

Rhom Bho Property Public Company Limited

Corporate Governance Policy

Rhom Bho Property Public Company Limited complies with the Code of Best Practice Policy to ensure transparency and efficiency in business operations, which will create trust and confidence amongst the shareholders, investors, and all relevant parties. The Company's Board of Directors has thus established the Principles of Corporate Governance in accordance with the Good Corporate Governance Guidelines set by the Stock Exchange of Thailand. The Company's Principles of Corporate Governance comprise five chapters as follows:-

Chapter 1: The Rights of Shareholders

The Board of Directors recognizes and respects the basic rights of shareholders as the company's owners and stock investors, including the right to buy, sell, or transfer shares; obtain relevant and material information on the company; share in the profits of the company; participate and vote in shareholder meetings; express opinions; and participation in key company decisions such as dividend allocation, election and removal of members of the board, appointment of external auditors, and approval of extraordinary transactions.

In addition to the foregoing basic rights of shareholders, various attempts have been made by the Company to facilitate exercise of shareholders' rights as follows:

1. Shareholder Meetings

1.1 The Company shall hold an annual shareholder meeting within four (4) months from the end of an accounting period. An invitation letter containing adequate information, meeting agenda and opinions of the board for each agenda item shall be sent to shareholders at least seven days prior to the meeting. If there is significant agenda, an invitation letter shall be sent to shareholders at least fourteen (14) days prior to the meeting to provide shareholders sufficient time to review. Examples of such agenda include approval of private placement of shares, issuing securities to employees and directors (ESOP), changing capital structure of the company, entering into connected transactions, acquisition and disposition of significant assets, and delisting. The Company shall also announce the notice of meeting in newspaper(s) for three (3) consecutive days prior to the meeting.

1.2 Shareholders who are unable to attend a meeting in person may appoint an independent director or any person as a designated proxy to attend a meeting on their behalf using an appropriate proxy form sent with an invitation letter by the Company.

Prior to a shareholder meeting, the Company shall give an opportunity to shareholders to send opinions, suggestions, or questions in advance via email address of the Company Secretary charoen.b@rhombho.co.th.

1.3 The Company shall select a suitable place with good transportation to hold a shareholder meeting at appropriate date and time and allocate adequate time for discussion.

1.4 At shareholder meetings, shareholders shall be given the opportunity to make inquiries, suggestions, and comments. Directors and relevant executives attending the meeting shall give direct and clear responses to all queries.

1.5 The Company shall prepare the shareholder meeting minutes and submit it to the Stock Exchange of Thailand within fourteen (14) days from the meeting date in accordance with the regulations of the Stock Exchange of Thailand and disclose or disseminate the minutes appropriately and completely.

2. Election and Removal of Directors and Determination of Directors' Remuneration

2.1 Election of Directors

Shareholders have the right to elect directors individually. The Company shall nominate qualified persons and send the names of all candidates nominated together with his/her biographical details to shareholders to review and consider appointing as directors at a shareholder meeting.

2.2 Removal of Directors

The shareholder meeting may pass a resolution to remove any director before the expiration of his or her term of office in accordance with laws and the Company's Articles of Association by the vote of not less than three-fourths (3/4) of the number of shareholders attending the meeting and entitled to vote and the total number of shares of not less than one half of the number of shares held by shareholders attending the meeting and entitled to vote.

2.3 Determination of Directors' Remuneration

Shareholders have the right to determine the remuneration of directors in monetary and/or non-monetary forms at the annual shareholder meeting. The Company shall also inform shareholders of the rules

and policy for determining remuneration of each director in monetary and/or non-monetary forms on a yearly basis.

3. The Right to Appoint External Auditors and Determine Audit Fee

The Company requires that an appointment of external auditor(s) and determination of audit fee be approved by shareholders at an annual ordinary meeting of shareholders. The Company's auditor(s) must be independent and approved by the Securities and Exchange Commission. Information of a person nominated as an auditor of the Company including audit office, experience, independence, years of audit for the Company (in case of re- appointment), and audit and/or other fees shall be enclosed with a letter of invitation to a shareholder meeting and published on the Company's website for shareholders to review prior to the meeting.

4. The Right to Share in Profits

The Company shall allocate the profits to shareholders in the form of dividends, provided that such allocation is approved by shareholders at an annual ordinary meeting of shareholders.

5. The Right to Obtain Relevant and Material Information on the Company on a Timely and Regular Basis

The Company has a policy to disclose information to shareholders transparently, accurately, completely, and impartially. Every shareholder can access and obtain information, operating results, and management policy of the Company sufficiently, regularly, timely, and fairly by contacting the Company or through such channels as:

- Company's website www.rhombho.co.th.

Chapter 2: Equitable Treatment of Shareholders

The Company shall treat all shareholders fairly and equally. Processes and procedures for shareholder meetings shall allow for equitable treatment of all shareholders. Voting rights shall be based on the one share, one vote principle. The Company allows shareholders who are unable to attend a meeting in person to appoint an independent director or any person as a designated proxy to attend a meeting on their behalf using an appropriate proxy form sent with an invitation letter by the Company. The Company shall record a meeting accurately and clearly and send the meeting minutes to every shareholder after submitting it to the Stock Exchange of Thailand and Securities and Exchange Commission within fourteen (14) days from the meeting date. The meeting minutes shall also be published on the Company's website.

Furthermore, the Company shall set measures to prevent insider trading by directors, executives, and employees working with inside information (including their spouses and minor children). All relevant parties shall be prohibited from trading the Company's securities for at least thirty (30) days prior to the disclosure of the quarterly and annual financial statements and within twenty four (24) hours after disclosing such information to the public and from disclosing such information to other parties.

The Company shall inform directors and executives of their duty to report their holdings of the Company's securities and penalties in compliance with the Securities and Exchange Act B.E. 2535 and Regulations of the Stock Exchange of Thailand. Directors and executives must also report any changes in their holdings of the Company's securities and securities held by their spouses and minor children to the Securities and Exchange Commission in accordance with Section 59 of the Securities and Exchange Act B.E. 2535 within three (3) business days of the trading date.

Chapter 3: The Role of Stakeholders

The Company places importance on the rights of all stakeholders, be they internal stakeholders such as employees and executives or external stakeholders such as competitors, suppliers, and customers. The Company is aware that supports and comments from stakeholders will benefit its operations and business development and shall therefore comply with relevant laws and regulations to ensure that the rights of stakeholders are respected.

Furthermore, the Company shall promote cooperation between the Company and its stakeholders in order to create stability for the Company according to the following guidelines:

Shareholders: To operate business as a representative of shareholders and to create the highest levels of shareholder satisfaction, the Company requires its employees to comply with the following guidelines:

- Perform their duties with honesty and integrity and make any decision cautiously and fairly in the interest of all shareholders;
- Manage operations to ensure that the Company has good financial status and performance results and accurately and fully present the Company's financial status, operating results, and financial, accounting, and other reports on a regular basis through such channels as Company's website, newspaper, and written letter;
- Inform all shareholders of future trends that may affect the Company, both positively and negatively, based on actual possibility and supported by sufficient data and reasons;
- Do not use any undisclosed information of the Company to gain benefits for oneself and for

others or engage in any act that conflicts with the interests of the Company;

- Ensure that procedures for shareholders meetings allow equitable treatment of all shareholders.

Employees: The Company recognizes the importance of employees and has adopted a policy to ensure that its employees are treated fairly in relation to opportunity, compensation, appointment, transfer, and career development as follows:

- All employees shall be treated with dignity, respect, and proper regard of their privacy rights;
- A safe working environment shall always be maintained to protect employee life and property;
- Appointment, transfer, reward, and punishment must be carried out with honesty and based on knowledge, ability, and appropriateness of individual employee;
- Importance shall be placed on enhancing employees' knowledge and skills on a regular basis, including organizing seminars and trainings;
- The Company shall determine employee compensation fairly based on market rate, business competition, job title, performance, and Company's ability to pay such compensation;
- The Company shall avoid any unfair action that may impact employee performances;
- The Company shall inform all employees of employee welfare policy and prepare an employee handbook containing information such as work rules and regulations, group health insurance, group life insurance, and provident fund;
- The Company shall give employees an opportunity to voice their suggestions or report complaints about work and shall determine remedies that benefit all parties and promote teamwork.

Competitors: The Company strives to achieve sustainable success and become a leading company under a fair competition. It shall adhere to the following business practices regarding competition:

- Operate business under fair competition rules;
- Do not use unethical and improper means to seek competitors' confidential information;
- Do not falsely accuse or act to damage the reputations of competitors;
- Do not engage in any act that violates intellectual property rights of competitors or others.

Suppliers: The Company treats its suppliers with honest and shall strictly comply with agreements and promises made with suppliers. Suppliers shall be chosen fairly under the Company's supplier selection and assessment rules to prevent corruption and misconduct in a procurement process.

Customers: The Company recognizes the importance of customers and has adopted a customer service policy as follows:

- Provide services in a polite and enthusiastic manner. Receive customers sincerely and wholeheartedly. Deliver fast, accurate, and reliable services.
- Protect customers' confidential information and do not use such information for the benefit of oneself or others;
- Provide accurate, adequate, and up-to-date information on products and services. Avoid exaggerated advertisements that cause customers to misunderstand the quality or terms and conditions of the Company's products and services;
- Offer recommendations about the Company's products and services efficiently and in customers' best interest.

Creditors: The Company is committed to conducting its business with principle and discipline to create trust among creditors, taking in consideration the Company's best interest and on the basis that both parties benefit fairly. Attempts shall be made to avoid conflicts of interest and negotiation and remedy must be done on a basis of business relationship. The Company shall adhere to the following practices:

- Refrain from demanding, accepting, or paying of dishonest benefits in dealing with creditors;
- When there is evidence of demanding, accepting, or paying of dishonest benefits, the Company must disclose such information to the creditor and work together with the creditor to solve the problem fairly and promptly;
- Strictly comply with agreed terms and conditions. Where any term and condition cannot be followed, the Company must promptly notify the creditor in advance in order to find solutions together.

Communities and society: The Company is part of a community that will advance together towards social and environmental development for sustainability. It has continued to conduct social and community activities while operating business under CSR principles as follows:

- Adopt a business operation policy that takes into consideration the environment and strictly comply with environmental laws and regulations;
- Adopt an explicit CSR policy;
- Promote social and environmental consciousness and responsibility among employees;
- Respect local customs and cultures of the areas in which the Company operates;

- Conduct social, community, and environmental activities or participate in such activities organized by government, private, and community sectors regularly to improve the quality of life in the community where the Company is located;
- Provide support, as appropriate, for activities organized by local communities in the areas in which the Company operates;
- Promptly and efficiently respond to impacts on the environment, community, and property caused by the Company's operations. Fully cooperate with state officials and relevant organizations to find solutions.

State agencies: The Company is determined to comply with state laws, rules, and regulations and support government and private measures in fighting against corruption.

Furthermore, the Company shall comply with relevant laws and rules to ensure that the rights of these stakeholders are respected.

In addition, the Company has created the Employee Code of Conduct to be adhered to by all employees as follows:

- Employees shall perform duties with honesty and diligence and shall improve their work efficiency for their own benefit and for the benefit of the organization;
- Employees shall strictly comply with the Company's rules and regulations;
- Employees shall respect and obey their superiors in accordance with the Company's policy and Articles of Association;
- Employees shall promote unity and solidarity, help each other, and avoid conflicts that may cause damages to the Company and others;
- Employees shall respect and honor each other and avoid disclosing or criticizing others' work and private matters in a way that may damage the reputation of the Company or other employees;

- Employees shall avoid receiving any gift that may cause them to feel uncomfortable in performing their duties and shall immediately notify their superiors if such act is unavoidable;
- Employees shall not use their positions or advantages derived from their positions for personal benefits or the benefit of their associates or to compete in business with the Company;
- Employees shall treat customers and suppliers honestly and equitably;
- Employees shall protect confidential information of customers, suppliers, and the Company;
- Employees shall promptly inform their superiors of matters that may affect the reputation and operation of the Company;
- Employees shall take good care of the Company's properties, keeping them in good condition to ensure maximum usage and preventing waste, loss, and untimely damage or degradation.

Disciplinary Action

When an employee acts out of interests that conflict with those of the Company, a consideration shall be made based on the Company's organizational structure and workplace regulations. The department with which that employee is affiliated shall make a primary consideration and submit a report to senior superior and relevant departments in order to determine appropriate disciplinary action. In the case of severe conflicts of interest that cause significant damages, report the Company's management who will consider the issue in order to find a conclusion and determine a disciplinary action.

Determining Disciplinary Action

1. Oral reprimand
2. Written warning
3. Pay cut
4. Suspension
5. Termination without severance pay
6. Legal action

Chapter 4: Disclosure and Transparency

The Company recognizes the importance of accurate, complete, and transparent disclosure of both general and financial information in accordance with the rules of the Securities and Exchange Commission and Stock Exchange of Thailand, as well as other important information that may affect the Company's

securities prices. The Company has disclosed information to its shareholders, investors, and the public through various channels of the Securities and Exchange Commission and Stock Exchange of Thailand and the Company's website www.rhombho.co.th.

The Company has not set up a unit to perform the investor relations function. However, the Company Secretary has preliminarily been assigned to communicate with investors, shareholders, analysts, and relevant state organizations.

The Board of Directors is responsible for the Company's financial statements and information presented in annual report. These financial statements are prepared in accordance with Thailand Generally Accepted Auditing Standards using an accounting policy appropriate with the Company's business. Financial report and internal control system, as well as information presented in the notes to the financial statements, are reviewed by the Audit Committee.

Chapter 5: Responsibilities of the Board of Directors

1. Structure of the Board

The Company's Board of Directors consists of qualified persons who play an important role in determining corporate policies, governing, auditing, and assessing the operations of the Company to be in line with the determined plan. The Board's composition is as follows:

- 1.1 The Company has at least one-third (1/3) of the total number of directors, but not less than three (3) directors, as independent directors. At present, the Board of Directors has eight members, of whom three are independent directors.
- 1.2 The Board of Directors has appointed four (4) committees including the Audit Committee, Nomination and Remuneration Committee, Risk Management Committee, and Executive Committee to handle specific tasks on behalf of the Board. Each committee has the rights and duties as described in the Authorities and Duties of the Committee.
- 1.3 At every annual general meeting of shareholders, one-third (1/3) of the total number of directors shall retire. If the number of directors cannot be divided by three, then the number nearest to one-third (1/3) shall retire. The retiring directors can be re-elected.
- 1.4 Independent directors must be qualified persons who possess expertise in accounting, finance, and appropriate fields of business in order to protect the interests of shareholders and other stakeholders. They must also possess the qualifications required by the Securities and Exchange Commission and Stock Exchange of Thailand.
- 1.5 The Company has clearly separated the roles and responsibilities of the Board of Directors from

those of Management. While the Board is responsible for determining policies and ensuring that the Management performs in accordance with the policies, executives are responsible for managing the Company in line with the policies. The Chairman of the Board and Managing Director are thus different individuals and both positions must be appointed by the Board of Directors.

The Company Secretary serves the Board of Directors by providing support on regulatory matters; arranging meetings of the Board, Committees, and shareholders to ensure compliance with laws and the Company's Articles of Association and Code of Conduct; preparing and keeping the Register of Directors; preparing invitation notice for shareholder meetings and shareholder meeting minutes; keeping a report of conflicts of interest prepared by directors and executives, and performing any other acts as required by the Securities and Exchange Commission. The Company Secretary shall also be responsible for submitting a copy of the report of conflicts of interest prepared by directors to the Chairmen of the Board and the Audit Committee within seven days from date on which the report is received.

2. Roles, Duties, and Responsibilities of the Board of Directors

The Board of Directors consists of members with diverse skills and knowledge and leadership. It takes part in determining the Company's vision, mission, strategies, and business policies and ensures that the operations of the Company are in accordance with laws, the Company's Article of Association and objectives, and shareholder meeting's resolutions. For the purposes of monitoring and managing the Company's operations, the Board of Directors has set up various committees to carry out specific tasks on behalf of the Board.

2.1 Corporate Governance Policy

The Company has adopted a written corporate governance policy, which will be reviewed at least once every year. Moreover, the Company shall strictly comply with rules and regulations set by the Securities and Exchange Commission and Stock Exchange of Thailand and/or Market for Alternative Investment and shall present a corporate governance report in its annual report and annual registration statement (Form 56-1).

2.2 Code of Ethics

The Company has defined ethical principles to provide directors and employees with guidance for performing their duties with integrity and fairness and set a monitoring system to ensure compliance with

such principles.

2.2.1 Responsibility to Shareholders

The Company is committed to its shareholders and strives to give shareholders the highest level of satisfaction by focusing on sustainable development and appropriate return, transparency, and reliable accounting system. To achieve these, the Company strictly complies with the following guidelines:

2.2.1.1 Sustainable Growth

- Perform duties honestly and treat all shareholders fairly in the best collective interest;
- Manage the Company to the best of their ability and knowledge in all case and make decisions with due care;
- Refrain from any act that may cause a conflict of interest with the Company.

2.2.1.2 Information Disclosure

- Fully and truthfully report status and future trends of the Company to all shareholders on a regular basis;
- Do not use any undisclosed information of the Company to gain personal benefit and for the benefit of others;
- Do not disclose confidential information to outsiders that may cause damage to the Company.

2.2.2 Relationships with Customers and the Public

The Company strives to establish trust with customers and the public and assure them that they will receive quality products and services at an appropriate price. It has set forth guidelines to be observed as follows:

2.2.2.1 Strive to create satisfaction for customers and assure them that they will receive quality products and services at an appropriate price and that the Company will continue to improve the standard of products and services;

2.2.2.2 Truthfully provide complete, accurate, and up-to-date information on products and services and maintain good relationship with customers;

2.2.2.3 Offer product and service warranty within an appropriate period;

2.2.2.4 Set up a system for customers and the public to file a complaint about products and services and properly handle the complaint process to deliver a quick response;

2.2.2.5 Do not set an exorbitant price beyond the price of the goods of the same class or kind and prohibit unfair terms of trade;

2.2.2.6 Strictly comply with terms and conditions with customers and the public and immediately notify customers and the public when such compliance cannot be achieved in order to find solutions together;

2.2.2.7 Protect confidential information of customers and refrain from using such information for personal benefit and the benefit of others.

2.2.3 Relationships with Suppliers, Competitors, and Creditors

The Company cares about honesty and equality practices in business and developing mutual benefits with suppliers. The Company's suppliers shall strictly comply with laws and rules and adhere to business ethics principles. The Company shall also uphold fair competition and best practices for taking and repaying loans. To achieve these, the Company has set forth guidelines to be observed as follows:

2.2.3.1 Relationship with Suppliers

- Refrain from demanding, accepting, or paying of benefits in dealing with suppliers;
- Strictly comply with terms and conditions with suppliers;
- If compliance with terms and conditions cannot be achieved, immediately notify suppliers in order to find solutions together.

2.2.3.2 Relationship with Competitors

- Comply with fair competition rules;
- Avoid making false accusations to damage the reputation of competitors.

2.2.3.3 Relationship with Creditors

- Strictly comply with terms and conditions with creditors including those for repayment and collateral management. Do not use loan capital in a way that conflicts with the objectives in the agreement made with creditors;
- Truthfully report the Company's financial status to creditors;

- Notify creditors in advance if unable to comply with agreement obligations and work together to find solutions.

2.2.4 Promoting Positive Workplace Environment and Culture

Employees are an important factor for success. The Company is thus committed to creating positive workplace environment and culture and promoting teamwork as follows:

2.2.4.1 Offer fair employee compensation in the form of salary and/or bonus;

2.2.4.2 Maintain safe working environment;

2.2.4.3 Appointment, transfer, reward, and punishment must be carried out fairly and honestly based on knowledge, ability, appropriateness, and performance of individual employee;

2.2.4.4 Focus on development and transmission of knowledge and skills. Provide equal opportunities for all employees;

2.2.4.5 Listen to opinions and suggestions of employees at all levels;

2.2.4.6 Strictly comply with employment laws and regulations;

2.2.4.7 Avoid unfair conducts that may affect employee job security.

2.2.5 Responsibility to Society and the Environment

The Company cares about society and life quality and takes natural resources conservation and energy efficiency seriously. It has set forth guidelines to be observed as follows:

2.2.5.1 The Company shall consider alternative natural resources with minimal impact on society, life quality, and the environment;

2.2.5.2 Provide support to social and environmental activities regularly;

2.2.5.3 Continually promote social and environmental responsibility consciousness among employees at all levels;

2.2.5.4 Place importance on conducting business with suppliers who share the Company's concern on social and environmental responsibility;

2.2.5.5 The Company regards energy conservation as its key policy;

2.2.5.6 Ensure strict compliance with laws and regulations prescribed by regulatory agencies;

2.2.5.7 The Company places importance on social and community activities to promote creative development and natural resources conservation, as well as support youth education and public benefit activities to help disadvantaged communities to become self-reliant;

2.2.5.8 The Company upholds democracy and encourages employees to exercise their constitutional rights to vote. However, the Company does not have a policy to financially support, whether directly or indirectly, any politician for the benefit of that politician or political party.

The Company has communicated with all employees to ensure strict compliance with these guidelines.

3. Conflict of Interest Prevention

The Board of Directors has set forth a conflict of interest policy based on the principle that any business decision must be made in the best interest of the Company and any act that may cause a conflict of interest must be avoided. A person who is related or connected with a given transaction shall notify the Company of such relation or connection and shall not participate in a decision-making process and approve that transaction.

The Audit Committee shall report related-party transactions and conflicts of interest that have been thoroughly considered in accordance with rules set forth by the Securities and Exchange Commission and/or Stock Exchange of Thailand to the Board of Directors. Such transactions and conflicts of interest shall also be disclosed in financial statements, annual report, and annual registration statement (Form 56-1).

4. Internal Control System

The Company places importance on internal control system in both management and practitioner levels. To ensure efficiency, the Company has clearly specified authorities, duties, and responsibilities of executives and practitioners in writing; supervised the use of company assets; and separated the roles and responsibilities of practitioners from those of monitoring and assessing officers. The Audit Committee has been appointed to review the internal control system and conduct an internal audit.

5. Risk Management

Since 2015, the Company has conducted an internal control system assessment to ensure its adequacy, make operational improvements, and manage risks in order to reduce impacts on the Company's business and increase efficiency.

6. Board of Directors' Report

The Audit Committee is responsible for reviewing a financial report prepared jointly by finance and accounting department and auditor to submit to the Board of Directors every quarter.

The Board of Directors is responsible for financial statements and financial information (statement of the Board of Directors' responsibilities for financial report) to confirm that such financial statements are prepared in accordance with Generally Accepted Auditing Standards and audited by the Company's auditor in annual report and shall ensure that all important information, both financial and non-financial, is disclosed truthfully and completely on a regular basis.

7. Board of Directors Meeting

The Board of Directors shall hold a meeting regularly once every three (3) months. However, a special meeting may be called if there are critical matters that require the Board's immediate attention. A meeting invitation that includes meeting agenda and documents shall be sent to directors in advance of the meeting in accordance with the Company's Articles of Association to allow sufficient time for directors to study the information before the meeting, except for urgent cases. After every meeting, meeting minutes shall be prepared, certified, and maintained for future reference and verification.

The Chairman of the Board shall set and decide on meeting agenda for the Board of Directors meeting. However, directors shall have the opportunity to propose items to be placed on the meeting agenda.

The Chairman of the Board shall serve as the Chairman of the Meeting Directors and give the opportunity to allow directors to express their opinions independently. In some cases, a high-level executive may be invited to attend the meeting to obtain useful information as a concerned party or receive a policy directly so that it can be implemented effectively. A decision of the Board meeting shall be by the majority of votes. In casting votes, each director shall have one vote. A director who has material interest in a particular matter must leave the meeting and/or must not vote on that matter. In case of an equality of votes, the Chairman of the Meeting shall have an additional vote as a deciding vote.

8. Remuneration of Directors and Executives

The Company has a policy to pay directors and executives an appropriate remuneration, taking into account the Company's operating results and remuneration consistency in the same business/industry, as well as appropriateness of duties and responsibilities of individual directors and executives.

The Company sets remuneration of executives exercises with due care, based on competitive market rate in the same business in order to motivate and retain skilled executives. Executives with more responsibilities shall receive compensation appropriate with their duties and responsibilities. The remuneration of directors and executives shall be based on the Company's operating results and performance of individual executives. The Nomination and Remuneration Committee is responsible for determining compensation of directors, committee members, chief executive officer, and executives who directly report to chief executive officer. The remuneration of directors and committee members must be accepted with the consent of the Board's meeting and approved by the annual ordinary general meeting of shareholders.

9. Development of Directors and Executives

The Company has a policy to provide and facilitate development and training programs for directors involving in the Company's business management including board members, audit directors, executives, and company secretary in order to continually improve their effectiveness. When there is a change to the Board or a new director is appointed, Management shall provide documents and information useful for the assigned duty and introduce the Company's business and operation to the new director.

10. Control of Inside Information

The Company is committed to ensure that the use of inside information is in accordance with good governance principles. To ensure that investors receive reliable information in an equitable and timely manner, the Company has set forth regulations on use of inside information and purchase and sale of securities by directors, executives, and employees in accordance with securities laws and transparency in business as follows:

- Directors, executives, and employees at all levels shall not use inside information and information obtained by virtue of their positions, which has not been disclosed to the public or Stock Exchange of Thailand and may affect securities prices, for personal benefit or the benefit of others.
- Directors, executives, and senior executives must report the purchase and sale of the Company's securities in accordance with laws and prohibit the purchase and sale of the Company's securities within the required time period.
- The Company shall publicly release information on its important operations promptly through channels described by the Stock Exchange of Thailand and its disclosure policy through the Company's media to ensure that investors receive such information on a timely and equitable basis.

11. Communication with the Board of Directors

Stakeholders may communicate with the Board of Directors by sending their letters, comments, or suggestions to the Company.

12. Board of Directors Term of Office

At every annual general meeting of shareholders, one-third (1/3) of the total number of directors shall retire. If the number of directors cannot be divided by three (3), then the number nearest to one-third (1/3) shall retire. The method of drawing lots shall be applied to determine directors to be retired in the first and second years. In the third year, directors who are in the position the longest shall retire. The retiring directors may be re-elected.

In case that any director position is vacant due to reason other than by rotation, the Board of Directors shall appoint any person who possesses qualifications and no prohibited characteristics specified under Section 68 of the Public Limited Companies Act B.E. 2535 as director to fill the vacancy in the next Board meeting, unless the remaining term of office is less than two months. The person so appointed shall retain his/her office for the remaining term of the vacated director.

Audit Committee Term of Office

(1) A member of the Audit Committee shall have a term of office of not more than three (3) years and the retiring committee member may be re-elected for another term. For the committee member who has held the position for nine (9) years or three (3) consecutive terms, the Board of Directors shall review his/her independence on an annual basis.

(2) In case that any member of the Audit Committee wishes to resign, he/she must submit a resignation letter to the Chairman of the Board. The resignation shall be effective from the day the Company receives the resignation letter. The Board of Directors shall appoint any director who possesses full qualifications to fill the vacancy within ninety (90) days after the director has resigned. The person so appointed shall retain his/her office for the remaining term of the vacated director.

In case the entire Audit Committee is vacant due to reason other than lack of qualifications or having prohibited characteristics, the vacated committee members shall be acting in a position until a new Audit Committee is appointed.