

Report of the Corporate Governance Committee

The Corporate Governance Committee of S&J International Enterprises Public Company Limited consists of 6 members as follow.

Name list		Position	Number of Meetings Attended / Meeting Attendance Rights
Pol.Gen.Somchai	Prabhasabhakdi	Chairman of the Corporate Governance Committee	4/4
Mr.Suthep	Dansiriviroj	Director of the Corporate Governance Committee	3/3*
Mrs.Kaewta	Ongsaranakom	Director of the Corporate Governance Committee	4/4
Mrs.Patchara	Pongwichan	Director of the Corporate Governance Committee	4/4
Mr.Sumit	Khopaiboon	Director of the Corporate Governance Committee	4/4
Ms.Thatsruang	Saengwichian	Director of the Corporate Governance Committee	4/4

Note : * Assumed the position on May 7, 2024.

The Corporate Governance Committee has fulfilled its duties as assigned by the Board of Directors, as stipulated in the Corporate Governance Committee Charter. It is responsible for overseeing the company's operations in compliance with good corporate governance principles, ensuring transparent, disclosed, and auditable management, fairness to all stakeholders, and sustainable growth.

In 2024, the Corporate Governance Committee held a total of 4 meetings, with all members attending each session. The committee reported the results to the Board of Directors, which key points summarized as follows.

1. **The Corporate Governance Committee Charter** has been reviewed and updated to align with the current situation.
2. **Good Corporate Governance** The company's good corporate governance principles were reviewed and updated to serve as guidelines for directors, executives, and all employee in their operations. The committee also monitored compliance with good corporate governance principles by the Board of Directors and subcommittees. As a result, the company received an **"Excellent"** corporate governance rating for the seventh consecutive year and was ranked **"Top Quartile"** of listed companies with a market capitalization between Baht 3,000-9,999 million in the Corporate Governance Report of Thai Listed Companies for the year 2024.
3. **Anti-Corruption** The committee ensured that the company implemented effective anti-corruption measures. This included regularly reviewing relevant policies and procedures as well as conducting an annual corruption risk assessment for the company and its subsidiaries to ensure alignment with the current situation. This year, the company expanded the scope of its anti-corruption policies and practices to Osoth Inter Laboratories Co., Ltd., an affiliate company, in compliance with the assessment criteria of the Thai Private Sector Collective Action Against Corruption (CAC).

4. **Continue** to cultivate and instill “**consciousness**” of good corporate governance and anti-corruption to those involved to achieve concrete and sustainable practical results. This year, an e-learning program on “**Anti-Corruption and Business Ethics in the Organization**” was conducted for 2,805 directors, executives, and employees, all of whom successfully completed the post-training assessment in full compliance with the company’s standards.
5. The annual performance evaluation of the Corporate Governance Committee for the year 2024 was conducted and used the results to enhance its efficacy of the committee’s duties. The evaluation results were ranked as “**very good**”.
6. In 2024, there were **no complaints** reported about violations of **corporate governance or business ethics within the organization**. Regarding **anti-corruption**, one complaint was received. However, after investigating the facts, it was determined that the complaint was no factual basis.

In conclusion, the Corporate Governance Committee is confident that the company operates in accordance with good corporate governance principles and is committed to continuous development to ensure that the company earns the trust of all stakeholders, laying the foundation for sustainable long-term growth.



(Pol.Gen. Somchai Prabhasabhakdi)

Chairman of the Corporate Governance Committee