

Corporate Governance Policy

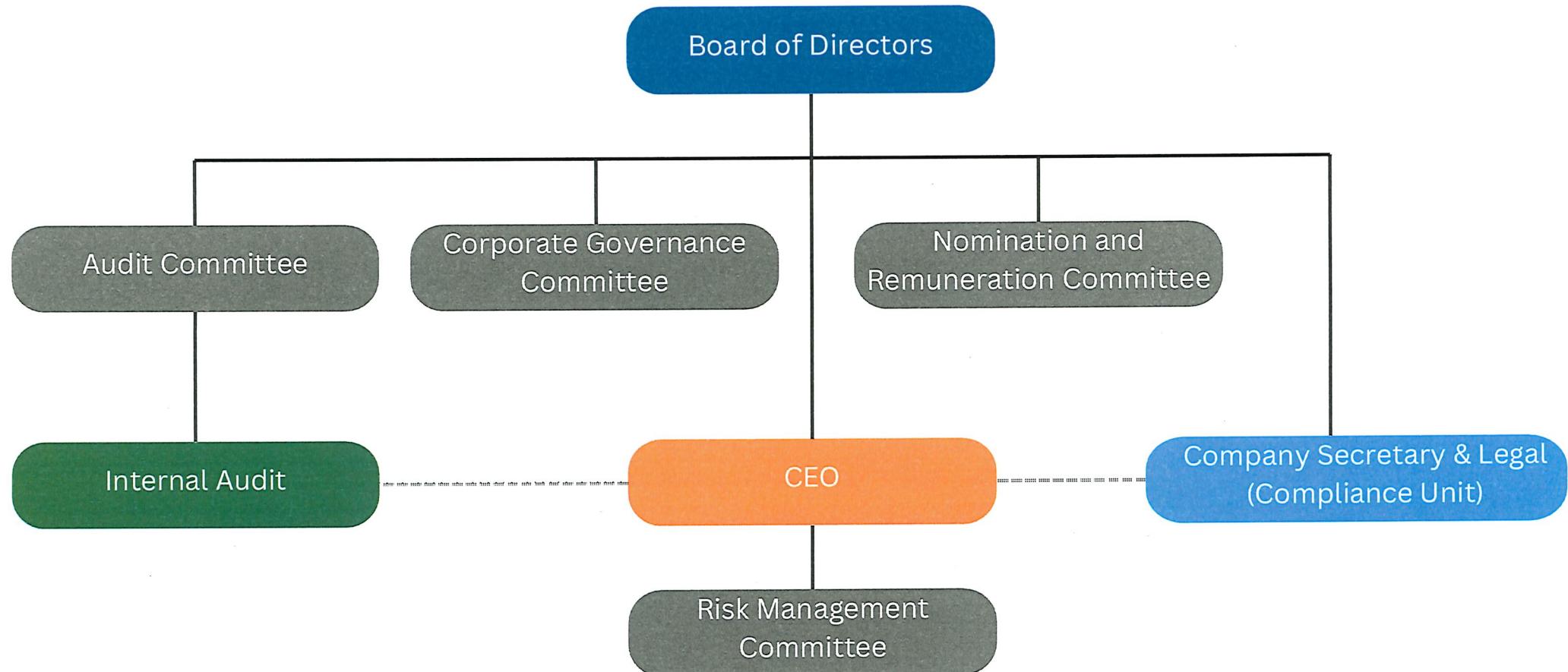
Amata VN Public Company Limited, its associates, subsidiaries, and affiliates (the Company) are committed to ongoing organizational development and efficient business operations. The Company has good corporate governance along with social and environmental responsibility to create maximum benefits for shareholders in the long term and takes into account all stakeholders equally by adhering to the principles of morality, ethics, honesty, transparency, and accountability, including having a mechanism to monitor, inspect, and supervise business operations to be in accordance with relevant laws, rules, regulations, standards, policies, and guidelines both at the national and international levels with sufficient efficiency. The Company has therefore established a corporate governance policy for the Board of Directors, executives, and employees to adhere to as a guideline for operations as follows:

1. The Board of Directors, executives, and all employees are committed to following the principles of good corporate governance for Thai listed companies as outlined by the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC), as well as the ICGN international corporate governance principles, the OECD good corporate governance principles, and related practices. The practices consist of five aspects:
 - 1) Rights of Shareholders
 - 2) Equal Treatment of Shareholders
 - 3) Role of Stakeholders
 - 4) Information Disclosure and Transparency
 - 5) Responsibilities of the Board of Directors
2. The Board of Directors has duties and responsibilities in overseeing business management to provide the best benefit to shareholders (Fiduciary Duty) by adhering to four guidelines:
 - 2.1 Perform duties with prudence (Duty of Care) by making decisions based on accurate, complete, sufficient, and reliable information, taking into account the benefits of shareholders, all stakeholders, and sustainable business growth.

- 2.2 Perform duties with integrity to safeguard the interests of the Company and its shareholders (Duty of Loyalty), including fair and equitable treatment of all stakeholders.
- 2.3 Perform duties in line with laws, objectives, regulations, and the Board of Directors' resolutions and shareholders' meeting resolutions (Duty of Obedience), including supervising business operations based on transparency and ethics.
- 2.4 Disclose financial and non-financial information to shareholders and stakeholders accurately, completely, transparently, adequately, and promptly (Duty of Disclosure).

3. Directors, executives, and all employees are committed to performing their duties according to their roles and responsibilities under the principles of corporate governance of the Company, business ethics, and the business code of conduct.
4. The Board of Directors, executives, and all employees treat all stakeholders equally and fairly, along with monitoring, controlling, and preventing any decisions or actions that may cause conflicts of interest.
5. All directors, executives, and all employees must perform their duties responsibly, prudently, and honestly by complying with the law, the Company's articles of association, policies and guidelines, as well as related announcements.
6. The Board of Directors, executives, and all employees adhere to and perform their duties with honesty, fairness, ethics, transparency, and accountability.
7. The Board of Directors, executives, and all employees are aware of and respect the shareholders' ownership rights and treat shareholders fairly by providing adequate and equal information.
8. The Board of Directors establishes a communication channel for shareholders, investors, and regulatory authorities, including providing general information to interested parties and stakeholders.
9. The Board of Directors provides the Company's management structure by clearly specifying the powers, duties, and responsibilities of each committee and executive, including monitoring and supervising the management to perform their duties as assigned.

10. The Board of Directors performs its duties with dedication, responsibility, and independence and clearly divides the roles and responsibilities between the Chairman of the Board of Directors and the Chief Executive Officer.
11. The Board of Directors, executives, and all employees ensure that the risk management and internal control system is appropriate and effective.
12. The Board of Directors, executives, and all employees are responsible for maintaining accounting systems and financial reports, including the disclosure of information that is accurate, reliable, adequate, timely, and in accordance with requirements of regulatory agencies.
13. The Board of Directors provides policies against fraud, corruption, non-infringement of intellectual property, respect for human rights, and fair treatment of workers.
14. The Board of Directors, executives, and employees are committed to social and environmental responsibility and conduct business in accordance with sustainable development guidelines with the aim of reducing the negative impact of business operations throughout the value chain to create long-term value for the business and achieve the goals of sustainable development.
15. The Board of Directors, executives, and all employees ensure fair and equitable management of personnel for the development of knowledge, skills, experience, and attributes necessary to drive the organization toward its goals.
16. The Board of Directors, executives, and all employees prioritize and support the creation or application of innovative technology that adds value to the business while also benefiting stakeholders and being socially and environmentally responsible.
17. The Board of Directors, executives, and all employees strive to effectively meet the needs and expectations of stakeholders by encouraging and providing opportunities for stakeholders to participate constructively in the important operations of the organization, as well as contributing to the development of society and the environment altogether.



Part 1: Practices for the Principles of Good Corporate Governance

Section 1: The Rights of Shareholders

1. Shareholders' Meeting

The Board of Directors prioritizes and respects the rights of shareholders and treats all shareholders equally without doing anything that limits the right to access the Company's information and attend shareholders' meetings that all shareholders, regardless of investors in securities, retail investors, and institutional investors, should receive.

1.1 Fundamental Rights

- 1) The right to be certified as a shareholder who can buy, sell, and transfer shares, as well as receiving share certificates.
- 2) The right to receive accurate, sufficient, and timely information about the Company's operations continuously in a form that is appropriate for decision-making.
- 3) The right to earn fair returns and profit sharing from the business without being harassed by any group of shareholders.
- 4) The right to propose the agenda or submit questions about the Company and to nominate qualified persons to serve as directors in advance of the shareholders' meeting.
- 5) The right to attend meetings or appoint proxies to attend meetings and vote at the shareholders' meeting to participate in decisions on the Company's important policy changes.
- 6) The right to elect and dismiss directors, as well as considering director remuneration in all forms, including monetary and other benefits.
- 7) The right to approve auditor appointments and determine auditor remuneration.
- 8) The right to purchase shares in proportion to the number of existing shares.
- 9) The right to determine or amend the articles of association and/or memorandum of association of the Company.
- 10) The right to monitor the operation of committees that are its representatives.
- 11) The right to receive compensation or correction when the rights are violated or to sue for damages and benefits back to the Company.

1.2 Annual General Meeting

The Board of Directors requires that the general meeting of shareholders be held once a year, no later than four months after the end of the Company's fiscal year, and sets the date, time, place, and agenda for the shareholders' meeting, including the book-closing date (or record date) at least 21 days before the meeting date. However, if there is an urgent necessity, the agenda must be proposed as a special agenda, which must be an issue affecting or relating to the shareholders' interests, or the conditions, regulations, or applicable laws that must be approved by them.

1.3 Dissemination of Information Supporting the Agenda for the Shareholders' meeting

The Company publishes information for the shareholders' meeting agenda and sends complete meeting notice prepared in Thai and English to shareholders in advance by post or electronic mail as requested by shareholders not less than 21 days and on the Company's website (www.amatavn.com) not less than 28 days before the shareholders' meeting date. In addition, shareholders' rights to attend the meeting and vote are also explained.

The Company will deliver the meeting notice and supporting documents with the power of attorney Form B attached and complete and clear information about the independent directors designated by the Company as proxies from shareholders. Shareholders will be informed of the date, time, meeting location, agenda, and process for attending the meeting, either in person or online, as well as sufficient supporting information for decision-making in each agenda, including how to check documents and evidence to show rights, how to appoint a proxy, voting rules and methods, and the number of shareholder votes required to pass each agenda, as well as maps and travel facilities. Shareholders are also notified of such information via the SET's news system.

1.4 Extraordinary General Meeting of Shareholders

The Company may convene an extraordinary general meeting of shareholders on a case-by-case basis or when shareholders holding shares totaling not less than one-fifth of the total number of shares sold or at least 25 shareholders holding shares totaling not less than one-tenth of the total number of shares sold sign a letter requesting the Board of Directors to call an extraordinary general meeting of shareholders at any time. However, the extraordinary general meeting must be held at a different time than the annual general meeting of shareholders, and the reasons for the meeting must be explicitly mentioned in the letter. In such cases, the Board of Directors must hold the meeting within one month from the date of receipt of the shareholders' letter.

However, every shareholder of the Company has the right to vote according to the number of shares held. Each share has one vote, and no share has special rights that limit the rights of other shareholders.

1.5 Facilitating the Exercise of Rights by Shareholders and Institutional Investors

The Board of Directors facilitates shareholders and institutional investors to exercise their rights easily by holding meetings on normal business days and avoiding holding them on public holidays, commercial bank holidays, or holidays of three consecutive days or more, and arranging the shareholders' meeting location in the area of the Company's head office or a nearby province that is convenient for shareholders to travel by public transportation and sufficient for the number of attendees. Staff and technology are adequately provided for the scrutiny of documents or evidence of shareholders attending the meeting.

Moreover, the Company facilitates shareholders to attend meetings in the form of physical meetings, electronic (E-AGM) meetings, or hybrid meetings in accordance with the laws and meeting standards set by regulatory authorities. The meeting format is also mentioned in the shareholders' meeting minutes.

The Company provides opportunities for shareholders and institutional investors to propose meeting agendas or methods to propose additional agendas, or send questions related to the shareholders' meeting agenda, including the rights and methods for nominating qualified persons to serve as directors to the Board of Directors at least ten days in advance of the shareholders' meeting date. There are easily accessible, convenient, and fast channels for proposing agendas, nominating a person, sending questions before the meeting, and inquiring about shareholders' meetings through the Company's website or via the Company Secretary's email at cs@amata.com or fax number 0-2318-1096. Furthermore, announcements of rules, methods, and channels for proposing meeting agendas and nominating persons, as well as the process of considering and disseminating information on the invitation letter to the annual meeting of shareholders, are made via the Stock Exchange of Thailand's news system.

1.6 Proxy

The Company facilitates shareholders who are unable to attend the meeting in person by sending a proxy letter together with the meeting notice stating the documents, evidence, and clear instructions on the procedure for proxy. In this regard, the Board of Directors prepares a proxy form with an easy-to-fill-out format and no stipulations that make giving a proxy onerous.

Shareholders can choose their own directors or use the option of nominating independent directors or other persons to appoint shareholders' proxies using one of the proxy forms sent by the Company along with the meeting notice.

In addition, shareholders can download the proxy form through the Company's website. For shareholders who are institutional investors or foreign investors and appoint a custodian in Thailand as the custodian of the shares, the Company has coordinated the documents and evidence that must be presented before attending the meeting in advance to make registration on the meeting day more convenient and faster.

2. Implementation on the Day of the Shareholders' Meeting

- 2.1 The Company conducts the meeting in alignment with the Company's Articles of Association and the agenda set forth in the invitation letter with no modification, addition, reduction, or alteration of the agenda without reasonable cause.
- 2.2 The Board of Directors encourages the Company to use technology in shareholders' meetings, including shareholder registration, vote counting, and result display, to ensure that the meeting is carried out quickly, correctly, and accurately, as well as voting by show of hands for greater accuracy.
- 2.3 The Board of Directors ensures that shareholders' meetings are orderly, transparent, and efficient and facilitates shareholders to fully exercise their rights.
- 2.4 The Company encourages all directors to attend the shareholders' meeting, and shareholders can ask the chairman of various subcommittees on related matters.
- 2.5 At the shareholders' meeting, the Company clearly defines the agendas and arranges separate agendas for shareholders to vote on each agenda or may be combined into the same agenda, but the voting on each issue is clearly separate, such as the agenda for the appointment of directors and remuneration.
- 2.6 For counting votes in each agenda, the Company announces to the meeting the number of attendees and the number of shares of those who vote in agreement, disagreement, and abstention, separated by the number of shares from shareholders and proxies attending the meeting, as well as keeping the voting results for later review.

- 2.7 The Company provides an impartial and independent person by requesting at least two volunteers from the shareholders present to count or verify the votes at the annual and extraordinary general meetings of shareholders, disclose the voting results to the meeting, and record them in the meeting minutes.
- 2.8 The Company appoints an auditor or legal advisor to monitor and supervise the shareholders' meeting to be transparent and in accordance with the law and the Company's Articles of Association.
- 2.9 The Board of Directors advocates the usage of ballots on important agendas, such as related party transactions, asset acquisition or disposal transactions, and so on, to provide transparency and accountability in the event of a future dispute.
- 2.10 The Company provides registration using a barcode system that represents each shareholder's registration number that has been printed on the proxy letter to facilitate the meeting and make the registration process expeditive.
- 2.11 When exercising voting rights on each agenda, the Company collects each shareholder's ballot to calculate the voting results for each agenda and confirm the votes for agreeing, disagreeing, and abstaining. Unless it is an electronic meeting (E-AGM), shareholders may request that the accuracy be checked at the end.
- 2.12 The Company counts votes and reveals the voting results for each agenda item at the shareholders' meeting in a transparent manner, as well as providing an opportunity for shareholders to inquire about the vote counting results.
- 2.13 The Chairman of the meeting opens the meeting on time when the quorum is in accordance with the Company's Articles of Association and allocates time appropriately. Furthermore, shareholders are fully encouraged to express their opinions and ask questions about the Company during the meeting.
- 2.14 The Company encourages shareholders to participate during meetings by giving them the opportunity to ask questions and express their opinions on important issues related to that agenda.
- 2.15 Directors and executives involved provide shareholders with clear and concise answers to questions or clarification of related issues on each agenda.

2.16 The Company prepares video recordings of the shareholders' meeting throughout the meeting period so that shareholders who have doubts can follow the events during the shareholders' meeting.

3. Preparing Meeting Minutes and Disclosing Shareholders' meeting Resolutions

3.1 The Board of Directors ensures that the disclosure of the meeting resolutions and preparation of the minutes of the shareholders' meeting are in full, accurate, and in accordance with requirements of regulatory authorities.

3.2 The Company notifies the Stock Exchange of Thailand of the resolution of the shareholders' meeting immediately after the meeting ends or by 9:00 the next business day.

3.3 The minutes of the shareholders' meeting will record a clarification of the voting procedure, the use of a ballot (if any), the counting of votes, the method of displaying the voting results to the meeting prior to the meeting, and the method of allowing shareholders to raise issues or ask questions.

3.4 The Company records meeting resolutions, questions and answers, and voting results for each agenda in the shareholders' meeting minutes, clearly showing the number of votes of shareholders agreeing, disagreeing, and abstaining, as well as the names and positions of directors who attended the meeting and who were absent, along with the reason for their absence.

3.5 The Company discloses to the public the resolution of the meeting and the voting results of each agenda at the next business day's general and extraordinary meetings on the Company's website (www.amatavn.com)

The Company prepares the meeting minutes within 14 days from the date of the annual general meeting of shareholders, delivers them to the Stock Exchange of Thailand and the Ministry of Commerce within the specified timeframe, and publishes them on the Company's website (www.amatavn.com)

Section 2: Equal Treatment of Shareholders

The Company is concerned with creating equality for all groups of shareholders, whether they are major shareholders, free-float shareholders, strategic shareholders, institutional investors, or foreign shareholders, and it strives to create tools that help achieve true equality, particularly for free-float shareholders, such as:

The Company treats all groups of stakeholders equally, including strategic shareholders, non-strategic shareholders, major shareholders, free-float shareholders, foreign shareholders, and institutional investors, and ensures that shareholders' fundamental rights are protected equally and equitably. The Company has carried out several activities to preserve shareholders' rights and enable shareholders' exercise of their rights in many matters that they should receive, as follows:

1. The Company stipulates that the voting rights at the meeting shall be based on the number of shares held by the shareholders, with one share equal to one vote.
2. The Company facilitates shareholders who are unable to attend the meeting in person by preparing a proxy form on which shareholders can specify voting directions in accordance with the form prescribed by the Ministry of Commerce and sending it along with a shareholders' meeting notice. Shareholders can also appoint proxies for the Company's independent directors, whose names appear in the meeting invitation letter.
3. The Company grants shareholders who attend the meeting after it has begun the right to vote on agenda items that are being considered but have not yet been voted on. The quorum count will commence with the agenda item on which such shareholders were present and voted, unless the shareholders' meeting has otherwise decided.
4. The Company does not have a policy to adjust, change, add, or reduce the agenda of the meeting without notifying the other shareholders in advance. This is to provide shareholders the opportunity to review the information of the agenda before voting.
5. In the agenda for the election of directors, the Company can elect directors individually or use the cumulative voting method, which allows shareholders to utilize all available votes for one of the directors they want to elect or divide the votes to elect several directors freely.
6. The Company provides opportunities for shareholders with a minimum shareholding of not less than 0.05 percent of all paid-up shares for at least 12 months in a row to propose

agenda items at the annual shareholders' meeting, including nominating qualified persons to be directors, for one month from October to December of that year. This is announced through the Stock Exchange of Thailand channels and on the Company's website, demonstrating clear and transparent procedures and practices.

7. The Company strictly complies with the rules regarding the stock repurchase prescribed by regulatory authorities, without excluding or impeding communication among shareholders and without disclosing shareholder agreements that may affect the Company or other shareholders.
8. The Board of Directors establishes policies and measures to prevent the misuse of inside information (insider trading) by related persons who are directors, senior executives, and employees in data-related departments (including their spouses and minor children), as follows:
 - 8.1 Directors, executives, employees, and persons knowing the information are not permitted to trade the Company's securities within one month of the quarterly and annual financial statements being disclosed, or within a 24-hour period following the disclosure of the financial statements or other internal information to the public (blackout period), or during any other periods specified by regulatory authorities.
 - 8.2 Directors, executives, employees, and persons knowing the information must not disclose or use confidential documents or internal information of the Company for personal benefit and/or related persons both during the performance of their duties and after leaving their positions.
 - 8.3 Directors and executives of the Company must prepare a report every time there is a change in securities ownership for themselves, their spouses, and minor children within three business days of the date of purchase, sale, transfer, or receipt of transfer of securities, or as determined by regulatory authorities.
 - 8.4 Directors and executives must report information on trading and holdings of the Company's securities, both their own and those involved, at every meeting of the Board of Directors.

- 8.5 The Company requires directors and senior executives to notify the Board of Directors or their assignees of the trading of the Company's securities at least one day in advance before trading.
- 8.6 The Company discloses details of compliance with the policy on prevention of misuse of inside information, as well as statistical information in the case of violation of the policy.
9. Directors, executives, and employees perform their duties with caution, honesty, fairness, and transparency, without causing a conflict between the Company's interests and personal interests or those involved. The Board of Directors has established a conflict-of-interest policy with the following guidelines:
 - 9.1 Directors and senior executives must report their own interests and those of related parties who have a stake in the business management of the Company or its subsidiaries when they first take on roles in the Company, and they must report every time there is a change, including the year-end report. The Company Secretary must send a copy of the report of such interest to the Chairman of the Board of Directors and the Chairman of the Audit Committee within seven working days from the date of receipt of the report.
 - 9.2 The Company explicitly discloses the shareholding structure of its subsidiaries, associates, businesses with joint control, and other companies, including shareholders with authority, to ensure that it has a clear and transparent shareholding structure with no cross-shareholding with major shareholders and that there is no conflict of interest.
 - 9.3 If any of the directors has an interest in the matter under consideration at the Board of Directors' meeting, that director must not participate in decision-making, may not attend the meeting, and must abstain from voting in order for the Board of Directors' decision to be fair and based on the true benefits of shareholders.
 - 9.4 Before making a transaction, the Company must disclose the details and reasons for the related party transaction to shareholders, which covers 1) the names and relationships of the related persons; 2) the pricing policy; 3) the total value of the transaction; and 4) the Board of Directors' viewpoints on the transaction.

- 9.5 In the transaction agreement, the Company must act as if it were agreeing to enter into a transaction with a third party (on arm's length basis) under general trade conditions and as a normal business transaction. In case it is not a normal business transaction, the Audit Committee shall consider an approval and comply with the rules prescribed by the regulatory authorities.
- 9.6 Directors, executives, and employees must not operate businesses that may cause conflicts of interest or participate in businesses that compete with the Company unless it is a company in the same group.
- 9.7 The Company discloses details of its compliance with the conflict-of-interest policy and statistical data in the case of policy violations.

Section 3: Role of Stakeholders

The Board of Directors recognizes and respects the rights of various stakeholders, including employees, customers, suppliers, creditors, the environment, society, and the communities in which the Company is located, as well as the government sector, and will take care of and protect the rights of all groups of stakeholders, both as required by law and by mutual agreement, and will adhere to them strictly, equally, and fairly. In addition, the Board of Directors is responsible for addressing and reducing the impact of any violations of stakeholders' rights resulting from the Company's operations. Therefore, the Board of Directors establishes guidelines for various stakeholders as part of the business code of conduct, with a focus on caring for and taking into account all groups of stakeholders, as follows:

Shareholders

The Company strives to be a good representative of shareholders in transparent business operations with consideration for the long-term growth of the Company's value, create good returns, and ensure that all shareholders receive fundamental rights equally and fairly without taking any action that infringes or violates the rights of shareholders. The Company also encourages shareholders to participate in corporate governance and provide opinions on operations, as well as disclosing news and information related to the Company's operations to all parties in a transparent, complete, and equitable manner.

Employees

The Company considers employees as an important factor in the Company's success, so it has developed the human resource management policy and policies and guidelines for employees in various aspects, as well as strictly complying with laws related to the treatment of employees and labor. The Company establishes guidelines for caring for and treating employees at all levels equally and fairly, without discrimination on the grounds of race, nationality, gender, religion, or any other status that is not directly related to the performance of work, and promotes human resource management with fairness and transparency, covering recruitment, employment, relationship management, termination of employment, and provision of appropriate benefits and remuneration in both the short and long term, as well as providing a provident fund for employees. It includes developing and improving employees' quality of life through systematic management based on human rights principles and fair labor treatment, as well as developing employees'

potential through continuous training, taking into account the position's suitability and career advancement.

Furthermore, the Board of Directors has also established a safety and hygiene policy for employees to create a pleasant, safe, and hygienic workplace, which is conducive to employees working to their full capability. Annual statistics on accidents, work stoppages, and work-related illness rates are also disclosed in the sustainability report.

Suppliers

The Company is committed to conducting business with suppliers throughout the supply chain in a transparent, equitable, and fair manner. Therefore, the Board of Directors has clearly established concrete policies and guidelines for suppliers, the business code of conduct for suppliers, and the criteria for selecting suppliers and fully disclosed them to suppliers. The Company promotes and develops suppliers' potential to develop the quality of products and services to meet standards and to be environmentally friendly and beneficial to the Company's business. Suppliers are also encouraged to conduct business ethically, respect human rights, promote occupational health and safety, and prioritize sustainable environmental management.

Competitors

The Company treats its competitors fairly within the framework of integrity and transparent competition. As a result, the Board of Directors has set policies and guidelines for fair trade competitors as practices that are consistent with the framework of good competition, trade ethics, and trade competition law. No confidential information is sought. There is no damage to competitors' reputations caused by malicious accusations made dishonestly or illegally, and there is no infringement on competitors' intellectual property. These practices will be fully disclosed.

Creditors

The Company respects the rights and treats creditors equally. The Board of Directors has therefore established policies and guidelines for creditors to ensure that all creditors are treated legally with equity, fairness, and transparency, without taking advantage of contractual parties. The Company strictly monitors and supervises the Company's transactions to be in accordance with contracts and conditions stipulated, and has capital management guidelines when debt default occurs. Compliance with creditor conditions will be revealed completely and correctly, on a periodical basis or as creditors request.

Customers

The Company is committed to developing and delivering products and services that are quality, safe, cost-effective, and meet customer needs in order to create maximum satisfaction and confidence for customers, along with raising product standards and customer care and service, including continuously developing and maintaining good and sustainable relationships with customers. Moreover, the Company also arranges for various communication channels to provide detailed information on products and services, listen to feedback or complaints about products and services to improve their efficiency regularly, and increase the level of confidence and satisfaction, as well as striving to develop the industrial estate by adding a full range of services to make it the perfect city for everyone.

Community and Society

The Company has policies and guidelines for the community and society by setting guidelines for business operations to grow while promoting the development of quality of life, strengthening the community economy, respecting community rights, reducing negative impacts, and fairly treating the community. The Company also supports activities and provides assistance according to the organization's abilities and expertise to ensure society and communities are safe and people in communities have better health and necessary knowledge and skills to be self-reliant, as well as cooperating with various agencies in the public and private sectors for community and social development. Besides this, it continuously promotes the participation of communities and society in the organization's critical operations through projects and activities with the participation of the Company's directors and executives throughout the year. However, the Company regularly discloses its CSR performance in its annual reports, sustainability reports, and media in various forms.

The Environment

The Company is aware of the importance of using natural resources and the impact on the environment from business operations throughout the value chain, so it is committed to developing the industrial estate while actively maintaining and protecting the overall environment and the environment of the community, promoting the efficient and sustainable use of resources, as well as controlling, supervising, and managing them effectively in accordance with the laws, rules, regulations, and standards related to the environment both in Thailand and internationally to achieve the sustainable development goals. Thus, the Company has established an

environmental management policy and a sustainable development policy, and employees of the Group must be educated and strictly follow them. The Company discloses the performance of environmental responsibility in accordance with the policies in its annual reports, sustainability reports, and media in various forms.

Contact Channels for Stakeholders

Stakeholders are informed of the progress of the Company's operations in various areas through the Company's a wide range of communication channels, including giving interested parties the opportunity to systematically express their opinions or sending suggestions or complaints through the communication channels, which are transparently disclosed. The said communication channels are independent, secure, and easily accessible for internal and external stakeholders to contact the Company as follows:

Electronic Mail:

- Chairman of the Audit Committee

Telephone: (02) 792-0000

Email: whistleblowing@amata.com

Post: Chairman of the Audit Committee

Amata VN Public Company Limited

2126, Kromadit Building, New Petchburi Road

Huaykwang, Bangkok, 10310

- Company Secretary

Telephone: (02) 792-0000

Email: cs@amata.com

Post: Company Secretary

Amata VN Public Company Limited

2126, Kromadit Building, New Petchburi Road

Huaykwang, Bangkok, 10310

In the case of complaints or other sensitive issues, the Company will keep the informant's information and various opinions confidential, as well as protecting whistleblowers, including personally reporting the results of the implementation within 15 days from the date of receipt of the information.

Section 4 Information Disclosure and Transparency

The Board of Directors gives precedence to the accurate, complete, timely, and transparent disclosure of information about the Company, both financial and non-financial information, through easily accessible and reliable channels for stakeholders to use in making decisions and building investor confidence, as well as a mechanism to monitor the Company's operations and continuously improve operational efficiency.

The Board of Directors is thus committed to ensuring that there is a system for preparing financial reports and disclosing important information of the Company that has or may have an effect on the change in the trading price of the Company's securities, has an effect on the rights of the Company's shareholders, or is necessary for making decisions to invest in securities correctly, adequately, promptly, comprehensively, and equitably in accordance with relevant laws, rules, and regulations as follows:

1. The Company disseminates information on the Company's operations in various fields according to the Annual Information Statement Form/Annual Report (Form 56-1 One Report) standards and guidelines for information disclosure, and relevant reporting through the channels of the Stock Exchange of Thailand and other regulatory agencies, as well as on the website and other channels of the Company, both in Thai and English versions.
2. The Board of Directors ensures that the results of compliance with the corporate governance policy are fully and accurately reported in accordance with the Annual Information Statement Form/Annual Report (Form 56-1 One Report).
3. The Company discloses its important information, policies, and compliance with policies, including cases where the policy cannot be complied with, along with reasons, according to the notification of the Capital Market Supervisory Board on Rules, Conditions, and Methods for Reporting Disclosure of Information about the Financial Position and Performance of Companies Issuing Securities according to the Annual Information Statement Form/Annual Report (Form 56-1 One Report), which consists of the following topics:

Part 1: Business Operations and Performance

- 3.1 Organizational structure and operations of the group of companies
- 3.2 Nature of business operations and competition conditions
- 3.3 Main risks and risk management
- 3.4 Driving business for sustainability

- 3.5 Management's analysis and explanation
- 3.6 Financial position, performance, and financial and non-financial performance indicators
- 3.7 General information and other important information including vision, mission, and long-term goals

Part 2: Corporate Governance

- 3.8 Shareholder structure and shareholding information of directors and senior executives, both directly and indirectly
- 3.9 Corporate Governance Policy
- 3.10 Dividend payment policy
- 3.11 Whistleblowing policy
- 3.12 Corporate governance structure and important information about the Board of Directors, subcommittees, executives, employees, and others
- 3.13 Policy and criteria for remuneration payment for directors and senior executives
- 3.14 Report on key performance results in corporate governance covering the Board of Directors' meetings, director development and training, director evaluation, and succession plan
- 3.15 Internal controls and related party transactions

Part 3: Financial Statements

Part 4: Data Authentication

- 4. The Board of Directors reports on its responsibilities for financial reports, auditor's reports, and the Audit Committee's corporate governance report in the Annual Information Statement Form/Annual Report (Form 56-1 One Report).
- 5. The Board of Directors arranges for disclosure of names, roles, and responsibilities of the Board of Directors and its subcommittees, as well as the number of meetings held and attended by directors each year.
- 6. The Board of Directors discloses each type of remuneration received by each director and compensation for serving as a director of a subsidiary company or other duties such as an advisor, including details of the remuneration of the first four executives, beginning with the Chief Executive Officer in the Annual Information Statement Form/Annual Report (Form 56-1 One Report).

7. The Board of Directors provides a sustainability report in an appropriate format that covers the economic, social, and environmental dimensions and corporate governance. It also continuously encourages the application of information technology innovation in disclosing and communicating information to stakeholders.
8. The Board of Directors establishes a system to ensure that the information disclosed to investors is accurate, complete, and adequate.
9. The Board of Directors reports on approved corporate governance policies, the business code of conduct, risk management policies, and environmental and social care policies. The report includes a summary and outcomes of policy compliance, as well as cases where policies cannot be followed and the reasons. It is disclosed in the annual report and on the Company's website.
10. The Board of Directors prepares the description of Management Discussion and Analysis (MD&A) to support the disclosure of the financial statements on a quarterly basis so that investors can acknowledge and understand the changes in the Company's financial position.
11. The Board of Directors arranges for disclosure of audit fees and other service fees for the auditor's services.
12. The Board of Directors discloses the roles and duties of the Board of Directors and its subcommittees, the number of meetings held and attended by each member during the previous year, and comments from the performance of their duties, including the Board of Directors' continuing training and development of professional knowledge, in the annual report.
13. The Board of Directors discloses the remuneration payment policy for directors and senior executives.
14. Disclosure of information and authority to disclose information
 - 14.1 Disclosure of information in compliance with the regulations of the Stock Exchange of Thailand
 - 14.1.1 The Company has established an investor relations department to communicate with third parties, including shareholders, institutional investors, general investors, and relevant government analysts, with the following duties:

- 1) Disclose information that is important and necessary for investment decisions to stakeholders accurately, adequately, promptly, fairly, and equitably.
- 2) Perform its duties with professional honesty and integrity on the basis of equality. There is no discrimination in bribery, and inside information must not be utilized for personal interest and those involved.
- 3) Establish guidelines for supervising and protecting inside information from disclosure to others before disclosing it to the public in compliance with the rules set by regulatory authorities.
- 4) Communicate and disseminate information to stakeholders thoroughly, including determining and revealing communication channels for stakeholders, as well as providing opportunities for all groups of relevant persons to access and inquire about information.
- 5) Have sufficient knowledge and understanding of the information to be disclosed; control, supervise, and manage information that can be disclosed to third parties in line with laws and rules prescribed by regulatory authorities.
- 6) Listen to opinions and suggestions from relevant stakeholders and present them to executives and the Board of Directors.
- 7) Participate in the meeting to consider and establish the Company's vision, mission, policies, business direction, and operating results.
- 8) Prepare information, give advice, collect, and retain all information of the Company that has been released to the public, including information in meetings with analysts.
- 9) Explain cases where there are rumors or news by following the regulatory authorities' regulations.
- 10) Analyze information on investment and investment behavior, and manage the disclosure of information and communication with stakeholders effectively.

- 11) Monitor when the Company's securities are traded in a way that deviates from normal market conditions and notify the executives and the Board of Directors.
- 12) Do not disclose information until necessary, or disclose it in a promotional manner without reasonable cause.
- 13) The Company requires the directors, executives, employees, and other insiders to report the Company's securities trading to prevent the purchase or sale of securities using inside information.

14.1.2 Require a person in authority (contact person) to coordinate with the Stock Exchange of Thailand for the disclosure of following information:

- 1) The Deputy Chief Financial and Accounting Officer or Deputy Chief Executive Officer, Office of the CEO, discloses information based on the accounting period, including annual and quarterly financial statements as well as the Annual Information Statement Form/Annual Report (Form 56-1 One Report).
- 2) The Director of Accounting Group discloses information in response to events, including asset acquisition/disposal, related party transactions, reports on important related party transactions approved by the Board of Directors, shareholders' meeting schedules, changes in directors and auditors, headquarters relocation, shareholders' meeting minutes, investment projects, and so on.

14.2 The Chief Executive Officer is in charge of providing general information about the organization's administration to the media. This includes information on management and performance in areas.

14.3 Designate a contact person to coordinate with other relevant agencies, including:

14.3.1 The Securities Depository (Thailand) Co., Ltd. requires the Deputy Chief Executive Officer or the Company Secretary to act as the contact person.

14.3.2 The Office of the Securities and Exchange Commission designates the Company Secretary as the contact person.

15. Directors and executives of the Company are responsible for reporting securities holdings and changes in securities holdings for themselves, their spouses, and minor children, which must meet the criteria set by regulatory authorities and be disclosed in the Annual Information Statement Form/Annual Report (Form 56-1 One Report).
16. Directors and the first four executives, beginning with the Chief Executive Officer, are obliged to prepare a report on their personal interests and associated people to the Chairman of the Board of Directors and the Chairman of the Audit Committee. Moreover, the Board of Directors has established a policy for executive-level employees in the positions of General Manager and Department Manager to make a report on their own interests and related parties in order to maintain transparency, fairness, and equality in their operations. The report must be submitted to the Audit Committee on a quarterly basis.
17. Directors and executives must notify the Company at least one day in advance before buying/selling securities through the Company Secretary and report to the Board of Directors at least quarterly.
18. The Board of Directors establishes a risk management system that addresses all areas of risk, covering risk factors related to vision, goals, business strategy, finance, production, corruption, sustainability, and other operations. It considers the potential likelihood and severity of the impact, sets clear measures for prevention and correction, and identifies people responsible, including establishing measures for reporting, monitoring, and evaluation. Besides this, a management-level risk management committee has been set up to take charge in presenting work plans and reporting plan execution results to the Executive Committee on a regular basis.
19. The Board of Directors establishes an internal control system that covers finance, operation, and actions in accordance with relevant laws, regulations, and rules. The Company also provides an effective and adequate check-and-balance mechanism to protect, maintain, and take care of shareholders' investments and the Company's assets at all times. There is an independent internal audit unit that reports directly to the Audit Committee, which is responsible for monitoring the operation of all departments to ensure that it complies with the set regulations.

The Company has set the disclosure guidelines in accordance with the Annual Information Statement Form/Annual Report (Form 56-1 One Report), which should consist of the following issues and essence:

1. Disclosure of the shareholder structure that clearly shows the current proportion of major and minor shareholders, with no more than 5% of nominees, as well as disclosure of direct and indirect shareholdings of the Board of Directors and senior executives.
2. Disclosure of information in the annual report, which is complete, connected, clear, and beneficial to investors/shareholders, includes:
 - The Company's long-term goals
 - Analytical explanation, financial position, important changes, factors influencing financial operations, non-financial performance indicators, such as market share and customer satisfaction level.
 - Analysis of the industry and competition condition, as well as the Company's potential for competition.
 - Disclosure of shareholding percentage of business structure
3. Disclosure of the main risks of the Company's business operations that cover the nature of risks, cause and effect, including guidelines for preventing or reducing risks.
4. Disclosure of policies related to the benefits of turnovers, such as
 - Dividend payment policy
 - Whistleblowing Policy
 - Equity Reporting Policy
5. Disclosure of matters related to the Board of Directors, such as
 - Name, age, position, educational background, and experience
 - Shareholding proportion
 - Holding positions in listed companies and other companies
 - First appointment of the directors and term of office
 - Subcommittees
 - Qualifications and self-development
 - Remuneration of directors
 - Attendance at the Board of Directors and shareholders' meetings
 - Holding and trading of the Company's securities

6. Information disclosed on the Company's website

The Company discloses information according to criteria set by regulatory authorities through the channels of the Stock Exchange of Thailand and the Company's website. The issues and content are in compliance with the Annual Information Statement Form/Annual Report (Form 56-1 One Report), which is disclosed in both Thai and English, and consist of:

- 1) Vision and mission
- 2) Nature of business
- 3) List of directors and executives
- 4) Financial statements and reports on the financial position and operating results of the current and previous versions
- 5) Information presented to analysts, fund managers, or the media
- 6) Direct and indirect shareholding structure
- 7) Group structure: subsidiaries, associates, joint venture companies, and special purpose enterprises/vehicles (SPEs/SPVs)
- 8) Major shareholders, both direct and indirect, who hold 5% or more of the total sold shares with voting rights
- 9) Direct and indirect shareholding of directors, major shareholders, senior executives
- 10) Invitation letter to general and extraordinary meetings of shareholders
- 11) The Company's articles of association, memorandum of association, and the agreement of the shareholder group (if any)
- 12) Corporate governance policy
- 13) Risk management policy
- 14) Sustainable Development Policy
- 15) Charter of the term of office of directors
- 16) Charter of the term of office of the subcommittees
- 17) Business code of conduct for employees and directors
- 18) Contact information of the agency or person in charge of investor relations

Section 5 Responsibilities of the Board of Directors

The Board of Directors consists of nationally recognized persons with knowledge and competence who play an important role in corporate governance for the best interests of the Company and are responsible for the performance of their duties to shareholders and all stakeholders. The Board of Directors performs its duties with integrity and independence from management and discloses information to shareholders accurately, completely, transparently, and in a timely manner, as well as supervising the Company's operations in accordance with the law, rules, regulations, policies, and the business code of conduct. It also plays an important role in setting the Company's policies and direction by working with senior executives to set visions, missions, and goals and plan both short- and long-term operations, including developing financial policies, risk management, and the organization's overview. Moreover, the Board of Directors supervises, inspects, and evaluates the performance of the Company and senior executives to ensure that they are carried out as planned and independently. The factors that enable the Board of Directors to fully perform its duties are:

1. Board of Directors' Structure

- 1.1 The structure of the Board of Directors consist of directors with diverse qualifications in terms of gender, age, race, knowledge, experience, skills, and specific abilities that are appropriate and beneficial to the achievement of the organization's objectives in both the short and long term.
- 1.2 Each director must have comprehensive and suitable qualifications and must not possess any characteristics prohibited by law, including those that imply a lack of suitability to be trusted by the shareholders for the management and corporate governance.
- 1.3 The Board of Directors provides criteria for considering and selecting qualified persons and a transparent and clear process for recruiting and selecting directors to present to the shareholders' meeting for consideration.
- 1.4 The Board of Directors establishes and reviews the structure and composition of the Board of Directors in order to balance power with the management, with an appropriate number of independent directors, non-executive directors, and executive directors based on the size of the business, the Company's operations, and the law. The Board of Directors must have a minimum of five individuals but not more than twelve.

- 1.5 The Board of Directors is made up of at least 55% non-executive directors of the total number of existing directors, with at least one having work experience related to the Company's core business.
- 1.6 The Board of Directors has at least half of its member that are independent. They are independent from the management and major shareholders of the Company and can freely express their opinions on the work of the management. In this regard, the Company encourages at least one independent female director on the Board of Directors.
- 1.7 The Board of Directors elects an independent director as Chairman of the Board of Directors to preside over meetings and monitor the performance of the Board of Directors' duties, including the appointment of a vice chairman in the event that the Chairman of the Board of Directors is unable to perform his duties.
- 1.8 The Board of Directors establishes numerous subcommittees to support the performance of the Board of Directors as appropriate and regularly monitors their performance. However, it must have at least one audit committee.
- 1.9 The Board of Directors determines the term of office of directors in accordance with the laws and the Company's regulations, with a term of three years. One-third of the directors of the Board of Directors must rotate out of office at every annual general meeting of shareholders. In the case of appointing directors to continue holding positions, the Board of Directors will consider necessity and present it to shareholders for approval.
- 1.10 The Board of Directors sets the term of office of an independent director for a period of not more than nine years from the date of his or her first appointment as an independent director, unless the Board of Directors deems it appropriate for such independent director to continue to hold office.
- 1.11 The Board of Directors defines qualifications of "independent directors" in accordance with the requirements of the Capital Market Supervisory Board on the qualifications of Audit Committee members, which are as follows:
 - 1) Hold no more than 1% of the total number of voting shares of the parent company, subsidiaries, associated companies, and major shareholders, or the

controlling person in the company. This covers the shareholdings of associated parties of that independent director.

- 2) Not be or have been a director who participates in the management of the company, employee, staff, salaried consultant, or person with controlling power of the company, parent company, subsidiary, affiliate, same-level subsidiary, major shareholder, or person with controlling power in the company, unless they have not had such characteristics for at least two years. Such prohibited characteristics do not include an independent director who formerly worked as a civil service officer or advisor for a government agency and is a major shareholder or person with controlling power in the company.
- 3) Not be a person related by blood or by legal registration as a parent, spouse, siblings, or children, including spouses of children of other directors, executives, major shareholders, or controlling persons, or persons to be nominated as directors, executives, or controlling persons in the company or its subsidiaries.
- 4) Not have or have had a business relationship with the Company, its parent company, subsidiary, associated company, major shareholder, or controlling person in the company in a way that may obstruct the exercise of independent judgment, including not being or having been a significant shareholder or controlling person of a person with a business relationship with the Company, its parent company, subsidiary, associated company, major shareholder, or controlling person in the Company, unless the foregoing relationship has ended for at least two years.
- 5) Not be or have been an auditor of the Company, parent company, subsidiary, associated company, major shareholder, or controlling person of a company, and not be a major shareholder, controlling person, or partner of an audit firm in which an auditor of the company, parent company, subsidiary company, associated company, major shareholder, or controlling person of the company is affiliated, unless having ceased to have such characteristics for not less than two years.

- 6) Not be or have been a provider of any professional services, including legal advisory or financial advisory services, who receives a service fee exceeding two million baht per year from the Company, its parent company, subsidiary, associated company, major shareholder, or controlling person of the Company, and not be a significant shareholder, controlling person, or partner of such a professional service provider, unless such characteristics have ceased to exist for at least two years.
- 7) Not be a director appointed to represent the directors of the Company, major shareholders, or shareholders who are related to the major shareholders of the Company.
- 8) Not operate a business with the same condition and significantly compete with the business of the Company or its subsidiaries or not be a significant partner in the partnership or a director participating in the management, employees, staff, or advisors receiving regular salaries or holding more than 1% of the total number of voting rights of other companies operating in the same business and are in significant competition with the business of the Company or its subsidiaries.
- 9) There is no other characteristic that makes it impossible to give an independent opinion on the Company's operations.

- 1.12 The Board of Directors can hold directorship positions in no more than five other listed companies.
- 1.13 The Board of Directors determines that an independent director may serve as a director in no more than five other listed companies by evaluating the work performance of directors who hold positions in multiple companies to ensure that the directors have enough time to perform their duties in the Company. This information is available on the website and in the annual report.
- 1.14 Executive directors and senior executives may hold the position of directors in no more than two other listed companies by notifying the Board of Directors before assuming office.

1.15 The Board of Directors considers and determines the qualifications of the company secretary, who must have knowledge and experience necessary and appropriate to support the operations of the Board of Directors, including granting approval to the person who will hold the position of company secretary.

2. Approval Authority of the Board of Directors

The authorities reserved for the Board of Directors are in accordance with the law and the Company's Articles of Association so that the Board of Directors can perform its duties effectively and be able to supervise the management of the executive committee and management in accordance with the policies set forth, including benefiting the work of the management in proposing matters that should be submitted to the directors for approval.

For any matters that do not appear in this policy, it is considered that the Board of Directors may delegate authority and duties to the Chief Executive Officer for action. The Chief Executive Officer is responsible for summarizing the report on delegated matters to the Board of Directors for their acknowledgment at the Board of Directors' next meeting immediately. The powers reserved for the Board of Directors shall be reviewed annually and updated as appropriate. The approval powers of the Board of Directors are as follows:

- 2.1 Consider approving and reviewing the vision, mission, strategy, indicators, and organizational goals according to sustainable development guidelines.
- 2.2 Consider approving and reviewing the administrative structure, organizational structure, and corporate governance structure.
- 2.3 Consider the corporate symbol and identity.
- 2.4 Consider promoting an ethical culture and corporate values. 34)
- 2.5 Consider changing the articles of association and relocating the Company's office.
- 2.6 Consider approving and reviewing the Company's operational plan, strategic plan, business plan, and annual plan.
- 2.7 Consider approving and reviewing business continuity plans, start-up businesses, business cessation, business expansion, establishment or sale of subsidiaries, joint ventures, and mergers.

- 2.8 Consider approving loans, guarantees, or loan applications from financial institutions, as well as securities issuance.
- 2.9 Consider approving the annual budget, the investment budget, operating expenses compared to the total budget, investment expenses within the budget, and investment expenses that exceed the budget.
- 2.10 Consider approving the annual financial statements and reports of the Chief Executive Officer and Senior Director of Accounting and Finance.
- 2.11 Consider approving conditional liability projects that affect the financial positions or comprehensive income statements of 10% or more.
- 2.12 Consider approving the payment of interim dividends to shareholders when it is considered that the Company has sufficient profits to do so.
- 2.13 Consider approving important transactions, such as important investments, asset purchases and sales, and any action as required by law.
- 2.14 Consider approving the domination of business, sale, or license of intellectual property.
- 2.15 Consider actions that violate the acts, rules, and regulations, including considering the Company's operations to be in accordance with the law.
- 2.16 Consider approving related party transactions and asset acquisitions or disposals, with the exception of transactions that require shareholder approval. Such approval must be in accordance with the relevant announcements, rules, and regulations of the Securities and Exchange Commission. Except for matters that are required by law to have a resolution from the shareholders' meeting, the Board of Directors must receive approval from shareholders before proceeding.
- 2.17 Consider appointing the Chairman of the Board of Directors.
- 2.18 Consider appointing directors who retire during the year and appointing or dissolving subcommittees under the Charter.
- 2.19 Consider determining the term of office and approving the criteria and methods for selecting directors.

- 2.20 Consider approving and reviewing the remuneration of directors and subcommittees to present to the shareholders' meeting.
- 2.21 Consider appointing, dismissing, delegating authority and duties to advisors to the Board of Directors and/or any other committee to perform their duties or sign a letter as a representative of the Company.
- 2.22 Consider recruiting, nominating, appointing, and determining remuneration and benefits, performance management, and dismissal of the Chief Executive Officer and senior executives.
- 2.23 Consider appointing and removing legal advisors.
- 2.24 Consider proposing the appointment and dismissal of external auditors.
- 2.25 Consider appointing and removing the company secretary.
- 2.26 Consider approving insurance and contracts with more than one-year terms.
- 2.27 Consider delegating or revoking the authority to the management, the Company's executive staff, or any other person to act on behalf of the Company under the regulations set by the Board of Directors.
- 2.28 Consider approving and reviewing organizational policies, the business code of conduct, and corporate governance principles of the Company, such as accounting and financial policies, human resource management policies, anti-corruption policies, human rights policies and fair labor practices, and sustainable development policies.
- 2.29 Consider approving and reviewing the risk management and internal control framework, risk management policies, the organization's key risks, risk appetite, acceptable risk range, and risk management strategies.
- 2.30 Consider the minutes of meetings of the Board of Directors, subcommittees, and shareholders.
- 2.31 Evaluate their own performance, as well as that of the Chairman of the Board of Directors, subcommittees, and the Chief Executive Officer.
- 2.32 Consider various issues that affect the image and reputation of the Company.

3. Division of Roles and Responsibilities between the Board of Directors and Management

The Company has clearly divided the roles, duties, and responsibilities between the Board of Directors and the Chief Executive Officer as follows:

- 3.1 The Board of Directors is responsible for supervising the Company's operations in accordance with the laws, objectives, and the Company's articles of association; determining the structure and duties of the committees; and approving the resolutions of the meetings and the Company's corporate governance policy. The directors must make decisions with caution and honesty in order to benefit shareholders the most, including creating a culture and good corporate governance throughout the organization, as well as recruiting, developing, and determining remuneration, evaluating the performance of the Chief Executive Officer, and determining the personnel remuneration structures (See Section 4: Roles and Duties of the Committees).
- 3.2 Management is responsible for conducting and managing the Company's daily operations honestly, maintaining and taking into account the interests of the Company, shareholders, and stakeholders to the greatest extent possible, receiving policies from the Board of Directors to implement them in order to achieve the goals and strategies established, and reporting performance to the Board of Directors.
- 3.3 The Chairman of the Board of Directors is the Board's leader and should be independent of management. The Chairman must encourage all directors to collaborate in formulating strategies and overseeing the organization to ensure that it is efficient and meets its objectives. The scope of duties and responsibilities includes the following:
 - 1) Supervise the organization for efficiency, success, and in the best interests of the Company, shareholders, and various stakeholder groups.
 - 2) Strengthen the responsible and ethical decision-making process for directors.
 - 3) Define the scope of work and clearly divide the approval powers of the Board of Directors and management.

- 4) Adjust the Board of Directors' and management's perspectives on the organization's strategic direction to be consistent and in the same direction and ensure that both parties fully agree and understand the essence of the strategy.
- 5) Monitor and supervise the organization's strategy to be consistent with the Company's financial position and existing resources to create long-term value for the business.
- 6) Supervise the Board of Directors and shareholders' meetings by acting as chairman to ensure that the meeting runs effectively and lawfully in accordance with rules, regulations, and principles of good corporate governance.
- 7) Allocate adequate time and encourage all directors to participate in constructive discussions on important issues with careful discretion and the ability to express their opinions freely.
- 8) Encourage and support the Board of Directors to fully perform its duties within the scope of its authority, duties, and responsibilities, and be responsible to shareholders and stakeholders.
- 9) Follow up and supervise the performance of the duties of the Board of Directors to ensure efficiency, compliance with the law, and independence from management in accordance with ethical standards and corporate governance, as well as the achievement of the Company's key objectives and goals.
- 10) Supervise all directors to participate in promoting a corporate culture that is ethical and consistent with policies, standards, and principles of corporate governance, as well as the business code of conduct of the Company.
- 11) Determine the agenda for the Board of Directors' meeting by discussing it with the Chief Executive Officer to ensure that important matters are included in the agenda.
- 12) Provide advice and support for management's operations in accordance with the Board of Directors' scope of authority, without interfering with management's normal daily operations.
- 13) Strengthen good relationships between executive directors and non-executive directors and between the Board of Directors and management.

3.4 The Chief Executive Officer serves as the Chairman of the Company's executive committee and is responsible to the Board of Directors, subcommittees, and the executive committee for the strict operation and management of the Company's business in accordance with the Board of Directors' assignment, using resources approved by the Board of Directors based on the Company's best interests. The scope of duties and responsibilities includes the following:

- 1) Establish the Company's strategies, budgets, operational plans, and an annual investment plan, and present them to the Executive Committee and/or the Board of Directors for consideration and approval, including regular reports to the Board of Directors on operational progress and budget use.
- 2) Analyze, monitor, and evaluate the business situation and context regularly, including seeking new business and investment opportunities related to the Company's main business in order to increase its income.
- 3) Manage, control, and supervise all executives and employees to perform their duties in accordance with the laws, rules, regulations, policies, and guidelines of the Company, resolutions of the Board of Directors and shareholders' meetings, as well as corporate governance principles and the business code of conduct to achieve the Company's goals.
- 4) Approve the expenditure of important investments or normal operational expenses within the scope of authority determined by the Board of Directors.
- 5) Consider using new technology in managing and supporting operations in various areas to increase competitive potential, security, and business continuity.
- 6) Monitor, inspect, and assess the performance of the management in accordance with the set strategies and business plans in line with the Company's policies and goals.
- 7) Continuously communicate and maintain good relationships with all groups of stakeholders of the Company.

- 8) Set organizational structure and manage human resources to be efficient in accordance with labor laws under human rights principles, fair performance, principles of good corporate governance, and the Company's business code of conduct.
- 9) Promote a strong ethical culture and corporate values.

4. Roles and Duties of the Board of Directors

To make the Company be able to effectively strengthen its good corporate governance, the Board of Directors therefore has important proactive roles as follows:

- 4.1 Determine the Company's vision, direction, mission, and strategy that support sustainable growth in terms of economy, society, and the environment. It also focuses on seeking information that is useful for determining direction and considering potential risks to ensure that executives can effectively implement the vision, direction, and strategy defined to achieve outcomes.
- 4.2 Promote and support diversity in the composition of the Board of Directors, including reviewing the structure of the Board of Directors, corporate governance structure, and the diversity policy in the composition of the Board of Directors on an annual basis.
- 4.3 Review and approve important strategies and policies at least every five years, including objectives, financial goals, and various plans of the Company, along with monitoring and supervising executives to ensure compliance with the plans set forth in alignment with the organization's direction and strategy.
- 4.4 Formulate risk management policies, provide assessments of major risk factors that may occur, and formulate comprehensive risk management guidelines; ensure that the Company has effective risk management systems, internal controls, and internal audits in accordance with relevant laws and standards, including the pursuit of business opportunities that may arise from such risks.
- 4.5 Provide a reliable accounting system, financial reporting, and auditing, including maintaining a process for assessing the appropriateness of internal control and internal audit, as well as an efficient and effective risk management system, and disclose them in the annual report.

- 4.6 Follow up, supervise, prevent, and manage potential conflicts of interest, including related party transactions, and prioritize important main transactions with the goal of providing maximum benefit to shareholders and stakeholders as a whole by developing a conflict-of-interest policy.
- 4.7 Determine the policies and procedures for serving as directors at no more than two other companies of the Chief Executive Officer and senior executives of the Company subject to prior approval of the Board of Directors.
- 4.8 Establish an appropriate remuneration policy for the Chief Executive Officer to provide short-term and long-term motivation.
- 4.9 Jointly consider directors' remuneration to be appropriate to their duties and responsibilities. This can be compared to businesses of the same size and type in the industry, and it is sufficient to motivate them to perform their duties and lead the organization to achieve both short- and long-term goals by submitting it to the shareholders' meeting for consideration and approval.
- 4.10 Arrange an orientation for directors to enhance their knowledge and understanding of their roles and duties as directors, the nature of business, and related regulations.
- 4.11 Promote and encourage all directors to develop new skills and knowledge regularly in order to keep up with the changing business environment.
- 4.12 Supervise directors to ensure they have knowledge and understand their roles, duties, and the nature of business operations, as well as business-related laws.
- 4.13 Supervise the operation of the Board of Directors that is conducive to the exercise of its discretion for independent, prudential, and careful decision-making.
- 4.14 Supervise subsidiaries, associated companies, affiliated companies, and other businesses that the Company invests in to have a framework and mechanism for overseeing policies and operations in accordance with the Company's policies, including the appointment of directors, executives, or important positions; supervision of internal control systems; disclosure of significant information; and performance reporting.
- 4.15 Supervise all directors to ensure that they are responsible in performing their duties and managing the business in the best interests of shareholders (fiduciary duty) and

stakeholders, including dedicating adequate time and attending the Board of Directors' meetings regularly.

- 4.16 Ensure that the directors have access to necessary and sufficient information to be able to make correct and accurate decisions. In the case of a specific matter, the Company can be asked to provide opinions from relevant experts to make a decision.
- 4.17 Arrange for an annual performance evaluation of the Board of Directors, subcommittees, and individual directors and committee members, as well as follow-up on the evaluation results to use as a guideline for improving and developing the effective performance of duties continuously.
- 4.18 Recruit and develop the Chief Executive Officer and senior executives to have the knowledge, skills, experience, and necessary characteristics to drive the organization to achieve its goals.
- 4.19 Determine the remuneration and benefits structure, including appropriate criteria and guidelines for evaluating senior executives.
- 4.20 Evaluate the Chief Executive Officer's performance on a yearly basis to determine the Chief Executive Officer's remuneration based on performance results.
- 4.21 Supervise and arrange for the development of succession plans for management and key positions to ensure readiness in the event that management is unable to perform their duties and to maintain continuity in business operations.
- 4.22 Regularly monitor senior executives' management and the management's operations in accordance with policies. This includes the management and development of human resources to have the necessary knowledge, expertise, skills, appropriate remuneration, and motivation.
- 4.23 Monitor and ensure that management develops operational plans and conducts business in accordance with sustainable development guidelines, as well as being socially and environmentally responsible, including resource allocation and management that is efficient and cost-effective.

- 4.24 Provide appropriate communication channels with each group of shareholders and evaluate the results of information disclosure to ensure accuracy, clarity, transparency, reliability, and high standards.
- 4.25 Be a leader and role model in good performance in accordance with good corporate governance guidelines, the business code of conduct, and corporate social responsibility guidelines.
- 4.26 Support the Company in its operations to combat all forms of corruption and establish clear anti-corruption policies and practices, including continuous communication to stakeholders both inside and outside the organization.
- 4.27 Support the creation of innovations that create value to the business while also adding value to stakeholders and being socially and environmentally responsible, including providing a regulatory framework and technology management to increase business opportunities and develop efficient operations.
- 4.28 Prepare the Company's business code of conduct for directors, executives, and employees.
- 4.29 Establish the business code of conduct for directors, executives, and employees as regulations that directors, executives, and employees must sign to acknowledge and comply with.
- 4.30 Promote conformity with the business code of conduct for directors, executives, employees, and outsiders by
 - 1) Distributing this business code of conduct for the directors, executives, and employees to sign as acknowledgment and compliance with.
 - 2) Announcing the business code of conduct on the intranet system, where everyone engaged can access it.
 - 3) Announcing the business code of conduct on the Company's website.
- 4.31 Supervise the Company to have a mechanism to receive complaints, suggestions, or whistleblowing from independent internal and external stakeholders, including an effective complaint handling and whistleblower protection process by preparing the whistleblowing policy.

5. Establishment of Subcommittees

In order to carefully and efficiently scrutinize important operations, the Board of Directors has therefore set up subcommittees to support the work of the Board of Directors as necessary and appropriate. There are currently four subcommittees, as follows:

5.1 Audit Committee

The Board of Directors appoints an Audit Committee based on the composition of at least three directors, consisting of all independent directors. The Audit Committee must have independence qualifications outlined in the Capital Market Supervisory Board's announcement about the Audit Committee's qualifications and scope of work to review and supervise the Company's operations, examine the accuracy and completeness of financial reports, assess the adequacy of internal control and internal audit systems, financial liquidity, and debt repayment ability. In addition, the Audit Committee is in charge of considering the selection, appointment, or dismissal of external auditors, as well as the appointment, transfer, or dismissal of internal auditors. The Board of Directors also considers conflicts of interest and the complaints or whistleblowing handling, as well as the efficiency and adequacy of the Company's risk management plans or mechanisms for resolving financial problems by taking shareholder and stakeholder rights into account. The Company ensures that the Company's operations comply with the relevant laws, rules, regulations, requirements, policies, or standards.

However, the Audit Committee must have at least one director who has sufficient knowledge, understanding, or experience in accounting or finance to effectively review the reliability of financial statements and continuously improve accounting or financial knowledge and organize meetings to follow up on the progress of the operation at least four times a year (details of the Charter of the Audit Committee – Section Charter). The meeting agenda must be in accordance with the annual appointment schedule and comprises of reviewing or approving various agenda items, namely 1) Review plan; 2) Audit report; 3) Compliance with recommendations in management's audit report; 4) Meet with external auditors; 5) Annual financial statements; 6) The Monetary Policy Certification Committee; 7) Other matters related to the Charter.

5.2 Good Corporate Governance Committee

The Board of Directors appoints a Good Corporate Governance Committee by considering at least three directors, and at least one person must be an independent director in

order to be responsible for determining and reviewing the adequacy and appropriateness of corporate governance policies, as well as the business code of conduct, and promoting an ethics culture, including regularly following up on regulations, issues, and trends in corporate governance and sustainable development both domestically and internationally. The Committee is also responsible for considering and proposing guidelines and providing recommendations on good corporate governance to the Board of Directors and supervising the implementation of good corporate governance of the Company in accordance with the guidelines set by the Board of Directors (details of the Charter of the Good Corporate Governance Committee – Section Charter).

The Good Corporate Governance Committee holds meetings to monitor the progress of its operations on an annual basis. The agenda is set according to the annual meeting schedule, and it includes review or approval of the following agenda items: 1) Corporate Governance Policy; 2) Policies related to corporate governance; 3) Anti-Corruption Policy and Whistleblowing Policy; 4) Charters of the Subcommittees; 5) Good Corporate Governance Plan; and 6) Other matters related to the Charter.

5.3 Nomination and Remuneration Committee

The Board of Directors appoints a Nomination and Remuneration Committee from the Company's directors, most of whom must be independent directors. The Chairman of the Nomination and Remuneration Committee, an independent director, is responsible for ensuring that the structure, size, and composition of the Board of Directors and subcommittees are appropriate to the size, type, and complexity of the business, as well as the director development plan and succession plan, including the nomination and selection of qualified and suitable individuals to be nominated as directors and the Chief Executive Officer. The criteria and methods for recruitment are established in a transparent and fair manner.

The Nomination and Remuneration Committee is also in charge of considering the remuneration structure, criteria, and form of remuneration for directors and the Chief Executive Officer that are appropriate, fair, and linked to the Company's overall operating results, as well as motivating them to perform their duties efficiently and continuously add value to the Company. The Board of Directors will consider and approve the remuneration of the Chief Executive Officer. As for the remuneration of the Board of Directors, it will be submitted to the shareholders' meeting for consideration and approval (details in the Nomination and Remuneration Committee Charter – Section Charter).

The Nomination and Remuneration Committee holds meetings to monitor the progress of the operation at least twice a year. The meeting agenda is in accordance with the annual appointment schedule, which consists of reviewing or approving the following agenda items related to recruitment: 1) Gap analysis in skills and diversity and characteristics of directors; 2) Criteria, methods, and times for work performance evaluation of the Board of Directors; 3) Succession plan for the Chairman of the Board of Directors and directors; 4) Procedures for preparing a succession plan; 5) Other matters related to the Charter.

The agenda for considering, reviewing, or approving the agenda related to remuneration determination is as follows: 1) Objectives of the performance evaluation of the Chief Executive Officer, bonus payments, and salary increment; 2) Remuneration structure and operational management policy of senior executives; 3) Remuneration and benefits of directors according to positions and types; 4) Other matters related to the Charter.

5.4 Risk Management Committee

The Board of Directors appoints at least three committee members from independent directors, executive directors, and executives, who are comprised of the Company's executives representing all departments and an independent director serving as the Chairman of the Risk Management Committee, along with appointing an executive or employee as a secretary. The Risk Management Committee is responsible for establishing and reviewing the policy and risk management framework, risk identification, evaluation, and management throughout the organization to an acceptable level. It also considers risk assessment principles and tools, monitors, evaluates, and supervises the business to ensure that risk management, internal control, and internal audit systems are efficient, adequate, and appropriate in accordance with international standards, as well as consistent with goals, strategies, and business plans. Moreover, the Committee promotes the creation of a risk management culture for employees at all levels and regularly reports risks to the Board of Directors.

The Risk Management Committee holds annual meetings to monitor the progress of its operations. The agenda is set according to the annual appointment schedule, which consists of reviewing or approving various agendas: 1) Risk Management Policy and risk management guidelines; 2) Risk Management Committee Charter; 3) Business continuity plan; 4) Identification of risk appetite and deviations of each risk to be implemented; 5) Continuous follow-up on the operating results of risk reporting from the Risk Management Committee; 6) Other matters related to the Charter.

6. Orientation of New Directors

To perform duties as a Board of Directors, directors should be aware of the nature of the Company's business operations. In the event of a change or appointment of a new director, the Company will provide an orientation for new directors to gain knowledge and understanding of the Company's overall characteristics and operational guidelines to familiarize them with personnel at various levels through activities that promote a positive attitude and confidence in the business. The activities will be tailored to their ages, qualifications, and experience, and the Board of Directors will regularly monitor and assess the efficiency of orientation activities. In this orientation, directors want to deliver important and necessary information to accomplish their duties, including guidelines for good corporate governance, which include

- 6.1 History, nature of business, and business direction
- 6.2 Major shareholder structure
- 6.3 Board of Directors' structure, duties, and responsibilities according to law and the charter
- 6.4 Policies, processes, and work procedures
- 6.5 Strategies, annual plans, KPIs, and budgets
- 6.6 Company structure and management
- 6.7 Policies at the operational level approved by the Board of Directors
- 6.8 Nature of work of the Operations Department

However, what the new directors should receive is as follows:

- 1) Director's handbook
- 2) Meet with the Board of Directors informally to have a discussion and ask questions about important issues.
- 3) Meet with the Chief Executive Officer to discuss the Company's future direction, and general matters, both external and internal, that may affect the Company.
- 4) Meet with the Chief Financial Officer to understand any financial issues, problems, or questions.
- 5) Meet with the Company Secretary to talk about corporate governance.
- 6) Meet with senior executives to discuss the work that the department is responsible for and know problems.

However, the Company Secretary or related department is responsible for organizing the orientation.

7. Board of Directors' Meeting

The Board of Directors establishes the meeting procedures in the Board of Directors Charter to serve as a guideline to ensure that the Board of Directors and those who support the Board of Directors' work have a common understanding of the scope of important matters under the responsibility of the Board of Directors, as well as the roles, duties, and responsibilities of each department. It is also a guideline for managing various elements of the meeting to ensure quality, legality, and good practices.

The Board of Directors and its subcommittees set the annual meeting schedule and agenda in advance to ensure that plans are presented to the Board of Directors for full consideration, as well as allowing executives to plan and prepare meeting materials ahead of time. In this regard, the Board of Directors and its subcommittees will consider various matters that are deemed appropriate to be added to the annual meeting schedule and are reviewed and revised to keep up with the situation, with the secretary, the Board of Directors, and subcommittees in charge of preparing meeting documents. The guidelines are as follows:

- 7.1 The directors devote their time, dedication, and attention to the Company's operations by regularly attending the Board of Directors meetings to acknowledge and jointly make decisions on the Company's business operations. Each year, at least six meetings are held, with the possibility of extra special meetings to address urgent concerns.
- 7.2 The Board of Directors clearly sets the schedule and agenda of the meeting in advance throughout the year. However, the schedule and agenda may be amended as appropriate, and extra meetings may be organized, if necessary, with prior notification to the Board of Directors.
- 7.3 The Board of Directors and its subcommittees agree to schedule meetings in accordance with the annual appointment schedule, which includes complete details of the agenda for each meeting and the special agenda, as well as a format for preparing information that promotes understanding, is comparable, and adequately supports decision-making.
- 7.4 At least once a year, the non-executive directors meet without management participation to discuss management issues of interest and to report the meeting results to the Chief Executive Officer.

7.5 The Company establishes agenda topics explicitly and in the following order: 1) Agenda for considering and approving the minutes of the previous meeting; 2) Agenda for notification from the Chairman of the Board of Directors, subcommittees, and the Company's operations; 3) Agenda for approval; 4) Agenda for acknowledgment; 5) Other agendas.

7.6 The agenda, as per the annual appointment schedule, includes consideration, review, or approval of several agenda items, namely 1) Strategic plans; 2) Annual plans; 3) Annual budgets; 4) Annual financial statements; 5) Review reports; 6) Annual reports; 7) Corporate Governance Policy; 8) Policies certified by the Board of Directors; 9) Other matters that require approval or opinion from the Board of Directors for policy certification; 10) Gap analysis in skills and diversity of the Board of Directors and the characteristics of the Directors to prepare the nomination and selection; 11) Review of the composition of the subcommittees; 12) Performance evaluation compared to the governance plan in the past 12 months; 13) Methods and timing of performance evaluation of the Board of Directors; 14) Report on the results of the performance evaluation of the Board of Directors and summary of the corporate governance plan for the next 12 months; 15) Succession plan for the chairman and directors; 16) Succession plan for the Chief Executive Officer and senior executives; 17) Process for new directors assuming the position; 18) Objectives of the performance evaluation of the Chief Executive Officer, bonus payment, and salary increment; 19) Annual general meeting.

7.7 The Company specifies a minimum quorum for voting at the Board of Directors meeting, which is two-thirds of the total number of directors present.

7.8 All directors attend at least 75% of the total Board of Directors meetings each year.

7.9 At the meeting, the Chairman of the Board of Directors, the Chief Executive Officer, and the Company Secretary jointly determine the agenda for the annual meeting and consider the matters to be included in the agenda for the Board of Directors' meeting, ensuring that important matters are included while also allowing each director to freely propose agenda items for inclusion in the agenda.

7.10 The Company sends out the meeting invitation letter and supporting documents in advance to give the directors enough time to review the information on the agendas at

least five working days before the meeting. Except in circumstances of urgent necessity, the meeting appointment and date might be established earlier.

- 7.11 The Chairman of the Board of Directors serves as the meeting's chairman, allocating sufficient time for management to present information and the directors to consider and discuss critical issues on each agenda, as well as giving them the opportunity to express their opinions freely.
- 7.12 Voting must be based on a majority vote, with each director having one vote. Directors with an interest will not attend the meeting and/or exercise their right to vote on that matter. If the votes are equal, the chairman of the meeting will cast one more vote as the deciding vote.
- 7.13 The Board of Directors may access and request information, advice, and services necessary for the Company's operation from the management, as well as independent opinions from external consultants if necessary.
- 7.14 Senior executives and related departments can attend Board of Directors meetings to contribute useful information and gain direct knowledge of policies. Except for particular agendas, the meeting is exclusively attended by the Board of Directors or non-executive directors to ensure independence in considering various matters of the Board of Directors.
- 7.15 The Company Secretary is in charge of recording Board of Directors meetings by recording the details of the meetings, meeting resolutions, and Board of Directors perspectives in a deliberate, complete, and clear manner.
- 7.16 At the end of the meeting, the Company Secretary is responsible for preparing the minutes of the meeting and sending them to the Chairman of the Board of Directors for consideration and signature for certification, as well as proposing it to the meeting for approval as the first agenda item at the next meeting. However, the directors have 14 working days to voice their opinions on amending the meeting minutes to be as full, complete, and correct as possible.
- 7.17 The minutes of the meeting approved by the meeting will be systematically stored in the form of confidential documents at the Company's office and stored in electronic form together with attached documents supporting the meeting agenda for reference.

8. Evaluation of the Board of Directors' Performance

The Board of Directors determines to evaluate the performance of the Board of Directors, the Chairman of the Board of Directors, and subcommittees on an annual basis to consider performance and supervision in accordance with corporate governance principles, as well as improving the performance of the Board of Directors' duties to ensure efficiency through the following actions:

- 8.1 The Board of Directors, the Chairman of the Board of Directors, and subcommittees evaluate their own performance at least once a year so that the Board of Directors can jointly consider the results and issues that should be improved in order to increase the effectiveness of the Board of Directors and its subcommittees.
- 8.2 The Board of Directors' performance should be evaluated by the entire Board, subcommittees, and individual directors (both self-assessment and other committee members), as well as the Chairman of the Board of Directors. The criteria, procedures, and results of the overall assessment are disclosed and included in the Annual Information Statement Form/Annual Report (Form 56-1 One Report).
- 8.3 The Company should hire external consultants to help determine guidelines and suggest assessment questions that will produce honest and unbiased results, and the said results will be compared with good practices according to international standards, causing real development. Every three years, external consultants evaluate the operations and development plans, which are presented in the Annual Information Statement Form/Annual Report (Form 56-1 One Report).
- 8.4 Evaluation Criteria

The Board of Directors considers and approves the process and criteria for evaluating the performance of the Board of Directors, the Chief Executive Officer, and all subcommittees as a whole and individually, as well as reviewing the evaluation process and criteria annually.

The criteria for performance evaluation of the Board of Directors and subcommittees as a whole include topics such as 1) Structure, composition, and qualifications of the Board of Directors; 2) Roles, duties, and responsibilities of the Board of Directors; 3) Board of Directors meetings; 4) Performance of the Board of Directors' duties; 5) Relationships

with management; 6) Development of directors and executives; 7) Promotion of an ethics culture and corporate governance; and 8) Specific issues according to the charter and roles and duties of the Board of Directors or subcommittees, etc.

The criteria for performance evaluation of the Board of Directors and subcommittees individually include topics such as 1) Responsibility and caution in making one's own decisions and actions; 2) Performance of duties with honesty and ethics; 3) Compliance with laws, objectives, regulations, resolutions of the Board of Directors' meetings and shareholders' meetings; 4) Conducting oneself as a good model according to the corporate values; 5) Equal and fair treatment of stakeholders; 6) Fraud and corruption; 7) Prevention of conflicts of interest; 8) Transparency in operations and disclosure of information that can be verified; 9) Vision to create the long-term added value for the business; 10) Continuous monitoring of the business situation and context; and 11) Specific issues according to the roles and responsibilities of the Board of Directors and subcommittees, etc.

8.5 Evaluation Process

- 1) At the end of each year, the Company Secretary will submit three types of performance evaluation forms for the Board of Directors: The Board of Directors Performance Evaluation Form (the entire Board), the Performance Evaluation Form of Individual Directors (self-evaluation), and the Performance Evaluation Form of Individual Directors (evaluation for other directors), so that all directors can conduct the annual performance evaluation.
- 2) Each director evaluates his or her performance and returns the performance evaluation form to the Company Secretary.
- 3) The Company Secretary summarizes the results of the analysis of the Board of Directors' performance evaluation for the year and reports to the Board of Directors at the first meeting of the year.
- 4) The evaluation results will be used to improve the procedures and work processes and self-development of each director, as well as reviewing the operations of the Board of Directors and subcommittees in order to increase the efficiency of the directors' performance in a more professional manner.

9. Evaluation of the Chief Executive Officer's Performance

The Board of Directors conducts an annual performance evaluation of the Chief Executive Officer, which is used to determine the Chief Executive Officer's remuneration and to motivate the business management to meet the objectives, main goals, and strategies while remaining consistent with the business's long-term interests. The Board of Directors may authorize the Nomination and Remuneration Committee to determine and review indicators and evaluation topics and submit them to the Board of Directors for consideration and approval. The evaluation of the performance of the Company's executives and employees must be in the same manner as the performance evaluation of the Chief Executive Officer by proceeding as follows:

- 9.1 The Board of Directors or the Nomination and Remuneration Committee determines the criteria and methods for evaluating the performance of the Chief Executive Officer by communicating such criteria and methods to the Chief Executive Officer in advance.
- 9.2 The Board of Directors or the Nomination and Remuneration Committee divides the evaluation time into appropriate intervals in order to be able to examine and follow up on the performance of the Managing Director according to the goals set in the short, medium, and long terms.
- 9.3 The non-executive directors individually evaluate the Chief Executive Officer's performance by taking the Company's total operating results into account for evaluation.
- 9.4 The Board of Directors provides the opportunity for the Chief Executive Officer to conduct a preliminary self-assessment in several areas in accordance with the prescribed criteria in order to hear the Managing Director's perspective.
- 9.5 The Chairman of the Board of Directors communicates the results of the consideration and issues for development to the top executive. In case the Chairman of the Board of Directors and the Chief Executive Officer are the same person, the senior independent director will be the one to communicate the consideration results.
- 9.6 The Board of Directors or the Nomination and Remuneration Committee sets criteria for evaluating the Chief Executive Officer's performance, which includes topics such as 1) Progress of the work plan meeting the goals; 2) Leadership; 3) Strategy formulation; 4) Strategy implementation; 5) Financial planning and performance; 6) Relationships with the Board of Directors; 7) Human resource management and personnel relations;

8) Relationships with external stakeholders; 9) Succession; 10) Knowledge about products and services; 11) Personal characteristics; 12) Monitoring and overseeing policy compliance; 13) Creation of a strong organizational culture and values; 14) Communication and encouragement of participation; 15) Development of the Chief Executive Officer, etc.

9.7 The Board of Directors or the Nomination and Remuneration Committee determines both financial and non-financial indicators that reflect the operational effectiveness of the Chief Executive Officer fairly.

9.8 The Board of Directors or the Nomination and Remuneration Committee determines the following components of performance evaluation:

- 1) Long-term objectives, annual objectives, annual plans, strategic plans should be agreed upon and consistent.
- 2) Weight each objective.
- 3) Create indicators for each approved objective.
- 4) Link salary and bonuses to achieved objectives.
- 5) Listen to explanations from both parties in the evaluation process.
- 6) Agree on how the Board of Directors can support the development of the Chief Executive Officer.

9.9 The Board of Directors or the Nomination and Remuneration Committee establishes the objectives of the evaluation and scoring criteria by reaching an agreement with the Chief Executive Officer on the following issues:

- 1) There is consistency with the annual plan and strategies.
- 2) There are no more than seven items.
- 3) There is more than just a financial plan.
- 4) There are indicators by using the “Balance Scorecard” method, which includes finance, internal work processes, strategies and innovations, and relationships with stakeholders.
- 5) The weight is given according to importance, such as finance = 30%, internal work processes = 20%, strategies and innovation = 20%, and relationships with stakeholders = 30%, which can be measured, such as relationships with stakeholders, and overall employee satisfaction increasing by 75%.

9.10 The Company establishes a two-party evaluation process in which the Board of Directors evaluates the Chief Executive Officer's performance, and the Chief Executive Officer conducts self-evaluation to reflect the expectations of both parties. This evaluation can be adjusted to be mutually appropriate.

9.11 The Nomination and Remuneration Committee reviews the management of the Chief Executive Officer's performance on an annual basis and submits it to the Board of Directors for consideration, or it may be changed as the Board of Directors deems it appropriate.

10. Director Development

The Company continuously promotes the development of knowledge and abilities of the Board of Directors so that the directors can take advantage of the knowledge gained and apply it to supervise the Company in a modern and timely manner, to increase professionalism for directors, and to create added value for the Company, as well as being able to drive the organization into international standards. The Company conducts an orientation for newly appointed directors or directors who are appointed during a fiscal year and prepares directors' handbooks and documents to adequately receive the Company information, regulations, and relevant business information of the Company before performing their duties in order to enable directors to perform their duties and effectively supervise the Company's business.

Furthermore, the Board of Directors supports the preparation of a development plan for directors and organizes activities to develop knowledge and enhance its potential appropriately and continuously through various processes and activities, such as training, seminars, briefings, workshops, study visits, inviting external experts to exchange views, and meeting and exchanging ideas with the Board of Directors and senior executives of various organizations, so that the Board of Directors has sufficient knowledge and understanding in performing its duties and can make decisions carefully, including increasing the efficiency of the performance of various subcommittees. The Company also encourages the Board of Directors and senior executives to attend seminars and courses that are beneficial to performing their duties in terms of technology, innovation, and new knowledge necessary to their performance. Such courses are organized by agencies that oversee the Company's employee training and by government regulatory agencies or independent organizations. For example, courses for directors of the Thai Institute of Directors, which the SEC requires directors of listed companies to undergo at least one training course,

namely the Directors Certification Program (DCP), Directors Accreditation Program (DAP), or Audit Committee Program (ACP).

The Company allocates a sufficient annual budget for the director's development and ensures continuous development. Activities or courses that promote knowledge and abilities and enhance directors' skills will be considered from:

- 1) Consistency of the content of activities with the main mission of the Company
- 2) Time spent on each activity
- 3) Participation of the Board of Directors or the number of directors participating in each activity
- 4) Application to company transactions, such as business expansion, application to company strategies.

In addition, the Company continuously monitors and evaluates the development of directors every year and when there are reasonable circumstances. The evaluation results will be used to review and revise director development policies and plans to ensure they are aligned with the goals and changing business environment, and such changes will be disclosed to stakeholders in the Annual Information Statement Form/Annual Report (Form 56-1 One Report).

11. Nomination of Directors and Executives

The Board of Directors monitors, oversees, and scrutinizes the criteria and recruitment process of the directors, the Chief Executive Officer, and executives in important positions to build confidence among shareholders and stakeholders in an efficient human resource management system of the organization, which will result in continuity in line with the business direction, strategic direction, and the future environment of the organization.

The Board of Directors assigns the Nomination and Remuneration Committee to be responsible for determining the elements of knowledge and specific expertise necessary for the performance of the Board's duties, as well as recruiting and considering people with a variety of qualifications in terms of gender, age, race, education, knowledge, capability, experience, honesty, ethics for business operation, and sufficient time to fully devote knowledge, capability, and experience to perform duties to the Company to serve as a director in place of the director who resigns or is due to leave the position according to the term of office or any other case that makes the director unable to continue performing his duties. The Board of Directors considers and presents a list of individuals who are fully qualified and possess the necessary skills that are

consistent with the Company's short- and long-term business strategies, as defined by the Board Skill Matrix, which includes skills in a variety of areas such as strategy, finance and accounting, risk, law, technology, marketing and business administration, corporate governance, and aspects related to the Company's main business. It includes considering the director pool database of the Thai Institute of Directors or hiring a professional search firm whose characteristics are not forbidden by law. Moreover, shareholders are given the opportunity to nominate qualified persons for appointment as directors, which they can then present to the shareholders' meeting for approval.

12. Succession Plan

The Board of Directors oversees the succession planning for the Managing Director and executives in key positions, as well as the personnel management framework for replacement in the event of a vacancy or when senior executives are unable to perform their duties in that position. In this regard, the Board of Directors may assign subcommittees to consider and filter information and propose guidelines for the committee approval. However, the nomination of the Chief Executive Officer and Managing Director will follow a nomination process that considers qualified internal and external personnel and complies with the criteria set by the Company, covering knowledge, ability, experience, suitability to the corporate values and culture, leadership, and vision necessary to hold the position.

In addition, the Company has prepared personnel at the executive level by setting guidelines for executive management and development, including creating individual development plans to develop necessary knowledge and skills and prepare for promotion to a higher position when there is a vacancy, as well as developing a clear framework and mechanism for considering remuneration so that the Company can retain and motivate high-potential executives and employees to work efficiently. The subcommittee works with management to plan for continuous employee empowerment in accordance with the corporate culture and strategic direction. Continuous monitoring and progress assessment are used to develop employees who will be successors, as well as annual succession plan reviews and regular reporting to the Board of Directors.

13. Determination of Remuneration for Directors and Executives

The Board of Directors has assigned the Nomination and Remuneration Committee to jointly consider and determine the remuneration of the directors, both in cash and other forms, in

accordance with the Company's long-term strategy and goals and comparable to companies in the same industry and of similar size, as well as appropriate to the experience, duties, scope of roles and responsibilities, and the expected benefits from each director and additional responsibilities assigned. For example, directors in subcommittees should receive appropriate remuneration, which will motivate the directors to perform their duties to achieve the Company's goals and business direction effectively.

In this regard, the Nomination and Remuneration Committee presents the appropriate structure and amount of remuneration to the Board of Directors for consideration and approval before presenting them to shareholders for consideration and approval on an annual basis. In proposing the remuneration agenda for directors for shareholders' consideration and approval, the Company presents policies and criteria for remuneration payment for each director position clearly, including the amount of remuneration in each position classified by type of remuneration, for example, regular remuneration, one-time meeting allowance, and annual bonus/gratuity for consideration by shareholders.

Furthermore, the Nomination and Remuneration Committee is responsible for determining the remuneration structure for executive directors, the Chief Executive Officer (CEO), and senior executives in the form of short- and long-term monetary remuneration, such as salaries and bonuses (without meeting allowances), as well as non-monetary remuneration. This takes into account the suitability, experience, duties, scope of roles and responsibilities, as well as the work or expected benefits at a level appropriate and sufficient to care for and maintain executives with the qualifications required by the Company and at a level comparable to companies in the industry and of a similar size for the Board of Directors to consider and approve. In this regard, the remuneration of directors and executives must be reviewed on a regular basis.

However, the criteria for considering the Chief Executive Officer's remuneration will depend on the success of the annual operating plan and the value given to stakeholders. The Board of Directors will use such information to consider remuneration, salary, bonuses, and other benefits to the Chief Executive Officer, consisting of

- 13.1 **Short-term remuneration** is based on 1) Sales and profit as agreed with the Board of Directors; 2) Employees have developed knowledge and other skills necessary to work; 3) Internal work processes have been modernized; 4) Customer satisfaction; 5) Other issues that are in line with the achievement of the organization's short-term goals.

13.2 **Long-term remuneration** is based on 1) Strategies formulated achieve the set objectives; 2) Employee turnover rate is low, especially for those in key positions; 3) The Company is praised externally as a company with stability and morality that everyone wants to work with; 4) Taking care of customers and the environment to grow with the Company; 5) Other issues that are consistent with achieving the organization's long-term goals.

14. Supervision of Compliance and Review

The Board of Directors will supervise the directors, executives, and employees to strictly follow the good practices of the Corporate Governance Policy Manual to continuously enhance and improve the quality of corporate governance of the Company to ensure stability and sustainability for the Company, shareholders, and all groups of stakeholders. The Board of Directors and the Corporate Governance Committee require an annual review of the "Corporate Governance Policy."

15. Company Secretary

The Board of Directors appoints the Company Secretary to support the preparation of the meeting agenda and a meeting invitation letter and supervise and organize meetings of the Board of Directors, subcommittees, and shareholders, including preparing minutes of meetings of the Board of Directors, subcommittees, and shareholders, and annual reports. The Company Secretary also takes charge of storing documents as specified by law, advises on the performance of the Board of Directors in accordance with relevant laws, rules, and regulations, and provides necessary information to newly appointed directors. In addition, the Company Secretary ensures that the directors and the Company disclose information accurately, completely, and transparently as prescribed by the regulatory authorities; coordinates with departments for compliance with the Board of Directors' resolutions and reports to the Board of Directors; and acts as a center for collecting and organizing the Company's important documents and information systems to ensure that they are safe, as well as representing the Company in coordinating with various external organizations to help the Company's work run smoothly and orderly.

Therefore, this notification is announced for acknowledgment and thorough observance.

Announced on November 10, 2025.

- Signature -

(Dr. Apichart Chinwanno)

Chairman of the Board of Directors