

Policy on good corporate governance (Corporate Governance)
of
Polynet Public Company Limited

Polynet Public Company Limited (“ Company ”) recognizes the importance of good corporate governance as it is important to help promote the Company's operations. for efficiency and sustainable growth This will lead to the utmost benefit to all stakeholders. from employees, investors, shareholders and other stakeholders. Therefore, the Board of Directors has agreed to establish a good corporate governance policy covering key principles from structure, roles, duties and Responsibilities of the Board of Directors until the management principles of the executives are transparent, clear and verifiable Based on the principles of good corporate governance for listed companies 2017 of the Office of the Securities and Exchange Commission (“ SEC ”) to be used as a guideline for the Board of Directors to supervise the business to be effective. Good performance in the long term reliable for shareholders, investors and all stakeholders As a company listed on the Stock Exchange of Thailand (“ SET ”) and as a guideline for managing the organization, ensuring that any operation of the Company is fair. And taking into account the best interests of shareholders and all stakeholders. effective Have ethics in operations Conduct business that is beneficial to society, develop or reduce negative impacts on the environment. Including being able to adapt to suit changes in business conditions and for the benefit of creating sustainable value for the business It meets the expectations of the business sector, investors, as well as the capital market and society as a whole.

1. Corporate Governance Principles and Policy

The Board of Directors has given importance to compliance with good corporate governance principles. which covers the principles of compliance with the principles of corporate governance (Corporate Governance) 8 Principles of practice are as follows:

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| Principle 1 | Roles and Responsibilities of the Board of Directors |
| Principle 2 | The main objectives and goals of the company |
| Principle 3 | Strengthening an effective Board of Directors |
| Principle 4 | Recruitment and development of senior executives and personnel management |
| Principle 5 | Promote innovation and responsible business practices |
| Principle 6 | Ensure that there is an appropriate risk management and internal control system. |

Principle 7 Maintain financial credibility and disclosure.

Principle 8 Encourage participation and communication with shareholders.

Principle 1: Recognize the role and responsibility of the Board of Directors as an organizational leader who creates sustainable value for the business.

- Principle 1.1

The Board of Directors will understand their roles and recognize their responsibilities as leaders in ensuring that the organization has good governance. which covers

- (1) setting objectives and goals
- (2) Strategy operating policy as well as allocate important resources to achieve objectives and goals.
- (3) Monitoring, evaluating and supervising performance reporting

- Principle 1.2

The Board of Directors will supervise the Company. lead to a good corporate governance outcome (governance outcome) , at least as follows:

- (1) competitive and has a good performance taking into account the long-term effects
- (2) Conduct business with ethics Respect the rights and be responsible to shareholders. and stakeholders
- (3) benefit society and develop or reduce negative impacts on the environment.
- (4) Able to adapt under changing factors of business conditions

The Board of Directors will adhere to the following principles in supervising the Company. to lead to good corporate governance results

1 . 2 . 1 The Board of Directors considers ethics and social and environmental impacts a priority. In addition to financial performance

1 . 2 . 2 The Board of Directors shall behave as a role model as a leader in corporate governance. adhere to values corporate ethics Committed to operating with honesty To drive an organizational culture that adheres to ethics.

1 . 2 . 3 The Board of Directors will provide policies for directors, executives and employees that show principles and guidelines for operating in writing, such as Code of Conduct , etc.

1 . 2 . 4 The Board of Directors shall supervise the communication for all directors, executives and employees to understand. There are sufficient mechanisms to facilitate the implementation of the above policies. Follow up on performance and regularly reviewing policies and practices

- **Code of practice 1 . 3**

The Board of Directors will supervise all directors and executives to perform their duties with prudence (duty of care) and honesty to the organization (duty of loyalty) and ensure that the operation is in accordance with the law, regulations and resolutions of the shareholders' meeting. share as well as policies or guidelines that have been defined Including having a process to approve important operations such as investments, transactions that affect the company. significantly Making transactions with connected persons acquisition/disposition of assets dividend payment, etc. to be in accordance with the law

- **Code of practice 1 . 4**

The Board of Directors will understand the scope of duties and responsibilities of the Board of Directors. and determine the scope of duties and responsibilities assigned to the Chief Executive Officer and management clearly as well as monitoring and supervising the Chief Executive Officer and the Management to perform duties as assigned by

1 . 4 . 1 The Board of Directors shall prepare a Charter or Policy on Corporate Governance of the Board of Directors (Charter of Board of Directors) specifying duties and responsibilities of the Board of Directors. to be used as a reference in the performance of all directors And will arrange to review the said charter regularly at least once a year. including reviewing the division of roles and responsibilities of the Board of Directors Chief Executive Officer and management on a regular basis to comply with the direction of the organization

1 . 4 . 2 The Board of Directors will understand the scope of their duties. and delegate the authority to manage the company to the management By making a written record, namely, the authority to approve various transactions (Delegation of Authority) . The Board of Directors shall supervise the management to

perform duties as assigned. Chief Executive Officer And the management may consider divided into the following.

matters that should be taken care of

Means matters that the Board of Directors is primarily responsible for having appropriate actions. The Board of Directors may assign the management to propose matters for consideration. which include the following matters

A.setting objectives Main goals in business

B.Creating an organizational culture that adheres to ethics Including behaving as a role model

C.structure care and the practice of Board of Directors appropriate to achieve the objectives and the main goal of doing business effectively

D.Recruitment, development, remuneration and evaluation of the performance of the Chief Executive Officer

E.Determining a remuneration structure that is an incentive for personnel to work in line with Objectives Main goals of the organization

Matters carried out with the management

means matters that the Board of Directors Chief Executive Officer And the management will consider together and the management will propose to the Board of Directors for approval. The Board of Directors will supervise the overall policy to be consistent with the objectives. and the main goal of doing business Including assigning the management to take action. The Board of Directors will follow up and let the management report to the Board of Directors periodically as appropriate. which include the following matters

A.Defining and reviewing strategies, goals, annual plans

B.Overseeing the adequacy of risk management and internal control systems

C.Determination of authority to suit the responsibilities of the management.

D.Specifying a framework for resource allocation, development, and budgeting, such as policies and plans for personnel management. and information technology policy

E.Performance monitoring and evaluation

F.Ensuring reliable financial and non-financial disclosures

Matters that the Board of Directors should not undertake

Refers to matters that the Board of Directors will oversee at the policy level. by assigning the Chief Executive Officer and the management is the main responsible for the operation which include the following matters

A.Management (execution) to be in accordance with strategies, policies, plans approved by the Board of Directors

The Board of Directors should leave the management responsible for decision-making. procurement Recruiting personnel to work, etc., according to the specified policy framework. and follow up without intervening in decision-making unless there is a necessity

B.Prohibited matters such as approval of transactions in which directors have interests, etc.

Principle 2: Set objectives and main goals of the company. that is for sustainability

- Principle 2.1

The Board of Directors will set or supervise the Company's main objectives and goals (objects) to be sustainable. It is the objectives and goals that are consistent with creating value for the whole company (Value Creation) , customers, partners, and other stakeholders. and society as a whole

2 . 1 . 1 The Board of Directors is responsible for ensuring that the Company Have objectives or main goals (objectives) that are clear, appropriate, can be used as key concepts in defining business models (business model) and communicate to everyone in the organization driving in the same direction. by forming a vision and shared values of the organization (vision and values) or objectives and principles (principles and purposes) or others similarly

2 . 1 . 2 in achieving objectives or main goals The Board of Directors will determine a business model (business model) that can create value for both the Company and the Company. stakeholders and society as a whole together taking into account

- (1) environment and changing factors, including the use of technology appropriately to achieve competitive potential.

- (2) Customer and Stakeholder Needs It will be taken into account in setting objectives or main goals. to be balanced
- (3) Assessment of readiness, expertise, competitiveness of the company
- (4) Objectives of establishing the company
- (5) Company's customer groups
- (6) profitability or compete by creating value for the company and customers (value proposition)
- (7) The ability of the Company to exist in the long term (Sustainable) under both opportunities and risks that affect the Company. and stakeholders

2 . 1 . 3 The Board of Directors shall promote corporate values in good corporate governance such as accountability , integrity , transparency , due consideration of social and environmental responsibilities) , etc.

2 . 1 . 4 The Board of Directors will promote communication and strengthen the objectives and goals of the organization reflected in the decisions and operations of personnel at all levels. Any decision will bring objectives and The main goal of the organization is set. The risks and impacts that may occur to the organization, society, community and environment are considered. Until it becomes a corporate culture

- **Code of practice 2 .2**

The Board of Directors will supervise objectives and goals as well as a medium-term strategy and/or the Company's annual consistent with the achievement of the objectives and main goals of the Company with appropriate and safe use of technology

2 . 2 . 1 The Board of Directors shall supervise the preparation of annual strategies and plans that are consistent with the objectives and main goals of the Company. taking into account the Company's environmental factors at that time, as well as opportunities and acceptable risk and encourage the establishment of Or review the objectives, targets and strategies for the medium term within 3-5 years as well to ensure that the annual strategies and plans take into account the impact in a longer period. And still enough to predict as appropriate.

2 . 2 . 2 in setting strategies and annual plans The Board of Directors will ensure that the environment is analyzed. Various factors and risks that may affect stakeholders involved along the value chain , including factors that may affect the achievement of the Company's main goals. It has a mechanism that truly understands the needs of stakeholders.

(1) specify methods, processes, participation channels or communication channels between stakeholders and the Company so that the Company Able to access and receive information on issues or needs of each group of stakeholders as accurately as possible.

(2) Identify the relevant stakeholders of the company. inside and outside Both individuals, groups of people, organizational units such as employees, investors, customers, partners, communities, government agencies. regulators, etc.

(3) Identify stakeholder issues and expectations To analyze and classify such issues according to their importance and impact that will occur on the entire company. and stakeholders, in order to select important matters that will create value together with stakeholders to implement.

2 . 2 .3 in setting strategies The Board of Directors will supervise the promotion of innovation and use innovation and technology to create competitiveness and meet the needs of stakeholders. which remains on the basis of social and environmental responsibility

2.2.4 The Board of Directors will set goals that are suitable for the business environment and potential of the Company. The Board of Directors will consider both monetary and non-monetary goals. In addition, the Board of Directors is aware of the risk of setting goals that may lead to illegal behavior. or lack of ethics (unethical conduct)

2 . 2 .5 The Board of Directors supervises the transfer of objectives and goals through strategies and plans throughout the organization.

2 . 2 .6 The Board of Directors shall supervise the proper allocation of resources and operational controls and monitor the implementation of the annual strategies and plans. By arranging for a responsible person to take care of the preparation of an action plan , identifying the person responsible for the budget according to the strategic plan and annual operations. Operation time KPIs for the success of planned tasks and monitoring performance. There is a meeting to follow up on the progress of the implementation of the plan on a regular basis as determined by the executives. Including following up the performance to consider adjusting the plan to suit the situation.

Principle 3: Strengthen an Effective Board of Directors

- **Principle 3.1**

The Board of Directors is responsible for setting and reviewing the structure of the Board of Directors. both in terms of component size Proportion of independent directors that is suitable and necessary to lead the organization to its objectives and main goals.

3 . 1 . 1 The Board of Directors is responsible for ensuring that the Board of Directors consists of directors with diverse qualifications in terms of skills, experiences, abilities and specific characteristics. including gender and age necessary to achieve the objectives and main goals of the organization By preparing a table of knowledge and expertise of directors (Skill Matrix). to ensure that The overall Board of Directors will be qualified. able to understand and respond to the needs of stakeholders In addition, there must be at least one non-executive director who has experience in the main business or industry in which the Company operates. in operation

3 . 1 . 2 The Board of Directors will consider the appropriate number of directors. Able to perform duties efficiently with the number of directors not less than 5 and not more than 12

3 . 1 . 3 The proportion of the Board of Directors between executive and non-executive directors reflects the appropriate balance of power. The number and qualifications of independent directors are in accordance with the rules of the SEC and the SET. as well as ensuring that independent directors can effectively work with the entire Board of Directors and be able to freely express their opinions.

3 . 1 . 4 The Board of Directors will disclose the policy to determine the composition of the Board of Directors with diversity. and director information such as age, educational background, experience, shareholding percentage Number of years in existence director position and holding directorships in other listed companies in the annual report and on the company's website

- **Code of practice 3 . 2**

The Board of Directors will select an appropriate person to be the Chairman of the Board. and ensure that The composition and operations of the Board of Directors are conducive to the exercise of independent discretion.

3 . 2 . 1 The chairman of the board is an independent director. If the chairman is not an independent director More than half of the composition of the Board of Directors must be independent

directors. Or appoint an independent director to join in determining the agenda of the Board of Directors' meeting, to create a check and balance between the Board of Directors and the management

3 . 2 . 2 The Chairman of the Board of Directors and the Chief Executive Officer have different responsibilities. The Board of Directors will clearly define the authority and duties of the Chairman of the Board of Directors and the Chief Executive Officer. And so that no one has unlimited power, the company will separate the person holding the position of chairman from the person holding the position of chief executive officer.

3 . 2 . 3 The Chairman of the Board of Directors plays a leading role in the Board of Directors. It must at least cover the following matters.

(1) Supervision, monitoring and supervision to ensure that Performance of the Board of Directors is efficient, and achieve the Company's objectives and main goals

(2) Ensuring that All directors participate in fostering an ethical corporate culture, and good corporate governance

(3) Determination of the agenda for the Board of Directors' meetings in consultation with the Chief Executive Officer. There are measures to ensure that important matters are included in the meeting agenda.

(4) Sufficient time is allocated for the management to present matters and enough for directors to carefully discuss important issues. Encouraging directors to exercise prudent discretion give opinions freely

(5) Fostering good relationships between executive directors and non-executive directors and between the Board of Directors and the Management

3 . 2 . 4 The Board of Directors will set a policy for independent directors to hold office continuously for not more than 9 years from the date of first appointment as an independent director In the event that independent directors are to be appointed to continue their positions The Board of Directors will reasonably consider such necessity.

3 . 2 . 5 for important matters to be carefully considered in detail The Board of Directors will consider appointing 2 sub- committees to consider specific issues, scrutinize information and propose guidelines for consideration before proposing to the Board of Directors for further approval as follows:

(1) Audit Committee

The audit committee has the authority to review the company. There are accurate and adequate financial transactions. Review to ensure that the company has an internal control system (Internal Control) and an internal audit system (Internal Audit) that are appropriate and effective. Consider the independence of the internal audit department. as well as to approve the appointment, transfer, termination of employment of the head of the internal audit unit or any other unit responsible for internal auditing. Carries out risk management policy formulation. Including supervising the company There is an appropriate risk management system or process. Consider the criteria and process for nomination and nomination of suitable persons to be the Company's directors and Chief Executive Officer. Propose the names of company directors who will serve in various sub-committees of the company. including setting criteria for evaluation review for the Company Comply with securities and exchange laws SET's requirements and laws related to the Company's business; consider, select and nominate an independent person to act as the Company's auditor; and to propose such person's remuneration, as well as to attend a meeting with the auditor Consider connected transactions or transactions that may have conflicts of interest in accordance with the law. and regulations of the Stock Exchange of Thailand to ensure that such transactions are reasonable and in the best interests of the Company. and to perform any other tasks as assigned by the Board of Directors with the approval of the Audit Committee (structure, qualifications, appointment, term of office, Duties and responsibilities of the Audit Committee shall be in accordance with the Charter of the Audit Committee.)

(2) Board of Directors

The Executive Committee has the authority to jointly formulate guidelines, strategies and business plans to present to the Board of Directors for consideration, management and supervision. and overall operations of the Company Including considering suspending, canceling and approving expenditures, procurement, hiring and other operations according to the authority assigned by the Board of Directors (structure, qualifications, appointment, tenure of office). Duties and Responsibilities of the Executive Committee In addition, the Executive Committee has the authority to determine the policy framework and guidelines for overall risk management of the Company. This will cover important types of risks, as well as requiring the management to have measures to prevent, correct and limit appropriate risks. The executive committee must monitor, assess and supervise the management's risk management process to ensure that it is at an appropriate level and in accordance with the established policy.

3.2.6 The Company will require the Audit Committee to perform their duties in accordance with Principles 3.3 and 3.4 .

3.2.7 The Board of Directors shall ensure that the roles and responsibilities of the Board of Directors are disclosed. and sub-committees The number of meetings and the number of times each director attended the meeting in the past year. and report on the performance of every sub-committee

- **Code of practice 3 . 3**

3.3.1 The Audit Committee will hold a meeting. to consider criteria and methods for recruiting persons in order to obtain qualified directors that will enable the Audit Committee to have the appropriate knowledge and expertise, including considering the profiles of such persons and submit their opinions to the Board of Directors before presenting them to the shareholders' meeting for appointment of directors. In addition, the Company will inform the shareholders of sufficient information about the nominated candidates for decision-making.

3.3.2 The Audit Committee will review the criteria and methods for recruiting directors to recommend to the Board of Directors before recruiting directors who retire by rotation. and in the case of nomination of the former director, the performance of such director shall be taken into account.

3.3.3 In the event that the Board of Directors has appointed any person to be an advisor to the Board of Directors check in process Nomination and Remuneration Committee to disclose the consultant's information in the annual report. Including independence or no conflict of interest.

- **Code of practice 3 . 4**

In proposing remuneration for the Board of Directors for shareholders' approval. The Board of Directors, through the recommendation of the Audit Committee, will consider the structure and remuneration rate to be appropriate with their responsibilities and motivate the Board of Directors to lead the organization to achieve both short-term and long-term goals.

3.4.1 Remuneration of directors must be consistent with the strategy and long-term goals of the Company, experience, duties, scope of roles and responsibilities (Accountability and Responsibility) , including expected benefits from each director, in a comparable manner. to the level practiced in the industry

3.4.2 Shareholders must approve the structure and remuneration of directors. both monetary and non-monetary forms by the Board of Directors With the recommendation of the Audit Committee, each form of remuneration will be considered to be appropriate. Both fixed rate remuneration (such as regular remuneration,

meeting allowance) and remuneration according to the Company's performance (such as bonuses) linked to the value that the Company created for shareholders But not at a level that is too high to cause a focus on short-term performance.

3 . 4 . 3 The Board of Directors will disclose the policy and criteria for determining the remuneration of directors that reflect the duties and responsibilities of each person. Including the form and amount of remuneration as well. Including the remuneration that each director receives from being a director of the subsidiary company.

- **Code of practice 3 . 5**

The Board of Directors is responsible for ensuring that all directors are responsible for performing their duties and allocating sufficient time.

3 . 5 . 1 The Board of Directors will ensure that There is a mechanism to support directors to understand their roles and responsibilities.

3 . 5 . 2 The Board of Directors will determine the criteria for a director's tenure in other companies by considering the performance of a director who holds positions in many companies. and to ensure that directors can dedicate their time to performing duties in the Company sufficiently By specifying the number of listed companies in which each director will hold positions in accordance with the nature or business conditions of the Company. but in total no more than 5 companies. If the number of companies in which the director holds positions is too high

3 . 5 . 3 The Board of Directors shall provide a reporting system for directors holding other positions. and disclose it for acknowledgement

3 . 5 . 4 In the event that a director is a director or an executive or having direct or indirect interest in other businesses that have conflicts Or can use the opportunity or information of the company for their own benefit The Board of Directors must ensure that the Company has adequate preventive measures and that appropriate notifications are made to the shareholders.

3 . 5 . 5 Each director shall attend at least 75 % of the total number of Board of Directors' meetings held during the year. except in case of necessity

- **Code of practice 3 . 6**

The Board of Directors is responsible for ensuring that there is a framework and mechanism for supervising the policies and operations of subsidiaries and other businesses that the Company to invest

significantly at the appropriate level for each business Including subsidiaries and other businesses that the Company Go to invest with the right understanding as well.

3 . 6 . 1 The Board of Directors will consider setting up a policy for supervision of subsidiaries, which includes

(1) The company will send a person representing the company. Become a director, executive or controlling person in each subsidiary. or other businesses that the Company invests in proportion to its shareholding in each company. to supervise the subsidiaries or other businesses in which the Company invests, by specifying the scope of duties and responsibilities of persons representing the Company. to take care of the subsidiary or other businesses that the Company to invest in compliance with the law good corporate governance policy, including other policies of the Company and in the event that the subsidiary has other joint ventures The Board of Directors must set a policy for representatives to perform their best for the interests of the subsidiaries. and in accordance with the policy of the parent company However, the Company's investment must be considered and approved by the Board of Directors' meeting. taking into account the suitability of each company and in accordance with legal procedures

(2) If entering into the transaction or any action of the subsidiary that is or is an acquisition or disposal of assets pursuant to the Notifications on Acquisition or Disposal of Assets or connected transactions according to the Notifications on Connected Transactions which will result in the Company Has a duty to seek approval from the Board of Directors' meeting of the Company and/or seek approval from the Company's shareholders' meeting. Or seek approval from relevant legal authorities before entering into the transaction, the subsidiary will enter into the transaction or operate only when approved by the Board of Directors of the Company and/or the shareholders' meeting of the Company and/or related agencies (as the case may be) is completed

In addition, if in entering into a transaction or occurrence of certain events of the subsidiary which makes the company is obligated to disclose information to the Stock Exchange of Thailand in accordance with the rules prescribed by the Board of Governors of the Stock Exchange of Thailand Representative directors of such subsidiaries are obligated to notify the Company's management. As soon as it is known that the subsidiary plans to enter into the transaction or such event occurs.

(3) Board of Directors and executives of subsidiaries and other businesses that the Company Each company will have significant scope of duties and responsibilities in accordance with relevant laws, such as disclosing information about financial status and operating results to the company by bringing relevant announcements of the Capital Market Supervisory Board and notifications of the Board of Directors. Directors of the Stock Exchange of Thailand shall apply mutatis mutandis. as well as disclose and deliver

information on personal interests and related persons to the Board of Directors for acknowledgment of the relationship and transactions with the Company, subsidiaries and other businesses that the Company to invest in ways that may cause conflicts of interest And avoid making transactions that may cause conflicts of interest. Including other important transactions, capital increase, capital reduction, dissolution of subsidiaries, etc.

(4) The company will determine plans and take necessary actions. to ensure that the subsidiary and other businesses that the Company invests in Information about operating results and financial status is disclosed, and the Company will take necessary actions and monitor its subsidiaries. and other businesses that the Company to invest in information disclosure systems and internal control systems that are sufficient and appropriate for business operations

In addition, the Company will closely monitor the operating results and operations of subsidiaries. and other businesses that the Company and present the results of the analysis as well as expressing opinions or recommendations to the Board of Directors. and the Board of Directors of subsidiaries and other businesses that the Company has invested in, for use in considering setting policies or improving and promoting the business of its subsidiaries. and other businesses that the Company has invested in have continued to develop and grow

3 . 6 . 2 If it is a significant investment in other businesses, for example, having a shareholding proportion with voting rights from 20 percent but not more than 50 percent and the amount of investment or additional investment may be significant to Company In case of necessity, the Board of Directors will supervise the preparation of an agreement between shareholders (Shareholders' Agreement). or another agreement to clarify management authority and participation in decision-making on important matters. performance tracking This can be used as information in the preparation of the Company's financial statements. There are standards and deadlines.

- Code of practice 3 . 7

The Board of Directors will assess the performance of the entire Board of Directors. as well as assessing the performance of individual directors to consider and review the work problems and obstacles each year In order to be able to use the assessment results to develop and improve operations in various areas. can

3.7.1 Board of Directors The sub-committees will assess their performance at least once a year for the Board of Directors to jointly consider their performance and problems. for further improvement The criteria should be established to be used to compare with the performance of the criteria.

3.7.2 in evaluating performance Assessment must be organized both as a group and as an individual. At least it must be a self-evaluation method (Self-Evaluation) or the Board of Directors will consider using a cross evaluation method (Cross Evaluation) as well as disclose the criteria. The process and results of the assessment are summarized in the annual report.

3.7.3 The evaluation results of the Board of Directors must be used to determine the suitability of the composition of the Board of Directors.

- **Principle 3.8**

The Board of Directors shall supervise the Board of Directors and each director to understand their roles and responsibilities and nature of business operations. and laws related to business operations As well as encouraging all directors to receive skills and knowledge enhancement for performing their duties as directors on a regular basis.

3 . 8 . 1 The Board of Directors will ensure that Persons who are appointed as new directors will receive advice and information that is useful for performing duties This includes understanding the objectives, main goals, vision, mission, values of the organization. as well as the nature of business and business practices of the Company.

3 . 8 . 2 The Board of Directors shall ensure that directors receive training and develop necessary knowledge continuously.

3 . 8 . 3 The Board of Directors will understand the laws, rules, standards, risks and environment related to business operations. Including regularly receiving updated information

3 . 8 . 4 The Board of Directors shall disclose information on training and continuous knowledge development of the Board of Directors in the annual report.

- **Code of practice 3 . 9**

The Board of Directors shall ensure that the Board of Directors' operations are smooth and able to access necessary information. and has a company secretary who has knowledge and experience necessary and appropriate to support the operations of the Board of Directors

3 . 9 . 1 The Board of Directors arranges the meeting schedule and agenda in advance so that the directors can manage time and attend the meeting.

3 . 9 . 2 Number of meetings The Board of Directors will consider to be suitable with the duties and responsibilities of the Board of Directors and the nature of business operations of the Company. but not less than 4 times a year in case the Board of Directors does not hold monthly meetings. The Board of Directors will require the management to report the results of operations to the Board of Directors in the month in which the meeting is not held. This allows the Board of Directors to be able to supervise, control and supervise the operations of the management department continually and in a timely manner.

3 . 9 . 3 The Board of Directors will ensure that there is a mechanism for each director to Including the management is free to propose matters that are beneficial to the company. Enter the agenda

3 . 9 . 4 Meeting documents will be sent to the directors at least seven (7) working days prior to the meeting date. Unless it is urgent to protect the rights or benefits of the Company. The meeting date can be notified by other means and the date of the meeting may be set earlier.

3 . 9 . 5 The Board of Directors will encourage the Chief Executive Officer to invite senior executives to attend the Board of Directors' meetings to provide more detailed information as they are directly related to the issue. and to have the opportunity to know senior executives for use in consideration of succession plans

3 . 9 . 6 The Board of Directors will have access to additional necessary information from the Chief Executive Officer. company secretary or other assigned executives within the specified policy scope and where necessary The Board of Directors may provide independent opinions from consultants or outside professionals. which is considered as an expense of the company

3 . 9 . 7 The Board of Directors may consider setting a policy for non-executive directors to meet among themselves as necessary to discuss management issues of interest. without the management involved The results of the meeting were also notified to the Chief Executive Officer.

3 . 9 . 8 The Board of Directors shall determine the appropriate qualifications and experience of the Company Secretary to perform the duties of giving advice on legal matters and regulations that the Board of Directors must be aware of. Take care of the document management of the Board of Directors' meeting. Various important documents and activities of the Board of Directors as well as coordinating the implementation of the resolutions of the Board of Directors. In addition, the Board of Directors shall disclose the qualifications and experience of the Company Secretary in the annual report and on the Company's website .

3 . 9 . 9 The Company Secretary will continue to train and develop knowledge that will be beneficial to the performance of duties and In the event that there is a certified program , the company secretary will attend the training course as well.

Principle 4: Recruitment and Development of Senior Executives and Personnel Management

- **Principle 4 . 1**

The Board of Directors ensures that the Chief Executive Officer and senior executives are recruited and developed with the knowledge, skills, experience and characteristics necessary to drive the organization towards its goals.

4 . 1 . 1 The Board of Directors will consider or assign the Audit Committee to consider criteria and methods for recruiting qualified persons for the position of Chief Executive Officer.

4 . 1 . 2 The Board of Directors shall monitor and ensure that the Chief Executive Officer ensures that there are suitable high-level executives, at least the Board of Directors or the Audit Committee, together with the Chief Executive Officer, shall consider criteria and procedures. in the recruitment and appointment of persons Approve a person nominated by the Chief Executive Officer to be a senior executive

4 . 1 . 3 for business continuity The Board of Directors will oversee that there is a succession plan (Succession Plan) in order to prepare for the succession of the Chief Executive Officer and senior executives and the Chief Executive Officer. Report the performance according to the succession plan to the Board of Directors. for periodic acknowledgment at least once a year

4 . 1 . 4 The Board of Directors shall encourage and support the Chief Executive Officer and senior management to receive training and development. to increase knowledge and experience that is beneficial to the operation

4.1.5 The Board of Directors will determine policies and procedures for the Chief Executive Officer to hold directorships in other companies. and senior executives clearly both the type of director position and the number of companies that can hold the position

- **Principle 4.2**

The Board of Directors, with the recommendation of the Audit Committee, oversees the determination of an appropriate remuneration structure and evaluation.

4.2.1 The Board of Directors, with the advice of the Audit Committee, will determine a remuneration structure that will motivate executives and employees at all levels to perform their duties in accordance with

the objectives and main goals of the organization and in line with the interests of the Company. over the long term, which includes

(1) Consideration of the appropriateness of the proportion of salary compensation Short-term performance, such as bonuses, and long-term performance, such as Employee Stock Ownership Plan .

(2) The formulation of a compensation policy must take into account factors such as the compensation level being approximately above or equal to the industry level. business performance

(3) formulation of policies on evaluation criteria and communicate to be acknowledged

4.2.2 Board of Directors excluding executive directors Must have a role in compensation and evaluation of the performance of the Chief Executive Officer. At least in the following

(1) Approve the criteria for the evaluation of the performance of the Chief Executive Officer. There are performance evaluation criteria that motivate the Chief Executive Officer. Manage the business in accordance with the objectives, main goals, strategies and in line with the long -term benefits of the business. by communicating to the Chief Executive Officer know the evaluation criteria in advance

(2) Evaluate the performance of the Chief Executive Officer annually or assign the Nomination and Remuneration Committee to assess and Chairman of the Board of Directors or senior directors must communicate the results of the consideration Including issues for development to the Chief Executive Officer for acknowledgment.

(3) Approved the annual remuneration of the Chief Executive Officer. and consider the results of performance assessment of the Chief Executive Officer and other factors include

4.2.3 The committee will approve criteria and factors for performance evaluation. as well as approve the remuneration structure of top executives and follow up with the Chief Executive Officer to assess senior executives in accordance with the aforementioned assessment principles.

4.2.4 The Board of Directors shall oversee that criteria and factors are established for the organization-wide performance evaluation.

- **Principle 4.3**

Board of Directors will understand the structure and relationship of shareholders that may affect the management and The Company's operations

4.3.1 The Board of Directors understands the structure and relationship of shareholders. This may be in the form of an agreement within the family business whether written or not. shareholder agreement or the policy of the parent group which affects the power to control the management of the Company

4.3.2 The Board of Directors shall ensure that the agreements in Clause 4.3.1 do not interfere with the performance of the Board of Directors' duties, such as having a suitable person to succeed the position.

4.3.3 The Board of Directors will supervise the disclosure of information in accordance with various agreements that affect the control of the Company.

- **Principle 4.4**

The Board of Directors will monitor the management and develop personnel to have knowledge, skills, experience and appropriate motivation.

4.4.1 The Board of Directors shall ensure that human resource management is in line with the direction and strategy of the organization. Employees at all levels have knowledge, competence, and appropriate motivation. and be treated fairly in order to retain the talent of the organization.

4.4.2 The Board of Directors shall supervise the establishment of a provident fund or other mechanism to ensure that employees have sufficient savings for retirement. Including encouraging employees to have knowledge and understanding of money management. Choosing an investment policy that corresponds to the age range risk level

Principle 5: Promote Innovation and Responsible Business Operations

- **Principle 5.1**

The Board of Directors places importance on and supports actions that create value for the business along with creating benefits for customers or related parties. and have social and environmental responsibility

5.1.1 The Board of Directors will give importance to the creation of an organizational culture that fosters innovation. and supervise the management to take part in the strategy review Planning to improve operations and follow up on performance.

5.1.2 Board of Directors will promote the implementation of innovation to add value to the company according to the ever-changing environmental factors This may cover business model (Business Model) , perspectives on designing and developing products and services, research, improving production processes and work processes. Including cooperation with partners

In this regard, the above actions should be of a nature to create mutual benefits for the Company, customers, partners, society and the environment. and do not encourage inappropriate behavior Illegal or unethical activities

- **Principle 5.2**

The Board of Directors shall monitor and supervise the management to operate the business with social and environmental responsibility. And reflected in the action plan (Operational Plan) to ensure that All departments of the organization have operated in line with the objectives, main goals and strategic plans of the company.

5.2.1 The Board of Directors shall ensure that there is a mechanism to ensure that the Company conducts its business ethically with social and environmental responsibility. Do not violate the rights of stakeholders To be a guideline for all parts in the organization to be able to achieve the objectives, main goals that are sustainable. The business ethics policy has been formulated to cover the following matters.

(1) Responsibility to staff and employees By complying with relevant laws and standards and treating employees and employees fairly and respecting human rights, such as fair compensation and other benefits, welfare arrangements that are not less than those required by law or more than appropriate Health care and safety at work training develop potential and promote progress Including providing opportunities for employees to have the opportunity to develop work skills in other areas.

(2) Customer Responsibility by complying with relevant laws and standards and taking into account health, safety, fairness, customer data retention After-sales service throughout the lifecycle of products and services Customer Satisfaction Monitoring for Product and Service Improvement Including advertising, public relations and promotions must be done responsibly. not cause misunderstanding or taking advantage of customer misunderstandings

(3) Responsibilities to Partners with a procurement process and fair contract conditions or agreements educating Develop potential and upgrade the ability to produce and provide standardized services. Clarify and supervise business partners to respect human rights and treat their own labor fairly. Responsible for society and the environment Including monitoring and evaluating business partners to develop sustainable business operations between each other.

(4) Community Responsibility By bringing knowledge and business experience to develop projects that can create tangible benefits to the community. Long-term progress and success are tracked and measured.

(5) Environmental responsibility by preventing, reducing, managing and ensuring that the Company will not create or cause a negative impact on the environment which covers the use of raw materials Energy Consumption Water Consumption Renewable Resource Consumption Discharge and management of waste arising from business operations greenhouse gas emissions, etc.

(6) Fair Competition By conducting business openly and transparently without creating unfair competitive advantages.

(7) Anti-Fraud and Corruption by complying with relevant laws and standards and requiring the Company Have and publicly announce the Anti-Fraud and Corruption Policy whereby the Company may consider joining the anti-fraud and corruption network. Including encouraging other companies and partners to have and announce anti-fraud and corruption policies. Including joining the network as well

- **Principle 5.3**

The Board of Directors will supervise the management to allocate and manage resources efficiently. and effectiveness The impacts and resources along the value chain must be taken into consideration in order to achieve the objectives and main goals sustainably.

5.3.1 The Board of Directors shall be aware of the necessity of the resources to be used. Including the awareness that the use of each type of resource affects each other.

5.3.2 The Board of Directors will realize that different business models have different impacts on resources. Consider the impact and value that will occur on the resource. which is still based on ethics Be responsible and create value for the Company in a sustainable manner.

5.3.3 The Board of Directors will ensure that in achieving the objectives and main goals of the business The management has reviewed, developed, supervised the use of resources to be efficient and effective. always taking into account changes in internal and external factors however The Company's resources There are at least six categories to consider: Financial Capital , Manufactured Capital, Intellectual Capital , Human Capital , Social and Relationship Capital , and Natural Capital.

- **Principle 5.4**

The Board of Directors shall provide a governance framework and management of information technology at the corporate level. that corresponds to the needs of the company Including ensuring that information technology is used to increase business opportunities and develop operations. risk management for the company able to achieve the objectives and main goals of the company

5.4.1 The Board of Directors shall establish a policy on the allocation and management of information technology resources. which covers the allocation of sufficient resources to operate the business and setting guidelines to support in the event that resources cannot be allocated sufficiently as defined

5.4.2 The Board of Directors shall supervise the organization's risk management to cover information technology risk management and management.

5.4.3 The Board of Directors shall provide policies and measures to maintain the security of information and information systems.

In this regard, the regulatory framework and management of information technology at the enterprise level are as follows:

(1) The Company has complied with the laws, rules, regulations and standards related to the use of information technology.

(2) The company has a data security system. in maintaining confidentiality (Confidentiality) , maintaining credibility (Integrity) and availability of information (Availability) , including preventing the use of information in the wrong way or unauthorized alteration of information

(3) The Company has considered information technology risks. There are measures to manage such risks in various areas such as Business Continuity Management , Incident Management , etc.

(4) The Company has considered the allocation and management of information technology resources. There are criteria and factors for determining the priorities of the information technology work plan, such as suitability in accordance with the strategic plan. impact on business operations urgency of use budget and human resources in information technology and consistency with the business model (Business Model) , etc.

Principle 6: Ensure appropriate risk management and internal control systems

● **Principle 6.1**

The Board of Directors shall ensure that the Company has a risk management and internal control system in place to effectively achieve its objectives. and to comply with relevant laws and standards

6.1.1 The Board of Directors will understand the significant risks of the Company. and approve risk tolerance

6.1.2 The Board of Directors shall consider and approve the risk management policy that is consistent with the Company's objectives, main goals, strategies and risk appetite. for a framework for the management process Risk management of everyone in the organization to be in the same direction. The Board of Directors will give importance to early warning signs and ensure that the risk management policy is reviewed regularly, such as once a year.

6.1.3 The Board of Directors will ensure that the Company risks are identified by considering both external and internal factors that may affect the Company Failed to achieve the specified objectives.

In this regard, the main risks that the Board of Directors will focus on may be divided into Strategic Risk , Operational Risk , Financial Risk and Compliance Risk , etc.

6.1.4 The Board of Directors shall ensure that the Company assesses the impact and likelihood of identified risks in order to prioritize them. and have appropriate risk management methods such as risk acceptance (Take) , risk control (Treat) , risk avoidance (Terminate) and risk transfer (Transfer)

6.1.5 The Board of Directors may assign the Audit Committee to screen item 6.1.1 . – 6.1.4 before proposing to the Board of Directors for consideration as appropriate for the business

6.1.6 The Board of Directors regularly monitors and evaluates the effectiveness of risk management.

6.1.7 The Board of Directors is responsible for ensuring that the Company Conduct business in accordance with the law and related standards both domestically and internationally

6.1.8 In the event that the Company Have subsidiaries or other businesses that the Company For significant investment (for example, holding shares with voting rights from 20 % but not more than 50%) , the Board of Directors will take the assessment results of the internal control system and risk management into consideration. according to clause 6.1.1 – 6.1.7 with

- **Principle 6.2**

The Board of Directors will establish an Audit Committee that can perform duties efficiently and independently.

6.2.1 The Board of Directors shall arrange for an Audit Committee consisting of at least 3 members, all of whom must be independent directors. and have qualifications and duties according to the rules of the SEC and the SET

6.2.2 The Board of Directors shall prescribe the duties of the Audit Committee in writing. with at least the following responsibilities:

(1) Review to ensure that the business has accurate and complete financial reports (Accuracy and Completeness).

(2) Review to ensure that the business has an appropriate and effective internal control system and internal audit system.

(3) Review to ensure that the business complies with relevant laws and standards.

(4) Consider the independence of the internal audit department. as well as to approve the consideration of appointment, transfer Termination of the head of the internal audit department or any other department responsible for internal auditing

(5) Consider , select and nominate an independent person to act as an auditor. and consider proposing the remuneration of such persons as well as having a meeting with the auditor without the attendance of the management at least once a year.

(6) Consider connected transactions or transactions that may have conflicts of interest. To ensure compliance with applicable laws. The transaction is reasonable and in the best interest of the business.

(7) Review the accuracy of reference documents and self-assessment forms on anti-corruption measures of companies under the Thailand's Private Sector Collective Action Coalition Against Corruption.

6.2.3 The Board of Directors will ensure that the Company Establish mechanisms or tools that enable the audit committee to access necessary information for the performance of their assigned duties, for example, facilitating the audit committee to summon relevant persons to provide information. Discussions with auditors or seek independent opinions from other professional advisors to support the Audit Committee's consideration.

6.2.4 The Board of Directors shall appoint an independent person or internal audit unit to perform duties to be responsible for developing and reviewing the efficiency of risk management and internal control systems. as well as reporting to the Audit Committee and disclosing the review report in the annual report.

6.2.5 The audit committee must comment on the sufficiency of the risk management system and internal control and disclosed in the annual report.

- **Principle 6.3**

The Board of Directors shall monitor and manage any conflicts of interest that may arise between the Company, with management Board of Directors or shareholders Including the prevention of inappropriate use of assets, information and opportunities of the Company. and transactions with people who are related to the Company in an improper manner

6.3.1 The Board of Directors shall supervise the establishment of a data security system. This includes establishing policies and procedures for maintaining confidentiality (Confidentiality) , Integrity and Availability , as well as managing information that may affect securities prices (Market Sensitive) . Information) . senior executives and employees, as well as third parties involved such as legal advisors financial advisor Comply with the information security system.

6.3.2 The Board of Directors will supervise the management and monitoring of transactions that may have conflicts of interest. as well as to ensure that there are guidelines and practices to ensure that such transactions are in accordance with the procedures and disclosure of information. as required by law and for the benefit of the Company and shareholders as a whole. Where stakeholders should not be involved in decision-making.

6.3.3 The Board of Directors shall provide a requirement for directors to report their interests at least before considering the board meeting agenda. And recorded in the minutes of the Board of Directors' meeting. The Board of Directors will supervise directors who have significant interests in a manner that may prevent them from expressing their opinions freely. Refrain from participating in the meeting to consider that agenda.

- **Principle 6.4**

The Board of Directors shall supervise the establishment of a clear anti-corruption policy and guidelines and communicate them to all levels of the organization and to outsiders for practical implementation. Including supporting activities that promote and instill all employees to comply with the law. and related regulations

- **Principle 6.5**

The Board of Directors will supervise the Company. There is a mechanism for receiving complaints and taking action in case of whistleblowing.

6.5.1 The Board of Directors shall supervise the establishment of a mechanism and process for managing (recording, monitoring progress, solving problems, reporting) complaints of stakeholde rs. and

ensure that channels for receiving complaints are provided that are convenient and have more than one channel Including revealing channels for receiving complaints on the website or annual report.

6.5.2 The Board of Directors shall ensure that there is a clear policy and guidelines in case of a clue. A channel for notifying clues will be provided via the Company's E-mail or through the Company's independent directors or audit committee. Including a process to verify information, actions and reports to the Board of Directors.

6.5.3 The Board of Directors will ensure that appropriate protection measures are in place for whistleblowers who report clues in good faith.

Principle 7: Maintain Financial Credibility and Disclosure

- **Principle 7.1**

Board of Directors It is responsible for overseeing that the financial reporting system and the disclosure of important information are accurate, sufficient, timely, in accordance with relevant rules, standards and practices.

7.1.1 The Board of Directors shall ensure that personnel involved in the preparation and disclosure of information have knowledge, skills and experience suitable for their responsibilities. and have sufficient numbers Such personnel include the chief executive in accounting and finance. accountant internal auditor company secretary and investor relations

7.1.2 In approving the disclosure of information, the Board of Directors shall take into account relevant factors, in the case of financial reports. At least the following factors will be taken into consideration.

- (1) Results of assessing the sufficiency of the internal control system
- (2) Auditor's opinion on financial reports and the auditor's observations on the internal control system. Including the auditor's remarks through other communication channels (if any) .
- (3) Opinion of the Audit Committee
- (4) Consistency with the Company's objectives, main goals, strategies and policies

7.1.3 The Board of Directors will ensure that information is disclosed. including financial statements The annual report, form 56-1 , adequately reflects the financial position and operating results. Including supporting the company Prepare Management Discussion and Analysis (MD&A) to accompany the disclosure of quarterly financial statements, so that investors are informed and understand the changes that occur to the

financial position and operating results. of the company better each quarter In addition to the numbers in the financial statements alone

7.1.4 In the event that the disclosure of information about any specific director Such directors will ensure that their own disclosures are complete and accurate, such as the information of their group's shareholders. Disclosures related to the Shareholders ' Agreement of their group

- **Principle 7.2**

The Board of Directors will monitor the adequacy of financial liquidity and ability to pay debts.

7.2.1 The Board of Directors shall supervise the management to monitor and assess the Company's financial status and regularly report to the Board of Directors. The Board of Directors and the management are required to jointly find a solution as soon as there are signs indicating problems with financial liquidity and ability to pay debts.

7.2.2 In approving any transaction or proposing an opinion to the shareholders' meeting for approval The Board of Directors will ensure that The aforementioned transaction will not affect the continuity of business operations. financial liquidity or the ability to pay debts

- **Principle 7.3**

in the condition that the Company experiencing financial difficulties or likely to suffer The Board of Directors will ensure that the Company has a plan to solve the problem. Or have other mechanisms to solve financial problems, taking into account the rights of stakeholders.

7.3.1 In the event that the Company More likely to be unable to pay debts or have financial difficulties The Board of Directors will follow up closely. and take care of the company Conduct business with caution and comply with disclosure requirements.

7.3.2 The Board of Directors will ensure that the Company formulate a plan to resolve financial problems taking into account fairness to stakeholders including creditors as well as following up on problem solving by requiring the management to regularly report the status

7.3.3 The Board of Directors will ensure that consideration of any decision to resolve the Company's financial problems Either way must be reasonable.

Examples of indicators include:

- (1) persistent loss
- (2) low cash flow
- (3) incomplete financial information
- (4) lack of proper accounting system
- (5) Lack of cash flow assessment and budget
- (6) no business plan
- (7) The increase in liabilities exceeds the assets.
- (8) Difficulty draining inventory and debt collection

- **Principle 7.4**

The Board of Directors will consider preparing a sustainability report as appropriate.

7.4.1 The Board of Directors will consider the appropriateness of disclosing information in compliance with the law. compliance with the code of conduct Anti-Corruption Policy Treatment of Employees and Stakeholders This includes fair treatment. and respect for human rights Including social and environmental responsibility. Taking into account nationally or internationally accepted reporting frameworks, such information may be disclosed in the annual report. or may be prepared as a separate book as appropriate for the Company

7.4.2 The Board of Directors will ensure that the information disclosed is important and reflects practices that will lead to sustainable value creation for the Company.

- **Principle 7.5**

The Board of Directors shall supervise the management to establish an investor relations unit or person responsible for communicating with shareholders. and other stakeholders such as investors and analysts in an appropriate, equitable and timely manner.

7.5.1 The Board of Directors shall establish a communication policy and a disclosure policy to ensure that The communication and disclosure of information to external parties is appropriate, equitable, timely, using appropriate channels. Protect confidential information and information that affects stock prices. Including communication to ensure mutual understanding throughout the organization in complying with the said policy.

7.5.2 The Board of Directors shall arrange for a person to be responsible for providing information to third parties. by being suitability for duty understand the business of the company Including the objectives, main goals, values and can communicate well with the capital market, such as the Chief Executive Officer. Chief Financial Officer and Investor Relations Manager, etc.

7.5.3 The Board of Directors shall supervise the management to determine direction and support investor relations work. such as providing a practice for providing information Insider Information Policy including clearly specifying duties and responsibilities of investor relations To ensure efficient communication and disclosure of information.

- **Principle 7.6**

The Board of Directors will encourage the use of information technology to disseminate information.

7.6.1 In addition to dissemination of information according to the specified criteria and through the channels of the Stock Exchange of Thailand The Board of Directors will consider disclosure of information in both Thai and English. through other channels such as the Company's website , regularly along with presenting current information

In this regard, the Company will disclose at least the following information on the Company's website .

- (1) Vision and Values of the Company
- (2) The nature of business operations of the Company
- (3) Names of the Board of Directors and Executives
- (4) current financial statements and reports on financial status and operating results and of the previous year
- (5) Form 56-1 One Report and Annual Report that can be downloaded

- (6) any other information or documents that the Company presented to analysts fund manager or other media
- (7) direct and indirect shareholding structure
- (8) Group structure Including subsidiaries, associates, joint ventures and special purpose enterprises/vehicles (SPEs/SPVs)
- (9) a group of major shareholders, directly and indirectly, holding 5 % or more of the total number of shares sold and having the right to vote
- (10) direct and indirect shareholding by directors major shareholder senior management
- (11) Notice of ordinary and extraordinary meetings of shareholders
- (12) Company's Articles of Association memorandum
- (13) Company's corporate governance policy Anti-Corruption Policy Information Technology Security Policy and risk management policy
- (14) charter or duties, responsibilities, qualifications, term of office of Board of Directors, including matters requiring approval by the Board of Directors, charter or responsibilities, qualifications Term of office of the Audit Committee
- (15) Business Ethics For employees and directors of the company Including the ethics of investor relations.
- (16) Contact information for agencies or complaints or person responsible for investor relations Company secretary, e.g. name of person who can provide information Phone number Email

Principle 8: Encourage participation and communication with shareholders

- **Principle 8.1**

The Board of Directors will ensure that Shareholders participate in decision making on important matters of the company.

8.1.1 The Board of Directors will take care of important matters. Both issues specified in the law and issues that may affect the direction of the company's operations. has been reviewed and/or approved by the shareholders Such important matters were included in the agenda of the shareholders' meeting.

8.1.2 The Board of Directors will support the participation of shareholders such as

(1) Setting criteria for minority shareholders to be able to propose additional meeting agendas in advance of the meeting date, whereby the Board of Directors shall consider including the matters proposed by shareholders as the agenda of the meeting. If the Board of Directors rejects the agenda proposed by the shareholders, the Board of Directors must inform the shareholders' meeting of reasons.

(2) Criteria for Minority Shareholders to Nominate Persons for Directorship

The Board of Directors will supervise the disclosure of such criteria to shareholders in advance.

8.1.3 The Board of Directors will ensure that the notice of the shareholders' meeting contains accurate, complete and sufficient information for the exercise of shareholders' rights.

8.1.4 The Board of Directors shall ensure that the notice of the shareholders' meeting together with relevant documents is sent and published on the Company's website at least fourteen (14) days prior to the meeting date. or as required by relevant laws or regulations

8.1.5 The Board of Directors will allow shareholders to submit questions in advance of the meeting date. by specifying criteria for submitting questions in advance and published such criteria on the Company's website as well

8.1.6 The notice of the shareholders' meeting and related documents will be prepared entirely in English. and published together with the Thai version

In this regard, the invitation letter for the shareholders' meeting Contains the following text

(1) date, time and place of the shareholders' meeting

(2) Meeting agenda, specifying whether it is an agenda for acknowledgment or approval. Including dividing each subject clearly, for example, in the agenda relating to the directors. The issue of the election of directors and the approval of directors' remuneration was separated into each agenda.

(3) Objectives and reasons and opinion of Board of Directors in each proposed agenda, which includes

A. Dividend payment approval agenda – Dividend payment policy The proposed dividend rate together with reasons and supporting information In the case of the proposed omission of dividend payment Explain reasons and supporting information.

b. Director Appointment Agenda – Specify name, age, education and work background, number of listed companies and companies in general where directorship is held. Criteria and nomination methods Type of director proposed and in the case of nominating the former director for re-appointment, please specify the meeting attendance information of the previous year. and date of appointment as a director of the Company

c. Agenda for approving remuneration for directors – policies and criteria for determining the remuneration of each position of director and remuneration for directors in all forms, both monetary and other benefits

D. Appointment of auditors – names of auditors affiliated company work experience Independence of auditors Audit fee and other service fees

(4) a proxy form prescribed by the Ministry of Commerce

(5) Other supporting information such as voting procedures counting and notifying the result of the vote Rights of each type of share to vote Information of independent directors that the company Nominated as a proxy from shareholders Documents that the shareholders must present before attending the meeting Documents for proxy and a map of the meeting venue, etc.

- **Principle 8.2**

The Board of Directors will supervise the proceedings on the day of the shareholders' meeting to be orderly, transparent and efficient. and facilitate shareholders to exercise their rights

8.2.1 The Board of Directors shall determine the date, time and place of the meeting. By taking into account the convenience of shareholders in the meeting, for example, the meeting time is appropriate and sufficient for discussion. meeting venues that are convenient for traveling, etc.

8.2.2 The Board of Directors shall ensure that no action is taken that limits the opportunity of attending the meeting or creates undue burden on the shareholders, for example, not requiring shareholders or proxies to bring documents or evidence of their identity in excess. than stipulated in the guidelines of relevant regulatory bodies

8.2.3 The Board of Directors will promote the use of technology in the shareholders' meeting, both registration of shareholders Score counting and display so that the meeting can be done quickly, accurately and precisely

8.2.4 The Chairman of the Board of Directors is the chairman of the shareholders' meeting. is responsible for ensuring that the meeting is in accordance with the law related regulations and the Company's regulations Appropriately allocate time for each agenda specified in the meeting notice. and allow shareholders to express their opinions and ask questions at the meeting on matters related to the Company

8.2.5 So that shareholders can jointly make decisions on important matters. Directors, as attendees and as shareholders, do not support unnecessary additions to the meeting agenda without prior notice. especially the important agenda that the shareholders must Take the time to study the information before making a decision.

8.2.6 Encourage all directors and related executives to attend the meeting. so that shareholders can ask questions on various related issues

8.2.7 Before starting the meeting, the Company shall notify the shareholders of the number and proportion of shareholders attending the meeting in person and by proxy. meeting method Voting and vote counting

8.2.8 In case there are many items in any agenda The chairman of the meeting will arrange for a separate vote for each item, such as shareholders exercising their right to appoint directors individually in the agenda for appointing directors.

8.2.9 The Board of Directors encourages the use of voting cards for important agendas. and encourage independent persons to count or check votes in the meeting. and disclosed the results of voting for approval, disapproval, and abstention. Each agenda was informed to the meeting and recorded in the minutes of the meeting.

- **Principle 8.3**

The Board of Directors will ensure that the disclosure of meeting resolutions and the preparation of minutes of the shareholders' meeting are accurate and complete.

8.3.1 The Board of Directors shall ensure that the Company Disclose the resolutions of the shareholders' meeting along with the voting results within the next business day. through the news system of the Stock Exchange of Thailand and on the Company's website

8.3.2 The Board of Directors shall ensure that a copy of the minutes of the shareholders' meeting is sent to the Stock Exchange of Thailand within fourteen (14) days from the date of the shareholders' meeting.

8.3.3 The Board of Directors shall ensure that the minutes of the shareholders' meeting contain at least the following information:

- (1) List of directors and executives who attended the meeting and the proportion of directors attending the meeting and not attending the meeting
- (2) Voting and vote counting methods, meeting resolutions, and voting results (agree, disapprove, abstain) of each agenda.
- (3) Questions and answers in the meeting Including the name-surname of the questioner and the respondent.

Corporate Governance Policy was approved by the Board of Directors Meeting No. 1/2022 on February 25, 2022 and effective from February 25, 2022.

Approved by Chaiyaporn Nitaswarakul

(Mr.Chaiyaporn Nitaswarakul)

Chairman of the audit committee