

## Overview of Corporate Governance Policies and Practices

In its past operations, the Board of Directors has complied with laws, objectives, regulations, and resolutions of the Company's general meeting of shareholders, as well as adhering to corporate governance guidelines for listed companies in 2017 (Corporate Governance Code for Listed Companies 2017) specified by the Securities and Exchange Commission (SEC), as guidelines for the Company's business operations to achieve operational efficiency and to build up confidence in its business operations to outsiders.

The Board of Directors has established a good corporate governance policy, including the preparation of 8 practices of good corporate governance principles, business ethics, and codes of conduct for the Board of Directors, executives, and employees in writing, to serve as guidelines of good practices for the Company's directors, executives, and employees. The policy is published on the Company's website ([www.snjinter.com](http://www.snjinter.com)) under the "Investor Relations: Good Corporate Governance" section and distributed as a booklet to the Company's directors, executives, and employees for them to acknowledge the same practices for conducting business, in which all stakeholders are taken into consideration through a management policy under changing economic and social conditions in a balanced manner.

## Compliance with Good Corporate Governance Principles

The Board of Directors places great importance on creating a good corporate governance system and strives to continually raise the standard of good corporate governance to conduct business with transparency, efficiency, stability, and sustainable growth, as well as create added value and long-term stability for shareholders under changing economic and social conditions in compliance with the principles of good corporate governance for listed companies.

In addition, the Board of Directors is aware of its roles and duties as the organization's leader, arranging an annual review of good corporate governance principles to create sustainable value from the continuous development of good corporate governance principles. This has resulted, in 2022, the Company is assessed for compliance with good corporate governance principles and the arrangement of shareholders' meetings in the following.

	<p><b>Corporate Governance Assessment Results of “Excellent”</b></p> <p>Received the results of the Corporate Governance Report of Thai Listed Companies – CGR 2022 for the fifth consecutive year by the Thai Institute of Directors (IOD).</p>
	<p>Received a full score of 100 from the assessment of the quality of the 2022 Annual General Meeting of Shareholders (AGM Checklist) from the Thai Investors Association.</p>
	<p>Certified by the Private Sector Collective Action Coalition Against Corruption Council: CAC on October 14, 2016, and passed the 3rd certification renewal assessment on December 31, 2022.</p>

In 2022, the Board of Directors has stipulated the use of the 8 Good Corporate Governance Principles of to be suitable for the business which covers 4 categories of the Corporate Governance Practice as follows:

## **Section 1 Rights of Shareholders and Equitable Treatment of Shareholders**

The Board of Directors recognizes and respects the rights of shareholders as the owners of the company without any action that violates or deprives the rights of shareholders, as well as creating equality and fairness for all groups of shareholders. Whether Thai or foreign, major or minor, individual or institutional, all shareholders shall exercise their rights, both the basic rights and other rights beyond basic rights, to set the Company's directions and decide on merits matters with significant impact on the Company's operations. The details are as follows.

### **1.1 Basic rights**

Referred to the right for shares transaction, the right to receive equitable profits allocation in term of dividend payment, the right to access company information in sufficient, timely, and equitable manner, the right to attend and cast votes at the shareholders' meeting, the right to elect individual company director and approve directors' remuneration, the right to appoint company auditor and approve audit remuneration, and the right to appoint proxy to attend and cast vote on his/her behalf.

### **1.2 The right to significant information access**

Shareholders were entitled to access information on an equitable basis. In that regard, the company facilitated information distribution in both Thai and English languages, via the channels of The Stock Exchange of Thailand and company website ([www.snjinter.com](http://www.snjinter.com)), to provide shareholders with additional access channel. Such information included performance results, connected transactions, changes in the funding structure, changes in supervisory control, transactions of significant company assets, and other information essential for decision-making by shareholders.

### **1.3 The right to attend the shareholders' meeting**

The company has a policy to support and facilitate the shareholders, including institutional investors to attend the shareholders' meetings by holding its annual shareholders' meeting regularly each year, within 4 months after completing its accounting year. In order to allow shareholders to participate in monitoring the company's performance, the company set appropriate date, time, place, and method. In case of emergency which the company needs to propose special agenda regarding shareholders' benefit, regulations or related laws which need to be approved by shareholders, the company shall call for an extraordinary shareholders' meeting. In 2022, the company convened the shareholders' general meeting once, without convening any shareholders' extraordinary meeting, according to the following details:

- **Prior to the shareholders' meeting**

In 2022, the Company scheduled to convene the Annual General Meeting of Shareholders No.43 on Tuesday 26 April 2022.

(1) The company provided the shareholders with the opportunity to propose meeting agenda prior to the meeting date for 2022, during the period of November 15 – December 30, 2021, by providing related conditions on company website on November 11, 2021 together with news channel of The Stock Exchange of Thailand. Nevertheless, there were no shareholders proposing any meeting agenda during the said specified period.

(2) Shareholders were notified of the Board of Directors' resolution determining the date of 43<sup>rd</sup> shareholders' meeting 61 days prior to the meeting date, namely on February 24, 2022, through the Stock Exchange of Thailand's website and the company's website so as to enable the shareholders to set aside time for attending the meeting.

(3) Determination of voting rights is according to the number of shares held by shareholders. One share equals one vote. No shares have special privileges to limit the rights of other shareholders.

(4) The meeting notice together with all relevant documents in both Thai and English were published on the Company website on March 25, 2022, which was 32 days prior to the meeting date.

(5) The same information was sent to the Thailand Securities Depository Company Limited, the Company's Share Registrar, for forwarding to shareholders in document format on April 4, 2022 or 21 days prior to the meeting date in order to give the shareholders sufficient time to study the meeting documents.

(6) The notice of the meeting were also advertised in daily newspapers for a period of 3 consecutive days, and 20 days prior to the meeting date, during April 6-8, 2022.

(7) Prior to the meeting date, the Company had provided an opportunity for shareholders who may have queries regarding agenda to send them in advance during March 25 – April 22, 2022, via company's website. The procedure of sending questions was also mailed together with the notice of shareholder's meeting. In 2022, there were no questions received in advance.

(8) The documents sent out to the shareholders were, the meeting invitation letter providing details on the rationale for each meeting agenda, together with related opinions by The Board of Directors and the documents in support of the voting decision by the shareholders for each meeting agenda. Furthermore, the documents also included the annual report publication, profile of the persons nominated as directors replacing those due to retire upon term completion, definition of independent director, profile of independent directors proposed as proxies by the shareholders, company regulations regarding the shareholders' meeting, the documents and evidences required for the shareholders to present for meeting attendance, meeting regulations, procedures for shareholders to post advance questions prior to the shareholders meeting, meeting procedures, the map of the meeting venue, and the registration form. Other documents were the proxy appointment letter form B for voting in line with the shareholders' decision, or the proxy appointment letter either Form A and C which shareholders could download from company website.

With this regard, the company published the annual report within 120 days from the end of accounting period (December 31) via company website (March 25, 2022) and sent the annual report to the shareholders by mail (April 4, 2022).

● **On the day of the shareholder's meeting**

1. The company decided to set the meeting date, time, and venue in such manner being most convenient and not posing problems to the shareholders to attend. For year 2022, the company held the shareholders' meeting on Tuesday, April 26, 2022, at 13.00 p.m., at Montien Riverside Hotel, started registration at 11.00 a.m.

2. The shareholders were allowed to register by barcode system not less than 2 hours prior to the meeting, and continued until the meeting completion. At the registration desk, the company prepared sufficient personnel to take

care of the registration, as well as providing stamp service for proxy appointment forms authorized by the shareholders. Furthermore, the company handed out vote placard and vote-casting ballot to each shareholder.

3. In the event that shareholders are unable to attend the meeting in person, the Company allows them to appoint a proxy to any person or the Company's independent director to exercise their rights on their behalf. The Company provided information regarding four members of the Audit Committee, including their names, age, and addresses in the notice of the shareholders' meeting, as well as information regarding documentary evidence and instructions on how to appoint a proxy for shareholders to prepare for and attend the meeting without difficulty. Nevertheless, in the event that shareholders appoint other persons as proxies to attend the meeting on their behalf, the Company has granted the rights and treated proxies as if they are shareholders.

The 43rd Annual General Meeting of Shareholders was held on Tuesday, April 26, 2022, where 29 shareholders holding 35,423,657 shares designated proxies to the Company's independent directors to cast their votes.

4. The Board of Directors placed much emphasis on the shareholders' meeting, by considering as their obligations to always attend the meeting in person unless facing inevitable circumstances or becoming seriously ill.

For the shareholders' meeting for the year 2022, there were 15 directors out of 15 directors accounting for 100% attended the said meeting, including Chairman of the Board and Chairman of sub committees. Furthermore, the meeting was also attended by the Managing Director, the Chief Financial Officer, Executive Directors, as well as the company auditor, so as to provide shareholders with the opportunity to ask questions related to the meeting agenda in progress. In addition, the company also invited representatives from the company's audit office of EY Office Co., Ltd., and Vira Law Office Co., Ltd., to act as meeting observers during vote tallying for each meeting agenda, to ensure that the meeting was conducted in a transparent manner, complying with legal and company articles requirements.

5. In conducting each shareholders' meeting, the Company gives all shareholders an equal opportunity. Prior to the start of the meeting, the Company Secretary provides details of the quorum and explains the voting procedure and the vote count for each agenda item by laws and the Company's Articles of Association. Those shareholders attending after the meeting has commenced are eligible to vote and constitute part of the quorum from the agenda for which they are in attendance, provided that the resolution is yet to be concluded.

6. During the meeting, The Chairman proceeded with the meeting agenda in such order earlier set forth in the meeting invitation letter without adding any further agenda or altering any significant information without prior notice to the shareholders, while allowing equal opportunity for all shareholders to present question, comment or suggestion for each meeting agenda.

In that regard, for the shareholders' meeting in 2022, there was 1 shareholders presenting question to the meeting, where by the Managing Director responded in a straightforward manner.

7. In each agenda, votes are to be cast openly using voting cards prepared for shareholders. The Company counts only the disapproval and/or abstention votes and deducts these from the total to derive the approval votes. To ensure that voting results are announced as quickly as possible and accurately following the consideration of each agenda, the Company uses the barcode system to sum up the votes for each agenda item and display the results of such resolutions in the meeting room for shareholders' acknowledgment. As a matter of transparency, voting cards are stored at the Bangkok office for auditing following the adjournment of the meeting.

In regards to the election of directors, the Company supports the election on an individual basis, with one share equal to one vote.

The summary of voting in each agenda on the General Meeting of Shareholders No.43 held on Tuesday, April 26, 2022 is as follow;

Agenda	Approve			Disapprove			Abstent		
	No. of Shareholder	Share	%	No. of Shareholder	Share	%	No. of Shareholder	Shares	%
1	68	126,900,131	100.00	-	-	-	-	-	-
3	69	126,900,141	100.00	-	-	-	-	-	-
4	69	126,900,141	100.00	-	-	-	-	-	-
5.1	69	126,900,141	100.00	-	-	-	-	-	-
5.2	68	126,900,131	100.00	-	-	-	1	10	-
5.3 – 5.5	69	126,900,141	100.00	-	-	-	-	-	-
6	69	126,900,141	100.00	-	-	-	-	-	-
7	69	126,900,141	100.00	-	-	-	-	-	-

Note : No voided ballot

• **Subsequent to the shareholders' meeting**

(1) The company disclosed the resolutions adopted by the shareholders' meeting, together with the voting results for each meeting agenda, in both Thai and English, via the news channel of The Stock Exchange of Thailand, and the company website, on the following day.

(2) The company compiled the meeting minutes subsequent to the shareholders' meeting, by incorporating all essential details and summarizing voting results for each meeting agenda, classified as approve, disapprove, abstention and voided ballot votes, together with the record on the discussion and conclusion regarding significant topics. Said minutes was submitted to The Stock Exchange of Thailand and The Securities and Exchange Commission within 14 days subsequent to the meeting, and disseminated on the company website, in both Thai and English, so as to enable the shareholders to review said minutes content without having to wait until the next shareholders' meeting. Also, sent the reports to the Ministry of Commerce within time set forth by law.

(3) The company recorded the meeting on VDO, for further distribution to the shareholders upon request.

In recognition of its consistent efforts dedicated to holding the general shareholders' meeting efficiently on a continuous basis resulting, the company was awarded the "Excellent" appraisal result in 2022 for the quality of its shareholders' meeting by the Thai Investors Association.

**1.4 Managing Conflicts of Interests**

Directors with vested interests in any agenda item must inform the meeting, at least prior to considering such relevant agenda items at the Board of Directors' meeting, and record such interests in the minutes. Moreover, the Company prohibits any directors who have vested interests in such a manner that they are unable to freely express their opinions on such relevant agenda items from participating in the meeting on that agenda.

## 1.5 Prevention of the Use of Internal Information

The Company has established guidelines for storing and safeguarding the use of its internal information in writing, and has communicated these guidelines to all employees in the organization to adhere to. Directors and executives with the duty to report their securities holding according to the law are required to submit such reports to the Company Secretary who will then report to the Board of Directors on a quarterly basis and disclose them in the Company's annual report.

## Section 2 : Roles of Stakeholders and Sustainable Business Development

The Board of Directors is fully aware of operating a sustainable business with consideration of the interests of all stakeholders. Therefore, it adheres to the organization's principles of good corporate governance, business ethics, and compliance with laws and regulatory requirements. Additionally, it provides an opportunity to create awareness of and a better understanding of the needs and expectations of all kinds of stakeholders, as well as creating a harmonious coexistence between the organization and all stakeholders, leading to an equilibrium among the economic, social, and environmental aspects.

### 2.1. Shareholders

The company duly respected the basic rights accorded the shareholders in accordance with the laws, regulations, and business ethics of the company. At the same time, the company had proper mechanism in place to ensure that the shareholders receive accurate and reliable information, having proper measures safeguarding against conflict of interests, and against the exploitation of inside information for personal gain. Furthermore, the company also aimed to generate justifiable return for the shareholders, by laying down appropriate dividend payment policy on a consistent basis

In year 2022, the company paid the dividend from the result of business performance of year 2021 at 1.20 Baht per share accounting for 52.86% of net profit of the separate financial statements by setting the date of payment on May 25, 2022. The dividend has been paid to shareholders for 43 years consecutively and of which accounted as real long- term wealth for all shareholders. So, each and every shareholder was invited to attend the Annual General Meeting of Shareholders of Year 2022 and has right of vote for each and every important agenda item as well as receive the important information through various medias, e. g. pamphlet and e- information. Besides, the company also reports the business performance at every quarter and disclose the transactions done with related persons in the same condition as that done with external persons for their awareness via the news system of the Stock Exchange of Thailand and the company's website.

### 2.2. Employees

In the company's recognition of company employees as its valuable human resources playing the critical role in leading the organization toward success, The Board of Directors therefore set the company's policy to devote its best efforts to develop and upgrade the employees' potentials on a consistent basis. At the same time, the company sought to provide job security and advancement opportunities to all employees based on their own potentials, as well as encouraging the employees to play a part in charting the company policies. At the same time, the company laid down its remuneration policy toward the employees by providing the employees with fair and reasonable remuneration

commensurate with the capability, responsibility, and performance results for each employee, which is in line with the compensation of the same industry. (See details under the heading “Management Structure” on employees).

The company provide benefits to promote quality of life and well-being, such as Provident Fund, Retirement gratuities to employees, Nursing room, Annual health check, product purchase welfare rates, Uniform, Loans for housing project, etc. Also has established welfare committees the opportunity to engage employees in welfare administration. As well as promoting the preparation of activities to engage employees, such as “Pheun Chuay Pheun Project”, “Dharma Sa-buy Jai Project”, New year activity.

At the same time, the company is also taking into consideration the safety of life, health and property of employees defined as Occupational Health and Safety Policy as follow:

1. Compliance with the law, Occupational Safety, Health and Environment, including a business deal for both current and future
2. To manage for committed to prevent injuries and reduce the accident rate to zero, including improved working environment to be safe.
3. Committed to developing performance management system in occupational health, safety continuously.
4. Support adequate resources in management to control and prevent danger from work of workers.
5. To cultivated conscious mind for everyone to recognize the safety to work by considering to be the primary function of all.

As noted in the policy, the company encourages and supports its employees and external workers to work safely and reduce the risk of occupational injuries and illnesses. The company has established an occupational health and safety management standard system in accordance with ISO 45001:2018 to enhance the compliance of occupational health and safety, and raise awareness of safety in order to reduce the number of accidents resulting in injury and property damage. In addition, the company encourages executives and employees in the organization to attend training, prepares standard operational procedures or manuals, improves the safety of machines and processes, and supports various projects that contribute to reducing the likelihood of work-related accidents and injuries.

The Company sets the occupational health and safety goals annually, of which the report of occupational health and safety operations can be found in the 2022 Sustainable Development Report on “Occupational Health and Safety at Work”.

As a result of the said policy, the Company was awarded a plaque of honor from Thailand Institute of Occupational Safety and Health (Public Organization), Ministry of Labor, for the 2021 Zero Accident Campaign in the gold and silver level.

**Note:** Further details can be found in the “2022 Sustainable Development Report” on “Occupational Health and Safety”.

### 2.3. Customer

The Board of Directors realizes that customer satisfaction and confidence are the keys to the company's sustainable success. Therefore, the Company has established its policies and guidelines adhering to honesty, integrity, and fairness and prohibiting any actions that violates customers' rights. The Company has emphasized its focus on providing impressive services to customers by offering quality products and services at reasonable prices to satisfy its customers and for them to receive the best value for money in both quality and price. Additionally, the Company operates

its business with the determination to develop products, services, and innovations that increase the current value to meet continuous customer demand. Information necessary for decision-making is provided without concealing or distorting facts. Producing goods and services must be environmentally friendly and safe for consumers. The Company protects the confidentiality of customers' trade information by not using it for the benefit of oneself or those involved in an unjustified manner. The Company has established a policy on the retention of confidential information and the use of internal information as a guideline for its employees in handling customer trade secrets. Furthermore, the Company has established a personal data protection policy (PDPA) to protect customers' personal information and prevent it from being misused for wrongful purposes, as well as being attentive and fair in handling customers' complaints. The Company has set up a customer relations service where customers can inquire, comment, or file a complaint through various channels, namely the direct telephone line at (02) 676-2727.

The evaluation of customer satisfaction report compares year 2020 - 2022

	2022	2021	2020
Local-Customer	90%	88%	88%
Oversea-Customer	85%	84%	85%

In 2022, the Company received confidence from customers and consumers and got "HWB Award 2022" for Avocado Hair Treatment Wax, which has become their best-selling hair treatment and Dermaction Plus by Watsons- Alive Plankton Sleeping Mask, which has become their best-selling face mask treatment.

**Noteb** : Further details can be found in the "2022 Sustainable Development Report" on "Customer Relationship Management."

#### 2.4. The Competitor

The Board of Directors operates business in accordance with the provisions of law. In this regard, the following policies and guidelines have been prescribed:

1. The Company shall conduct its business within the rules of fair competition with due regard to business ethics and trading laws competition of various countries in which the company operates.
2. The Company will not damage the reputation of its trade competitors.

In addition to these policies. The company did not seek the confidential information of competitors by dishonest or inappropriate ways. We considered competitors take part in empowering your organization's stability and even stronger. Throughout the period of the past, we never had any disputes with competitors.

#### 2.5. Business Partner

The company treats business partners equitably and takes into account mutual interests by prescribing the following policies and guidelines:

1. The company has a system for screening business partners in the value chain who operate businesses in compliance with the law, safety and occupational hygiene standards, and friendliness to the environment. Business partners are treated on the basis of fair competition, equality and mutual respect.
2. The confidentiality of secrets or communications of trading partners are maintained and not exploited for wrongful gains of oneself or of others.

3. Relationships and good understandings are fostered. Knowledge is exchanged. Developments and value adding to goods and services are jointly undertaken to promote mutual growth.

4. The Company adheres to trade agreements and makes proper representations of data. In the event that an agreement cannot be complied with, the company will expeditiously engage in early negotiations with business partners in order to reach a mutual remedy and loss prevention solution.

5. The company does not demand, receive or consent to the receipt of properties or any other benefits outside trade agreements.

In addition, the company have a policy for selection of business partners that recognizes its responsibility and environment, encourage partners to develop a process that takes regard to human rights, not using forced labor and regard to children rights. As well as offering products and service that take into consideration the environmental impact and the safety of consumers. As well as improving process of work to prevent pollution and impacts on the environment along with conservation of natural resources, reduce energy consumption and eliminate the risk of unsafe conditions, including got certified of quality standards ISO9001:2015 , ISO 14001:2015.

#### Selection Criteria and Business Partners Evaluation

The Company set up partner selection system based on the ability to manufacture products that satisfy the needs of the customer, the quality of business partners, production capacity, standard system, availability of services, transportation, safety, health, including operation of business partners who be responsible for social and environment, by using the questionnaire in the preliminary assessment and follow up to ensure that business partner are sufficient ability and reliable.

Moreover, the Company has prepared an announcement on using an ethics manual and guidelines for business partners so that they understand various risk issues in business operations, relevant regulations and regulatory requirements, including social and environmental issues, to prevent business disruption that may affect the image of business partnerships.

In which year 2022, there is no event that we do not abide by the contract partner.

**Note :** Further details can be found in the “2022 Sustainable Development Report” on “Supply chain management.”

#### **2.6. Creditors**

The company's policy of treating all creditors equally and fairly by complying with the contract or the terms strictly creditors to disclose financial position correctly, on time, and in the case that cannot abide by any one institution that let the creditor know in advance in order to jointly find solutions and prevent damage.

For The Creditors, the company provides can be billed on the 1st to the 6th of each month and payable every 25th of every month by means of bank transfer in Media Clearing, Which are the facilities for the creditors.

In the year 2022 The Company pays to the trade meets Credit Term agreed in advance, without payment of any company's business been adhered to competition in good faith and fairness under the framework of the law strictly.

## 2.7. Community and socialty

The Board of Directors is aware of the responsibility toward the community and the society to define policies, there is a strong responsibility to the community and society, formed within the company, and employees at all levels as well as support activities beneficial to the community and society as a whole.

### Social Responsibility Policy

S & J aim to a good model to operate in according with corporate governance. Proceed to social activities without force. Participate in society other than the pursuit of profit. Focus on the existence of the business coupled with value creation and corporate social responsibility from the process all section within the organization.

The company has appointed the Corporate Social Responsibility Committee responsible for determining corporate social responsibility policies and establishing guidelines for social activities consistent with the United Nations Sustainable Development Guidelines 17 GOALS covering CSR IN PROCESS and CSR AFTER PROCESS.

**Note :** Further details can be found in the “2022 Sustainable Development Report” on “Good Society”

## 2.8. Environment

The Board of Directors of the company are aware of the responsibility for the environment. The policy is one of the missions of the company's governance and ethics in the operations. The company are aware for the impact on the natural resources and the environment.

The company has appointed a working group on environmental and conservation of energy in order to work in accordance with the laws and systems for environmental standards ISO 14001:2015 along with policy and planning environmental projects to reduce the negative impact that sources since in the process including. Waste disposal based on the 3R were Reduce: reducing resource usage, Reuse : reuse worthy and Recycle : recycled process standard. As well as a support and rehabilitation in emergency situations.

### Environmental Policy

S&J International Enterprises Public Company Limited aims to produce quality products in which it realizes the significance of business operations that have an impact on the environment and the resources, arising from the sources of raw materials, production process, storage, and delivery of products to the end users. In its intention to preserve the environment, the Company has defined operating guidelines as follows.

1. Comply with laws, customer requirements, treaties, and the environmental standards.
2. Manage with a focus on prevention, reduction, reuse, and recycling, including getting rid of things that pollute the environment.
3. Continuously develop environmental capabilities to create environmentally friendly products.
4. Promote the life cycle development to achieve the most efficient and effective use of resources.
5. Reduce the use of resources and products that contribute to greenhouse gas emissions.
6. Cultivate employees' awareness and involvement to prevent impact on natural resources and the environment.

According to the policy, the Company has managed the environment on all dimensions, including energy conservation, water conservation, waste management, carbon dioxide emission reduction, and air quality management. The Company has gathered all environmental activities from all departments to work together seamlessly and support each other under the “Green Initiative” concept.

In addition, the company has opened a channel of complaint for the community if it has been affected due to the company's business operations, which in the past year, the company has not received complaints about the impact of the operation on the environmental.

**Note :** Further details can be found in the “2022 Sustainable Development Report” on “Environmental Management”

## 2.9 Social Responsibility Reporting

The Board of Directors is aware of social responsibility by providing an Sustainable Development Report to disclose its business practices, in accordance with the Code of Conduct and results of the implementation of the policies and guidelines for sustainable development of the company both on economic, social and environment.

Sustainable Development Report" of the Company have been prepared in accordance with International Standards of "Global Reporting Initiatives Guideline: GRI (G4 Guidelines)" has the analysis and link to the company's performance relative to the strategies and objectives of sustainable development of the company by further disseminating innovation in business and society. Including the implementation of against corruption consistent with the reporting guidelines of the Stock Exchange of Thailand.

The company has the commitment and work in this continuously, result in year 2022, the company received award of "Thailand Sustainability Investment 2022" from the stock exchange of Thailand which is a reward for the listed companies that have business operations in accordance with good corporate governance, social responsibility and the environment. The company has received the said reward for 9 consecutive years.

The company has delivered Sustainable Development Report 2022 to shareholders on QR Code together with invitation letter of The Annual General Meeting of Shareholders for the year 2023 and published the report for those interested on the company website "www.snjinter.com" under the topic "Investors Relation : Publication".

## 2.10 Encouraged to use resources efficiently

The Committee recognizes the value of the resources. To achieve efficient use of resources coupled with business operations, one of the established guidelines is "to promote the use of resources in the production process economically and efficiently" . The company provides training and the campaign to conserve energy conscience continuously regarding ways to use resources to maximize value in all activities of the organization covers the use of electricity, water, paper and other consumables.

The company has implemented an energy conservation in various aspects, as follow:

- **Energy** - Energy conservation, Renewable energy
- **Water** - Water conservation, Renewable water, Waste water management
- **Air** - Reduces Carbon Dioxide and others emissions
- **Industrial waste management**

**Note :** Further details can be found in the “2022 Sustainable Development Report” on : Environmental Management”

## 2.11 Educating and training employees on environmental

The board of directors encourage the employees to realize the importance of the environment. The Company provides dissemination environment to employees through computer system, manage the Information board and publicity through the sound cable. Activities about nature conservation and the environment, as well as encouraging employees to increase their knowledge training in environmental matters continuously. In 2022, the company provided training environment course, as follow:

- “Basic knowledge of ISO14001/OHSAS18001” course.
- “Risk & Opportunities ISO 45001:2018 Assessment” course.
- “Waste Management” course.

## 2.12 Supporting and Participation in Community Development

The company gives priority to business of social responsibility and the environment. In addition to conducting business without creating a negative impact on society and the environment, then. Engagement and social assistance, sustainable growth along the way. That is what the company has been addressed with its actions. It can be seen from the policy and guidelines on how to conduct activities that are clearly defined in various ways, such as Children and Youth, Community and Underprivileged, Elephant and other Animals, Religious charities, Environment.

**Note :** Further details can be found in the “2022 Sustainable Development Report” on : Good Society.

## 2.13 Policies and practices regarding unrelated to human rights violations

The company places great emphasis on basic human rights and conducts its business according to laws and human rights principles without discrimination regarding gender, race, religion, political rights, or any other matter, such as hiring or promoting people with disabilities. The company has a policy of not taking any actions or not supporting activities that violate human rights.

The Company has established a human rights policy and published it by providing employees with training from the start of their job. This is to ensure that all departments comply with human rights laws, employment regulations, and basic human rights principles as per international standards. The company also conforms to the Thai labor standard system TLS 8001:2020 that it has been certified at the highest level by the Department of Labor Protection and Welfare, Ministry of Labor. Throughout the past period, the company has never had any history or court case involving human rights violations.

In 2022, the company has been awarded for the fifth consecutive years the “Excellent Support Organization for People with Disabilities for the year 2022” by the Ministry of Social Development and Human Security from “the SJI Care You project that promotes the employment of persons with disabilities”.

**Note :** Further details can be found in the “2022 Sustainable Development Report” on : Good people."

## 2.14 The Policies and practices of non-infringement of intellectual property or copyright

The company adheres to our policy on business operations that are not related to intellectual property violations by imitators or take other people's intellectual property used in the business without permission. But we developed a new raw material, goods and services, the company continuously research and development team, more

than 150 people sharing valuable innovation of business enterprise. By realizing corporate social responsibility and the environment proactively until the company can bring to a patent to be protected of creative concept of the company.

In addition, the company also encourages employees to continuous innovation in both product production by Small Group Activity through projects or suggestions that will help- system as a mechanism to store employee of innovation in the practice and delivery of various innovative projects competition in the Saha group, continuous innovation and awarded annually.

In the year 2022, the company was not associated with abuse of any copyright and/or other intellectual property.

**Note** : Further details can be found in the “2022 Sustainable Development Report” on : Innovation"

## 2.15 Policies and Guidelines for the Security of the Organization’s Information Systems

The Company places great importance on good organizational management to drive and expand business growth, build a stable financial position, and generate reasonable shareholder returns. In compliance with good corporate governance principles, the Company has established a policy and regulations for using the computer system as a guideline for safeguarding corporate information systems and reducing information technology risks. The Company has assigned the Digital and Technology department to be responsible for the company's information system, where it has measures to install a firewall on the server to prevent cyberattacks, as well as monitoring the upgrade of the new version, installing the Antivirus program on every computer, limiting the use of external storage devices (Thumb drive), and managing the back up of the server at all times.

**Note** : Further details on the policy and regulations for using the computer system are provided on the company's website at <https://snjinter.com/th/wp-content/uploads/sites/3/2023/01/นโยบายและระเบียบข้อบังคับการใช้งานระบบคอมพิวเตอร์.pdf>

## Section 3 : Disclosure and Transparency

Information disclosure, both financial and non-financial, is a significant operation that the Company always emphasizes. It is also a key indicator of operational transparency in accordance with good corporate governance principles. It is an important channel for shareholders who are not involved in the Company's operations can monitor the performance of the management through the disclosure of information. The Company ensures that information is disclosed accurately, completely, timely, consistently, and equally for all groups of shareholders according to the regulations of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand. It has proceeded as follows.

3.1. Establish a mechanism to ensure that the information disclosed to investors is accurate, not misleading, and sufficient to enable them to make an informed decision.

3.2. Establish an investor relations department to communicate with investors and shareholders. Information concerning the Company is published to shareholders, analysts, and relevant agencies through various channels, including the Securities and Exchange Commission (SEC), the Stock Exchange of Thailand, and the Company's website. The Company ensures regular disclosures to shareholders on its website in both Thai and English and keeps this information up-to-date. This includes the vision and mission statement, financial statements, press releases, Annual

Report, Form 56-1 One Report, Sustainable Development Report, organizational structure, the structure of the group of companies, as well as the shareholding structure and major shareholders and notices of shareholders' meetings.

3.3. The Company will not disclose material information that has not been made public to unauthorized employees, groups of persons, or any other person (including investors, media, and analysts) until such information has been made public. Should a business necessity require that information be disclosed to related parties, auditors, underwriters, banks, legal counsels, or other consultants, the Company will take appropriate measures to ensure confidentiality is maintained. In the event that any information that should not be disclosed is published, the Company will publish such information immediately to comply with the regulations of the Stock Exchange of Thailand concerning the release of news and other requirements.

3.4. Disclose and publish the Company's financial statements, which have been audited by independent, knowledgeable, skilled, and fully qualified auditors, through the channels of the Stock Exchange of Thailand in accordance with the specified criteria for the benefits of shareholders and investors. Furthermore, the Board of Directors assigns the Audit Committee to review the credibility and accuracy of financial statements to ensure that the Company's financial statements are reliable. There has never been a history of the Company having to amend its financial statements. The Company's quarterly and annual financial reports are delivered prior to the deadline specified by law.

3.5. Prepare the Management Discussion and Analysis to accompany the disclosure of financial statements upon a change in the Company's total income or net profit according to the latest financial statements compared to the same period of the previous year by more than 20 percent, whereby the Company has disclosed an explanation of the quarterly operating results on the website of the Stock Exchange of Thailand and the Company's website. This provides investors with information for a better understanding of changes in the financial position and operating performance in each quarter apart from the numbers in financial statements alone.

3.6. Disclose information about the roles and responsibilities of the Board of Directors and sub-committees, the number of meetings, their attendance in the past year, and opinions from performing their duties, as well as training and continuous development of professional knowledge in the annual disclosure form (Form 56-1) and the Annual Report. It also includes disclosure of the remuneration policy for directors and senior executives and the form and nature of compensation.

3.7. Disclose audit fees and other service fees charged by the auditor. In addition to the dissemination of information in the annual disclosure form (Form 56-1) and the Annual Report according to the specified criteria and through the channels of the Stock Exchange of Thailand, the Board of Directors also considers disclosing through other channels in both Thai and English, such as on the Company's website, and presenting the current information.

## **Section 4: Responsibilities of Directors**

### **1. Structure of the Board of Directors and the sub-committees**

The Board of Directors consists of individuals with diverse qualifications and backgrounds in knowledge, skills, and experiences that are beneficial to the Company. They are the key players in determining the organization's policies and guiding the overall operations and directions, and in addition, has a vital role in supervising, auditing, and evaluating the Company's performance in accordance with the set goals.

The Board of Directors must contain at least five members and elect a person who does not possess any prohibited characteristics by laws and the Company's Articles of Association as well as not having characteristics that indicate any disqualification from being entrusted with the administration of the business that has public shareholders as required by the Securities and Exchange Commission. Not less than half of the total number of directors shall have their ordinary residence in the Kingdom of Thailand, and the number of independent directors shall be in compliance with the mandate of the Capital Market Advisory Board and operate as a committee.

The Board of Directors has a term of service of not more than three years as stipulated by relevant laws. Retiring directors on rotation may be re-elected to serve as the Company's directors for the reasons and necessities the Board deems appropriate. The Company's directors and executives may also serve as directors or executives of affiliated companies or other companies, but this must comply with the requirements of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand as well as other rules, regulations, and relevant laws, and shall be reported to the Board of Directors' meeting for acknowledgment.

With the segregation of duties between Chairman and Chief Executive Officer by their different roles and responsibilities as a chairman and top management of the organization, the Company, therefore, requires that the person holding the position of Chairman must not be the same person as the Managing Director to segregate the duties of governing the business from managing the operations, thus creating a balance of authority in the operations. The Company has prepared a Charter for the Chairman of the Board of Directors and the Managing Director to define the authority clearly.

Furthermore, the Board of Directors has appointed sub-committees to assist with the Company's corporate governance as follows.

- (1) The Executive Committee has the responsibility of supporting and helping the Board of Directors manage the Company's business according to its policies, plans, regulations, and any orders, including the defined targets, within the framework assigned by the Board.
- (2) The Audit Committee supports the Board of Directors in supervising and auditing management, internal controls, and compliance with relevant laws, including preparing financial reports, for ensuring transparency and reliability in the Company's operations and information disclosure.
- (3) The Nomination Committee supports the Board of Directors in performing its duties in good corporate governance by nominating and selecting qualified candidates to serve on the Board of Directors and ensuring that the nomination process is transparent.
- (4) The Remuneration Committee supports the Board of Directors in performing its duties in good corporate governance by considering the payment criteria and the type of remuneration for the Company's directors, to ensuring that the company considers the remuneration transparently and fairly.
- (5) The Risk Management Committee is responsible for supervising and ensuring the Company has an appropriate and sufficient risk management system, which enables the company to achieve its objectives efficiently and effectively and operate in compliance with relevant laws and standards, to maintain an acceptable level of overall risks.

- (6) The Corporate Social Activity Committee supports the Board of Directors in performing its duties in good corporate governance by supervising the Company's operations on social and environmental responsibility by focusing on the impact on shareholders and stakeholders.
- (7) The Corporate Governance Committee supports the Board of Directors in performing its duties and responsibilities in good corporate governance, which will assist various business operations in achieving success in accordance with the objectives and the defined goals to create added value and confidence for shareholders and stakeholders in all sectors.

In addition, the Company has appointed a company secretary to carry out the arrangements for the Board of Directors' meeting and the shareholders' meeting and to assist the Board of Directors in performing its duties by providing advice on legal requirements and rules and regulations related to fulfilling those duties and coordinating with the Board to ensure compliance.

## **2 The roles, authority, and responsibility scope of the Board of Directors**

### **2.1 Leadership and vision**

The Board of Directors consisted of members who had extensive capabilities and experiences beneficial to company management, together with leadership and independent decision-making qualities, necessary to supervise company operations in such manner best contributing to the objectives and goals of the company and shareholders.

The Board of Directors were obliged to assign the vision and mission of the company, with yearly revision, in which in 2022, The Board of Directors' meeting had considered and reviewed that vision and mission were still appropriate with current business engagement. Moreover, The Board of Directors also approved strategy, target, plan, and annual budget of the company proposed by the management. At the same time, they were required to ensure that there were adequate mechanisms in supervising, monitoring the implementation of the company's strategies, and evaluating performances by the management, so as to meet the targets contributing to further value and wealth for both shareholders and the company, while properly safeguarding the interests of all stakeholders concerned.

### **2.2 Good Corporate Governance**

In due recognition of the importance of good corporate governance practice, The Board of Directors therefore laid down good corporate governance policy in writing, consisting of 4 parts of information which are corporate governance policies, corporate governance principles, business ethics, and code of conduct of the company's directors, the management and employees. The good corporate governance principles were prepared in two languages: Thai and English. There was evaluation of compliance and review of good corporate governance principles annually, and revealed through the company website. The manual was distributed to directors, the management, and employees, which required that all of them comply with such manual strictly. The ethics and code of conducts also being presented to the management and employees in animated cartoon for easy understanding.

The Board of Directors followed the measures of good corporate governance to strengthen its management and business engagement transparency, and those who do not comply with such measures will be appropriately punished and might be prosecuted in the case of law violation. If the employees are in doubt and cannot comply or make decision, they shall consult with sequence supervisor. In the case of dispute, the judgment from the

Managing Directors, The Executive Board and The Board of Directors will be considered as final order. ( See full details of corporate governance policies, business ethics, and code of conduct for company directors, the management and employees on the company website).

### **2.3 The policy regarding possible conflict of interest**

The Board has a clear guideline for care. To eliminate conflicts of interest with prudence for the benefit of the Company and its shareholders. The item may have a conflict of interest. The company has informed the meeting about these transactions for transparency in accordance with the Capital Market Commission, Directors who have conflict of interest were out of the meeting and abstained on the agenda for independent of the company's decision. In addition, the company do not to provide financial assistance except in the case of loans or loan guarantees in proportion to their shareholding by preparing report in the Annual Report (56-1 One Report).

### **2.4 Supervision over internal control and audit system**

The Board of Directors address on the systems overseeing financial control, company management, and corporate supervision, by assigning The Internal Audit Office to supervise over the audit, review, and monitoring of those operations results. Furthermore, The Internal Audit Office also provided recommendations to ensure independent and effective practices according to those guidelines in an independent and balanced manner.

Accordingly, The Board of Directors instructed The Internal Audit office to directly report to The Audit Committee every quarter, so as to allow the Committee to review and ensures sufficient internal control practice. At The Board of Directors' meeting no.5/2022, also attended by The Audit Committee members, the meeting together reviewed the adequacy of the internal control system and risk management system, and then concluded that the company had adequate internal control system in place. (The details are disclosed under the heading "Internal control and risk management").

With this regard, The Audit Committee is responsible for considering and giving approval for the appointment, transfer and dismissal of the head of internal audit office. Currently, the head of the company's internal audit office is Mr.Jittipong Somyapukdee, who has good quality of knowledge, abilities and experiences in internal audit. (The details are disclosed under "Attachment 3 Information of Head of Internal Audit").

### **2.5 Risk Management**

The Board of Directors places emphasis on risk management affecting the organization's goals by having risk management process in a systematic and in compliance with the company's policies.

The Board of Directors appointed The Risk Management Committee to supervise the risk management to be effective and meet the standard with risk assessment and monitoring risk management plan, as well as reporting to the Board of Directors. (See the details on risk management for each area of the company under the heading " Risk factors").

## **2.6 The Board of Directors' Report**

The Audit Committee is responsible for reviewing financial reports in a meeting jointly with the accounting department and auditors and presenting such reports to the Board of Directors quarterly. The Board of Directors is responsible for the consolidated financial statements of the Company and its subsidiaries, including financial information disclosed in the annual disclosure form / Annual Report (Form 56-1 One Report).

### **3. The Board of Directors' Meeting and Self-Assessment**

The Company arranges a meeting of the Board of Directors at least every quarter and may hold additional special meetings as necessary with a clear agenda outlined in advance and an agenda to follow up on the progress of operations on a regular basis. The Company sends notice of the meeting and supporting documents to all directors at least seven days prior to the meeting date, so they have sufficient time to study before attending the meeting unless there is an urgent necessity. The meeting minutes are recorded and certified documents are collected for reference and possible audit. At every meeting, executives and related parties shall be present to provide detailed information for accurate and timely decision-making.

In the resolution of the Board of Directors' meeting, a majority vote shall be passed, with one director representing one vote, whereby any directors having vested interests in any agenda item shall not exercise their right to vote on that item. In case of a tie of votes, the chairperson of the meeting shall have a casting vote. By the time the Board of Directors votes at the meeting, there must be at least two-thirds of the total number of directors, except for the connected transaction agenda, which shall be governed by the rules prescribed by law.

In addition, the Board of Directors encourages performance assessments be conducted at least once a year in order to improve and resolve operations. Topics are clearly defined prior to the assessment to gather opinions and present to the meeting. Criteria, procedures, and the overall assessment results are disclosed in the annual disclosure form/Annual Report (Form 56-1 One Report).

### **4. Remuneration**

The remuneration of directors should be comparable to industry practices, experience, obligations, and the scope of a director's duties and responsibilities, as well as the benefits the Company expects to receive from each director. Directors with additional duties and responsibilities, such as subcommittees' members, should be compensated incrementally appropriately. In this regard, the Company has assigned the Remuneration Committee to consider and determine the form and criteria of directors' remuneration for proposing to the shareholders' meeting for approval.

### **5. Development of Directors and Executives**

The Board of Directors has the policy to promote and facilitate the arrangement of training and education for those involved in the Company's corporate governance system, including directors, members of the Audit Committee, executives, and company secretaries, etc., to improve operations continuously. Training and education can be conducted internally by the Company or hire services from outside institutions.

In the event of a change of director or the appointment of a new director, management has provided the useful documents and information necessary for performing the duties of new directors, as well as providing new directors with an introduction to the business and guidelines for the Company's business operations.

## The Company has established policies relating to stakeholders in the following matters:

### Policy for Trading of the Company's Securities

The Company has established guidelines for the trading of the Company's securities to ensure equal treatment for all shareholders and to create transparency in the disclosure of important information under the Company's corporate governance policy, with details are as follows.

- (1) The company clearly specified conditions regarding the transaction of company securities in its business ethics, by forbidding the directors, the management, and the employees working in those departments accessible to inside information, to engage in the transaction of company securities, during the period of 1 month before the disclosure of such information to the public and 24 hour after disclosure of financial statements. The company distributed said instructions in circular to all concerned parties each quarter.

In 2022, all the company directors and management members strictly followed accordingly, without engaging in such transactions during said period.

- (2) The company informed company directors and the management to acknowledge of duty to report their first securities holding, together with any subsequent change in securities holding, to The Securities and Exchange Commission, in accordance with article 59 of The Securities and Exchange Act B. E. 2535. Furthermore, the company provided for the report on securities holding by the directors and their spouses, as a regular item in The Board of Directors' meeting

The Board of Directors has set a policy for directors and top management to inform of the company's securities trading to the company secretary at least 1 working day prior to trading. In 2022, the directors and the management have strictly followed the above policy by informing to the company secretary 4 - 6 days prior to trading.

**Note :** Further details on the policy can be found at <https://snjinter.com/th/wp-content/uploads/sites/3/2022/06/หลักเกณฑ์ปฏิบัติในการซื้อขายหลักทรัพย์บริษัท.pdf>

### Confidentiality Policy and the Use of Internal Information

The Company recognizes the importance of information used in business operations, which is the Company's internal information that can and cannot be disclosed as it may affect the Company and data of customers and partners, which is confidential and cannot be disclosed to outsiders. Therefore, the Company has established a policy regarding the confidentiality of the information and the use of internal information to guide its employees to have understanding and awareness regarding the confidentiality of corporate data and the proper and safe use of such confidential information, which will prevent severe consequences for all groups of stakeholders.

In 2022, personnel responsible for confidential information strictly adhered to this policy. There were no case in which confidential information about all groups of stakeholders was disclosed to the public.

**Note :** Further details of the policy can be found at <https://snjinter.com/th/wp-content/uploads/sites/3/2023/01/นโยบายการรักษาข้อมูลที่เป็นความลับ-ลงนาม.pdf>

## Conflict of interests Policy

The company treated the issue of conflict of interests with caution and reason, with the company's interests in mind, by laying down operations systems in a transparent manner, deemed as one major policy regarding good governance practice and business ethics for the company. The company supervised the implementation of connected transactions so as to comply with the announcement by The Capital Market Supervisory Board. Before implementing each connected transaction requiring prior approval from The Board of Directors, the item was first proposed to The Audit Committee for endorsement prior to submitting to The Board of Directors for further approval. The directors with possible conflict of interests were not allowed to take part in the meeting. Afterwards, the company informed said meeting resolution to the shareholders via the news channel of the SET together with the company website. The information included the disclosure of names and relationship of connected parties, pricing policy, transaction value, and other related details, as well as the opinions of The Board of Directors pertaining to such transactions.

Furthermore, the company held The Board of Directors' meeting subsequent to the shareholders' meeting each year, to decide on the approval criteria for business transactions under normal business term, conducted between the company and the directors, management members, or connected persons.

**Note :** Further details of the policy can be found at <https://snjinter.com/wp-content/uploads/2022/06/2.Conflict-of-Interest.pdf>

## Anti-Corruption Policy

The Company is aware of the importance of anti-corruption and commits to conducting its business with integrity within the framework of good corporate governance by adhering to good governance principles and business ethics as well as taking responsibility for society, the environment, and all stakeholders. Thus, the Company has established a written Anti-Corruption policy that covers all forms of corruption, including support for political parties, donations to charities and public interests, grants of gifts, gratuities, entertainment, hospitality, sponsorship, payment facilitation, hiring government agencies, and conflicts of interest. Also, it has established measures relating to the prevention of corruption, the responsibilities, the scope, the guidelines, whistleblowing, and the filing of complaints. In this regard, the Company has published an Anti-Corruption policy for all stakeholders to acknowledge in order to prevent corruption in all aspects of its operations, whereby decisions regarding business that may pose a corruption risk must be considered and handled carefully.

**Note :** Further details of the policy can be found at <https://snjinter.com/th/investor-relations/> -Corporate Governance – Anti Corruption Policy

## Business Ethics

The company has established business ethics and a code of conduct for its directors, executives, and employees, which is compiled in the manual on good corporate governance principles. Directors, executives, and employees of the company must perform their duties with honesty, comply with the laws and regulations, adhere to the rule of law, be transparent, resist injustice, and be conscientious. It is responsible for shareholders, customers, business partners, competitors, creditors, and employees, as well as society-at-large, the community, and the environment. The company takes into account all stakeholders, including the rights of individuals as permitted by law, respects human rights, counters corruption, not giving or receiving anything in return that goes beyond the norm, not associated with the call or bribes, avoids conflict of interest, safeguards assets, does not misuse inside information, and does not infringe on the rights of others' intellectual property or copyright.

The company has disseminated manuals to directors, executives, and employees, as well as published them on the company's website. It requires everyone to strictly follow the manual. It also brings the company's business ethics and code of conduct to create cartoon animations for the matter to be easier to understand.

(Detailed information of the company's business ethics and code of conduct of directors, executives, and employees is available on the company's website ([www.snjinter.com](http://www.snjinter.com)) under Investor Relations section and the topic of corporate governance.)

## The Important Change and Development of Corporate Governance Policy, Guideline and Charter during the past year

### 1. Major changes and developments relating to the review of policies, guidelines, corporate governance, and charters in the past year

1. Establish a confidentiality policy and the use of inside information as a guideline for directors, executives, and employees to ensure the company's confidentiality and that of its stakeholders.
2. Establish the Personal Data Protection policy as a guideline in compliance with the Personal Data Protection Act (PDPA).
3. Review the policy and regulations regarding to the use of computers as a guideline for the Company's personnel to use the computer system and the Company's network with due care and to prevent cyberattacks.
4. Establish rules on trading in company securities as a guideline for directors, executives, and those who know inside information for trading company stocks.
5. The Company has been certified as a member of the Thai Private Sector Collective Action Coalition Against Corruption (CAC) for the third time.
6. Arrange trainings and publicize the Anti-Corruption policy in an online format for business partners including signing a declaration of intent as collective actions to fight against corruption together with the Company.
7. Arrange online training and public relations on anti-corruption, as well as having employees take a test to assess their knowledge of relevant policies and practices.

## 2. The adoption of CG Code 2017 for listed companies issued by the SEC

The Company has annually reviewed the appropriateness of compliance with the CG Code for listed companies issued by the SEC and adopted the Code for the Company's business context as appropriate. Throughout 2022, the Company has fully complied with the CG Code, except for the following aspects:

Non - practiced aspects	Reasons
1. The Board of Directors has specified the number of listed companies that each director hold directorship for not more than 5 places in the company's corporate governance policy.	The Board of Directors has not specified the number of listed companies that each director hold directorship for not more than 5 places, since The Board of Directors believed that each director's business expertise and capabilities should not be restricted by the number of companies said director served, as long as he/she proved to be capable and devoted enough to carry out own assignments in fulfilling the expectations by The Board of Directors and shareholders.
2. The Board of Director's policy has specified the limit of the number of years on the tenure of independent directors not exceeding 9 years.	The Board of Director's policy does not limit the number of years on the tenure of independent directors since the company's independent directors continue to perform their duties with independence and without private interests that may conflict with the interests of the company, as well as make decisions by taking into account the best interests of the company. They are also independent from the management and major shareholders of the company
3. The Board of Directors has no independent director appointed as the company's director for more than 9 years.	The Board of Directors has four independent directors appointed as the company's director for more than 9 years because they are fully qualified per definition of company's independent directors, while duly processing such sound knowledge, professional expertise, and work experiences, beneficial to the company's business operations.
4. The Chairman of The Board of Directors is independent director.	The Board of Directors has appointed non-executive director serving as the Chairman of The Board of Directors due to his ability and expertise in the company's business. Furthermore, despite the Chairman of The Board of Directors not being an independent director, nevertheless, the Chairman of The Board of Directors duly carried out his assignments in an independent manner, and providing opportunities to all directors to act freely in expressing own opinions and suggestions contributing to the best interests of the organization.

Non - practiced aspects	Reasons
5. The Chairman of The Nominating Committee and the Chairman of The Remuneration Committee are independent directors and The Nominating Committee and The Remuneration Committee mainly comprise independent directors.	Although the Chairman of The Nominating Committee and the Chairman of The Remuneration Committee are not independent directors, all of them are directors with knowledge and experience who served the positions for a long period of time. They have performed their duties with responsibility and honesty, while never voted when they have conflict of interests.

### 3. Other information in accordance with good corporate governance principles to support various assessments

The Board of Directors have placed much emphasis on building good corporate governance practice, and upgrading those practice on continuous basis, to enable company operations to be carried out in a transparent and effective manner, leading to further growth and stability for the company. Furthermore, such practice was aimed at contributing to further economic value and long- term wealth for the shareholders, while providing fair treatment to all stakeholders concerned. The company has set the policy to achieve balanced business operations under changing social and economic environments, based on sufficiency economy principles, and in compliance with good governance practice principles for listed companies.

The consistent development of good corporate governance principles to comply with the criteria of ASEAN CG Scorecard, which is a more intensive criteria of survey, has resulted in the company receiving an “Excellent” score in the annual good corporate governance practices assessment of Thai listed companies for 2022 for the fifth consecutive year.

#### Details of Corporate Governance Evaluation:

Categories	2022 (%)	2021 (%)	2020 (%)
1. Right of Shareholders	92	92	92
2. Equitable Treatment of Shareholders	99	99	99
3. Role of Stakeholders	94	94	94
4. Disclosure and Transparency	97	93	97
5. Responsibilities of the Board	85	85	84
<b>Average Score</b>	<b>91</b>	<b>90</b>	<b>91</b>

In addition to the information presented on various topics in this document, the Board of Directors has resolved to approve the policy for use in additional governance in 2022 as follows.

## 1. Tax Policy

The Company has guidelines regarding the tax policy as follows.

- **Tax Practice**

The Company adheres to the principles and is committed to complying with the guidelines set forth by the Revenue Code and related tax laws with accuracy, transparency, and audibility.

- **Tax Responsibility**

The Company is responsible for all groups of stakeholders by providing legal tax operations and using tax benefits to achieve efficiency of the Company's business operations.

- **Transfer Pricing**

The Company determines the transfer price for sales and purchases of goods and services transactions between companies, businesses, and related persons to recognize income and expenditures to be used as a basis for tax payment in accordance with law.

- **Use of Tax Benefits**

The Company exercises tax benefits in accordance with the law and fully effective under sustainable and appropriate business operations. This may cover tax exemption measures or other benefits which is subjected to the tax policy of the country.

- **Relations with Government Agencies**

In the relations with government agencies, the Company has a department responsible for taxation to coordinate with government tax regulators in an open, transparent, and collaborative manner effectively.

- **Knowledge in Tax Law**

The Company encourages its employees responsible for the tax to have knowledge and capabilities to efficiently perform their duties to reduce the risk that may cause damage to the Company, whereby arranging employees accountable for the tax to receive training in taxation continuously.

- **Tax Transparency**

The Company applies the tax regulations set forth as a guideline for the disclosure of tax information to provide information to all groups of stakeholders in a complete and transparent manner and ensure the sustainability of its business operations.

**Note :** Further details of the policy can be found at <https://snjinter.com/th/wp-content/uploads/sites/3/2023/01/นโยบายทางด้านภาษี-ลงนาม.pdf>

## 2. Personal Data Protection Policy

The Company recognizes and places importance on processing personal data, which includes data collection, retention, usage, and transfer of personal data of the owner, to comply with the Personal Data Protection Act B.E. 2562 including other related laws which will be announced in the future. This policy consists of the following:

- Principles and Objectives
- Scope of application
- Definition
- Collection of Personal Data
- Source of Personal Data
- The Use of Personal Data
- Retention period of Personal Data
- Disclosure of Personal Data
- Retention and Protection of Personal Data
- Right of the Data Subject
- Security for Personal Data

**Note :** More information on the policy can be foundn at <https://snjinter.com/wp-content/uploads/2022/06/Personal-Data-Protection-Policy.pdf>

## 3. Policy and Regulations on the Use of Computer Systems

The Company recognizes the importance of computer systems to facilitate and speed up operations and support the business to run continuously and effectively. Therefore, maintaining confidentiality, accuracy, and completeness, including the availability of business data and information systems, is crucial for the business to operate effectively, build confidence in customers and partners, and ensure compliance with the legal requirements related to computer crime and other related laws. The policy consists of the following:

- Definition
- Policy on the use of the system
- Regulations on the use of computer systems

**Note :** More information on the policy can be found at <https://snjinter.com/th/wp-content/uploads/sites/3/2023/01/นโยบายและระเบียบข้อบังคับการใช้งานระบบคอมพิวเตอร์.pdf>