

Corporate Governance Policy (Revised Version 2025)

Symphony Communication Public Company Limited

*(Approved by the resolution of the Board of Directors' Meeting No. 6/2025 held on
14 November 2025 and takes effect from 14 November 2025 onwards.)*

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DEFINITIONS

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| The Company | refers to | Symphony Communication Public Company Limited. |
| SEC/SEC Office | refers to | the Office of the Securities and Exchange Commission. |
| SET | refers to | the Stock Exchange of Thailand. |
| Board/Board of Directors | refers to | the Board of Directors of the Company. |
| Director | refers to | member of the Board of Directors of the Company. |
| Chief Executive Officer (CEO) | refers to | a person who holds the highest executive position of the Company. |
| Executive | refers to | any person who holds the executive position as head of business group, or head of division, or head of business unit of the Company. |
| Employee | refers to | employee working under employment contract of the Company. |
| Personnel | refer to | the Company's directors, executives, and employees, including consultants, representatives, authorized persons, workers, or any other individuals who perform work on behalf of or act in the name of the Company. |
| Executive director | refers to | a member of the Board of Directors who holds an executive position or has any involvement in the daily operations of the Company. |
| Non-Executive director | refers to | a member of the Board of Directors who does not hold any executive position and does not have any involvement in the daily operations of the Company. |
| Independent director | refers to | a member of the Board of Directors who does not have any involvement in daily operations of the Company and fully meets qualifications of an independent director stipulated by the Company as follows: <ul style="list-style-type: none">• Hold not more than 0.5 percent (0.5%) of the total voting shares of the Company, its parent company, subsidiary, associate, major shareholder, or controlling person, including shares held by related persons. |

- Is not, or has never been, an executive director, employee, staff member, advisor receiving regular remuneration, or a controlling person of the Company, its parent company, subsidiary, associate, major shareholder, or controlling person, both at present and for at least two (2) years prior to the appointment as an independent director.
- Is not a person related by blood or legal registration as a father, mother, spouse, sibling, child, or spouse of a child of any other director, executive, major shareholder, controlling person, or any person nominated to become a director, executive, or controlling person of the Company, its subsidiaries, or associates.
- Has no current or prior business relationship with the Company, its parent company, subsidiaries, associates, major shareholders, or controlling persons that may impair independent judgment, and is not significant shareholder, (holding more than 10 percent (10%) of the total voting shares of the Company, including those held by related persons), or controlling person of any entity having a business relationship with the Company, its parent company, subsidiaries, associates, major shareholders, or controlling persons, both at present and for at least two (2) years prior to appointment as an independent director.
 - For the purpose of this provision, a “*business relationship*” shall include commercial transactions conducted in the ordinary course of business, lease or sublease of immovable property, transactions involving assets or services, or the provision or receipt of financial assistance through lending, guarantees, or the use of assets as collateral, or other similar circumstances that result in indebtedness between the Company and the counterparty

amounting to three 3 percent (3%) or more of the Company's net tangible assets or twenty million baht, whichever is lower. The calculation of such indebtedness shall follow the method prescribed under the Notification of the Capital Market Supervisory Board regarding rules on connected transactions, including indebtedness incurred during the one (1) year period preceding the date of the business relationship with the same counterparty.

- Is not, or has ever been, an auditor of the Company, its parent company, subsidiaries, associates, major shareholders, or controlling persons, and is not a significant shareholder, controlling person, or partner of the audit firm in which the auditor of the Company, its parent company, subsidiaries, associates, major shareholders, or controlling persons is employed, both at present and for at least two (2) years prior to appointment as an independent director.
- Is not be, or has ever been, a professional service provider, including a legal or financial advisor receiving service fees exceeding two million Baht per year from the Company, its parent company, subsidiaries, associates, major shareholders, or controlling persons, and is not a significant shareholder, controlling person, or partner of such professional service provider, both at present and for at least two (2) years prior to appointment as an independent director.
- Is not a director appointed to represent directors, major shareholders, or shareholders related to major shareholders of the Company.
- Does not engage in a business of the same nature and in significant competition with the business of the Company or its subsidiaries, and is not a significant partner in a partnership, an executive

director, employee, staff member, advisor receiving regular remuneration, nor a shareholder holding more than one percent (1%) of the total voting shares in any company operating a business of the same nature and in material competition with the Company or its subsidiaries, including shares held by related persons of such independent director.

- Does not have any other characteristics that may impair the ability to express an independent opinion concerning the Company's operations.

Sub-committee

refers to any committee appointed by the Board of Directors to perform particular tasks to support the Board of Directors as it deems necessary, for example, Audit Committee, Nomination Committee, Remuneration Committee, Corporate Governance Committee, Risk Management Committee, Sustainability Committee, etc.

The Sub-committees of the Company consist of the Audit Committee, the Nomination, Compensation, Corporate Governance and Sustainability Committee, the Risk Management Committee, including other sub-committees which will be appointed by the Board of Directors in the future.

Executive according to the definition of the SEC

refers to the Chief Executive Officer (CEO), the first four executives succeeding the CEO, the persons holding equivalent position to the fourth executives, including the persons holding the position of manager or equivalent in accounting or finance department.

Parent Company

refers to any limited company or public limited company with any of the following nature:

- (a) Any limited company or public limited company having controlling power over the Company,
- (b) Any limited company or public limited company having controlling power over the company as stated in (a).

- (c) Any limited company or public limited company having controlling power over the company as stated in (b) in respective order, commencing from having controlling power over the company as stated in (b).

Subsidiary

refers to any limited company or public limited company having any of the following characteristics:

- (a) a limited company or a public limited company in which the Company owns or holds, directly or indirectly, more than fifty percent (50%) of the voting shares; or
- (b) a limited company or a public limited company over which the Company has the power to control the financial and operating policies in order to obtain benefits from the activities of such company or legal entity.

Associate/Associated Company

refers to any limited company or public limited company in which the Company or its subsidiary has authority to make joint decisions relating to financial and operating policies of such company, but have no authority to control over policies, and is deemed neither a subsidiary nor a joint venture.

In the case where the Company or its subsidiary holds total shares, directly or indirectly, representing more than 20 percent (20%) but not exceeding 50 percent (50%) of total voting shares of such company. It shall be assumed that the Company or its subsidiary have the authority to make a joint decision as stated in the above paragraph unless the evidence states otherwise.

Controlling power

refers to

- (a) Holding the voting shares of any company more than 50 percent (50%) of total voting shares of such company.
- (b) Having control over the majority votes at shareholders' meetings of any company, either directly or indirectly or by any reason.

- (c) Controlling an appointment or discharge of more than half of directors, either directly or indirectly.

Major shareholder

refers to direct and indirect shareholder of the Company or its subsidiaries with more than 10% holding of voting shares of the Company or its subsidiaries. This includes the holding of related persons and close relatives.

Controlling person

refers to person with the controlling power over the Company or its subsidiary, which means:

- (1) holding the voting shares of the company or its subsidiary more than 50% of the total voting shares of the company or its subsidiary,
- (2) having control over majority votes at a shareholders' meeting of the company or its subsidiary, either directly or indirectly or by any reason,
- (3) controlling an appointment or discharge of more than half of the directors, either directly or indirectly.

Related person

refers to person having relationship with director or executive according to the definition of the SEC of Symphony Communication Plc. or its subsidiaries company in any of the following ways:

- (1) Spouse or de facto partner.
- (2) Underage children or adopted children.
- (3) Ordinary Partnership where director or executive according to the definition of the SEC as well as (1) or (2) are partners.
- (4) Limited Partnership where director or executive according to the definition of the SEC as well as (1) or (2) are partners with unlimited liability or with limited liability provided that their holdings are over 30%.
- (5) Limited company or public company where director or executive according to the definition of the SEC plus (1) or (2) or (3) or (4) collectively hold more than 30% stakes.

(6) Limited company or public company where director or executive according to the definition of the SEC plus (1) or (2) or (3) or (4) or (5) collectively hold more than 30% stakes.

(7) Juristic person as per Section 246 and 247 (of the Securities and Exchange Act) authorized to take actions on behalf of the juristic person.

Close relatives

refer to person having blood relations or legal relations by registration, who are:

- (1) spouse,
- (2) father/mother,
- (3) siblings,
- (4) children/adopted children,
- (5) spouse of children/adopted children.

Stakeholder

refers to any person, group of persons, or legal entity that is directly or indirectly affected by the Company's business operations, or that has any interest in the business operations of the Company, or that has influence over person or entity in a manner that may impact the business operations of the Company. Stakeholders include, but are not limited to, employees, customers, suppliers, business partners, shareholders, investors, creditors, competitors, government agencies, regulatory authorities, as well as communities and society at large.

1. Definition and Importance of Corporate Governance

Definition of Corporate Governance

Corporate governance refers to the establishment of effective internal management mechanisms that are transparent, accountable, and auditable, while taking into consideration the interests of all stakeholder groups. The corporate governance aims to create sustainable value and long-term growth for the organization, as well as to maximize benefits for shareholders and all stakeholders.

Corporate governance embraces six key principles as follows:

- (1) **Accountability**
Accountability refers to responsibility for the outcomes arising from one's actions, directives, delegations, and decisions performed in accordance with one's roles and duties, with the ability to clearly explain and justify such actions or decisions.
- (2) **Responsibility**
Responsibility refers to the commitment and dedication to performing one's assigned duties to the best of one's abilities, with a focus on achieving objectives and continuously improving work performance and effectiveness.
- (3) **Equitable Treatment**
Equitable treatment refers to the fair, equal, and non-discriminatory treatment of all stakeholder groups, with the ability to provide appropriate explanations in response to inquiries or complaints.
- (4) **Transparency**
Transparency refers to conducting business in an open, reliable, and verifiable manner, with the disclosure of relevant information to stakeholders in an accurate, complete, timely, and equitable way.
- (5) **Vision to Create Value**
Vision to create value refers to having a clear vision and strategic perspective to enhance value creation and strengthen the organization's competitiveness in both the short and long term.
- (6) **Ethics**
Ethics refers to conducting business with integrity, moral principles, and ethical standards, which serve as a fundamental basis for sustainable business operations and stakeholder trust.

Importance of Corporate Governance

1. Corporate governance serves as a key mechanism for strengthening the Company's management system by ensuring clarity, transparency, and fairness toward all stakeholder groups. This, in turn, enhances the Company's competitiveness and business potential, while also helping to prevent and mitigate risks arising from a volatile and uncertain business environment, as well as effectively reduce or eliminate potential conflicts of interest.
2. Corporate governance provides a framework to ensure that the Company's operations are conducted in compliance with applicable laws, regulations, rules, and relevant requirements.
3. Corporate governance establishes clear accountability of the Board of Directors and management toward stakeholders, while also creating binding mechanisms to ensure that management authority is exercised within appropriate and well-defined limits.
4. Corporate governance serves as an essential tool for monitoring, evaluating, and reviewing the Company's performance and operations, thereby enabling continuous improvement and enhancement of operational efficiency in a sustainable manner.
5. Good and effective corporate governance contributes to enhancing corporate value and strengthening confidence among shareholders, domestic and international investors, as well as all stakeholder groups, by promoting appropriate stakeholder communication and ensuring accurate, complete, and transparent disclosure of information.

2. Corporate Governance Policy

The Board of Directors recognizes the importance of corporate governance and is firmly committed to advancing the Company as an organization that operates its business in accordance with good corporate governance principles, upholds excellence in management, demonstrates the ability to adapt effectively to changes in the business environment, and achieves stable and sustainable growth. This commitment is carried out alongside conducting business with integrity, ethics, and transparency, in strict compliance with applicable laws, rules, and regulations, while emphasizing the creation of long-term value for shareholders and assuming responsibility toward all stakeholder groups.

To achieve the aforesaid commitment, the Board of Directors has established **“the Corporate Governance Policy”** to serve as a framework and guiding principles for the performance of duties of personnel at all levels, ensuring consistent practices throughout the organization. The Policy aims to strengthen an effective, transparent, and accountable management system, with its key principles summarized as follows:

1. Adopt and apply the six core principles of corporate governance, namely: Accountability, Responsibility, Equitable Treatment, Transparency, Vision to Create Value, and Ethics, as fundamental guidelines for business operations, and the performance of duties by the Company’s personnel.
2. Establish an appropriate organizational management structure and ensure effective checks and balances to enhance transparency and oversight.
3. Clearly define the roles, duties, and responsibilities of the Board of Directors and management in accordance with the Company’s management structure.
4. Define the Company’s high purpose, vision, mission, objectives, and goals with a focus on sustainable growth across three dimensions: environmental, social, and economic and governance, while considering factors contributing to business success, shareholder interests, and both positive and negative impacts on all stakeholder groups.
5. Establish an appropriate structure for the Board of Directors and its sub-committees in terms of size, composition, and proportion of independent directors, enabling independent judgment and decision-making, with transparent and fair nomination and selection processes, appropriate remuneration structures, and continuous development of directors’ knowledge and skills.
6. Establish transparent and fair criteria and processes for the recruitment, selection, and appointment of the Chief Executive Officer, senior executives, and

key executives at all levels, with appropriate remuneration aligned with responsibilities, performance, the Company's condition, and market competitiveness, together with regular performance evaluation and continuous development.

7. Manage and develop human capital effectively in terms of workforce size, knowledge, skills, experience, remuneration, and incentives, while respecting human rights and ensuring fair and equitable labor practices.
8. Manage and allocate the Company's resources efficiently, taking into account impacts throughout the value chain, in order to achieve the Company's long-term objectives sustainably.
9. Promote and support the development of innovation and technology to enhance business opportunities and improve operational processes.
10. Establish effective systems for managing conflicts of interest, internal controls, internal audit, anti-corruption measures, and risk management in compliance with applicable laws, standards, and best practices, together with regular monitoring and evaluation.
11. Maintain financial credibility by preparing financial reports and disclosing both financial and non-financial information accurately, completely, sufficiently, and in a timely manner, in accordance with applicable rules, standards, and practices.
12. Respect and protect shareholders' rights, promote shareholder engagement, and ensure equitable treatment and transparent communication with all shareholders.
13. Conduct business throughout the value chain based on ethical principles, ensure fair and equitable treatment of all stakeholder groups, protect legal rights, contribute to the development of communities and society, and place importance on environmental stewardship.
14. The Company is committed to continuously enhancing and elevating its corporate governance standards, while promoting and supporting all employees at every level to acquire a clear understanding of, and strictly comply with, the Company's Corporate Governance Policy and best practices. In addition, personnel are encouraged to conduct themselves as role models in performing their duties.
15. All personnel of the Company are required to perform their duties to the best of their abilities with responsibility, honesty, integrity, and adherence to ethical principles, and to strictly comply with applicable laws, rules, regulations, and the Company's policies.

3. Practices in Compliance with the Corporate Governance Policy

Section 1 Rights and Equitable Treatment of Shareholders

Principles

1. Shareholders are entitled to rights as owners of the Company, as prescribed by applicable laws and the Company's Articles of Association, as follows:
 1. Rights to register ownership of the Company's shares.
 2. Rights to purchase, sell and transfer of shares.
 3. Rights to attend and vote in shareholders' meeting.
 4. Rights to appoint a proxy to attend the meeting and vote on their behalf.
 5. Rights to dismiss or appoint directors.
 6. Rights to consider remuneration for directors.
 7. Rights to appoint or dismiss auditors and determine audit fee.
 8. Rights to regularly, sufficiently, timely and equally receive the Company's information on material issues, operating performance, and management policy
 9. Rights to the share of the Company's profits.
 10. Right to express opinions, participate in decision making, and being informed about the Company's decision related to major changes, which include:
 - a sale or transfer of the whole or important parts of the Company's business to other persons,
 - a purchase or acceptance of transfer of the business of other companies,
 - an execution, amendment, or termination of contracts with respect to the letting of the whole or significant part of the Company's business, an assignment to any other person to operate the Company's business, or the merger of the business with other persons for the purpose of sharing profit and loss,
 - an amendment to the Company's Memorandum of Association, the Articles of Association, or other requirements of the same nature,
 - an increase or reduction of registered capital of the Company,
 - an amalgamation or dissolution of the Company,
 - an issuance and offering of debentures, and
 - other transactions that are not normal business transactions, such as acquisitions or dispositions of important assets, entering into connected transactions.
2. All shareholders are entitled to fair and equitable treatment and to the protection of their rights, without discrimination.

Practical Guidelines

The Company has established key practical guidelines relating to respect for shareholders' rights and the equitable treatment of all shareholders as follows:

1. The Company recognizes and respects shareholders' ownership rights and is firmly committed to refraining from any actions that may infringe upon or impair shareholders' rights. The Company also promotes and facilitates the full exercise of shareholders' rights to which they are duly entitled.
2. The Company places great importance on the fair and equitable treatment of all shareholders, without discrimination arising from any differences in status other than that of being a shareholder.
3. The Company encourages and supports the participation of all shareholders, including major shareholders, minority shareholders, institutional investors, and foreign shareholders, in shareholders' meetings, in order to exercise their rights to consider and decide on significant matters that relate to or may affect the rights and interests of the Company and its shareholders. In this regard, the Company has established practices and measures to promote and facilitate the exercise of shareholders' rights, while adhering to the principle of equitable treatment of all shareholders, as outlined below:

(a) Determination of date, time, and venue of shareholders' meeting

The Company shall convene a shareholders' meeting at least once a year within four (4) months from the end of its accounting period, which is referred to as the Annual General Meeting of Shareholders. Any other shareholders' meeting is referred to as an Extraordinary General Meeting of Shareholders. The Board of Directors may call for an extraordinary meeting at any time as deemed appropriate.

The Board of Directors shall determine date, time, and venue of shareholders' meetings with due consideration for the convenience and accessibility of shareholders, in order to facilitate shareholders participation.

(b) Before shareholders' meeting

1. The Company prepares the notice of the shareholders' meeting and supporting documents containing complete, clear, and sufficient information to enable shareholders to make decisions. Such information includes date, time, and venue of the meeting; the meeting agenda; the objectives and rationale for each agenda item; the opinions of the Board of Directors; the Company's articles of association relating to shareholders' meetings; a map of the meeting venue; procedures for meeting attendance and registration; evidence required

- to attend the meeting; proxy appointment and voting procedures; and proxy forms prescribed by law. All documents are prepared in both Thai and English.
2. The Company publishes the notice of the shareholders' meeting and all related supporting documents in both Thai and English on the Company's website at least 28 days prior to the meeting date, to ensure convenient and equitable access to information for shareholders.
 3. The Company delivers the notice of the shareholders' meeting and supporting documents to shareholders in advance, at least within the period prescribed by law, to allow shareholders sufficient time to review the information and consider their voting decisions on each agenda item. In addition, the Company publishes the notice of the meeting through newspapers or electronic media for three consecutive days, and no fewer than three (3) days prior to the meeting date.
 4. For the Annual General Meeting of Shareholders, the Company provides minority shareholders with the opportunity to propose agenda items for inclusion in the meeting agenda and to nominate qualified individuals for consideration as directors in advance of the meeting, in accordance with the criteria specified by the Company. The Company announces the relevant submission period through the SET's website and discloses the applicable criteria and forms on the Company's website.
 5. The Company allows shareholders to submit questions in advance of the shareholders' meeting via postal mail or electronic mail (e-mail), enabling the Company to prepare complete and appropriate responses for the meeting.

(c) **On the date of shareholders' meeting**

1. The Company utilizes computerized systems and barcode technology for registration and vote counting to ensure convenience, efficiency, and the accuracy and reliability of information.
2. All shareholders are entitled to attend the meeting and exercise their voting rights. Shareholders who are unable to attend the meeting in person may appoint an independent director or any other person as their proxy to attend and vote on their behalf, using the proxy form provided by the Company together with the notice of the meeting. The notice of the meeting discloses the names, profiles, and professional backgrounds of the independent directors to assist shareholders in their consideration of proxy appointment.
3. The Company clearly explains the rules and procedures governing the conduct of the shareholders' meeting, voting procedures, and vote counting at the commencement of the meeting.

4. The Company encourages shareholders to cast their votes by ballot for all agenda items in order to enhance transparency and auditability.
5. The Company shall not add agenda items beyond those specified in the notice of the shareholders' meeting, nor materially change important information without prior notification to shareholders
6. The Company shall not impose any restrictions on shareholders' rights to attend the meeting. Shareholders are entitled to attend the meeting at any time during its duration, including after the meeting has commenced, and may vote on agenda items that are under consideration and have not yet been voted upon. Shareholders are also entitled to raise questions and express opinions in accordance with the meeting agenda.
7. The Company requires the Chairman of the Board, directors, chairpersons of all sub-committees, the Chief Executive Officer, relevant executives, the Company Secretary, and the Company's auditor to attend every shareholders' meeting, unless prevented by unavoidable circumstances, in order to provide clarifications, respond to inquiries, and receive shareholders' feedback.
8. Where the meeting agenda comprises multiple items, the Company arranges for separate voting on each item. In the case of director appointments, shareholders are given the opportunity to vote for each director on an individual basis. Voting rights are exercised in proportion to shareholding, on the basis of one share equaling one vote, equally applicable to all shareholders.
9. The Company counts the votes and discloses the voting results for each agenda item to the shareholders' meeting in a clear and transparent manner, with an independent person appointed as a witness to the vote-counting process.

(d) After shareholder's meeting

1. The Company discloses the resolutions of the shareholders' meeting and the voting results for each agenda item on the date of the meeting or, at the latest, by 9:00 a.m. on the following business day, through the SET's website and the Company's website, to ensure timely and broad dissemination of information.
2. The Company prepares the minutes of the shareholders' meeting, which accurately and comprehensively record important information, including questions raised, recommendations, resolutions of the meeting, and the number of votes cast in favor, against, or abstained for each agenda item, within 14 days from the meeting date. The minutes are disclosed in both Thai and English on the Company's website and announced through the SET's website, enabling shareholders and relevant parties to review the information.

4. The Company establishes appropriate measures and practices to prevent personnel from using inside information for personal or improper gain. The ***“Use of Inside Information and Securities Trading Policy”*** has been implemented and strictly enforced, requiring the Company’s personnel to comply with such policy. Directors and executives are also required to disclose information regarding their interests and those of related persons.
5. The Company requires its directors, executives according to the definition of the SEC, and auditors to report on their holdings of the Company’s securities and derivatives, as well as any changes in such holdings of their own and those of related persons, in accordance with Section 59 of the Securities and Exchange Act. Such information is reported to the Board of Directors at every Board meeting and disclosed in the Company’s Annual Registration Statement/Annual Report (Form 56-1 One Report).

Section 2 Roles of Stakeholders and Business Sustainability

Principles

The Company recognizes the importance of all stakeholder groups involved in its business operations, including shareholders and investors, employees, customers, business partners, suppliers, creditors, government agencies, regulatory authorities, as well as communities and society at large. The Company is committed to treating and engaging with all stakeholders appropriately and fairly, in accordance with their rights and obligations as prescribed by applicable laws and regulations.

Practical Guidelines

The Company has established key practical guidelines relating to its roles and responsibilities toward stakeholders, in order to conduct its business responsibly, transparently, and sustainably, as follows:

1. The Company treats each stakeholder group with due consideration for their rights, duties, and interests as prescribed by applicable laws, contracts, and relevant agreements. The Company refrains from any actions that may infringe upon or adversely affect stakeholders’ rights.
2. The Company has established and implemented the Business Code of Conduct, together with guidelines for engagement with all stakeholder groups, to serve as operational guidelines for its personnel. Compliance is monitored, and the Code and related practices are regularly reviewed and updated as appropriate.

3. The Company places importance on developing mechanisms and processes to promote stakeholder engagement, including continuous and consistent communication through appropriate channels to demonstrate awareness and attentiveness to stakeholders. Adequate communication channels are also provided to receive and respond to stakeholders' opinions, suggestions, and expectations.
4. The Company has established policies and practices on sustainable development as well as social and environmental responsibility to ensure that its business operations take into account environmental and social considerations, support sustainable development, and encourage participation by personnel at all levels in complying with such policies and practices.
5. The Company supports activities that contribute to the well-being of communities and society as a whole, and has implemented plans for environmental protection, safety management, and the prevention of environmental impacts arising from its operations. Appropriate compensation measures are in place in the event of accidents, together with concrete plans for corrective and remedial actions.
6. The Company has established an Anti-Corruption policy and guidelines and actively promotes awareness and a strong ethical culture among its personnel. The Company ensures compliance with applicable laws, rules, and regulations, and has implemented systematic processes and procedures to prevent corruption in all forms.
7. The Company provides channels for whistleblowing and the submission of complaints regarding violations of laws, regulations, internal rules, or the Company's Business Code of Conduct. In addition, the Company has established appropriate remedial and compensation measures in cases where stakeholders suffer damage as a result of the Company's infringement of their legal rights.

Section 3 Information Disclosure and Transparency

Principles

The Company upholds the principles of transparency and verifiability in its operations and has established a policy to disclose both financial and non-financial information in an accurate, complete, adequate, consistent, and factual manner. This disclosure is intended to strengthen the confidence of shareholders, investors, and all stakeholder groups in the integrity of the Company's operations, as well as to serve as a mechanism for monitoring and reviewing the performance of the Board of Directors and management.

Practical Guidelines

1. The Company discloses material information, both financial and non-financial, in Thai and English in an accurate, complete, adequate, timely, and equitable manner to ensure that shareholders, investors, and all stakeholder groups, both domestic and international, receive equal access to reliable and sufficient information for decision-making. Such disclosures are made through various accessible communication channels, including the SET's website, the Company's website, press releases via print and social media, and participation in investor information activities, such as Opportunity Day of the SET.
2. The Company prepares its statements of financial position and statements of profit or loss in a reliable and accurate manner in accordance with generally accepted accounting standards and principles, applying appropriate and consistently applied accounting policies under the principles of prudence, completeness, and accuracy. Material information is disclosed in the notes to the financial statements. The Company's financial statements are audited by an independent auditor who possesses the requisite qualifications, expertise, and independence, to ensure that the financial statements fairly and accurately reflect the Company's financial position and operating results. In addition, the Board of Directors is responsible for preparing a statement of the Board's responsibility for the financial reports, which is disclosed together with the auditor's report in the Annual Registration Statement/Annual Report (Form 56-1 One Report).
3. The Company discloses information relating to the Board of Directors and its sub-committees, including their authorities, duties, and responsibilities, the structure and composition of the Board, the number of meetings held, individual directors' meeting attendance, and the performance of the Board and its sub-committees during the year, as well as directors' remuneration, in the Company's Annual Registration Statement/Annual Report (Form 56-1 One Report).
4. The Company has established an Investor Relations function to serve as a point of contact for communication and information disclosure, providing both financial and non-financial information, responding to inquiries, and fostering and maintaining positive relationships with shareholders, investors, and securities analysts in Thailand and abroad.

Section 4 Responsibilities of the Board of Directors

Principle

1. The Board of Directors is appointed by the shareholders through a transparent process and is accountable to the shareholders by performing its duties with integrity, responsibility, due care, and prudence. The Board recognizes and respects shareholders' rights and ensures fair and equitable treatment of all shareholders.
2. The Board of Directors plays a vital role in overseeing the Company's operations in the best interests of the Company. The Board should comprise individuals with appropriate knowledge, capabilities, expertise, and experience that can contribute value to the Company. Board members should demonstrate leadership, vision, independence in judgment, dedication, and the ability to devote sufficient time to the performance of their duties.
3. As the representative of shareholders, the Board of Directors is responsible for establishing the Company's vision, mission, objectives, goals, policies, strategies, and key business plans. The Board also oversees management to ensure that operations are conducted in line with the Company's objectives, policies, and strategic direction, in compliance with applicable laws, the Company's Articles of Association, and relevant regulations, while conducting business ethically, responsibly toward society and the environment, and with fair treatment of all stakeholders.
4. The Board of Directors shall maintain independence from management by ensuring a clear segregation of roles, duties, and responsibilities between the Board and management, in order to promote effective and transparent corporate governance.

Practical Guidelines

1. Determination and Review of the Board Structure and Composition

- 1.1 The Board of Directors is responsible for determining and regularly reviewing the Board structure, including its size, composition, and the appropriate proportion of executive directors, non-executive directors, and independent directors, in accordance with the criteria prescribed by the SEC and the SET, to ensure the Board's effective performance of its duties.
- 1.2 The Board of Directors shall ensure that its composition reflects a diverse range of skills, experience, knowledge, competencies, and specific attributes, as well as diversity in gender and age. A Board Skills Matrix is established to ensure that the Board, as a whole, possesses appropriate qualifications to lead the organization toward achieving its objectives and key goals, and to effectively understand and respond to the expectations of stakeholders.

- 1.3 The Board of Directors oversees and ensures that the Board's composition and operations facilitate independent judgment and decision-making. The Chairman of the Board should be an independent director and should not hold the position of Chief Executive Officer, in order to ensure a clear separation of roles, duties, and responsibilities.

2. Nomination and Appointment of Director

The nomination and appointment of directors of the Company shall be conducted in a transparent, fair, and verifiable manner, in compliance with applicable laws, regulations, requirements, and the Company's Articles of Association.

2.1 Criteria

The Board of Directors has established criteria for the nomination of directors, taking into consideration their suitability and alignment with the Company's business strategies and direction, applicable laws and regulations, the Company's Articles of Association, and the Company's Corporate Governance Policy.

In nominating suitable candidates to serve as directors or independent directors of the Company, the Nomination, Compensation, Corporate Governance and Sustainability Committee shall consider the skills, knowledge, and expertise that are currently lacking on the Board, as well as the overall diversity of the Board structure (Board Diversity). Such consideration includes diversity in knowledge, expertise, experience, and other specific competencies that would be beneficial to the Company, without limitation as to age, gender, nationality, race, religion, country of origin, traditions, or cultural background.

2.2 Methodology and Procedures

2.2.1 Nomination of Director

The Nomination, Compensation, Corporate Governance and Sustainability Committee is responsible for considering and selecting qualified individuals for nomination as directors or independent directors of the Company to replace those who retire by rotation or vacate office for other reasons, and for proposing such nominations to the shareholders' meeting for approval.

In identifying suitable candidates, the Nomination, Compensation, Corporate Governance and Sustainability Committee considers nominations from the following sources:

- allowing shareholders to propose qualified individuals for consideration as director candidates in advance of the Annual General Meeting of Shareholders, in accordance with the criteria and conditions prescribed by the Board of Directors and disclosed on the Company's website,
- recommendations by directors or the Board of Directors of individuals deemed to be suitable, and
- the Director Pool's database of the Thai Institute of Directors Association (IOD)

In the case of proposing a director who is due to retire by rotation for reappointment, the Nomination, Compensation, Corporate Governance and Sustainability Committee will take into consideration various relevant factors, including performance during the past year, meeting attendance and level of participation, the quality of opinions and recommendations provided, dedication of time to the organization, as well as participation in and support of the Board's activities.

2.2.2 Appointment of Director

In the event that director position becomes vacant due to retirement by rotation

1. The Nomination, Compensation, Corporate Governance and Sustainability Committee shall propose the profile and relevant information of individuals deemed suitable for nomination as directors or independent directors to the Board of Directors for consideration and approval.
2. Upon approval by the Board of Directors, the nominated candidates shall be proposed to the Annual General Meeting of Shareholders for election as directors. The election of directors shall be conducted in accordance with the Company's Articles of Association and applicable laws, in a transparent and clear manner, and shall be subject to the following criteria and procedures:
 - (1) Each shareholder shall have voting rights equal to the number of shares held for the election of one (1) director.
 - (2) Shareholders may exercise all of their voting rights under (1) to elect one or more candidates as directors; however, voting rights may not be allocated in unequal proportions among candidates.
 - (3) Candidates receiving the highest number of votes in descending order shall be elected as directors up to the number of director positions to be filled. In the event that two or more candidates receive an equal number of votes exceeding the number of available positions, the Chairman of the meeting shall have a casting vote.

In the event that director position becomes vacant due to other reasons than retirement by rotation

Where a vacancy on the Board arises from reasons other than retirement by rotation, the Nomination, Compensation, Corporate Governance and Sustainability Committee shall propose the profile and relevant information of a suitable candidate for appointment as a director or independent director to the Board of Directors for consideration and appointment at the next Board meeting, unless the remaining term of the vacated position is less than two (2) months, in which case approval must be sought from the Annual General Meeting of Shareholders. Any person appointed as a replacement director shall hold office only for the remaining term of the director whom he or she replaces.

3. Oversight Duties of the Board of Directors

The Board of Directors, acting as representatives of the shareholders, has a critical role and responsibility in overseeing the Company's operations in the best interests of the Company and its shareholders, while ensuring fair treatment of all stakeholders. In fulfilling this role, the Board must perform its duties in a professional manner, with responsibility, due care, and integrity, to appropriately safeguard and manage the interests of all parties concerned.

3.1 Segregation and Definition of Roles, Duties, and Responsibilities of the Board of Directors and Management

The Board of Directors shall clearly define the roles, duties, and responsibilities of the Board and management. The Board is responsible for establishing policies and overseeing the performance of management, while management is responsible for managing operations in accordance with the policies, directions, and governance framework prescribed by the Board.

In this regard, the Board has established an appropriate segregation of roles and responsibilities between the Board and management by clearly defining matters that fall under the Board's oversight, matters to be jointly undertaken by the Board and management, and matters that should not be undertaken by the Board. This is to ensure effective corporate governance, transparency, and an appropriate balance of power. Such matters include the following:

(A) Matters under the Board's oversight

These refer to matters for which the Board of Directors bears primary responsibility to ensure appropriate implementation. The Board must thoroughly understand and carefully consider such matters. The Board may,

where appropriate, delegate management to prepare information or submit proposals for consideration. Key matters include:

- establishing the Company's objectives, goals, and strategic direction,
- Promoting and fostering an organizational culture grounded in ethics and integrity,
- Establishing an appropriate corporate governance structure, including clearly defined roles, duties, and responsibilities of the Board and management, in alignment with the Company's objectives and in compliance with applicable laws, regulations, and requirements,
- nominating, developing, and determining remuneration and performance evaluation of the Board of Directors, and
- overseeing the establishment of an appropriate management structure and remuneration framework to incentivize personnel to perform in alignment with the Company's objectives and key goal.

Matters subject to the approval authority of the Board of Directors

The Board of Directors has the authority to consider and approve significant matters concerning the Company within the scope prescribed by applicable laws, the Company's Articles of Association, rules and regulations of relevant regulatory authorities, such as the SEC and the SET, as well as resolutions of shareholders' meetings. Matters subject to the Board's approval include, but are not limited to, the following:

- Formulation and review of the Company's vision, mission, core values, objectives, goals, strategies, business plans, and annual budget.
- Establishment and review of key corporate policies, such as the dividend policy, the corporate governance policy, the business code of conduct.
- Amalgamation, separation of business, joint investment, and disposal of investment of the Company and its subsidiary companies.
- Investments in new businesses or projects not included in the annual budget.
- Utilization of investment funds exceeding the approved budget for an approved project.
- Execution of contracts outside the ordinary course of business of the Company or its subsidiaries, or material contracts exceeding the approval authority of the Chief Executive Officer.
- Transactions or actions that may have a material impact on the Company's financial position, liabilities, or reputation.

- Acquisition or disposal of material assets and connected transactions with characteristics, size, or value exceeding management's approval authority but not requiring shareholders' approval, in accordance with applicable SEC rules and regulations, unless required by law to obtain shareholders' approval.
- Consideration and approval of interim dividend payments.
- Changes to the corporate governance structure.
- Establishment of policies, criteria, and procedures for the nomination of directors and the Chief Executive Officer.
- Appointment of directors to fill vacancies prior to term expiration; appointment and determination of duties of sub-committees; appointment of sub-committee members and chairpersons; appointment of the Chief Executive Officer; and appointment of the Company Secretary.
- Determination and amendment of authorized signatories of the Company.
- Determination and amendment of delegated approval authority granted to the Chief Executive Officer.
- Establishment of performance evaluation criteria for the Chief Executive Officer.
- Establishment of policies and criteria for remuneration of the Board of Directors and sub-committees.
- Determination of the remuneration structure and rates for the Chief Executive Officer.
- Adjustment of remuneration and approval of annual bonuses for the Chief Executive Officer.
- Establishment and review of succession plan for the Chief Executive Officer.
- Determination of salary adjustment budgets and annual bonus pools for executives and employees.
- Amendment or revision of significant policies and practices relating to accounting, finance, risk management, internal control, and internal audit.
- Initiation or defense of significant litigation that may adversely affect the assets of the Company or its subsidiaries in excess of 5% of shareholders' equity as of the latest fiscal year-end, or litigation that materially affects business operations, including cases not arising from ordinary business operations of the Company or subsidiaries.

- Appointment of representatives as directors of subsidiaries and associates, and establishment of governance guidelines for such subsidiaries and associates.

(B) Matters to be undertaken jointly by the Board and management

These matters refer to issues that should be jointly considered by the Board of Directors, the Chief Executive Officer, and management. Management is responsible for submitting proposals to the Board for consideration and approval, while the Board oversees and ensures that overall policies are aligned with the Company's objectives, strategies, and development direction toward achieving its key business goals. The Board will assign management to implement the approved policies and approaches and will monitor progress by requiring management to report on the status and results of implementation on a periodic basis, as appropriate. Matters subject to joint consideration include:

- Establishment and review of the Company's strategies, objectives, and annual operational plans.
- Oversight of the adequacy and effectiveness of risk management and internal control systems.
- Determination of appropriate authority levels commensurate with management's responsibilities.
- Establishment of frameworks for resource allocation, development, and budgeting, such as human capital management and development, innovation and technology development, and information technology policy frameworks.
- Monitoring and evaluation of the Company's performance, both financial and non-financial.
- Oversight to ensure the reliability and credibility of the disclosure of financial and non-financial information.

(C) Matters that the Board should not undertake

These matters refer to those for which the Board of Directors exercises oversight at the policy level only, while assigning the Chief Executive Officer and management to be primarily responsible for execution. The Board monitors, supervises, and evaluates management's performance to ensure alignment with approved policies, strategies, and plans, as well as compliance with applicable laws, regulations, and standards, without intervening in management's operational decision-making or day-to-day activities, except where necessary. Such matters include:

- Day-to-day management and operations, procurement activities, recruitment, appointment, and management of executives and employees, and other operational matters carried out in accordance with policies, strategies, and plans approved by the Board of Directors.
- Matters prohibited by applicable laws, regulations, or requirements, such as the approval of transactions in which directors have a conflict of interest.

3.2 Separation of Roles, Authorities, and Responsibilities between the Chairman of the Board and the Chief Executive Officer

The Board of Directors has clearly segregated the roles, authorities, and responsibilities between the Chairman of the Board and the Chief Executive Officer to ensure an effective balance of power, appropriate checks and balances in management, and transparent and efficient corporate governance. The roles and responsibilities of each position are summarized as follows:

- [The Chairman of the Board](#)

The Chairman of the Board serves as the leader of the Board of Directors and plays a key role in overseeing, supporting, and facilitating the effective performance of the Board's duties in compliance with applicable laws, the Company's Articles of Association, and good corporate governance principles. The Chairman also presides over the Board meetings to ensure that they are conducted efficiently and effectively.

- [The Chief Executive Officer \(CEO\)](#)

The CEO is the highest-ranking executive of the organization and the leader of management, reporting directly to the Board of Directors. The CEO is primarily responsible for overseeing and driving the Company's operations in accordance with the policies, strategies, and objectives established by the Board, including the prudent and disciplined management of the budget approved by the Board, with integrity and in the best interests of the Company and its shareholders.

The CEO shall refrain from any actions that may give rise to conflicts of interest with the Company and is responsible for proposing strategic options and initiatives that align with changing business conditions to support the Company's sustainable growth. In addition, the CEO is empowered to review, decide on, and approve matters as delegated by the Board of Directors, and bears primary responsibility for fostering the Company's organizational culture and managing its human capital.

3.3 Appointment of Sub-Committees

The Board of Directors has the authority to appoint sub-committees to support and enhance the performance of the Board's duties. The sub-committees are responsible for reviewing, analyzing, and screening relevant matters prior to submission to the Board of Directors for consideration. Each sub-committee shall have clearly defined scopes of authority, roles, duties, and responsibilities as prescribed by the Board of Directors.

3.4 Nomination and Appointment of the Chief Executive Officer

The Board of Directors has delegated to the Nomination, Compensation, Corporate Governance and Sustainability Committee the responsibility for establishing the criteria and process for nominating a qualified individual to serve as the Chief Executive Officer. Such consideration shall take into account the suitability of the candidate and alignment with the Company's business strategies and direction.

The nominated and appointed candidate must possess qualifications in compliance with applicable laws and the Company's Articles of Association, and demonstrate appropriate knowledge, understanding, capabilities, skills, and experience that will contribute effectively to the Company's business operations and long-term success.

3.5 Determination of the Chief Executive Officer's Remuneration

The Board of Directors has delegated to the Nomination, Compensation, Corporate Governance and Sustainability Committee the responsibility for formulating the policy, criteria, and remuneration structure for the Chief Executive Officer, comprising short-term remuneration, long-term remuneration, and other benefits, and for proposing such matters to the Board of Directors for approval.

In determining the Chief Executive Officer's remuneration, due regard shall be given to the best interests of the Company. The remuneration must be commensurate with the scope of duties and responsibilities, the Chief Executive Officer's performance, the Company's operating results, the ability to create long-term shareholder value, and shall be benchmarked against comparable companies operating in the same industry and of a similar size.

3.6 Performance Evaluation of the Chief Executive Officer

The Board of Directors requires that the performance of the Chief Executive Officer be evaluated on a regular basis, at least once a year. The Board has

assigned the Nomination, Compensation, Corporate Governance and Sustainability Committee to be responsible for conducting the performance evaluation based on the criteria and key performance indicators prescribed by the Board of Directors and agreed in advance with the Chief Executive Officer.

The results of the performance evaluation shall be reported to the Board of Directors for consideration and approval. The Chairman of the Board shall formally communicate the evaluation results to the Chief Executive Officer.

3.7 Development of Chief Executive Officer's Knowledge and Skills

The Board of Directors places strong emphasis on and actively supports the continuous development of the Chief Executive Officer to enhance and strengthen the knowledge, competencies, and skills necessary for the effective performance of duties. This includes development in business operations, management capabilities, and good corporate governance, as well as fostering a forward-looking and adaptive vision in response to evolving business environments.

Such development is carried out through a variety of approaches, including participation in relevant training programs and seminars, attendance at executive development courses, domestic and international study visits, and the exploration and application of modern innovations and technologies, all of which aim to enhance the Chief Executive Officer's capacity to lead the organization efficiently and sustainably.

3.8 Oversight of the Succession Planning Process

To ensure business continuity and organizational stability, the Board of Directors oversees the establishment of a succession plan for the Chief Executive Officer and key executives. The succession plan is designed to ensure readiness for leadership transition in the event of a vacancy arising from resignation, retirement, or other circumstances.

In this regard, the Board of Directors has assigned the Nomination, Compensation, Corporate Governance and Sustainability Committee to be responsible for overseeing and monitoring the development and implementation of the succession plan, as well as reporting progress and outcomes to the Board of Directors on a regular basis.

3.9 Appointment of the Company Secretary

To comply with Section 89/15 of the Securities and Exchange Act and the good corporate governance principles, the Board of Directors shall consider

selecting and appointing a company secretary to perform duties and take responsibility for preparing and safe-keeping important documents of the Company, convening meetings of the Board of Directors and shareholders in compliance with the applicable laws, regulations, and best practices, provide information or recommendations in respect of laws and regulations where the Board of Directors has to know and comply with, assist and support various activities of the Board of Directors to enable them to discharge their duty efficiently.

In cases where the company secretary vacates his/her position or is incapable of performing his/her duty, the Board of Directors shall appoint a new company secretary within 90 days from the date on which the company secretary has vacated his/her position or has been incapable of performing his duty. In this regard, the Board of Directors shall be empowered to assign any director to perform the duty as a substitute during such period.

The Chairman of the Board of Directors shall notify the SEC the name of the company secretary within 14 days from the date on which a person in charge of such position has been appointed.

3.10 Selection of the Auditor and Consideration of Auditor's Remuneration

The shareholders' meeting has the authority to appoint the Company's auditor and determine the auditor's remuneration on an annual basis. The Board of Directors has delegated to the Audit Committee the responsibility for selecting the auditor and considering the auditor's remuneration, and for submitting its recommendation to the Board of Directors for approval prior to proposing such matters to the Annual General Meeting of Shareholders for appointment and approval of the auditor's remuneration.

The Board of Directors has established policy and criteria for the selection of the auditor by inviting leading audit firms that provide audit services in accordance with internationally recognized standards to submit proposals, including the scope of audit services, nominated auditors, and audit fees, for consideration by the Audit Committee. The Company also ensures the rotation of auditors in compliance with the relevant notifications of the Capital Market Supervisory Board.

The selected audit firm and auditor must possess the qualifications prescribed by the SEC, maintain independence, and have no relationship or conflict of interest with the Company, its directors, executives, major shareholders, controlling persons, or any related parties thereof.

3.11 Oversight of Subsidiaries and Associated Companies

The Board of Directors is responsible for overseeing the operations of the Company's subsidiaries and associates in order to safeguard and protect the Company's investment interests. Such oversight is carried out through the following measures:

- 3.11.1 Appointing directors or executives of the Company to serve as directors, executives, or persons with controlling authority in subsidiaries and associates, in proportion to the Company's shareholding and as appropriate, to enhance effective oversight of their operations.
- 3.11.2 Requiring directors or executives who act as the Company's representatives to report on business performance, progress, and any material changes in various aspects of the subsidiaries and associates' operations to the Board of Directors on a quarterly basis. In addition, when a subsidiary or associate seeks approval for significant matters, such as the acquisition or disposal of material assets, joint investments, or capital increases or reductions, such matters must be submitted to the Company's Board of Directors for approval prior to voting or exercising any rights.
- 3.11.3 Requiring directors or executives appointed to the Board of subsidiaries or associates to ensure that such entities establish appropriate rules and practices regarding related-party transactions, acquisition or disposal of assets, and other significant transactions, and apply disclosure and transaction criteria consistent with those adopted by the Company.
- 3.11.4 Overseeing that subsidiaries and associates maintain adequate and appropriate internal control and risk management systems, prepare accounting records and financial reports in compliance with applicable laws and generally accepted accounting standards, and are able to provide timely and accurate information for the preparation of the Company's consolidated financial statements.
- 3.11.5 Encouraging and supporting subsidiaries and associates to adopt and implement the Company's Corporate Governance Policy, Business Code of Conduct, and other key policies, as appropriate.

4. Determination of Directors' Remuneration

The Board of Directors has established clear, transparent, and equitable policy and criteria for the payment of directors' remuneration. The Board has delegated to the Nomination, Compensation, Corporate Governance and Sustainability Committee the responsibility for determining appropriate directors' remuneration, both monetary and non-monetary, and for submitting such proposals to the Board of Directors for consideration prior to seeking approval from the shareholders on an annual basis.

In determining directors' remuneration, the Board of Directors ensures alignment with the Company's long-term strategies and objectives, and that the remuneration levels are comparable with market practices of companies in the same industry and of similar size. Consideration is given to fairness and appropriateness, taking into account each director's experience, duties, roles, and responsibilities, as well as the value and benefits expected to be derived from each director's contribution.

Directors' remuneration shall be set at an appropriate and competitive level sufficient to attract and retain qualified directors, and to motivate them to devote adequate time and expertise to effectively perform their duties in support of the Company's objectives and strategic direction.

Criteria for Directors' Remuneration

1. A director shall receive remuneration commensurate with his or her roles, duties, and responsibilities, as approved by the shareholders' meeting.
2. A director who is assigned additional responsibilities, such as serving as Chairman of the Board, Vice Chairman, or members of sub-committees, shall receive additional remuneration reflecting the scope and significance of such responsibilities.
3. A director who concurrently holds executive position in the Company and receive regular executive remuneration shall not be entitled to additional remuneration in their capacity as director.

5. Quality Development of the Board of Directors

5.1 Performance Evaluation of the Board of Directors and Sub-Committees

The Board of Directors conducts annual performance evaluations of the Board and all sub-committees. Such evaluations are carried out through both collective self-assessments and individual self-assessments, enabling the Board and sub-committees to review, analyze, and assess their performance in order to continuously improve and enhance the effectiveness of their duties.

The Board of Directors determines the criteria and methodology for the overall performance evaluation and periodically reviews and refines such criteria and methodology to ensure their appropriateness and alignment with the Company's business environment and context. The evaluation results are used as part of the consideration in determining directors' remuneration and are subsequently submitted to the shareholders' meeting for approval in accordance with applicable procedures.

5.2 Development of the Board of Directors' Knowledge

The Board of Directors places strong emphasis on the continuous development of directors' knowledge, capabilities, and skills, and has established policy to encourage and support directors in participating in various learning and development activities relevant to their roles and responsibilities. These activities include attendance at seminars and training programs organized by the Thai Institute of Directors Association (IOD), the SET, the SEC, and other relevant institutions, as well as participation in forums for exchanging experiences and views with directors and executives of other listed companies, and domestic and international study visits.

5.3 Orientation for New Directors

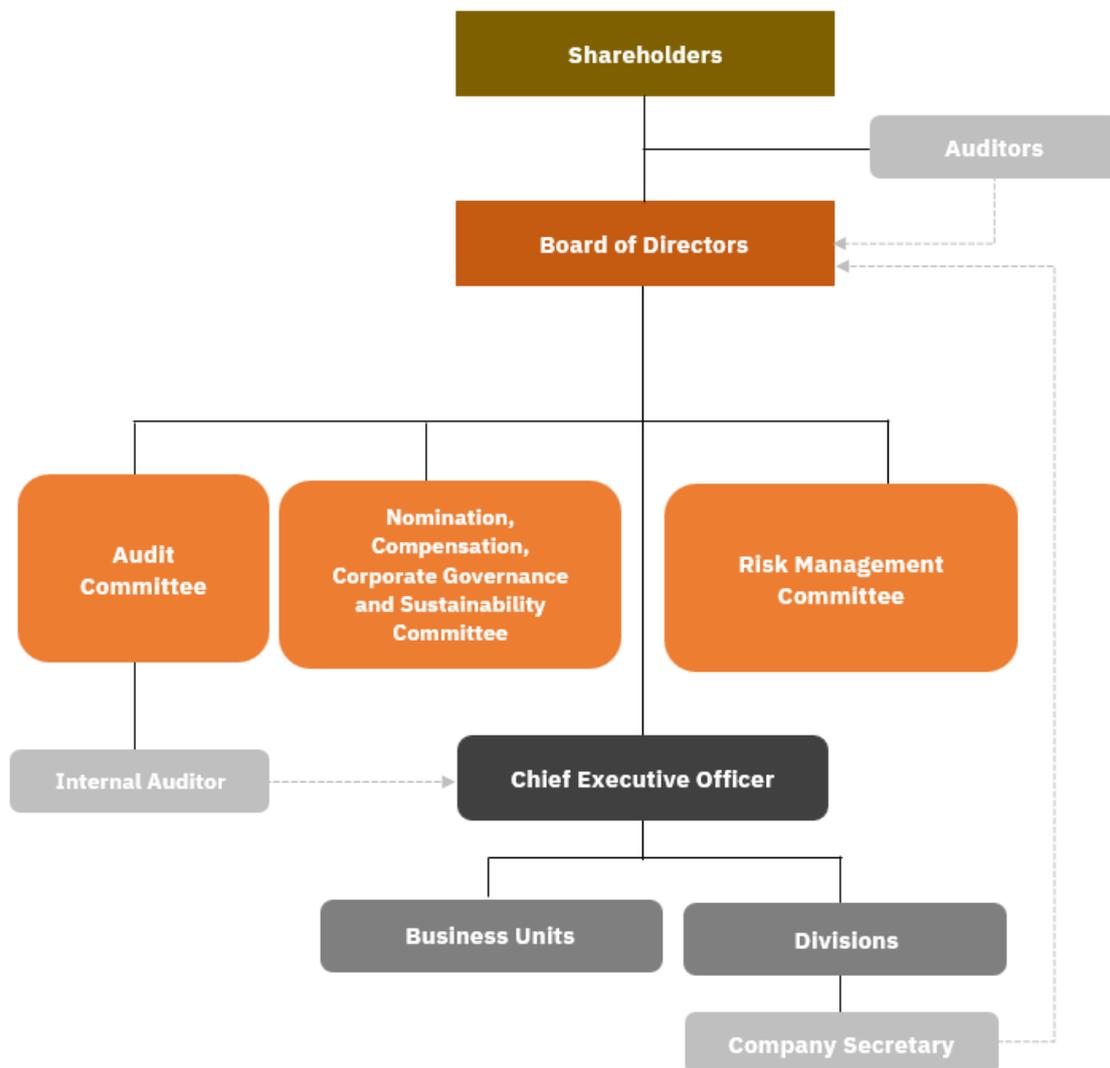
The Board of Directors recognizes the importance of providing orientation programs for newly appointed directors to ensure their understanding of the Company's business operations, management structure, and key information, including the Company's vision, mission, objectives, goals, policies, Articles of Association, and relevant rules and regulations, as well as the scope of authority, duties, and responsibilities of the Board of Directors.

Such orientation programs are designed to prepare new directors for the effective and efficient performance of their duties. The Company provides a Directors' Handbook and assigns the Company Secretary to coordinate and administer the orientation process. The Company requires all newly appointed directors, as well as the Chairman of the Board, the Chief Executive Officer, senior executives, and the Company Secretary, to participate in the orientation program.

4. Corporate Governance Structure

In order to effectively implement the Company's Corporate Governance Policy and practices in a concrete and efficient manner throughout the entire organization, and to ensure that the Company's operations comply with applicable laws, rules, and regulations while generating the maximum benefit for shareholders and all stakeholder groups, the Board of Directors has established the Company's corporate governance structure, as illustrated in the diagram below.

The corporate governance structure has been designed with clear mechanisms for checks and balances among its various components, with the objective of preventing the concentration of decision-making authority in any single individual. This structure serves to enhance stakeholder trust and strengthen confidence in a transparent, fair, and verifiable management and governance system.



5. Communication, Reporting, Complaint, and Whistleblowing Channels

The Company has established clear and appropriate channels for communication, reporting, complaints, and whistleblowing for personnel and all stakeholder groups. These channels are intended for cases involving non-compliance with the Company's Corporate Governance Policy, violations of applicable laws, rules, or regulations, suspected corruption, misconduct, or unethical behavior, as well as situations where stakeholders have been affected or may be at risk of being affected by the Company's business operations or non-compliance with corporate governance policies. The Company aims to ensure that such matters can be reported in a convenient, transparent, and verifiable manner through the following channels:

Channels for Company personnel

The Company's personnel may report, submit complaints, or provide whistleblowing information either verbally or in writing by sending a letter or email to their direct supervisor or any supervisor they trust at any level. In addition, personnel may submit reports, complaints, or whistleblowing information in writing to any of the following designated recipients:

- Chief Executive Officer
- Head of Human Resource Division
- Head of Internal Audit
- Company Secretary

Alternatively, employees may submit information directly to the Audit Committee via email at ac@symphony.net.th.

Channels for external stakeholders

External stakeholders may submit reports, complaints, or whistleblowing information through any of the following channels:

Channel 1 : Email to the Audit Committee at ac@symphony.net.th

Channel 2 : The Company's website at www.symphony.net.th

Channel 3 : Registered mail addressed to:

Symphony Communication Public Company Limited
123 Sun Towers B Building, 35th–36th Floor, Vibhavadi Rangsit Road,
Chomphon, Chatuchak, Bangkok 10900, Thailand

Correspondence may be addressed to any of the following recipients:

- Chairman of the Board
- Chairman of the Audit Committee
- Chief Executive Officer

- Company Secretary
- Head of Internal Audit

Procedures for handling reports, whistleblowing, or complaints

Upon receipt of any report, whistleblowing information, or complaint, the Company shall assign a designated working team or responsible person to collect, review, and analyze the relevant information in a thorough and impartial manner. Appropriate corrective and preventive measures shall be determined to prevent recurrence, together with suitable measures to mitigate or remedy any adverse impacts suffered by affected parties.

Following such actions, the Company shall compile and summarize the findings and outcomes, and communicate the results, as appropriate, to the recipient of the report, whistleblowing information, or complaint, as well as to the reporting party, whistleblower, or complainant. The results shall also be reported, as applicable, to the Chief Executive Officer, the Audit Committee, and the Board of Directors, depending on the nature and significance of the matter.

Protection of reporters, complainants, and whistleblowers

The Company places strong emphasis on protecting reporters, complainants, and whistleblowers, as well as related persons, whether they are employees of the Company or external parties. Any individual who reports, submits a complaint, provides whistleblowing information, or furnishes relevant information in good faith, within the scope of the reporting process, and without malicious intent or intent to cause harm to any person or the Company, shall be afforded appropriate and fair protection by the Company. Such protection includes, but is not limited to, safeguards against unfair treatment such as changes in position, job responsibilities, or workplace location; suspension; reduction of remuneration; termination of employment; intimidation; harassment; or any other actions that may adversely affect the individual's rights or ability to perform duties.

All information relating to reports, complaints, or whistleblowing shall be kept strictly confidential by the Company and shall not be disclosed to unauthorized persons, except where disclosure is required by applicable laws or regulations.

6. Policy Violations and Disciplinary Actions

The Company is committed to conducting its business in full compliance with applicable laws and regulations and shall not engage in any actions that violate the law or contravene the Company's Corporate Governance Policy. All personnel are required to acknowledge, understand, and strictly comply with the Corporate Governance Policy as part of their duties and responsibilities. Supervisors at all levels are responsible for

ensuring effective oversight and for emphasizing the importance of promoting awareness, understanding, and compliance with this Policy among employees under their supervision.

In the event that any personnel violates or fails to comply with the Corporate Governance Policy, the Company shall impose appropriate disciplinary actions in accordance with the Company's rules and regulations. This includes cases where a direct supervisor neglects such misconduct or becomes aware of a violation but fails to take appropriate corrective action. Disciplinary actions may range from verbal warnings and written reprimands to suspension or termination of employment, and/or legal action where misconduct constitutes a violation of applicable laws. Lack of awareness or knowledge of this Policy and/or relevant laws shall not be accepted as a valid excuse for non-compliance.

7. Policy Communication and Dissemination

The Company ensures appropriate and continuous communication and education regarding its Corporate Governance Policy and practices to all personnel through suitable activities, such as training programs, briefings, meetings, or other relevant initiatives. These efforts are intended to enhance awareness, understanding, and effective implementation of the policies in a consistent manner throughout the organization. In addition, the Company disseminates its Corporate Governance Policy and practices to stakeholders and the general public through various communication channels in order to promote awareness, transparency, understanding, and stakeholder engagement, thereby supporting the ongoing enhancement of good corporate governance in a sustainable manner.

8. Policy Review and Revision

The Board of Directors has assigned the Nomination, Compensation, Corporate Governance and Sustainability Committee to be responsible for reviewing the Corporate Governance Policy on a regular basis, at least once a year. Such review is conducted to ensure alignment with changes in the business environment, applicable laws, rules, regulations, and requirements of relevant regulatory authorities, as well as domestic and international standards and best practices in corporate governance, and to ensure the effectiveness and appropriateness of the Policy.

Any amendment or revision to this Policy shall be subject to the approval of the Board of Directors prior to implementation.