	Percent
Indoguna (Thailand) Company Limited	Preserving and flavouring meat and poultry for sale	Thailand	99.99	99.99

- b) The Company is deemed to have control over an investee or subsidiary if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns.
 - c) Subsidiary is fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.
 - d) The financial statements of the subsidiary is prepared using the same significant accounting policies as the Company.
 - e) Material balances and transactions between the Group have been eliminated from the consolidated financial statements.
 - f) Non-controlling interests represent the portion of profit or loss and net assets of the subsidiary that are not held by the Company and are presented separately in the consolidated profit or loss and within equity in the consolidated statement of financial position.
- 2.3 The separate financial statements present investment in a subsidiary under the cost method net of impairment (if any).

3. New financial reporting standards

3.1 Financial reporting standards that became effective in the current year

During the year, the Group has adopted the revised financial reporting standards which are effective for fiscal years beginning on or after 1 January 2024. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The adoption of these financial reporting standards does not have any significant impact on the Group's financial statements.

3.2 Financial reporting standards that will become effective for fiscal years beginning on or after 1 January 2025

The Federation of Accounting Professions issued a number of revised financial reporting standards, which are effective for fiscal years beginning on or after 1 January 2025. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The management of the Group believes that adoption of these amendments will not have any significant impact on the Group's financial statements.

4. Significant accounting policies

4.1 Revenue and expense recognition

Sales of goods

Revenue from sales of goods is recognised at the point in time when control of the goods is transferred to the customer, generally upon delivery of the goods. Revenue is measured at the amount of the consideration received or receivable, excluding value added tax, of goods supplied after deducting discounts and provision for sale return.

When a contract provided a customer with a right to return the goods within a specified period, the Group recognises the amount ultimately expected they will have to return to customers as a refund liability and recognise the right to recover the goods expected to be returned by customers as a right of return asset in the statement of financial position. The asset is measured at the former carrying amount of the inventory, less any expected costs to recover the goods, including any potential decreases in the value of the returned goods.

Interest income

Interest income is calculated using the effective interest method and recognised on an accrual basis. The effective interest rate is applied to the gross carrying amount of a financial asset, unless the financial assets subsequently become credit-impaired when it is applied to the net carrying amount of the financial asset (net of the expected credit loss allowance).

Dividends

Dividends are recognised when the right to receive the dividends is established.

Finance cost

Interest expense from financial liabilities at amortised cost is calculated using the effective interest method and recognised on an accrual basis.

4.2 Cash and cash equivalents

Cash and cash equivalents consist of cash in hand and at banks, and all highly liquid investments with an original maturity of three months or less and not subject to withdrawal restrictions.

4.3 Inventories

Finished goods and work in process are valued at the lower of average cost and net realisable value. The cost of inventories is measured using the standard cost method, which approximates actual cost and includes all production costs and attributable factory overheads.

Raw materials, spare parts and factory supplies are valued at the lower of average cost and net realisable value and are charged to production costs whenever consumed.

The subsidiary's finished goods are valued at the lower of cost under the first-in, first-out method and net realisable value.

4.4 Investment in subsidiary

Investment in subsidiary is accounted for in the separate financial statements using the cost method net of impairment (if any).

4.5 Property, plant and equipment/ Depreciation

Land is stated at revalued amount. Buildings and equipment are stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any).

Land is initially recorded at cost on the acquisition date, and subsequently revalued by an independent professional appraiser to their fair values. Revaluations are made with sufficient regularity to ensure that the carrying amount does not differ materially from fair value at the end of reporting period.

Differences arising from the revaluation are dealt with in the financial statements as follow:

- When an asset's carrying amount is increased as a result of a revaluation of the Group's assets, the increase is credited directly to the other comprehensive income and the cumulative increase is recognised in equity under the heading of "Surplus on revaluation of assets". However, a revaluation increase is recognised as income to the extent that it reverses a revaluation decrease in respect of the same asset previously recognised as an expense.
- When an asset's carrying amount is decreased as a result of a revaluation of the Group's assets, the decrease is recognised in profit or loss. However, the revaluation decrease is charged to the other comprehensive income to the extent that it does not exceed an amount already held in "Surplus on revaluation of assets" in respect of the same asset.

Depreciation of plant and equipment is calculated by reference to their costs on the straight-line basis over the following estimated useful lives:

Buildings and building improvements	5 - 40 years
Machinery and equipment	5 - 20, 30 years
Furniture, fixtures and office equipment	3 - 10 years
Motor vehicles	5 years

Depreciation is included in determining income.

No depreciation is provided on land and assets under construction.

An item of property, plant and equipment is derecognised upon disposal or when no future

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on disposal of an asset is included in profit or loss when the asset is derecognised.

4.6 Intangible assets

The intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses (if any).

Intangible assets with finite lives are amortised on the straight-line basis over the economic useful life and tested for impairment whenever there is an indication that the intangible assets may be impaired. The amortisation period and the amortisation method of such intangible assets are reviewed at least at each financial year end. The amortisation expense is charged to profit or loss.

A summary of the intangible assets with finite useful lives is as follows:

	<u>Useful lives</u>
Computer software	5 - 10 years
Patents	10 years

4.7 Goodwill

Goodwill is initially recorded at cost, which equals to the excess of cost of business combination over the fair value of the net assets acquired. If the fair value of the net assets acquired exceeds the cost of business combination, the excess is immediately recognised as gain in profit or loss.

Goodwill is carried at cost less any accumulated impairment losses (if any). Goodwill is tested for impairment annually and when circumstances indicate that the carrying value may be impaired.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the Company's cash-generating units (or group of cash-generating units) that are expected to benefit from the synergies of the combination. The Company estimates the recoverable amount of each cash-generating unit (or group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit is less than the carrying amount, an impairment loss is recognised in profit or loss. Impairment losses relating to goodwill cannot be reversed in future periods.

4.8 Leases

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

The Group as a lessee

The Group applied a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. At the commencement date of the lease (i.e. the date the underlying asset is available for use), the Group recognises right-of-use assets representing the right to use underlying assets and lease liabilities based on lease payments.

Right-of-use assets

Right-of-use assets are measured at cost, less accumulated depreciation, any accumulated impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities initially recognised, initial direct costs incurred, and lease payments made at or before the commencement date of the lease less any lease incentives received.

Depreciation of right-of-use assets are calculated by reference to their costs or the revalued amount, on the straight-line basis over the shorter of their estimated useful lives and the lease term.

Land and buildings	1 - 3 years
Machinery and equipment	2 - 3 years
Furniture, fixtures and office equipment	3 - 5 years
Motor vehicles	4 - 5 years
Computer software	5 years

If ownership of the leased asset is transferred to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

Lease liabilities

Lease liabilities are measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be payable under residual value guarantees. Moreover, the lease payments include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising an option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs.

The Group discounted the present value of the lease payments by the interest rate implicit in the lease or the Group's incremental borrowing rate. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

Short-term leases and leases of low-value assets

A lease that has a lease term less than or equal to 12 months from commencement date or a lease of low-value assets is recognised as expenses on a straight-line basis over the lease term.

4.9 Related party transactions

Related parties comprise individuals of enterprises that control, or are controlled by, the Company, whether directly or indirectly, or which are under common control with the Company.

They also include individuals or enterprises which directly or indirectly own a voting interest in the Company that gives them significant influence over the Company, key management personnel, directors, and officers with authority in the planning and direction of the Company's operations.

4.10 Foreign currencies

The consolidated and separate financial statements are presented in Baht, which is also the Company's functional currency.

Transactions in foreign currencies are translated into Baht at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into Baht at the exchange rate ruling at the end of the reporting period.

Gains and losses on exchange are included in determining income.

4.11 Impairment of non-financial assets

At the end of each reporting period, the Group performs impairment reviews in respect of the property, plant and equipment, right-of-use asset or other intangible assets whenever events or changes in circumstances indicate that an asset may be impaired. An impairment loss is recognised when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell or its value in use, is less than the carrying amount.

An impairment loss is recognised in profit or loss. However, in cases where land was previously revalued and the revaluation was taken to equity, a part of such impairment is recognised in equity up to the amount of the previous revaluation.

In the assessment of asset impairment, if there is any indication that previously recognised impairment losses may no longer exist or may have decreased, the Group estimates the asset's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The increased carrying amount of the asset attributable to a reversal of an impairment loss shall not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss unless the asset is carried at a revalued amount, in which case the reversal, which exceeds the carrying amount that would have been determined, is treated as a revaluation increase.

4.12 Employee benefits

Short-term employee benefits

Salaries, wages, bonuses and contributions to the social security fund are recognised as expenses when incurred.

Post-employment benefits

Defined contribution plans

The Company and its employees have jointly established a provident fund. The fund is monthly contributed by employees and by the Company. The fund's assets are held in a separate trust fund and the Company's contributions are recognised as expenses when incurred.

Defined benefit plans

The Group has obligations in respect of the severance payments it must make to employees upon retirement under labor law. The Group treats these severance payment obligations as a defined benefit plan.

The obligation under the defined benefit plan is determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

Actuarial gains and losses arising from defined benefit plans are recognised immediately in other comprehensive income.

4.13 Provisions

Provisions are recognised when the Group has a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

4.14 Income tax

Income tax expense represents the sum of corporate income tax currently payable and deferred tax.

Current tax

Current income tax is provided in the accounts at the amount expected to be paid to the taxation authorities, based on taxable profits determined in accordance with tax legislation.

Deferred tax

Deferred income tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts at the end of each reporting period, using the tax rates enacted at the end of the reporting period.

The Group recognises deferred tax liabilities for all taxable temporary differences while it recognises deferred tax assets for all deductible temporary differences and tax losses carried forward to the extent that it is probable that future taxable profit will be available against which such deductible temporary differences and tax losses carried forward can be utilised.

At each reporting date, the Group reviews and reduces the carrying amount of deferred tax assets to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

The Group records deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

4.15 Financial instruments

The Group initially measures financial assets at its fair value plus transaction costs, in the case of financial assets that are not measured at fair value through profit or loss. However, trade receivables, that do not contain a significant financing component, are measured at the transaction price as disclosed in the accounting policy relating to revenue recognition.

Classification and measurement of financial assets

Financial assets are classified, at initial recognition, as to be subsequently measured at amortised cost, fair value through other comprehensive income ("FVOCI") or fair value through profit or loss ("FVTPL"). The classification of financial assets at initial recognition is driven by the Group's business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

Financial assets at amortised cost

The Company measures financial assets at amortised cost if the financial asset is held in order to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest rate ("EIR") method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

Financial assets designated at FVOCI (equity instruments)

Upon initial recognition, the Group can elect to irrevocably classify its equity investments which are not held for trading as equity instruments designated at FVOCI. The classification is determined on an instrument-by-instrument basis.

Gains and losses recognised in other comprehensive income on these financial assets are never recycled to profit or loss.

Dividends are recognised as other income in profit or loss, except when the dividends clearly represent a recovery of part of the cost of the financial asset, in which case, the gains are recognised in other comprehensive income.

Equity instruments designated at FVOCI are not subject to impairment assessment.

Financial assets at FVTPL

Financial assets measured at FVTPL are carried in the statement of financial position at fair value with net changes in fair value recognised in profit or loss.

These financial assets include derivatives, security investments held for trading, equity investments which the Group has not irrevocably elected to classify at FVOCI and financial assets with cash flows that are not solely payments of principal and interest.

Dividends on listed equity investments are recognised as other income in profit or loss.

Classification and measurement of financial liabilities

Except for derivative liabilities, at initial recognition the Group's financial liabilities are recognised at fair value net of transaction costs and classified as liabilities to be subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. In determining amortised cost, the Group takes into account any discounts or premiums on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in profit or loss.

Regular way purchases and sales of financial assets

Regular way purchases and sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place are recognised on the settlement date, i.e., the date on which an asset is delivered.

Derecognition of financial instruments

A financial asset is primarily derecognised when the rights to receive cash flows from the asset have expired or have been transferred and either the Company has transferred substantially all the risks and rewards of the asset, or the Group has transferred control of the asset.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

Impairment of financial assets

The Group recognises an allowance for expected credit losses ("ECLs") for all debt instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate.

For trade receivables, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date.

ECL are calculated it is based on its historical credit loss experience and adjusted for forward-looking factors specific to the debtors and the economic environment.

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Offsetting of financial instruments

Financial assets and financial liabilities are offset, and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

4.16 Derivatives

The Group uses derivatives, such as forward currency contracts to hedge its foreign currency risks.

Derivatives are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. The subsequent changes are recognised in profit or loss. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Derivatives are presented as non-current assets or non-current liabilities if the remaining maturity of the instrument is more than 12 months and it is not due to be realised or settled within 12 months. Other derivatives are presented as current assets or current liabilities.

4.17 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between buyer and seller (market participants) at the measurement date. The Group apply a quoted market price in an active market to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards. Except in case of no active market of an identical asset or liability or when a quoted market price is not available, the Group measure fair value using valuation technique that are appropriate in the circumstances and maximises the use of relevant observable inputs related to assets and liabilities that are required to be measured at fair value.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy into three levels based on categorise of input to be used in fair value measurement as follows:

Level 1 - Use of quoted market prices in an active market for such assets or liabilities

Level 2 - Use of other observable inputs for such assets or liabilities, whether directly or indirectly

Level 3 - Use of unobservable inputs such as estimates of future cash flows

At the end of each reporting period, the Group determines whether transfers have occurred between levels within the fair value hierarchy for assets and liabilities held at the end of the reporting period that are measured at fair value on a recurring basis.

5. Use of accounting estimates

The preparation of financial statements in conformity with financial reporting standards at times requires management to make subjective judgements and estimates regarding matters that are inherently uncertain. These judgements and estimates affect reported amounts and disclosures; and actual results could differ from these estimates. Significant judgements and estimates are as follows:

Allowance for diminution in value of inventories

The determination of allowance for diminution in the value of inventories requires management to exercise judgment in estimating losses on outstanding inventories, based on the selling price expected in the ordinary course of business, minus selling expenses and provision for obsolete, slow-moving and deteriorated inventories, and taking into account the approximate useful life of each type of inventories.

Allowance for expected credit losses of trade receivables

In determining an allowance for expected credit losses of trade receivables, the management needs to make judgement and estimates based upon, among other things, past collection history, aging profile of outstanding debts and the forecast economic condition for groupings of various customer segments with similar credit risks. The Group's historical credit loss experience and forecast economic conditions may also not be representative of whether a customer will actually default in the future.

Leases

Determining the lease term with extension and termination options - The Group as a lessee

In determining the lease term, the management is required to exercise judgement in assessing whether the Company is reasonably certain to exercise the option to extend or terminate the lease considering all relevant facts and circumstances that create an economic incentive for the Group to exercise either the extension or termination option.

Estimating the incremental borrowing rate - The Group as a lessee

The Group cannot readily determine the interest rate implicit in the lease, therefore, the management is required to exercise judgement in estimating its incremental borrowing rate to discount lease liabilities. The incremental borrowing rate is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

Property, plant and equipment/ Depreciation

In determining depreciation of plant and equipment, the management is required to make estimates of the useful lives and residual values of the plant and equipment and to review estimate useful lives and residual values when there are any changes.

The Group measures land at revalued amounts. Such amounts are determined by the independent value using the market approach.

In addition, the management is required to review property, plant and equipment for impairment on a periodical basis and record impairment losses when it is determined that their recoverable amount is lower than the carrying amount. This requires judgements regarding forecast of future revenues and expenses relating to the assets subject to the review.

Goodwill and intangible assets

The initial recognition and measurement of goodwill and intangible assets, and subsequent impairment testing, require management to make estimates of cash flows to be generated by the asset or the cash generating units and to choose a suitable discount rate in order to calculate the present value of those cash flows.

Post-employment benefits under defined benefit plans

The obligation under the defined benefit plan is determined based on actuarial techniques. Such determination is made based on various assumptions, including discount rate, future salary increase rate, mortality rate and staff turnover rate.

6. Related party transactions

The relationships between the Company and its related parties are summarised below.

Name of related parties	Relationship
Kim Chua Group Company Limited	Parent company
Indoguna (Thailand) Company Limited	The subsidiary
KCG Land Development Company Limited	Common shareholders and directors
United Dairy Farm Company Limited	Common shareholders and directors
United Dairy Foods Company Limited	Common shareholders and directors
Imperial Distribution Center Company Limited	Common shareholders and directors

During the years, the Group had significant business transactions with related parties. Such transactions, which are summarised below, arose in the ordinary course of business and were concluded on commercial terms and bases agreed upon between the Group and those related persons and parties.

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements		
	2024	2023	2024	2023	Pricing policy
<u>Transactions with parent company</u>					
Rental expense	19,284	19,284	19,284	19,284	Contract price based on the price appraised by independent appraiser
<u>Transactions with subsidiary</u> (eliminated from the consolidated financial statements)					
Sales of goods	-	-	3,354	11,204	Market price
Purchases of goods	-	-	153	1,569	Market price
Other income	-	-	314	306	Market price
Interest income	-	-	853	491	Rates 3.38% to 3.79% per annum (2023: 3.20% to 3.79% per annum)
<u>Transactions with related companies</u>					
Sale of goods	5,259	5,460	5,259	5,460	Market price
Purchases of goods	3,158	1,298	3,158	1,298	Market price
Other income	193	180	193	180	Market price
Rental expense	6,569	6,289	6,569	6,289	Contract price based on the price appraised by independent appraiser
<u>Transactions with management and directors</u>					
Rental expense	172	212	172	212	Contract price based on the price appraised by independent appraiser

As at 31 December 2024 and 2023, the balances of the accounts between the Group and those related parties are as follows:

	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
<u>Trade and other receivables - related parties (Note 8)</u>				
Subsidiary	-	-	1,452	1,285
Related companies (common shareholders and directors)	2,544	2,464	2,544	2,464
Total trade and other receivables - related parties	2,544	2,464	3,996	3,749

		(Unit: Thousand Baht)			
		Consolidated financial statements		Separate financial statements	
		2024	2023	2024	2023
<u>Trade and other payables - related parties (Note 19)</u>					
Subsidiary		-	-	33	1,336
Related company (common shareholders and directors)		235	395	235	395
Total trade and other payables - related parties		235	395	268	1,731
<u>Lease liabilities - related parties (Note 21)</u>					
Parent company		18,847	36,912	18,847	36,912
Related companies (common shareholders and directors)		8,224	12,038	8,224	12,038
Total lease liabilities - related parties		27,071	48,950	27,071	48,950

Short-term loans to subsidiary

		(Unit: Thousand Baht)			
		Separate financial statements			
		Balance as at 1 January	Increase during the year	Decrease during the year	Balance as at 31 December
Loans to related party	Relationship	2024			2024
Indoguna (Thailand)					
Company Limited	Subsidiary	12,000	103,000	(75,000)	40,000
Total		12,000	103,000	(75,000)	40,000

As at 31 December 2024, short-term loans to subsidiary carry interest at a rate of 3.38% per annum (2023: 3.48% and 3.79% per annum), and to be due at call.

Directors and management's benefits

During the years ended 31 December 2024 and 2023, the Group had employee benefit expenses payable to their directors and management as below.

		(Unit: Million Baht)			
		Consolidated financial statements		Separate financial statements	
		2024	2023	2024	2023
Short-term employee benefits		73	62	73	61
Post-employment benefits		2	5	2	5
Total		75	67	75	66

7. Cash and cash equivalents

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Cash	5,098	9,043	5,048	8,988
Bank deposits	58,912	325,443	52,736	317,244
Total	64,010	334,486	57,784	326,232

As at 31 December 2024, bank deposits in saving accounts carried interests at rates of 0.15% to 0.55% per annum (2023: 0.15% to 0.60% per annum) (the Company only: 0.15% to 0.55% per annum (2023: 0.15% to 0.60% per annum)).

8. Trade and other receivables

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
<u>Trade receivables - related parties</u>				
Aged on the basis of due dates				
Not yet due	2,529	2,449	3,583	3,598
Total trade receivables - related parties	2,529	2,449	3,583	3,598
<u>Trade receivables - unrelated parties</u>				
Aged on the basis of due dates				
Not yet due	1,229,015	1,041,748	1,214,805	1,035,511
Past due				
Up to 3 months	603,535	570,749	600,019	567,257
3 - 6 months	6,254	3,580	5,622	3,452
6 - 12 months	690	3,940	597	3,828
Over 12 months	20,626	34,404	19,973	33,924
Total	1,860,120	1,654,421	1,841,016	1,643,972
Less: Allowance for expected credit losses	(26,326)	(45,068)	(24,675)	(44,274)
Total trade receivables - unrelated parties, net	1,833,794	1,609,353	1,816,341	1,599,698
Total trade receivables - net	1,836,323	1,611,802	1,819,924	1,603,296

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
<u>Other receivables</u>				
Other receivables - related parties	15	15	413	151
Other receivables - unrelated party	3,034	-	3,034	-
Advances	26,636	10,915	26,636	10,915
Total other receivables	29,685	10,930	30,083	11,066
Trade and other receivables - net	1,866,008	1,622,732	1,850,007	1,614,362

Set out below is the movements in the allowance for expected credit losses of trade and other receivables.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Beginning balance	45,068	50,022	44,274	49,529
Reversal of expected credit losses	(4,750)	(4,910)	(5,607)	(5,211)
Written-off	(13,992)	(44)	(13,992)	(44)
Ending balance	26,326	45,068	24,675	44,274

9. Inventories

	(Unit: Thousand Baht)					
	Consolidated financial statements					
	Cost		Reduce cost to net realisable value		Inventories-net	
	2024	2023	2024	2023	2024	2023
Finished goods	649,698	665,975	(78,484)	(41,465)	571,214	624,510
Raw materials	313,807	320,167	(4,135)	(5,869)	309,672	314,298
Packages	62,832	90,359	(3,789)	(4,873)	59,043	85,486
Spare parts and factory supplies	4,842	4,351	-	-	4,842	4,351
Goods in transit	229,482	259,560	-	-	229,482	259,560
Total	1,260,661	1,340,412	(86,408)	(52,207)	1,174,253	1,288,205

(Unit: Thousand Baht)

	Separate financial statements					
	Cost		Reduce cost to net realisable value		Inventories-net	
	2024	2023	2024	2023	2024	2023
Finished goods	615,391	651,025	(76,450)	(39,481)	538,941	611,544
Raw materials	313,807	320,167	(4,135)	(5,869)	309,672	314,298
Packages	62,832	90,359	(3,789)	(4,873)	59,043	85,486
Spare parts and factory supplies	4,842	4,351	-	-	4,842	4,351
Goods in transit	229,482	259,560	-	-	229,482	259,560
Total	1,226,354	1,325,462	(84,374)	(50,223)	1,141,980	1,275,239

During the year 2024, the Group reduced costs of inventories by Baht 34.2 million (the Company only: Baht 34.2 million), to reflect net realisable value. This was included in cost of sales. In 2023, the Group reversed the allowance for diminution in value of inventories to a net realisable value by Baht 12.1 million (the Company only: Baht 12.3 million) as part of cost of goods sold.

10. Other financial assets

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Financial assets at FVTPL:				
Investment units	19,086	-	19,086	-
Derivative assets (Note 36.1)	230	607	230	607
Financial assets at FVOCI:				
Listed equity instruments	17,245	10,810	17,245	10,810
Total other financial assets	36,561	11,417	36,561	11,417
Current	19,316	607	19,316	607
Non-current	17,245	10,810	17,245	10,810
Total	36,561	11,417	36,561	11,417

11. Other current assets

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Advances payment for goods	19,080	16,223	19,014	16,223
Prepaid expenses	14,415	12,491	14,194	12,202
Undue input tax	15,984	27,819	15,819	27,813
Others	1,483	4,150	1,483	4,150
Total	50,962	60,683	50,510	60,388

12. Restricted bank deposits

These represent fixed deposits pledged with the banks as business collateral.

13. Investment in subsidiary

Details of investment in a subsidiary as presented in separate financial statements is as follow:

(Unit: Thousand Baht)

Subsidiary	Paid-up capital		Shareholding percentage		Cost	
	2024	2023	2024	2023	2024	2023
			(%)	(%)		
Indoguna (Thailand) Company Limited	30,000	30,000	99.99	99.99	17,319	17,319
Total					17,319	17,319

14. Property, plant and equipment

(Unit: Thousand Baht)

Consolidated financial statements							
	Revaluation basis	Cost basis					Total
	Land	Buildings and building improvements	Machinery and equipment	Furniture, fixtures and office equipment	Motor vehicles	Assets under construction	
Cost / Revalued amount:							
1 January 2023	761,302	1,096,366	1,370,875	190,685	74,701	30,758	3,524,687
Additions	-	84	2,654	1,853	-	512,191	516,782
Disposals/ write off	-	-	(6,275)	(22,169)	(20,684)	-	(49,128)
Transfers in (out)	-	107,927	215,033	36,627	-	(359,587)	-
Transfer from right-of-use assets	-	-	-	5,213	5,443	-	10,656
Revaluation of land	64,998	-	-	-	-	-	64,998
31 December 2023	826,300	1,204,377	1,582,287	212,209	59,460	183,362	4,067,995
Additions	-	2,586	1,193	16,254	-	410,223	430,256
Disposals/ write off	-	-	(20,017)	(17,369)	(18,948)	-	(56,334)
Transfers in (out)	-	288,895	144,722	3,717	-	(437,334)	-
Transfer from right-of-use assets	-	-	-	8,546	-	-	8,546
31 December 2024	826,300	1,495,858	1,708,185	223,357	40,512	156,251	4,450,463
Accumulated depreciation:							
1 January 2023	-	417,988	961,793	160,286	73,111	-	1,613,178
Depreciation for the year	-	35,402	61,268	11,807	299	-	108,776
Depreciation on disposal/ write off	-	-	(5,310)	(22,122)	(20,684)	-	(48,116)
Transfer from right-of-use assets	-	-	-	5,213	5,204	-	10,417
31 December 2023	-	453,390	1,017,751	155,184	57,930	-	1,684,255
Depreciation for the year	-	44,576	82,840	17,374	40	-	144,830
Depreciation on disposal/ write off	-	-	(19,948)	(17,219)	(18,948)	-	(56,115)
Transfer from right-of-use assets	-	-	-	8,125	-	-	8,125
31 December 2024	-	497,966	1,080,643	163,464	39,022	-	1,781,095
Allowance for impairment:							
1 January 2023	-	-	30,033	-	-	-	30,033
Increase during the year	-	-	-	7	-	-	7
Decrease during the year	-	-	(165)	-	-	-	(165)
31 December 2023	-	-	29,868	7	-	-	29,875
Increase during the year	-	-	21,104	-	-	-	21,104
Decrease during the year	-	-	-	(7)	-	-	(7)
31 December 2024	-	-	50,972	-	-	-	50,972
Net book value:							
31 December 2023	826,300	750,987	534,668	57,018	1,530	183,362	2,353,865
31 December 2024	826,300	997,892	576,570	59,893	1,490	156,251	2,618,396
Depreciation for the year							
2023 (Baht 76.01 million included in manufacturing cost, and the balance in selling and administrative expenses)							108,776
2024 (Baht 104.14 million included in manufacturing cost, and the balance in selling and administrative expenses)							144,830

(Unit: Thousand Baht)

Separate financial statements

	Revaluation basis	Cost basis					Total
	Land	Buildings and building improvements	Machinery and equipment	Furniture, fixtures and office equipment	Motor vehicles	Assets under construction	
Cost / Revalued amount:							
1 January 2023	761,302	1,091,401	1,369,154	188,686	69,488	30,758	3,510,789
Additions	-	84	969	1,679	-	512,191	514,923
Disposals/ write off	-	-	(5,335)	(22,169)	(18,691)	-	(46,195)
Transfers in (out)	-	107,927	215,033	36,627	-	(359,587)	-
Transfer from right-of-use assets	-	-	-	5,213	5,443	-	10,656
Revaluation of land	64,998	-	-	-	-	-	64,998
31 December 2023	826,300	1,199,412	1,579,821	210,036	56,240	183,362	4,055,171
Additions	-	2,586	1,047	16,200	-	410,223	430,056
Disposals/ write off	-	-	(20,013)	(17,369)	(17,218)	-	(54,600)
Transfers in (out)	-	288,895	144,722	3,717	-	(437,334)	-
Transfer from right-of-use assets	-	-	-	8,546	-	-	8,546
31 December 2024	826,300	1,490,893	1,705,577	221,130	39,022	156,251	4,439,173
Accumulated depreciation:							
1 January 2023	-	414,638	960,371	158,501	69,488	-	1,602,998
Depreciation for the year	-	34,450	61,024	11,730	240	-	107,444
Depreciation on disposal/ write off	-	-	(5,197)	(22,122)	(18,692)	-	(46,011)
Transfer from right-of-use assets	-	-	-	5,213	5,204	-	10,417
31 December 2023	-	449,088	1,016,198	153,322	56,240	-	1,674,848
Depreciation for the year	-	43,804	82,613	17,280	-	-	143,697
Depreciation on disposal/ write off	-	-	(19,948)	(17,218)	(17,218)	-	(54,384)
Transfer from right-of-use assets	-	-	-	8,125	-	-	8,125
31 December 2024	-	492,892	1,078,863	161,509	39,022	-	1,722,286
Allowance for impairment:							
1 January 2023	-	-	30,033	-	-	-	30,033
Increase during the year	-	-	-	7	-	-	7
Decrease during the year	-	-	(165)	-	-	-	(165)
31 December 2023	-	-	29,868	7	-	-	29,875
Increase during the year	-	-	21,104	-	-	-	21,104
Decrease during the year	-	-	-	(7)	-	-	(7)
31 December 2024	-	-	50,972	-	-	-	50,972
Net book value:							
31 December 2023	826,300	750,324	533,755	56,707	-	183,362	2,350,448
31 December 2024	826,300	998,001	575,742	59,621	-	156,251	2,615,915
Depreciation for the year							
2023 (Baht 74.66 million included in manufacturing cost, and the balance in selling and administrative expenses)							107,444
2024 (Baht 103.01 million included in manufacturing cost, and the balance in selling and administrative expenses)							143,697

In 2023, the Company engaged an independent valuer to appraise the value of land by using the market approach. The Company had recognised revaluation of land in the account "Surplus on revaluation of assets".

Had the land been carried in the financial statements on a historical cost basis, their net book value as of 31 December 2024 and 2023 would have been as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Land	165,837	165,837	165,837	165,837

During the year, the Company recorded an allowance for impairment related to non-operational machinery and equipment amounting to Baht 21.1 million.

In September 2024, the Company released all mortgages on land and construction thereon, as well as machinery pledged as collateral for credit facilities obtained from the bank.

As at 31 December 2024, certain items of plant and equipment were fully depreciated but are still in use. The gross carrying amount before deducting accumulated depreciation and allowance for impairment loss of those assets amounted to Baht 857 million (2023: Baht 843 million) (the Company only: Baht 852 million (2023: Baht 838 million)).

As at 31 December 2024, the Group has buildings and building improvement which are constructed on the leased land and leased areas at net book value of Baht 34.9 million (2023: Baht 35.6 million) (the Company only: Baht 28.6 million (2023: Baht 28.9 million)).

15. Goodwill

Management has considered the above and believes that there is no occurrence of impairment of goodwill and believes that any reasonably possible change in the key assumptions on which the group of units' recoverable amount are based, would not cause the group of units' carrying amount to exceed its recoverable amount.

16. Intangible assets

The net book value of intangible assets as at 31 December 2024 and 2023 were presented below.

(Unit: Thousand Baht)

	Consolidated financial statements			
	Computer software	Patents	Computer software under installation	Total
Cost				
1 January 2023	102,283	59,984	-	162,267
Additions	-	-	8,007	8,007
Transfer in (out)	6,397	-	(6,397)	-
Disposal/ write-off	-	(156)	-	(156)
31 December 2023	108,680	59,828	1,610	170,118
Additions	1,960	-	14,936	16,896
Transfer in (out)	5,964	2,000	(7,964)	-
31 December 2024	116,604	61,828	8,582	187,014
Accumulated amortisation				
1 January 2023	67,081	59,584	-	126,665
Amortisation for the year	9,601	118	-	9,719
Disposal/ write-off	-	(106)	-	(106)
31 December 2023	76,682	59,596	-	136,278
Amortisation for the year	10,139	285	-	10,424
31 December 2024	86,821	59,881	-	146,702
Net book value				
31 December 2023	31,998	232	1,610	33,840
31 December 2024	29,783	1,947	8,582	40,312

(Unit: Thousand Baht)

	Separate financial statements			
	Computer software	Patents	Computer software under installation	Total
Cost				
1 January 2023	102,078	59,984	-	162,062
Additions	-	-	8,007	8,007
Transfer in (out)	6,397	-	(6,397)	-
31 December 2023	108,475	59,984	1,610	170,069
Additions	1,960	-	14,936	16,896
Transfer in (out)	5,964	2,000	(7,964)	-
31 December 2024	116,399	61,984	8,582	186,965
Accumulated amortisation				
1 January 2023	66,935	59,584	-	126,519
Amortisation for the year	9,598	114	-	9,712
31 December 2023	76,533	59,698	-	136,231
Amortisation for the year	10,138	285	-	10,423
31 December 2024	86,671	59,983	-	146,654
Net book value				
31 December 2023	31,942	286	1,610	33,838
31 December 2024	29,728	2,001	8,582	40,311

Reconciliations of the net book value of intangible assets for the years 2024 and 2023 were presented below.

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Net book value at the beginning of year	33,840	35,602	33,838	35,543
Acquisitions	16,896	8,007	16,896	8,007
Disposal/ write-off	-	(50)	-	-
Amortisation	(10,424)	(9,719)	(10,423)	(9,712)
Net book value at the end of year	40,312	33,840	40,311	33,838

17. Other non-current assets

(Unit: Thousand Baht)				
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Advance for acquisitions of assets	-	29,861	-	29,861
Deposits and others	6,920	5,725	5,999	5,067
Total	6,920	35,586	5,999	34,928

18. Short-term loans from banks

(Unit: Thousand Baht)						
	Interest rates		Consolidated		Separate	
	(% per annum)		financial statements		financial statements	
	2024	2023	2024	2023	2024	2023
Trust receipts	2.80 - 3.34	3.33 - 3.60	432,226	608,210	410,178	588,067
Promissory notes	2.55 - 3.29	3.10 - 3.40	1,085,363	1,217,772	1,085,363	1,217,772
Total			1,517,589	1,825,982	1,495,541	1,805,839

In September 2024, the Company released all mortgages on land and construction thereon, as well as machinery pledged as collateral for credit facilities obtained from the bank.

As at 31 December 2024, the Group has available bank overdrafts and short-term loans facility amounted to Baht 3,331 million (2023: Baht 2,981 million) (the Company only: Baht 3,253 million (2023: Baht 2,933 million)).

19. Trade and other payables

(Unit: Thousand Baht)				
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Trade accounts payable				
- unrelated parties	503,391	509,039	495,034	505,508
Trade accounts payable - related parties	235	395	268	531
Other payables - related parties	-	-	-	1,200
Other payables - unrelated parties	161,298	157,567	160,585	157,190
Accrued expense	476,137	309,536	475,393	308,840
Total	1,141,061	976,537	1,131,280	973,269

20. Long-term loans from banks

			(Unit: Thousand Baht)			
Loans	Interest rates (% per annum)	Repayment schedule	Consolidated financial statements		Separate financial statements	
			2024	2023	2024	2023
1	MLR-1.6 and MLR-0.5	Monthly repayment	991	3,727	-	-
2	MLR-3	Monthly repayment	4,560	8,110	-	-
Total			5,551	11,837	-	-
Less: Current portion			(5,551)	(6,454)	-	-
Long-term loans, net of current portion			-	5,383	-	-

Movements of the long-term loan account during the years ended 31 December 2024 and 2023 are summarised below:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Beginning balance	11,837	317,551	-	300,186
Additional borrowings	-	300,000	-	300,000
Repayment loans	(6,286)	(605,714)	-	(600,186)
Ending balance	5,551	11,837	-	-

The Company's credit loan facilities

In 2023, the Company entered into a loan agreement with a bank for a credit facility of Baht 300 million for the purpose to finance the construction of a project and purchasing of machinery. The loan is repayable in monthly installments of Baht 4.5 million, with the first installment due in February 2025 and the final installment in July 2030. The loan carries interest at a rate of THOR + 2.75% per annum. This loans were secured by the mortgage on the Company's land and structures thereon and pledged the machineries.

Subsequently, in August 2023, the Company fully repaid the outstanding balance of the long-term loans from the bank. The Company was not subject to any prepayment fees for the early repayment of the loan. Furthermore, in September 2024, the Company released all mortgages on land and construction thereon, and pledged machinery from bank.

The subsidiary's credit loan facilities

The subsidiary's loan agreement No.1 is repayable in monthly installments of Baht 242,000 with the final installment due by April 2025. Loan agreement No.2 is repayable in monthly installments of Baht 300,000 with the final installment due by May 2025. The long-term loans are secured by the Company.

Under the loan agreement, the subsidiary is required to comply with certain financial covenants as specified in the agreement, such as maintaining a debt service coverage ratio in accordance with the loan agreement. As at 31 December 2024, the subsidiary was unable to maintain certain financial ratios as required under the long-term loan agreements. However, the subsidiary obtained a waiver letter from the bank for non-compliance with such financial ratios in December 2024.

As at 31 December 2024 and 2023, the subsidiary fully drew down the long-term loan facility under the loan agreements.

21. Leases

The Group as a lessee

The Group has lease contracts for assets used in its operations. Leases generally have lease terms between 1 - 5 years.

a) Right-of-use assets

Movements of right-of-use assets for the years ended 31 December 2024 and 2023 were summarised below:

(Unit: Thousand Baht)

	Consolidated financial statements					Total
	Land and buildings	Machinery and equipment	Furniture, fixtures and office equipment	Motor vehicles	Computer software	
1 January 2023	80,224	10,255	19,307	26,066	737	136,589
Additions	-	1,942	18,812	12,180	-	32,934
Write-off	-	-	-	(271)	-	(271)
Transfer to equipment	-	-	-	(239)	-	(239)
Depreciation for the year	(31,678)	(7,892)	(13,032)	(9,520)	(645)	(62,767)
31 December 2023	48,546	4,305	25,087	28,216	92	106,246
Additions	3,048	15,338	26,427	18,615	-	63,428
Write-off	-	(390)	-	-	-	(390)
Transfer to equipment	-	-	(421)	-	-	(421)
Depreciation for the year	(25,185)	(4,494)	(15,072)	(12,625)	(92)	(57,468)
31 December 2024	26,409	14,759	36,021	34,206	-	111,395

(Unit: Thousand Baht)

	Separate financial statements					Total
	Land and buildings	Machinery and equipment	Furniture, fixtures and office equipment	Motor vehicles	Computer software	
1 January 2023	79,634	10,255	19,307	26,066	737	135,999
Additions	-	1,942	18,812	12,180	-	32,934
Write-off	-	-	-	(271)	-	(271)
Transfer to equipment	-	-	-	(239)	-	(239)
Depreciation for the year	(31,305)	(7,892)	(13,032)	(9,520)	(645)	(62,394)
31 December 2023	48,329	4,305	25,087	28,216	92	106,029
Additions	2,483	15,338	26,427	18,615	-	62,863
Write-off	-	(390)	-	-	-	(390)
Transfer to equipment	-	-	(421)	-	-	(421)
Depreciation for the year	(24,732)	(4,494)	(15,072)	(12,625)	(92)	(57,015)
31 December 2024	26,080	14,759	36,021	34,206	-	111,066

b) Lease liabilities

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Lease payments	124,505	115,483	124,170	115,160
Less: Deferred interest expenses	(9,013)	(6,492)	(9,009)	(6,488)
Total	115,492	108,991	115,161	108,672
Less: Portion due within one year	(56,466)	(48,930)	(56,135)	(48,611)
Lease liabilities - net of current portion	59,026	60,061	59,026	60,061

Movements of the lease liabilities account during the years ended 31 December 2024 and 2023 are summarised below:

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Balance at the beginning of year	108,991	138,953	108,672	138,102
Additions	63,428	35,561	62,863	35,561
Accretion of interest	5,462	5,205	5,451	5,182
Repayments	(61,956)	(70,451)	(61,392)	(69,896)
Decrease from termination of lease contracts	(433)	(277)	(433)	(277)
Balance at the end of year	115,492	108,991	115,161	108,672

A maturity analysis of lease payments is disclosed in Note 36.2 under the liquidity risk.

c) Expenses relating to leases that were recognised in profit or loss

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Depreciation expense of right-of-use assets	57,468	62,767	57,015	62,394
Interest expense on lease liabilities	5,462	5,205	5,451	5,182
Expense relating to leases of low-value assets	4,685	602	4,685	602

22. Other current liabilities

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Value added tax payable	13,733	18,589	13,733	18,559
Withholding tax payable	6,179	7,803	6,154	7,772
Reserve for goods return	3,310	4,277	3,310	4,277
Advances received from customers	1,719	1,546	1,696	1,542
Others	1,146	1,197	1,133	1,182
Total other current liabilities	26,087	33,412	26,026	33,332

23. Provision for long-term employee benefits

Provision for long-term employee benefits, which represents compensation payable to employees after they retire, was as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Provision for employee benefits				
at the beginning of year	92,900	87,914	92,264	86,941
Included in profit or loss:				
Current service cost	10,765	7,851	10,952	7,696
Interest cost	2,490	1,738	2,490	1,738
Included in other comprehensive income:				
Actuarial loss arising from				
- Demographic assumption changes	-	6,484	-	6,484
- Financial assumptions changes	-	(4,556)	-	(4,556)
- Experience adjustment	-	14,576	-	14,576
Benefits paid during the year	(10,924)	(21,107)	(10,924)	(20,615)
Provision for long-term employee benefits				
at the end of year	95,231	92,900	94,782	92,264

The Group expects to pay by Baht 5.3 million of long-term employee benefits during next year (2023: Baht 9.9 million) (the Company only: Baht 5.3 million (2023: Baht 9.9 million)).

As at 31 December 2024, the weighted average duration of the liabilities for long-term employee benefit is approximately 13 years (2023: 13 years) (the Company only: 13 years (2023: 13 years)).

Significant actuarial assumptions are summarised below:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Discount rate	2.87	2.87	2.87	2.87
Salary increase rate	6.00	6.00	6.00	6.00
Staff turnover rates	8 - 35	8 - 35	8 - 35	8 - 35

The result of sensitivity analysis for significant assumptions that effect the present value of the long-term employee benefit obligation as at 31 December 2024 and 2023 are summarised below:

Consolidated financial statements						
		Obligation change			Obligation change	
	Increase	2024	2023	Decrease	2024	2023
	(%)	(Million Baht)	(Million Baht)	(%)	(Million Baht)	(Million Baht)
Discount rate	0.50	(4.36)	(4.15)	(0.50)	4.69	4.47
Salary increase rate	1.00	10.13	8.75	(1.00)	(8.91)	(7.70)
Staff turnover rates	20.00	(15.97)	(13.78)	(20.00)	20.84	17.87
Separate financial statements						
		Obligation change			Obligation change	
	Increase	2024	2023	Decrease	2024	2023
	(%)	(Million Baht)	(Million Baht)	(%)	(Million Baht)	(Million Baht)
Discount rate	0.50	(4.36)	(4.15)	(0.50)	4.69	4.47
Salary increase rate	1.00	10.13	8.75	(1.00)	(8.91)	(7.70)
Turnover rates	20.00	(15.97)	(13.78)	(20.00)	20.84	17.87

24. Share capital

On 14 July 2023, the Board of Directors' Meeting passed the resolution approving details of the share allocation of the Company not more than 155 million additional shares capital with a par value of Baht 1 each for the initial public offering. In July 2023, the Company offered additional ordinary shares to the public, patrons of the Company and its subsidiary, directors, executives, and employees of the Company and its subsidiary totaling 155 million shares at a par value of Baht 1 each at the offering price of Baht 8.5 each, totaling Baht 1,317.5 million. The Company received full payment of the share subscription and registered the change of its issued and paid-up share capital from Baht 390 million (390 million ordinary shares with a par value of Baht 1 each) to Baht 545 million (545 million ordinary shares with a par value of Baht 1 each) with the Ministry of Commerce on 26 July 2023. The Stock Exchange of Thailand approved the 545 million ordinary shares with a par value of Baht 1 each as listed securities, with trading permitted on 3 August 2023.

The Company incurred expenses relating to the additional shares offering approximately Baht 25.3 million (net of income tax), and these expenses were recorded as a deduction against share premium in the shareholders' equity.

On 24 April 2024, the Company's Annual General Meeting of shareholders passed the resolutions approving the reduction of the Company's registered share capital from Baht 560 million (representing 560 million ordinary shares with a par value of Baht 1 each) to Baht 545 million (representing 545 million ordinary shares with a par value of Baht 1 each). The reduction involved the cancellation of 15 million unallocated ordinary shares to align the registered share capital with the issued and paid-up capital. The Company already registered the capital reduction with the Ministry of Commerce on 3 May 2024.

25. Statutory reserve

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to set aside a statutory reserve at least 5 percent of its net profit after deducting accumulated deficit brought forward (if any), until the reserve reaches 10 percent of the registered capital. The statutory reserve is not available for dividend distribution. At present, the statutory reserve has fully been set aside.

26. Surplus on revaluation of assets

This represents surplus arising from revaluation of land as follow:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Balance - beginning of year	528,371	476,372	528,371	476,372
Add: Revaluation increase (net of income tax)	-	51,999	-	51,999
Balance - end of year	528,371	528,371	528,371	528,371

The revaluation surplus can neither be offset against deficit nor used for dividend payment.

27. Finance cost

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Interest expenses on borrowings	47,597	74,734	46,398	73,246
Interest expenses on lease liabilities	5,462	5,205	5,451	5,182
Total	53,059	79,939	51,849	78,428

28. Expenses by nature

Significant expenses classified by nature are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Decrease in changes in inventories	79,751	254,782	99,108	253,297
Purchase of goods, raw material and packaging	4,709,429	4,349,487	4,613,484	4,278,298
Salaries and wages and other employee benefits	999,862	954,409	995,436	945,129
Advertising and sales promotions expenses	463,386	383,560	463,380	383,433
Depreciation and amortisation expenses	212,722	181,262	211,135	179,550
Utilities expenses	103,034	103,649	101,980	102,498
Rental and service expenses	7,223	5,759	7,223	5,759
Repair and maintenance	46,584	36,895	46,521	36,615

29. Income tax

Income tax expense for the years ended 31 December 2024 and 2023 were made up as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Current income tax:				
Current income tax for the year	111,087	74,237	111,087	74,237
Deferred tax:				
Deferred tax from temporary differences and reversal of temporary differences	(5,687)	6,102	(5,687)	6,102
Income tax expense reported in income statement	105,400	80,339	105,400	80,339

The amounts of income tax relating to each component of other comprehensive income for the years ended 31 December 2024 and 2023 are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Deferred tax on:				
Actuarial loss	-	(3,301)	-	(3,301)
Financial assets measured at FVOCI	1,292	(433)	1,292	(433)
Changes in revaluation of assets	-	12,999	-	12,999
	<u>1,292</u>	<u>9,265</u>	<u>1,292</u>	<u>9,265</u>

The amounts of current tax and deferred tax that recognised directly in equity for the years ended 31 December 2024 and 2023 are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Current income tax:				
Current income tax on transaction costs for issued share capital	-	(6,325)	-	(6,325)
	<u>-</u>	<u>(6,325)</u>	<u>-</u>	<u>(6,325)</u>

The reconciliations between accounting profit and income tax expense are shown below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Accounting profit before tax	511,233	386,241	516,668	386,002
Applicable tax rate	20%	20%	20%	20%
Accounting profit before tax multiplied by income tax rate	102,247	77,248	103,334	77,200
Effects of:				
Non-deductible expenses	955	7,402	929	7,281
Additional expense deductions allowed	(506)	(12,787)	(506)	(12,784)
Tax losses for which deferred tax assets were not recognised	927	-	-	-
Others	1,777	8,476	1,643	8,642
Total	<u>3,153</u>	<u>3,091</u>	<u>2,066</u>	<u>3,139</u>
Income tax expense reported in the statement of income	<u>105,400</u>	<u>80,339</u>	<u>105,400</u>	<u>80,339</u>

The components of deferred tax assets and deferred tax liabilities are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Deferred tax assets				
Allowance for expected credit losses	4,935	8,855	4,935	8,855
Allowance for impairment of machinery and equipment	10,194	5,975	10,194	5,975
Allowance for diminution in value of inventories	16,875	10,045	16,875	10,045
Provision for long-term employee benefits	18,957	21,754	18,957	21,754
Reserve for goods return	662	855	662	855
Liabilities from foreign currency forward contracts	597	784	597	784
Leases	930	695	930	695
Total	53,150	48,963	53,150	48,963
Deferred tax liabilities				
Assets arising from foreign currency forward contracts	(46)	(122)	(46)	(122)
Surplus on revaluation of land	(132,093)	(132,093)	(132,093)	(132,093)
Unrealised fair value from gain on investments	(1,913)	(621)	(1,913)	(621)
Assets from partial business transferred	(9,333)	(10,757)	(9,333)	(10,757)
Increase of fair value of assets from acquisition of investment in subsidiary	(325)	(325)	-	-
Total	(143,710)	(143,918)	(143,385)	(143,593)
Deferred tax liabilities - net	(90,560)	(94,955)	(90,235)	(94,630)

As at 31 December 2024, the subsidiary has deductible temporary differences and unused tax losses totaling Baht 15.7 million (2023: Baht 10.1 million), on which deferred tax assets have not been recognised as the subsidiary believes future taxable profits may not be sufficient to allow utilisation of the temporary differences and unused tax losses.

Details of expiry date of unused tax losses of the subsidiary are summarised as below:

	(Unit: Million Baht)	
	2024	2023
31 December 2027	6.9	6.9
31 December 2029	4.6	-
	11.5	6.9

30. Earnings per share

Basic earnings per share is calculated by dividing profit for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year.

The following presentation sets forth the computation of basic earnings per share:

	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Profit for the year (Thousand Baht)	405,834	305,902	411,268	305,663
Weighted average number of ordinary shares (Thousand shares)	545,000	457,521	545,000	457,521
Earnings per share (Baht/Share)	0.74	0.67	0.75	0.67

31. Segment information

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance. The chief operating decision maker has been identified as Executive Committee.

The Group is principally engaged in the import, manufacturing and distribution of food and bread products. Its operations are carried on only in Thailand. Segment performance is measured based on operating profit or loss, on a basis consistent with that used to measure operating profit or loss in the financial statements. As a result, all of the revenues, operating profits and assets as reflected in these financial statements pertain exclusively to the aforementioned reportable operating segment and geographical area.

Geographic information

Revenue from external customers is based on locations of the customers.

			(Unit: Thousand Baht)	
	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Revenue from external customers				
Local	7,415,232	6,831,290	7,330,922	6,751,775
Overseas	328,175	325,666	328,175	325,666
Total	7,743,407	7,156,956	7,659,097	7,077,441

Major customers

For the year 2024, the Group has revenue from 2 major customers in amount of total Baht 1,932 million (2023: Baht 1,518 million derived from 2 major customers).

32. Provident fund

The Group and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. Both employees and the Group contribute to the fund monthly at the rates of 3% - 15% of basic salary. The fund, which is managed by Eastspring Asset Management (Thailand) Co., Ltd., will be paid to employees upon termination in accordance with the fund rules. During the year 2024, the Group contributed Baht 32.0 million to the fund (2023: Baht 31.2 million) (the Company only: Baht 31.9 million (2023: Baht 31.1 million)).

33. Dividends paid

Dividends	Approved by	Total dividends (Million Baht)	Dividend per share (Baht)
<u>2024</u>			
Final dividends for 2023	Annual General Meeting of the shareholders on 24 April 2024	<u>163.50</u>	<u>0.30</u>
<u>2023</u>			
Interim dividends for 2023	Annual General Meeting of the shareholders on 7 April 2023	<u>124.80</u>	<u>0.32</u>

34. Commitments and contingent liabilities

34.1 Purchasing goods and other materials commitments

As at 31 December 2024, the Company had commitments with respect to purchasing of goods and other materials of Baht 582.9 million, USD 24.9 million, EUR 4.3 million, and DKK 1.6 million (2023: Baht 44.9 million, USD 13.6 million, EUR 2.6 million, and DKK 4.5 million) (The subsidiary: Nil).

34.2 Capital commitments

As at 31 December 2024, the Company had capital commitments of Baht 84.1 million (2023: Baht 129.2 million, EUR 0.2 million), relating to warehouse construction, office building renovation and acquisitions of machinery and computer software (The subsidiary: Nil).

34.3 Service agreements and operating lease commitments

The Company has entered into several service and low-value leases of equipment agreements. The terms of the agreements are generally between 1 and 5 years.

As at 31 December 2024 and 2023, future minimum lease payments required under these non-cancellable operating leases contracts and service agreements were as follows.

	(Unit: Million Baht)	
	2024	2023
Payable:		
In up to 1 year	5.5	2.0
In over 1 and up to 5 years	6.2	0.1
(The subsidiary: Nil)		

34.4 Bank guarantees

Bank guarantees issued by banks on behalf of the Company were summarised below.

	(Unit: Million Baht)	
	2024	2023
<u>Guarantee for</u>		
Contractual performance	3.2	1.6
Electricity usage	15.4	13.9
Total	18.6	15.5

(The subsidiary: Nil)

35. Fair value hierarchy

As at 31 December 2024 and 2023, the Group had assets and liabilities that were measured at fair value using different levels of inputs as follows:

	(Unit: Million Baht)			
	Consolidated financial statements			
	As at 31 December 2024			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Financial assets measured at FVOCI				
Equity investments	17.2	-	-	17.2
Financial assets measured at FVTPL				
Investment units	-	19.1	-	19.1
Derivatives				
Foreign currency forward contracts	-	0.2	-	0.2
Land	-	826.3	-	826.3
Liabilities measured at fair value				
Derivatives				
Foreign currency forward contracts	-	3.0	-	3.0

(Unit: Million Baht)

Consolidated financial statements

As at 31 December 2023

	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Financial assets measured at FVOCI				
Equity investments	10.8	-	-	10.8
Derivatives				
Foreign currency forward contracts	-	0.6	-	0.6
Land	-	826.3	-	826.3
Liabilities measured at fair value				
Derivatives				
Foreign currency forward contracts	-	4.0	-	4.0

(Unit: Million Baht)

Separate financial statements

As at 31 December 2024

	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Financial assets measured at FVOCI				
Equity investments	17.2	-	-	17.2
Financial assets measured at FVTPL				
Investment units	-	19.1	-	19.1
Derivatives				
Foreign currency forward contracts	-	0.2	-	0.2
Land	-	826.3	-	826.3
Liabilities measured at fair value				
Derivatives				
Foreign currency forward contracts	-	3.0	-	3.0

(Unit: Million Baht)

Separate financial statements				
As at 31 December 2023				
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Financial assets measured at FVOCI				
Equity investments	10.8	-	-	10.8
Derivatives				
Foreign currency forward contracts	-	0.6	-	0.6
Land	-	826.3	-	826.3
Liabilities measured at fair value				
Derivatives				
Foreign currency forward contracts	-	3.9	-	3.9

36. Financial instruments

36.1 Derivatives

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2024	2023	2024	2023
Derivative assets				
Derivative assets not designated as hedging instruments				
Foreign exchange forward contracts	230	607	230	607
Total derivative assets	<u>230</u>	<u>607</u>	<u>230</u>	<u>607</u>
Derivative liabilities				
Derivatives liabilities not designated as hedging instruments				
Foreign exchange forward contracts	3,042	3,978	2,983	3,919
Total derivative liabilities	<u>3,042</u>	<u>3,978</u>	<u>2,983</u>	<u>3,919</u>

Derivatives not designated as hedging instruments

The Group uses foreign exchange forward contracts to manage some of its transaction exposures. The contracts are entered into for periods consistent with foreign currency exposure of the underlying transactions, generally from 1 to 12 months.

36.2 Financial risk management objectives and policies

The Group's financial instruments principally comprise cash and cash equivalents, trade accounts receivable, investments, trade and other payables, lease liabilities, loans from banks. The financial risks associated with these financial instruments and how they are managed is described below.

Credit risk

The Group is exposed to credit risk primarily with respect to trade accounts receivable, deposits with banks and other financial instruments. Except for derivatives, the maximum exposure to credit risk is limited to the carrying amounts as stated in the statement of financial position. The Group's maximum exposure relating to derivatives is noted in the liquidity risk topic.

Trade receivables

The Group manages the risk by adopting appropriate credit control policies and procedures and therefore does not expect to incur material financial losses. Outstanding trade receivables are regularly monitored.

An impairment analysis is performed at each reporting date to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar credit risks. The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

Financial instruments and cash deposits

The Group manages the credit risk from balances with banks by making investments only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Company's Board of Directors on an annual basis and may be updated throughout the year subject to approval of the Group's Executive Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through a counterparty's potential failure to make payments.

The credit risk on debt instruments and derivatives is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

Market risk

The Group has 3 types of market risk such as interest rate risk, foreign currency risk and goods and raw materials risk. To mitigate these risks, the Group has implemented measures to control and manage fluctuations in prices at an appropriate level. This process begins with the selection of suppliers, where a register of major suppliers of goods and raw materials, both domestic and overseas, is maintained. This ensures confidence in the reliability and capability of suppliers to continuously and adequately provide the required quantity of goods and raw materials to the Group, at suitable prices and conditions. Furthermore, a Strategic Commodity Procurement Committee (SCPC) has been established to monitor the price and quantity situation of consumer goods and to plan procurement strategies. This involves specifying the purchase quantity, price range, and timing of procurement of consumer goods appropriately. The key objective is to reduce the risk of price fluctuations and enhance the competitive advantage in terms of raw material costs for the Group.

Foreign currency risk

The Group's exposure to the foreign currency risk relates primarily to its trading transactions that are denominated in foreign currencies including obligations regarding the purchase of goods to be delivered within one year. The Group seeks to reduce this risk by entering into foreign exchange forward contracts when it considers appropriate. Generally, the forward contracts mature within one year.

As at 31 December 2024 and 2023, the balances of financial assets and liabilities denominated in foreign currencies are summarised below.

Consolidated financial statements						
Foreign currency	Financial assets		Financial liabilities		Average exchange rate	
	2024	2023	2024	2023	2024	2023
	(Million)	(Million)	(Million)	(Million)	(Baht per 1 foreign currency unit)	
Australian Dollar	-	-	0.39	0.74	21.1800	23.4595
Swiss Franc	-	-	0.05	0.10	37.7009	40.7035
Danish Krone	-	-	1.08	0.38	4.7516	5.1053
Euro	-	-	0.90	1.17	35.4284	38.0334
Japanese Yen	-	-	5.11	2.66	0.2155	0.2423
US Dollar	1.68	2.00	3.97	2.34	33.9879	34.2233

Separate financial statements

Foreign currency	Financial assets		Financial liabilities		Average exchange rate	
	2024	2023	2024	2023	2024	2023
	(Million)	(Million)	(Million)	(Million)	(Baht per 1 foreign currency unit)	
Australian Dollar	-	-	0.39	0.74	21.1800	23.4595
Swiss Franc	-	-	0.05	0.10	37.7009	40.7035
Danish Krone	-	-	1.08	0.38	4.7516	5.1053
Euro	-	-	0.90	1.17	35.4284	38.0334
Japanese Yen	-	-	5.11	2.66	0.2155	0.2423
US Dollar	1.68	2.00	3.74	2.24	33.9879	34.2233

As at 31 December 2024 and 2023, the Company has outstanding foreign exchange contracts outstanding as follow.

Consolidated financial statements

31 December 2024			
Foreign currency	Bought amount	Contractual exchange rate bought	Contractual maturity date
	(Million)	(Baht per foreign currency unit)	
US Dollar	6.23	32.8550 - 35.7953	February 2025 - January 2026
Euro	1.00	35.6500 - 39.2504	April - July 2025
Swiss Franc	0.01	39.2800	May 2025
Denish Krone	1.86	4.8050 - 4.8800	May - July 2025

Consolidated financial statements

31 December 2023			
Foreign currency	Bought amount	Contractual exchange rate bought	Contractual maturity date
	(Million)	(Baht per foreign currency unit)	
US Dollar	3.92	33.7100 - 36.6000	April - December 2024
Euro	1.39	37.8800 - 38.6465	January - July 2024
Australian Dollar	0.75	23.5200	March 2024
Denish Krone	0.53	5.1250 - 5.1400	June 2024

Separate financial statements

31 December 2024			
Foreign currency	Bought amount	Contractual exchange rate bought	Contractual maturity date
	(Million)	(Baht per foreign currency unit)	
US Dollar	6.23	32.8550 - 35.7953	February 2025 - January 2026
Euro	1.00	35.6500 - 39.2504	April - July 2025
Swiss Franc	0.01	39.2800	May 2025
Danish Krone	1.86	4.8050 - 4.8800	May - July 2025

Separate financial statements

31 December 2023			
Foreign currency	Bought amount	Contractual exchange rate bought	Contractual maturity date
	(Million)	(Baht per foreign currency unit)	
US Dollar	3.81	33.7100 - 36.6000	April - December 2024
Euro	1.39	37.8800 - 38.6465	January - July 2024
Australian Dollar	0.75	23.5200	March 2024
Danish Krone	0.53	5.1250 - 5.1400	June 2024

Interest rate risk

As at 31 December 2024 and 2023, the Group's exposure to interest rate risk relates primarily to its cash at banks, short-term loans from banks, and long-term loans from banks. Most of the Group's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate as follow:

(Unit: Million Baht)

Consolidated financial statements						
As at 31 December 2024						
Fixed interest rate		Floating interest rate	Non-interest bearing	Total	Effective interest rates	(% per annum)
Within 1 year	1 - 5 years					
Financial Assets						
Cash and cash equivalent	-	-	59	5	64	0.15 - 0.55
Trade and other receivables	-	-	-	1,866	1,866	-
Other current financial assets	-	-	-	19	19	-
Restricted bank deposit	1	-	-	-	1	0.65
Other non-current financial assets	-	-	-	17	17	-
Financial liabilities						
Short-term loans from banks	1,518	-	-	-	1,518	2.55 - 3.34
Trade and other payables	-	-	-	1,141	1,141	-
Other current financial liabilities	-	-	-	3	3	-
Lease liabilities	56	59	-	-	115	3.75 - 5.55
Long-term loans from banks	-	-	6	-	6	MLR - 0.5 to MLR - 3.0

(Unit: Million Baht)

Consolidated financial statements						
As at 31 December 2023						
Fixed interest rate		Floating interest rate	Non- interest bearing	Total	Effective interest rates (% per annum)	
Within 1 year	1 - 5 years					
Financial Assets						
Cash and cash equivalent	-	-	175	159	334	0.15 - 0.60
Trade and other receivables	-	-	-	1,623	1,623	-
Other current financial assets	-	-	-	1	1	-
Restricted bank deposit	1	-	-	-	1	0.65
Other non-current financial assets	-	-	-	11	11	-
Financial liabilities						
Short-term loans from banks	1,826	-	-	-	1,826	3.10 - 3.60
Trade and other payables	-	-	-	977	977	-
Other current financial liabilities	-	-	-	4	4	-
Lease liabilities	49	60	-	-	109	3.75 - 5.55
Long-term loans from banks	-	-	12	-	12	MLR - 0.5 to MLR - 3.0

(Unit: Million Baht)

Separate financial statements						
As at 31 December 2024						
	Fixed interest rate		Floating interest rate	Non-interest bearing	Total	Effective interest rates (% per annum)
	Within 1 year	1 - 5 years				
Financial Assets						
Cash and cash equivalent	-	-	53	5	58	0.15 - 0.55
Trade and other receivables	-	-	-	1,850	1,850	-
Short-term loans to subsidiary	40	-	-	-	40	3.38
Other current financial assets	-	-	-	19	19	-
Restricted bank deposit	1	-	-	-	1	0.65
Other non-current financial assets	-	-	-	17	17	-
Financial liabilities						
Short-term loans from banks	1,496	-	-	-	1,496	2.55 - 3.34
Trade and other payables	-	-	-	1,131	1,131	-
Other current financial liabilities	-	-	-	3	3	-
Lease liabilities	56	59	-	-	115	3.75 - 5.55

(Unit: Million Baht)

Separate financial statements						
As at 31 December 2023						
	Fixed interest rate		Floating interest rate	Non-interest bearing	Total	Effective interest rates (% per annum)
	Within 1 year	1 - 5 years				
Financial Assets						
Cash and cash equivalent	-	-	167	159	326	0.15 - 0.60
Trade and other receivables	-	-	-	1,614	1,614	-
Short-term loans to subsidiary	12	-	-	-	12	3.48 - 3.79
Other current financial assets	-	-	-	1	1	-
Restricted bank deposit	1	-	-	-	1	0.65
Other non-current financial assets	-	-	-	11	11	-
Financial liabilities						
Short-term loans from banks	1,806	-	-	-	1,806	3.10 - 3.60
Trade and other payables	-	-	-	973	973	-
Other current financial liabilities	-	-	-	4	4	-
Lease liabilities	49	60	-	-	109	3.75 - 5.55

Liquidity risk

The Group manages the risk of a shortage of liquidity through the use of bank overdrafts, bank loans and lease contracts. The Group has assessed the concentration of risk with respect to refinancing its debts and concluded it to be low. The Group has access to a sufficient variety of sources of funding.

The table below summarises the maturity profile of the Group's non-derivative financial liabilities and derivative financial instruments as at 31 December 2024 and 2023 based on contractual undiscounted cash flows:

(Unit: Thousand Baht)

Consolidated financial statements			
31 December 2024			
	Less than 1 year	1 to 5 years	Total
Non-derivatives			
Short-term loans from banks	1,525,491	-	1,525,491
Trade and other payables	1,141,061	-	1,141,061
Lease liabilities	61,003	63,502	124,505
Long-term loans from banks	5,633	-	5,633
Total non-derivatives	2,733,188	63,502	2,796,690
Derivatives			
Derivative liabilities: Cash outflows	3,042	-	3,042
Total derivatives	3,042	-	3,042

(Unit: Thousand Baht)

Consolidated financial statements			
31 December 2023			
	Less than 1 year	1 to 5 years	Total
Non-derivatives			
Short-term loans from banks	1,836,864	-	1,836,864
Trade and other payables	976,537	-	976,537
Lease liabilities	52,702	62,781	115,483
Long-term loans from banks	6,784	5,436	12,220
Total non-derivatives	2,872,887	68,217	2,941,104
Derivatives			
Derivative liabilities: Cash outflows	3,978	-	3,978
Total derivatives	3,978	-	3,978

(Unit: Thousand Baht)

Separate financial statements			
31 December 2024			
	Less than 1 year	1 to 5 years	Total
Non-derivatives			
Short-term loans from banks	1,503,250	-	1,503,250
Trade and other payables	1,131,280	-	1,131,280
Lease liabilities	60,668	63,502	124,170
Total non-derivatives	2,695,198	63,502	2,758,700
Derivatives			
Derivative liabilities: Cash outflows	2,983	-	2,983
Total derivatives	2,983	-	2,983

(Unit: Thousand Baht)

Separate financial statements			
31 December 2023			
	Less than 1 year	1 to 5 years	Total
Non-derivatives			
Short-term loans from banks	1,816,721	-	1,816,721
Trade and other payables	973,269	-	973,269
Lease liabilities	52,378	62,782	115,160
Total non-derivatives	2,842,368	62,782	2,905,150
Derivatives			
Derivative liabilities: Cash outflows	3,919	-	3,919
Total derivatives	3,919	-	3,919

36.3 Fair values of financial instruments

Since the majority of the Group's financial instruments are short-term in nature or carrying interest at rates close to the market interest rates, their fair value is not expected to be materially different from the amounts presented in statement of financial position.

The methods and assumptions used by the Grouping estimating the fair value of financial instruments are as follows:

- For financial assets and liabilities which have short-term maturities, including cash and cash equivalents, trade and other receivables, short-term loans to subsidiary, short-term loans from banks and trade and other payables, the carrying amounts in the statement of financial position approximate their fair value.

- b) The fair value of equity securities is generally derived from quoted market prices.
- c) The carrying amounts of long-term loans carrying interest at rates approximating the market rate, in the statement of financial position approximates their fair value.
- d) The fair value of derivatives has been determined using a discounted future cash flow model and a valuation model technique. Most of the inputs used for the valuation are observable in the relevant market, such as yield curves of the respective currencies.

During the current year, there were no transfers within the fair value hierarchy.

37. Capital management

The primary objective of the Group's capital management is to ensure that it has appropriate capital structure in order to support its business and maximise shareholders value. As at 31 December 2024, the Group's debt-to-equity ratio was 1.04:1 (2023: 1.18:1) and the Company's was 1.02:1 (2023: 1.16:1).

38. Events after the reporting period

On 27 February 2025, the Board of Directors' Meeting No. 2/2025 passed a resolution to propose to the 2025 Annual General Meeting of shareholders for approval of a dividend payment from the net profit for the year 2024 to the shareholders at a rate of Baht 0.41 per share, totaling Baht 223.5 million.

39. Approval of financial statements

These financial statements were authorised for issue by the Company's Board of Directors on 27 February 2025.



Part
Attachment

4

Attachments 1

Information of Directors, Management, Controlling Person, Financial Controller, Accounting Controller, and Company Secretary

1. Details of Directors, Executives, and the Company Secretary

1.1 Details of Directors, Management, Controlling Person, Financial Controller, Accounting Controller



Educational Qualifications / Training History:

- Doctorate in Economics, Massachusetts Institute of Technology, USA
- Bachelor's Degree in Economics, William College, USA
- Director Certification Program (DCP) Class 77 / 2006
- Director Accreditation Program (DAP) Class 11 / 2004

Work Experience :

2022 - present	Chairman KCG Corporation Public Company Limited / Food Business
2015 - 2021	Chairman Stock Exchange of Thailand / Capital Market
2019 - 2021	Chairman Capital Market Development Fund / Capital Market

Shareholding Percentage in the Company (%)¹: 0.1064

Family Relationships between Directors and Executives: - none -

Mr. Chaiyawat Wibulswasdi

Chairman

Age: 78 years

Appointment Date:

December 7, 2022

¹Shareholding percentage in the Company from the list of shareholders as of January 10, 2025, including the percentage of shareholdings of connected persons as specified in the notifications of the SEC Office Announcement No. Sor.Jor. 38 / 2018.



Mr. Tong Dhiranusornkit
Vice Chairman and Chairman of the
Executive Committee

Age: 81 years

Appointment Date:
December 7, 2022

Educational Qualifications / Training History:

- The Honorary Doctorate of Arts, Kasem Bundit University
- Mini Master of Management Program, Mahidol International Management College (CMMU)
- The Role of Chairman Program (RCP) No. 49 / 2022

Work Experience

2022 - present Director KCG Corporation Public Company Limited /
Food Business

1985 - 2021 Chairman KCG Corporation Company Limited / Food Business

Shareholding Percentage in the Company (%)¹: 1.9376

Family Relationships between Directors and Executives:

1. Father of Mr. Thawach / Mr. Monsarn / Mr. Pumin
2. Uncle of Mr. Damrong / Mrs. Suwanna / Mr. Damrongchai /
Mr. Damrongkich (Vipawatanakul)



Mr. Chaiyanandh Lapitananuvat
Vice Chairman, Executive Committee and
the Nomination and Remuneration
Committee

Age: 69 years

Appointment Date:
December 7, 2022

Educational Qualifications / Training History:

- Senior Executive Program, Sasin Graduate Institute of Business Administration
- Master of Business Administration, University of South Alabama
- Bachelor's Degree in Accounting, Finance and Banking, Thammasat University
- Director Accreditation Program (DAP) Class 4 / 2003

Work Experience

2022 - present Director KCG Corporation Public Company Limited /
Food Business

1999 - present Director Thai Nam Plastic Public Company Limited /
Artificial Leather Business

2014 - 2021 Company Consultant KCG Corporation Public Company Limited /
Food Business

Shareholding Percentage in the Company (%)¹: 0.0367

Family Relationships between Directors and Executives: - none -

¹Shareholding percentage in the Company from the list of shareholders as of January 10, 2025, including the percentage of shareholdings of connected persons as specified in the notifications of the SEC Office Announcement No. SorJor. 38 / 2018.



Miss Nangnoi Charoenthaveesub

Independent Director, Chairman of the Audit Committee, Member of the Nomination and Compensation Committee, and Member of the Corporate Governance and Sustainability Committee

Age: 73 years

Appointment Date:

December 7, 2022

Educational Qualifications / Training History:

- Master of Accounting, Chulalongkorn University
- Bachelor of Accounting, Chulalongkorn University
- Certified Public Accountant, Federation of Accounting Professions
- Director Certification Program (DCP) Class 119 / 2009

Work Experience

- 2021 - present Independent Director KCG Corporation Public Company Limited / Food Business
- 2021 - present Chairman of the Audit Committee National Village and Urban Community Fund / Government Agencies
- 2021 - present Chairman of the Audit Committee Office of Small and Medium Enterprises Promotion / Government Agency
- 2017 - present Independent Director Silpakorn University / Government Agency

Shareholding Percentage in the Company (%)¹: 0.0367

Family Relationships between Directors and Executives: - none -



Mr. Poonsawat Phoaprapat

Independent Director, Audit Committee Member, Co - Chairman of the Corporate Governance and Sustainability Committee, and Information Technology Committee

Age: 70 years

Appointment Date:

December 7, 2022

Educational Qualifications / Training History:

- Master of Engineering Department of Structural Engineering, Chulalongkorn University
- Bachelor of Engineering Program in Civil Engineering, Chiang Mai University
- Senior Executive Course, Capital Market Academy (CMA Program), Class 25, Capital Market Academy Course.
- Strategy and Innovation for Business in ASIA (SIBA), Business and Innovation, College of Management, Mahidol University and MIT Sloan Executive Education,
- Certificate of Management Development Program (MDP), Business Management, Siam Cement Training Center in Association with Wharton School, University of Pennsylvania
- Director Certification Program (DCP) Class 316 / 2022

Work Experience

- 2023 - present Independent Director Teekha Construction Public Company Limited / Construction
- 2022 - present Independent Director KCG Corporation Public Company Limited / Food Business
- 2020 - present Executive Committee Thai Rice Foundation Under Royal Patronage / Foundation
- 2019 - present Advisor to the Executive Committee CP All Public Company Limited / Retail business

Shareholding Percentage in the Company (%)¹: 0.0367

Family Relationships between Directors and Executives: - none -

¹Shareholding percentage in the Company from the list of shareholders as of January 10, 2025, including the percentage of shareholdings of connected persons as specified in the notifications of the SEC Office Announcement No. Sor.Jor. 38 / 2018.



Mr. Songtham Phianpattanawit

Independent Director, Chairman of the Information Technology Committee, Member of the Corporate Governance and Sustainability Committee, and Member of the Nomination and Remuneration Committee

Age: 66 years

Appointment Date:

December 7, 2022

Educational Qualifications / Training History:

- Bachelor of Science, Computer Science, University of South Alabama
- Director Certification Program (DCP) Class 54 / 2005
- Director Diploma Examination (Exam) Class 16 / 2005

Work Experience

- | | |
|----------------|--|
| 2024 - Present | Independent Director Monix co.LTD / IT |
| 2022 - present | Independent Director KCG Corporation Public Company Limited / Food Business |
| 2021 - present | Chief Executive Officer O2O Digital Company Limited. / IT |
| 2019 - present | Independent Director Moong Pattana International Public Company Limited / Distributes child, infant, and other products |
| 2021 - 2022 | Independent Director International Research Corporation Public Company Limited / Distribute and provide IT information system development services |
| 2003 - 2021 | Consultant True Corporation Public Company Limited / Mobile phone services |
| 2019 - 2021 | Director Freewill Solutions Company Limited / Software consulting |

Shareholding Percentage in the Company (%)¹: 0.2988

Family Relationships between Directors and Executives: - none -



Mr. Chakrit Tachanaparak

Independent Director, Audit Committee Member, Chairman of the Nomination and Remuneration Committee, and Member of the Information Technology Committee

Age: 62 years

Appointment Date:

December 7, 2022

Educational Qualifications / Training History:

- Bachelor's Degree in Education, Silpakorn University
- Advanced Management Program Omnicom University Training
- Director Certification Program (DCP) No. 317 / 2022

Work Experience

- | | |
|---------------------|---|
| 2021 - present | Independent Director KCG Corporation Public Company Limited / Food Business |
| 2000 - January 2025 | Chief Executive Officer TBWA (Thailand) Company Limited / Creative advertising media services |
| 2021 - present | Independent Director KCG Corporation Public Company Limited / Food Business |
| 2020 - present | Executive Committee Thai Rice Foundation Under Royal Patronage / Foundation |
| 2019 - present | Advisor to the Executive Committee CP All Public Company Limited / Retail business |

Shareholding Percentage in the Company (%)¹: 0.0220

Family Relationships between Directors and Executives: - none -

¹Shareholding percentage in the Company from the list of shareholders as of January 10, 2025, including the percentage of shareholdings of connected persons as specified in the notifications of the SEC Office Announcement No. SorJor. 38 / 2018.



Mr. Vichan Amornrojanawong

Director, Executive Committee and Co
- Chairman of the Good Corporate
Governance and Sustainability
Committee

Age: 73 years

Appointment Date:

December 7, 2022

Educational Qualifications / Training History:

- Master of Business Administration, Thammasat University
- Bachelor of Law, Thammasat University
- Bachelor of Accounting, Chulalongkorn University
- Director Certification Program (DCP) Class 17 / 2002

Work Experience

2022 - Present Director, KCG Corporation Public Company Limited / Food Business
2019 - Present Director, NC Housing Ablic Compu Liri / Real Esto-Devl.
2015 - Present Executive, Committee thet thongenod Pel,
Bouglat libgona Asset Management

Shareholding Percentage in the Company (%)¹: 0.0018

Family Relationships between Directors and Executives: - none -



Mr. Damrong Vipawatanakul

Director and Executive Committee

Age: 64 years

Appointment Date:

December 7, 2022

Educational Qualifications / Training History:

- International Business Administration, Singapore
- Commercial Vocational Certificate, Viriyaphanit
- Director Certification Program (DCP) Class 188 / 2014

Work Experience

2021 - present Director KCG Corporation Public Company Limited /
Food Business
2020 - present Director Kim Chua Group Company Limited
2016 - 2020 Deputy Managing Director
KCG Corporation Public Company Limited / Food Business

Shareholding Percentage in the Company (%)¹: 2.4220

Family Relationships between Directors and Executives:

1. Mr. Tong's nephew
2. Elder brother of Mrs. Svanna / Mr. Damrongchai
3. Cousin of Mr. Thawach / Mr. Monsarn / Mr. Pumin

¹Shareholding percentage in the Company from the list of shareholders as of January 10, 2025, including the percentage of shareholdings of connected persons as specified in the notifications of the SEC Office Announcement No. Sor.Jor. 38 / 2018.



Mrs. Suwanna Mahakanjana

Director of the Corporate Governance and Sustainability Committee

Age: 63 years

Appointment Date:

December 7, 2022

Educational Qualifications / Training History:

- Mini Master of Management Program, Mahidol International Management College (CMMU)
- IPO Focus No. 1, Stock Exchange of Thailand
- Innovation Driven Enterprise to Initial Public Offering (IDE to IPO) Course, National Innovation Agency (Public Organization) and the Stock Exchange of Thailand
- Formula for success in family business sustainability, Stock Exchange of Thailand
- Health Media Course (Health Ambassador), Chulabhorn Royal College
- Company Secretary Basic Course (Fundamentals for Corporate Secretaries), Thai Company Secretaries Club, Thai Listed Companies Association and the Office of the SEC
- Director Accreditation Program (DAP) Class 194 / 2022
- Director Certification Program (DCP) No. 322 / 2022

Work Experience

2021 - present	Director KCG Corporation Public Company Limited / Food Business
2021 - present	Managing Director Kim Chua Group Company Limited / Real estate rental and operations
2021 - present	Managing Director Kim Chua Group Company Limited / Real estate rental and operations
2017 - 2021	EVP Corporate Support KCG Corporation Public Company Limited / Food Business

Shareholding Percentage in the Company (%)²: 2.4220

Family Relationships between Directors and Executives:

1. Mr. Tong's niece
2. Younger brother of Mr. Damrong
3. Mr. Damrongchai's older brother
4. Mr. Damrongkich's elder brother
5. Cousin of Mr. Thawach / Mr. Monsarn / Mr. Pumin



Mr. Damrongchai Vipawatanakul

Director, Member of Executive Committee, Member of Information Technology Committee, Chief Executive Officer, and Managing Director

Age: 61 years

Appointment Date:

January 1, 2024

Educational Qualifications / Training History:

- Mini Master of Management training, Mahidol International Management College (CMMU)
- Diploma, Accounting, Swinburne College Of TAFE, Australia
- Bachelor's Degree in Economics, University of the Thai Chamber of Commerce
- Director Certification Program (DCP) Class 199

Work Experience

current	Company Director / Chief Executive Officer and Managing Director KCG Corporation Public Company Limited / Food Business
2021 - 2023	Deputy Managing Director KCG Corporation Public Company Limited / Food Business
2020	Senior Deputy Managing Director KCG Corporation Public Company Limited / Food Business

Shareholding Percentage in the Company (%)²: 2.4220

Family Relationships between Directors and Executives:

1. Mr. Tong's nephew
2. Younger brother of Mr. Damrong / Mrs. Suwanna
3. Mr. Damrongkich's elder brother
4. Cousin of Mr. Thawach / Mr. Monsarn / Mr. Pumin

²Shareholding percentage in the Company from the list of shareholders as of January 10, 2025, including the percentage of shareholdings of connected persons as specified in the notifications of the SEC Office Announcement No. SorJor. 38 / 2018.



Mr. Thawach Dhiranusornkit

Director, Executive Committee, and
Deputy Managing Director -
Supporting Function

Age: 56 years

Appointment Date:
December 7, 2022

Educational Qualifications / Training History:

- Senior Executive Education Strategy and Innovation for Business in Asia, Mahidol University
- Mini Master of Management Program, Mahidol International Management College (CMMU)
- Bachelor of Science, Victoria University
- Executive level relationship development course, Department of Naval Civil Affairs
- Director Certification Program
- (DCP) Class 188 / 2014

Work Experience

- | | |
|----------------|---|
| 2022 - present | Director / Deputy Managing Director - Supporting Function
KCG Corporation Public Company Limited / Food Business |
| 2019 - present | Senior Deputy Managing Director
KCG Corporation Public Company Limited / Food Business |

Shareholding Percentage in the Company (%)¹: 1.9376

Family Relationships between Directors and Executives:

1. Son of Mr. Tong
2. Mr. Monsarn / Mr. Pumin's elder brother
3. Cousin of Mr. Damrong / Mrs. Suwanna / Mr. Damrongchai / Mr. Damrongkich



Mr. Danai Galassi

Deputy Managing Director - Operation

Age: 61 years

Appointment Date:
January 1, 2024

Educational Qualifications / Training History:

- Master's Degree, Faculty of Commerce and Accountancy (MIM), Marketing, Thammasat University
- Bachelor's Degree, Faculty of Commerce and Accountancy, Accounting Major, Chulalongkorn University

Work Experience

- | | |
|----------------|---|
| 2024 - present | Deputy Managing Director - Operation
KCG Corporation Public Company Limited / Food Business |
| 2022 - 2023 | Chief Supply Chain Management Officer
KCG Corporation Public Company Limited / Food Business |
| 2019 - 2021 | Executive Vice President Inter Express Logistics Management
Company Limited / Transportation and storage locations |

Shareholding Percentage in the Company (%)¹: 0.0422

Family Relationships between Directors and Executives: - none -

¹Shareholding percentage in the Company from the list of shareholders as of January 10, 2025, including the percentage of shareholdings of connected persons as specified in the notifications of the SEC Office Announcement No. Sor.Jor. 38 / 2018.



Mrs. Kanokwanrat Srimaneesiri

Chief Financial Officer

Age: 58 years

Appointment Date:

March 1, 2023

Educational Qualifications / Training History:

- Business Administration (MBA), Assumption University (ABAC)
- Business Administration in Accounting, Assumption University (ABAC)
- Completed 6 hours of continuous training in 2024 according to the specified qualifications for accounting and finance personnel set by the Stock Exchange of Thailand, TLCA CFO Professional Development Program (TLCA CFO CPD).

Work Experience

2023 - present Chief Financial Officer
KCG Corporation Public Company Limited / Food Business

2010 - 2023 Senior Vice President Finance &
Accounting Index Living Mall PLC / Retails

Shareholding Percentage in the Company (%)¹: 0.0037

Family Relationships between Directors and Executives: - none -



Mr. Damrongkich Vipawatanakul

Chief Technical Officer

Age: 60 years

Appointment Date:

January 1, 2024

Educational Qualifications / Training History:

- Mini Master of Management Program, Mahidol International Management College (CMMU)
- Director Certification Program (DCP) Class 188 / 2014

Work Experience

current Chief Technical Officer
KCG Corporation Public Company Limited / Food Business

2021 - 2023 Deputy Managing Director of Manufacturing and Engineering
KCG Corporation Public Company Limited / Food Business

2020 - present Deputy Managing Director of Manufacturing and Engineering
Kim Chua Group Company Limited

Shareholding Percentage in the Company (%)¹: 2.4220

Family Relationships between Directors and Executives:

1. Mr. Tong's nephew
2. Younger brother of Mr. Damrong / Mrs. Suwanna / Mr. Damrongchai
3. Cousin of Mr. Mr.Thawach / Mr. Monsarn / Mr. Pumin

¹Shareholding percentage in the Company from the list of shareholders as of January 10, 2025, including the percentage of shareholdings of connected persons as specified in the notifications of the SEC Office Announcement No. SorJor. 38 / 2018.



Mr. Monsarn Dhiranusornkit

Chief Supply Chain Management Officer

Age: 54 years

Appointment Date:

January 1, 2024

Educational Qualifications / Training History:

- Mini Master of Management Program, Mahidol International Management College (CMMU)
- Director Certification Program (DCP) Class No. 200 / 2015
- Graduated with honors From the Executive Development Program in Management Governor for senior Executives (CEDP) Class 3, Faculty of Political Science, Nakhon Phanom University
- The training course "Assessment and Development of Organizational Potential in Logistics and Supply Chain by the Logistics Division, Department of Industrial Promotion, Ministry of Industry

Work Experience

current Chief Supply Chain Management Officer
KCG Corporation Public Company Limited / Food Business

Shareholding Percentage in the Company (%)¹: 1.9376

Family Relationships between Directors and Executives:

1. Son of Mr. Tong
2. Mr. Thawach's younger brother / Mr. Pumin's older brother
3. Cousin of Mr. Damrong / Mrs. Suwanna / Mr. Damrongchai / Mr. Damrongkitch



Mr. Thana Thiramanus

Chief Commercial Officer

Age: 57 years

Appointment Date:

March 1, 2024

Educational Qualifications / Training History:

- Director Accreditation Program (DAP).... / 2550
- Sasin Senior Executive Program, Sasin Graduate Institute of Business Administration of Chulalongkorn University
- Faculty of Economy and Business Administration, Kasetsart University
- Director in Dialogue Series, Temasek Management Service, Singapore (TMS)
- Executive Creative Economy Program (EXCET III), Office of Knowledge Management

Work Experience

2024 - Present	CCO	KCG Corporation Public Company Limited/Food Business.
2022 - 2023	CEO	Virtualmed Company Limited
2021	MD	Piyavate Hospital
2019 - 2020	CEO	Thai Agro Exchange Company Limited
2017 - 2019	SEVP	Southeast Group Company Limited

Shareholding Percentage in the Company (%)²: - none -

Family Relationships between Directors and Executives: - none -

¹Shareholding percentage in the Company from the list of shareholders as of January 10, 2025, including the percentage of shareholdings of connected persons as specified in the notifications of the SEC Office Announcement No. Sor.Jor. 38 / 2018.



Mr. Pumin Dhiranusornkit

Chief Corporate Sustainability Officer

Age: 49 years

Appointment Date:

January 1, 2024

Educational Qualifications / Training History:

- Company Secretary Program, Class 134 / 2023, IOD
- Oxford Diploma (Master) in Global Business, Said Business School, University of Oxford, UK
- Post Graduate Diploma in International Trade, Deakin University, Australia
- Bachelor Degree in International Business Management, Assumption University

Work Experience

- 2024 - present Chief Corporate Sustainability Officer, KCG Corporation Co., Ltd
- 2022 - present Company Secretary, KCG Corporation Co., Ltd
- 2021 - 2022 Executive Vice President – Corporate Sustainability, KCG Corporation Co., Ltd
- 2019 - 2021 Executive Vice President – Business Unit Import, KCG Corporation Co., Ltd.
- 2018 - 2019 Executive Vice President – Corporate Planning, KCG Corporation Co., Ltd.

Shareholding Percentage in the Company (%)²: 1.9376

Family Relationships between Directors and Executives:

1. Son of Mr. Tong
2. Younger brother of Mr. Thawach / Mr. Monsarn
3. Cousin of Mr. Damrong / Mrs. Suwanna / Mr. Damrongchai / Mr. Damrongkich

Miss Paiyada Sangwet

has been assigned direct responsibility for supervising accounting, serving as an accountant who meets the qualifications and conditions to be a bookkeeper as specified in the Notifications of the Department of Business Development, Ministry of Commerce.

Age: 53 years

Appointment Date:

April 1, 2014

Educational Qualifications / Training History:

- Bachelor's Degree in Accounting, St. John's University
- Attended training in accounting, meeting the criteria set by the Federation of Accounting Professions for 2024, totaling 12 hours.

Work Experience

- 2014 - present Accounting Manager
KCG Corporation Public Company Limited / Food Business

Shareholding Percentage in the Company (%)²: - none -

Family Relationships between Directors and Executives: - none -

¹Shareholding percentage in the Company from the list of shareholders as of January 10, 2025, including the percentage of shareholdings of connected persons as specified in the notifications of the SEC Office Announcement No. SorJor. 38 / 2018.

1.2 Details about the Company Secretary and Responsibilities of the Company Secretary



Mr. Pumin Dhiranusornkit
Company Secretary

Age: 49 years

Appointment Date:
September 15, 2022

Educational Qualifications / Training History:

- Bachelor's Degree in International Business Management, Assumption University
- Post Graduate Diploma in International Trade, Deakin University, Austria
- Oxford Diploma (Master) in Global Business, Said Business School, University of Oxford, United Kingdom

Work Experience

2022 - present	Company Secretary KCG Corporation Public Company Limited / Food Business
2024 - present	Chief Corporate Sustainability Officer, KCG Corporation Co., Ltd
2022 - present	Company Secretary, KCG Corporation Co., Ltd
2021 - 2022	Executive Vice President – Corporate Sustainability, KCG Corporation Co., Ltd
2019 -2021	Executive Vice President – Business Unit Import, KCG Corporation Co., Ltd.
2018 -2019	Executive Vice President – Corporate Planning, KCG Corporation Co., Ltd.

Shareholding Percentage in the Company (%)²: 1.9376

Family Relationships between Directors and Executives:

1. Son of Mr. Tong
2. Cousin of Mr. Damrong / Mrs. Suwanna / Mr. Damrongchai
3. Younger brother of Mr. Thawach

²Shareholding percentage in the Company from the list of shareholders as of January 10, 2025, including the percentage of shareholdings of connected persons as specified in the notifications of the SEC Office Announcement No. SorJor. 38 / 2018.

Scope of Duties and Responsibilities of the Company Secretary

The Board of Directors' Meeting No. 8 / 2022, held on September 15, 2022, resolved to appoint Mr. Pumin Dhiranusornkit to be the Company Secretary. The Company Secretary has the following duties and responsibilities:

1. Provide basic information and guidance to directors and executives on regulatory compliance, including rules and / or regulations pertaining to corporate governance as a listed company, the Articles of Association of the Company as well as monitoring and ensuring that they are properly implemented. This includes communicating significant modifications to legal requirements to directors and executives.
2. Follow up and ensure that relevant information is disclosed and published in accordance with the regulations, notifications, and requirements of the Stock Exchange of Thailand, the Office of the Securities and Exchange Commission, the Capital Market Supervisory Board, or related regulations.
3. Follow up and ensure that Shareholders' Meetings and Board Meetings are in accordance with the law, the Articles of Association, and relevant practices, including monitoring to ensure compliance with laws, regulations, and resolutions of the Shareholders' Meetings and the Board of Directors' meetings.
4. Prepare and maintain the following important documents by storing them at the Company's headquarters:
 1. Director register
 2. Shareholder register (if any)
 3. Notice of meeting of the Board of Directors and meeting minutes of the Board of Directors
 4. Notice of the Shareholders' Meeting and meeting minutes of the Shareholders' Meeting
 5. Annual Report and Form 56 - 1 One report of the Company
 6. Other documents as specified by the Board of Directors
5. Store the conflicts of interest reports of directors or executives, and provide a copy for the Chairman of the Board of Directors and the Chairman of the Audit Committee within 7 business days of receiving the report.
6. Follow up and keep copies of the securities holding reports of the Company's directors and executives, as well as persons with duties under Section 59 of the Securities and Exchange Act B.E. 2535 (including additional amendments), which have been filed with the SEC and notified to the Board of Directors, executives, and related insiders who must exercise caution when trading the Company's securities during the consideration of the financial statements to avoid internal trading.
7. Oversee the activities of the Board of Directors and carry out any other matters in accordance with the law and / or with the notifications and regulations of the Stock Exchange of Thailand, the Office of the Securities and Exchange Commission, the Capital Market Supervisory Board, and / or as assigned by the Board of Directors.

2. Directors and Executives in the Company, Subsidiaries, and Associated Companies (Information as of March 31, 2025)

Company list	Director												Executive						
	Mr. Chaiyawat Wibulsawadi	Mr. Tong Dhiranusornkit	Mr. Chaiyanandh Lapitananuvat	Ms. Nangnoi Charoenthavesub	Mr. Poonsawat Phoaprapat	Mr. Chakrit Tachanaparak	Mr. Songtham Phianpattana Witt	Mr. Vichan Anornrojjanawong	Mr. Damrong Vipawatanakul	Mrs. Suwanna Mahakanjana	Mr. Damrongchai Vipawatanakul	Mr. Thawach Dhiranusornkit	Mr. Danai Galassi	Mrs. Kanokwanrat Srimaneesiri	Mr. Damrongkich Vipawatanakul	Mr. Monsam Dhiranusornkit	Mr. Pumin Dhiranusornkit	Mr. Thana Thiramanus	Mr. Nuttachai Veerakul ²
KCG Corporation Public Company Limited	ID	/	/	ID	ID	ID	ID	/	/	/	/	/	O	O	O	O	O	O	O
Subsidiary																			
Indoguna Company Limited												/	/			/			
Associated Companies ¹																			
Kimjua Group Company Limited		/							/		/	/							
Creative Juice G One Company Limited						/													
TBWA (Thailand) Company Limited						/													
Freeville Compil Company Limited							/												
Freewill Solutions Company Limited							/												
Mung Pattana International Public Company Limited							/												
United Dairy Farm Company Limited		/							/		/	/							
United Dairy Foods Company Limited		/							/		/	/							
Imperial Distribution Center Company Limited		/							/			/							
KCG Land Development Company Limited		/							/			/							
SCB TechX Company Limited							/												
N.C. Housing Public Company Limited								/											
O2O Ventures Company Limited							/												
Thai Nam Plastics Public Company Limited			/																
Bike Station City Company Limited							/												
IDE Amata Company Limited						/													
Tada Entertainment Company Limited														/					
Sunray Music Company Limited														/					
Teekha Construction Public Company Limited					/														
Mannix Company Limited							/												

note : / = Director / ID = Independent Director / O = Executive

(1) Associated companies refer to the definition of a juristic person who may have a conflict of interest according to the notifications of the Securities and Exchange Commission No. Kor Jor. 17 / 2008 regarding the definition of the issuance and offering of securities. (as further amended).

(2) Mr. Natchai Weerakul has assumed the position of executive since February 1, 2025.

Attachment 2

Details of Directors of Subsidiaries

The Company's subsidiary is Indoguna. The directors of Indoguna as of December 31, 2024, are as follows:

List of Directors	Indoguna
1. Mr. Danai Galassi	✓
2. Mr. Thawach Dhiranusornkit	✓
3. Mr. Pumin Dhiranusornkit	✓

note : ✓ refers to company director

Attachment 3

Information of Head of Internal Audit and Head of Compliance

Name / Position / Appointment Date	Age (years)	Educational Qualifications / Training History	Percentage of Shareholding in the Company (Percentage) ³	Family Relationships between Directors and Executives	Period	Work Experience Position	Name of Agency / Company / Business Type
1. Mr. Nawamin Theerakasetchai Head of Internal Audit Appointment Date: October 29, 2024	52	Educational qualifications - Bachelor's Degree in Accounting, Thammasat University Training history - Risk Management and Internal Control Development Project 2024 - Thai Listed Companies Association - Lesson Learnt from Financial Cases: How Board Should React - Thai Institute of Directors Association	none	none	current 2001 - 2024	Head of Internal Audit Head of Business & Operation Audit	KCG Corporation Public Company Limited / Food Business True Corporation Public Company Limited / Telecommunications Business
2 .Mr. Natnarong Rawdchuchuen Acting Head of Compliance Appointment Date: December 1 2024	37	Educational qualifications • Bachelor of Laws Program, Ramkhamhaeng University Training history • Company Secretary Program (CSP) 2018 , IOD • Certificate of the Legal Practice Course, 41st Batch, Training Institute for Legal Practice of the Lawyers Council of Thailand • E-learning Course RE02: Sustainability Reporting of the Stock Exchange of Thailand • Middle-Level Justice Administration Program, 19th Batch, Office of the Justice Affairs • Trainees of the 70th Session, Institute of Legal Education of the Thai Bar Association	none	none	Current 2021-2024	Legal & Compliance Department Manager Legal Manager/ Legal & Compliance officer	KCG Corporation Public Company Limited/Food Business KCG Corporation Public Company Limited/Food Business

Attachment 4

Assets Used in Business Operations

1. Assets Used for Business Operations

As of 31 December 2024, the main assets used in the Group's business operations had a total value of 2,770.1 million baht, consisting of (1) land, (2) buildings and building improvements, (3) machinery and equipment, (4) furniture, fixtures and equipment, (5) vehicles, (6) assets under construction and installation, and (7) intangible assets. The details are as follows:

Asset Type	Net Book Value (million baht)		Liabilities
	As of December 31, 2024		
	Ownership	Right of Use	
(1) Land <small>(additional details in section 1.1)</small>	826.3	2.1	none
(2) Buildings and Building Improvements <small>(additional details in section 1.1)</small>	997.9	24.3	none
(3) Machinery and Equipment <small>(additional details in section 1.2)</small>	576.6	14.8	none
(4) Furniture, Fixtures, and Equipment	59.9	36.0	none
(5) Vehicles	1.4	34.2	none
(6) Assets Under Construction	156.3	-	none
(7) Intangible Assets (Software and Patents)	40.3	-	none
Total	2,658.7	111.4	

1.1 Details of the Land, Buildings, Building Improvements, Machinery, and Equipment are as follows:






No.	Location	Purpose of Use	Area (Rai-Ngan-Wa)	Net Book Value (million baht) As of December 31, 2024		
				Land	Buildings and Building Improvements	Machinery and Equipment
1	Bangplee Factory (Theparak Rd., Bangpla, Bangplee, Samut Prakan)	Manufacturing plant and warehouse	26-3-50.7	329.8	148.5	179.4
2	Theparak Factory (Theparak Rd., Bangpleeyai, Bangplee, Samutprakan)	Manufacturing plant and warehouse	18-2-44	372.2	450.9	310.2
3	Logistic Park Distribution Center (Theparak Rd., Bangpla, Bangplee, Samutprakan)	Main distribution center	14-0-38.3	- (n)	218.4	96.0
4	Chiang Mai Distribution Center (Nong Harn, San Sai, Chiang Mai)	Distribution center in the Northern Region	1-2-28	30.1	26.8	0.2
5	Khon Kaen Distribution Center (Maliwan Rd., Ban Ped, Mueang, Khon Kaen)	Distribution center in the Northeastern Region	2-0-40.6	21.0	6.4	0.8
6	Surat Thani Distribution Center (Khlong Sai, Tha Chang, Surat Thani)	Distribution center in the Southern Region	18-0-16	75.2	117.3	0.6
7	Head Office Building (Sukhumvit Road, Bang Chak, Phra Khanong, Bangkok)	Head office building	0-1-62	-	18.1	-
8	IBAF Building (Sukhumvit Road, Bang Chak, Phra Khanong, Bangkok)	Office building	0-1-7.5	-	11.0	-
9	Bangna Building (Bangna-Trad Rd., Bangna Nuea, Bangna, Bangkok)	Office building	6-1-2	0.1	23.4	3.1
10	Other Land and Buildings	Warehouse, Depository for Goods, Employee parking lot	2-1-36	-	1.4	1.1
Total				828.4	1,022.2	591.4

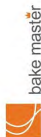





(a) : The land is combined with the Bangpli factory premises.

2. Trademarks, Patents, and Copyrights

2.1 Trademark

As of December 31, 2024, the Company and its subsidiaries owned a total of 267 trademarks registered with authorities both in Thailand and abroad. The Company and its subsidiaries' important trademarks are as follows:

Number	Trademark Format	Registration Number	Country of Registration	Product and Service Types	Protection Period
1		181117522	Thailand	Manage the product distribution business by combining various products for convenient purchasing, managing marketing, distributing products and product samples, managing import and export of products, helping manage the shipping business, helping manage the retail business, and providing wholesale representative services.	2026
2		C392033, C392034, WFT2020 009605, IDM000937703, KH/57604/14, 4-2014-0501846, 32200, T06/15373C(T40/0404 8B), TM/51752, 2020027035	Thailand, Myanmar, Indonesia, Cambodia, Philippines, Laos, Singapore, Brunei, Malaysia, Vietnam	Soft butter, hard butter, jam, powdered milk, ghee, curdled milk fat, G butter	2030-2034
3		201107927, 201118234, 201118218	Thailand	<ul style="list-style-type: none"> Snacks made from flour, cookies, tarts, toast, bread, crackers, etc. Cream made from milk, butter cream, milk, butter, cheese, etc. Drinking water, syrup for mixing drinks, fruit juice, etc. Distributing products for sales promotion, distributing product samples, etc. 	2028 - 2029
4		231109130	Thailand	Cream cheese, milk cream, butter cream, margarine, butter, hard cheese, soft butter, unsalted butter, salted butter, ghee, skimmed milk	2031
5		201115877	Thailand	Cracker snacks, chocolate snacks, flour snacks, cereal snacks, crackers, etc.	2029

Number	Trademark Format	Registration Number	Country of Registration	Product and Service Types	Protection Period
6		211115401	Thailand	White butter, margarine, margarine made from vegetable fat, margarine made from animal fat	2030
7		241107045	Thailand	Crackers, unleavened bread, toast, small butter bread, bread rolls, baked bread, pies, meat pies, honey, cookies, tarts, toast, bread, biscuits, malt biscuits, round bread, small loaves of bread, gingerbread, pudding, waffles, candy, cakes, syrups for making desserts, syrup used to flavor food, syrup used as an ingredient in food, cake flour, mixed flour for making cakes, wheat flour, baking powder	2030
8		221106091	Thailand	Butter, margarine, palm oil used as food, fat used for food, ready-to-eat food made from milk, cheese, cream cheese, cheese, fresh butter, margarine, sandwich spreads, crackers, bread	2030
9		221129807	Thailand	Wheat flour snacks, cookies, tarts, breads, biscuits, rice crackers, bread loaves, gingerbread, bread without baking powder, toast, bread rolls, pies, meat pies, puddings, waffles, sweets, candies, cakes, honey, syrups used to flavor food, syrup used to make desserts, chocolate, ice cream cones, crackers, cake flour, cake mixes, wheat flour, garlic bread	2031
10		231128601	Thailand	Creamer, dairy cream, butter cream, margarine, cream cheese, soft butter, unsalted butter, salted butter, hard cheese Ready-made croissants, ready-made pies, croissant dough sheets, pie dough sheets, tarts, ready-made egg tart juice, unleavened bread, cake mixes, ready-made pies with fillings	2032
11		181104233, 181104270, 181104258, 181104245, 181108747	Thailand	Chilled meat, frozen meat, chilled seafood, frozen seafood, cheese, creamed butter, frozen potatoes, chilled vegetables, frozen vegetables, chilled fruit, frozen fruit, jam, yogurt, edible olive oil, duck liver, goose liver, salmon roe, caviar, sausages.	2026

2.2 Patents and copyrights

As of December 31, 2024, the Company and its subsidiaries own 3 copyrights registered with domestic authorities. The details of the copyrights are as follows:

Number	Registration Number	Registered Type	Product and Service Types	Protection Period
1	21956	Copyright	Fat-free mayonnaise	2026
2	21957	Copyright	Custard sheets and production methods	2026
3	21958	Copyright	Gluten-free instant croissant dough recipe	2026

3. Insurance Policy

As of December 31, 2024, the Group has insurance for its business and important assets. It can be summarized as follows:

Number	Policy type	Protection	End period
1	Property risk insurance	Damage to buildings, machinery, equipment, stock, and raw materials located in the areas of (1) Bang Phli Factory, (2) Theparak Factory, (3) Bangna Building, (4) Distribution Center, (5) Head Office, (6) IBAF Building, and (7) Indoguna Building.	September 2025
2	Liability insurance for liquefied petroleum gas control businesses	Damage related to the operation of liquefied petroleum gas control businesses in the factory area.	June - September 2025
3	Third-Party liability insurance	Legal liability arising from business operations and occurring within or was caused by the use of premises in (1) Bang Phli Factory, (2) Theparak Factory, (3) Bangna Building, (4) Distribution Center, (5) Head Office, (6) IBAF Building, and (7) Indoguna Building.	September 2025
4	Product damage and return insurance	Damage arising from the Company's product manufacturing and distribution business which includes damages from product returns.	June 2025
5	Default risk insurance	Risks arise from selling products or services in the form of providing money or credit to customers.	April 2025
6	Directors and officers' liability insurance	Insurance that provides coverage to directors, senior officers, or executive officers of the Company against financial losses or damages resulting from breaches or wrongdoing.	January 2026

Attachment 5

Policy on Corporate Governance, Code of Conduct, Charter of Sub-Committees and Report of Sub-Committees

Published on the Company's website at www.kcgcorporation.com

1. Corporate Governance and Sustainability Policy
2. Anti-Corruption Policy
3. Code of Conduct
4. Board of Directors Charter
5. Audit Committee Charter
6. Executive Committee Charter
7. Corporate Governance and Sustainability Committee Charter
8. Nomination and Remuneration Committee Charter
9. Information Technology Committee Charter

Report of Subcommittees

Subcommittee reports for 2024 are as follows:

- Corporate Governance and Sustainability Committee Report
- Nomination and Remuneration Committee Report
- Information Technology Committee Report
- Executive Committee Report

Report of The Corporate Governance and Sustainability Committee

To shareholders,

The Corporate Governance and Sustainability Committee was appointed by the Board of Directors to oversee and prioritize the Company's compliance with the principles of corporate governance and Sustainability. The Company is also committed to developing and creating a balance between the environment, society, and governance to meet international standards, in line with the policies and strategies for conducting business as determined by the Board of Directors. This includes compliance with the Charter of The Corporate Governance and Sustainability Committee, the Code of Business Ethics, and various laws related to business operations.

In 2024, The Corporate Governance and Sustainability Committee held a total of 5 meetings and continuously reported the operating results to the Board of Directors. The details of the Board of Directors' meeting attendance are as follows:

First - Last Name	Position	Meeting Attendance
Mr. Poonsawat Phaoprapat	Co-Chairman of The Corporate Governance and Sustainability Committee	5 / 5
Mr. Vichan Amornrojanawong	Co-Chairman of The Corporate Governance and Sustainability Committee	5 / 5
Miss Nangnoi Charoenthaveesub	Member of The Corporate Governance and Sustainability Committee	4 / 5
Mr. Songtham Phianpattanawit	Member of The Corporate Governance and Sustainability Committee	4 / 5
Mrs. Suwanna Mahakanjana	Member of The Corporate Governance and Sustainability Committee	5 / 5

The Significant Performance Report in 2024 can be summarized as follows:

Corporate Governance Performance

1. Supervise compliance with legal requirements, regulations, and good practices.

Supervise and follow up on the implementation of corporate governance(CG) operations of the Company and its subsidiaries in accordance with the criteria of the regulatory agency as follows:

- Supervise the holding of the 2024 Annual General Meeting of Shareholders in a hybrid format in accordance with notifications set by government agencies and related laws, including the principles of corporate governance and various good practices. As a result, the Company was assessed for the quality of the 2024 AGM at the level of "Excellent" with a full score of 100 points in the first year and also received the 2024 Investors' Choice Award from the Thai Investors Association (TIA).
- Supervise the disclosure of the Company's information to be complete and substantial in accordance with the criteria set by the regulatory agency, including Form 56-1 One Report and on the Company's website. As a result, in 2024, the Company was assessed according to the criteria of the Corporate Governance Rating (CGR) Project of Thai Listed Companies of the Thai Institute of Directors Association (IOD) at the "excellent" level and was also ranked in the Top Quartile of listed companies with a value of 3,000 - 9,999 million Baht.
- Follow up and provide recommendations on the assessment of compliance with corporate governance principles from listed company regulatory agencies, including SET ESG Rating criteria, CGR criteria, and AGM Checklist criteria.
- Consider the suitability of participating in the Thai Private Sector Collective Action Against Corruption (CAC) project.

2. Supervise the Company's compliance with the Company's policies and practices for corporate governance and supervise the operations of the Company to comply with laws, rules, and regulations related to business operations, including:

- Consider and review the various policies and practices in the manual on corporate governance and the Company's code of conduct to ensure they are up-to-date, comply with the criteria, and are appropriate for implementation throughout the organization. This includes communicating the Code of Conduct to directors, employees, and business partners.
- Consider and review the personal data protection policy and supervise the Company's operations to be consistent with the enforcement of the PDPA law, such as preparing and reviewing personal data protection policies, and requesting consent to collect, use, and disclose personal information of directors, executives, and employees.
- Follow up and acknowledge reports of violations of business ethics, the Code of Conduct, and corruption, including cases or incidents of violations of law and various regulations.

Sustainability and Innovation (SD & INNOVATION)

Supervise and follow up on the Company's Sustainability operations to be consistent with the Company's business direction and have a balance between the environment, society, and governance. (Environmental, Social and Governance - ESG) as follows:

- Communicate and coordinate with management on integrating ESG sustainability strategies and actions with the Company's strategy and creating business growth.
- Consider and approve the 2024 Key Sustainable Issues and Sustainability Goals
- Support participation in the Supply Chain Management Award contest
- Communicate and encourage directors, executives, and employees to attend training and develop sustainability skills, such as sustainability reporting courses according to GRI standards, the Achieve Climate Action Project according to the SBTi framework, risk management and internal control development projects, workshops on comprehensive human rights audits throughout the value chain.
- Supervise and follow up on innovation performance.

Report on the Performance of Duties, Evaluation, and Development of Directors

- Report on the performance of duties and the performance evaluation results of The Corporate Governance and Sustainability Committee as a whole and self-evaluation for 2024 to the Board of Directors for acknowledgment.
- Review and improve The Corporate Governance and Sustainability Committee Charter to be consistent with its operations, duties, and responsibilities, as well as comply with relevant regulations and rules.
- Set a plan to hold a meeting of The Corporate Governance and Sustainability Committee in 2025 in advance to consider and acknowledge the operations and report/provide recommendations to the Board of Directors and management.

The Corporate Governance and Sustainability Committee gives importance to supervising the Company to comply with the corporate governance policy and is committed to developing corporate governance to achieve the organization's vision, mission, goals, and business strategies and also managed under the principles of good corporate governance, transparency, verifiable, and fairness, along with conducting business with social and environmental responsibility in order for the organization to grow and have stability.

Mr. Poonsawat Phaoprapat, Mr. Vichan Amornrojanawong
Co-Chairman of The Corporate Governance and
Sustainability Committee

Report of the Nomination and Remuneration Committee

To shareholders,

To consider and screen the recruitment of individuals with knowledge, ability, experience, and appropriate qualifications to hold important positions in the Company with standard and transparent recruitment criteria and processes. This includes the payment of fair and reasonable remuneration that can compete with the market that operates similar or the same business and has a similar business size and is consistent with good governance principle (“recruitment”). Recruitment will cover the positions of the Company’s directors, subcommittee directors, senior executives, consultants, experts, or equivalent.

In 2024, the Nomination and Remuneration Committee held a total of 8 meetings and continuously reported performance results to the Board of Directors for acknowledgment. Details of the meeting attendance of the Nomination and Remuneration Committee are as follows:

First - Last Name	Position	Meeting Attendance
Mr. Chakrit Tachanaparak	Chairman of the Nomination and Remuneration Committee	8 / 8
Mr. Chaiyanandh Lapitananuvat	Member of the Nomination and Remuneration Committee	8 / 8
Ms. Nangnoi Charoenthaveesub	Member of the Nomination and Remuneration Committee	8 / 8
Mr. Songtham Phianpattanawit	Member of the Nomination and Remuneration Committee	5 / 5

Note: Mr. Songtham was appointed as a member of the Nomination and Remuneration Committee from the 4th meeting onwards.

Details of key operations in 2024 can be summarized as follows:

1. Workshops to support CEOs and management in setting the vision and short-term, medium-term, and long-term plans in Business Pillars.
2. Consider salary adjustments and bonuses for 2023.
3. Review the criteria for setting salary standards for C-Level / EVP employees.
4. Consider adjusting the compensation for executives who have been promoted according to the new organizational structure.
5. Consider the evaluation and salary adjustments for executives at the deputy managing director level (C-Level) and Senior Vice President (SVP).
6. Consider reviewing the criteria for determining the annual bonuses for 2024/2025.
7. Consider the dividend payment guidelines for 2024 based on the operating results for 2023.
8. Consider the election of directors to replace those who retire by rotation.
9. Consider the remuneration of directors for 2024 by considering the determination of the framework, rate, and criteria for paying remuneration to directors for approval at the 2024 Annual General Meeting of Shareholders, which is based on a comparative data survey with leading companies in similar industries. It was found that the structure and rate of remuneration for directors was appropriate.
10. Consider allocating annual bonuses based on 2023 operating results for individual directors.
11. Considered the performance results of the first half of the year (2024) of C-Level senior executives and considered the remuneration of senior executives and the Chief Executive Officer. It was found that the structure and compensation rates were appropriate and reasonable.
12. Consider recruitment plans for senior C-Level executives who are still lacking under the new structure.
13. Consider reviewing and improving welfare and the concept of retaining talented employees to be in line with the current global situation.

14. Notification of consideration for renewing the CTO employment contract.
15. Consider the format for paying extra bonuses for 2024/2025.
16. Review the principles for considering the budget for salary adjustments for the year 2025.
17. Review the principles for evaluating and paying bonuses to the Chief Executive Officer (CEO) for 2024/2025.
18. Consider extending the contract of C-Level senior executives who will retire in 2024/2025.
19. Consider the criteria for paying annual bonuses for 2024/2025.
20. Interview applicants for the position of Senior Vice President, Human Resources Department.

The Board of Directors is committed to screening and selecting individuals with knowledge, ability, experience, and appropriate qualifications to hold important positions in the Company using standard and transparent criteria and selection processes. This includes paying fair and reasonable remuneration that is competitive with the market that operates in a similar or has a similar business size and is in line with corporate governance code ("recruitment"). Recruitment will cover the positions of the Company's directors, subcommittee directors, senior executives, consultants, experts, or equivalent.

Mr. Chakrit Tachanaparak

Chairman of the Nomination and Remuneration
Committee

Report of the Information Technology Committee

To shareholders,

The Information Technology Committee was appointed by the Board of Directors to supervise the formulation of policy frameworks and provide direction for strategic planning of information technology management in line with the Company's business plans, strategies, and budgets as determined by the Board of Directors. This includes compliance with the Charter of the Information Technology Committee, business ethics, and various laws related to business operations

In 2024, the Information Technology Committee held a total of 6 meetings and continuously reported performance results to the Board of Directors. Details of the meeting attendance of the Information Technology Committee are as follows.

First - Last Name	Position	Meeting Attendance
Mr. Songtham Phianpattanawit	Chairman	6 / 6
Mr. Poonsawat Phaoprapat	Director	6 / 6
Mr. Chakrit Tachanaparak	Director	6 / 6
Mr. Damrongchai Vipawatanakul	Director	6 / 6

Details of significant performance in 2024 can be summarized as follows:

1. Consider and monitor the performance of information technology project development to meet the set goals.
2. Recommend the use of AI in the organization.
3. Recommend organizational development to be suitable for Digital Transformation.
4. Consider and recommend additional strengthening of the information technology security system.
5. Consider and approve the annual budget for the Company's investment in information technology.

The Information Technology Committee is committed to management to achieve the organization's vision, mission, goals, and business strategies, and it was managed under the principles of corporate governance with transparency, verifiableness, and fairness while conducting business with social and environmental responsibility. This includes continuing to support the fight against corruption in order for the organization to grow and have stability.

Mr. Songtham Phianpattanawit

Chairman of the Information Technology Committee

Executive Committee Report

To shareholders,

The Executive Committee was appointed by the Board of Directors to supervise, manage, and control the Company's operations in accordance with policies and business strategies as determined by the Board of Directors. This includes compliance with the Executive Committee Charter, business ethics, and various laws related to business operations.

In 2024, the Executive Committee held a total of 12 meetings and continuously reported performance results to the Board of Directors. The details of the meeting attendance of the Executive Committee are as follows:

First - Last Name	Position	Meeting Attendance
Mr. Tong Dhiranusornkit	Chairman of the Executive Committee	12 / 12
Mr. Chaiyanandh Lapitananuvat	Member of the Executive Committee	12 / 12
Mr. Vichan Amornrojanawong	Member of the Executive Committee	12 / 12
Mr. Damrong Vipawatanakul	Member of the Executive Committee	12 / 12
Mr. Damrongchai Vipawatanakul	Executive Committee / Chief Executive Officer and Managing Director	12 / 12
Mr. Thawach Dhiranusornkit	Member of the Executive Committee	10 / 12

Details of significant performance in 2024 can be summarized as follows:

1. Consider and monitor monthly performance to ensure that it meets the set goals. Scrutinize the Company's strategic plans and matters requiring initial decisions before submitting them to the Board of Directors for further consideration.
2. Supervise the Company's business operations to be in accordance with policies, goals, operational plans, and financial goals and follow up on the use of the Company's budget approved by the Board of Directors to be efficient and effective as well as conducive to the growth of the Group of Companies
3. Consider and study the feasibility of necessary investment projects, including providing management advice to the Managing Director and executives.
4. Support and encourage employees to have the opportunity to continuously create new innovations to create added value to the product.
5. Consider and approve the Company's annual budget and investments, including financial transactions and loans that are important to business, before presenting them to the Board of Directors for consideration and approval.
6. Consider and provide recommendations to the Management on cash flow management to increase opportunities for generating returns under appropriate risk. The amount for each item is as specified in the approval authority and budget approved by the Board of Directors, including entering into various contracts related to such matters.
7. Closely and carefully supervise management in managing the supply chain and financial exchange rates amid currency volatility and global geopolitical uncertainties.
8. Attend meetings with the Audit Committee regarding risk management supervision at least twice a year.
9. Approve other items Assigned by the Board of Directors.

The Executive Committee is committed to managing the business in order to achieve the organization's vision, mission, goals, and business strategies, and manage them under the principles of corporate governance with transparency, verifiableness, and fairness while conducting business with social and environmental responsibility. This includes continuing to support the fight against corruption in order for the organization to grow and have stability.

Mr. Tong Dhiranusornkit

Chairman of the Executive Committee

Attachment 6

Audit Committee Report

To shareholders,

The Audit Committee of KCG Corporation Public Company Limited (the “Company”) comprises independent directors with the knowledge, skills, expertise, experience, and qualifications required by the Stock Exchange of Thailand. The Audit Committee consists of Ms. Nangnoi Charoenthaveesub as Chairman of the Audit Committee, and Mr. Chakrit Tachanaparak, Mr. Poonsawat Phaoprapat, and Mr. Songtham Phianpattanawit as Audit Committees. All audit committees are independent and not involved in the Company’s management, holding no positions as executives, employees, or workers within the Company, its subsidiaries, or affiliated companies. Mr. Nawamin Theerakasetchai, Head of the Internal Audit Unit, serves as the Secretary to the Audit Committee. Mr. Songtham Phianpattanawit transitioned from the Audit Committee to the Nomination and Remuneration Committee following the resolution of the Board of Directors Meeting No. 4/2024 on April 24, 2024.

The Audit Committee performed its duties independently in accordance with the framework of duties and responsibilities assigned by the Company’s Board of Directors and the Audit Committee Charter approved by the Board, while also adhering to the framework, regulations, and guidelines set by the Stock Exchange of Thailand. The Audit Committee’s responsibilities included reviewing the Company’s financial reports and the adequacy of information disclosure, related transactions, transactions with potential conflicts of interest, the risk management process, governance activities and legal cases, internal and external complaint systems, as well as the adequacy and suitability of the internal control system and its development. The Audit Committee also supervised internal audit activities conducted by both internal and external auditors and considered the selection and recommendation to the Board of Directors for the appointment of the Company’s certified public accountant, taking into account compliance with professional standards, performance, quality of service, and the appropriateness of auditor remuneration.

The Audit Committee emphasizes strict compliance with the Notifications of the Office of the Securities and Exchange Commission of Thailand, SEC No. Nor. (W) 23/2023, regarding the rehearsal for understanding the roles and responsibilities of the Audit Committee, held on September 12, 2023. The Audit Committee also upholds good practices to rigorously prevent and deter inappropriate behavior within listed companies.

In 2024, the Audit Committee convened a total of 7 meetings, with the Chairman of the Audit Committee and all Audit Committees attending all meetings, except for Mr. Songtham Phianpattanawit, who attended two meetings prior to his transfer to the Nomination and Remuneration Committee, as resolved by the Company’s Board of Directors in Meeting No. 4/2024 on April 24, 2024. Throughout these meetings, the Audit Committee engaged in discussions with executives, internal auditors, and external accountants. The significant performance and opinions expressed by the Audit Committee during the year can be summarized as follows.

Review of the Company's Financial Statements and the Adequacy of Information Disclosure

The Audit Committee reviewed the Company's quarterly and annual financial statements for 2024 in collaboration with the auditors and management to ensure the accuracy and compliance of the financial statements with financial reporting standards. This review included significant accounting adjustments, accounting estimates impacting the financial statements, and the adequacy and appropriateness of accounting methods. The Audit Committee also held meetings with the auditor to discuss the audit plan, risk factors, internal controls, and the auditor's independence, ensuring that the financial reports were prepared in accordance with legal requirements and financial reporting standards, with accurate and timely disclosures. Additionally, the Audit Committee convened a special meeting with the auditor, without management present, to discuss the auditor's performance and to confirm that no significant issues hindered the audit process or required the Committee's attention.

Review of Connected Transactions or Transactions that may Lead to Conflicts of Interest

The Audit Committee reviewed the connected transactions and transactions that may result in conflicts of interest within the Group of Companies, ensuring adherence to corporate governance code, transparency, and adequate information disclosure. The review emphasized the importance of providing appropriate and sufficient information. The findings confirmed that the connected transactions were conducted under general commercial conditions, were reasonable, beneficial to the Group's operations, did not provide undue advantage to any specific party, and included sufficient and transparent disclosure of information.

Review of Risk Management Processes

The Board of Directors, the Risk Management Working Team, and Management placed significant importance on risk management, conducting assessments of both external and internal risk factors, risk likelihood, and potential impacts. The Audit Committee monitored and acknowledged the Company's risk management report, reviewing various processes related to risk management and the performance of each responsible management department. The reviews conducted by the internal audit department and auditors confirmed that the Company had established a risk management process designed to prevent or mitigate potential impacts on business operations to an acceptable level.

Regulatory Review and Legal Cases

The Management assigned the Regulatory Department to oversee internal operations, ensuring compliance with relevant policies, laws, and regulations. The Legal Department is responsible for managing the Company's civil, criminal, and labor disputes. The Audit Committee has consistently monitored and received quarterly progress reports on governance and legal proceedings from the responsible management. Based on these reports, the Committee has not identified any outstanding issues that would have a material impact on the Company's business operations.

Review of Internal and External Complaint Systems

The Management has established a comprehensive system for receiving internal and external complaints, including those related to corruption and misconduct, which can be submitted directly to the Audit Committee. Complaints concerning the organization's personnel, employees, and staff are managed by the Human Resources Department, while product-related complaints are addressed by the Customer Services Department. The Internal Audit Unit monitors the handling of these complaints to ensure appropriate action is taken by the relevant departments.

Reviewing the Adequacy and Appropriateness of the Internal Control System

The Audit Committee reviewed the assessment results of the adequacy and appropriateness of the Company's internal control system, taking into consideration the performance report from the internal audit unit and the auditor's report to the executives. The Management was instructed to monitor and implement corrective actions and/or strengthen controls and preventive measures within the specified time frame, as recommended by the internal audit unit and auditors, to ensure the internal control system remains sufficient and appropriate.

Supervision of Internal Audit Work

The Audit Committee reviewed and approved the scope of work and the audit plan for 2024, which was prepared based on material risk criteria to enhance and strengthen the Company's control system. This also involved promoting awareness of key regulatory policies that require ongoing monitoring and implementation. Additionally, the Audit Committee provided recommendations to the internal audit unit on areas that should be improved to enhance operational efficiency.

The Audit Committee encouraged the internal audit unit to focus on personnel development by implementing a training plan aimed at expanding knowledge, adopting new operational standards, and acquiring skills in various areas beneficial to internal audit functions. Furthermore, the Audit Committee reviewed the independence of the internal audit unit and assessed the adequacy of resources available to support its operations effectively.

Consideration for the Appointment of Auditor

The Audit Committee considered the selection of auditors based on their independence, skills, knowledge, abilities, and auditing experience. This process also included evaluating the need for auditor rotation in compliance with the relevant announcements of the Capital Market Supervisory Board. The Committee proposed the appointment of Ms. Orawan Techawatanasirikul, Certified Public Accountant No. 4807 from EY Office Company Limited, who is approved by the Securities and Exchange Commission, as the Company's auditor. Additionally, the Audit Committee reviewed and considered the auditor's remuneration for 2024.

Performance of Duties of the Audit Committee

The Audit Committee reported its performance to the Board of Directors on a semi-annual basis by providing observations and opinions to improve the risk management and internal control processes and compliance with financial reporting standards. The Audit Committee has a policy to regularly review the Audit Committee's Charter.

Summary of the Audit Committee's Opinions

The Audit Committee performed its duties and responsibilities as specified in the Audit Committee Charter with sufficient knowledge, expertise, prudence, and independence. The Audit Committee also provided useful suggestions and opinions to all relevant parties and has reported on various important matters as mentioned above.

(Ms. Nangnoi Charoenthaveesub)

Chairman of the Audit Committee



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