

The Corporate Governance Committee's Report

S & J International Enterprises Public Company Limited has appointed the Corporate Governance Committee, comprised of the following 5 members:

1.	Pol.Gen.Somchai	Prabhasabhakdi	Chairman
2.	Mrs.Kaewta	Ongsaranakom	Member
3.	Mrs.Patchara	Pongwichan	Member
4.	Mr.Sumit	Khopaiboon	Member
5.	Mrs.Worawan	Tantrasadatee	Member

The Corporate Governance Committee discharged its duties and responsibilities as assigned by the Board of Directors and specified in the Charter or the Corporate Governance Committee. The Committee is responsible for overseeing that the company's business operations are in full compliance with the principles of good corporate governance and that its management practices are transparent with full disclosures and accountability together with equitable treatment for all stakeholder groups, as well as for ensuring the company's continued growth on a sustainable basis.

During 2017, the Corporate Governance Committee held a total of 5 meetings in order to carry out its assigned duties and responsibilities which activities are summarized as follows:

1. Reviewed the Charter for the Corporate Governance Committee for use as a guideline in performing its duties, remain appropriate and relevant to the good corporate governance principles and the current situation or business environment.
2. Reviewed the company's good corporate governance principles and practices that comprises of 4 aspects : corporate governance policies; corporate governance principles; business ethics; and code of conduct for the Directors, the Management and staff. This is in order to ensure that these are in accordance with the established guidelines for "the principles of good corporate governance for listed companies of year 2012" as specified by the Stock Exchange of Thailand, and in compliance with principles of ASEAN CG Scorecard, as well as to give approval for the individual Board of Director assessment and the Board of Committees Assessment of 7 boards.
3. Studied and assessed the compliance with "the Corporate Governance Code for listed companies 2017" which had replaced Principles of Good Corporate Governance for listed companies 2012 to enhance corporate governance by focusing on the implementation of the principles to apply for appropriate compliance and benefit to make a valuable for corporate sustainable growth.
4. Overseeing and supporting the company to comply with the corporate governance principles, resulting the company received, in 2017, a "Very good" CG score in the annual CG practices survey for Thai listed companies by the Thai Institute of Directors, as well as in the company being placed in the "Top Quartile" of those listed companies having a market capitalization value of Baht 1,000 – 2,999 million.

5. Reviewed the Anti-Corruption Compliance, Rule of practices for political support, Rule of practice for donation and public Interest, Rule of practices for give and obtain supporting fund, Rule of practice for give or obtain gift and entertainment, Rule of practices for Business Operation in Sales and Marketing and Rule of practices for Business Operation in Purchase and Procurement in order to be the guidelines for directors, executives and employees to conduct and comply with the anti-corruption policy as corporate culture to not accept any forms of corruption whether direct or indirect for business transparency.

The Corporate Governance Committee is confident that the company has conducted its business operation in accordance with the good corporate governance principles and committed to further developing good corporate governance practices, which is a key factor to support business operation together with promoting trustworthy from the stakeholders as a basis for sustainable growth of the company.



(Pol.Gen.Somchai Prabhasabhakdi)

Chairman of the Corporate Governance Committee