

Corporate Governance Policy

Mc Group Public Company Limited

Effective on May 13, 2024

Corporate Governance Policy

The Company is committed to conducting its business with responsibility, transparency, and fairness. The Board of Directors serves as a role model in adhering to good corporate governance principles under the framework of corporate governance and the Company's code of conduct. This approach aims to enhance trust among shareholders and stakeholders, ensuring balanced and sustainable benefits. Corporate governance and the code of conduct have been incorporated into the Company's business policy, with the Corporate Governance and Sustainability Development Committee responsible for reviewing compliance with these policies, good governance principles, and applicable laws. The committee also provides recommendations to the Board of Directors to review and improve corporate governance practices to align with both national and international standards.

The Securities and Exchange Commission (SEC) introduced the 2017 Corporate Governance Code (CG Code) for listed companies as a set of guidelines for boards of directors to adopt, ensuring long-term good performance and credibility for shareholders and stakeholders. This helps to create sustainable value for the Company. The content of the CG Code is primarily based on the 2012 Corporate Governance Code for listed companies issued by the Stock Exchange of Thailand (SET), but it has been restructured to align with the role of the Board of Directors in each business process. Additionally, it has incorporated updated concepts and factors. The Board of Directors has reviewed and considered the implementation of the CG Code to ensure it fits the Company's business context.

Principle 1 Establish Clear Leadership Role and Responsibilities of the Board

The Board of Directors understands its role and responsibility in managing the company in compliance with laws, regulations, and resolutions of the shareholders' meetings, with honesty and caution, safeguarding the interests of the company. They collaborate with management in formulating the business plan and budget, to serve as a framework for operations. They also review operational policies in various areas to achieve objectives and goals, while monitoring, evaluating, and ensuring that performance reporting meets the targets. The policies established are as follows:

1. Corporate Governance Policy
2. Anti-Corruption Policy
3. Personal Data Protection Policy
4. Risk Management and Business Continuity Policy
5. Business Ethics
6. Whistleblowing Policy

These guidelines have been printed and published on the company's website (www.mcgroupnet.com) to serve as a framework for sustainable business operations and to communicate to the Board of Directors, management, and all employees for a thorough understanding.

Principle 2 Define Objectives that Promote Sustainable Value Creation

The company operates its business with a commitment to responsibility toward all stakeholders for mutual and sustainable benefits. The Board of Directors oversees the implementation of a management system that ensures recognition of the rights of various stakeholders, both as stipulated by law and as clearly outlined in the company's corporate governance principles and business ethics. Additionally, the Board is responsible for ensuring that these rights are protected and that all parties are treated with fairness, equality, and an openness to hearing their opinions.

The company adheres to the ideology of conducting business ethically, with a firm commitment to responsibility toward all stakeholders for mutual and sustainable benefits. The company has established a sustainability development framework based on international guidelines, covering economic, social, and environmental aspects. Under the company's good corporate governance principles, it is dedicated to continuously creating value for society through fully environmentally friendly business operations. The company is also prepared to share knowledge, experiences, and successes with all sectors through participatory processes, whether with businesses related to the company, business organizations, institutions, social institutions, or communities in every area where the company operates, with the aim of driving society forward with strength and sustainability.

Shareholders

The company is committed to operating its business with strong and efficient performance, ensuring quality and sustainable growth to maximize shareholder satisfaction. It focuses on long-term growth of the company's value, providing good and sustainable returns, while respecting the rights of shareholders. The company ensures equal, transparent, and reliable disclosure of information to shareholders. It has a policy of treating shareholders fairly and respecting their fundamental rights as provided by law and company regulations, such as the right to verify share numbers, receive share certificates, attend and vote in shareholder meetings, express opinions freely during meetings, and participate in decisions on significant matters related to the company's operations as owners. Shareholders are also entitled to fair returns. Furthermore, shareholders can provide suggestions or comments regarding the company's business operations to the Board of Directors, independent directors, and the company secretary, who will compile and present them to the Board for consideration.

Employees

Employees are the company's most valuable asset and a key factor in its success. The company is committed to treating all employees fairly and appropriately, adhering strictly to international human rights standards according to company policy. This includes non-discrimination, appropriate compensation and benefits, and merit-based promotions and transfers. The company strives to foster a positive work culture and environment, promoting teamwork, treating employees with respect, upholding human rights, and utilizing human resources for the maximum benefit of the company.

The company provides compensation and benefits that exceed legal requirements, ensuring they align with the company's performance and individual employee evaluations. This policy is clear, concrete, and communicated to all employees. Moreover, the company is responsible for maintaining a safe working environment, adhering strictly to labor laws, and ensuring the safety of employees' lives and property. The company also follows personnel development principles to enhance the skills and knowledge of employees at all levels. It respects employees' human rights and privacy, ensuring that personal information such as salary, medical history, and family details are not disclosed to outsiders unless required by law. Furthermore, the company emphasizes environmental and safety training for employees to ensure a shared understanding and adherence to these practices.

Customers

The company prioritizes creating value and growing alongside its customers, earning their trust, which is a key factor in the company's business success. The company treats customers with sincerity and courtesy, continually seeking ways to better meet their needs. This commitment is clearly outlined in the company's business ethics policy, which includes producing and delivering certified, high-quality products that meet agreed-upon standards at fair prices. The company provides accurate, sufficient, and timely information, ensures the secure management of customer data, and upholds customer confidentiality by not misusing their information for personal or related parties' gain. Additionally, the company has a system in place for customers to file complaints regarding product quality, quantity, and safety, among other concerns.

The company is dedicated to delivering products and services that meet customers' true needs in terms of quality and fair pricing. Furthermore, the company strives to develop and maintain sustainable relationships with its customers by offering feedback on products and services, providing advice on problem-solving, and accepting complaints. This feedback is used to develop action plans to improve operational efficiency, ensuring customers' confidence and satisfaction in the company's products and services.

Partners and/or Debtors

The company has a policy to treat business partners and creditors equitably and fairly, prioritizing the company's best interests while maintaining fairness for both parties. It avoids situations that may lead to conflicts of interest and ensures the provision of accurate and truthful information, as well as compliance with contracts and adherence to creditor terms, including repayment of principal, interest, and management of collateral. The company also clearly sets out terms regarding guarantees, capital management, and default situations in a transparent and well-structured manner.

Any business dealings with partners must not damage the company's reputation or violate any laws. The company promotes equality in business practices and mutual benefit with partners. Partner selection is conducted fairly, and the company's partners must respect human rights principles, treat labor fairly, and operate with social and environmental responsibility. The company views its partners as key contributors to creating value for customers and fostering sustainable growth for the company.

Competitors

The company has a policy to support and promote free and fair competition, including setting guidelines for dealing with competitors within the legal framework of trade competition practices. It is committed to not violating or improperly acquiring competitors' trade secrets through fraudulent, illegal, or unethical means.

Community

The company conducts its business with a strong sense of responsibility toward the community, alongside strengthening the organization. It actively contributes to improving the quality of life within the country by addressing community and social issues sustainably through its business processes and by continuously supporting community activities, especially in areas surrounding the company's operations. Moreover, the company encourages employees to participate in various activities to foster a sense of social responsibility. This approach helps the company earn recognition and trust from the community and society, ensuring long-term co-existence.

Government Agencies

The company has established guidelines for interactions with the government and public authorities within its anti-corruption policy. The company strictly adheres to relevant laws and regulations. It declared its commitment to join the Collective Action Coalition against Corruption (CAC) on February 26, 2014, as part of the Thai private sector's anti-corruption initiative. The company has been officially certified as a member by the Thai Private Sector Collective Action Coalition against Corruption (CAC) committee.

Society and Environment

The company consistently acknowledges its responsibility toward society and the environment, striving to be an active participant in supporting social welfare and local activities in areas where it operates.

Throughout the Company's operational period, the company complies with all relevant laws and regulations, often exceeding the required standards, while taking care to ensure its operations do not negatively impact the quality of life in society, communities, or the environment. It promotes and contributes to societal development in areas such as improving quality of life, supporting education, energy conservation, efficient resource use, and environmental protection. Furthermore, the company emphasizes environmental communication and knowledge sharing with relevant stakeholders to collectively safeguard the environment. It also shares its expertise with society for mutual benefit.

The Company maintains a strong commitment to avoiding violations of intellectual property and copyrights. The company has established policies governing the use of its IT systems and regularly audits the software used by employees to prevent the use of unauthorized or pirated software. In addition, the company ensures that its trademarks are properly registered to prevent intellectual property infringements.

The company is dedicated to producing environmentally friendly products and services, fully complying with environmental laws, promoting natural conservation, and selecting and encouraging the use of eco-friendly products. Further details on these initiatives can be found in the sustainability development section. Additionally, the company has implemented a formal complaint policy, allowing employees and all stakeholders to inquire, file complaints, or report legal violations, financial misreporting, rights violations, internal control deficiencies, or breaches of business ethics to the company's audit committee. All complaints, whistleblowing reports, and the identity of whistleblowers are protected and kept confidential under established protection measures. The company follows a specific procedure for handling such complaints.

Channels for reporting clues or complaints are as follows:

Written Direct Complaint

- By mail: Addressed to Complaint Center of Mc Group Public Company Limited No. 448,450, On Nut Road, Prawet Sub-district, Prawet District, Bangkok 10250
- E-mail :
 - 1) Chairman of Audit Committee : auditcommittee@mccgroupnet.com
 - 2) Chief Executive Officer : james.a@mccgroupnet.com

- 3) Assistant Vice President, : somporn.u@mcgroupnet.com
Internal Audit Division
- 4) Direct Superior

Complaint Center

- 1) E-mail: contactcenter@mcgroupnet.com,
- 2) By phone at Tel. 02-117-9999, Fax. 02-117-9998

In the case of the complaint through other complaint recipient channel not through the Chairman of Audit Committee, please cc e-mail to the Chairman of Audit Committee.

Information related to complaints is confidential and will be disclosed only as necessary. The company has measures in place to protect the whistleblower, the person being complained about, and other involved parties. Whistleblowers have the option to remain anonymous. Either the whistleblower or the person complained about may request that the company implement appropriate protective measures. The company may also establish protective measures proactively if it deems that there is a risk of harm or safety concerns.

Once a complaint is received, the responsible party shall investigate the facts of the matter and consider appointing an investigation committee. If any wrongdoing is found, the Company will take appropriate disciplinary action and report the incident of fraud and the complaint to the Audit Committee and the Board of Directors.

Disclosure of Information and Transparency

The Company prioritizes the disclosure of accurate, complete, transparent, timely, and standardized information in accordance with the criteria set by the Stock Exchange of Thailand (SET) or the Securities and Exchange Commission (SEC). This includes financial reports, general information, and other significant data that may impact stock prices and investor decisions, ensuring that all stakeholders receive equal information. The Company disseminates such information through the SET's channels and its website at www.mcgroupnet.com.

The Board of Directors acknowledges its responsibility for preparing the Company's consolidated financial reports and information presented to shareholders in the Annual Registration Statement/Annual Report (Form 56-1 One Report). They ensure that the financial statements and the consolidated financial reports are prepared in accordance with generally accepted accounting principles, audited by credible and independent auditors, and that the Company selects appropriate accounting policies and consistently adheres to them. They also ensure that the Company's financial reports are accurate, complete, factual, and contain sufficient disclosures.

Additionally, the Board of Directors has appointed the Audit Committee to review the accuracy, completeness, and reliability of financial reports, ensure transparent and timely disclosure in compliance with the regulations of listed companies, and review the effectiveness of the internal control system, including legal and regulatory compliance. The Audit Committee also reviews related-party transactions or transactions with conflicts of interest for their appropriateness and reasonableness before presenting them to the Board of Directors for approval.

Moreover, the Company includes the Board of Directors' Responsibility for Financial Reporting alongside the auditor's report and discloses the audit fees and other services provided by the auditor in the Annual Registration Statement/Annual Report (Form 56-1 One Report).

To comply with the Capital Market Supervisory Board's announcement on criteria, conditions, and methods for disclosing financial status and operating performance of securities issuers, the Company discloses information on each director, the roles and duties of the Board of Directors, and sub-committees, as well as the remuneration of directors and senior management in the Annual Registration Statement/Annual Report (Form 56-1 One Report).

As for investor relations, the Company has established an Investor Relations unit to communicate important and beneficial information to institutional investors, shareholders, securities analysts, the media, and the general public. The Investor Relations performance is reported to the Board of Directors on a quarterly basis. The Company follows good corporate governance practices, ensuring transparent and equal information disclosure while avoiding selective information disclosure that could lead to insider trading or stock price manipulation. The Company has also implemented a "Quiet Period" of 15 days prior to the announcement of operating results until the announcement date to the Stock Exchange of Thailand, as published on the Company's website under the Investor Relations Calendar (IR Calendar).

Practice 3: Strengthen Board Effectiveness

The Board of Directors recognizes the importance of their role in overseeing corporate governance for the Company's maximum benefit. They must understand their duties and responsibilities, clearly separating the roles of the Board from those of management. An appropriate board structure has been established to ensure that the Board's duties are carried out effectively and efficiently, with the following guidelines:

Board Structure

The Board of Directors comprises members with knowledge, ability, and experience in business operations. They are responsible for considering and approving key issues related to the management of the Company, such as policies, visions, strategies, goals, missions, business plans, and the Company's budget.

Furthermore, the Board ensures that the management team carries out its duties effectively and efficiently in accordance with the policies set, within the framework of the law, the Company's objectives, bylaws, and resolutions of shareholder and Board meetings. This is done with integrity and caution, following good practice principles to maximize the Company's value and provide maximum security for shareholders.

The Board consists of eight members, with at least three independent directors. All independent directors meet the qualifications set out by the Capital Market Supervisory Board and the Stock Exchange of Thailand, and they are able to perform their duties effectively and for the benefit of the Company.

The Board promotes diversity in its composition, encouraging directors with various professional skills (Board Diversity), experience, and expertise that are beneficial to the Company's and its subsidiaries' operations. This is regardless of gender, race, religion, age, or professional skills, broadening the Board's perspectives and improving the decision-making process. This allows the Board to oversee the business more effectively and sustainably.

Board members have fixed terms as per the Company's regulations, which state that at every annual general shareholders' meeting, one-third (1/3) of the directors must retire. If the number of directors cannot be evenly divided into three parts, then the number closest to one-third shall retire.

To ensure comprehensive governance across all dimensions and alignment with good corporate governance principles, the Company has established subcommittees to oversee various matters. Additionally, the Company has appointed a Company Secretary as required by the Securities and Exchange Act B.E. 2535 (and its amendments), who assists both the Company and its Board in complying with relevant laws and regulations. The Company Secretary also serves as a liaison between internal and external stakeholders. The scope of duties and responsibilities of the Company Secretary has been disclosed under the Management Structure section.

Moreover, the Company has a policy limiting board members from serving as directors in no more than five listed companies.

The duties and responsibilities of the Board of Directors are outlined in the Board of Directors Charter.

Board Meetings

Directors are required to attend Board meetings regularly to be informed and make joint decisions on the Company's operations, including providing approval on important matters such as the Company's vision, mission, strategy, financial goals, risk management, plans, and budgets. Meetings are held at least once every three months and no fewer than six times a year. Each meeting's agenda is set in advance, and special meetings may be held as needed to address urgent matters. The Board

meeting is called by the Chairman or by the Company Secretary under the Chairman's order. Directors are provided with meeting materials at least five business days before the meeting, allowing ample time to review and study the information.

A quorum for passing resolutions requires the presence of at least two-thirds of the total number of directors. Resolutions are passed by a majority vote of the directors present, with each director having one vote. Any director with a conflict of interest in the matter being considered will not attend the meeting or may attend but abstain from voting on the issue. In the event of a tie, the Chairman will cast a deciding vote.

Management may also attend meetings to provide useful information and to directly understand the policies discussed for effective implementation, except in sessions exclusive to the Board or non-executive directors only, which are designed to ensure independence in deliberations. After the meeting, the Company Secretary is responsible for preparing the meeting minutes, which the Chairman will sign to confirm accuracy. The minutes will then be presented for approval at the next Board meeting. Directors may also provide comments to revise or add details to the minutes to ensure completeness and accuracy. Once approved, the meeting minutes are systematically stored as confidential documents by the Office of the Company Secretary and kept in electronic format, along with the supporting documents for each meeting agenda, for ease of future reference.

Board's Approval Authority

The Board of Directors has the authority to approve various Company matters within the scope of its responsibilities as defined by law, the Company's bylaws, the Board of Directors Charter, and resolutions of shareholder meetings. This includes setting the delegation of authority, defining and reviewing the Company's vision, mission, operating strategies, major operating plans, risk management policies, annual budgets and business plans, medium-term business plans, desired performance targets, monitoring and assessing the performance according to the established plans, overseeing capital expenditures, significant inter-company transactions, mergers and acquisitions, demergers, joint ventures, or terminations of joint ventures.

Director Appointment and Terms of Office

At each annual general meeting of shareholders, one-third of the directors must retire. If the number of directors is not divisible by three, the number closest to one-third shall retire. The directors to retire are those who have held office the longest. Currently, the Company has a total of eight directors, each serving a three-year term. Retiring directors are eligible for re-election. Independent directors, however, may serve for a maximum of nine consecutive years from the date of their initial appointment. If re-appointment of an independent director is considered, the Board should thoroughly assess the necessity of such a decision.

Performance Evaluation and Knowledge Development

Board Performance Evaluation

The Company conducts a self-assessment of the performance of its Board of Directors at least once a year to evaluate the Board's efficiency, performance, and any operational issues, in line with good corporate governance principles. The process for the evaluation is as follows:

1. The Board of Directors reviews the evaluation form to ensure its accuracy, completeness, and compliance with the regulatory guidelines.
2. The Company Secretary summarizes the evaluation results of the Board and its sub-committees.
3. The Company Secretary reports the evaluation results to the Board, which then takes steps to improve operational efficiency.

The objective of the self-assessment is to ensure that the evaluation reflects the Board's effectiveness in adhering to good corporate governance principles. The evaluation covers both individual performance (self-assessment) and collective performance (as a whole), with five key areas of focus: Board structure and qualifications, roles and responsibilities of the Board, Board meetings, the Board's execution of duties, and the Board's responsibilities towards stakeholders.

Performance Evaluation of Sub-Committees

The Company has implemented performance evaluations for its various sub-committees, including the Audit Committee, the Nomination and Remuneration Committee, and the Risk Management and Sustainable Development Committee. These evaluations are conducted in accordance with the corporate governance evaluation criteria for Thai listed companies, as outlined by the Thai Institute of Directors (IOD). The Company conducts these evaluations annually, focusing on the individual performance (self-assessment) of each sub-committee member to assess the effectiveness of all sub-committees. The evaluation process is as follows:

1. The sub-committees review the evaluation form to ensure accuracy, completeness, and compliance with regulatory guidelines and the sub-committees' operational processes.
2. The sub-committees' secretaries summarize and report the evaluation results and initiate improvements to enhance operational efficiency.
3. The Company Secretary reports the sub-committees' evaluation results to the Board of Directors.

Performance Evaluation of Senior Executives

The Nomination and Remuneration Committee is responsible for evaluating the performance of the CEO and senior executives, taking into account the Company's business performance, adherence to policies set by the Board of Directors, and the overall economic and social conditions. The evaluation results are used to determine appropriate compensation for the CEO and senior executives, based on both current and past data, as follows:

1. **Business Performance:** Primarily evaluated through sales and net profit, with performance targets set based on the annual budget serving as benchmarks for assessment and comparison.
2. **Industry Comparison:** The Company's business performance is compared with similar industries.
3. **The ability to develop the business and improve operational efficiency** includes performance in ESG across economic, social, and environmental dimensions. In the economic dimension, this is reflected through metrics like the Net Promoter Score (NPS) to gauge customer satisfaction. The social dimension includes results from employee satisfaction surveys and targets related to health and safety. In the environmental dimension, efforts are focused on reducing greenhouse gas emissions, energy consumption, and the use of natural resources.

The evaluation results of the Board of Directors, sub-committees, and senior executives are summarized and presented to all Board members for review. These results serve as a framework for assessing operational challenges and obstacles, analyzing Board members' duties, and incorporating feedback to improve and develop the Company's operations.

Subcommittees

The Board of Directors has appointed various subcommittees to handle specific tasks and submit matters for consideration or acknowledgment by the Board. Charters for each subcommittee have been established to define their duties and responsibilities, and these charters are published on the Company's website. The Company has a total of four subcommittees: the Audit Committee, the Risk Management and Sustainable Development Committee, the Nomination and Remuneration Committee, and the Executive Committee.

Audit Committee

The Audit Committee consists of three independent directors, all of whom have sufficient knowledge, understanding, and experience in accounting or finance to review the reliability of the financial statements. The Audit Committee's duties

include reviewing operations to ensure compliance with policies, regulations, laws, and the requirements of regulatory agencies. The Committee also promotes the development of financial and accounting reporting systems in accordance with international standards and ensures that internal control, internal audit, and risk management systems are comprehensive, modern, and effective. The Audit Committee operates independently, with an internal audit supervisor reporting directly to the committee. Additionally, they regularly consult with auditors, legal advisors, and accounting experts. The Audit Committee holds meetings with auditors without management present at least once a year to obtain the auditor's insights on various issues.

The scope, duties, responsibilities, and term of the Audit Committee are governed by the Audit Committee Charter.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee consists of three directors, two of whom meet the qualifications to be independent directors. The committee is responsible for considering and selecting qualified individuals to fill the positions of directors who have completed their terms or in other cases. It also studies, reviews, and monitors changes and trends regarding the remuneration of the Company's directors and various subcommittees, as well as senior executives. This committee proposes compensation policies and evaluates the performance of the Chief Executive Officer to determine remuneration before presenting it to the Board of Directors for consideration, comparing it with other leading listed companies in the same industry to incentivize senior executives to manage the Company's operations effectively and to retain personnel within the organization. The Nomination and Remuneration Committee meets at least twice a year.

The scope, duties, responsibilities, and term of the Nomination and Remuneration Committee are governed by the Nomination and Remuneration Committee Charter.

Risk Management and Sustainable Development Committee

The Risk Management and Sustainable Development Committee combines the Governance and Sustainable Development Committee and the Risk Management Committee into a single committee. This committee consists of three directors, all of whom are not executives of the Company, with two members qualifying as independent directors. The Risk Management and Sustainable Development Committee is tasked with executing the responsibilities assigned by the Board of Directors effectively, adhering to good corporate governance principles and

advancing the Company's operations toward sustainable growth in an environment characterized by volatility and uncertainty, which presents both opportunities and risks amid intense competition. The committee aims to foster organizational values and culture that encourage employees to collaboratively drive the organization toward growth in various critical dimensions, including environmental, social, and governance aspects, while considering long-term impacts, conducting business ethically, and being accountable to shareholders and other stakeholders. Additionally, it is responsible for managing and controlling risks that may affect operations according to the business strategy for the organization's sustainability. The Risk Management and Sustainable Development Committee meets at least four times a year.

The scope, duties, responsibilities, and term of the Risk Management and Sustainable Development Committee are governed by the Risk Management and Sustainable Development Committee Charter.

Executive Committee

The Executive Committee consists of at least three members. The Executive Committee must include directors of the Company, and it may also have executives or external individuals as members. However, the total number of directors must be at least half of the total membership. The Executive Committee supports the Board of Directors in managing the Company's operations in accordance with established policies, plans, regulations, and directives, as well as set goals. To effectively perform the duties assigned by the Board of Directors, the Executive Committee meets at least once per quarter.

The scope, duties, responsibilities, and term of the Executive Committee are governed by the Executive Committee Charter.

Independent Directors

When selecting individuals to serve as independent directors of the Company, such individuals must meet the qualifications as defined for independent directors, which are in line with the requirements set by the Securities and Exchange Commission (SEC) and the Stock Exchange.

Qualifications of Independent Directors

Independent directors must comprise at least one-third of the total number of directors of the Company, with a minimum of three individuals, and must meet the following criteria:

1. They must hold no more than 1% of the total voting shares of the Company, its parent company, subsidiaries, associated companies, major shareholders, or individuals with control over the Company. This includes shares held by related parties of the independent director.

2. They must not be or have ever been an executive director, employee, salaried consultant, or individuals with control over the Company, its parent company, subsidiaries, associated companies, or major shareholders, unless they have been free from such characteristics for at least two years. This prohibition does not apply to independent directors who were formerly civil servants or consultants of governmental entities that are major shareholders or have control over the Company.
3. They must not be related by blood or by legal registration in a manner that includes parents, spouses, siblings, and children, as well as spouses of the children of other directors, executives, major shareholders, individuals with control, or individuals who will be proposed as directors, executives, or individuals with control over the Company or subsidiaries.
4. They must not have or have ever had a business relationship with the Company, its parent company, subsidiaries, associated companies, major shareholders, or individuals with control over the Company that may hinder their independent judgment. They must also not be or have ever been significant shareholders or individuals with control over those with a business relationship with the Company, its parent company, subsidiaries, associated companies, major shareholders, or individuals with control over the Company, unless they have been free from such characteristics for at least two years.

Business relationships as mentioned in the preceding paragraph include regular transactions necessary for business operations, leasing or renting properties, transactions concerning assets or services, or providing or receiving financial assistance through lending, guarantees, or providing assets as collateral for liabilities, including similar circumstances resulting in liabilities that the Company or counterpart must repay of 3% or more of the Company's net tangible assets or 20 million baht or more, whichever is lower. The calculation of such liabilities shall be in accordance with the methods for calculating the value of related party transactions as specified in the announcement of the Capital Market Supervisory Board regarding rules for related

party transactions; however, when considering the liabilities, those incurred within one year prior to the business relationship with the same individual shall also be counted.

5. They must not be or have ever been an auditor of the Company, its parent company, subsidiaries, associated companies, major shareholders, or individuals with control over the Company, nor be a significant shareholder, individual with control, or partner of an audit firm that has auditors of the Company, its parent company, subsidiaries, associated companies, major shareholders, or individuals with control over the Company, unless they have been free from such characteristics for at least two years.
6. They must not be or have ever been a service provider of any profession, including legal or financial consulting, for which they received fees exceeding 2 million baht per year from the Company, its parent company, subsidiaries, associated companies, major shareholders, or individuals with control over the Company, nor be a significant shareholder, individual with control, or partner of such service provider, unless they have been free from such characteristics for at least two years.
7. They must not be directors appointed to represent the Company's directors, major shareholders, or shareholders associated with the Company's major shareholders.
8. They must not engage in business activities that are the same as and significantly compete with those of the Company or subsidiaries, nor be a significant partner in a partnership or an executive director, employee, salaried consultant, or hold more than 1% of the total voting shares of another company that engages in business activities that are the same as and significantly compete with those of the Company or subsidiaries.
9. They must be able to participate in Board meetings independently to make decisions on various matters.
10. They must not have any other characteristics that would prevent them from providing independent opinions on the Company's operations.

In cases where individuals appointed by the Company to serve as independent directors have or have ever had business relationships or provided professional services exceeding the defined value under item 4 or item 6, the Company may seek a waiver for the prohibition on such relationships only if the Company has obtained an opinion from the Board of Directors indicating that it has considered the principles in Section 89/7 of the Securities and Exchange Act, and has determined that the appointment of such individuals does not affect their duties and independent opinions, and relevant information is disclosed in the notice of the shareholders' meeting regarding the appointment of independent directors.

Principle 4 : Ensure Effective CEO and People Management

The Board of Directors recognizes that personnel appointed to senior executive positions at all levels are crucial for driving the Company towards its goals. Therefore, the Board is responsible for overseeing the recruitment of such personnel to ensure that it is conducted appropriately and transparently, considering their knowledge and experience. The Board also supervises the management and development of personnel to align with the Company's human resource management strategy. To promote this alignment, the Board encourages its directors and senior executives to participate in training courses as recommended by the Securities and Exchange Commission (SEC) and organized by the Thai Institute of Directors (IOD). This training is aimed at enhancing the knowledge of directors, senior executives, and the Company Secretary to ensure they are adequately informed of regulations and practices relevant to their roles as directors and executives. This is to enable them to perform their duties with integrity, caution, and in the best interests of the Company and its shareholders.

Training for Directors

The Company promotes and facilitates training and knowledge-sharing for stakeholders involved in the Company's good governance system. This is aimed at enhancing understanding of the principles of good governance, regulations, and the roles and responsibilities of directors in efficient management and ethics. Directors are encouraged to participate in various training courses and seminars organized by the Thai Institute of Directors (IOD) and other relevant institutions.

Orientation for New Directors

When a new director is appointed, the Board of Directors recognizes the importance of the new director's role. Therefore, an orientation program is organized for all new directors. The Company Secretary will arrange the orientation and provide essential documents that are beneficial for the new director's duties. This ensures that the new directors are informed about the Company's business plans, products and services, securities and shareholder information, organizational

structure, and important legal issues that should be understood for the performance of their duties as registered company directors. Initially, important documents will be provided, including:

- 1) Scope of Authority and Responsibilities of the Board of Directors
- 2) Business Ethics Handbook
- 3) Organizational Structure and List of Executives
- 4) Shareholding Structure of the Business Group
- 5) Securities and Shareholder Information, Certificates, and Regulations
- 6) Company Business Plan
- 7) Overview of Risk Management
- 8) D&O (Directors & Officers Liability Insurance)

Senior executives will provide important information about the Company, including handing out the directors' handbook and the business ethics for directors and employees. The Company has a policy to promote training for directors to enhance their understanding of their roles and missions under the campaign for good governance.

Directors

According to the Company's regulations, in each annual general meeting of shareholders, one-third of the directors must retire. If the number of directors cannot be evenly divided into three parts, the number closest to one-third will retire, with the director who has served the longest being the one to step down. Directors who retire are eligible for re-election.

The Board has assigned the Nomination and Remuneration Committee the responsibility of considering, selecting, and screening individuals who meet the qualifications as specified in the Company's regulations, subject to the approval of the Board of Directors, to present to the shareholders for consideration in appointing individuals to serve as directors of the Company.

The appointment of the Company's directors is in accordance with the Company's regulations, as follows:

1. Directors may or may not be shareholders of the Company.
2. The Company must have a board of directors to conduct the Company's business, consisting of at least five members, with no less than half (1/2) of the total number of directors residing in Thailand.

Additionally, the Company has established the board structure in accordance with its corporate governance policy, requiring that at least one-third of the Board of Directors consists of independent directors.

Criteria and Methods for the Selection of Directors and Subcommittees

The Board of Directors deems it appropriate to establish criteria and methods for the selection of directors and subcommittees, recognizing that the recruitment and selection of directors is of utmost importance. The Board considers directors to play a critical role in defining the vision, mission, policies, key objectives, strategies, and business operations to protect the rights, interests, and sustainable growth of the Company and its subsidiaries in accordance with the principles of good corporate governance.

The Board of Directors should consist of individuals who possess the necessary qualifications and are not disqualified under the law. Furthermore, the board should exhibit diversity in terms of skills, experience, knowledge, and specialized expertise that benefits the Company, without discrimination based on gender, age, race, or nationality. This diversity enables the Company to achieve its business objectives and goals while promoting effective management in line with good corporate governance policies that ensure fairness and transparency. This approach aims to generate returns, enhance long-term value for shareholders, build confidence among all stakeholders, and contribute to sustainable growth.

Qualifications of Company Directors

The Nomination and Remuneration Committee selects candidates from qualified individuals with diverse professional backgrounds and expertise. These candidates should exhibit leadership qualities, have a broad vision, demonstrate ethics and integrity, possess a transparent work history, and have the ability to express independent opinions. The following key components should be considered:

1. Desired Attributes for Each Director

The Board of Directors shall comprise individuals with complete qualifications who are not disqualified under the law and as stated in the Board's charter.

2. Required Knowledge and Expertise

The Nomination and Remuneration Committee shall determine the specific knowledge and expertise necessary for the Board of Directors, considering what is essential for the Company in the next 3 to 5 years. A Board Skills Matrix will be created to assist in the recruitment and nomination of suitable candidates with the required specialized knowledge, thereby enabling the Board to effectively establish and oversee strategies and policies.

3. Diversity of Directors

In addition to the two criteria mentioned above, the Nomination and Remuneration Committee may also consider guidelines regarding the

diversity of other qualifications of the entire Board, including gender, age, race, nationality, etc.

Process for Recruiting and Selecting Directors

The process of recruiting and selecting new directors consists of four steps as detailed below:

1. Planning

To ensure that the Nomination and Remuneration Committee carefully plans and outlines the recruitment process for suitable candidates to be elected as new directors in a timely and meticulous manner, the Company Secretary is responsible for the following tasks, which will be presented to the Nomination and Remuneration Committee for consideration:

- 1.1 Review the knowledge, skills, and experience of directors using the Board Skills Matrix.
- 1.2 Reassess the qualifications for independent directors of the company.
- 1.3 Compile guidelines for selecting candidates for the company's board of directors, including qualifications required by board resolutions, ethics, and corporate governance best practices, referencing organizations like the Securities and Exchange Commission (SEC) and the Thai Institute of Directors (IOD).
- 1.4 Propose a timeline for the recruitment process that aligns with the schedule for the Nomination and Remuneration Committee meetings, board meetings, and shareholder meetings.

2. Candidate Sourcing

Candidates for consideration as new directors can be sourced from the following:

2.1 Nomination by Board Members

The Chair of the Nomination and Remuneration Committee will request that current board members propose names of individuals who meet the qualifications outlined in the Board Skills Matrix and align with the company's business strategies within a specified timeframe.

2.2 Nomination by Shareholders

To enable minority shareholders to participate in the director recruitment and appointment process, the company will provide a period of no less than three months during which all shareholders can submit names of potential candidates for election as directors. The Nomination and Remuneration Committee will review these nominations and present a recommended timeline for consideration by the board,

ensuring sufficient time for selection. The Company Secretary will notify the Stock Exchange of Thailand (SET) about the timeline and publish the details on the company's website.

2.3 Sourcing from Reputable Databases

The Company Secretary will gather names from reliable sources, including the Thai Institute of Directors (IOD) list of Chartered Directors and directors of listed companies with qualifications that align with the company's Board Skills Matrix. These names will be submitted to the Nomination and Remuneration Committee for consideration.

3. Selection

The Company Secretary compiles the names gathered in step 2 and presents them to the Nomination and Remuneration Committee for consideration.

The Nomination and Remuneration Committee (excluding directors with conflicts of interest) will evaluate the suitability of the director candidates based on the Board Skills Matrix, screening individuals who are qualified to be new directors. The committee considers the diversity of the Board's structure and selects individuals with the knowledge, expertise, or experience that will contribute useful recommendations for the formulation of business strategies and policies in line with sustainable development. These recommendations are then presented to the Board of Directors for further consideration. Additionally, the Company Secretary will preliminarily check the qualifications of those nominated, using public information sources related to their roles as directors or executives in other companies, to avoid any potential conflicts of interest with the company. This also includes verifying their qualifications as independent directors.

4. Election

4.1 Election of Directors to Replace Retiring Directors

The Board of Directors (excluding directors with conflicts of interest) will thoroughly consider the qualifications of the nominees presented by the Nomination and Remuneration Committee on an individual basis. They will nominate the most suitable individuals for the Annual General Meeting of Shareholders to consider for election as directors.

4.2 Election of Directors to Replace Directors Who Leave During Their Term

The same process as the election of directors replacing retiring directors is followed, but the Board of Directors directly elects the replacement directors without needing shareholder approval.

In cases where the departing director has less than two months remaining in their term, the law requires that the shareholders' meeting elect a replacement.

Top Management

CEO Selection Process

1. The Nomination and Remuneration Committee selects suitable candidates by screening those with appropriate qualifications, who may be sourced from both within and outside the organization.
2. In the process of selecting the CEO, the committee seeks individuals with the knowledge, skills, and experience beneficial to business operations, or candidates nominated by senior executives of the company. These candidates are then presented to the Nomination and Remuneration Committee for appointment consideration.

Criteria for CEO Selection

1. The CEO must possess knowledge, skills, and management experience relevant to the company's business. They should have expertise in areas beneficial to the company and aligned with its business strategy, without discrimination based on gender, age, race, etc.
2. The candidate should demonstrate leadership, vision, ethics, and a positive attitude towards the organization, dedicating sufficient time to contribute to the company's operations.
3. Essential knowledge and skills for the CEO position:
 - Visioning and Strategic Planning
 - Planning and Organizing
 - People Management
 - Problem Solving and Decision Making
 - Change Management
4. The candidate must have a transparent work history and must not have any disqualifying characteristics as specified by the Securities and Exchange Commission (SEC).

Succession Planning for Senior Executives

To prepare for the future, the company has a policy to develop necessary skills for successors in key positions. The succession planning process is overseen by the Executive Committee, supported by the Human Resources department. The Nomination and Remuneration Committee ensures that a succession plan is in place for the CEO and other senior executives to maintain smooth and continuous business operations. This plan is reviewed annually.

Oversight of Subsidiary Operations

In overseeing the corporate governance of subsidiaries and associates, the company appoints representatives to serve as directors and/or executives in the subsidiaries and associates based on the company's shareholding proportion. Such individuals must be nominated and approved by the Board of Directors and must also possess suitable qualifications and experience for managing the operations of the respective subsidiary or associate.

Furthermore, these representatives must ensure that the operations of the subsidiaries and associates align with the company's business policies while acting in accordance with laws, objectives, regulations, and resolutions of the shareholders' meeting, with integrity and diligence, protecting the interests of shareholders. They are also responsible for overseeing the subsidiaries and associates to ensure accurate and complete disclosure of financial status and operational results, transactions with related parties, asset acquisitions or disposals, and any other significant transactions of the subsidiary or associate.

These representatives are tasked with closely monitoring the business operations of the subsidiaries and associates, reporting on performance, and providing recommendations regarding business policies to the company's Board and/or the Board of the subsidiaries and/or associates to maximize benefits for the subsidiaries and associates, as well as to ensure sustainable business growth.

Principle 5 : Nurture Innovation and Responsible Business

The Board of Directors has emphasized conducting business alongside creating benefits for society and the environment, managed according to good governance principles as defined by the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). This practice is upheld under ethical standards and codes of conduct, ensuring a transparent and fair management system for all stakeholders, thereby instilling trust and confidence among shareholders in investing in the company's business. To achieve these sustainable

objectives and core goals, a management committee has been established to oversee and monitor the management's responsible business operations concerning society and the environment. The company prioritizes the development of personnel, who are considered a crucial resource, by fostering a working environment that promotes organizational values. This encourages innovation, empowering employees to think creatively, take initiative, and act within a transparent and open atmosphere.

Additionally, the company promotes further training to enhance skills and develop potential, enabling employees to grow in their careers while finding satisfaction in their work. This creates a working environment where every employee feels proud and confident in the organization. Regarding innovation, the company supports education and research to develop new products that meet increasing future demands, thus expanding business opportunities. Furthermore, there have been improvements in the information technology system to support work processes, enhancing efficiency by reducing time and costs, among other benefits.

Principle 6 : Strengthen Effective Risk Management and Internal Control

The Board of Directors has established a Risk Management Committee responsible for overseeing the risk management system and internal control processes to ensure compliance with relevant laws and standards. The company's internal audit department, operating independently, is responsible for conducting audits, as reported in the annual disclosure form (Form 56-1 One-Report). The company has established policies and guidelines for effective risk management as follows:

Risk Management Policy

1. Risk management is the responsibility of the Board of Directors, management, and employees at all levels. Each must recognize the risks involved in their operations and in the company, ensuring adequate and appropriate risk management across all areas.
2. All business units must have risk management processes, establish risk indicators, preventive measures, and mitigation strategies, and perform systematic and ongoing assessments and monitoring. Processes should be updated regularly, at least once a year, to reflect changes in the business, with risk-related reports prepared in accordance with risk management frameworks.
3. Risk assessment must be integrated into the annual plans of all departments, considering all risks across the organization, both internal and external. Proper risk management and early warning systems must be implemented.

4. The Audit Committee is responsible for monitoring risk management and providing feedback to the Board of Directors.
5. The company promotes a risk-aware organizational culture, fostering shared understanding and responsibility for risk management across all personnel levels.

Internal Control System

The company has established an internal audit department to review the operations of all departments, ensuring that internal controls are effectively implemented and adhered to on a regular basis. This instills confidence in management and stakeholders that the internal control systems are effective. The internal audit department also identifies deficiencies and weaknesses and recommends improvements to enhance operational efficiency. The internal audit team operates independently, ensuring they can provide checks and balances and report directly to the Audit Committee.

Management of Insider Information

The company places high importance on managing insider information, which is critical to good corporate governance. Therefore, it has established a policy for the prevention of insider information misuse, particularly information that could affect stock prices. This policy serves as a guideline to prevent the use of insider or confidential company information, not yet publicly disclosed, for personal or third-party gain. It also ensures compliance with the regulations of the Stock Exchange of Thailand, the SEC, and other relevant rules and regulations as follows:

1. The Corporate Secretary's office is responsible for educating directors and executives on their duties to report the shareholdings of themselves, their spouses, and their minor children to the SEC, as required by Section 59 and the penalty provisions under Section 275 of the Securities and Exchange Act B.E. 2535 (including any amendments). This also includes reporting the acquisition or disposal of securities by themselves, their spouses, and their minor children to the SEC, as per Section 246 and the penalty provisions under Section 298 of the same Act (including any amendments).
2. Directors, executives, their spouses, minor children, and related persons with an obligation to report their securities holdings and changes in securities holdings to the SEC under Section 59 and Section 246 must notify the Corporate Secretary, who is assigned by the Board of Directors, at least one day prior to any transaction. They must also submit a copy of the report on securities holdings changes to the company on the same day they file the report with the SEC.

3. Directors, advisors, employees, and any other individuals working for the Company, as well as related parties and others who are aware of inside information (such as auditors, financial advisors, legal consultants, etc.), must exercise caution when buying or selling the Company's securities during the one-month period before the financial statements or that inside information is disclosed to the public, and for 24 hours following the public disclosure of that inside information. Those who are associated with inside information must not disclose that information to others until it has been officially announced to the Stock Exchange.
4. Directors, advisors, employees, any other individuals working for the company, related persons, and those privy to inside information—such as auditors, financial advisors, and legal advisors—are prohibited from using the company's inside information that could or may affect the company's securities prices, or information related to the preparation of financial statements that has not yet been disclosed to the public. They are not allowed to use such information for the purchase, sale, or offer to buy or sell, or to encourage others to buy or sell, the company's shares or other securities (if any), either directly or indirectly, in a manner that could potentially harm the company, either directly or indirectly. This restriction applies whether the actions are for personal benefit or for others, and whether or not the disclosure of such information was made for compensation or not.
5. Directors, advisors, employees, any other individuals working for the company, and related persons who are privy to inside information, such as auditors, financial advisors, or legal advisors, are prohibited from disclosing the company's trade secrets to external parties, particularly competitors, even after their service with the company has ended. They are also prohibited from referencing this information externally for personal or related-party benefit. Disclosure of information must comply with the company's information disclosure policy. Employees without authorization to disclose information must refer any requests for such information to the appropriate individuals to ensure accurate and consistent communication.

The company has established guidelines for managing insider or confidential information that could affect the price of securities as follows:

- 5.1 Implement an internal control system to prevent insider information leaks.

- 5.2 Maintain a list of insiders involved in transactions that could impact securities prices and have not yet been publicly disclosed ("confidential transactions").
- 5.3 Ensure that directors, executives, and employees involved in confidential transactions are aware of their duties regarding insider information.
- 5.4 Establish confidentiality agreements with consultants and other service providers (collectively referred to as "consultants") and require confirmation that these individuals have policies and systems in place to comply with the agreement before allowing access to confidential information.
- 5.5 In cases where confidential transactions require market testing (e.g., capital increases or securities offers), the company should understand the process, plan accordingly, and ensure adequate disclosure while preventing the misuse of confidential information.

Conflict of Interest

The Board of Directors has established a conflict-of-interest prevention policy, requiring all directors and executives to submit a report on their interests to the company secretary. In decision-making processes, the guiding principle is that all business activities must be conducted in the best interests of the company. Any actions that may lead to conflicts of interest should be avoided. Those involved or having an interest in a particular matter must disclose their relationship or interest in that matter to the company and refrain from participating in the decision-making process, including having no authority to approve such transactions.

If a transaction potentially involving a conflict of interest arises and does not adhere to general trade conditions, it must be presented to the Board of Directors for approval. The Audit Committee will thoroughly review the appropriateness of the matter before it is presented to the Board of Directors or the shareholders' meeting, as the case may be. The company will comply with the relevant rules of the Capital Market Supervisory Board, the Securities and Exchange Commission (SEC), and/or the Stock Exchange of Thailand..

Principle 7 : Ensure Disclosure and Financial Integrity

The Board of Directors places great importance on the disclosure of both financial and non-financial information to the public. Key information disclosed by the company includes financial and non-financial data. In 2024, the disclosure of financial information, particularly the financial statements, has been reviewed/audited by the auditor to ensure accuracy in all material respects according to financial reporting

standards. These financial statements have been approved by the Audit Committee/Board of Directors before being disclosed to shareholders. The Board of Directors reports its responsibility for the financial statements in the annual registration statement/annual report (Form 56-1 One Report) and discloses details of the remuneration of the Board of Directors under the section "Management Structure." For the disclosure of non-financial information, the company adheres to the requirements set by the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC), which includes related party transactions and management's analysis. These are made available through the SET's website (www.set.or.th), the SEC's website (www.sec.or.th), and the company's website (www.mcgroupnet.com), with regular updates to ensure timely, easily accessible, and useful information for users. If there are any inquiries, the Investor Relations Department can be contacted at 0 - 2 117 - 9 9 9 9 ext. 1215 or via email at ir@mcgroupnet.com, ensuring that shareholders and stakeholders receive information equitably. In addition, the Company places great importance on its relationships with shareholders, general investors, and analysts. Therefore, it has established a policy to disseminate information about the Company to investors, both current shareholders and those interested in holding shares in the future.

Principle 8 : Ensure Engagement and Communication with Shareholders

The Board of Directors recognizes the importance of shareholders and has a policy to treat all shareholders equally and fairly, as outlined in the company's corporate governance policy. The fundamental rights of shareholders include the right to buy, sell, or transfer shares; the right to receive adequate, accurate, timely, and consistent information about the company; the right to dividends; the right to attend and vote at meetings to appoint or remove directors and auditors; the right to be informed of the rules and procedures for attending meetings and to receive sufficient information for consideration; and the right to participate in proposing agenda items and nominating directors. Shareholders also have the right to ask questions at meetings and to appoint proxies to attend meetings on their behalf.

The company holds an Annual General Meeting (AGM) of shareholders every year within four months after the end of the company's fiscal year. In cases of urgency requiring consideration of a special agenda that may affect or involve shareholders' interests and require shareholder approval, the Board of Directors can call an Extraordinary General Meeting (EGM) as necessary. During shareholder meetings, the company ensures that shareholders' legal rights are upheld, and no actions are taken to infringe upon or limit those rights.

Before the shareholders' meeting:

1. The company prepares the invitation to the shareholders' meeting in both Thai and English. For the Annual General Meeting (AGM), the invitation is published on the company's website in advance and sent to shareholders at least 21 days before the meeting. This ensures that shareholders receive the documents well in advance and have sufficient time to review the information.
2. In the invitation, the company provides detailed facts, reasons, and the opinions of the Board of Directors to support shareholders' decisions. The agenda for the AGM includes:
 1. Director Appointment Agenda: The full name, age, educational background, and work history of each director nominee, the number of companies they serve as directors (separately listed for public and private companies), selection criteria, type of director proposed, attendance record in the previous year, and the date they were first appointed as a company director are provided.
 2. Compensation Agenda: Information regarding the policy, amount, and structure of director compensation, broken down by position and responsibility, is provided. The criteria and methods for determining compensation are also included for shareholders to review the compensation of the Board of Directors and all sub-committees.
 3. Appointment of Auditor Agenda: Information about the auditor's name and auditing firm, auditor independence, and the appropriateness of audit fees (separately listed from other service fees) is included.
 4. Dividend Payment Agenda: Information on the company's dividend payment policy, the proposed dividend amount for approval, and a comparison with the previous year's dividend is provided.
3. No important documents are distributed suddenly during the shareholders' meeting, and no additional agenda items or material changes are introduced without prior notice to shareholders.
4. To assist shareholders unable to attend in person, the company sends proxy forms as specified by the Ministry of Commerce. These forms allow shareholders to specify voting directions, and detailed proxy instructions are sent along with the meeting invitation. The forms are also made available for download on the company's website, where the names and profiles of independent directors are listed for shareholders to choose as their proxy representatives. The company facilitates shareholders by holding the meeting electronically (E-Meeting), allowing participation from anywhere. A computerized registration system processes voting results immediately after each agenda item, ensuring convenience, accuracy, and

post-meeting verification. Shareholders are also given the opportunity to ask questions to the directors during the meeting, ensuring full participation and engagement.

At the shareholders' meeting:

1. The company sets a pre-registration period two hours before the meeting. A computerized registration and e-Meeting system is used to ensure the accuracy, speed, and reliability of the information. Institutional shareholders can submit proxies in advance to prevent delays in starting the meeting due to late registrations.
2. Voting rights at the meeting are based on the number of shares held, with one share equaling one vote.
3. Before the meeting begins, the company explains the voting and vote-counting procedures to the shareholders.
4. The company uses a voting system for each agenda item, providing separate ballots for each item. This allows shareholders to vote as they see fit, especially for the election of directors, where individual voting is conducted. All ballots for director elections (whether in favor, against, or abstaining) are collected.
5. The voting results for each agenda item are displayed to the shareholders after the counting process.
6. The shareholders' meeting is conducted in accordance with the agenda stated in the invitation, in a correct and transparent manner, as per the law and the company's regulations. The company has a policy not to add new agenda items without prior notice unless absolutely necessary, particularly on important issues that require shareholders to study the information before making a decision.
7. The potential conflicts of interest of directors are clearly indicated in the invitation. During the shareholders' meeting, if any director has a conflict of interest or is involved in a particular agenda item, the chairman will inform the attendees before the discussion. The director with the conflict will not participate or vote on that agenda item. Additionally, the chairman of the board, directors, and relevant executives are responsible for attending the meeting to answer any questions raised by shareholders. During the meeting, the chairman ensures that shareholders are given the opportunity to express their opinions, make suggestions, or ask questions on any agenda item before voting, so that they have sufficient information to make informed decisions. For any issues that require further clarification, the

company has prepared relevant personnel to provide answers under the responsibility of the Board of Directors throughout the meeting. The chairman ensures that the meeting proceeds according to the agenda outlined in the invitation sent to shareholders in advance, without altering the order or introducing new matters not listed in the invitation.

After the shareholders' meeting:

1. The company submits the resolutions of the shareholders' meeting to the Stock Exchange of Thailand (SET) on the same day as the meeting, via the SET news system, ensuring that shareholders who did not attend the meeting are immediately informed.
2. The minutes of the shareholders' meeting are prepared and submitted to the SET within 14 days from the meeting date, as required. The minutes are also published simultaneously in both Thai and English on the company's website.

-Signed by-

(Mrs. Kaisri Nuengsigkapan)
Chairman of the Board of Directors