

ESG Performance

Company Name : INDEX INTERNATIONAL GROUP PUBLIC COMPANY LIMITED

Symbol : IND

Market : mai

Industry Group : Property & Construction

Sector : SECTOR 0

Environmental management

Information on environmental policy and guidelines

Environmental policy and guidelines

Environmental policy and guidelines : Yes

Environmental guidelines : Electricity Management, Fuel Management, Water resources and water quality management, Waste Management, Greenhouse Gas and Climate Change Management

The company is aware of its responsibility regarding the use of natural resources and the impact on the environment in its activities. Therefore, the company has developed an environmental policy to guide employees at all levels, as well as stakeholders, in their actions as follows:

1. Conduct business in strict compliance with environmental laws and regulations related to the company.
2. Implement pollution control measures both before and after operations to reduce water, air, noise, chemical pollution, and industrial waste from the company's construction project activities.
3. Reduce electricity consumption, water usage, paper use, and disposable materials within the office by using them efficiently and ensuring resources are utilized to their maximum potential.
4. Select environmentally friendly materials and equipment by choosing products that emit low greenhouse gases (Low Carbon) or materials that can be recycled.
5. Promote training programs to educate employees at all levels, helping them understand and recognize the importance of environmental protection and focusing on the efficient use of energy and natural resources in all company activities.

Reference link for environmental policy and guidelines : <https://investor.index.co.th/disk/3a66aeaa63511007125915592cfca8b5.pdf>

Information on review of environmental policies, guidelines, and/or objectives over the past years

Review of environmental policies, guidelines, and/or goals over the past year

Review of environmental policies, guidelines, and/or goals over the past year : Yes

Changes in environmental policies, guidelines, and/or goals : Electricity Management, Water resources and water quality management, Waste Management, Greenhouse Gas and Climate Change Management

The company recognizes its responsibility and considers the environmental impact arising from its business operations. It is committed to managing the company's environmental aspects efficiently to maintain a balance between natural resources and the environment for sustainability. The company focuses on preserving the value of resources by reducing consumption, promoting recycling, reducing greenhouse gas emissions, and addressing pollution issues. This will lead to the implementation of the BCG Model in both the Green Economy and Circular Economy.

Information on compliance with environmental management principles and standards

Compliance with environmental management principles and standards

Compliance with energy management principles and standards

Compliance with water management principles and standards

Compliance with waste management principles and standards

Compliance with greenhouse gas or climate change management principles and standards

Greenhouse gas or climate change management principles and standards : Thailand Greenhouse Gas Management Organization (TGO)

Information on incidents related to legal violations or negative environmental impacts

Number of cases and incidents of legal violations or negative environmental impacts

	2022	2023	2024
Number of cases or incidents of legal violations or negative environmental impact (cases)	0	0	0

Energy management

Disclosure boundary in energy management in the past years

Boundary type	:	Company
Total number of disclosure boundaries	:	1
Actual number of disclosure boundaries	:	-
Data disclosure coverage (%)	:	-

Information on energy management

Energy management plan

The company's energy management plan : Yes

The company promotes the efficient and effective use of resources, including electricity, water, fuel, and other resources. Therefore, clear goals and action plans have been set, as follows:

Goals:

- Aim to reduce electricity consumption at the head office by no less than 5% by the year 2570 (2027).
- Aim to reduce fuel consumption of company vehicles by using only what is necessary, with a target of at least 5% reduction by the year 2570 (2027).

Action Plans:

- Measure the electricity usage of the office every month.
- Implement energy-saving projects, which are campaigns to encourage efficient energy use and reduce consumption. These projects will encourage employees to participate in reducing energy use in their work processes through various company media, such as:
 - Turning off lights and unplugging electrical devices after use.
 - Turning off air conditioning during lunch breaks.
 - Reducing the operating hours of air conditioning.
 - Adjusting the air conditioner's temperature to a suitable level.
 - Regularly checking and cleaning electrical appliances to ensure they operate efficiently.
 - Using energy-efficient light bulbs.
 - Holding meetings through electronic systems instead of traveling to attend in person.
- Study the feasibility of installing a solar power system or solar panels on the roof of the head office building.

Information on setting goals for managing energy

Setting goals for managing electricity and/or oil and fuel

Does the company set goals for electricity and/or fuel : Yes
management

Details of setting goals for electricity and/or fuel management

Target(s)	Base year(s)	Target year(s)
Reduction of electricity purchased for consumption	2024 : purchased electricity for consumption 194,825.58 Kilowatt-Hours	2027 : Reduced by 5%
Reduction of fuel consumption	2024 : fuel consumption 33,686.46 Litres	2027 : Reduced by 5%

Information on performance and outcomes of energy management

Performance and outcomes of energy management

Performance and outcomes of energy management : Yes

In 2024, the company consumed a total of 194,825.58 kilowatt-hours of electricity, a decrease of 1,601.09 kilowatt-hours, representing a 0.82% reduction compared to the previous year. The total fuel consumption was 33,686.46 liters, an increase of 3,900.72 liters, representing a 13.09% increase compared to the previous year.

Information on electricity management

Company's electricity consumption ^(*)

	2022	2023	2024
Total electricity consumption within the organization (Kilowatt-Hours)	226,498.00	196,426.67	194,825.58
Electricity purchased for consumption from non-renewable energy sources (Kilowatt-Hours)	226,498.00	196,426.67	194,825.58
Intensity ratio of total electricity consumption within the organization to total number of employees (Kilowatt-Hours / Person / Year)	1,595.06	997.09	811.77

Additional explanation : ^(*) Exclude electricity consumption outside of the Company

Electricity Expense ^(*)

	2022	2023	2024
Total electricity expense (Baht)	976,712.00	1,113,244.58	N/A
Percentage of total electricity expense to total expenses (%) ^(**)	0.17	0.15	N/A
Percentage of total electricity expense to total revenues (%) ^(**)	0.16	0.15	N/A
Intensity ratio of total electricity expense to total number of employees (Baht / Person / Year)	6,878.25	5,650.99	N/A

Additional explanation : ^(*) Exclude electricity expense outside of the Company

^(**) Total revenues and expenses from consolidated financial statement

Information on fuel management

Company's fuel consumption

	2022	2023	2024
Diesel (Litres)	23,645.25	29,785.74	23,633.89
Gasoline (Litres)	N/A	N/A	10,052.57

Additional explanation : Not include external fuel consumption

Company's fuel expense ^(*)

	2022	2023	2024
Total fuel expense (Baht)	815,055.30	1,014,186.40	N/A
Percentage of total fuel expense to total expenses (%) ^(**)	0.14	0.14	N/A

	2022	2023	2024
Percentage of total fuel expense to total revenues (%) ^(**)	0.13	0.13	N/A

Additional explanation : ^(*) Exclude electricity expense outside of the Company

^(**) Total revenues and expenses from consolidated financial statement

Information on total energy management (electricity + fuel)

Energy Consumption

	2022	2023	2024
Total energy consumption within the organization (Megawatt-Hours)	N/A	0.00	0.00

Energy Consumption Intensity

	2022	2023	2024
Intensity ratio of total energy consumption within the organization to total revenues (Megawatt-Hours / Thousand Baht of total revenues) ^(*)	N/A	0.00000000	0.00000000

Additional explanation : ^(*) Total revenues and expenses from consolidated financial statement

Water management

Disclosure boundary in water management over the past years

Boundary type	:	Company
Total number of disclosure boundaries	:	1
Actual number of disclosure boundaries	:	-
Data disclosure coverage (%)	:	-

Information on water management plan

Water management plan

The Company's water management plan : Yes

The company promotes the efficient and maximum beneficial use of water resources. Therefore, it has launched a campaign to encourage employees to value water usage, control consumption, and maintain and inspect the water supply system for leaks in the office to ensure it is in optimal condition. The company has set the following goals and action plans:

Goals:

- Aim to reduce water consumption at the head office by no less than 5% by the year 2570 (2027).

Action Plans:

- Regularly inspect the water meters to monitor consumption, record data, and prepare reports.
- Launch campaigns to encourage efficient water use, motivating employees to actively participate in reducing water resource consumption.
- Maintain and inspect the office water supply system to ensure it is functioning properly.

Information on setting goals for water management

Setting goals for water management

Does the company set goals for water management : Yes

Details of setting goals for water management

Target(s)	Base year(s)	Target year(s)
Reduction of water withdrawal	2024 : Water withdrawal 1,213.00 Cubic meters	2027 : Reduced by 5%

Information on performance and outcomes of water management

Performance and outcomes of water management

Performance and outcomes of water management : Yes

In 2024, the company consumed 1,213 cubic meters of tap water. Compared to the previous year, water consumption decreased by 49 cubic meters, representing a reduction of 3.88%.

Information on water management

Water withdrawal by source

	2022	2023	2024
Total water withdrawal (Cubic meters)	1,213.00	1,262.00	1,213.00

	2022	2023	2024
Intensity ratio of total water withdrawal to total number of employees (Cubic meters / Person / Year)	8.54	6.41	5.05
Intensity ratio of total water withdrawal to total revenues (Cubic meters / Thousand Baht of total revenues) ^(*)	0.00	0.00	0.00

Additional explanation : ^(*) Total revenues and expenses from consolidated financial statement

Water consumption

	2022	2023	2024
Total water consumption (Cubic meters)	1,213.00	1,262.00	1,213.00

Water Consumption Intensity

	2022	2023	2024
Intensity ratio of total water consumption to total revenues (Cubic meters / Thousand Baht of total revenues) ^(*)	0.00198407	0.00165939	0.00152077

Additional explanation : ^(*) Total revenues and expenses from consolidated financial statement

Water withdrawal expenses

	2022	2023	2024
Total water withdrawal expense (Baht)	34,380.00	36,400.28	0.00
Total water withdrawal expense from third-party water (Baht)	34,380.00	36,400.28	N/A
Percentage of total water withdrawal expense to total expenses (%) ^(*)	0.01	0.00	0.00
Percentage of total water withdrawal expense to total revenues (%) ^(*)	0.01	0.00	0.00
Intensity ratio of total water withdrawal expense to total number of employees (Baht / Person / Year)	242.11	184.77	0.00

Additional explanation : ^(*) Total revenues and expenses from consolidated financial statement

Waste management

Disclosure boundary in waste management over the past years

Boundary type	:	Company
Total number of disclosure boundaries	:	1
Actual number of disclosure boundaries	:	-
Data disclosure coverage (%)	:	-

Information on waste management plan

Waste management plan

The company's waste management plan : Yes

The company recognizes the importance of waste and waste management in its business processes. As a result, it has implemented the 3R principles (Reduce, Reuse, Recycle), starting with reducing the use of materials and products that generate waste to minimize waste production (Reduce). It also focuses on reusing materials and products that can still be used (Reuse) and recycling used materials and products to create new value or repurpose them (Recycle). Additionally, the company has set up an efficient waste segregation system, alongside continuous awareness-building efforts for employees on proper waste segregation. The company has set the following goals and action plans:

Goals:

- Aim to reduce the volume of office waste and waste by at least 5% compared to the previous year.
- Use iPads instead of paper documents for meetings across all departments to reduce paper usage.
- Ensure that project operations do not cause environmental impacts on nearby communities, or minimize the impact as much as possible.
- Control air quality and emissions to ensure they do not exceed standard levels.

Action Plans:

- Transition document storage to digital format and send documents via email to move towards a paperless working environment, thereby reducing paper usage.
- Use iPads instead of paper documents for meetings in all departments.
- Track and monitor paper usage, keeping records of each department's consumption.
- The company chooses to use photocopiers that are certified with a green label and uses ink cartridges that meet health, safety, and environmental protection standards.
- Monitor and measure pollution emissions to ensure they do not exceed the specified standards, such as particulate matter, noise pollution, and wastewater. Ensure that contractors comply with safety, health, and environmental (SHE) regulations and legal requirements strictly.
- Continuously promote awareness among employees about waste segregation. Organize campaigns to implement the 3R principles (Reduce, Reuse, Recycle), focusing on reducing material and product usage to minimize waste (Reduce), reusing materials and products that are still usable (Reuse), and recycling used materials and products to repurpose them (Recycle). Set up an efficient waste segregation system.
- Provide separate waste bins for different types of waste: wet waste, general waste, recyclable waste, and hazardous waste, to ensure proper and scientifically-based disposal.

Information on setting goals for waste management

Setting goals for waste management

Does the company set goals for waste management : Yes

Details of setting goals for waste management

Target(s)	Base year(s)	Target year(s)	Waste management methods
Reduction of waste generation Waste type: Non-hazardous waste	2024 : non-hazardous waste 1,511.00 Kilograms	2027 : Reduced by 5%	• Other : Sold to recycling stores.

Information on performance and outcomes of waste management

Performance and outcomes of waste management

The company's performance and outcomes of waste : Yes
management

In 2024, the company generated a total of 1,536 kilograms of office waste. Compared to the previous year, the amount of waste decreased by 438 kilograms, representing a reduction of 21.19%.

Information on waste management

Waste Generation^(*)

	2022	2023	2024
Total waste generated (Kilograms)	24,400.00	1,949.00	1,536.00
Total non-hazardous waste (kilograms)	24,400.00	1,949.00	1,511.00
Total hazardous waste (kilograms)	0.00	0.00	25.00
Hazardous waste – Others (kilograms)	N/A	N/A	25.00
Intensity ratio of total waste generated to total revenues (Kilograms / Thousand Baht of total revenues) ^(**)	0.04	0.00	0.00
Intensity ratio of total non-hazardous waste to total revenues (Kilograms / Thousand Baht of total revenues) ^(**)	0.04	0.00	0.00
Intensity ratio of total hazardous waste to total revenues (Kilograms / Thousand Baht of total revenues) ^(**)	0.00	0.00	0.00

Additional explanation : ^(*) Exclude the total weight of waste generated outside of the Company, which is not responsible for the waste disposal or treatment cost

^(**) Total revenues and expenses from consolidated financial statement

Greenhouse gas management

Disclosure boundary in greenhouse gas management over the past years

Boundary type	:	Company
Total number of disclosure boundaries	:	1
Actual number of disclosure boundaries	:	-
Data disclosure coverage (%)	:	-

Information on greenhouse gas management plan

Greenhouse gas management plan

The company's greenhouse gas management plan : Yes

The company prioritizes managing and reducing greenhouse gas emissions. It has identified that the activities contributing most to greenhouse gas emissions are the use of air conditioning in the office and the fuel consumption of company vehicles. Therefore, the company has implemented maintenance measures such as cleaning air conditioners and reducing fuel usage to continuously reduce greenhouse gas emissions. The company has set the following goals and action plans:

Goals:

- Set a target to reduce greenhouse gas emissions from business operations (Scope 1 and Scope 2) by 10% over 5 years, with the target year being 2031, compared to the base year of 2023.
- Set a target to reduce greenhouse gas emissions from business operations (Scope 1 and Scope 2) by 30% over 10 years, with the target year being 2036, compared to the base year of 2023.
- Set a target to convert 50% of the company's vehicles to electric vehicles (EVs) by 2580.

Action Plans:

- Improve fuel efficiency by switching to low-emission fuels, such as E20 fuel.
- Plan the travel routes for each department to reduce the fuel consumption of company vehicles.

Information on setting greenhouse gas emission goals

Setting greenhouse gas emission goals

Does the company set greenhouse gas management goals : Yes

Company's existing targets : Other Greenhouse Gas Emission Reduction Target

Setting other greenhouse gas reduction targets

Details of setting other greenhouse gas reduction targets

Greenhouse gas emission scope	Base year(s)	Short-term target year	Long-term target year
Scope 1-2	2023 : Greenhouse gas emissions 179.81 tCO ₂ e	2028 : Reduced by 10% in comparison to the base year	2033 : Reduced by 30% in comparison to the base year

Information on performance and outcomes of greenhouse gas management

Performance and outcomes of greenhouse gas management : No

Information on greenhouse gas management

The company's greenhouse gas emissions

	2022	2023	2024
Total GHG emissions (Metrics tonne of carbon dioxide equivalents)	0.00	179.81	185.39
Total greenhouse gas emissions - Scope 1 (Metric tonnes of carbon dioxide equivalent)	N/A	81.62	88.00
Total greenhouse gas emissions - Scope 2 (Metric tonnes of carbon dioxide equivalent)	N/A	98.19	97.39

Greenhouse Gas Emissions Intensity

	2022	2023	2024
Intensity ratio of total GHG emissions to total revenues (Metric tonnes of carbon dioxide equivalent / Thousand Baht of total revenues) ⁽¹⁾	0.000000	0.000236	0.000232
Intensity ratio of total GHG emissions to total number of employees (Metric tonnes of carbon dioxide equivalent / Person)	0.00	0.91	0.77

Additional explanation : ⁽¹⁾ Total revenues and expenses from consolidated financial statement

Information on verification of the company's greenhouse gas emissions over the past year

Verification of the company's greenhouse gas emissions over the past year⁽¹⁾

Verification of the company's greenhouse gas emissions : No

Remark: ⁽¹⁾ Since the company is in the process of verifying the base data for the year 2566 (2023) to use as a benchmark for comparison with the data of 2567 (2024) and subsequent years, the data for the year 2567 has not yet been collected.

Information on reduction and absorption of greenhouse gas

Reduction of Greenhouse Gas

	2022	2023	2024
Total reduced GHG (Metric kilograms of carbon dioxide equivalent)	0.00	681.57	0.00
Care the Bear Project (Metric kilograms of carbon dioxide equivalent)	N/A	681.57	N/A

Absorption and removal of Greenhouse Gas

	2022	2023	2024
Total absorbed and removal of GHG (Metric kilograms of carbon dioxide equivalent)	0.00	0.00	0.00

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ESG Performance

Company Name : INDEX INTERNATIONAL GROUP PUBLIC COMPANY LIMITED

Symbol : IND

Market : mai

Industry Group : Property & Construction

Sector : SECTOR 0

Human rights

Information on social and human rights policies and guidelines

Social and human rights policy and guidelines

Social and human rights policy and guidelines : Yes

Social and human rights guidelines : Employee Rights, Safety and Occupational Health at Work, Non-discrimination

The Company recognizes the importance of and respects equal human rights without discrimination, which is the foundation of human resource management and development. It is also a crucial foundation that demonstrates responsible business conduct towards society. The Company adheres to its human rights policy, which was first announced in 2022 and last revised on December 18, 2023. The policy outlines the following human rights policies and guidelines: The Board of Directors, executives, and employees at all levels must be aware of respecting human rights, valuing human dignity, integrity, and equality, as well as complying with relevant laws and international principles related to business operations. This includes respecting the freedom of association, the right to collective bargaining, setting fair compensation, opposing both sexual and other forms of harassment, combating human trafficking, child labor, and other related rights. Therefore, to ensure that business operations are free from human rights violations in all business activities, the Company has established human rights practices to provide the Board of Directors, executives, and employees with an understanding of how to comply with the human rights policy as follows:

1. Respect and treat all individuals equally in accordance with human rights principles. Treat each other with dignity, free from discrimination, harassment, and intimidation in all forms arising from differences in ideology, race, color, religion, sex, sexual orientation, geographical origin, ethnicity, language, education, family status, social origin, cultural background, age, disability, economic and social status, culture, tradition, or any other status considered a human right.
2. Exercise caution and avoid actions that directly or indirectly violate the human rights of all stakeholders.
3. Support and promote actions to protect human rights among all stakeholders in all forms.
4. Communicate, disseminate, educate, create understanding, and set guidelines for employees and all stakeholders, along with supporting business partners, alliances, and contractors involved in business operations to respect and treat everyone in accordance with this human rights policy.
5. Monitor and oversee respect for human rights, and do not neglect or ignore any actions that may constitute human rights violations related to the Company. Report such actions to supervisors or responsible persons and cooperate in fact-finding investigations.
6. The Company will provide fairness and protection to individuals who report human rights violations related to the Company by implementing measures to protect whistleblowers or those who cooperate in reporting human rights violations.
7. Individuals who violate human rights, including those who engage in discriminatory behavior, are considered to have violated the Company's code of ethics and will be subject to disciplinary action according to the Company's regulations. Additionally, they may face legal penalties if their actions are deemed unlawful.

Information on review of social and human rights policies, guidelines, and/or goals over the past year

Review of social and human rights policies, guidelines, and/or goals over the past year

Review of social and human rights policies, guidelines, and/or : Yes
goals over the past year

The Committee last reviewed the human rights policy on December 18, 2017, and in 2017, the Company had no cases of labor and human rights violations.

Information on compliance with human rights principles and standards

Compliance with human rights principles and standards

Human rights management principles and standards : Thai Labour Standard: Corporate Social Responsibility of Thai Businesses (TLS 8001-2010) by the Ministry of Labour

Information on Human Rights Due Diligence : HRDD

Human Rights Due Diligence : HRDD

Does the company have an HRDD process : No

Information on other social management

Plans, performance, and outcomes related to other social management

The company conducts business responsibly towards the community and society by prioritizing the reduction of environmental impacts and avoiding operations that may negatively impact the quality of life of communities surrounding the company's project sites. In 2024, there were no complaints from the community regarding social and environmental issues. Additionally, in 2024, the company participated in activities that benefit the community, as detailed below:

- "IND Sharing Happiness, Fulfilling Thai Children's Dreams" project

Index International Group Public Company Limited donated 40,000 baht, 5 computers, learning equipment, sports equipment, and lunch to students of Bang Phaniang School, Chachoengsao Province, in the "IND Sharing Happiness, Fulfilling Thai Children's Dreams" project. This activity is one of the company's main activities held annually with the awareness that children are the important future of the nation.

- "IND Supporting Cancer Patients" project

Index International Group Public Company Limited donated 50,000 baht to the Siriraj Foundation, a CSR activity under the "IND Supporting Cancer Patients" project.

- "IND Blood Donation for Humanity (No. 4)" project

Executives and employee representatives of Index International Group Public Company Limited, totaling 22 people, donated blood in the "IND Blood Donation for Humanity Project No. 4" and donated 40,000 baht to the National Blood Centre, Thai Red Cross Society.

- "IND Mangrove Conservation and Restoration" project

Executives and employees of Index International Group Public Company Limited, or IND, participated in the CSR activity "IND Mangrove Conservation and Restoration" by planting 200 mangrove trees in a 1-rai mangrove forest area.

- "IND Northern Flood Relief" project

Index International Group Public Company Limited delivered essential consumer goods and post-flood cleaning equipment to the Mirror Foundation to help flood victims in the northern region. This is a CSR activity under the "IND Northern Flood Relief" project, which is part of the company's efforts to help and alleviate the suffering of people affected by the floods.

- "IND Blood Donation for Humanity (No. 5)" project

Executives and employees of Index International Group Public Company Limited participated in blood donation in the "IND Blood Donation for Humanity Project No. 5" and donated 30,000 baht to the National Blood Centre, Thai Red Cross Society.

Information on incidents related to legal or social and human rights violations

Number of cases and incidents of significant legal or social and human rights violations

	2022	2023	2024
Total number of cases or incidents of significant legal or social and human rights violations (cases) ⁽²⁾	0	0	0

	2022	2023	2024
Total number of cases or incidents leading to significant labor disputes (cases) ⁽³⁾	0	0	0
Total number of incidents or complaints related to consumer rights violations (cases) ⁽⁴⁾	0	0	0
Total number of incidents or complaints related to business partner's rights violations (cases) ⁽⁵⁾	0	0	0
Total number of cases or incidents leading to disputes with the community/society (cases) ⁽⁶⁾	0	0	0
Total number of cases or incidents related to cybersecurity or customer data breaches (cases) ⁽⁷⁾	0	0	0
Total number of cases or incidents related to workplace safety and occupational health (cases) ⁽⁸⁾	0	0	0

Remark: ⁽²⁾ In 2024, the Company experienced no instances or events of legal or regulatory non-compliance related to social and human rights.

⁽³⁾ In 2024, the Company experienced no instances or events that resulted in labor disputes.

⁽⁴⁾ In 2024 the Company experienced no incidents or complaints related to consumer rights violations.

⁽⁵⁾ In 2024 the Company experienced no incidents or complaints related to business partner rights violations.

⁽⁶⁾ In 2024 the Company experienced no instances or events that resulted in disputes with the community/society.

⁽⁷⁾ In 2024 the Company experienced no instances or events related to cybersecurity breaches or customer data leaks.

⁽⁸⁾ In 2024 the Company experienced no instances or events related to occupational safety and health.

Fair labor practice

Disclosure boundary in fair labor practice in the past years

Boundary type : Company

Total number of disclosure boundaries : 1

Information on employees and labor management plan

Employees and labor management plan

The company's employee and labor management plan : Yes

Employee and labor management plan implemented : Fair employee compensation, Employee training and development, Promoting employee relations and participation, Occupational health and safety in workplace
by the Company in the past year

The company has established a plan and guidelines for engaging with each stakeholder group, including expectations and how to respond to their expectations, as follows:

- Be fair, equal, and impartial in assigning responsibilities and evaluating annual performance for appropriate compensation considerations.
- Support capacity building to enhance employee performance and career advancement.
- Encourage employees to understand the code of conduct.
- Provide appropriate welfare and quality of life activities for employees.
- Comply with relevant laws and standards and treat employees fairly and respect human rights.
- Treat employees with integrity; listen to their opinions/suggestions reasonably.

Information on setting employee and labor management goals

Setting employee and labor management goals

Does the company set employee : No
and labor management goals?

Information on performance and outcomes for employee and labor management

Performance and outcomes for employee and labor management

Performance and outcomes for employee and labor : Yes
management

The company places importance on fair labor practices and human rights, ensuring equity and non-discrimination in all aspects, including recruitment, compensation, promotion, training, and employee development. This commitment to equality applies regardless of gender, age, educational background, ethnicity, religion, social status, or differing political views. The company adheres to human rights agreements and labor laws in collaboration with national and international associations and organizations. There is no employment of child labor under the age of 18, nor is there any hiring of illegal foreign labor. In 2024, the company had no reported cases of human rights violations related to discrimination, nor were there any other human rights violations or complaints concerning business operations.

Information on employment

Employment

	2022	2023	2024
Total employees (persons)	142	197	240
Male employees (persons)	78	128	161
Percentage of male employees (%)	54.93	64.97	67.08

	2022	2023	2024
Female employees (persons)	64	69	79
Percentage of female employees (%)	45.07	35.03	32.92

Number of employees categorized by position

	2022	2023	2024
Total number of employees in operational level (Persons)	N/A	N/A	195
Percentage of employees in operational level (%)	N/A	N/A	81.25
Total number of employees in management level (Persons)	N/A	N/A	35
Percentage of employees in management level (%)	N/A	N/A	14.58
Total number of employees in executive level (Persons)	N/A	N/A	10
Percentage of employees in executive level (%)	N/A	N/A	4.17

Number of male employees categorized by position

	2022	2023	2024
Total number of male employees in operational level (Persons)	N/A	N/A	134
Percentage of male employees in operational level (%)	N/A	N/A	83.23
Total number of male employees in management level (Persons)	N/A	N/A	21
Percentage of male employees in management level (%)	N/A	N/A	13.04
Total number of male employees in executive level (Persons)	N/A	N/A	6
Percentage of male employees in executive level (%)	N/A	N/A	3.73

Number of female employees categorized by position

	2022	2023	2024
Total number of female employees in operational level (Persons)	N/A	N/A	61
Percentage of female employees in operational level (%)	N/A	N/A	77.22
Total number of female employees in management level (Persons)	N/A	N/A	14

	2022	2023	2024
Percentage of female employees in management level (%)	N/A	N/A	17.72
Total number of female employees in executive level (Persons)	N/A	N/A	4
Percentage of female employees in executive level (%)	N/A	N/A	5.06

Number of employees categorized by department over the past year

Department / Line of work / Unit / Business group	Number of employees
Project Management	3
Technical and Design	15
Business Development	9
Information Technology	5
Special Projects	153
Budget Control	3
Administration	27
Accounting	9
Finance	5
Human Resources	6
Secretary	3
Corporate Public Relations	2
Total number of employees	240

Significant changes in the number of employees

Significant changes in number of employees over the past 3 : No
Years

Employment of workers with disabilities

	2022	2023	2024
Total employment of workers with disabilities (persons) ⁽⁹⁾	2	2	2
Total number of employees with disabilities (Persons)	2	2	2
Total male employees with disabilities (persons)	2	2	2
Total female employees with disabilities (persons)	0	0	0
Percentage of disabled employees to total employees (%)	1.41	1.02	0.83

	2022	2023	2024
Total number of workers who are not employees with disabilities (persons)	0	0	0
Contributions to empowerment for persons with disabilities fund	Yes	Yes	Yes

Remark: ⁽⁹⁾ In 2023, the company employed people with disabilities in accordance with the legally mandated quota and made contributions to the Fund for Empowerment of Persons with Disabilities in full and on time.

Information on compensation of employees

Employee remuneration by gender

	2022	2023	2024
Total employee remuneration (baht)	54,684,626.00	65,281,224.00	94,843,695.00
Total male employee remuneration (baht)	29,880,494.00	39,365,786.00	52,684,343.00
Percentage of remuneration in male employees (%)	54.64	60.30	55.55
Total female employee remuneration (baht)	24,804,132.00	25,915,438.00	42,159,352.00
Percentage of remuneration in female employees (%)	45.36	39.70	44.45
Average remuneration of employees (Baht / Person)	385,103.00	331,376.77	395,182.06
Average remuneration of male employees (Baht / Person)	383,083.26	307,545.20	327,231.94
Average remuneration of female employees (Baht / Person)	387,564.56	375,586.06	533,662.68
Ratio of average remuneration of female employees to male employees	1.01	1.22	1.63

Provident fund management policy

Provident fund management policy : Have

The company has established a provident fund, which is officially registered and managed by MFC Asset Management Public Company Limited since January 30, 2015. Members will receive their accumulated funds, including the company's contributions and the benefits from both amounts upon termination of employment, except in the case where a member's employment is terminated due to dismissal without severance pay. In such cases, the member will not receive the company's contributions and benefits.

Provident fund for employees (PVD)

	2022	2023	2024
Number of employees joining in PVD (persons)	77	89	87
Proportion of employees who are PVD members (%)	54.23	45.18	42.65
Total amount of provident fund contributed by the company (baht)	410,253.00	907,508.00	901,667.00

	2022	2023	2024
Percentage of total amount of provident fund contributed by the Company to total employee remuneration (%)	0.75	1.39	0.95

Information on employee development

Employee training and development

	2022	2023	2024
Average employee training hours (Hours / Person / Year)	5.80	9.70	6.40
Total amount spent on employee training and development (Baht)	997,386.03	982,012.45	1,145,723.97
Percentage of training and development expenses to total expenses (%) ^(*)	0.001750	0.001321	0.001581
Percentage of training and development expenses to total revenue (%) ^(*)	0.001631	0.001291	0.001436

Additional explanation : ^(*) Total revenues and expenses from consolidated financial statement

Information on safety, occupational health, and work environment

Statistic of accident and injuries of employees from work

	2022	2023	2024
Total number of lost time injury incidents by employees (Cases)	0	1	0
Total number of employees that lost time injuries for 1 day or more (Persons)	0	1	N/A
Percentage of employees that lost time injuries for 1 day or more (%)	0.00	0.51	N/A
Total number of employees that fatalities as a result of work-related injury (Persons)	0	0	N/A
Percentage of employees that fatalities as a result of work-related injury (%)	0.00	0.00	N/A

Additional explanation : ^(*) The company with the total number of employees over 100 or more

^(**) The company with the total number of employees less than or equal to 100

Information on promoting employee relations and participation

Employee engagement

	2022	2023	2024
Total number of employee turnover leaving the company voluntarily (persons)	40	25	32

	2022	2023	2024
Total number of male employee turnover leaving the company voluntarily (persons)	N/A	N/A	23
Total number of female employee turnover leaving the company voluntarily (persons)	N/A	N/A	9
Proportion of voluntary resignations (%)	28.17	12.69	13.33
Percentage of male employee turnover leaving the Company voluntarily (%)	N/A	N/A	9.58
Percentage of female employee turnover leaving the Company voluntarily (%)	N/A	N/A	3.75
	2022	2023	2024
Evaluation result of employee engagement	Yes	Yes	Yes

Employee internal groups

Employee internal groups : No

Responsibility to customers/ consumers

Information on responsibility to customers/consumers policy

Consumer data privacy and protection policy and guidelines

Consumer data privacy and protection policy and guidelines	:	Yes
Consumer data privacy and protection guidelines	:	Collection of personal data, Use or disclosure of data, Security measures of personal data

Responsible sales and marketing policy and guidelines

Responsible sales and marketing policy and guidelines	:	Yes
Responsible sales and marketing guidelines	:	Marketing communications that respect the law, adhere to relevant regulations, and consider consumer rights., Not supporting advertisements or promotional activities that encourage illegal acts or immoral conducts

Policy and guidelines on communicating the impact of products and services to customers / consumers

Policy and guidelines on communicating the impact of products and services to customers / consumers	:	Yes
Policy and guidelines on communicating the impact of products and services to customers / consumers	:	Appropriate marketing communications for vulnerable groups, including children or youth under 12 years old, Appropriate marketing communications through digital channels

Information on customer management plan

Customer management plan

Company's customer management plan	:	Yes
Customer management plan implemented by the company in the past year	:	Responsible production and services for customers, Development of customer satisfaction and customer relationship

The company's operational approach focuses on meeting customer needs with technically sound proposals, adhering to contract terms and conditions, delivering projects on time and accurately, offering fair and equitable pricing, and continuously improving services based on customer feedback. In 2023, the company did not receive any significant complaints from clients.

The company aims to enhance customer satisfaction by evaluating the satisfaction of both government and private sector clients who have signed contracts. The target customer satisfaction rate is no less than 85%. In 2023, the company achieved an average customer satisfaction score of 85%.

Information on setting customer management goals

Setting customer management goals

Does the company set customer management goals	:	Yes
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Details of setting customer management goals

Target(s)	Indicator(s)	Base year(s)	Target year(s)
• Development of customer satisfaction and customer relationship	Customer satisfaction assessment results	2022: -	2025: Have a satisfaction rating of at least 85%.

Information on performance and results of customer management

Performance and outcomes of customer management

Performance and outcomes of customer management : Yes

The company has guidelines for practice by responding to customer needs with academically sound proposals. The company operates under the terms and conditions stipulated in the contract completely, accurately, and delivers work on time. The company offers fair, just, and equal pricing and will improve services if customers have suggestions for improvement. For the year 2024, the company has not received any significant complaints from customers.

The company aims to enhance customer satisfaction by evaluating the satisfaction of both public and private sector clients who have signed contracts. The company sets a target of customer satisfaction of no less than 85 percent. In 2024, the company had an average customer satisfaction score of 86 percent.

Customer satisfaction

	2022	2023	2024
Evaluation results of customer satisfaction	Yes	Yes	Yes

Channels for receiving complaints from customers/consumers

Company's channels for receiving complaints from : Yes
customers/consumers

Telephone : +66 (0) 2532-3623

Fax : +66 (0) 2532-3566

Email : admin@index.co.th

Company's website : <https://investor.index.co.th/th/contact/informatio>

Address : 1/814 Moo.17 Soi Amphorn Phaholyothin Rd.
KhukotLamlukka, Pathumthani, 12130, Thailand

Responsibility to community/ society

Information on community development and engagement policies

Community development and engagement policies

Community development and engagement policies : Yes

Information on community and social management plan

Community and social management plan

Company's community and social management plan : No

Information on setting of community and social management goals

Setting of community and social management goals

Does the company set community and social management : No
goals

Information on outcomes and results of community and social management

Performance and outcomes of community and social management

Performance and outcomes of community and social : No
management

Benefit from implementing social development project

Financial benefits

Does the company measure the financial benefits from social : No
development?

Non-financial benefits

Does the company measure the non-financial benefits from : No
social development?

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ESG Performance

Company Name : INDEX INTERNATIONAL GROUP PUBLIC COMPANY LIMITED

Symbol : IND

Market : mai

Industry Group : Property & Construction

Sector : SECTOR 0

Corporate Governance Policy

Information on overview of the policy and guidelines

Corporate governance policy and guidelines

Corporate governance policy and guidelines : Yes

Policies and practices relating to the Board of Directors include:

1. Nomination and Appointment of Directors, President of the Board of Directors, and Chief Executive Officer
2. Determination of Remuneration for Directors, President of the Board of Directors, and Chief Executive Officer
3. Board Independence from Management
4. Board Development
5. Board, President of the Board of Directors, and Chief Executive Officer Performance Evaluation
6. Oversight of Subsidiaries and Affiliates

Policy and guidelines related to the board of directors

Are there policy and guidelines related to the board of directors : Yes

Guidelines related to the board of directors : Nomination of Directors, Determination of Director Remuneration, Independence of the Board of Directors from the Management, Director Development, Board Performance Evaluation, Corporate Governance of Subsidiaries and Associated Companies

Nomination of Directors

Recruitment and Appointment of Directors, Chairman of the Board of Directors and Chief Executive Officer

The Board of Directors has appointed a Nomination and Remuneration Committee to be responsible for the recruitment and consideration of suitable candidates for appointment as directors, Chairman of the Board of Directors and Chief Executive Officer. The persons appointed as directors, Chairman of the Board of Directors and Chief Executive Officer of the Company must meet the qualifications stipulated in Section 68 of the Public Limited Company Act B.E. 2535 and the Notification of the Capital Market Supervisory Board No. Tor Jor. 39/2559 Re: Application for and Permission to Offer Newly Issued Shares for Sale, have expertise and work experience that are beneficial and consistent with the Company's business strategy, with the following components and criteria:

Recruitment and Election of Directors

The election of the Company's directors shall be conducted at the shareholders' meeting in accordance with the following criteria:

- 1) Each shareholder shall have one vote for each share held.
- 2) In the election of directors, the method of voting for directors may be by individual vote or by multiple votes at a time, as the shareholders' meeting may deem appropriate, but in each voting, the shareholders must vote with all the votes they have under Item 1. The shareholders cannot divide their votes in the election of directors to give more or less to any person in accordance with Section 70, paragraph one of the Public Limited Company Act (i.e., NON-CUMULATIVE VOTING).
- 3) The persons who receive the highest number of votes in descending order shall be elected as directors, up to the number of directors to be appointed or elected at that time. In the event that the persons who receive the next highest number of votes have an equal number of votes exceeding the number of directors to be appointed or elected at that time, the chairman of the meeting shall have the casting vote.
- 4) The Board of Directors shall hold office for a term of 3 years as stipulated in the Company's Articles of Association, that is, at each Annual General Meeting of Shareholders, one-third (1/3) of the directors then in office shall retire from office. If the number of directors cannot be divided into three equal parts, the number of directors to retire shall be the number nearest to one-third (1/3). The retiring directors may be re-elected.

- 5) In addition to the expiration of the term as specified in the Company's Articles of Association, a director shall cease to hold office upon
- a. Death
 - b. Resignation
 - d. Disqualified or prohibited under the Public Limited Company Act or the Securities and Exchange Act.
 - e. The shareholders' meeting resolves to remove the director before the expiration of his/her term by a vote of not less than three-fourths of the number of shareholders present at the meeting and entitled to vote, and holding not less than one-half of the total number of shares held by the shareholders present at the meeting and entitled to vote.
 - c. Court order to remove
- 6) Any director who wishes to resign from the office shall submit a letter of resignation to the Company. The resignation shall take effect from the date on which the letter of resignation reaches the Company. The director who resigns under the first paragraph may also notify the Registrar of his/her resignation.
- 7) In the event that a vacancy on the Board of Directors occurs for any reason other than the expiration of the term of office, the Board of Directors shall elect a person who is qualified and not disqualified under the Public Limited Company Act or the Securities and Exchange Act to be a director of the Company at the next meeting of the Board of Directors, unless the remaining term of office of such director is less than two (2) months. The person who is appointed as a substitute director shall hold office only for the remaining term of office of the director whom he/she replaces. The resolution of the Board of Directors under the first paragraph must be passed by a vote of not less than three-fourths (3/4) of the remaining directors.

Recruitment and Appointment of Chairman of the Board of Directors and Chief Executive Officer

The Chairman of the Board of Directors and the Chief Executive Officer shall be nominated by the Board of Directors from among the persons whose names are on the Board of Directors at the time of the selection for submission to the Nomination and Remuneration Committee for its consideration, and then to the Board of Directors for approval of the appointment of the nominated person as Chief Executive Officer.

Determination of Director Remuneration

Remuneration of Directors, Chairman of the Executive Board, and Chief Executive Officer

The remuneration of the Board of Directors, Chairman of the Executive Board, and Chief Executive Officer is carefully considered and thoroughly reviewed for appropriateness by the Remuneration and Nomination Committee. This process involves benchmarking against similar industries before presenting the proposed remuneration to the Board of Directors for approval. The remuneration of directors is then submitted to the shareholders' meeting for final approval. If any director is an employee of the company, they will receive this director's remuneration in addition to their regular salary. The remuneration of each director is presented in detail in Section 8.1.2 Attendance and Remuneration of Individual Directors.

Independence of the Board of Directors from the Management

The Company has clearly separated the roles, responsibilities, and accountability of the Board of Directors from those of the management. The Board of Directors is responsible for setting policies and overseeing policy-level compliance with the objectives and main goals of the business. Meanwhile, the management is responsible for day-to-day operations in various areas to comply with the established policies and report to the Board of Directors periodically as appropriate. Therefore, the Chairman of the Board and the Chief Executive Officer are not the same person, and the Chairman of the Board is not an executive director and is not involved in the management of the Company. This is to clearly separate roles and responsibilities and to balance operational power.

Director Development

The Board of Directors places importance on director development by requiring newly appointed directors to attend briefings or receive necessary and beneficial documents for performing their duties. This enables directors to understand the Company's operations and be aware of their roles, responsibilities, and liabilities as directors or independent directors.

Furthermore, the Company encourages directors to continuously seek knowledge and understanding of their roles and the business. Therefore, the Company promotes and facilitates opportunities for all directors to receive additional training in various courses beneficial to their duties regularly. The Company covers the expenses and provides lectures or presentations of information beneficial to the directors' work for continuous development.

In 1984, the Company's directors also attended additional training courses related to their duties as directors, as disclosed in the section on the Recruitment, Development, and Performance Evaluation of the Board of Directors.

Board Performance Evaluation

The Company conducts an annual performance evaluation of the Board of Directors. In 2024, two forms of evaluation were conducted following the Stock Exchange of Thailand's guidelines: the evaluation of the performance of the Board of Directors by all 9 directors, which is divided into 4 topics:

- (1) Board structure and qualifications
- (2) Board meetings
- (3) Roles, duties, and responsibilities of the Board of Directors
- (4) Other matters

and self-assessment of individual directors, which is divided into 3 topics: (1) Board structure and qualifications (2) Board meetings, and (3) Roles, duties, and responsibilities of the Board of Directors to help the Board consider and review performance, issues, and obstacles, and to use the evaluation results and suggestions to improve work efficiency for maximum benefit.

For the performance evaluation of the subcommittees, namely the Audit Committee, the Risk Management Committee, and the Nomination and Remuneration Committee, the Executive Committee in 2024, the Company Secretary sent out two evaluation forms following the Stock Exchange of Thailand's guidelines, which are the evaluation of the performance of the subcommittees by the directors at that time, which is divided into 3 topics: (1) Structure and qualifications of the committee (2) Subcommittee meetings, and (3) Roles, duties, and responsibilities of the subcommittee and self-assessment of each subcommittee, which is divided into 3 topics: (1) Structure and qualifications of the committee (2) Committee meetings, and (3) Roles, duties, and responsibilities of the committee.

The evaluation forms all have the following evaluation criteria: Level 4 equals Excellent, Level 3 equals Good, Level 2 equals Fair, Level 1 equals Needs Improvement. The summary of the evaluation results of the Board of Directors and subcommittees is detailed in Section 8.1.1 Recruitment, Development, and Performance Evaluation of the Board of Directors and Executives.

In addition, in 2024, the Company has set forth an annual performance evaluation of the Chairman of the Executive Committee and the Chief Executive Officer compared to the annual goals and plans jointly set. The performance evaluation criteria have been approved by the Nomination and Remuneration Committee, which is divided into the following:

1. Performance Evaluation of the Chairman of the Executive Committee Divided into 5 topics:

- (1) Ability to drive and manage according to policies, directions, strategies, and the main management structure of the Company's business to be consistent with and supportive of the economic conditions and competition.
- (2) Having experience, knowledge, and ability to manage appropriately for the position.
- (3) Performing duties to inspect, monitor, and follow up on policies and operational guidelines of the Company as prescribed to be effective and conducive to the business environment.
- (4) Ability to manage the business plan, budget, and various operations of the Company in conjunction with the Chief Executive Officer and the Executive Committee, and report to the Board of Directors for acknowledgement and approval in accordance with the Company's regulations.
- (5) Ability to enable the Company to achieve its operational goals.

2. Performance Evaluation of the Chief Executive Officer Divided into 6 topics:

- (1) Vision in leading the organization to success
- (2) Ability to develop clear missions, policies, and strategic plans
- (3) Experience, knowledge, and ability in management
- (4) Leadership, having command skills
- (5) Ability to create processes that enable monitoring and control to work.
- (6) Ability to enable the Company to achieve its operational goals

The evaluation levels are as follows: Level 4 equals Excellent, Level 3 equals Good, Level 2 equals Fair, Level 1 equals Slight, Level 0 equals No implementation. The summary of the performance evaluation of the Chairman of the Executive Committee and the Chief Executive Officer is detailed in the section on Recruitment, Development, and Performance Evaluation of the Board of Directors and Executives.

Corporate Governance of Subsidiaries and Associated Companies

As of December 31, 2023, the Company did not have any investments in subsidiaries or associated companies. Therefore, there was no policy established for the governance of subsidiaries and associated companies.

However, the Board of Directors has established a mechanism to govern subsidiaries or associated companies that may arise in the future to protect the interests of the Company's investments. This includes appointing individuals to represent

the Company as directors, executives, and persons with control in subsidiaries or associated companies. It also includes defining the scope of authority and responsibilities to serve as clear operational guidelines, as well as establishing a supervisory mechanism through the disclosure of financial reports. This includes conducting intercompany transactions with such subsidiaries or associated companies using criteria related to information disclosure and transaction reporting that comply with the criteria and regulations of relevant agencies. Furthermore, there is rigorous monitoring, evaluation, and inspection through adequate and appropriate internal control systems to ensure that the business operations of subsidiaries are conducted to maximize the benefits to the Company.

Policy and guidelines related to shareholders and stakeholders

Policy and guidelines related to shareholders and stakeholders	:	Yes
Guidelines and measures related to shareholders and stakeholders	:	Shareholder, Employee, Customer, Business competitor, Business partner, Creditor, Community and society, Other guidelines regarding shareholders and stakeholders

Shareholder

Equal Treatment of Shareholders

Shareholders' Rights

The Company considers the rights of shareholders equally. The Company has therefore established a corporate governance policy on the guidelines for the treatment of shareholders and stakeholders, which was approved for use in writing and last reviewed on August 9, 2024 (the Company's Corporate Governance Policy is published on the website www.index.co.th) The Board of Directors recognizes and attaches importance to the rights of shareholders, encourages shareholders to exercise their rights, and does not violate or infringe upon the rights of shareholders, whether it is fundamental rights, receiving appropriate, sufficient, and timely information equally without discrimination, as well as focusing on enabling shareholders, who are like owners of the business, to have the opportunity to be aware of the Company's operating results and participate in decision-making through shareholders' meetings, which the Company considers an important duty and responsibility to manage meetings to be transparent, fair, beneficial to shareholders and stakeholders by complying with the regulations and guidelines set by the regulators. All shareholders have the right to attend the meeting, the right to appoint a proxy to attend the meeting and vote on their behalf, the right to vote to elect or remove directors, the right to vote to appoint and determine the remuneration of the auditor, the right to vote to change the Company's important policies. In addition, shareholders have the right to propose additional agenda items and nominate qualified persons to be appointed as directors in advance of the shareholders' meeting, according to the criteria set by the Company.

In 2024, the Company held the 2024 Annual General Meeting of Shareholders on April 25, 2024. The Company has taken steps to ensure that shareholders receive their rights regarding shareholder meetings in accordance with the law and good corporate governance standards, including facilitating shareholders as follows:

- 1) The Company provides an opportunity for shareholders to propose agendas, lists of directors, and submit questions in advance between 1 October 2023 and 31 December 2023.
- 2) The Company disclosed the resolution of the Board of Directors Meeting No. 3/2024 on February 22, 2024, which resolved to hold the 2024 Annual General Meeting of Shareholders on April 25, 2024, on the website of the Stock Exchange of Thailand from the date of the resolution to set the meeting date.
- 3) Prior to the Annual General Meeting of Shareholders, the Company sends a notice of meeting to shareholders, which includes the date, time, venue, map of the venue, and details of the agenda completely and sufficiently in accordance with the law, the requirements of the Stock Exchange of Thailand, and the Company's Articles of Association. The notice of meeting is accompanied by a proxy form and documents attached to the agenda, including the Company's Articles of Association relating to shareholder meetings, to shareholders for their consideration at least 22 days prior to the meeting date. The notice of meeting contains sufficient details of the agenda to be used in making a decision to vote on each agenda item. Each agenda item will clearly state whether it is for acknowledgement or for consideration, including the opinion of the Board of Directors, which is sufficient and clear for shareholders to make a decision in exercising their voting rights. In addition, the Company has published the notice of meeting and meeting documents in both Thai and English on the Company's website in advance for shareholders to be informed conveniently and quickly, which is the same information that the Company sends to shareholders in document form. The Company also published the notice in a Thai daily newspaper for 3 consecutive days.

In attending the shareholders' meeting, the Company has notified the details of the necessary documents that shareholders must present in full to reserve the right to attend the meeting and attached a proxy form as prescribed by the Ministry of Commerce, along with the names of independent directors, so that shareholders who wish to appoint a proxy to attend

the meeting can choose to give a proxy to attend the meeting and vote on their behalf.

- 4) On the day of the shareholders' meeting, the Company allows shareholders to register to attend the meeting at least 2 hours in advance of the meeting time and facilitates shareholders before the meeting, such as preparing the venue and reception staff, providing a sufficient number of registration staff, using a barcode system for registration to make the registration of each shareholder and proxy attending the meeting convenient and fast, and printing ballot papers for each agenda item to shareholders.
- 5) Before the start of the Company's shareholders' meeting, the Company Secretary clearly explained the voting and vote counting methods. The voting and vote counting were conducted transparently. For voting by voice, the Company will count 1 share as 1 vote and the majority vote will be the resolution, except in the case of a special resolution that requires a vote of not less than three-fourths of the total votes of the shareholders present and entitled to vote.
- 6) During the meeting, the chairman of the meeting provides an opportunity for all shareholders to have equal rights to express their opinions and ask questions by allocating sufficient meeting time and allowing the relevant directors to clarify and provide complete information to shareholders.
- 7) After the meeting, the Company disclosed the resolutions of the shareholders' meeting through the website of the Stock Exchange of Thailand immediately and recorded the minutes of the meeting, which consist of important information, including the resolutions of the meeting and the voting results, divided into the number of votes for, against, abstentions, and spoiled ballots for each agenda item, in writing. The minutes also record questions, clarifications, and opinions of the meeting completely for shareholders to review and are sent to relevant agencies within 14 days from the date of the shareholders' meeting.

Promoting the Exercise of Shareholders' Rights

In treating shareholders equally, in addition to considering the shareholders' rights mentioned in the previous topics, the Company also treats all shareholders fairly and equally by promoting the exercise of the following rights:

- 1) Prior to the shareholders' meeting, the Company provides an opportunity for shareholders to propose matters that they deem beneficial to the Company for consideration to be included in the agenda of the Annual General Meeting of Shareholders, including nominating persons who meet the qualifications specified by the Company to be considered for election as directors at the same shareholders' meeting. The Company has announced to inform shareholders of such rights through the information disclosure system of the Stock Exchange of Thailand and disclosed the criteria and procedures on the Company's website. The Company has determined the qualifications of shareholders who have the right to propose additional agenda items and nominate persons for election as directors in advance as follows:
 - Be a shareholder of the Company, which may be a single shareholder or several shareholders holding shares totaling not less than 5 percent of the total number of shares entitled to vote of the Company.
 - Hold shares in the Company continuously from the date of holding shares until the date of proposing the agenda for a period of not less than 12 months and must hold shares on the date of proposing the agenda or nominating a director. However, in 2024, no shareholders submitted a mortgage requesting to add an agenda and nominate such directors.
- 2) Establish a Code of Conduct to serve as a guideline for directors, executives, and employees of the Company to conduct themselves properly with honesty, integrity, prudence, and responsibility, which has been approved in writing and was last reviewed by the Board of Directors Meeting No. 6/2024 on August 9, 2024.
- 3) Establish guidelines for internal data retention and guidelines for preventing the use of internal information to prevent directors, executives, or employees from using internal information to benefit themselves or others improperly.

Employee

Responsibility to employees By complying with relevant laws and standards and treating employees fairly and respecting human rights, including setting fair compensation and benefits, providing welfare not less than or exceeding the legal requirements as appropriate, taking care of health, hygiene, and safety at work, providing training, developing potential and promoting advancement, as well as providing opportunities for employees to develop work skills in other areas.

Customer

Customer Responsibility By complying with relevant laws and standards and considering health, safety, fairness, customer data protection, after-sales service throughout the product and service lifecycle, monitoring and measuring customer satisfaction for product and service improvement. In addition, advertising, public relations, and sales promotions must be conducted responsibly, without causing misunderstanding or taking advantage of customer misunderstandings.

Business competitor

Responsibility to competitors By competing fairly, conducting business transparently, and not creating unfair competitive advantages.

Business partner

Responsibility to partners With fair procurement processes, contract terms, and agreements, providing knowledge, developing potential, and enhancing the ability to produce and deliver services that meet standards, clarifying and ensuring that partners respect human rights and treat their workers fairly, taking responsibility for society and the environment, including monitoring, inspecting, and evaluating partners to develop sustainable business operations.

Creditor

Responsibility to creditors By complying with the framework of laws and contracts, and strictly adhering to the borrowing/collateral conditions as per the agreements or contracts. In the event of force majeure, the Company is unable to comply with the contractual obligations and/or there are reasons for default, the Company will not conceal the facts and will promptly notify the creditors to consider solutions together with reasonableness.

Community and society

Community Responsibility By applying business knowledge and experience to develop projects that can concretely benefit the community. There is a follow-up and measurement of progress and long-term success.

Environmental Responsibility By preventing, reducing, managing, and ensuring that the company does not create or cause negative impacts on the environment. This covers the use of raw materials, energy consumption (for production, transportation, or in the office), water usage, the use of renewable resources, the discharge and management of waste generated from business operations, greenhouse gas emissions, etc.

Information Disclosure and Transparency

Corporate Information Reporting

The Company places great importance on disclosing information, news, and various data to stakeholders. Therefore, the Company has established guidelines for disclosing both financial and general information in strict compliance with the regulations of regulatory bodies and relevant laws. The Company discloses information in both Thai and English through the electronic system of the Stock Exchange of Thailand and the Company's website. The information is kept up-to-date.

In addition to the aforementioned important information disclosure channels, in 2024, the Company also organized briefings on the Company's business and operations for securities analysts, investors, and the media through the "Opportunity Day" event organized by the Stock Exchange of Thailand, which was held twice.

Investor Relations

The Company has an Investor Relations Department to communicate, provide information, and facilitate contact for shareholders, investors, analysts, and relevant regulatory agencies to receive sufficient, accurate, complete, transparent, and equal information. Shareholders, investors, or interested parties can contact the Investor Relations Department directly via email at ir@index.co.th or by phone at 0-2532-3623 ext. 404

Information on business code of conduct

Business code of conduct

Business code of conduct : Yes

The company practices and ensures that officers involved in business operations adhere to business ethics as follows:

- Conduct business with honesty, integrity, and operate with social responsibility, both legally and ethically, and strive to do good for individuals, communities, society, and the environment.
- Treat customers fairly in terms of products and services without discrimination.
- Conduct business with a standardized operating system and good control, using knowledge and abilities to the fullest with caution, with sufficient information and verifiable evidence, and strictly adhere to relevant regulations.
- Do not disclose customer information that they have become aware of due to business operations, which is information that would normally be kept confidential according to their duties under the law.
- Disclose information to customers so that they can complain about defective products and services.
- Disclose product and service information accurately and completely.
- Comply with agreements and conditions with customers fairly. If the agreement or conditions cannot be met, notify the customer immediately to find a solution together.

Code of Conduct and Ethics for Executives and Employees

The company has established a code of conduct, ethics, charter, policies, and practices for executives and employees covering the scope of effective business operations. This is to ensure that those involved in the work can apply it to customers, partners, business competitors, and shareholders, including society and the environment, as follows:

1. Executives

Executives refer to senior employees with work experience who are assigned to lead specific areas of responsibility, with subordinates under their supervision, working together to achieve the organization's objectives. Therefore, executives should adhere to the code of ethics as leaders in work and training, as well as set good practices to enhance their value as supervisors and role models for good conduct for all employees. Guidelines for executives in various roles are as follows:

1.1 Executives shall treat customers: According to the business ethics practices set by the company.

- a. Respond to customer needs with accurate and professional proposals.
- b. Proceed according to the conditions and terms of the employment contract completely, correctly, and deliver the work on time.
- c. Offer fair, just, and equal prices.
- d. Disclose useful, complete, timely, and undistorted news and information.
- f. Regularly survey satisfaction and improve services as suggested by customers.

1.2 Executives shall treat employees:

- a. Provide fairness, equality, and impartiality in assigning responsibilities and evaluating annual performance for appropriate compensation considerations.
- b. Support capacity building to enhance employee performance and career advancement.
- c. Encourage employees to understand the code of conduct that must be followed.
- d. Provide appropriate welfare and quality of life activities for employees.
- f. Treat employees with integrity, listen to opinions/suggestions reasonably.

1.3 Executives shall treat partners:

- a. Act fairly, do not demand or accept any undue benefits from partners.
- b. If any condition cannot be complied with, notify the partner in advance to jointly find a solution.
- c. Share necessary information about the company's plans for partners to use in planning their support.
- g. Future collaboration.
- e. Negotiate based on the principle of a win-win solution.

1.4 Executives shall treat business competitors:

- a. Positioning / Status Conducting business within the framework of fair competition rules.
- b. Do not seek confidential information from business competitors by dishonest means.
- c. Be supportive and show sportsmanship in all formal competitions.

1.5 Executives shall treat creditors:

- a. Comply with the legal and contractual framework and comply with the borrowing/guarantee conditions according to the agreement or contract strictly.
- b. In the event of force majeure, if it is not possible to comply with the contractual obligations and/or there is a reason for default, notify the creditor as soon as possible to consider finding a solution together with reasonable principles.

1.6 Executives shall treat shareholders:

- a. Perform duties with honesty, integrity, caution, prudence, and sincerity.
- b. Have a broad vision, demonstrate trustworthiness and confidence in the future of the organization.
- c. Do not seek benefits for oneself and associates from the organization's information that has not yet been disclosed to the public.
- d. Do not disclose confidential information of the organization to outsiders, and do not engage in any actions that may result in a conflict of interest.

1.7 Executives shall treat society and the environment:

- a. Comply with or ensure compliance with laws and regulations related to social responsibility.
- b. Cooperate, assist, support, and volunteer for activities that benefit the community and society regularly.
- c. Organize creative activities to motivate employees in the organization to cooperate for the benefit of the public with a sense of sacrifice and sharing.

2. Employees

Employees / Workers should be aware of their responsibilities within the scope of their duties appropriately and

adequately in their work by considering the creation of quality work and a sense of ownership to maintain the stability of the business to be successful and grow. Therefore, in order to enhance good and efficient work, employees should have the following guidelines:

- 2.1 Employees must perform their duties with honesty, integrity, diligence, and perseverance without succumbing to obstacles.
- 2.2 Improve work efficiency to increase personal productivity and organizational productivity.
- 2.3 Strictly comply with the company's rules and regulations.
- 2.4 Respect and obey supervisors who give orders in accordance with the company's policies and regulations, as well as relevant laws.
- 2.5 Have unity and solidarity with each other and help each other. Do not initiate conflicts that will lead to damage to individuals and the organization as a whole.
- 2.6 Respect and honor each other by adhering to Thai traditions and the seniority system in Buddhism.
- 2.7 Avoid disclosing or criticizing information or stories of others, both in terms of work and personal matters, in a manner that would cause damage.
- 2.8 Avoid accepting any gifts that may make you feel uncomfortable in performing your duties in the future. If unavoidable, notify your supervisor immediately.
- 2.9 Do not use position to demand, seek personal gain or benefit for oneself or allies, or conduct business in competition with the company in a conflict of interest.
- 2.10 Treat customers and partners with honesty, integrity, and straightforwardness, without discrimination.
- 2.11 Strictly maintain the confidentiality of customers, partners, and the organization.
- 2.12 Report important matters that may affect the company's operations or reputation to the supervisor without delay.
- 2.13 Employees are responsible for maintaining the company's benefits and assets in good condition and fully utilizing them to reduce waste, loss, damage, or premature deterioration.

Policy and guidelines related to business code of conduct

Guidelines related to business code of conduct : Prevention of Conflicts of Interest, Anti-corruption, Whistleblowing and Protection of Whistleblowers, Prevention of Misuse of Inside Information, Anti-unfair competitiveness, Information and IT system security, Environmental management, Human rights

Prevention of Conflicts of Interest

The Company places importance on considering various matters transparently and beneficially to the Company. Therefore, the Company prioritizes the prevention of conflicts of interest, connected transactions, or intergroup transactions. The Company has established guidelines, prohibitions, and considerations to ensure that the Company's directors, executives, and employees understand how to comply with the conflict of interest prevention policy. The following are the key principles:

1. The nominated directors and executives must disclose and submit information on the conflicts of interest of themselves and related persons to the Company. The Company must be informed of the relationships and transactions with the Company and its subsidiaries that may cause conflicts of interest.
2. Require directors and executives to review their own and related persons' conflicts of interest reports at least once a year.
3. Avoid entering into connected transactions with directors, executives, or related persons that may cause conflicts of interest with the Company. In the event that it is necessary to enter into such transactions, the connected transactions must be presented to the Audit Committee through the Company Secretary for consideration before being submitted for approval to the Board of Directors and/or the shareholders' meeting of the Company (as the case may be) in accordance with the procedures set forth in the Company's policy on intergroup transactions. This is in accordance with the rules on connected transactions prescribed by the Stock Exchange of Thailand, the Securities and Exchange Commission ("SEC"), and the Capital Market Supervisory Board.
4. In the event that the Company Secretary deems that any agenda item may potentially lead to a conflict of interest, or if any director or executive may have a conflict of interest in the agenda item, the Company Secretary must notify the Board of Directors or the Sub-Committee (as the case may be) of the potential conflict of interest. The notification shall include the names of the directors and executives who may have a conflict of interest in the meeting agenda to be submitted to the Board of Directors or the Sub-Committee for consideration.
5. Directors and executives who have a conflict of interest in any meeting agenda shall not have the right to vote and shall not participate in the meeting agenda in which they have a direct or indirect conflict of interest. This ensures that the decisions of the Board of Directors are fair and in the best interests of the shareholders.

6. Avoid being a director, executive, or consultant in a business that operates in the same nature as the Company, or a business that is a competitor of the Company, or a business that has a conflict of interest with the Company. However, being a director, executive, or consultant in any other organization can be done if such a position does not conflict with the interests of the Company and does not affect the performance of duties in the Company or its subsidiaries.
7. Directors, executives, and employees must not seek personal gain that conflicts with the interests of the Company and must comply with the Company's policies and business ethics. This is an important matter that must be strictly adhered to in order for the Company to be credible and trustworthy to all stakeholders. The Company shall disseminate the policy and ensure understanding for compliance by employees throughout the Company.

Effective from 11 August 2022. Last policy review on 18 December 2023

Anti-corruption

The Board of Directors, executives, employees of the Group, and related parties shall not demand, engage in, or accept corruption for the benefit of themselves, their families, friends, and acquaintances in any form, both directly and indirectly, covering business and all government and private agencies with which the Company's business is involved. The Company shall regularly review compliance with this policy, as well as review practices and regulations to ensure they are in line with business changes, regulations, and legal requirements.

Anti-Corruption Measures

The Board of Directors, executives, employees of the Group, and related parties must strictly adhere to the anti-corruption policy and business ethics by not engaging in corruption, either directly or indirectly. The Company shall establish the following guidelines:

- 1. Company** Anti-corruption measures must be an integral part of doing business and are the responsibility of the Company's Board of Directors, executives, supervisors, and employees. Everyone at all levels has a part in expressing their opinions on practices to ensure that anti-corruption efforts are achieved in accordance with established policies. The Company shall also review practices and regulations to ensure they are in line with business changes, regulations, and legal requirements.
 - 1.1 Conduct a corruption risk assessment of the Company and establish measures to address such risks.
 - 1.2 Provide orientation and training to personnel to raise awareness and understanding of policies, measures, and operational procedures.
 - 1.3 Establish an internal control system to ensure the efficiency and effectiveness of the anti-corruption policy, covering financial recording processes, accounting, human resource management processes, and other processes related to the Company's operations.
 - 1.4 Provide for reporting, monitoring, and review of compliance with the anti-corruption policy with appropriate procedures to ensure that the policy is comprehensive, adequate, and up-to-date.
 - 1.5 Provide secure communication channels for company personnel and all stakeholders to seek advice, report clues, make suggestions, or file complaints regarding corruption or rights violations, with measures to protect the rights of such individuals.
 - 1.6 Communicate the anti-corruption policy both internally and externally to ensure widespread compliance, including informing subsidiaries, affiliates, other companies under the Company's control, and business representatives to implement the Company's anti-corruption policy.
 - 1.7 Promote the exchange of knowledge, experience, and good practices among other companies in the same industry as the Company, including all stakeholders, to be allies in implementing and participating in anti-corruption activities organized by the Company, associations, chambers of commerce, or other regulatory agencies.

2. Executives and Employees The common good must be prioritized over personal gain, and duties must be performed solely for the benefit of the Company or Group companies to prevent conflicts of interest.

- 2.1 Perform their duties with transparency, including being prepared for audits of their duties by the Company, Group companies, or relevant agencies at all times.
- 2.2 Paying or giving valuables or services, such as gifts, entertainment, travel, to government officials, foreign governments, and related parties, either directly or indirectly, to induce such persons to act or refrain from acting in any way that is illegal is highly inappropriate. This includes not encouraging or participating in such actions by others.
- 2.3 Procurement and hiring must be carried out through the procedures of the Group, with transparency and verifiability.
- 2.4 Expenses for business entertainment and other expenses related to the performance of business contracts can be made in accordance with the stipulated regulations, but must be reasonable and verifiable.

Whistleblowing and Protection of Whistleblowers

The Board of Directors, executives, all employees, or stakeholders of all groups who witness unethical business conduct of the company or cases of rights violations can report whistleblowing/complaints to the Chairman of the Audit Committee, the Complaint Receiving Unit, their supervisor, or the Chief Executive Officer.

Whistleblowing/Complaint Reporting: Please provide your name and telephone number, details of the facts, evidence, and attach any supporting documents. The company will keep the complainant's information confidential. In the event that the complainant does not disclose their name, the complaint must contain sufficient factual details or evidence to clearly demonstrate the act of misconduct.

1. Channels for reporting whistleblowing on fraud and corruption/cases of rights violations

This should be done through the whistleblowing channels provided by the company as follows:

1.1 Sealed letter addressed to the Chief Executive Officer or the Chairman of the Audit Committee, Index International Group Public Company Limited, 1/814 Phaholyothin 60, Phaholyothin Road, Khu Khot Subdistrict, Lam Luk Ka District, Pathum Thani Province 12130

1.2 Company Internal Complaint Box

2. Protection and Confidentiality Measures

To protect the rights of whistleblowers and informants, the company will conceal the name, address, or any information that could identify the whistleblower or informant. The information of whistleblowers and informants will be kept confidential and accessible only to those responsible for conducting the investigation. In the case of a complaint against the Chief Executive Officer, the Audit Committee will be responsible for protecting whistleblowers, complainants, witnesses, and those who provide information in the investigation, ensuring they do not suffer any harm, danger, or injustice as a result of whistleblowing, complaining, testifying, or providing information. Complainants are requested to submit their complaints directly to the Audit Committee.

The Chief Executive Officer has the duty to exercise discretion in issuing orders as deemed appropriate to protect whistleblowers, complainants, witnesses, and those who provide information in the investigation, ensuring they do not suffer any harm, danger, or injustice as a result of whistleblowing, complaining, testifying, or providing information. The Chief Executive Officer may assign any executive to act on their behalf in exercising discretion and issuing orders to protect the safety of whistleblowers, complainants, witnesses, and informants. The assigned executive must not be involved in the reported whistleblowing or complaint, either directly or indirectly (e.g., the accused is their direct subordinate).

Those who receive information from performing duties related to complaints are obligated to keep the information, complaints, and supporting documents of whistleblowers and informants confidential. They are prohibited from disclosing the information to unrelated individuals, except as required by law.

Prevention of Misuse of Inside Information

To control and prevent individuals with inside information or knowledge of information not yet publicly disclosed from using such information in transactions or investments for their own benefit or the benefit of others, which may have consequences at both the individual and organizational levels, as well as to create a more fair and transparent business environment, the Company has established regulations on the use of the Company's undisclosed inside information for personal gain or for the benefit of others as follows:

1. The directors, executives, employees, and staff of the Company must comply with the following:

- a) Must maintain the confidentiality of and/or the Company's inside information.
- b) Must not disclose the confidential and/or inside information of the Company or seek benefits for oneself or for the benefit of any other person, whether directly or indirectly, and whether or not in return for any consideration.
- c) Must not trade, transfer, or accept the transfer of the Company's securities by using confidential and/or inside information of the Company and/or enter into any other juristic act by using confidential and/or inside information of the Company which may cause damage to the Company, whether directly or indirectly.

The directors, executives, employees, and staff of the Company who are in departments that are privy to the Company's inside information should avoid or refrain from trading in the Company's securities during the period of 1 month prior to the disclosure of financial statements to the public. These regulations shall also include the spouses and unemancipated children of the Company's directors, executives, and employees. Any person who violates these regulations shall be deemed to have committed a serious offense.

2. The directors and executives of the Company, including the Company's auditors, must report changes in their

shareholdings in the Company, as well as those of their spouses and unemancipated children, to the Securities and Exchange Commission, pursuant to Section 59 of the Securities and Exchange Act B.E. 2535 (1992), and acknowledge the penalties prescribed by the Securities and Exchange Act B.E. 2535 (1992). The directors and executives shall submit a copy of such report to the Company on the same day as the report is submitted to the SEC, which requires notification within 3 business days.

3. The Company has announced these regulations to the directors, executives, employees, and staff in general.

Effective from 30 April 2023, last policy review on 18 December 2023

Anti-unfair competitiveness

The Board of Directors will ensure that there are mechanisms in place to ensure that the Company conducts its business ethically, with social and environmental responsibility, and without violating the rights of stakeholders. This will serve as a guideline for all parts of the organization to achieve their objectives and main goals sustainably. The Company has established a Code of Business Conduct that covers responsibilities to competitors by competing fairly, conducting business transparently, and not creating unfair competitive advantages.

Information and IT system security

The company recognizes the importance of information technology system security and has established an information technology security policy to guide the use of information technology systems by personnel within the organization. This policy aims to raise employee awareness regarding information technology security and the protection of the company's information systems. It serves as a risk mitigation measure against potential problems and aligns with other company security policies that emphasize secure operations for employees to ensure the stable operation of the company.

Environmental management

The company recognizes its responsibility for the use of natural resources and the environmental impacts of its various activities. Therefore, it has established an environmental policy for employees at all levels, as well as stakeholders, to use as a guideline for their actions, as follows:

1. Conduct business in strict compliance with environmental laws and regulations relevant to the company.
2. Implement pollution control measures both before and after operations to reduce water, air, noise, chemical, and industrial waste pollution from the company's construction project activities.
3. Reduce the use of electricity, water, paper, and consumables within the office by using them economically and maximizing resource efficiency.
4. Choose environmentally friendly materials and equipment by selecting products with low greenhouse gas emissions (Low Carbon) or materials that can be recycled.
5. Promote training to educate employees at all levels to understand and be aware of the importance of environmental care and focus on the efficient use of energy and natural resources in the company's various activities.

Effective from November 12, 2021. The policy was last reviewed on November 11, 2023.

Human rights

To ensure that business operations are free from human rights violations in all business activities, the Company has established human rights practices to provide the Board of Directors, executives, and employees with an understanding of how to comply with the human rights policy as follows:

1. Respect and treat everyone equally in accordance with human rights principles. Treat each other with dignity, free from discrimination, harassment, and intimidation in all forms due to differences in ideology, nationality, race, religion, gender, sexual orientation, ethnicity, language, education, family status, social standing, cultural background, age, disability, economic and social status, culture, traditions, or any other status considered a human right.
2. Exercise caution and avoid actions that violate human rights, both directly and indirectly, towards all stakeholders.
3. Support and promote actions to protect human rights among all stakeholder groups in all forms.
4. Communicate, disseminate, educate, create understanding, and establish guidelines for employees and stakeholders. Support partners, business alliances, and contractors involved in business operations to respect and treat everyone in accordance with the human rights policy.
5. Monitor respect for human rights. Do not neglect or ignore any acts that may constitute human rights violations related to the Company. Report such acts to supervisors or responsible persons and cooperate in fact-finding

investigations.

6. The Company will provide fairness and protection to individuals who report human rights violations related to the Company by using measures to protect complainants or those who cooperate in reporting human rights violations.

7. Those who violate human rights, including those who engage in discriminatory behavior, which is a violation of the Company's ethics, will be subject to disciplinary action according to the Company's regulations. In addition, they may be punished by law if such actions are deemed unlawful.

Effective from August 11, 2023. Last revised on December 18, 2023.

Promotion of compliance with the business code of conduct

Promotion for the board of directors, executives, and : Yes
employees to comply with the business code of conduct

Practice 1:

Understanding the Role and Responsibilities of the Board of Directors as Leaders of the Organization in Creating Sustainable Value for the Company

1.1 The Board of Directors shall understand their roles and be aware of their responsibilities as leaders who must oversee good corporate governance, which includes:

- Setting objectives and goals.
- Setting strategies, operating policies, and allocating key resources to achieve objectives and goals.
- Monitoring, evaluating, and overseeing the reporting of performance.

1.2 The Board of Directors shall oversee the company to achieve at least the following Governance Outcomes:

- Be competitive and have good operating results, taking into account long-term impacts.
- Conduct business ethically, respect the rights of, and be accountable to shareholders and stakeholders.
- Be beneficial to society and develop or reduce negative impacts on the environment.
- Be adaptable to change.

In this regard, the Board of Directors will adhere to the following practices in overseeing the company to achieve good corporate governance outcomes:

- 1) The Board of Directors shall prioritize ethical business practices, including social and environmental impacts, in addition to financial performance.
- 2) The Board of Directors shall conduct themselves as role models as leaders in good corporate governance to drive an ethical corporate culture and lead the organization towards long-term sustainability.
- 3) The Board of Directors shall ensure that there are rules and policies for directors, executives, and employees that set forth the principles and guidelines for operations in writing, such as the Code of Conduct. It shall also ensure that there is communication of the rules and policies to ensure that all directors, executives, and employees understand them and that there are sufficient mechanisms in place to facilitate actual compliance with the policies. In addition, the Board of Directors will monitor the implementation and review the policies and practices on a regular basis.

1.3 The Board of Directors shall ensure that all directors and executives perform their duties with Duty of Care, Duty of Loyalty to the organization, and ensure that operations are in accordance with laws, regulations, and resolutions of the shareholders' meeting, as well as policies or guidelines that have been established. There shall be a process for approving important operations according to the authorization manual, such as investments, transactions that have a significant impact on the company, transactions with related persons, acquisition/disposal of assets, and dividend payments.

1.4 The Board of Directors shall understand the scope of duties and responsibilities of the Board and clearly define the scope of delegation of duties and responsibilities to the Chief Executive Officer and management, as well as monitor and ensure that the Chief Executive Officer and management perform their assigned duties.

1) The Board of Directors shall establish a charter or policy on corporate governance for the Board of Directors that specifies the duties and responsibilities of the Board of Directors for reference in the performance of their duties by all directors. The Board of Directors shall review such charter at least annually, as well as regularly review the division of roles and responsibilities of the Board of Directors, the Chief Executive Officer, and management to ensure consistency with the direction of the organization.

2) The Board of Directors shall understand the scope of its duties and delegate the authority to manage the company to management, which shall be recorded in writing. However, such delegation does not relieve the Board of Directors of its duties and responsibilities. The Board of Directors shall monitor and supervise management to perform its assigned duties. The scope of duties of the Board of Directors, the Chief Executive Officer, and management may be divided as follows:

Matters to be supervised

Means matters for which the Board of Directors is primarily responsible for ensuring proper implementation. The Board of Directors may assign management to propose matters for consideration, which include the following:

- Setting objectives and main business goals.
- Creating a corporate culture that adheres to ethics, including setting an example.
- Overseeing the structure and practices of the Board to be appropriate for achieving the objectives and main business goals effectively.
- Establishing a compensation structure that incentivizes personnel to perform in accordance with the organization's objectives and main goals.

Matters to be carried out jointly with management

Means matters that the Board of Directors, the Chief Executive Officer, and management will jointly consider, with management proposing them to the Board for approval. The Board will oversee the overall policy to be consistent with the objectives and main business goals, including instructing management to implement them. The Board of Directors will monitor and have management report to the Board periodically as appropriate, which includes the following matters:

- Setting and reviewing strategies, goals, and annual plans.
- Overseeing the adequacy of the risk management and internal control systems.
- Defining appropriate authority commensurate with management's responsibilities.
- Establishing a framework for resource allocation, development, and budgeting, such as human resource management policies and plans, and information technology policies.
- Monitoring and evaluating performance.
- Ensuring that the disclosure of financial and non-financial information is reliable.

Matters that the Board should not undertake

Means matters that the Board of Directors will oversee at the policy level by assigning the Chief Executive Officer and management to be primarily responsible for implementation, which includes the following matters:

- Execution in accordance with the strategies, policies, and plans approved by the Board. The Board of Directors should allow management to be responsible for operational decisions, such as procurement, recruitment, etc., within the policy framework set and monitor the results without interfering with the decisions, unless necessary.
- Matters prohibited by regulations, such as approving transactions in which directors have a conflict of interest.

Practice 2:**Setting Sustainable Corporate Objectives and Goals**

2.1 The Board of Directors shall establish or ensure that the company's objectives are for sustainability, being objectives that are consistent with creating value for the company, customers, stakeholders, and society as a whole.

1) The Board of Directors is responsible for ensuring that the company has clear and appropriate objectives that can be used as the main idea in defining the Business Model and communicating it to everyone in the organization to move in the same direction by establishing a Vision and Values or Principles and Purposes, or other similar means.

2) In achieving the objectives or main goals, the Board of Directors shall define a Business Model that can create value for the company, stakeholders, and society as a whole by considering:

- The environment and changing factors, including the appropriate use of technology.
- The needs of customers and stakeholders.
- The company's readiness, expertise, and ability to compete.
- The company's objectives.
- The company's main customer groups.
- Profitability or competitiveness by creating value for the company and customers (Value Proposition).
- The company's ability to survive in the long term, under both opportunities and risks that affect the company and its stakeholders.

3) The Board of Directors shall promote the corporate values of good corporate governance, such as Accountability, Integrity, Transparency, and Due Consideration of Social and Environmental Responsibilities.

4) The Board of Directors shall promote communication and reinforce the organization's objectives and main goals in the decisions and actions of personnel at all levels until it becomes a corporate culture.

2.2 The Board of Directors shall oversee that the company's objectives and goals, as well as its medium-term strategies and/or annual plans, are consistent with achieving the company's objectives and main goals, with the appropriate and safe use of innovation and technology.

1) The Board of Directors shall oversee the development of strategies and annual plans that are consistent with the company's objectives and main goals, taking into account the company's environment at that time, as well as acceptable risks and opportunities. It shall also encourage the development or review of objectives, goals, and strategies for the medium term of 3-5 years to ensure that the strategies and annual plans take into account the impact over a longer period

of time and are reasonably foreseeable.

2) In formulating strategies and annual plans, the Board of Directors shall oversee the analysis of the environment, factors, and risks that may affect stakeholders throughout the value chain, as well as factors that may affect the achievement of the company's main goals. There shall be a mechanism to truly understand the needs of stakeholders, which has the following principles:

(1) Clearly identify the methods, processes, channels for participation, or channels for communication between stakeholders and the company so that the company can access and receive information on the issues or needs of each stakeholder group as accurately and closely as possible.

(2) Identify the company's internal and external stakeholders, both individuals, groups of individuals, and organizations, such as employees, investors, customers, business partners, communities, society, the environment, government agencies, and regulators.

(3) Identify stakeholder issues and expectations for analysis and prioritize those issues according to their importance and potential impact on both the company and stakeholders in order to select key issues that will create shared value with stakeholders to implement effectively.

3) In formulating strategies, the Board of Directors shall oversee the promotion of innovation and the use of innovation and technology to create competitiveness and respond to the needs of stakeholders, while remaining based on social and environmental responsibility.

4) The Board of Directors shall set goals that are appropriate to the business environment and the company's potential. The Board of Directors will consider setting both financial and non-financial goals. In addition, the Board of Directors will be aware of the risks of setting goals that may lead to illegal or unethical conduct.

5) The Board of Directors shall oversee the communication of objectives and goals through strategies and action plans throughout the organization.

6) The Board of Directors shall oversee the appropriate allocation of resources and operational control and monitor the implementation of strategies and annual plans by appointing persons responsible for overseeing and monitoring the operations.

Practice 3:

Building an Effective Board of Directors

3.1 The Board of Directors is responsible for determining and reviewing the structure of the Board, both in terms of size, composition, and the proportion of independent directors that is appropriate and necessary to lead the organization towards its stated objectives and main goals.

1) The Board of Directors is responsible for ensuring that the Board is composed of directors with a diversity of skills, experience, abilities, and expertise to ensure that the Board as a whole has the appropriate qualifications to understand and respond to the needs of stakeholders. There must also be at least one non-executive director with experience in the core business or industry in which the company operates.

2) The Board of Directors shall consider the appropriate number of directors to be able to perform their duties effectively, with no less than 5 directors, and no less than half of the total number of directors must reside in Thailand.

3) The Board of Directors shall have a balance between executive and non-executive directors that reflects an appropriate balance of power, whereby:

(1) The majority of the Board of Directors should be non-executive directors who can provide independent views on the work of management.

(2) The independent directors must have the number and qualifications of independent directors in accordance with the criteria of the Securities and Exchange Commission, Thailand, and ensure that the independent directors can work effectively with the entire Board and can express their opinions independently.

4) The Board of Directors shall disclose the policy on the diversity of the Board of Directors and information on directors, such as age, gender, education, experience, shareholding, number of years served as a director, and directorships in other listed companies, in the annual report and on the company's website.

3.2 The Board of Directors shall select a suitable person to be the Chairman of the Board and ensure that the composition and operation of the Board of Directors is conducive to the exercise of independent judgment in decision-making.

1) The Chairman of the Board and the Chief Executive Officer have different duties and responsibilities. The Board of Directors shall clearly define the authority and duties of the Chairman of the Board and the Chief Executive Officer. To prevent any one person from having unlimited power, the company shall separate the person holding the position of Chairman of the Board from the person holding the position of Chief Executive Officer.

2) The Chairman of the Board shall act as the leader of the Board of Directors. The duties of the Chairman of the Board shall cover the following matters:

(1) Supervise, monitor, and ensure that the performance of the Board of Directors is effective and achieves the

organization's objectives and main goals.

(2) Ensure that all directors participate in promoting an ethical corporate culture and good corporate governance.

(3) Set the agenda for Board meetings in consultation with the Chief Executive Officer and have measures in place to ensure that important matters are included on the meeting agenda.

(4) Allocate sufficient time for management to present matters and enough time for directors to discuss important issues thoroughly. Encourage directors to exercise careful judgment and express their opinions freely.

(5) Strengthen good relationships between executive and non-executive directors and between the Board of Directors and management.

3) In the event that the Chairman of the Board and the Chief Executive Officer are not clearly separated, such as when the Chairman of the Board and the Chief Executive Officer are the same person, the Chairman of the Board is not an independent director, the Chairman of the Board and the Chief Executive Officer are members of the same family, or the Chairman of the Board is a member of the Board of Directors, working committees, or has been assigned duties and responsibilities in management, the Board shall promote a balance of power between the Board and management from

(1) The Board of Directors shall consist of a majority of independent directors, or

(2) Appoint an independent director to jointly consider and set the agenda for Board meetings.

4) The Board of Directors shall establish a policy for independent directors to serve a consecutive term of no more than 9 years from the date of their first appointment as an independent director. In the case of appointing an independent director to continue in office, the Board of Directors shall reasonably consider the necessity of such appointment.

5) To ensure that important matters are considered in detail and thoroughly, the Board of Directors shall consider appointing sub-committees to consider specific issues, analyze information, and propose recommendations before submitting them to the Board for approval.

6) The Board of Directors shall oversee the disclosure of the roles and responsibilities of the Board of Directors and sub-committees, the number of meetings and the number of times each director attended meetings in the past year, and the performance reports of all sub-committees.

Participation in anti-corruption networks

Participation or declaration of intent to join anti-corruption : No
networks

Information on material changes and developments in policy and corporate governance system over the past year

Material changes and developments related to the review of policy and guidelines in corporate governance system or board of directors' charter

In the past year, did the company review the corporate : Yes
governance policy and guidelines, or board of directors'
charter

Material changes and developments in policy and guidelines : Yes
over the past year

In 2567, the Board of Directors approved the improvement of the following policies, guidelines, and corporate governance systems:

1. The 6/2567 meeting on August 9, 2567, resolved to approve the review of the following policies:

- Good Corporate Governance Policy by improving and amending Principle 4. Recruitment and Development of Senior Executives and Human Resource Management
- Succession Planning Guideline by improving key positions in the organizational structure

2. The 7/2567 meeting on November 11, 2567, resolved to approve the review of the Vision, Mission, and Values of the organization and to approve the review of the following policies:

- Anti-Fraud and Corruption Policy
- Business Continuity Plan Manual
- Risk Management Policy Manual
- Related Party Transaction Policy
- Corporate Social Responsibility Policy
- Dividend Payment Policy
- Environmental Policy
- Corporate Carbon Footprint Policy

3. The 8/2567 meeting on December 18, 2567, resolved to approve the review of the following policies and manuals:

- Regulations on the Use of Undisclosed Inside Information of the Company for Personal Gain or for the Benefit of Others
- Conflict of Interest Prevention Policy
- Human Rights Policy
- Information Technology Security Policy
- Information Disclosure Policy
- Sustainable Development Policy
- Policy on Criteria for Remuneration of the Chairman of the Executive Committee, Chief Executive Officer, and Senior Management

Implementation of the CG Code for listed companies

Implementation of the CG Code as prescribed by the SEC : Fully implement

Principle 1 : Recognizing the role and responsibilities of the Board as the leader of the organization that creates sustainable value for the Company.

1.1 The Board of Directors shall understand its role and be aware of its responsibilities as a leader in ensuring good corporate governance, which includes:

- Setting objectives and goals.
- Setting strategies, operating policies, and allocating key resources to achieve objectives and goals
- Monitoring, evaluating, and overseeing the reporting of operational results.

1.2 The Board of Directors shall oversee the Company to achieve at least the following Governance Outcomes:

- Competitive and profitable, taking into account long-term impacts.
- Conducting business ethically, with respect for rights, and with responsibility to shareholders and stakeholders
- Beneficial to society and develops or reduces negative impacts on the environment.
- Adaptable to changing factors.

The Board of Directors will adhere to the following practices in overseeing the company to achieve good corporate governance results:

- 1) The Board of Directors shall consider ethical business practices, including the impact on society and the environment, as a priority, in addition to financial performance.
- 2) The Board of Directors will lead by example in good corporate governance to drive a corporate culture that adheres to ethical principles and leads the organization to long-term sustainability.
- 3) The Board of Directors shall establish charters and policies for directors, executives, and employees that set forth the principles and guidelines for operations in writing, such as a Code of Business Conduct. It shall require that these charters and policies be communicated to ensure that all directors, executives, and employees understand them and that there are adequate mechanisms in place to facilitate their implementation. In addition, the Board of Directors shall monitor the implementation and review the policies and practices on a regular basis.

1.3 The Board of Directors shall ensure that all directors and executives perform their duties with Duty of Care, Duty of Loyalty to the organization, and ensure that operations are in accordance with laws, regulations, and resolutions of the shareholders' meeting, as well as policies or guidelines that have been established. There shall be a process for approving important transactions in accordance with the authority manual, such as investments, transactions that have a significant impact on the Company, related party transactions, acquisition/disposal of assets, and dividend payments.

1.4 The Board of Directors will understand the scope of duties and responsibilities of the Board and clearly define the scope of delegation of duties and responsibilities to the Chief Executive Officer and management, as well as monitor and oversee the Chief Executive Officer and management to perform their delegated duties.

- 1) The Board of Directors will establish a charter or policy on corporate governance of the Board that outlines the duties and responsibilities of the Board for use as a reference in the performance of duties by all directors. The Board will review the charter on a regular basis, at least annually, and will review the division of roles and responsibilities of the Board, the Chief Executive Officer, and management on a regular basis to ensure alignment with the direction of the organization.
- 2) The Board of Directors will understand the scope of its duties and delegate the management of the company to management, with a written record of such delegation. However, such delegation does not relieve the Board of Directors of its duties and responsibilities. The Board of Directors must monitor and oversee management to ensure that they perform

their delegated duties. The scope of duties of the Board of Directors, the Chief Executive Officer, and management may be divided as follows:

Matters that should be overseen Refers to matters for which the Board of Directors is primarily responsible for ensuring proper implementation. The Board of Directors may assign management to propose matters for consideration, including the following:

- Setting objectives and main goals for doing business
- Creating a corporate culture that adheres to ethical principles, including leading by example.
- Overseeing the structure and practices of the Board to be appropriate for achieving the objectives and core goals of the business effectively.
- Establishing a remuneration structure that incentivizes personnel to perform in line with the organization's objectives and core goals.

Matters carried out jointly with management Refers to matters that the Board of Directors, the Chief Executive Officer, and management will jointly consider, with management proposing them to the Board of Directors for approval. The Board of Directors will oversee the overall policy to ensure that it is consistent with the objectives and main goals of the business, and will assign management to implement it, with the Board of Directors monitoring and having management report to the Board periodically as appropriate. These matters include the following:

- Setting and reviewing strategies, goals, and annual plans.
- Overseeing the adequacy of the risk management and internal control systems
- Defining appropriate operational authority in line with management's responsibilities.
- Setting the framework for resource allocation, development, and budget, such as human resource management policies and plans, and information technology policies.
- Monitoring and evaluation of operations
- Ensuring the reliability of financial and non-financial disclosures

Matters that the Board should not undertake Refers to matters for which the Board of Directors will provide policy oversight, delegating primary responsibility for implementation to the Chief Executive Officer and management, which include the following:

- Execution in accordance with the strategies, policies, and plans approved by the Board. The Board of Directors should allow management to be responsible for operational decisions, such as procurement, recruitment, etc., within the established policy framework, and monitor and oversee the results without interfering in the decision-making process, unless there is a need to do so.
- Matters prohibited by the regulations, such as the approval of transactions in which directors have a conflict of interest, etc.

Practice 2 : Setting the Company's objectives and core goals for sustainability.

2.1 The Board of Directors will establish or oversee the company's Objectives to be sustainable, consistent with creating value for the company, customers, stakeholders, and society as a whole.

1) The Board of Directors is responsible for ensuring that the Company has clear and appropriate Objectives that can serve as the main idea in defining the Business Model and communicating it to everyone in the organization to move in the same direction, by establishing a Vision and Values or Principles and Purposes, or similar.

2) In achieving its objectives or core goals, the Board of Directors shall define a Business Model that can create value for the Company, its stakeholders, and society as a whole, taking into account:

- Environment and changing factors, including the appropriate use of technology.
- Customer and stakeholder needs
- The company's readiness, expertise, and competitiveness
- The purpose of the Company's establishment.
- The Company's main customer groups.
- Profitability or competitiveness by creating value for the Company and customers (Value Proposition).
- The Company's ability to survive in the long term, under both opportunities and risks that affect the Company and its stakeholders.

3) The Board of Directors shall promote the organization's values of good corporate governance, such as Accountability, Integrity, Transparency, and Due Consideration of Social and Environmental Responsibilities.

4) The Board of Directors will promote communication and reinforce that the organization's objectives and key goals are reflected in the decisions and operations of personnel at all levels, thus becoming the organizational culture.

2.2 The Board of Directors will oversee that the company's objectives and goals, as well as its medium-term strategies and/or annual operating plans, are aligned with the achievement of the company's objectives and goals, with the appropriate and secure use of innovation and technology.

- 1) The Board of Directors will oversee the development of strategies and annual operating plans that are consistent with the company's objectives and goals, taking into account the company's current environment, as well as acceptable opportunities and risks, and encourage the development or review of objectives, goals, and strategies for the medium term of 3-5 years to ensure that strategies and annual operating plans take into account the impact over a longer period of time and are still reasonably foreseeable.
- 2) In formulating strategies and annual plans, the Board of Directors shall ensure that the environment, factors, and various risks that may affect stakeholders throughout the value chain are analyzed, as well as factors that may affect the achievement of the Company's core goals. There are mechanisms in place to ensure a true understanding of stakeholder needs, based on the following principles:
 - (1) Clearly specify the methods, processes, channels for participation, or communication channels between stakeholders and the company so that the company can access and receive information, issues, or needs of each stakeholder group as accurately and closely as possible.
 - (2) Identify internal and external stakeholders of the Company, both individuals, groups of individuals, and organizations, such as employees, investors, customers, business partners, communities, society, the environment, government agencies, and regulators.
 - (3) Identify stakeholder issues and expectations for analysis and prioritization based on their importance and potential impact on both the Company and stakeholders. This is to select key issues that will create shared value with stakeholders for implementation.
- 3) In formulating strategies, the Board of Directors will oversee the promotion of innovation and the use of innovation and technology to create competitiveness and meet the needs of stakeholders, while remaining based on social and environmental responsibility.
- 4) The Board of Directors will set goals that are appropriate to the business environment and the company's potential. The Board of Directors will consider setting both financial and non-financial goals. In addition, the Board of Directors will be aware of the risks of setting goals that may lead to illegal or Unethical Conduct.
- 5) The Board of Directors will oversee the dissemination of objectives and goals through strategies and work plans throughout the organization.
- 6) The Board of Directors shall oversee the allocation of resources and appropriate operational controls and monitor the implementation of strategies and annual plans by assigning individuals to be responsible for overseeing and monitoring performance.

Principle 3 : Building an Effective Board

3.1 The Board of Directors is responsible for determining and reviewing the structure of the Board, both in terms of size, composition, and the proportion of independent directors that is appropriate and necessary to lead the organization towards its stated objectives and core goals.

- 1) The Board of Directors has a duty to ensure that the Board is composed of directors with a diversity of skills, experience, abilities, and expertise to ensure that the Board as a whole has the appropriate qualifications to understand and respond to the needs of stakeholders. There must also be at least one non-executive director with experience in the core business or industry in which the company operates.
- 2) The Board of Directors will consider the appropriate number of directors to be able to perform their duties effectively, with no less than 5 directors and no less than half of the total number of directors residing in Thailand.
- 3) The Board of Directors shall have a balance between executive and non-executive directors that reflects an appropriate balance of power, whereby:
 - (1) The majority of the Board of Directors should be non-executive directors who can provide independent views on the work of management.
 - (2) The number and qualifications of independent directors must comply with the criteria of the Securities and Exchange Commission and the Stock Exchange of Thailand. The Board shall also ensure that independent directors can work effectively with the entire Board and can express their opinions independently.
- 4) The Board of Directors will disclose the policy on determining the composition of a diverse Board of Directors and information on directors, such as age, gender, education, experience, shareholding, number of years served as a director, and directorship in other listed companies, in the annual report and on the company's website.

3.2 The Board of Directors will select a suitable 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 judgment in decision-making.

- 1) The Chairman of the Board and the Chief Executive Officer have different responsibilities. The Board of Directors will

clearly define the authority and responsibilities of the Chairman of the Board and the Chief Executive Officer. To prevent any one person from having unlimited power, the company will separate the person holding the position of Chairman of the Board from the person holding the position of Chief Executive Officer.

2) The Chairman of the Board plays a leading role on the Board of Directors. The duties of the Chairman of the Board shall cover the following matters:

(1) Supervise, monitor, and ensure that the performance of the Board of Directors is effective and achieves the organization's objectives and goals.

(2) Ensure that all directors participate in promoting an ethical corporate culture and good corporate governance.

(3) Set the agenda for Board meetings in consultation with the Chief Executive Officer and have measures in place to ensure that important matters are included on the agenda.

(4) Allocate sufficient time for management to present matters and enough time for the Board to thoroughly discuss important issues. Encourage the Board to exercise sound judgment and express their opinions freely.

(5) Foster good relationships between executive and non-executive directors and between the Board of Directors and management.

3) In the event that the Chairman of the Board and the Chief Executive Officer are not clearly separated, such as when the Chairman of the Board and the Chief Executive Officer are the same person, the Chairman of the Board is not an independent director, the Chairman of the Board and the Chief Executive Officer are members of the same family, or the Chairman of the Board is a member of the Management Committee, working committee, or is assigned management responsibilities, etc., the Board will promote a balance of power between the Board and management by

(1) The Board of Directors is composed of a majority of independent directors, or

(2) Appoint an independent director to jointly consider the agenda of the Board of Directors' meeting.

4) The Board of Directors will establish a policy for independent directors to serve a consecutive term of no more than 9 years from the date of their initial appointment as an independent director. In the event that an independent director is to be reappointed, the Board of Directors will consider the necessity of such reappointment on a reasonable basis.

5) To ensure that important matters are considered in detail and thoroughly, the Board of Directors will consider appointing subcommittees to consider specific issues, filter information, and propose guidelines for consideration before submitting them to the Board for approval.

6) The Board of Directors shall ensure that the roles and responsibilities of the Board of Directors and its subcommittees, the number of meetings held, and the number of meetings attended by each director in the past year are disclosed, along with a report on the performance of all subcommittees.

3.3 The Board of Directors should oversee that the recruitment and selection of directors is transparent and clear in order to obtain a board with the qualifications that are consistent with the defined composition.

1) The Board of Directors shall establish a Nomination and Remuneration Committee, the majority of whose members and the chairman are independent directors.

2) The Nomination and Remuneration Committee shall hold meetings to consider the criteria and process for identifying individuals to serve as directors of the Company with the qualifications to ensure that the Board of Directors has the appropriate mix of knowledge and expertise, including considering the background of such individuals and making recommendations to the Board of Directors prior to submitting them to the shareholders' meeting for appointment as directors of the Company. In addition, the Company shall provide shareholders with sufficient information about the nominees to make an informed decision.

3) The Nomination and Remuneration Committee will review the criteria and process for nominating directors for recommendation to the Board of Directors prior to the nomination of directors whose terms are expiring. In the case of nominating existing directors, the performance of such directors should also be considered.

4) In the event that the Board of Directors appoints any person as an advisor to the Nomination and Remuneration Committee, the information of such advisor shall be disclosed in the annual report, including their independence or lack of conflict of interest.

3.4 In proposing Board remuneration for shareholder approval, the Board of Directors will consider the structure and rate of remuneration to be appropriate to the responsibilities and to motivate the Board to lead the organization to operate according to both short-term and long-term goals.

1) The Board of Directors shall establish a Nomination and Remuneration Committee, the majority of whose members and the chairman are independent directors, to be responsible for considering policies and criteria for determining remuneration.

2) Directors' remuneration shall be aligned with the company's long-term strategies and goals, experience, duties, scope of roles and responsibilities (Accountability and Responsibility), and the expected benefits to be received from each director. Directors who are assigned additional duties and responsibilities, such as being members of subcommittees, should also receive appropriate additional remuneration. This should be comparable to the level prevailing in the same

industry.

3) Shareholders must approve the structure and rate of directors' remuneration, both monetary and non-monetary. The Board of Directors will consider the appropriateness of each form of remuneration, both fixed remuneration (e.g., retainer fees, meeting fees) and performance-based remuneration (e.g., bonuses, gratuities), by linking it to the value the company creates for shareholders, but not at a level that is so high that it leads to a focus on short-term performance.

4) The Board of Directors shall disclose the policy and criteria for determining director remuneration that reflects the duties and responsibilities of each director, as well as the form and amount of remuneration. The amount of remuneration disclosed shall include the remuneration received by each director from being a director of subsidiaries.

5) In the event that the Board of Directors appoints any person as an advisor to the Nomination and Remuneration Committee, the information of such advisor shall be disclosed in the annual report, including their independence or lack of conflict of interest.

3.5 The Board of Directors has a duty to oversee that all directors are accountable for their duties and allocate sufficient time to perform them.

1) The Board of Directors shall ensure that there are mechanisms in place to support directors' understanding of their roles and responsibilities.

2) The Board of Directors will establish criteria for directorships in other companies, taking into account the effectiveness of directors who serve on multiple boards and to ensure that directors can devote sufficient time to their duties to the company. The Board will determine the appropriate number of listed companies on which each director may serve, based on the nature or condition of the company's business, but not exceeding 5 listed companies in total. This is because the effectiveness of a director's performance may be diminished if the number of companies on which the director serves is excessive. In addition, the company has disclosed these criteria.

3) The Board of Directors will ensure that there is a system for reporting other directorships held by directors of the company and that this information is made publicly available.

4) In the event that a director holds a position as a director or executive, or has a direct or indirect interest in another business that has a conflict of interest or could use the Company's opportunities or information for their own benefit, the Board of Directors must ensure that the Company has adequate safeguards in place and that shareholders are informed as appropriate.

5) Each director shall attend at least 75 percent of all Board of Directors' meetings held during the year, except in cases of necessity.

3.6 The Board of Directors is responsible for overseeing the framework and mechanisms for overseeing the policies and operations of subsidiaries (if any) and other businesses in which the Company has made a significant investment, at a level appropriate to each business, and to ensure that subsidiaries and other businesses in which the Company has made a significant investment have a common understanding.

1) The Board of Directors will consider establishing a policy for overseeing subsidiaries (if any), including:

(1) The level of appointment of individuals as directors, executives, or persons with control in subsidiaries, whereby the Board of Directors shall make the appointments, except that in the case of small companies that are Operating Arms of the Company, the Board of Directors may delegate the appointment to the Chief Executive Officer.

(2) Define the scope of duties and responsibilities of the person acting as the company's representative in accordance with (1) and have the company's representative ensure that the performance is in accordance with the subsidiary's policies. In the event that the subsidiary has other joint venture partners, the Board of Directors will establish a policy for the representative to act in the best interests of the subsidiary and in accordance with the parent company's policies.

(3) Appropriate and sufficiently stringent internal control systems of subsidiaries and that all transactions are carried out in accordance with the law and relevant regulations.

(4) Disclosure of financial position and operating results, related party transactions, acquisition or disposal of assets, other significant transactions, capital increases, capital reductions, dissolution of subsidiaries, etc.

2) In the case of significant investments in other businesses, such as holding voting shares of 20 percent but not more than 50 percent, and the investment amount or potential additional investment is significant to the company, the Board of Directors will ensure that a Shareholders' Agreement or other agreement is in place to clarify the authority for management and participation in decision-making on important matters and monitoring of operations. This information can be used to prepare the company's financial statements in accordance with standards and deadlines.

3.7 The Board of Directors shall arrange for an annual performance evaluation of the entire Board of Directors, including an evaluation of the performance of subcommittees and individual directors, in order to review performance, problems, and obstacles each year. The results of the evaluation can be used to develop and improve performance in various areas.

- 1) The Board of Directors will conduct a performance evaluation at least once a year to allow the Board of Directors to jointly consider performance and issues for further improvement and correction, by setting benchmarks to be used to compare performance in a principled manner.
- 2) Performance evaluations shall be conducted both at the group and individual levels, and shall at least include self-evaluations. The Board of Directors may also consider using peer evaluations. The criteria, process, and overall results of the evaluation shall be disclosed in the annual report.
- 3) The Board of Directors may consider having external consultants assist in providing guidance and recommendations on issues related to the Board performance evaluation at least every 3 years and disclose such activities in the annual report.
- 4) The results of the Board of Directors' evaluation must be used in considering the appropriateness of the composition of the Board of Directors.

3.8 The Board of Directors will oversee and ensure that the Board and each director have knowledge and understanding of their roles and responsibilities, the nature of the business, and the laws related to the business, as well as support the continuous development of skills and knowledge for all directors to perform their duties effectively.

- 1) The Board of Directors shall ensure that newly appointed directors receive an orientation and have access to information that is useful for the performance of their duties, including an understanding of the Company's objectives, core goals, vision, mission, corporate values, as well as the nature of the business and the Company's business practices.
- 2) The Board of Directors shall ensure that directors receive ongoing training and development as necessary.
- 3) The Board of Directors shall have an understanding of the laws, regulations, standards, risks, and business environment relevant to the business, and shall be kept informed on a regular basis.
- 4) The Board of Directors shall disclose information on the ongoing training and development of the Board in the annual report.

3.9 The Board of Directors shall ensure that the operations of the Board of Directors are conducted smoothly, that the Board has access to necessary information, and that there is a company secretary with the necessary knowledge and experience to support the work of the Board of Directors.

- 1) The Board of Directors will ensure that Board meeting schedules and agendas are set in advance to allow directors to schedule their time and attend meetings.
- 2) The number of Board of Directors meetings will be considered appropriate to the duties and responsibilities of the Board of Directors and the nature of the company's business, approximately 6 times per year but not less than 4 times per year. In the event that the Board of Directors does not hold a monthly meeting, the Board of Directors will have management report the operating results to the Board of Directors in the month in which there is no meeting so that the Board of Directors can monitor, control, and supervise the work of management continuously and in a timely manner.
- 3) The Board of Directors will ensure that there is a mechanism for each director, including management, to freely propose matters that are beneficial to the company for inclusion on the meeting agenda.
- 4) Meeting materials shall be sent to directors at least 7 days prior to the meeting date, except in urgent cases to preserve the rights or interests of the Company, in which case notice of the meeting may be given by other means and the meeting date may be set sooner.
- 5) The Board of Directors shall encourage the Chief Executive Officer to invite senior management to attend Board meetings to provide additional information as it relates directly to the issues and to provide an opportunity for the Board to get to know senior management for succession planning purposes.
- 6) The Board of Directors shall have access to additional necessary information from the Chief Executive Officer, the company secretary, or other designated executives, within the scope of established policies. Where necessary, the Board may obtain independent opinions from external consultants or professionals at the Company's expense.
- 7) The Board of Directors may consider adopting a policy to allow non-executive directors to meet among themselves as needed to discuss management issues of interest without the presence of management, and to inform the executive directors of the outcome of the meeting.
- 8) The Board of Directors shall determine the qualifications and experience of the company secretary that are appropriate to perform the duties of advising on legal and regulatory matters that the Board needs to be aware of, overseeing the management of Board meeting documents, other important documents, and Board activities, as well as coordinating compliance with Board resolutions. 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.
- 9) The company secretary shall undergo ongoing training and development that will be beneficial to the performance of their duties, and in the case of a Certified Program, the company secretary shall attend such training.

Principle 4 : Recruitment and development of senior management and personnel management.

4.1 The Board of Directors shall ensure that the recruitment and development of directors and senior management ensures they possess the knowledge, skills, experience, and attributes necessary to drive the organization towards its goals.

- 1) The Board of Directors shall consider or assign the Nomination and Remuneration Committee to consider the criteria and process for identifying qualified candidates for the position of Chief Executive Officer.
- 2) The Board of Directors shall monitor the Chief Executive Officer to ensure that there are appropriate senior executives in place. The Chief Executive Officer shall consider the criteria and methods for recruiting and appointing individuals and approve individuals proposed to be senior executives.
- 3) To ensure business continuity, the Board of Directors will oversee the establishment of a Succession Plan for the Chief Executive Officer and senior management, and have the Chief Executive Officer report on the progress of the succession plan to the Board of Directors periodically, at least annually.
- 4) The Board of Directors shall promote and support the training and development of the Chief Executive Officer and senior management to enhance their knowledge and experience in areas beneficial to their work, including environmental, social, and governance aspects.
- 5) The Board of Directors will establish a clear policy and procedures for the Chief Executive Officer and senior management to hold directorships in other companies, including the type of directorships and the number of companies in which they may serve.

4.2 The Board of Directors, with the advice of the Nomination and Remuneration Committee, shall oversee the establishment of an appropriate remuneration structure and performance evaluation process.

- 1) The Board of Directors will establish a remuneration structure that incentivizes senior management to perform in line with the organization's objectives and goals and in the long-term interests of the company.
- 2) The Board of Directors will consider and approve the criteria and factors for performance evaluation, as well as approve the remuneration structure for senior management, and monitor the Chief Executive Officer to evaluate senior management in accordance with such evaluation principles.

4.3 The Board of Directors will understand the structure and relationships of shareholders that may affect the management and operations of the company.

- 1) The Board of Directors will understand the structure and relationships of shareholders, which may be in the form of shareholder agreements or policies of the parent company group, which affect the power to control the management of the company.
- 2) The Board of Directors will ensure that the agreement under 1 does not hinder the performance of the Board of Directors, such as having suitable persons to succeed to the position.
- 3) The Board of Directors will ensure that disclosures are made in accordance with agreements that affect the control of the company.

4.4 The Board of Directors will monitor the management and development of personnel to ensure that they have the appropriate knowledge, skills, experience, and motivation.

- 1) The Board of Directors shall ensure that human resources are managed in accordance with the organization's direction and strategies. Employees at all levels have the appropriate knowledge, abilities, and motivation, and are treated fairly in order to retain talented individuals within the organization.
- 2) The Board of Directors shall ensure that a provident fund or other mechanism is established to ensure that employees have adequate savings for retirement, as well as support employees in understanding financial management, selecting investment policies that are appropriate for their age and risk tolerance, or ensure that there is a Life Path investment policy.

Practice 5 : Promoting Innovation and Responsible Business Practices

5.1 The Board of Directors prioritizes and supports innovation that creates value for the business, along with creating benefits for customers or stakeholders, and is socially and environmentally responsible.

- 1) The Board of Directors shall place importance on creating an organizational culture that fosters innovation and shall ensure that management incorporates this into its strategic review, work planning and improvement, and performance monitoring.
- 2) The Board of Directors will promote innovation to add value to the company in accordance with the ever-changing environment, which may include defining the Business Model, mindset in designing and developing products and services, research, improving production and work processes, and collaborating with partners.

The above actions should be carried out in a manner that creates mutual benefits for the Company, customers, business partners, society, and the environment, and does not encourage inappropriate behavior, illegal activities, or unethical

conduct.

5.2 The Board of Directors will monitor management to ensure that the business is conducted in a socially and environmentally responsible manner, and that this is reflected in the Operational Plan, to ensure that all parts of the organization are operating in accordance with the company's objectives, goals, and Strategies.

The Board of Directors shall ensure that there are mechanisms in place to ensure that the Company conducts its business ethically, with social and environmental responsibility, and does not violate the rights of stakeholders. This will serve as a guideline for all parts of the organization to achieve their objectives and core goals sustainably. The Company has established a Code of Business Conduct to cover the following matters:

- 1) Responsibility to employees and workers by complying with relevant laws and standards and treating employees and workers fairly and with respect for human rights, including setting fair wages and other benefits, providing benefits not less than those stipulated by law or more as appropriate, ensuring occupational health, safety and working conditions, providing training, development and career advancement, and providing opportunities for employees to develop their skills in other areas.
- 2) Responsibility to customers by complying with relevant laws and standards and taking into account health, safety, fairness, customer data protection, after-sales service throughout the life of the product or service, monitoring and measuring customer satisfaction for product and service improvement, and advertising and marketing responsibly, without misleading or taking advantage of customer misunderstandings.
- 3) Responsibility to business partners by having fair procurement processes and contract terms or agreements, providing knowledge, developing potential, and enhancing the ability to produce and provide services to standards, clarifying and ensuring that business partners respect human rights and treat their workers fairly, are socially and environmentally responsible, and monitoring, inspecting, and evaluating business partners to develop sustainable business relationships.
- 4) Responsibility to competitors by competing fairly, conducting business transparently, and not creating unfair competitive advantages.
- 5) Responsibility to creditors by complying with the legal framework and contracts and strictly adhering to the terms of borrowing/guarantees under the agreements or contracts. In the event of force majeure that prevents the company from fulfilling its contractual obligations and/or results in a default on debt repayment, the company will not conceal the facts and will notify creditors promptly to consider a joint solution based on reasonableness.
- 6) Responsibility to the community by using business knowledge and experience to develop projects that can concretely benefit the community, with monitoring and measurement of progress and long-term success.
- 7) Responsibility to the environment by preventing, reducing, managing, and ensuring that the Company does not create or cause negative impacts on the environment, covering the use of raw materials, energy consumption (for production, transportation, or in the office), water usage, use of renewable resources, discharge and management of waste generated from business operations, greenhouse gas emissions, etc.
- 8) Fair competition by conducting business transparently and not creating unfair competitive advantages.
- 9) Anti-corruption and bribery by complying with relevant laws and standards and requiring the Company to have and publicly announce an anti-corruption and bribery policy. The Company may consider joining as a party to an anti-corruption and bribery network, as well as encouraging other companies and business partners to have and announce anti-corruption and bribery policies, including joining the network.

5.3 The Board of Directors will monitor management to ensure that resources are allocated and managed effectively and efficiently, taking into account the impact and development of resources throughout the Value Chain, to achieve the objectives and goals sustainably.

- 1) The Board of Directors shall be aware of the need for resources and recognize that the use of each type of resource has an impact on the others.
- 2) The Board of Directors will be mindful that different Business Models have different impacts on resources. Therefore, in deciding on a business model, the impact and value to resources should be considered, while remaining based on ethical principles, responsibility, and sustainable value creation for the company.
- 3) The Board of Directors shall ensure that in achieving the objectives and core goals of the business, management will review, develop, and oversee the use of resources to be efficient and effective, taking into account changes in internal and external factors.

The resources that the Company should consider include at least 6 types: Financial Capital, Manufactured Capital, Intellectual Capital, Human Capital, Social and Relationship Capital, and Natural Capital.

5.4 The Board of Directors will ensure that there is an enterprise-wide information technology governance and management

framework in place that is aligned with the needs of the company, as well as oversee the use of information technology to enhance business opportunities, improve operations, and manage risk, to enable the company to achieve its objectives and goals.

- 1) The Board of Directors will establish a policy on the allocation and management of information technology resources, which covers the allocation of sufficient resources for business operations and guidelines to accommodate situations where resources cannot be allocated as specified.
- 2) The Board of Directors shall ensure that the organization's risk management encompasses the management and control of information technology risks.
- 3) The Board of Directors will establish policies and measures to maintain the security of the information system. The framework for corporate-level IT governance and management includes: (1) The company has complied with laws, regulations, rules, and standards related to the use of information technology.
- (2) The Company has a data security system in place to maintain Confidentiality, Integrity, and Availability of data, as well as to prevent unauthorized use or alteration of data.
- (3) The Company has considered information technology risks and has measures in place to manage such risks in various areas, such as Business Continuity Management, Incident Management, and Asset Management.
- (4) The Company has considered the allocation and management of information technology resources and has established criteria and factors for prioritizing information technology projects, such as alignment with the strategic plan, impact on business operations, urgency of use, information technology budget and personnel, and alignment with the Business Model.

Practice 6 : Ensure that there is an appropriate risk management and internal control system.

6.1 The Board of Directors will oversee and ensure that the company has a risk management and internal control system in place to effectively achieve its objectives and that it complies with relevant laws and standards.

- 1) The Board of Directors will understand the company's key risks and approve the acceptable risks.
- 2) The Board of Directors will consider and approve a risk management policy that is consistent with the company's objectives, goals, strategies, and risk appetite as a framework for all members of the organization to operate in the risk management process in the same direction. The Board will pay attention to early warning signs and ensure that the risk management policy is reviewed regularly, such as annually.
- 3) The Board of Directors shall ensure that the Company identifies risks by considering both external and internal factors that may prevent the Company from achieving its objectives. The key risks that the Board will prioritize may be categorized as Strategic Risk, Operational Risk, Financial Risk, Compliance Risk, Related to joint ventures and important target projects Risk, and Sustainability Risk.
- 4) The Board of Directors shall ensure that the Company assesses the impact and likelihood of the identified risks in order to prioritize them and has appropriate risk management methods in place.
- 5) The Board of Directors may assign the Audit Committee or the Corporate Governance and Risk Management Committee to review items 1 to 4 before submitting them to the Board of Directors for consideration.
- 6) The Board of Directors shall monitor and evaluate the effectiveness of risk management on a regular basis.
- 7) The Board of Directors has a duty to ensure that the company conducts its business in accordance with the law and relevant standards, both domestically and internationally.
- 8) In the event that the Company has subsidiaries or other businesses in which it has made a significant investment (e.g., holds 20 percent but not more than 50 percent of the voting shares), the Board of Directors shall take into account the results of the internal control and risk management assessment under items 1 to 7.

6.2 The Board of Directors shall establish an Audit Committee that can function effectively and independently.

- 1) The Board of Directors will establish an Audit Committee consisting of at least 3 directors, all of whom must be independent directors and possess the qualifications and duties prescribed by the regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand.
- 2) The Board of Directors will define the duties of the Audit Committee in writing, with at least the duties specified in the Audit Committee Charter.
- 3) The Board of Directors will ensure that the company has mechanisms or tools in place to enable the Audit Committee to access information necessary for the performance of its delegated duties, such as facilitating the Audit Committee's ability to summon relevant individuals to provide information, consult with the auditors, or seek independent opinions from other professional advisors to assist in its deliberations.
- 4) The Board of Directors will ensure that there is an independent internal audit function or individual responsible for developing and reviewing the effectiveness of the risk management and internal control system and reporting to the Audit Committee and disclosing the review report in the annual report.
- 5) The Audit Committee must express an opinion on the adequacy of the risk management and internal control system and

disclose it in the annual report.

6.3 The Board of Directors will monitor and manage potential conflicts of interest that may arise between the company and management, the Board, or shareholders, as well as prevent the misuse of company assets, information, and opportunities, and transactions with related parties in an inappropriate manner.

- 1) The Board of Directors will oversee the establishment of a data security system, including the establishment of policies and procedures for Confidentiality, Integrity, and Availability of information, as well as the management of Market Sensitive Information. In addition, the Board will ensure that directors, senior management, and employees, as well as relevant external parties such as legal counsel and financial advisors, comply with the data security system.
- 2) The Board of Directors shall ensure that there is a system for identifying and monitoring transactions that may involve conflicts of interest, as well as guidelines and procedures to ensure that such transactions are carried out in accordance with the procedures and disclosure requirements as prescribed by law and in the best interests of the Company and the shareholders as a whole, whereby interested parties should not participate in the decision-making process.
- 3) The Board of Directors shall require that directors report any conflicts of interest prior to considering an agenda item at a Board meeting and that such conflicts be recorded in the minutes of the Board meeting. The Board shall ensure that directors who have a material conflict of interest that may prevent them from providing an independent opinion refrain from participating in the meeting during the consideration of that agenda item.

6.4 The Board of Directors shall oversee the establishment of clear anti-corruption policies and practices that are communicated at all levels of the organization and externally to ensure effective implementation, including supporting activities that promote and instill in all employees compliance with relevant laws and regulations.

- 1) The Board of Directors will establish a program or guidelines to combat fraud and corruption, including supporting activities that promote and instill compliance with relevant laws and regulations among all employees.

6.5 The Board of Directors shall oversee the Company's mechanisms for receiving complaints and handling whistleblowing cases.

- 1) The Board of Directors will oversee the establishment of mechanisms and processes (recording, monitoring progress, resolving problems, reporting) for stakeholder complaints and ensure that there are convenient and multiple channels for receiving complaints, as well as disclosing the channels for receiving complaints on the website or in the annual report.
- 2) The Board of Directors will ensure that there are clear policies and guidelines in the event of whistleblowing. It will require that whistleblowing channels be established through the company's email or through independent directors or the company's audit committee, as well as a process for verifying information, taking action, and reporting to the Board.
- 3) The Board of Directors shall ensure that appropriate protection measures are in place for whistleblowers who report in good faith.

Principle 7 : Maintaining Financial Credibility and Disclosure

7.1 The Board of Directors shall be responsible for ensuring that the system for preparing financial reports and disclosing material information is accurate, adequate, timely, and in accordance with relevant rules, standards, and practices.

- 1) The Board of Directors will ensure that personnel involved in the preparation and disclosure of information have the knowledge, skills, and experience appropriate to their responsibilities and are sufficient in number. Such personnel include the Chief Financial Officer, accounting staff, internal auditors, company secretary, and investor relations.
- 2) In approving the disclosure of information, the Board shall consider relevant factors, and in the case of financial reports, shall consider at least the following factors:
 - (1) Results of the internal control system adequacy assessment.
 - (2) The auditor's opinion in the financial statements and the auditor's observations on the internal control system, including the auditor's observations through other communication channels (if any).
 - (3) Audit Committee's opinion.
 - (4) Consistency with the Company's objectives, core goals, strategies, and policies.
- 3) The Board of Directors will oversee the disclosure of information, including financial statements, annual reports, and Form 56-1, to adequately reflect the company's financial position and performance, as well as encourage the company to provide Management Discussion and Analysis (MD&A) to accompany the quarterly financial statements. This is to enable investors to be better informed and understand the changes in the company's financial position and performance each quarter, in addition to the numerical data in the financial statements alone.
- 4) In the event that the disclosure of any item relates specifically to any director, that director shall ensure that the disclosure relating to him or her is complete and accurate, such as information on the shareholders of his or her group, disclosure relating to the Shareholders' Agreement of his or her group.

7.2 The Board of Directors will monitor the adequacy of financial liquidity and debt service capacity.

- 1) The Board of Directors will ensure that management monitors and assesses the company's financial position and reports to the Board on a regular basis, and that the Board of Directors and management jointly seek prompt solutions if there are early warning signs of financial liquidity and debt service problems.
- 2) In approving any transaction or recommending a transaction to the shareholders' meeting for approval, the Board shall consider and ensure that such transaction will not adversely affect the continuity of the business, financial liquidity, or ability to repay debts.

7.3 In the event that the Company is experiencing or is likely to experience financial difficulties, the Board of Directors shall consider and ensure that the Company has a plan in place to address the problem or other mechanisms that can resolve the financial difficulties, taking into account the rights of stakeholders.

- 1) In the event that the Company is likely to be unable to pay its debts or is experiencing financial difficulties, the Board of Directors shall closely monitor and ensure that the Company conducts its business with caution and complies with disclosure requirements.
- 2) The Board of Directors will ensure that the company establishes a plan to resolve financial problems, taking into account fairness to stakeholders, including creditors, and monitor the problem-solving process, with management reporting on the status regularly.
- 3) The Board of Directors shall consider and ensure that any decision to resolve the Company's financial difficulties, by whatever means, is reasonable. Examples of warning signs:
 - (1) Continuous losses.
 - (2) Low cash flow.
 - (3) Incomplete financial information
 - (4) Lack of an appropriate accounting system.
 - (5) Lack of cash flow and budget assessment.
 - (6) No business plan
 - (7) Liabilities exceeding assets.
 - (8) Problems with inventory clearance and debt collection.

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

- 1) The Board of Directors will consider the appropriateness of disclosing information on legal compliance, ethical conduct, anti-corruption policies, treatment of employees and stakeholders, including fair treatment and respect for human rights, as well as social and environmental responsibility, taking into account reporting frameworks accepted domestically or internationally. This information may be disclosed in the annual report or may be prepared as a separate volume as appropriate for the company.
- 2) The Board of Directors will ensure that the information disclosed is material and reflects practices that will lead to sustainable value creation for the company.

7.5 The Board of Directors will oversee management to ensure that there is a department or person responsible for investor relations that performs the function of communicating with shareholders and other stakeholders, such as investors and analysts, appropriately, equally, and in a timely manner.

- 1) The Board of Directors will ensure that there is a Communication Policy and a Disclosure Policy to ensure that communication and disclosure of information to external parties is appropriate, equal, timely, uses appropriate channels, protects confidential information and information that affects the price of securities, and that there is consistent communication throughout the organization in complying with such policies.
- 2) The Board of Directors shall appoint a person responsible for providing information to external parties who is appropriate for the role, understands the Company's business, including its objectives, core goals, and values, and is able to communicate effectively with the capital market.
- 3) The Board of Directors shall ensure that management sets the direction and supports investor relations activities, such as establishing guidelines for information disclosure, an insider information policy, and a policy for managing information that affects securities prices, as well as clearly defining the roles and responsibilities of investor relations to ensure effective communication and information disclosure.

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

- 1) In addition to disclosing information according to the specified criteria and through the channels of the Stock Exchange of Thailand, the Board of Directors will consider disclosing information in both Thai and English through other channels, such as the company's website, on a regular basis, and presenting up-to-date information. The company will

disclose at least the following information on the company's website:

- (1) The Company's vision and values.
- (2) Nature of the Company's business.
- (3) List of directors and executives.
- (4) Financial statements and reports on the financial position and operating results, both current and for the previous year.
- (5) Form 56-1 and annual reports that can be downloaded.
- (6) Other information or documents presented by the company to analysts, fund managers, or the media.
- (7) Shareholding structure, both direct and indirect
- (8) Group structure, including subsidiaries.
- (9) Major shareholders, both direct and indirect, holding at least 5 percent of the total number of issued and outstanding shares and having voting rights.
- (10) Direct and indirect shareholdings of directors, major shareholders, and senior management
- (11) Notice of meeting for general and special shareholders' meetings.
- (12) Company regulations.
- (13) Corporate Governance Policy, Anti-Corruption Policy, Information Technology Security Policy, and Risk Management Policy
- (14) The charter, responsibilities, qualifications, and term of office of the Board of Directors, including matters that must be approved by the Board of Directors, the charter, responsibilities, and qualifications.
- (15) Code of Business Conduct.
- (16) Contact information for complaints or the Investor Relations department or the Company Secretary, such as the names of individuals who can provide information, telephone numbers, and email addresses.

Practice 8 : Supporting shareholder participation and communication.

8.1 The Board of Directors recognizes the importance of respecting the rights and equality of all shareholders, including Thai investors, foreign investors, retail investors, and institutional investors. It has therefore mandated that all investors be facilitated and encouraged to participate in shareholder meetings and in decision-making on important matters of the company.

1) The Board of Directors shall ensure that important matters, both those stipulated by law and those that may affect the Company's business direction, are considered and/or approved by the shareholders. Such important matters shall be included as agenda items for the shareholders' meeting.

2) The Board of Directors will support shareholder participation, such as:

(1) Establishing criteria for allowing minority shareholders to propose additional agenda items in advance of the shareholders' meeting. The Board will consider including matters proposed by shareholders as agenda items. If the Board of Directors rejects a matter proposed by shareholders for inclusion on the agenda, the Board of Directors must inform the shareholders' meeting of the reasons.

(2) Criteria for minority shareholders to nominate persons to serve as directors. The Board of Directors will ensure that such criteria are disclosed to shareholders in advance.

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

4) The Board of Directors will ensure that the notice of the shareholders' meeting and related documents are sent and published on the company's website at least 28 days before the meeting date.

5) The Board of Directors shall provide an opportunity for shareholders to submit questions in advance of the meeting date by establishing guidelines for submitting questions in advance and publishing such guidelines on the Company's website.

6) The notice of meeting and related documents shall be prepared in English and disseminated together with the Thai version.

The notice of meeting for the shareholders' meeting shall contain the following information:

(1) Date, time, and venue of the shareholders' meeting.

(2) Meeting agenda, specifying whether it is for information or for approval, including a clear division of matters, such as in the agenda related to directors, separating the matters of the election of directors and the approval of directors' remuneration into separate agendas.

(3) Objectives, rationale, and comments of the Board of Directors for each agenda item proposed, including

a. Agenda for approving dividend payments - Dividend payment policy, proposed dividend rate, along with reasons and supporting information. In the event that a dividend is not proposed, the reasons and supporting information must be explained.

b. Agenda for the appointment of directors - stating the name, age, education and work history, number of listed and non-

listed companies in which they serve as directors, selection criteria and methods, type of director proposed, and in the case of a proposal to re-elect an existing director, information on attendance at meetings in the past year and the date of appointment as a director of the company.

c. Agenda for approving directors' remuneration - policy and criteria for determining the remuneration of each director position and all forms of directors' remuneration, both monetary and other benefits.

d. Agenda for the appointment of auditors - name of auditor, affiliated firm, work experience, independence of the auditor, audit fees, and other fees.

(4) Proxy form as prescribed by the Ministry of Commerce.

(5) Other information for the meeting, such as the voting procedure, vote counting and reporting, voting rights of each class of shares, information on independent directors proposed by the company as proxyholders, documents to be presented by shareholders prior to the meeting, proxy materials, and a map of the meeting venue.

8.2 The Board of Directors will ensure that the conduct of the shareholders' meeting is orderly, transparent, efficient, and facilitates the exercise of shareholders' rights.

1) The Board of Directors will set the date, time, and place of the meeting, taking into account the convenience of shareholders in attending the meeting, such as an appropriate meeting time and sufficient time for discussion, and a convenient meeting location.

2) The Board of Directors will ensure that no action is taken that unduly restricts the opportunity for shareholders to attend meetings or creates an undue burden on shareholders, such as not requiring shareholders or proxies to bring documents or identification beyond what is specified in the guidelines of the relevant regulators.

3) The Board of Directors will promote the use of technology for shareholder meetings, including shareholder registration, vote counting, and display of results, to ensure that the meeting process can be conducted quickly, accurately, and precisely.

4) The Chairman of the Board of Directors, who chairs the shareholders' meeting, has a duty to ensure that the meeting is conducted in accordance with the law, relevant rules and regulations, and the company's articles of association, to allocate appropriate time for each agenda item specified in the notice of meeting, and to allow shareholders to express their opinions and ask questions at the meeting on matters relating to the company.

5) To enable shareholders to participate in decision-making on important matters, the Board of Directors, both as meeting participants and as shareholders, do not support the unnecessary addition of agenda items that are not announced in advance, especially important agenda items that shareholders need time to study the information before making a decision.

6) Encourage all directors and relevant executives to attend the meeting so that shareholders can ask questions on related matters.

7) Before the meeting commences, the company shall inform the shareholders of the number and proportion of shareholders attending the meeting in person and by proxy, the method of meeting, voting, and vote counting.

8) In the event that any agenda item has multiple resolutions, the chairman of the meeting will arrange for a separate vote on each resolution, such as shareholders exercising their right to appoint directors individually in the agenda item for the appointment of directors.

9) The Board of Directors will encourage the use of ballots on important matters and promote the use of independent persons to count or verify votes at meetings, and disclose the results of the vote, including the number of votes for, against, and abstentions, for each agenda item to the meeting and record them in the minutes of the meeting.

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

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

2) The Board of Directors will ensure that a copy of the minutes of the shareholders' meeting is submitted to the Stock Exchange of Thailand within 14 days from the date of the shareholders' meeting.

3) The Board of Directors shall ensure that the minutes of the shareholders' meeting record at least the following information:

(1) List of directors and executives attending the meeting and the proportion of directors attending and not attending the meeting.

(2) Voting and vote counting methods, resolutions of the meeting, and voting results (approval, disapproval, abstention) for each agenda item.

(3) Issues, questions, and answers at the meeting, including the names of the questioners and respondents.

Corporate Governance Structure

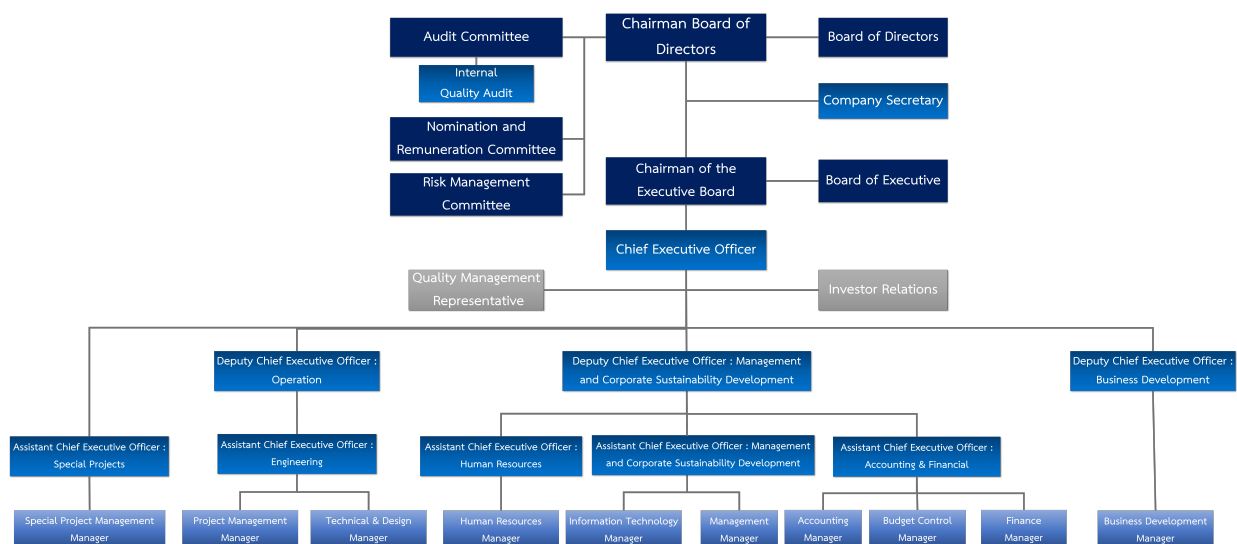
Information on corporate governance structure

Corporate governance structure

Corporate governance structure diagram

Corporate governance structure as of date : 31 Dec 2024

Corporate governance structure diagram



Information on the board of directors

Information on the board of directors

Composition of the board of directors

	2024	
	Male (persons)	Female (persons)
Total directors	9	
	6	3
Executive directors	5	
	3	2
Non-executive directors	4	
	3	1
Independent directors	4	
	3	1
Non-executive directors who have no position in independent directors	0	
	0	0

	2024	
	Male (%)	Female (%)
Total directors	100.00	
	66.67	33.33
Executive directors	55.56	
	33.33	22.22
Non-executive directors	44.44	
	33.33	11.11
Independent directors	44.44	
	33.33	11.11
Non-executive directors who have no position in independent directors	0.00	
	0.00	0.00

Additional explanation : Displayed % (percentage) from proportion of total board of directors

	2024	
	Male (years)	Female (years)
Average age of board of directors	58	
	60	53

The information on each director and controlling person

List of the board of directors

List of directors	Position	First appointment date of director	Skills and expertise
1. General WUTTINUN LEELAYUDTH Gender: Male Age : 70 years Highest level of education : Master's degree Study field of the highest level of education : Business Administration Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Doesn't Have Legal offenses in the past 5 years : Doesn't Have DAP course : Yes DCP course : No Shareholding in the company • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %)	Chairman of the Board of Directors (Non-executive directors, Independent director) Authorized directors as per the company's certificate of registration : No Type of director : Existing director	12 Sep 2017	Strategic Management, Sustainability, Governance/ Compliance, Leadership, Data Analysis
2. Dr. CHAINARONG NA LAMPHUN Gender: Male Age : 74 years Highest level of education : Doctoral degree Study field of the highest level of education : Engineering Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Have Legal offenses in the past 5 years : Doesn't Have DAP course : Yes DCP course : Yes Shareholding in the company • Direct shareholding : 106,940,000 Shares (30.554286 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %)	Director (Executive Directors) Authorized directors as per the company's certificate of registration : Yes Type of director : Continuing director (Full term of directorship and being re-appointed as a director)	6 Oct 1983	Strategic Management, Risk Management, Engineering, Budgeting, Governance/ Compliance

List of directors	Position	First appointment date of director	Skills and expertise
3. Ms. NANNAPAT KONGROD Gender: Female Age : 58 years Highest level of education : Bachelor's degree Study field of the highest level of education : Liberal Arts in General Management Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Doesn't Have Legal offenses in the past 5 years : Doesn't Have DAP course : Yes DCP course : No Shareholding in the company • Direct shareholding : 5,200,000 Shares (1.485714 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %)	Director (Executive Directors) Authorized directors as per the company's certificate of registration : Yes Type of director : Existing director	2 Dec 2010	Finance, Budgeting, Accounting, Audit, Banking
4. Dr. PORNLAPAS NA LAMPHUN Gender: Female Age : 42 years Highest level of education : Doctoral degree Study field of the highest level of education : International Business Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Have Legal offenses in the past 5 years : Doesn't Have DAP course : Yes DCP course : Yes Shareholding in the company • Direct shareholding : 33,260,000 Shares (9.502857 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %)	Director (Executive Directors) Authorized directors as per the company's certificate of registration : Yes Type of director : Continuing director (Full term of directorship and being re-appointed as a director)	24 Feb 2015	Corporate Management, Finance, Change Management, Data Analysis, Economics

List of directors	Position	First appointment date of director	Skills and expertise
5. Mrs. NIPA MARKPRADIT Gender: Female Age : 60 years Highest level of education : Master's degree Study field of the highest level of education : Business Administration Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Doesn't Have Legal offenses in the past 5 years : Doesn't Have DAP course : Yes DCP course : No Shareholding in the company • Direct shareholding : 100,000 Shares (0.028571 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %)	Director (Non-executive directors, Independent director) Authorized directors as per the company's certificate of registration : No Type of director : Existing director	12 Sep 2017	Law, Accounting, Audit, Finance, Data Management
6. Dr. PRASERT TAPANEYANGKUL Gender: Male Age : 72 years Highest level of education : Doctoral degree Study field of the highest level of education : Engineering Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Doesn't Have Legal offenses in the past 5 years : Doesn't Have DAP course : No DCP course : Yes Shareholding in the company • Direct shareholding : 100,000 Shares (0.028571 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %)	Director (Non-executive directors, Independent director) Authorized directors as per the company's certificate of registration : No Type of director : Existing director	12 Sep 2017	Engineering, Audit, Law, Internal Control, Governance/ Compliance

List of directors	Position	First appointment date of director	Skills and expertise
7. Assoc. Prof. Dr. CHOTCHAI CHAROENNGAM Gender: Male Age : 61 years Highest level of education : Doctoral degree Study field of the highest level of education : Engineering Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Doesn't Have Legal offenses in the past 5 years : Doesn't Have DAP course : No DCP course : Yes Shareholding in the company • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %)	Director (Non-executive directors, Independent director) Authorized directors as per the company's certificate of registration : No Type of director : Existing director	12 Sep 2017	Engineering, Risk Management, Audit, Internal Control, Sustainability
8. Mr. RATHAWIT NA LAMPHUN Gender: Male Age : 37 years Highest level of education : Master's degree Study field of the highest level of education : Business Administration Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Have Legal offenses in the past 5 years : Doesn't Have DAP course : No DCP course : Yes Shareholding in the company • Direct shareholding : 17,680,000 Shares (5.051429 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %)	Director (Executive Directors) Authorized directors as per the company's certificate of registration : Yes Type of director : Existing director	13 May 2022	IT Management, Leadership, Corporate Management, Data Analysis, Economics

List of directors	Position	First appointment date of director	Skills and expertise
9. Mr. SATHAPORN NAPHAPAYARKSIRI Gender: Male Age : 48 years Highest level of education : Bachelor's degree Study field of the highest level of education : Engineering Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Doesn't Have Legal offenses in the past 5 years : Doesn't Have DAP course : Yes DCP course : No Shareholding in the company • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %)	Director (Executive Directors) Authorized directors as per the company's certificate of registration : Yes Type of director : Continuing director (Full term of directorship and being re-appointed as a director)	1 Jul 2023	Construction Services, Construction Materials, Project Management, Engineering, Leadership

Additional explanation:

(*) Any offense under the Securities and Exchange Act B.E. 2535 (1992) or the Derivatives Act B.E. 2546 (2003), only in the following cases:

(1) Dishonest act or gross negligence

(2) Disclosure or dissemination of false information or statements that may be misleading or conceal material facts that should be notified, which may affect decision making of shareholders, investors or other parties involved

(3) Unfair acts or exploitation of investors in trading securities or derivatives, or participation in, or support to, such acts.

(**) Shareholdings by persons related to directors or executives as prescribed in Section 59 of the Securities and Exchange Act B.E. 2535 (1992), such as spouses or cohabiting couple (unmarried couples living together openly), minor children, etc.

Diagram of list of the board of directors

General Wuttinun Leelayudth
Chairman
Independent Director



Age: 70 years

Date of Appointment: 12 September 2017

Shareholding Proportion: None

Educational Qualifications

- Master of Business Administration, Kasetsart University
- Bachelor of Science, Chulachomklao Royal Military Academy

Training History

- 2022: Introduction to the Personal Data Protection Act (PDPA)
- 2016: Director Accreditation Program (DAP) Class 145/2018
- 2015: Senior Executive Program in Trade and Commerce (TEPCoT) Class 6, Thai Chamber of Commerce University
- 2005: Senior Executive Program in Capital Market (SET 5), Capital Market Academy

Current Positions

in the Company:

2017-Present Chairman and Independent Director, Index International Group PCL.

in Other Listed Companies:

None

in Non-listed Companies/ Other Positions:

- 2024 – Present: Chairman of the Board, Meechai Viravaidya Foundation
- 2023 – Present: President of the Council, Rajabhat University of Ramkhamhaeng
- 2021 – Present: Distinguished Member of the University Council, Kasetsart University
- 2018 – Present: Vice President, Population and Community Development Association

Working Experiences in the Previous 5 Years:

- 2018 – 2022: Vice Chairman of the Board, Meechai Viravaidya Foundation
- 2017 – 2020: Distinguished Member of the National Defence Council

Family Relationship Between Directors and Executives:

None



Age: 74 years

Date of Appointment: 6 October 1983

Shareholding Proportion: 30.55%

Educations

- Honorary Doctorate Degree in Management innovation, Suan Sunandha Rajabhat University
- Honorary Doctorate Degree in Engineering (Civil Engineering), Kasetsart University
- Master of Engineering (Water Resources Development), Asian Institute of Technology (AIT)
- Bachelor of Engineering (Irrigation Engineering), Kasetsart University
- National Defense of the State, Private Sectors and Politics Program (Class 2), National Defense College

Training Program

- 2024: ChatGPT for Business Mastery Program (Class 1)
- 2024: Corporate Governance for Senior Executives in Industrial Factories Program (Class 1)
- 2023: KU Change Agent Readiness Executive Program (KU CARE) - Class 1
- 2023: Consultant Engineer and Innovation Management Program
- 2022: Advanced Agricultural Science Program (Class 2)
- 2022: Introduction to the Personal Data Protection Act (PDPA)
- 2017: Director Accreditation Program (Class 142/2017)
- 2011: Role of the Chairman Program (Class 26/2011)
- 2005: Director Certification Program (Class 67/2005)

Current Positions

in the Company:

17 Jul 2023 - Present Director, Chairman of Executive Committee, Member of Risk Management Committee.

in Other Listed Companies:

None

in Non-listed Companies/ Other Positions:

2014-Present Director, Q-Pro Management Co., Ltd.

Working Experiences in the Previous 5 Years:

- 2016 – 16 Jul. 2023 Director, Chairman of Executive Committee, Member of Risk Management Committee, Member of the Nomination and Remuneration Committee and Chief Executive Officer.
- 1983-2016 Chairman and Managing Director, Index International Group Co., Ltd.

Family Relationship Between Directors and Executives:

Father of Dr. Pornlapas Na Lamphun and Mr. Ratthawit Na Lamphun



Age: 71 years

Date of Appointment: 12 September 2017

Shareholding Proportion: None

Educations

- Doctor of Engineering (Environmental Engineering), I.N.S.A, Toulouse, France
- Master of Engineering (Sanitary Engineering), I.H.E, DELFT, Netherlands
- Master of Engineering (Environmental Engineering), I.N.S.A, Toulouse, France
- Bachelor of Laws, Thammasat University
- Bachelor of Engineering (Sanitary Engineering), Chulalongkorn University

Training Program

- 2024: Seminar on "Preventing and Combating Inappropriate Behavior of Listed Companies with the Stock Exchange of Thailand"
- 2023: Advanced Audit Committee Program (AACP), Class 49/2023
- 2023: Seminar on "The Importance of Audit Committees and Investor Confidence in the Thai Capital Market"
- 2022: Role of the Chairman Program, Class 23/2012 and Class 50/2022
- 2022: Introduction to the Personal Data Protection Act (PDPA)
- 2009: Monitoring Fraud Risk Management Program, Class 1/2009
- 2009: Audit Committee and Continuing Development Program, Class 28/2009
- 2009: Monitoring the Quality of Financial Reporting Program, Class 9/2009
- 2007: Director Certification Program, Class 87/2007
- 2007: Finance for Non-Finance Directors Program, Class 36/2007

Current Positions

in the Company:

2017-Present Independent Director, Chairman of the Audit Committee and Member of the Nomination and Remuneration Committee, Index International Group PCL.

in Other Listed Companies:

2017-Present Independent Director, Asia Green Energy PCL.

in Non-listed Companies/ Other Positions:

2019-Present Director, Council of Engineers
 2008-Present Director, Grand UB Company Limited
 2012-Present Advisor, Crystalola Company Limited

Working Experiences in the Previous 5 Years:

2015 – 2023 Advisor, CG Advisory Services Co., Ltd.
 2019 - 2021 Secretary-General, Council of Engineers
 2017 - 2019 Director, Delaw Aerospace Company Limited

Family Relationship Between Directors and Executives:

None



Age: 61 years
Date of Appointment: 12 September 2017
Shareholding Proportion: 0.03%

Educations

- Doctor of Engineering (Civil Engineering), Texas State University, USA
- Master of Engineering (Civil Engineering), Kansas State University, USA
- Bachelor of Engineering (Civil Engineering), King Mongkut's University of Technology Thonburi

Training Program

- 2024: Seminar on "Preventing and Combating Inappropriate Behavior of Listed Companies with the Stock Exchange of Thailand"
- 2023: Seminar on "The Importance of Audit Committees and Investor Confidence in the Thai Capital Market"
- 2022: Introduction to the Personal Data Protection Act (PDPA)
- 2016: Boards that Make a Difference Program, Class 1/2016
- 2014: Director Certification Program, Class 190/2014
- 2014: IT Governance: Issues for Boards Program
- 2014: Anti-Corruption Executive Program, Class 12/2014

Current Positions

in the Company:

2017-Present Independent Director, Member of the Audit Committee and Chairman of the Risk Management Committee, Index International Group PCL.

in Other Listed Companies:

None

in Non-listed Companies/ Other Positions:

2022 – Present Chairman of the Board of Railway Technology Research and Development Institute Ministry of Transport
 2016-Present Director, Princess Mother's Medical Volunteer Foundation
 2015-Present Chairman of the Board of Directors and Chairman of the Audit Committee, Masstech Link Co., Ltd.
 2014-Present Member of Expert Committee, Private Investment in Public Affairs (PPP), Ministry of Finance
 1998-Present Associate Professor, Faculty of Engineering and Technology Asian Institute of Technology (AIT)

Working Experiences in the Previous 5 Years:

2013-2018 Independent Director, Electricity Generating PCL.

Family Relationship Between Directors and Executives:

None



Age: 60 years

Date of Appointment: 12 September 2017

Shareholding Proportion: 0.03%

Educations

- Master of Business Administration (Management), University of the Thai Chamber of Commerce
- Bachelor of Business Administration (Accounting), Ramkhamhaeng University

Training Program

- 2024: Program on "New Laws Proposed for Implementation in 2025"
- 2024: Program on "Tax Planning and Tax Auditor"
- 2023: Seminar on "The Importance of Audit Committees and Investor Confidence in the Thai Capital Market"
- 2022: Introduction to the Personal Data Protection Act (PDPA)
- 2021: Tax Auditor Program
- 2016: Tax Advisor Program, Class 5, from the Thai Tax Auditor Association
- 2016: Director Accreditation Program (DAP), Class 145/2018

Current Positions

in the Company:

2017-Present Independent Director, Member of Audit Committee and Chairman of the Nomination and Remuneration Committee, Index International Group PCL.

in Other Listed Companies:

None

in Non-listed Companies/ Other Positions:

- 2020 – Present: Board Member, Alumni Association of the Faculty of Business Administration, Ramkhamhaeng University
- 2017 – Present: Chairman of the Board, TI Accounting and Law Co., Ltd.
- 2017 – Present: Subcommittee Member, Accounting and Legal Office Association
- 2016 – Present: Advisor, Technical Support and Service Group Co., Ltd.
- 2016 – Present: Advisor, Enek Machinery Co., Ltd.
- 2013 – Present: Internal Auditor, Pakkred Hospital Foundation
- 2011 – Present: Advisor, Muang Thong Services and Management Co., Ltd.
- 2009 – Present: Advisor, TJP Group of Companies
- 2007 – Present: Advisor, Yuki Foods Technology Group Co., Ltd.
- 2006 – Present: Advisor, Travel Technology and Service Group Co., Ltd.
- 2002 – Present: Executive, NTC Audit Firm

Working Experiences in the Previous 5 Years:

1991-2016 Owner, Intouch Accounting and Law Co., Ltd.

Family Relationship Between Directors and Executives:

None



Age: 42 years

Date of Appointment: 24 February 2015

Shareholding Proportion: 9.50%

Educations

- Ph.D. in International Business (Financial Economics), Asian Institute of Technology (AIT)
- Master of Science in Economics, Murray State University, USA
- Bachelor of Economics (Honors), Chiang Mai University

Training Program

- 2024: ChatGPT for Business Mastery Program (Class 1)
- 2023: Seminar on the "mai Fanzi Club Project"
- 2023: Consultant Engineer and Innovation Management Program
- 2022: Construction Management Program, Class 1
- 2022: Introduction to the Personal Data Protection Act (PDPA)
- 2016: Financial Statements for Directors (FSD), Class 31/2016
- 2015: Director Certification Program (DCP), Class 199/2015

Current Positions

in the Company:

17 Jul. 2023 - Present Director, Member of Risk Management Committee, Member of the Nomination and Remuneration Committee, Member of Executive Committee and Chief Executive Officer

in Other Listed Companies:

None

in Non-listed Companies/ Other Positions:

2014-Present Director, Panala Co., Ltd.

2013-Present Director, Q-Pro Management Co., Ltd.

Working Experiences in the Previous 5 Years:

Feb. 2023 – 16 Jul. 2023 Director, Member of Risk Management Committee, Member of Executive Committee and Deputy Chief Executive Officer

2016 – Feb. 2023 Director, Member of Executive Committee and Deputy Chief Executive, Index International Group Co., Ltd.

Family Relationship Between Directors and Executives:

Daughter of Dr. Chainarong Na Lamphun and sister of Mr. Rathawit Na Lamphun



Ms. Nannapat Kongrod

Director

Member of Executive Committee and
Assistant Chief Executive Officer
(Accounting and Finance)

Age: 58 years

Date of Appointment: 2 December 2010

Shareholding Proportion: 1.49%

Educations

- Bachelor of Arts, General Management, Walailak Rajabhat University

Training Program

- 2024: ChatGPT for Business Mastery Program (Class 1)
- 2024: ESG Risk Management Workshop
- 2024: KU CARE the Class One Program, Class 2
- 2024: Shaping the Future of Finance Program
- 2024: CFO Refresher Course 2024
- 2024: Refreshment of the Role and Expectation of a CFO
- 2023: Development and Promotion of Corporate Governance for State Agency Contractors in the Bangkok Metropolitan Area Program
- 2023: CFO & Tax Forum: Leading Through Change
- 2023: CFO Refresher Course 2023
- 2023: BDO CFO Summit 2023: Navigating a Changing Regulatory Environment
- 2022: ISO 9001:2015: Awareness and Requirements Program
- 2022: ISO 19011:2018 According to ISO 9001:2015 Program
- 2022: Tax Risk Management and Tax Planning Program
- 2022: Summary of Key Changes in the TFRS Financial Reporting Standards Effective in 2023
- 2022: CFO Refresher Course, Class 3/2022
- 2022: CFO Refresher Course 2023
- 2022: Consultant Engineer and Innovation Management Program
- 2022: GENIUS X Program, Class 4
- 2022: Introduction to the Personal Data Protection Act (PDPA)
- 2021: CFO Refresher Course 2/2021
- 2021: Key Points of TFRS for PAEs and Changes for 2021 Program
- 2018: Training on Changes in the Three Major Financial Reporting Standards (TFRS15, Draft TFRS9, TFRS16)
- 2018: Strategic Financial Leadership Program 2018
- 2017: Director Accreditation Program (DAP), Class 141/2017
- 2017: Strategic CFO in Capital Markets Program, Class 5/2017
- 2017: CFO in Practice Certificate Program, Class 7/2017, from the Federation of Accounting Professions

Current Positions

in the Company:

2016-Present Director, Member of Executive Committee and Assistant Chief Executive Officer (Accounting and Finance), Index International Group PCL.

in Other Listed Companies:

None

in Non-listed Companies/ Other Positions:

None

Working Experiences in the Previous 5 Years:

2011-2016 Director and Finance Manager, Index International Group Co., Ltd.

Family Relationship Between Directors and Executives:

None



Age: 37 years
Date of Appointment: 15 August 2012
Shareholding Proportion: 5.05%

Educations

- Master of Business Administration, Asian Institute of Technology (AIT)
- Bachelor of Political Science in International Relations, University of Washington USA

Training Program

- 2024: ChatGPT for Business Mastery Program (Class 1)
- 2024: HR CHANGE FOR CHANCE – Adapting to Embrace New Opportunities in the Future World
- 2024: The Board's Roles in Climate Governance (BCG) Program
- 2024: ESG in the Boardroom: A Practical Guide for the Board
- 2024: Leadership Program on Trade and Development Strategy
- 2024: Create Everlasting Company: Sustainability, Succession, and Strategy Program
- 2023: Development and Promotion of Corporate Governance for State Agency Contractors in the Bangkok Metropolitan Area Program
- 2023: Smart Water & Smart City Management Program
- 2023: Executive Management Science Program, Class 10
- 2022: Health & Wellness Business Opportunities & Trends, Fiscal Policy Research Institute
- 2022: Director Certification Program (DCP), Class 320/2022, IOD
- 2022: Construction Management Program, Class 1
- 2022: Introduction to the Personal Data Protection Act (PDPA)
- 2022: ISO 9001:2015 (Requirements) Program
- 2022: ISO 19011:2018 (Quality Auditing) Program
- 2022: Consultant Engineer and Innovation Management Program
- 2021: Executive Development Program for Junior Executives, Class 3, Fiscal Policy Research Institute
- 2016: Company Secretary Program (CSP), Class 74/2016, IOD

Current Positions

in the Company:

- 9 Augus 2024 - Present Director, Member of Risk Management Committee, Member of Executive Committee, Deputy Chief Executive Officer of Administration and Company Secretary

in Other Listed Companies:

- None

in Non-listed Companies/ Other Positions:

- 2014-Present Director, Q-Pro Management Co., Ltd.

Working Experiences in the Previous 5 Years:

- 17 Jul. 2023 - 8 Augus 2024 Director, Member of Risk Management Committee, Member of Executive Committee, Deputy Chief Executive Officer of Administration and Company Secretary International Group PCL.
- May 2022 – 16 Jul. 2023 Director, Member of Risk Management Committee, Member of Executive Committee, Assistant Chief Executive Officer of Administration and Company Secretary, Index International Group PCL.
- Feb 2022 – May 2022 Member of Executive Committee, Assistant Chief Executive Officer of Administration and Company Secretary, Index International Group PCL.
- 2016 – Feb 2022 Member of Executive Committee, (Acting) Assistant Chief Executive Officer (Office of Chief Executive Officer), Assistant Chief Executive Officer Administrative and Company Secretary, Index International Group PCL.

Family Relationship Between Directors and Executives:

- Son of Dr. Chainarong Na Lamphun and younger brother of Dr. Pornlapas Na Lamphun



Age: 48 years

Date of Appointment: 1 June 2022

Shareholding Proportion: None

Educations

- Bachelor of Engineering Program in Mechanical Engineering, Kasetsart University

Training Program

- 2024: ChatGPT for Business Mastery Program (Class 1)
- 2024: Study Visit Program to the Research and Development Center for Technology and Innovation, PTT Exploration and Production (PTTEP), and the Sirindhorn International Institute of Technology (VISTEC) under the Wangchan Valley Development Project, Rayong Province
- 2023: Director Accreditation Program (DAP)
- 2023: Consultant Engineer and Innovation Management Program
- 2023: FIDIC MODULE 4: Management and Implementation of FIDIC Contracts
- 2023: Issues in Infrastructure Design Contracts
- 2022: Personal Data Protection Act (PDPA) Program by the Digital Skills Development and Testing Institute
- 2022: ISO 9001:2015 (Requirements) Program
- 2022: ISO 19011:2018 (Quality Auditing) Program
- 2022: Public Consultation on the Public Procurement and State Property Management Act, B.E. 2017

Current Positions

in the Company:

- Jul 2023 - Present Director, Member of Executive Committee and Deputy Chief Executive Officer (Operation)

in Other Listed Companies:

- None

in Non-listed Companies/ Other Positions:

- None

Working Experiences in the Previous 5 Years:

- June 2022 – June 2023 Member of Executive Committee and Assistant Chief Executive Officer (Engineer), Index International Group PCL.
- 2020 – May 2022 Project Manager, Index International Group PCL.
- 2014-2020 Assistant Project Manager/Engineering Design Manager, TRC Construction PCL.

Family Relationship Between Directors and Executives:

- None

List of the board of directors by position

List of the board of directors	Position	Executive directors	Non-executive directors	Independent directors	Non-executive directors who have no position in independent directors	Authorized directors as per the company's certificate of registration
1. General WUTTINUN LEELAYUDTH	Chairman of the Board of Directors		✓	✓		
2. Dr. CHAINARONG NA LAMPHUN	Director	✓				✓
3. Ms. NANNAPAT KONGROD	Director	✓				✓
4. Dr. PORNLAPAS NA LAMPHUN	Director	✓				✓
5. Mrs. NIPA MARKPRADIT	Director		✓	✓		
6. Dr. PRASERT TAPANEYANGKUL	Director		✓	✓		
7. Assoc. Prof. Dr. CHOTCHAI CHAROENNGAM	Director		✓	✓		
8. Mr. RATHAWIT NA LAMPHUN	Director	✓				✓
9. Mr. SATHAPORN NAPHAPAYARKSIRI	Director	✓				✓
Total (persons)		5	4	4	0	5

Overview of director skills and expertise

Skills and expertise	Number (persons)	Percent (%)
1. Economics	2	22.22
2. Banking	1	11.11
3. Construction Materials	1	11.11
4. Construction Services	1	11.11
5. Law	2	22.22
6. Accounting	2	22.22
7. Finance	3	33.33
8. Sustainability	2	22.22
9. IT Management	1	11.11
10. Data Management	1	11.11
11. Data Analysis	3	33.33
12. Project Management	1	11.11
13. Corporate Management	2	22.22
14. Engineering	4	44.44
15. Change Management	1	11.11
16. Leadership	3	33.33
17. Strategic Management	2	22.22
18. Risk Management	2	22.22
19. Audit	4	44.44
20. Internal Control	2	22.22
21. Budgeting	2	22.22
22. Governance/ Compliance	3	33.33

Information about the other directors

	2024
The chairman of the board and the highest-ranking executive are from the same person	No
The chairman of the board is an independent director	Yes
The chairman of the board and the highest-ranking executive are from the same family	No
Chairman is a member of the executive board or taskforce	No
The company appoints at least one independent director to determine the agenda of the board of directors' meeting	No

The measures for balancing the power between the board of directors and the Management

The measures for balancing the power between the board of directors and the Management : Have

Methods of balancing power between the board of directors and Management : Increasing the proportion of independent directors to more than half, Appointing an independent director to jointly consider the agenda of the board of directors' meeting

The board of directors should have a balance between executive and non-executive directors that reflects appropriate checks and balances, as follows:

- (1) The majority of the board of directors should be non-executive directors who can independently provide opinions on the management's work.
- (2) The independent directors must meet the required number and qualifications as specified by the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). Additionally, it is necessary to ensure that independent directors can work with the entire board efficiently and can express opinions independently.

In cases where the roles of the Chairman of the Board and the Chief Executive Officer (CEO) are not clearly separated, such as when the Chairman of the Board and CEO are the same person, the Chairman is not an independent director, the Chairman and CEO are family members, or the Chairman is a member of the executive committee, working group, or assigned executive responsibilities, the board will promote checks and balances between the board and management by:

- (1) Composing the board such that independent directors make up more than half, or
- (2) Appointing one independent director to jointly consider the agenda of the board meetings.

Information on the roles and duties of the board of directors

Board charter : Have

The Board of Directors realizes and pays attention to the good corporate governance by performing duties strictly in accordance with the Company's Articles of Association, Public Limited Companies Act, laws on securities and exchange, and other related laws. In addition, the Company established the corporate governance policy to emphasize on the roles and duties of the Board of Directors specified by the Stock Exchange of Thailand as follows;

Composition of Board of Directors

1. According to the Company's Articles of Association, the Board of Directors consists of at least 5 directors and not less than half of the total number of directors must have a domicile in the Kingdom of Thailand. The Company's directors must be qualified as required by laws and may or may not be shareholders of the Company.
2. The structure of the Board of Directors consists of;
 - (1) Executive director
 - (2) Non-executive director
 - (3) Independent directors, comprising at least one-third of independent directors and not less than 3 independent directors. The qualifications of independent directors are as specified by the Stock Exchange of Thailand.
 - (4) The Board of Directors selects one director from the non-executive directors to be the Chairman of the Board.
 - (5) The Board of Directors selects one person to act as the Company Secretary. The Company
3. Consider board diversity with no limitations of gender, ethnicity and religion. In the area of knowledge, skills and experience, consideration is based on necessary skills that are lacking, including appropriate qualifications consistent with the Board's composition and structure.

Independent Directors

The Company defines independent directors based on the specifications of the Capital Market Supervisory Board, which requires independent directors to be able to equally maintain shareholder interests without causing conflicts of interest while having sufficient time to perform director duties, the ability to attend Board of Director meetings regularly and the ability to render independent opinions.

The Company has specified the following independent director qualifications to be equal to independent director qualifications based on Capital Market Supervisory Board Criteria:

Qualifications of Independent Directors

1. Holding shares not more than 1% of the total voting shares of the Company, its parent company, subsidiaries, associated companies, major shareholders, or controlling persons of the Company, including the shareholding of related parties of such independent director.
2. Not being or having been a director who was involved in the administration, workers, employees, advisors who receive regular salaries, or controlling persons of the Company, its parent company, subsidiaries, associated companies, subsidiaries in the same level, major shareholders, or controlling persons of the Company, under he/she has been discharged from the aforementioned characteristics for at least 2 years prior to the date of submission of the application for permission to the Office of the Securities and Exchange Commission; such prohibited characteristics shall not include the case where the independent director was a government official or an advisor of a government agency, who is a major shareholder or a controlling person of the Company.
3. Not being a person with a blood relationship or legal registration in the manner of a parent, spouse, siblings, and children, including the spouse of the children, executives, major shareholders, controlling persons, or persons to be nominated as an executive or a controlling person of the Company or its subsidiaries.
4. Not having or never had a business relationship with the Company, parent company, subsidiaries, associated companies, major shareholders, or controlling persons of the Company in the manner that may impede the use of its independent discretion, including not being or never been a significant shareholder or a controlling person of a person having a business relationship with the Company, parent company, subsidiaries, associated companies, major shareholders, or controlling persons of the Company, unless he/she has been discharged from the aforementioned characteristics for at least 2 years prior to the date of submission of the application for permission to the Office of the Securities and Exchange Commission.
5. Not being or never been an auditor of the Company, parent company, subsidiaries, associated companies, major shareholders, or controlling persons of the Company, and not being a significant shareholder, a controlling person, or a partner of the audit office for which the auditor of the Company, parent company, subsidiaries, associated companies, major shareholders, or controlling persons of the Company works, unless he/she has been discharged from the aforementioned characteristics for at least 2 years prior to the date of submission of the application for permission to the Office of the Securities and Exchange Commission.
6. Not being or never been a professional service provider, including a legal advisor or a financial advisor which receives service fees of exceeding 2 million Baht per year from the Company, parent company, subsidiaries, associated companies, major shareholders, or controlling persons of the Company, and not being a significant shareholder, a controlling person, or a partner of the professional service provider, unless he/she has been discharged from the aforementioned characteristics for at least 2 years prior to the date of submission of the application for permission to the Office of the Securities and Exchange Commission.
7. Not being a director appointed to represent the Company's directors, major shareholders, or shareholders related to major shareholders.
8. Not conducting business of the same nature as the Company or its subsidiaries and being a significant competition with the Company or its subsidiaries or not being a significant partner in partnerships or being a director involved in the administration, workers, employees, advisors who receive regular salaries or holding share more than 1% of the number of shares with voting rights of other companies, which operate businesses in the same nature and are a significant competitor with the Company or its subsidiaries.
9. Independent directors hold positions for a term of no more than 9 consecutive years from the date of first appointment. In case where it is necessary to appoint such independent director to continue holding the position, the Board of Directors must reasonably consider such necessity.
10. There is no other manners that prevents them from giving independent opinions on the Company's operations.
11. Independent directors under the above qualifications may be assigned by the Board of Directors to make decisions on the operations of the Company, parent company, subsidiaries, associated companies, subsidiaries in the same level, major shareholders, or controlling persons by using the collective decisions.

Duties and responsibilities of the Board of Directors

1. Performing duties with responsibility, prudence, and integrity, and carefully protecting the interests of the Company and complying with the laws, objectives, and Articles of Association of the Company as well as the resolution of the Shareholders' Meeting.
2. Considering and approving the appointment of a person who has qualifications and does not have the prohibited characteristics as specified in Public Company Limited Act B.E. 2535 and the law on securities and exchange, including the notifications, regulations and/or rules relating to director positions in the event that the director position is vacant due to any reasons other than the retirement by rotation.
3. Considering the appointment of the Executive Committee by selecting from the Company's directors and/or executives and also defining the scope of duties and responsibilities of the Executive Committee.

4. Considering and appointing independent directors and audit committee members by taking into account the qualifications and prohibited characteristics of the independent directors and the audit committee members according to the law on securities and exchange, including notifications, regulations and/or related rules of the Stock Exchange of Thailand or proposing them to the Shareholders' Meeting for further considering and appointing independent directors and audit committee members of the Company.
5. Considering, determining and amending the names of the Company's directors authorized to bind the Company.
6. Appointing any other person to operate the business of the Company under the control of the board of directors or authorizing such person to have power within the period as deemed appropriate by the Board of Directors; The Board of Directors may cancel, revoke, change or amend such powers.
7. Considering and approving the transaction and acquisition or disposal of the Company's assets, unless in the event that such transactions require approval from the Shareholders' Meeting; However, such approval shall be in accordance with the relevant notifications, regulations and/or rules of the Stock Exchange of Thailand.
8. Considering and approving the connected transaction/ important related party transaction, unless in the event that such transactions require approval from the Shareholders' Meeting; However, such approval shall be in accordance with the relevant notifications, regulations and/or rules of the Stock Exchange of Thailand.
9. Considering and approving the interim dividend payment to shareholders when the Company is profitable enough to do so and reporting such dividend payment to the Shareholders' Meeting in the next shareholders' meeting.
10. Being responsible for setting the vision, policy and operating direction of the Company, business strategy, and annual budget and supervising the Management to perform operations in accordance with the specified policies efficiently and effectively in order to add the highest economic value to shareholders and create the sustainable growth of the Company.
11. Being responsible to shareholders regularly, performing operations by protecting the interests of shareholders, and disclosing accurate and complete information to investors with standards and transparency.
12. The Board of Directors must have knowledge, capabilities, and experiences that will be beneficial to business operations and is truly interested in the business of the Company in which they are a director.
13. Evaluating the performances and determining remuneration of the directors and senior executives.
14. Being responsible for the operating results and the performances of duties of the Management to ensure that they are determined and cautious in performing operations.
15. Supervising the establishment of clear and measurable business goals to be used as a guideline for setting operational goals by considering the probability are rationale.
16. Supervising business operations and operations ethically.
17. Supervising the Management to provide an appropriate and efficient risk management system.
18. Considering and making decisions on material matters, such as policies and business plans, large-scale investment projects, management authority, acquisition or disposal of assets, and any other items stipulated by laws.
19. Determining the authority and level of approval for transactions and operations relating to the works of the Company for a group or a person based on appropriateness and in accordance with the relevant laws by preparing a manual for operational authority and reviewing it at least once a year.
20. Providing an accounting system and reliable financial reporting and audit and also supervising a process for assessing the suitability of internal control.
21. Approving the nomination of the auditor and considering the annual audit fee to propose it to the shareholders for consideration and approval of appointment.
22. Reporting the responsibility of the Board of Directors for the preparation of the financial report by including the auditor's report in the annual report and covering important matters in accordance with the policy on best practices for directors of listed companies of the Stock Exchange of Thailand.
23. Supervising performances of any sub-committees as specified.
24. The Board of Directors is responsible for self-assessment of their performances and the overall performances of the Company.
25. Report purchases-sales/holdings of the Company's assets by independent directors, spouses and children who have not reached the age of majority to the Board of Directors' meeting every time a change occurs.
26. Report stakes held by directors to the Company and hold reviews at least on an annual basis.

Information on subcommittees

Information on subcommittees

Information on roles of subcommittees

Roles of subcommittees

Audit Committee

Role

- Audit of financial statements and internal controls

Scope of authorities, role, and duties

3.1 Review the financial reports to ensure accuracy and reliability, including sufficient disclosure of information, by coordinating with external auditors and the management responsible for preparing both quarterly and annual financial reports.

3.2 Review the company's internal control systems to ensure they are appropriate and effective, and may suggest specific items for review or audit that are deemed necessary and important, while providing recommendations for improvements to significant and necessary internal control systems to the board of directors, in coordination with external auditors and internal auditors.

3.3 Review compliance with securities and exchange laws or regulations of the stock exchange, as well as policies, rules, regulations, and other laws related to the company.

3.4 Consider selecting, proposing the appointment of, or proposing the dismissal of external auditors, including reviewing the auditor's fees to the board of directors.

3.5 Review the company's internal audit plan in accordance with generally accepted auditing standards and practices.

3.6 Consider the disclosure of related party transactions or transactions that may involve conflicts of interest to ensure the accuracy and completeness of such disclosures.

3.7 Review that the company has an appropriate and effective risk management system in place.

3.8 Report the activities of the Audit Committee to the board of directors at least four times per year.

3.9 Consider approving the appointment, transfer, performance evaluation, or dismissal of internal auditors or personnel of the internal audit department.

3.10 In performing its duties, the Audit Committee has the authority to invite the management team, executives, or relevant employees of the company to provide their opinions, attend meetings, or submit documents deemed relevant or necessary.

3.11 The Audit Committee has the authority to hire consultants or external parties, in accordance with company policies, to provide opinions or advice when necessary.

3.12 Prepare an annual corporate governance report of the Audit Committee to be disclosed in the company's annual report, which must be signed by the Chairman of the Audit Committee.

3.13 The Audit Committee must assess its performance through self-assessment and report the results along with any obstacles that may prevent the committee from achieving its objectives to the board of directors every year.

3.14 Consider reviewing and improving the Audit Committee's charter.

3.15 Perform any other tasks assigned by the board of directors within the scope of the Audit Committee's duties and responsibilities.

Reference link for the charter

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Executive Committee

Role

- Corporate governance
- Sustainability development

Scope of authorities, role, and duties

2.1 Control the management of the company to comply with the policies set by the Board of Directors and report the performance to the Board of Directors.

2.2 In conducting meetings of the executive committee, at least half of the members must attend the meeting, and the decisions of the executive committee must be approved by a majority vote, with at least half of the total votes of the executive committee counted.

2.3 Consider determining the authority and approval levels for each executive appropriately, and ensure a separation of duties to prevent potential fraud, including establishing procedures and methods for transactions with major shareholders, directors, executives, or those related to such individuals, to prevent conflicts of interest. The proposal should be submitted to the Board of Directors for approval, and the implementation must comply with the approved principles and guidelines.

2.4 Review the annual budget and the procedures for expenditure to be submitted to the Board of Directors, and oversee the expenditure according to the approved budget by the Board of Directors.

2.5 Consider updating the company's business plan to ensure it aligns with the company's best interests.

2.6 Consider approving investments and establishing an investment budget according to the authority outlined in the operational authority manual.

2.7 Consider contracts that bind the company, in accordance with the authority outlined in the operational authority manual.

2.8 Ensure that important information about the company is sufficiently provided for the Board of Directors and shareholders to make informed decisions, including the preparation of credible financial reports that comply with high standards of transparency and best practices.

2.9 Consider the company's profits and losses and propose the annual dividend distribution to the Board of Directors.

2.10 Consider the opening of new business operations or the discontinuation of certain business activities to be presented to the Board of Directors.

2.11 Oversee the establishment of procedures for employees to report any irregularities or illegal actions promptly to the Board of Directors. In cases where such events have significant implications, they must be reported to the Board of Directors for timely resolution.

2.12 Take any actions to support the execution of the aforementioned items, as advised by the Board of Directors or as delegated by the Board of Directors.

2.13 Actions presented to the executive committee for approval must be reported to the Board of Directors in the next board meeting. The executive committee is prohibited from approving items in which they or individuals who may have conflicts of interest, or any personal stake in the matter, are involved. Such items must be submitted to the Board of Directors and/or the shareholders' meeting (depending on the case) for approval, as per the company's regulations or relevant laws.

The delegation of authority and responsibilities of the executive committee, as outlined above, does not include the authority and/or the delegation of authority for approving items in which they, or the delegates, or any individuals with potential conflicts of interest (as defined by the Securities and Exchange Commission's announcement), have a direct or indirect interest or conflicting benefits with the company. Such items must be presented to the Board of Directors and/or

the shareholders' meeting for consideration and approval, in accordance with the company's regulations or applicable laws.

Reference link for the charter

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Risk Management Committee

Role

- Risk management
- Climate-related risks and opportunities governance

Scope of authorities, role, and duties

- 3.1 Establish the company's overall risk management policies and structure, covering various significant risks such as financial risk, investment risk, strategic risk, and reputational risk, among others. The proposal should be submitted to the Board of Directors for approval, in line with the risk management approach of the Stock Exchange of Thailand and the Institute of Internal Auditors of Thailand.
- 3.2 Define appropriate strategies and approaches for risk management in line with the risk management policy, ensuring that various departments participate in risk management and control.
- 3.3 Assess enterprise-level risks and establish methods to manage risks within an acceptable risk level, while overseeing and controlling risk management according to the defined methods.
- 3.4 Consider reviewing and presenting risk management policies and frameworks to the executive committee for approval.
- 3.5 Review and approve the acceptable level of risk (Risk Appetite).
- 3.6 Oversee the development and continuous implementation of the risk management policy and framework to ensure that the company has an effective risk management system across the organization, with consistent practice.
- 3.7 Review risk management reports to monitor significant risks and take necessary actions to ensure that the organization manages risks sufficiently and appropriately.
- 3.8 Coordinate with the Audit Committee on significant risks, with the internal audit department reviewing to ensure that the company has an appropriate internal control system for risk management, and that the risk management system is properly applied and followed throughout the organization.
- 3.9 Report regularly to the executive committee regarding significant risks and risk management.
- 3.10 Provide advice and consultations to the executive committee and/or relevant departments or task forces related to risk management, and review appropriate approaches to address information related to the development of the risk management system.
- 3.11 Define measures to manage risks in a way that is appropriate for the prevailing situation.
- 3.12 Review and improve the risk management policy to ensure its effectiveness and efficiency in controlling risks.
- 3.13 Set criteria for measuring risk and establish acceptable risk thresholds for the company.
- 3.14 Have the authority to summon all relevant parties to clarify matters, and assign roles to ensure that employees at all levels manage risks appropriately. All employees are required to report to the risk management committee to achieve the set objectives.
- 3.15 Consider appointing additional or replacement personnel in the risk management task force and/or departments and/or teams involved in risk management, as appropriate, and define roles and responsibilities for the benefit of achieving objectives.
- 3.16 Prepare and approve the annual enterprise-level risk management manual.
- 3.17 Implement an integrated risk management system that is connected with information systems.
- 3.18 Perform any other actions related to risk management as assigned by the executive committee.

Additionally, the executives and/or risk management task force and/or relevant departments and/or teams involved in risk management and/or internal auditors and/or external auditors must report or present relevant information and documents to the executive committee and/or the Board of Directors to support the risk management task force in fulfilling its assigned duties.

Reference link for the charter

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Nomination and Remuneration Committee

Role

- Director and executive nomination
- Remuneration

Scope of authorities, role, and duties

Recruitment

- Define the process for selecting appropriate candidates to serve as directors, ensuring that the individuals selected align with the nature and operations of the organization, by establishing the qualifications and expertise required for each role.
- Recruit directors when it is time to propose candidates to the Board of Directors for consideration. The recruitment process may involve re-nominating existing directors for reappointment, accepting nominations from shareholders, using external recruitment agencies, selecting from a list of professional directors, or allowing each director to propose suitable candidates, among other methods.
- Review the names of the proposed candidates and select individuals who meet the defined qualifications.
- Verify that the proposed individuals meet the legal qualifications and the requirements set by the relevant authorities.
- Approach the individuals who meet the qualification criteria to ensure their willingness to accept the director position if nominated by the shareholders.
- Submit the names of the candidates to the Board of Directors for consideration and include them in the shareholders' meeting notice for election at the shareholders' meeting.
- Review the process for selecting and approving the appointment of the Chief Executive Officer (CEO) as assigned by the Board of Directors.
- Review the process for selecting and approving the appointment of the Chairman of the Executive Committee as assigned by the Board of Directors.

Compensation Considerations

- Review the criteria for determining the compensation of directors, the Chairman of the Executive Committee, and the CEO to ensure appropriateness. This includes evaluating the current criteria, comparing compensation practices in similar companies within the same industry, and adjusting the criteria to align with the expected performance. The aim is to ensure fairness and reward individuals who contribute to the company's success.
- Review the structure of all types of compensation, including fixed salaries, performance-based bonuses, and meeting allowances. Consider industry practices, company performance, the size of the business, and the responsibilities, expertise, and experience of the directors, Chairman of the Executive Committee, and CEO.
- Evaluate the criteria for assessing the performance of the Chairman of the Executive Committee and the CEO, as assigned by the Board of Directors.
- Determine the annual compensation for directors, the Chairman of the Executive Committee, and the CEO based on the established compensation criteria and submit the proposal to the Board of Directors for approval. (For the director's compensation, the proposal will be submitted to the shareholders' meeting for final approval.)
- Assess the appropriateness and approve the offer of new securities to directors and employees, ensuring fairness to shareholders and motivating directors and employees to work toward creating long-term shareholder value while retaining high-quality personnel.

Reference link for the charter

Information on each subcommittee

List of audit committee

List of directors	Position	Appointment date of audit committee member	Skills and expertise
1. Dr. PRASERT TAPANEYANGKUL^(*) Gender: Male Age : 72 years Highest level of education : Doctoral degree Study field of the highest level of education : Engineering Thai nationality : Yes Residence in Thailand : Yes Expertise in accounting information review : Yes	Chairman of the audit committee (Non-executive directors, Independent director) Director type : Existing director	12 Sep 2017	Engineering, Audit, Law, Internal Control, Governance/ Compliance
2. Mrs. NIPA MARKPRADIT^(*) Gender: Female Age : 60 years Highest level of education : Master's degree Study field of the highest level of education : Business Administration Thai nationality : Yes Residence in Thailand : Yes Expertise in accounting information review : Yes	Member of the audit committee (Non-executive directors, Independent director) Director type : Existing director	12 Sep 2017	Law, Accounting, Audit, Finance, Data Management
3. Assoc. Prof. Dr. CHOTCHAI CHAROENNGAM Gender: Male Age : 61 years Highest level of education : Doctoral degree Study field of the highest level of education : Engineering Thai nationality : Yes Residence in Thailand : Yes Expertise in accounting information review : No	Member of the audit committee (Non-executive directors, Independent director) Director type : Existing director	12 Sep 2017	Engineering, Risk Management, Audit, Internal Control, Sustainability

Additional explanation :

(*) Directors with expertise in accounting information review

List of executive committee members

List of committee members	Position	Appointment date of executive committee member
1. Dr. CHAINARONG NA LAMPHUN Gender: Male Age : 74 years Highest level of education : Doctoral degree Study field of the highest level of education : Engineering Thai nationality : Yes Residence in Thailand : Yes	The chairman of the executive committee	6 Oct 1983
2. Dr. PORN LAPAS NA LAMPHUN Gender: Female Age : 42 years Highest level of education : Doctoral degree Study field of the highest level of education : International Business Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	24 Feb 2015
3. Dr. VUTHICHA PHANCHET Gender: Male Age : 67 years Highest level of education : Doctoral degree Study field of the highest level of education : Engineering Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	24 Feb 2015
4. Ms. NANNAPAT KONGROD Gender: Female Age : 58 years Highest level of education : Bachelor's degree Study field of the highest level of education : Liberal Arts in General Management Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	2 Dec 2010
5. Mr. RATHAWIT NA LAMPHUN Gender: Male Age : 37 years Highest level of education : Master's degree Study field of the highest level of education : Business Administration Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	15 Aug 2012
6. Mr. Surin Sony Gender: Male Age : 43 years Highest level of education : Doctoral degree Study field of the highest level of education : Management Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	25 Feb 2022

List of committee members	Position	Appointment date of executive committee member
7. Mrs. Warangkana Na Lamphun Gender: Female Age : 38 years Highest level of education : Bachelor's degree Study field of the highest level of education : Faculty of Commerce and Accountancy Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	25 Feb 2022
8. Mr. SATHAPORN NAPHAPAYARKSIRI Gender: Male Age : 48 years Highest level of education : Bachelor's degree Study field of the highest level of education : Engineering Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	19 Jul 2022
9. Mr. Nugool Hencharoensuk Gender: Male Age : 45 years Highest level of education : Master's degree Study field of the highest level of education : Engineering Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	17 Jul 2023
10. Mr. Nattapong Tubtimthong Gender: Male Age : 45 years Highest level of education : Bachelor's degree Study field of the highest level of education : Engineering Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	17 Jul 2023
11. Mrs. Woranut Na Lamphun Gender: Female Age : 41 years Highest level of education : Master's degree Study field of the highest level of education : Management Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	17 Jul 2023

Other Subcommittees

Subcommittee name	Name list	Position
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Subcommittee name	Name list	Position
Risk Management Committee	Assoc. Prof. Dr. CHOTCHAI CHAROENNGAM	The chairman of the subcommittee (Independent director)
	Dr. CHAINARONG NA LAMPHUN	Member of the subcommittee
	Mr. SUCHART KADJINAKUL	Member of the subcommittee
	Dr. VUTHICHA PHANCHET	Member of the subcommittee
	Dr. Rapeepat Palawongse	Member of the subcommittee
	Dr. PORNLAPAS NA LAMPHUN	Member of the subcommittee
	Mr. RATHAWIT NA LAMPHUN	Member of the subcommittee
Nomination and Remuneration Committee	Mrs. NIPA MARKPRADIT	The chairman of the subcommittee (Independent director)
	Dr. PRASERT TAPANEYANGKUL	Member of the subcommittee (Independent director)
	Dr. PORNLAPAS NA LAMPHUN	Member of the subcommittee

Information on the executives

Information on the executives

List and positions of the executive

List of the highest-ranking executive and the next four executives

List of executives	Position	First appointment date	Skills and expertise
1. Dr. CHAINARONG NA LAMPHUN Gender: Male Age : 74 years Highest level of education : Doctoral degree Study field of the highest level of education : Engineering Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	CHAIRMAN OF THE EXECUTIVE COMMITTEE	6 Oct 1983	Strategic Management, Risk Management, Engineering, Budgeting, Governance/ Compliance
2. Dr. PORN LAPAS NA LAMPHUN Gender: Female Age : 42 years Highest level of education : Doctoral degree Study field of the highest level of education : International Business Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	CHIEF EXECUTIVE OFFICER (The highest-ranking executive)	24 Feb 2015	Corporate Management, Finance, Change Management, Data Analysis, Economics
3. Ms. NANNAPAT KONGROD^(*) Gender: Female Age : 58 years Highest level of education : Bachelor's degree Study field of the highest level of education : Liberal Arts in General Management Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : Yes Accounting supervisor : No	Assistance Chief Executive Officer : Accounting & Financial	2 Dec 2010	Finance, Budgeting, Accounting, Audit, Banking
4. Mr. SATHAPORN NAPHAPAYARKSIRI Gender: Male Age : 48 years Highest level of education : Bachelor's degree Study field of the highest level of education : Engineering Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Deputy Chief Executive Officer : Operation	1 Jun 2022	Construction Services, Construction Materials, Project Management, Engineering, Leadership

List of executives	Position	First appointment date	Skills and expertise
5. Mr. RATHAWIT NA LAMPHUN Gender: Male Age : 37 years Highest level of education : Master's degree Study field of the highest level of education : Business Administration Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Deputy Chief Executive Officer : Management and Corporate Sustainability Development	15 Aug 2012	IT Management, Leadership, Corporate Management, Data Analysis, Economics
6. Mr. Surin Sony Gender: Male Age : 43 years Highest level of education : Doctoral degree Study field of the highest level of education : Management Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Deputy Chief Executive Officer : Business Development	25 Feb 2022	Economics, Banking, Finance, Negotiation, Strategic Management
7. Mrs. Warangkana Na Lamphun Gender: Female Age : 38 years Highest level of education : Bachelor's degree Study field of the highest level of education : Faculty of Commerce and Accountancy Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Assistance Chief Executive Officer : Management and Corporate Sustainability Development	25 Feb 2022	Economics, Commerce, Media & Publishing, Accounting, Data Analysis
8. Mr. Nugool Hencharoensuk Gender: Male Age : 45 years Highest level of education : Master's degree Study field of the highest level of education : Engineering Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Assistance Chief Executive Officer : Special Project	1 Jul 2023	Construction Materials, Construction Services, Law, Engineering, Design

List of executives	Position	First appointment date	Skills and expertise
9. Mr. Nattapong Tubtimthong Gender: Male Age : 45 years Highest level of education : Bachelor's degree Study field of the highest level of education : Engineering Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Assistance Chief Executive Officer : Engineering	1 Jul 2023	Construction Materials, Construction Services, Engineering, Project Management, Design
10. Mrs. Woranut Na Lamphun Gender: Female Age : 41 years Highest level of education : Master's degree Study field of the highest level of education : Management Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Assistance Chief Executive Officer : Human Resource	1 Jul 2023	Business Administration, Human Resource Management, Corporate Social Responsibility, Data Management
11. Ms. Sudaporn Ratchainta ^(**) Gender: Female Age : 36 years Highest level of education : Bachelor's degree Study field of the highest level of education : Accounting Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : Yes	Accounting Manager	1 Apr 2024	Business Administration, Accounting, Finance

Additional Explanation :

(*) Highest responsibility in corporate accounting and finance

(**) Accounting supervisor

(***) Appointed after the fiscal year end of the reporting year

Organization structure diagram of the highest-ranking executive and the next four executives

Organization structure of the highest-ranking executive and the : 31 Dec 2024
next four executives as of date

Organization structure diagram of the highest-ranking executive and the next four executives from the top executive



Remuneration policy for executive directors and executives

The Company's Board of Directors has a policy on determining the compensation for the Executive Chairman, Chief Executive Officer (CEO), and senior executives, taking into account performance and evaluation results. This is to ensure that the compensation is appropriate for the duties and responsibilities assigned to lead the organization in achieving its defined goals. The criteria for considering compensation are as follows:

Criteria for Compensation Consideration

- *Criteria for Determining Compensation for the Executive Chairman*

The Board of Directors has assigned the Nomination and Compensation Committee to evaluate the performance of the Executive Chairman according to the established evaluation criteria. The committee will then propose the compensation for the Executive Chairman to the Board for approval. This will be based on the Executive Chairman's role, scope of responsibility, authority, duties, performance, as well as the company's overall performance and the achievement of the organization's goals.

- *Criteria for Determining Compensation for the CEO*

The Board of Directors has assigned the Nomination and Compensation Committee to evaluate the performance of the CEO according to the established evaluation criteria. The committee will then propose the compensation for the CEO to the Board for approval. This will be based on the CEO's role, scope of responsibility, authority, duties, performance, as well as the company's overall performance and the achievement of the organization's goals.

- *Criteria for Determining Compensation for Senior Executives*

Supervisors evaluate the performance of senior executives based on the established criteria, taking into account their scope of authority, duties, and responsibilities. This evaluation will then be used to consider salary and employee benefits, which will be presented to the CEO for approval.

Types of Compensation

- *Types of Compensation for the Executive Chairman*

1. Salary (Compensation): Regular monthly compensation, based on performance, experience, and the potential of the position, aligned with the standards of companies in the same or similar industry.

2. Short-term Incentives: Based on target revenue and operational performance, with the Nomination and Compensation Committee considering the appropriateness and proposing the compensation to the Board for approval.

• *Types of Compensation for the CEO*

1. Salary (Compensation): Regular monthly compensation, based on performance, experience, and the potential of the position, aligned with the standards of companies in the same or similar industry.

2. Short-term Incentives: Based on target revenue and operational performance, with the Nomination and Compensation Committee considering the appropriateness and proposing the compensation to the Board for approval.

3. Long-term Incentives: Including:

3.1 Share Options: Allocation of shares with specific terms and conditions.

3.2 Restricted Shares: Shares that cannot be transferred.

3.3 Performance Shares: Shares linked to long-term KPIs.

3.4 Performance Cash: Cash linked to long-term KPIs (depending on the tenure in the position).

The long-term compensation is subject to the evaluation of the Nomination and Compensation Committee, considering the current economic conditions, and is presented to the Board for approval.

• *Types of Compensation for Senior Executives*

1. Salary (Compensation): Regular monthly compensation, based on performance, experience, and the potential of the position, aligned with the standards of companies in the same or similar industry.

2. Short-term Incentives: Based on the performance in the past year, along with the company's performance.

Process for Determining Compensation.

The determination of compensation will be based on principles of good governance, transparency, fairness, and accountability, with the following process:

1. Process for Determining Compensation for the Executive Chairman

1.1 The Nomination and Compensation Committee will evaluate the performance of the Executive Chairman based on the established criteria to determine the compensation.

1.2 The Nomination and Compensation Committee will propose the compensation to the Board for approval.

2. Process for Determining Compensation for the CEO

2.1 The Nomination and Compensation Committee will evaluate the performance of the CEO based on the established criteria to determine the compensation.

2.2 The Nomination and Compensation Committee will propose the compensation to the Board for approval.

3. Process for Determining Compensation for Senior Executives

3.1 Supervisors evaluate the performance of senior executives based on the established criteria.

3.2 The Salary and Employee Benefits Committee will review the compensation based on the performance evaluation of the year.

3.3 The Salary and Employee Benefits Committee will propose the compensation of senior executives to the CEO for approval.

Disclosure of Information

The company will disclose the compensation policy and criteria for the CEO and senior executives in the annual report (56-1 One-Report) and publish it on the company's website. The policy will be reviewed annually to ensure it is up-to-date and aligns with the organization's vision and strategy.

Does the board of directors or the remuneration committee : Have
have an opinion on the remuneration policy for executive
directors and executives

The Board of Directors believes that the directors' remuneration is appropriate in relation to their duties and responsibilities, as well as aligned with the number of directors, the company's performance, and business size. This remuneration is at a reasonable level, comparable to listed companies on the Stock Exchange of Thailand and within the same industry group. Additionally, it is sufficient to attract and retain high-quality directors within the company. The directors' remuneration for the year 2024 has been thoroughly reviewed for appropriateness by the Nomination and Remuneration Committee.

Remuneration of executive directors and executives

Monetary remuneration of executive directors and executives

	2022	2023	2024
Total remuneration of executive directors and executives (baht)	28,696,993.00	61,560,441.00	33,818,639.00
Total remuneration of executive directors (baht)	0.00	0.00	0.00
Total remuneration of executives (baht)	28,696,993.00	61,560,441.00	33,818,639.00

Monetary Compensation for Executives In 2024, the company paid monetary compensation to 11 executives (including the Accounting Manager) in the form of salary and bonuses, totaling 45,818,399.00 THB.

Note: Executive directors do not receive compensation.

Other remunerations of executive directors and executives

	2022	2023	2024
Company's contribution to provident fund for executive directors and executives (Baht)	195,333.00	556,014.00	616,827.00
Employee Stock Ownership Plan (ESOP)	No	No	No
Employee Joint Investment Program (EJIP)	No	No	No

Other Compensation for Executives

The company provided other compensation to 11 executives (including the Accounting Manager) as follows:

- 1. Provident Fund** For 2024, the company contributed to the provident fund for the 11 executives, with a total contribution of 616,827 THB. The company contributed at a rate of 3% of the salary.
- 2. Social Security, Life Insurance Premiums, and Other Benefits** For 2024, the company paid compensation in the form of contributions to social security, life insurance premiums, and other benefits to the 11 executives (including the Accounting Manager), with a total amount of 11,382,933.00 THB.

Outstanding remuneration or benefits of executive directors and executives

Outstanding remuneration or benefits of executive directors : 0.00
and executives in the past year

Estimated remuneration of executive directors and executives : 0.00
in the current year

Other significant information

Other significant information

Assigned person

List of persons assigned for accounting oversight

General information	Email	Telephone number
1. Ms. Sudaporn Ratchainta	sudaporn@index.co.th	025323623 ต่อ 509

List of the company secretary

General information	Email	Telephone number
1. Mr. Rathawit Na Lamphun	rathawit@index.co.th	+66 (0) 2532-3623 ต่อ 401

List of the head of internal audit or outsourced internal auditor

General information	Email	Telephone number
1. Ms. Somjaree Kaewkhomdee	somjaree@dir.co.th	-

Head of investor relations

Does the Company have an appointed head of investor relations : Have relations

List of the head of investor relations

General information	Email	Telephone number
1. Dr. Surin Sony	surin@index.co.th	025323623 ต่อ 409

Company's auditor

Details of the company's auditor

Audit firms	Audit fee (Baht)	Other service fees	Names and general information of auditors
EY OFFICE LIMITED 33RD FLOOR, LAKE RAJADA OFFICE COMPLEX, 193/136-137 RAJADAPISEK ROAD KHLONG TOEI KHLONG TOEI Bangkok 10110 Telephone number +66 2264 9090	2,000,000.00	Types of non-audit service : Non-Audit Fee Details of non-audit service : 13,036 Amount paid during the fiscal year 0.00 baht Amount to be paid in the future 0.00 baht Total non-audit fee 2,013,036.00 baht	1. Mr. NATTHAWUT SANTIPET Email: Natthawut.Santipet@th.ey.com Telephone number: 022649090 License number: 5730

Assigned personnel in case of a foreign company

Does the company have any individual assigned to be representatives in Thailand : No

Performance Report on Corporate Governance

Information about the summary of duty performance of the board of directors over the past

Selection, development and evaluation of duty performance of the board of directors

Information about the selection of the board of directors

List of directors whose terms have ended and have been reappointed

List of directors	Position	First appointment date of director	Skills and expertise
Dr. CHAINARONG NA LAMPHUN	Director	6 Oct 1983	Strategic Management, Risk Management, Engineering, Budgeting, Governance/ Compliance
Dr. PORNLAPAS NA LAMPHUN	Director	24 Feb 2015	Corporate Management, Finance, Change Management, Data Analysis, Economics
Mr. SATHAPORN NAPHAPAYARKSIRI	Director	1 Jul 2023	Construction Services, Construction Materials, Project Management, Engineering, Leadership

Selection of independent directors

Criteria for selecting independent directors

Consideration for the Appointment of Independent Directors

The consideration for the appointment of independent directors will be based on the qualifications and disqualifications of independent directors according to the Securities and Exchange Act, as well as the relevant regulations and/or announcements of the Stock Exchange of Thailand. The proposal will then be submitted to the shareholders' meeting for consideration and appointment as independent directors of the company.

Business or professional relationships of independent directors over the past year

Business or professional relationships of independent directors : No
over the past year

Selection of directors and the highest-ranking executive

Method for selecting directors and the highest-ranking executive

Method for selecting persons to be appointed as directors : Yes
through the nomination committee

Method for selecting persons to be appointed as the highest-ranking executive through the nomination committee : Yes

Number of directors from major shareholders

Number of directors from each group of major shareholders : 0
over the past year (persons)

Rights of minority shareholders on director appointment

Rights of Minority Shareholders to Appoint Directors

- A. Each shareholder has one vote per share.
- B. Shareholders are entitled to vote individually to elect directors.
- C. The individuals with the highest votes in descending order will be elected as directors, up to the number of directors required to be elected at that shareholders' meeting. In the event that individuals who are elected in the next order have the same number of votes, exceeding the number of directors to be elected, the chairman of the meeting will have the casting vote.

Method of director appointment : Method whereby each director requires approval votes more than half of the votes of attending shareholders and casting votes

Information on the development of directors

Development of directors over the past year

Details of the development of directors over the past year

List of directors	Participation in training in the past financial year	History of training participation
1. General WUTTINUN LEELAYUDTH (Chairman of the Board of Directors)	Non-participating	Thai Institute of Directors (IOD) • 2018: Director Accreditation Program (DAP) Other • 2022: Basic knowledge course on the Personal Data Protection Act • 2007: Senior Executive Course in Trade and Commerce, Class 6 • 2005: Senior Executive Course, Capital Market Academy (CMA.5)
2. Dr. CHAINARONG NA LAMPHUN (Director)	Participating	Thai Institute of Directors (IOD) • 2017: Director Accreditation Program (DAP) • 2011: Role of the Chairman Program (RCP) • 2005: Director Certification Program (DCP) Other • 2024: Good Governance for High-Level Industrial Factory Executives (Pathor), Class 1 • 2024: ChatGPT for Business Mastery Class 1. • 2023: KU Change Agent Readiness Executive Program (KU CARE) Class 1 • 2023: Consulting Engineer and Management Innovation Program • 2022: Advanced Agricultural Science Course (A.A.S.) 2nd Generation • 2022: Basic knowledge course of the Personal Data Protection Act (PDPA)

List of directors	Participation in training in the past financial year	History of training participation
3. Ms. NANNAPAT KONGROD (Director)	Participating	Thai Institute of Directors (IOD) • 2017: Director Accreditation Program (DAP) Other • 2024: ChatGPT for Business Mastery Class 1 • 2024: ESG Risk Management Workshop • 2024: KU CARE the Class One Class 2 • 2024: Shaping the Future of Finance • 2024: CFO Refresher Course 2024 • 2024: Refreshment of the Role and Expectation of A CFO • 2023: Project to develop and promote corporate governance for government agency contract partners in Bangkok area • 2023: CFO & Tax Forum Leading Through Chang • 2023: CFO Refresher Course 2023 • 2023: BDO CFO Summit 2023:Navigating a changing regulatory environment • 2022: ISO 9001:2015; Awareness and Requirement • 2022: ISO 19011:2018 According to ISO 9001:2015 • 2022: Tax risk management and tax planning • 2022: Summary of the main points of TFRS financial reporting standards that have been changed and are effective in 2023 • 2022: CFO Refresher Class 3/2565 • 2022: CFO Refresher Course 2023 • 2022: Consulting Engineer and Management Innovation • 2022: GENIUS X Class 4 • 2022: Basic knowledge of the Personal Data Protection Act (PDPA) • 2021: CFO Refresher Course 2/2564 • 2021: Summary of key points to be aware of in TFRS for PAEs and changes in 2021 • 2018: Key changes in three financial reporting standards: TFRS15 and draft TFRS9, TFRS16 • 2018: Strategic Financial Leadership Program 2018 • 2017: Strategic CFO In Capital Markets Program Class 5/2017 • 2017: CFO In Practice Certificate Program, Class 7/2017 from the Accountancy Professional Council
4. Dr. PORN LAPAS NA LAMPHUN (Director)	Participating	Thai Institute of Directors (IOD) • 2016: Financial Statements for Directors (FSD) • 2015: Director Certification Program (DCP) Other • 2024: ChatGPT for Business Mastery (Class 1) • 2023: mai Fanzi Club • 2023: Consulting Engineer and Management Innovation • 2022: Construction Management Class 1 • 2022: Basic knowledge of the Personal Data Protection Act (PDPA)

List of directors	Participation in training in the past financial year	History of training participation
5. Mrs. NIPA MARKPRADIT (Director)	Participating	Thai Institute of Directors (IOD) • 2016: Director Accreditation Program (DAP) Other • 2024: New laws proposed to be implemented in 2025 • 2024: Tax Planning and Tax Auditor • 2023: The importance of the audit committee and confidence in the Thai capital market • 2022: Basic knowledge of the Personal Data Protection Act (PDPA) • 2021: Tax Auditor • 2016: Tax Advisor 5th Generation from the Thai Tax Auditors Association
6. Dr. PRASERT TAPANEYANGKUL (Director)	Participating	Thai Institute of Directors (IOD) • 2023: Advanced Audit Committee Program (AACP) • 2022: Role of the Chairman Program (RCP) • 2007: Director Certification Program (DCP) Other • 2024: Seminar on the topic of prevention, suppression and suppression of inappropriate behavior of listed companies with the Stock Exchange of Thailand • 2023: Seminar on the topic of the importance of audit committees and confidence in the Thai capital market • 2022: Basic knowledge of the Personal Data Protection Act (PDPA) • 2009: Monitoring Fraud Risk Management Class 1/2009 • 2009: Audit Committee and Continuing Development Program Class 28/2009 • 2009: Monitoring the Quality of Financial Reporting Class 9/2009 • 2007: Finance for Non-Finance Director Class 36/2007
7. Assoc. Prof. Dr. CHOTCHAI CHAROENNGAM (Director)	Participating	Thai Institute of Directors (IOD) • 2014: Director Certification Program (DCP) Other • 2024: Seminar on the topic of prevention, suppression and suppression of inappropriate behavior of listed companies with the Stock Exchange of Thailand • 2023: Seminar on the topic of the importance of audit committees and confidence in the Thai capital market • 2022: Basic knowledge of the Personal Data Protection Act (PDPA) • 2016: Boards that make Difference Program Class 1/2016 • 2014: IT Governance: Issues for Boards Program • 2014: Anti-Corruption Executive Program Class 12/2014

List of directors	Participation in training in the past financial year	History of training participation
8. Mr. RATHAWIT NA LAMPHUN (Director)	Participating	Thai Institute of Directors (IOD) • 2024: ESG in the Boardroom: A Practical Guide for Board (ESG) • 2024: The Board's Roles in Climate Governance (BCG) • 2022: Director Certification Program (DCP) Other • 2024: ChatGPT for Business Mastery (Class 1) • 2024: HR CHANGE FOR CHANCE Change and adapt to new opportunities in the future world. • 2024: Leadership Program on Trade and Development Strategy • 2024: Create Everlasting Company: Sustainability, Succession, and Strategy • 2023: Project to develop and promote corporate governance for government agency contract partners in Bangkok area • 2023: Smart Water & Smart City Management • 2023: Management Science for Senior Executives (MSS) Class 10 • 2022: Health & Wellness Business Opportunities & Trends Fiscal Policy Research Institute • 2022: Construction Management Class 1 • 2022: Basic knowledge of the Personal Data Protection Act (PDPA) • 2022: ISO 9001:2015 (Requirements) • 2022: ISO 19011-2018 (Quality Audit) • 2022: Consulting Engineer and Management Innovation • 2021: Strengthening the readiness of junior executives, 3rd generation, Fiscal Policy Research Institute • 2016: Company Secretary Program (CSP) Class 74/2016, IOD
9. Mr. SATHAPORN NAPHAPAYARKSIRI (Director)	Participating	Thai Institute of Directors (IOD) • 2023: Director Accreditation Program (DAP) Other • 2024: ChatGPT for Business Mastery (Class 1) • 2024: Study visit project of PTT Exploration and Production Public Company Limited's Technology and Innovation Research Center and Vidyasirimedhi Institute of Science and Technology (VISTEC) under the Wangc • 2023: Consulting Engineer and Management Innovation • 2023: FIDIC MODULE 4 Administration and Execution of FIDIC Contracts • 2023: Infrastructure design contract issues • 2022: Personal Data Protection Program (PDPA)" by the Digital Skills Development and Testing Institute • 2022: ISO 9001:2015 (Requirements) • 2022: ISO 19011-2018 (Quality Audit) • 2022: Meeting to express opinions on the Government Procurement and Supplies Management Act 2017

Information on the evaluation of duty performance of directors

Criteria for evaluating the duty performance of the board of directors

The company conducts an annual performance evaluation of the Board of Directors. In 2024, the evaluation was carried out in two forms, in accordance with the guidelines from the Stock Exchange of Thailand. The evaluation includes:

1. Self-Evaluation of the Board of Directors (By Committee)

The evaluation is divided into four categories

(1).Structure and Qualifications of the Board.

- (2). Board Meetings.
- (3). Roles, Duties, and Responsibilities of the Board.
- (4). Other Matters

2. Self-Evaluation of Individual Directors The evaluation is divided into three categories:

- (1) Structure and Qualifications of the Board
- (2) Board Meetings
- (3) Roles, Duties, and Responsibilities of the Board

This process helps the Board review performance, issues, challenges, and use the results and suggestions for improving work efficiency to maximize benefits.

3. Evaluation of Subcommittees of the Board The performance evaluation of each subcommittee (Audit Committee, Executive Committee, Risk Management Committee, and Nomination and Remuneration Committee) is also conducted in two forms:

A. Self-Evaluation by the Subcommittee

The evaluation is divided into three categories:

- (1) Structure and Qualifications of the Subcommittee
- (2) Subcommittee Meetings
- (3) Roles, Duties, and Responsibilities of the Subcommittee

B. Self-Evaluation by Individual Members of the Subcommittee

The evaluation is divided into three categories:

- (1) Structure and Qualifications of the Subcommittee
- (2) Subcommittee Meetings
- (3) Roles, Duties, and Responsibilities of the Subcommittee

Evaluation Criteria The evaluation is done using the following rating scale:

- Level 4 = Excellent
- Level 3 = Good
- Level 2 = Satisfactory
- Level 1 = Needs Improvement

Evaluation of the duty performance of the board of directors over the past year

Performance Evaluation of the Board of Directors

The company conducts an annual performance evaluation of the Board of Directors. For the year 2024, the evaluation was carried out in two forms, in accordance with the guidelines of the Stock Exchange of Thailand. The first form is the self-assessment of the board by each committee, divided into four areas as follows: (1) Board structure and qualifications, (2) Board meetings, (3) Roles, duties, and responsibilities of the board, and (4) Other matters. The second form is the self-assessment of individual directors, divided into three areas: (1) Board structure and qualifications, (2) Board meetings, and (3) Roles, duties, and responsibilities of the board. This process helps the board review its performance, address issues and challenges, and use the evaluation results and recommendations to improve work efficiency for maximum benefit.

Self-Assessment of the Performance of Each Sub-Committee

For the self-assessment of the performance of each sub-committee, including the Audit Committee, the Executive Committee, the Risk Management Committee, and the Nomination and Compensation Committee, in the year 2024, the Company Secretary distributed the evaluation forms in two formats, following the guidelines of the Stock Exchange of Thailand. These are: the self-assessment of the sub-committee's performance, divided into three areas as follows: (1) Structure and qualifications of the committee, (2) Sub-committee meetings, and (3) Roles, duties, and responsibilities of the sub-committee; and the self-assessment of individual sub-committee members, divided into three areas: (1) Structure and qualifications of the committee, (2) Sub-committee meetings, and (3) Roles, duties, and responsibilities of the sub-committee. The four evaluation forms each have the following assessment criteria:

- Level 4 = Excellent
- Level 3 = Good
- Level 2 = Satisfactory
- Level 1 = Needs Improvement

Summary of the Evaluation Results of the Board of Directors and Sub-Committees

(1) Board of Directors The evaluation results of the Board as a whole, across 4 areas, indicate that the performance was mostly excellent, with an average score of 4.00. The evaluation of individual directors (self-assessment), across 3 areas, also indicates that the performance was mostly excellent, with an average score of 4.00.

(2) Audit Committee The evaluation results of the Audit Committee as a whole, across 3 areas, indicate that the performance was mostly excellent, with an average score of 4.00. The evaluation of individual members (self-assessment), across 3 areas, also indicates that the performance was mostly excellent, with an average score of 4.00.

(3) Risk Management Committee The evaluation results of the Risk Management Committee as a whole, across 3 areas, indicate that the performance was mostly excellent, with an average score of 4.00. The evaluation of individual members (self-assessment), across 3 areas, also indicates that the performance was mostly excellent, with an average score of 4.00.

(4) Nomination and Compensation Committee The evaluation results of the Nomination and Compensation Committee as a whole, across 3 areas, indicate that the performance was mostly excellent, with an average score of 4.00. The evaluation of individual members (self-assessment), across 3 areas, also indicates that the performance was mostly excellent, with an average score of 4.00.

(5) Executive Committee The evaluation results of the Executive Committee as a whole, across 3 areas, indicate that the performance was mostly excellent, with an average score of 4.00. The evaluation of individual members (self-assessment), across 3 areas, also indicates that the performance was mostly excellent, with an average score of 4.00.

The company will analyze the evaluation results and use them for development and improvement, as well as implement the suggestions to enhance work efficiency for the maximum benefit of the company moving forward.

Performance Evaluation of the Chairman of the Executive Committee (CEC)

In 2024, the company has established an annual performance evaluation of the Chief Executive Officer (CEO), comparing it with the goals and annual plans jointly set. The performance evaluation criteria were approved by the Nomination and Compensation Committee and are divided into five areas as follows:

1. Ability to drive and manage operations in accordance with the policies, direction, strategies, and organizational structure necessary for the company's business operations, aligning with and supporting the economic and competitive environment.
2. Experience, knowledge, and capability in management appropriate to the position.
3. The execution of duties in overseeing and monitoring the implementation of policies and management guidelines in various areas of the company as defined, ensuring efficiency and supporting the business operations.
4. Ability to manage the business plan, budget, and various operations of the company in collaboration with the CEO and the executive committee, and report to the Board of Directors for acknowledgment and approval as per company regulations.
5. Ability to achieve the company's set operational goals.

The evaluation is based on the following scale:

- Level 4 = Excellent performance or achievement of 90% of the goal.
- Level 3 = Good performance or achievement of 80% of the goal.
- Level 2 = Satisfactory performance or achievement of 60% of the goal.
- Level 1 = Minimal performance or achievement of 30% of the goal.
- Level 0 = No performance or below the goal.

The performance evaluation results of the Chief Executive Officer (CEO) for the year 2024 are at an excellent level, with an average score of 4.00. The Nomination and Compensation Committee has presented the evaluation results of the CEO's performance to be used for determining the annual compensation for 2025, which has already been submitted to the Board of Directors for approval.

Performance Evaluation of the Chief Executive Officer (CEO)

In 2024, the company established an annual performance evaluation for the Chief Executive Officer (CEO), comparing it with the goals and annual plans jointly set. The performance evaluation criteria were approved by the Nomination and Compensation Committee, and the evaluation is divided into six areas as follows:

1. Vision for leading the organization to success.
2. Ability to develop clear missions, policies, and strategic plans.
3. Experience, knowledge, and management capabilities.
4. Leadership qualities and skills in command.

5. Ability to create processes that allow for effective monitoring and control.
6. Ability to achieve the company's operational goals.

The evaluation is based on the following scale:

- Level 4 = Excellent performance or achievement of 90% of the goal.
- Level 3 = Good performance or achievement of 80% of the goal.
- Level 2 = Satisfactory performance or achievement of 60% of the goal.
- Level 1 = Minimal performance or achievement of 30% of the goal.
- Level 0 = No performance or below the goal.

The performance evaluation results of the Chief Executive Officer (CEO) for 2024 are at an excellent level, with an average score of 4.00. The Nomination and Compensation Committee has presented the evaluation results of the CEO's performance to be used for determining the annual compensation for 2025, which has already been submitted to the Board of Directors for approval.

Performance evaluation criteria for the executives

Performance evaluation criteria for the executives : Yes

In 2024, the Company conducted a performance evaluation of the Chairman of the Executive Board against the goals and annual plans jointly established. The evaluation criteria, approved by the Nomination and Remuneration Committee, are divided into five key areas:

Ability to drive and manage operations in alignment with the Company's policies, strategic direction, and core management structure, while supporting the economic environment and business competition.

Possession of relevant experience, knowledge, and managerial competencies appropriate for the position.

Effectiveness in overseeing, monitoring, and ensuring implementation of the Company's policies and management strategies across various areas.

Capability to manage the business plan, budget, and operations in collaboration with the Chief Executive Officer and the Management Committee, and report to the Board of Directors in accordance with Company regulations.

Ability to achieve the Company's operational goals.

The performance is evaluated using the following scale:

- Level 4** = Excellent performance or achievement of at least 75% of the target
- Level 3** = Good performance or achievement of at least 50% of the target
- Level 2** = Moderate performance or achievement of at least 30% of the target
- Level 1** = Minimal performance or achievement of at least 10% of the target
- Level 0** = No performance or achievement below the target

Summary: The Chairman of the Executive Board received an overall performance rating of **Excellent**, with an average score of **4.00**. The Nomination and Remuneration Committee submitted the evaluation results to the Board of Directors for use in determining the 2024 annual remuneration.

Performance Evaluation of the Chief Executive Officer (CEO)

In 2024, the Company conducted a performance evaluation of the Chief Executive Officer based on the agreed annual goals and plans. The evaluation criteria, approved by the Nomination and Remuneration Committee, cover six areas:

Vision in leading the organization toward success

Ability to develop a clear mission, policies, and strategic plans

Relevant experience, knowledge, and management capabilities

Leadership qualities and supervisory skills

Ability to establish systems that support effective monitoring and control

Capability to achieve the Company's operational objectives

The performance is evaluated using the same five-level scale:

- Level 4** = Excellent performance or achievement of at least 75% of the target
- Level 3** = Good performance or achievement of at least 50% of the target
- Level 2** = Moderate performance or achievement of at least 30% of the target
- Level 1** = Minimal performance or achievement of at least 10% of the target
- Level 0** = No performance or achievement below the target

Summary: The Chief Executive Officer received an overall performance rating of **Excellent**, with an average score of **4.00**.

The Nomination and Remuneration Committee submitted the evaluation results to the Board of Directors for use in determining the 2025 annual remuneration.

Information on meeting attendance and remuneration payment to each board member

Meeting attendance and remuneration payment to each board member

Meeting attendance of the board of directors

Meeting attendance of the board of directors

Number of the board of directors meeting over the past year : 8

(times)

Date of AGM meeting : 27 Apr 2023

EGM meeting : No

Details of the board of directors' meeting attendance

List of directors	Meeting attendance of the board of directors			AGM meeting attendance			EGM meeting attendance		
	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)
1. General WUTTINUN LEELAYUDTH (Chairman of the Board of Directors, Independent director)	8	/	8	1	/	1	N/A	/	N/A
2. Dr. CHAINARONG NA LAMPHUN (Director)	8	/	8	1	/	1	N/A	/	N/A
3. Ms. NANNAPAT KONGROD (Director)	8	/	8	1	/	1	N/A	/	N/A
4. Dr. PORN LAPAS NA LAMPHUN (Director)	8	/	8	1	/	1	N/A	/	N/A
5. Mrs. NIPA MARKPRADIT (Director, Independent director)	8	/	8	1	/	1	N/A	/	N/A
6. Dr. PRASERT TAPANEYANGKUL (Director, Independent director)	8	/	8	1	/	1	N/A	/	N/A
7. Assoc. Prof. Dr. CHOTCHAI CHAROENNGAM (Director, Independent director)	8	/	8	1	/	1	N/A	/	N/A
8. Mr. RATHAWIT NA LAMPHUN (Director)	8	/	8	1	/	1	N/A	/	N/A

List of directors	Meeting attendance of the board of directors			AGM meeting attendance			EGM meeting attendance		
	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)
9. Mr. SATHAPORN NAPHAPAYARKSIRI (Director)	8	/	8	1	/	1	N/A	/	N/A

Remuneration of the board of directors

Types of remuneration of the board of directors

The remuneration of the Board of Directors and the sub-committees for the year 2024 includes monetary compensation. The Annual General Meeting of Shareholders for the year 2024, held on April 25, 2024, approved the determination of compensation for the company's Board of Directors, the Audit Committee, the Risk Management Committee, and the Nomination and Remuneration Committee, as well as the annual compensation for the year 2024, with a total amount not exceeding 6,505,700 Baht.

Remuneration of the board of directors

Details of the remuneration of each director over the past year

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
1. General WUTTINUN LEELAYUDTH (Chairman of the Board of Directors)			740,400.00		N/A
Board of Directors	208,000.00	532,400.00	740,400.00	No	
2. Dr. CHAINARONG NA LAMPHUN (Director)			592,750.00		N/A
Board of Directors	160,000.00	332,750.00	492,750.00	No	
Executive Committee	0.00	0.00	0.00	No	
Risk Management Committee	100,000.00	0.00	100,000.00	No	
3. Ms. NANNAPAT KONGROD (Director)			492,750.00		N/A
Board of Directors	160,000.00	332,750.00	492,750.00	No	
Executive Committee	0.00	0.00	0.00	No	

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
4. Dr. PORNLAPAS NA LAMPHUN (Director)			652,750.00		N/A
Board of Directors	160,000.00	332,750.00	492,750.00	No	
Executive Committee	0.00	0.00	0.00	No	
Nomination and Remuneration Committee	60,000.00	0.00	60,000.00	No	
Risk Management Committee	100,000.00	0.00	100,000.00	No	
5. Mrs. NIPA MARKPRADIT (Director)			641,750.00		N/A
Board of Directors	160,000.00	332,750.00	492,750.00	No	
Audit Committee	80,000.00	0.00	80,000.00	No	
Nomination and Remuneration Committee	69,000.00	0.00	69,000.00	No	
6. Dr. PRASERT TAPANEYANGKUL (Director)			644,750.00		N/A
Board of Directors	160,000.00	332,750.00	492,750.00	No	
Audit Committee	92,000.00	0.00	92,000.00	No	
Nomination and Remuneration Committee	60,000.00	0.00	60,000.00	No	
7. Assoc. Prof. Dr. CHOTCHAI CHAROENNGAM (Director)			664,750.00		N/A
Board of Directors	160,000.00	332,750.00	492,750.00	No	
Audit Committee	80,000.00	0.00	80,000.00	No	
Risk Management Committee	92,000.00	0.00	92,000.00	No	

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
8. Mr. RATHAWIT NA LAMPHUN (Director)			572,750.00		N/A
Board of Directors	160,000.00	332,750.00	492,750.00	No	
Executive Committee	0.00	0.00	0.00	No	
Risk Management Committee	80,000.00	0.00	80,000.00	No	
9. Mr. SATHAPORN NAPHAPAYARKSIRI (Director)			492,750.00		N/A
Board of Directors	160,000.00	332,750.00	492,750.00	No	
Executive Committee	0.00	0.00	0.00	No	
10. Dr. VUTHICHA PHANCHET (Member of the executive committee)			213,100.00		N/A
Executive Committee	0.00	0.00	0.00	No	
Risk Management Committee	80,000.00	133,100.00	213,100.00	No	
11. Mr. Surin Sony (Member of the executive committee)			0.00		N/A
Executive Committee	0.00	0.00	0.00	No	
12. Mrs. Warangkana Na Lamphun (Member of the executive committee)			0.00		N/A
Executive Committee	0.00	0.00	0.00	No	
13. Mr. Nugool Hencharoensuk (Member of the executive committee)			0.00		N/A
Executive Committee	0.00	0.00	0.00	No	

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
14. Mr. Nattapong Tubtimthong (Member of the executive committee)			0.00		N/A
Executive Committee	0.00	0.00	0.00	No	
15. Mrs. Woranut Na Lamphun (Member of the executive committee)			0.00		N/A
Executive Committee	0.00	0.00	0.00	No	
16. Mr. SUCHART KADJINAKUL (Member of the subcommittee)			213,100.00		N/A
Risk Management Committee	80,000.00	133,100.00	213,100.00	No	
17. Dr. Rapeepat Palawongse (Member of the subcommittee)			213,100.00		N/A
Risk Management Committee	80,000.00	133,100.00	213,100.00	No	

Summary of the remuneration of each committee over the past year

Names of board members	Meeting allowance	Other monetary remuneration	Total (Baht)
1. Board of Directors	1,488,000.00	3,194,400.00	4,682,400.00
2. Audit Committee	252,000.00	0.00	252,000.00
3. Executive Committee	0.00	0.00	0.00
4. Risk Management Committee	612,000.00	399,300.00	1,011,300.00
5. Nomination and Remuneration Committee	189,000.00	0.00	189,000.00

Summary of the remuneration of the board of directors

	2024
Meeting allowance (Baht)	2,541,000.00

	2024
Other monetary remuneration (Baht)	3,593,700.00
Total (Baht)	6,134,700.00

Remunerations or benefits pending payment to the board of directors

Remunerations or benefits pending payment to the board of directors over the past year : 0.00
(Baht)

Information on corporate governance of subsidiaries and associated companies

Corporate governance of subsidiaries and associated companies

Mechanism for overseeing subsidiaries and associated companies

Does the Company have subsidiaries and associated companies : No

Mechanism for overseeing subsidiaries and associated companies : No / In progress

Mechanism for overseeing management and taking responsibility for operations in subsidiaries and associated companies approved by the board of directors : The appointment of representatives as directors, executives, or controlling persons in proportion to shareholding, The determination of the scope of duties and responsibilities of directors and executives as company representatives in establishing important policies, Disclosure of financial condition and operating results, Transactions between the company and related parties, Other significant transactions, Acquisition or disposal of assets, Internal control system of the subsidiary operating the core business is appropriate and sufficient in the subsidiary operating the core business

Supervision of Subsidiaries and Associates

As of December 31, 2024, the company does not have any investments in subsidiaries or associates, and therefore, there is no established policy for overseeing the operations of subsidiaries and associates. However, the Board of Directors has set up mechanisms to oversee any potential subsidiaries or associates that may arise in the future, in order to safeguard the company's investments. This includes appointing individuals to represent the company as directors, executives, and authorized persons in subsidiaries or associates, as well as defining the scope of authority, duties, and responsibilities to provide clear management guidelines. Furthermore, a supervision mechanism is established through the disclosure of financial reports and transactions with such subsidiaries or associates, following relevant disclosure and transaction criteria in accordance with the regulations of the concerned authorities. Additionally, the company conducts rigorous monitoring and evaluation through a sufficient and appropriate internal control system to ensure that the operations of any subsidiaries benefit the company to the greatest extent.

Information on the monitoring of compliance with corporate governance policy and guidelines

The monitoring of compliance with corporate governance policy and guidelines

Prevention of conflicts of interest

Operations for conflict of interest prevention over the past year

Has the company operated in preventing conflicts of interest over the past year : Yes

The company considers conflicts of interest between personal interests and the company's interests as an important matter. Therefore, a policy to prevent conflicts of interest was established and approved on August 11, 2022, and was last reviewed by the Board of Directors on December 18, 2024. This policy aims to ensure that the duties of the company's

directors, executives, and employees are carried out with transparency and without causing conflicts of interest, which would be detrimental to the company's business operations. The policy defines practices, prohibitions, and considerations to help the company's directors, executives, and employees understand how to comply with the conflict of interest prevention policy, based on the following key principles:

1. Nominees for directors and executives must disclose and submit information regarding their own and related parties' interests to the company, including their relationships and transactions with the company and its subsidiaries, which could potentially lead to conflicts of interest.
2. Directors and executives must review their own and related parties' interest reports at least once a year.
3. Transactions involving directors, executives, or related parties that could cause a conflict of interest with the company should be avoided. If such transactions are necessary, they must be presented to the Audit Committee through the company secretary for review and opinion before seeking approval from the Board of Directors and/or the shareholders' meeting, in accordance with the company's related-party transaction policy and in compliance with the regulations of the Stock Exchange of Thailand (SET), the Securities and Exchange Commission (SEC), and the Securities and Exchange Commission's Capital Market Supervisory Board.
4. If the company secretary determines that any meeting agenda may lead to a conflict of interest, or if any director or executive may have an interest in the agenda, the company secretary must inform the Board of Directors or relevant sub-committees about the potential conflict of interest and the names of directors and executives with possible interests in the agenda, which will be included in the meeting notice for consideration.
5. Directors and executives with an interest in any meeting agenda will have no voting rights and will not participate in discussions related to matters where they have a conflict of interest, whether direct or indirect. This is to ensure that the Board of Directors' decisions are fair and in the best interest of the shareholders.
6. Directors, executives, or advisors must avoid holding positions in businesses that are similar to the company's, competing with the company, or in businesses with conflicting interests with the company. However, holding such positions is allowed if it does not conflict with the company's interests or affect the performance of duties within the company or its subsidiaries.
7. Employees are prohibited from working full-time or as temporary employees in other organizations that operate businesses similar to, or in competition with, the company or in businesses with conflicting interests with the company.
8. Directors, executives, and employees must not seek personal benefits that conflict with the company's interests and must comply with the company's policy and business ethics. This is essential for maintaining the company's credibility and trust with all stakeholders. The company ensures that the policy is communicated and understood by all employees.

In 2024, the directors, executives, and employees adhered to the conflict of interest prevention policy and business ethics. They have reviewed their annual interest reports in full and, after monitoring and supervision, no actions were found that could potentially lead to conflicts of interest.

Number of cases or issues related to conflict of interest

	2022	2023	2024
Total number of cases or issues related to conflict of interest (cases) ⁽¹⁰⁾	0	0	0

Remark: ⁽¹⁰⁾ In 2024, no actions were found that could potentially lead to a conflict of interest.

Prevention of the use of inside information to seek benefits

Operations for prevention of the use of inside information to seek benefits over the past year

Has the company operated in preventing the use of inside information to seek benefits over the past year : Yes

The company ensures the proper use of inside information in accordance with the law and principles of good corporate governance. This is explicitly stated in the regulations concerning the use of undisclosed inside information for personal or third-party gain, which is provided to directors, executives, and employees upon joining the company. Additionally, the company has implemented a policy to disseminate this information and ensure that employees across the company understand and comply with it. The key points are summarized as follows:

1. Directors, executives, employees, and staff of the company must adhere to the following:

- a) Maintain the confidentiality and/or inside information of the company.
- b) Refrain from disclosing or using the company's confidential and/or inside information for personal gain or to benefit others, whether directly or indirectly, and regardless of whether any reward is received.
- c) Do not trade, transfer, or receive company securities using confidential and/or inside information of the company, nor engage in any legal transactions using such confidential information, if it could potentially harm the company directly or indirectly. Directors, executives, employees, and staff who have access to inside information should avoid or suspend trading in the company's securities one month prior to the public release of financial statements. This regulation also applies to spouses and minor children of directors, executives, and employees. Any violation of these regulations will be considered a serious misconduct.

2. Directors and executives, as well as auditors of the company, must report any changes in their ownership of company securities, including those of their spouses and minor children, to the Securities and Exchange Commission (SEC) as required under Section 59 of the Securities and Exchange Act of 1992. They must also acknowledge the penalties under the same Act. Additionally, directors and executives must submit a copy of such reports to the company on the same day they report to the SEC, as the SEC requires reporting within three business days. All directors and executives have signed acknowledgment of their duty to report such securities holdings.

In 2024, there were no instances where directors, executives, or employees engaged in the misuse of inside information for personal gain.

Number of cases or issues related to the use of inside information to seek benefits

	2022	2023	2024
Total number of cases or issues related to the use of inside information to seek benefits (cases) ⁽¹¹⁾	0	0	0

Remark: ⁽¹¹⁾ In 2024, no directors, executives, or employees were found to have violated the use of insider information for personal gain.

Anti-corruption action

Operations in anti-corruption in the past year

Has the company operated in anti-corruption over the past : Yes
year

Form of operations in anti-corruption : Review of appropriateness in anti-corruption, Assessment and identification of corruption risk, Communication and training for employees on anti-corruption policy and guidelines, The monitoring of the evaluation of compliance with the anti-corruption policy, Review of the completeness and adequacy of the process by the Audit Committee or auditor

The company upholds its commitment to conducting business with transparency and accountability, in accordance with the principles of good corporate governance. It has established processes for control and monitoring to reduce and prevent the risks of fraud within the organization, including all forms of corruption, whether direct or indirect. The company implements actions that demonstrate its dedication to combating corruption, bribery, and unethical practices. The company has set clear policies on anti-corruption, along with procedures for anti-corruption operations, relevant practices, enforcement, whistleblower reporting, protection measures for reporters, and penalties. These policies are documented and made publicly available for stakeholders to review through the company's website (<http://www.index.co.th> under the Investor Relations section). Additionally, the company operates in compliance with good corporate governance principles as defined by regulatory authorities, ensuring alignment with the company's commitment to corporate social responsibility. The company reviewed and approved the updated Anti-Corruption Policy on November 11, 2024. A summary of the policy is as follows:

Directors, executives, employees of the group of companies, and related parties will not demand, engage in, or accept any form of corruption or bribery for personal gain, or for the benefit of their family, friends, or acquaintances, whether

directly or indirectly. This includes both business dealings and any government or private sector entities with which the company interacts. There will be regular reviews of compliance with the policy, as well as ongoing evaluations of operational practices and requirements to ensure alignment with changes in business, regulations, and legal requirements.

Anti-Corruption Operations Guidelines

Directors, executives, employees of the group of companies, and related parties must strictly adhere to the Anti-Corruption Policy and business ethics, avoiding any involvement in corruption, either directly or indirectly. The following operational guidelines have been established:

1. The company must incorporate anti-corruption measures as part of its business operations, with responsibility resting on the company's board of directors, executives, supervisors, and all employees at all levels. They must contribute feedback to ensure that the anti-corruption efforts align with the established policy and are carried out effectively. The company will also regularly review operational practices and requirements to ensure they align with changes in the business environment, regulations, and legal obligations. Specifically:
 - 1.1) Conduct a corruption risk assessment for the company and implement corresponding measures to address these risks.
 - 1.2) Provide orientation and training for employees to ensure understanding of the policy, measures, and operational procedures.
 - 1.3) Establish an internal control system to ensure the effectiveness and efficiency of the anti-corruption policy, including processes for recording financial data, accounting, human resource management, and other relevant operational activities.
 - 1.4) Implement reporting, monitoring, and review mechanisms to ensure compliance with the anti-corruption policy, with appropriate procedures to verify that the policy remains comprehensive, adequate, and up-to-date with current conditions.
 - 1.5) Provide secure communication channels for company personnel and all stakeholders to seek advice, report tips, provide suggestions, or file complaints related to corruption or violations of rights, with protection measures for whistleblowers.
 - 1.6) Communicate the anti-corruption policy both within and outside the company to ensure widespread implementation, including informing subsidiaries, associated companies, businesses under the company's control, and business representatives to adopt the company's anti-corruption policies.
 - 1.7) Encourage knowledge-sharing, experience exchange, and best practices between the company and others in the same industry, as well as stakeholders, to create a collective effort against corruption, and participate in anti-corruption activities organized by the company, associations, chambers of commerce, or regulatory bodies.
2. Executives and employees must prioritize the collective interest over personal benefit and must perform their duties for the benefit of the company or its group companies only, to avoid any conflicts of interest. Specifically:
 - 2.1) Perform duties transparently, which includes being prepared for audits of their actions by the company, group companies, or relevant authorities at all times.
 - 2.2) Giving or offering money, valuables, or services, such as gifts, entertainment, or travel, to government officials, foreign officials, or related parties, either directly or indirectly, to influence them to take or refrain from actions that are unlawful, is strictly prohibited. This includes refraining from encouraging or participating in actions that may lead others to engage in such behavior.
 - 2.3) All purchasing and contracting activities must follow the procedures outlined by the group of companies, ensuring transparency and accountability.
 - 2.4) Expenditures related to business entertainment and other spending associated with fulfilling business contracts are permissible under established procedures but must be reasonable and subject to verification.

Related Operational Measures

To prevent the risk of corruption within the group of companies, directors, executives, employees, and related parties must adhere to the following policies:

1. Policy on Receiving and Giving Gifts, Hospitality, or Other Benefits

employees, and related parties of the group of companies may receive and give gifts, assets, hospitality, or other benefits under the following conditions:

- 1.1) The actions must be lawful, transparent, and in accordance with the company's policies, as well as the regulations of government agencies, state enterprises, and other related organizations.
- 1.2) The gifts or benefits must be appropriate to the occasion, season, and customs of the local culture.
- 1.3) They should not be used as an excuse for corruption.
- 1.4) They must not create a conflict of interest between personal interests and the company's interests.

1.5) The value of the gifts, hospitality, or other benefits should not exceed 3,000 Baht.

2. Policy on Charitable Donations or Financial Contributions

related parties of the group of companies may make charitable donations or financial contributions under the following conditions:

- 2.1) The donations must be lawful, transparent, and in line with the company's policies, as well as the regulations of government agencies, state enterprises, and other related organizations.
- 2.2) The donations must align with the company's social, community, and environmental policies or activities that promote the company's sustainability goals or benefit society.
- 2.3) Donations must not be used as an excuse for corruption.
- 2.4) The donations must not be made with hidden motives to gain an unfair business advantage or create incentives for business benefits.
- 2.5) They must not cause conflicts between personal interests and the company's interests.
- 2.6) A written request for approval must be made, clearly stating the purpose and the recipient's name or organization, along with relevant supporting documents for review and approval by the company's authorized personnel before proceeding.

3. Policy on Political Participation

The group of companies maintains political neutrality and does not support or engage in political activities, nor does it favor any political party or political group. Directors, executives, employees, and related parties of the group of companies may participate in political activities under the following conditions:

- 3.1) Company personnel have the right and freedom according to the Constitution and related laws, such as the right to vote in elections.
- 3.2) Company personnel must not use company assets or services on behalf of the company to support political activities or engage in actions that could imply the company's involvement or support for any political party or group.

Number of cases or issues related to corruption

	2022	2023	2024
Total number of cases or issues related to corruption (cases) ⁽¹²⁾	0	0	0

Remark: ⁽¹²⁾ In 2024, there were no reports of misconduct related to corruption or fraudulent activities by directors, executives, or employees.

Whistleblowing

Operations related to whistleblowing over the past year

Has the company implemented whistleblowing procedures : Yes
over the past year

Whistleblowing and Reporting of Corruption Complaints, and Protection Measures for Whistleblowers

Directors, executives, all employees, or stakeholders who witness violations of the company's business ethics or cases of rights violations can report whistleblowing tips/complaints to the Chairman of the Audit Committee, the department handling complaints, their supervisors, or the Chief Executive Officer. The whistleblower must provide their full name, phone number, details of the facts, supporting evidence, and any relevant documents (if available). The company will keep the whistleblower's information confidential. In cases where the whistleblower wishes to remain anonymous, the report must include sufficient details or evidence clearly demonstrating the corrupt act.

As of the monitoring and supervision for the year 2024, no whistleblowing tips or complaints have been reported to the company.

1. Channels for Reporting Corruption Tips / Cases of Rights Violations

Whistleblowing tips or complaints regarding corruption or rights violations can be submitted through the following channels provided by the company:

- 1.1) A sealed letter addressed to the Chief Executive Officer or the Chairman of the Audit Committee, Index International Group Public Company Limited, 1/814 Soi Phahonyothin 60, Phahonyothin Road, Khu Khot Subdistrict, Lam Luk Ka District, Pathum Thani 12130, Thailand.
- 1.2) A complaint box within the company premises.

2. Protection and Confidentiality Measures

To protect the rights of whistleblowers and informants, the company will conceal the name, address, or any information that could identify the whistleblower or informant. The information will be kept confidential and will only be accessible to those responsible for investigating the complaints. In the case where a complaint is made against the Chief Executive Officer, the Audit Committee will be responsible for protecting the whistleblower, witnesses, and individuals providing information during the investigation, ensuring they do not face any harm, danger, or unjust treatment resulting from whistleblowing, complaints, testimony, or providing information. Whistleblowers should directly report complaints to the Audit Committee. The Chief Executive Officer has the discretion to take appropriate actions to protect the whistleblower, witnesses, and individuals providing information during the investigation, ensuring they do not face harm, danger, or unfair treatment. The CEO can assign another executive to make decisions regarding the safety and protection of the whistleblower, witnesses, and informants. The assigned executive must not be involved in any direct or indirect way (e.g., if the accused is their subordinate). Those who receive information related to complaints must maintain the confidentiality of the whistleblower's information, complaint details, and supporting documents. Disclosure of this information is prohibited unless required by law or for authorized duties.

3. Investigation Process

- 3.1) Upon receiving a tip-off or complaint, the Chief Executive Officer (CEO) and the Audit Committee will be responsible for reviewing and investigating the facts of the case.
- 3.2) During the investigation, the CEO and the Audit Committee may assign a representative (executive) to periodically update the whistleblower or complainant on the progress of the investigation.
- 3.3) If the investigation reveals that the information or evidence suggests that the accused has committed corruption, the company will inform the accused of the allegations and grant the accused the right to defend themselves. The accused will have the opportunity to provide additional information or evidence to prove their innocence and demonstrate that they were not involved in the alleged corrupt actions.
- 3.4) If the accused is found to have committed corruption, it will be considered a violation of the company's anti-corruption policy and business ethics. The individual will face disciplinary action in accordance with the company's "Work Regulations." If the corrupt actions violate the law, the wrongdoer may also face legal penalties. The disciplinary decision made by the Board of Directors will be final. In cases involving complaints against the CEO, the Audit Committee will be responsible for collecting information and investigating the facts. They will then report their findings to the Board of Directors, who will jointly decide on the appropriate disciplinary action.

Disciplinary Action

The anti-corruption policy and measures are an integral part of the company's work discipline. Any director, executive, or employee who fails to comply with the policy will be investigated and subject to disciplinary action in accordance with the company's regulations, charter, and applicable laws. This may include termination of employment. The company will not demote, penalize, or impose negative consequences on directors, executives, and employees who refuse to engage in corruption, even if such actions may result in the loss of business opportunities for the company. Any disciplinary action taken in accordance with the company's regulations will be considered final and binding based on the decision made by the Board of Directors.

In 2024, although the company did not participate in the Thai Private Sector Collective Action Coalition Against Corruption (CAC) initiative, it has implemented an internal audit process. The results were reported to the Audit Committee, who reviewed and provided comments and recommendations to ensure that the company has adequate and appropriate anti-corruption measures and internal controls in place. Moreover, the company has established an anti-corruption risk management plan, which is evaluated alongside the overall enterprise risk assessment. All departments have conducted an analysis to identify potential risks in the activities they perform and assess the likelihood and impact of those risks on operations. The findings are reported to the Risk Management Committee on a quarterly basis. The risk assessment revealed that the operational risks are relatively low to moderate, and appropriate controls and management measures have been established to address these risks. These measures were reviewed and approved by the Risk Management Committee.

In addition, in 2024, there have been no reports of misconduct related to corruption or unethical behavior by the company's directors, executives, or employees.

Number of cases or issues related to whistleblowing

	2022	2023	2024
Total number of cases or issues received through whistleblowing channels (cases)	0	0	0

Information on report on the results of duty performance of the audit committee in the past year

Meeting attendance of audit committee

Meeting attendance of audit committee (times) : 4

List of Directors	Meeting attendance of audit committee		
	Meeting attendance (times)	/	Meeting attendance rights (times)
1 Dr. PRASERT TAPANEYANGKUL (Chairman of the audit committee)	4	/	4
2 Mrs. NIPA MARKPRADIT (Member of the audit committee)	4	/	4
3 Assoc. Prof. Dr. CHOTCHAI CHAROENNGAM (Member of the audit committee)	4	/	4

The results of duty performance of the audit committee

In 2024, the Audit Committee held a total of 4 meetings. Each meeting was a joint meeting with the company's management, auditors, and internal auditors, as appropriate, to exchange and provide suggestions and insights on relevant issues. This is beneficial to the administration. The summary report from the meeting was presented to the Board of Directors for acknowledgement every time.

The Audit Committee held 2 separate meetings between the Audit Committee and the auditors, without the company's management present, on May 14, 2024, and August 9, 2024, in accordance with the regulations of the Stock Exchange of Thailand. The purpose of these meetings was to discuss the auditors' independence and their opinions expressed in the audit.

In summary, the Audit Committee has performed its duties and responsibilities as stipulated in the Audit Committee Charter by applying knowledge, ability, prudence, diligence, and sufficient independence. This has resulted in constructive opinions and suggestions for the benefit of all stakeholders equally. The Audit Committee is of the opinion that the company's financial statements are accurate, reliable, and in accordance with generally accepted accounting standards. The intercompany and related party transactions that occurred in 2024 were appropriate, fair, and reasonable, thereby protecting the interests of the company and all related stakeholders equally. The company operates in compliance with laws and regulations relevant to its business operations. It has a good corporate governance system, a risk management system, and an internal control system that are adequate, appropriate, and effective. There were no reports of significant internal control deficiencies from either the auditors or the internal audit firm.

Information on summary of the results of duty performance of subcommittees

Meeting attendance and the results of duty performance of subcommittees

Meeting attendance of Executive Committee

Meeting Executive Committee (times) : 12

List of Directors	Meeting attendance of Executive Committee		
	Meeting attendance (times)	/	Meeting attendance right (times)
1 Dr. CHAINARONG NA LAMPHUN (The chairman of the executive committee)	12	/	12
2 Dr. PORNLAPAS NA LAMPHUN (Member of the executive committee)	12	/	12
3 Dr. VUTHICHA PHANCHET (Member of the executive committee)	12	/	12
4 Ms. NANNAPAT KONGROD (Member of the executive committee)	12	/	12
5 Mr. RATHAWIT NA LAMPHUN (Member of the executive committee)	12	/	12
6 Mr. Surin Sony (Member of the executive committee)	12	/	12
7 Mrs. Warangkana Na Lamphun (Member of the executive committee)	12	/	12
8 Mr. SATHAPORN NAPHAPAYARKSIRI (Member of the executive committee)	12	/	12
9 Mr. Nugool Hencharoensuk (Member of the executive committee)	12	/	12
10 Mr. Nattapong Tubtimthong (Member of the executive committee)	12	/	12
11 Mrs. Woranut Na Lamphun (Member of the executive committee)	12	/	12

The results of duty performance of Executive Committee

In 2024, the Executive Committee held 12 meetings, with all members attending each meeting and fulfilling their assigned responsibilities. The key highlights of their duties are as follows:

- Oversee the company's operations to ensure alignment with the policies set by the Board of Directors and report the operating results to the Board. All Executive Committee meetings must be attended by at least half of the committee members. Resolutions require a majority vote from the attending members, with at least half of the total committee members' votes.
- Consider and determine appropriate levels of authority and approval for each executive. Ensure the segregation of duties that could facilitate fraud. Define procedures and methods for conducting transactions with major shareholders, directors, executives, or related parties to prevent conflicts of interest. Present these measures to the Board of Directors for approval and ensure compliance with the approved policies and regulations.
- Review the annual budget and budget disbursement procedures for submission to the Board of Directors. Monitor and control expenditures according to the budget approved by the Board of Directors. • • Consider and revise the company's business plan as appropriate for the benefit of the company.
- Review and approve investments and determine investment budgets in accordance with the authority outlined in the authorization manual.
- Consider various contracts that bind the company, in accordance with the authority stipulated in the authorization manual.
- Responsible for providing sufficient and relevant company information to facilitate decision-making by the Board of Directors and shareholders, including the preparation of reliable financial reports that adhere to high standards of transparency.

- Review the company's profit and loss statement and present the annual performance report to the Board of Directors.
- Consider new business ventures or the discontinuation of certain business types for proposal to the Board of Directors.
- Ensure that there are procedures in place requiring employees to immediately report any unusual events, irregularities, or illegal activities to the Board of Directors. In the event that such events have a significant impact, the Board of Directors must be informed for consideration and resolution within a reasonable timeframe.

Meeting attendance of Risk Management Committee

Meeting Risk Management Committee (times) : 4

List of Directors	Meeting attendance of Risk Management Committee		
	Meeting attendance (times)	/	Meeting attendance right (times)
1 Assoc. Prof. Dr. CHOTCHAI CHAROENNGAM (The chairman of the subcommittee)	4	/	4
2 Dr. CHAINARONG NA LAMPHUN (Member of the subcommittee)	4	/	4
3 Mr. SUCHART KADJINAKUL (Member of the subcommittee)	4	/	4
4 Dr. VUTHICHA PHANCHET (Member of the subcommittee)	4	/	4
5 Dr. Rapeepat Palawongse (Member of the subcommittee)	4	/	4
6 Dr. PORNLAPAS NA LAMPHUN (Member of the subcommittee)	4	/	4
7 Mr. RATHAWIT NA LAMPHUN (Member of the subcommittee)	4	/	4

The results of duty performance of Risk Management Committee

In 2024, the Risk Management Committee held a total of 4 meetings. Each meeting was held jointly with the company's management and the risk management working group, as appropriate, to exchange and provide suggestions on related issues. The key points of the performance are summarized as follows:

- **Consider and approve the preparation of the Corporate Risk Management Plan for 2024, and monitor and supervise the management of corporate risks.**

The Risk Management Committee considered and approved the preparation of the Corporate Risk Management Plan for 2024, which is in line with the company's strategic direction and business plan. The committee also oversees the management of corporate risks to comply with international standards, including the identification of risk indicators, opportunities, impacts, risk ranking, materiality levels, determination of risk management methods and guidelines, and monitoring and supervision of risk management at both the corporate and departmental levels on a quarterly basis. The Risk Management Committee has monitored and supervised the management of risks for 2024 at both the corporate and departmental levels in various areas, such as:

Strategic These include risks from revenue volatility from projects and a highly competitive consulting market.

Operational Performance These include risks from project delays beyond the specified timeframe and the preparation of mitigation measures for large-scale projects that are expected to experience unavoidable delays.

Financial Reporting These include risks from inaccurate project information before submission, leading to incorrect management decisions.

Regulatory These include risks from changes in government laws and policies related to business operations.

Investment These include monitoring and assessing the risks associated with the company's investments in public

utilities and design-build projects.

Emerging Risks These include macroeconomic risks and political uncertainty, geopolitical risks, personal data protection compliance risks, and sustainability risks.

The Corporate Risk Management Plan for 2024, which has been approved by the Risk Management Committee, will be presented to the Executive Committee and the Audit Committee, and approved by the Board of Directors.

- **Consider and approve the preparation of the Anti-Fraud Risk Management Plan for 2024, and monitor and supervise the management of anti-fraud risks within the organization.**

The Risk Management Committee considered and approved the preparation of the Anti-Fraud Risk Management Plan for 2024, which includes the identification of risk indicators, opportunities, impacts, risk ranking, materiality levels, determination of risk management methods and guidelines, costs, benefits, causes of risks, and monitoring and supervision of the management/control/administration of anti-fraud risks within the organization on a quarterly basis. This covers anti-fraud risks at the departmental level, including the Technical and Design Department, Project Management Department, Business Development Department, Accounting Department, Finance Department, Budget Control Department, Human Resources Department, Administration Department, Information Technology Department, and Corporate Communications Department.

- **Report the results of operations to the Board of Directors.**

The Risk Management Committee shall report the results of its operations to the Executive Committee, the Audit Committee, and the Board of Directors on a quarterly basis.

Overall, the Risk Management Committee has placed importance on performing its duties with caution, prudence, and risk management within the scope and responsibilities assigned by the Board of Directors. The Risk Management Committee is confident that the company has a systematic and effective risk management system in place throughout the organization and that risks are controlled at an acceptable level. This will enable the organization to achieve its strategic and operational goals, as well as create value for the organization, shareholders, and all stakeholders in a sustainable manner.

Meeting attendance of Nomination and Remuneration Committee

Meeting Nomination and Remuneration : 3
Committee (times)

List of Directors	Meeting attendance of Nomination and Remuneration Committee		
	Meeting attendance (times)	/	Meeting attendance right (times)
1 Mrs. NIPA MARKPRADIT (The chairman of the subcommittee)	3	/	3
2 Dr. PRASERT TAPANEYANGKUL (Member of the subcommittee)	3	/	3
3 Dr. PORNLAPAS NA LAMPHUN (Member of the subcommittee)	3	/	3

The results of duty performance of Nomination and Remuneration Committee

In 2024, the Nomination and Remuneration Committee consisted of Mrs. Nipa Makpradith (Independent Director) as the Chairman of the Nomination and Remuneration Committee, with Dr. Prasert Tapaneeyangkul and Dr. Pornlapas Na Lampang as members. The committee held 3 meetings in 2024. The key highlights of the Nomination and Remuneration Committee's activities are as follows:

- **Appointment of directors to replace those whose terms expire** The Nomination and Remuneration Committee has considered the election of directors to replace those whose terms expire. This was done through a process of due diligence on the qualifications suitable for the Company's business, experience, and capabilities that would benefit the Company. The candidates must also not possess any prohibited characteristics for appointment as directors under relevant laws. In

addition, the Committee considered the performance of duties with responsibility, prudence, and honesty, in accordance with the law, the Company's objectives, articles of association, Board resolutions, and shareholder resolutions. The Nomination and Remuneration Committee proposed that the directors whose terms expire in 2024 be re-elected for another term. This was submitted to the Board of Directors for approval before being proposed to the 2024 Annual General Meeting of Shareholders for approval.

- **Consideration, shortlisting, and proposal of remuneration for directors and subcommittees.**

The Nomination and Remuneration Committee considered, shortlisted, and proposed the remuneration of the Company's directors and subcommittees, both in terms of meeting attendance fees and annual director remuneration for 2024. This was based on the Company's performance and business size, as well as the responsibilities of the directors, including reference to director remuneration from the same industry. This was presented to the Board of Directors for approval before being submitted to the 2024 Annual General Meeting of Shareholders for approval.

- **Consideration of the criteria and methods for determining the short-term and long-term remuneration of the Chief Executive Officer.**

To ensure that the Company has a remuneration structure that incentivizes the Chief Executive Officer to perform in accordance with the organization's objectives and goals, the Nomination and Remuneration Committee has approved the criteria and methods for determining the short-term and long-term remuneration of the Chief Executive Officer. This will serve as a guideline for determining remuneration in subsequent years. This was presented to the Board of Directors meeting for approval.

- **Consideration and evaluation of the performance and proposed annual remuneration of the Chairman of the Board of Directors and the Chief Executive Officer.**

The Nomination and Remuneration Committee has approved the criteria for evaluating the performance of the Chairman of the Board of Directors and the Chief Executive Officer for 2024. The Committee also considered and evaluated their performance for the purpose of determining their remuneration and salary increases. This was submitted to the Board of Directors meeting for approval.

The Nomination and Remuneration Committee has performed its duties with care, prudence, transparency, and independence in accordance with the principles of good corporate governance as prescribed by the Securities and Exchange Commission and the Stock Exchange of Thailand. The Committee has taken into account the best interests of the organization, shareholders, and all stakeholders.

Corporate Sustainability Policy

Information on policy and goals of sustainable management

Sustainability Policy

Sustainability Policy : Yes

The company is committed to conducting business for long-term sustainable growth under good governance. Operating in accordance with the company's good corporate governance policy, focusing on transparent and fair operations. Along with aiming to develop the organization in various aspects Not only in terms of economics, but also focusing on good corporate governance, conducting business with social responsibility, and giving importance to the environment. With the determination to develop a sustainable business throughout the business value chain (Value Chain) to be in line with the expectations of the company's stakeholders. In preparing sustainability information, the Company has prepared it in accordance with the Stock Exchange of Thailand's Sustainability Reporting Guide for Listed Companies (SET Sustainability Reporting Guide).

The company has therefore established a Sustainable Development Policy to serve as a guideline for conducting business to grow progressively and sustainably. By considering the balance of benefits in terms of the environment (Environment), society (Social), and good governance (Good Governance) or ESG to achieve the goal of driving a sustainable development economic model (Bio Economy-Circular Economy-Green Economy: BCG) according to the following guidelines:

• Environment

The company is aware of its responsibility and takes into account the environmental impacts arising from the company's business operations. By committing to effectively manage the company's environment. To maintain the balance of natural resources and the environment for sustainability. By focusing on conserving resources by reducing consumption, recycling, reducing greenhouse gas emissions, reducing pollution problems. To lead to the BCG Model in the Green Economy and Circular Economy under the following practices:

Energy management.

Guidelines for electricity and fuel management for business and energy use for maximum efficiency, such as energy saving, energy loss reduction.

Water resource management.

Establishing guidelines for water management for business. By using water efficiently to achieve maximum efficiency, such as water conservation.

Greenhouse gas management

Establishing guidelines for greenhouse gas management from the process of conducting a carbon footprint (Carbon Footprint), reducing greenhouse gas emissions both directly and indirectly, and working or collaborating with relevant agencies to reduce greenhouse gas emissions.

Waste and waste management.

Establishing guidelines for waste and waste management from business operations. By conserving resources through recycling and reducing the amount of general waste and hazardous waste.

• Social

The company recognizes the stakeholders involved in the business, including employees, customers, partners, communities, and society. Therefore, it has established important principles in conducting business for social issues responsibly to reduce impacts seriously under the following practices:

Treatment of employees.

Establishing guidelines for employee and labor management by taking into account human rights and treating workers fairly and equitably. There is no discrimination from the process. Recruitment and employment, compensation, training and development. As well as managing the workplace to be safe and hygienic. It also aims to promote and develop the potential of employees on a regular basis. Along with developing employee engagement with the organization.

Business Partner Management

Establishing guidelines for sustainable supply chain management from the partner selection process. Business partner performance monitoring to comply with the Code of Business Conduct for Partners and practices as defined by the business. Setting criteria for procurement consideration and developing the potential of partners to grow sustainably together.

Customer Responsibility

Establishing guidelines for developing customer satisfaction. Taking into account the responsibility of the business to customers from the product and service design process, procurement and transportation of raw materials. Transportation of goods and service delivery until the end of the life cycle of products and services.

Community and social development.

Establishing guidelines for management to reduce the impact of business operations on communities and society. Creating a society and developing a good quality of life for people in society. As well as participating in solving problems and creating a livable society. By organizing continuous social assistance and development projects such as supporting education, promoting public benefit activities, sharing kindness and helping society. By collaborating with other agencies, companies, institutions, charitable organizations, blood donations, donations to help disaster victims, providing financial support, and donating relief supplies to the poor, etc.

• Good Corporate Governance

The company has established good corporate governance principles to create competitiveness, leading to growth and increasing value for the company and shareholders in the long term. Taking into account the needs and expectations of other stakeholders involved in the business as well. By adhering to the following good corporate governance practices:

1. Recognizing the role and responsibilities of the Board of Directors as leaders of the organization who create sustainable value for the business.
2. Define the objectives and key goals of activities that are for sustainability.
3. Strengthening the effectiveness of the Board of Directors.
4. Recruitment and development of senior executives and personnel management.
5. Promoting innovation and responsible business practices.
6. Ensure that there is an appropriate risk management and internal control system.
7. Maintaining financial credibility and disclosure.
8. Support for shareholder engagement and communication.

Sustainable Development Strategy

• Economic/Governance

Increase competitiveness with quality and responsible services.

Increasing competitiveness with quality and responsible services is a key strategy that the company has continuously implemented. By setting business growth targets By creating sustainable value for stakeholders By creating a quality and reliable brand from special and specific expertise. Using techniques and features to create a competitive advantage. Including delivering quality and on-time work. Using tools and various processes such as developing work systems and internal processes with a quality management system throughout the organization. Developing technology, computer systems, equipment, and software to be modern to support efficient service delivery. Including personnel development, enhancing technical work skills. Along with introducing the right way of working according to ethics.

Expanding the business into other investments to increase revenue and strengthen finances.

The company has a strategic plan to create stability for the organization by expanding investments in the energy business or other stable businesses. By focusing on worthwhile and sustainable returns in the long term for the organization and stakeholders. It has established a risk analysis process and risk management plans in place. According to the specified standards.

• Social

Creating safety at work.

The company has continuously promoted a culture of safety, both within the office and among project employees. The budget is used to provide personal protective equipment, improve tools and equipment in the work process, improve the working environment, provide safety knowledge and skills development training, including activities to promote safety at work for employees. In order to raise awareness and avoid situations that may cause accidents, the company aims to have zero work-related fatalities.

Supporting activities for the community and society.

The company promotes and supports activities for the community and society, sharing opportunities for the well-being of people in the community, sharing profits back to society continuously. Under the aspiration that the company wants to be a part of helping to create a better Thai society, enhance the quality of life of the community and society to grow sustainably.

• **Environment**

Building an organizational culture that raises awareness of the importance of the environment. The company builds an organizational culture that raises awareness of the importance of the environment, which will affect the lives of people in the community. By seeking opportunities to improve work processes and enhance the thinking and actions of employees to create results that can reduce environmental impacts as much as possible. The things that the company does to create sustainability include: selecting materials/products that will not impact the environment, managing water and electricity by continuously reducing water and electricity consumption in the office, managing waste/used materials according to the 3Rs principle: Reduce, Reuse, and Recycle , etc.

Sustainability management goals

Does the company set sustainability management goals : Yes

Environmental Sustainability Goals

- **Reducing greenhouse gas emissions.** By promoting the use of efficient technologies to reduce greenhouse gas emissions in various projects, such as using building materials that help save energy, designing renewable energy systems in projects.
- **Support the development of environmentally friendly infrastructure that helps reduce pollution.** By focusing on designing and implementing projects that minimize environmental impacts, including selecting efficient and sustainable technologies in infrastructure development, as well as supporting education in environmentally friendly engineering and technology.
- **Promote transparent and accountable good governance.** By disclosing information related to operations and decisions transparently, establishing an internal control system that can assess the accuracy and efficiency of work consistently, such as using Internal Controls to prevent corruption and fraud.

Environmental Sustainability Goals

- **Managing the business value chain effectively.** Recognizing the importance of all stakeholder groups and committed to taking care of all stakeholder groups in a balanced way. This includes identifying and analyzing stakeholders in the value chain, identifying expectations and concerns, leading to the definition of appropriate operational guidelines for each stakeholder group to ensure effective management of the business value chain.
- **Expand the business to enhance financial strength.** Seeking opportunities to expand the business to other investments to increase revenue and strengthen financial position.

United Nations SDGs that align with the organization's sustainability management goals	: Goal 3 Good Health and Well-being, Goal 5 Gender Equality, Goal 8 Decent Work and Economic Growth, Goal 9 Industry, Innovation and Infrastructure, Goal 11 Sustainable Cities and Communities, Goal 12 Responsible Consumption and Production, Goal 13 Climate Action
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Information on review of policy and/or goals of sustainable management over the past year

Review of policy and/or goals of sustainable management over the past year

Has the company reviewed the policy and/or goals of sustainable management over the past year : Yes

Has the company changed and developed the policy and/or goals of sustainable management over the past year : Yes

In 2024, the Executive and Corporate Sustainability Development Division has developed a sustainable development approach by managing the business in accordance with the concept of Sustainable Development (SD) or Sustainability by focusing on

strategic management approaches to grow sustainably with responsibility arising from all business processes by creating value for all stakeholders, covering all 3 dimensions: economic, social, and environmental, with the following operational plan:

- **Roadmap to Corporate Sustainability** By setting a timeframe of 10 years between 2024-2034, the development phase is divided into 4 phases as follows:

Phase 1 Year 2024: Commencement Defining how to lead the organization towards sustainability.

Phase 2 Year 2025-2026: Transformation Creating operational changes towards sustainability.

Phase 3 Year 2027-2028: Enhancement Enhancing the value of sustainable development activities.

Phase 4 Year 2029-2034: Expansion Developing sustainable activities.

- **Concepts and approaches to developing an operational framework.**

It is a concept that expands the measurement of organizational goals, success, and values in terms of economy, society, and environment, linking to the goals of sustainable development, with the following details:

- **Social aspects:** Aiming to strengthen the human resources of the society internally, externally, and broadly.

- **Environmental aspects:** Aiming to manage environmental impacts both inside and outside the organization.

- **Economic aspects:** Aiming to enhance the country's economic stability by creating business growth for the organization, by creating linkages with stakeholders to foster collaboration in all types of operations, which is an important component in building organizational sustainability.

The company has also set sustainability goals and an operational plan towards implementation by defining a Sustainability Strategy, Strategic Objectives, Performance Indicators, and Sub-Strategies.

Information on impacts on stakeholder management in business value chain

Business value chain

The company places importance on managing the business value chain by recognizing the importance of all stakeholders and is committed to taking care of all stakeholder groups in a balanced manner. This includes identifying and analyzing stakeholders in the value chain, identifying expectations and concerns, and leading to the establishment of appropriate operational guidelines for each stakeholder group to ensure effective business value chain management.

Analysis of stakeholders in the business value chain

Details of stakeholder analysis in the business value chain

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
<u>Internal stakeholders</u>			
• Employees	• Competitive compensation and benefits • Career advancement and stability • Work-life balance • Learning and development opportunities • Positive and enjoyable work environment • Equality and fundamental rights	• Ensure fairness, equality, and impartiality in assigning responsibilities and conducting annual performance evaluations for appropriate compensation considerations. • Support capacity building to enhance employee performance and career advancement. • Promote employee understanding of ethical conduct. • Provide appropriate welfare benefits and activities to enhance employee quality of life. • Comply with relevant laws and standards, treat employees fairly, and respect human rights. • Act with integrity towards employees, listen to their feedback and suggestions reasonably.	• Social Event • Online Communication • Internal Meeting • Complaint Reception • Employee Engagement Survey • Training / Seminar

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
<u>External stakeholders</u>			
Shareholders	- Generate appropriate growth and profit - Be responsible for the environment and society - Operate with good governance - Fight against corruption - Respect shareholder rights	- Perform duties with honesty, integrity, prudence, diligence, and sincerity. - Possess a broad vision and demonstrate trustworthiness in the future of the organization. - Refrain from seeking personal or affiliated gains from the organization's non-public information. - Maintain confidentiality of the organization's information and avoid any actions that may lead to conflicts of interest. - Develop the organization for sustainable growth. - Treat all shareholders equitably. - Disclose information and news that are beneficial, complete, prompt, timely, and accurate.	- Press Release - Social Event - Online Communication - Annual General Meeting (AGM) - Complaint Reception
Customers	- Fair and reasonable pricing - Quality and reliable service - Timely delivery - Customer satisfaction and complaint resolution - Respect for consumer rights	- Meet customer needs by providing services that are correct and in accordance with professional principles. - Offer fair, just, and equal prices. - Fully and accurately operate in accordance with the terms and conditions of the employment contract and deliver work on time. - Regularly survey satisfaction and improve services as suggested by customers.	- Visit - Social Event - Online Communication - External Meeting - Complaint Reception - Satisfaction Survey - Training / Seminar

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
<u>External stakeholders</u>			
Suppliers	- Balance of Returns - Good and Efficient Coordination - Fair and Transparent Operations - Knowledge Sharing	- Act fairly and do not demand or accept any inappropriate benefits from business partners. - If any condition cannot be met, promptly notify the business partner in advance to jointly find solutions. - Share necessary information about the company's plans with business partners to enable them to plan their support effectively. - Negotiate based on the principle of a win-win solution.	- Visit - Social Event - Online Communication - External Meeting - Complaint Reception - Training / Seminar
Creditor	- Having a financial vision and the ability to repay debts according to the agreement or loan conditions - Disclosing information accurately and transparently	- Strictly comply with loan agreements, contracts, or borrowing conditions. - Treat creditors fairly and within the legal framework. - In the event of force majeure or circumstances leading to default, the company will not conceal facts and will promptly inform creditors to jointly find reasonable solutions.	- Online Communication - Complaint Reception

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
<u>External stakeholders</u>			
• Society	• Mitigation of Operational Impacts • Fostering Positive Community Relations • Community Support, Contribution, and Sharing • Knowledge Sharing	• Strictly comply with or ensure compliance with laws and regulations related to social responsibility. • Regularly cooperate, assist, support, and volunteer for activities that benefit the community and society. • Organize creative activities to motivate employees within the organization to cooperate in contributing to the common good with a sense of sacrifice and sharing. • Have an environmental policy and strictly adhere to it.	• Visit • Press Release • Social Event • Online Communication • External Meeting • Complaint Reception

Information on organization's material sustainability topics

Organization's material sustainability topics

The company has identified its sustainability materiality topics : Yes

Over the past year, the company has reviewed its sustainability materiality topics : Yes

Details of organization's material sustainability topics

The names of the sustainability materiality topics	Subjects related to the sustainability materiality topics
Operate the business with a strong commitment to minimizing environmental impact.	• Environmental Management Standards Policy and Compliance • Greenhouse Gas Management • Community / Social Responsibility
The efficient and effective utilization of resources.	• Environmental Management Standards Policy and Compliance • Energy Management • Water Management • Waste and Waste Management • Greenhouse Gas Management • Fair Labor Practices
Contributing to the development of communities and society.	• Community / Social Responsibility
Employment, labor practices, and human rights.	• Human Rights • Fair Labor Practices
Customer satisfaction.	• Customer / Consumer Responsibility • Good Governance
Corporate governance and risk management.	• Good Governance

Information on sustainability report

Corporate sustainability report

Corporate sustainability report : Doesn't Have data

Sustainability risk management

Information on risk management policy and plan

Risk management policy and plan

The Company has established a systematic enterprise-wide risk management policy by setting up a Risk Management Committee to be responsible for developing policies, establishing systems, and assessing various risks arising from both external factors and internal management and operations, as well as determining guidelines for managing and controlling risks to an acceptable level. The Company communicates and organizes training seminars and workshops for employees to raise awareness of the importance of risk management. The Company's risk management process is as follows:

1. Establishing Risk Management Policies and Criteria

It is the establishment of policies, objectives, scope, responsibilities, criteria, and risk management guidelines to be consistent with the strategies, goals, plans, and business directions. The Company will review them annually and will proceed with the business plan to ensure consistency.

2. Risk Identification

Identifying risks that may affect the achievement of objectives and goals by considering risks arising from internal and external factors such as the environment, laws, finance, information systems, decision support systems, investor satisfaction, investment management, human resources, reputation, security systems, etc. The Company will manage risks by considering risk ranking before considering control systems. If the risks are in the high and very high categories, the Company will analyze those risks for management first.

3. Risk Analysis

Analysis to assess the level of residual risk after assessing existing control systems and prioritizing risks. If the residual risk remains high or very high, risk management measures must be defined immediately by the responsible senior management. If the residual risk is moderate or low, management measures should be defined at the departmental level or corrected in the operating process.

4. Risk Management

Defining the method of preparing a plan to manage significant risks as prioritized in the risk analysis process. Risk management can be done in several ways, such as control, risk transfer, risk avoidance, risk exploitation, or risk acceptance.

5. Monitoring and Evaluation

The process of monitoring risk management results according to the defined plan, including evaluating the effectiveness of risk management, which the Risk Management Committee will monitor and report to the Executive Committee, Audit Committee, and Board of Directors.

Risk Factors for the Company's Business Operations

In 2024, the Company assessed the risks that may affect its business operations. The key risks can be classified as follows:

1. Strategic Risks (Business Sustainability)

- Risks from revenue fluctuations from projects

Since the past, the Company has been operating a business providing engineering consulting services and design and construction work, focusing on investment projects in various infrastructure and public utility systems, such as transportation, road networks, public transportation systems, rail, air, water, and pipeline transportation systems, development of logistics management standards that facilitate and enhance transportation efficiency, development of major cities, oil depots, as well as other projects that are in line with the development and progress of the country. One of the factors affecting investment in the country's infrastructure and public utility systems is the economic situation, government policies and plans for infrastructure development, and the government's budget disbursement plan. If there is a slowdown in the economic situation or investment climate, both from a slowing or recessionary economy, as well as the stability of the government, if there is a change of government and new policies, the disbursement of the budget for investment in public utilities or the government's infrastructure development plan is delayed or postponed, as well as increased competition in the industry, these factors may cause the target projects that the Company expects to receive but is not selected by the project owner, resulting in the risk that the Company will have uneven revenue every year, as

most of the Company's projects have a duration of 1-3 years, which may cause the Company to have a decrease in service revenue and may affect the operating results in each accounting period.

The Company recognizes such risks as they have a significant impact on the Company's operating results. The Company has assigned the Executive Vice President of Business Development to monitor the political situation and private sector investment situation, as well as report to the management team on a regular basis for timely planning and response to the situation. In addition, the Company closely monitors the government's national development policies, annual budget allocations of ministries and departments, and analyzes them to develop strategies to obtain work from target agencies, monitors procurement regulations, and proposes adjustments to the Company's procurement regulations accordingly. The Company also has a policy to expand its business to other markets, including the private sector, foreign countries, especially CLMV countries, as well as developing new target business sectors, such as real estate, industrial, and agricultural sectors, etc.

In addition, the Company has set a plan to invest in the construction and provision of public-private partnership (PPP) infrastructure systems and has a strategy to acquire PPP projects, which will result in sustainable revenue for the Company by seeking strategic partners who are subcontractors with experience in specialized infrastructure construction to enhance the Company's ability to expand its business.

- **Risks from competition**

The Company has competitors who provide engineering consulting services, who are skilled and experienced and are credible in the engineering consulting industry in participating in bidding for work, especially for the government sector. In addition, there is also the possibility of new competitors emerging in the engineering consulting market, as skilled personnel in engineering and other fields form new companies to compete in the market, which may lead to price competition. The Company's competitors may submit bids at lower prices, resulting in the Company not being awarded the work as expected, or the increased competition may cause the Company to be awarded work with a lower gross profit margin than the specified criteria.

However, the Company has measures to manage competition risks by having the Business Development Department monitor news from existing customer groups, both private sector customers and state enterprise customers, to track new projects, as well as maintaining relationships with customers, maintaining the quality of work and after-sales service continuously to increase customer confidence, as well as approaching new target customer groups and customers from foreign countries, and seeking alliances with existing and new competitors that are assessed to have potential and are satisfactory to the agencies to jointly operate as a Consortium / Joint Venture.

For projects that are the Company's target projects, which are important projects with reasons and necessity for acceptance, and/or projects that can be extended to other projects, even if the gross profit margin is lower than the Company's policy, the Company will consider accepting such projects. The person in charge of the project will present it to the Executive Committee and the Board of Directors for consideration according to the Company's authorization. In the normal course of business of engineering consulting and construction contracting, especially in projects related to infrastructure in which the Company specializes and which are the Company's main target group, the selection of contractors by project owners is primarily based on the capabilities and experience of the contractors. Those who do not have experience in the type of work specified by the project owner or have little experience in the work may not be considered for the job. Therefore, it can be said that the engineering consulting and construction contracting business, especially in projects related to infrastructure, has relatively high barriers to entry. However, the Company's experience in providing engineering consulting services for over 40 years, its personnel consisting of engineers, architects, specialists in various fields, and over 100 experienced employees, its diverse portfolio of over 300 projects, which has earned the trust and confidence of its customers, as well as the establishment of business alliances that help strengthen its experience, are all factors that enable the Company to compete and are considered strengths in the Company's business operations.

2. Operational Risks

- **Risks from delays in project delivery beyond the contractually agreed upon timeframe due to external factors**

In conducting engineering consulting and design and construction business, the Company is responsible for providing services and construction according to the needs and requirements of customers on a project-by-project basis and must deliver the work within the time specified in the contract. Due to the nature of such work, the Company is at risk of delivering the project later than scheduled due to changing external factors or unforeseen events such as epidemics, emerging diseases, natural disasters, changes in government laws and policies related to business operations. These factors may have a direct or indirect impact on the Company's operations, which may result in delays or even suspension of the project for a period of time. Therefore, if any of the aforementioned events occur, the Company will be at risk of not being able to recognize revenue from services as planned, which will affect liquidity management and the risk of impacting project costs from increased personnel costs, as well as the management of the Company's resources to support the work of the project, which may be delayed.

The Company recognizes the risks that may arise and has established a policy before deciding to accept a job. The Company

will study and understand the details of the work, the nature of the project, and the scope of work for each project to analyze the feasibility of the project before accepting the job, including analyzing the specific risks of each project (Project Risk Management) to estimate the cost of the project at an appropriate price. In addition, after the Company has been hired by the project owner, the Company will assess the situation to plan and define contingency plans to be able to carry out the project and deliver the work within the contract period, as well as reporting the project status to the Company's management on a regular basis.

3. Reporting and Financial Risks

- Risks from cost estimation deviations for each project

As the Company recognizes revenue from services for each project based on the percentage of completion method, which is calculated from the ratio between actual cost compared to budget cost until the end of the project, such budget cost may deviate from the actual cost of providing services.

The Company recognizes the risks that may arise and has established guidelines for the analysis and assessment of cost and profit feasibility by experts before submitting bids and before signing contracts. The Company ensures compliance with the regulations for submitting proposals and considering work acceptance, and strictly follows the sales and business development manual in preparing cost estimates for use in project bidding. The Company also studies project information, analyzes the preliminary feasibility of the project, the benefits received, opportunities, and continuity of work, including analyzing risks in budget preparation to determine appropriate prices according to the nature of the work to present to the project owner, and defines risk as a cost throughout the project duration. The Company also considers distributing the risks that may arise to those involved in the work, such as subcontractors, insurance companies, etc. In addition, the Company has conducted a survey of the creditworthiness of project owners, especially in the case of private sector projects, where the Company will examine the financial statements of the company, as well as the readiness of personnel proposed to work on the project in terms of time and ability to complete the work.

4. Regulatory Risks

- Risks from changes in government laws and policies related to business operations

Due to the complexity of the provisions of relevant laws and regulations, as well as changes in policies, laws, regulations, and rules, as well as unclear interpretations and misunderstandings of expected practices, failure to comply or incomplete compliance may affect the cost of project implementation, the Company's image and reputation, as well as the impact in the event of penalties and fines, or loss of business opportunities.

The Company recognizes the risks that may arise and has established guidelines for management by closely monitoring changes in government policies, laws, regulations, and rules related to the Company's business operations through print media and government websites, and participating in networks of non-governmental organizations (NGOs) whose objective is to monitor the impact of changes in policies, laws, regulations, and rules that affect businesses and the general public, as well as controlling the framework and guidelines for establishing regulations, rules, and internal orders to be consistent with business operations without violating relevant laws and regulations.

5. Investment and Key Target Project Risks

- Risks from investing in businesses of other operators

As the Company aims to operate a business with continuous growth, generating revenue and wealth for the Company's shareholders in a stable and sustainable manner, investing in projects with other operators is another option that helps generate continuous and consistent revenue and increase the Company's assets. However, investing in projects with other operators may pose a risk of events occurring under the operations of such operators, which may have a significant impact on the Company's financial position, ability to operate, and operating results after the investment.

However, in order to mitigate such risks, before making any investment, the Company's internal units, together with external experts hired by the Company, will participate in due diligence in terms of legal, accounting, and engineering to assess opportunities and events that give rise to obligations and risks to the Company in the future, including securing funding before investing. In addition, the Company will closely monitor the business progress of the investee company and analyze potential risks to present to the Chief Executive Officer and consider them jointly at the monthly Executive Committee meeting.

- Risks from accepting major projects

In undertaking large and important projects of the Company, turnkey projects, such as the design and construction project for the U-Tapao Airport Aviation Fuel System, if there are risks under the project operation, it will have a significant impact on the Company. Therefore, in order to mitigate such risks, in accepting large and important projects, the Company will assess the risks comprehensively, both in terms of the process of defining agreements and guidelines for project management before starting construction, delays in approvals from government agencies and relevant agencies in applying for all construction permits, construction material prices, fuel prices, exchange rates, or even the spread of the Covid-

19 virus at the construction site, causing construction to be halted. In addition, there will be presentations and meetings to closely monitor progress.

6. Emerging Risks

- Risks from the macro economy and political uncertainty

The Company's operating results and development plans may be affected by several external factors beyond its control, such as the global economic and inflationary conditions, soaring energy prices due to war and international conflicts, weak domestic consumption, and political instability. The Company recognizes the risks that may arise and has assigned the responsible management team to closely monitor and analyze the situation, strengthen its operations and operating systems, and diversify by expanding its business to other markets, including the private sector, foreign countries, especially CLMV countries, as well as developing new target business sectors, such as real estate, industrial, and agricultural sectors. In addition, the Company has developed a business continuity plan to ensure that departments are prepared in advance to cope with various events and can control them to an acceptable level.

- Risks related to compliance with the Personal Data Protection Act

Thailand has announced the Personal Data Protection Act B.E. 2562, which will come into force in May 2563, but the enforcement has been postponed since June 2565 onwards. The Company is involved with the personal data of various stakeholders of the Company, such as customers, partners, employees, etc. The Company has reviewed its work processes and improved information systems related to personal data by collecting only necessary and beneficial personal data from customers and partners. For employees, all employees must undergo training on compliance with the Personal Data Protection Act, etc., in order to establish measures in various aspects, including adjusting work practices, adjusting information technology systems, and changing policies and relevant legal documents to comply with the said law.

- Sustainability Risks (ESG Risk)

Sustainability risks are risks related to "ESG" or Environmental, Social, and Governance issues, also known as "ESG Risk". The Company places importance on this issue by integrating sustainability risk management from the vision and mission setting, including sustainability risk and materiality analysis, to incorporate risk management at all levels to build confidence among key stakeholders, such as

Environmental Risk Management, such as reducing carbon emissions that will affect climate change, managing sanitation systems and office waste within the head office and project offices of all projects, campaigning to control the use of electricity and fuel, to managing water resources.

Social Risk Management by taking into account occupational health and safety both within the office and at all project sites, prioritizing human rights, equality, racial diversity of the workforce, and maintaining personal data for the data security of personnel.

Corporate Governance Risk Management, such as prioritizing good governance, taking into account business ethics, anti-corruption , prioritizing relevant rules and regulations, strict compliance with tax laws, including having disciplinary measures in case of fraud that causes damage to the organization.

In 2024, the company assessed the employees' knowledge and understanding of anti-corruption at 84.95 percent.

Information on ESG risk factors management standards

ESG risk factors management standards

Standards on ESG risk management	:	Yes
Standards on ESG risk management	:	COSO - Enterprise risk management framework (ERM)

Information on ESG risk factors

Risk factors on business operation

Operational risk associated with the Company or the group of companies

Risk 1 Strategic and Business Risks

Related risk factors	: <u>Strategic Risk</u>
	• Government policy
	• Competition risk
	<u>Operational Risk</u>
	• Delays in the development of future projects
	• Other : ESG (Environmental, Social, and Governance) Risks
	<u>Compliance Risk</u>
	• Change in laws and regulations
	<u>Financial Risk</u>
	• Fluctuation in return on assets or investment
ESG risk factors	: Yes

Risk characteristics

1. Strategic and Business Risks

• Government policies

Since the past, the company has operated a business providing engineering consulting services and design and construction work, focusing on investment projects in public utilities and infrastructure in various fields such as transportation, road networks, public transportation systems, rail, air, water, and pipeline transportation, development of logistics management standards to facilitate and increase transportation efficiency, main city development, oil depots, as well as other projects that are in line with the development and progress of the country. Factors affecting investment in public utilities and infrastructure in the country include economic conditions, government policies and infrastructure development plans, and government budget disbursement plans. In the event that the economic situation and investment climate slow down, both from a slowing or recessionary economy, including the stability of the government, if there is a change of government and new policies, the disbursement of the budget for investment in public utilities or the government's infrastructure development plan is delayed or postponed, as well as the competitiveness of the industry, there is increased competition.

• Competitive risks / Increase in competitors / Easy entry of new traders

The company has competitors who provide engineering consulting services, which are skilled and experienced and are trusted in the engineering consulting circle in participating in bidding for government projects in particular. In addition, there is also the possibility of new competitors in the engineering consulting market. This is due to the fact that professionals in engineering and other fields are forming new companies to compete in the market.

2. Management and Operational Risks

• Future projects not going according to plan

In carrying out engineering consulting and design and construction businesses, the company is responsible for providing services and construction according to the needs and requirements of customers on a project-by-project basis and must deliver the work within the time specified in the contract. Due to the nature of such work, the company is at risk of delivering projects later than scheduled due to changing external factors or unexpected events such as epidemics, emerging diseases, natural disasters, changes in laws and government policies related to business operations. Such factors may directly or indirectly affect the company's operations, which may cause delays or may have an impact until the project has to be suspended for a period of time.

• Sustainability risks (ESG Risk)

Sustainability risks are risks related to "ESG" or Environmental, Social, and Governance issues, also known as "ESG Risk", which the company has placed importance on. This is done by integrating sustainability risk management from the vision and mission setting, including sustainability risk and materiality analysis, into risk management at various levels to build confidence among key stakeholders, such as environmental risk management, social risk management, and governance risk management.

3. Regulatory and Legal Risks

• Changes in business regulations and laws

Due to the complexity of the relevant legal provisions, including changes in policies, laws, regulations, and rules, as well as unclear interpretations and misunderstandings of expected practices, failure to comply or incomplete compliance may result in costs and expenses in project implementation, corporate image, and reputation. This includes the impact in

the event of penalties and fines, or loss of business opportunities.

4. Financial Risks

• Volatility of returns on assets or investments

As the company aims to operate a business with continuous growth, generating revenue and prosperity for the company's shareholders in a stable and sustainable manner, participating in projects from other operators is another option that helps generate continuous and consistent revenue recognition and enables the company to have increased assets. However, participating in projects from other operators may pose a risk of events occurring under the operations of such operators, which may have a significant impact on the financial position, ability to operate the business, and operating results of the company after the investment.

Risk-related consequences

1. Strategic and Business Risks

• Government policies

Target projects that the company expects to receive but are not selected by the client, resulting in the risk of inconsistent revenue for the company each year. Most of the company's projects have a duration of 1-3 years, which may result in a decrease in revenue from services and may affect the operating results for each accounting period.

• Competition risk / Increase in competitors / Ease of market entry for new traders

This may lead to price competition, as the company's competitors may bid on projects at lower prices, resulting in the company not being awarded the projects as expected. Or, due to increased competition, the company may receive projects with gross profit margins lower than the specified criteria.

2. Management and Operational Risks

• Future projects not proceeding as planned

There is a risk of not being able to realize service revenue as planned, which will affect liquidity management. There is also a risk of impacting project costs due to increased personnel costs, as well as the management of company resources to support project operations that may be delayed.

• Sustainability Risk (ESG Risk)

Impacts from various factors that may cause economic, social, and environmental instability or unsustainability, which affect the ability to grow and develop sustainably in the future, including the impact of climate change. Greenhouse gas emissions from various activities cause an increase in global temperature and climate change, which may affect health, occupational safety, including the impact of non-compliance with relevant rules and regulations.

3. Regulatory and Legal Risks

• Changes in regulations and laws related to business operations

Affecting the costs and expenses of project implementation, the image and reputation of the company, including the impact in the event of penalties and adjustments, or loss of business opportunities.

4. Financial Risks

• Volatility of returns on assets or investments

May pose a risk of events occurring under the operations of such operators, which may significantly impact the financial position, ability to operate, and operating results of the company after the investment.

Risk management measures

1. Strategic and Business Risks

• Government Policies

The Company acknowledges this risk as it could significantly impact its operating results. Therefore, the Company has assigned the Executive Vice President of Business Development to monitor the political climate and private sector investment trends. Regular updates are provided to the executive committee to facilitate timely responses to the situation. Furthermore, the Company closely monitors the government's national development policies, annual budget allocations across ministries and departments, and conducts analyses to formulate strategies for securing projects from target agencies. The Company also keeps abreast of procurement regulations and proposes revisions to its own procurement regulations to ensure alignment. Additionally, the Company has a policy to expand its business into other markets, including the private sector and overseas markets, particularly the CLMV countries. This includes developing new target business sectors such as real estate, industrial, and agricultural sectors. Moreover, the Company has established an

investment plan for the construction and provision of public infrastructure systems through Public-Private Partnerships (PPP). Strategies are in place to secure PPP projects, which will contribute to the Company's revenue sustainability. This involves seeking out strategic partners who are subcontractors with proven track records and expertise in specialized infrastructure construction, thereby enhancing the Company's capacity for business expansion.

- **Competition Risk / Increase in Competitors / Ease of Entry for New Market Entrants**

In the conventional engineering consulting and construction businesses, particularly for infrastructure projects where the Company specializes and focuses its core operations, the selection of contractors by project owners primarily hinges on the capabilities and experience of the bidders. Consequently, those lacking experience or with limited experience in the specific type of work required by the project owner may not be considered for the project. Therefore, the engineering consulting and construction businesses, especially in infrastructure-related projects, present significant barriers to entry for new competitors. Nevertheless, the Company's 41 years of experience in providing engineering consulting services, coupled with its team of over 100 experienced engineers, architects, specialists, and staff, has resulted in a diverse portfolio of over 300 projects. This track record has earned the Company the trust and confidence of its clients. Furthermore, the Company's strategic business partnerships have strengthened its expertise, further enhancing its competitive advantage and serving as a key strength in its business operations.

2. Management and Operational Risks

- **Future projects not proceeding as planned**

The Company recognizes the potential for such risks and has established a policy of conducting thorough due diligence before accepting any project. This involves studying and understanding the project details, characteristics, and scope of work for each project to analyze its feasibility. Additionally, project-specific risk assessments (Project Risk Management) are conducted to prepare accurate cost estimates at reasonable prices. Furthermore, after the Company is awarded a contract by a client, it will assess the situation to develop plans and contingency plans to ensure project execution and delivery within the stipulated timeframe. Regular progress reports are also provided to the Company's management.

- **ESG Risks**

Environmental risk management focuses on reducing carbon emissions that contribute to climate change. This includes implementing sanitation and waste management systems at the head office and all project sites, promoting energy conservation measures, and managing water resource utilization.

Social risk management is carried out with consideration for workplace health and safety both within the office and across all project sites. Emphasis is placed on human rights, equality, workforce diversity, and the protection of personal data to ensure personnel information security.

Governance risk management involves prioritizing good corporate governance by emphasizing ethical business conduct, combating corruption, adhering to relevant regulations, strictly complying with tax laws, and implementing disciplinary measures in cases of misconduct that result in damage to the organization.

3. Regulatory and Legal Risks

- **Changes in Business Regulations and Laws**

Recognizing the potential for such risks, the Company has implemented measures to monitor changes in government policies, laws, regulations, and notifications relevant to its business operations. This is achieved through monitoring print media, government websites, and active participation in non-governmental organizations (NGOs) focused on tracking the impact of policy changes, laws, and regulations affecting businesses and the public. The Company also ensures that its internal regulations, guidelines, and orders are aligned with its business operations and do not violate any relevant laws or regulations.

4. Financial Risks

- **Volatility in Investment Returns**

To mitigate this risk, before making any investment, the Company's internal team, in collaboration with external experts, conducts comprehensive due diligence. This includes legal, accounting, and engineering assessments to evaluate potential opportunities and events that could lead to future obligations and risks for the Company. Additionally, securing funding sources before making investments is prioritized. The Company also closely monitors the business progress of its investee companies and analyzes potential risks, which are then reported to the Chief Executive Officer and discussed at monthly Executive Committee meetings.

Information on business continuity plan (BCP)

Business Continuity Plan (BCP)

Business Continuity Plan (BCP) : Yes

The company has established a Business Continuity Plan with the following objectives:

- To provide a guideline for business management that ensures uninterrupted operations, even during serious incidents or emergency situations.
- To ensure that all departments are proactively prepared to handle crises or emergencies.
- To minimize the impact of disruptions and mitigate damage to an acceptable level.
- To instill confidence among stakeholders in the company's ability to manage and maintain control, even in the face of critical events.

Sustainable supply chain management

Information on sustainable supply chain management policy and guidelines

Sustainable supply chain management policy and guidelines

Company's sustainable supply chain management policy and : No
guidelines

Information on sustainable supply chain management plan

Sustainable supply chain management plan

Company's sustainable supply chain management plan : No

Information on new suppliers undergoing sustainability screening criteria

New suppliers undergoing sustainability screening criteria

Does the company use sustainability screening criteria with : No
new suppliers?

Information on supplier code of conduct

Supplier code of conduct

Supplier code of conduct : Yes

Information on key suppliers acknowledging compliance with the supplier code of conduct

Key suppliers acknowledging compliance with the supplier code of conduct

Does the company require key suppliers to acknowledge : No
compliance with the supplier code of conduct?

Innovation development

Information on innovation development policy and guidelines in an organizational level

Research and development policy (R&D)

Company's research and development (R&D) policy : No

Additional explanation for research and development (R&D) expenses over the past 3 years

The company has not had any research and development projects in the past 3 years.

Information on organization's innovation culture development and promotion process

Process of developing and promoting the company's innovation culture

Process of developing and promoting the company's : No
innovation culture

Information on innovation development benefits and research and development (R&D) expenses

Benefits of innovation development

Financial benefits

Does the company measure the financial benefits from : No
innovation development?

Non-financial benefits

Does the company measure the non-financial benefits from : No
innovation development?

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