

## **Policy on Board of Directors and Subcommittee Meeting Schedules and Agendas**

The Board of Directors establishes operational processes related to meetings in the Charter of the Board of Directors and sub-committees as a guideline to ensure that the Board of Directors and the persons responsible for supporting the work of the Board of Directors have a common understanding of the scope of important matters that fall within the responsibilities of the Board of Directors, as well as the roles, duties, and responsibilities of each party and a guideline to manage the various elements of the meeting to ensure quality and legality and good practices.

### **Meetings**

The annual meeting plan and agenda are set in advance by the Board of Directors and subcommittees to ensure that the determined plan is fully presented to the Board of Directors and that management can plan for the preparation of complete meeting materials ahead of time.

### **Appointment**

The Board of Directors and subcommittees mutually agree to arrange the meeting according to the annual appointment schedule, which shows the details of the agenda at each meeting, by establishing the standards for agenda topics in the appointment schedule as follows:

- 1) Strategic Plan: Approve or review
- 2) Annual Plan: Approve
- 3) Budget: Operating Expenditure and Investment Expenditure: Approve
- 4) Annual Financial Statements (after review by the Audit Committee): Consider
- 5) Review Report (proposed by the Audit Committee): Approve
- 6) Annual Report: Approve
- 7) Corporate Governance Policy: (proposed by the Corporate Governance Committee): Approve what has changed

- 8) The Board of Directors' policy certification (proposed by the Corporate Governance Committee): Approve what has changed
- 9) Other matters requiring the approval or opinion of the Board of Directors in endorsing the policy (proposed by the CEO): Approve what has changed
- 10) Analysis of the gaps in the skills and diversity of the Board of Directors and the characteristics of the directors to prepare the recruitment and selection of directors (proposed by the Nomination and Remuneration Committee): Approve
- 11) Review of Subcommittee Composition: Approve
- 12) Evaluation of performance compared to the governance plan in the past 12 months: Consider
- 13) Methods and timing to make an assessment of the Board of Directors' work (proposed by the Nomination and Remuneration Committee): Approve
- 14) Report on the evaluation of the work of the Board of Directors and a summary of the corporate governance plan for the next 12 months: Consider
- 15) Succession plan for the Chairman and directors (proposed by the Nomination and Remuneration Committee): Approve
- 16) Succession plan for the Chief Executive Officer and senior executives reporting directly to the Chief Executive Officer (proposed by the Nomination and Remuneration Committee): Approve
- 17) Process of assuming new directors (proposed by the Nomination and Remuneration Committee): Approve
- 18) Objectives of the performance evaluation of the Chief Executive Officer, bonus payment, and salary increment (proposed by the Nomination and Remuneration Committee): Approve
- 19) Annual General Meeting: Attend

#### **For the Audit Committee meeting**

- 20) Review plan: Approve
- 21) Audit report: Propose to the Board of Directors for consideration
- 22) Executives follow the instructions of the audit report: Review
- 23) Meet with external auditors: Enquiries
- 24) Annual financial statements: Approve and certify to the Board of Directors
- 25) Board of Directors' financial policy certification: Review and certify changes to the Board of Directors

#### **For the Nomination Committee meeting**

- 26) Analysis of the gaps in the skills and diversity of the Board of Directors and the characteristics of the directors to prepare the recruitment and selection of directors: Certify and propose to the Board of Directors
- 27) Methods and timing to make an assessment of the Board of Directors' work: Certify and propose to the Board of Directors
- 28) Succession plan for the Chairman and directors: Certify and propose to the Board of Directors
- 29) Procedures for succession plan preparation: Review and provide suggestions and propose to the Board of Directors

#### **For the Remuneration Committee meeting**

- 30) Objective of the performance evaluation of the Chief Executive Officer, bonus payment, and salary increment: Certify and propose to the Board of Directors
- 31) Remuneration and management policy of senior management's work: Review and propose to the Board of Directors

- 32) Remuneration and benefits of directors by position and type: Review and propose to the Board of Directors

**for the Corporate Governance Committee meeting**

- 33) Corporate Governance Policy: Review and propose to the Board of Directors
- 34) Corporate Governance Policy: Review and propose to the Board of Directors
- 35) Anti-corruption Policy and Whistleblowing Policy: Review and propose to the Board of Directors
- 36) Subcommittee Charter: Review and propose to the Board of Directors
- 37) Corporate Governance Plan: Approve and report to the Board of Directors
- 38) Social Responsibility Plan: Approve and report to the Board of Directors

**For the Risk Management Committee meeting**

- 39) Risk Management Policy and Risk Management Guideline: Review and propose to the Board of Directors
- 40) Risk Management Committee Charter: Approve and report to the Board of Directors
- 41) Continuity Business Plan: Review and make recommendations if there are any changes to the Board of Directors
- 42) Identify the Risk Appetite and Deviations of Each Risk Implemented: Approve and report to the Board of Directors
- 43) Continuous Monitoring of the Risk Report from the Operational Risk Management Committee: Proposed to the Board of Directors

**Review**

The Board of Directors and subcommittees will consider matters that should be added to the annual meeting schedule of the Board of Directors and subcommittees on an ongoing basis and revise to keep the meeting schedule up to date.

**Annual Meeting Schedule and Agendas of the Board of Directors and Subcommittee  
Meetings for .....**

<b>Date</b>	<b>Meeting</b>	<b>Agenda that can be set in advance</b>

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

Announced on February 25, 2025.

- Signature -

(Dr. Apichart Chinwanno)  
Chairman of the Board of Directors