

## Summary of the Performance of the Committees for Last Year

The Board of Directors has an important role in determining the Company's key policies and, together with the Executive Board and other senior Executives/Managers, in defining the Company's values, corporate culture, vision and mission, corporate objectives, financial policy, risk management policy, strategy, operating business plans, and annual budgets. They also oversee the operations activities so as to ensure that the defined strategies and annual business plans correspond to the established core corporate objectives and goals; whereby in determining the strategies and annual business plans, a full analysis of the operating business environment, the challenges and opportunities that may impact the Company's business operations have been undertaken, increase competitive advantage, supervision of the adequacy of the internal control system, so that the outcome will be a well-defined set of strategic objectives and core operating corporate objectives, the Board of Directors has carried out the important matters as follows:

- **Vision and mission**

The Board of Directors has set the vision and mission of the company, with yearly revision, in which in 2023, The Board of Directors' meeting no. 3/2023 on December 21, 2023 considered and reviewed that vision was still appropriate with current business engagement. Moreover, the Board of Directors also approved strategy, target, and annual plan of the company proposed by the management. In addition, they were required to ensure that there were adequate mechanisms in supervising, monitoring the implementation of the company's strategies. The Board of Directors required the management to report the results of the operation according to the strategy set twice a year in July and December of each year in addition to the report of operation, performance and other issues to the Board of Directors' Meeting acknowledged on a quarterly basis and evaluating performances of the management, so as to meet the targets contributing to further value to the company, with concern to the interests of all stakeholders concerned.

- **Supervision over internal control and audit systems**

The Board of Directors has placed much emphasis on the internal control systems, company operation, and corporate supervision, by assigning "The Internal Audit Section" to supervise over the audit, review, and monitoring of those operations results. Furthermore, The Internal Audit Office has also provided recommendations to ensure independent and effective practices according to those guidelines with independent and balanced manner.

Accordingly, the Board of Directors has instructed the Internal Audit Section to usually direct report to the Audit Committee, which the Audit Committee be able to review and ensure sufficient internal control system and the results of the assessment of the sufficiency of the internal control system for the year 2023 have been reported as being appropriate and adequate to the Board of Directors.

- **Risk management**

The Board of Directors has placed 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 has 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 on twice a year in August and December . In addition, the Board of Directors' meeting no.1/2023 on February 23, 2023 reviewed and revised the risk management policy to be appropriate with the current situation.

## **Nomination, development, assessment of the performance of the Board of Directors**

### **1. Nomination of Directors and Chief Executive Officer**

#### **Nomination of Directors**

The Board of Directors has conducted the nomination of directors transparently in accordance with the good corporate governance code so that the structure of the Board of Directors consists of directors with diverse qualifications and is in line with the strategic direction of the company's business, including the qualifications as specified in the Charter of the Board of Directors.

At present, The Board of Directors consists of 15 directors. In the 2023 general meeting of shareholders no. 44, there were 5 directors who retired upon term completion, namely:

1. Mr.Thirasak Vikitset
2. Mrs.Teerada Ambhanwong
3. Mr.Suthep Dansiriviroj
4. Mr. Amorn Asvanunt
5. Mrs.Pradittha Chongwattana

The Board of Directors, excluding those directors with possible conflict of interests, considered the composition of The Board of Directors according to the Board Skill Matrix to determine the necessary qualifications for the nomination of directors. After that, The Board of Directors considered and screened the qualifications of those persons being nominated as directors on an individual basis according to the criteria and process for the selection of directors such as board diversity. The nominated candidates for the director position were qualified and aligned with the company's business strategy. They possessed knowledge, skills, and experience that would be beneficial to the organization. Accordingly, The Board of Directors resolved to endorse the proposal by The Nominating Committee, to nominate the 5 retiring directors to the shareholders' general meeting, for re-election to serve another term as directors.

The company disclosed details about the criteria and process for the selection of directors and independent directors, chief executive officer, and the management under the heading 6. 1. 1 " Policy and Guidelines for the Board of Directors".

#### **Nomination of Chief Executive Officer**

The Nominating Committee shall consider and nominate the Chief Executive Director to propose to The Board of Directors' meeting for consideration of appointment. See details about the nomination method for the person to be appointed the Chief Executive Officer under the heading 6.1.1 "Policy and Guidelines for The Board of Directors".

## 2. Development for the Directors and the Management

The Board of Directors has set up a policy to promote and support those training activities seeking to promote further knowledge for the directors, managers, and all parties concerned on a consistent basis. So, as to gain better effective skills and understanding regarding their duty assignments. These activities included the programs organized by Thai Institute of Directors Association (IOD) and other agencies concerned (See the details under the heading “Board of Directors Information”), as well as the meeting to exchange opinions with The Board of Directors and the managers of other organizations, in order to apply the knowledge and experience gained to develop the Company.

The Board of Directors participated in training programs organized by Association of Thai Institute of Directors (IOD)

	Name	DAP	DCP	RCC	RMP	RCP	ACP
1.	Mr.Boonkiet Chokwatana	3/2003	41/2004	-	-	-	-
2.	Mrs.Tipaporn Chokwatana	3/2003	68/2005	-	-	-	-
3.	Mr.Thirasak Vikitset	3/2003	68/2005	-	-	-	-
4.	Dr.Atthakorn Glankwamdee	3/2003	68/2005	-	-	-	-
5.	Mrs.Kaewta Ongsaranakom	-	27/2003	10/2010	-	-	-
6.	Prof.Dr.Malyn Ungsurungsie	17/2004	-	-	-	-	-
7.	Mrs.Chitraporn Vikitset	66/2007	-	-	-	-	-
8.	Mrs.Teerada Ambhanwong	3/2003	51/2004	-	-	-	-
9.	Mr.Suthep Dansiriviroj	32/2005	60/2005	-	5/2014	-	-
10.	Admiral Apichart Pengsritong	82/2010	-	-	-	-	-
11.	Mrs.Pismai Chandrubeksa	82/2010	-	-	-	-	-
12.	Mr.Amorn Asvanunt	4/2003	-	-	-	-	-
13.	Mrs.Pradittha Chongwattana	-	5/2001	-	-	-	-
14.	Pol.Gen.Somchai Prabhasabhakdi	25/2004	51/2004	-	-	12/2005	2/2004
15.	Assist.Prof.Dr.Pongchai Athikomrattanakul	162/2019	283/2019	-	-	-	-

The Company directors and managers paid much attention to attend training courses or seminars designed to promote their management abilities.

### Training and seminar attended by the Board of Directors and Management in 2023

Name	Training Course/Seminar
Mr.Boonkiet Chokwatana	- Understanding Corporate Sustainability
Mrs.Tipaporn Chokwatana	- Understanding Corporate Sustainability
Mr.Thirasak Vikitset	- High Impact Collaborative Leadership Continuous Development Program - Management with KPIs Program
Mrs.Kaewta Ongsaranakom	- High Impact Collaborative Leadership Continuous Development Program - Management with KPIs Program - Understanding Corporate Sustainability

Name		Training Course/Seminar
Prof.Dr.Malyn	Ungsurungsie	- Understanding Corporate Sustainability
Mrs.Chitraporn	Vikitset	- High Impact Collaborative Leadership Continuous Development Program - Management with KPIs Program
Mrs.Pismai	Chandrubeksa	- Understanding Corporate Sustainability
Mr.Suthep	Dansiriviroj	- Understanding Corporate Sustainability
Assist.Prof.Dr.Pongchai	Athikomrattanakul	- Understanding Corporate Sustainability
Mrs.Thongsuk	Upathambhakul	- High Impact Collaborative Leadership Continuous Development Program - Management with KPIs Program
Mr.Praj	Srichandra	- High Impact Collaborative Leadership Continuous Development Program - Management with KPIs Program - cGMP :Introduction of Standard 21 CFR part 211 for OTC products - RSPO Rules on Market Communications and Claims 2022 - The Good Corporate Governance, The Business Ethics, and Anti Corruption Course. - Thai Labour Standard (TLS.8001) and The Business Ethics.
Mr.Varith	Tritrapun	- CFO Refresher Course 2023 “Preparing to deal with financial, investment, and accounting issues that affect listed companies.” - CFO & Tax Forum “Leading through Change”
Mrs.Patchara	Pongwichan	- High Impact Collaborative Leadership Continuous Development Program - Management with KPIs Program - Core Value in Action
Mrs.Daranee	Ajjaneeyakul	- High Impact Collaborative Leadership Continuous Development Program - Management with KPIs Program
Mr.Arucha	Budsakornbhinanda	- High Impact Collaborative Leadership Continuous Development Program - Management with KPIs Program - Blockchain Expo 2023

### 3. Assessment of the performance of the Board of Directors

The assessment of the Board of Directors performance for the year 2023 has been carry out, in which the assessment was set to conduct yearly. Each of the directors will be given opportunity to assess the performance both individuals and the board as a whole to review performance results, problems, and obstacles faced during the past year, in order to contribute to better effective performances by The Board of Directors.

The percentage score criteria was set as follows

Criteria	Score
Excellent	Over 80 percent
Good	70 – 79 percent
Fair	60 – 69 percent
Improve	Less than 60 percent

- **Yearly Performance Assessment of the Board of Directors**

The Board of Directors carried out the Board's performance assessment, which divided in to 3 aspects as follow:

1. Structure and qualifications of the Board of Directors
2. Board of Directors' Meeting
3. Role, Duty, and Responsibility of the Board of Directors

- **Yearly Performance Assessment of the Individual Director**

The Board of Directors carried out the individuals' performance assessment, which divided in to 3 aspects as follow:

1. Role, Duty, and Responsibility of directors
2. Duties of directors
3. Self-development of directors

**Procedure and Assessment Results**

The Company Secretary sent out the Board's performance assessment forms and individual's performance assessment form to all directors, through electronic system. Every director was independent in taking such evaluation. The company secretary summarizes the results and report to the Board of Directors at the Board of Directors' meeting. The Company Secretary once completed to be collected, summarized, and reported to The Board of Directors at The Board of Directors' meeting annually.

Performance Assessment of the Board of Directors	% average score	Criteria
The Board of Directors	92	Excellent
The Individual Director	90	Excellent

The Company will use these assessment results to improve the efficiency of The Board of Directors' performance, for the utmost benefit in corporate governance.

- **Yearly Performance Assessment of the Sub-Committees**

The Board of Directors has set the annual assessment of performance of every sub- committees. The performance assessment was divided into 3 aspects as follows:

1. Structure and qualifications of the Sub-Committees
2. Sub-Committees' Meeting
3. Role, Duty, and Responsibility of the Sub-Committees

**Procedure and Assessment Results**

The Company Secretary and/or Secretary of the sub-committees sent out evaluation forms , through electronic system to each sub-committee to assess their overall performance in the sub-committees where he or she holds a position. Every director was independent in taking such evaluation. The company secretary summarizes the results sent to Secretary of the sub-committees and report to each the sub-committees for acknowledgment in the meetings of the sub-committees in which they hold positions and report to The Board of Directors' meetings annually. The Company will use the evaluation results to enhance the performance of the sub-committees for the utmost benefit of the organization.

In 2023, the assessment results of the Sub-Committees, are as follows:

Performance Assessment of the Sub-Committee	% average score	Criteria
The Corporate Social Responsibility Committee	98	Excellent
The Corporate Governance Committee	96	Excellent
The Executive Board	92	Excellent
The Audit Committee	91	Excellent
The Risk Management Committee	87	Excellent
The Remuneration Committee	86	Excellent
The Nominating Committee	85	Excellent

- **Yearly Performance Assessment of Managing Director**

The Board of Directors and the Executive Board, excluding Managing Director and Chairman of Executive Board are evaluate annually performance of Managing Director in order to determine the remuneration, by using assessment form of Managing Director that divided into 4 aspects as follows:

1. Leadership
2. Strategy determination and strategy implementation
3. Financial planning and performance
4. Relationship with the Board of Directors, company personnel and stakeholders

## Procedure and Assessment Results

The Company Secretary sent out the Managing Director's performance assessment form to the Board of Directors and Executive Board through electronic system excluding interested directors. Then, the Company Secretary shall summarize and report to the Board of Directors and the Remuneration Committee to acknowledge the said evaluation which the result of evaluation was in the "Excellent" criteria.

## Meeting Attendance and Remuneration of The Board of Directors

### 1. The Board of Directors' Meeting

The Board of Directors must attend meetings regularly to acknowledge and make decision on the Company's business operations which requires the meeting to be held at least once in a quarter by pre-scheduling the meeting annually and having a clear agenda and notify each director to allocate time to attend the meeting and there may be additional special meetings to consider urgent matters.

All directors considered as their duties to attend the meeting each time, unless unable to do so due to significant obligation or illness. During the meeting, The Chairman allowed the directors to present opinions and comments independently, while those directors having conflict of interests would not be allowed to attend or cast votes at such meetings. The Company Secretary recorded the meeting minutes and then classified those minutes in a systematic manner, to facilitate easy references.

The Board of Directors has supported the joint meeting between the Board of Directors and the Executive Directors at least twice a year, to deliver yearly strategic targets and operation plans of the company, as well as to build good relationships between directors and executives. During 2023, the joint meeting between the Board of Directors and the Executive Directors held 2 meetings. In addition, Chief Financial Officer has joined the Board of Directors' meeting at all times.

The Board of Directors has laid down a policy that non-executive directors arrange their own meeting, without executive directors or the management of the company, at least once a year so that non-executive directors can consider and discuss various issues about management or interested issues. The results of the meeting were informed to the Managing Directors.

During 2023, The Board of Directors convened total 6 meetings, whereby the meeting dates had been earlier decided throughout the entire year. The Board of Directors' meeting schedule of the year 2023 was informed to each director for acknowledgement in advance every year within December. In addition, non executive directors held 1 meeting on December 21, 2023, without the management in attendance, to discuss business-related issues of the company. The result of the meeting was reported to Chairman of Executive Board and Managing Director for acknowledgment.

## Meeting Attendance of The Board of Directors for Year 2023

Name of directors	Position	Attendance of The Board of Directors Meetings			Meeting Attendance Proportion (%)	Attendance of the General Shareholders' Meeting (time)	
		Total (times)	In Person (times)	By electronics means (times)			
1. Mr.Boonkiet	Chokwatana	Chairman	6/6	3/6	3/6	100	1/1
2. Mrs.Tipaporn	Chokwatana	Vice Chairman	6/6	1/6	5/6	100	1/1
3. Mr.Thirasak	Vikitset	Managing Director	6/6	3/6	3/6	100	1/1
4. Dr.Atthakorn	Glankwamdee	Deputy Managing Director	6/6	3/6	3/6	100	1/1
5. Mrs.Kaewta	Ongsarakom	Director	6/6	3/6	3/6	100	1/1
6. Prof.Dr.Malyn	Ungsurungsie	Director	6/6	2/6	4/6	100	1/1
7. Mrs.Chitraporn	Vikitset	Director	6/6	3/6	3/6	100	1/1
8. Mrs.Teerada	Ambhanwong	Director	6/6	1/6	5/6	100	1/1
9. Mr.Suthep	Dansiriviroj	Director	6/6	3/6	3/6	100	1/1
10. Admiral Apichart	Pengsritong	Independent Director	6/6	3/6	3/6	100	1/1
11. Mrs.Pismai	Chandrubeksa	Independent Director	6/6	3/6	3/6	100	1/1
12. Mr.Amorn	Asvanunt	Independent Director	5/6*	3/6	2/6	83	1/1
13. Mrs.Pradittha	Chongwattana	Independent Director	4/6**	2/6	2/6	67	1/1
14. Pol.Gen.Somchai	Prabhasabhakdi	Independent Director	5/6*	3/6	2/6	83	1/1
15. Assist.Prof.Dr.Pongchai	Athikomrattanakul	Independent Director	6/6	3/6	3/6	100	1/1

Remark : \* leave of absence

\*\* sick leave

### 2. The Audit Committee' Meeting

During 2023, the Audit Committee held total of 9 meetings, with the Members attending every meeting as follow:

Name	Position	Number of Attendance
1. Mr.Amorn	Chairman, Audit Committee	8/9
2. Mrs.Pradittha	Director, Audit Committee	7/9
3. Pol.Gen Somchai	Director, Audit Committee	7/9
4. Assist.Prof.Dr.Pongchai	Director, Audit Committee	9/9



### 3. The Nominating Committee' Meeting

During 2023, the Nominating Committee held total of 2 meetings, with the Members attending every meeting as follow:

	Name	Position	Number of Attendance
1.	Mr.Boonkiet Chokwatana	Chairman of the Nominating Committee	2/2
2.	Mr.Thirasak Vikitset	Director of the Nominating Committee	2/2
3.	Dr.Atthakorn Glankwamdee	Director of the Nominating Committee	2/2
4.	Mrs.Kaewta Ongsaranakom	Director of the Nominating Committee	2/2
5.	Mrs.Chitraporn Vikitset	Director of the Nominating Committee	1/2

### 4. The Remuneration Committee' Meeting

During 2023, the Remuneration Committee held total of 2 meetings, with the Members attending every meeting as follow:

	Name	Position	Number of Attendance
1.	Mr.Boonkiet Chokwatana	Chairman of the Remuneration Committee	2/2
2.	Mr.Thirasak Vikitset	Director of the Remuneration Committee	2/2
3.	Mrs.Kaewta Ongsaranakom	Director of the Remuneration Committee	2/2
4.	Mrs.Pismai Chandrubeksa	Director of the Remuneration Committee	2/2

### 5. The Risk Management Committee' Meeting

During 2023, the Risk Management Committee held total of 6 meetings, with the Members attending every meeting as follow:

	Name	Position	Number of Attendance
1.	Assist.Prof.Dr.Pongchai Athikomrattanakul	Chairman of the Risk Management Committee	6/6
2.	Mrs.Porntip Putipat	Director of the Risk Management Committee	6/6
3.	Mrs.Thongsuk Upathambhakul	Director of the Risk Management Committee	6/6
4.	Mr.Praj Srichandra	Director of the Risk Management Committee	5/6
5.	Mrs.Daranee Ajjaneeyakul	Director of the Risk Management Committee	6/6

Name	Position	Number of Attendance
6. Ms.Waraluck Punpairoj	Director of the Risk Management Committee	5/6
7. Mrs.Jariya Thamvachiraporn	Director of the Risk Management Committee	5/6*

\* Appointed on May 3, 2023

#### 6. The Corporate Social Responsibility Committee' Meeting

During 2023, the Corporate Social Responsibility Committee held total of 4 meetings, with the Members attending every meeting as follow:

Name	Position	Number of Attendance
1. Prof.Dr.Malyn Ungsurungsie	Chairman of the Corporate Social Responsibility Committee	4/4
2. Admiral Apichart Pengsritong	Director of the Corporate Social Responsibility Committee	4/4
3. Mrs.Rujapa Srisurang	Director of the Corporate Social Responsibility Committee	4/4
4. Mrs.Pranee Petcharayutpun	Director of the Corporate Social Responsibility Committee	4/4
5. Ms.Natpitchaya Kitthamrongworakul	Director of the Corporate Social Responsibility Committee	4/4
6. Ms.Pornpanawan Boonrom	Director of the Corporate Social Responsibility Committee	4/4
7. Ms.Usa Kingsubmanee	Director of the Corporate Social Responsibility Committee	4/4

#### 7. The Corporate Governance Committee' Meeting

During 2023, the Corporate Governance Committee held total of 4 meetings, with the Members attending every meeting as follow:

Name	Position	Number of Attendance
1. Pol.Gen.Somchai Prabhasabhakdi	Chairman of the Corporate Governance	4/4
2. Mrs.Kaewta Ongsaranakom	Director of the Corporate Governance	4/4
3. Mrs.Patchara Pongwichan	Director of the Corporate Governance	4/4

	Name	Position	Number of Attendance
4.	Mr.Sumit Khopaiboon	Director of the Corporate Governance	4/4
5.	Ms.Thatsruang Saengwichian	Director of the Corporate Governance	4/4
6.	Mr.Jittipong Somyapukdee	Director of the Corporate Governance	4/4

#### 8. The Executive Board' Meeting

During 2023, the Executive Board held total of 22 meetings, with the Members attending every meeting as follow:

	Name	Position	Number of Attendance
1.	Mr.Thirasak Vikitset	Chairman of the Executive Board	22/22
2.	Mrs.Kaewta Ongsaranakom	Director of the Executive Board	21/22
3.	Prof.Dr.Malyn Ungsurungsie	Director of the Executive Board	19/22
4.	Mrs.Chitraporn Vikitset	Director of the Executive Board	18/22
5.	Mrs.Thongsuk Upathambhakul	Director of the Executive Board	21/22
6.	Mr.Praj Srichandra	Director of the Executive Board	18/22
7.	Mrs.Patchara Pongwichan	Director of the Executive Board	20/22
8.	Mrs.Daranee Ajaneeyakul	Director of the Executive Board	19/22
9.	Ms.Kritsanarath Rassameesuriyan	Director of the Executive Board	22/22
10.	Mr.Sumit Khopaiboon	Director of the Executive Board	21/22
11.	Ms.Yarin Arayatanitkul	Director of the Executive Board	19/22
12.	Ms.Waraluck Punpairoj	Director of the Executive Board	16/22*

\* Appointed on May 3, 2023