Annual Report 2024
(56-1 One Report)



NOURISHING ONE HEALTHY FAMILY

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Contents





Message From the Chairman 4
Message From the CEO 6
Company Profile 8
Vision and Mission 9

Business Operations and Performance

Group Structure and Operations 12
- i-Tail Strategy 13
- Corporate History and Development 16
- Awards and Recognitions 2024 20
- Our Brands 24
- Financial Highlights 28
- Reporting on the Utilization of Proceeds 30
- i-Tail's Research and Innovation 31
- Business Development Innovation 35
- Our Core Product Categories 37
- Sales Breakdown 39
- Group Business Structure 40
- Details of the Company and its Subsidiaries 41
- Relationship between i-Tail and TU Group 42
- Shareholding Structure 44
- Revenues from Sales and Services 45
- Structure of i-Tail Corporation and Subsidiaries
- Industry Overview 46
- Factories and Capacity 56
- Dividend Policy 57

Risk Management 58

Driving Sustainable Business 74

Management Discussion and Analysis 102

General and Important Information 110

Corporate Governance

Corporate Governance Policy 114
- Overview of Policy and Principles of Good Corporate Governance 115
- Code of Conduct 127
- Changes and Significant Developments in Policies, Practices, and Corporate Governance System 129

Corporate Governance Structure 132
- Information about the Board of Directors 134
- Information of the Sub-Committees 152
- Information of Executives 158
- Employee Information 161
- Other Important Information 171

Corporate Governance Report 172
- Performance Summary of the Board of Directors 173
- Audit Committee Report 183
- Performance Summary of Other Sub-Committees 186
- Statement of the Board of Director's Responsibilities for the Financial Statements 191

Internal Control and Connected Transactions 192

Financial Report

Independent Auditor's Report 216

Financial Report 221

Attachment

Attachment 1 276
Information and Detail of Directors, Executives, People Assigned the Highest Responsibility in Accounting and Finance, and Company Secretary

Attachment 2 299
Details of the Directors of the Subsidiaries

Attachment 3 300
Details of Head of Internal Audit

Attachment 4 301
Assets Used in Business Operation

Attachment 5 301
Corporate Governance Policy and Code of Business Ethics

Attachment 6 302
LRQA Independent Assurance Statement

Message from the Chairman



Mr. Thiraphong Chansiri
Chairman

We are not just building a successful company—we are shaping the future of pet nutrition, responsible business practices, and global industry leadership.

The year 2024 has brought both challenges and opportunities. Global economic slowdowns, geopolitical uncertainties, inflationary pressures, and shifting regulatory landscapes have affected industries worldwide, including the pet food sector. Despite these challenges, i-Tail remains committed to becoming a global leader in pet nutrition and well-being, in alignment with Thai Union Group's vision of becoming the world's leading marine health and nutrition company.

While macroeconomic pressures have impacted raw material costs, logistics, and consumer purchasing power, the pet food industry continues to demonstrate resilience. Pet ownership is on the rise, and pet owners are increasingly seeking high-quality nutrition, functional ingredients, and sustainability-driven products. These trends present significant opportunities for i-Tail to strengthen our position by leveraging our expertise in wet pet food and treats, investing in advanced formulations, and expanding our presence in pet health and wellness solutions.

Thriving in a dynamic industry requires more than just resilience—it demands vision, adaptability, and continuous innovation. Over the past year, we have taken decisive steps to reinforce our business foundation, accelerate transformation, and position i-Tail as a key driver of Thai Union Group's long-term growth.

The pet food market is undergoing a paradigm shift, driven by increasing demand for premium products and science-backed nutrition. Pet owners now seek products that go beyond basic sustenance, focusing on longevity, digestion, immunity, and overall well-being. To capitalize on this opportunity, we are expanding our capabilities in functional ingredients and deepening collaborations with global partners. By integrating cutting-edge research, consumer insights, and nutritional science, we are not only shaping the future of pet food innovation but also advancing toward the next frontier of pet nutrition and nutraceuticals.

As part of Thai Union, sustainability is no longer just a corporate responsibility—it is a business imperative. Consumers, regulatory bodies, and global markets are increasingly demanding greater transparency, ethical sourcing, and environmental accountability. Rapidly evolving trade regulations, including import-export laws and carbon footprint tracking, are reshaping the global pet food industry. At i-Tail, sustainability is not just about compliance—it is about leading the change.

SeaChange® 2030, our long-term sustainability strategy, is at the core of this commitment. By embedding sustainability into every aspect of our operations, we are future-proofing our business, enhancing global competitiveness, and positioning i-Tail as a leader in sustainable pet food solutions.

As a key driver of Thai Union Group's future growth, i-Tail must operate with agility, efficiency, and market foresight. The pet food industry is evolving rapidly, with increasing competition and shifting customer expectations. To stay ahead, we have launched Project Tailwind, a comprehensive transformation program aimed at enhancing internal operations while creating long-term value for our customers, partners, and investors.

We are accelerating business growth through a targeted initiative aimed at increasing our pet food business's annualized operating profit (OP) by approximately US$50 million from 2027 onwards. This effort focuses on insights-driven commercial strategies, optimizing procurement and manufacturing, and enhancing productivity. While Project Tailwind drives operational improvements and organic growth, we are also pursuing strategic mergers and acquisitions to expand our global presence. Our ultimate goal is to increase revenue to US$1.5 billion by 2030, solidifying i-Tail's position as a global leader in the pet food industry.

None of i-Tail's successes in 2024 would have been possible without the dedication, expertise, and resilience of our management team and employees. Their efforts in innovation, sustainability, and operational excellence have guided our company forward.

I would also like to express my sincere gratitude to our investors, customers, and business partners for your continued trust in i-Tail. Your support fuels our ambitions, strengthens our strategic direction, and enables us to create lasting value in the pet food industry.

Looking ahead with confidence, i-Tail will continue to set new standards, embrace emerging opportunities, and drive sustainable growth. We are not just building a successful company—we are shaping the future of pet nutrition, responsible business practices, and global industry leadership.

With a clear vision, strong execution, and a shared commitment to excellence, I am confident that we will achieve even greater success in the years to come.

Message from the CEO



Mr. Pichitchai Wongpiya
Chief Executive Officer

While 2024 has been a year of progress, we remain focused on pushing boundaries, enhancing our capabilities, and driving operational efficiency to solidify our position in the global market.

For i-Tail Corporation, 2024 has been a year marked by resilience, transformation, and renewed ambition. As the pet food industry returns to a more stable and normalized state, we have seized opportunities to drive growth, enhance our competitive edge, and strengthen our ability to meet the evolving needs of the market and our customers. Our achievements this year reaffirm our commitment to excellence while fueling our ambition for even greater success in the future.

In 2024, i-Tail achieved total sales revenue of 17,729 million baht, reflecting a 13.8% year-on-year increase. This strong performance was driven by robust sales across all regions, an expanding premium product portfolio, and disciplined cost management. Our results also delivered a gross profit margin of 27.7% and a net profit of 3,597 million baht, representing an impressive 57.7% increase compared to 2023.

In recognition of our shareholders' trust and commitment, we have set the full-year dividend at 1.15 baht per share, with a payout ratio of 95.9%. Furthermore, i-Tail's inclusion in the SET50 Index is a significant milestone that reinforces our strong financial policies and effective corporate management. We believe this achievement enhances investor confidence in i-Tail's long-term growth potential and further solidifies our position as a recognized global leader in the pet food industry.

While 2024 has been a year of progress, we remain focused on pushing boundaries, enhancing our capabilities, and driving operational efficiency to solidify our position in the global market. A key milestone in this journey has been the launch of Project Tailwind—our transformation program designed to accelerate growth, improve performance, and build long-term capabilities. This program focuses on three strategic pillars: commercial, manufacturing, and procurement. It is aimed at strengthening our premium product offerings to meet the evolving needs of pet owners worldwide. Beyond innovation and cutting-edge production processes, we are committed to tripling our revenue to approximately USD 1.5 billion by 2030, through both organic growth and strategic mergers and acquisitions (M&A).

To ensure the success of this transformation, we have partnered with world-class business consultants to refine our strategies and optimize operational excellence. At the same time, we have enhanced our organizational structure, creating a more agile and dynamic framework to support future business growth. These strategic enhancements empower us to expand our market presence, strengthen customer relationships, and drive long-term success.

At i-Tail, innovation is at the heart of our growth strategy, alongside a strong focus on responsible business practices, especially in research and scientific work. In 2024, we achieved a historic milestone with the launch of i-Cattery, our state-of-the-art cat food research center. This made i-Tail the world's only pet food manufacturer and Thailand's first private company to receive full accreditation from the Association for Assessment and Accreditation of Laboratory Animal Care (AAALAC International). This global recognition reflects our commitment to the highest standards of animal welfare and ethical research, reinforcing our position as a leader in science-backed pet food innovation.

To support our global expansion, we have made significant investments to enhance our production capabilities. The successful commercialization of the new phase at our i-Tail Samut Sakhon facility enables us to meet rising demand more effectively. In addition, automation advancements at our production facilities have improved efficiency, cost management, and scalability. These investments enable us to accelerate our speed to market, enhance operational agility, and deliver high-quality pet food solutions to customers worldwide.

Our commitment to quality and innovation continues to earn the trust of leading global pet food brands. In 2024, we successfully onboarded another top-five global pet food company, bringing the total number of top-tier brands we serve to four. This achievement highlights our reputation as a trusted OEM partner and strengthens our position in the global pet food industry.

We remain focused on driving growth and expanding our market presence, particularly in the U.S. and European private label sectors, with a focus on wet food, pet treats, and functional pet nutrition. Looking ahead, we aim to establish a strong position in the supplement and nutraceutical markets, advancing sustainable pet health and well-being.

At i-Tail, sustainability is an integral part of our business strategy. In 2024, we made significant progress in responsible sourcing and environmental sustainability. Recognizing the need for the pet food industry to evolve with a strong sustainability focus, we are determined to lead this transformation—aligning our business with a future where sustainability and growth go hand in hand to create lasting, positive impacts for people, the planet, and pets worldwide.

As we move into 2025 and beyond, our objective is clear: to drive the success of our transformation journey and further solidify i-Tail's position as a global leader in pet food innovation. We are committed to fostering innovation, driving operational excellence, and deepening partnerships to create sustainable, long-term value for all stakeholders.

On behalf of i-Tail, I would like to express my deepest gratitude to our employees, partners, and shareholders for their continued support and dedication. Together, we will drive i-Tail toward a future of growth, excellence, and sustainability—advancing our goal to enhance the lives of pets and pet owners worldwide.



Vision

Building a happier world where pets thrive and live their healthiest lives

Mission

To deliver uncompromised quality of pet nutrition more advanced than human wellness, through innovation

Company Profile

Company Profile
i-Tail Corporation Public Company Limited
Registration No. 0107536000641
Original Equipment Manufacturer (OEM) production and distributor of pet food products

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Listed on The Stock Exchange of Thailand
Since December 9, 2022

As of December 31, 2024:

Registered capital THB 3,000,000,000
(3,000,000,000 shares)

Paid-up capital THB 3,000,000,000
(3,000,000,000 shares)
Par value THB 1 per share

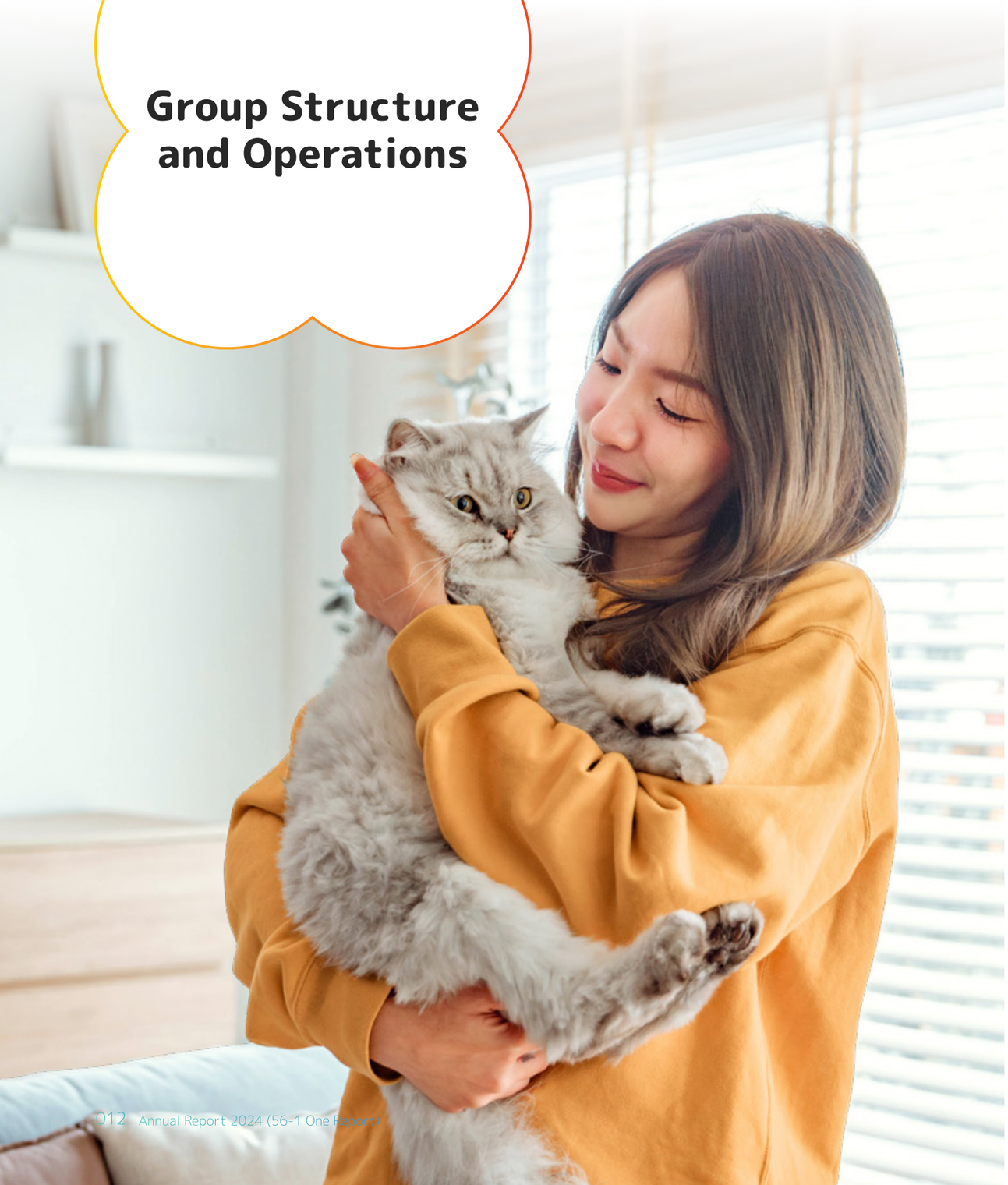
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Business Operations and Performance

At i-Tail, our unwavering commitment is to achieve sustainable business growth. We aim to bolster our leadership in the contract manufacturing of wet pet food, upholding high production standards and employing cutting-edge technology. We source quality raw materials capable of **delivering complete and nutritious meals to pets worldwide.**



Group Structure and Operations



Policy and Business Overview



i-Tail Strategy

In 2024, i-Tail capitalized on its leadership in wet pet food contract manufacturing across key markets such as the United States, Asia, Oceania, and Europe. We are also expanding our retail business segments in the United States and Europe. These efforts have laid a robust foundation for 2024, aimed at solidifying our market position and driving sustainable growth.

This year, we launched our most ambitious corporate transformation program to date, “Project Tailwind,” which is set for completion in 2027. This program aims to significantly enhance our financial performance and capabilities across commercial, manufacturing, and procurement functions, aligning with our long-term vision to achieve USD 1.5 billion in NSV (organic and inorganic) by 2030.

i-Tail has established a strategic foundation divided into 3 main activity groups.

1. Continuing and Strengthening

We remain committed to the strategic priorities that have driven our success. We will continue to explore and expand into new geographies and categories to diversify our income sources and mitigate market risks.

Performance Improvement: Our transformation focuses on enhancing cost management practices and implementing revenue growth initiatives. By optimizing our business performance end-to-end, we aim to ensure sustainable growth and profitability. This includes rigorous ideation, planning, budgeting, and governance structures to ensure our initiatives deliver on our strategic priorities.

Capability Uplift: The Tailwind program emphasizes developing our commercial, manufacturing, and procurement capabilities. This includes investing in advanced technologies, improving operational efficiencies, and fostering a culture of continuous improvement. By enhancing these capabilities, we aim to drive innovation and maintain our competitive edge. Our commercial teams are equipped with advanced tools and training to better understand market trends and customer needs, enabling data-driven decisions. In manufacturing, we are adopting Industry 4.0 technologies such as automation, IoT, and AI to enhance production efficiency and product quality. Our procurement strategy focuses on building strong relationships with suppliers, ensuring the availability of raw materials, and optimizing supply chain operations and resilience, all critical components of our 2030 vision.

We continue to prioritize high production standards and quality in our pet food products. Our commitment to sourcing quality raw materials and using advanced technology ensures we deliver nutritious and safe meals for pets globally. We are also enhancing our quality assurance processes to meet and exceed industry standards.

2. Initiating New Endeavors

i-Tail continues to advance as a global leader through innovation, but we know that organic growth alone will not suffice to achieve our 2030 growth ambitions. Therefore, we are also laying the groundwork for an M&A strategy and operating model to strengthen our inorganic growth pathways and ensure the solidity of all aspects of the business as well.

Global Expansion: Establishing a presence in new markets is crucial for driving growth and increasing our market share. In 2024, we have sales and service offices in the US, Japan, the Netherlands, and China to provide comprehensive services to our target customers. Building on this foundation, we are actively exploring opportunities to enter additional markets and build strong relationships with local partners. Our market entry strategy involves thorough market research, understanding local consumer preferences, and crafting products that meet those demands.

Innovation and Product Development: Our innovation efforts continue to differentiate us in the pet food industry. We reaffirm our commitment to becoming a pioneer in nutraceutical products for pets, effectively combining nourishment and medical treatment. Furthermore, we are advancing our proprietary ingredients and palatants, enhancing the palatability and nutritional value of our products. By staying at the forefront of pet food innovation, we aim to meet the evolving needs of pet owners and their pets. Our R&D teams are developing new formulations and ingredients that address specific health concerns and dietary preferences of pets. We are also collaborating with leading research institutions and universities to stay abreast of the latest scientific developments and to incorporate them into our products.

M&A Strategy: In 2024, we laid the foundation for upcoming mergers and acquisitions. Our M&A strategy aligns with our long-term corporate goals and focuses on identifying the right targets to enhance and accelerate our strategy. We will ensure necessary prep work and effort are put into integration and synergies to maximize the value of these acquisitions. Our M&A team is working closely with external advisors and consultants to identify potential targets, conduct due diligence, and negotiate favorable terms. We will continue to develop our M&A strategy and operating model to ensure the effectiveness of our M&A activities from pre-deal to post-deal.

In addition to these initiatives, we are also focusing on sustainability and environmental responsibility. We are committed to reducing our environmental footprint by adopting sustainable practices in our operations, such as reducing waste, conserving energy, and using eco-friendly packaging materials. We are also working with our suppliers to ensure they adhere to sustainable practices and ethical standards.

3. Customer Focus and Competitor Analysis

We are dedicated to elevating our position from an OEM to a trusted business partner.

Customer Collaboration: Strengthening relationships with key customers is a top priority. We are committed to working closely with our customers on the development of new products and co-development projects. Our strength in innovation, combined with our deep understanding of our customers' needs, allows us to deliver products that not only meet, but exceed their expectations. In addition, we are also enhancing our customer service capabilities to provide timely and effective support. Our customer service teams are trained to handle complex inquiries and provide personalized solutions, ensuring a positive customer experience.

Market Insights: Conducting thorough analysis of customer needs and end-consumer preferences is essential for driving product innovation. We invest significant effort in understanding the entire value chain, from our customers to the end-consumers. This enables us to provide valuable business insights and develop products that resonate with the market. Our market research teams use advanced analytics tools and AI to gather and analyze data on consumer behavior, market trends, and the competitive landscape. This information informs our product development and commercial strategies, ensuring our products meet the needs and preferences of consumers.

Our customer-centric approach has earned us the trust of our key customers, who continue to rely on us for their new product development needs. By focusing on customer collaboration and market insights, we aim to strengthen our position as a leader in the pet food industry.

Conclusion

i-Tail's strategic focus in 2024 was on continuing our established priorities while launching the Tailwind Transformation Program to achieve significant financial and capability uplift. By expanding into new markets, refining our M&A strategy, and deepening customer collaboration, we aim to solidify our position as a leader in the pet food industry and drive sustainable growth.

The Tailwind program represents a significant step forward for i-Tail, as it aims to enhance our financial performance and build our capabilities for the future. We are confident that these strategic initiatives will position us for long-term success and enable us to continue delivering high-quality products to our customers and their pets.

As we embark on this journey, we remain committed to our core values of quality, innovation, and customer focus. By staying true to these values, we can achieve our strategic goals and create value for our stakeholders. We look forward to the opportunities and challenges ahead and are excited about the future of i-Tail.



Corporate History and Development

Thai Union started its business producing pet food products at the Samut Sakhon plant in 1977 under Thai Union Manufacturing (TUM). In 1981, the Songkla Canning Company Limited was established to operate as a manufacturer of ambient seafood and canned products and subsequently listed on the Stock Exchange of Thailand (SET) in 1988.

In 1989, Songkla Canning began producing pet food products and was converted to a public company under the name Songkla Canning Public Company Limited (SCC) in 1993.

In 1999, Thai Union became a majority shareholder and Songkla Canning PCL. was subsequently delisted from the SET in the same year. In September 2021, the Company changed its name to i-Tail Corporation Public Company Limited (ITC) and became listed on the Stock Exchange of Thailand (SET) on December 9, 2022.



Our key milestones are set out below:

1977

- Thai Union started manufacturing pet food products at the Samut Sakhon plant under Thai Union Manufacturing (TUM).



1981-1988

- Songkla Canning was established to operate as a manufacturer of ambient seafood and canned products. Songkla Canning (SCC) was listed on the Stock Exchange of Thailand (SET).



1989-1999

- SCC started manufacturing pet food products at its Songkhla plant. In 1993, it was converted to a public company under the name Songkla Canning PCL. In 1999, Thai Union became a majority shareholder, leading to the delisting of SCC from the SET in the same year.



1994

- Acquired a majority stake (90.5%) in Asian-Pacific Can (APC), a producer of steel and aluminum food packaging products in Thailand and increased our shareholding (99.0%) in 2016.

2008

- Acquired a majority stake (51.0%) in Yueh Chyang Canned Food (YCC), a canned seafood processor and exporter in Vietnam. We increased our shareholding to 83.3% in 2016 and to 100.0% in 2017.

2010

- Thai Union established U.S. Pet Nutrition, LLC (USPN), to operate the business as an importer and distributor of premium pet food, including serving as an OEM for contract production for leading pet food brands in the U.S.

2015

- Thai Union established a Global PetCare Business Unit (GPC) under Thai Union Manufacturing Co., Ltd. (TUM) to specifically focus on pet food business.

2017

- The Company established Global PetCare Innovation (GPCI) to focus on inventing, developing, and producing innovative pet food.

2021

- The Company launched a new pet food brand, 'ChangeTer,' by offering kidney-friendly mousse cat treats. This product also serves as a prototype for OEM customers.
- In May 2021, the Company established Japan Pet Nutrition Co., Ltd. (JPN), a subsidiary operating in importing and distributing pet food and pet products in Japan.
- In September 2021, the Company changed its name to i-Tail Corporation Public Company Limited and established i-Tail Americas, Inc. (ITA), a subsidiary operating business investing in other companies (Holding Company) in the U.S.
- Announced major business structure changes as follows:
  - Termination of the business in producing and distributing ambient seafood to focus solely on pet food business, and transferred the human food to pet food production at Songkhla plant.
  - Disposal of the Company's entire investment in APC to Thai Union and the Company's entire investment in YCC to TUM, a company also under the control of Thai Union, which was completed in December 2021.
  - Acquisition of U.S. Pet Nutrition, LLC. (USPN), engaged in importing and distributing pet food in the U.S., from Thai Union North America, Inc. and Tri-Union Seafoods, LLC. Both companies are under the common control of Thai Union through ITA, a subsidiary of the Company, which was completed in December 2021.
  - Acquisition of the pet food business unit (GPC) from TUM and transfer of assets and employees related to petfood business, which was completed in December 2021.

2022

- On December 9, 2022, the Company was listed on the Stock Exchange of Thailand under the name i-Tail Corporation Public Company Limited, known as ITC, in the agricultural and food industry. This marked the highest offering value for an IPO stock in the food and beverage business sector in the history of Thai stock market. Additionally, it stood as the largest IPO in the consumer business sector in Southeast Asia in 2022.

  Source: Deloitte 2022 report



2023

- The Company established new subsidiaries, namely i-Tail Pet Food (Shanghai) Co., Ltd. (ITS) in China and i-Tail Europe B.V. (ITE) in the Netherlands, to expand the pet food and pet-related product business in the China and European markets, with a particular focus on the UK, Germany, France, and the Netherlands.
- In June 2023, the Company successfully opened "i-Cattery" located at the Faculty of Veterinary Medicine, Mahidol University Salaya campus in Bangkok. The center is a cat food palatability tasting research center, reinforcing our commitment to being a pet centric business. Within the center, there are cats on staff, trained and well-cared-for by the veterinarian and cat specialist teams. The Company also handed over the i-Tail Horse Stable to the Faculty of Veterinary Medicine at Mahidol University, which aims to promote knowledge about horses. The Company introduced new innovative offerings for OEM customers such as marbled beef chunks and jelly ball.

2024





- In January 2024, the Company started the construction of an automated storage retrieval system (ASRS) warehouse, located at i-Tail's Songkhla plant, which is expected to be completed by the end of 2025, with a storage capacity of 46,256 pallets. The automated warehouse will help improve safety, increase overall productivity and reduce expenses, and plans to increase the automation in our warehouse for both plants, with a total investment of THB 1.3 billion.
- In July 2024, the Company started production at a new production plant in Samut Sakhon province, including automated production and packing lines. This expansion includes the establishment of production line structures equipped with modern automatic technology.



- In July 2024, the Company signed a Memorandum of Understanding (MOU) with The Voice Foundation, and Chaiphak Dog Training Center for The Second Chance - For Better Lives project. This collaborative initiative aims to enroll rescue dogs from the Voice Foundation in behavioral training classes conducted by the Chaiphak Dog Training Center.

- In September 2024, i-Cattery, the Cat Food Research Center, reached a significant milestone as Thailand's first private company and the world's only pet food manufacturer to be accredited by Association for Assessment and Accreditation of Laboratory Animal Care or AAALAC International with a full accreditation. This accreditation reflects the research center's commitment to maintaining the highest standards in scientific research alongside animal welfare principles. AAALAC International is a renowned, world's only non-profit organization dedicated exclusively to promoting and accrediting ethical animal care for scientific purposes through a voluntary accreditation program.
- In November 2024, the Company announced a business transformation program to increase annualized operating profit by USD 50 million (THB 1.75 billion) from 2027 onwards and a goal of tripling revenue to USD 1.5 billion (THB 52.5 billion) by 2030. This will be achieved by expanding the core wet pet food and treats, gain market presence of OEM and private label, and expand the customer base, as well as procurement and manufacturing for cost efficiency and improve profitability, and further growth through mergers and acquisitions.



Awards and Recognitions 2024

2024 Smoke-Free Thailand Social Leadership Award/2024 Leading Smoke-Free Thailand Organization Award

i-Tail was recognized as a role model in the private sector for its development of comprehensive smoking cessation services – both proactive and reactive – in collaboration with professional healthcare networks. Specifically, the Company has established a counseling and support unit to help employees quit smoking and vaping. Additionally, i-Tail has raised awareness on the health, social, and environmental impacts of tobacco use among its employees. Furthermore, the Company has conducted internal awareness campaigns and created a safe, smoke and vape-free workplace environment.



i-Tail's Inclusion in the SET50 Index

i-Tail was chosen by the Stock Exchange of Thailand (SET) for inclusion in the SET50 Index for the second half of 2024. ITC was the sole additional company from the Food & Beverage sector to be included in the index, and its inclusion reflects the Company's commitment to effective organizational management, as well as robust financial policies that enable capability to handle various challenges.





The "Best Premium Wet Cat Food 2024" Award from the Baanlaesuan Pets Awards 2024

Bellotta, a cat food and treats brand under i-Tail Corporation Public Company Limited, was honored with the "Best Premium Wet Cat Food 2024" award from Baanlaesuan Pets Awards 2024, which were presented at the Baanlaesuan Pets Fest 2024. This recognition reinforces Bellotta's Pet-Centric approach as pets' demands are the brand's top priority.



Green Industry Level 4 (GI4) Award

i-Tail Corporation Public Company Limited's Songkhla Factory was the recipient of the Green Industry Level (GI4) award for 2024. The award was presented by the Department of Industrial Works to help promote the development of the Thai industrial sector towards a green economy. The Green Industry Level 4 (Green Culture) award or certification honors businesses and factories that demonstrate commitment to environmentally and socially friendly practices, while fostering continuous collaborative efforts among employees to help these practices become an integral part of their respective organizational cultures.



2024 Model Organization for Ethical and Healthy Practices – Learning Center Category

i-Tail Corporation Public Company Limited's Songkhla factory was honored with the "2024 Model Organization for Ethical and Healthy Practices" award in the Learning Center category at the "HAPPY@MORAL BUSINESS AWARD 2024 สุข+ดี อย่างมีพลัง" event. The event, organized by the Moral Center (Public Organization) in collaboration with the Thai Health Promotion Foundation (Thai Health), recognized private-sector organizations that have successfully enhanced employee well-being and ethical standards. Organizations that have received this award are recognized as role models for driving business growth and promoting social sustainability.





Thailand Labor Management Excellence Award – 8th Consecutive Year (i-Tail's Songkhla Factory)

i-Tail Corporation Public Company Limited's Songkhla factory was awarded the "Thailand Labor Excellence Award for 2024" at the national level. This marks the eighth consecutive year that i-Tail has received this award, which highlights the company's excellent labor relations management as well as its continuous commitment to labor welfare.





Thailand Labor Management Excellence Award – 3rd Consecutive Year (i-Tail's Samut Sakhon Factory)

i-Tail Corporation Public Company Limited's Samut Sakhon factory was awarded the "Thailand Labor Excellence Award for 2024" at the national level. This marks the third consecutive year that i-Tail has received this award, which highlights the Company's excellent labor relations management as well as its continuous commitment to labor welfare.



AAALAC International

i-Tail's cat food research center, i-Cattery, received accreditation from the Association for Assessment and Accreditation of Laboratory Animal Care (AAALAC International) for demonstrating its commitment to the highest standards of animal welfare for research and scientific operations. Notably, i-Tail is the only private company in Thailand and only pet food manufacturer in the world to receive full accreditation from AAALAC International.



- **Best Company for ESG & Sustainable Development Thailand 2024**
- **Best Investor Relations Company Thailand 2024**

i-Tail won two awards from the Global Banking & Finance Awards® 2024, namely "Best Company for ESG & Sustainable Development Thailand 2024" and "Best Investor Relations Company Thailand 2024." The awards were presented to the Company by the Global Banking & Finance Review®, one of the world's leading banking and financial magazines.



Our Brands

i-Tail Corporation Public Company Limited, a global leader in pet food manufacturing and distribution driven by Thai expertise, offers five exceptional pet food brands: Bellotta, ChangeTer, Marvo, Calico Bay, and Paramount. Each product is carefully formulated and developed by our team of expert researchers and nutritionists to ensure that all pet food products are made from high-quality ingredients, offer great taste, and provide balanced nutrition for pets to thrive.



Our main distribution channels for Bellotta, ChangeTer, and Marvo in Thailand include pet food and accessory stores, veterinary hospitals and clinics, convenience stores, supermarkets/superstores, and e-commerce platforms. We also export our products to various countries, including South Korea, Taiwan, Bangladesh, India, Vietnam, and Kuwait. Calico Bay and Paramount, on the other hand, are our export-exclusive brands that are available in retail outlets in the United States.

In 2024, Bellotta and ChangeTer embraced the “Pet Humanization” trend, which sees pet owners treating pets as valued family members. We launched two brand ambassadors for Bellotta’s premium cat food and ChangeTer’s kidney-friendly cat and dog food. This initiative highlights our dedication to delivering pet food products that stand out for their taste and nutrition, all while utilizing advanced technologies and adhering to global manufacturing standards, catering to the needs of our customers in Thailand.

Bellotta

Bellotta, a premium wet cat food offers a comprehensive range of products, including both wet food and treats. These products are available in various packaging formats such as cans, aluminum pouches, trays, sachets, and plastic cups. Crafted from carefully selected, high-quality ingredients, Bellotta ensures that the products provide delicious and nutritious meals for cats, following the “3 No’s” principle: no added salt, no sodium nitrite, and no preservatives. This reduces the accumulation of harmful substances that may negatively affect the health of cats. Additionally, the brand offers a diverse product line suitable for cats of all life stages, from kittens to adults and seniors.





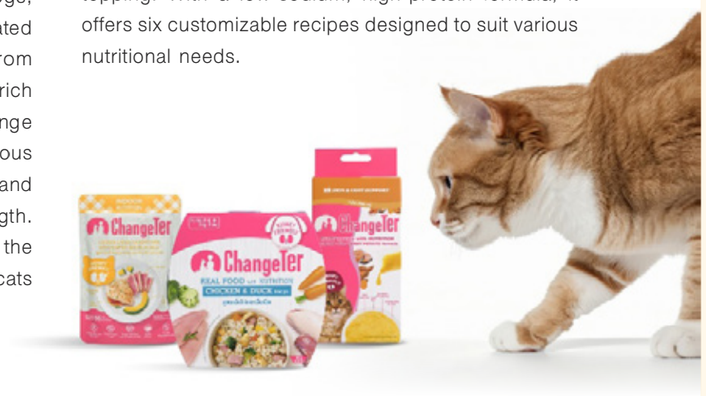
The company has introduced a new product, Bellotta Mini 40g, designed to cater to customers who prioritize dry food as their pet’s main meal. When paired with dry food, Bellotta Mini 40g enhances mealtime variety while ensuring balanced and complete nutrition.



ChangeTer

A premium line of low-sodium pet food and treats, designed to support and maintain strong kidney health in pets. Available for both cats and dogs, every ChangeTer product is meticulously formulated to regulate sodium levels while being free from phosphorus. We use only high-quality ingredients, rich in essential vitamins and minerals. Our product range includes specialized formulas that address various pet health needs, such as digestive support, skin and coat care, eye health, and joint and bone strength. Additionally, our wet food products are tailored to the specific lifestyles of cats, including those of indoor cats and neutered cats.

To meet dog owners' needs, we present "ChangeTer" premium wet dog food, featuring a marbled beef topping. With a low-sodium, high-protein formula, it offers six customizable recipes designed to suit various nutritional needs.









Marvo

Marvo offers premium wet dog food, carefully formulated to provide complete nutrition for both puppies and adult dogs. Made from high-quality meats and ingredients, Marvo's products are produced using internationally recognized production processes and quality control standards. They are available in a variety of packaging options, including cans, aluminum pouches, and trays.





Calico Bay

Calico Bay offers premium wet cat food made from fresh meats and seafood, including tuna, shrimp, and salmon. Inspired by traditional island recipes, it features only healthful ingredients, free from preservatives and meat by-products.

Paramount

Paramount delivers premium wet dog food crafted with nutritious ingredients that provide easily digestible, high-quality protein. Formulated to support overall health, it promotes strong muscles, healthy digestion, shiny coats, and a robust immune system.



Financial Highlights

Capital Structure

The Group aims to sustainably operate the business by maintaining an appropriate capital structure, emphasizing profit generation, and efficiently managing liquidity. These efforts are geared towards maximizing returns for the company's stakeholders.



Amount	2024	2023	2022[1]
Unit: Million Baht			
Sales	17,729.1	15,576.9	21,420.1
Operating Profit	3,262.6	1,855.5	4,109.9
Net Profit attributable to owners of the parent	3,597.3	2,281.4	4,401.9
Total assets	26,927.9	25,431.3	28,177.7
Total Liabilities	2,789.1	2,312.4	3,133.0
Shareholders' Equity	24,138.9	23,118.9	25,044.6
Interest-bearing debt	45.1	46.8	42.3
Net Cash from Operating activities	3,581.5	2,890.6	3,191.4
Annual Dividend	3,450.0	1,800.0	7,560.0

Financial Ratios

Total Liabilities to Equity
2024
0.12 Time
2023 0.10
2022[1] 0.13

Return on Fixed Assets
2024
71.5 %
2023 53.6
2022[1] 108.3

Gross Profit Margin
2024
27.8 %
2023 19.5
2022[1] 25.0

Return on Average Equity
2024
15.2 %
2023 10.0
2022[1] 27.6

Per Share Data (Baht)

Basic Earnings per share
2024
1.20
2023 0.76
2022[1] 2.48[2]

Dividend per share[3]
2024
1.15
2023 0.60
2022[1] 2.52

Par Value[3]
2024
1.00
2023 1.00
2022[1] 1.00

Note:

1 The pro forma consolidated financial information for the year 2022 has been prepared by the Company's management to demonstrate the impact of the business restructuring as if occurred on January 1, 2019. (See more details under Section 1: Business Operation and Performance, topic "Management Discussion and Analysis")

2 The calculation is based on the weighted average number of shares for the year 2022, which was 1,772.71 million shares of par value at THB 1 per share.

3 The calculation is based on the number of shares of 3,000 million shares of par value at THB 1 per share (See more details under Section 1: Business Operation and Performance, topic "Dividend Policy.")



Reporting the Utilization of Proceeds

i-Tail offered the initial public offering of 600,000,000 newly issued ordinary shares at THB 32.00 per share for a total of THB 19,200 million. After deducting the transaction expenses relating to the public offering, the aggregate net proceeds were THB 18,724.3 million. Utilization of proceeds as of December 31, 2024 was as follows:

Use of Proceeds	Approximate amount	Utilization amount as of December 31, 2024	Remaining amount as of December 31, 2024
Unit: THB Million			
Investment into increasing production efficiency and expansion of infrastructure to support production	2,400.0	1,058.8	1,341.2
Investment in automated warehousing and labelling systems	1,000.0	430.9	569.1
Investment in a new plant in the same vicinity as Samut Sakhon plant	600.0	600.0	-
Investment in R&D and innovation projects	200.0	36.8	163.2
Business expansion	700 - 1,000	89.4	610.6
Repayment of existing loans	7,000 - 8,000	7,415.5	-
Working capital for business operations	5,524.3 - 6,824.3	6,408.8	-
Total	**18,724.3**	**16,040.2**	**2,684.1**



i-Tail Research and Innovation

At i-Tail Corporation, innovation is at the heart of everything we do. As a global leader in pet food manufacturing, we continuously push the boundaries of research and development to create high-quality, nutritious, and sustainable products that enhance the well-being of pets worldwide. Our commitment to innovation spans across multiple dimensions—from pioneering scientific advancements in pet nutrition and functional health ingredients to optimizing production technology for greater efficiency and sustainability. Through strategic collaborations with research institutions and technology partners, we are driving forward innovative solutions that elevate industry standards and contribute to a healthier future for pets and the planet.

i-Cattery: Pioneering Cat Food Research with World-Class Standards

i-Tail Corporation Public Company Limited established the i-Cattery Cat Food Research Center to ensure the highest quality for its products and business partners. The center is committed to developing high and premium quality, and palatable cat food while maintaining a strong focus on the health and well-being of cats in a carefully controlled research environment with a commitment to a global standard.

Since its official launch in mid 2023, i-Cattery has earned certification for the ethical use of animals in scientific research from the Institute of Animal for Scientific Purposes Development (IAD), National Research Council of Thailand (NRCT), at the “Strictly Hygienic” level. In 2024, i-Cattery achieved a groundbreaking achievement by becoming the first private company in Thailand and the only pet food manufacturer in the world to receive full accreditation from AAALAC International.



Establishment of i-Cattery

Certified by NRCT

Achieved Full Accreditation from AAALAC International

AAALAC International is a globally recognized nonprofit organization that accredits over 1,100 institutions in more than 50 countries. It evaluates organizations based on their adherence to ethical and responsible animal care standards for scientific research. To obtain this accreditation, institutions must undergo a rigorous review of their internal processes, followed by comprehensive on-site inspections by the AAALAC council. This ensures that i-Cattery's cat food research center fully complies with these high standards. The accreditation underscores i-Cattery's commitment to excellence in ethical research and its dedication to integrating scientific progress with sustainable animal welfare practices.

In 2024, i-Cattery achieved several significant milestones, including:

- Successfully conducting 338 food palatability tests.
- Being invited as a speaker at the 15th TALAS International Conference (TALAS: The Thai Association for Laboratory Animal Science) to discuss promoting animal welfare in cat food reserch and development, with 252 academics from Thailand, Southeast Asia, and East Asia attending the event.



- Delivered a presentation at Pet Fair Southeast Asia 2024 on the topic "Upholding Global Standards in Animal Welfare: i-Tail's Journey to AAALAC Accreditation," with 15,000 attendees from 75 countries around the world.



Additionally, i-Cattery has launched a clinical research initiative in collaboration with the Faculty of Veterinary Science, Mahidol University, and has submitted prior research findings for publication in an international academic journal.

This achievement underscores i-Cattery's leadership in ethical research and innovation, highlighting its dedication to advancing the pet food industry while upholding the highest global standards in research and animal welfare.

Advancing Innovation in Functional Health Ingredients for Pet Food

To accelerate innovation in health-focused pet food ingredients for a rapidly growing market, we have partnered with the Global Innovation Center of Thai Union—an industry leader in global seafood and nutrition innovation—to research and develop products from Chicken Broth Protein Hydrolysate. This breakthrough focuses on isolating proteins with a molecular size under 6,000 daltons, making them easily digestible and highly absorbable for pets.

The separation of small molecular weight proteins not only enhances the nutritional value of the food consumed but also plays a crucial role as specialized diets for managing gastrointestinal disorders and protein allergies in pets. These issues common concerns faced by many pet owners today, particularly for pets with sensitive digestive systems. By utilizing proteins processed in this way, the risk of adverse reactions is reduced and digestive health is improved.

Moreover, the products derived from this development boast exceptional taste and appeal, naturally attracting pets without the need for added flavor enhancers. This ensures that the products remain highly natural and ideal for pets with sensitivities to additives or chemicals. This also aligns with the increasing market demand for safe, healthy options for pets in present world.

With the potential of i-Tail's research and development, we are dedicated to expanding the global market for health-focused pet food to address the diverse and evolving needs of the market. This includes developing products that strengthen the immune system, support digestive health, and enhance overall well-being for pets at every stage of life.

Energy Efficiency Innovation: Advancing Production Technology for Greater Performance and Sustainability

Over the past year, the company has developed innovative solutions that have transformed our production processes. These innovations focus on reducing steam energy consumption, enhancing production efficiency prioritizing sustainability and cost-effectiveness across every step. Key aspects of these innovations include:

1. Optimized Steam Energy Use

We have introduced a new conveyor system that captures and recycles steam waste, reusing it in the meat heating process. This system not only speeds up the steaming process but also reduces emission related to steam release and lowers energy costs.

2. Optimizing Production Efficiency

By designing advanced systems, we have significantly improved both quality and waste reduction:

- **Steaming Conveyor System:** This system precisely regulates temperature, ensuring meat is evenly steamed quickly, while maintaining the highest quality throughout all production batches.
- **Cooling System:** Designed to rapidly reduce the temperature of cooked meat from over 80°C to 40°C, this system helps preserve the meat's form and quality during the next stages of processing.



3. Minimizing Product Loss

The conveyor system has been enhanced to precisely cut cooked meat into chunks of various sizes, reducing material loss during production and ensuring the meat's quality is maintained.

4. Real-Time Automatic Cleaning System

We have implemented a Real-Time Self-Cleaning system on the conveyor belts to elevate cleanliness and safety standards, offering several key advantages:

- Mitigates the risk of contamination
- Ensures continuous cleanliness throughout production
- Reduces downtime and cleaning-related costs

The adoption of these innovations has resulted in:

- **Cost Reduction:** Optimizing resource use for improved cost-efficiency
- **Enhanced Product Quality:** Guaranteeing consistency and meeting high-quality standards
- **Promoting Sustainability:** Minimizing energy and material waste, while supporting environmental objectives

These advancements underscore the company's ongoing commitment to refining and enhancing production processes, creating value, and exceeding customer expectations.

Sustainable Pet Food Innovation: Whole Food & Zero Waste Approach

At i-Tail, we are dedicated to developing pet food products that maximize resource efficiency by utilizing every part of the raw materials. Our production process focuses on minimizing waste while preserving the full nutritional value and balance to promote long-term pet health. We aim to offer products that not only deliver exceptional nutrition but also contribute to environmental sustainability.

Each of our products is designed and manufactured in line with global standards set by AAFCO and FEDIAF, ensuring that every meal served to pets is of the highest quality and adheres to internationally recognized safety standards in the pet food industry.

Beyond the focus on quality, we place a strong emphasis on the taste and presentation of our products, ensuring they appeal to pets of all breeds and life stages. This enhances their eating experience, bringing joy with every meal. Additionally, we prioritize packaging that is not only user-friendly but also safe and environmentally responsible to meet the needs of the consumer who values both health and sustainability.



Business Development Innovation (BDi)

Above anything else, what the Business Development Innovation team noticed during 2024 was that things in the business world change every year at a more rapid pace. Apart from the obvious technological changes we are also seeing that the basis of what we used to know as competition is changing. Typically, companies would compete in industries that are well-defined, industries that produce clear products and services. However, what we are seeing happening is a shift to a wider business ecosystem that delivers extensive value propositions: normal production lines are changing to smart factories, while petfood is now treated as health management solutions. The boundaries around what was known as the pet food industry are collapsing, and competition has now started to move outside of these previously clear boundaries, and it is a trend we anticipate will only continue.

Where innovative and forward-thinking companies used to disrupt industries, the new form of disruption is ecosystem disruption. Ecosystem disruption is when a new value proposition gets introduced which impacts competition across industries. Our challengers in the industry are no longer just the ones who focus on their own execution to gain an advantage in cost and quality but the ones who can put together and collaborate with partners to deliver value at a level no individual firm could do on its own. At its core ecosystem strategy is all about partner alignment and this has forced us to view competition in a whole new perspective. We can no longer simply rely on customer insights and great execution to drive our future success but have to find ways to align with partners. When we as the BDi team refer to partners we are not referring to supply chain and distribution channel partners typically found in industry value chains, but partners whose visions might be completely different from our own.

Winning in an ecosystem could allow us to potentially create and capture value from multiple sides, which makes deciding what, how and when to play just as important as where to play. With this change in perspective, we can now identify new dimensions for which we can develop new approaches based on the different types of questions we ask. Questions such as:

- Can we identify shifts that could disrupt our ecosystem?
- Would it be possible to predict when an ecosystem would get disrupted that could potentially upend our business?
- How do we protect ourselves against ecosystem disruption?
- Could we ourselves maybe drive ecosystem disruption?





We understand that value creation is no longer simply aligning suppliers and distributors but a more holistic approach or an ecosystem approach through developed ecosystem strategies.

The goal of the BDi team is to, through the holistic approach of ecosystems, put i-Tail in a position where we can envision the future and the circumstances, we might find ourselves in. Once we accept them as the "situation we are in," we can then develop a very clear direction on how we innovate in those circumstances. With the work we have done up to now we have identified four forces of change that will have an influence on our business. We also aptly named them the "Business Developments' Four Pillars of Innovation". These pillars are as follows:

1. **Digital Transformation** – As homes turn into smart homes, how will that affect the way we keep pets and interact with them?
2. **Future of Food and Nutrition** – With DNA sequencing and omics technology becoming more mainstream, how will that affect the way we feed our pets?
3. **Sustainability and Climate Tech** – Without a doubt the biggest global challenge faced by all industries. How would carbon emissions from manufacturing pet food and from pets themselves influence how next generation pet owners feel about keeping pets and the type of pets they keep?
4. **Geopolitics** – With global demographics leaning heavily towards aging societies how would that impact pet keeping?

We continue to research these forces of change by trying to understand what the risks are, what our and our customers' exposure is to these risks and based on the exposure what impact they would have on our business. We view these challenges not as a series of tasks we need to complete for i-Tail only wins but we go beyond that. We go beyond our organization so we can achieve wins for the industry, the communities we operate in and the planet we live on. We do this through collaborating in building a business ecosystem, inviting the right "players" for the right reasons with an agenda and with the right intentions, where everyone has something to gain and something to lose.

Our Core Product Categories



i-Tail's Main Product Categories

i-Tail Corporation operates an OEM business, producing and distributing pet food and treats for cats and dogs. Our products range from standard to premium pet food, with main ingredients such as tuna and chicken, both rich in protein. Our innovative production process ensures the creation of high-quality pet food products with an appealing appearance, delicious taste, and a rich nutritional profile, providing the complete nutrients essential for a pet's well-being. This reflects our vision: "Building a happier world where pets thrive and live their healthiest lives."

1. Pet Food

Our pet food products are divided into two categories as follows:

1.1. The products offer complete and balanced nutrition, ensuring the overall well-being of your pets

Main meal pet food products provide essential energy and nutrients, including various vitamins and minerals that meet the daily needs of pets' bodies. These products adhere to certification standards set by both the United States, specifically the Association of American Feed Control Officials (AAFCO), and the European Pet Food Industry Federation (FEDIAF), as well as the laws of the countries in which the products are sold.

1.2 Complementary Pet Food

A snack or treat product designed for pets is usually given as a supplement to the main meal, as it typically does not provide complete nutrition. However, some products may offer additional benefits by including a range of vitamins and minerals to support overall health and address specific needs in pets in various aspects.



i-Tail offers wet pet food products designed for both cats and dogs, having a moisture content exceeding 60 percent of the net food weight. This high moisture level gives the food a soft texture, making it easy for pets to eat. Furthermore, these products are enhanced with a strong aroma and flavor thatcan effectively stimulate pets' appetites. Our product range includes recipes that cater to pets of all life stages, from kittens and puppies to adults and seniors. This ensures that pets of all ages receive proper and adequate nutrition in every meal.

With state-of-the-art production facilities and i-Tail's dedicated high-quality research team, we possess the capability to manufacture pet food in various formats. Our products can be customized based on customer needs, offering options like large protein pieces (Fillet), small protein pieces (Flake), finely chopped protein pieces (Mince), and Rockstar Chunk, each providing a meat-like texture. Additionally, there are a variety of product format options such as gravy, broth, jelly, mousse, Pâté etc.

Furthermore, i-Tail is committed to the development of specialized health pet food products through its dedicated Global PetCare Innovation (GPCI), Research & Development Department, Business Development Innovation Department (BDi), and Sales and Marketing Department. These teams collaborate to create formulas that help prevent and address common health problems in pets, such as digestive issues, oral diseases, and immune system disorders. Additionally, the company shows a commitment in its pursuit of new raw materials, which are unique toi-Tail and difficult to imitate.

2. Pet Treat Products

Pet treat products are often used as rewards to train pets to obey commands, as well as to foster a positive relationships and express affection between pets and their owners.

i-Tail offers a variety of pet snacks and treats for both cats and dogs, available in wet, semi-dry, and semi-wet formats, with moisture content ranging from 14 to 60 percent of the net food weight. We carefully select high-quality raw materials to develop products that cater to the needs of pets in various life stages. Additionally, some products may include special features added to support pet health, such as dental health care formulas, skin and coat nourishment formulas, stress reduction formulas, and more.

i-Tail's pet treat products are available in a variety of formats, including biscuits, sticks, jerky, freeze-dried treats, and mousse. These products are developed to not only with unique appearances and textures but also with added health benefits for pets. This provides pet owners with more alternatives.



Conclusion

i-Tail has utilized several patents and pending petty patents in the development of new products to address customer needs and market trends, such as the growing demand for 'Pet Humanization'. This includes pet food and treats with specialized benefits. These include formylas designed to promote dental health, nourishing fur, and strengthening the immune system. Our products also focus on caring for the digestive health and building strong muscles, aligning with market trends that emphasize the growing demand for high-quality and premium pet food. We have introduced innovative research-driven products to meet these evolving needs, including pet food in the form of multi-layered Pâté. This product resembles human food and ensures high quality.

When it comes to packaging, i-Tail offers a diverse range of formats and sizes tailored to each type of pet food. Our packaging is designed to accommodate various customer preferences. Our packaging options include cans, aluminum and plastic vacuum pouches, aluminum and plastic pouches, plastic cups, aluminum trays, etc.



Sales Breakdown

Sales Breakdown by Region

	For the Year Ended December 31,					
	2024		2023		2022[1]	
	THB Million	%	THB Million	%	THB Million	%
Pet Food & Treats						
America	8,936.7	50.4	7,829.9	50.3	11,920.8	55.6
Europe	2,748.8	15.5	1,964.8	12.6	3,357.3	15.7
Asia and Oceania	5,352.4	30.2	4,908.2	31.5	5,848.6	27.3
Thailand	691.2	3.9	874.0	5.6	293.4	1.4
Total sales	**17,729.1**	**100.0**	**15,576.9**	**100.0**	**21,420.1**	**100.0**

Sales Breakdown by Channel

	For the Year Ended December 31,					
	2024		2023		2022[1]	
	THB Million	%	THB Million	%	THB Million	%
Branded	238.0	1.4	298.4	1.9	223.8	1.0
OEM	17,131.0	96.6	14,749.7	94.7	21,114.0	98.6
Others [2]	360.1	2.0	528.8	3.4	82.3	0.4
Total sales	**17,729.1**	**100.0**	**15,576.9**	**100.0**	**21,420.1**	**100.0**

Sales by Product Segment

	For the Year Ended December 31,					
	2024		2023		2022[1]	
	THB Million	%	THB Million	%	THB Million	%
Pet food:						
Cat food	12,266.0	69.2	10,775.3	69.2	15,557.7	72.6
Dog food	3,050.6	17.2	2,404.6	15.4	2,561.2	12.0
Pet treats:						
Cat treats	1,420.7	8.0	1,342.8	8.6	1,754.5	8.2
Dog treats	631.7	3.6	523.0	3.4	1,464.4	6.8
Others[2]	360.1	2.0	531.2	3.4	82.3	0.4
Total sales	**17,729.1**	**100.0**	**15,576.9**	**100.0**	**21,420.1**	**100.0**

Note:

1 2022 financial information was the pro forma consolidated financial information which has been prepared by the Company's management to demonstrate the impact of the business restructuring as if it occurred on January 1, 2019. See more detail under Section 1: Business Operations and Performance, topic "Management Discussion and Analysis".

2 Others comprise other pet food and sales of non-pet food related products such as whole tuna fish, ingredient, scraps, etc.

Group Business Structure



Details of the Company and its Subsidiaries

Name	Type of business	Authorized Capital	Paid up Capital	Number of Issued Shares	% of holding
i-Tail Corporation PCL. (ITC)	Original Equipment Manufacturer (OEM) production and distribution of pet foods	THB 3,000,000,000	THB 3,000,000,000	3,000,000,000	-

Subsidiary Companies

Name	Type of business	Authorized Capital	Paid up Capital	Number of Issued Shares	% of holding
i-Tail Americas, Inc. (ITA)	Holding company	USD 5,000,000	USD 5,000,000	5,000	100 held by ITC
U.S. Pet Nutrition, LLC (USPN)	Importer and distributor of premium pet food	USD 64,000,000	USD 64,000,000	-	100% held by ITA
Japan Pet Nutrition Co., Ltd. (JPN)	Importer and distributor of pet food and pet-related products	JPY 15,000,000	JPY 15,000,000	150,000	90% held by ITC
i-Tail Europe B.V. (ITE)	Importer and distributor of pet food and pet-related products	EUR 1,000,000	EUR 1,000,000	1,000,000	100% held by ITC
i-Tail Pet Food (Shanghai) Limited Co. (ITS)	Importer and distributor of pet food and pet-related products	CNY 10,000,000	CNY 10,000,000	-	100% held by ITC



Relationship between i-Tail and TU Group





Flagship entity responsible for pet food and other pet care-related businesses

On February 23, 2022, Thai Union's Board of Directors approved a resolution which provided that as long as Thai Union remains a major shareholder of the Company and maintains that the Company is the flagship entity responsible for the manufacturing and distribution of pet food and other pet care-related businesses, Thai Union will not directly or indirectly invest and/or operate any businesses that compete with that of the Company. Thai Union entered into a non-competition agreement with the Company. The agreement provisions are as follows:

1. Thai Union Group (excluding the Company and our subsidiaries) undertook not to directly or indirectly, engage or invest in any pet food or pet care business (including investing in start-up companies through SPACE-F), or in any other businesses that compete with our or our subsidiaries' businesses. Neither it would partner with nor become a major shareholder of other companies that operate businesses competing with those of us or our subsidiaries, with the exception of investments made through us or our subsidiaries.
2. The Company and/or the Company Group undertook not to directly or indirectly, engage or invest in any human food business or other businesses that compete with those of the Thai Union Group, or to partner with or become a major shareholder of other companies that operate businesses competing with those of the Thai Union Group, with the exception of investments made through or with the Thai Union Group.
3. Pursuant to the agreement, both parties undertook to put in place a policy to ensure compliance with the aforementioned undertakings by them and their affiliates.
4. The agreement shall terminate if
   (i) There are any changes in the shareholding structure of the Company resulting in Thai Union no longer being a "major shareholder" of the Company, as defined in the Notification of the SEC, KorJor. 17/2551; or
   (ii) The Company is no longer a listed company on the SET.

Engaged in dry pet food production with Thai Union Feedmill PCL. ("TFM")

The Company offers various types of pet products under our own brands. We have engaged TFM, a subsidiary of Thai Union Group, to produce dry pet foods, and we have been distributing these products since July 2021. The Company entered into a non-competition agreement with TFM. The details are as follows:

1. TFM agreed not to directly or indirectly engage or invest in any pet food businesses or any other businesses that manufacture or sell pet-related products, whether under TFM's trademarks or trademarks of its customers. This also includes refraining from engaging in other businesses that compete with our or our subsidiaries' businesses, with the exception of investments made through or with us or our subsidiaries or the manufacturing of pet food or pet-related products in relation to purchase orders from us or our subsidiaries.
2. The Company agreed not to directly or indirectly, engage or invest in animal feed manufacturing businesses or other businesses which manufacture or sell livestock-related products, whether under our own trademarks or our customers' trademarks. This restriction also applies to refraining from engaging in other businesses that compete with the businesses of TFM or TFM's company group. The exception to this agreement is investments made through or with TFM or TFM's group, as well as the manufacturing of livestock-related products related to purchase orders from TFM or its group.
3. The agreement shall terminate upon
   (i) Any changes in the shareholding structure of the Company or that of TU resulting in the Company and TFM no longer have the same group of "major shareholders," as defined in the Notification of the SEC, KorJor. 17/2551; or
   (ii) The Company and TFM are no longer listed on the SET.



Shareholding Structure

Top 10 Major Shareholders as of December 30, 2024, which was the closing date, were as follows:

Shareholders	Shares	%
Thai Union Group Public Company Limited (TU)	2,364,659,681	78.82
Thai NVDR Company Limited	147,399,629	4.91
Vayupak Fund 1	42,436,924	1.41
SOUTH EAST ASIA UK (TYPE C) NOMINEES LIMITED	23,305,300	0.78
Mr. Sarath Ratanavadi	20,027,100	0.67
Chansiri Family	20,025,073	0.67
TISCO Master Pooled Registered Provident Fund	13,497,900	0.45
Social Security Office by Talis Asset Management	11,505,700	0.38
Government Pension Fund	10,992,400	0.37
Niruttinanon Family	9,769,239	0.33

Nationality	Juristic Persons			Natural Persons			Total		
	No. of persons	No. of shares	%	No. of persons	No. of shares	%	No. of persons	No. of shares	%
Thai	499	2,756,788,208	91.90	12,493	168,369,425	5.61	15,139	2,925,157,633	97.51
Foreign	44	68,582,148	2.28	37	6,260,219	0.21	73	74,842,367	2.49
Total	**543**	**2,825,370,356**	**94.18**	**14,613**	**174,629,644**	**5.82**	**15,212**	**3,000,000,000**	**100.00**

Top 10 Major shareholders of TU as of December 30, 2024, which was the closing date, were as follows:

List of Top 10 Major Shareholders of TU	Shares	%
Chansiri Family	815,418,068	18.30
Thai NVDR Company Limited	435,665,801	9.78
Niruttinanon Family	331,264,084	7.44
MITSUBISHI UFJ MORGAN STANLEY SECURITIES CO., LTD.	238,745,120	5.36
Thai Union Group PCL.	200,000,000	4.49
SOUTH EAST ASIA UK (TYPE C) NOMINEES LIMITED	131,595,031	2.95
Social Security Office	124,917,608	2.80
STATE STREET EUROPE LIMITED	117,835,557	2.64
Boonmechote Family	78,442,980	1.76
Vayupak Fund 1	60,057,600	1.35

Revenues from Sales and Services Structure of i-Tail Corporation and Subsidiaries

Details of revenues from sales and services structure after exclusion of intercompany transactions are as follows:

The Company and the Company Group	Holding Percentage by ITC	2024		2023		2022[1]	
		THB Million	%	THB Million	%	THB Million	%
i-Tail Corporation PCL. (ITC)	-	12,458.1	70.3	10,952.7	70.3	14,157.3	66.1
i-Tail Americas, Inc. (ITA)	100%	-	-	-	-	-	-
US Pet Nutrition, LLC (USPN)	100%	5,133.3	28.9	4,460.5	28.6	7,179.8	33.5
Japan Pet Nutrition Co., Ltd. (JPN)	90%	97.1	0.5	153.6	1.0	83.0	0.4
i-Tail Europe B.V. (ITE)	100%	36.5	0.2	10.1	0.1	-	-
i-Tail Pet Food (Shanghai) Limited Co. (ITS)	100%	4.1	0.1	-	-	-	-
Grand total		**17,729.1**	**100.0**	**15,576.9**	**100.0**	**21,420.1**	**100.0**

Remark:

1 Revenues from sales and services of 2021-2022 were pro forma revenues based on the pro forma consolidated financial information which has been prepared by the Company's management to demonstrate the impact of the business restructuring as if it occurred on January 1, 2019.

Benefits upon Obtaining BOI Investment Promotion Certificate

Promotion Certificate No.	Location	Exemption from Corporate Income Tax Period		Promoted Activities
		Start	Expire	
58-2085-0-00-1-0 Dated October 8, 2013	Songkhla Factory	July 26, 2019	July 25, 2027	Manufacturing sealed instant and semi-instant foods, as well as animal foods and animal food ingredients.
64-1409-0-00-1-2 Dated December 21, 2021	Samut Sakhon Factory	January 4, 2022	October 1, 2025	Manufacturing sealed animal foods under Category 1.6 Manufacturing animal food, or animal food ingredients
65-0168-1-00-1-2 Dated February 10, 2022	Samut Sakhon Factory	July 9, 2024	July 8, 2029	Manufacturing sealed animal foods under Category 1.22 Manufacturing animal foods or animal food ingredients
66-0821-2-00-1-0 Dated April 25, 2023	Songkhla Factory	5 years from the date of commencement of revenue recognition, the Company has not yet recorded any revenue from the promoted business activity		Manufacturing of sealed animal foods under Category 1.2.8.2 Manufacturing animal foods or animal food ingredients

Industry Overview

Summary

The petfood industry continues to grow as pet owners are increasingly pet parents. Although pet populations are slowing globally, there continues to be a growing demand as consumers look for healthy and nutritious petfood. Despite the economic downturn with slowed GDP growth, an inflationary environment, and geopolitical situations resulting in logistics challenges, the petfood market remained resilient in 2024 because of the high level of adoption of brand loyalty by pet owners and humanization trends which resulted in higher sales from the premium segment.

According to Euromonitor, in 2024, the global cat and dog food market was at valued USD 147.3 billion, an increase from 2023, which was driven by volume and value sales. The pet care industry remained relatively concentrated globally with the top five companies holding large value shares of the market, mostly in North America and Europe, while Asia Pacific remains fragmented with smaller and domestic companies.

Pet owners are exhibiting an increasing amount of concern for the health and wellbeing of their animal companions. Thus, they have shown an interest in pet food with functional benefits and supplements that promote pet wellbeing. Furthermore, pet owners seek sustainability in pet food, such as environmental footprints, alternative proteins, and eco-friendly materials/packaging.



- **Wet petfood is driven by humanisation and innovative, value-added products and formats with more offerings available to serve pets' needs. Meanwhile, dry petfood is suitable for affordability and convenience.**

The pet food industry is dominated by dry formats, especially dog food, with the majority of market share contribution from dry pet food, accounting for over 80% of retail volume sales during the 2019 - 2024 period. A number of factors contribute to the growing demand for dry pet food, such as increasing functional product launches, the high presence and wide variety of these products with more affordable prices as well as convenience as they offer easy storage and long shelf life. Also, functional and innovative ingredients are being added to dry formats more frequently to enhance premium appeal and satisfy consumers' growing sophistication regarding pet benefits.

For wet pet food, 40% of all retail volume sales of cat food was made of wet pet food throughout 2019 to 2024, indicating a more balanced distribution between wet and dry formats. Apart from cats' relatively selective palates favouring wet food, cat owners' concerns over hydration (as cats tend to drink less water) lead to the relatively high presence of wet formats in cat food.

The wet formats are innovating around packaging and presentation through the lens of humanisation as well as functionality and pet food manufacturers are introducing wet formats inspired by human foods. As a result, ready meals designed for pets, homemade, and raw pet food are becoming more popular.

- **The premium segment remains a high growth segment because of loyalty from end-consumers, while the mid-price and economy segments are focused on quality and affordable prices**

Pet owners prioritized their pets' well-being and remained loyal to the premium brands of their choice despite the adverse impacts of the global economic downturn. It remained relatively flexible in terms of price segment and pet parents' desire to offer the best quality to their pets is what drove the continuous innovation development in the pet segment. When it comes to the split of products according to price range, cat and dog food are quite similar; the premium segment accounted for almost half of retail sales in both categories, followed by the mid-price segment, while the economy segment remained the smallest contributor to the value size. Key pet food players, which includes global brands, are increasing their market share in the premium market by launching new brands or expanding their product lines in their existing brands.

Economic pressures and rising food prices as a result of the challenging global economic situation have resulted in consumers becoming more interested in products that offer better value, even though pet owners often appear to show high brand loyalty for their pets' wellbeing. To increase accessibility and appeal to consumers who seek quality products at a cheaper price, various brands have begun experimenting with different strategies based on their current price range. Thus, some premium brands have chosen to offer their products in smaller pack sizes or use a variety of packaging styles to provide accessibility in their segment.

On the other hand, to better compete with the premium end and attract customers who seek a reasonable balance between price and quality, products in the economy and mid-priced ranges are increasingly focused on ingredients. While premium brands are seeking ways to go beyond what is already offered in the market. In this regard, personalized nutrition is becoming more popular in the premium segment as a means for brands to build value and differentiate, for example, high protein, grain-free, and weight management-oriented, as well as other tailor-made nutritional diets.



- **Functional pet food benefits, such as protein, vitamins, and supplements "food as medicine", from the holistic approach of pet owners when it comes to their pets' health**

As the number of households raising pets increases, there is a growing interest in pet health. Consumers have become better educated and conscious of the strong relationship between health and nutrition, and the demand for completed and balanced nutrition and functional food that benefits physical or mental wellness is growing in popularity. In addition, pet owners have shown interested in food and supplements that promote pet health – especially gut health, immunity and mental health – and also in products that help reduce obesity. According to Euromonitor survey, 42% of pet owners indicated that they carefully read the nutrition labels on food and beverages, while 57% indicated that they look for healthy ingredients in pet food in 2024.

Pet owners' interest in healthy pet food has driven brands to explore and formulate pet food products with health-improving ingredients and personalisation which will take the pet food category to the next level. Consumers look for science-based nutrition and gut microbiome health nutrients in supporting the gut health and overall wellness.

Tracking health claims also serves as a gauge for monitoring trend movement. Ingredients are also playing a key role in conveying expected benefits. Formulations that contain ingredients which are already well known and understood for their benefits aid product adoption. The rise of ingredient and claim-led marketing is reflective of how pet health and wellness are driving and shaping new product innovations and development. For example, supplements may be in the form of a drink for pet hydration, multivitamins with various health claims, locally sourced ingredients such as seaweed and micronutrients, and added functional claims in treats beyond dental and tartar protection. Today, a look at most product launches in the pet food and healthcare categories shows how various pet needs are being targeted across digestion, immunity, mobility, etc.





- **Private labels and supermarkets especially e-Commerce in U.S. and Europe (Online and offline pet- focused retailers a preferred channel)**

The retail landscape in today's post-COVID world has been shaped into one where it is increasingly necessary for brands to have a digital presence strategy. This has been accelerated by consumers' habits and preferences for both online and offline shopping. While offline retail growth has lagged slightly, e-commerce has increased dramatically across all regions throughout the 2019 - 2024 period with a 30% global value growth for pet shops and superstores. However, in terms of absolute sales, offline retailing still accounts for a significant majority on a global level.

Consumers now have lower purchasing power over inflation and have begun shifting their purchasing habits from buying premium national brands to more economical options like Private Label brands. As a result, the private label pet food sales are expected to grow. Additionally, an increasing number of pet specialty stores and offline retailers now serve as one-stop shops for anything pet-related, from product varieties and trained in-store staff to grooming services and veterinary consultation. While modern direct-to-consumer pet brands are increasingly launching their physical retail debuts at pet shops and superstores. They take this activity to reach a wider target, increase brand awareness, provide the opportunity for pre-purchase tactile product interaction, and gain a deeper understanding of their target market. Pet specialist retailers are particularly appealing to these brands because their stores are specifically designed to meet the needs and interests of pet owners, offering a more engaging and tailored shopping experience. The growth of pet shops, superstores and pet e-commerce is enabling access to innovative petfood formats, such as fresh, frozen fresh, freeze-dried and raw pet food.

The expanding online direct-to-consumer (DTC) market and boutique pet care specialists have been key developments in pet care retailing in the U.S. markets. While pet shops and superstores are the main distribution mode for pet care in Western Europe. However, e-commerce is currently the next biggest channel. In 2023, for example, private label brands had remarkable outcomes in France. Retailers being forced by inflation to raise the prices of their private label products, yet demand remained high.

Therefore, pet care retail distribution is no longer one-dimensional. As such, this necessitates the need for a multi-channel strategy not just to remain competitive, but also be visible.



- **Sustainability trends such as sustainable packaging**

Sustainability is a key driver of consumer behavior in the pet food sector. Manufacturers have responded to this trend by launching products with sustainable claims. The most popular sustainable product attributes among consumers include avoidance of harmful ingredients, durable materials or high-quality products, sustainable packaging, recycled materials, and sustainable resource and water usage.

Many pet owners are willing to pay more for eco-friendly products, especially those with biodegradable, renewable, or recyclable packaging, according to Innova Market Insights' November 2024 study. In the meanwhile, 42% of pet owners prefer sustainable packaging, and 53% of pet owners are actively lowering their usage of plastic, according to Euromonitor International's "Voice of the Consumer" survey. Packaging innovations are therefore becoming more popular, such as recycling programs that encourage customers to exchange their used packaging for rewards or recyclable polypropylene pouches, which are the examples from some key players in the market.

However, sustainability in pet food involves more than just packaging. The protein transition from conventional meat to alternative protein such as plant-based, insect, cultivated, and upcycled meat are also in a focus, as these alternatives are seen as offering significant environmental benefits, with lower resources use and greenhouse gas emission. However, there are concerns about their suitability for pets in terms of meeting the nutritional needs of pets.

The future of the pet food industry will therefore be determined by the balance between sustainability and pet health. Manufacturers must ensure that their products meet the specific dietary requirements of pets.

- **Inflationary environment affected consumer spending with shift towards lower price points and value alternatives while maintaining premiumization of pet food products**

In today's inflationary environment, affordability has become a significant barrier for consumers looking for nutritious, high-quality pet food. While upper-income consumers tend to remain relatively inelastic to price hikes, the lower end of the premium price consumers aspiring to get premium pet offerings, to get the pet care industry has remained relatively resilient to price hikes, economic uncertainty, coupled with rising pet food prices, has led many pet owners to look for budget-friendly brands that may compromise on nutrition.

According to Mintel's Global Consumer survey, in the U.S., 42% of pet owners have considered switching to a lower-priced pet food brand, while 65% are interested in finding ways to reduce pet care spending. In Canada, 65% of pet owners acknowledge that the price of pet food influences their choice of pet food and treats. Despite the rising cost of living, pet food companies are continuing to develop premium, high-quality and affordable pet food such as new formats, sophisticated benefit claims around formulations, and benefit spaces, which is evident in the continued growth of premium cat and dog food consumption.

Private label and mid-priced brands are focusing on providing a premium products in order to maintain a competitive position in the market and to address the customer segment that is being priced out by rapidly premiumizing categories. With both mid-priced and premium cat and dog food expected to expand their share of volume consumption over the forecast period, availability of premiumised offerings at an affordable price point could appeal to the premium-aspiring consumer, with pet food appealing to grocery retailers and the expansion of in-house pet food brands, as well as existing retailers expanding product lines in ultra-premium and various proteins.

Manufacturers need to adapt their strategies by adjusting product specifications, while maintaining the premiumization and quality of the products. This is to ensure that the prices remain affordable and competitive in the market according to the current economic situation that has let consumers to trade down to lower price products.





Region

The Americas:

In the U.S., pet care continued to develop slowly in terms of retail volume and more dynamically in terms of current value growth in 2024. While consumer demand in the premium segment is expected to remain strong, slowing population growth has highlighted the downsides to placing a premium on pet ownership. As manufacturers have continued their shift to premium products, dwindling economy brand options have left consumers discouraged about their ability to provide even basic care for their pets. As a result, the slowdown in pet ownership growth has impacted the sales volumes growth, which was in the low single digits in 2024, while retail value sales increased by 10% to USD 18.5bn.

For pet food category, dog food maintained a slow and stable retail volume growth and more dynamic current value growth in 2024. While cat food saw a solid retail volume growth and more dynamic current value growth in the U.S, with the increase of cat population over the dog population, resulted in pet food manufacturers launch new or expand products offering to meet the shifting demographics. Dry dog food and dog treats and mixers remained the largest categories by value sales, while cat treats and mixers were the highest growth category in the U.S. in 2024. Wet cat food has shown rising volume resilience during 2022 and 2023, especially the premium non-therapeutic wet pet food products. This trend continued in 2024, as cat owners are willing to spend more based on their cat's demand are met with an increasing variety of products in the market.

Key developments in pet care retailing have revolved around the growing online direct-to-consumes (DTC) market, as well as boutique pet care specialists, as they offer more customized experiences, resulted in appealing to consumers seeking niche shopping experience. Additionally, there are now opportunities for functional claims in pet snacks and treats, with U.S. pet owners have shown an interest in treats or toppers that promise functional health benefits, which help strengthen the emotional connection between owner and pet and caters to pets' health-related needs.

For Latin America, growth rates have slowed since the pandemic, but they remain at healthy levels in real value terms. Cat food is generally seeing stronger growth than dog food, especially in demand for creamy products like cat treats, while dog food sales are higher because of the populations. Brazil is a potential market due to the boom in pet adoption following the pandemic and growing awareness of preventive health care through food leading consumers to buy more premium products.

Western Europe:

The Western European pet care market performed strongly during the pandemic as more consumers adopted pets during home isolation. However, the growth was less dynamic in 2022, due to a post-pandemic slowdown and high inflation rates that reduced some consumers' purchasing power. Nonetheless, premiumisation and pet humanisation are among the trends expected to ensure further positive value growth.

In Western Europe, both dog and cat populations are expected to continue to increase, while the cat population is larger than dog population in countries like Germany, France, and Italy. However, the biggest regional market, the U.K., has more dogs than cats. Although dog food sales are not significantly higher than cat food sales. Cat treats and mixers were the most dynamic pet food category in Western Europe from 2019 to 2024. This was due to owners' growing desire to treat and indulge in their cats.

Private label has a strong presence in Western Europe, accounting for a fifth of regional pet care sales, and gaining share in a number of markets in the later years because of the tough economic environment. For example, private label showed impressive results in France in 2023, while having a large presence in the U.K. and Germany. While pet care unit prices continued to increase in 2024 and retailers forced to increase prices on their private label lines due to inflation, they still continued to attract demand.

Private label players have also introduced premium ranged products to encourage consumers to make the switch from branded products. In Europe, higher costs of living has impacted consumers' budgets, leading to new purchase habits amongst pet owners and to increased instances of trading down, with many consumers switched to own-label pet food, cheaper brands of pet food, or to a cheaper retailer in attempts to save money. Despite economic pressures leading some pet owners to trade down to more affordable options or reduce purchases of non-essential items such as other pet products, a significant portion of the pet-owning population remains steadfast in prioritising their pets' nutrition. In addition, while the pet population, particularly of dogs and cats, declined in 2023, it was back to recording positive growth in 2024, particularly for small dogs and cats.



Asia Pacific:

Asia Pacific's sales are the third highest among the regions, behind North America and Western Europe. Even though growth rates have slowed recently when compared to the earlier years of the 2019 - 2029 period, they remain comparatively healthy, especially considering the challenging conditions in several markets throughout the region, where inflation is pushing costs for industry players and putting pressure on consumer purchasing power. However, with expanding pet populations, increasing popularity for packaged pet food, and ongoing premiumization and humanization trend, the region is expected to experience positive but gradually slowing annual growth rates in 2025.

Cat food was far more popular than dog food during 2019-2024, since consumers with small apartments in urban areas preferred cats for their independence when their owners might be away at work all day. Due to the trend toward smaller dogs, household space is also a key factor, which means less food needed overall for dog population. These factors helped cat food overtake sales of dog food in 2023 and continued to lead further in 2024.

In terms of the overall market, China contributed to more than half of the region's new sales from 2019 to 2024. This was driven by a growing cat population and an increasing demand for high-quality food and other products. The main growth drivers in China were cat food and pet products.

Indonesia recorded the region's most dynamic growth from 2019 to 2024, although annual sales increased have now slowed since the pandemic peaks, when pet adoption spiked during lockdowns and owners were spending more time with their pets.

Japan market faced a rising cost of imported goods due to the ongoing depreciation of the Japanese yen relative to the US dollar, resulting in lower value and volume growth in 2024. This is because of the sales from international brands shifting to domestic pet food manufacturers as a result of less noticeable price rises for made-in-Japan products.

In Australia, pet food demand was stable for cat food with low single digit growth while premium dry dog food remained a strong performer in 2024. Despite the current economic situation and financial pressures, Australian consumers continue to prioritise pet food on their shopping lists, often trading up by comparing brands, product textures, and ingredients, and pet food is expected to steadily grow until 2029.



Overview Classified by Pet Food Type



Dog Food

CAGR of Wet and Dry Dog Food Market by Value

	CAGR 2019-2024	CAGR 2024-2029E
Dry Food	9.1%	5.5%
Wet Food	9.4%	4.9%
Treats	8.8%	5.5%
Total	**9.1%**	**5.5%**

Source: Analysis from Euromonitor

From 2024-2029E, the dog food market is expected to grow at 5.5% of compound annual growth rate (CAGR) from continued humanization trends with pet owners treating their dogs as family members and seeking pet food that mirrors human food trends, such as grain-free, organic, and natural options. From 2019 to 2024, the compound annual growth rate (CAGR) of wet and dry dog food were higher than treats. According to the current economic situation, dry dog food offers unparalleled convenience to other types of dog food, characterized by longer shelf life and ease of storage compared to other types of dog food. However, treats is forecasted to grow at 5.5% CAGR between 2024 and 2029E.



Cat Food

CAGR of Wet and Dry Cat Food Market by Value

	CAGR 2019-2024	CAGR 2024-2029E
Dry Food	10.9%	6.5%
Wet Food	9.6%	5.3%
Treats	12.3%	7.3%
Total	**10.6%**	**6.2%**

Source: Analysis from Euromonitor

From 2024-2029E, the cat food market is expected to grow at 6.2% of compound annual growth rate (CAGR), which is higher than dog food market due to rising cat ownership, particularly in urban areas, is driving demand for specialized and high-quality cat food components. While cat treats are forecasted to have the highest growth between 2024 and 2029E and higher than dog treats at 7.3% CAGR, as cat treats is expected to see increased innovations, with new launches that address specific health issues. The growing need for owners to provide their pets with the best possible nutrition and care has led to a rise in demand for premium and specialized cat food options.

Source: © Euromonitor International 2024, Mintel

Factories and Capacity

As of December 31, 2024, the Company operates 3 pet food and pet treats manufacturing facilities which have an annual capacity of 220,515 tons. Details regarding each factory are as follows:

No	Location	Product
1	333 Moo 2 Karnjanavanich Road, Pawong Sub-district, Mueang Songkhla District, Songkhla	Wet Pet Food and Pet Treats
2	30/24 Moo 8 Rama 2 Road, Tha Sai Sub-district, Mueang Samut Sakhon District, Samut Sakhon	Wet Pet Food and Pet Treats
3	30/2 Moo 8 Sethakit Road, Tha Sai Sub-district, Mueang Samut Sakhon District, Samut Sakhon (leased from Thai Union Manufacturing Co., Ltd.)	Wet Pet Food and Pet Treats

In July 2024, the Company commenced pet food production at a new factory located near its Samut Sakhon factory. As of December 31, 2024, machinery and equipment have been relocated from the leased building from Thai Union Manufacturing Co., Ltd. to the new factory. Accordingly, the Company expects that the new factory will achieve full production capacity by the first quarter of 2025.

The following table shows the annual pet food production of each factory by net weight of finished products:

	As of December 31,		
	2024	2023	2022
Unit: Ton			
Songkhla factory[1]	97,670.0	97,670.4	74,636.0
Samut Sakhon factory	122,845.0	97,770.4	98,150.0
Total annual capacity	220,515.0	195,440.8	172,786.0

Remark:

1 The Songkhla factory ceased operations in human food production in 2022. The production lines were changed/adjusted to support pet food production. As a result, the annual capacity of the Songkhla factory increased in 2023.

The following table shows the capacity utilization rate of pet food production for each factory:

	As of December 31,		
	2024	2023	2022
Unit: Percent			
Songkhla factory	42.7	38.8	66.3
Samut Sakhon factory	48.0	51.1	78.4
Total capacity utilization rate	45.6	44.9	73.1

Pending for Delivery Note

Considering the nature of business of i-Tail and subsidiaries, the companies refrain from undertaking high-value projects.



Dividend Policy

The Company's Dividend Policy

i-Tail Corporation's dividend policy is to pay at a rate of not less than 50 percent of net profit each year. The Company has been distributing dividends twice a year. Through careful and efficient management, including the ability to adapt to changes in the business environment, the company has been able to maintain a pleasant level of net profit. Therefore, in 2024, the Company paid a total dividend of THB 3,450 million, equivalent to a dividend rate of THB 1.15 per share (based on a registered and paid capital of 3,000 million shares with a par value of THB 1 per share).

Details of Dividend Payments	2024	2023	2022
Net profit attributable to the owners of the parent (THB Million)[1]	3,597.30	2,281.40	4,470.18
Earnings per share[1]	1.20	0.76	2.52[2]
Total Dividend payment per share (Baht: Share)	1.15	0.60	2.52[3]
Total Dividend Amount (THB Million)	3,450.00	1,800.00	7,560.00
Dividend Payout Ratio (percent)	95.90	78.90	169.12[3]

Remark:

1 Financial information is based on the Audited Consolidated Financial Statements.

2 The calculation for the year 2022 is based on the weighted average number of shares, which was 1,772.71 million shares with a par value of THB 1 per share

3 The annual dividend for the year 2022 of THB 7,560 million (equivalent to dividend payment rate of THB 2.52 per share. This calculation was based on a registered and paid-up share capital of 3,000 million shares with a par value of THB 1 per share). The dividend payout ratio was 169.12%, divided into the dividend payment derived from retained earnings totaling THB 3,480 million at a dividend payout ratio of 77.85%, and the dividend payment derived from net profit totaling THB 4,080 million, with a dividend payout ratio of 91.27 percent.

Subsidiary's Dividend Policy

As for the subsidiary, the dividend payment will depend on the operating results and the need to use capital to expand the business in the future. However, if the subsidiary gains profits and there is no need to reserve capital for business expansion in that year, the dividend payment will remain at a rate of not less than 50 percent of net profit each year according to dividend policy.

In all cases, dividend payments shall depend on cash flow, investment plans including any other future obligations of the Company and/or subsidiaries. The payment shall not exceed the retained earnings of the Company's separate financial statements nor significantly affect the ongoing operations of the Company and its subsidiaries.



Risk Management

Risk Management Culture and Policy

i-Tail Corporation realizes the importance of risk management with the commitment to promoting risk management in both business strategy and operations across the organization. The guidelines are enforced across the entire group of companies, both domestically and internationally. This is achieved through the establishment of comprehensive risk management policies and frameworks, as well as by conducting a workshop on risk management. This enables the understanding of risk assessment and risk mitigation plans corresponding to current situations. In addition, inter-department meetings are conducted for sharing information and opinion on organizational risk management. In addition, risk management is integral to supporting business operations and investments through good governance, while also assisting the company in achieving its established objectives and goals.

Risk Management Framework

The Company requires the group of companies to manage risks in business operations and investment according to the risk management framework aligned with the international standard COSO ERM. The framework involves the identification and evaluation of key risks affecting the achievement of company objectives, encompassing strategic, financial, operational, and compliance risk management.

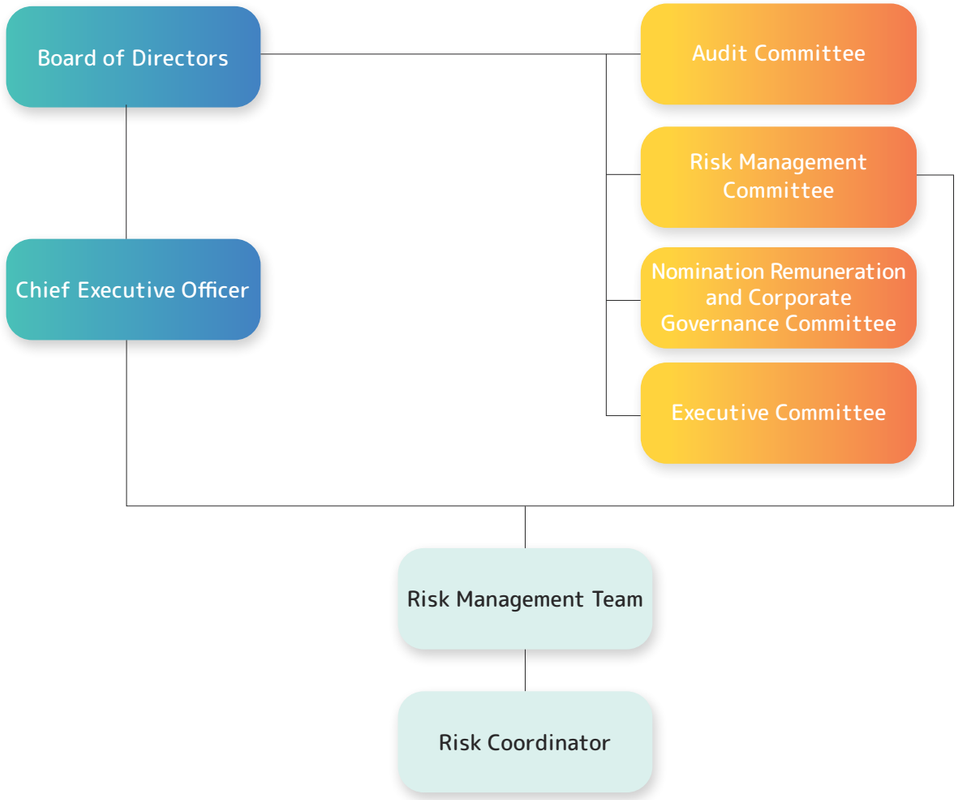
The Company's risk management framework includes structure, role, and responsibilities; acceptable risk levels; risk management process; review and improvement; information; communication; reporting; and investment risk management. This comprehensive approach aims to mitigate the impact and likelihood of risks affecting the Company's strategy and business objectives.

Acceptable Risk Level

Acceptable Risk Level is determined by management and has received good opinions from both the Chairman of the Executive Committee and Risk Management Committee. It has been approved by the Board of Directors as the guideline for defining risk management measures within the Company. The risk mitigation strategies are established for risks that surpass the acceptable level.



Risk Management Structure



The Company has an established definition of risk management structure and roles and responsibilities within the organization. The Board of Directors supervises the management to implement appropriate and effective risk management throughout the Company. The Risk Management Committee is responsible for supervising and monitoring the development of risk management processes within the framework of the Company's risk management policy and regularly reports on the Company Group's significant risks. The Chief Executive Officer ensures the proper and efficient implementation of risk management throughout the organization. The Risk Management Team coordinates with relevant stakeholders to address various risks and reports the results to the Risk Management Committee. This includes providing support and guidelines to subsidiaries for compliance with the risk management framework and processes.

Risk Indicator

The Company assesses changes in both the internal and external environment that may impact the achievement of the Company's strategies and objectives. This evaluation includes the factors related to new risks or the changes in existing risks. The Company has implemented a monitoring and reporting risk management process, ensuring that executives stay informed about current and potential future risks. Key Risk Indicators have been established to monitor the trends of risk factors, helping the Company proactively prevent or mitigate the impact of risks in a timely manner.

Business Risk Factors

The Company operates in the OEM business, specializing in manufacturing and distributing pet food and pet treats. The operational performance of the Company may encounter certain risk factors beyond its control, potentially affecting the business operations, cash flow, operating results, financial position, and business opportunities. To address potential risks and uncertainties, the Company has implemented various risk management measures to mitigate the impact and/or reduce the likelihood of facing risks. The risk management plan aligns with our business strategies focusing on Continuing and Strengthening, Initiating New Endeavors, Customer Focus and Competitor Analysis. The Company also considers environmental, social and governance (ESG) acknowledging their potential to negatively or positively impact the Company's ability to create long-term value. These risks consist of 4 groups as follows:

1. Strategic Risk

1.1 Relying on a Number of Key Customers

Mitigation plan aims to ESG development

Governance

Explanation and Effects

In 2024, the last fiscal year, the Company generated revenue from selling products to the top 3 customers at 48% of the total revenue from pet food business. The Company will enter supply or co-manufacturing contracts with customers at an agreed price for selling products to customers. If the Company cannot maintain the existing relationship with the current customer, especially with the main customers, or if the Company fails to establish alliances with new customers, these risks may impact business operations, performance, and business growth opportunities.

Risk Management and Mitigation

The Company adjust the customer base to be more diverse by expanding the market share of private label customers in the United States, European countries, and Asia. In 2024, the revenue from private label customers was at 16% of total revenue from pet food business which increased from last year.

Furthermore, the Company works closely with OEM customers to develop and design products that meet the customers' needs and specifications. Additionally, the Company presents ideas for new products, introducing information about the latest technologies, market trends, and innovations. In addition, teams from different departments within the Company can work as Cross-Functional Teams to support customer engagement and strategic customer management. This collaborative approach ensures comprehensive services, enhances customer convenience and speed, and maintains a positive relationship with customers.

In 2024, the Company acquired a total of 83 new customers, with most coming from the Americas, Asia, and Europe. Additionally, this year the Company has partnered with new customers in South America and exported products to that market. The Company also began exporting products under our own brand to a major private label customer in the United States and expanded its business to develop products under their private label brand.

i-Tail Europe B.V. (ITE), a subsidiary in Europe, has collaborated with several customers to develop new products, which are expected to be launched next year. In addition, the Company participated in trade shows and product roadshows in the United States and Europe. Most attendees were private label customers and brand owners, aiming to introduce innovative products and create business growth opportunities for the Company, as well as diversify our customer bases.

1.2 Success in Research and Development

Mitigation plan aims to ESG development

Social Governance

Explanation and Effects

The Company recognizes that continuous success is, in part, contingent on the ability to innovate and respond to changes in consumer preferences, expectations, and needs. Investments have been made in research and development to enhance existing products, develop new products, and invest in production technology and research and development (R&D), with a particular focus on innovating unique palatant. However, in the case of unexpected events or the impossibility of responding to expectations, satisfaction, and customer needs on time, the potential impact may diminish competitiveness and affect the growth rate of the Company's operations.

Risk Management and Mitigation

The Company uses the co-creation process in product development, emphasizing both product and technology development through close collaboration with customers. This process involves the GPCI team and the research and development department, responsible for formulating, adjusting nutrition, exploring alternative ingredients, displaying nutritional information, and providing customer assistance. Concurrently, the Business Development innovation (BDi) contributes insights and knowledge about the market and consumers, conducts hypothesis testing, feasibility studies, and develops business models. This integrated approach ensures that the Company stays informed about market changes and can promptly respond to evolving customer needs.

The Company launched new innovative products over 1,320 SKUs in 2024. In addition, the GPCI teams is committed to developing and creating palatant as well as innovating sustainable pet food under the Whole Food & Zero Waste concept. This includes collaboration with the Thai Union Global Innovation Center (GIC) to develop innovative functional health ingredients for pets. These ingredients help address health concerns, boost the immune system, and maintain overall health for pets at all life stages.

Through academic cooperation with the Faculty of Veterinary Science, Mahidol University, the Company established "i-Cattery". i-Cattery has been certified for the use of animals in scientific work by the Institute of Animal for Scientific Purposes Development, National Research Council of Thailand (IAD NRCT), at the Strictly Hygienic level. In 2024, the i-Cattery Research Center was also certified for the highest standards of animal welfare for research and scientific operations by AAALAC International. It is the first private company in Thailand and the only pet food manufacturer in the world to receive this certification. The Company is preparing in various aspects to develop innovative products and create health products for pets that meet customer needs and pets' preference.



1.3 High Competition in Pet Food Industry

Mitigation plan aims to ESG development

Governance

Explanation and Effects

The pet food industry is highly competitive and dynamic, characterized by evolving customer requirements and constant changes in industry standards. In the contract manufacturing business, the Company faces competition from other pet food manufacturers and own-brand manufacturers, both in Thailand and abroad. The intensified competition within the pet food industry can be attributed to the growing number of pet food products and the entry of new manufacturers and distributors and business expansion of existing pet food manufacturers. The Company anticipates that competition in the pet food industry will continue.

Moreover, other manufacturers or distributors may attempt to gain market share by lowering prices which could impact the Company's competitiveness with other operators in the market.

Risk Management and Mitigation

The Company has been in the pet food manufacturing business for more than 40 years, earning widespread acceptance and recognition among OEM customers. The Company is an expert in the automated and semi-automated production process of wet pet food made of fish at the Company's two factories. Providing contract manufacturing services adhering to international quality standards, the Company offers a diverse range of products crafted from high-quality raw materials. The product portfolio is diversified to meet the needs of different customers. Furthermore, the Company possesses solid strategic advantages in raw material procurement by leveraging Thai Union's capabilities in procurement and supply chain management. Therefore, the Company maintains an efficient cost structure, allowing it to offer products at competitive prices compared to other manufacturers.

The Company has long-standing business relationships with several key strategic clients. Most of the time, the Company is a contractor, producing products to become an essential part of the customer's supply chain and a supporter of customer's growth and business goals. Customers generally prefer collaborating with large-scale suppliers like us to streamline and optimize their supply chains. As mentioned, the Company is highly competitive in the pet food industry.

In addition, the Company maintains a focus on product and technology development, employing a method that involves enhancing existing products and introducing new innovative products. This approach allows the Company to adapt to market trends and meet evolving customer needs, aiming to differentiate the Company's products in the market and gain a competitive advantage.

2. Operational Risks

2.1 Raw Material and Supply Chain Management

Mitigation plan aims to ESG development

Environment Social Governance

Explanation and Effects

Rising raw material costs, mainly fish, chicken and packaging, could significantly impact the Company's operating results. Generally, the Company purchases local seafood directly from local fishery suppliers. While Thai Union's purchasing team procures imported Tuna and seafood for the Company.

The Company directly procures chicken raw materials from domestic suppliers and procures packaging from domestic and abroad suppliers at negotiated prices. Prices of such materials may fluctuate based on market conditions, and the volatility depends on factors beyond the Company's control, such as global demand and supply of raw materials. In 2024, the price of tuna, one of our main raw materials, decreased by 19.8% from 2023, while the price of chicken increased by 1%.

The Company's business requires well-organized production and logistic plans. In the case the Company faces challenges in procuring sufficient raw materials, and ensuring timely delivery of the goods due to port congestion or freight shortage, it may lead to consequences such as strained customer relations, increased shipping costs, or the loss of sales opportunities. To ensure on-schedule product delivery to customers, the Company needs to maintain sufficient inventory, especially raw materials sourced from international suppliers. This involves a continuous evaluation of inventory quantities and estimated customer orders.

Risk Management and Mitigation

As a part of Thai Union, Thai Union's procurement team assists the Company in sourcing tuna and imported seafood and negotiating prices. Primarily, the tuna and imported seafood are procured in a combined volume of orders among Thai Union Group. This enables the Company to leverage the substantial purchasing power of Thai Union. The ability to acquire sufficient raw materials at reasonable prices, facilitated by Thai Union's procurement and supply chain management capabilities, provides the Company with a competitive advantage.

The Company primarily utilizes raw chicken materials for the production of pet foods and treats. Given that Thailand is a major exporter of processed chicken meat, the Company can consistently procure chicken raw materials at a competitive price, providing a significant competitive advantage in the pet food industry. In addition, for the acquisition of chicken raw materials, the Company places orders with domestic suppliers based on agreed-upon purchase orders, specifying the purchase volume and price. The delivery period of raw materials ranges from 6 to 12 months or follows the spot procurement. Engaging in long-term trading contracts enables the Company to effectively manage the cost of raw materials.

The Company sells pet food products and treats to customers under a supply or co-manufacturing contract. Customers are required to notify the Company about their order in advance, enabling the Company to determine the production plan and procure sufficient raw materials. Generally, the Company provides an exact price to the customer, setting product prices based on cost plus an appropriate margin (Cost-Plus Margin). Subsequently, new prices are negotiated quarterly, semi-annually, or annually. In 2024, the decrease in tuna prices from 2023 positively impacted our costs. Conversely, chicken prices increased from 2023, but the Company had long-term contracts in place, which minimized the impact of the higher costs.

In 2024, the Company initiated the Tailwind program, a transformation project, aimed at enhancing the procurement capabilities for raw materials, ingredients, and packaging from various domestic and abroad suppliers. This supports competitive pricing advantages and ensures sufficient raw materials for production plans. Additionally, the Company has collaborated with suppliers to build business partnerships, focusing on improving service levels, maintaining the quality of raw materials and packaging, and jointly developing packaging innovations.

In the past years, the Company has experienced no issues with raw material procurement, thanks to estimations of demand for raw materials. Also, the Company has a policy to reserve a sufficient amount of raw materials for production. However, if the Company's raw material suppliers cannot procure raw materials on time or in accordance with specified quality standards, the Company may collaborate with customers to explore possibility of purchasing raw materials from other alternative suppliers.

To ensure the timely delivery of raw materials from suppliers and transportation of goods to customers, the Company utilizes shared services provided by the Logistics Department of Thai Union's subsidiary. This department boasts a specialized team dedicated to logistics management, proficient in sourcing trucks, containers, and shippers. The delivery process involves coordination with the Department of Planning, the Department of Production, and the Department of Warehouse to ensure that production and export processes align with the agreements outlined in the customer orders.

2.2 Human Resource Management

Mitigation plan aims to ESG development

Social | Governance

Explanation and Effects

The Company's business requires a substantial number of skilled and specialized workers, both Thai and foreign personnel within the production line. The Company anticipates a tightening and increased competitiveness in the labor market, posing challenges in retaining its current qualified workforce and potentially hindering the availability of sufficient labor for production plans. There is a legitimate concern within the Company about disruptions or delays in production or delivery. Additionally, there is apprehension regarding rising labor costs due to increases in salary increases, social security, and other welfare benefits, thereby impacting overall production costs.

Our strategy focuses on growth in various markets and innovative product development that meets customer needs and promotes pet health. Additionally, changing external factors may pose risks to human resource management and personnel readiness to have skills aligned with the strategy and potential changes.

Risk Management and Mitigation

In terms of the Company's capacity to establish production plans and allocate resources, including workers, machines, and raw materials, to meet customers' requirements, it is imperative that customers provide advance notification of their orders. However, during certain periods characterized by a surge in customer orders and a temporary shortage of labor, the Company may implement overtime hours for existing workers to address the shortage in manpower. In July 2023, the Company operated automated and semi-automated machines in our new factory in Samut Sakhon province. This initiative aims to enhance both production efficiency and capacity and decrease dependence on labor. The Company operates smoothly with a sufficient workforce to meet production demands.

The Company has implemented a human resource management policy that serves as a guideline for recruiting, developing, and retaining skilled workers. Therefore, the Company recruits talented personnel, ensuring a qualified workforce. It also emphasizes enhancing and preparing employees, such as collaborating with leading universities to provide training courses to enhance skills and personnel improvement and facilitate innovative capability expansion. The Tailwind program, which aims to enhance employee potential to support the Company's growth strategy, includes courses and the adoption of various technologies to promote efficient work. Additionally, the Company focuses on reskilling and upskilling employees. Furthermore, the Company increases employee engagement by organizing various activities and conducting Organization Survey to gather employees' feedback. This collaborative effort aims to develop and transform the organization for greater growth. The Company is confident in having a workforce prepared to operate according to the defined strategic plan.

2.3 Quality and Product Safety

Mitigation plan aims to ESG development

Social | Governance

Explanation and Effects

The Company is obligated to comply with various laws related to safety of pet food production in Thailand and other countries where it sells its products. The Company also complies with the quality standards regarding the standard practices, laws, and regulations, which are complex and subject to change. Selling pet food products that do not meet applicable safety standards, laws, or regulations may result in the Company being prosecuted by the law and affect the confidence in the safety and quality of the Company's products, influencing customers' purchasing decisions.

Risk Management and Mitigation

The Company places a strong emphasis on product quality, rigorously implementing comprehensive quality control measures. A highly efficient quality control system is applied at every operational step, encompassing procurement, quality inspection of raw materials, storage, production, and delivery. This includes sampling and inspection of work in progress as well as finished products.

The Company holds certifications affirming it adherence to quality standards such as Good Manufacturing Practices (GMP), Hazard Analysis and Critical Control Points (HACCP) standards, granted by the Department of Livestock Development. Additionally, the Company follows the BRC Global Standard for Food Safety set by the British Retail Consortium, and complies with international product standards established by the Association of American Feed Control Officials (AAFCO), the European Pet Food Industry Federation (FEDIAF), and the Pet Food Industry Association of Australia (PFIAA). Our commitment to quality control extends beyond the production process; but the Company prioritizes the procurement of raw materials. And the Company has established a process for recruiting suppliers who meet quality and safety standards. Collaborating with suppliers, the Company actively works towards enhancing and developing the quality of raw materials.

Personnel of the Company's Quality Control and Assurance Department are trained and/or certified by a relevant program of quality and control standard systems such as GMP and HACCP standards. This ensures they possess the knowledge and understanding required to effectively perform their duties in quality and safety inspections.

2.4 Cyber Threats

Mitigation plan aims to ESG development

Social Governance

Explanation and Effects

The Company relies on the efficiency, credibility, and security of the Company's information technology system in conducting business across all main departments. Any disruption or failure of the information technology system can significantly impact operations in departments such as sales and marketing, procurement, research and development, production, finance, accounting and general administration. Such disruptions may impact our ability to deliver the products to the customers and may cause additional expenses.

Furthermore, cyber threats continue to be challenging due to the rapidly evolving cybersecurity and digital landscape. Threats such as sophisticated ransomware, supply chain vulnerabilities, and AI-driven cyberattacks are expected to persist. The potential impacts include loss of reputation and stakeholder trust, data integrity compromise and security breaches, regulatory non-compliance risks and financial risks.

To mitigate these risks, vigilant cybersecurity measures are essential to safeguard operational continuity, ensure regulatory compliance, and maintain stakeholder confidence.

Risk Management and Mitigation

The Company realizes the importance of the availability of information technology systems and maintaining robust IT security practices across all levels - from governance, structure, policy, technology, and people and processes. The Company leverages a shared service from Thai Union's digital team, comprised of experts who control, supervise, and develop information technology systems.

Since 2023, Thai Union significantly elevated cybersecurity governance and mitigation strategies. This included the expanded cyber security office led by Global Head of Cybersecurity of Thai Union to continue on strategic direction and oversee robust system and data protection measures. Additionally, IT Security Committee was established to align security policies with business objectives and ensure proactive defenses against cyber threats. The Thai Union digital team published updated policies, standards, and procedures to enhance alignment and security measures, promoted awareness, and delivered comprehensive training across the organization, including arranging a Cyber Security Awareness Event to build a security-first culture.

In 2024, Thai Union operationalized Security Operations Center (SOC) for proactive threat monitoring running 24/7 and fortified defense layers and advanced multiyear investments in identity protection, endpoint, application, and network security. Furthermore, Thai Union has a continuation of Business Continuity Management program across the group. The Thai Union digital team harmonize cybersecurity practices across the organization globally, ensuring swift and seamless responses to evolving threats.



Mitigation plan aims to ESG development

Governance

3. Financial Risks

3.1 Fluctuations in Foreign Exchange Rates

Explanation and Effects

The Company utilizes Thai Baht for financial reporting and operations. While a significant portion of the Company's revenues is denominated in US dollars, some costs such as raw materials, ingredients, and packaging are in Thai Baht, while others, including certain imported materials are denominated in US dollars. The foreign currency trading transactions have been calculated in Thai Baht, referring to the exchange rate at the transaction date. Therefore, the fluctuation of the relevant foreign currency in comparison with the Thai Baht may affect the price of the product cost of importing raw materials, operating results, and cash flows, which show positive (FOREX gain) or negative (FOREX loss), depending on exchange rate changes according to market conditions.

Risk Management and Mitigation

The Company has set a financial and treasury management policy. We do not intend to speculate on the exchange rate. The risk management of exchange rate volatility is under the finance and treasury team of Thai Union, specializing in the use of financial tools.

The Company manages the exchange rate arising from trade by allocating income and expenses in the same currency and using derivative financial instruments as appropriate. For instance, the use of foreign exchange forward contracts is instrumental in maintaining our target gross profit margin. In assessing risk hedging, the Company estimates the overall risk of the Company. It determines the proportion of foreign exchange risk hedging to be able to manage with efficiency and effectiveness.



3.2 Global Minimum Tax

Mitigation plan aims to ESG development

Governance

Explanation and Effects

Base Erosion and Profit Shifting (BEPS) Pillar Two is one of the global initiatives led by the Organization for Economic Co-operation and Development (OECD), aimed to establish a global minimum tax rate at 15% to ensure that Multinational Enterprises (MNEs) pay fair share of taxes in all jurisdictions they operate. As a subsidiary of Thai Union, which is MNEs, would impact the following aspects:

- Potential additional tax to be paid as Effective Tax Rate (ETR) for entities under Thai Union Group in Thailand is lower than 15% due to the Board of Investment (BOI) tax incentive. In this regard, the legislation will be enacted and effective starting from 2025 onwards.
- An increase in compliance costs since implementing and complying with the new complex rules and regulations could be costly and possibly require changes to tax planning and reporting process.
- Administrative burden in terms of data collection, controls and reporting.

Risk Management and Mitigation

The Company and Thai Union Group assessed the tax impact in each country and developed tax risk management plans, including various plans, to ensure that the Thai Union Group, including the Company, complies with legal and regulatory requirements and conducts appropriate tax planning.



4. Compliance Risks

4.1 Laws and Regulations Related to Business Operations and Environmental Care

Mitigation plan aims to ESG development

Environment Social Governance

Explanation and Effects

Our business is subject to various regulations and supervision of the government agencies in Thailand and local regional government agencies, including the municipal administration, the Department of Livestock Development, the Department of Fisheries, the Department of Industrial Works, and the Office of the Board of Investment, which define the scope of business activities, including the requirements for licenses, permits, and the necessary governmental approvals for business operations. In addition, the Company and raw material suppliers must comply with various laws related to the environment, laws governing the use, handling, treatment, storage, release, and disposal of toxic and hazardous waste used in or generated by the Company's production processes.

In addition, such laws and regulations may be complex and subject to change. The Company requires resources and effective management to ensure compliance with the relative laws and regulations of Thailand and other countries where the Company's products are sold. It is also likely that the Company and raw material suppliers will have to comply with more stringent environmental standards in the future.

Risk Management and Mitigation

The Company can readily comply with applicable regulations effectively regarding manufacturing and distribution companies in Thailand and exporting products to many countries. The Company has set up a dedicated team that systematically studies and monitors environmental regulations, and other laws in each country where the Company's products are distributed. This ensures comprehensive compliance with regulations and the laws entirety. The Company has a Government Affair Department responsible for coordinating with various government agencies such as the Department of Livestock Development, Department of Fisheries, Department of Industrial Works, and other agencies. This department oversees the submission and renewal of various licenses necessary for the Company's business operations. In addition, the Company has organized training for relevant employees ensuring a thorough understanding of the various requirements for compliance with the requirement and to comply with such laws correctly covers the business operations of our suppliers. The Company, therefore, pays attention to selecting raw material suppliers and focuses on doing business with raw material suppliers who comply with various laws and regulations.

The Company has additional operating and capital expenditures for the environment to ensure compliance with the environmental laws and regulations and to utilize environmental resources with the most benefit. For example, the installation of a wastewater treatment system before releasing water to the community and the implementation of waste reduction projects within the production process. More details are under the topic "Business Drive for Sustainability".

4.2 Occupational Health, Safe and Legal Employment and Human Right

Mitigation plan aims to ESG development

Social Governance

Explanation and Effects

Safe and legal labor of the Company and supplier of raw materials is very important for our business. Thus, the compliance with various laws related to occupational health and safety, as well as fair employment and respect for human rights, is mandatory. This includes adherence to laws governing fisheries and workplace safety in Thailand and other countries where the Company sells products. Failure by our raw material suppliers to comply with applicable laws, regulations, or labor policies may impact the performance, business opportunities and the reputation of the Company.

Risk Management and Mitigation

The Company prioritizes safe and legal employment practices, reflected in the establishment of a human resource management policy grounded in fairness throughout the recruitment and development process. This includes providing continuous training for employees and ensuring appropriate compensation based on individual knowledge and abilities. The Company adheres to fair treatment guidelines for labor, including the prevention of human rights violations and the establishment of fair employment conditions, including safety at work.

The Company has implemented an Ethical Migrant Recruitment Policy to ensure the safe migration and fair treatment of our migrant workers. Since 2022, the Company has employed migrant workers under the Employer Principal Pay, eliminating the need for workers to make any payment for job placement. The Company covers all labor recruitment costs, including commissions, work clothes and equipment, training costs, travel expenses within Thailand, health check-up fees, work permit fees, Visa and passport fees, as well as travel expenses from their home country to the Company.

The Company focuses on operational excellence and recognizes the importance of Continuous Improvement discipline. Regarding Safety, Health, and Environment (SHE) risks, we regularly conduct a risk assessment for each factory as risk profiles change over time (both man-made and natural disaster), as well as constantly assess the gap against our safety standards. Several management engineering and management mitigation programs were put in place. The Company commits various investments, especially risk reduction programs for machines and fire. In addition, the Company aims to build a safety culture and encourages the study of incidents to find solutions and prevent recurrence.

The supervision of the Company to comply with various laws and policies correctly covers the business operations of suppliers. Therefore, the Company, pays attention to selecting suppliers and prioritizes engaging with those who comply with various laws and regulations including business ethics, and fair treatment of labor. In addition, the Company has established the Supplier Code of Conduct and Vessel Code of Conduct. Raw material suppliers of aquatic animals must comply with the requirements of labor and ethical standards for legitimate business operations and fair treatment of workers who work in a fishing vessel.





Emerging Risks

Climate Change

Mitigation plan aims to ESG development

Environment Social Governance

Explanation and Possible Effects

Climate change has led to natural disasters such as heatwaves, floods, droughts, and a rise in global temperatures. Consequently, laws and regulations pertaining to climate now feature more stringent guidelines. In addition, pet owners' behavior gives importance to environmentally friendly products in terms of food and pet care accessories. Suppose the Company or our brand owner customers couldn't readily handle this circumstance, it could become an unfavorable option to pet owners and might impact our production, overall performance and our stakeholders.

Risk Management and Mitigation

The Company recognizes the importance of climate change by monitoring and assessing risks that may occur to the Company's operation. The Company implemented various projects aimed at reducing water usage, landfill waste, and greenhouse gas emissions by improving production efficiency and increasing the utilization of alternative energy sources. The Company monitors potential natural disaster risks and ensures readiness to manage these risks to guarantee continuous business operations. Furthermore, our factories promote the higher utilization of solar rooftop panels for electricity production and biomass boilers, which use wood pallets as a fuel source for steam production, replacing traditional options such as coal or fuel oil.

The Company has set targets to reduce greenhouse gas emissions, aligning with the group's overarching goal of achieving 42% reduction in Scope 1, 2, and 3* greenhouse gas emissions by 2030, and achieving net zero emissions by 2050. From 2025 onwards, the Company will investigate all possibilities that could give them the capability, through innovation in climate technology, to formulate carbon neutral pet diets and treats.

***Remark:** The Company combines greenhouse gas reduction targets and plans with Thai Union Group.

Plastic

Mitigation plan aims to ESG development

Environment Social Governance

Explanation and Possible Effects

Plastic pollution is exacerbating Climate Change, the loss of biodiversity, ocean acidification, and the use of fresh water and land. The rest is burnt, sent to land fill or dumped where it can leach micro and nano plastics into the environment. Microplastics are also found in the bodies of humans as well as pets and it is widely recognized as a threat to human health.

Due to this increase in concerns about the amount of plastic waste and the microplastics it generates and the impact that it has on the health of humans, pets, and planet, we could potentially see the implementation of strict regulations. The negative impacts of microplastics on humans and pets could cause a drastic change in consumer behaviors where consumers could refuse to buy products that are packed in plastic packaging.

Risk Management and Mitigation

The Company adopts Thai Union's SeaChange® strategy in its business operations. The business goals set the targets to achieve 100% of packaging for our brand products to be reusable, recyclable or compostable packaging before 2030. We also advocate the capability to pack products in environmentally friendly materials that release zero micro or nano plastics by 2030. Thus, the Company has committed itself to investigating new technologies in the development of plastic free plastic-free packaging and/or "plastic-like packaging" and partnered with Thai Union's Global Innovation Center to develop packaging that meets sustainability requirements. In addition, we implemented waste management as explained under the topic "Business Drive for Sustainability".



Investment Risks Affecting Securities Holders

The Company's Share Price Is Based on the Market Price: there may be volatility and uncertainty in the return investors will receive.

The Company's share price depends on the trading situation of the stock market. The share price can be volatile due to many factors which are beyond the control of the Company, for example:

- Economic and political situations at the global, regional, or national level.
- The volatility of domestic and international stock market conditions in general, including the volatility of stock prices in the Stock Exchange of Thailand.
- Liquidity of our shares traded on the stock market.
- Fluctuations of exchange rates, interest rates, and debt and equity securities market prices.
- Changes and impacts on the financial industry, general economic conditions, and stock market conditions. Changes include other events or factors that affect the Company or the pet food industry.
- Changes in market valuation methods and share prices of listed companies with similar businesses.
- Market conditions of the pet food industry in Thailand and worldwide and business opportunities of the Company and industry.
- The volatility of the Company's performance, either actual or anticipated.
- The discrepancy between financial performance and actual performance, and financial performance, the anticipation of the performance by investors and analysts, analyst's opinion, or company industry.

These or other factors may result in significant fluctuations in the Company's share price and trading demand, potentially affecting the liquidity of the Company's shares or discouraging investors from trading them at the time of desire.

Investment Risks in Foreign Securities

(In the Case of Foreign Private Issuer)

No significant risk



Driving Sustainable Business



Sustainability Management Policies and Goals

The Company understands the crucial role ESG (environmental, social, and governance) plays in its success, both now and in the future. As a result, the Company has created an ESG policy, available on its website, to guide its sustainable development efforts. The Company is dedicated to protecting the environment, reducing its impact, and operating with transparency and social responsibility to improve society. To achieve these goals, the Company, as a subsidiary of Thai Union, follows the SeaChange® 2030 sustainability strategy. This strategy focuses on five key areas: human & labor rights, health and wellness, climate action, circularity, and biodiversity. By following this approach, the Company aims to meet its sustainability targets. The strategy also aligns with the United Nations' 10 Sustainable Development Goals (SDGs).

Impact Areas	Company's Goals by 2030
Human and Labor Rights	1. The Company's sourcing aligns with TU Group's commitment to ensuring that 100% of wild-caught seafood is responsibly produced by 2030*. 2. Provide a safe, fair, and equitable workplace for all employees.
Climate Action	1. Reduce greenhouse gas emissions by 42% across Scope 1 and 2 by 2030. 2. Align Scope 3 emissions reduction with TU Group's targets, ensuring measurable progress across the supply chain.
Circularity	1. Optimize production processes at i-Tail factories to achieve zero water discharge, zero waste to landfill, and zero food loss. 2. Contribute to TU Group's goal of diverting 1,500 tons of ocean-bound plastic from our waterways and oceans. 3. Ensure 100% of branded products use sustainable packaging by 2025. 4. Contribute to TU Group's target of packing at least 60% of private label products in sustainable packaging.
Biodiversity	1. The Company's sourcing aligns with TU Group's commitment to ensuring that 100% of wild-caught seafood is responsibly produced by 2030*. 2. By 2025, all tuna sourced by Thai Union will come from vessels and suppliers that demonstrate operational best practices. 3. Source 100% of chicken raw materials responsibly. 4. Ensure that 100% of soy oil is certified, guaranteeing zero deforestation and land conversion across the supply chain. 5. 100% of farm shrimp and feed produce responsibly meeting industry credible standard or is in an improvement program that minimizes impact on surrounding ecosystem

*All species in Priority Group 1, which represent over 90% of TU's total wild-capture volume, are a primary focus. We will continue to drive continuous improvement for other species beyond 2030.

The SeaChange® 2030 Sustainability Strategy and Company Goals have been communicated to all directors, executives, and employees through various formats and channels, including presentations, e-learning media, brochures, and standee signs placed around the Company. Training sessions have been organized, and the strategy is also discussed at the Company's quarterly "Town Hall" meetings, attended by staff from both HQ and the factories.

Different departments within the Company have developed operational plans and strategies, ensuring organization-wide participation in achieving sustainability goals. Additionally, the Company provides quarterly performance reports on sustainability progress to the Board of Directors.

Managing the Impact on Stakeholders in the Business Value Chain

Business Value Chain

The effective management of the business value chain is crucial for promoting sustainable growth and successful operations. The Company follows operational guidelines that address stakeholders across the entire value chain—from raw material procurement and production to storage, shipping, marketing, sales, and customer service. The focus is on enhancing consumer and pet well-being, improving the environment, and elevating the quality of life for all stakeholders involved.

Key Activities in the Company's Business Value Chain

Procurement of Raw Materials

The Company adheres to the sourcing guidelines outlined in the Thai Union General Responsible Sourcing Guidelines. Key raw materials for pet food production include imported tuna, and domestically sourced chicken, sardines, and other ingredients.

The procurement process is managed by an experienced team, ensuring the selection of high-quality materials. The Company plans material usage and sources from multiple suppliers to maintain a steady supply and negotiate fair prices.

We are committed to traceability, ensuring that raw materials can be traced back to their sources. Our approach treats trading partners fairly and equitably, with transparent procurement processes and clear contract terms. We monitor and evaluate suppliers to build sustainable, collaborative business practices.

Additionally, the Company is committed to responsibly sourcing 100% of the chicken used and certifying that all soy oil is deforestation-free. We are actively working with suppliers to fulfill these commitments.

Production

The Company is committed to continuously improving production efficiency by designing processes that enhance output while prioritizing employee health and safety. Employee skills are essential for operational efficiency, so the Company focuses on skill development to help employees reach their full potential. Additionally, the Company's personnel management policies ensure fair and equal treatment of all employees, with a strong emphasis on respecting human rights.

In 2024, the Company expanded its production capacity at its Songkhla facility by adding three new production machines. The Samut Sakhon factory also began operations at a new pet food production facility in July 2024. By the end of 2024, the transfer of machinery and equipment from the leased facility at Thai Union Manufacturing Co., Ltd. (a Thai Union Group subsidiary) was completed. Full production capacity at both Samut Sakhon facilities is expected by the beginning of Q1 2025.

Quality Control According to International Standards

The Company places a strong emphasis on producing safe, high-quality pet food that meets international standards. Rigorous testing and quality control are conducted throughout the supply chain, from raw material reception to production, packaging, and shipment. To ensure compliance with industry standards, the Company has earned various quality and safety certifications, demonstrating adherence to laws and regulations related to quality management systems and international pet food standards.

Providing high-quality, nutrient-rich products to pets worldwide is at the core of i-Tail's mission. We believe that maintaining quality throughout all processes is key to success and sustainability, building trust and confidence with clients, business partners, and pet owners globally.

The i-Tail factory was certified under international standards, including Good Manufacturing Practices (GMP) and Hazard Analysis Critical Control Point (HACCP) by the Department of Livestock Development (DLD). These certifications allowed the Company to export certified pet food products worldwide.

Further solidifying our commitment to quality and safety, the Company has obtained certifications from respected organizations, including the British Retail Consortium (BRC) and the Food Safety Modernization Act (FSMA). Additionally, the Company complies with labor rights protection standards, health and safety regulations, environmental sustainability requirements, and ethical business practices as outlined by Sedex. The Company has also earned Halal certification, ensuring its products meet Islamic cleanliness and safety standards, and ISO 14001 certification, reflecting its dedication to effective environmental management.

Storage and Shipping

The Company manages the storage of raw materials and finished products using a modern warehouse management system, ensuring accurate inventory control and efficient space utilization. The storage areas are carefully maintained to preserve the quality of raw materials, ensuring they are readily available for production needs.

In December 2023, the Company began construction of a new Automated Storage and Retrieval System (ASRS) warehouse at its Songkhla production facility. This warehouse is designed to improve product storage efficiency, reduce costs, and enhance environmental sustainability through automation.

The Company also utilizes information technology in production planning and delivery processes to ensure timely shipments without compromising product quality. This includes technology for optimizing product placement in containers to minimize the risk of damage during long-distance transport. This systematic approach boosts operational efficiency, meets customer needs, and strengthens confidence in the Company's product delivery services, ultimately leading to greater customer satisfaction.

Marketing and Sales

The Company is committed to continuous research and development in nutritional innovation. By studying raw materials and creating tailored pet food formulas, the Company strives to develop unique, sustainable, and competitive products.

The Global PetCare Innovation (GPCI) team collaborates with customers to prioritize pet health. Exceptional customer service is a key focus, with support provided before and after sales to foster long-term relationships. Customer feedback is also used to improve products, efficiency, and overall satisfaction.

Looking ahead to 2025, the Company will focus on expanding its range of functional pet foods, particularly those with health benefits, emphasizing the role of food as medicine. There will also be increased attention on developing new supplement offerings.

To support its growth, the Company is expanding into emerging markets, including the Middle East, Africa, Europe, and South America. This expansion is backed by an increased sales force and investment in digital tools for data extraction, market analysis, and trend research, which will help support customers and inform product development.



Significant Sustainability Issues and Stakeholder Engagement

The Company follows the COSO Enterprise Risk Management - Integrated Framework 2017 standard to assess sustainability risks. This process involves evaluating both internal and external operating environments, reviewing relevant regulations, and identifying significant sustainability risk factors. Key areas of focus include occupational health and safety, ethical labor recruitment, human rights, responsible sourcing of raw materials, plastic waste, and climate change.

These risks are presented to the Risk Management Committee, which sets guidelines for managing and mitigating them. Additionally, Thai Union Group conducts surveys to identify key issues among both internal and external stakeholders, ranking the most important concerns. These issues are discussed in the Thai Union Group Sustainability Report, covering both the Company's operations and its stakeholders.

The Company has also organized stakeholder groups, both internal and external, and has developed guidelines for addressing their expectations, as outlined below:

Stakeholder Group	Channels for Engagement	Stakeholder Expectations	Addressing Stakeholder Expectations
Stakeholders within the Company			
Investors	• Quarterly meetings with analysts and investors • Opportunity Day event organized by the Stock Exchange of Thailand • Meetings with both domestic and international investors • Visits to companies and factories • Organizing shareholder meeting	• Ensure transparent operations and strong corporate governance • Treat shareholders fairly and equally • Provide accurate, complete, and timely information about the Company • Maintain a stable and growing business	• Govern the business in a transparent, fair, and accountable way • Establish corporate governance policies and ethical guidelines for directors, executives, and employees • Offer multiple communication channels, including the company website and postal mail, for governance-related inquiries and complaints • Host quarterly meetings and investor relations activities to share strategies and operating results with stakeholders
Employees	• Quarterly "Town Hall" meetings • Employee participation surveys • Suggestion box • Complaint channel via Speakout at https://thaiunion.ethicspoint.com • Complaint hotline: 1800 013 080 • Email: itail_complaint@thaiunion.com	• Offer fair and appropriate compensation and benefits • Ensure fair labor practices and safe working conditions • Continuously develop employee knowledge, skills, and abilities • Provide opportunities for career advancement and work-life balance	• Set fair compensation that meets or exceeds industry standards and legal requirements • Treat all employees equally and with respect for their rights • Provide accessible complaint channels for employees • Ensure a safe and suitable work environment • Implement training plans to enhance employees' knowledge and skills • Promote career advancement through clear development opportunities • Actively listen to employee feedback to strengthen organizational ties
Stakeholders Outside the Company			
Customer	• Customer satisfaction surveys • Regular meetings with customers • Feedback channels for reporting issues or complaints • Factory visits	• Ensure products meet quality and food safety standards • Develop products that align with customer needs, product strategies, and brand goals • Follow competitive pricing principles • Ensure on-time and in-full delivery • Safeguard customer confidentiality	• Manage quality and food safety according to international standards • Innovate with alternative raw materials, production processes, and new products • Collaborate with customers in R&D to meet their needs • Continuously improve production efficiency for competitive pricing • Plan production efficiently to meet delivery commitments • Maintain customer information confidentiality • Actively listen to customer feedback to improve processes
Pets and Pet Owners	• Company website and social media • Product exhibitions and trade fairs, such as Pet Expo	• Ensure products meet quality and food safety standards • Follow competitive pricing principles	• Develop innovative pet food products that satisfy consumer needs and enhance pet happiness • Adhere to international quality and food safety standards • Provide clear and complete product information on labels • Organize activities for pet owners and participate in trade shows
Partners	• Regular meetings with business partners • Feedback channels for reporting wrongdoing and complaints	• Ensure fair purchasing and hiring practices • Adhere to business ethics, trade conditions, and mutually agreed contractual terms • Comply with regular product orders and adjust them based on the company's operational results	• Evaluate and select new vendors fairly • Procure raw materials and packaging responsibly, meeting sustainability and human rights standards • Strictly follow business ethics and agreements with trading partners • Regularly evaluate suppliers to improve their operations and strengthen partnerships
Competitors	• Channels for reporting feedback on wrongdoing and complaints	• Conduct business with transparency and fair competition	• Do not seek confidential competitive information through dishonest means • Adhere to competition rules and laws with transparency • Operate ethically, ensuring fairness and transparency in all business dealings

Stakeholder Group	Channels for Engagement	Stakeholder Expectations	Addressing Stakeholder Expectations
Community	• Channels for reporting feedback on wrongdoing and complaints	• Responsibility towards the community, society, and the environment • Address issues and mitigate impacts from operations promptly • Engage with and listen to the community and surrounding society • Address social concerns and local community issues	• Strictly comply with environmental laws • Participate in community and social activities • Take proactive steps to prevent, manage, and minimize negative impacts on the environment and local communities • Listen to community feedback, including problems and complaints, and take corrective actions as needed
Government Agencies	• Participate in and promote government activities • Disclose information upon request • Attend meetings on various occasions	• Comply with laws, regulations, and rules • Collaborate with government agencies	• Strictly comply with all relevant laws, rules, and regulations • Stay updated on new legislation and related practices • Cooperate with government agencies during inspections and factory visits
Media	• Information on the website • Media meetings • Press conferences	• Ensure data transparency • Provide timely information disclosure	• Govern the business with transparency, fairness, and accountability • Offer multiple communication channels, including the company website and postal mail, for corporate governance-related inquiries and complaints • Organize media activities and provide timely information through the corporate communications team



Environmental Dimension of Sustainability Management

The Company and its subsidiaries are committed to conducting business with a focus on responsibility and sustainable development. Our goal is to enhance production and operational standards across the supply chain, with a strong emphasis on reducing our environmental impact in various areas. Through our Safety, Health, and Environment (SHE) Policy, we are committed to the efficient use of natural resources to minimize any adverse environmental effects. This includes efforts to reduce resource loss and waste generated during production.

The Company also prioritizes raising awareness and encouraging participation among employees and local communities around our two factories. We engage all stakeholders to ensure compliance with policies, regulations, and environmental management best practices. This includes meeting international standards such as Environmental Management System (ISO 14001), Occupational Health and Safety Management System (ISO 45001), and Food Safety Standards (BRCGS), among others.

For 2024, the Company has established several key projects and guidelines, supported by dedicated teams and experts responsible for environmental operations. These projects have been ongoing since 2023, with new initiatives currently in the information-gathering and feasibility study phase. The details of these projects are as follows:

Water Resource Management

The Company assesses water-related risks using the Aqueduct Water Risk Atlas 4.0, developed by the World Resources Institute (WRI). This assessment includes: Physical Risk Quantity (e.g., baseline water stress, riverine flood risk, and drought risk), Physical Risk Quality, and Regulatory and Reputational Risks for the Company's manufacturing facilities and critical tier 1 suppliers.

The Aqueduct tool categorizes risks into four levels: Low (<10%), Low-Medium (10-20%), Medium-High (20-40%), and High (40-80%). The Company's factories are classified as Medium-High (20-40%) in terms of water risk. While not considered high-risk, water-related issues are actively managed through continuous monitoring, identifying both risks and opportunities.

Recognizing water resources as a physical risk driven by climate change, the Company uses the Task Force on Climate-related Financial Disclosures (TCFD) Framework to integrate climate change considerations into its operations and goals. Adaptation measures are in place to address specific risks such as water scarcity, drought, and flooding. These efforts are tracked with the following KPIs:

- KPIs to reduce water usage
- Plans for alternative water sources
- Emergency plans for flooding at each site

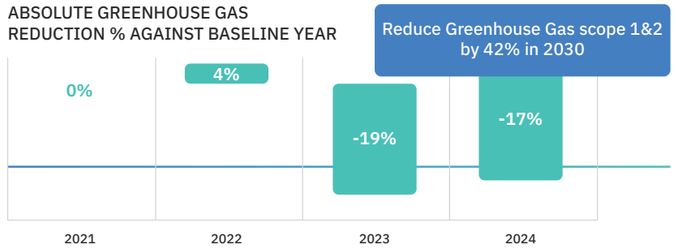
1 Aqueduct™ 4.0 is the latest version of the World Resources Institute's (WRI) water risk framework. It is designed to simplify complex hydrological data into easy-to-understand indicators of water-related risks. (Source: [Aqueduct Tools | World Resources Institute](https://www.wri.org))

Reducing Greenhouse Gas Emissions

The Company has adopted a climate action strategy aligned with Thai Union's commitment to reduce greenhouse gas emissions, in line with the Science-Based Targets Initiative (SBTi). This strategy aims to limit global warming to below 1.5°C.

To achieve these ambitious goals, the Company has established comprehensive decarbonization pathways. These include:

- Energy optimization to improve efficiency;
- Strengthening engineering and administrative controls;
- Developing low-carbon technologies, such as efficient machinery and renewable energy sources;
- Exploring advanced technologies to pave the way for a sustainable future.



Actual Greenhouse Gas reduction % againat baseline year

The Company successfully reduced its absolute GHG emissions by 17% from the baseline year of 2021. This reduction was achieved despite business growth, driven by the expansion of new facilities in both Songkhla and Samut Sakhon. These expansions included the installation of an Automated Storage and Retrieval System (ASRS), a new factory building, and an Electrostatic Precipitator (ESP) to remove dust particles—all of which contributed to increased energy consumption and greenhouse gas emissions. Nevertheless, the Company remains committed to meeting Thai Union Group's sustainability targets and will continue exploring advanced technologies to drive further emissions reductions.

Measures to Reduce Electrical Energy Usage in Factories

The Company is committed to sustainability and reducing its environmental impact. A key part of this effort has been the adoption of solar energy as a renewable energy source across its operations. By leveraging solar power, the Company has significantly improved energy efficiency and reduced carbon emissions, taking a major step toward a more sustainable future.

- **Samut Sakhon Facility:** Solar energy usage increased from 3% to 20%, following the successful completion of Phase 1, which added 2.6 MW of solar capacity. This initiative has led to a reduction of 1,644 tons of CO_2 equivalent (CO_2eq) from 2023, with solar energy now accounting for 13% of the facility's total energy consumption.
- **Songkhla Facility:** Solar energy usage also increased from 3% to 9.6%. Phase 1 installed 0.99 MW of solar capacity, leading to a reduction of 585 tons of CO_2eq from 2023. Currently, solar energy contributes 5% of the facility's total energy consumption. Phase 2, scheduled for completion in 2025, will add an additional 1.2 MW of solar capacity.

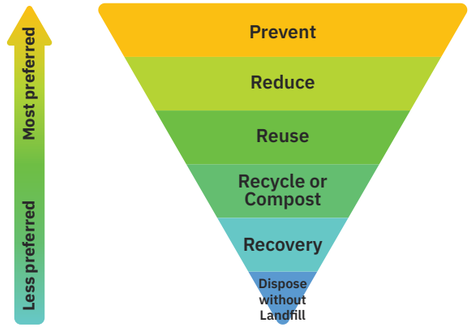
Additional energy improvements include reducing air compressor pressure from 6.1 bar to 5.3 bar, which resulted in an energy saving of approximately 75,800 units.

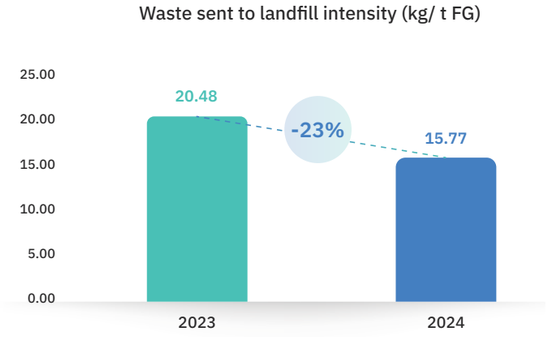
These initiatives demonstrate the Company's ongoing commitment to integrating renewable energy, reducing greenhouse gas emissions, and advancing toward greener operations.

Waste Management

Eliminating Food Waste and Waste in Landfills

The Company follows a waste management hierarchy based on the principles of prevention, reduction, reuse, recycling, recovery, and disposal through non-landfill methods.





To prevent food loss and waste during processing, the Company has implemented advanced manufacturing techniques and technologies that improve production equipment. This is part of the Company's Dry Concept Strategy[2], which focuses on maximizing the utilization of co-products, particularly tuna parts.

In addition to these efforts, the Company has introduced several initiatives to reduce waste:

- Wastewater sludge is diverted from landfills and converted into soil conditioners and fertilizers.
- Boiler ash is repurposed into concrete and bricks.
- Waste is converted into energy.

These measures have led to a 23% reduction in waste sent to landfills in comparison to 2023.

In 2024, one of the Company's two factories[3] achieved "zero-waste sent-to-landfill" status[4], moving the Company closer to its ultimate goal of "zero waste".

Water Waste Management

In 2024, the Company launched a zero-discharge project at its Songkhla factory, which was completed in October 2024. This initiative led to a 14% reduction in water withdrawal intensity compared to 2023.

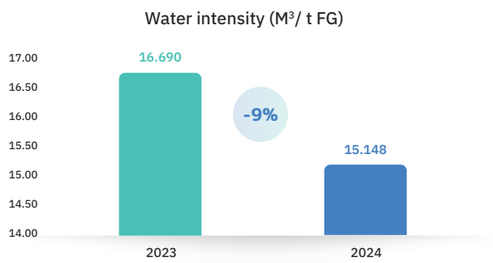
The project is part of the Company's Dry Concept Strategy, which begins with a comprehensive water assessment. Following this, water is reused and recycled in non-food and non-human contact areas, all under strict control and in compliance with food safety standards. The initiative also helps reduce food loss during processing and enhances the efficiency of wastewater treatment.



1 Dry concept is the approach to help the environment by reducing greenhouse gas emissions, minimising load on wastewater treatment, reducing food loss from processing and avoiding increasing landfilling methods. This initiative aims to improve its sources by focusing on sanitation, effective machines, and streamlined processes to minimise food loss, water usage, and wastewater generation.

2 i-Tail Songkhla

3 Defined according to eurofins (https://www.eurofins.com/assurance/zero-waste-to-landfill-certification/) and Carbon Trust (https://www.eurofins.com/assurance/zero-waste-to-landfill-certification/)





As a result of implementing the Dry Concept Strategy, the Company's factories achieved a 9% reduction in water withdrawal intensity compared to 2023.

Waste Management Education

Educating employees is crucial to the success of the Company's waste management efforts. Through education and waste separation, the Company helps reduce the volume of waste sent to landfills, which also lowers pollution and greenhouse gas emissions.

To support waste separation, the Company has placed four colored bins in strategic areas throughout the factory, including the canteen. These bins are designated for paper, plastic and glass containers, plastic bags, and general waste.

Employee education on waste management is further reinforced through the following initiatives:

- Regular communication about the waste management program in the canteen
- Waste management training
- A waste segregation monitoring system and checklist
- Educational games with prizes to encourage behavioral change







Project Supporting the Use of Sustainable Packaging

The Company collaborates with customers and suppliers on research and development to explore sustainable packaging solutions for its production processes. The focus is on packaging that is either recyclable or compostable, minimizing environmental impact and reducing pollution.

As of 2024, the Company has already transitioned some of its packaging formats to more environmentally friendly options. Notable examples include shrink film, used for product wrapping, which has been switched to more sustainable alternatives, and pallet straps, made from a mix of materials that are recyclable.

The Company has also made significant progress in the development of sustainable primary packaging. For instance, in collaboration with TU Group's Global Innovation Center, the Company is working on mono-material packaging that can be recycled. Furthermore, the Company is collaborating with its supplier of plastic cups to achieve Association of Plastic Recyclers (APR) recognition, which is required for products sold in the U.S. market.

The Company's factories in Samut Sakhon and Songkhla will continue to enhance their operations, with the goal of achieving zero water discharge, zero waste to landfill, and zero food loss by 2030.

Additionally, the Company is committed to reducing greenhouse gas emissions. The installation of solar rooftops is a key part of the Company's efforts to support Thai Union Group's target of reducing electrical energy use and cutting greenhouse gas emissions by 42% across Scopes 1 and 2 by 2030. For Scope 3 emissions, the Company will align its targets with those of Thai Union. Ultimately, the Company aims to achieve net zero emissions by 2050.

On the sustainability front, the Company is focused on sustainable packaging as part of the SeaChange® 2030 strategy. The Company aims to work closely with customers and suppliers to increase the use of sustainable packaging for customer-branded products.





Environmental Performance

Indicator	Unit	2024	2023	2022[2]	2021[2]
Total production	ton	101,472	86,929	128,853	112,399
Greenhouse Gas Emissions					
Total greenhouse gas emissions intensity	tCO_2e/t	0.53	0.60	0.52	0.58
Total greenhouse gas emission	tCO_2e	53,752.01	52,227.27	67,201.90	64,879.03
Greenhouse gas emission (Scope 1)[2]	tCO_2e	29,376.19	25,853.62	32,993.24	29,492.95
Greenhouse gas emission (Scope 2)[2], [3]	tCO_2e	24,375.82	26,373.65	34,208.66	35,386.08
Energy Consumption Within the Organization[4]					
Total energy intensity[4]	GJ/t	7.16	8.20	6.07	6.53
Total energy consumption[4]	GJ	726,734	712,511	782,177	734,134
Total direct energy use[4]	GJ	528,634	504,001	497,963	443,771
Non-renewable energy	GJ	240,237	227,791	285,244	282,063
• Fuel oil[2], [4]	GJ	73,539	61,989	76,113	57,802
• Biodiesel (B7) - Non renewable part (93%)[2], [4]	GJ	7,967	8,504	11,880	4,188
• Biodiesel (B10) - Non renewable part (90%)[4]	GJ	-	-	-	7,632
• Liquefied Petroleum Gas[4]	GJ	1,480	515	952	4,140
• Coal[2], [4]	GJ	157,242	156,774	196,291	208,293
• Biogasoline E10 (90% gasoline)	GJ	8.50	8.50	8.50	8.50
Renewable energy[4]	GJ	288,398	276,210	212,719	161,708
• Biogas[4]	GJ	10,279	8,380	9,568	9,327
• Biodiesel (B7) - renewable part (7%)[4]	GJ	600	640	894	315
• Biodiesel (B10) - renewable part (10%)[4]	GJ	-	-	-	848
• Biogasoline E10 (10% ethanol)	GJ	0.94	0.94	0.94	0.94
• Pellet fuel[4]	GJ	260,720	179,240	196,128	146,856
• Wood chip[4]	GJ	-	796	-	-
• Fuel wood[2], [4]	GJ	744	576	1,407	-
• Palm shell[4], [5]	GJ	-	74,617	-	-
• Solar energy[4]	GJ	16,054	11,960	4,721	4,361
Indirect Energy Consumption	GJ	198,099	208,510	284,213	290,363
Total indirect energy consumption (electricity)	GJ	175,541	160,088	181,538	177,358
Total indirect energy consumption (steam purchased)[3]	GJ	22,558	48,422	102,675	113,006

Indicator	Unit	2024	2023	2022[2]	2021[2]
Water Management[6]					
Intensity of water use[6]	m^3/t	2.82	5.25	4.56	4.17
Water withdrawal from all areas and areas with water stress[6]					
Water withdrawal (TDS ≤ 1,000 mg/l)[6], [7]	m^3	1,537,103	1,450,808	1,596,560	1,433,596
Municipal water [6], [7]	m^3	599,108	525,511	705,134	631,066
• Municipal water produced from surface water[6], [7]	m^3	599,108	525,511	705,134	631,066
Surface water[6], [8]	m^3	513,742	538,129	615,526	588,949
Groundwater[6]	m^3	424,253	387,168	275,900	213,581
Water withdrawal (TDS > 1,000 mg/l)[4], [6]	m^3	-	-	-	-
• Surface water[6], [8]	m^3	-	-	-	-
• Groundwater[6]	m^3	-	-	-	-
• Sea water[6]	m^3	-	-	-	-
Total water withdrawal[6]	m^3	1,537,103	1,450,808	1,596,560	1,433,596
Water Discharge to All Areas and Areas with Water Stress[4], [6]					
Water discharged to the outside [4], [6]	m^3	1,251,221	994,851	1,009,488	964,604
• Surface water[4]	m^3	1,072,544	961,343	1,009,488	964,604
• Groundwater[4]	m^3	-	-	-	-
• Sea water[4]	m^3	-	-	-	-
• Other organisation[2], [4]	m^3	178,677	33,508	-	-
Water discharged to the outside (TDS ≤ 1,000 mg/l)[4], [6]	m^3	1,072,544	961,343	1,009,488	964,604
Water discharged to the outside (TDS > 1,000 mg/l)[4], [6]	m^3	178,677	33,508	-	-
Total water consumption	m^3	285,882	455,956	587,072	468,992
Waste Management					
Intensity of landfill waste[4]	Kg/t	15.77	20.48	11.99	8.38
Total landfill waste[4]	Kg	1,600,025	1,780,190	1,544,950	941,773
Waste Diverted from Disposal[4]					
Non-hazardous waste[4]					
Reuse [2],[4]	Kg	10,399	1,044	-	-
Recycle[2],[4]	Kg	2,326,099	1,837,840	2,683,803	1,805,001
Composting[4]	Kg	1,520,460	1,478,904	1,772,600	1,536,040
Total[4]	Kg	3,856,958	3,317,788	4,456,403	3,341,041

Indicators	Unit	2024	2023	2022[2]	2021[2]
Hazardous waste[4]					
Reuse[4]	Kg	6,288	4,964	6,890	5,426
Recycle[4]	Kg	15,952	54,493	28,821	6,917
Composting[4]	Kg	-	-	-	-
Total[4]	Kg	22,239	59,456	35,711	12,343
Total waste diverted from disposal[4]	Kg	3,879,198	3,377,244	4,492,114	3,353,385
Waste Directed to Disposal[4]					
Non-hazardous waste[4]					
Incineration with energy recovery[4]	Kg	331,155	254,530	311,074	183,100
Incineration without energy recovery (i.e. mass burn)[4]	Kg	-	-	-	-
Landfill[4]	Kg	1,600,025	1,780,190	1,544,950	759,296
Total[4]	Kg	1,931,180	2,034,720	1,856,024	942,396
Hazardous waste[4]					
Incineration with energy recovery[4]	Kg	15,050	5,770	13,250	1,370
Incineration without energy recovery (i.e. mass burn)[4]	Kg	-	-	-	8,108
Landfill[4]	Kg	-	-	-	182,477
Total[4]	Kg	15,050	5,770	13,250	191,955
Total waste directed to disposal[4]	Kg	1,946,230	2,040,490	1,869,274	1,134,351

Note:

(1) The performance data consists of:
   1) Pet food production in the Songkhla factory, and
   2) Pet food production in the Samut Sakhon factories.

(2) The following environmental performance data in 2021-2023 have been amended from Annual Report 2023 (56-1 One Report):
   - Greenhouse gases emission scope 1.
   - Energy consumption within the organization (non-renewable energy): using of biogasoline E10 at Songkhla factory and separating non-renewable part for biodiesel B7 (diesel 93%), biodiesel B10 (diesel 90%), and biogasoline E10 (gasoline 90%)
   - Energy consumption within the organization (renewable energy): separating renewable part for biodiesel B7 (biodiesel 7%), biodiesel B10 (biodiesel 10%), and biogasoline E10 (ethanol 10%), and using of palm kernel shell and woodchip in 2023.
   - Water discharge to the third party organization: In 2023-2024, ITC Samut Sakhon sent water effluent to Thai Union Manufacturing Co., Ltd. for wastewater treatment process.
   - Waste: Reclassification of waste reporting from reuse waste to be recycle waste regarding to Thailand waste disposal code specified by Department of Industrial Work (DIW).

(3) Greenhouse gas scope 2 includes electricity consumption and steam consumption produced from Thai Union Manufacturing Co., Ltd.

(4) Not including performance data for production line located in Thai Union Manufacturing Co., Ltd.

(5) Factory in Samut Sakhon Province started using palm shell for steam production and solar energy in 2023.

(6) According to the data from the AQUEDUCT program, which assessed water scarcity risks during 2024, the factories located in Songkhla and Samut Sakhon were found to be situated in water scarcity risk areas. As a result in the natural basin, the Company reports the same information on water management for all areas by including those at risk of water scarcity and the result of Total Dissolved Solid (TDS) < 1000 ppm in http://rwc.mwa.co.th/page/graph/.

(7) According to Provincial Waterworks Authority, raw municipal water comes from surface water in the Maeklong River Basin and the Songkhla Lake River Basin, respectively.

(8) Surface water includes water withdrawn from surface water source and rainwater collected by the organisation.

Social Dimension of Sustainability Management

The Company is dedicated to growing its business while prioritizing social responsibility. To achieve this, the Company has implemented comprehensive policies and guidelines aimed at promoting sustainable development under the framework of good corporate governance. Through various strategies and initiatives, the goal is to foster a corporate culture that upholds business ethics, respects human rights, and ensures compliance with relevant regulations and laws. Transparency within the supply chain is a key focus, alongside supporting activities that enhance the well-being of employees, communities, and society as a whole. By collaborating with employees, partners, communities, and external stakeholders—including both government and private sectors—the Company seeks to create positive societal impact. The Company remains committed to sustainable operations within the social dimension, as outlined below:

1. Employees

The Company places a high value on its employees and recognizes the importance of their personal development in achieving business growth. This development is essential for adapting to organizational changes as well as shifting economic and social conditions. Beyond personal growth, the Company is dedicated to the well-being of its employees, offering welfare and benefits that meet legal requirements and promote fairness. The Company also ensures that a healthy and conducive working environment is maintained.

1.1 Building a Strong Organizational Culture

The Company's operations are shaped by six core values that guide its culture:

1. **Respectful:** The value of respect is demonstrated when individuals treat others as they wish to be treated, appreciate diversity and differences, and remain considerate of others' perspectives and time.
2. **Humble:** Humility is reflected when individuals embrace continuous growth, avoid arrogance, and actively listen to others.
3. **Innovative:** Innovation is showcased when individuals stay curious, open to new ideas, and think creatively beyond conventional boundaries.
4. **Collaborative:** Collaboration is demonstrated by aligning on shared goals, leveraging diverse skills for optimal results, and actively encouraging and acknowledging everyone's contributions.
5. **Passionate:** Passion is exemplified when individuals strive for growth, maintain a winning mindset, and work toward becoming highly skilled and excelling in their roles.
6. **Responsible:** Responsibility is shown when individuals take ownership of their actions, remain accountable, honor commitments, and consider the long-term implications of their decisions.

1.2 Welfare

1.2.1 The Welfare Committees

The Company has established welfare committees at each of its three locations: the headquarters in Bangkok, as well as the factories in Samut Sakhon and Songkhla. These committees were created to enhance the well-being and morale of employees while also promoting a positive and supportive work environment.



The key duties and responsibilities of the welfare committees include:

1. Collaborating with employers to discuss and arrange employee benefits.
2. Providing advice and recommendations to employers on how to organize and improve employee benefits.
3. Inspecting, monitoring, and overseeing the implementation of employee benefits provided by the employer.
4. Offering suggestions and guidelines on beneficial employee welfare arrangements to the Labor Welfare Committee.

In 2024, the welfare committees undertook several important activities, such as:

- **Selection of New Committee Members:** The welfare committees select new members every two years, with a mix of nationalities represented, including Thai, Myanmar, and Cambodia employees.
- **Committee Meetings:** The committees meet approximately 3 to 4 times per year.
- **Meeting Documentation:** The minutes of each meeting are published in three languages.
- **Agenda Topics:** Typical agenda items include discussions on facility improvements at the factories, as well as organizing annual trips or excursions for employees.
- **Follow-up Responsibilities:** Each committee member is assigned specific responsibilities to follow up on action items and report on progress during subsequent meetings.

1.2.2 The Committee for the Prevention of Harassment and Misconduct in the Workplace

In line with i-Tail's core principles of corporate social responsibility and adherence to labor policies, the Company recognizes the importance of fostering a harmonious workplace. As a large organization with many personnel, i-Tail has implemented clear practices to ensure mutual respect, dignity, and ethical conduct. This helps maintain a work environment where employees act responsibly and professionally.

i-Tail is committed to preventing and addressing all forms of harassment or misconduct, striving to create a fair, efficient, and respectful work environment in alignment with company policies.

One of the Company's factories has appointed 11 representatives from various departments to lead these efforts and ensure that the principles and practices are upheld.

The primary responsibilities of the Committee for the Prevention of Harassment and Misconduct include:

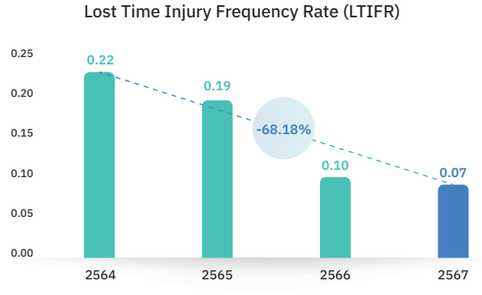
1. **Policy Implementation:** Ensuring adherence to the company's social and labor responsibility policies, which include preventing harassment and maintaining business ethics in labor practices.
2. **Review of Complaints:** Reviewing employee complaints and providing necessary advice and support.
3. **Investigating Complaints:** Investigating incidents related to harassment or misconduct within the organization.
4. **Issuing Official Notices:** Summoning relevant employees to provide testimony or submit evidence to support investigations.
5. **Reporting Findings:** Reporting investigation results and compiling recommendations from external agencies (if applicable), which are then submitted to the management.
6. **Promoting Awareness:** Raising awareness and advocating against harassment and misconduct to maintain a positive and respectful workplace culture.

Meetings are held on an as-needed basis, triggered by specific incidents, rather than following a regular schedule.



2. Safety Operations

In 2024, the Company continued to prioritize employee health and safety as a fundamental pillar of its success. The focus on maintaining a safe working environment is a crucial element of the Company's operations.



Despite the increase in working hours, the Company achieved a significant improvement in its Lost Time Injury Frequency Rate (LTIFR), reducing it by 30% compared to 2023. This demonstrates a strong commitment to reducing workplace injuries and moving closer to the Company's 2030 safety goals.

Key Achievements

1. **Reduced Workplace Accidents:** The Company successfully implemented several comprehensive safety training programs. These initiatives played a key role in reducing the number of lost time accidents.
2. **Improved Safety Culture:** The Company fostered a robust safety culture by holding regular safety meetings, encouraging employee engagement (e.g., identifying unsafe actions and conditions), and ensuring open communication channels. Workshops were conducted to highlight the progress made toward achieving the Company's 2030 safety goals.
3. **Enhanced Emergency Preparedness:** The Company conducted rigorous emergency drills and updated its emergency response plans to ensure that employees are well-prepared for any unforeseen risk events.



Challenges and Mitigations

- **New Expansion Projects (ITC2.2):** As part of its strategy to mitigate Safety, Health, and Environmental (SHE) risks, the Company extended its SHE measures to its new production facility in Samut Sakhon. These measures include the safety assessment of new production equipment, the implantation of a safety walk as well as unsafe actions unsafe conditions (UA/UC).
- **Machinery Safety:** To address production equipment safety risks, the Company installed physical guards and implemented additional safety measures. Furthermore, operators were trained using a one-page document specifically developed for this purpose.
- **Rules, Assessment of Risk, Communication & Empowerment (RACE):** The Company integrated SHE into its RACE management standard to enhance its risk mitigation actions. This transition moved risk management from level 1 to level 2, with strong support from SHE activities and management system like Plan-Do-Check-Act.

Alignment with 2030 Strategy

- **Machine Safety:** The Company is committed to continuously enhancing employee safety by improving their competency, knowledge, and awareness.
- **Unsafe Action and Condition Reporting:** The Company promotes a proactive approach to safety by encouraging employees to report unsafe actions and conditions.
- **RACE Standard:** The Company aims to continually improve its safety management standards with the goal of achieving level 4 of the RACE framework.

The Company remains dedicated to providing a safe and healthy working environment for all employees. To achieve this, the Company will continue to invest in safety initiatives while striving for ongoing improvements in health and safety performance.

In addition to complying with all relevant health and safety regulations, the Company regularly reviews and updates its policies and procedures to enhance the workplace environment.

To reinforce the importance of health and safety, the Company conducts regular training sessions designed to increase employee competency. These training programs include essential topics such as basic firefighting, first aid and rescue, electrical safety, working in confined spaces and at elevated heights.

The Company also encourages employees to participate in safety week activities, which include fire evacuation drills and fire protection inspections.



Safety Performance

Indicator	Unit	2024[1]	2023[1]	2022[1]	2021[1]
Employee [1]					
Fatality rate	Cases per 200,000 working hours	-	-	-	-
Lost Time Injury Frequency Rate (LTIFR)	Cases per 200,000 working hours	0.07	0.14	0.23	0.29
Lost Time Injury Severity Rate (LTISR)	No. of day lost per 200,000 working hours	0.20	0.42	1.38	0.63
Total Recordable Incident Rate (TRIR)	Cases per 200,000 working hours	0.40	0.48	0.72	0.35
High-Consequence Work-Related Injuries rate (excludig fatalities)	Cases per 200,000 working hours	-	-	-	-
Occupational Illness Frequency Rate (OIFR)[3]	Cases per 200,000 working hours	-	-	-	-
Number of Fatality	Case	-	-	-	-
Number of Lost Time Injuries	Case	11	20	37	37
Number of Day Lost[4]	Day	31	62	220	79
Number of Total Recordable Injuries[4]	Case	62	71	114	44
Number of High-Consequence Work-Related Injuries (excluding fatalities)	Case	-	-	-	-
Number of work-related ill health[5]	Case	-	-	-	-
Working hours	Hours	30,710,838	29,283,071	31,809,259	25,102,634
Workers [1], [2]					
Fatality rate	Cases per 200,000 working hours	-	-	-	-
Lost Time Injury Frequency Rate (LTIFR)	Cases per 200,000 working hours	-	-	-	-
Lost Time Injury Severity Rate (LTISR)	No. of day lost per 200,000 working hours	-	-	-	-
Total Recordable Incident Rate (TRIR)	Cases per 200,000 working hours	-	-	-	-
High-Consequence Work-Related Injuries rate (excludig fatalities)	Cases per 200,000 working hours	-	-	-	-
Occupational Illness Frequency Rate (OIFR)[3]	Cases per 200,000 working hours	-	-	-	-
Number of Fatality	Case	-	-	-	-
Number of Lost Time Injuries	Case	-	-	-	-
Number of Day Lost	Day	-	-	-	-
Number of Total Recordable Injuries	Case	-	-	-	-
Number of High-Consequence Work-Related Injuries (excluding fatalities)	Case	-	-	-	-
Number of work-related ill health[5]	Case	-	-	-	-
Working hours	Hours	2,918,634	9,213,372	6,842,724	8,800,727

Note:

(1) The performance data consists of:
1) Pet food production in the Songkhla factory, and
2) Pet food production in the Samut Sakhon factories.

(2) Workers covers contractors working in the factory, including contractors for maintenance work, temporary contractor, and permanent contractor.

(3) Occupational Illness Frequency Rate (OIFR) calculated from number of work-related ill health per 200,000 working hours.

(4) The number of day lost in 2022-2023 and total recordable injuries in 2023 is amended from the data reported in ITC One Report 2023.

(5) According to the Global Reporting Initiatives Standards (GRI 403-10), work-related ill health is negative impacts on health arising from exposure to hazards at work. There was no work-related ill health incident reported from Workmen' s Compensation Fund since 2021.

3. Human Rights Practices

As a subsidiary of Thai Union Group (TU), the Company fully adopts and implements TU's comprehensive human rights-related policies and Human Rights Due Diligence (HRDD) framework.

In alignment with TU's Human Rights Policy, the Company is committed to supporting and respecting universal human rights, as outlined in the International Bill of Human Rights and the principles set forth in the International Labour Organization's Declaration on Fundamental Principles and Rights at Work. These include freedom of association and the right to collective bargaining, elimination of all forms of forced labor, effective abolition of child labor, elimination of discrimination in employment, including ensuring equal remuneration for equal work, and a safe and healthy working environment.

To put the Human Rights Policy into practice, the Company implements the HRDD framework, which consists of six pillars:

1) **Basic Statement & Policies on Human Rights:** We commit to setting a specific strategy, measurable targets, and policies to achieve them. Key examples of policies include Thai Union's Business Ethics and Labor Code of Conduct (CoC) and Vessel Code of Conduct (VCoC).
2) **Assess Risks:** We assess actual and potential risks of human rights violations linked to our operations and value chains.
3) **Prevent:** We implement policies and measures to prevent or minimize risks of human rights violations in our operations and value chains.
4) **Detect:** We implement measures to identify actual human rights violations and non-compliance with laws, regulations, or global best practices that could lead to increased risks of violation in both our operations and value chains.
5) **Remedy:** We provide remedies or facilitate access to remedies for affected rights holders in the case where we cause or contribute to adverse human rights impacts.
6) **Continuous Monitoring & Disclosure:** We measure and disclose progress of our human rights due diligence activities and their impact to ensure we achieve the intended outcomes and share lessons learned with stakeholders.

The HRDD is implemented under three operating principles:

1) **Good Governance:** Robust leadership, policies, and processes to ensure the business focuses on delivering human rights-related objectives.
2) **Transparency:** Regular public disclosure and experience sharing on human rights performance through i-Tail's Annual Report, webpages, conferences, and other channels. As a subsidiary of TU, i-Tail's human rights performance is also reflected in TU's Annual Report, Annual Sustainability Report, Webpages, and TU's UK Modern Slavery Act Transparency Statement.
3) **Partnerships & Collaborations:** Collaborating with NGOs, labor unions, governments, and industry partners to implement and continuously improve human rights due diligence.

In 2024, the Company implemented several initiatives to enhance the lives and livelihoods of workers across its operations and supply chain, aligning with the HRDD framework and the Parent Company's SeaChange®2030 Sustainability Strategy. Two key examples of these actions include:

1) **Ethical Migrant Recruitment Policy Implementation:** Migration and recruitment of migrant workers is recognized as a high-risk area for human trafficking, forced labor, and debt bondage. Since 2022, i-Tail has covered all recruitment fees and related costs for workers, adhering to the "Employer Pays Principle" (EPP) embedded within TU's Ethical Migrant Recruitment Policy. This policy ensures zero costs for migrants and full transparency about migrant workers' rights and terms of employment contracts.
2) **Vessel Improvement Projects for Thai-flagged Vessels:** While the Company does not own any vessels, it ensures that the vessels it sources from are free from exploitation or mistreatment. In 2024, forced labor and unsafe working conditions on Thai-flagged fishing vessels remained a salient human rights risk. In response, the Company launched several vessel improvement projects in collaboration with customers to provide safe and decent working conditions for fishers in the Thai supply chain. For example, the Company worked with the International Transport Workers Federation (ITF) and Thai vessel owners to conduct training for fishers on topics including workers' rights, Thai labor law, health & safety risks and practices, and available grievance channels. Over 440 fishers from 23 vessels participated in this training in 2024.

4. Supply Chain Operations

The Company prioritizes transparency and sustainability in its supply chain management, in alignment with Thai Union's SeaChange® 2030 sustainability strategy. The Company has a rigorous process for screening and approving potential suppliers, which varies based on the type of procured goods and services. This process ensures that the Company only partners with suppliers who meet its ethical and sustainability standards.

Supplier Screening and Approval

To ensure ethical practices throughout the supply chain, the Company requires all suppliers to comply with Thai Union's Business Ethics and Labor Code of Conduct (CoC) or Vessel Code of Conduct (VCoC). Suppliers must acknowledge and accept these Codes before they can begin supplying to Thai Union. Existing suppliers are also requested to review and sign the Codes to reaffirm their commitment.



The 12 Basic Principles underlying the CoC and VCoC are:

1. Integrity
2. Documented terms of employment
3. Equal treatment
4. Freely chosen employment
5. Minimum age
6. Fair wages
7. Decent working hours
8. Freedom of association
9. Health & Safety
10. Fair procedures
11. Sustainability
12. Monitoring progress

To ensure responsible sourcing, raw materials must be traceable throughout the supply chain, from procurement to product delivery. In line with this, the Company is actively working to reduce the number of Thai vessels used in its supply chain from 400 to approximately 180 vessels. This reduction aims to enhance the traceability and sustainability of sourcing practices, ensuring that products are produced by workers who are legally employed, working in safe conditions, and adhering to responsible practices.

For chicken and duck meat, the Company sources from Department of Livestock Development-certified farms. These farms undergo random assessments and regular monitoring to ensure quality and welfare standards are met. All poultry suppliers must hold certifications including Good Hygiene Practices (GHPs), Hazard Analysis and Critical Control Points (HACCP), BRC Global Standard for Food Safety (certified by the British Retail Consortium).

Given the increasing public interest in animal welfare, the Company works closely with suppliers to adopt the Five Provisions and Animal Welfare Aims, which emphasize the subjective experiences that most directly influence animal welfare.

Five Provisions and Animal Welfare Aims

Provisions	Animal Welfare Aims
1. **Good nutrition:** Provide ready access to fresh water and a diet to maintain full health and vigour	Minimise thirst and hunger and enable eating to be a pleasurable experience
2. **Good environment:** Provide shade/shelter or suitable housing, good air quality and comfortable resting areas	Minimise discomfort and exposure and promote thermal, physical and other comforts
3. **Good health:** Prevent or rapidly diagnose and treat disease and injury, and foster good muscle tone, posture and cardiorespiratory function	Minimise breathlessness, nausea, pain and other aversive experiences and promote the pleasures of robustness, vigour, strength and well co-ordinated physical activity
4. **Appropriate behaviour:** Provide sufficient space, proper facilities, congenial company and appropriately varied conditions	Minimise threats and unpleasant restrictions on behaviour and promote engagement in rewarding activities
5. **Positive mental experiences:** Provide safe, congenial and species-appropriate opportunities to have pleasurable experiences	Promote various forms of comfort, pleasure, interest, confidence and a sense of control

5. Operations Related to Community and Social Development Participation

As part of the Company's ongoing responsibility to the communities in which it operates, annual community surveys are conducted to gain valuable insights from local residents. These insights guide the development of programs aimed at benefiting the surrounding communities.

In 2024, a community survey was conducted with local residents, providing useful feedback. Some of the most significant findings included:

- Complaints of loud noise from the company's operations, highlighting a need for improvement in this area.
- In response to these concerns, the Company took immediate action by conducting a root cause analysis and implementing corrective measures to mitigate the issue.

Corporate Social Responsibility (CSR) is integral to the Company's operations, not only as a business imperative but also as a way to make a positive impact on the communities it serves. The Company views CSR as a key differentiator and spent much of 2024 developing a comprehensive CSR framework. This new framework is designed to align with Thai Union Group's SeaChange® 2030 Sustainability Strategy, while ensuring that the Company's community engagement efforts create the greatest impact.

The new CSR framework will be implemented in 2025 and will focus on four key areas:

- Education
- Health and well-being
- Environmental conservation
- Disaster relief

To fund these initiatives, the Company will allocate a specific percentage of its annual turnover, as determined by Thai Union Group, towards CSR activities.

In 2024, the Company focused its CSR efforts on the following:

1. Education

The Company recognizes the critical role of education in fostering a sustainable and prosperous future. Education is seen as a powerful tool for empowering individuals, strengthening communities, and driving social and economic development. The Company is committed to supporting educational growth and opportunities in the communities where it operates.

MOU with Ban Nam Krajai School

In late 2023, the Company's factory in Songkhla Province entered into a two-year Memorandum of Understanding (MOU) with "Ban Nam Krajai School." This partnership aims to provide significant support to the educational institution in the following ways:

- **Development of the learning environment:** The Company helped improve the atmosphere around the school to make it more conducive to learning.
- **Improvement of sanitation and infrastructure:** The Company supported repairs and maintenance of the school to ensure hygienic standards are met, including upgrading the public utility system.
- **Educational support:** The Company provided funding to help hire additional educational staff, ensuring that the school can continue to offer quality education.









Run for Dreams, Share Love, and Grant Scholarships

In 2024, the Company's Songkhla factory launched a community-driven initiative called the "ITC (Songkhla) Run for Dreams, Share Love, and Grant Scholarships". This project aims to support local students by offering scholarships to those facing financial challenges but demonstrating strong academic potential.

The event invites both employees and the local community to participate, fostering a sense of unity and shared purpose. In 2024, the initiative successfully granted 21 scholarships to students from two local schools (one scholarship per grade, from Grade 1 to Grade 9).

2. Health and Well-being

As a responsible corporate entity, the Company is dedicated to improving the health and well-being of both people and pets, particularly in the local communities where it operates. The Company's initiatives support the physical health of individuals through donations of medical equipment and partnerships with local hospitals.

The Company also supports the health and well-being of pets by donating i-Tail's nutritious pet food and organizing pet health activities, including vaccination campaigns for cats and dogs.

2.1 People in the Communities

99 Hearts for Songkhla Hospital Walk-Run

In 2024, the Company partnered with Songkhla Hospital to organize the "99 Hearts for Songkhla Hospital Walk-Run" event, which aimed to promote health and wellness. The event attracted over 2,500 participants and included three categories: Half Marathon (21.1 km), Mini Marathon (10.5 km), and Fun Run (4 km). Beyond encouraging physical activity, the Company also contributed funds to Songkhla Hospital for the purchase of vital medical equipment, ensuring that patients have access to the best possible treatment. The Company plans to continue supporting such health initiatives in the future, reinforcing its commitment to the well-being of the community.



2.2 Pets

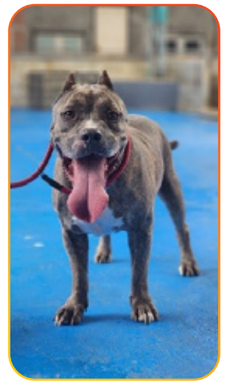
Project "Second Chance for Better Lives"

The Company is deeply concerned about the growing number of stray dogs in Thailand and the associated risks to both society and the animals themselves. Stray dogs often face mistreatment and are seen as nuisances, while the public health threat of zoonotic diseases like rabies is a concern. In response to these challenges, the Company has committed to playing a positive role in reducing the number of stray dogs and promoting responsible pet ownership.

In collaboration with The Voice Foundation and Chaiyaphak Dog Training Center, the Company launched the "Second Chance for Better Lives" project. The initiative's goal is to improve the lives of homeless dogs and help them transition into loving, caring families. This project will run from 2024 to 2028.

1. **ITC Dog Training Support:** As part of the project, the Company supported the training of stray dogs to increase their chances of adoption. The Company worked with Chaiyaphak Dog Training Center to provide behavior modification training for homeless dogs taken in by The Voice Foundation. In 2024, the Company supported two dogs, "Tua-lek" and "Gundum", who completed a 3-month training course in November 2024.

   In early 2025, Tua-lek and Gundum will begin attending social events to bring joy to children and the elderly. Research has shown that interaction with pets can significantly reduce stress and alleviate loneliness, making these social activities beneficial for all involved.





2. **ITC Food Sponsorship:** In 2025, the Company will take further steps to support the health of sheltered dogs by donating highly nutritious dog food to The Voice Foundation. This pet food is specially formulated to meet the dogs' macro and micronutrient needs, while also enhancing their skin and coat condition. By providing high-quality nutrition, the Company aims to improve the physical appearance and overall health of the dogs, making them more adoptable and offering them a better chance at finding a forever home. The Company believes that healthier dogs, with a shiny coat and strong physique, are not only more attractive to potential adopters but also have a higher quality of life.

3. **Dog Toy Crafting from Waste Products:** In a creative initiative that blends sustainability with animal welfare, the Company organized the "Crafting Joyful Canine Creations" activity for its employees. A total of 39 employees participated in this event, where they learned how to craft dog toys from fabric scraps. The employees produced a total of 72 handmade toys, which will be donated to the dogs under The Voice Foundation's care in the first quarter of 2025.





This activity not only helped raise awareness about sustainable practices, such as upcycling, but also demonstrated the Company's commitment to animal welfare. It has sparked interest among employees in driving further initiatives that support the welfare of cats and dogs.

Project “4-Legged Friends”

Annual Cats and Dogs’ Vaccination Drive

- **Promote Pet Health:** Ensuring that pets in the community remain healthy and protected from rabies.
- **Prevent Rabies Outbreaks:** Helping to control and reduce the spread of rabies within the community.
- **Raise Community Awareness:** Educating the community about the importance of rabies vaccination.
- **Support Agencies and Foundations:** Assisting local livestock agencies and animal foundations in their efforts to care for and prevent rabies.





The vaccination drive was carried out in two key ways:

- **i-Cattery Vaccination Event:** In partnership with the Company’s own i-Cattery, the Company organized a vaccination service for local cat and dog owners in the community.
- **Donation of Vaccines:** The Company also donated vaccines to a local animal shelter and a veterinary clinic, supporting their efforts to vaccinate pets in need.

A total of 400 cats and dogs were vaccinated through the initiative.

Pet Food Donations to Local Authorities

For the third consecutive year, the Company has reaffirmed its commitment to improving the quality of life for stray animals by providing high-quality, nutrient-dense pet food. The goal is to ensure that stray animals receive proper nutrition, enhancing their well-being and health. In 2024, the Company worked with the Songkhla Animal Quarantine Station to donate over 550,000 baht.





3. Environmental Conservation

Project Preserve Water, Preserve the World & Project Aquatic Life Conservation for the Future

In line with the SeaChange® 2030 sustainability strategy, the Company collaborated with both public and private sectors to emphasize the urgent need to address marine debris, which significantly impacts marine life. The initiatives aimed to raise awareness about the importance of waste segregation and proper disposal to reduce ocean waste, ensuring the sustainable preservation of marine resources and the broader environment. These efforts reflect the Company’s commitment to fostering “healthy living and thriving oceans”.

The Company’s employees participated in beach cleanup activities, marine species releases, and coastal tree planting in celebration of World Ocean Day. The theme for 2024 was “Reviving the Ocean Crisis”.

On International Coastal Cleanup Day 2024, the Company continued its environmental efforts through additional beach cleanup and marine species release activities.

Waste Collection and Segregation

- 87 kilograms of waste were collected and sorted, including plastic bottles, straws, rope scraps, and plastic fragments.

Marine Species Release:

- 10 sea turtles were safely released back into the ocean.
- 30 million blue swimming crab juveniles and 200,000 black tiger shrimp larvae were returned to their natural habitats.

This collaborative effort reflects the Company’s dedication to environmental conservation and the preservation of marine resources for the benefit of future generations.







4. Disaster Relief

Project Safe Haven: People and Pets

The Company demonstrated its commitment to supporting communities in need during times of crisis, particularly in Songkhla province, which was severely impacted by flooding. Understanding the hardships faced by both people and pets during these challenging times, the Company took proactive steps to provide essential relief.

Key Relief Activities:

Humanitarian Aid:

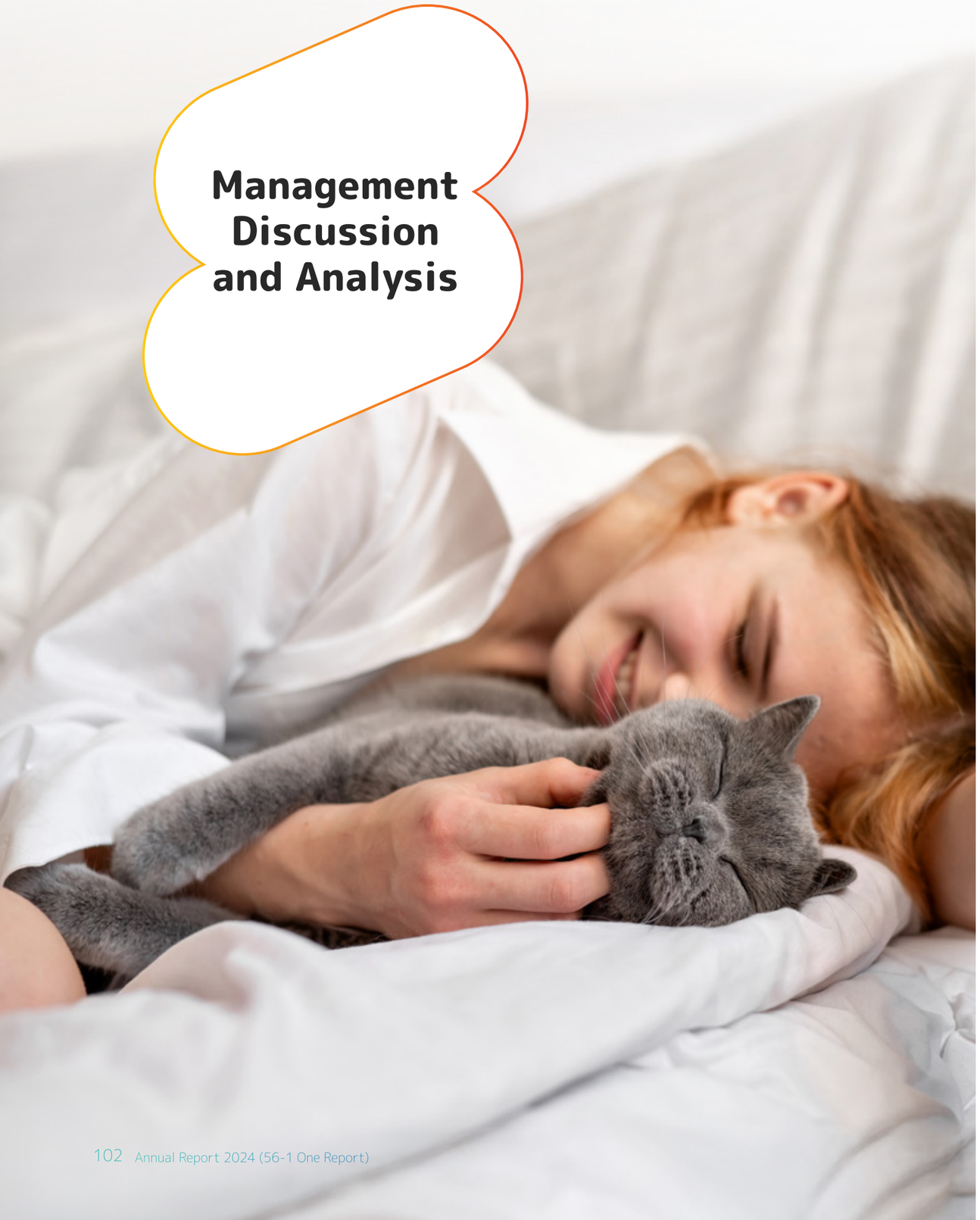
- The Company distributed 1,120 survival kits to help residents impacted by the floods in the Songkhla area.
- Additionally, the Company provided rice, canned fish, and drinking water to a central kitchen operated by Phawong Subdistrict Municipality, which used these supplies to prepare meals for affected residents and volunteers.

Support for Stray Animals:

- Recognizing the struggles faced by stray animals in the flood-affected areas, the Company donated high-quality pet food to animal shelters and foundations. This ensured that stray animals received proper nutrition during this critical period, helping them remain healthy and strong despite the adversity.

Collaboration with Smile Dog Home Foundation:

- As part of its broader relief efforts, the Company partnered with the Smile Dog Home Foundation in Songkhla Province. The foundation served as a central hub for distributing aid to volunteer networks and stray animal shelters across the region.
- Through this collaboration, the Company donated over 760,000 baht to support ongoing relief operations.



Management Discussion and Analysis

Management Discussion and Analysis (MD&A)

For 2024 Financial Results, Ended December 31, 2024

Financial Highlights

Statement of Income	2024 (Stat)	2023 (Stat)	2022 (Proforma)	% Change 2024 from 2023 (YoY)
Unit: THB mn				
Sales	**17,729.1**	**15,576.9**	**21,420.1**	**13.8%**
Gross profit	4,919.0	3,037.5	5,348.8	61.9%
Operating profit	3,262.6	1,855.5	4,109.9	75.8%
EBIT	3,737.8	2,425.5	4,532.0	54.4%
Net profit	**3,597.2**	**2,281.4**	**4,401.9**	**57.7%**
GPM margin	27.7%	19.5%	25.0%	8.3%
Operating profit margin	18.4%	11.9%	19.2%	6.5%
EBIT margin	21.1%	15.6%	21.2%	5.5%
NPM* (%)	**20.3%**	**14.6%**	**20.6%**	**5.7%**

*NPM refers to net profit margin of owners of the parent.

Notes: Values may differ due to rounding

Income Statement Analysis

Sales

2024 Sales were at THB 17,729.1mn, which was back to growth by 13.8% YoY, mainly from increasing demand from key customers, especially in the U.S. and Europe, compared to the soft performance last year, which was supported by the company's price adjustment strategies, and higher sales of premium products. Despite the challenging economic situation, the Company delivered the sales growth compared to 2023 performance and within the expectation of the Company.

Gross Profit

2024 Gross profit was at THB 4,919.0mn (+61.9% YoY), mainly thanks to the increasing sales, higher sales of premium products, increasing average selling prices, improvement of production volume, which resulted in lower fixed costs per unit, and inventory provision reversal (which contributed around 0.6% of GPM in FY24). As a result, the company delivered a strong gross profit margin at 27.7%, which was in line with the Company's full-year guidance at 26-28%.

SG&A Expenses

2024 SG&A expenses increased 40.1% YoY, from higher selling and administrative expenses, mainly from consulting fees from the transformation project, as well as marketing activities and freight expenses, resulting in SG&A to sales ratio increasing to 9.3% from 7.6% in 2023.

Operating Profit

2024 Operating profit was solid at THB 3,262.6mn (+75.8% YoY), mainly thanks to increasing sales, higher average selling prices, higher sales of premium products, and efficient cost management, resulting in operating profit margin at 18.4%, improved from 11.9% in 2023.



EBIT

2024 EBIT was at THB 3,743.8mn (+54.4% YoY), from increasing operating profit, and higher other income at THB 695.5mn compared to THB 602.6mn despite the higher FX losses at THB 214.3mn compared to THB 32.6mn in 2023 mainly due to the THB depreciation (USD/THB: +1.4% YoY), while other income was at THB 695.6mn (+15.4% YoY), mainly from interest income received from our investment in corporate bonds (minimum A+ rating) (1.79% to 3.98% interest per annum) and fixed deposit investment during the year.

Finance Costs and Income Tax

2024 Finance cost was at THB 6.0mn (vs THB 11.0mn in 2023), which mainly from the lease liabilities, while interest-bearing debt/equity (IBD/E) remained at 0.0x, while the income tax expense was at THB 140.7mn (vs tax expenses of THB 131.7mn in 2023), mainly due to higher non-BOI income from interest received from investment in corporate bonds and fixed deposits and higher profitability from U.S. operations.

Net Profit

2024 Net profit was solid at THB 3,597.2mn, significantly increased by 57.7% YoY compared to declining performance last year, mainly thanks to higher sales and solid business operations, including efficient cost management, which resulted in a strong net profit margin at 20.3% in 2024, improved from 14.6% in 2024.

Dividend

The Company announced a final dividend payment of 0.75 Baht per share, which was Excluding Dividend date (XD) on February 25, 2025, record date (RD) on February 27, 2025, and payment date on April 25, 2025.

Business Performance Analysis: By Region

In 2024, Americas market increased 14.1% YoY, thanks to the solid recovery in the U.S. market from last year's soft performance, higher selling prices, and higher sales of premium product. While Asia & Oceania sales grew 4.5% YoY from higher sales of premium products, sachet and pouch, resulted in lower sales of volume. Europe market increased 39.9% YoY from higher demand in Europe with increased value and volume, compared to the soft performance in 2023. The Company has project pipelines with key customers and continued new product development to drive sales growth for the next few years.

By Category: Pet Food

In 2024, pet food sales significantly increased by 15.5% YoY in all product categories, from last year's soft performance. Cat food, dog food, and pet treats sales were +13.8%, +26.9%, and +10.0% YoY from increasing demand compared to soft performance last year, price adjustment strategy, higher sales of premium products, and continued project pipelines.

Others

Others segment include the sales of other non-pet food related products, such as whole tuna fish and ingredients to both Thai Union and external parties.

In 2024 others segment was at THB 340.4mn, mainly from the sales of scraps, seafood raw materials not related to pet food, and whole fish.

Sales by Channel

Sales from Global brands include the leading global pet food companies. Brand owners & importers are other pet food brand owners. Private label refers to supermarkets, retailers, and e-Commerce channels.

In 2024, sales from world pet food companies, private label, and importer brands improved from last year's soft performance by 27.9%, 16.3%, and 2.9% YoY, respectively, because of the increased demand from key customers and continued expansion of portfolio, while own branded decreased by 20.2% YoY.

Financial Position

Total Assets

As of December 31, 2024, total assets were THB 26,927.9mn, increased 5.9% from end-December 2023, mainly from the short-term investments from fixed deposits with the banks. Trade and other receivables also increased in accordance with the increasing sales. Property, plant and equipment increased from investment in machinery of a new production plant in Samut Sakhon province, as well as the inventories to support sales.

However, the assets partially decreased by the decrease in derivative assets from the fair value adjustment of foreign currency forward contracts according to our hedge accounting policy to protect against exchange rate fluctuation, and decrease in debt instruments, which were corporate bonds that the Company invested in 2023 and reached maturity in 2024.

Total Liabilities

As of December 31, 2024, total liabilities were THB 2,789.1mn, increased by 20.6% from end-December 2023, mainly from higher trade and other payables due to increasing purchases of raw materials, because of recovery of sales order. Derivative liabilities increased from the fair value of derivative liabilities according to foreign currency forward contracts and decreasing in other liabilities from accrued income tax.

Total Equity

As of December 31, 2024, total equity was THB 24,138.8mn, increased by 4.4% from end of December 2023, primarily due to an increase in profit for the year, which was partially offset with an interim dividend payment.

Cash Flow Analysis

As of December 31, 2024, we recorded cash and cash equivalents of THB 5,408.4mn, a decrease of 41.9% YoY, from net cash payment for investing and financing activities.

Net cash payments for investing activities were THB 5,182.3mn, consisting primarily of net of THB 6,394.0mn for short-term investment, and THB 950.6mn in property, plant, and equipment, which was partially offset by net cash receipts of THB 1,760.0mn from investment in debt instruments and THB 402.2mn from interest received.

Net cash payments from financing activities were THB 2,270.2mn, consisting of cash paid for dividend payment, lease liabilities, and other finance costs paid.

Business Outlook

Despite inflationary pressures affecting consumer purchasing power and pet populations growth rate slowing globally, the global dog and cat food market is projected to grow at a 5.7% compound annual growth rate (CAGR) from 2024 to 2029. In 2024, the global pet food market was at USD 147.3 billion and grew 5.4% YoY. This growth is driven by the ongoing trends of premiumization and pet humanization, as well as a growing health-consciousness and caring for the wellbeing of pets among pet owners. While some consumers are prioritizing value for money, the price inelasticity exhibited by pet owners who opt for premium brands continues to be a key growth driver for the premium pet food segment.

In response to these market dynamics, the Company has implemented strategies to adjust product specifications, reducing price points to remain more affordable and competitive according to the current economic situation. The Company continues to focus on sustainable growth with target revenue growth at 13-15% in 2025 and gross profit expected to increase at 10-12% YoY by expanding on the markets with growth potential. Despite the challenging business environment and logistic situation which resulted in lower-than-expected topline growth, the Company was able to deliver high gross profit margin from cost management efficiency programs started since 2023.

To support the business expansion plan, the Company has already started production in the new factory at Samut Sakhon, which aims to increase the capacity of wet pet food and treats by 18.7% from 2022 and new ASRS warehouse started in 2024.

We continued to launch new innovative products for both OEM and branded products into the markets with 1,322 new products launched in 2024 contributed 8% of sales. As premiumization and humanization trends continue, we also focused more on functional pet food products with health benefits, and we work towards pet supplement and nutraceuticals in the next few years.

We remain committed to delivering sustainable shareholder returns, with a dividend payout ratio of at least 50% of net profit and two payments a year. We continue our commitment to operating the business sustainably. We continued to work against targets, which includes 42% GHG emission reduction through low carbon technologies and installing solar panels at our factories, zero waste by 2030 in both plants, as well as safe and decent work with vessel improvement program for workers in the tuna supply chain.

Financial Position

Financial Position	31-Dec-24 (Stat)		31-Dec-23 (Stat)		31-Dec-22 (Proforma)		% change 2024 from 2023 (Stat)
	THB mn	%	THB mn	%	THB mn	%	
Assets							
Cash and cash equivalents	5,408.4	20.1	9,305.1	36.6	13,253.7	47.0	-41.9%
Short-term investments	6,281.4	23.3	-	-	-	-	-
Trade and other receivables	3,950.5	14.7	3,860.2	15.2	3,517.4	12.5	2.3%
Inventories	3,534.8	13.1	3,242.8	12.7	4,453.6	15.8	9.0%
Property, plant and equipment	6,009.1	22.3	5,481.9	21.6	4,893.1	17.4	9.6%
Debt instruments measured at amortised cost	872.6	3.2	2,638.7	10.4	737.6	2.6	-66.9%
Derivative assets	216.3	0.8	310.8	1.2	657.3	2.3	-30.4%
Other assets	654.8	2.5	591.8	2.3	665.0	2.4	10.6%
Total Assets	**26,927.9**	**100.0**	**25,431.3**	**100.0**	**28,177.7**	**100.0**	5.9%
Liabilities							
Trade and other payables	1,814.8	6.8	1,520.1	6.0	2,353.0	8.4	19.4%
Employee benefit obligations	594.8	2.2	507.9	2.0	559.2	2.0	17.1%
Derivative liabilities	248.2	0.9	85.5	0.3	106.7	0.4	190.4%
Other liabilities	131.2	0.5	198.9	0.8	114.1	0.4	-34.1%
Total Liabilities	2,789.1	10.4	2,312.4	9.1	3,133.0	11.1	20.6%
Total Equity	24,138.8	89.6	23,118.9	90.9	25,044.7	88.9	4.4%
Total liabilities and equity	**26,927.9**	**100.0**	**25,431.3**	**100.0**	**28,177.7**	**100.0**	5.9%

Notes: Values may differ due to rounding

Statement of Cash Flows

Statement of Cash Flows	2024	2023	% Change
Unit: THB mn			
Profit before income tax	3,737.8	2,414.6	54.8%
Net cash receipts from/ (payments for) operating activities	3,581.5	2,890.5	23.9%
Net cash receipts from/ (payments for) investing activities	(5,182.3)	(2,993.5)	73.1%
Net cash receipts from/ (payments for) financing activities	(2,270.2)	(1,374.4)	65.2%
Net increase (decrease) in cash and cash equivalents	(3,871.0)	(1,477.4)	162.0%
Cash and cash equivalents - opening balance	9,305.1	10,798.9	-13.8%
Exchange gain (loss) on cash and cash equivalents	(25.7)	(16.4)	56.3%
Cash and cash equivalents - closing balance	5,408.4	9,305.1	-41.9%

Notes: Values may differ due to rounding



Financial Ratios

Financial Ratios	2024	2023
Profitability Ratios		
Gross profit margin (%)	27.75%	19.50%
Operating margin (%)	18.40%	11.91%
Net profit margin (%)	20.29%	14.65%
Return on Equity (%) [1]	15.22%	9.98%
Liquidity Ratios		
Current ratio (times) [2]	9.81	10.86
Quick ratio (times) [3]	7.46	7.70
Days sales outstanding (days) [4]	74.69	83.17
Days of inventory outstanding (days) [5]	103.20	117.82
Days payable outstanding (days) [6]	28.66	35.37
Profitability Ratios		
Return on assets (%) [7]	13.74%	8.92%
Asset turnover (times) [8]	0.70	0.63
Financial Policy Ratios		
Debt to equity ratio (times) [9]	0.12	0.10
Interest bearing debt to equity ratio (times) [10]	0.00	0.00
Interest coverage ratio (times) [11]	715.42	269.11

Note:

1 Return on equity is calculated as profit (loss) for the period attributable to owners of the parent divided by average total shareholders' equity attributable to owners of the parent, multiplied by 100.
2 Current ratio is calculated as total current assets divided by total current liabilities.
3 Quick ratio is calculated as the combined total of cash and cash equivalents, short-term investments and trade and other receivables, net divided by total current liabilities.
4 Days sales outstanding is calculated as 365 divided by account receivable turnover. Account receivable turnover is calculated as sales divided by average trade receivables before allowance for losses.
5 Days of inventory outstanding is calculated as 365 divided by inventory turnover. Inventory turnover is calculated as cost of sales divided by average inventories.
6 Days payable outstanding is calculated as 365 divided by account payable turnover. Account payable turnover is calculated as the cost of sales divided by the average trade payable.
7 Return on assets is calculated as profit (loss) for the period divided by average total assets, multiplied by 100.
8 Assets turnover is calculated as total sales divided by average total assets.
9 Debt to equity ratio is calculated as total liabilities divided by total shareholders' equity.
10 Interest-bearing debt to equity is calculated as total interest-bearing debt divided by total shareholders' equity.
11 Interest coverage ratio is calculated as EBITDA divided by finance costs.
12 Financials ratio based on balance sheet figures as of December 31, 2024.

Statement of Income

Statement of Income	2024 (Stat)	2023 (Stat)	2022 (Proforma)	% change 2024 from 2023 (Stat)
Unit: THB mn				
Sales	17,729.1	15,576.9	21,420.1	13.8%
Cost of sales	(12,810.1)	(12,539.4)	(16,071.2)	2.2%
Gross profit	4,919.0	3,037.5	5,348.9	61.9%
Gross profit margin (%)	27.7%	19.5%	25.0%	8.3%
Selling expenses	(576.4)	(454.8)	(525.6)	26.7%
Administrative expenses*	(1,080.0)	(727.2)	(713.4)	48.5%
Operating profit	3,262.6	1,855.5	4,109.9	75.8%
Operating profit margin (%)	18.4%	11.9%	19.2%	6.5%
Other income	695.5	602.6	247.0	15.4%
Other gain (loss), net	(214.3)	(32.6)	175.1	557.4%
EBIT	3,743.8	2,425.5	4,532.0	54.4%
Finance costs	(6.0)	(11.0)	(82.5)	-45.3%
Profit before income tax	3,737.8	2,414.5	4,449.5	54.8%
Income tax	(140.7)	(131.7)	(48.1)	6.8%
Profit for the year	3,597.1	2,282.8	4,401.4	57.6%
Net profit margin	20.3%	14.7%	20.5%	5.6%
Profit (loss) attributable to:				
Owners of the parent	3,597.2	2,281.4	4,401.9	57.7%
Non-controlling interests	(0.1)	1.4	(0.5)	-110.2%
Net profit margin of owners of the parent (%)	20.3%	14.6%	20.6%	5.7%
Other comprehensive income (expenses) for the year, net of income tax	(327.4)	(420.8)	704.5	-22.2%
Total comprehensive income for the year	3,269.7	1,862.0	5,105.9	75.6%

Notes: Values may differ due to rounding
*Included the loss from impairment of financial assets, net

General and Important Information



Reference

Common Share Registrar

Thailand Securities Depository Company
14th Floor, the Stock Exchange of Thailand
93 Ratchadaphisek Road, Din Daeng,
Din Daeng Bangkok 10400
Tel: +66(0) 2009 9999
Fax: +66(0) 2009 9991

Auditor

Miss Sujitra Masena
CPA No. 8645 or
Miss Sawitree Ongksirimemongkol
CPA No. 10449 or
Miss Chaowanee Chaisanga
CPA No. 12663 or
Miss Sirinuch Surapaitoonkorn
CPA No. 8413

KPMG Phoomchai Audit Ltd.

50th Floor, Empire Tower, 1 South Sathorn
Road, Yan Nawa, Sathorn, Bangkok 10120
Tel: +66(0) 2677 2000

Information Materially Influencing Investors' Decisions

The Company currently has no additional information to disclose that could significantly affect investors' decisions. In the event of any vital information emerging that could materially benefit or impact investors' decisions or ensure equal access to information for all investor types, the Company will immediately disclose the accurate and complete details on the Stock Exchange of Thailand's portal and the Company's website. This allows investors to review the information before making any investment decisions.

Litigation

The Company and its subsidiaries currently face no material litigation that could negatively impact their assets. Furthermore, there are no lawsuits that could significantly affect the businesses.



02

Corporate Governance

i-Tail recognizes the importance of **good corporate governance principles that enhance the business's ability to grow sustainably and efficiently,** building confidencein shareholders, investors, and all stakeholderrs.





Corporate Governance Policy



Overview of Policy and Principles of Good Corporate Governance

i-Tail Corporation recognizes the importance of good corporate governance principles. Therefore, the Company conducts business by adhering to the principles that enhance the operations, fostering sustainable growth, and earning societal respect. Consequently, the Board of Directors has established a policy of good corporate governance (Corporate Governance) for directors, executives, and employees of i-Tail and its subsidiaries to implement. This policy is reviewed at least once a year to reflect changing circumstances.

This policy includes determining the qualifications of directors who are diverse in terms of skills, experience, gender, and specific abilities that are beneficial to the Company; recruiting executives with leadership, vision, and responsibility; controlling and monitoring the management structure to ensure the balance of power. With clear principles to guide its practice, the Company relies on proper management, ethics, and transparency, including the equal rights of shareholders and stakeholders. There are 8 principles aimed at increasing the competitiveness of the business, which has grown the confidence of the shareholders, investors, and all stakeholders in the Company, ensuring the Company's business efficiency and stability to create its sustainable value.



Principle 1

Recognize the roles and responsibilities of the Board of Directors as the organization's leadership in creating sustainable value for the business

The Board of Directors has a leadership role of overseeing the Company's good governance, which covers setting objectives and targets, formulating strategy, and establishing operating policies to promote ethical business, respect shareholder and stakeholder rights, and optimize resource allocation.

In addition, the Board of Directors is responsible for ensuring that all directors and executives perform their duties responsibly, cautiously, and honestly towards the Company, and safeguard the Company's interests. Their duties include supervising and establishing adequate mechanisms to ensure the Company's operations comply with laws and regulations, the Company's objectives, the Company's article of association, the resolutions from Board of Directors' meeting, and the resolutions from shareholders' meetings. Further details regarding their roles and responsibilities can be found under the topic "Roles of the Board of Directors" in this report.

Principle 2

Define the objectives and the main targets of the business for achieve sustainability

The Board of Directors has jointly set the objectives and the main targets for the organization's business sustainability with society and to create value and benefit the organization, shareholders, employees, customers, partners, stakeholders, and the whole community. To cultivate a corporate culture of good corporate governance, the Board encourages the integration of the organization's objectives and main targets into decision-making and operations at all levels of personnel.

The Board of Directors sets both annual and long-term business strategies, action plans, and company budgets. To facilitate this process, it establishes an executive committee tasked with analyzing the internal and external environment, business competition and various factors and risks that may impact operations and stakeholders across the value chain. The Board also closely monitors management to ensure the effective implementation of strategies and operational plans.

Additionally, the Company adopted the Thai Union's SeaChange® sustainability strategy in its business operations. The Board of Directors has set sustainability goals aiming for 2030 to reflect the commitment to sustainable business practices. Various departments within the Company have planned operations and defined operational strategies to drive the organization towards achieving sustainability goals. Since February 2025, the Board of Directors has assigned the Executive Committee to be responsible for setting sustainability strategies and monitoring its performance.

The Board of Directors defines the organization's values, placing strong emphasis on ethical business operations. They are responsible for the results of the Company's actions, promoting transparency, and upholding social responsibility. Furthermore, the Board encourages all employees to consistently embody good corporate values and actively contribute to the company's sustainable growth.

Principle 3

Strengthen an effective Board of Directors

The Board of Directors is responsible for determining and reviewing the structure of the Board in terms of size, composition, qualifications, expertise, experience, and the number of directors. This ensures suitability to achieve the Company's objectives and targets. Additionally, the Board selects a qualified person to serve as the Chairman of the Board of Directors under the condition that the Chairman and the Chief Executive Officer are not the same person.

The Board of Directors understands their roles and responsibilities, ensuring a clear division of roles between the Board of Directors and the management. Regular provision of knowledge and understanding regarding business operations and relevant laws is mandated for each Director. In addition, the Board of Directors has determined the roles of the management and supervises administrative functions to ensure ethical and effective operations in alignment with established policies. Additionally, the Board oversees operations to avoid conflicts of interest among the Company's stakeholders and ensures regular and accurate disclosure of the Company's information.

Principle 4

Recruitment and development of senior executives and personnel

The Board of Directors prioritizes importance on the selection of personnel for crucial leadership roles, such as the Chief Executive Officer (CEO), and equivalent positions like Managing Director of the Company and its subsidiaries. Consideration is given to their knowledge, abilities, and experience, ensuring alignment with the company's strategies and targets. Therefore, the Board of Directors must oversee and ensure the proper recruitment of such personnel. Additionally, they are tasked with providing management and personnel development to ensure that they possess the requisite knowledge, skills, experience, and motivation in alignment with the Company's direction and strategy. Further details regarding Personnel Development and Succession Plan Preparation can be found under the topic "Employee Information" in this report.

This is to ensure that the Company can maximize its benefits. In order for the Chief Executive Officer to effectively dedicate time to performing their duties, the Board of Directors has implemented a policy allowing the Chief Executive Officer to serve as an executive director in non-affiliated companies, with a maximum limit of three companies. Holding such positions must not have a detrimental impact on his duties to the Company's performance and be approved by the Nomination Remuneration and Corporate Governance Committee. Additionally, the Chief Executive Officer is prohibited from holding the position of Chief Executive Officer in other listed companies.

To perform effectively, the Board of Directors must comprehend the shareholder structure and relationships that could impact on the management and operations of the business. It's essential to ensure that the policies of major shareholders do not hinder the Board's performance. Additionally, proper disclosure of relevant information is crucial in this regard.

Principle 5

Promote innovation and business operations responsibly

The Board of Directors prioritizes and supports innovations that add value to the business and benefits customers or stakeholders. They aim to cultivate an organizational culture that encourages innovation while ensuring ethical, social, and ecological responsibility without compromising the rights of stakeholders. The Company has adopted Thai Union's SeaChange® strategy that focuses on restoring and protecting communities for our people and ecosystems for our planet. This strategy guides the entire organization in continually achieving and surpassing objectives and targets.

5.1 Create innovations that business value to benefit customers and stakeholders while taking social and environmental responsibility.

The Board of Directors considers innovation as the cornerstone of business strategy and a crucial element for maintaining competitive advantage and fostering a strong corporate culture. Therefore, the Company has established Global PetCare Innovation (GPCI), dedicated to driving innovation in product development, accelerating research and development efforts, and cultivating unique ingredients. In addition, the Company established the "i-Cattery"



Cat Food Research Center, officially launched in 2023, focusing on nutritional research and palatability tests. i-Cattery has been certified for the use of animals in scientific work by the Institute of Animal for Scientific Purposes Development, National Research Council of Thailand (IAD NRCT), at the Strictly Hygienic level. In 2024, the i-Cattery was also certified for the highest standards of animal welfare for research and scientific operations from AAALAC International. This is Thailand's first private company and the world's only pet food manufacturer to be certified by AAALAC International.

Furthermore, the Company collaborates with Thai Union's Global Innovation Center (GIC) to conduct research and development across various fields to produce innovative products aligned with current global trends. This collaboration focuses on an in-depth analysis of food nutrition, raw materials, production technology, and sustainable packaging. In 2024, the Company collaborated with GIC in the research and development of products utilizing innovative ingredients that are easily digestible and efficiently absorbed into the bodies of pets.

The Company takes a proactive approach by collaborating with customers in product development to fast respond to customers' needs. This collaborative effort involves the Business Development Innovation Department (BDi), Research and Development Department (R&D), and Sales and Marketing Department, working to introduce new ideas and innovations. Through the Company's co-creation process, these departments aim to fill gaps in customer product portfolios and ensure alignment with customer preferences.

5.2 Conduct business with social and environmental responsibility

In business operations, the Company prioritizes social, environmental, and economic responsibility. This means taking leadership in supply chain matters and delivering on diverse stakeholder needs to create and sustain a positive impact beyond the business. In 2024, the Board of Directors has set the sustainability goals in accordance with Thai Union's SeaChange®. This includes five impact areas of the strategy, namely human & labor rights, health and wellness, climate action, biodiversity, and circularity.

The Board of Directors gives importance to all stakeholders' rights, so the Board establishes a mechanism to ensure ethical, socially, and environmentally responsible business operations while safeguarding the rights of stakeholders, as reflected in the operational plan. This includes ensuring alignment of every department with the business objectives, main goals, sustainability goals, and strategic plans of the business, thereby propelling the Company towards growth with stability and sustainability. These responsibilities encompass various areas within the organization as follows.

Responsibility to Shareholders

The Company strives to serve as a trustworthy representative of shareholders by conducting business with transparency and maintaining a reliable accounting and financial system. With a focus on maximizing shareholder satisfaction, the Company operates with the long-term benefits of shareholders in mind, striving continuous business growth and sustainable operating results. The Board of Directors, executives, and all employees are committed to performing their duties with honesty by applying their knowledge and management skills to the fullest extent. They make decisions sincerely and fairly, prioritizing the interests of both major and minor shareholders and avoiding conflicts of interest with the Company. They refrain from seeking personal benefits and ensure confidentiality of sensitive information. Important information is provided to all shareholders in an equitable, accurate, complete, and timely manner, aiming to generate a good return on investment to satisfy shareholders.

Responsibility to Employees

The Board of Directors has set the human resource management policy as a guideline. The Company treats employees and workers fairly, respects human rights and complies with relevant laws and standards. The Company also offers appropriate remuneration and other benefits based on each employee's knowledge, ability, and performance. Additionally, it provides healthcare, good and safe working environment, and training to enhance their knowledge, and improve their performance. The Company also encourages employee participation and provides opportunities for them to develop other essential work skills, as detailed under the topic "Employee Information."

Responsibility to Customer

The Company recognizes the importance of customers and consumers by placing emphasis on food safety with a focus on the use of good quality raw materials and adherence to production process in accordance with national and international standards for quality and safety, as well as meeting consumers expectations. The Company focuses on research and development of nutritional innovations with a variety of raw materials to develop dietary formulas suitable for pets, including improvement of production processes and packaging to build unique and differentiated innovations.

Product prices are calculated based on the cost plus an appropriate gross profit margin (Cost-Plus Margin), considering various factors to ensure the determination of fair prices that reflect the quality of the products. Additionally, trade terms are set to be fair to customers.

In the operational process, the Company utilizes information technology systems to plan and deliver products to customers both domestically and internationally in a timely manner. This is done while maintaining product quality and increasing operational efficiency to meet customers' needs and satisfaction.

In addition to producing and delivering quality products to customers, the Company maintains a strong focus on providing services, offering advice, and solving customer problems promptly before and after the sale. This approach also allows customers to share their opinions, which are valuable for product and service development, through a designated complaint channel.

Maintaining the confidentiality of customer information is essential. The Company pledges not to disclose customer secrets or exploit them for benefit of the Company or related parties under any circumstances. Moreover, the Company strictly follows the terms outlined in contracts or agreements with customer. In the event of any deviation, the Company will collaboratively consult with customers to identify preventive and corrective solutions.

Sales conducts including information about product recommendations, features, and product descriptions must be accurate, adequate, and responsibly delivered to prevent customer misunderstandings and the misuse of such misunderstandings.

The Company conducts annual customer satisfaction assessments, aiming for a target of no less than 95%. In 2024, 93.5 % of the total assessments sent to customers received responses. The assessments cover various aspects, including sales services, product research and development, product quality, and product delivery. The satisfaction evaluation results in every aspect are 91%, indicating an excellent level of satisfaction. However, the Company has gathered additional suggestions from the evaluation, which will be presented to senior management. This presentation aims to assist in planning, developing operations and regular monitoring to sustainably achieve the highest level of customer satisfaction.

Responsibilities to Partners

The Company has established a code of conduct for business operations as a guideline for conducting business with ethically by determining the procurement process, contract terms, or fair agreements to provide complete and accurate details. Furthermore, in line with our commitment to environmentally friendly procurement practices and the maintenance of trade secrets with our business partners, the Company has implemented a comprehensive policy for partner selection. This policy includes a stringent evaluation

process that ensures partners do not engage in illegal labor practices or illegal fishing. Additionally, it encompasses considerations for safety, occupational health, and environmental impact. Price comparisons are an essential component of this evaluation process, and all transactions are subject to approval by authorized personnel to uphold transparency in our procurement procedures.

In addition, our raw material suppliers are required to acknowledge and certify their compliance with the Labor Code of Conduct and Vessel Code of Conduct before commencing any business relationship with the Company. The purchasing department, in collaboration with relevant departments, conducts regular follow-ups to ensure adherence to these standards. Suppliers are inspected and evaluated at least once a year, with opportunities provided for partners to voice their opinions and share suggestions to foster sustainable business relationships.

The Board of Directors has established anti-corruption guidelines, which include refraining from requesting, accepting, or offering dishonest benefits to trading partners. In the event of suspected any fraudulent activities. The Company is obligated to engage in discussions with trading partners to collaboratively address and resolve problems in a fair and expedient manner.

Responsibilities to Creditors

The Company strictly complies with the agreements made with creditors, including reimbursement, conditions, guarantee terms and any other relevant matters to prevent the potential conflict of interest and omitting information or facts. In the case of being unable to fulfill obligations or encountering payment default, the Company is committed to negotiating with trade partners and creditors in advance to collaboratively find solutions and prevent any resulting damages.

Responsibility Competitor

The Code of Conduct set by the Board of Directors mandates the Company to conduct business within the framework of fair competition and the law. The Company refrains from seeking competitors' confidential information through dishonest means, damage competitors' reputations by slander, act untruthfully and unfairly, nor create a monopoly that will harm consumers. Consequently, the Company has never been involved in disputes regarding trade competition.

Community and Social Responsibility

The Company operates its business with a commitment to social and community responsibilities, aiming to enhance the quality of life in the society. The Company promotes corporate culture continuously and earnestly to instil social responsibility awareness among employees at all levels through its collaborations with local governments, private sectors, and international organizations. The Company's activities supported communities and society throughout 2024 that follow with our sustainability targets. More details can be found under the topic "Drive Business for Sustainability."

Environmental Responsibility

The Board of Directors has established a policy for environmental, social, and governance responsibility with a commitment to develop and drive business with sustainability. The Company prioritizes environmental conservation and is dedicated to minimizing ecological impacts. This commitment entails reducing the use of natural resources, promoting efficient usage, and ensuring no further damage to the natural resources and the environment. This commitment is an integral part of the Company's strategies and is reflected in its action operational plan. The Company has obtained ISO 14001 environmental management system certification through various environmentally-conscious operations. The Company initiates various projects aimed at reducing the use of natural resources, minimizing landfill waste, and lowering greenhouse gas emissions. Efforts are also directed towards increasing the utilization of renewable energy sources and enhancing the environmental impact of packaging materials. Further details can be found are under the topic "Drive Business for Sustainability."

Respect Intellectual Property Rights

The Company places importance on its intellectual property, including its name, logo, copyrights, patents, trademarks, trade secrets, innovations, information, and information technology, by requiring that the directors, executives, and employees at all levels comply with the laws related to intellectual property in every country in which the Company operates, and also comply with announcements, orders, and regulations set by the Company. All personnel are required to maintain and protect the Company's intellectual property. The Company strictly follows its business code of conduct by prohibiting the use of illegal software and respecting the intellectual property rights of others. This includes refraining from copyrights or trademarks infringement and abstaining from the works of others for the benefits of oneself or the Company.

Principle 6 Ensure Implementation of Appropriate Risk Management and Internal Control System

Internal Control and Audit

The Board of Directors has appointed the Audit Committee, consisting of 3 independent directors, to perform their duties efficiently and independently. These directors are responsible for reviewing financial reports, internal control systems, compliance with laws, the independence of the internal audit department, the selection of auditors, the disclosure of company information, etc. Further information is available under the topic "Information about Sub-Committees under the Audit Committee."

The Company established the Internal Audit Department as an independent unit of the group Company. At present, Ms. Pawornsiree Tipchaieur, the internal audit manager, is the head of the Internal Audit Department (Details about the head of the internal audit are in Attachment 3).

The Internal Audit Department regularly oversees the internal control system and examines essential processes that cover the entirety operation, supervision of operation, risk management, and the importance of unusual transactions. This ensures that the Company maintains an effective internal control system that enhances the credibility of the financial statements. The department reports directly to the Audit Committee and provides management reports to the Chief Executive Officer. The Internal Audit Department prepares an annual internal audit plan that takes into account the risk factors associated with the Company and its subsidiaries, particularly the risks that impact the achievement of the Company's objectives and the accuracy of financial reports. The Audit Committee reviews and approves the annual audit plan and regularly monitors audit results and the performance of the Internal Audit Department.

The previous internal audit reports indicated that operations were conducted within the established system. The internal control system was found to be effective and efficient. Business risks were identified, assessed, and appropriate risk mitigation measures were implemented. The Company has ensured compliance with the relevant laws and regulations, no significant errors or deviations were identified.

Risk Management

The Board of Directors has appointed the Risk Management Committee to oversee the Company's overall risk management and investment risks with a focus on efficiency and effectiveness. A risk management policy and framework have been developed, with management and top executives assigned responsibility for identifying and assessing both internal and external threats, analyzing the cause

of the risk, and setting risk management measures into operational guidelines to prevent or mitigate risks. The committee is tasked with monitoring the results to ensure compliance with the specified measurements and reporting on risk management outcomes and significant risks to the Board of Directors at least once a quarter. Further details can be found under the topic of "Risk Management."

Conflicts of Interest

The Board of Directors has established a policy aimed at preventing conflicts of interest between the Company and the management, the Board of Directors, or the shareholders. The policy covers measures to prevent the inappropriate use of the Company's assets, information, and opportunities, as well as the avoidance of conflicts through inappropriate transactions involving persons associated with the Company. The aim is to ensure that parties can perform their duties based on the principles that all transactions must serve the best interests of the Company, shareholders, and investors. Furthermore, during the Board of Directors meeting, if any agenda item pertains to which directors and executives have an interest, they are required to adhere to the Corporate Governance Policy by refraining from voting or abstaining from expressing any opinions on that specific agenda item.

Supervision of the Use of Inside Information and the Trading of the Company's Securities

The Company has implemented measures to prevent the misuse of inside information for the benefit of directors and senior management. This includes requiring individuals to promptly report any changes in their securities holdings, as well as those of spouses, and minor children, to the SEC according to Section 59 of the Securities and Exchange Act B.E. 2535. Such reports must be submitted no later than 3 business days following the date of purchase, sale, transfer, or acceptance of transfer of the Company's securities. Furthermore, the Company prohibits directors, executives, or members of any departments with access to inside information from disclosing inside information to third parties or persons who are not involved in the Company. Additionally, trading of the Company's securities is prohibited for Directors, executives, or the relevant members of any department within 1 month prior to the public disclosure of the financial statements or any other information (referred to as the "Silent Period") and must not occur within 24 hours after the disclosure of information to the public. Moreover, Directors, executives, or relevant members of any departments with access to inside information are prohibited from disclosing material information that has not been disclosed to the public to outsiders or unrelated parties. This measure is intended to prevent the improper use of inside information for personal gain by influencing the Company's stock prices.

In addition, the Company Secretary provides advance notification of the silent period to relevant individuals 1 week in prior to its commencement. Moreover, the Company Secretary is responsible for reporting the status of holdings and any changes in the Company's securities of directors and executives to both the Chairman of the Board of Directors and the Chairman of the Audit Committee. The Company Secretary presents a summary of the annual report on holdings and changes in the Company's securities to the Board of Directors meeting.

In 2024, the Company conducted training sessions on the use of inside information policy for directors, executives, and employees who have access to inside information. The objective was to enhance comprehension and ensure that those involved adhere to the policy correctly and appropriately.

Reporting of Interests of Directors and Executives

The Company has mandated that directors and executives are obligated to report the interests, as well as those of their related persons, to the Company under Section 89/14 of the Securities and Exchange Act B.E. 2551 and the announcement of the Capital Market Supervisory Board No. Thor Jor. 2/2552 regarding the report on the interests of directors, executives, and related persons. The Company Secretary is tasked with making a copy of the report of the interests to present both the Chairman of the Board of Directors and the Chairman of the Audit Committee within 7 working days of receiving the report. The Board of Directors is responsible for determining the rules and methods for reporting interests.

History of Illegal Actions of the Company, Directors, and Executives

During the past 5 years, the Company did not have any actions that violated any rules, regulations, or laws under the SEC's Public Limited Companies Act B.E. 2535, or other laws in manners such as not submitting financial statements on time, providing financial assistance to connected companies or any other companies that are not subsidiaries, nor violating labor and employment laws. The directors and the executives of the Company and its subsidiaries also did not violate the rules, regulations, and laws under the SEC's Public Limited Companies Act B.E. 2535, or other laws in civil and criminal issues. There were no instances of conflicts of interest, insider trading, and no corruption or ethical offenses.

However, in 2022, the Securities and Exchange Commission (SEC) accused Mr. Tin Shu Chan of not following the article 242 (1), which had stipulated punishments as described in Article 296 and 296/2 of the Thai Securities and Exchange Act related to the incident incurred in 2017. Mr. Tin Shu Chan has fully cooperated and complied with the orders of SEC and therefore, Mr. Tin Shu Chan meets all the qualifications required by law to hold a director position.

Principle 7 Maintain financial credibility and disclosure of information

The Board of Directors is responsible for ensuring the accuracy, adequacy, and timeliness of financial reporting system and the disclosure of important information in accordance with relevant rules, standards, and practice guidelines. The Board of Directors must maintain financial credibility with shareholders and other stakeholders, such as investors, analysts, financial institutions, etc., as well as equally disclose such information to the public, including monitoring the financial condition of the Company, the sufficiency of financial liquidity, and the ability to pay debts.

Disclosure and Transparency

The Board of Directors must disclose important financial and non-financial information related to the Company accurately, completely, and on time. This disclosure must be made through the channels of the SET and the Company's investor relations website, ensuring that information is available in both in Thai and English languages. This approach aims to provide equal accessibility to shareholders, institutional investors, and any individuals to build trust.

The Board of Directors is responsible for the Company's and its subsidiaries consolidated financial statements and financial information published in the One Report. Such financial statements are prepared in accordance with generally accepted accounting standards, utilizing consistent implementation of appropriate accounting policies with discretion. In addition, important information is thoroughly disclosed in the notes to the financial statements.

The Board of Directors has prepared a report on the responsibility of the Board of Directors for financial reports, along with the auditor's report in the Company's annual report to show that financial reports are accurate and reasonable, complying with accounting standards and appropriate accounting policies. The Board of Directors is confident in the Company's internal control system that is at

a satisfactory level. and can provide reasonable confidence in the credibility of the Company's financial statements as of December 31, 2024, which the independent auditor has audited under generally accepted auditing standards.

Public Disclosure

The Board of Directors recognizes the importance of accurate, comprehensive, and transparent disclosure of information to all shareholders, investors, and related parties equally. The Company requires that information about its operations and financial status be clearly and timely communicated within the framework of the law. This ensures that shareholders, investors, or interested parties can readily comprehend the Company's information, thereby making it an acceptable and attractive investment opportunity. Furthermore, The Company discloses information to the public to obtain a public view of the company, which is part of setting future goals and strategies of the Company.

In the year 2024, the Company disclosed its operating and financial information through various channels. The details are as follows:

1. Company executives offer insights into operational results and address queries from analysts, investors, and shareholders through a range of activities as outlined below.
    - Company Visit 9 Times
    - Conference Call 37 Times
    - Analyst Meeting 4 Times
    - Opportunity Day by SET 4 Times
    - Oversea Roadshow 3 Times
    - Local Roadshow 5 Times
    - Media interview 1 Time
2. The Board of Directors encourages the use of information technology to disseminate information by disclosing information in both Thai and English on the Company's website at https://www.i-tail.com/en/investor-relations/home and through the channels of the SET.
    - Publishing Management Discussion and Analysis (MD&A) to investors and analysts' quarterly
    - Reporting financial information through FSCOMP system of SET which financial highlight information is disclosed on SETSmart.
    - Publishing the company's presentation to investors and securities analyst quarterly
    - Reporting company news and activities to shareholders and investors in the IR-Newsletters quarterly
    - The IR calendar is on the Company's website when changes occur.
    - The annual report is prepared yearly for shareholders, investors, and those interested in studying the Company's information.
3. Conducting 23 informational meetings and press conferences (online) for the media.
4. The dissemination of information occurs through the channels of the Stock Exchange and the Securities and Exchange Commission ("SEC"). This includes 56-1 One reports, quarterly and annual financial statements, quarterly and annual management discussion and analysis, notifications of the Board of Directors' resolutions, resolutions from shareholder meetings, as well as reporting or disclosing any changes in the Company's information as required by Notifications of the Stock Exchange of Thailand and the Office of the Securities and Exchange Commission.

In addition, the Company has established an Investor Relations department responsible for communicating information clearly with the shareholders, investors, analysts and other public. Investors and analysts can directly contact the head of the Investor Relations Department at Tel. 02-298-0029 or at itail_ir@thaiunion.com

Principle 8 Encourage participation and communication with shareholders.

The Company recognizes the rights of shareholders, encompassing various entitlements such as the rights to trade or transfer shares, receive dividends, to share the Company's profit, and obtain sufficient and complete news and information about the Company. Additionally, shareholders have the right to independently and equally exercise voting rights in shareholders' meetings, as well as participate in decisions concerning significant matters affecting the Company. These matters include the appointment or removal of directors and auditors, remuneration for directors and auditors, dividend allocation, determination or amendment of the articles of association and memorandum of association, capital reduction or capital increase, and approval of special transactions as required by law, etc. The shareholders' meeting is an important channel through which the shareholders can exercise their rights. The Company aims to provide equitable treatment to all shareholders.

Arrangement of the Shareholders' Meeting

The Company has scheduled an Annual General Meeting of shareholders within 4 months after the end of the fiscal year which is by April 30th. In case of special agenda about the rights and interests of shareholders, the Board of Directors will call shareholders to an Extraordinary General Meeting.

In 2024, the Company scheduled Annual General Meeting of Shareholders on April 5, 2024, at 2:00 p.m. This meeting was conducted via electronic media (E-AGM) and was broadcast live from the 35th floor of the SM Tower Building, located on Phaholyothin Road, Phaya Thai Subdistrict, Phaya Thai District, Bangkok. The Board of Directors diligently supervised the proceedings on the day of the shareholder meeting, ensuring that it was conducted in an orderly, transparent, and efficient manner, while also facilitating shareholders in exercising their rights. The Company has made the necessary preparations for this event, as indicated below.

Preparation for the Meeting and Distribution of the Invitation Letter

The Company allowed shareholders to nominate individuals for election as directors, replacing directors who retired by rotation. Shareholders also had the right to propose agenda items for inclusion in the general meeting of shareholders. The Company Secretary was responsible for disseminating all pertinent documents through the Stock Exchange's channels and the Company's website before seeking a resolution from the Board of Directors to schedule the date for the Annual General Meeting of Shareholders and the meeting agendas.

For the 2024 Annual General Meeting of Shareholders, the Company announced a document commencing on September 4th, 2023, and allowed shareholders to nominate qualified individuals for director positions and submit agenda items until January 5th, 2024. As the deadline approached, it became evident that no shareholders had proposed any candidates for directorship or submitted agenda items. Furthermore, during the Company's Annual General Meeting of Shareholders, no additional agenda items were introduced that had not been previously notified or furnished with details in advance.

The Company published an invitation to the Annual General Meeting of shareholders ("Invitation Letter") in both Thai and English to ensure equal access to information for all shareholder groups. This invitation specified the date, time, and format of the meeting and included attached meeting documents containing comprehensive details necessary for shareholders to exercise their rights. These documents also incorporated the opinions of the Board of Directors on each agenda item, as well as the views of the Audit Committee on relevant agenda topics. All types of proxy documents, including Form A, Form B, and Form C as stipulated by the Ministry of Commerce, were provided. The process of voting, tallying, and notifying score results was outlined. Additionally, information regarding independent directors proposed to act as

proxies for shareholders was included. The documents required for shareholders to present before attending the meeting and an invitation to submit questions related to the agenda in advance were also provided. In 2024, the Company commenced the publication of the Invitation Letter on the Company's website dated March 7th, 2024. The Company assigned Thailand Securities Depository Co., Ltd., as the Company's registrar, responsible for delivering the abbreviated Invitation Letter and meeting registration form by mail on March 14th, 2024. The Invitation Letter featured a QR Code for shareholders to access the complete Invitation Letter, complete with meeting documents and proxy information.

During the 2024 Annual General Meeting of Shareholders, the Board of Directors had appointed four independent directors: Prof. Emeritus Teerachai Chantarojanasiri, Ms. Anchalee Bunsongsikul, Mrs. Sawita Suwansawat, and Werapong Goo, Ph.D. to serve as proxies for shareholders unable to attend the meeting in person.

During the Meeting

The Board of Directors encouraged the utilization of technology during shareholder meetings, encompassing tasks such as shareholder registration, vote counting, and vote results. This was done to ensure that the meetings were conducted efficiently, accurately, and in a timely manner. Consequently, the electronic conferencing system employed by Inventech System (Thailand) Co., Ltd. which system aligned with the Notification of the Ministry of Digital Economy and Society regarding Standards for Maintaining the Security of Meetings Via Electronic Means B.E. 2563 (2020). Cisco Webex, meeting control system, was certified and Inventech Connect, voting system, was self-assessment by the Electronic Transactions Development Agency (ETDA).

The Chairman of the Board of Directors presided over the Annual General Meeting of shareholders, ensuring that the meeting followed the predetermined agenda without any additions or amendments. The Chairman also oversaw the meeting to ensure compliance with relevant legal regulations and the Article of Association. Additionally, they worked alongside the chairpersons of sub-committees and the executive directors to address shareholder inquiries alongside company executives and certified auditors who were also in attendance at the meeting.

Before the meeting commenced, shareholders received information regarding the number and proportion of attendees present in person and those who provided proxies. During the meeting, active participation in voting was promoted, and independent individuals, Independent Auditors from PricewaterhouseCoopers ABAS Limited, were encouraged to tally or verify votes during the Meeting.

During the Meeting, the Company provided all shareholders with the opportunity to ask questions and express their opinions throughout the duration of the Meeting. The Company also allotted sufficient time for shareholders to cast their votes. Upon the completion of voting for each agenda item, the voting results of each agenda, including approval, disapproval, and abstention, were disclosed to the shareholders.

After the Meeting and Meeting Minutes

The Company submitted the resolutions of the 2024 Annual General Meeting, through the channels of the Stock Exchange and the Company's website on the same day. The Board of Directors assigned the Company Secretary to accurately and completely record and prepare meeting minutes for submission to relevant agencies. The Minutes was published on the Company's website and notified through the channels of the Stock Exchange on April 19, 2024. Regarding the shareholder meeting that promoted equal rights for all shareholders.

Consequently, the Company was rated as "Excellent (4 medals)" in the annual evaluation conducted by the Thai Investors Association with AGM Checklist.



Code of conduct

The Company is committed to running its business successfully. In addition to a strong commitment to good corporate governance, the Company places importance on operating with honesty, transparency, and fairness. These values are integral to leading the Company toward achieving success and pursuing a goal of sustainable growth.

To ensure that the operations of the Company and work guidelines for personnel, including directors, executives, and employees, are correct, ethical, and in compliance with the laws, rules, and regulations of the locations where they are situated and the countries in which the Company conducts business. Additionally, the Company follows the requirements of the Stock Exchange of Thailand and the Office of the Securities and Exchange Commission. The Board of Directors has established a code of conduct as a guideline for proper and appropriate ethical business operations as follows:

01 Responsibility to shareholders

02 Responsibility to employees

03 Responsibility to customers

04 Responsibility to trade partners and creditors

05 Responsibility to commercial competitors

06 Responsibility to society, community, and environment

07 Responsibilities of employees to the company

08 Compliance with laws, rules, and regulations

09 Responsibility for the Company's assets

10 Intellectual property of the Company, information and information technology

11 Giving and accepting bribes

12 Gifts and business entertainment

13 Giving information or giving interviews to the public

14 Conflicts of interest

15 Confidentiality and inside information of the Company

Code of conduct

All directors, executives, and employees acknowledge, understand, maintain, and strictly follow the guidelines for business ethics. The policy is disclosed on the Company's website and through internal communication channels accessible to all directors, executives and employees. In 2024, the Company communicated its code of conduct to all executives and employees (100%) via a company announcement through the internal communication channel emphasizing ethical business conduct and operations.



In case of witnessing a violation or any action contrary to business ethics, personnel in the company can provide clues or file complaints with the Compliance and Internal Control Department. This department serves as the unit responsible for receiving complaints regarding corporate governance and business ethics. In addition, stakeholders of the Company with complaints regarding corporate governance and business ethics can report directly to the following address:

Email:
itail_compliance@thaiunion.com
Post:
Corporate Governance and Business Ethics Complaints
Compliance and Internal Control Department
i-Tail Corporation Public Company Limited
No. 979/92-94, 29th Floor,
SM Tower, Phaholyothin Road
Phayathai Sub-district, Phayathai District,
Bangkok 10400

In 2024, there were no reported instances of the Company's directors, executives, and employees violating the code of ethics. Moreover, through the established complaint channels, the Company did not receive any complaints related to violations of the Code of Ethics from stakeholders.

Additionally, the Company conducts an annual review of the code of conduct and business ethics to ensure its appropriateness in the evolving business and social environment.





Changes and Significant Developments in Policies, Practices, and Corporate Governance Systems in the Past Year

The Board of Directors recognizes the importance of good corporate governance in sustaining the growth of the Company's operations and gaining acceptance among domestic and international markets. Therefore, the Board of Directors is committed to adhering to good corporate governance principles, which includes having directors and executives who possess leadership qualities, vision, and responsibility. Furthermore, the Company's management structure is designed control and monitoring, as well as checks and balances. The important objectives are as follows:

1. To achieve management that is fair, ethical, and transparent and to take into account the equal rights of both shareholders and stakeholders.
2. To increase the competitiveness of the business and build confidence among shareholders, investors, and all stakeholders.
3. To ensure the efficiency, stability, and sustainable growth of the Company's business, thereby increasing the long-term investment value for shareholders.



In 2024, the Board of Directors reviewed and revised the following substantial adjustments to policies and practices for good corporate governance:

- Reviewed and adjusted the corporate governance policy to ensure that the Company's management remains up-to-date and aligns with the 2017 Guidelines on Corporate Governance Code (CG Code) for listed companies. The directors, executives, and employees of the Company will adhere to this policy.
- Reviewed and approved the Charter of Board of Directors to ensure that every director is fully aware of their roles and responsibilities, and to ensure the complete fulfillment of their duties.
- Reviewed and approved the adjustments to the Charter of Risk Management Committee and Charter of Executive Committee in accordance with the updated operational practices.
- Approved the establishment of the Nomination Remuneration and Corporate Governance Committee (NRCG Committee) which comprises two independent directors and one non-executive director. The NRCG Committee is responsible for setting the recruitment and compensation policies for directors, subcommittees and senior executives, as well as overseeing the Company's operation to ensure adherence to good corporate governance practices.
- Approved the adjustment and development of an anti-corruption system in order to seek certification as a member of Thai Private Sector Collective Action against Corruption (CAC). The Company has been certified as a member of CAC since December 30th, 2024.
- Reviewed the Company's business targets and strategies for the future as well as its sustainability targets. Furthermore, the Board sporadically monitors the management's business operations.
- Reviewed and approved the Delegation of Authority to ensure it is appropriate and consistent with current business operations. Additional explanations and requirements were also provided for more clarity.

According to our commitment to complying with good corporate governance principles, the Company has been rated as "excellent" (5 stars) in the Corporate Governance Report of Thai Listed Companies 2024 (CGR 2024) by the Thai Institute of Directors (IOD). This rating is based on a survey of 808 listed companies. Furthermore, the Company's 2024 Annual General Shareholders' Meeting also received an "excellent" (4 medals) rating according to the AGM Checklist.

Explanation in the Case that the Company Has Not Yet Applied the Principles of Good Corporate Governance for Listed Companies in Any Matter

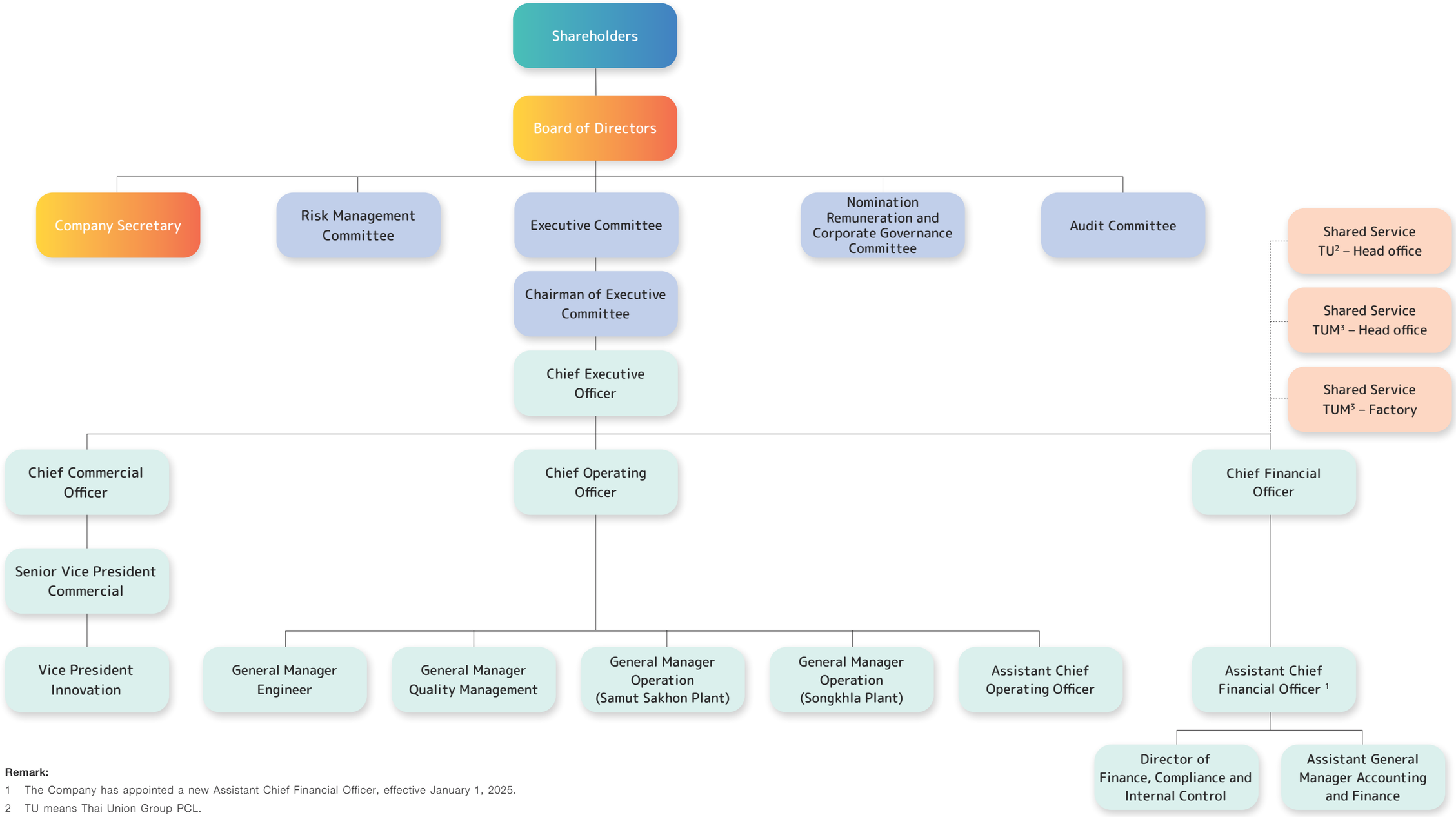
The Company has considered implementing the principles of good corporate governance for listed companies, or the Corporate Governance Code (CG Code 2560) issued by the Securities and Exchange Commission, to be adapted according to the business's suitability. In 2024, for matters that the Company has not yet implemented and appropriate alternative measures have been recorded as part of the resolution by the Board of Directors for annual review. The alternative measures are as



CG Code	Explanation
The Chairman of the Board should be an independent director.	As of December 31th, 2024, the Chairperson of the Board is Mr. Thiraphong Chansiri, who is not classified as an independent director. However, the Board of Directors appointed the Chairperson of the Board based on knowledge, abilities, and profound understanding of the pet food business. He has served as a director of the Company for over 25 years and possesses significant experience and expertise in various businesses. This expertise is instrumental in shaping the Company's strategic planning and operations, leading to decisions that serve the best interests of the Company and its shareholders. In addition, he has encouraged all directors to cultivate an ethical corporate culture and contribute to good corporate governance. This effort aimed to strengthen the relationships between executive and non-executive directors, as well as between the Board of Directors and the Company's management. To promote the balance between the Board of Directors and the management under the principles of good corporate governance for listed companies. The Board of Directors has appointed an independent director, Prof. Emeritus. Teerachai Chantarojanasiri, as Lead Independent Director to participate in determining the agenda for the Board's meetings.

The structure of business management and the important information about the Board of Directors, sub-committees, executives, and employees.

As of December 31th, 2024, the Company maintains a corporate governance structure approved by the Board of Directors, consisting of the Board of Directors and 4 subcommittees: (1) Audit Committee, (2) Risk Management Committee, (3) Executive Committee, and (4) The Nomination Remuneration and Corporate Governance Committee. The Chief Executive Officer serves as the highest executive of the Company, as detailed below:



Remark:

1 The Company has appointed a new Assistant Chief Financial Officer, effective January 1, 2025.

2 TU means Thai Union Group PCL.

3 TUM means Thai Union Manufacturing Co., Ltd.

Information of the Board of Directors

The Board of Directors is appointed with the approval of the shareholders' meeting of the Company with roles, duties, and responsibilities in overseeing company operations in compliance with the law, the objectives and Articles of Association of the Company, and the resolutions of the shareholders' meetings. The Board of Directors performs their duty with responsibility, due care, and loyalty to protect the interests of the Company. The directors exercise good corporate governance in managing their roles, duties, and responsibilities in accordance with the recommended practices of the SEC and the SET for publicly listed companies.

The Board of Directors consists of 11 directors, which complies with relevant laws and the Company's Articles of Association. All independent directors are qualified according to relevant laws and regulations. Among said directors are individuals who have the knowledge and experience to review the reliability of the financial statements.

Directors Authorized with Binding Signatures: At least 2 directors (except independent directors) jointly sign and stamp official documents with the Company seal as authorized signatories. The Board of Directors' meeting has the authority to determine or amend the list of directors with binding signatures.

Director's Term of Office

In accordance with the Company's Articles of Association, Chapter 4, the Board of Directors has set the terms of office of directors as follows:

- At every annual general meeting, one-third (or close to one-third) of the directors must retire from office. The directors who must retire in the first and second years after the company registration shall be drawn by lot. However, in subsequent years, the director who has been in office the longest shall retire. The retired director may be reappointed to office in the future.
- If the position of the director becomes vacant for any reason aside from the end of their term, the Board of Directors shall select a person who meets the qualifications and does not possess any prohibited characteristics under the Public Limited Companies Act and the Securities and Exchange Act as a replacement director at the next board meeting. The replacement director will hold the position only for the remaining term of the previous director. The resolution of the Board of Directors must consist of at least three-fourths of the votes of the remaining members to pass.

The Company's Articles of Association are disclosed on the Company's website.



The Composition of the Board of Directors

The Board of Directors consists of 11 directors, of whom (in accordance with the SEC Notification) three persons are executive directors, four persons are non-independent directors and non-executive directors, and four persons are independent directors. The number of independent directors must not constitute less than one-third of the total number of directors. The Board of Directors is diverse in terms of work experience, age, education, gender, nationality, and cultural background. This will foster the Board of Directors to operate with a broader perspective and perform duties and responsibilities effectively and help strengthen its decision-making processes.

The Board of Directors has set a target for its composition to include at least 1 non-executive director with expertise in the Company's industry or business, and at least 1 independent director with expertise in finance and accounting. In 2024, the Company met this target. The Board of Directors includes 3 non-executive directors with expertise in the pet food business, representing 27.27 percent of the total members, and 1 independent director with expertise in finance and accounting, representing 9.1 percent of the total members.

The Board of Directors develops a table (Board Skill Matrix) outlining the composition of the directors' knowledge and expertise to ensure that the overall board possesses the appropriate qualifications to understand and respond to the needs of stakeholders. Additionally, the Board plays a key role in determining financial, risk management, and overall organizational policies. They are also responsible for supervising, auditing, and assessing the Company's operating results and the performance of the Top Management to ensure alignment with the prescribed plan.

Board Skill Matrix

Experience	Number of persons
Finance	
Finance, Accounting & Economics	6
Auditing	2
Capital Market	4
Management	
Corporate Governance	6
Corporate Social Responsibilities / Sustainable Development	8
Environment	3
Human Resource Management	5
Information Technology	1
International Business	8
Legal	1
Logistic / Supply Chain	8
Marketing	6
Strategies / Business Transformation	5
Risk & Crisis Management	9
Industry Knowledge	
Food & Staples Retailing	6
Pet Foods	6
Diversity	
Nationality	
Thai	9
Chinese	1
Hong Kong Resident	1
Age	
30-39	1
40-49	3
50-59	5
60-69	-
70-79	1
80-89	1
Gender	
Female	2
Male	9

Tenure of Directors



More than 0 year – 5 years
9 persons
81.8%

More than 5 years – 9 years
0 persons
0.0%

More than 9 years
2 persons
18.2%

Proportion of independent directors



Non-Executive Directors
4 persons
36.4%

Independent Directors
4 persons
36.4%

Executive Directors
3 persons
27.2%

Directorships in other listed companies

It is specified that directors may not hold more than four directorships in other listed companies to allow them to fully execute their duties efficiently. Holding such a position must not affect the performance of their duties as a director of the Company.

Name of Director	Other listed Companies
Mr. Thiraphong Chansiri	3
Mr. Tin Shu Chan	-
Mr. Cheng Niruttinanon	2
Mr. Shue Chung Chan	2
Mr. Thawee Tangchansiri	-
Mr. Pichitchai Wongpiya	-
Mr. Nakorn Niruttinanon	1
Prof. Emeritus Teerachai Chantarojanasiri	1
Ms. Anchalee Bunsongsikul	2
Mrs. Sawita Suwansawat	-
Werapong Goo Ph.D.,	-

Information About Directors and Authorized Persons

As of December 31, 2024, the Board of Directors consists of 11 members as follows:

Name of Director	Position	Date of Appointment	Years of Tenure
Mr. Thiraphong Chansiri (2)(3)	Chairperson of the Board	18 March 1999	25 Years 9 Months
Mr. Tin Shu Chan (2)(3)(4)	Vice Chairperson of the Board/ Chairman of Executive Committee / Member of Risk Management Committee	1 July 2024	6 Months
Mr. Cheng Niruttinanon (2)(3)	Director	6 August 2021	3 Years 4 Months
Mr. Shue Chung Chan (2)	Director /Member of Nomination Remuneration and Corporate Governance	13 August 2021	3 Years 4 Months
Mr. Thawee Tangchansiri (2)	Director	19 January 2011	13 Years 11 Months
Mr. Pichitchai Wongpiya (2)	Director / Member of Executive Committee/ Member of Risk Management Committee	13 August 2021	3 Years 4 Months
Mr. Nakorn Niruttinanon (2)	Director / Member of Executive Committee / Member of Risk Management Committee	21 June 2022	2 Year 6 Months
Prof. Emeritus Teerachai Chantarojanasiri	Independent Director / Chairperson of Audit Committee / Chairperson of Nomination Remuneration and Corporate Governance	24 January 2022	2 Year 11 Months
Ms. Anchalee Bunsongsikul (1)	Independent Director / Member of Audit Committee / Member of Nomination Remuneration and Corporate Governance / Chairperson of Risk Management Committee	24 January 2022	2 Year 11 Months
Mrs. Sawita Suwansawat	Independent Director / Member of Audit Committee / Member of Risk Management Committee	24 January 2022	2 Year 11 Months
Werapong Goo Ph.D. (5)	Independent Director / Member of Risk Management Committee	23 January 2024	11 Months

Remarks:

(1) The director who has sufficient knowledge and experience to perform his or her duties to review the reliability of the Company's financial statements.
(2) Directors authorized as binding signatories of the Company
(3) Mr. Thiraphong Chansiri was appointed as Chairperson in replacement of Mr. Cheng Niruttinanon who resigned from Chairperson of the Board position (Mr. Cheng Niruttinanon remains in the position of Non-Executive Director), and Mr. Tin Shu Chan was appointed as Vice Chairperson on 5 November 2024.
(4) Mr. Tin Shu Chan was appointed as director in replacement of Mr. Chaiwat Charoenrujitanon on 1 July 2024
(5) Werapong Goo Ph.D. was appointed as independent director in replacement of Mr. Kaweewut Temphuwapat on 23 January 2024

Directors who resigned in 2024

Name of Director	Position	Date of Appointment	Date of Resignation
Mr. Kaweewut Temphuwapat	Independent Director / Member of Risk Management Committee	24 January 2022	15 January 2024
Mr. Chaiwat Charoenrujitanon	Director	4 November 2015	30 June 2024

Board Orientation and Continuous Development of Directors

The Board of Directors determines the orientation of new directors to help them understand the Company's business and operations as well as its policies and good corporate governance practices, all of which are necessary to enable the new directors to perform their duties immediately. The Company Secretary is responsible for coordinating the orientations, which consist of the following:

1. Mandatory Knowledge: the Company's structure and the Board's structure, the scope of roles and responsibilities, and relevant laws.
2. General information about the business and its operational guidelines.

In 2024, the Company appointed two new directors, which are Werapong Goo Ph.D. and Mr. Tin Shu Chan, and therefore organized an onboarding session for the new directors. This included a visit to the Company's factory and i-Cattery (cat research center), as well as an introduction to the Company itself. The introduction covered aspects such as the nature of business, strategies, organizational structure, and operational performance. Additionally, the new directors were informed about the relevant laws and regulations pertaining to our business, and key policies such as corporate governance policy, Charter of the Board of Directors, inside information policy, the reporting of trading securities and director's interest and other information necessary to the fulfillment of their roles and responsibilities. This comprehensive orientation enabled the new directors to gain an in-depth understanding of the Company's operations and business environment.

Moreover, each director engaged in self-development courses to enhance the Board's ability to effectively fulfill its oversight responsibilities as follows:

1. In July 2024, the board of directors participated in a course by Baker & McKenzie on good corporate governance and sustainable business practices in environmental, social, and governance (ESG) aspects. Additionally, the course covered the roles and responsibilities of directors and executives, the use of inside information, as well as various relevant case studies.
2. Mr. Thawee Tangchansiri participated in the "Board Orientation for New Listed Companies", which focused on "Business sustainability based on good corporate governance". In addition, he attended the session "Hot Issue for Directors: Empowering Boards: Enhancing Governance, Standards, and Financial Insights 3/2024" organized by the Stock Exchange of Thailand and the Institute of Directors Association.
3. Mr. Pichitchai Wongpiya participated in the Institute of Directors Association's "The Board's Role in Mergers and Acquisitions (BMA 9/2024)" course.
4. Mr. Nakorn Niruttinanon participated in the Institute of Directors Association's "37/2024 Risk Management Program for Corporate Leader (RCL 37/2024)" course. He also participated in the "Board Orientation for New Listed Companies" topic which focused on "Business sustainability based on good corporate governance", organized by the Stock Exchange of Thailand and the Institute of Directors Association.





Members of the Board of Directors have been certified by and attended the courses of various institutions as follows:

Name of Director	Course
Mr. Thiraphong Chansiri	DAP 10/2544
Mr. Tin Shu Chan	DAP 193/2565
Mr. Cheng Niruttinanon	DAP 187/2564
Mr. Shue Chung Chan	DCP 16/2545, EDP 1/2552, ELP 6/2559
Mr. Thawee Tangchansiri	DAP 188/2564
Mr. Pichitchai Wongpiya	DAP 188/2564, BMA 9/2567
Mr. Nakorn Niruttinanon	DAP 194/2565, RCL 37/2567
Prof. Emeritus Teerachai Chantarojanasiri	DAP 147/2561
Ms. Anchalee Bunsongsikul	DAP 163/2562
Mrs. Sawita Suwansawat	DAP 168/2563, DCP 292/2563
Werapong Goo, Ph.D.	DCP 350/2566

DAP: Director Accreditation Program of the Institute of Directors Association
DCP: Director Certification Program of the Institute of Directors Association
EDP: Executive Development Program of the Thailand Listed Companies Association
ELP: Ethical Leadership Program of the Institute of Directors Association and Thai Private Sector Collective Action Against Corruption
BMA: The Board's Role in Mergers and Acquisitions Program of the Institute of Directors Association
RCL: Risk Management Program for Corporate Leader of the Institute of Directors Association

Report on Change in Directors' Securities Holding

Name of Director	Shareholding as of 28 December 2023	%	Purchased during the year	Sold during the year.	Transferred in (Out)	Shareholding as of 30 December 2024	%
1. Mr. Thiraphong Chansiri	15,300,807	0.61				15,300,807	0.61
Spouse and minor children	3,124,266					3,124,266	
2. Mr. Tin Shu Chan [1]	1,934,645	0.06				1,934,645	0.06
Spouse and minor children							
3. Mr. Cheng Niruttinanon	5,927,980	0.26				5,927,980	0.26
Spouse and minor children	1,894,638					1,894,638	
4. Mr. Shue Chung Chan	451,358	0.02				451,358	0.02
Spouse and minor children							
5. Mr. Thawee Tangchansiri	340,000	0.01	10,000			350,000	0.01
Spouse and minor children	50,000					50,000	
6. Mr. Pichitchai Wongpiya	-	0.00				-	0.00
Spouse and minor children	122,716					122,716	
7. Mr. Nakorn Niruttinanon	857,301	0.03				857,301	0.03
Spouse and minor children	24,288					24,288	
8. Prof. Emeritus Teerachai Chantarojanasiri	100,000	0.00				100,000	0.00
Spouse and minor children	-					-	
9. Ms. Anchalee Bunsongsikul	-	n/a				-	n/a
Spouse and minor children	-					-	
10. Mrs. Sawita Suwansawat	100,000	0.00				100,000	0.00
Spouse and minor children	-					-	
11. Werapong Goo Ph.D.[2]	-	n/a				-	n/a
Spouse and minor children	-					-	
Total	**30,227,999**	**1.01**	**10,000**	**-**	**-**	**30,237,999**	**1.01**

Remark:

1. Mr. Tin Shu Chan is a new director during the year. The number of shares was as recorded on July 1, 2024, which was appointment date.
2. Werapong Goo Ph.D. is a new director during the year. The number of shares was as recorded on January 23, 2024, which was appointment date.

Report on Change in Executives' Securities Holding

Name of Director	Shareholding as of 28 December 2023	%	Purchased during the year	Sold during the year.	Transferred in (Out)	Shareholding as of 30 December 2024	%
1. Mr. Chaiwat Charoenrujitanon	-	-				-	-
Spouse and minor children	-	-				-	-
2. Mr. Pornchai Tatiyachaitaweesuk	70,000	0.00				70,000	0.00
Spouse and minor children	-					-	
3. Mr. Paotep Premchai [1]	30,000	0.00				30,000	0.00
Spouse and minor children	20,000					20,000	
4. Ms. Supavadee Sittijumlearnkhun	52,000	0.00				52,000	0.00
Spouse and minor children	-					-	
5. Mr. Prapon Prayoonniramai [2]	40,600	0.00				40,600	0.00
Spouse and minor children	700					700	
6. Mr. Pramote Khwan-on	70,000	0.00				70,000	0.00
Spouse and minor children	-					-	
7. Mr. Kriangchai Nimmansawasdee	70,000	0.00				70,000	0.00
Spouse and minor children	-					-	
8. Mr. Weerawit Keeratikulset	40,000	0.00				40,000	0.00
Spouse and minor children	-					-	
9. Mrs. Untakorn Premchai [1]	20,000	0.00				20,000	0.00
Spouse and minor children	30,000					30,000	
Total	**393,300**	**0.01**	**-**	**-**	**-**	**393,300**	**0.01**

Remark:

1. Mr. Paotep Premchai is the spouse of Mrs. Untakorn Premchai.
2. Mr. Prapon Prayoonniramai is a new executive during the year. The number of shares was as recorded on January 1, 2024, which was appointment date.

The Performance Evaluation of Directors

The Board has determined the performance evaluation of the Board, and every sub-committee at least once a year. These include the Board of Directors, the Audit Committee, the Risk Management Committee, the Nomination Remuneration and Corporate Governance and the Executive Committee. The evaluation form of the Board of Directors is divided into group-evaluation and self-evaluation.

Evaluation process

1. The Company secretary has sent evaluation forms by email to all directors
2. Summarized the evaluation results, which were divided into 5 levels: 1 – 5 from strongly disagree to strongly agree, then report to the Chairperson of the Board and the Chairperson of each subcommittee to jointly study and analyze the evaluation results and determine practical methods of development of the director's performance. The objectives were to help directors consider reviewing their performances, various issues and hindrances over the past year and formulate methods of improvement for the Board to carry out its duties more efficiently.

Board of Directors Performance Assessment as a group evaluation was considered under the following headings:



1) Structure and Qualification of the Directors
2) Role, Duty and Responsibility of the Directors
3) The Board of Directors' Meetings
4) Performance of the Directors
5) The Relationship with the Management team
6) Self-development of the Directors

Board of Directors performance assessment as a self-evaluation was considered under the following headings:

1) Core competency, Structure and Qualification of the Directors
2) The Board of Directors' Meetings
3) Role, Duty and Responsibility of the Directors
4) Performance of director

Performance assessment of subcommittees as a group evaluation was considered under the following headings:

1) Structure and Qualification of the Subcommittee
2) Subcommittee meetings
3) Role, Duty and Responsibility of the Subcommittee

Performance assessment of subcommittees as a self-evaluation was considered under the following headings:

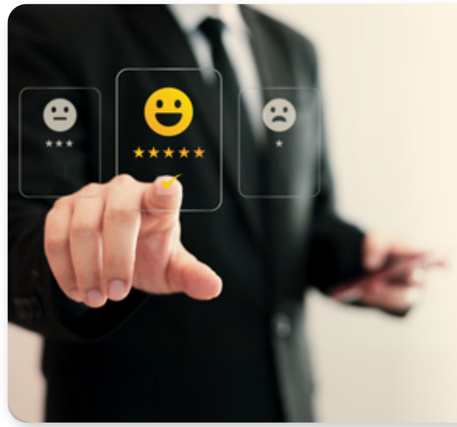
1) Structure and Qualification of the subcommittee
2) Subcommittee meetings
3) Role, Duty and Responsibility of the subcommittee
4) Performance of the member
5) The Relationship with the Management team
6) Self-development of the members

The Board of Directors has also determined a performance assessment of the Chief Executive Officer (CEO) which was considered according to targets and success of that achievement under the following headings:

1) Leadership
2) Strategic Direction Setting
3) Strategic monitoring
4) Planning and Financial Performance
5) Board Relationship
6) Community Relations
7) Management and relationship with employees
8) Succession Plan
9) Knowledge and Skills
10) Personal Qualification

The Company Secretary has sent evaluation forms of the Board of Directors for the year ended 2024 to the directors, which summarized and presented the evaluation results to the Board of Directors and subcommittees in order to achieve the above-mentioned objectives. The evaluation of the performance was as follows:





- Group evaluation of board of directors with an average score of 98.6 percent, which was rated as "Excellent".
- Self-evaluation of board of directors with an average score of 97.4 percent, which was rated as "Excellent".
- Group evaluation of sub-committees with an average score of 97.8 percent, which was rated as "Excellent".
- Self-evaluation of sub-committees with an average score of 97.8 percent, which was rated as "Excellent".
- CEO Evaluation with an average score of 96.2 percent, which was rated as "Excellent".

In 2024, the Company conducted a performance assessment of the Board of Directors and every subcommittee as a group and individual. For the results of those performance assessments, the Board of Directors and the subcommittees had fulfilled their obligations under the scope of their duties according to the principles of good corporate governance.

Segregation of Duties of the Board of Directors

The Chairperson of the Board of Directors, Chairperson of the Executive Committee, and Chief Executive Officer each have distinct sets of responsibilities. The Board of Directors has clearly defined the roles and responsibilities of both the Board of Directors and the management to maintain a balance of power and ensure fairness to all stakeholders.

Chairperson of the Board of Directors, Chairperson of the Executive Committee, and Chief Executive Officer

The title of Chairperson of the Board and Chief Executive Officer are not held by the same person. This is to ensure that the duties of policy and management are clearly separated from one another.

Roles of the Chairperson of the Board of Directors

The Board of Directors has defined the roles and responsibilities of the Chairperson of the Board as follows:

1. Lead the Board of Directors by supervising, monitoring, and ensuring that the Board of Directors operates efficiently and in line with the organization's objectives and main targets.
2. Encourage all directors to foster an ethical corporate culture and contribute to good corporate governance.
3. Provide advice to the management and support its operations. But the Chairperson does not participate in the regular management of the Company.
4. Call for and act as the head of the Board of Directors' meetings. In addition, the Chairperson of the Board of Directors sets the agendas for the Board of Directors' meetings and consults the Chairperson of the Executive Committee and the Chief Executive Officer to ensure that important matters are covered in the Board's discussions.

   As the Chairperson of the Board of Directors is not an independent director, the Board of Directors has appointed an independent director, namely Prof. Emeritus Teerachai Chantarojanasiri, to take part in determining the agenda of the Board of Directors' meeting. This is to promote a balance between the Board of Directors and the management, adhering to the principles of good corporate governance for listed companies.
5. Allocate sufficient time for the management to present matters and for the directors to engage in careful discussions of important issues. Encourage directors to exercise prudent discretion to give opinions freely.
6. Foster strong relationships between the executive and non-executive directors, as well as between the Board of Directors and the management.
7. Supervise and follow up on the management of the Board of Directors and other sub-committees to achieve the objectives

Roles of Chairperson of the Executive Committee

The Chairperson of the Executive Committee acts as the leader of the Management and jointly determines and reviews strategies, missions, financial goals, business plans, and annual budgets with the Board of Directors with the following duties:

1. Supervise and operate routine operations as per normal business for the benefit of the Company and ensure alignment with the objectives, main goals, vision, mission, strategies, business plans and budgets as assigned and/or approved by the Board of Directors and/or by the Shareholders' Meeting.
2. Supervise investment projects, Mergers and acquisitions (M&A), setting up subsidiaries, associate companies, joint ventures, divestment of investments, negotiations and take any other procedures.
3. Follow up on the operational results and progress of strategies, business plans, and each investment projects. The Chairperson is also responsible for reporting the results thereof, including problems or obstacles that were encountered as well as guidelines for improvements thereof to the Board of Directors for acknowledgment.
4. Supervise the management and to determine the structure of management of the Group Company to manage and to be responsible for effective operation of the Group Company.

Roles of Chief Executive Officer

The Board of Directors has authorized the Chief Executive Officer to have management authorization which includes policy formulation, decision making, and ultimate management of the Company with the following duties:

1. Establish the Company's vision, business directions, policies, strategies, targets, plans, and budgets. The Chief Executive Officer is also in charge of establishing the management structure and determining management authority to present these aspects to the Executive Committee and/or the Board of Directors for approval.
2. Communicate the Company's vision, business directions, policies, and strategies approved by the Board of Directors to senior executives. This framework is intended for planning and managing each department's business.
3. Supervise and ensure operations are in accordance with various plans, as well as supervise management and general administration as approved by the Board of Directors' meetings and/or the shareholders' meetings, and in compliance with the laws and regulations, as well as requirements of relevant agencies.
4. Ensure the accuracy, completeness, and timeliness of the financial reporting system and financial information disclosures. The Chief Executive Officer is also responsible for maintaining an appropriate internal control system per the assigned guidelines, as well as regularly submitting reports to the Board of Directors and/or sub-committees.
5. Monitor, audit and control the operating results of the Company and the Group Company f in accordance with the established goals, and recommend guidelines and strategies in conformity with the Company's objectives and business plans to support the sustainable growth of the Group's businesses.
6. Manage the Company to have proper risk management and risk mitigation system according to guidelines assigned by the Risk Management Committee and/or the Audit Committee and/or the Board of Directors.
7. Authorize to enter juristic acts to be binding the Company as per the scope prescribed in the Company's policies, regulations and procedures on the authority for operations.
8. Authorize to release of orders, rules, notifications, memorandums and regulations to be in conformity with the Company's policies and for the benefits of the Company and for maintaining the work disciplines within the organization. In addition, this is done to ensure good corporate governance and compliance with the laws, business ethics, and the Company's anti-corruption policy.
9. Act as the Company's representative in publicizing the organization to the public and maintain good relationships with shareholders, customers, and stakeholders. This is done to build a relationship network and positive public image for the organization at a national and international level.
10. Has the authority to delegate and/or assign others to perform specific tasks on their behalf. Authorizing a power of attorney and/or such delegation shall be within the scope of the power of attorney provided and/ or under the rules and regulations. However, the Chief Executive Officer and any individual they have authorized to act on their behalf are not authorized a power of attorney and/or such delegation to approve transactions with which they or authorized persons may have conflicts of interest, a stake, or potential benefits, except for the cases approved by the shareholders' meetings or the Board of Directors. The approval of these transactions must be in line with normal business and trade conditions in accordance with notifications of the Office of the Securities and Exchange Commission and/or notifications of the Capital Market Supervisory Board and/or of the Stock Exchange of Thailand and/or as prescribed by the related units.



Policy on the Chief Executive Officer holding positions in other companies

The Board has a policy that the Chief Executive Officer is also required to hold the position of executive director, that is the director who holds the executive position, shall not serve on more than 3 non-affiliated companies, by holding such positions shall not affect their duties and performance of the Company's duties and must be approved by the Nomination Remuneration and Corporate Governance Committee.

However, the Chief Executive Officer is prohibited from holding the position of Chief Executive Officer in other listed companies. This is to ensure that the Chief Executive Officer can devote time to performing their duties efficiently.

At present, Mr. Pichitchai Wongpiya, our Chief Executive Officer, is not serving as an executive director or Chief Executive Officer at other listed companies.

Roles of the Board of Directors

The Board of Directors his responsible for supervising the Company's operations and ensuring they are in compliance with the law and the Company's objectives and regulations. The Board also strictly adheres to the resolutions of the shareholders' meetings and performs their duties responsibly, with loyalty, and due care to protect the interests of the Company. In addition, the Board operates under the principles of good corporate governance and best practices. The important details regarding the scope of duties and responsibilities of the Board of Directors are as follows:

1. Perform duties under the law, the Company's objectives, policies, and regulations, as well as the resolutions of shareholders' meetings with responsibility, loyalty, and due care to protect the interests of the Company and the Group.
2. Consider and approve goals, visions, missions, policies, business plans, business directions and strategies, annual budgets, business expansion plans, and investment plans as prepared by the Executive Committee and the management, as well as present them to the shareholders for approval (if necessary).
3. Specify and amend the names of authorized directors who are binding signatories.
4. Supervise management and operations according to the Company's goals, vision, mission, and plans.
5. Holdno less than 5 Board of Directors meetings a year.
6. Regularly monitor the business performance of the Company and its subsidiaries to ensure alignment with the Company's operational plans and budgets.
7. Acknowledge key potential risk factors, provide input on risk management guidelines, and ensure the implementation of an effective risk management system is in place.
8. Approve contracts for normal operations under general trading conditions, as well as any transactions with commercial banks or financial institutions within the authority of the Board of Directors.
9. Approve capital expenditures, operations, and loans from financial institutions, as well as act as a guarantor for normal business operations, following the Company's regulations and rules including relevant rules and regulations of the SEC, the SET, and the Capital Market Supervisory Board.
10. Approve transactions proposed by sub-committees and/or the management and supervise the transaction processes to ensure compliance with the securities law, as well as the relevant announcements, rules, and regulations of the Capital Market Supervisory Board, the Office of the SEC, and the SET.
11. Approve the quarterly financial statements reviewed by the auditor. The Board also considers endorsing the annual financial statements audited by the auditor before proposing them to the shareholders' meeting for approval.
12. Consider the selection and appointment of auditors and their appropriate compensation before proposing them to the shareholders' meeting for approval.
13. Approve the interim dividend payments when the Company is profitable enough to do so and report such dividend payments at the next shareholders' meeting for acknowledgment. In addition, the Board considers endorsing the annual dividend payments and proposes to the shareholders for approval.
14. Supervise and ensure the establishment of sufficient and effective internal control and internal audit systems.
15. Approve and provide comments on related transactions as specified in the Securities and Exchange Act and relevant regulations of the SET and the Capital Market Supervisory Board. The Board also considers the approval of the principles of trade agreements under general trading conditions for transactions between the Company or the Group, as well as directors, executives, or stakeholders.
16. Oversee and manage conflicts of interest and connected transactions that may arise by considering key transactions and focusing on the best interest of shareholders and stakeholders as a whole.
17. Approve the appointments of individuals in the event that the position of the directors is vacant for reasons other than retirement by rotation. The Board also approves the appointments of new directors to replace those retiring by rotation and determines directors' remunerations. Afterwards, the Board proposes this to the meeting of the shareholders for consideration and approval.
18. Consider and examine the independence of individuals holding independent director positions.
19. Approve the appointment of sub-committees and determine the scope, authority, and responsibilities of such sub-committees.
20. Provide a written policy on corporate governance in accordance with good governance principles. The policy shall aim to create a sense of responsibility in performing duties and emphasize business conduct that is socially and environmentally responsible.
21. Provide an evaluation of compliance with good corporate governance policy and board performance not less than once a year and supervise the Company to operate responsibly and maintain the interest of its shareholders.
22. Provide appropriate communication channels for each group of shareholders and disclose accurate, clear, transparent, and reliable information.
23. Have the power to authorize and/or assign other people to perform specific tasks on their behalf. Such authorizations and/or assignments must be within the scope of delegation of the provided power of attorney and/or under the rules, regulations, or orders of the Board of Directors and/or the Company. However, the assignment of authority and responsibilities of the Board of Directors does not allow the Board of Directors or the individuals authorized by the Board to approve transactions that may have conflicts of interest or provide personal benefits. Exceptions will be made for transactions approved at shareholders' meetings or by the Board of Directors. These transaction approvals must be in line with normal business and normal trade conditions under the announcements of the SEC and/or the Capital Market Supervisory Board and/or the SET and/or related agencies.
24. Approve the appointment of the company secretary to manage all of the Board of directors's activities and define the qualifications and experiences of the company secretary that are necessary and appropriate for the performance of duties to support the operations of the Board of Directors.



Independent Director

The Board of Directors will jointly consider the qualifications of the individuals up for appointment as independent directors. Independent directors must be fully qualified under Section 68 of the Public Limited Company Act and the Notification of the Capital Market Supervisory Board No. TorJor. 39/2559. They must not show any conflict in qualification against Section 89/3 of the Securities and Exchange Act B.E. 2535 and must not possess the prohibited characteristics listed in the Notification of the Securities and Exchange Commission No. Kor Jor. 8/2553 and relevant announcements, regulations, and/or relevant rules. In addition, the Board of Directors will consider selecting independent directors from experts/qualified individuals with work experience and suitability in other fields to be appointed as directors of the Company.

The Company has the policy to appoint independent directors at least one-third of the total number of directors, but not less than three individuals. As of December 31, 2024, the Board of Directors consists of four independent directors out of a total of 11 directors which is at least one-third of the total number of directors. The qualifications of independent directors can be summarized as follows:

1. Holding shares equal to not exceeding 0.5% of the total voting shares of the Company, including the shareholding of parties related to such independent directors.
2. Not being or having been an executive director, employee, staff, advisor who receives a regular salary, or has a controlling stake unless he or she has retired from such positions for at least two years before being appointed. Such prohibited characteristics do not include cases where independent directors used to be government officials or consultants to government agencies that are major shareholders or entities with a controlling stake in the company.
3. Not being a person related by blood or legal registration as a father, mother, spouse, sibling, or child to other Company directors, executives, major shareholders, and controlling persons, as well as individuals who will be nominated/are in consideration for the aforementioned positions. Independent directors must also not be the spouse of the child of any individuals with the aforementioned positions.
4. Not having or having had a significant business relationship and not being or having been a significant shareholder or controlling person of a person with a business relationship in a manner that may hinder the exercise of his or her independent judgment. In the case that the individual has retired from these positions, they must have done so at least two years before being appointed.
5. Not being or having been an auditor, a significant shareholder, a controlling person, or a partner of the audit firm with which an auditor is affiliated unless the person has retired from the position for at least two years before being appointed.
6. Not being or having been a professional service provider, including a legal advisor or financial advisor who receives service fees of more than THB 2 million per year. Independent directors must not be or have been a significant shareholder, a person with controlling stake, or a partner of that professional service provider unless the person has retired for at least two years before being appointed.
7. Not being a director who has been appointed as a representative of the Company's directors, major shareholders, or shareholders related to the Company's major shareholders.
8. Not operating a business in the same industry and in significant competition with the business of the Group. Independent directors must also not be a significant partner, an executive director, employee, staff, or or regularly paid consultant of the business. They also must not hold more than 1% of the total number of shares with voting rights of any other company that operates a business in the same industry or is in significant competition with the business of the Group.
9. Possessing no other characteristics, making the person in the position unable to express independent opinions on the Company's operations.

The above qualifications for independent directors are based on the Company's Corporate Governance Policy established by the Board of Directors. Moreover, the Company's criteria are stricter than the criteria required by SET and SEC in terms of holding ratio.



Meeting with Non-Executive Directors

The Board of Directors supports non-executive directors in holding meetings without executive directors present in the meeting in order to independent directors to discuss matters concerning the management independently. In 2024, the Non-Executive Directors' Meeting was held once on December 9, 2024, with four independent directors and the Chairperson of the Board, which discussed various matters related to the management and operation of the Company, including the suggestion to improve the existing operation and enhance the governance system. The results of the meeting has been reported to the Chairperson of the Executive Committee and the Chief Executive Officer for further action.

Meeting Attendances

Every member of the Board of Directors is willing and ready to attend meetings regularly. This, includes attending board meetings, sub-committee meetings, and shareholders' meetings. In addition, at the Board of Directors' meetings, the Company has determined that all directors should attend at least 75 percent of the total number of board meetings held throughout the year. More details on the attendance of the Board of Directors in meetings during the year 2024 can be founded under the topic "Governance Report regarding Meeting Attendance and Remuneration for Individual Directors."

The Board of Directors' Meeting

The Board of Directors sets regular meetings at least five times per year and may set additional meetings as a special case for consideration, if necessary. The Company Secretary will send out the tentative schedule in advance by November of each year, allowing the directors to remain informed and plan their attendance . In 2024, a total of nine board meetings were held. They were held in February, April, May, July, August, September, November, and December.

The Chairperson of the Board, the Chief Executive Officer, and the Lead Independent Director jointly determine the agendas of the Board's' meetings. In addition, other directors may propose agendas for consideration. The Company Secretary is also authorized to propose agendas related to rules and regulations. The meeting invitation letters, agendas and supporting documents are distributed to the directors not less than seven days in advance, except for those concerning matters that require urgent consideration.

The Board of Directors sets a quorum with a minimum of at least two-thirds of total member of the directors to constitute a quorum. Additionally, when the committee votes in a meeting, there must be no less than two-thirds of the total number of directors. The Chairperson of the Board is responsible for overseeing meetings and allocating sufficient time for each agenda, allowing directors to express their opinions. Executives involved with specific agendas are also expected to present relevant data and information to the Board. Each meeting is allocated a duration of 2 hours.

The Company Secretary is responsible for preparing the minutes of each meeting and presenting them to the Chairperson of the Board for review. The Company Secretary must also distribute them to other directors for comments. The approved minutes of each meeting will be systematically stored in both printed and electronic formats.



Use of Inside Information

The Company places great importance on supervising the use of inside information under good corporate governance principles to ensure that investors in the Company's securities receive reliable and timely information. The Company has established a policy on the use of inside information, which involves educating the Board of Directors and executives on their duty to report on the purchase, sale, transfer, or acceptance of transfer of securities within a specified period, and the policy on the use of inside information. In 2024, the Company conducted training on use of inside information policies and penalties under the Securities and Exchange Act B.E. 2535 for all new directors and executives. Additionally, the Company organized training courses led by external consultants for directors and executives to emphasize the practice for use of inside information.

Moreover, the Company limits access to non-public inside information and restricts its use. Directors and executives, including those holding executive positions in accounting or finance at the level of a department manager or equivalent, their spouses or those living as husband and wife, minor children, and employees involved in inside information regarding financial information, including other material inside information that affects the change in the price of securities, must not trade the Company's securities or persuade others to trade directly or indirectly in the period before the release of financial statements. They must not disseminate information about the Company's financial position and status or any other material inside information at least one month in advance of public disclosure. Additionally, they must not trade the Company's securities until 24 hours after public disclosure. They are also prohibited from disclosing material information that has not been publicly disclosed to outsiders or unauthorized personnel. The Company will notify such individuals of the prohibited trading period in writing. Directors and executives are aware of the penalties under the Securities and Exchange Act B.E. 2535, including related regulations.

Conflict of Interest

The Board of Directors has established policies and measures to monitor transactions that may have conflicts of interest and connected transactions. These policies and measures are evaluated within the framework of good corporate governance, which is consistently practiced for the benefit of the Company. Transactions are carefully considered for appropriateness, as if they were transactions with third parties. The Board also prepares quarterly summary reports and regularly publishes them in the annual report.

Furthermore, if there is an agenda item during the Board of Directors' Meeting in which directors and executives have interests, they must comply with the corporate governance policy by abstaining from voting or expressing any opinions on that agenda.

The company secretary is responsible for collecting reports on interests from directors and executives in accordance with Notification of the Capital Market Supervisory Board No. Tor Jor. 2/2552, which requires reporting on interests of directors, executives, and related persons. This requirement is based on Section 89/14 of the Securities and Exchange Act B.E. 2535, as amended by the Securities and Exchange Act (No. 4) B.E., 2551 which mandates that the Board of Directors and executives report to the Company on their own interests or those of related persons. These reports are necessary for the Company to have information to support compliance with the requirements relating to connected transactions, which may cause conflicts of interest and lead to the transfer of benefits from the Company and its subsidiaries.

Directors, executives, and employees are prohibited from engaging in businesses of the same nature or in competition with the business of the Group, whether for personal benefit or others, which may be detrimental to the Company, either directly or indirectly. Unless there is a mechanism to ensure that such actions will not affect the Company, there will be measures that are in the Company's and its shareholders' best interests.

Control System, Internal Audit, and Risk Management

The Board of Directors has established an internal audit department to monitor the internal control system regularly, checking important items to ensure the Company has effective and efficient internal control systems that enhance its financial statements' credibility. The Company has also assessed business risks, sets measures to prevent and manage risks, and supervises compliance with relevant laws and regulations. The audit committee reviews the efficiency of the internal control system that covers the entire operation, including supervision of operations (compliance control), risk management, and the importance of unusual transactions.

The Risk Management Committee has assigned the management team to regularly assess both internal and external risk factors. The working group, consisting of management and senior executives in the line of work related to those risk factors, analyzes the causes of the risk, and sets risk management measures into operational guidelines to prevent or reduce the impact of that risk. The results are monitored to ensure compliance with the specified measures, and proposals are coordinated with the audit committee for presentation at the Board of Directors' meeting.



Information of the Sub-Committees

As of December 31, 2024, the structure of the Board of Directors consists of 4 sub-committees: the Audit Committee, the Risk Management Committee, the Executive Committee, and the Nomination Remuneration and Corporate Governance Committee. All four subcommittees are responsible for screening important issues before presenting to the Board of Directors for consideration. In addition, in February 2025, the Board of Directors considered changing the name of the "Executive Committee" to the "Executive and Sustainable Development Committee". The details regarding sub-committees are as follows:

1) Audit Committee

The Audit Committee has been established with the approval of the Board of Directors and serves as an independent unit that acts on the Board's behalf. Its purpose is to support the practice of good corporate governance to ensure that the Company's operations are in accordance with the code of conduct. Furthermore, the Audit Committee is responsible for maintaining an effective internal control system that is free of conflicts of interest and corruption. In addition, the Committee monitors the accuracy and reliability of the Company's accounting system, internal audit system, and financial reporting process.

The Audit Committee must consist of at least three members, all of whom must be independent directors of the Company. Moreover, tat least one member of the Audit Committee must have sufficient knowledge, an understanding, or experience in accounting, finance, or auditing to allow them to review the credibility of financial statements. The Company will also consider other factors/qualifications such as an individual's business experience, business-related specializations, ethics, etc.

The Audit Committee shall hold at least four meetings per year and report their performance to the Board of Directors at least once a year. The Audit Committee consists of three independent directors as follows:

1. Prof. Emeritus Teerachai Chantarojanasiri	Chairperson of the audit committee
2. Ms. Anchalee Bunsongsikul	Member of the audit committee
3. Mrs. Sawita Suwansawat	Member of the audit committee

Ms. Anchalee Bunsongsikul is an independent director who has sufficient knowledge and experience to review the credibility of financial statements. The qualifications and experience of all Audit Committee members have been disclosed in Attachment 1, which provides information and details regarding directors, executives, individuals who are assigned the highest responsibility in Accounting and Finance, and company secretary.

The Duties and Responsibilities of the Audit Committee

1. Review and ensure that the Company's financial reporting system and disclosure of data in financial statements are transparent, accurate, and adequate or sufficient in accordance with financial reporting standards and the law.
2. Promote the development of the Company's financial reporting system to meet the international standards of financial reporting.
3. Review and ensure that the Company's internal control system is in accordance with proper and effective internal control and internal audit frameworks as well as generally accepted international standards.
4. Review the evaluation of the adequacy of the Company's internal control system which has been audited and evaluated by the Internal Audit.
5. Review and ensure the implementation of a preventive work system in order to increase the efficiency and effectiveness of each division. The Committee also reviews internal processes related to whistleblowing and complaint handling.
6. Review the Company's audit process and risk management system.
7. Review and ensure that the Company's has a control and follow-up process for its work performance that is accordance with the Securities and Exchange Act, regulations, other laws relevant to the Company's businesses, as well as resolutions of the Board of Directors' meetings.
8. Review the accuracy and efficiency of the Information Technology/ IT system in relation to internal control, financial reporting, risk management, the maintenance of data safety and security, as well as the network. The Committee also regularly proposes guidelines for improving and keeping the system up-to-date.
9. Consider related transactions or transactions with potential conflicts of interest to be in accordance with the laws\ and the requirements of the SEC.
10. Arrange for the Audit Committee to evaluate their own performance (Self-Assessment) at least once a year. Evaluations will be conducted for both the Committee as a whole as well as its individual members. The Committee must also review the results of the evaluations before reporting to the Board of Directors.
11. Review and comment on the performance of the Internal Audit process; coordinate with the auditor.
12. Prepare an Audit Committee report. The report must be signed by the Chairman of the Audit Committee and will be disclosed in the Company's annual report. Furthermore, the report must provide opinions on different matters as per the SEC requirements.
13. Consider, select, nominate, or dismiss independent auditors of the Company. The Committee is also responsible for proposing remunerations as well as evaluating the efficiency of the Company's auditor. Furthermore, the Committee must meet with the auditor without the involvement to the management at least once a year.
14. Consider and approve internal audit work plans, budgets, and manpower for the Internal Audit function.
15. Ensure that the Internal Audit team is subject to performance appraisals in line with the international standards.
16. Approve the appointment, removal, transfer, or dismissal of the head of Internal Audit.
17. Consider the independence of the Internal Audit function. The Committee takes into account the Internal Audit function's performance of duties, reports, as well as chain of command.
18. Review the adequacy of the governance systems of the Company and its subsidiaries both domestic and overseas.
19. Consider hiring an external consultant to give advice or help with the internal auditing process.
20. Formally review the Charter of the Audit Committee and the Charter of the Internal Audit function at least once a year.
21. Visit units within the Company and all its subsidiaries to review the work systems, risk management systems. internal control systems, environmental management systems, and active information systems. During the visits, the Committee must also review cyber security as well as problems relating to the preparation of financial statements, accounting, and internal auditors. In addition, the Committee is responsible for visiting the Company's factories to oversee the production processes, warehouse management, and general environmental management.
22. Review the Company's anti-corruption process is effective and in line with the guidelines of various regulatory units. The Committee must review the Company's risk management, establishment of the internal control system, and audit process. In addition, the Committee is tasked with reviewing the self-assessment form on anti-corruption measures as audited and evaluated by the Internal Audit. This is ensure that the Company has in place the anti-corruption systems as reported in the self-assessment form that was submitted to the Thai Institute of Directors.
23. Review and consider together with the management of the Management Discussion and Analysis ("MD&A").
24. Take any other actions as prescribed by the laws or as assigned by the Board of Directors with approval from the Audit Committee.

In 2024, the Audit Committee regularly held meetings to fulfill its duties and reported the results to the Board of Directors. Details regarding the Audit Committee's performance has been disclosed in the "Audit Committee Report."

2) Risk Management Committee

The Board of Directors has tasked the Risk Management Committee overseeing the organization's overall risk management process as well as investment risks. The Committee is responsible for ensuring that the processes are effective and efficient. In addition, the Risk Management Committee Charter was established a framework for risk management operations, including the precise scope of the Committee's powers, duties, and responsibilities. The Charter assists the Risk Management Committee in effectively performing its duties as assigned.

The Risk Management Committee must consist of at least five members and not more than nine members. Each member must have expertise or an understanding of the Company's business and must be capable of providing advice on risk management.

The Risk Management Committee meeting shall be held at least once every quarter. At present, the Risk Management Committee consists of three independent directors and four executive directors as follows:

1. Ms. Anchalee Bunsongsikul	Chairperson of the Risk Management Committee
2. Mrs. Sawita Suwansawat	Member of the Risk Management Committee
3. Werapong Goo Ph.D. [1]	Member of the Risk Management Committee
4. Mr. Tin Shu Chan [2]	Member of the Risk Management Committee
5. Mr. Pichitchai Wongpiya	Member of the Risk Management Committee
6. Mr. Chaiwat Charoenrujitanon [3]	Member of the Risk Management Committee
7. Mr. Nakorn Niruttinanon	Member of the Risk Management Committee

Remarks:

1) Werapong Goo Ph.D. was appointed as member of the Risk Management Committee on January 23, 2024
2) Mr. Tin Shu Chan was appointed as member of the Risk Management Committee on July 1, 2024
3) Mr. Chaiwat Charoenrujitanon resigned as a member of the Risk Management Committee on December 31, 2024 due to his retirement.

The duties and responsibilities of the Risk Management Committee

1. Determine the Company's risk management policy and framework and present to the Board of Directors for consideration and approval.
2. Continuously monitor and develop the Company and its subsidiaries' risk management frameworks and risk management processes in compliance with international standards. In addition, the Audit Committee independently reviews and ensures that an appropriate risk management system is implemented at all times.
3. Regularly assess, analyze, review, and advise on the Company and its subsidiaries' risks, both under normal circumstances and during crises.
4. Consider and provide comments on the Company's risk appetite and risk assessment criteria.
5. Acknowledge and provide comments on the adequacy and appropriateness of the risk assessment results and risk mitigation.
6. Ensure that the Company's risk management complies with the risk management framework.
7. Regularly report the Company's significant risk assessment, risk mitigation, and improvement to the Board of Directors.
8. Encourage cooperation in risk management within the Company and its subsidiaries.
9. Supervise and support the operations of the risk management department are aligned with the Company's policies and objectives.
10. Communicate and exchange information on risk assessments and risk mitigation with the Audit Committee at least once a year.
11. Provide comments and recommendations on the use of external advisors regarding t the framework, scope, and implementation of the Company's risk management.
12. Provide comments and recommendations on the use of external service providers when the risk management department is under-resourced.
13. Carry out any tasks related to risk management as assigned by the Board of Directors.
14. Arrange for the Risk Management committee to evaluate its own performance (Self-Assessment) at least once a year. Evaluations will be conducted for both the Committee as a whole as well as its individual members. The Committee must also report the evaluation results to the Board of Directors.

In 2024, the Risk Management Committee regularly held meetings to fulfill its duties and reported the results to the Board of Directors. Details regarding the Risk Management Committee's Performance have been disclosed in the "Risk Management Committee Report."



3) Executive Committee

The Board of Directors assigns the Executive Committee to be responsible for managing the Company's business operations in accordance with its strategies, missions, policies, goals, and business plans. The Committee is also responsible for controlling, overseeing, and supervising the business, as well as carrying out various business activities as assigned by the Board of Directors.

The Executive Committee consists of three board members and two executive officers as follows:

1. Mr. Tin Shu Chan [1]	Chairperson of Executive Committee
2. Mr. Pichitchai Wongpiya	Member of Executive Committee
3. Mr. Nakorn Niruttinanon	Member of Executive Committee
4. Mr. Chaiwat Charoenrujitanon [2]	Member of Executive Committee
5. Mr. Pornchai Tatiyachaitaweesuk	Member of Executive Committee

Remarks:

(1) Mr. Tin Shu Chan was appointed as the Chairperson of the Executive Committee on July 1, 2024
(2) Mr. Chaiwat Charoenrujitanon resigned as a member of the Executive Committee on December 31, 2024 due to his retirement.

The duties and responsibilities of the Executive Committee

1. Operate the business in accordance with the policies of the Board of Directors under applicable laws, rules, and the articles of association.
2. Set and present the Company's business operation policies, approaches, and business strategies for the Board of Directors to consider.
3. Set business plans, management authority, annual operation budgets, and annual expenditure budgets for the Board of Directors' consideration and approval. The Committee is also responsible for executing the business plans and strategies in accordance with the Company's policies and approaches as announced to the Board of Directors.
4. Invest or approve business transactions within the limit in accordance with the delegation of authority as approved by the Board of Directors.
5. Undertake activities involved with the general administration of the Company; set the organizational and administrative structure as well as recruitment, training, and dismissal of employees.
6. Consider and approve requisitions for loans or other credit forms from financial institutions, acting as a guarantor, or making payments for the Company's regular business transactions. Examples of such transactions include payments for investments, branch expansions, etc. The transaction is within the limit in accordance with delegation of authority

as announced by the Board of Directors unless if deemed appropriate by the discretion of the Board of Directors.

7. Perform other tasks assigned by the Board of Directors.
8. Arrange for executive directors to evaluate their own performance (self-assessment) at least once a year. Evaluations will be conducted for both the Committee as a whole as well as its individual members. The Committee must also report the evaluation results to the Board of Directors.

In this regard, the approval of these transactions must not allow the Executive Committee or the authorized persons from the Executive Committee to be able to approve the transactions requested by themselves or individuals who may have conflicts of interest (pursuant to the Company's articles of association and Notifications of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand) with the Company or its subsidiaries. The exception would be in cases where the approval of entering into transactions that are in accordance with the policies and criteria that the Board of Directors has considered and approved. Any executive director who has an interest in such matters does not have the right to vote on that matter. Furthermore, the Board of Directors is authorized to amend the scope of powers and obligations of the Executive Committee, as necessary or deemed appropriate.

In 2024, the Executive Committee regularly held meetings to fulfill its duties and reported the results to the Board of Directors. Details regarding the Executive Committee's performance has been disclosed in the "Executive Committee Report."

Furthermore, the Board of Directors meeting No. 1/2025 on 13 February 2025 resolved to change the Committee's name from "Executive Committee" to "Executive and Sustainable Development Committee". With this new name, the Committee is responsible for establishing guidelines for sustainability development strategies and projects, as well as reviewing and monitoring the progress of the Company group's sustainability initiatives.



4) Nomination Remuneration and Corporate Governance Committee

The Board of Directors assigns the Nomination Remuneration and Corporate Governance Committee to oversee the nomination and remuneration processes for company directors, subcommittee members and executives. In addition, the subcommittee considers the corporate governance policies and practices and performs other duties as assigned by the Board of Directors.

The Nomination Remuneration and Corporate Governance Committee consists of two independent directors and one non-executive director as follows:

1. Prof. Emeritus Teerachai Chantarojanasiri	Chairperson of the Nomination Remuneration and Corporate Governance Committee
2. Ms. Anchalee Bunsongsikul	Member of the Nomination Remuneration and Corporate Governance Committee
3. Mr. Shue Chung Chan	Member of the Nomination Remuneration and Corporate Governance Committee

The duties and responsibilities of the Executive Committee

1. Set policies, criteria, and methods for recruitment. The Committee also considers selecting and nominating individuals for the positions of Company director and subcommittee member for the Board of Directors approval.
2. Consider and provide opinions on development plans for senior executives, including criteria for the succession of senior executives.
3. Establish policies and criteria for the determination of the remuneration of directors and subcommittee members. Such policies and criteria are presented to the Board of Directors and/or shareholders, as necessary.
4. Present a remuneration plan, both monetary and non-monetary for the Company's Board of Directors and subcommittees to the Board of Directors for consideration and to shareholders for approval.
5. Review and provide opinions on the management's proposals regarding the remuneration and benefits of senior executives and employees. Such proposals will then be presented to the Board of Directors.
6. Set the scope and policy regarding corporate governance, business ethics, and anti-corruption. The scope and policy will be presented to the Board of Directors for consideration and approval.
7. Supervise the Company's business operations, consistently adhering to corporate governance policies.
8. Review the Company's corporate governance policy annually. The Committee must also propose improvements and amendments to various policies and practices related to corporate governance to suit the Company's business operations.
9. Perform any other work as assigned by the Board of Directors.
10. Arrange for the Nomination, Remuneration and Corporate Governance Committee to evaluate their own performance(self-assessment) at least once a year. Evaluations will be conducted for both the Committee as a whole as well as its individual members. The Committee must also report the evaluation results to the Board of Directors.

In 2024, the Nomination Remuneration and Corporate Governance Committee held meetings to fulfill its duties, giving approvals or reporting the results to the Board of Directors. Details regarding the Nomination Remuneration and Corporate Governance Committee's performance has been disclosed in the "Nomination Remuneration and Corporate Governance Committee Report."



Information of Executives

As of December 31, 2024, the Company's management team, as defined by the office of Securities and Exchange Commission (SEC), consisted of the following persons:

1.	Mr. Pichitchai Wongpiya	Chief Executive Officer
2.	Mr. Chaiwat Charoenrujitanon	Chief Financial Officer
3.	Mr. Nakorn Niruttinanon	Chief Operating Officer
4.	Mr. Pornchai Tatiyachaitaweesuk	Chief Commercial Officer
5.	Mr. Paotep Premchai	Vice President – Innovation
6.	Ms. Supavadee Sittijumlearnkhun	General Manager – Quality Management and Acting General Manager - Operation (Samut Sakhon Plant)
7.	Mr. Prapon Prayoonniramai	General Manager – Operation (Songkhla Plant)
8.	Mr. Pramote Khwan-on	General Manager – Engineer
9.	Mr. Kriangchai Nimmansawasdee	Assistant Chief Operating Officer
10.	Mr. Weerawit Keeratikulset	Director of Finance Compliance and Internal Control
11.	Mrs. Untakorn Premchai	Assistant General Manager – Accounting and Finance

Mrs. Untakorn Premchai, Assistant General Manager – Accounting and Finance, is a qualified person in charge of the Company's accounting in compliance with the regulations of the Secretary of the Department of Business Development in the 2014 announcement on qualifications and conditions for accountants. Mrs. Untakorn Premchai is registered with the Federation of Accounting Professions in compliance with the 2004 Accounting Professions Act. In 2024, she received continuing knowledge development training in accordance with the Department of Business Development's announcement and the SEC announcement Tor Jor. 39/2559 17 (6) (no less than 12 hours a year).

Policy on Remuneration to Directors and Management

Director remuneration

Directors' remuneration is approved at the annual general meeting of shareholders after being considered and submitted by the Board of Directors. The remuneration of directors is comparable to the pay rates in similar organizations in the same industry and commensurate with the roles, responsibilities, experience, and work performance of each director. Directors with additional duties and responsibilities such as serving on sub-committees are eligible for additional remuneration as appropriate.

Directors' Remuneration Policy for the Year 2024, total monetary remuneration for the Board of Directors was THB 8.55 million. The remuneration consisted of the remuneration of the independent directors and non-executive directors totaling 8 persons of THB 6.68 million and the remuneration of the executive directors totaling 3 persons of THB 1.87 million. The remuneration was paid based on each director's performance and was approved by the annual general meeting of shareholders on April 5, 2024. The remuneration comprised monthly retainer, annual retainer, and meeting allowances.

Committee	Monthly Retainer Fee (THB / Person)	Meeting Allowance (THB / Attendance / Person)	Annual Retainer Fee (THB / person)
1. Board of Directors			
- Chairperson	45,000	30,000	-
- Executive Director	25,000	20,000	-
- Non-Executive Director	30,000	20,000	-
- Independent Director	30,000	20,000	-
2. Audit Committee			
- Chairperson of Audit Committee	30,000	25,000	-
- Independent Director	20,000	20,000	-
3. The Risk Management Committee (1)			
- Chairperson of the Risk Management Committee	-	20,000	180,000
- Executive Director	-	10,000	84,000
- Independent Director	-	10,000	120,000
4. The Nomination Remuneration and Corporate Governance Committee (1)			
- Chairperson of the Nomination, remuneration and Corporate Governance Committee	-	20,000	180,000
- Non-Executive Director	-	10,000	120,000
- Independent Director	-	10,000	120,000

Remarks:

(1) The remuneration of the Risk Management Committee and Nomination Remuneration and Corporate Governance Committee is paid annually.

Management Remuneration

The remuneration for management (same principles as general employees at every level) consists of a salary, contribution to the provident fund, and annual bonus, the amount of which is determined based on the Company's operating results and the annual work performance of each executive and employee. If performance results achieve the target, employees and executives will receive an annual bonus of 25 percent – 30 percent of their salary for that year. Compensation should be similar to that is paid in the same industry.

Work Performance Evaluation

Appraisal of work performance and compensation management for high-level executives (same principles as general employees at every level) are as follows:

Step 1 Acknowledge and agree on the annual operational goals so that all can work toward shared enterprise objectives.

Step 2 When the enterprise objectives are set and acknowledged as each manager's personal annual work goals, follow-ups are required to see what progress has been made because many different activities may be involved in order to reach such goals.

Step 3 The level of success in reaching the goals is evaluated on the score of 1 to 5. The evaluation scores for each area are combined and considered to determine the remuneration amount, such as annual bonus, and salary raised. Other components, like the level of participation in achieving business goals and the Company's values are also taken into consideration.

Progress toward the Company's shared annual enterprise objectives is driven by the participation of people in many departments, each of which has also set their individual annual targets that contribute to the Company's success. The executives of each department will initiate ideas or innovations that must be compatible with the overall goals. Ideas that are jointly considered and deemed both valuable and also necessary or urgent will be selected as annual personal goals. This includes value-based objectives that might be appreciated and approved by the supervisors to become part of the work performance management process (PMP) that takes place every November.

Evaluation of goal achievements and work performances for both high-level executives and general employees includes evaluations by executive and supervisors to score their success and achievement. The subordinates also evaluate the work performances of supervisors. After that, the Human Resources department will combine the data and compare it to get an accurate and verifiable guideline to be forwarded to the supervisors for scoring and evaluating work performances of executives and employees.

Management Compensation Structure

Salary

The level of base compensation reflects responsibilities, job characteristics, experience, and skill sets. The Company pays the salary by transferring to the account on a bi-monthly basis. Base compensation is reviewed annually, and any increase is based on merit as well as market benchmarks.

The Annual Bonus

Annual bonus is based on performance against annual target and relevant market remuneration benchmarks. The performance bonus is tied to the annual Key Performance Indicators (KPI) which determine overall company and individual performance evaluations and bonus awards.

Other Benefits or Compensation

Other Benefits consist of the provident fund, health insurance, social security fund, and other benefits that are in compliance with the labor market practices and related laws.

Monetary Compensation to Executive Officers

For the year ended December 31, 2023, and 2024, the total remuneration paid to executives of THB 54.6 million and THB 71.2 million, respectively. The remuneration included salary, bonus, provident fund, other welfare, and retirement benefits (if any).

Non-monetary Compensation to Executive Officers

None





Employee Information

As of December 31, 2024, the company employs a total of 12,357 individuals, with the following details:

Gender	Monthly Employees	Daily Employees	Total
Male	586	3,453	4,039
Female	834	7,484	8,318
Total	**1,420**	**10,937**	**12,357**

Remark:
The above employee count does not include 24 employees from USPN ITE and ITS as of December 31, 2024. For ITA and JPN, the company operates using a Shared Services model. Throughout 2024, the company experienced an employee turnover rate of 30.27%, which is broken down into 1.32% for monthly employees and 28.96% for daily employees.

Human Rights and Ethical Labor Practices

The company is dedicated to upholding human rights and ethical labor practices across its supply chain. Over the past three years, there have been no labor disputes. The company prioritizes workers' rights and social welfare while proving opportunities for individuals with disabilities and those from disadvantaged backgrounds. As of December 31, 2024, the company employs 108 individuals from these groups, in full compliance with the Persons with Disabilities Empowerment Act, B.E. 2550 (A.D. 2007), and its amendments. Furthermore, the company adheres to a transparent, equitable, and fair human resources management policy. The recruitment process is free from discrimination based on origin, race, religion, gender, status, or language. Recruitment decisions are based on job requirements, qualifications, education, experience, and other relevant factors.



Employee Compensation and Benefits

Compensation Structure

The company's human resources management policy ensures fair and competitive compensation and benefits to attract and retain top talent. Our performance-driven compensation approach emphasizes internal equity, market competitiveness, and compliance with legal regulations, while aligning with the company's mission and values. Employee compensation is benchmarked against industry standards and considers an individual's knowledge, skills, experience, and performance. Internal equity is carefully evaluated based on job responsibilities, role complexity, and the required qualifications for each role. In addition to a base salary, the company offers performance-based rewards for both executives and employees to foster a culture of accountability and results-driven performance. The company also provides various benefits beyond monthly salary, bonuses, social security fund, contributions, and other compensations, including marriage allowances, funeral assistance for close family members, health checkups, medical coverage, and a savings cooperative to support employees with their financial planning.

Employee and Executive Compensation Structure

1. Short-Term Compensation Linked to Company Performance: This consists of base salaries, which are reviewed and adjusted annually, and an annual performance-based bonus. Salary increases and bonus decisions are based on the company's short-term performance, taking into account both the overall company results and the individual employee performance of employees. The company also provides a provident fund for employees at all levels, with employer contributions ranging from 2.5 percent to 10 percent of the employees' salary, depending on their tenure. In 2024, the company contributed a total of THB 30.10 million to the employee provident fund.
2. Long-Term Compensation Linked to Company Performance: This includes retirement benefits, which are paid according to the conditions outlined in the employee benefits manual. In 2024, the company allocated THB 54.80 million for retirement benefits, with THB 21.45 million paid to employees upon retirement.

The company's compensation policy, both short-term and long-term, is aligned with overall company performance. Each year, specific targets and key performance indicators (KPI) are set to support the company's long-term strategic goals, known as the "Enterprise Objective." Performance is assessed in four key areas:

1. Drive Superior Financial Performance – Achieving excellence in financial management and capital utilization.
2. Accelerate Growth – Fostering innovation to strengthen the company's reputation as a leader in sustainability and creativity.
3. Drive Global Integration and Talent Development – Enhancing global competitiveness and developing high-potential talent.
4. Build Differentiated Capabilities – Leading the industry in sustainable development, innovation, and quality.

Total Compensation for Employees and Executives

In 2024, the total compensation for i-Tail employees amounted to approximately THB 2,742.61 million, with a male-to-female compensation ratio of 2:3. The detailed breakdown of this compensation is as follows:

- Salaries and Other Income: THB 2,106.13 million
- Director Compensation and Meeting Fees: THB 8.55 million
- Annual Bonuses: THB 218.72 million
- Provident Fund Contributions: THB 30.10 million
- Social Security and Replacement Fund: THB 75.81 million
- Retirement Fund Provision: THB 54.81 million
- Other Employee Benefits and Expenses: THB 248.50 million

The company and its employees have jointly established a provident fund under the Provident Fund Act, B.E. 2530 (A.D. 1987), with employee contributions ranging from 2.5 percent to 15 percent of their monthly salary. Employees can adjust their contribution rate within specified periods. The company contributes between 2.5 percent and 10 percent of the salary based on the employee's tenure. The provident fund is managed by Kasikorn Asset Management Co., Ltd. under the name "Registered Thai Union Provident Fund," and has 1,367 members, accounting for 96.27 percent of eligible employees.

The company's policy for selecting the provident fund manager is determined through a resolution by the provident fund committee. The committee is responsible for evaluating and voting on the selection of the fund manager, considering their qualifications and ability to effectively manage the company's provident fund to maximize benefits and efficiency.



Regarding post-employment benefits (Benefit Plan), the company calculates the liabilities related to the employee benefit plan using the Projected Unit Credit Method. these obligations are evaluated annually by an independent expert based on actuarial principles and in compliance with labor laws. Each year, reserves are set aside in the liabilities section of the financial statements as required by Accounting Standard No. 19, Employee Benefits. This ensures sufficient funds are available to pay retirement benefits to employees according to their entitlements in the future. Additionally, the company has considered the importance of maintaining employee income in the form of wages and benefits in the event of a temporary disruption to business operations. To mitigate this risk, the company has extended coverage under the business impact insurance policy to include protection for employee income in case of any potential business interruptions.

Welfare Committee

The company has established Welfare Committees at key locations, including the headquarters, the factory in Songkhla province, and the factory in Samut Sakhon province. These committees consist of both Thai and foreign employees, who are elected by their peers to represent the workforce. Their primary responsibility is to collaborate with management to discuss and review employee welfare initiatives and suggest improvements that contribute to employees' well-being and the work environment. In 2024, the Welfare Committee met with management four times to evaluate and enhance factory facilities, employee clothing benefits, and to address any employee concern. Additionally, the committee actively participated in CSR activities with external organizations, such as mangrove reforestation and providing animal feed to local communities. Internally, the committee also contributed to company activities, including the New Year celebration.

Additional Employee Benefits

As a business that depends heavily on labor, the company recognizes the vital role of employees, particularly those in the production line operations, many of whom are migrant workers. Therefore, the company has adopted Thai Union Group's ethical migrant labor recruitment policy, ensuring full compliance with legal and international standards. Since January 1, 2022, the company has taken responsibility for covering all recruitment-related costs, including health check-ups, insurance, travel and accommodation during the recruitment and selection process, and the costs for processing essential documents such as passports, visa fees, and work permits. For local recruitment, the company covers travel expenses for candidates from their current residence to the company's recruitment location.

The company places a strong emphasis on creating a safe working environment to minimize the risk of injuries and fatalities. It is equally committed to maintaining a respectful workplace by addressing misconduct through effective training, awareness campaigns, and communication efforts. Employees receive regularly education on the importance of workplace safety. Detailed information on the company's sustainability initiatives related to social responsibility can be found under the "Driving Business for Sustainability" section.







In addition, the company organizes various activities aimed at enhancing the well-being of employees, promoting their health, and supporting a work-life balance. In 2024, the company organized the following activities:

- **Health and Wellness Initiatives**

  1. Group life and health insurance coverage
  2. Accident insurance
  3. Annual health check-ups
  4. Random drug testing
  5. On-site medical rooms with staff at both factory locations
  6. Annual football tournament and wellness running club
  7. On-site fitness facilities
  8. Specialized training for pregnant employees

- **Employee Unity and Engagement Activities**

  1. New Year and Chinese New Year celebrations
  2. Religious and cultural activities, including Songkran, Kathina robe offering ceremonies, candle procession, and Hari Raya celebrations
  3. Community engagement initiatives in collaboration with government organizations, including International Beach Cleanup Day, releasing aquatic species into natural water bodies, mangrove planting projects, annual Children's Day celebrations, and blood donation campaigns. Employee representatives actively participated in these initiatives.

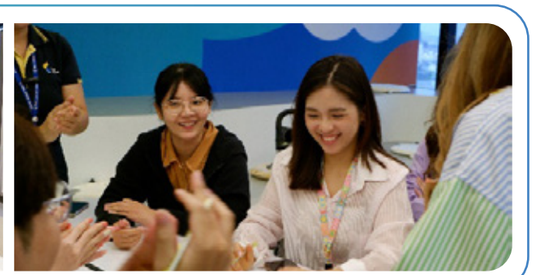




- **Activities to Promote Employee Relaxation and Foster Positive Feelings Toward the Organization**

  1. Establishing an in-house library at the factory
  2. "Happiness on Special Day" – a photo contest celebrating moments of happiness during employees' birthday months
  3. Organizing participation activities during festive seasons, such as a singing competition featuring representatives from different nationalities within the company
  4. The "Good-hearted People" initiative, where gifts and encouragement are given to employees who show kindness, helping to cultivate a culture of responsibility, positive awareness, and social consciousness among staff.
  5. Fostering Organizational Bonding through the "Happy Friday Board Game Club": This activity provides employees with a space to unwind and enjoy some fun after work, while also promoting skills such as critical thinking, strategic planning, teamwork, and enhancing social interactions with colleagues.





  6. Annual Employee Retirement Celebration for 2024: This event is designed to honor and celebrate employees who have contributed to the company up until their retirement.







7. International Dog Day Celebration: To celebrate International Dog Day, the company hosted the “Fan Meeting with i-Tail Supawstars” event, giving employees a special opportunity to meet the beloved four-legged stars of i-Tail.



8. Crafting Joyful Canine Creations: Employees took part in making dog toys from leftover fabric, which were donated to dogs at The Voice Foundation. Additionally, the i-Tail Sharing Corner encouraged employees to donate old t-shirts and towels, which were repurposed into post-surgery shirts, bedding, and towels for homeless dogs and cats.



The company also provides a range of additional benefits, including work uniforms, employee housing, scholarships for staff, and skill development programs designed to enhance knowledge and skills. These initiatives not only help employees grow professionally but also create opportunities for career advancement within the company.

Employee Development

The company aims to foster employee growth at all levels, creating opportunities for everyone to maximize their potential and advance in their careers. Employee development is integral to the company’s core strategy. The Human Resources Department organizes various training and development programs, starting with the onboarding process for new hires, aligning development plans with specific job roles, and preparing employees for retirement. These programs are designed to enhance employees’ skills, attitudes, and leadership potential, while leveraging their strengths. They provide guidance on workplace practices through a combination of internal and external training, mentoring, feedback, and hands-on learning. The key components of these programs include:

- **New Employee Onboarding:** Designed to welcome new hires and help them adjust to the company, this program introduces employees to the organization’s culture and processes, which is critical for long-term success.
- **Professional Training:** These sessions cover organizational values, cultural diversity, business ethics, and company policies. Experts from both inside and outside the organization conduct training to ensure employees continuously develop their knowledge and skills.
- **Mentorship & On-the-job Training:** Through mentoring and feedback, employees are given the support needed to nurture leadership qualities.
- **Cross-functional Learning Programs (Domestic & International):** These programs encourage knowledge-sharing, collaboration, and the promotion of a diverse organizational culture.



- **Challenging Assignments:** Employees are assigned tasks that are designed to stretch their abilities, backed by resources for learning and skill development, which ultimately support their career progression.
- **Job Rotation:** This approach enhances skills, increases motivation, builds networks, and provides broader perspectives by allowing employees to experience different roles within the organization.

In 2024, the company conducted comprehensive training programs for both employees and management, focusing on job-related skills and professional development. The programs included e-learning opportunities, Town Hall sessions, and communication across multiple channels. The Programs covered technology skill-building, language proficiency, and self-development.

Beyond these training programs, the company is committed to developing personnel at all levels to adapt to changing business environments and ensure employees perform efficiently and effectively. This commitment drives the company’s long-term sustainable growth. To achieve this goal, the company collaborates with organizational development consultants to design a long-term training plan. The integration of AI technology helps analyze and create customized development plans for each employee at all levels, ensuring that growth aligns with their role-specific competencies.





The Tailwind program, part of the company's transformation strategy, includes boot camps and workshops designed to help employees identify opportunities, refine their leadership skills, and drive results with efficiency and impact. This initiative covers a range of activities aimed at developing knowledge, technical expertise (Hard Skills), and management skills (Soft Skills). For instance, specialized courses led by experts enhance employee's capabilities in marketing, procurement, and production processes through proactive and engaging learning methods. These courses promote a continuous development culture and emphasize practical, real-world application. The program also focuses on key areas like problem-solving, professional presentation skills through mentoring and integrated practices, team-building, and fostering trust among colleagues. These initiatives are designed to balance theoretical learning with hands-on experience. Participants can directly apply the insights gained to create actionable plans, implement effective strategies, and inspire their teams and peers to drive success across the organization.

The details of the training hours for employees and executives are as follows:

Training for Employees and Executives	2024
Number of daily employees	10,937
Number of monthly employees	1,420
Total number of employees	12,357
Total training hours (FTEs)	278,334
Average training hours per FTE	**23**



In addition, the Company organizes Town Hall Meetings every three months. These meetings serve as a valuable platform for employees across all levels from senior executives, managers, and department heads to general staff to engage in open dialogue, and strengthen workplace connections. The meetings are designed to keep everyone updated on key company developments, performance results, organizational goals, and future strategies. They also create opportunities for employees to share their perspectives, voice concerns, and engage in discussions with management.

Succession Planning

Succession planning is integrated with the employee talent review process and individual development plans (IDP). The Human Resources Department, in collaboration with each department's leadership, evaluates employee potential and establish clear development plans. This process focuses on identifying high-potential employees, particularly those who could step into leadership roles, and provides a detailed analysis of their capabilities. The company also implements a structured career progression system, which serves as a framework for each role and guides decisions related to promotions and internal job transfers. In addition, regular discussions with employees help align their career aspirations align with their ongoing development.

The Board of Directors acknowledges the critical importance of succession planning, particularly for senior executive positions such as the Chief Executive Officer (CEO) and key executives in subsidiaries, whose leadership is crucial to the company's success. To ensure continued organizational stability, the CEO and the Human Resources Department are tasked with designing the criteria and succession plans for these roles, fostering confidence among stakeholders.

The company also has a policy in place to regularly review critical positions—those that drive business success and have a direct impact on the organization's performance. Every year, a systematic evaluation is conducted to guide both long-term and emergency succession strategies.

The Human Resources department takes the lead in coordinating the succession planning process by organizing collaborative meetings between executives from key departments and the Head of Human Resources. This approach enhances the organization's operational capabilities while mitigating risks, ensuring the continuity and stability of the business.

The company's succession planning is divided into two main categories as follows:

1. Succession Plan for Critical Positions: This plan focuses on identifying successors for key roles based on their readiness to take on the position at specific timeframes. The plan is categorized into three groups:
    a. Ready Now: The successor is immediately capable of taking on the role.
    b. Ready in 2-3 Years: The successor will be ready for the position within 2 to 3 years.
    c. Ready in 3-5 Years: The successor is expected to be ready for the position within 3 to 5 years.
2. Succession Plan for Emergency Situations: This plan outlines temporary successors who can step into key leadership roles in the event of an emergency. The company encourages each department to identify emergency successors and to divide responsibilities clearly, ensuring that each area has a designated person to take charge in a crisis.

Employee Complaint Channels and Management Process

In alignment with the company's commitment to upholding business ethics, both executives and employees are required to adhere to the established code of conduct and labor practices, which serve as operational guidelines. To foster, support, and ensure compliance with these ethical standards, the company has established dedicated channels for employees to report any observed violations of ethics or fraud. Additionally, employees can seek clarification if they have any questions or concerns regarding the guidelines or propose suggestions for improving practices.

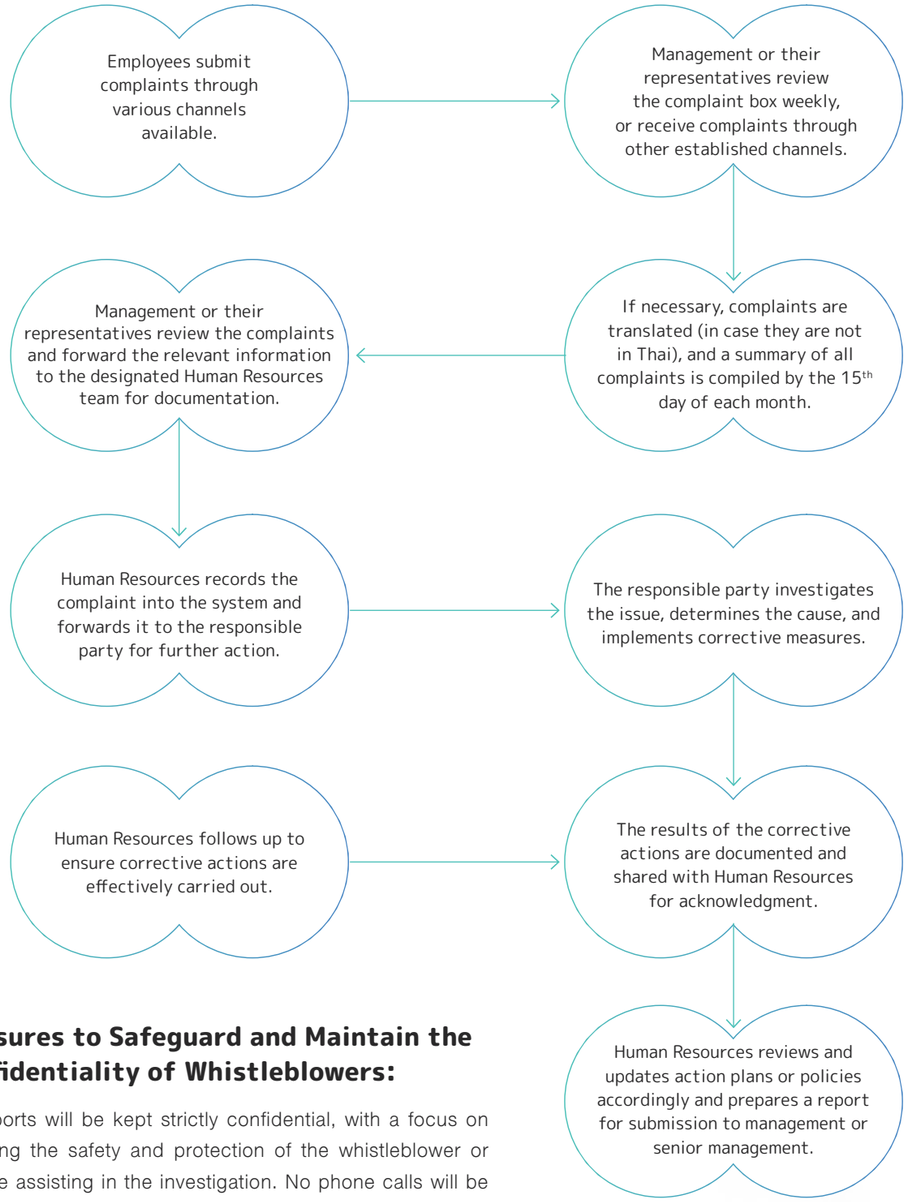
Complaint/Feedback Channels

Employees can submit complaints by providing details of the issue, along with their name, contact information, and phone number (all details will be kept confidential, and no adverse impact will occur on the employee making the complaint). Complaints can be submitted through the following channels:

1. Management, direct supervisors, or HR Employee Relations.
2. Suggestion box.
3. Speak Out channel: https://thaiunion.ethicspoint.com
4. Complaint form: https://www.i-tail.com/th/investor-relations/corporate-governance/whistleblowing-form
5. Thai Union Standards Control Hotline: 1800 013 080



Employee Complaint Management Process



Measures to Safeguard and Maintain the Confidentiality of Whistleblowers:

All reports will be kept strictly confidential, with a focus on ensuring the safety and protection of the whistleblower or anyone assisting in the investigation. No phone calls will be recorded.

Employees who report concerns or complaints will be protected and their rights upheld in accordance with the law or the company's established policies.



Other Important Information

Persons responsible for governance inspection:

1) Head of Internal Audit
   Name Miss Pawornsiree Tipchaieur
   Position Head of Internal Audit
   For qualifications, see Attachment 3

2) Head of Accounting
   Name Mrs. Untakorn Premchai
   Position Assistant General Manager Accounting and Finance
   For qualifications, see Attachment 1

3) Company Secretary and Head of Compliance unit
   Name Miss Napapat Angkunboonyachoke
   Position Company Secretary and Head of Compliance and Internal Control
   For qualifications, see Attachment 1

Head of Investor Relations

Name Miss Neroli Goldman
Position Head of Investor Relations Department
E-Mail itail_ir@thaiunion.com
Tel. 02-298-0029 ext. 2810 or 062-591-2792

Independent Auditor

KPMG Phoomchai Audit Ltd.
Miss Sujitra Masena CPA No. 8645 or
Miss Sawitree Ongksirimemongkol CPA No. 10449 or
Miss Chaowanee Chaisanga CPA No. 12663 or
Miss Sirinuch Surapaitoonkorn CPA No. 8413

Remuneration of the Company's Independent Auditor

1) Audit fees
   In the fiscal year 2024, the Company and its subsidiaries paid audit fees of THB 3.80 million to the auditing firm where independent auditors are hired.

2) Non-audit fees
   In the fiscal year 2024, the Company and its subsidiaries paid a non-audit fee of THB 0.33 million in total to KPMG Phoomchai Audit Ltd. where independent auditors are attached to audit on agreed-upon procedures in relation to BOI promotion certificates and assuring for a special purpose.

   Individuals or entities related to the independent auditors or auditing firms where the independent auditors are hired are not the Company's related parties.



Corporate Governance Report



Performance Summary of the Board of Directors in 2024

The Company recognizes the importance of conducting business under good corporate governance to help promote efficient and stable business operations, the Company's sustainable and acceptable growth. Those affect the confidence of shareholders, investors, and all stakeholders.

Therefore, the Board of Directors has established a policy on good corporate governance based on the Principles and Guidelines for Good Corporate Governance Practices for Listed Companies 2017 issued by the Securities and Exchange Commission. This policy stipulates the qualifications of directors to be diverse in terms of skills, experience, gender, and special abilities that are beneficial to the Company. It also stipulates the requirements regarding the recruitment of executives with leadership, visions, and accountability and the supervision of an adequate internal control system and risk management of the organization to achieve the controlling and monitoring management structure and the balance of power with straightforward practices and guidelines for fair management with justice, ethics and transparency by taking into account the rights and equality of shareholders and stakeholders.

Recruiting, Developing, and Evaluating the Performance of the Board of Directors

Independent Director

According to the Company's corporate governance policy, the Board of Directors must have independent directors at least one-third of the total number of directors and at least three persons with a 3-year term of office each. The Board of Directors will make sure that the qualifications of independent directors comply with the Public Company Limited Act, Securities and Exchange Act, and any announcements by the Capital Market Supervisory Board, including relevant notifications, regulations, and/or rules.

Independent directors mean persons who have the qualifications as specified by the Board of Directors in the Company's corporate governance policy, the regulations of the Stock Exchange of Thailand (SET), and the Securities and Exchange Commission (SEC) as follows:

1. Not holding shares exceeding 0.05% of the total shares with voting rights of the Company, its parent company, subsidiaries, associate companies, major shareholders or controlling persons, including those held by related persons of the independent directors.
2. Not being or having been a director, executive director, employee, staff, consultant who receives a regular salary, or a controlling person of the Company, its parent company, subsidiaries, associate companies, major shareholders or controlling persons, unless released from the said position at least two years prior to the appointment.
3. Not being a blood relative or legal registration with another director, executive, major shareholder, or controlling person of the Company.
4. Not having or having had a business relationship with the Company Group, a major shareholder, or a controlling person unless released from the said position at least two years prior to the appointment.
    - These business relationships include all transactions, including ordinary business transactions, business support, rental of real estate, transactions involving assets/services, and giving or receiving financial assistance.
    - Levels of significance considered dependent are based on either the value of the transactions being equal to or greater than THB 20 million or equal to

or greater than 3% of the Company's net tangible assets, whichever is lower. The transactions shall be calculated in accordance with the connected transaction rules, but the debt transactions shall be taken into account as obligations for one year.

5. Not being or having been an auditor of the Company, its parent company, subsidiaries, associate companies, major shareholders, or controlling persons, nor a shareholder, a controlling person, or a partner of the Company's audit firm unless released from the said position at least two years prior to the appointment.
6. Not being or having been a professional service provider, including a legal or financial advisor, who receives service fees of more than THB 2 million per year, nor being a major shareholder, a controlling person, or a partner of that professional service provider unless released from said position for at least two years prior to the appointment.
7. Not being appointed as a representative of the Company's director, a major shareholder, or a relative of the Company's major shareholder.
8. Not operating a similar business that is in significant competition with the Company, nor being a partner, director, employee, staff, or consultant who receives a regular salary or holds more than 1% of the total number of shares with voting rights of another company that operates a similar business that is in significant competition with the Company.
9. Not having other characteristics that make him or her unable to express independent opinions on the Company's operations.
10. Not being a director assigned by the Company's Board of Directors to make decisions in the operations of the Company, its parent company, subsidiaries, associate companies, companies under common control, major shareholders, or controlling persons of the Company.
11. Not being a director of the parent company, subsidiaries, or companies under common control, specifically those that are listed companies.

The definition of an independent director is based on the Company's Corporate Governance Policy established by the Board. Moreover, the Company's criteria are stricter than requirements by the Stock Exchange of Thailand and the Securities and Exchange Commission in terms of stock holding ratio.

Director

The Nomination of Directors

The Board of Directors appointed the Nomination Remuneration and Corporate Governance Committee to screen and consider the recruitment and selection of directors with a transparent and straightforward process by considering the committee's composition, the candidate's qualifications, experience, criminal record, and elements of independence. The Board of Directors promotes diversity in its composition. There are no restrictions on gender, race, origin, nationality, or religion. This is to establish a qualified Board of Directors and sub-committees in compliance with the legal composition requirements and predetermined criteria aligning with current and future business directions and strategies. A Board Skill Matrix is prepared to determine the criteria for nominating directors.

During the nominating process, the Nomination Remuneration and Corporate Governance Committee considers various pool of nominating names such as nominations of individuals by shareholders, recommendations from company directors, and the database of the Thai Institute of Directors. The Nomination Remuneration and Corporate Governance Committee will call a meeting to consider the criteria and methods for recruiting persons who have knowledge and expertise suitable for the business operations of the Company. Then, the Committee will propose it to the Board of Directors for the appointment or propose to the shareholders' meeting (as required by law).



The Appointment and Termination of Directorship

The Board of Directors has approved the Charter of Board of Directors, including the appointment and their term of office as follows:

1. At every annual general meeting of shareholders, one-third of the directors shall retire from office. If the number of directors cannot be divided exactly into three groups, then the number nearest to one-third shall retire from office. The director may be re-elected after the expiration of their term of office.
2. A director will vacate the office upon the expiration of term, resignation, death, disqualification, characteristics prohibited by law, or related requirements according to the Company's Articles of Association, a resolution of shareholders' meeting to vacate the office, or a court order to remove. However, for the resignation of a director before the end of his or her office term, said director must submit a resignation letter at least 30 days in advance.

   If a director's position becomes vacant for reasons other than the expiration of term, the board of Directors shall elect a person with suitable qualifications to be a replacement director at the next board meeting unless the remaining time of that director is less than two months. The person who becomes the replacement director will hold the position only for the remaining term of the director replaced. In this case, the elected replacement director must receive the votes of at least three-fourths of the remaining directors.
3. The Company's Articles of Association stipulate that the election of the Company's directors decided at a shareholders' meeting under the following rules and procedures:

   (a) To elect directors, each shareholder has one vote per share.
   (b) Each shareholder must use all of his or her votes to elect one or more candidates to be directors, but cannot give the right to use those votes to anyone in any amount.
   (c) In descending order, candidates receiving the highest votes will be elected as directors up to the number until all directors are selected. If the number of elected persons exceeds the number of directors needed because they receive the same amount of votes, the chairperson of the meeting shall have a casting vote.

Executive

Top Executive Recruitment

The Board of Directors ensures the recruitment of top executives (including the Chief Executive Officer) who have the knowledge, skills, experience, and necessary characteristics to drive the organization toward its goals. The Board of Directors authorized the Nomination Remuneration and Corporate Governance Committee to consider the criteria and methods for recruiting qualified persons for the position of Chief Executive Officer and supervise the Chief Executive Officer to ensure that appropriate top executives are hired. The Executive Committee and the Chief Executive Officer will jointly consider the criteria and methods for recruiting and appointing persons nominated by the Chief Executive Officer as top executives. In addition, the Board of Directors recognizes the importance and necessity of the succession of top executives of the organization, especially in the position of Chief Executive Officer, by establishing the criteria for the succession of critical positions of top executives. In this regard, the executives who are recruited by the aforementioned methods must not have the following prohibited characteristics:

1. A person under receivership by the court or being bankrupt
2. A person who is incompetent or quasi-incompetent
3. A person whose name is on the blacklist who the SET deems inappropriate to be an executive according to the regulations of the SET
4. A person who is currently being accused of any offense regarding unfair actions relating to securities trading or deceitful, fraudulent, or dishonest management under the law on securities and stock exchange; the laws regarding capital business, securities business, and credit foncier business; commercial banking law; life insurance law; or similar financial business laws whether they are Thai or foreign issued by an agency with legal powers
5. A person who has ever received a judgment, has ever been fined, or is being prosecuted for committing any offense mentioned in 4
6. A person who has been fired, dismissed, or laid off because of fraudulent actions

7. A person who has a history of intentionally disguising the financial status or actual performance of a company whose shares are listed securities, or of a company that has offered securities to the public or made false claims or concealed material facts that should have previously been stated in documents that must be disclosed to the public or submitted to the Office of the SEC
8. A person who, while working as a director or executive of a company whose shares are listed securities or a company that has offered securities to the public, shows the lack of honesty, faithfulness, and carefulness in protecting the company's interests and causes severe damage to the company or its shareholders
9. A person who neglects his or her duties to ensure the Company and its subsidiaries do not violate and comply with the laws, the Company's objectives and regulations, and the resolutions of shareholders' meetings

Meeting Attendance and Remuneration for Individual Director

The meeting attendances of the Board of Directors in 2024 are as follows:

Name List	Attendance (Number of meetings attended/ Number of meeting)			
	Board of Directors' Meeting	Type of Meeting		Annual General Meeting Shareholder
		In Person	Via Electronic Media	
1. Mr. Thiraphong Chansiri	8/9	7/9	1/9	1/1
2. Mr. Tin Shu Chan [1]	5/5	4/5	1/5	-[1]
3. Mr. Cheng Niruttinanon	8/9	7/9	1/9	1/1
4. Mr. Shue Chung Chan	9/9	9/9	-	1/1
5. Mr. Thawee Tangchansiri	9/9	9/9	-	1/1
6. Mr. Pichitchai Wongpiya	9/9	8/9	1/9	1/1
7. Mr. Nakorn Niruttinanon	9/9	8/9	1/9	1/1
8. Prof. Emeritus Teerachai Chantarojanasiri	9/9	3/9	6/9	1/1
9. Ms. Anchalee Bunsongsikul	8/9	3/9	5/9	1/1
10. Mrs. Sawita Suwansawat	9/9	3/9	6/9	1/1
11. Werapong Goo Ph., D. [2]	8/8	5/8	3/8	1/1
Director who resigned during the year 2024				
1. Mr. Chaiwat Charoenrujitanon [3]	4/4	3/4	1/4	1/1
2. Mr. Kaweewut Temphuwapat [4]	-	-	-	-

Remark:

1. Mr. Tin Shu Chan was elected as a director in place of Mr. Chaiwat Charoenrujitanon effective from July 1, 2024.
2. Werapong Goo Ph., D. was elected as a director in place of Mr. Kaweewut Temphuwapat effective from January 23, 2024.
3. Mr. Chaiwat Charoenrujitanon resigned from directorship effective from June 30, 2024.
4. Mr. Kaweewut Temphuwapat resigned from directorship effective from January 15, 2024.

Remuneration for individual director

1. Monetary remuneration

The details of monetary remuneration to directors for the year 2024 are as follows:

Name List	Remuneration for Directors (THB)												Total
	Board of Directors		Audit Committee		Risk Management Committee				Nomination Remuneration and Corporate Governance Committee		Sustainability Development Committee		
	Monthly Retainer	Meeting allowance	Monthly Retainer	Meeting allowance	Annual Remuneration[1]	Meeting allowance	Annual Remuneration[1]	Meeting allowance	Annual Remuneration[1]	Meeting allowance	Annual Remuneration[1]	Meeting allowance	
1. Mr. Thiraphong Chansiri	375,000	170,000	-	-	-	-	-	-	-	-	-	-	545,000
2. Mr. Tin Shu Chan [2]	150,000	100,000	-	-	42,000	20,000	-	-	-	-	-	-	312,000
3. Mr. Cheng Niruttinanon	525,000	230,000	-	-	-	-	-	-	-	-	-	-	755,000
4. Mr. Shue Chung Chan	360,000	180,000	-	-	-	-	115,000	10,000	115,000	10,000	-	-	665,000
5. Mr. Thawee Tangchansiri	360,000	180,000	-	-	-	-	-	-	-	-	-	-	540,000
6. Mr. Pichitchai Wongpiya	300,000	180,000	-	-	84,000	40,000	-	-	-	-	-	-	604,000
7. Mr. Nakorn Niruttinanon	300,000	180,000	-	-	84,000	40,000	-	-	-	-	-	-	604,000
8. Prof. Emeritus Teerachai Chantarojanasiri	360,000	180,000	360,000	125,000	-	-	172,500	20,000	172,500	20,000	-	-	1,217,500
9. Ms. Anchalee Bunsongsikul	360,000	160,000	240,000	100,000	180,000	80,000	115,000	10,000	115,000	10,000	-	-	1,245,000
10. Mrs. Sawita Suwansawat	360,000	180,000	240,000	100,000	120,000	40,000	-	-	-	-	-	-	1,040,000
11. Werapong Goo Ph., D.[3]	338,710	160,000	-	-	112,787	40,000	-	-	-	-	-	-	651,497
Director who resigned during the year 2024													
1. Mr. Chaiwat Charoenrujitanon [4]	150,000	80,000	-	-	84,000	40,000	-	-	-	-	-	-	354,000
2. Mr. Kaweewut Temphuwapat [5]	14,516	-	-	-	-	-	-	-	-	-	-	-	14,516

Remarks:

1. Remuneration for the Risk Management Committee and Nomination Remuneration and Corporate Governance Committee are paid annually.
2. Mr. Tin Shu Chan was elected as a director in place of Mr. Chaiwat Charoenrujitanon effective from July 1, 2024.
3. Werapong Goo Ph., D. was elected as a director in place of Mr. Chaiwat Charoenrujitanon effective from January 23, 2024
4. Mr. Chaiwat Charoenrujitanon resigned from directorship effective from June 30, 2024.
5. Mr. Kaweewut Temphuwapat resigned from directorship effective from January 15, 2024.

2. Other remuneration

None

Supervision of Subsidiaries and Associated Companies

The Company has established a policy to supervise the operations of subsidiaries, joint ventures, and associated companies to determine both direct and indirect measures and mechanisms to ensure that the management of subsidiaries is compliance with the Company's policies, laws, announcements, rules, and regulations of regulatory bodies to protect the interests of the Company's investments. The practice relies on the following guidelines:

1. Determine key policies and management systems to ensure that the management guidelines for subsidiaries are consistent and heading in the same direction as the Company.
2. Assign the Company representatives to be directors of subsidiaries, joint ventures, and associated companies according to the shareholding proportion to supervise operations according to regulations, laws, and the Company's policies. The Board of Directors will consider and approve persons to be representative directors.
3. Approve capital increase, amend articles of association and memorandums of association, determine the annual budget, appoint auditors for significant subsidiaries, oversee loan and credit applications, or lending money, dissolve, connected transactions and other transactions that may have conflicts of interest, monitor significant acquisitions or dispositions of assets that the Company must seek approval from the Board of Directors, as well as disclose information or other actions that are not normal business transactions to the SEC or the SET.
4. Monitor and supervise the directors and executives appointed to be directors and executives of subsidiaries, joint ventures, and associated companies to perform their duties according to the laws, regulations, and policies of the Company.
5. Ensure that the subsidiaries submit financial reports, and have internal control system, risk management system, fraud prevention system, and other necessary work systems.
6. Monitor the performance of subsidiaries and associated companies to ensure that their operations truly and continuously meet the Company's plans, budgets, and policies. Monitor connected transactions and other transactions that may have conflicts of interest, significant acquisitions or dispositions of assets, and other actions that they comply with the criteria and relevant notifications of the Capital Market Supervisory Board, the Office of the SEC, and the SET.

As of December 31, 2024, the Company does not have associated companies and joint ventures, but has five subsidiaries (including indirect holding companies) namely U.S. Pet Nutrition, LLC, i-Tail Americas, Inc., Japan Pet Nutrition Co., Ltd., i-Tail Europe B.V. and i-Tail Pet Food (Shanghai) Limited Co.

Monitoring to Ensure Compliance with Corporate Governance Policies and Guidelines

Compliance with Policies and Guidelines on Corporate Governance

The Company places importance on good corporate governance by setting goals, policies, and relevant guidelines in the good corporate governance policy and business code of conduct, including promoting actual practice to build confidence among all groups of stakeholders.

The Board of Directors has monitored the past operations, performance and duties to ensure that operations align with the established strategies and goals. Every department in the Company adheres to good corporate governance, which covers fair labor practices, fair consumer treatment, environmental conservation, maintaining health and safety in the organization, and information security. The Company has wholly followed the guidelines. The Board of Directors has complied with the laws, objectives, regulations, and resolutions of the shareholders' meetings, including adhered to and complied with the principles of good corporate governance of listed companies according to the guidelines set by the SET and the Office of SEC. The details are as follows:

Preventing Conflict of Interest

The Company has established a policy to prevent conflicts of interest for related personnel to perform their duties and make decisions on any business transactions and other matters for the best interests of the Company, shareholders, and investors. The Company should avoid actions that may cause conflicts of interest by following guidelines as follows:

The Company requires that its directors, executives, and employees must not seek personal benefits that conflict with the Company's interests. If there are any conflicts of interest, those involved in the problematic transactions must notify the Company and not participate in or approve such transactions. Actions that may cause conflicts of interest include any operations that compete with the Company, the use of Company's information to seek benefits, and the acts of shareholding or being a director in of other businesses, etc.

The Company requires its directors, executives, and employees to prepare disclosure documents on business operations, their own interests and related persons' interests that may have conflicts of interest with the Company or its subsidiaries, both directly and indirectly, to the Company Secretary once a year or when there are significant changes in the details of the information already disclosed.

Directors, executives, and employees should avoid making transactions that are considered connected transactions according to the Notifications of the Capital Market Supervisory Board, the Office of the SEC, or the SET, which may cause conflicts of interest with the Company.

If the directors, executives, employees, and related persons enter transactions that are considered connected transactions, the Company must comply with the rules, methods, and requirements for disclosure of said connected transactions and the acquisitions or dispositions of the Company and its subsidiaries' assets specified by the Capital Market Supervisory Board, the Office of the SEC, and the SET.

If the connected transaction is not under general trading conditions as approved by the Board of Directors or if its nature and size are beyond the management's control, the Audit Committee will consider and comment on the matter before asking approval from the Board of Directors or shareholders.

Using Inside Information for Personal gain

The Company has operated business by taking into account our shareholders, investors, stakeholders, the economy, and society. To supervise the Company's directors, executives, and employees relating to the use of the Company's inside information for personal gain, a policy is established as a guideline for managing inside information and the practices of the directors, executives, and employees. The policy content can be summarized as follows:

The Company educates its directors and executives relating to their duties to report their holdings and changes in securities held by themselves, their spouses, cohabiting persons, minor children, including juristic persons of which directors and executives collectively have more than 30 percent of the total voting rights. The directors and executives must prepare, disclose, and submit reports on their holdings and changes in securities holdings to the SEC office and submit a copy of this report to the Company Secretary.

Directors and executives, including their spouses, cohabiting persons, minor children, and employees who have received the inside information that affects the price of securities shall be prohibited from trading and persuading others to trade the Company's securities, either directly or indirectly, for at least in advance before the disclosure of the financial statements and/or other material inside information, and shall not trade the Company's securities until at least 24 hours after the public disclosure of said information. The material information that has not yet to be disclosed to the public must not be given to outsiders or persons without relevant responsibilities.

The designated directors, executives, and persons of the Company may conduct transactions related to the Company's securities during the period of suspended trading of securities if such persons are in a situation of necessity. A memorandum must be prepared to state the reasons and submitted to the Company for approval, and the securities must be traded within three business days of receiving a written approval notification.

In addition, the Company has implemented appropriate internal control to limit access to the inside information that has yet to be disclosed to the public which shall only be given to the related directors, subcommittee members, executives and employees.

Anti-Fraud and Corruption

The Company has established an anti-corruption policy as a guideline for conducting business with integrity by adhering to the importance of social responsibility and all stakeholders under the principles of good corporate governance, and the transparent business operations. The Company has internal control and audit systems to reduce the chance of corruption within the organization. On April 11, 2023 the Company declared the intent to join Thailand's Private Sector Collective Action Coalition against Corruption (Thai CAC). This reflects our intention and determination to prevent fraud and corruption in all forms. The Company requires directors, executives, or employees to perform their duties without relying on or allowing others to exercise the power of their positions, either directly or indirectly, in order to gain unlawful benefits to oneself or others or to create undesirable outcomes for others.

In 2024, the Board of Directors revised and developed the anti-corruption system to align with the current business environment. The Company also applied for certification as a member of the Thai Private Sector Collective Action Coalition Against Corruption (CAC). This promotes thorough consideration and appropriate practices in business decisions that may pose corruption risks. Additionally, the Risk Management Committee reviewed and provided opinions on the assessment of corruption risks and the current operational processes to prevent such risks. On December 30, 2024, the Company was certified as a member of the Thai Private Sector Collective Action Coalition Against Corruption.



On September 6, 2024, the Company participated in an online seminar for Thailand's Anti-Corruption Day 2024 titled "Transparent Corruption: ESG...G as if Invisible", organized by the Anti-Corruption Organization of Thailand (ACT). Additionally, on December 9, 2024, the Company and Thai Union Group demonstrated their commitment on International Anti-Corruption Day 2024, which was organized by the Office of the National Anti-Corruption Commission (NACC) at Muang Thong Thani.



During the New Year festive season, the Company announced "No Gift Policy" on our website and communicate to all employees to enhance good practices within the organization. This ensured that all employees fulfil their duties without personal interest and commit to good corporate governance practices.

In December 2024, the Company communicated knowledge about the corporate governance and anti-corruption policies to all executives, and employees (100 percent) through company announcements on internal communication channels, and Town Hall meetings. These meetings provided an opportunity for executives and employees at all levels to meet and exchange views. The communications helped raise awareness about the practices of giving and receiving gifts and promoted ethical conduct in operations.

The Company also provides channels for whistleblowing and complaints of dishonest or corrupt acts. In addition, the Company is committed to ensuring that no employees suffer demotion or other adverse consequences or incur any kind of penalty for refusing to pay bribes. There are measures to protect and maintain the identities of whistleblowers and complainants. If the Company finds people who have committed bribery, fraud, and corruption, or policy violations, it will assume that said persons have violated the Company's work regulations and are subject to disciplinary actions or persecution according to the relevant laws if their actions are illegal.

Duties and Responsibilities

1. The Board of Directors is responsible for auditing and ensuring that the Company's business operations are transparent, verifiable, and in compliance with the policies, guidelines, and procedures about fraud and corruption prevention. The Audit Committee oversees the internal control system covering financial and operational aspects of accounting, data records, and other methods involved in anti-corruption measures. The Audit Committee provides channels for complaining about or whistleblowing actions that may lead to corruption, gives advice on compliance with anti-corruption measures, and regularly reports the audit results to the Board of Directors.
2. The Executive Committee and executives are responsible for implementing this anti- corruption policy and raising awareness about the policy among stakeholders inside and outside the organization by establishing appropriate management systems and measures to supervise and promote the Company's operations. The Executive Committee and executives regularly review and adjust the anti-corruption system and measures according to the changes in the relevant laws and the industry.
3. The employees at all levels implement anti-corruption policies when performing their duties and report the fraudulent acts or corruption risks through providing channels.

General Practice

1. Directors, executives, and employees must perform their duties independently and must not allow other people to exercise the power of their positions, whether directly or indirectly, in order to gain unlawful benefits for organization, themselves or others.
2. In addition to other people performing their assigned duties, the actions in clause 1 also include:
   - Giving or receiving gifts or hospitalities
   - Giving or accepting cash or cash equivalent
   - Offering or taking bribes
   - Embezzlement
   - Money laundering
   - Inhibition or obstruction of judicial and legal processes
   - Political contributions
   - Charitable contributions and sponsors

As of December 31, 2024, the Company had not received reports of bribery, fraud, or corruption.

Personal Data Protection Policy

The Company gives utmost concern to the protection of the personal data of customers, staff, employees and all stakeholders. To this end, the Company has announced the Personal Privacy Notice on the collection, usage and disclosure of personal information, as well as adoption of the Personal Data Protection Policy of Thai Union. These policies apply not only to the operation of the Company's personnel, but also that of business partners and other persons who are required to access and analyse the personal data in place of or on behalf of the Company. The Company gives assurances that all such undertakings are done correctly, with the persons who have disclosed their data acknowledging the objective

and details of the personal data, while being confident in the Company's operation concerning their personal data

Practices for the Operation of The Company's Personal Data Controller

To abide by the law and regulations concerning personal data protection and to avoid the unwanted deletion, access, usage, change, modification and disclosure of personal data without appropriate authorization, the Company has adopted the Personal Data Protection Policy of Thai Union in our operations and established the Personal Data Inventory to analyse the personal data in the Company according to the data flows, and categorize the data based on risk and the severity of impact to the data owners' rights and liberty should the data be leaked. The Company also bases all their decisions to analyse the personal data on a legal basis. Guidelines and steps on how to inform the data owners about the collection of personal data via the privacy notice and consent form are also laid out. This includes the request to access the personal data, the formulation of regulation to preserve personal data security, thus the data owners ensure that the Company realizes the importance of personal data protection. The Company is committed to maintaining the confidentiality, integrity and availability of all personal data collected, while making sure that the data is protected in accordance with relevant law and regulations.

Whistleblowing

The Company has established a policy on complaints and whistleblowing to enforce against its directors, executives, employees, customers, contractors, and stakeholders. The Company has established a reliable process, methods, and channels for the Company's employees, customers, contractors, and stakeholders to inform the Company about any misconduct involving the directors, executives, employees, and representatives of the Company. Complainants or whistleblowers, witnesses, and other persons who provide information will have their rights protected and defended according to the law or the guidelines set by the Company. Complaints or whistleblowing must be made in good faith, not as libels or threats.

Moreover, the Board of Directors has provided complaint channels for stakeholders who have been affected by the damage caused by the Company's operations or by any employees or groups committing fraudulent or illegal activities. The complaints can be filed at:

1. Suggestion and complaint boxes
2. Directly submit verbal or written complaints to:
   - Supervisors at all levels who are trusted by the complainants
   - Human resources manager
   - Company Secretary
   - The Board of Directors
   - The Audit Committee
3. The Company's website: https://www.i-tail.com/en/investor-relations/corporate-governance/whistleblowing-form
4. By post: send directly to the Chairman of the Audit Committee / Head of Internal Audit
   i-Tail Corporation Public Company Limited
   979/92-94, 29th Floor, SM Tower,
   Phaholyothin Road, Phayathai Sub-district
   Phayathai District, Bangkok 10400
   Tel. 02-2980029



When the Company has received information or complaints from stakeholders, the Company will conduct preliminary investigation before proposing to the Audit Committee or coordinating with relevant parties. The relevant parties will gather evidence and information, investigate the fact and consider the corrective action. The investigation must be transparent and fairness. If it is found to be truthful, the Company will act according to the Company's regulation by verbal warning, written warning or dismissal. In 2024, the Company received two whistleblower reports regarding non-compliance with the Company's policies. The Human Resources Department and Sustainability Development Department of Thai Union Group conducted a joint review, followed by an independent assessment of the findings and corrective actions. The matters have since been addressed and resolved in accordance with its policies.

Audit Committee Report

Dear Shareholders,

The Audit Committee of i-Tail Corporation Public Company Limited ("the Company") comprises three independent directors who are highly qualified individuals with knowledge, skills, and qualifications as specified by the Securities and Exchange Commission ("the SEC").

The Audit Committee is responsible for supporting and acting on behalf of the Board of Directors in overseeing good corporate governance ensuring that company operations comply with regulations and code of conduct, and internal controls are effectively implemented preventing conflicts of interest and fraud. It also oversees the accuracy and reliability of the accounting system, financial reporting, and supervises the operations of the internal audit unit.

During the year 2024, the Audit Committee held a total of five meetings with the Company's management and both the internal and external auditors. All the Audit Committee members attended these meetings. List of the Audit Committee members and the number of meetings attended are shown below;

Name	Position	Status	Meeting Attendance
1. Prof. Emeritus Teerachai Chantarojanasiri	Chairperson of Audit Committee	Independent director	5/5 (100%)
2. Ms. Anchalee Bunsongsikul	Member of Audit Committee	Independent director	5/5 (100%)
3. Mrs. Sawita Suwansawat	Member of Audit Committee	Independent director	5/5 (100%)

The Audit Committee carried out its duties with independence in accordance with the defined roles and responsibilities set forth in the Audit Committee Charter approved by the Board of Directors. The Audit Committee's performances are summarized below.

1. Review of Financial Statements

The Audit Committee reviewed the quarterly financial information, separate financial statements and the consolidated financial statements of the Company and its subsidiaries for the year 2024 with the Company's management and external auditors. The external auditors expressed an unqualified opinion on the financial statements. The Audit Committee is of the opinion that the Company's financial statements were presented fairly, in accordance with Thai Financial Reporting Standards, which is in conformance with the International Financial Reporting Standards. The disclosures of information were also adequate, complete and reliable.

During the year 2024 the Audit Committee conducted a private meeting with the external auditors without the presence of the Company's management. The purpose of this meeting was to consult and discuss independently the matters regarding information and support provided during auditing, the annual audit plan, scope and audit methodologies, key audit matters along with problems or difficulties in performing their duties. The external auditors confirmed their independence with no issues in performing duties as they received good cooperation from both the management and the operational personnel. In addition, the Audit Committee received the report from the external auditors that they did not find any suspicious events affecting the Company's financial statements or any suspicious circumstances in which a director, executive, or other person responsible for the Company's operations might be suspected of committing an offense under Section 89/25 of the Securities and Exchange Act (including all amendments).

Furthermore, the Audit Committee reviewed the preparation of Management Discussion and Analysis ('MD&A') to ensure that it contained accurate information, complete and beneficial to shareholders and general investors in making investment decisions.

2. Review of the connected transactions, acquisition/disposition transactions, or transactions that might have led to a conflict of interest

The Audit Committee reviewed and provided opinions regarding the Company's connected transactions and transactions that might have led to a conflict of interest, as presented by the management. The Audit Committee duly considered and concluded that these transactions were reasonable as normal business activities being made in the best interests of the Company, and complied with both the Company's policy and the related regulations defined by regulatory units and the Stock Exchange of Thailand. Disclosures of information were also accurate, complete, and adequate.

3. Review of the corporate governance and regulatory compliance

The Audit Committee reviewed the Company's compliance with the Securities and Exchange Act, the Stock Exchange of Thailand's regulations, and the laws relevant to the Company's business operations and the engagement into connected transactions and/or transactions that might led to the conflicts of interest. The Audit Committee also emphasized and advised the management on promoting practices of the Corporate Governance Policy and other relevant policies, e.g., Code of Conduct, Prevention of Conflict of Interests Policy, Connected Transaction Policy and Procedures, Anti-Corruption Policy, Insider Policy, Whistleblowing Policy, etc.

In addition, the Audit Committee conducted a self-assessment to evaluate its performance, according to the good governance principles, by using the evaluation form stipulated in the SEC's Audit Committee Handbook. The evaluation results were satisfactory.

4. Review of the risk management system

The Audit Committee reviewed the effectiveness of the risk management system through the Risk Management Committee, which comprises three independent directors and three executive directors. One of the Audit Committee members, an independent director, was appointed as the Chairwoman of the Risk Management Committee. The Risk Management Committee has performed these tasks on a quarterly basis: reviewing of the risk management framework, reviewing and monitoring over the risk management process, assessing the likelihood and impact of significant risks that might occur, considering various measures to mitigate those risks to an acceptable level aligning with internal and external environments of the Company.

5. Review of the internal control system

The Audit Committee reviewed and assessed the results of the Company's internal control system audits encompassing both operational and IT processes as well as the effectiveness of management's remedial actions. The Audit Committee also reviewed the effectiveness of the Company's internal control system using the SEC's guidelines and concluded that it was adequate and appropriate for the Company's business operations. This assessment aligns with the internal audit findings which revealed no indications of fraud or significant control weaknesses. The Company and its subsidiaries have implemented adequate and appropriate internal control systems that support the achievement of their strategic, operational, reporting, and compliance objectives. The Company and its subsidiaries had robust monitoring systems in place to oversee their operations. These are consistent with the external auditor's opinion, which did not identify any material deficiencies affecting the Company's financial statements.

6. Internal audit and IT audit

The Audit Committee oversaw the internal audit unit ensuring its independence, including the appointment of qualified and experienced personnel to lead and perform the internal audit functions. The Audit Committee reviewed and approved the internal audit charter and the annual internal audit plan including IT audits conducted by qualified IT auditors focusing on high-priority risks (Risk-based Approach) ensuring effectiveness of operational and IT audits. The Audit Committee reviewed the internal audit performance results and internal audit plan on a quarterly basis and regularly provided guidance to the internal auditors and supported their continuous development according to the professional standards.

7. Appointment of the Company's external auditors and their audit fee for the year 2025

To support external auditors in maintaining their independence and enhance the reliability of financial statements for users, the Audit Committee conducted a review of external auditors selection. Key considerations included the auditor's independence, expertise, knowledge of the Company's business, the quality of their work and qualifications, the appropriateness of the audit fees, auditor rotation requirements and the SEC guidelines. The Audit Committee recommended that the Board of Directors propose the appointment of Ms. Sujitra Masena, Certified Public Accountant no. 8645, and/ or Ms. Sawitree Ongksirimemongkol, Certified Public Accountant no. 10449, and/or Ms. Chaowanee Chaisanga, Certified Public Accountant no. 12663, and/ or Ms. Sirinuch Surapaitoonkorn, Certified Public Accountant no. 8413 from KPMG Phoomchai Audit Co., Ltd. ("KPMG") as the Company and its subsidiaries' external auditor for 2025 at the Annual General Meeting of Shareholders. Any of the 4 auditors who have been approved by the SEC can conduct the audit and express an opinion on the Company's financial statements. In the absence of the above-mentioned auditors, KPMG has to nominate another external auditor within KPMG to the Audit Committee above-mentioned for consideration before carrying out the work.

In conclusion, the Audit Committee fulfilled its duties in overseeing and reviewing the Company's operations in accordance with the scope of responsibilities in accordance with its charter, including providing valuable insights and recommendations based on its expertise exercising due care and independence. With full cooperation from the Company's management, the Audit Committee is of the opinion that the Company demonstrates a strong commitment to operational efficiency and effectiveness, continuously improving its operations to adapt to the evolving business environment. The Company's financial statements were presented fairly and reliable, in accordance with Financial Reporting Standards with complete and adequate disclosure of all material information. Furthermore, the Company maintains robust internal control and risk management systems with no material weaknesses that could affect the Company's financial statements, business operations, and compliance with applicable laws and regulations.

Prof. Emeritus Teerachai Chantarojanasiri
Chairperson of the Audit Committee



Performance Summary of Other Sub-Committees

Risk Management Committee

List of members of the Risk Management Committee and number of meeting attendance in 2024

Name List	Position	Status	Meeting Attendance
1. Ms. Anchalee Bunsongsikul	Chairperson of the Risk Management Committee	Independent Director	4/4
2. Mrs. Sawita Suwansawat	Member of the Risk Management Committee	Independent Director	4/4
3. Werapong Goo Ph.D. [1]	Member of the Risk Management Committee	Independent Director	4/4
4. Mr. Tin Shu Chan [2]	Member of the Risk Management Committee	Director	1/2
5. Mr. Pichitchai Wongpiya	Member of the Risk Management Committee	Director	4/4
6. Mr. Nakorn Niruttinanon	Member of the Risk Management Committee	Director	4/4
7. Mr. Chaiwat Charoenrujitanon [3]	Member of the Risk Management Committee	Executive	4/4

Remarks:

1 Werapong Goo Ph.D. was appointed as a member of the Risk Management Committee on January 23, 2024

2 Mr. Tin Shu Chan was appointed as a member of the Risk Management Committee on July 1, 2024

3 Mr. Chaiwat Charoenrujitanon retired on December 31, 2024.

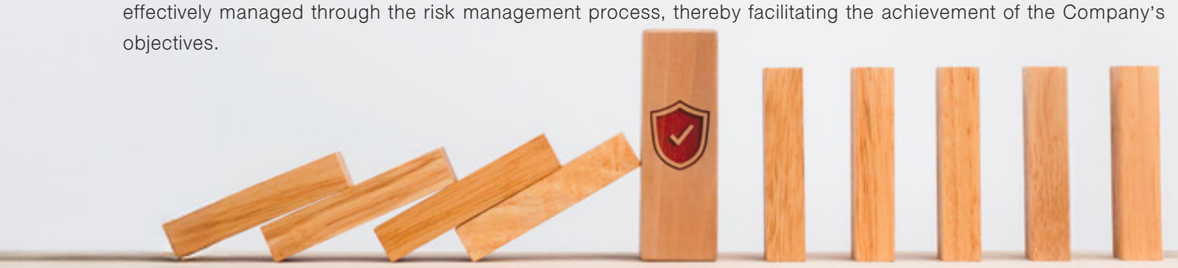
Report of the Risk Management Committee

Dear Shareholders,

The Board of Directors has appointed the Risk Management Committee to supervise the efficiency and effectiveness of the overall risk management of the organization and investment risk management process. The committee's goals are to increase positive outcomes and opportunities, reduce negative impacts and risks that affect operations, enhance the flexibility of the organization, and improve the utilization of resources.

Throughout the year 2024, the Risk Management Committee executed its responsibilities in accordance with the Charter of the Risk Management Committee and the principles of good corporate governance. The Committee has thoroughly reviewed the mitigation plans for risks and uncertainties that may affect business operations and has provided the Company with sufficient and appropriate advice on risk management.

The Risk Management Committee has assessed the efficiency and appropriateness of the risk management framework and processes and has received full support from the management. Significant risks have been identified and effectively managed through the risk management process, thereby facilitating the achievement of the Company's objectives.



The Risk Management Committee held a total of 4 meetings with the management team. The key performance outcomes from these meetings can be summarized as follows:

The Consideration of Risks and Risk Mitigation

The Company is currently facing various challenges arising from rapidly evolving business environments, both internally and externally. These challenges include the competitive landscape in the pet food industry, adverse economic conditions, competition in innovative products, exchange rate volatility, interest rate adjustments, and changes in government policies or regulations. These factors have direct and indirect impacts on the Company's operating results, particularly affecting customers' demands, research and development of innovative products, volatility in raw material and packaging costs, rising labor costs, and legal compliance.

In response, the Risk Management Committee has monitored various risks and the implementation of risk mitigation. The Committee has also tracked key risk indicators that could affect the Company's key performance indicators. This has been done to enhance the effectiveness of risk management across the entire group of companies and to ensure that the existing risk mitigation measures are comprehensive and support the continuous and sustainable operation of the business.

In 2024, the Risk Management Committee considered the following matters:

1. Considered corporate risks and risk mitigation strategies that align with the ever-changing external and internal environments. This was done to control risks to an acceptable level and implemented appropriate risk mitigation measures. The details are as follows:

   1.1 Strategic Risks – industry competition, innovation uniqueness, and customer concentration

   1.2 Operational Risks –raw material price, conversion cost, product quality, human resource management, and cyber threats

   1.3 Legal and Compliance Risks – compliance with laws and regulations, various regulations of foreign countries where the company operates or delivers products to customers, and possible changes in laws related to the business

   1.4 Financial Risks – foreign exchange rate and treasury management

2. Evaluated and provided recommendations or comments on fraud and corruption risk assessment as well as the operational process in mitigating these risks. This was done to ensure that the Company has implemented an appropriate internal control system and maintains transparent and traceable operations. The Company has submitted the risk assessment to certify as a member of Thai Private Sector Collective Action Against Corruption (CAC).

3. Monitored the potential risks involved in an important investment project, including the construction of an automated warehouse in Songkhla province, to ensure that the investment project meets the established objectives.

4. Monitored the significant key risk indicators that may impact the Company's business and t key performance indicators. This was done to ensure that the Company could promptly adapt to rapidly changing business environment as well as achieve its business objectives under the volatile circumstances of the economy and pet food industry.

5. Reported the status of key risks, risk mitigation plans, and provided recommendations to the Board of Directors on a quarterly basis.

Embedding Risk Management in the Company Culture

The Risk Management Committee has encouraged company executives to communicate risk management policies in all departments; thus, employees have acknowledged and complied with the policy to embed risk management culture in our company.

In 2024, the Risk Management Committee conducted various activities as follows:

1. Supervised and ensured the efficiency and effectiveness of the risk management process by assigning risk management team gather information and perform a Group risk assessment.
2. Promoted risk awareness by assigning executives or risk owners to report on risk mitigation measures during the Committee's quarterly meetings.
3. Advised the management team to report on the risk trends and monitor the progress of risk mitigation measurement on a quarterly basis. The Committee also regularly provided suggestions on the risk management plan.
4. Advised the management team to assess the effectiveness of risk management by reviewing risks, opportunities, uncertainties, performance, the risk levels, and key risk indicators. This was done to enhance the risk management of the entire company group.
5. Assigned responsible function or department to regularly organize training sessions to enhance knowledge and understanding of risk management for executives and employees. Training was also arranged for executives and employees in our subsidiaries.
6. Implemented appropriate risk assessments and set risk mitigation measures for subsidiaries.

Next Step

Effects from various circumstances can cause many uncertainties. Nevertheless, the Company is prepared to adapt to new rapidly changing business trends. The Company, therefore, plans to increase the efficiency of risk management as follows:

1. Develop risk management to create sustainable business growth and support the Company's goal of becoming one of the largest global pet food manufacturers. The Committee will consider the risk factors affecting strategies or operations to achieve the Company's strategic plan and goals.
2. Support the management in analyzing and assessing climate-related risks, as well as Environmental, Social, and Governance risks (ESG Risk), and global minimum tax risks. The Company collaborates with Thai Union to manage and minimize the impacts of these risks.

The Risk Management Committee has considered the risks and then performed duties as assigned by the Board of Directors. The Committee has done so with knowledge, competence, care, and prudence. In addition, the Committee has provided various suggestions for the utmost benefit of the Company, shareholders, and all stakeholders.

Ms. Anchalee Bunsongsikul
The Chairperson of the Risk Management Committee

Executive Committee

The list of committee members and their meeting attendance performance in 2024.

Name	Position	Status	Meeting Attendance
1. Mr. Tin Shu Chan [1]	Chairperson of Executive Committee	Board Member	11/11
2. Mr. Pichitchai Wongpiya	Executive Director	Board Member	23/23
3. Mr. Nakorn Niruttinanon	Executive Director	Board Member	22/23
4. Mr. Chaiwat Charoenrujitanon [2]	Executive Director	Executive	23/23
5. Mr. Pornchai Tatiyachaitaweesuk	Executive Director	Executive	22/23

Remarks:

1 Mr. Tin Shu Chan was appointed as Chairperson of the Executive Committee on July 1, 2024

2 Mr. Chaiwat Charoenrujitanon retired on December 31, 2024.

Report of the Executive Committee

Dear Shareholders

The Board of Directors approved establishing the Executive Committee to allow for flexibility in the administration and for the committee to act on behalf of the Board of Directors. The Executive Committee consists of three board members and two executives, a total of five persons who are knowledgeable, competent, and experienced in the pet food business.

In 2024, the Executive Committee held a total of 23 meetings. The Committee performed duties in driving and supporting the Company's business operations to align with strategic objectives and achieve the expected outcomes. The efforts were focused on creating a positive impact on the organization and its stakeholders while operating within the scope of responsibilities and authority outlined in the Executive Committee Charter. The key functions performed by the Executive Committee included the following:

1. The Executive Committee reviewed, provided guidance, and approved business plans that addressed market changes, challenges, and emerging business opportunities. This included closely monitoring the performance of the Company and its subsidiaries to ensure alignment with established strategic plans and goals. In addition, the Committee reviewed the 2024 annual budget to ensure its adaptability to evolving market conditions.
2. The Executive Committee evaluated the Transformation project to support strategic planning and identify new business opportunities. This included employees' skills and capabilities enhancement to strengthen organizational performance and accommodate business growth. The Committee further proposed the initiative to the Board of Directors for approval.
3. The Executive Committee reviewed and refined the Delegation of Authority framework to ensure its suitability and alignment with current operations. This updated framework was submitted to the Board of Director for approval. The Committee oversaw the implementation of operations within the approved framework, contributing to more efficient decision-making and enabling the Company to respond promptly to rapidly changing business conditions.
4. The Executive Committee reviewed the Company's Cash Management Policy to ensure consistency with current operations, enhance efficiency, and maintain financial stability. The policy was submitted to the Board of Directors for approval.
5. The Executive Committee considered and approved organizational restructuring and appointment of executives to support business expansion and capitalize on opportunities across diverse market segments. These decisions were made within the Delegation of Authority framework approved by the Board of Directors.
6. The Executive Committee considered and approved capital investment expenditures within the scope and authority in accordance with the Company's direction and strategies. Additionally, the Committee supervised the investment project to achieve their intended objectives, with a focus on enhancing competitive capabilities and generating sustainable returns for the business.
7. The Executive Committee defined the organization's strategy, goals, and the Operating Master Plan, along with the annual budget and the 2025 investment budget. In addition, the Committee established key success metrics for the Company and each unit for 2025, ensuring that all units have clear objectives and can operate effectively towards achieving them.
8. The Executive Committee carried out duties as assigned by the Board of Directors and supported key projects that strengthen the Company's business.

Mr. Tin Shu Chan
The Chairperson of the Executive Committee

Nomination, Remuneration and Corporate Governance Committee

List of members of the Nomination, Remuneration and Corporate Governance Committee and number of meeting attendance in 2024

Name List	Position	Status	Meeting Attendance
1. Prof. Emeritus Teerachai Chantarojanasiri	Chairperson of the Nomination, Remuneration and Corporate Governance Committee	Independent Director	1/1
2. Ms. Anchalee Bunsongsikul	Member of the Nomination, Remuneration and Corporate Governance Committee	Independent Director	1/1
3. Mr. Shue Chung Chan	Member of the Nomination, Remuneration and Corporate Governance Committee	Non-Executive Director	1/1

Report of the Nomination, Remuneration and Corporate Governance Committee

Dear Shareholders,

The Board of Directors appointed the Nomination, Remuneration and Corporate Governance Committee on February 15, 2024 to oversee the nomination and remuneration process of company directors, subcommittee members, and executives. The Committee also considers corporate governance policies and practices. The Committee comprises two independent directors and one non-executive director.

In 2024, the Nomination, Remuneration and Corporate Governance Committee held one meeting and executed its responsibilities in accordance with the Charter of Nomination, Remuneration and Corporate Governance Committee. The essence of the Committee's duties are as follows:

Recruitment and Criteria for Appointing Company Directors

- Recruited an individual to serve as a director to replace those who resigned in 2024. Individual was chosen by considering qualifications, experience, and expertise that aligned with the Company's strategies and business direction. The committee then proposed these candidates to the Board of Directors for consideration and approval for appointment as company directors and members of sub-committees.
- Considered granting shareholders the right to propose meeting agendas and nominate qualified candidates as directors for consideration at the 2025 Annual General Meeting of Shareholders, from August 26, 2024, to January 6, 2025. The Company has published the criteria in exercising the rights through the Stock Exchange of Thailand's electronic system and on the Company's website. However, by the end of the specified period, no shareholders had proposed any individuals for consideration as directors or proposed any agendas for the 2025 Annual General Meeting of Shareholders.

Corporate Governance system and the review of related policies

- Review and improve the corporate governance policy, including providing recommendations for practical implementation to continuously enhance the Company's corporate governance system. This was done in accordance with current business operations and promote awareness among executives and employees regarding conducting business according to good corporate governance principles.
- Review the Charter of the Board of Directors, including the scope, duties, and responsibilities of the Chief Executive Officer. This is to update the responsibilities and board of director meetings to align with the revised corporate governance policy.

The Nomination, Remuneration and Corporate Governance Committee has performed duties as assigned by the Board of Directors with knowledge, competence, care, and prudence for the utmost benefit of the Company, shareholders, and all stakeholders.

Prof. Emeritus Teerachai Chantarojanasiri

Chairperson of the Nomination Remuneration and Corporate Governance Committee

Statement of the Board of Director's Responsibilities for the Financial Statements

Dear Shareholders,

The Board of Directors hereby expresses its responsibility to ensure that the financial statements of i-Tail Corporation Public Company Limited and the consolidated financial statements of i-Tail Corporation Public Company Limited and its subsidiaries, as contained herein genuinely and reasonably reflect their actual financial position and operating results. These are based on accounting principles which require accurate, complete, and adequate recording of accounting items in every aspect. The aforementioned financial statements are prepared in accordance with the generally accepted accounting standards, using careful judgement and the best estimation. The adequate disclosure of all important information in notes to the financial statements is in accordance with the updated accounting standards for the Company's shareholders and investors. Independent auditors have unqualifiedly expressed their opinions on our financial statements in the independent auditor's report.

The Board of Directors has appointed the Audit Committee which comprises independent directors who are responsible for reviewing the financial reports, internal controls and internal audit, risk management system, and disclosure of related party transactions, in compliance with the regulations of the Securities and Exchange Commission and the regulations of the Stock Exchange of Thailand. All of the Audit Committee's opinions on these issues have been presented in the Audit Committee Report included in this 56-1 One Report.

The financial statements and consolidated financial statements of the Company and its subsidiaries have been audited by an independent auditor, Ms. Sujitra Masena CPA # 8645 from KPMG Phoomchai Audit Ltd. She has provided assurance that she retained an independence to work without being impeded, and received full support from the Company's management and personnel to conduct the audits and express an opinion in accordance with generally accepted auditing standards. The independent auditor's opinion is presented in the independent auditor's report included in this 56-1 One Report.

The Board of Directors believes that the Company's overall internal control system has functioned ata satisfactory level and has ensured the credibility and reliability of the financial statements and consolidated financial statements of the Company and its subsidiaries for the year endingDecember 31, 2024. The financial statements present the Company's financial position, operating results, changes in shareholders' equity and cash flows fairly, in all material respects and in a reliable manner so that such statements are in compliance with the generally accepted accounting principles and all governing laws and regulations.

Thiraphong Chansiri
Chairman

Pichitchai Wongpiya
Chief Executive Officer



Internal Control and Connected Transactions

Internal Control and Connected Transactions



Internal Control

Opinion of the Board of Directors regarding the internal control system

i-Tail recognizes the importance of having a robust and effective internal control system that aligns with Corporate Governance principles. At the meeting of the Board of Directors no. 1/2025 held on February 13, 2025, the Board of Directors assessed the adequacy of internal control system based on the self-assessment form developed by the Securities and Exchange Commission ("the SEC") aligning with the COSO 2013 internal control framework (Committee of Sponsoring Organizations of other Treadway Commission) which has also been considered by the Audit Committee. After reviewing the Company's internal control system with the management, the Board of Directors concluded that the Company's internal control systems were adequate and effective and had no material deficiencies. The Company has allocated sufficient resources to ensure that the policies, systems, and procedures are implemented effectively. The Company has put in place an adequate and effective monitoring system to safeguard the Company's and its subsidiaries' assets from misappropriate use by the directors or management as well as to manage transactions with individuals who may have conflicts of interest and with connected parties. Key internal control components of the Company are summarized as follows:

1. Control Environment

- The Board of Directors is composed of members with diverse expertise and experience. More than one-third of the Board of Directors are independent. The Board of Directors has the roles and responsibilities for providing strategic direction as well as overseeing the Company's operational management, ensuring that the objectives are achieved effectively and efficiently. Sub-committees of the Board of Directors had been appointed and assigned to oversee and supervise matters related to internal audit and risk management.
- The Board of Directors and the management place great importance on strong control environment and corporate culture, and therefore, had developed a Corporate Governance Policy and Code of Conduct, that outline best practices in various areas. These policies have been consistently communicated to directors, executives and employees for their acknowledgement and adherence. They are also made available to the public on the Company's website.
- The Audit Committee, a sub-committee of the Board of Directors, is primarily responsible for reviewing the accuracy of financial statements, compliance with laws and regulations, and the effectiveness of internal controls and risk management systems. The internal audit unit, which is independent and reports directly to the Audit Committee, assesses the adequacy of internal controls and provides recommendations for improvement.
- Corporate Governance policy clearly defines the roles, responsibilities, and authorities of both the Board of Directors and management. It also specifies matters that require the Board of Directors' approval and those that can be delegated to the management. This ensures a balance of power and promotes transparency and fairness, considering the interests of all stakeholders.
- The Company has established an organizational structure and reporting lines that are appropriate for

achieving its objectives, all under the oversight of the Board of Directors. Responsibilities are assigned based on each employee's skills and competencies, and clear lines of authority are defined. Moreover, the Company has implemented a strong segregation of duties to ensure checks and balances. The company requires all employees at all levels to be responsible for adhering to the internal control system and the independent internal audit unit is in place to review for compliance.

- The Company has established a human resources policy aimed at attracting and retaining talented individuals. The policy emphasizes employee development, performance evaluation, compensation and benefits, and regular communication. Furthermore, the Company has a process in place for overall workforce planning, both short-term and long-term, including succession planning with established criteria and procedures for selecting qualified talents/successors in a fair manner.

2. Risk Assessment

- Recognizing the significance of managing risks that could impact on the achievement of its objectives, the Company established the Risk Management Committee comprising three independent directors and four executives directors. The Chairperson of the Risk Management Committee is an independent director and a member of the Audit Committee. With support from the Risk Management Team, the Risk Management Committee oversees enterprise-wide risk and operational risk management as per the Risk Management policy and Framework approved by the Board of Directors, aligned with the COSO's Enterprise Risk Management (ERM) Framework.
- The Company conducts regular Risk Management Committee meetings to analyze, assess, and identify various risks at both the enterprise and operational levels. It also establishes mitigating measures, develops key risk indicators (KRIs), reviews, monitors, and reports the risk management results to the Board of Directors on a quarterly basis.
- The Company assesses the risk of fraud and has established the Anti-Corruption Policy as a guide for anti-corruption practices. Employees are encouraged to report any suspected instances of corruption through designated channels. Furthermore, the Company declared its commitment to join the Thai Private Sector Collective Action Against Corruption (CAC) in 2023 and has become a certified CAC member since December 30, 2024.

3. Control Activities

- The Company has established a Delegation of Authority which clearly defines the authority and approval limits of the Company's Board of Directors and the management. The Company also established a Connected Transactions Policy and guidelines for reporting vested interests of directors, executives, and related persons to prevent conflicts of interest that may arise from transactions between the Company and any related parties.
- The Company implemented control activities appropriately at all levels, including establishing documented policies and standard operating procedures. These documents specify work instructions, responsible persons, segregation of duties and related documents, as well as specific level of approval limits. A combination of preventive, detective, manual, and automated controls has been aptly deployed to mitigate risks.
- The Company receives support services related to Information Technology systems from Thai Union Group, with established IT general controls that aligned and are in compliance with the Thai Union Group's Information Technology Policy and Information Security Policy. These covers internal control activities for IT infrastructure, procurement and development of IT systems and user support to ensure the security and reliability of the Company's IT systems. Additionally, the Company has implemented measures to ensure compliance with the laws, rules and regulations relevant to its business operations.

4. Information & Communication

- The Company places a strong emphasis on data quality to support effective internal controls and therefore implemented information systems that can accurately, completely and timely collect and process both internal and external data to support all business operations and generate essential reports for efficient management.
- The Company provides the Board of Directors and its sub-committees with adequate information to make informed decisions. Reports are distributed well in advance of meetings, and detailed meeting minutes are maintained and archived by the Company Secretary for future reference.
- The Company has established multiple communication channels to ensure that important information is reliable, secure, and effectively disseminated to all employees. These channels include town hall meetings, intranet, email, digital noticeboard, and new employee orientation
- The Company has established an Corporate Governance Policy to provide guidance when disclosing any of the Company's significant information to external parties, ensuring that such information is accurate, complete, transparent, and timely. The Investor Relations department is responsible for coordinating the communication of financial and other material information to external stakeholders.
- The Company has implemented a Whistleblowing Policy, providing multiple channels for reporting misconduct and complaints, including telephone, mail, email, and the Company's website. All complaints are directed to the Chairman of Audit Committee and the head of internal audit unit for investigation and follow-up. Additionally, employees can report misconduct through the Company's Speak Out system and Thai Union's ethics hotline. This ensures that all complaints are handled confidentially, fairly, and timely, fostering trust among employees and external stakeholders.

5. Monitoring Activities

- The Company has implemented a system for monitoring and evaluating the performance and effectiveness of internal control systems to achieve departmental and organizational objectives. The Board of Directors receives monthly performance reports comparing actual results against plans and budget.
- Internal audit unit is responsible for monitoring and assessing the internal control system. For areas needed improvement identified, internal auditor follows up and coordinates with management to develop corrective action plans to mitigate risks. This ensures that the Company maintains a robust and effective internal control system. Internal auditor reports its findings to the Audit Committee on a quarterly basis.
- The Audit Committee regularly reviews audit results and financial statements with the Company's external auditors. At least once a year, the Audit Committee meets with the external auditors and internal auditor, without the presence of the management, to enhance the effectiveness of oversight activities.

In addition, performing the audit of the consolidated and separate financial statements of the Company and its subsidiaries for the year ended December 31, 2024 as an independent certified public accountants in conformance with Thai Standards on Auditing ("TSAs"), the Company's auditor, KPMG Phoomchai Audit Co., Ltd., has exercised a professional judgment and maintained professional skepticism throughout the audit process.



The audit included identifying and assessing the risk of material misstatement of the financial statements, whether due to fraud or error; developing and performing the audit procedures in response to those risks; obtaining sufficient and appropriate evidence to express their opinion; and understanding the internal controls relevant to the audit, in order to design audit procedures, but not for the purpose of expressing an opinion on the effectiveness of the Company's and its subsidiaries' internal controls. As a result of the audit, the external auditors found no significant deficiencies from evaluating and testing the internal control system related to the financial statements audit and expressed unmodified opinions on the financial statements of the Company.



Opinion of the Audit Committee

The Audit Committee considered the assessment of internal control system adequacy with the Board of Directors and did not hold an opinion that was different from the opinion of the Board of Directors in any way. The Audit Committee provided its opinions on the Company's good Corporate Governance, Compliance, Risk Management, Internal Control, Internal Audit, and IT Audit in 2024, as detailed in the Audit Committee Report.

Internal Audit System

The Company has an independent internal audit unit that reports directly to the Audit Committee. The internal audit unit provides reasonable assurance and advisory services to ensure effective governance, risk management, and internal controls, thereby supporting the achievement of the organization's objectives. The internal audit unit develops an annual audit plan applying a risk-based approach, covering the Company and its subsidiaries' operations, both domestically and internationally. Quarterly internal audit results are reported to the Audit Committee for review, and the implementation of audit recommendations is closely monitored.

In 2024, the internal audit unit executed the approved internal audit plan. The internal audit unit was not subject to any scope limitations and there were no unresolved disagreements between the auditees and the internal audit unit. The internal audit unit assessed the internal control system and the implementation of corrective actions for identified issues and concluded that the Company's internal controls are adequate, effective, and efficient in supporting the Company's business operations.

Head of the Internal Audit Unit

At the Audit Committee Meeting no. 5/2023, held on October 30, 2023, the Audit Committee appointed Ms. Pawornsiree Tipchaieur as the Head of Internal Audit and the Secretary to the Audit Committee since October 30, 2023, with responsibility for performing the duties of the Company's internal auditor. The Audit Committee considered Ms. Pawornsiree Tipchaieur's qualifications and concluded that she is suitable to perform the duties with relevant education, working experience in external and internal audit as well as in accounting and finance for over 20 years along with appropriate training. The qualification of the head of the internal audit unit is as shown in Attachment no.3. Consideration of the appointment, removal, transfer, and dismissal of the head of internal audit unit must be approved by the Audit Committee.

Connected Transaction

The Company and its subsidiaries engage in transactions with individuals or entities that may have conflicts of interest, such as directors, executives, major shareholders, and related companies. These transactions can be summarized as follows:

Entities Who May Have a Conflict of Interest	Nature of Business	Relationships
1. Thai Union Group Public Company Limited ("**TU**")	Production and distribution of frozen, chilled, and canned seafood products	• As of December 31, 2024, the Company's major shareholder directly holds 78.8% of the total issued and paid-up shares of the Company. • Shared directors with the Company, namely Mr. Cheng Niruttinanon, Mr. Thiraphong Chansiri, Mr. Shue Chung Chan, and Mr. Nakorn Niruttinanon. • As of December 31, 2024 Family members of the Company's director, namely the Chansiri family and Niruttinanon family held a 18.30% and 7.44% of TU's total issued and paid-up shares, respectively.
2. Thai Union Manufacturing Co., Ltd. ("**TUM**")	Production and sale of canned tuna	• A company with a common major shareholder, with TU directly holding 99.7% of total issued and paid-up shares of TUM. • Shared directors with the Company, namely Mr. Cheng Niruttinanon, Mr. Thiraphong Chansiri, Mr. Tin Shu Chan, Mr. Shue Chung Chan, Mr. Thawee Tangchansiri, and Mr. Nakorn Niruttinanon
3. Asian Pacific Can Co., Ltd. ("**APC**")	Manufacture and sale of empty cans for food packaging	• A company with a common major shareholder, with TU directly holding 99.0% of total issued and paid-up shares of APC. • Shared directors with the Company, namely Mr. Cheng Niruttinanon, Mr. Thiraphong Chansiri, and Mr. Nakorn Niruttinanon.
4. Yueh Chyang Canned Food Co., Ltd. ("**YCC**")	Production and distribution of canned tuna and seafood	• A company with a common major shareholder, with TU directly holding 100% of total issued and paid-up shares of YCC. • Shared directors with the Company, namely Mr. Cheng Niruttinanon and Mr. Nakorn Niruttinanon
5. Thai Union Ingredients Co., Ltd. ("**TUI**")	Distribution of food ingredients	• A company with a common major shareholder, with TU directly holding 100% of total issued and paid-up shares of TUI. • Shared directors with the Company, namely Mr. Cheng Niruttinanon, Mr. Thiraphong Chansiri, and Mr. Nakorn Niruttinanon.
6. Thai Union Graphics Co., Ltd. ("**TUG**")	Provision of printing services with comprehensive offset system	• A company with a common major shareholder, with TU directly holding 98.0% of total issued and paid-up shares of TUG. • Shared directors with the Company, namely Mr. Thiraphong Chansiri and Mr. Shue Chung Chan.
7. Thai Union Seafood Co., Ltd. ("**TUS**")	Production and export of frozen shrimp	• A company with a common major shareholder, with TU directly holding 51.0% of the total issued and paid-up shares of TUS. • Shared directors with the Company, namely Mr. Thiraphong Chansiri, Mr. Shue Chung Chan, and Mr. Thawee Tangchansiri.
8. Thai Union Feedmill Public Company Limited ("**TFM**")	Production and distribution of economic animal feed	• A company with a common major shareholder, with TU directly holding 51.0% of total issued and paid-up shares of TFM. • Shared directors with the Company, namely Mr. Cheng Niruttinanon, Mr. Thiraphong Chansiri, and Mr. Shue Chung Chan.
9. EHS Training and Services Co., Ltd. ("**EHS**")	Provision of training and organizational services related to environmental, occupational health, and safety matters	• A company with a common major shareholder, with TU directly holding 100% of the total issued and paid-up shares of EHS. • Shared a director with the Company, namely Mr. Shue Chung Chan.
10. Thai Union Trading Europe B.V. SAS ("**TUTE**")	Distribution of seafood	• A company with a common major shareholder, with TU indirectly holding 100 % of the total issued and paid-up shares of TUTE through Thai Union European Seafood 1 SA. • Shared a director with the Company, namely Mr. Tin Shu Chan.
11. Thai Union North America, Inc. ("**TUNA**")	Investment in other companies	• A company with a common major shareholder with TU directly holding 100% of the total issued and paid-up shares of TUNA. • Shared directors with the Company, namely Mr. Cheng Niruttinanon and Mr. Thiraphong Chansiri.
12. Tri-Union Seafoods, LLC. ("**TRI-U**")	Production and distribution of canned tuna and seafood	• A company with a common major shareholder, with TU indirectly holding 100 % of the total issued and paid-up shares of TRI-U through TUNA. • Shared directors with the Company, namely Mr. Cheng Niruttinanon and Mr. Thiraphong Chansiri.

Entities Who May Have a Conflict of Interest	Nature of Business	Relationships
13. Lucky Union Foods Co., Ltd. ("**LUF**")	Production and export of crab sticks	• A company with a common major shareholder, with TU directly holding 25.0% of the total issued and paid-up shares of LUF. • Shared directors with the Company, namely Mr. Cheng Niruttinanon and Mr. Thiraphong Chansiri. • Mr. Cheng Niruttinanon, a director of the Company, holds 11.8% of the total issued and paid-up shares in LUF.
14. Jana Fish Industries Co., Ltd. ("**JANA**")	Production of fishmeal and animal feed	• Shared a director with the Company, namely Mr. Nakorn Niruttinanon. • The Company's directors, Mr. Nakorn Niruttinanon, collectively hold 40.0% of the total issued and paid-up shares in JANA.
15. T.C. Union Agrotech Co., Ltd. ("**T.C.Union**")	Processing and distribution of tuna by-products	• Shared a director with the Company, namely Mr. Cheng Niruttinanon. • The Company's director, Mr. Cheng Niruttinanon, holds 34.8% of the total issued and paid-up shares in T.C. Union.
16. Chansiri Real Estate Co., Ltd. ("**CSRE**")	Real estate development	• Shared a director with the Company, namely Mr. Thiraphong Chansiri. • The Company's director, Mr. Thiraphong Chansiri, and four of his close relatives hold all of the shares in CRE, representing 100% of the total issued and paid-up shares.
17. New Century Printing and Packaging Co., Ltd. ("**NCPP**")	Providing printing services	• Shared a director with the Company, namely Mr. Cheng Niruttinanon. • Mr. Cheng Niruttinanon, a director of the Company, directly holds 55.6% of the total issued and paid-up shares in NCPP. wwwwwwwww
18. Waithai Co., Ltd. ("WT")	Transportation and unloading of goods and passengers	• Shared directors with the Company, namely Mr. Cheng Niruttinanon, Mr. Thiraphong Chansiri, and Mr. Nakorn Niruttinanon. • The Niruttinanon family and the Chansiri family hold 54.0% and 24.8% of the total issued and paid-up shares of WT, respectively.
19. Asia-Pacific Risk Consultants (Thailand) Co., Ltd. ("**APRC**")	Non-life insurance broker business	• Mr. Thawee Tangchansiri, a director of the Company, and one of his close relatives hold 19.0% of the total issued and paid-up shares in APRC.

Entities Who May Have a Conflict of Interest	Nature of Business	Relationships
20. Thai Pattana Stainless Steel Co., Ltd. ("**TPSS**")	Construction of stainless steel and steel works	• Shared directors with the Company, namely Mr. Cheng Niruttinanon and Mr. Nakorn Niruttinanon. • The Company's directors, namely Mr. Cheng Niruttinanon and Mr. Nakorn Niruttinanon, hold shares in TPSS, representing 35.0% and 10.0% of the total issued and paid-up shares, respectively.
21. Thai Union China Co., Ltd. ("**TUC**")	Distribution of food products	• A company with a common major shareholder, with TU directly holding 100% of total issued and paid-up shares of TUC. • Shared a director with the Company, namely Mr. Thiraphong Chansiri.
22. John West Foods Ltd. ("**JWUK**")	Import and distribution of canned seafood	• A company with a common major shareholder, with TU indirectly holding 100% of the total issued and paid-up shares of JWUK through UK Seafood Investments Ltd.
23. Pacific TUM Cold Storage Co., Ltd. ("**PACT**")	Providing cold storage service	• A company with a common major shareholder, with TU directly holding 49.9% of total issued and paid-up shares of PACT through TUM. • Shared a director with the Company, namely Mr. Nakorn Niruttinanon
24. Hawesta-Feinkost Hans Westphal GmbH & Co. KG ("**HAW**")	Production and distribution of seafood	• A company with a common major shareholder, with TU indirectly holding 100% of the total issued and paid-up shares of HAW through Rugen Fisch GmbH.
25. Etablissements Paul Paulet SAS ("**EPP**")	Production Import and distribution of canned seafood	• A company with a common major shareholder, with TU indirectly holding 100% of the total issued and paid-up shares of EPP through Thai Union Europe SAS.

Details of Connected Transaction

The Company and its subsidiaries engaged in transactions with individuals or entities who may have conflicts of interest during the accounting periods that ended on December 31, 2023, and December 31, 2024. The details of these transactions are summarized below.

Transactions	Connected Company	Transaction Characteristics	Transaction Value (Million Baht)		Price Policy and Transaction Description
			Year 2023	Year 2024	
Sales of raw materials packaging and supplies	TU	• Sales • Accounts receivable	100.04 11.06	67.40 2.27	The Company sells raw materials, including tuna, ingredients, packaging, and supplies to TU, TUM, TUI, and APC to streamline raw material and packaging management within the TU Group. The selling price of raw materials and packaging is determined by the cost-plus margin method specified in TU Group's Transfer Pricing Guideline[1] and the transactions are conducted under normal trading conditions.
	TUM	• Sales • Accounts receivable	163.85 1.15	27.10 0.71	
	TUI	• Sales • Accounts receivable	0.34 0.01	0.11 -	
	APC	• Sales • Accounts receivable	0.35 -	- -	
Sales of by-products and value-added products	TUM	• Sales • Accounts receivable	4.21 0.05	0.83 0.04	The Company sells by-products such as steamed fish juice and tuna bone powder to TUM to be used as ingredients in production. The selling price is set at the same price that TUM purchases from other companies within the Thai Union group under normal trading conditions.
	TUI	• Sales • Accounts receivable	7.34 0.53	9.02 0.75	The Company sells by-products, such as tuna heads and tuna bone powder which is value-added product, to TUI. Selling price of tuna heads is equivalent to the prices that TUI purchases from other companies within the TU group, while selling price of tuna bone powder is calculated based on the costs and expenses incurred in the production process, with an appropriate margin added. The transaction is conducted under normal trading conditions.
Sales of scrap	T.C. Union	• Sales • Accounts receivable	62.69 1.88	60.44 2.10	The Company sells fish scraps, fish offal, and fish bones that are left over from the production process and cannot be used in the Company's production process to T.C. Union. The selling price is comparable to the price that such parties purchase from third parties under normal trading conditions.
Management fee income	TUM	• Revenue from services • Accounts receivable	133.92 14.92	153.02 16.35	The Company provides cold storage, warehousing, and labeling services to TUM to optimize our assets. The service fee is calculated based on the actual cost allocation according to the proportion of service usage, with a marginal margin determined according to the TU Group's Transfer Pricing Guideline[1]. The Company charges a monthly service fee under the same payment terms as that the Company offers to other companies in the TU Group.
Rental income	TUM	• Rental income • Accounts receivable	3.32 0.24	3.08 0.26	The Company leases certain areas of our pilot plant and building to TUM, which are located within the Company's factory premises in Samut Sakhon Province. However, the lease contracts were valid for one year starting from January 1 to December 31, 2023 and 2024, with a monthly rental rate of THB 276,072 in 2023 and monthly rental rate of THB 256,607 in 2024. The following details apply: • The rental rate for the Pilot Plant is determined by actual depreciation costs of such space, and a specified profit margin under normal trading conditions. The total area of the Pilot Plant rented by TUM is 2,537.50 square meters. • The rental rate for the building is determined based on the comparable rental rates of nearby factory buildings under normal trading conditions.
Rental income	TUI	• Rental income • Accounts receivable	0.71 0.06	0.71 0.06	The Company leases two pieces of land to TUI. The land is used as the location of TUI's fish oil and fish protein factories in the area of the Company's factory in Samut Sakhon Province. The lease contracts are valid for 3 years starting from January 1, 2022, to December 31, 2024, with total rental rate of THB 58,900 per month. The rental rate is determined based on the comparable rental rates of nearby land under normal trading conditions.

Transactions	Connected Company	Transaction Characteristics	Transaction Value (Million Baht)		Price Policy and Transaction Description
			Year 2023	Year 2024	
Utility service fee	TUI	• Other income • Accounts receivable	13.40 1.11	22.68 1.38	The Company provides utility services to TUI and TUM, including water, electricity, steam, and wastewater systems. The service fees are charged based on the actual usage, and the service fee per unit is calculated from cost plus margin as specified in the TU Group's Transfer Pricing Guideline[1] under normal trading conditions.
	TUM	• Other income • Accounts receivable	22.07 1.75	13.76 1.02	
Other service income	TUM	• Other income • Accounts receivable	14.05 0.23	2.72 0.24	The Company provides utility services to TUI and TUM, including water, electricity, steam, and wastewater systems. The service fees are charged based on the actual usage, and the service fee per unit is calculated from cost plus margin as specified in the TU Group's Transfer Pricing Guideline[1] under normal trading conditions.
	TUI	• Other income • Accounts receivable	0.01 -	- -	
	TU	• Other income • Accounts receivable	5.73 3.81	3.56 3.81	In 2023 and 2024, the Company provided repair and maintenance services to machinery and equipment of overseas factories within Thai Union Group. This is due to our employees' expertise in automation systems and repair and maintenance of machinery. The rate is calculated from actual cost plus margin as specified in the TU Group's Transfer Pricing Guideline[1] under normal trading conditions.
Gain on sales of assets	TUM	• Other income • Accounts receivable	1.62 -	- -	The Company earned profit from sales of equipment and unused assets to TUM. The selling price is calculated from market price or cost plus margin as specified in the TU Group's Transfer Pricing Guideline[1].
Purchases of dry pet food	TFM	• Other income • Accounts receivable	2.04 -	- -	The Company engaged TFM to produce dry pet food according to the formula and specifications specified by the Company to be sold under the Bellota and Marvo brands. The price at which the Company purchases from TFM is comparable to those offered by third parties under normal trading conditions.

Transactions	Connected Company	Transaction Characteristics	Transaction Value (Million Baht)		Price Policy and Transaction Description
			Year 2023	Year 2024	
Purchases of raw materials and/or packaging	TU	• Purchases of raw materials and packaging • Accounts payable	166.77 16.80	189.85 32.96	The Company purchases raw materials, including tuna, ingredients, and packaging, from TU and TUM for use in production to enable efficient management of raw materials and packaging. The selling price of raw materials and packaging is calculated from cost plus margin as specified in the TU Group's Transfer Pricing Guideline[1] under normal trading conditions. The Company also purchases tuna loin from TU and TUM to use as raw materials in its production. The price at which the Company purchases from TU and TUM is comparable to those offered by third parties under normal trading conditions.
	TUM	• Purchases of raw materials and packaging • Accounts payable	604.50 40.82	417.68 19.07	
Purchases of raw materials	YCC	• Purchases of raw materials • Accounts payable	21.19 -	61.28 -	The Company purchases tuna and other seafood raw materials such as shrimp and crab meat from YCC to use as raw materials in its pet food production. The price at which the Company purchases from YCC is comparable to those offered by third parties under normal trading conditions.
	TUS	• Purchases of raw materials • Accounts payable	0.02 0.002	1.29 -	The Company purchases shrimp meat and shrimp shells from TUS, according to the Company's specification. The purchase price from TUS is comparable to those offered by third parties under normal trading conditions.
	LUF	• Purchases of raw materials • Accounts payable	12.53 2.20	15.11 1.82	The Company engages LUF to produce crab imitation according to the Company's formula and specifications. The purchase price from LUF is comparable to the price that LUF offers to other companies in the TU Group under normal trading conditions.
	T.C. Union	• Purchases of raw materials • Accounts payable	1.18 0.04	1.18 0.02	The Company purchases concentrated fish extract and tuna crude oil from T.C. Union. The purchase price from JANA is comparable with those offered by third parties or price that T.C. Union charges other companies within TU group. The transaction is conducted under normal trading conditions.
	TRI-U	• Purchases of raw materials • Accounts payable	0.73 -	- -	The Company purchased canned shrimp meat from TRI-U. The purchase price from TRI-U is comparable to those offered by third parties under normal trading conditions.

Transactions	Connected Company	Transaction Characteristics	Transaction Value (Million Baht)		Price Policy and Transaction Description
			Year 2023	Year 2024	
Purchase packaging	APC	• Purchases of packaging • Accounts payable	1,206.33 244.94	1,283.67 214.06	The Company purchases canned packaging from APC. The purchase price from APC is comparable to those offered by third parties under normal trading conditions.
	TUG	• Purchases of packaging • Accounts payable	248.57 42.93	316.18 49.93	The Company purchases secondary packaging materials such as boxes, labels, and stickers from TUG. The graphics on the packaging are specified by the customers. The purchase price from TUG is comparable to those offered by third parties under normal trading conditions.
	NCPP	• Purchases of packaging • Accounts payable	9.37 2.26	12.90 2.26	The Company purchases box-type packaging from NCPP to use as the secondary packaging for its products. The purchase price from NCPP is comparable to those offered by third parties under normal trading conditions.
Purchases of factory supplies	TUM	• Purchases of factory supplies • Accounts payable	1.68 0.39	1.36 0.003	The Company purchases some factory supplies from TUM. The purchase price from TUM is calculated as the cost plus a margin as defined in the TU Group's Transfer Pricing Guideline[1] under normal trading conditions.
Management fee (Shared services)	TU	• Expenses • Accounts payable	52.23 10.17	70.70 30.35	The Company and USPN entered into agreements to receive business support services from TU. This service agreement is in place because the TU Group has a centralized department that supports business operations related to central administration, which aims to achieve flexibility and efficiency in management. The service agreements are annual agreements which are automatically renewed year by year. TU is responsible for supporting business operations of the Company and USPN, which includes (1) corporate communications, (2) accounting, finance and tax, (3) internal audit, administration, (4) human resource management, (5) legal, (6) information technology, and (7) business process development and business strategy. TU charges a service fee based on actual expenses plus a margin as stipulated in the TU Group's Transfer Pricing Guideline[1]. The service fee is paid quarterly at the same rate and under the same payment terms that TU offers to other companies in the TU group.
Management fee (Shared services)	TUM-HO	• Expenses • Accounts payable	57.83 -8.39	67.93 3.93	The Company entered into a service agreement with TUM to receive business support services. This is in line with the management structure of the TU Group, where TUM serves as the center of departments that support import and export operations for companies in the TU group. The aim is to achieve flexibility and efficiency in management. The service agreement is valid for one year. The services provided by TUM include (1) procurement of imported fish, (2) marketing support, (3) packaging, (4) export, (5) logistics, (6) shipping, BOI and intellectual property, (7) government affair, (8) human resource for head office, and (9) overseas accounting. TUM charges a service fee based on actual expenses plus a margin as stipulated in the TU Group's Transfer Pricing Guideline[1]. The service fee is paid monthly at the same rate and under the same payment terms that TUM offers to other companies in the TU group. The outstanding balance as of 31 December 2023 of accounts payable represents negative amount since the actual cost incurred during the year was lower than the billing value.
Management fee (Shared services)	TUM-factory	• Expenses • Accounts payable	478.68 35.21	384.28 22.26	The Company entered into a service agreement with TUM to provide production support services for our factories in Samut Sakhon with the aim of achieving flexibility and efficiency in management. The service agreement is valid for one year. TUM is responsible for the following services: (1) production and cold storage, (2) domestic and overseas purchasing, (3) quality system management, (4) environmental, occupational health and safety, (5) engineering services, (6) logistics, (7) quality control for production in leased factory building from TUM, (8) human resources for Samut Sakhon factories, and (9) information technology for Samut Sakhon factories. TUM charges the Company based on actual expenses plus a margin as stipulated in the TU Group's Transfer Pricing Guideline[1]. The service fee is paid on a monthly basis, at the same rate and under the same payment terms as that TUM offers to other companies in the TU Group.

Transactions	Connected Company	Transaction Characteristics	Transaction Value (Million Baht) Year 2023	Transaction Value (Million Baht) Year 2024	Price Policy and Transaction Description
Management fee (Shared services)	TUTE	• Expenses • Accounts payable	19.15 8.58	9.10 2.53	The Company and ITE entered into service agreements with TUTE, JWUK, HAW, EPP and TUC to receive business support services for the business operations in the European Union, the United Kingdom, and the People's Republic of China. The goal is to achieve flexibility and efficiency in management and to help reduce the Company's operating costs. The contracts are annual contracts which are automatically renewed year by year. TUTE, JWUK, HAW, EPP and TUC are responsible for supporting the Company's business operations, including (1) sales support, marketing, and business development, (2) customs clearance for importing goods, (3) transportation and delivery of goods, and (4) quality inspection and storage of goods. The service fee is based on actual expenses plus a margin as specified in the TU Transfer Pricing Guideline[1]. The service fee is paid on a monthly basis, and these rates and conditions are applicable to the TU Group companies.
	HAW	• Expenses • Accounts payable	- -	3.49 3.45	
	EPP	• Expenses • Accounts payable	6.43 -	2.67 2.49	
	JWUK	• Expenses • Accounts payable	6.43 -	- -	
	TUC	• Expenses • Accounts payable	11.98 2.50	- -	
	TUNA	• Expenses • Accounts payable	35.49 11.21	31.44 3.38	ITA and USPN entered into a service agreement with TUNA and TRI-U for business support services which includes automatic annual renewal of the contract. TUNA and TRI-U provide support services to ITA and USPN's business operations, including (1) corporate communications, (2) accounting, finance, and tax, (3) internal audit, (4) administration, human resources, (5) legal, (6) information technology (IT), and (7) business process development and business strategy. TUNA and TRI-U charge their fees based on actual expenses plus a margin as specified in the TU Transfer Pricing Guideline[1]. The service fee is paid on a monthly basis. These are the same rate and payment terms that TUNA and TRI-U offer to other companies in the TU Group.
	TRI-U	• Expenses • Accounts payable	32.95 2.78	29.31 3.64	
Service fee for information technology system	TU	• Expenses • Accounts payable	30.16 29.70	35.72 32.91	The Company and USPN use information technology system services from TU, including SAP and Office365 application fees, as well as network (WAN) management. These services are provided by third-party service providers used by the entire TU Group. TU charges based on the number of users and the actual expenses incurred from the provision of services. These are the same rates and payment terms that TU offers to other companies in the TU group.

Transactions	Connected Company	Transaction Characteristics	Transaction Value (Million Baht) Year 2023	Transaction Value (Million Baht) Year 2024	Price Policy and Transaction Description
Rental expense	TUM	• Expenses • Accounts payable	8.58 0.72	8.83 0.74	The Company has leased space in a factory building from TUM, located at No. 30/2 Moo 8, Sethakit 1 Road, Tha Sai Sub-district, Mueang Samut Sakhon District, Samut Sakhon Province. The factory building has a total area of 6,485 square meters, and the rental contracts are valid for one year, starting from January 1 to December 31, 2023 and 2024. The monthly rental rate is THB 714,971 in 2023 and monthly rental rate is THB 735,399 in 2024, which is comparable to the rental rates of nearby factory buildings and under normal trading conditions. As at December 31, 2024 the Company terminated the lease of factory building from TUM and moved the machinery and equipment from the leased space to our new factory.
Utility expenses	TUM	• Expenses • Accounts payable	157.17 12.83	141.59 11.00	The Company uses utility services from TUM for factories in Samut Sakhon such as the water, electricity, and steam systems. The cost of these services is calculated based on a cost-plus margin as stipulated in the TU Group's Transfer Pricing Guideline[1] under normal trading conditions.
Office rental and service fees	CSRE	• Expenses • Accounts payable	8.31 -	8.31 -	The Company rents space and service charge in the SM Tower building located at 979 Phaholyothin Road, Phayathai Subdistrict, Phayathai District, Bangkok from CSRE. The details of the leases are as follows: • Room number 979/92-94, 29th floor, was leased for three years starting from May 19, 2021 to May 18, 2024, and amendment agreement starting from May 19, 2024 to Dec 31, 2025 with rental and service fees of THB 386,496 per month. • Room No. 979/91, 29th floor, and room number 979/95, 29th floor, were leased for two years and seven months starting from June 1, 2022 until December 31, 2024, with rental and service fees of THB 306,322.50 per month. CSRE charges the Company the same rates and payment terms as those charged by third parties for rental and service fees.

Transactions	Connected Company	Transaction Characteristics	Transaction Value (Million Baht)		Price Policy and Transaction Description
			Year 2023	Year 2024	
Distribution center service fee	TU	• Expenses • Accounts payable	2.71 0.48	0.59 -	The Company utilizes TU's distribution center for storage and arrangement of product preparation according to customer orders for delivery service providers hired by the Company to deliver products to domestic customers. TU charges the Company a service fee that is comparable to third-party distribution center service rates under normal trading conditions. From April 2024, the Company stop utilizing distribution center service from TU.
Cold storage rental fee	PACT	• Expenses • Accounts payable	6.49 0.96	3.15 0.56	The Company utilizes cold storage services from PACT to store frozen material. The cold storage fee from PACT is comparable to those offered by other service providers under normal trading conditions.
Insurance broker service fee	APRC	• Insurance premiums • Accounts payable	39.45 2.42	45.61 1.02	The Company uses APRC's insurance brokerage services for its property, export insurance, and health insurance for employees. APRC collects proposals from various insurance companies and presents them to the Company. APRC is also responsible for collecting insurance premiums from the Company and delivering them to the relevant insurance companies as stipulated in the policy. The Company is not charged for APRC's brokerage services as APRC charges insurance companies for brokerage fees, which is a standard practice in the insurance brokerage industry.
Transportation fee	WT	• Expenses • Accounts payable	25.74 6.30	33.96 5.93	The Company utilizes the services of WT for container hauling, which is necessary for transporting containers to the port for export. The rates and trading conditions offered by WT are comparable to those of other service providers in the market.
	APC	• Expenses • Accounts payable	16.39 2.28	22.03 1.80	The Company utilizes APC's freight services for domestic transportation at the service rates and under the trading conditions that are comparable to those APC from offers other companies within the TU Group.
Training fee	EHS	• Expenses • Accounts payable	0.48 -	- -	The Company utilized EHS to provide training courses related to occupational health and safety such as a firefighting course. EHS charges the same training fees and offers the same trading terms as it does other companies in the TU Group.
Maintenance service fee	TPSS	• Maintenance services • Accounts payable	1.76 0.07	3.30 0.15	The Company uses TPSS for service of maintenance and improvement. The service rates and trading conditions offered by TPSS are comparable to those of other service providers.

Transactions	Connected Company	Transaction Characteristics	Transaction Value (Million Baht)		Price Policy and Transaction Description
			Year 2023	Year 2024	
Other service fees	TU	• Expenses • Accounts payable	2.44 0.47	3.23 1.43	The Company utilizes other services from TU, which results in charges for loading goods, and other miscellaneous expenses. Similarly, the Company uses TUM's services, such as freezing of raw materials, inspection, and other miscellaneous expenses. These aim to enhance flexibility and efficiency in business operations. The service fees from TU and TUM are based on actual expenses plus a margin as specified in the TU Transfer Pricing Guideline[1].
	TUM	• Expenses • Accounts payable	24.31 3.48	44.43 2.55	
Purchases of machinery and equipment	TUM	• Machinery and equipment • Accounts payable	2.55 0.01	- -	In 2023, the Company purchased machinery and equipment from TUM to use in production lines. The purchase price from TUM was market price or cost plus margin as specified in the TU Transfer Pricing Guideline[1] (if market price is unavailable).
	TPSS	• Machinery and equipment • Accounts payable	36.88 9.36	15.05 13.45	The Company engaged TPSS to produce custom-made stainless steel assets for the production line. TPSS specializes in stainless steel products. The purchase price from TPSS is comparable to those offered by third parties under normal trading conditions.
	TU	• Machinery and equipment • Accounts payable	0.77 -	- -	The Company purchased machinery and equipment from TU and JANA. The purchase price was market price or cost plus margin as specified in the TU Transfer Pricing Guideline[1] (if market price is unavailable).
	JANA	• Machinery and equipment • Accounts payable	0.69 -	- -	

Remark:

1 The margin as stipulated in Transfer Pricing Guideline of Thai Union Group is comparable to other companies in the same industry. The report was prepared by third parties.

Necessity and Rational of Connected Transactions

The Audit Committee has determined that the transaction is a normal business operation of the Company and that the best interests of the Company and its shareholders have been taken into account. The purchase price or value of the service will be based on market price or comparable prices to other companies in the Thai Union Group. In addition, it will be calculated based on cost plus margin as stipulated in the TU Group's Transfer Pricing Guideline. The margin will be comparable to other companies in the industry. The Guideline is prepared by third party. All aspects of the transaction have been conducted under normal trading conditions and in a reasonable manner. The Audit Committee has concluded that the transaction was appropriate, reasonable, and necessary for the Company's business operation.

Measures and Protocols for Managing Inter-connected Transactions

The Company has implemented measures to manage related transactions or transactions with connected persons by the Company and/or its subsidiaries in accordance with the criteria set out in the Securities Act and the relevant regulations of the Capital Market Supervisory Board, SEC, and SET. The Audit Committee provides opinions on the necessity of entering such transactions and ensures that they are conducted at market prices and in accordance with trading business practices (fair and at arm's length basis), with prices and/or conditions that are comparable to those of third parties.

If a business transaction or a business-supporting transaction of the Company is considered normal and likely to occur in the future, the Company has a policy of setting a framework for such transactions. These transactions must involve commercial agreements that a reasonable person would make with a general counterparty in the same situation, with no influence from the counterparty's status as a director, executive, or related person. The transactions must not result in the transfer of benefits and must have reasonable and fair pricing or conditions. If the Board of Directors approves the transaction framework as a general principle, the Company's management can proceed with transactions that are in accordance with the specified framework immediately, without seeking approval from the Board of Directors again. The Company will also prepare a report summarizing the related or connected transactions and report this to the Audit Committee and the Board of Directors every quarter, in compliance with the Securities and Exchange Act, regulations, notifications, orders, and requirements of the SEC Office, the Capital Market Supervisory Board, and the SET.

If there is a related transaction that is not considered normal business or business-supporting, the Company must seek the opinion of the Audit Committee regarding the appropriateness of the price and the rational of such transactions under a framework of good ethics that takes into account the interests of the Company, its subsidiaries, and shareholders. If the Audit Committee does not have the necessary expertise to assess the transaction, the Company will engage independent experts, such as asset appraisers or auditors, to provide opinions on the related-party transaction. The Board of Directors and/or shareholders of the Company (as appropriate) will then consider these opinions to ensure that the transaction does not result in the migration or transfer of the Company's benefits. The transaction is considered the best interests of the Company and all shareholders. Approval of related-party or connected transactions will not be granted to individuals who may have conflicts of interest or a vested interest in the transaction. The details of these transactions will be included in the financial statements that have been audited by the Company's auditor, as well as in report 56-1 One Report (Annual Report).

The Company strictly adheres to the regulations, procedures, and criteria set out in the Securities Act, as well as the relevant regulations of the Capital Market Supervisory Board, SEC Office, and Stock Exchange of Thailand, with respect to related-party transactions, connected items, and the acquisition or disposal of assets. The Company takes all necessary measures to ensure compliance with the regulations for listed companies.

Related-party Transaction Policy and Future Trends

The Company may engage in related-party transactions in the future, which will be conducted in accordance with normal business practices and a clear policy on related-party transactions. These transactions will be conducted under normal trading conditions, with prices that are comparable to those offered to unrelated persons and/or companies. Examples of such transactions include the buying or selling of raw materials, packaging by-products, and scraps left over from the production process. The Company may also engage in transactions using business-support services (Shared Services), information system service fees, rentals, and other services. All related-party transactions will be necessary for the Company's business operations and will be conducted for the benefit of the Company. In this regard, the Audit Committee will oversee the implementation of framework and consider the rational of these transactions every quarter.

The Company has engaged an external expert to review the Transfer Pricing Guideline in order to assess the appropriateness of transactions involving the provision or receipt of business-support services (Shared Services) between the Company and the Thai Union Group. The Company and Thai Union Group have a policy of reviewing this report approximately every three years or when there is a significant change in the information referenced in the external expert's report.

If the Company needs to engage in related-party transactions in the future, it will comply with the Securities and Exchange Act, regulations, notifications, orders, and requirements of the Capital Market Supervisory Board, SEC Office, and Stock Exchange of Thailand. The Company will ensure that such transactions do not result in the transfer or migration of the Company's interests or those of its shareholders. Any related-party transaction must be in the best interests of the Company and its shareholders.

To ensure compliance with framework, the Company's management responsible for preparing a summary of the details of the transaction, including supporting information to show that the transaction price is in reference to the market price and has general tradin g conditions. The internal audit department will review the summary to confirm whether the connected transactions comply with the framework set by the Company's Board of Directors. The summary of these transactions will be presented to the Audit Committee on a quarterly basis to ensure that they are reasonable and in the best interests of the Company. If the Audit Committee identifies any action that is not in accordance with the framework, it will report to the Board of Directors of the Company, which will have an appropriate period of time to make improvements. If the Company's Board of Directors or executives fail to make improvements within a reasonable time, any member of the Audit Committee may report such transactions or actions to the SEC or the SET.

If the Company engages in other related-party transactions, the Company must propose to the Audit Committee for comments on the appropriateness of the price and the rational of such transactions. The Audit Committee proposes the transaction to Board of Directors, and/or shareholders of the Company (as appropriate) to ensure that such transactions do not result in the migration or transfer of benefits from the Company. Such transactions must be in the best interests of the Company and all shareholders.



03

Financial Report

i-Tail Corporation Public Company Limited prepares Consolidated and Separate Financial Statements to communicate operating results in accordance with Thai Financial Reporting Standards.



Independent Auditor's Report

Independent Auditor's Report

To the Shareholders of i-Tail Corporation Public Company Limited

Opinion

I have audited the consolidated and separate financial statements of i-Tail Corporation Public Company Limited and its subsidiaries (the "Group") and of i-Tail Corporation Public Company Limited (the "Company"), respectively, which comprise the consolidated and separate statements of financial position as at 31 December 2024, the consolidated and separate statements of income, comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising a summary of material accounting policies and other explanatory information.

In my opinion, the accompanying consolidated and separate financial statements present fairly, in all material respects, the financial position of the Group and the Company, respectively, as at 31 December 2024 and their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRSs).

Basis for Opinion

I conducted my audit in accordance with Thai Standards on Auditing (TSAs). My responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements* section of my report. I am independent of the Group and the Company in accordance with the *Code of Ethics for Professional Accountants including Independence Standards* issued by the Federation of Accounting Professions (Code of Ethics for Professional Accountants) that is relevant to my audit of the consolidated and separate financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code of Ethics for Professional Accountants. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key Audit Matter

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

Hedge accounting	
Refer to notes 3.3 and 4 to the consolidated and separate financial statements.	
The key audit matter	**How the matter was addressed in the audit**
As at 31 December 2024, the Group had derivative assets and derivative liabilities of Baht 216 million and Baht 248 million, respectively. The net movement of cashflow hedge reserve recorded in other comprehensive income, net of taxes for the year was Baht 297 million. The Group has exposed to foreign currency risk that may arise from highly probable sales transactions during the normal course of its business. In order to manage the exposure, the Group entered into a large number of derivatives, which were mainly foreign currency forward contracts, and recognised them by applying hedge accounting. Hedge accounting is complex and management may exercise significant judgement as well as involve an independent expert in considering the fair value measurement and the assessment of hedge effectiveness. I considered this matter as a key audit matter.	Audit procedures are as follows: • Obtaining and understanding of the Group's hedge accounting process from the initiation to the settlement of derivatives. • Evaluating the design and the implementation of key internal control relating to hedge accounting process. • Sending bank confirmations to confirm the outstanding balance of derivatives as at the end of the reporting period. • Evaluating knowledge, competency and independence of an independent valuer of the Group. • Evaluating the accounting application, including the effects arising from hedge accounting to equity and profit or loss, and reconciling with the statement of financial position and disclosure. • Involving KPMG specialist to evaluate the appropriateness of fair value as at the end of the reporting period, financial variables, valuation method used, reasonableness of the calculation, the inspection of hedge accounting documentation and hedge effectiveness. • Evaluating the adequacy of the financial statement disclosures in accordance with the Thai Financial Reporting Standards.

Other Matter

The consolidated and separate financial statements of the Group and the Company for the year ended 31 December 2023 were audited by another auditor who expressed an unmodified opinion on those statements on 15 February 2024.

Other Information

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

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

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

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

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

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

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

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

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

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

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

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide those charged with governance with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current period and are therefore the key audit matter. 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.



(Sujitra Masena)
Certified Public Accountant
Registration No. 8645

KPMG Phoomchai Audit Ltd.
Bangkok
13 February 2025

i-Tail Corporation Public Company Limited and its Subsidiaries
Statement of financial position

		Consolidated financial statements		Separate financial statements	
		31 December		31 December	
Assets	*Note*	2024	2023	2024	2023
		(in thousand Baht)			
Current assets					
Cash and cash equivalents	*6*	5,408,352	9,305,088	5,371,418	9,301,644
Short-term investments	*7*	6,281,358	-	6,281,358	-
Trade and other receivables, net	*8, 23*	3,950,525	3,860,220	3,401,645	3,266,560
Short-term loans to subsidiaries	*23*	-	-	611,218	559,268
Current portion of long-term loan to a subsidiary	*23*	-	-	101,489	-
Inventories, net	*9*	3,534,820	3,242,827	3,061,872	2,881,646
Investment in debt instruments measured at amortised cost	*10*	872,631	1,760,811	872,631	1,760,811
Derivative assets	*4*	212,008	240,471	212,008	240,471
Other current assets		289,952	164,000	289,130	160,927
Total current assets		**20,549,646**	**18,573,417**	**20,202,769**	**18,171,327**
Non-current assets					
Investment in subsidiaries using cost method	*11*	-	-	258,800	210,200
Long-term loan to a subsidiary	*23*	-	-	-	102,177
Investments in debt instruments measured at amortised cost - non-current	*10*	-	877,924	-	877,924
Property, plant and equipment, net	*12*	6,009,062	5,481,935	6,009,022	5,481,935
Right-of-use assets, net	*13*	43,398	45,478	43,398	45,478
Intangible assets, net	*14*	34,433	35,513	34,367	35,513
Derivative assets - non-current	*4*	4,259	70,281	4,259	70,281
Deferred tax assets, net	*15.2*	10,445	44,209	-	22,486
Other non-current assets	*23*	276,692	302,494	276,692	302,494
Total non-current assets		**6,378,289**	**6,857,834**	**6,626,538**	**7,148,488**
Total assets		**26,927,935**	**25,431,251**	**26,829,307**	**25,319,815**

The accompanying notes are an integral part of these financial statements.

i-Tail Corporation Public Company Limited and its Subsidiaries
Statement of financial position

Liabilities and equity	Note	Consolidated financial statements 31 December 2024	Consolidated financial statements 31 December 2023	Separate financial statements 31 December 2024	Separate financial statements 31 December 2023
		(in thousand Baht)			
Current liabilities					
Trade and other payables	*16, 23*	1,814,847	1,520,111	1,628,158	1,321,784
Short-term loans from a subsidiary	*23*	-	-	-	35,167
Current portion of lease liabilities, net	*13*	10,755	13,788	10,755	13,788
Income tax payable		3,990	80,198	-	45,247
Derivative liabilities	*4*	237,636	85,489	237,636	85,489
Other current liabilities		28,582	10,825	22,356	9,798
Total current liabilities		**2,095,810**	**1,710,411**	**1,898,905**	**1,511,273**
Non-current liabilities					
Lease liabilities, net	*13*	34,360	32,996	34,360	32,996
Employee benefit obligations	*17*	594,840	507,877	594,840	507,877
Derivative liabilities - non-current	*4*	10,602	-	10,602	-
Deferred tax liabilities, net	*15.2*	-	-	20,084	-
Other non-current liabilities	*23*	53,457	61,107	53,457	61,107
Total non-current liabilities		**693,259**	**601,980**	**713,343**	**601,980**
Total liabilities		**2,789,069**	**2,312,391**	**2,612,248**	**2,113,253**

The accompanying notes are an integral part of these financial statements.

i-Tail Corporation Public Company Limited and its Subsidiaries
Statement of financial position

Liabilities and equity	Note	Consolidated financial statements 31 December 2024	Consolidated financial statements 31 December 2023	Separate financial statements 31 December 2024	Separate financial statements 31 December 2023
		(in thousand Baht)			
Equity					
Share capital					
Authorised share capital					
(3,000,000,000 ordinary shares, par value at Baht 1 per share)		3,000,000	3,000,000	3,000,000	3,000,000
Issued and paid-up share capital					
(3,000,000,000 ordinary shares, par value at Baht 1 per share)	*18*	3,000,000	3,000,000	3,000,000	3,000,000
Premium on share capital		18,394,890	18,394,890	18,394,890	18,394,890
Retained earnings	*20*				
Appropriated - legal reserve		300,000	300,000	300,000	300,000
Appropriated - other reserve		44	44	44	44
Unappropriated		2,996,401	1,670,222	2,616,979	1,316,515
Other components of equity		(552,914)	(246,895)	(94,854)	195,113
Total equity attributable to owners of the parent		**24,138,421**	**23,118,261**	**24,217,059**	**23,206,562**
Non-controlling interests		445	599	-	-
Total equity		**24,138,866**	**23,118,860**	**24,217,059**	**23,206,562**
Total liabilities and equity		**26,927,935**	**25,431,251**	**26,829,307**	**25,319,815**

The accompanying notes are an integral part of these financial statements.

i-Tail Corporation Public Company Limited and its Subsidiaries
Statement of income

	Note	Consolidated financial statements Year ended 31 December 2024	2023	Separate financial statements Year ended 31 December 2024	2023
		(in thousand Baht)			
Revenue from sales and services	5, 23	17,729,048	15,576,934	16,930,082	14,505,186
Cost of sales and services	23	(12,810,082)	(12,539,356)	(12,457,500)	(12,072,442)
Gross profit		**4,918,966**	**3,037,578**	**4,472,582**	**2,432,744**
Other income	23	695,587	602,563	760,164	649,657
Profit before expenses		**5,614,553**	**3,640,141**	**5,232,746**	**3,082,401**
Selling expenses	23	(576,377)	(454,780)	(407,852)	(339,156)
Administrative expenses	23	(1,061,155)	(728,681)	(929,773)	(608,809)
Reversal of (loss from) impairment of financial assets, net		(18,865)	1,491	(11)	(1,306)
Other gains (losses), net	4	(214,308)	(32,597)	(210,874)	(27,692)
Finance costs	23	(6,027)	(11,015)	(6,455)	(11,343)
Profit before income tax		**3,737,821**	**2,414,559**	**3,677,781**	**2,094,095**
Income tax expense	15.1	(140,707)	(131,737)	(106,235)	(46,589)
Profit for the year		**3,597,114**	**2,282,822**	**3,571,546**	**2,047,506**
Profit (loss) attributable to:					
Owners of the parent		3,597,261	2,281,375	3,571,546	2,047,506
Non-controlling interests		(147)	1,447	-	-
Profit for the year		**3,597,114**	**2,282,822**	**3,571,546**	**2,047,506**
Basic earnings per share for profit attributable to the owners of the parent (Baht per share)					
Basic earnings per share (Baht per share)	22	**1.20**	**0.76**	**1.19**	**0.68**

The accompanying notes are an integral part of these financial statements.

i-Tail Corporation Public Company Limited and its Subsidiaries
Statement of comprehensive income

	Note	Consolidated financial statements Year ended 31 December 2024	2023	Separate financial statements Year ended 31 December 2024	2023
		(in thousand Baht)			
Profit for the year		3,597,114	2,282,822	3,571,546	2,047,506
Other comprehensive income (expenses):					
Item that will or may not be reclassified subsequently to profit or loss					
Loss on remeasurements of defined benefit plans, net of income tax	15.1, 17	(21,344)	(45,822)	(21,344)	(45,822)
Total item that will or may not be reclassified subsequently to profit or loss		**(21,344)**	**(45,822)**	**(21,344)**	**(45,822)**
Item that will or may be reclassified subsequently to profit or loss					
Exchange differences on translation		(9,201)	(6,165)	-	-
Hedging reserve reclassified, net income tax	4, 15.1	88,093	(89,491)	95,822	(101,177)
Change in fair value of hedging derivatives, net of income tax	4, 15.1	(384,918)	(279,342)	(385,789)	(279,296)
Total item that will or may be reclassified subsequently to profit or loss		**(306,026)**	**(374,998)**	**(289,967)**	**(380,473)**
Total comprehensive income for the year, net of income tax		**3,269,744**	**1,862,002**	**3,260,235**	**1,621,211**
Total comprehensive income (expenses) attributable to:					
Owners of the parent		3,269,898	1,860,581	3,260,235	1,621,211
Non-controlling interests		(154)	1,421	-	-
Total comprehensive income for the year		**3,269,744**	**1,862,002**	**3,260,235**	**1,621,211**

The accompanying notes are an integral part of these financial statements.

i-Tail Corporation Public Company Limited and its Subsidiaries
Statement of changes in equity

		Consolidated financial statements											
				Retained earnings			Other components of equity						
				Appropriated									
	Note	Issued and paid-up share capital	Premium on share capital	Legal reserve	Other reserve	Unappropriated	Exchange differences on translation	Hedging reserve	Surplus arising from business combination under common control	Total other components of equity	Equity attributable to owners of the parent	Non-controlling interests	Total equity
								(in thousand Baht)					
Year ended 31 December 2023													
Balance at 1 January 2023		**3,000,000**	**18,394,890**	**300,000**	**44**	**784,202**	**(9,392)**	**553,821**	**(416,352)**	**128,077**	**22,607,213**	**(1,075)**	**22,606,138**
Transactions with owners, recorded directly in equity													
Contributions by and distributions to owners													
Additional paid-up share capital		-	-	-	-	-	-	-	-	-	-	253	253
Dividends payment	*19*	-	-	-	-	(1,349,533)	-	-	-	-	(1,349,533)	-	(1,349,533)
Total contributions to owners		**-**	**-**	**-**	**-**	**(1,349,533)**	**-**	**-**	**-**	**-**	**(1,349,533)**	**253**	**(1,349,280)**
Comprehensive income (expense) for the year													
Profit for the year		-	-	-	-	2,281,375	-	-	-	-	2,281,375	1,447	2,282,822
Other comprehensive expense for the year		-	-	-	-	(45,822)	(6,139)	(368,833)	-	(374,972)	(420,794)	(26)	(420,820)
Total comprehensive income (expense) for the year		**-**	**-**	**-**	**-**	**2,235,553**	**(6,139)**	**(368,833)**	**-**	**(374,972)**	**1,860,581**	**1,421**	**1,862,002**
Balance at 31 December 2023		**3,000,000**	**18,394,890**	**300,000**	**44**	**1,670,222**	**(15,531)**	**184,988**	**(416,352)**	**(246,895)**	**23,118,261**	**599**	**23,118,860**
Year ended 31 December 2024													
Balance at 1 January 2024		**3,000,000**	**18,394,890**	**300,000**	**44**	**1,670,222**	**(15,531)**	**184,988**	**(416,352)**	**(246,895)**	**23,118,261**	**599**	**23,118,860**
Transactions with owners, recorded directly in equity													
Distributions to owners													
Dividends payment	*19*	-	-	-	-	(2,249,738)	-	-	-	-	(2,249,738)	-	(2,249,738)
Total distributions to owners		**-**	**-**	**-**	**-**	**(2,249,738)**	**-**	**-**	**-**	**-**	**(2,249,738)**	**-**	**(2,249,738)**
Comprehensive income (expense) for the year													
Profit (loss) for the year		-	-	-	-	3,597,261	-	-	-	-	3,597,261	(147)	3,597,114
Other comprehensive expense for the year		-	-	-	-	(21,344)	(9,194)	(296,825)	-	(306,019)	(327,363)	(7)	(327,370)
Total comprehensive income (expense) for the year		**-**	**-**	**-**	**-**	**3,575,917**	**(9,194)**	**(296,825)**	**-**	**(306,019)**	**3,269,898**	**(154)**	**3,269,744**
Balance at 31 December 2024		**3,000,000**	**18,394,890**	**300,000**	**44**	**2,996,401**	**(24,725)**	**(111,837)**	**(416,352)**	**(552,914)**	**24,138,421**	**445**	**24,138,866**

The accompanying notes are an integral part of these financial statements.

i-Tail Corporation Public Company Limited and its Subsidiaries
Statement of changes in equity

		Separate financial statements							
				Retained earnings			Other components of equity		
				Appropriated					
	Note	Issued and paid-up share capital	Premium on share capital	Legal reserve	Other reserve	Unappropriated	Hedging reserves	Total other components of equity	Total equity
						(in thousand Baht)			
Year ended 31 December 2023									
Balance at 1 January 2023		**3,000,000**	**18,394,890**	**300,000**	**44**	**664,364**	**575,586**	**575,586**	**22,934,884**
Transactions with owners, recorded directly in equity									
Distributions to owners									
Dividends payment	*19*	-	-	-	-	(1,349,533)	-	-	(1,349,533)
Total distributions to owners		**-**	**-**	**-**	**-**	**(1,349,533)**	**-**	**-**	**(1,349,533)**
Comprehensive income (expense) for the year									
Profit for the year		-	-	-	-	2,047,506	-	-	2,047,506
Other comprehensive expense for the year		-	-	-	-	(45,822)	(380,473)	(380,473)	(426,295)
Total comprehensive income (expense) for the year		**-**	**-**	**-**	**-**	**2,001,684**	**(380,473)**	**(380,473)**	**1,621,211**
Balance at 31 December 2023		**3,000,000**	**18,394,890**	**300,000**	**44**	**1,316,515**	**195,113**	**195,113**	**23,206,562**
Year ended 31 December 2024									
Balance at 1 January 2024		**3,000,000**	**18,394,890**	**300,000**	**44**	**1,316,515**	**195,113**	**195,113**	**23,206,562**
Transactions with owners, recorded directly in equity									
Distributions to owners									
Dividends payment	*19*	-	-	-	-	(2,249,738)	-	-	(2,249,738)
Total distributions to owners		**-**	**-**	**-**	**-**	**(2,249,738)**	**-**	**-**	**(2,249,738)**
Comprehensive income (expense) for the year									
Profit for the year		-	-	-	-	3,571,546	-	-	3,571,546
Other comprehensive expense for the year		-	-	-	-	(21,344)	(289,967)	(289,967)	(311,311)
Total comprehensive income (expense) for the year		**-**	**-**	**-**	**-**	**3,550,202**	**(289,967)**	**(289,967)**	**3,260,235**
Balance at 31 December 2024		**3,000,000**	**18,394,890**	**300,000**	**44**	**2,616,979**	**(94,854)**	**(94,854)**	**24,217,059**

The accompanying notes are an integral part of these financial statements.

i-Tail Corporation Public Company Limited and its Subsidiaries
Statement of cash flows

	Note	Consolidated financial statements Year ended 31 December 2024	2023	Separate financial statements Year ended 31 December 2024	2023
		(in thousand Baht)			
Net cash from operating activities	*24.1*	**3,581,522**	**2,890,550**	**3,650,102**	**2,801,693**
Cash flows from investing activities					
Purchases of property, plant and equipment		(956,900)	(1,309,461)	(956,822)	(1,309,461)
Purchases of intangible assets		(1,276)	(5,722)	(1,172)	(5,722)
Proceeds from disposals of property, plant and equipment		7,600	70,111	7,600	70,111
Cash payment for investment in subsidiaries	*11*	-	-	(48,600)	(40,806)
Cash payments for investment in short-term investments		(6,394,000)	-	(6,394,000)	-
Net cash (payments for) receipts from short-term loans to subsidiaries		-	-	(73,277)	58,022
Cash payments for investment in debt instruments		-	(2,700,001)	-	(2,700,001)
Cash receipts from investments in debt instruments		1,760,000	793,200	1,760,000	793,200
Interest received		402,246	158,336	452,757	198,259
Net cash used in investing activities		**(5,182,330)**	**(2,993,537)**	**(5,253,514)**	**(2,936,398)**
Cash flows from financing activities					
Net cash (payments for) receipts from short-term loans from a subsidiary		-	-	(33,809)	33,399
Cash paid for lease liabilities	*13*	(15,519)	(16,409)	(15,519)	(16,409)
Interest paid		(1,809)	(678)	(1,809)	(678)
Other finance costs paid		(3,172)	(8,219)	(3,136)	(8,219)
Cash receipts from non-controlling interests for additional share capital in a subsidiary		-	253	-	-
Dividends paid to shareholders		(2,249,738)	(1,349,338)	(2,249,738)	(1,349,338)
Net cash used in financing activities		**(2,270,238)**	**(1,374,391)**	**(2,304,011)**	**(1,341,245)**
Net decrease in cash and cash equivalents		**(3,871,046)**	**(1,477,378)**	**(3,907,423)**	**(1,475,950)**
Cash and cash equivalents at 1 January		9,305,088	10,798,907	9,301,644	10,793,878
Exchange loss on cash and cash equivalents		(25,690)	(16,441)	(22,803)	(16,284)
Cash and cash equivalents at 31 December	*6*	**5,408,352**	**9,305,088**	**5,371,418**	**9,301,644**
Non-cash items:					
Payable from purchase of property, plant and equipment (included in trade and other payables)		169,082	100,809	169,082	100,809
Acquisitions of right-of-use assets under lease contracts	*13*	12,011	18,752	12,011	18,752
Dividend payable		-	195	-	195

The accompanying notes are an integral part of these financial statements.

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

Note	Contents
1	General information
2	Basis of preparation of the financial statements
3	Material accounting policies
4	Financial risk management
5	Segment information and disaggregation of revenue
6	Cash and cash equivalents
7	Short-term investments
8	Trade and other receivables, net
9	Inventories, net
10	Investments in debt instruments measured at amortised cost
11	Investments in subsidiaries using cost method
12	Property, plant and equipment, net
13	Right-of-use assets, net and lease liabilities, net
14	Intangible assets, net
15	Income taxes
16	Trade and other payables
17	Employee benefit obligations
18	Premium on share capital
19	Dividends
20	Legal reserve
21	Expenses by nature
22	Basic earnings per share
23	Related parties
24	Cash flows information
25	Commitments
26	Promotional privileges
27	Event after the reporting period

1 General information

i-Tail Corporation Public Company Limited (the "Company") is incorporated and domiciled in Thailand and was listed on the Stock Exchange of Thailand in December 2022. The Company's registered office at 979/92-94, 29th Floor, S.M. Tower, Phaholyothin Road, Kwang Phayathai, Khet Phayathai, Bangkok 10400, Thailand. The Company has one branch in Songkhla and two branches in Samut Sakhon.

For reporting purposes, the Company and its subsidiaries are referred to as "the Group".

The Company is controlled by Thai Union Group Public Company Limited, its parent company (the "Parent company"), which owns 78.82% of the Company's shares. The Parent company is incorporated in Thailand and listed on the Stock Exchange of Thailand.

The Company is a manufacturer and distributor of pet food products. The overseas subsidiaries are principally engaged in importing and distributing of pet food and related product.

These consolidated and separate financial statements were authorised for issue by the Board of Directors on 13 February 2025.

2 Basis of preparation of the financial statements

The financial statements are prepared in accordance with Thai Financial Reporting Standards ("TFRS"), guidelines promulgated by the Federation of Accounting Professions and applicable rules and regulations of the Thai Securities and Exchange Commission. The financial statements are presented in Thai Baht, which is the Company's functional currency. The accounting policies, described in the note 3, have been applied consistently to all periods presented in these financial statements.

The consolidated financial statements relate to the Company and its subsidiaries (together referred to as the "Group"). The preparation of financial statements in conformity with TFRS requires management to make judgments, estimates and assumptions that affect the application of the Group's accounting policies. Actual results may differ from these estimates. Estimates and underlying assumptions that are described in each note are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

An English version of these financial statements has been prepared from the statutory financial statements that are in the Thai language. In the event of a conflict or a difference in interpretation between the two languages, the Thai language financial statements shall prevail.

3 Material accounting policies

The Group has adopted Disclosure of Accounting Policies - Amendments to TAS 1 since 1 January 2024. The amendments require the disclosure of 'material' rather than 'significant', accounting policies. The amendments also provide guidance on the application of materiality to disclosure of accounting policies.

Following the amendments, the Group has revisited the accounting policy information it has been disclosing and made updates to the information disclosed in the notes. The material accounting policies are as follows:

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

3.1 Principles of consolidation

Subsidiaries

The Group's subsidiaries are included in the scope of consolidation. Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date on which control is transferred to the Group until the date that control ceases. All intercompany balances are eliminated in the consolidated financial statements. In addition, when there is a changing of the Group's ownership interests in a subsidiary that does not result in the Group losing control over the subsidiary, any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received from the acquisition or disposal of the non-controlling interests with no change in control are accounted for as other surplus/deficit in shareholders' equity.

In the separate financial statements, investments in subsidiaries are accounted for using the cost method.

3.2 Foreign currency translation

3.2.1 Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which each entity operates, or the functional currency. The financial statements are presented in Thai Baht, which is the Company's functional and presentation currency.

3.2.2 Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or the date of revaluation where items are re-measured.

Foreign exchange gains and losses resulting from foreign currency transactions of monetary assets and liabilities are recognised in the profit or loss. However, foreign currency differences arising from the translation of the following items are recognised in other comprehensive income.

- qualifying cash flow hedges to the extent the hedge is effective.

When a gain or loss on a non-monetary item is recognised in other comprehensive income, any exchange component of that gain or loss is recognised in other comprehensive income. Conversely, when a gain or loss on a non-monetary item is recognised in profit or loss, any exchange component of that gain or loss is recognised in profit or loss.

3.2.3 Group companies

The operational results and financial position of the Group's entities that have a different functional currency from the Group's presentation currency are translated into the presentation currency as follows.

- Assets and liabilities are translated at the closing rate at the date of the respective statement of financial position.
- Income and expenses for each statement of income and statement of comprehensive income are translated at average exchange rates at the dates of the transactions; and
- All resulting exchange differences are recognised in other comprehensive income ("OCI") and accumulated in the translation reserve until disposal of the foreign operation investment.

3.3 Financial instruments

3.3.1 Financial assets

Classification

The classification of financial assets is generally based on the business model in which a financial asset is managed as well as its contractual cash flow characteristics. The Group classifies its financial assets into the following measurement categories:

- those to be measured subsequently at fair value (either through OCI or through profit or loss); and
- those to be measured at amortised cost.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

Recognition and derecognition

The Group shall recognise a financial asset in its statement of financial position when the Group becomes party to the contractual provisions of the instrument. Regular way purchases and sales of financial assets are recognised on the trade date, or the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from them have expired or have been transferred and the Group has transferred substantially all the risks and rewards of their ownership. The difference between the carrying amount extinguished and the consideration received is recognised in profit or loss.

Measurement

At initial recognition, the Group measures a financial asset, in the case of a financial asset not at FVPL, at its fair value plus or minus transaction costs directly attributable to its acquisition. Transaction costs of financial assets carried at FVPL are expensed in profit or loss. Subsequent remeasurement of financial assets is determined by their category, which is revisited at each reporting date.

Debt instruments are those that provide the Group with a contractual right to receive cash or another asset. Equity instruments are those where the Group has no contractual right to receive cash or another asset.

Debt instruments

Subsequent measurements of debt instruments depend on the Group's business model for managing the financial assets and their cash flow characteristics. There are three measurement categories into which the Group classifies its debt instruments:

- Amortised cost: Assets measured at amortised cost are those which are held to collect contractual cash flows on the repayment of principal or interest (SPPI). Interest income from these financial assets is included in financial income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented in profit or loss.

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

- FVOCI: Financial assets will be measured at FVOCI when it is held for both collecting contractual cash flows and selling financial assets to achieve its business model objective. In addition, the contractual terms of the financial asset will give rise to cash flows on specified dates, which are SPPI on the principal amount outstanding. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and related foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified to profit or loss and recognised on other gains/(losses). Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains/(losses), and impairment expenses are presented as a separate line item in the statement of income.

- FVPL: Financial assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises.

Impairment

The Group applies the TFRS 9 simplified approach in measuring the impairment of trade receivables, which applies lifetime expected credit loss, from initial recognition for all trade receivables. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The expected credit loss rates are based on payment profiles, historical credit losses as well as forward-looking information and factors that may affect the ability of the customers to settle the outstanding balances.

For other financial assets carried at amortised cost and FVOCI, the Group applies TFRS 9 general approach in measuring the impairment of those financial assets. Under the general approach, the 12-month or the lifetime expected credit loss is applied depending on whether there has been a significant increase in credit risk since the initial recognition.

The significant increase in credit risk (from initial recognition) assessment is performed every end of reporting period by comparing i) expected risk of default as of the reporting date and ii) estimated risk of default on the date of initial recognition.

Impairment (and reversal of impairment) losses are recognised in profit or loss as a separate line item.

3.3.2 Financial liabilities

Measurement

Financial liabilities are initially recognised at fair value and are subsequently measured at amortised cost.

Recognition and derecognition

The difference between the initial carrying amount of the financial liabilities and their redemption value is recognised in the income statement over the contractual term, using the effective interest rate method. This category includes the following classes of financial liabilities: trade and other payables, loans, lease liabilities and other financial liabilities. Financial liabilities at amortised cost are classified as current or non-current, depending on whether they are due within 12 months after the balance sheet date or beyond.

Financial liabilities are derecognised from the statement of financial position when the obligation specified in the contract is discharged, cancelled, or expired. The difference between the carrying amount extinguished and the consideration paid is recognised in profit or loss.

3.3.3 Derivatives and hedging activities

The Group utilises derivatives, such as foreign exchange contracts to hedge foreign exchange. Derivatives are initially measured at fair value upon execution of a contract and are subsequently remeasured at fair value.

The Group applies hedge accounting to hedging relationships that meet the qualifying criteria.

Cash flow hedges

The Group uses cash flow hedges to mitigate a particular risk associated with a recognised asset or liability or highly probable forecast transactions, such as anticipated future sales and purchases of equipment.

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in the cash flow hedge reserve within equity. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss, within other gains (losses).

When forward contracts are used to hedge forecast transactions, the Group generally designates only the change in fair value of the forward contract that is related to the spot component as the hedging instrument. Gains or losses relating to the effective portion of the spot component change are recognised in the cash flow hedge reserve within equity. The change in the forward element of the contract that relates to the hedged item ('aligned forward element') is recognised within other comprehensive income in the costs of hedging reserve within equity. In some cases, the Group may designate the full change in fair value of the forward contract (including forward points) as the hedging instrument. In such cases, the gains or losses relating to the effective portion of the change in fair value of the entire forward contract are recognised in the cash flow hedge reserve within equity.

Undesignated derivatives

Certain derivative instruments do not qualify for hedge accounting. Changes in the fair value of any derivative instrument that does not qualify for hedge accounting are recognised immediately in profit or loss and are included in other gains (losses).

3.4 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is calculated using the weighted average cost principle The cost of purchases comprises both the purchase price and the costs directly attributable to the inventory's acquisition, such as import duties and transportation charges, less all attributable discounts, rebates and other similar items. The cost of finished goods and work in progress comprises raw materials, direct labour costs, other direct costs, overhead costs and related production overheads based on normal operating capacity. It excludes borrowing costs. Net realisable value is the estimate of the selling price in the ordinary course of business, less applicable variable selling expenses. Allowance is made, where necessary, for slow-moving, obsolete and defective inventories.

3.5 Property, plant and equipment

The Group's property, plant and equipment is comprised of owned assets (note 12) and leased assets (note 13). Property, plant and equipment are stated at historical cost less accumulated depreciation and impairment losses. Property, plant and equipment is subject to review for impairment if triggering events or circumstances indicate that this is necessary. Gains or losses on disposals of property, plant and equipment are determined by comparing the proceeds with the carrying amount, and they are recognised in other gains or (losses) in the statement of income.

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

Owned assets

Owned assets are initially measured at historical cost. Land is not depreciated. Depreciation on other assets is calculated using the straight-line method to allocate their costs to their residual values over their estimated useful lives, as follows:

Land improvements	5 - 25	years
Buildings and building improvements	5 - 25	years
Machinery and factory equipment	5 - 15	years
Furniture, fixtures and office equipment	5 - 10	years
Vehicles	5 - 15	years

Right-of-use assets

The cost of a right-of-use assets is measured as the lease liability at inception of the lease contract and other direct costs, less any incentives granted by the lessor. The Group has not capitalise leases which are less than 12 months or leases of low-value assets.

Depreciation is provided on a straight-line basis from the commencement date of the lease to the end of the lease term.

3.6 Intangible assets

The Group has not amortised intangible assets with indefinite useful lives which are trademark and licences. Intangible assets with indefinite useful lives are recognised at cost less any accumulated impairment losses. It is tested annually for impairment, or more frequently if events or changes in circumstances indicate that it might be impaired. These costs are amortised using the straight-line basis over their estimated useful lives not exceeding 10 years.

3.7 Employee benefits

Defined benefit plan

The amount of retirement benefits is defined by the agreed benefits the employees will receive after employment completion. It usually depends on factors such as age, years of service and an employee's latest compensation at retirement.

The defined benefit obligation is calculated annually by an independent actuary using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using the market yield of government bonds that matches the terms and currency of the expected cash outflows.

Remeasurement gains and losses are charged or credited to other comprehensive income in the periods in which they arise. They are included in retained earnings in the statements of changes in equity.

Past-service costs are recognised immediately in profit or loss.

Other long-term benefits

The Group operates other long-term benefit schemes for employees who complete the service years according to the Group's policy.

These obligations are measured similarly to defined benefit plans except that remeasurement gains and losses are charged to profit or loss.

Other employee benefits

Other employee benefits are such as short-term employee benefits and defined contribution plan, which are recognised on an accrual basis and included in expenses in profit or loss in respect of employees' service years or as incurred.

3.8 Revenue recognition

The Group is engaged in the sale of pet food and related products. As customers usually obtain control of the goods and the Group's performance obligation is satisfied at the time when the goods are delivered, the Group recognises revenue at the amount of consideration promised under the contracts with customers after deduction of trade discounts and incentives and sale return.

Interest income is recognised on an accrual basis, using the effective interest method.

Dividend income is recognised when the right to receive payment is established.

3.9 Critical accounting estimates and judgments

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are outlined below.

(a) Fair valuation of derivatives

The fair value of derivatives is determined by using valuation techniques. The Group uses judgment to select a variety of methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period. Details of fair value of derivatives are included in Note 4.

(b) Deferred tax assets

Deferred tax assets are recognised for deductible temporary differences and unused tax losses to the extent that it is probable that taxable profit will be available against which the temporary differences and losses can be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of estimate future taxable profits.

(c) Defined retirement benefit obligations

The present value of the retirement benefit obligations depends on a number of assumptions. Key assumptions used and impacts from possible changes in key assumptions are disclosed in Note 17.

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

4 Financial risk management

4.1 Fair Value

Carrying amounts and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy, but does not include fair value information for financial assets and financial liabilities measured at amortised cost if the carrying amount is a reasonable approximation of fair value.

	Consolidated and separate financial statements	
As at 31 December	2024	2023
	(in thousand Baht)	
Derivative assets		
Foreign currency forwards	216,267	310,752
Derivative liabilities		
Foreign currency forwards	248,238	85,489

Fair value of financial derivatives is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available by considering contractual amount of financial derivatives by referencing to the market foreign exchange rate at financial statement date and discussing to the fair value. The fair values are within level 2 of the fair value hierarchy.

There was no transfer between such levels during the year.

Financial assets and financial liabilities are approximately to the carrying amounts as follows:

- Cash and cash equivalents
- Short-term investments
- Trade and other receivables
- Short-term and long-term loans to subsidiaries
- Trade and other payables
- Short-term loans from a subsidiary
- Other non-current assets and liabilities

Fair values and valuation techniques are categorised into hierarchy based on inputs used as follows:

Level 1 The fair value of financial instruments is based on the price at the financial statements date by reference to market with liquidity.

Level 2 The fair value of financial instruments is determined using significant observable inputs and, as little as possible, entity-specific estimates.

Level 3 The fair value of financial instruments is not based on observable market data.

4.2 Financial risk factors

The Group is exposed to a variety of financial risks: market risk (comprise of foreign currency risk and interest rate risk), credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance. The Group uses derivative financial instruments, insurance programs, and systematic financial management to hedge different risk exposures.

Financial risk management policy is carried out by the Group's management. The Group's policy includes areas such as foreign exchange risk, interest rate risk, credit risk, and liquidity risk. The framework parameters are approved by the Board of Directors and are used as the key communication and control tools for the Treasury team globally.

4.2.1 Market risk

(a) Foreign currency risk

The Group operates internationally and is exposed to foreign currency risk arising mainly from trading transactions denominated in foreign currencies. The Group seeks to reduce this risk by entering forward exchange contracts when considering appropriate. The Group uses forward contracts, transacted with financial institutions to hedge their exposure to foreign currency risk in connection with their measurement currency.

The Group uses a combination of foreign currency options and foreign currency forwards to hedge its exposure to foreign currency risk. Under the Group's policy, the critical terms of the forwards must align with the hedged items.

Exposure

The Group and the Company's financial assets and liabilities balances denominated in foreign currencies are summarised in currency units below.

	Consolidated financial statements			
	Financial assets		Financial liabilities	
As at 31 December	2024	2023	2024	2023
	(in thousand Currency)			
USD	97,728	69,384	11,908	2,890
EUR	173,998	94,000	510	858
JPY	10,547	8,468	98,188	83,995
CAD	556	-	-	-

	Separate financial statements			
	Financial assets		Financial liabilities	
As at 31 December	2024	2023	2024	2023
	(in thousand Currency)			
USD	142,972	114,564	11,908	2,890
EUR	174,055	94,000	510	1,774
JPY	10,547	8,468	98,188	83,995
CAD	556	-	-	-

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

Effects of hedge accounting on the financial position and performance

The effects of the foreign currency-related hedging instruments on the Group and the Company's financial position and performance are as follows:

	Consolidated and separate financial statements	
As at 31 December	2024	2023
Cash flow hedge		
Foreign currency forward contracts		
Net carrying amount of hedging instruments (Thousand Baht)	(125,616)	238,158
Notional amount (Thousand Currency)		
USD	335,887	313,609
Maturity date	March 2025 to February 2026	January 2024 to June 2025
Hedge ratio	1:1	1:1
Change in value of outstanding hedging instruments used for measuring ineffectiveness for the year (Thousand Baht)	(386,598)	(282,614)
Change in value of hedged item used to determine hedge ineffectiveness for the year (Thousand Baht)	386,598	282,614
Weighted average strike rate for outstanding hedging instruments		
USD : THB	33.18	34.48

Sensitivity

As shown in the table above, the Group is primarily exposed to changes between Baht and USD exchange rates. The sensitivity of pre-tax profit or loss to changes in the exchange rates arises, while holding all other variables constant, mainly comes from financial assets and liabilities denominated in USD. The impact on other components of equity arises from foreign forward exchange contracts designated as cash flow hedges. The sensitivity of pre-tax profit or loss to changes in exchange rates can be presented as follows:

	Consolidated financial statements		Separate financial statements	
	Impact to net profit	Impact to other components of equity	Impact to net profit	Impact to other components of equity
	(in thousand Baht)			
As at 31 December 2024				
Exchange rate THB to USD Increase / Decrease 1%	Decrease / Increase 26,771	Decrease / Increase 84,836	Decrease / Increase 26,755	Decrease / Increase 84,836
As at 31 December 2023				
Exchange rate THB to USD Increase / Decrease 1%	Decrease / Increase 5,523	Decrease / Increase 79,812	Decrease / Increase 10,127	Decrease / Increase 79,812

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

(b) Interest rate risk

The Group's income and operating cash flows are substantially independent of changes in market interest rates. The Group's exposure to interest rate risk relates primarily to its cash at bank, short-term investments, short-term loans to subsidiaries, investment in debt instruments, long-term loan to a subsidiary, short-term loans from a subsidiary and lease liabilities.

For interest rate risk, the Group's financial assets and liabilities mostly carried at fixed interest rates. Therefore, the Group considers that interest rate risk is not a key business risk.

Significant financial assets and liabilities classified by interest rates type and maturity date in the table below:

	Consolidated financial statements								
	Fixed interest rates			Floating interest rates					
	Within 1 year	1-5 years	Over 5 years	Within 1 year	1-5 years	Over 5 years	Non-interest bearing	Total	Interest rate (% p.a.)
				(in thousand Baht)					
As at 31 December 2024									
Financial assets									
Cash and cash equivalents	4,063,905	-	-	1,284,592	-	-	59,855	5,408,352	0.01 - 4.74
Short-term investments	6,281,358	-	-	-	-	-	-	6,281,358	2.10 - 3.42
Investments in debt instruments measured at amortised cost	872,631	-	-	-	-	-	-	872,631	1.79 - 3.98
Total	**11,217,894**	-	-	**1,284,592**	-	-	**59,855**	**12,562,341**	
Financial liabilities									
Lease Liabilities	10,755	17,774	16,586	-	-	-	-	45,115	3.50 - 5.00
Total	**10,755**	**17,774**	**16,586**	-	-	-	-	**45,115**	
As at 31 December 2023									
Financial assets									
Cash and cash equivalents	8,704,220	-	-	538,708	-	-	62,160	9,305,088	0.05 - 4.54
Investments in debt instruments measured at amortised cost	1,760,811	877,924	-	-	-	-	-	2,638,735	0.96 - 3.98
Total	**10,465,031**	**877,924**	-	**538,708**	-	-	**62,160**	**11,943,823**	
Financial liabilities									
Lease Liabilities	13,788	15,175	17,821	-	-	-	-	46,784	3.50 - 4.50
Total	**13,788**	**15,175**	**17,821**	-	-	-	-	**46,784**	

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

	Separate financial statements								
	Fixed interest rates			Floating interest rates					
	Within 1 year	1-5 years	Over 5 years	Within 1 year	1-5 years	Over 5 years	Non-interest bearing	Total	Interest rate (% p.a.)
				(in thousand Baht)					
As at 31 December 2024									
Financial assets									
Cash and cash equivalents	4,063,905	-	-	1,247,660	-	-	59,853	5,371,418	0.01 - 4.73
Short-term investments	6,281,358	-	-	-				6,281,358	2.10 - 3.42
Short-term loans to subsidiaries	-	-	-	611,218	-	-	-	611,218	3.80 - 6.36
Current portion of long-term loan to subsidiary	101,489	-	-	-	-	-	-	101,489	4.50
Investments in debt instruments measured at amortised cost	872,631	-	-	-	-	-	-	872,631	1.79 - 3.98
Total	**11,319,383**	-	-	**1,858,878**	-	-	**59,853**	**13,238,114**	
Financial liabilities									
Lease Liabilities	10,755	17,774	16,586	-	-	-	-	45,115	3.50 - 5.00
Total	**10,755**	**17,774**	**16,586**	-	-	-	-	**45,115**	
As at 31 December 2023									
Financial assets									
Cash and cash equivalents	8,703,115	-	-	538,708	-	-	59,821	9,301,644	0.05 - 4.54
Short-term loans to subsidiaries	-	-	-	559,268	-	-	-	559,268	5.22 - 6.36
Investments in debt instruments measured at amortised cost	1,760,811	877,924	-	-	-	-	-	2,638,735	0.96 - 3.98
Long-term loan to a subsidiary	-	102,177	-	-	-	-	-	102,177	4.50
Total	**10,463,926**	**980,101**	-	**1,097,976**	-	-	**59,821**	**12,601,824**	
Financial liabilities									
Short-term loans from a subsidiary	-	-	-	35,167	-	-	-	35,167	2.95 - 3.95
Lease Liabilities	13,788	15,175	17,821	-	-	-	-	46,784	3.50 - 4.50
Total	**13,788**	**15,175**	**17,821**	**35,167**	-	-	-	**81,951**	

Sensitivity

Profit or loss is sensitive to higher or lower interest expenses from borrowings as a result of changes in interest rates. The impact to net income in the consolidated financial statements can be presented as follows:

	Consolidated financial statements		Separate financial statements	
Impact to net income for the year ended 31 December	2024	2023	2024	2023
			(in thousand Baht)	
Interest rate - Increase / Decrease by 1 basis point	Increase / Decrease 12,846	Increase / Decrease 5,387	Increase / Decrease 18,589	Increase / Decrease 11,331

4.2.2 Credit risk

The Group is exposed to counterparty credit risk arising from its operational activities, primarily related to customer receivables which include engaging in currency derivative contracts.

Customer credit risk is managed by each business unit, taking into account market conditions and specific risk factors. Customer credit risk is most prevalent, a comprehensive customer credit policy, procedures, and controls have been established to minimise exposure. Trade credit insurance is purchased for most of third-party customers, and credit limits are set for each customer based on the limits provided by insurers or any credit limit beyond the insured credit limit (so called 'own risk credit limit') is required to approve by the management according to the credit approver matrix, and special approval from senior management for the defined high value of own risk credit amount according to the customer credit policy. Outstanding receivables are closely monitored regularly, and any potential credit concerns are promptly reported to senior management.

The overarching policy is to minimise customer credit risk by utilising trade credit insurance and implementing a robust control system to ensure exposure remains within approved trading limits.

(a) Risk management

Policy on credit risk management is set from the group level and is managed and monitored both at a group level as a holistic view and at each company level as detailed execution. For banks and financial institutions, only reliable parties are accepted. Regarding transactions with customers, the Group has policies in place to ensure that sales of products are made to customers with an appropriate credit history, taking into accounts its financial position, past experience and other factors. The compliance with credit limits by customers is regularly monitored by line management. There are no significant concentrations of credit risk.

The Group's investments in debt instruments are considered to be low risk investments. The Group regularly monitors the credit ratings of the investments for credit deterioration.

(b) Impairment of financial assets

The Group and the Company have financial assets that are subject to the expected credit loss model.

While cash and cash equivalents are also subject to the impairment requirements of TFRS 9, the identified impairment loss was immaterial.

The expected loss rates are based on the payment profiles of sales over a period of the last 5 years and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

The Company has loans to subsidiaries measured at amortised cost are considered to have low credit risk, and the loss allowance recognised during the year was therefore limited to 12 months expected credit losses. Lifetime expected credit losses are recognised for the loans that the credit risk is significantly increased.

The impairment loss of trade receivables is disclosed in Note 8.

4.2.3 Liquidity risk

The Group's financial liabilities are due within 18 years after the reporting date.

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities. The unused borrowing facilities has been disclosed in Note 25 Due to the nature of the underlying business, the Group Treasury aims at maintaining funding flexibility by keeping committed credit lines available.

The table below analyse the maturity of financial liabilities grouping based on their contractual maturities. The amounts disclosed are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounted is not significant.

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

	Consolidated financial statements				
Maturity of financial liabilities	Within 1 year	1 - 5 years	Over 5 years	Total	Carrying amount liabilities
			(in thousand Baht)		
As at 31 December 2024					
Non-derivative financial liabilities					
Trade and other payables	1,724,881	-	-	1,724,881	1,724,881
Lease liabilities	12,512	21,940	21,738	56,190	45,115
Other financial liabilities	-	37,175	16,284	53,459	53,459
Total non-derivative financial liabilities	**1,737,393**	**59,115**	**38,022**	**1,834,530**	**1,823,455**
Derivative liabilities					
Gross settled (Foreign currency forwards)					
(Inflow)	(6,642,889)	(635,382)	-	(7,278,271)	-
Outflow	6,987,924	670,558	-	7,658,482	248,238
Total derivative liabilities	**345,035**	**35,176**	**-**	**380,211**	**248,238**
As at 31 December 2023					
Non-derivative financial liabilities					
Trade and other payables	1,487,759	-	-	1,487,759	1,487,759
Lease liabilities	15,422	19,071	23,730	58,223	46,784
Other financial liabilities	-	46,228	14,879	61,107	61,107
Total non-derivative financial liabilities	**1,503,181**	**65,299**	**38,609**	**1,607,089**	**1,595,650**
Derivative liabilities					
Gross settled (Foreign currency forwards)					
(Inflow)	(2,463,791)	-	-	(2,463,791)	-
Outflow	2,548,030	-	-	2,548,030	85,489
Total derivative liabilities	**84,239**	**-**	**-**	**84,239**	**85,489**

	Separate financial statements				
Maturity of financial liabilities	Within 1 year	1 - 5 years	Over 5 years	Total	Carrying amount liabilities
			(in thousand Baht)		
As at 31 December 2024					
Non-derivative financial liabilities					
Trade and other payables	1,575,820	-	-	1,575,820	1,575,820
Lease liabilities	12,512	21,940	21,738	56,190	45,115
Other financial liabilities	-	37,175	16,284	53,459	53,459
Total non-derivative financial liabilities	**1,588,332**	**59,115**	**38,022**	**1,685,469**	**1,674,394**
Derivative liabilities					
Gross settled (Foreign currency forwards)					
(Inflow)	(6,642,889)	(635,382)	-	(7,278,271)	-
Outflow	6,987,924	670,558	-	7,658,482	248,238
Total derivative liabilities	**345,035**	**35,176**	**-**	**380,211**	**248,238**
As at 31 December 2023					
Non-derivative financial liabilities					
Trade and other payables	1,289,432	-	-	1,289,432	1,289,432
Short term loans from a subsidiary	35,167	-	-	35,167	35,167
Lease liabilities	15,422	19,071	23,730	58,223	46,784
Other financial liabilities	-	46,228	14,879	61,107	61,107
Total non-derivative financial liabilities	**1,340,021**	**65,299**	**38,609**	**1,443,929**	**1,432,490**
Derivative liabilities					
Gross settled (Foreign currency forwards)					
(Inflow)	(2,463,791)	-	-	(2,463,791)	-
Outflow	2,548,030	-	-	2,548,030	85,489
Total derivative liabilities	**84,239**	**-**	**-**	**84,239**	**85,489**

4.3 Capital risk management

The Group's objectives of capital management are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

4.4 Hedging reserve

The Group's and the Company hedging reserves relate to the following hedging instruments:

	Consolidated financial statements		Separate financial statements	
For the year ended 31 December	2024	2023	2024	2023
	(in thousand Baht)			
As at 1 January	184,988	553,821	195,113	575,586
Change of fair value recognised in OCI	(385,622)	(282,584)	(386,598)	(282,614)
Reclassified from OCI to				
- Revenue from sales	60,511	(89,491)	68,267	(101,177)
- Other gains (losses)	27,582	-	27,555	-
Deferred taxes	704	3,242	809	3,318
As at 31 December	**(111,837)**	**184,988**	**(94,854)**	**195,113**

4.5 Financial instruments

Details of derivatives balance at the end of the period and change in fair value of financial instruments which is a part of other gains (losses) in the statement of income for the year can be summarised as follows:

4.5.1 Derivatives

The Group has the following derivative financial instruments:

	Consolidated and separate financial statements	
As at 31 December	2024	2023
	(in thousand Baht)	
Current derivative assets		
Foreign currency forwards - held for trading	154,152	17,016
Foreign currency forwards - cash flow hedges	57,856	223,455
Total current derivative assets	**212,008**	**240,471**
Non-current derivative assets		
Foreign currency forwards - cash flow hedges	4,259	70,281
Current derivative liabilities		
Foreign currency forwards - held for trading	60,507	29,911
Foreign currency forwards - cash flow hedges	177,129	55,578
Total current derivative liabilities	**237,636**	**85,489**
Non-current derivative liabilities		
Foreign currency forwards - cash flow hedges	10,602	-

Derivatives are used for economic hedging purposes and not as speculative investments. However, where derivatives do not meet the hedge accounting criteria, they are classified as 'held for trading' for accounting purposes and are accounted for at fair value through profit or loss. Most of them are presented as current assets or liabilities to the extent they are expected to be realised within 12 months after the end of the reporting period.

4.5.2 Other gains (losses), net

	Consolidated financial statements		Separate financial statements	
For the year ended 31 December	2024	2023	2024	2023
	(in thousand Baht)			
Gain (loss) on exchange rates, net	(254,040)	(68,370)	(251,583)	(63,294)
Gain (loss) on financial instruments, net	39,732	35,773	40,709	35,602
Total other gains (losses), net	**(214,308)**	**(32,597)**	**(210,874)**	**(27,692)**

Gain (loss) on exchange rate from effective hedge accounting reclassified from other comprehensive income to revenue from sales is disclosed in Note 4.4.

5 Segment information and disaggregation of revenue

The Group's Management Team is the Group's chief of operating decision maker. Management has determined the operating segments based on the information reviewed by the Group's Management Team for the purpose of allocating resources and assessing performance.

For management purposes, the Group organises business units based on its products and services and has two reportable segments as follows:

- Pet food
- Other businesses

The chief operating decision maker monitors the operating results of the business units separately for the purpose of making decisions about resource allocation and assessing performance. The Group measures segment performance based on gross profit on a consistent basis with that uses to measure gross profit in statement of income.

Details of revenue disaggregation are similar to revenue information that is disclosed in segment information.

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

The following tables present revenue and gross profit information regarding the Group's operating segments.

	Consolidated financial statements		
For the year ended 31 December 2024	**Pet food**	**Others**	**Total**
		(in thousand Baht)	
The Company's revenue	16,589,714	340,368	16,930,082
Subsidiaries' revenue included in the consolidation	5,271,295	-	5,271,295
Eliminated transactions	(4,472,329)	-	(4,472,329)
Total revenue from external customers	**17,388,680**	**340,368**	**17,729,048**
Result			
Segment gross profit (loss)	**4,949,663**	**(30,697)**	**4,918,966**
Selling and administrative expenses (including impairment of financial assets)			(1,656,397)
Operating profit			**3,262,569**
Other income			695,587
Other gains (losses), net			(214,308)
Finance costs			(6,027)
Profit before income tax			**3,737,821**
Income tax expense			(140,707)
Profit for the year			**3,597,114**
Timing of revenue recognition			
At a point in time	**17,388,680**	**340,368**	**17,729,048**

	Consolidated financial statements		
For the year ended 31 December 2023	**Pet food**	**Others**	**Total**
		(in thousand Baht)	
The Company's revenue	13,986,526	518,660	14,505,186
Subsidiaries' revenue included in the consolidation	4,624,187	-	4,624,187
Eliminated transactions	(3,552,285)	(154)	(3,552,439)
Total revenue from external customers	**15,058,428**	**518,506**	**15,576,934**
Result			
Segment gross profit (loss)	**3,084,431**	**(46,853)**	**3,037,578**
Selling and administrative expenses (including impairment of financial assets)			(1,181,970)
Operating profit			**1,855,608**
Other income			602,563
Other gains (losses), net			(32,597)
Finance costs			(11,015)
Profit before income tax			**2,414,559**
Income tax expense			(131,737)
Profit for the year			**2,282,822**
Timing of revenue recognition			
At a point in time	**15,058,428**	**518,506**	**15,576,934**

Geographic information

The Group classifies its revenue according to the nature of its customers, which is revenue from the Parent, subsidiaries, other companies under common control and other related companies and revenue from third parties. Regarding revenue from third parties, the Group classifies based on the location of customers, which is consistent with nature of revenue, as follows:

	Consolidated financial statements	
For the year ended 31 December	2024	2023
	(in thousand Baht)	
Revenue from external customers		
Countries in Asia, Oceania, and others	5,726,356	5,299,965
Countries in America	8,936,661	7,829,841
Countries in Europe (including the United Kingdom)	2,748,819	1,964,800
Total revenue from external customers	**17,411,836**	**15,094,606**
Revenue from the Parent, other companies under common control and other related companies (Note 23)	317,212	482,328
	17,729,048	**15,576,934**

Major customers

During the year ended 31 December 2024, the Group had revenues from 3 major customers, totalling of Baht 8,118 million, or 46% of total revenue *(2023: 2 major customers, totalling of Baht 4,961 million, or 32% of total revenue)*.

6 Cash and cash equivalents

	Consolidated financial statements		Separate financial statements	
As at 31 December	2024	2023	2024	2023
		(in thousand Baht)		
Cash on hands	236	249	236	249
Savings and current accounts	1,344,034	601,724	1,307,277	598,280
Fixed deposit due within three months	4,064,082	8,703,115	4,063,905	8,703,115
Total cash and cash equivalents	**5,408,352**	**9,305,088**	**5,371,418**	**9,301,644**

7 Short-term investments

As at 31 December 2024, the short-term investments of the Group and the Company consisted of fixed deposits at financial institutions due within June 2025 amounting to Baht 6,281 million, bearing interest rates ranging from 2.10% - 3.42% per annum *(2023: nil)*.

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

8 Trade and other receivables, net

	Consolidated financial statements		Separate financial statements	
As at 31 December	2024	2023	2024	2023
		(in thousand Baht)		
Trade receivables	3,682,824	3,572,505	3,123,531	2,979,579
Less loss allowance for trade receivables	(11,033)	(7,523)	(1,303)	(1,303)
Trade receivables, net	3,671,791	3,564,982	3,122,228	2,978,276
Other receivables	278,734	295,238	279,417	288,284
Total trade and other receivables, net	**3,950,525**	**3,860,220**	**3,401,645**	**3,266,560**

Trade receivables can analyse by aging as follows:

		Consolidated financial statements		Separate financial statements	
As at 31 December	*Note*	2024	2023	2024	2023
			(in thousand Baht)		
Trade receivables - third parties					
Not yet due		3,343,574	3,236,595	2,126,565	2,061,064
Up to 3 months		326,726	305,141	194,851	36,958
3 - 6 months		1,379	10,964	3	3,365
6 - 12 months		787	1,604	22	-
Over 12 months		4,493	2,985	1,303	1,314
		3,676,959	3,557,289	2,322,744	2,102,701
Less loss allowance for trade receivables		(11,033)	(7,523)	(1,303)	(1,303)
		3,665,926	3,549,766	2,321,441	2,101,398
Trade receivables - related parties	*23*				
Not yet due		4,661	14,064	761,513	699,138
Up to 3 months		1,204	1,152	39,274	177,740
		5,865	15,216	800,787	876,878
Less loss allowance for trade receivables		-	-	-	-
		5,865	15,216	800,787	876,878
Trade receivables, net		**3,671,791**	**3,564,982**	**3,122,228**	**2,978,276**

The loss allowance was determined as follows for trade receivables:

	Consolidated financial statements		Separate financial statements	
	Trade receivables (Gross)	Loss allowance	Trade receivables (Gross)	Loss allowance
	(in thousand Baht)			
As at 31 December 2024				
Not yet due	3,348,235	-	2,888,078	-
Up to 3 months	327,930	(4,767)	234,125	-
3 - 6 months	1,379	(1,007)	3	-
6 - 12 months	787	(766)	22	-
Over 12 months	4,493	(4,493)	1,303	(1,303)
Total	**3,682,824**	**(11,033)**	**3,123,531**	**(1,303)**
As at 31 December 2023				
Not yet due	3,250,659	(524)	2,760,202	-
Up to 3 months	306,293	(2,150)	214,698	-
3 - 6 months	10,964	(276)	3,365	-
6 - 12 months	1,604	(1,600)	-	-
Over 12 months	2,985	(2,973)	1,314	(1,303)
Total	**3,572,505**	**(7,523)**	**2,979,579**	**(1,303)**

	Consolidated financial statements		Separate financial statements	
Allowance for expected credit loss ***For the year ended 31 December***	2024	2023	2024	2023
	(in thousand Baht)			
As at 1 January	7,523	40,662	1,303	-
(Reversal) loss allowance recognised in profit or loss	18,865	(1,491)	11	1,306
Receivables written off during the year	(14,692)	(32,028)	(11)	(3)
Translation adjustment	(663)	380	-	-
As at 31 December	**11,033**	**7,523**	**1,303**	**1,303**

9 Inventories, net

	Consolidated financial statements		Separate financial statements	
As at 31 December	2024	2023	2024	2023
	(in thousand Baht)			
Finished goods	1,244,702	1,266,780	1,104,475	1,174,581
Raw materials	1,222,033	1,039,227	1,222,033	1,039,227
Ingredients and packaging	687,835	805,452	687,835	805,452
Goods in transit	493,649	370,817	144,482	80,708
Spare parts and supplies	58,157	54,942	58,157	54,942
	3,706,376	3,537,218	3,216,982	3,154,910
Less allowance for write-down to net realisable value	(171,556)	(294,391)	(155,110)	(273,264)
Total inventories, net	**3,534,820**	**3,242,827**	**3,061,872**	**2,881,646**

10 Investments in debt instruments measured at amortised cost

	Consolidated and separate financial statements	
As at 31 December	2024	2023
	(in thousand Baht)	
Current portion	872,631	1,760,811
Non-current portion	-	877,924
Total investments in debt instruments measured at amortised cost	**872,631**	**2,638,735**

As at 31 December 2024, investments in debt instruments measured at amortised cost are investments in corporate bonds which have a minimum of A+ credit rating and pay between 1.79% to 3.98% per annum *(2023: 0.96% to 3.98% per annum)* of interest per annum and the corporate bonds have maturity dates ranging from 2 months to 12 months *(2023: ranging from 2 months to 24 months)* from the reporting date. The corporate bonds are held by the Group and the Company within a business model whose objective is to collect their contractual cash flows which is solely payments of principal and interest on the principal amount outstanding. Hence, the corporate bonds are classified at amortised cost.

11 Investments in subsidiaries using cost method

The movements of investments in subsidiaries during the year are as follows:

	Separate financial statements	
For the year ended 31 December	2024	2023
	(in thousand Baht)	
Opening net book value	210,200	169,394
Additions	48,600	40,806
Closing net book value	**258,800**	**210,200**

On 7 February 2023, the Company established a company named i-Tail Europe B.V. (“ITE”), which is a company registered in the Netherlands with the total registered share capital of EUR 100,000. The purpose of ITE is to import and distribute pet food and pet-related products. The Company holds 100% interest in ITE. The Company fully paid the subscription equivalent to Baht 38.5 million, on 10 May 2023.

Japan Pet Nutrition Co., Ltd. (“JPN”), a subsidiary of the Company, increased registered share capital from JPY 5 million to JPY 15 million by issuing 100,000 shares at a par value of JPY 100 and called for fully paid-up capital totaling of JPY 10 million. The Company paid the share subscription of JPY 9 million, equivalent to Baht 2.3 million, according to its shareholding portion of 90% on 30 May 2023.

On 4 May 2023, the Company established a company named i-Tail pet Food (Shanghai) Co., Ltd. (“ITS”), which is a company registered in the People’s Republic of China with the total registered share capital of CNY 10 million. The purpose of ITS is to import and distribute pet food and pet-related products. The Company holds 100% interest in ITS. The Company fully paid the subscription equivalent to Baht 48.6 million, on 4 January 2024.

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

Details of the investments in subsidiaries as at 31 December 2024 and 2023, and dividend income for the years then ended were as follows:

Company name	Nature of business	Country of incorporation	Registered and paid-up share capital		Proportion of shares directly held by the Group		Proportion of shares held by non-controlling interests		Cost		Dividend income for the year	
			2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
					(%)				*(in thousand Baht)*			
Japan Pet Nutrition Co., Ltd. ("JPN")	Importer and distributor of pet food and pet related products	Japan	JPY 15 million	JPY 15 million	90	90	10	10	3,710	3,710	-	-
i-Tail Americas, Inc. ("ITA") *	Holding company	USA	USD 5 million	USD 5 million	100	100	-	-	167,965	167,965	-	-
i-Tail Europe B.V. ("ITE")	Importer and distributor of pet food and pet-related products	Netherlands	EUR 1 million	EUR 1 million	100	100	-	-	38,525	38,525	-	-
i-Tail Pet Food (Shanghai) Co., Ltd. ("ITS")	Importer and distributor of pet food and pet-related products	People's Republic of China	CNY 10 million	-	100	-	-	-	48,600	-	-	-
Total									**258,800**	**210,200**	**-**	**-**

* ITA has its wholly owned 100% subsidiary which included in the consolidated financial statement, US Pet Nutrition, LLC ("USPN"). USPN is an importer and distributor of pet food and pet-related products and is incorporated in the USA.

All subsidiaries' undertakings are included in the consolidation. The proportion of the voting rights in the subsidiary undertakings held directly by the Group do not differ from the proportion of ordinary shares held. As at 31 December 2024 and 2023, there is no subsidiary with material non-controlling interests.

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

12 Property, plant, and equipment, net

	Consolidated financial statements						
	Land and land improvements	Buildings and building improvements	Machinery and factory equipment	Furniture, fixtures and office equipment	Vehicles	Assets under construction	Total
				(in thousand Baht)			
As at 1 January 2023							
Cost	461,391	1,971,375	3,986,638	96,165	127,608	1,324,430	7,967,607
Less Accumulated depreciation	-	(773,693)	(2,158,992)	(63,202)	(78,667)	-	(3,074,554)
Net book value	**461,391**	**1,197,682**	**1,827,646**	**32,963**	**48,941**	**1,324,430**	**4,893,053**
For the year ended 31 December 2023							
Opening net book value	461,391	1,197,682	1,827,646	32,963	48,941	1,324,430	4,893,053
Additions	-	-	15,331	7,156	7,581	1,142,898	1,172,966
Disposals, net	-	(2,170)	(53,617)	(184)	(4,925)	-	(60,896)
Write-off, net	-	-	(1,377)	(137)	-	-	(1,514)
Transfer in (out)	4,410	74,092	236,036	5,955	5,103	(325,596)	-
Depreciation charge	-	(99,209)	(395,438)	(12,098)	(14,929)	-	(521,674)
Closing net book value	**465,801**	**1,170,395**	**1,628,581**	**33,655**	**41,771**	**2,141,732**	**5,481,935**
As at 31 December 2023							
Cost	465,801	2,042,211	4,028,894	101,482	125,022	2,141,732	8,905,142
Less Accumulated depreciation	-	(871,816)	(2,400,313)	(67,827)	(83,251)	-	(3,423,207)
Net book value	**465,801**	**1,170,395**	**1,628,581**	**33,655**	**41,771**	**2,141,732**	**5,481,935**

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

	Consolidated financial statements						
	Land and land improvements	Buildings and building improvements	Machinery and factory equipment	Furniture, fixtures and office equipment	Vehicles	Assets under construction	Total
				(in thousand Baht)			
As at 1 January 2024							
Cost	465,801	2,042,211	4,028,894	101,482	125,022	2,141,732	8,905,142
Less Accumulated depreciation	-	(871,816)	(2,400,313)	(67,827)	(83,251)	-	(3,423,207)
Net book Value	**465,801**	**1,170,395**	**1,628,581**	**33,655**	**41,771**	**2,141,732**	**5,481,935**
For the year ended 31 December 2024							
Opening net book value	465,801	1,170,395	1,628,581	33,655	41,771	2,141,732	5,481,935
Additions	5,538	-	30,791	5,233	3,281	1,039,514	1,084,357
Disposals, net	-	(758)	(4,184)	(115)	(628)	-	(5,685)
Transfer in (out)	15,400	532,370	927,147	3,490	-	(1,478,407)	-
Depreciation charge	-	(111,661)	(415,824)	(11,448)	(12,612)	-	(551,545)
Closing net book value	**486,739**	**1,590,346**	**2,166,511**	**30,815**	**31,812**	**1,702,839**	**6,009,062**
As at 31 December 2024							
Cost	486,739	2,572,181	4,900,219	107,623	119,795	1,702,839	9,889,396
Less Accumulated depreciation	-	(981,835)	(2,733,708)	(76,808)	(87,983)	-	(3,880,334)
Net book value	**486,739**	**1,590,346**	**2,166,511**	**30,815**	**31,812**	**1,702,839**	**6,009,062**

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

	Separate financial statements						
	Land and land improvements	Buildings and building improvements	Machinery and factory equipment	Furniture, fixtures and office equipment	Vehicles	Assets under construction	Total
				(in thousand Baht)			
As at 1 January 2023							
Cost	461,391	1,971,375	3,986,638	96,165	127,608	1,324,430	7,967,607
Less Accumulated depreciation	-	(773,693)	(2,158,992)	(63,202)	(78,667)	-	(3,074,554)
Net book value	**461,391**	**1,197,682**	**1,827,646**	**32,963**	**48,941**	**1,324,430**	**4,893,053**
For the year ended 31 December 2023							
Opening net book value	461,391	1,197,682	1,827,646	32,963	48,941	1,324,430	4,893,053
Additions	-	-	15,331	7,156	7,581	1,142,898	1,172,966
Disposals, net	-	(2,170)	(53,617)	(184)	(4,925)	-	(60,896)
Write-off, net	-	-	(1,377)	(137)	-	-	(1,514)
Transfer in (out)	4,410	74,092	236,036	5,955	5,103	(325,596)	-
Depreciation charge	-	(99,209)	(395,438)	(12,098)	(14,929)	-	(521,674)
Closing net book value	**465,801**	**1,170,395**	**1,628,581**	**33,655**	**41,771**	**2,141,732**	**5,481,935**
As at 31 December 2023							
Cost	465,801	2,042,211	4,028,894	101,482	125,022	2,141,732	8,905,142
Less Accumulated depreciation	-	(871,816)	(2,400,313)	(67,827)	(83,251)	-	(3,423,207)
Net book value	**465,801**	**1,170,395**	**1,628,581**	**33,655**	**41,771**	**2,141,732**	**5,481,935**

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

	Separate financial statements				
	Land and land improvements	Buildings and building improvements	Machinery and factory equipment	Furniture, fixtures and office equipment	Vehicles	Assets under construction	Total
			(in thousand Baht)				
As at 1 January 2024							
Cost	465,801	2,042,211	4,028,894	101,482	125,022	2,141,732	8,905,142
Less Accumulated depreciation	-	(871,816)	(2,400,313)	(67,827)	(83,251)	-	(3,423,207)
Net book value	**465,801**	**1,170,395**	**1,628,581**	**33,655**	**41,771**	**2,141,732**	**5,481,935**
For the year ended 31 December 2024							
Opening net book value	465,801	1,170,395	1,628,581	33,655	41,771	2,141,732	5,481,935
Additions	5,538	-	30,791	5,158	3,281	1,039,514	1,084,282
Disposals, net	-	(758)	(4,184)	(115)	(628)	-	(5,685)
Transfer in (out)	15,400	532,370	927,147	3,490	-	(1,478,407)	-
Depreciation charge	-	(111,661)	(415,824)	(11,413)	(12,612)	-	(551,510)
Closing net book value	**486,739**	**1,590,346**	**2,166,511**	**30,775**	**31,812**	**1,702,839**	**6,009,022**
As at 31 December 2024							
Cost	486,739	2,572,181	4,900,219	107,548	119,795	1,702,839	9,889,321
Less Accumulated depreciation	-	(981,835)	(2,733,708)	(76,773)	(87,983)	-	(3,880,299)
Net book value	**486,739**	**1,590,346**	**2,166,511**	**30,775**	**31,812**	**1,702,839**	**6,009,022**

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

Depreciation is presented in the statement of income as follows:

	Consolidated financial statements		Separate financial statements	
For the year ended 31 December	2024	2023	2024	2023
		(in thousand Baht)		
Cost of sales	540,604	504,794	540,604	504,794
Selling expenses	268	312	268	312
Administrative expenses	10,673	16,568	10,638	16,568
Total depreciation expenses	**551,545**	**521,674**	**551,510**	**521,674**

As at 31 December 2024 and 2023, there is no property, plant and equipment of the Group and the Company pledged for any obligations.

13 Right-of-use assets, net and lease liabilities, net

The statement of financial position included following transactions relating to leases.

	Consolidated and separate financial statements	
As at 31 December	2024	2023
	(in thousand Baht)	
Right-of-use assets, net		
Land and land improvements	21,202	22,775
Building and building improvements	16,148	11,037
Machinery and equipment	3,517	4,031
Vehicles	2,531	7,635
Total right-of-use assets, net	**43,398**	**45,478**
Lease liabilities, net		
Current	10,755	13,788
Non-current	34,360	32,996
Total lease liabilities, net	**45,115**	**46,784**

Transactions recognised in profit or loss and cash flows in connection with leases are as follows:

	Consolidated and separate financial statements	
For the year ended 31 December	2024	2023
	(in thousand Baht)	
Depreciation charge of right-of-use assets		
Land and land improvements	1,572	1,572
Buildings and building improvements	4,597	4,594
Machinery and equipment	2,805	3,753
Vehicles	5,104	5,104
Total depreciation expenses	**14,078**	**15,023**

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

For the year ended 31 December	Consolidated and separate financial statements 2024	2023
	(in thousand Baht)	
Lease modification	12,011	18,752
Total cash outflow for leases	15,519	16,409
Finance costs relating to leases (included in finance costs)	1,839	2,140
Expenses relating short-term leases (Include cost of sales and administrative expenses)	26,906	16,410

14 Intangible assets, net

	Consolidated financial statements		
	Trademarks	Computer software	Total
		(in thousand Baht)	
As at 1 January 2023			
Cost	23,680	19,764	43,444
Less Accumulated amortisation	-	(11,715)	(11,715)
Net book value	**23,680**	**8,049**	**31,729**
For the year ended 31 December 2023			
Opening net book value	23,680	8,049	31,729
Additions	-	5,722	5,722
Amortisation charge	-	(1,938)	(1,938)
Closing net book value	**23,680**	**11,833**	**35,513**
As at 31 December 2023			
Cost	23,680	25,486	49,166
Less Accumulated amortisation	-	(13,653)	(13,653)
Net book value	**23,680**	**11,833**	**35,513**
For the year ended 31 December 2024			
Opening net book value	23,680	11,833	35,513
Additions	-	1,270	1,270
Amortisation charge	-	(2,350)	(2,350)
Closing net book value	**23,680**	**10,753**	**34,433**
As at 31 December 2024			
Cost	23,680	26,756	50,436
Less Accumulated amortisation	-	(16,003)	(16,003)
Net book value	**23,680**	**10,753**	**34,433**

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

	Separate financial statements		
	Trademarks	Computer software	Total
		(in thousand Baht)	
As at 1 January 2023			
Cost	23,680	19,764	43,444
Less Accumulated amortisation	-	(11,715)	(11,715)
Net book value	**23,680**	**8,049**	**31,729**
For the year ended 31 December 2023			
Opening net book value	23,680	8,049	31,729
Additions	-	5,722	5,722
Amortisation charge	-	(1,938)	(1,938)
Closing net book value	**23,680**	**11,833**	**35,513**
As at 31 December 2023			
Cost	23,680	25,486	49,166
Less Accumulated amortisation	-	(13,653)	(13,653)
Net book value	**23,680**	**11,833**	**35,513**
For the year ended 31 December 2024			
Opening net book value	23,680	11,833	35,513
Additions	-	1,172	1,172
Amortisation charge	-	(2,318)	(2,318)
Closing net book value	**23,680**	**10,687**	**34,367**
As at 31 December 2024			
Cost	23,680	26,658	50,338
Less Accumulated amortisation	-	(15,971)	(15,971)
Net book value	**23,680**	**10,687**	**34,367**

Amortisation is presented in the statement of income as follows:

For the year ended 31 December	Consolidated financial statements 2024	2023	Separate financial statements 2024	2023
		(in thousand Baht)		
Cost of sales	1,095	723	1,095	723
Administrative expenses	1,255	1,215	1,223	1,215
Total amortisation expenses	**2,350**	**1,938**	**2,318**	**1,938**

15 Income taxes

15.1 Income taxes

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
	(in thousand Baht)			
Current tax				
Current tax on profit for the year	95,616	136,604	51,882	66,553
Adjustments from of prior year	11,368	(7,594)	10,905	(7,479)
	106,984	129,010	62,787	59,074
Deferred tax				
Decrease (increase) in deferred tax assets	6,666	(2,488)	2,218	(15,004)
Increase in deferred tax liabilities	27,057	5,215	41,230	2,519
	33,723	2,727	43,448	(12,485)
Total income tax expense	**140,707**	**131,737**	**106,235**	**46,589**

The taxes on the Group and the Company's profits before tax differ from the theoretical amounts that would arise using the basic tax rates of the Group and the Company as follows:

For the year ended 31 December	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
	(in thousand Baht)			
Profit before tax	3,737,821	2,414,559	3,677,781	2,094,095
Tax calculated at tax rates of 20% to 23.30% *(2023: 20% to 23.20%)*	763,550	483,846	735,556	418,819
Tax effect of:				
Income not subject to tax	(637,942)	(362,194)	(640,232)	(369,336)
Expenses not deductible for tax purpose	9,770	23,909	90	4,716
Additional expenses deductible for tax purpose	(6,039)	(6,230)	(84)	(131)
Adjustments from prior year	11,368	(7,594)	10,905	(7,479)
Total income tax expense	**140,707**	**131,737**	**106,235**	**46,589**

The Group and the Company's effective tax rate were 3.76% and 2.89% respectively *(2023: 5.46% and 2.22% respectively)*. The change in average tax rate of the Group is due to the decrease in deferred tax asset recognition from elimination of intra-group inventory balances. While the increase in average tax rate of the Company is due to an increase in interest income from investments in debt instruments and interest income from fixed deposit during the year.

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

The tax charge relating to components of other comprehensive income is as follows:

	Consolidated financial statements					
For the year ended 31 December	2024			2023		
	Before tax	Tax benefit	Net of tax	Before tax	Tax benefit	Net of tax
	(in thousand Baht)					
Loss on remeasurements of defined benefit obligation	(21,413)	69	(21,344)	(46,113)	291	(45,822)
Hedging reserves	(297,529)	704	(296,825)	(372,075)	3,242	(368,833)
Other comprehensive expense	**(318,942)**	**773**	**(318,169)**	**(418,188)**	**3,533**	**(414,655)**

	Separate financial statements					
For the year ended 31 December	2024			2023		
	Before tax	Tax benefit	Net of tax	Before tax	Tax benefit	Net of tax
	(in thousand Baht)					
Loss on remeasurements of defined benefit obligation	(21,413)	69	(21,344)	(46,113)	291	(45,822)
Hedging reserves	(290,776)	809	(289,967)	(383,791)	3,318	(380,473)
Other comprehensive expense	**(312,189)**	**878**	**(311,311)**	**(429,904)**	**3,609**	**(426,295)**

The Organisation for Economic Co-operation and Development ("OECD")'s Pillar Two Model Rules established a global minimum Effective Tax Rate ("ETR") where multinational groups with consolidated revenue over EUR 750 million are subject to a minimum ETR of 15%. As the Group is a member of Thai Union Group Public Company Limited, having consolidated revenues over EUR 750 million in at least two of the four preceding fiscal years, therefore, the Group has obligation to comply with the Pillar Two.

Even though the Pillar Two legislation has been enacted in 2024 in certain jurisdictions where the Group operates, the impact assessment of the Pillar Two has been conducted and the result shows that there is no top-up tax for the Group for the year ended 31 December 2024.

The Group expects to be subject to top-up tax in relation to its operation in Thailand where the Pillar Two legislation comes into effect on 1 January 2025. In this regard, the Group applied the mandatory exception from recognising deferred tax accounting for the top-up tax and will recognise tax expense when it occurs.

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

15.2 Deferred income taxes.

The analysis of deferred tax assets and deferred tax liabilities is as follows:

	Consolidated financial statements		Separate financial statements	
As at 31 December	2024	2023	2024	2023
	(in thousand Baht)			
Deferred tax assets	44,888	51,939	23,749	26,207
Deferred tax liabilities	(34,443)	(7,730)	(43,833)	(3,721)
Deferred tax assets (liabilities), net	**10,445**	**44,209**	**(20,084)**	**22,486**

The gross movement of deferred income taxes is as follows:

	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
	(in thousand Baht)			
As at 1 January	44,209	43,144	22,486	6,392
Credited / (Charged) to profit or loss	(33,723)	(2,727)	(43,448)	12,485
Credited to other comprehensive income	773	3,533	878	3,609
Translation adjustment	(814)	259	-	-
As at 31 December	**10,445**	**44,209**	**(20,084)**	**22,486**

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

The movement in deferred tax assets and liabilities during the year ended 31 December 2024 and 2023 are as follows:

Consolidated financial statements		(Charged) / Credited to				
	As at 1 January 2023	Profit or loss	Other comprehensive income	Translation adjustment	**As at 31 December 2023**	Profit or loss	Other comprehensive income	Translation adjustment	**As at 31 December 2024**
	(in thousand Baht)								
Deferred tax assets									
Loss allowance for trade receivables	12,133	(10,390)	-	104	1,847	1,029	-	(19)	2,857
Allowance for write-down to net realisable value	25,701	11,340	-	(133)	36,908	(28,770)	-	(36)	8,102
Derivative contracts	4,703	1,873	(424)	-	6,152	11,576	(308)	-	17,420
Right-of-use assets	328	18	-	-	346	(9)	-	-	337
Employee benefit obligations	5,711	(160)	291	-	5,842	80	69	-	5,991
Loss carry forward	-	-	-	-	-	7,956	-	(77)	7,879
Others	883	(193)	-	154	844	1,472	-	(14)	2,302
Total	**49,459**	**2,488**	**(133)**	**125**	**51,939**	**(6,666)**	**(239)**	**(146)**	**44,888**
Deferred tax liabilities									
Derivative contracts	(4,619)	(2,490)	3,666	-	(3,443)	(30,601)	1,012	-	(33,032)
Lease liabilities	(325)	(15)	-	-	(340)	3	-	-	(337)
Others	(1,371)	(2,710)	-	134	(3,947)	3,541	-	(668)	(1,074)
Total	**(6,315)**	**(5,215)**	**3,666**	**134**	**(7,730)**	**(27,057)**	**1,012**	**(668)**	**(34,443)**
Deferred tax assets (liabilities), net	**43,144**	**(2,727)**	**3,533**	**259**	**44,209**	**(33,723)**	**773**	**(814)**	**10,445**

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

	Separate financial statements					
	As at 1 January 2023	(Charged) / Credited to		As at 31 December 2023	(Charged) / Credited to		As at 31 December 2024
		Profit or loss	Other comprehensive income		Profit or loss	Other comprehensive income	
				(in thousand Baht)			
Deferred tax assets							
Allowance for write-down to net realisable value	629	13,258	-	13,887	(13,887)	-	-
Derivative contracts	4,668	1,888	(424)	6,132	11,598	(309)	17,421
Right-of-use assets	328	18	-	346	(9)	-	337
Employee benefit obligations	5,711	(160)	291	5,842	80	69	5,991
Total	**11,336**	**15,004**	**(133)**	**26,207**	**(2,218)**	**(240)**	**23,749**
Deferred tax liabilities							
Allowance for write-down to net realisable value	-	-	-	-	(10,609)	-	(10,609)
Derivative contracts	(4,619)	(2,504)	3,742	(3,381)	(30,624)	1,118	(32,887)
Lease liabilities	(325)	(15)	-	(340)	3	-	(337)
Total	**(4,944)**	**(2,519)**	**3,742**	**(3,721)**	**(41,230)**	**1,118**	**(43,833)**
Deferred tax assets (liabilities), net	**6,392**	**12,485**	**3,609**	**22,486**	**(43,448)**	**878**	**(20,084)**

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

16 Trade and other payables

As at 31 December	*Note*	Consolidated financial statements 2024	Consolidated financial statements 2023	Separate financial statements 2024	Separate financial statements 2023
		(in thousand Baht)			
Trade payables - third parties		661,576	627,040	588,853	492,131
Trade payables - related parties	*23*	339,196	384,103	330,018	370,752
Accrued expenses and other payables - third parties		415,538	251,108	358,849	214,741
Accrued expenses and other payables - related parties	*23*	112,621	90,109	102,150	76,409
Dividend payables		26,868	34,590	26,868	34,590
Deposits and unearned revenue		89,966	32,352	52,338	32,352
Payable purchase of property, plant and equipment - third parties		155,634	91,441	155,634	91,441
Payable purchase of property, plant and equipment - related parties	*23*	13,448	9,368	13,448	9,368
Total trade and other payables		**1,814,847**	**1,520,111**	**1,628,158**	**1,321,784**

17 Employee benefit obligations

As at 31 December	Consolidated and separate financial statements 2024	Consolidated and separate financial statements 2023
	(in thousand Baht)	
Liability in the statement of financial position - Retirement benefits	594,840	507,877
Expenses charge included in the statement of income - Retirement benefits	54,406	77,614
Loss on remeasurements of defined benefit plans	21,413	46,113

Retirement benefits plans

The plans are final salary retirement plans, which provide benefits to members in the form of a guaranteed level of pension payable. The level of benefits provided depends on members' length of service and their salary in the final years leading up to retirement.

The movement in the defined benefit obligations during the year is as follows:

	Consolidated and separate financial statements	
	2024	2023
	(in thousand Baht)	
As at 1 January	507,877	559,169
Recognised in profit or loss:		
Current service cost	41,143	63,330
Past service cost	(396)	-
Interest on obligation	13,659	14,284
	54,406	**77,614**
Remeasurement		
Loss from change in demographic assumptions	1,921	-
Loses from change in financial assumptions	25,525	15,503
Experience (gain) loss	(6,033)	30,610
	21,413	**46,113**
Benefit payments	(38,189)	(191,961)
Transfer employee to affiliated companies	(1,750)	(4,838)
Transfer employee from affiliated companies	51,083	21,780
As at 31 December	**594,840**	**507,877**

The Group and the Company expect to pay Baht 54.0 million of retirement benefits during the next year *(2023: Baht 38.0 million)*.

The weighted average durations of the liabilities for retirement benefits for the Group and the Company are 12.0 years *(2023: 11.7 years)*.

The principal actuarial assumptions used are as follows:

	Consolidated and separate financial statements	
	2024	2023
	(%)	
Discount rate	1.99 - 3.55	2.05 - 4.45
Salary growth rate	2.00 - 6.00	2.00 - 6.00
Turnover rate	2.00 - 25.00	2.00 - 30.00

Sensitivity analysis for each significant assumption used is as follows

		Consolidated and separate financial statements			
		Effect to the defined benefit obligation			
		Increase		Decrease	
As at 31 December	Assumption	2024	2023	2024	2023
		(in thousand Baht)			
Discount rate	1%	(50,158)	(44,093)	57,990	51,042
Salary growth rate	1%	56,161	49,640	(49,675)	(43,821)
Turnover rate	20%	(48,814)	(40,979)	58,216	48,503

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, at the end of the year, the same method has been applied as when calculating the employee benefit obligation recognised within the statement of financial position.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous year.

18 Premium on share capital

Under the Public Companies Act. B.E. 2535 requires companies to set aside share subscription monies received in excess of the issued shares' par value to a reserve account (share premium). The share premium is not available for dividend distribution.

19 Dividends

On 5 April 2023, the Annual General Meeting for 2023 of the Company approved the payment of dividend from the company's accumulated operating profit totalling of Baht 7,560 million. However, by the resolution of the Company's Board of Directors meetings during the year, the Company had paid out the interim dividend totalling of Baht 6,960 million. Therefore, the remaining dividend was Bath 0.20 per share, totalling of Baht 600 million, which was paid to shareholders on 18 April 2023.

On 27 July 2023, the Board of Directors' meeting of the Company passed a resolution to approve an interim dividend payment of Baht 0.25 per share or totalling of Baht 750 million to the Company's shareholders. The interim dividend was paid to shareholders on 25 August 2023.

On 5 April 2024, the Annual General Meeting for 2024 of the Company approved the payment of dividend from the Company's net operating profit for the year ended 2023 to ordinary shareholders totaling of Baht 1,800 million. However, by the resolution of the Company's Board of Directors meetings during the year, the Company had paid out the interim dividend totaling of Baht 750 million. In 2024, the remaining dividend was Bath 0.35 per share, totaling of Baht 1,050 million, which was paid to shareholders on 24 April 2024.

On 6 August 2024, the Board of Directors' meeting of the Company passed a resolution to approve an interim dividend payment of Baht 0.40 per share or totaling of Baht 1,200 million to ordinary shareholders. The interim dividend was paid on 3 September 2024.

20 Legal reserve

Under section 116 of the Public Limited Company Act., B.E. 2535, the Company is required to set aside as a legal reserve at least 5% of its net profit after accumulated deficit brought forward (if any) until the reserve is not less than 10% of the registered capital. The legal reserve is not available for dividend distribution.

As at 31 December 2024 and 2023, the Company has 10% of the registered capital legal reserve.

21 Expenses by nature

For the year ended 31 December	*Note*	Consolidated financial statements 2024	Consolidated financial statements 2023	Separate financial statements 2024	Separate financial statements 2023
		(in thousand Baht)			
Changes in finished goods and work in process		22,078	458,365	70,106	70,458
Raw materials and consumables used and purchased finished goods		12,755,416	10,921,127	8,052,571	7,490,817
(Reversal of) allowance for write down to net realisable value		(122,835)	193,228	(118,154)	176,476
Employee expenses		2,810,834	2,531,420	2,711,909	2,463,556
Depreciation on property, plant and Right-of-use assets	*12, 13*	565,623	536,697	565,588	536,697
Amortisation of intangible assets	*14*	2,350	1,938	2,318	1,938

22 Basic earnings per share

Basic earnings per share is calculated by dividing profit for the year attributable to owners of the parent (excluded other comprehensive income) by the weighted average number of ordinary shares in issue during the year.

For the year ended 31 December	Consolidated financial statements 2024	Consolidated financial statements 2023	Separate financial statements 2024	Separate financial statements 2023
Net profit attributable to the owners of the parent *(in thousand Baht)*	3,597,261	2,281,375	3,571,546	2,047,506
Weighted average number of ordinary shares outstanding *(in thousand shares)*	3,000,000	3,000,000	3,000,000	3,000,000
Basic earnings per share *(Baht per share)*	1.20	0.76	1.19	0.68

There are no dilutive potential ordinary shares in issue during the year presented, so no diluted earnings per share is presented.

23 Related parties

The largest shareholder of the Parent company is the Chansiri family, which owns 26.21% of the Parent company's shares. The remaining shares are widely held.

Significant transactions with related parties *For the year ended 31 December*	Consolidated financial statements 2024	Consolidated financial statements 2023	Separate financial statements 2024	Separate financial statements 2023
	(in thousand Baht)			
Revenue from sales and services				
Parent company	67,704	100,044	67,704	100,044
Subsidiaries	-	-	4,479,813	3,540,753
Other companies under common control	189,057	319,596	189,057	319,596
Other related company	60,451	62,688	60,451	62,688
Other income				
Parent company	3,562	5,748	3,562	5,748
Subsidiaries	-	-	66,627	47,600
Other companies under common control	44,408	45,704	44,408	45,704
Purchases of goods and services				
Parent company	300,191	254,240	292,556	250,047
Subsidiary	-	-	279	-
Other companies under common control	2,765,776	2,866,110	2,750,526	2,858,979
Other related companies	123,525	104,911	123,525	104,911
Finance costs				
Subsidiary	-	-	465	328
Other related companies	537	499	537	499
Purchase of property, plant and equipment				
Parent company	117	767	117	767
Other companies under common control	19	2,551	19	2,551
Other related company	15,046	37,567	15,046	37,567
Directors and key management remunerations				
Short-term employee benefits	74,887	61,748	74,887	61,748
Post-employment benefits	4,845	3,402	4,845	3,402
Total directors and key management remunerations	**79,732**	**65,150**	**79,732**	**65,150**

Balances as at 31 December 2024 and 2023 with related parties were as follows:

	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
	(in thousand Baht)			
Trade receivables, net				
Parent company	2,266	11,599	2,266	11,599
Subsidiaries	-	-	794,922	861,662
Other companies under common control	1,502	1,739	1,502	1,739
Other related companies	2,097	1,878	2,097	1,878
Other receivables, net				
Parent company	3,811	3,813	3,811	3,813
Subsidiaries	-	-	13,002	11,990
Other companies under common control	34,900	21,179	34,900	21,179
Short-term loans to				
Subsidiaries	-	-	611,218	559,268
Current portion of long-term loans to				
Subsidiaries	-	-	101,489	-
Prepaid expenses				
Other related companies	3,950	3,842	3,950	3,842
Long-term loans to				
Subsidiary	-	-	-	102,177
Other non-current assets				
Parent company	426	276	426	276
Other companies under common control	233,312	199,856	233,312	199,856
Other related companies	2,078	2,078	2,078	2,078
Trade payables				
Parent company	33,767	26,975	32,957	24,192
Subsidiaries	-	-	1,461	-
Other companies under common control	294,687	344,423	284,858	333,855
Other related companies	10,742	12,705	10,742	12,705
Short-term loans from				
Subsidiary	-	-	-	35,167
Accrued expenses and other payables				
Parent company	64,107	30,695	60,613	30,667
Subsidiaries	-	-	38	327
Other companies under common control	47,486	57,869	40,471	43,870
Other related companies	1,028	1,545	1,028	1,545
Payable purchase of property, plant and equipment				
Other companies under common control	-	8	-	8
Other related companies	13,448	9,360	13,448	9,360
Other non-current liabilities				
Other companies under common control	16,235	14,879	16,235	14,879

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

24 Cash flows information

24.1 Cash flows from operating activities

Reconciliation of net profit to cash flows from operating activities is shown below:

For the year ended 31 December	*Note*	Consolidated financial statements		Separate financial statements	
		2024	2023	2024	2023
		(in thousand Baht)			
Profit before income tax:		**3,737,821**	**2,414,559**	**3,677,781**	**2,094,095**
Adjustment items:					
Depreciation expenses	*12, 13*	565,623	536,697	565,588	536,697
Amortisation expenses	*14*	2,350	1,938	2,318	1,938
(Reversal of) loss on impairment of financial assets	*8*	18,865	(1,491)	11	1,306
(Reversal of) allowance for write-down to net realisable value	*9*	(122,468)	202,936	(118,154)	186,381
Employee benefit obligations	*17*	54,406	77,614	54,406	77,614
Gain on disposals and write-offs of property, plant and equipment, net		(1,389)	(7,700)	(1,389)	(7,700)
Fair value adjustments to derivatives		(52,458)	17,533	(45,706)	5,819
(Gains) losses on exchange rates, net		59,386	(15,687)	64,478	18,723
Finance costs		6,027	11,015	6,455	11,343
Interest received		(416,009)	(204,671)	(466,734)	(242,789)
Total		**3,852,154**	**3,032,743**	**3,739,054**	**2,683,427**
Changes in operating assets and liabilities:					
Decrease (increase) in trade and other receivables		14,504	(300,056)	(12,284)	43,221
(Increase) decrease in inventories		(187,197)	996,472	(62,072)	906,180
(Increase) decrease in other current assets		(121,338)	56,268	(123,709)	59,341
Decrease in other non-current assets		17,353	69,859	17,353	69,859
Increase (decrease) in trade and other payables		226,005	(704,720)	239,483	(755,988)
Increase (decrease) in other current liabilities		18,207	(17,473)	12,558	(18,500)
(Decrease) increase in other non-current liabilities		(9,566)	27,410	(9,566)	27,410
Cash paid for employee benefit obligations	*17*	(38,189)	(191,961)	(38,189)	(191,961)
Cash flows from operations		**3,771,933**	**2,968,542**	**3,762,628**	**2,822,989**
- Income tax paid		(190,411)	(77,992)	(112,526)	(21,296)
Net cash from operating activities		**3,581,522**	**2,890,550**	**3,650,102**	**2,801,693**

24.2 Change in liabilities arising from financing activities

	Consolidated financial statements	
	Accrued interest expenses	Lease liabilities
	(in thousand Baht)	
As at 1 January 2023	22	42,301
Cash flows	(8,897)	(16,409)
Non-cash changes:		
Additions	8,875	18,752
Amortisation of financing fees	-	2,140
As at 31 December 2023	-	**46,784**
Cash flows	(4,981)	(15,519)
Non-cash changes:		
Additions	4,188	12,011
Amortisation of financing fee	-	1,839
Translation adjustment	793	-
As at 31 December 2024	**-**	**45,115**

	Separate financial statements		
	Short-term loans from a subsidiary	Accrued interest expenses	Lease liabilities
		(in thousand Baht)	
As at 1 January 2023	-	22	42,301
Cash flows	33,399	(8,897)	(16,409)
Non-cash changes:			
Additions	-	9,202	18,752
Amortisation of financing fees	-	-	2,140
Loss from exchange rate	1,768	-	-
As at 31 December 2023	**35,167**	**327**	**46,784**
Cash flows	(33,809)	(4,945)	(15,519)
Non-cash changes:			
Additions	-	4,618	12,011
Amortisation of financing fees	-	-	1,839
Gain from exchange rate	(1,358)	-	-
As at 31 December 2024	**-**	**-**	**45,115**

25 Commitments

25.1 Capital commitments

	Consolidated and separate financial statements	
As at 31 December	2024	2023
	(in thousand Baht)	
Factory building and warehouse construction agreements	347,356	734,274
Purchases of machinery and equipment agreements	259,194	363,041
Computer and program agreements	1,470	1,410

i-Tail Corporation Public Company Limited and its Subsidiaries
Notes to the financial statements
For the year ended 31 December 2024

25.2 Guarantees

As at 31 December 2024, there were outstanding bank guarantees of Baht 8.7 million *(2023: Baht 10.4 million)* on behalf of the Company in the normal course of business.

25.3 Other commitments

As at 31 December 2024, the Group had unused overdraft lines from financial institutions and other credit facilities in the amount of Baht 7,230.0 million *(2023: Baht 7,234.0 million)*.

26 Promotional privileges

The Company received promotional privileges from the Office of the Board of Investment ("BOI") for the production of processed and semi-processed pet food in seal containers and production of preservation of food, additives or ingredients by using modern technology. Under these privileges, the Company has received exemption from certain taxes and duties as detailed in the certificate including exemption from corporate income tax for a period of 8 years from the date of commencement of earning promoted revenue. As a promoted industry, the Company is required to comply with the terms and conditions as specified in the promotional certificates.

Revenue classified by BOI and Non-BOI promoted activities are based on the procedures set out by the Board of Investment. Revenue from Non-BOI business included non-exemption from the privilege on corporate income tax and revenue after the exemption period.

	Separate financial statements					
	BOI Promoted activities		Non-BOI Promoted activities		Total	
For the year ended 31 December	2024	2023	2024	2023	2024	2023
	(in thousand Baht)					
Domestic sales	257,110	365,643	264,255	437,810	521,365	803,453
Export sales	16,392,726	13,673,147	15,992	28,586	16,408,717	13,701,733
Total revenue from sales	**16,649,836**	**14,038,790**	**280,247**	**466,396**	**16,930,082**	**14,505,186**

27 Event after the reporting period

On 13 February 2025, the Board of Directors' meeting of the Company passed the resolution to propose to the Annual General Meeting of the Company that will be held in April 2025, to pay a dividend of Baht 3,450 million from its net operating profit for the year 2024. However, by the resolution of the Company's Board of Directors meetings during the year, the Company had paid out the interim dividend totaling of Baht 1,200 million (as disclosed in Note 19). Therefore, the remaining dividend was Bath 0.75 per share, totaling of Baht 2,250 million, will be paid to shareholders in April 2025.

04
Attachment

i-Tail discloses information about its directors, executives, and other relevant details as an attachment in the Annual Report 2024 (56-1 One Report).



Attachment 1

Information and Detail of Directors, Executives, People Assigned the Highest Responsibility in Accounting and Finance, and Company Secretary



Board of Directors



Mr. Thiraphong Chansiri

Position: Chairman of the Board of Directors
Nationality: Thai
Age: 59 years old

Education:

- Bachelor of Business Administration (Marketing Major), Assumption University, Thailand
- Master of Business Administration (Management), University of San Francisco, USA

Date of Appointment as Director:
March 18, 1999

Family Relationship among Directors and Executives: None

Shareholdings:
8,425,073 Shares
equivalent to 0.61%

- Personal: 15,300,807 shares
- Spouse: 3,124,266 shares
- Minor children: -0-

Position in Other Listed Companies:

1990 - Present:	Vice Chairman of the Board of Directors/ Member of Executive Committee/ Member of Risk Management Committee/ Chairman of Sustainable Development Committee, Chief of Executive Officer, Thai Union Group PCL.
2000 - Present:	Director and Member of Executive Committee, Thai Union Feedmill PCL.
2021 - Present:	Director and Member of Corporate Governance Nomination Committee, SCG Packaging PCL.

Position in Other Organizations:

1995 - Present:	President, Thai Union Graphic Co., Ltd.
1996 - Present:	President, Thai Union North America (USA)
2010 - Present:	President, Thai Union Europe (France)
1996 - Present:	President, Thai Union Seafood Co., Ltd.
1989 - Present:	Executive Director, Thai Union Manufacturing Co., Ltd.
2012 - Present:	Executive Director, Pakfood PCL. (Including 4 Companies)
2016 - Present:	Executive Director, Thai Union Investments North America LLC. (USA)
2016 - Present:	Executive Director, Pracharat Raksamakkee Samutsakorn (Social Enterprise) Co., Ltd.
2017 - Present:	Executive Director, Thai Union Asia Investment Holding Co., Ltd. (Hong Kong)
2019 - Present:	Executive Director, Thai Union Ingredients Co., Ltd.
2020 - Present:	Executive Director, Food and Beverage United Co., Ltd.
2021 - Present:	Executive Director, Interpharma-Zeavita Co., Ltd.
1984 - Present:	Director, Penven (Thailand) Co., Ltd.
1988 - Present;	Director, Chansiri Real Estate Co., Ltd.
1988 - Present:	Director, Thai Union Properties Co., Ltd.
1993 - Present:	Director, Asian-Pacific Can Co., Ltd.
1993 - Present:	Director, Lucky Union Foods Co., Ltd.
1993 - Present:	Director, Waithai Co., Ltd.
1997 - Present:	Director, Tri-Union Seafoods, LLC. (USA)
2000 - Present:	Director, Biz Dimension Co., Ltd.
2010 - Present:	Director, Tri-Union Frozen Products, Inc. (USA)
2012 - Present:	Director, Okeanos Food Co., Ltd.
2014 - Present:	Director, Thai Union High-Tech Pearl Cultivation Co., Ltd.
2016 - Present:	Director, Red Lobster Master Holdings LP (USA)
2017 - Present:	Director, Thai Union Property Development Co., Ltd.
2017 - Present:	Director, Thoon Thanasiri Co., Ltd. (Including 7 Companies)
2019 - Present:	Director, Thai Union Eaglewood Development Co., Ltd.
2021 - Present:	Director, Thai Union Lifescience Co., Ltd.
2021 - Present:	Director, Beam Data Co., Ltd.

Position in Other Organizations that have Conflicts with the Company: None

Training/ Seminar Course related to Directorship:

- Directors Certification Program Organized (DCP 10/2001), Thai Institute of Directors Association
- National Defence Course (NDC), Class 62, National Defence College

Mr. Tin Shu Chan



Position: Vice Chairman of the Board of Directors
Executive Director
Chairman of the Executive Committee
Member of the Risk Management Committee
Nationality: Hong Kong Resident
Age: 51 years old

Education:
- Bachelor of Mathematics, University of Southern California, USA
- Master of Business Administration, Bangkok University, Thailand

Date of Appointment as Director:
July 1, 2024

Family Relationship among Directors and Executives:
None

Shareholdings:
1,934,645 Shares
equivalent to 0.06%
- Personal: 1,934,645 Shares
- Spouse: -0-
- Minor children (one person): -0-

Positions in Other Listed Companies:
None

Position in Other Companies:
1995 - Present: Director, Thai Union Manufacturing Co., Ltd.
2010 - Present: Director, Thai Union Europe
2017 - Present: Director, Thai Union Trading Europe B.V.

Position in Other Organizations that have Conflicts to the Company: None

Training/ Seminar Course related to Directorship:
- Director Accreditation Program (DAP 193/2022), Thai Institute of Directors Association

Mr. Cheng Niruttinanon



Position: Director
Nationality: Thai
Age: 82 years old

Education:
- The second Middle School of Shantou, People's Republic of China

Date of Appointment as Director:
August 6, 2021

Family Relationship among Directors and Executives:
Mr. Nakorn Niruttinanon's father

Shareholdings:
7,822,618 shares
equivalent to 0.26%
- Personal: 5,927,980 shares
- Spouse: 1,894,638 shares
- Minor children: -0-

Position in Other Listed Companies:
1999 - Present: Chairman of Executive Committee, Thai Union Group PCL.
2000 - Present: Director, Thai Union Feedmill PCL.

Position in Other Organizations:
1987 - Present: Chairman, Asian-Pacific Can Co., Ltd.
1987 - Present: Chairman, T.C. Union Agrotech Co., Ltd.
1990 - Present: Chairman, Lucky Union Foods Co., Ltd.
1973 - Present: Executive Director and Managing Director, Thai Union Manufacturing Co., Ltd.
2010 - Present: Executive Director, Oriental Unique Co., Ltd.
2011 - Present: Executive Director, Thai Glycerine Co., Ltd.
2013 - Present: Executive Director, Phil-Union Frozen Foods, Inc. (Philippines)
2019 - Present: Executive Director, Thai Union Ingredients Co., Ltd.
1993 - Present: Director, Waithai Co., Ltd.
1996 - Present: Director, Thai Union North America (USA)
1997 - Present: Director, New Century Printing and Package Co., Ltd.
1997 - Present: Director, Tri-Union Seafoods, LLC. (USA)
2007 - Present: Director, Yueh Chyang Canned Food Co., Ltd. (Vietnam)
2008 - Present: Director, Thaipatana Stainless Steel Co., Ltd.
2010 - Present: Director, Thai Union Europe (France)
2010 - Present: Director, Tri-Union Frozen Products, Inc. (USA)
2001 - Present: Managing Partner, Hunhong Kanchang Registered Ordinary Partnership

Position in Other Organizations that have Conflicts with the Company: None

Training/ Seminar Course related to Directorship:
- Directors Accreditation Program Organized (DAP 187/2021), Thai Institute of Directors Association

Mr. Shue Chung Chan



Position: Director
Member of the Nomination Remuneration and Corporate Governance Committee
Nationality: Chinese
Age: 49 years old

Education:
- Bachelor of Construction Engineering and Management, Oregon State University, USA
- Master of Business Administration, Bangkok University, Thailand

Date of Appointment as Director:
August 13, 2021

Family Relationship among Directors and Executives: None

Shareholdings: 451,358 Shares equivalent to 0.02%
- Personal: 451,358 shares
- Spouse: -0-
- Minor children (2 persons): -0-

Position in Other Listed Companies

2001 - Present:	Executive Director, Member of Risk Management Committee, Member of Sustainability Development Committee, Thai Union Group PCL.
2002 - Present:	Director, Thai Union Feedmill PCL.

Position in Other Organizations:

2014 - Present:	Executive Director, Thai Union Graphic Co., Ltd.
2018 - Present:	Executive Director, EHS Training and Services Co., Ltd.
2020 - Present:	Executive Director, Thai Union South East Asia Pte. Ltd. (Singapore)
2021 - Present:	Executive Director, Thai Union Lifescience Co., Ltd.
2015 - Present:	Director, Thai Union Seafood Co., Ltd.
2017 - Present:	Director, Thoon Thanasiri Co., Ltd.
2018 - Present:	Director, Biz Dimension Co., Ltd.
2018 - Present:	Director, Thoon Thanasiri (Songkhla) Co., Ltd.
2021 - Present:	Director, Thai Union Manufacturing Co., Ltd.
2022 - Present:	Director, Star Union Packaging Co., Ltd.

Position in Other Organizations that have Conflicts with the Company: None

Training/ Seminar Course related to Directorship:
- Directors Certification Program Organized (DCP 16/2002), Thai Institute of Directors Association
- Executive Development Program (EDP 1/2009), Thai Listed Companies Association
- Ethical Leadership Program (ELP 6/2016), Thai Institute of Directors Association & Thai CAC

Mr. Thawee Tangchansiri



Position: Director
Nationality: Thai
Age: 49 years old

Education:
- Bachelor of Economics Program, Thammasat University, Thailand
- Master of Economics, University of Colorado at Denver, USA

Date of Appointment as Director:
January 19, 2011

Family Relationship among Directors and Executives: None

Shareholdings: 400,000 shares equivalent to 0.01%
- Personal: 350,000 shares
- Spouse: 50,000 shares
- Minor children (2 persons): -0-

Position in Other Listed Companies: None

Position in Other Organizations:

2019 - Present:	Director / General Manager, Thai Union Manufacturing Co., Ltd.
2012 - Present:	Director, Thai Union Seafood Co., Ltd.

Position in Other Organizations that have Conflicts with the Company: None

Training/ Seminar Course related to Directorship:
- Directors Accreditation Program Organized (DAP 188/2021), Thai Institute of Directors Association

Mr. Pichitchai Wongpiya



Position: Director
Member of the Executive Committee
Member of the Risk Management Committee
Chief Executive Officer
Nationality: Thai
Age: 59 years old

Education:
- Bachelor of Economics Program, Thammasat University, Thailand
- Master of Business Administration, University of Hartford, USA

Date of Appointment as Director:
August 13, 2021

Family Relationship among Directors and Executives: None

Shareholdings: 122,716 shares equivalent to 0.00%
- Personal: -0-
- Spouse: 122,716 shares
- Minor children: -0-

Position in Other Listed Companies: None

Position in Other Organizations:
2010 - Present: Director, U.S. Pet Nutrition, LLC.
2021 - Present: Director, Japan Pet Nutrition Co., Ltd. (Japan)
2021 - Present: Director, i-Tail Americas, Inc. (USA)
2023 - Present: Director, i-Tail Europe B.V.
2023 - Present: Director, i-Tail Pet food (Shanghai) Limited Co.

Position in Other Organizations that have Conflicts with the Company: None

Training/ Seminar Course related to Directorship:
- Directors Accreditation Program Organized (DAP 188/2021), Thai Institute of Directors Association
- The Board's Role in Mergers and Acquisitions (BMA 9/2024), Thai Institute of Directors Association

Mr. Nakorn Niruttinanon



Position: Director
Member of the Executive Committee
Member of the Risk Management Committee
Chief Operating Officer
Nationality: Thai
Age: 53 years old

Education:
- Bachelor of Engineering (Industrial Engineering), Kasetsart University, Thailand
- Master of Science in Industrial Engineering, University of Missouri Columbia, USA

Date of Appointment as Director:
June 21, 2022

Family Relationship among Directors and Executives:
Mr. Cheng Niruttinanon's son

Shareholdings: 881,589 shares equivalent to 0.03%
- Personal: 857,301 shares
- Spouse: 24,288 shares
- Minor children (1 person): -0-

Position in Other Listed Companies:
2022 - Present: Director, Thai Union Group PCL.

Position in Other Organizations:
2006 - Present: Executive Director, Thai Union Manufacturing Co., Ltd.
2008 - Present: Executive Director, Thaipatana Stainless Steel Co., Ltd.
2009 - Present: Executive Director, Asian-Pacific Can Co., Ltd.
2010 - Present: Executive Director, Factory Storage Service Co., Ltd.
2018 - Present: Executive Director, Serenity Capital Co., Ltd.
2019 - Present: Executive Director, Thai Union Ingredients Co., Ltd.
1993 - Present: Director, Waithai Co., Ltd.
2008 - Present: Director, Yueh Chyang Canned Food Co., Ltd. (Vietnam)
2011 - Present: Director, Marine Triumph Co., Ltd.
2014 - Present; Director, Sandy Bay Seafoods (India) Private.
2015 - Present: Director, Nakra Ville Co., Ltd.
2016 - Present: Director, The Nakara Co., Ltd.
2018 - Present: Director, Beluga Restaurant & Bakery Co., Ltd.
2019 - Present: Director, Premium Wood Export Co., Ltd.
2022 - Present: Director, Pacific TUM Cold Storage Co., Ltd.

Position in Other Organizations that have Conflicts with the Company: None

Training/ Seminar Course related to Directorship:
- Directors Accreditation Program Organized (DAP 194/2022), Thai Institute of Directors Association
- Risk Management Program for Corporate leader (RCL 37/2024), Thai Institute of Directors Association

Prof. Emeritus Teerachai Chantarojanasiri



Position: Independent Director
Chairman of the Audit Committee
Chairman of the Nomination Remuneration and Corporate Governance Committee
Nationality: Thai
Age: 74 years old

Education:
- Bachelor of Clinical Science (Pediatrics), Mahidol University, Thailand
- Certificate in Anesthesiology and Critical Care Medicine (Pediatrics), The Johns Hopkins University School of Medicine, USA

Date of Appointment as Director:
January 24, 2022

Family Relationship among Directors and Executives: None

Shareholdings: 100,000 shares
equivalent to 0.00%
- Personal: 100,000 shares
- Spouse: -0-
- Minor children: -0-

Position in Other Listed Companies:
2018 - Present: Chairman of the Board of Directors and Chairman of the Audit Committee, Bangkok Dec-Con PCL.

Position in Other Organizations:
1981 - Present: Managing Director, Bhumirajanagarindra Kidney Institute Hospital
2022 - Present: Director, Professional Genome Company Limited

Position in Other Organizations that have Conflicts with the Company: None

Training/ Seminar Course related to Directorship:
- Directors Accreditation Program Organized (DAP 147/2018), Thai Institute of Directors Association

Miss Anchalee Bunsongsikul



Position: Independent Director
Member of the Audit Committee
Member of the Nomination Remuneration and Corporate Governance Committee
Chairwoman of the Risk Management Committee
Nationality: Thai
Age: 54 years old

Education:
- Bachelor of Business Administration, Chulalongkorn University, Thailand
- Master of Science in Finance, Saint Louis University, USA

Date of Appointment as Director:
January 24, 2022

Family Relationship among Directors and Executives: None

Shareholdings: None
equivalent to 0.00%
- Personal: -0-
- Spouse: -0-
- Minor children: -0-

Position in Other Listed Companies:
2017 - Present: President, CEO, and Head of Banking & Coverage, Standard Chartered Bank (Thai) PCL.
2019 - Present: Independent Director and Member of The Audit Committee, Proud Real Estate PCL.

Position in Other Organizations: None

Position in Other Organizations that have Conflicts with the Company: None

Training/ Seminar Course related to Directorship:
- Directors Accreditation Program Organized (DAP 163/2019), Thai Institute of Directors Association
- National Defence Course (NDC), Class 63, National Defence College

Mrs. Sawita Suwansawat

Position: Independent Director
Member of the Audit Committee
Member of the Risk Management Committee
Nationality: Thai
Age: 41 years old



Education:
- Bachelor of Laws Degree, Thammasat University, Thailand
- Master of International Trade Law, Essex University, United Kingdom
- Master of Public and Private Management, National Institute of Development Administration, Thailand

Date of Appointment as Director:
January 24, 2022

Family Relationship among Directors and Executives: None

Shareholdings: 100,000 shares equivalent to 0.00%
- Personal: 100,000 shares
- Spouse: -0-
- Minor children (2 person): -0-

Position in Other Listed Companies: None

Position in Other Organizations:

2019 - Present:	Founder and Executive Officer, MSC International Law Office Co., Ltd.
2020 - Present:	Director, Weam Publishing Co., Ltd.
2020 - Present:	Director, Spideration Co., Ltd.
2021 - Present:	Director, Clean&Go Co., Ltd.
2022 - Present:	Director, MSC Auction Co., Ltd.
2023 - Present:	Director, MSC Advisory Co., Ltd.

Position in Other Organizations that have Conflicts with the Company: None

Training/ Seminar Course related to Directorship:
- Directors Accreditation Program Organized (DAP 168/2020), Thai Institute of Directors Association
- Directors Certification Program Organized (DCP 292/2020), Thai Institute of Directors Association

Werapong Goo, Ph.D.

Position: Independent Director
Member of the Risk Management Committee
Nationality: Thai
Age: 39 years



Education:
- B.Sc. in Biomedical Engineering and Mechanical Engineering, Duke University
- M.Sc. and Ph.D. in Bioengineering, Stanford University

Date of Appointment as Director:
January 23, 2024

Family Relationship among Directors and Executives: None

Shareholdings: None equivalent to 0.00%
- Personal: -0-
- Spouse: -0-
- Minor children: -0-

Positions in Other Listed Companies: None

Positions in Other Organizations:

2024 - Present:	Senior Vice President - Corporate Strategy, Lineman Wongnai Co., Ltd.
2023 - Present:	Director, Laundry You Co., Ltd.
2019 - 2024	Chief Executive Officer, Lazada Ltd. (Thailand)

Position in Other Organizations that have Conflicts to the Company: None

Training/ Seminar Course related to Directorship:
- Directors Certification Program (DCP 350/2023), Thai Institute of Directors Association

Top Executives



Pichitchai Wongpiya

Chief Executive Officer



Chaiwat Charoenrujitanon

Chief Financial Officer



Nakorn Niruttinanon

Chief Operating Officer



Pornchai Tatiyachaitaweesuk

Chief Commercial Officer

Remark: Mr. Chaiwat Charoenrujitanon retired on December 31, 2024.

Top Executives



Paotep Premchai
Vice President - Innovation



Prapon Prayooniramai
General Manager (Songkhla Plant)



Supavadee Sittijumlearnkhun
General Manager - Quality Management and Acting General Manager (Samut Sakhon Plant)



Kriangchai Nimmansawasdee
Assistant Chief Operating Officer



Pramote Khwan-on
General Manager - Engineer



Champ Wangnitayasuk
Vice President - Sales and Marketing / Head of USPN



Untakorn Premchai
Assistant General Manager - Accounting and Finance



Weerawit Keeratikulset
Director of Finance, Compliance and Internal Control



Chutinun Pongprayone
Director of Business Strategy



Jacques Boshoff
Director of Business Development

Detail of Top Executives in addition to Executive Directors

Name-Surname	Position	Age (Year)	% Share holding	Education	Work Experience (past 5 years) Before Current Position
Chaiwat Charoenrujitanon ITC Shareholding: -0- Share	Executive Director Member of Risk Management Committee and Chief Financial Officer	55	0.00%	• Bachelor of Business Administration (Finance), Thammasat University • Bachelor of Accountancy Program, Sukhothai Thammathirat Open University • Master of Development Economics, National Institute of Development Administration • Master of Commerce (Accounting & Finance), Macquarie University, Australia	• 2022- 2024: Chief Financial Officer/ ITC • 2020-2021: Managing Director/ ITC • 2020-2021: Managing Director-Global Pet Care/ TUM • 2020-2021: Managing Director/ YCC • 2015-2019: Vice President-FC/ TUM
Pornchai Tatiyachaitaweesuk ITC shareholdings: 70,000 Share	Executive Director and Chief Commercial Officer	51	0.00%	• Bachelor of Business Administration, Assumption • Master of Commerce, University of Western Sydney	• 2023 - Present: Executive Director and Chief Commercial Officer/ ITC • 2023 - Present: Director/ ITE • 2023 - Present: Director/ ITS • 2022 - Present: Director/ ITA • 2022 - Present: Director/ USPN • 2021 - Present: Director/ JPN • 2022 - 2023: Executive Director and Acting Chief Commercial Officer/ ITC • 2019 - 2021: Senior Vice President - Commercial/ TUM • 2018 - 2019: Commercial Director/ Cargill Meat
Paotep Premchai ITC shareholdings: 50,000 Share	Vice President - Innovation	50	0.00%	• Bachelor of Agro-Industry, Prince of Songkhla University	• 2022 - Present: Vice President - Innovation/ ITC • 2021 - 2022: Assistant General Manager/ ITC • 2017 - 2020: Senior Manager/ ITC
Prapon Prayooniramai ITC shareholdings: 41,300 Share	General Manager (Songkhla Plant)	50	0.00%	• Master's degree Business Administrative, Management, Ramkhamhaeng University	• 2024 - Present: General Manager - Operation (Songkhla Plant)/ ITC • 2013 - 2023: Assistant General Manager - Operation (Songkhla Plant)/ ITC
Supavadee Sittijumlearnkhun ITC shareholdings: 52,000 Share	General Manager - Quality and Acting General Manager (Samut Sakhon Plant)	53	0.00%	• Bachelor of Science (Fishery Products), Kasetsart University	• 2022 - Present: General Manager - Quality/ ITC • 2016 - 2021: Plant Manager/ TUM
Pramote Khwan-on ITC shareholdings: 70,000 Share	General Manager - Engineer	60	0.00%	• Bachelor of Mechanical Engineering, Prince of Songkhla University,	• 2022 - Present: General Manager - Engineer/ ITC • 2017 - 2021: Senior Plant Engineering Manager/ TUM
Kriangchai Nimmansawasdee ITC shareholdings: 70,000 Share	Assistant Chief Operating Officer	59	0.00%	• Bachelor of Science (Food Science), Kasetsart University • Bachelor of Business Administration (Marketing), Sukhothai Thammathirat Open University • Bachelor of Public Health (Occupational Health and Safety), Sukhothai Thammathirat Open University	• 2023 - Present: Assistant Chief Operating Officer/ ITC • 2018 - 2023: Senior Manager - Quality Management/ TUM
Weerawit Keeratikulset ITC shareholdings: 40,000 Shares	Director of Finance Compliance and Internal Control	39	0.00%	• Bachelor of Accounting, Thammasat University • Master of accounting, Thammasat University	• 2022 - Present: Director of Accounting and Finance/ ITC • 2020 - 2021: Senior Financial Controller/ TUM • 2015 - 2019: Financial Controller/ TUM
Untakorn Premchai ITC shareholdings: 50,000 Share	Assistant General Manager - Accounting and Finance	52	0.00%	• Bachelor of Accounting, Thammasat University • Bachelor of Accounting, Chulalongkorn University	• 2024 - Present: Assistant General Manager Accounting/ ITC • 2020 - 2024: Senior Accounting and Finance Manager/ ITC • 2008 - 2020: Accounting and Finance Manager/ ITC

Remark: Mr. Chaiwat Charoenrujitanon retired on December 31, 2024

Note: The number of shares held and the shareholding percentage as of December 30, 2024 of the total of 3,000,000,000 total shares include shares held by spouses and minor children.



Detail of the Person Assigned with Direct Responsibility of Accounting

Mrs. Untakorn Premchai

Position: Assistant General Manager Accounting and Finance

Position: Thai

Age: 52 years old

Education:
- Bachelor of Accounting from Thammasat University
- Master of Accounting from Chulalongkorn University

Certified Public Accountant (Thailand): No. 5547

Related Training:
Training Continuing Professional Development (CPD Hours) every year as required by the Regulation of the Federation of Accounting Professional

Shareholding including Shares held by Spouses and Minor Children:
50,000 Shares (as of December 30, 2024)

Information of Company Secretary and Head of Compliance

Miss Napapat Angkunboonyachoke

Position: Company Secretary
Compliance and Internal Control Manager

Nationality: Thai

Age: 36 years old

Appointed:
December 17, 2021

Education:
- Bachelor of Accounting from Chulalongkorn University
- Master of Business Administration from Chulalongkorn University



Other Related Training:
Thai Institute of Directors Association
- Company Secretary Program (CSP) (125/2022)
- Effective Minute Taking (EMT) 53/2023
- Corporate Governance for Executives (CGE) 24/2024

Company Secretary Program 2023
by Thai Listed Companies Association (TLCA)

Working Experience (past 5 years):

2021 - Present	Company Secretary, Compliance and internal control Manager, i-Tail Corporation PCL.
2019 - 2021	Financial Controller Manager, Thai Union Manufacturing Company Limited
2016 - 2019	Financial Controller Assistant Manager, Thai Union Manufacturing Company Limited

Shareholding including shares held by spouses and Minor children:
22,000 shares (as of December 30, 2024)

Relationship with Management: None

Roles and Responsibilities of Company Secretary

Qualification of Company Secretary

1. Have basic knowledge of business, accounting, laws, regulations of regulatory agencies related to the law on public limited companies, Rules/ Regulations of Listed Company
2. Have knowledge and understanding of good corporate governance principles and good practice on corporate governance
3. Understand the roles and duties of the company secretary or through training courses related to the duties of the company secretary
4. Have knowledge and understanding of compliance to supervise operations in accordance with relevant laws, regulations, and requirements.

Responsibilities of Company Secretary

To comply with the good corporate governance principles, the Board of Directors of i-Tail Corporation PCL. has passed a resolution in favor of appointment of the company Secretary to assist board members in achieving more appropriate, efficient, and transparent business management. For this purpose, the Board of Directors has outlined the roles and responsibilities of company Secretary as set forth below:

1. Responsibilities for Shareholders' Meeting
- Oversee and ensure punctual delivery of meeting invitation, meeting agenda, documentation pertaining to annual report and financial statements to shareholders within the period prescribed by laws.
- Handle arrangement and coordination functions to facilitate successful meeting organization.
- Consider validity of submitted proxy form. Valid proxy form shall contain shareholder's signature, number of shares owned, proxy's name and intended meeting session.
- Consider significance of meeting agenda and judge whether it is necessary for shareholders to cast their votes on case-by-case basis, for example, appointment of company director.
- Take any necessary actions to provide shareholders with ample opportunity to propose names of Director candidates and to submit meeting agenda.
- Prepare minutes of meeting and retain in safe place on chronological order and on continued basis.

2. Responsibilities for Board of Directors' Meeting
- Oversee and ensure advance delivery of meeting invitation, meeting agenda and documentation pertaining to the meeting within appropriate time to allow directors adequate and thorough consideration prior to their meeting attendance.
- Coordinate with concerned departments related to meeting agenda under consideration to ensure that extensive opinions are given to directors.
- Prepare meeting session and arrange meeting venue as well as ensure the meeting quorum.
- Prepare minutes of meeting, submit to Board of Directors within required timeframe and retain in safe place on chronological order and on continued basis.

3. Responsibilities as per Company's Article of Association
- Ensure that Company's Article of Association are in accordance with Company's objectives and prepare necessary information to facilitate Board of Director's decision.
- Oversee and retain important corporate documentation as well as control access to source of confidential information.
- Oversee and regularly update information on corporate registration, for example, shareholder registration and major shareholder registration.
- Coordinate with Company's registrar following any corporate registration change.

4. Responsibilities for Good Corporate Governance and Compliance with Regulation
- Report and disclose corporate information to shareholders and concerned parties through adherence to rules, notifications and regulations pronounced and enforced by the Stock Exchange of Thailand and the Securities and Exchange Commission.
- Develop good corporate governance policies and/or guidelines. Coomunicate these policies, as well as any changes in laws and regulations, to all employees within the organization.
- Coordinate with regulatory agencies and governmental bodies/agencies.

5. Prepare Annual Report
Prepare annual report through disclosure of material information in compliance with relevant laws and regulations to distribute to shareholders during Annual General Meeting of Shareholders. Annual report shall contain complete and correct corporate information.

6. Responsibilities for the Board of Directors
- Suggesting guidelines related to Rules/ Regulations of Listed Company, The Articles of Association, and corporate governance to the Board of Directors.
- Supplied a manual for new directors.
- Being in charge of reporting of conflict of interest and keep the report.

7. Provide an evaluation of the Board's performance and report the results of the assessment to the Board of Directors.

Details of the directors and Management who join as executives and have controlling powers of subsidiaries, associates, and joint venture.

Company's Name	Thiraphong Chansiri	Tin Shu Chan	Cheng Niruttinanon	Shue Chung Chan	Thawee Tangchansiri	Pichitchai Wongpiya	Nakorn Niruttinanon	Prof. Emeritus Teerachai Chantarojanasiri	Werapong Goo, Ph.D.	Sawita Suwansawat	Anchalee Bunsongsikul	Chaiwat Charoenrujitanon	Pornchai Tatiyachaitaweesuk	Paotep Premchai	Supavadee Sittijumlearnkhun	Prapon Prayoonniramai	Pramote Khwan-on	Kriangchai Nimmansawasdee	Untakorn Premchai	Weerawit Keeratikulset
1. The Company	X	/, //	/	/	/	/, //	/, //	/, ///, IV	/, ///	/, ///, V	/, ///, V	//	//	//	//	//	//	//	//	//
2. i-Tail Americas, Inc. (USA)						/							/							
3. US Pet Nutrition, LLC (USA)						/							/							
4. Japan Pet Nutrition Co., Ltd. (Japan)						/							/							
5. i-Tail Europe B.V.						/							/							
6. i-Tail Shanghai Limited Co.						/							/							
7. Thai Union Manufacturing Co., Ltd.	/, //	/	/, //	/	/		/, //													
8. Thai Union Group PCL.	/, //		/, //	/			/													
9. Thai Union Seafood Co., Ltd.	X			/	/															
10. Thai Union Feedmill Co., Ltd.	/, //		/	/																
11. Thoon Thanasiri Co., Ltd.	/			/																
12. Thoon Thanasiri (Songkhla) Co., Ltd	/			/																
13. Biz Dimension Co., Ltd.	/			/																
14. Lucky Union Foods Co., Ltd.	/		X																	
15. Asian Pacific Can Co., Ltd.	/		X				/, //													
16. Thai Union Graphics Co., Ltd.	/, //			/, //																
17. Thai Union Ingredients Co., Ltd.	/, //		/, //				/, //													
18. Waithai Co., Ltd.	/		/				/													
19. Clean & Go Co., Ltd.										/										
20. Chansiri Real Estate Co., Ltd.	/																			
21. MSC Advisory Co., Ltd.										/										
22. T.C. Union Agrotech Co., Ltd.			X																	
23. Thoon Thanasiri (Chonburi) Co., Ltd	/																			
24. Thoon Thanasiri (Pathum Thani) Co., Ltd.	/																			
25. Thoon Thanasiri (Rayong) Co., Ltd.	/																			
26. Thoon Thanasiri (Samut Prakan) Co., Ltd.	/																			
27. Thoon Thanasiri (Ayutthaya) Co., Ltd.	/																			
28. New Century Printing & Packaging Co., Ltd.			/																	
29. Bangkok Dec-Con PCL.								X, IV												
30. Beam Data Co., Ltd.	/																			
31. Pracharat Raksamakkee Samutsakorn (Social Enterprise) Co., Ltd.	/, //																			
32. Proud Real Estate PCL.											/// , V									

Company's Name	Thiraphong Chansiri	Tin Shu Chan	Cheng Niruttinanon	Shue Chung Chan	Thawee Tangchansiri	Pichitchai Wongpiya	Nakorn Niruttinanon	Prof. Emeritus Teerachai Chantarojanasiri	Werapong Goo, Ph.D.	Sawita Suwansawat	Anchalee Bunsongsikul	Chaiwat Charoenrujitanon	Pornchai Tatiyachaitaweesuk	Paotep Premchai	Supavadee Sittijumlearnkhun	Prapon Prayoonniramai	Pramote Khwan-on	Kriangchai Nimmansawasdee	Untakorn Premchai	Weerawit Keeratikulset
33. Food and Beverage United Co., Ltd.	/, //																			
34. Spideration Co., Ltd,										/										
35. Interpharma-Zeavita Co., Ltd.	/, //																			
36. EHS Training and Services Co., Ltd.				/, //																
37. Hunhong Kanchang Registered Ordinary Partnership			/																	
38. Penven (Thailand) Co., Ltd.	/																			
39. SCG Packaging PCL.	/																			
40. MSC International Law Office Co., Ltd.										/, //										
41. MSC Auction Co., Ltd.										/										
42. Pakfood PCL.	/, //																			
43. Weam Publishing Co., Ltd.										/										
44. Okenos Food Co., Ltd.	/																			
45. Oriental Unique Co., Ltd.			/, //																	
46. Thai Glycerine Co., Ltd.			/, //																	
47. Thaipatana Stainless Steel Co., Ltd.			/												/, //					
48. Thai Union Property Development Co., Ltd.	/																			
49. Thai Union Lifescience Co., Ltd.	/			/, //																
50. Thai Union High-Tech Pearl Cultivation Co., Ltd.	/																			
51. Thai Union Eaglewood Development Co., Ltd.	/																			
52. Phil-union Frozen Foods, Inc. (Philippines)			/, //																	
53. Thai Union Europe (France)	/, //		/																	
54. Tri-Union Frozen Products, Inc. (USA)	/		/																	
55. Yueh Chyang Canned Food Co., Ltd. (Vietnam)			/												/					
56. Tri-Union Seafoods, LLC (USA)	/		/																	
57. Thai Union North America, Inc (USA)	/, //		/																	
58. Thai Union South East Asia Pte. Ltd. (Singapore)				/, //																
59. Red Lobster Master Holdings L.P. (USA)	/																			

Company's Name	Thiraphong Chansiri	Tin Shu Chan	Cheng Niruttinanon	Shue Chung Chan	Thawee Tangchansiri	Pichitchai Wongpiya	Nakorn Niruttinanon	Prof. Emeritus Teerachai Chantarojanasiri	Werapong Goo, Ph.D.	Sawita Suwansawat	Anchalee Bunsongsikul	Chaiwat Charoenrujitanon	Pornchai Tatiyachaitaweesuk	Paotep Premchai	Supavadee Sittijumlearnkhun	Prapon Prayoonniramai	Pramote Khwan-on	Kriangchai Nimmansawasdee	Untakorn Premchai	Weerawit Keeratikulset
60. Thai Union Investments North America LLC (USA)	/																			
61. Thai Union Asia Investment Holding Limited (Hong Kong)	/, //																			
62. Thai Union Trading Europe B.V.		/																		
63. Serenity Capital Co., Ltd.							/, //													
64. Factory Storage Service Co., Ltd.							/, //													
65. The Nakara Co., Ltd.							/													
66. Beluga Restaurant & Bakery Co., Ltd.							/													
67. Pacific TUM Cold Storage Co., Ltd.							/													
68. Nakra Ville Co., Ltd.							/													
69. Premium Wood Export Co., Ltd.							/													
70. Marine Triumph Co., Ltd.							/													
71. Professional Genome Co., Ltd.								/												
72. Sandy Bay Seafoods (India) Private							/													
73. Laundry You Co., Ltd.									/											

Remarks:

X=Chairman / = Director // = Executive /// = Independent Director IV = Chairman of Audit Committee V = Member of Audit Committee



Attachment 2

Details of the Directors of the Subsidiaries

Subsidiaries: As of December 31, 2024, there are 5 subsidiaries.

Subsidiaries / Directors	i-Tail Americas, Inc.	U.S. Pet Nutrition, LLC	Japan Pet Nutrition Co., Ltd.	i-Tail Europe B.V.	i-Tail Pet Food (Shanghai) Limited Co.
1. Mr. Pichitchai Wongpiya	/	/	/	/	/
2. Mr. Pornchai Tatiyachaitaweesuk	/	/	/	/	/
3. Mr. Takehiko Miura	-	-	/	-	-
4. Ms. Chompoonuch Thanathaveepol	-	-	-	/	-
5. Mr. Aloys Albertus Sybe Meinema	-	-	-	/	-
6. Mr. Lu Libin	-	-	-	-	/

Attachment 3

Details of Head of Internal Audit

Ms. Pawornsiree Tipchaieur

Position:	Internal Audit Manager Secretary of the Audit Committee
Nationality:	Thai
Age:	43 years old
Appointed:	October 30, 2023
Education:	• Master of Business Administration, Chulalongkorn University • Bachelor of Accounting, Chulalongkorn University
Certification:	• Certified Internal Auditor, The Institute of Internal Auditors • Certified Public Accountant, Federation of Accounting Professions
Related training :	• Enhance the working paper, specializing in anti-corruption audit, Federation of Accounting Professions • Using AI to prevent and detect fraud in organizations, Dharmniti Training and Seminar Institute • Fortifying listed companies with 3 Lines of Defense, Securities and Exchange Commission • Accounting and tax for Thai Union Group Public Company Limited, KPMG Phoomchai Audit Ltd.

Working Experiences (past 5 years):

Present	Internal Audit Manager and Secretary of the Audit Committee, i-Tail Corporation PCL.
2021 - 2023	Assistance Vice President – Operations Finance, S Hotels and Resorts PCL.
2019 - 2021	Assistance Vice President – Internal Audit and Secretary of the Audit Committee, S Hotels and Resorts PCL.

Shareholding including shares held by spouses and minor children: -None-

Relationship with Management: -None-



Attachment 4

Assets Used in Business Operation

Business Assets

i-Tail and its subsidiaries employed core business assets as of December 31, 2024 as follows:

a) Properties including land and land Buildings, Buildings and building improvements, Machinery and factory equipment, Furniture, fixtures and office equipment, Vehicles, Assets under construction used in the Company's business have a net value of THB 6,006.06 million, all of which are owned by the Company.

b) The right-of-use assets comprise the Company's right, as a lessee, to use land and land improvements, building and building improvements, machinery and factory equipment and vehicles, all of which have a net value of THB 43.40 million.

c) The Company has land lease agreements with third parties for business operations:

- The Company has two land leases from third parties to use as a production extension at the Songkhla plant for a period of 20 years, expiring on October 14, 2031.
- The Company had land leases from third parties to use as a warehouse at the Songkhla plant for a period of 20 years, expiring on December 31, 2042.
- The Company has a land lease from third party to construct dormitory buildings and parking spaces at the Songkhla plant for a period of 20 years, expiring on February 28, 2030.
- The Company has a land lease from third party to use the land for investment in the Cattery, pet food tasting center in Nakhon Pathom Province for a period of 10 years, expiring on June 30, 2032.

a) Intangible assets include research and development, trademarks, right-of-use assets, contracts with clients/ distributors, computer programs, and patents.

Attachment 5

Corporate Governance Policy and Code of Business Ethics

i-Tail Corporation Public Company Limited (the Company) has defined the corporate governance policy and code of business ethics for the Board of Directors, all executives and employees to adhere to as a guiding principle in their work, to promote a Company with efficient business operations, excellent corporate governance and management, integrity, transparency and auditability.

Code of Conduct

Shareholders can study for further details related to the Company's corporate governance policy and code of business ethics as the below links:
https://www.i-tail.com/en/investor-relations/corporate-governance/policies-and-code-of-conduct

LRQA Independent Assurance Statement

Relating to i-Tail Corporation Public Company Limited's 56-1 One Report for the calendar year 2024

This Assurance Statement has been prepared for i-Tail Corporation Public Company Limited in accordance with our contract but is intended for the readers of this Report.

Terms of engagement

LRQA was commissioned by i-Tail Corporation Public Company Limited (ITC) to provide independent assurance on its 56-1 One Report ("the report") against the assurance criteria below to a moderate level of assurance and at the materiality of professional judgement of the verifier using Accountability's AA1000AS v3 assurance criteria (Type II).

Our assurance engagement covered ITC's manufacturing sites in Thailand under the direct operational control and specifically the following requirements:

- Evaluating the accuracy and reliability of ITC's performance data and information for only the selected GRI specific standards disclosure listed below:
  - Environmental: GRI 302-1 Energy consumption within the organization, GRI 303-3 Water withdrawal, GRI 303-4 Water discharge, GRI 303-5 Water consumption, GRI 305-1 Direct (Scope 1), GHG emissions, GRI 305-2 Energy indirect (Scope 2) GHG emissions, GRI 306-3 Waste generated, GRI 306-4 Waste diverted from disposal, GRI 306-5 Waste directed to disposal.
  - Social: GRI 403-9 Work-related injuries, GRI 403-10 Work-related ill health

Our assurance engagement excluded the data and information of ITC's operations and activities outside Thailand, suppliers, contractors and any third parties mentioned in the report.

LRQA's responsibility is only to ITC. LRQA disclaims any liability or responsibility to others as explained in the end footnote. ITC's responsibility is for collecting, aggregating, analysing and presenting all the data and information within the report and for maintaining effective internal controls over the systems from which the report is derived. Ultimately, the report has been approved by, and remains the responsibility of ITC.

LRQA's Opinion

Based on LRQA's approach nothing has come to our attention that would cause us to believe that ITC has not, in all material respects:

- Met the requirements above
- Disclosed accurate and reliable performance data and information as no errors or omissions were detected in the selected GRI indicators listed above.

The opinion expressed is formed on the basis of moderate level of assurance and at the materiality of the professional judgement of the verifier.

Note: The extent of evidence-gathering for a moderate assurance engagement is less than for a high assurance engagement. Moderate assurance engagements focus on aggregated data rather than physically checking source data at sites. Consequently, the level of assurance obtained in a moderate assurance engagement is substantially lower than the assurance that would have been obtained had a high assurance engagement been performed.

LRQA's approach

LRQA's assurance engagements are carried out in accordance with AA1000AS v3 and our verification procedure. The following tasks though were undertaken as part of the evidence gathering process for this type II assurance engagement:

- Auditing ITC's data management systems to confirm that there were no significant errors, omissions or mis-statements in the report. We did this by reviewing the effectiveness of data handling procedures, instructions and systems, including those for internal verification. We also spoke with those key people responsible for compiling the data and drafting the report.
- Visiting and auditing an ITC's manufacturing site in Thailand, namely i-Tail Corporation Public Company Limited Samutsakorn Branch, and virtually auditing i-Tail Corporation Public Company Limited Songkhla Branch, on the selected indicators above to confirm accuracy and reliability of the reported data.

Observations

Further observations and findings, made during the assurance engagement, are:

- **Reliability:**
  Data management systems are well established and implemented throughout ITC as observed by improvements in the accuracy and reliability of data reported this year.

LRQA's standards, competence and independence

LRQA ensures the selection of appropriately qualified individuals based on their qualifications, training and experience. The outcome of all verification and certification assessments is then internally reviewed by senior management to ensure that the approach applied is rigorous and transparent. This verification is the only work undertaken by LRQA for ITC and as such does not compromise our independence or impartiality.

Wiriya Rattanasuwan
LRQA Lead Verifier

Dated: 7th March 2025

On behalf of LRQA (Thailand) Limited,
252/123 Muang Thai-Phatra Complex Tower B,
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Huaykwang Sub-district, Huaykwang District,
Bangkok 10310, Thailand.

LRQA reference: BGK00001031

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NOURISHING
ONE HEALTHY
FAMILY

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