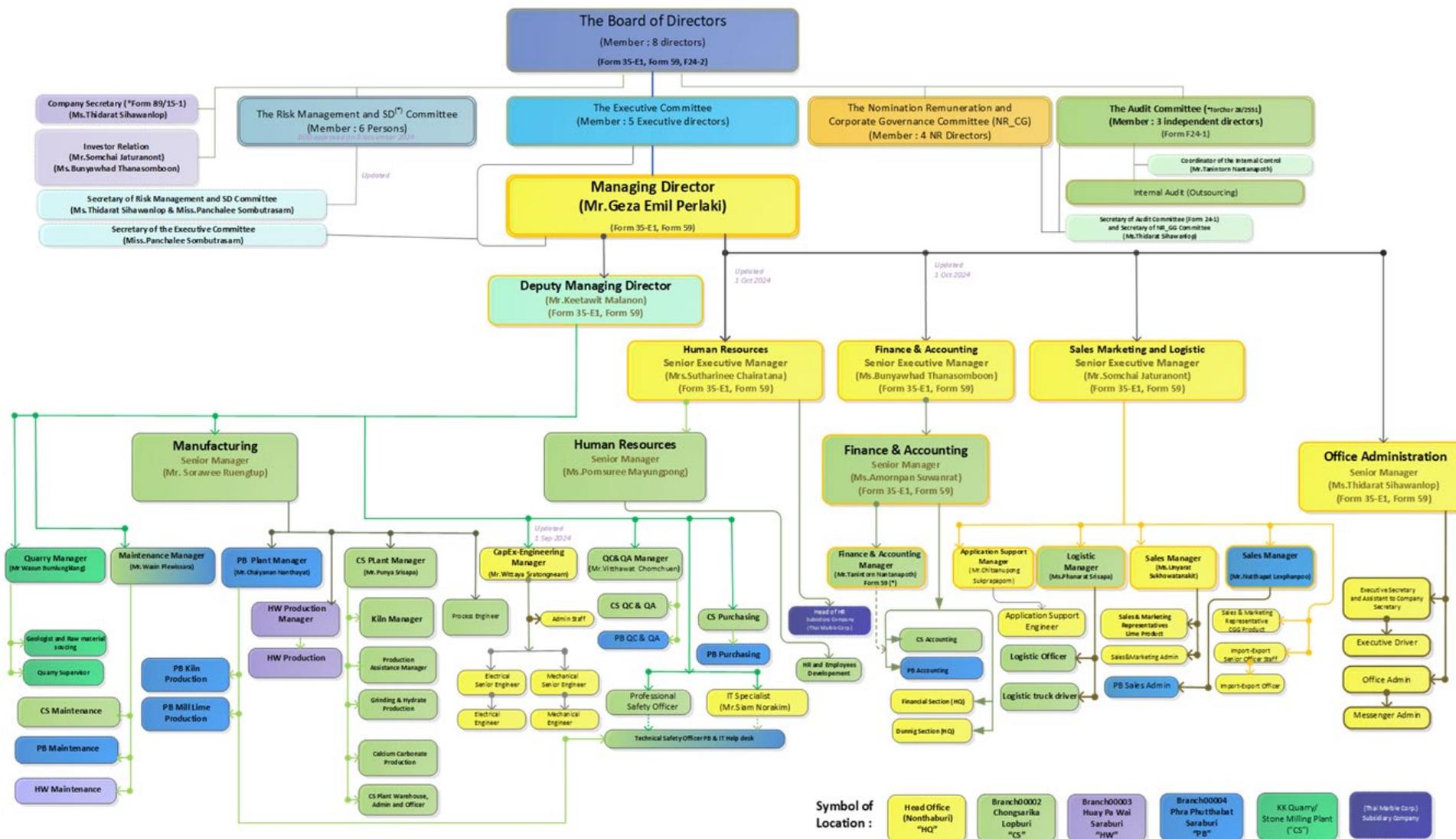


Corporate Governance Structure Information of the Board of Directors, Sub-Committee, Executive, Employees

<https://www.goldenlime.co.th/organization.asp?lang=E>

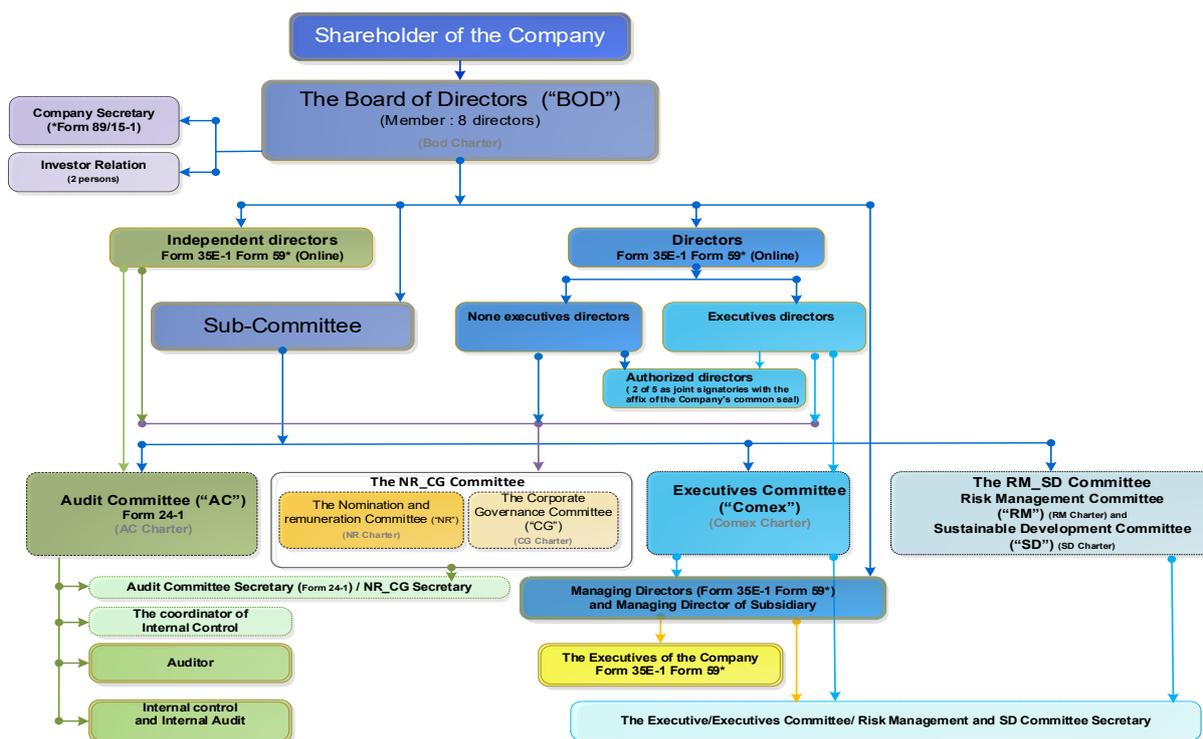
7. Corporate Governance Structure and the Significant Information of the Board of Directors, Sub-Committee, Executive, Employees and Others



7.1 The Corporate Governance Structure

(GRI:2-9)

The Board of Directors as the representative of shareholders of Golden Lime Public Company Limited ("the Company") is responsible for the success of the Company and its subsidiaries. By participating and being a leader in determining the direction and overseeing operations of management in the Company that to be in accordance with laws, notifications, rules, regulations and other relevant laws as well as in accordance with objectives and regulations of the Company by supervising the management to operate under the Good Corporate Governance Policy with the responsibility according to the path on sustainability to shareholders, society, environment and all groups of stakeholders.



The Corporate Governance Structure of the Company consists of the Board of Directors ("The Board") and sub-committees in which the Board of Directors is appointed, including the Audit Committee("AC"), the Executive Committee ("Comex"), the Nomination Remuneration and Corporate Governance Committee ("NRC_CG") , the Risk Management and Sustainable Development Committee ("RM_SD"). In order to effectively manage the structure of the Board to be in line with the good corporate governance, the Board Diversity is considered as a priority and specified the guidelines into the charter of the Board of Directors as follows;

- a) The Board is committed to maintaining an environment of respect for people regardless of their gender in all business dealings and achieving a workplace environment free of harassment and discrimination on the basis of gender, physical or mental state, ethnicity, nationality, religion, age or family status. The same principle is applied to the selection of potential candidates for appointment to the Board.
- b) The Board should establish a skills matrix to ensure that the Board member consists of directors with appropriate and the necessary qualifications, knowledge, skills, experience, character traits, with an appropriate gender and age balance and diversity to achieve the objectives of the company and stakeholder interests. At least one of the non-executive directors should be experienced and competent in the company's main industry.

Corporate governance structure

<https://www.goldenlime.co.th/organization.asp?lang=E>

Information on the Board of Directors by individual on 31 December 2024		Age (Years)	Sub Committee										Authorized Director	Male	Female	Nationality	Residence in Thailand	Executive/None	Executives	Relation with the major shareholder		Position in Other Listed / Other Company	
The Board Diversify Structure			Chairman of the Board		The Audit Committee		The Executives Committee		The Nomination Remuneration CG Committee		The Risk Management and SD (*) Committee									Relation	Not relation (Independent)	Other Listed Company	Other Company and not Subsidiary Company
			Chairman	Member	Chairman	Member	Chairman	Member	Chairman	Member													
No.	List name of the Board of Directors as shown in the certificate of the Company																						
1	Mr.Sripop Sarasas	67	1	1	1							1		Thai	1	1			1	4	7		
2	Ms. Nishita Shah	44						1				1		Thai	1	1		1		1	-		
3	Mr. Krishnan Subramanian Aylur	55						1		1		1		Indain	1	1		1		-	10		
4	Mrs.Ladda Chatchaluay	66		1	1			1					1	Thai	1	1			1	2	3		
5	Mr. Geza Emil Perlaki	54				1				1		1		Hungarian	1		1	1		-	1		
6	Mrs.Vanee Abakaz	64		1	1			1					1	Thai	1	1			1	2	1		
7	Mr. Timothe Arthur Maria Van Den Bossche	54						1		1		1		Belgian	-	1		1		-	M		
8	Mr. Ben Harrath Faouzi	56						1				1		Belgian	-	1		1		-	1		
Senior executives /Senior Manager are a member of the sub																6	6	1	4	3	M=Many		
1.	Mr.Keetawit Malanon	47								1		1		Thai	1		1		1	-			
2.	Mr.Somchai Jaturanont	53								1		1		Thai	1		1		1	-			
3.	Mrs. Sutharinee Chairatana	40								1		1		Thai	1		1		1	-			
4.	Ms. Bunyawhad Thanasomboon	36								1		1		Thai	1		1		1	-			
5.	Mr. Sorawee Ruangtup	43								1		1		Thai	1		1		1	-	-		
Average of Age		52	1	3	1	2	1	4	1	3	1	5	5	##	3	5	-	5	-	5			
Number of the members of Sub-committees					3	5	4	3	Total members 10 persons														

7.2 The Significant Information of the Board of Directors

7.2.1 The Board Structure

(GRI : 2-9)

Definitions of the board of directors and controlling persons of the company

The Public Limited Companies Act, B.E. 2535, Section 67, states that “The company must have a board of directors to conduct the business of the company consisting of at least five directors. and not less than half of the total number of directors must be residents of Thailand.

Directors are persons selected from the Company's nomination process and approved by the Board of Directors' meeting and approved by the shareholders' meeting. The company has taken that person's name to register with the Ministry of Commerce (MOC/DBD) as a company director.

Authorized Directors; the company shall be legally bound by the signatures of two (2) (from list name as the Board of directors assigned the directors who are authorized directors) with the Company's seal affixed. The Board of Directors has the authorization to stipulate and change the number and the names of the authorized Directors.

Executive Director

members of the executive committee attending the executive committee meeting and performing duties according to the role and scope of authority in accordance with the resolutions of the board meeting.

Non-executive directors who are not executives of the company can be both independent directors and directors nominated by shareholders to serve as a committee member or appointed by the committee as a member of a sub-committee

Director nominated by a major shareholder.

The CE Lime (Thailand) Company Limited (“CE Lime”) is a major shareholder holding 276,725,575 shares in the company, representing 76.36 percent of the total number of shares sold in the company. CE Lime nominated directors for AGM and EGM to approve is until now totaling 5 out of 8 directors. The details are as follows:

1. Mr. Krishnan Subramanian Aylur Date of appointment: 29 September 2016
2. Ms. Nishita Shah Date of appointment: 29 September 2016
3. Mr. Ben Harrath Faouzi Date of appointment: 10 November 2016
4. Mr. Geza Emil Perlaki Date of appointment: 5 April 2017
5. Mr. Timothe Arthur Maria Van Den Bossche Date of appointment: 10 November 2016

Independent Director means a director who is not the Company's executive and fully qualified based on the criteria specified by the SEC and the Independent Director's definition specified by the Company with no business relationship or any professional service according to the criteria set by the Company. The three independent directors can express their opinions independently and hold the position in other listed companies including the Company not exceeding 5 companies with a total term in a position of not more than 9 years since the Company listed on the SET.

The independent director who holds the position of independent director for more than a maximum of nine consecutive years was approved to hold office as directors for another term by the AGM resolution for continuous performance.

	Number (persons)	Percent (%)
Total directors	8	100
Male directors	5	62.50
Female directors	3	37.50
Executive directors	1	12.50
Non-executive directors (have no position in executives of the company)	7	87.50
Independent directors	3	37.50
Non-executive directors who have no position in independent directors	4	50

7.2.2 Individual Information of the Board of Directors and Senior Executives

The company's board of directors consists of individuals nominated by shareholders or independent individuals selected by the company and proposed to the shareholders' meeting for approval. After the shareholders' meeting approves the appointment of new directors, the company registers the appointment with the Department of Business Development, Ministry of Commerce, within 14 days. The names of the directors will appear in the company's certificate. Currently, the company has a total of 8 directors.

The Board of Directors consists of 8 directors who are knowledgeable with a wide range of experiences in various professional fields in alignment with the Company's business strategy. Based on a component of the Board Diversity in terms of age, gender, race, knowledge, and experience, according to statutory duties in their capacity as directors, in areas such as business management, finance, accounting, taxation, and industries related to the company's core business. They can be beneficial to give suggestions to the Company. The individuals board below details;

GRI:2-11)

List of directors	Position	First appointment date of director	Skills and expertise
<p>1. Mr. Sripop Sarasas Gender: Male Age : 67 years Highest level of education : Master's degree Study field of the highest level of education : Finance Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : No Legal offenses in the past 5 years (*) : No DAP course : Yes DCP course : Yes</p> <p>Shareholding in a company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to directors, executives according to Section 59 (**): 0 Shares (0.000000 %) <p><u>Indirect shareholding details</u></p> <p>-None-</p>	<p>Chairman of the board of directors (Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration: No</p> <p>Type of director: Existing director</p>	<p>2 Apr 2014</p>	<p>Audit, Finance, Banking</p>

Information on the Board of Directors

List of directors	Position	First appointment date of director	Skills and expertise
<p>2. Mr. Ben Harrath Fauzi Gender: Male Age : 55 years Highest level of education : Bachelor's degree Study field of the highest level of education : Engineering Thai nationality : No Residence in Thailand : No Family relationship between directors and executives : No Legal offenses in the past 5 years (*) : No DAP course : No DCP course : No</p> <p>Shareholding in a company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to directors, executives according to Section 59 (**): 0 Shares (0.000000 %) <p>Indirect shareholding details</p> <p>-None-</p>	<p>Director (Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration: Yes</p> <p>Type of director : Newly appointed director to replace the ex-director</p>	10 Nov 2023	Petrochemicals & Chemicals, Steel, Engineering
<p>3. Ms. Nishita Shah Gender: Female Age : 44 years Highest level of education : Bachelor's degree Study field of the highest level of education : Business Administration Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : No Legal offenses in the past 5 years (*) : No DAP course : Yes DCP course : Yes</p> <p>Shareholding in a company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to directors, executives according to Section 59 (**): 0 Shares (0.000000 %) <p>Indirect shareholding details</p> <p>-None-</p>	<p>Director (Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration: Yes</p> <p>Type of director: Existing director</p>	29 Sep 2016	Finance, Business Administration

Information on the Board of Directors

List of directors	Position	First appointment date of director	Skills and expertise
<p>4. Mr. Krishnan Subramanian Aylur Gender: Male Age : 56 years Highest level of education : Master's degree Study field of the highest level of education : Business Administration Thai nationality : No Residence in Thailand : Yes Family relationship between directors and executives : No Legal offenses in the past 5 years (*) : No DAP course : Yes DCP course : No</p> <p>Shareholding in a company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to directors, executives according to Section 59 (**): 0 Shares (0.000000 %) <p>Indirect shareholding details</p> <p>-None-</p>	<p>Director (Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration: Yes</p> <p>Type of director: Existing director</p>	29 Sep 2016	<p>Mining, Petrochemicals & Chemicals, Transportation & Logistics, Energy & Utilities</p>
<p>5. Mr. Geza Emil Perlaki Gender: Male Age : 54 years Highest level of education : Master's degree Study field of the highest level of education : Engineering Thai nationality : No Residence in Thailand : Yes Family relationship between directors and executives : No Legal offenses in the past 5 years (*) : No DAP course : Yes DCP course : No</p> <p>Shareholding in a company</p> <ul style="list-style-type: none"> • Direct shareholding : 145,600 Shares (0.040177 %) • Shareholding by persons related to directors, executives according to Section 59 (**): 0 Shares (0.000000 %) <p>Indirect shareholding details</p> <p>-None-</p>	<p>Director (Executive Directors)</p> <p>Authorized directors as per the company's certificate of registration : Yes</p> <p>Type of director : Existing director</p>	5 April 2017	<p>Petrochemicals & Chemicals, Engineering</p>

Information on the Board of Directors

List of directors	Position	First appointment date of director	Skills and expertise
<p>6. Ms. Ladda Chatchaluy Gender: Female Age : 65 years Highest level of education : Master's degree Study field of the highest level of education : Accounting Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : No Legal offenses in the past 5 years (*) : No DAP course : No DCP course : Yes</p> <p>Shareholding in a company • Direct shareholding : 175,000 Shares (0.048290 %)</p> <p><u>Indirect shareholding details</u></p> <p>-None-</p>	<p>Director (Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Continuing director (Full term of directorship and being re-appointed as a director)</p>	<p>5 Apr 2017</p>	<p>Accounting, Audit, Finance</p>
<p>7. Mr. Timothe Arthur Maria Van Den Bossche Gender: Male Age : 53 years Highest level of education : Master's degree Study field of the highest level of education : Business Administration Thai nationality : No Residence in Thailand : No Family relationship between directors and executives : No Legal offenses in the past 5 years (*) : No DAP course : No DCP course : No</p> <p>Shareholding in a company • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to directors, executives according to Section 59 (**): 0 Shares (0.000000 %)</p> <p><u>Indirect shareholding details</u></p> <p>-None-</p>	<p>Director (Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration: Yes</p> <p>Type of director : Newly appointed director to replace the ex-director</p>	<p>10 Nov 2023</p>	<p>Business Administration, Economics, Petrochemicals & Chemicals, Finance</p>

Information on the Board of Directors

List of directors	Position	First appointment date of director	Skills and expertise
<p>8. Ms. Vannee Abakaz Gender: Female Age : 64 years Highest level of education : Master's degree Study field of the highest level of education : Accounting Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : No Legal offenses in the past 5 years (*) : No DAP course : No DCP course : Yes</p> <p>Shareholding in a company</p> <ul style="list-style-type: none"> • Direct shareholding : 25,000 Shares (0.006899 %) • Shareholding by persons related to directors, executives according to Section 59 (**): 0 Shares (0.000000 %) <p><u>Indirect shareholding details</u></p> <p>-None-</p>	<p>Director (Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Existing director</p>	15 May 2018	Finance, Accounting

Additional explanation:

(*) Any offense under the Securities and Exchange Act B.E. 2535 (1992) or the Derivatives Act B.E. 2546 (2003), only in the following cases:

(1) Dishonest act or gross negligence

(2) Disclosure or dissemination of false information or statements that may be misleading or conceal material facts that should be notified, which may affect decision making of shareholders, investors or other parties involved

(3) Unfair acts or exploitation of investors in trading securities or derivatives, or participation in, or support to, such acts.

(**) Shareholdings by persons related to directors or executives as prescribed in Section 59 of the Securities and Exchange Act B.E. 2535 (1992), such as spouses or cohabiting couple (unmarried couples living together openly), minor children, etc



List of the board of directors by position

List of the board of directors	Position	Executive directors	Non-executive directors	Independent directors	Non-executive directors who have no position in independent directors	Authorized directors as per the company's certificate of registration
1. Mr. Sripop Sarasas	Chairman of the board of directors		✓	✓		
2. Mr. Ben Harrath Faouzi	Director		✓		✓	✓
3. Ms. Nishita Shah	Director		✓		✓	✓
4. Mr. Krishnan Subramanian Aylur	Director		✓		✓	✓
5. Mr. Geza Emil Perlaki	Director	✓				✓
6. Mrs. Ladda Chatchaluay	Director		✓	✓		
7. Mr. Timothe Arthur Maria Van Den Bossche	Director		✓		✓	✓
8. Mrs. Vannee Abakaz	Director		✓	✓		
Total (persons)		1	7	3	4	5

Overview of director skills and expertise

Skills and expertise	Number (persons)	Percent (%)
1. Transportation & Logistics	1	12.50
2. Audit	2	25.00
3. Economics	1	12.50
4. Accounting	2	25.00
5. Steel	1	12.50
6. Petrochemicals & Chemicals	4	50.00
7. Banking	1	12.50
8. Finance	5	62.50
9. Energy & Utilities	1	12.50
10. Business Administration	3	37.50
11. Mining	1	12.50
12. Engineering	2	25.00

Information about the other directors

The chairman of the board and the highest-ranking executive are from the same person	: No
The chairman of the board is an independent director	: Yes
The chairman of the board and the highest-ranking executive are from the same family	: No
Chairman is a member of the executive board or taskforce	: No
The company appoints at least one independent director to determine the agenda of the board of directors' meeting	: No

The measures for balancing the power between the board of directors and the Management

The company operates according to good corporate governance principles, which outline the framework for balancing power between the Board of Directors and the Management. The Board sets policies and strategies, while the Management executes them. The company ensures clear separation of duties and roles between the Board and the Management.

The Board has the authority to make significant decisions, such as approving budgets and large investment projects, while the Management has the authority to make operational decisions within the framework set by the Board. The measures and guidelines for balancing power between the Board and the Management are defined in the good corporate governance policy under sections 1.4.1 and 3.1.3, and are clearly reflected through the Board's structure and operational guidelines as follows:

The measures for balancing the power between the board of directors and the Management	: Yes
Methods of balancing power between the board of directors and Management	Other: In accordance with good corporate governance principles, sections 1.4.1, 3.1.3, and the following

The balancing power between the board of directors and Management:

(GRI:2-11)

The Chairman of the Board of Directors is an independent director and serves as the Chairman of the Audit Committee, namely Mr. Sripob Sarasas.

The Chairman is not a member of the Executive Committee, and the Chairman of the Board and the CEO are not the same person. The position of CEO is held by Mr. Giza Emil Perlaki.

Agenda of the Board of directors Setting, the company operates by planning and setting the meeting agenda in advance. The Chairman of the Board, who is an independent director, assigns the company secretary to prepare the meeting agenda to be proposed to the Board for prior consideration. Independent directors, as well as other directors, can set or propose the meeting agenda if deemed appropriate for the meeting they wish to propose. This is proposed in advance through a resolution of the Board to arrange the meeting or prepare the necessary information for the next meeting.

Independence of the board of directors from the management

The company separates the duties between the Board of Directors and the Management, the board should demonstrate a thorough understanding of the division of board and management responsibilities. The board should clearly define the roles and responsibilities of management and monitor management's proper performance of its duties.

-The board should adopt a written policy (such as a charter) that clearly sets out the roles and responsibilities of the board and management. The board should regularly review the policy.

-The board is responsible and accountable for the overall affairs of the Company but may delegate day-to-day management duties. The board must provide written directions to management that clearly set out management's responsibilities.

The board has primary responsibility: and management's responsibilities:

- a) Defining objectives and business model.
- b) Developing culture of compliance and ethical conduct, and lead by example.
- c) Strengthening an effective board structure and practices conducive for achieving the Company's objectives.
- d) Ensuring suitable CEO selection, remuneration, development, and performance evaluation.
- e) Ensuring appropriate compensation architecture that supports achievement of the Company's objectives.

Matters involving shared responsibility of the board and management:

- a) Formulating and reviewing policies and strategies, plans and targets.
- b) Ensuring robust system for risk management and internal control.
- c) Clearly defining management's responsibilities.
- d) Overseeing appropriate policies and plans for resource allocation, including HR, IT, and budgeting.
- e) Monitoring and evaluating financial and non-financial corporate performance.
- f) Ensuring integrity of financial and non-financial information disclosures.

Matters that the board should delegate or not get involved with:

- a) Engaging in activities which under normal circumstances are not expected roles of the board, including day-to-day management and decisions (such as procurement and staffing), ongoing monitoring that conduct and operations are in compliance with the Company's policies, strategies, plans, and applicable law and standards.
- b) Not getting involved in or influencing matters in which a director may have vested interests.

Explanation

- (1) **Matters for which the board has primary responsibility** are matters that the board should fully consider. Some matters may be decided following recommendation by management as appropriate.
- (2) **Matters involving shared responsibility of the board and management** are matters requiring joint consideration between the board and management. The board must closely monitor these matters and seek regular reports from management.
- (3) **Matters that the board should delegate to management** are matters in which the board should refrain from active involvement in normal circumstances.

The proportion between executive directors and non-executive directors should support proper checks and balances to prevent unfettered power of decision and authority by any one individual, whereby:

-The majority of the board should be non-executive directors, who exercise objective and independent judgement;

-The number and qualifications of the independent non-executive directors should reflect applicable legal requirements.

The board should ensure that the independent directors and the entire board can fulfil its role and responsibilities efficiently and in the best interest of the Company while exercising objective and independent judgement.

7.2.3 Information on the roles and duties of the board of directors

Board Charter : Yes

The Board of Directors has roles and responsibilities according to the Board Charter as follows:

- 1) Perform their duties in accordance with the laws, the Articles of Association and the objectives of the Company as well as all legitimate resolutions of the Board of Directors meetings and the shareholders meetings and in compliance with their duty of care and duty of loyalty (reference Securities and Exchange Act. Section 89/7, Section 89/8, Section 89/9 and Section 89/10)
- 2) Provide a meeting for the Board of Director every three months.
- 3) Hold an Annual General Meeting (AGM) within 4 months of the fiscal year end and Extraordinary General Meeting (EGM) for resolution for other matters as required by laws. The Board of directors is to support and promote shareholders meeting participation to all kinds of shareholders including to direct and control practices in protecting shareholders' personal data and privacy.
- 4) Provide a financial statement and a statement of comprehensive income at the end of the period of the company's audited accounts and present them for deliberation and approval at the Shareholders' Meeting. The Board of directors is responsible for the consolidated financial statement of the Company as well as financial information presented in the annual reports.
- 5) Consider and approve the Annual Nomination of Auditor and determination of their remuneration to propose to the shareholders' meeting for approval.
- 6) A single director or numerous directors can be authorized to perform needed tasks under the Board of Directors in the appropriate period. The Board of Directors can revoke, change or correct the authorized director at any particular time.

Information on the Board of Directors

The Board of Directors may also create any subcommittees at any time. It may thereby authorize an Executive Committee or the executive management to perform the Company's tasks. However, the authorization must not allow the Executive Committee or the executive management to be able to give any consideration or approval to any transaction with which the Executive Committee or the executive management has a conflict of interest or any other conflict, except with prior approval of the Board of Directors under the Company's policies and regulations.

The Board of Directors had a resolution to appoint a subcommittee with clearly defining scope of authority and responsibilities of each subcommittee.

- 7) Consider and approve the appointment of the other subcommittees; define the powers, duties and responsibilities of each committee so that they can properly function and support the Board of Directors. If required, consider and appoint independent external consultants to guide shareholders and investors and give their recommendations. Such evaluations must be disclosed in the Company's annual report.
- 8) Consider and approve the Corporate Governance Policy, Code of ethics and business conduct and the path to a sustainable business. Create written policies, including review and improvement of policies, at least once per year or according to the change in regulations or according to corporate resilience. Any improvement or amendments of previously approved policies, the Board assigns the management to prepare relevant documents in accordance with current laws, rules or procedures including guidelines for stakeholders. The management improves and reviews in accordance with the updated laws, rules or procedures and summarize review and revision report to the Board of Directors meeting on the agenda of the annual policy review.
- 9) Together with the management, we define company's overall objective and strategies in short and long-term, including yearly plan and supervise the implementation through the institution of a good corporate governance policy to produce long-term value for shareholders and stakeholder. Supervise to achieve good performance, sustainable value creation, and business continuity in changing business environment.
- 10) Consider and give opinion and approve the statement of vision, mission, corporate values, strategic plan, business direction, business model, business policy, target, aim, guidelines, business plan, organization structure and budgets of the company and its subsidiary which are proposed by the management.
- 11) Supervise the implementation of adequate work system, accounting system, internal control and internal audit system, risk management and cooperate governance in order to ensure the accuracy, completion and adequacy of the accounting information. Allocate adequate and appropriate resources for the business. Ensure system controls and safeguard of Information Technology (IT). Supervise and monitor the performance of the managing director and the management or any person assigned to be in such a position to ensure that all policies are implemented in accordance with the direction of the Board of directors.
- 12) In case that any vacancy occurs in the Board of Directors due to reasons other than retirement from rotation, the Board of Directors shall elect a person who has the qualifications and who does not have any prohibited characteristic under the Public Limited Companies Act and the Securities and Exchange Act as a replacement of the Director at the following meeting of the Board of Directors, unless the remaining duration of the director term of office is less than two months. The elected person shall hold office only for the remaining term of office of the director whom he/she has replaced.

The Nomination committee follows the criteria that minority shareholders can nominate persons for Boards of directors' consideration. In case the Nomination committee finds that nominated persons unqualified shall notify to the shareholders meeting for acknowledgement.

The Board of Directors' resolution under the first paragraph shall be supported by a vote of not less than three-fourths (3/4) of the number of remaining directors.

- 13) Consider, discuss and select an appropriate person as the chairman, chairman of the subcommittees, chairman of the management including selecting an appropriate person to be assigned to the position of company secretary and investor relation to perform duties assigned by the Board of Directors.
- 14) Shall act as a role model (CG leader) and perform, encouraging the directors, the executives and all employees to have a strong sense of ethics, and to comply with the good governance, the good CG policy, principles, the company's code of conduct and policies on anti-fraud or anti-corruption. Supervise implementation of sustainable practices to be responsible to stakeholders, environment and social.
- 15) To consider the directors' remuneration to be proposed to the shareholders' meeting for approval. To consider and approve the remuneration policy for the executives and employees, to ensure that the remuneration of directors, executives and employees is in line with the structure of the short and long-term remuneration. Moreover, the remuneration should be commensurate with the type of business operation, the responsibilities and motivate directors, executives and employees to work on their goals according to the short-term and long-term plans.
- 16) To supervise and direct the Company to conduct its business procedures in accordance to the rules and regulations of the Securities and Exchange Commission (SEC) as well as those of the Stock Exchange of Thailand (SET). Ensure that information regarding related party transactions that may have conflicts of interest, as well as the acquisition of certain assets requiring public disclosure based on the regulations and procedures set by the SEC and SET or other laws relating to the Company's business are reported as required.
- 17) In case of change in members of the Board of Directors, who is also an authorized director, consider and approve alternate Authorized Directors who can sign on behalf of the Company.
- 18) On transactions between the Company and the director, executives, or any related person or related corporate, the Board of Directors shall take care of the matter to ensure conformity to the related party transaction policy, including the laws of securities and securities exchange, regulation, announcements, orders, or the requirements of the Capital Market Supervisory Board and the Stock Exchange of Thailand. The acquisition and disposal of assets of the Company or its subsidiary companies must comply with the accounting principle specified by Federation of Accounting and Certified Public Accountant of Thailand.
- 19) Consider and approve transactions for which the credit limit exceeds the transaction credit limits set by the Board of Directors under Company's authorizations limits, including approve, changes, or amend the authorization tables and financial approvals.
- 20) The Board of Directors should ensure that management regularly monitors and evaluate the Company's financial liquidity to ensure financial integrity.
- 21) The Board of Directors shall encourage communication with shareholders and stakeholders, oversee timely communication and disclose information in accordance with the rules and regulations described by the Securities Exchange Commission and the Stock Exchange of Thailand using appropriate communication channels.
- 22) The Board of Directors shall perform self-assessment on an annual basis in order to assess their performance and committee members on an individual basis.
- 23) The Board of Directors shall understand the Company's shareholder structure and relationships and consider their impact on the Control over the Company, including written and non-written shareholder agreements, or group company policies and ensure that the company's shareholder structure and relationships do not affect the Board's exercise of its duties and responsibilities.

Responsibilities of Chairman of the Board

(GRI: 2-10 / GRI:2-11)

The Chairman is appointed according to the resolution of the Board of Directors Meeting on 1/2018 held on 22 February 2018 to appoint Mr.Sripop Sarasas an Independent Director to be the Chairman and perform the duties as follows;

The Articles of Association regarding Chairman of the Board.

1) The Board of Directors shall elect one of the Directors to be the Chairman of the Board.

In case the Board of Directors deems it appropriate, the Board may elect one or several directors as Vice Chairman who shall have the duties according to the Articles of Association in the business assigned by the Chairman of the Board.

The Chairman will take a position of Chairman of the Board as from the resolution of the Board of Director meeting to perform according to the Articles of Association as follow;

The Chairman of the Board shall act as a Chairman of the meeting

If at any time, Chairman is absent or is unable to perform the duty and the Vice Chairman is absent or unable to perform the duty, the meeting shall elect one of the Directors to act as a Chairman of the meeting.

Decisions of the meeting shall be made by a majority vote. Each Director shall have one (1) vote, but the Directors who have interests in any matters shall have no right to vote on such matter. In case of a tie the Chairman of the meeting has a casting vote.

2) The Chairman or other person assigned shall be the person to call a meeting of the Board of Directors and shall send notices calling a meeting to Directors not less than seven (7) days prior to the date of the meeting. However, In case of necessity and urgency for the purpose of maintaining the rights or interests of the company, a meeting may be called by other means and the date of the meeting may be fixed on a shorter notice period.

3) The Board of Directors shall hold a meeting at least once in three (3) months at the province of the Company's head office location, nearby provinces, or at any other place as the Chairman of the Board deems appropriate.

4) The Chairman of the Board shall be the Chairman of the Shareholders' Meeting. If at any time Chairman is absent or is unable to perform the duty and there is a Vice Chairman, Vice Chairman shall act as a Chairman of the meeting. If there is no Vice Chairman or Vice Chairman is absent or is unable to perform the duty, the meeting shall elect one of the shareholders presents in that meeting to act as a Chairman of the meeting.

5) To vote for a resolution in the Shareholders' Meeting, one share shall equal one vote. If any of the shareholders have interest in any matter, that shareholder has no right to vote on such matter except the case of voting to select the Directors. The resolution of the Shareholders' Meeting shall be supported by the following votes.

In an ordinary event, the majority vote of the shareholders presents at the meeting and casting their votes shall be required. In case of a tie vote, the chairman of the meeting shall have a casting vote.

6) In order to practice good corporate governance policy, the Chairman's duties should at least cover the following matters:

a) Oversee, monitor, and ensure that the board efficiently carries out its duties to achieve the Company's objectives.

b) Ensure that all directors contribute to the Company's ethical culture and good corporate governance.

c) Set the Board meeting agenda by discussing with the chief executive officer so as to include important matters.

d) Allocate sufficient time for management to propose topics and for directors to debate important matters thoroughly.

Encourage directors to exercise independent judgement in the best interest of the Company.

e) Promote a culture of openness and debate through ensuring constructive relations between executive directors, and between the Board and management

The Board of Directors Meetings

- 1) The Board shall meet at least four (4) times in a financial year, although additional meetings may be called at any time at the Chairman's discretion. In case the meetings are held via the Electronics Meeting, an Electronic Meeting shall be held in compliance with the standards for maintenance of security for electronic meetings prescribed by the Ministry of Digital Economy and Society and published in the Government Gazette (2020)
- 2) For a quorum of a board of directors meeting, at least half of the total number of directors (1/2) is required to constitute a quorum. In compliance with good CG code, the directors define the quorum of a Board resolution that is not less than two-thirds (2/3) of the total number of directors attending the meeting.
- 3) The Chairman of the Board shall act as a Chairman of the meeting. If at any time Chairman is absent or is unable to perform the duty and there is a Vice Chairman, the Vice Chairman shall chair the meeting. If the Vice Chairman is absent or is unable to perform the duty, the meeting shall elect one of the Directors to act as a chairman of the meeting.
Decisions of the meeting shall be made by a majority vote. Each Director shall have one (1) vote, but the Directors who have interests in any matters shall have no right to vote on such matter. In case of a tie vote, the Chairman of the meeting has a casting vote.
- 4) The Chairman or other person assigned shall be the person to call a meeting of the Board of Directors and shall send notices calling a meeting to Directors not less than three (3) days prior to the date of the meeting. However, in case of necessity and urgency for the purpose of maintaining the rights or interests of the Company, a meeting may be called by other means, and the date of the meeting may be fixed on a shorter notice period.
- 5) The meeting venue may be at the province of the Company's head office location, nearby provinces, or at any other place as the Chairman of the Board deems appropriate.
- 6) Ensure that all directors receive the meeting agenda and related information support for the meeting in advance, at least 3 days before the meeting date.
- 7) The meeting invitations and meeting documents will be sent via electronic mail, the responsible sender will keep a copy of the meeting invitation and meeting documents as evidence in the form of Electronic data
- 8) Proceedings of all meetings are minutes and signed by the Chairman of the meeting. Minutes of all Board meetings are circulated to the directors and approved by the Board at the subsequent meeting.
- 9) The Board may invite the relevant executives or external parties such as auditors (both internal and/or external auditors), solicitors or consultants as and when the need arises. Such invited parties may attend part or all of the Board Meeting at the discretion of the Board.

Approval Authority of the Board

The Board of directors has authority to approve the Company's activities to the extent of its duties prescribed by law, the Company's Articles of Association, Board of Directors Charter and the resolution of the shareholders' meeting. This includes the formulation and review of the Company's vision; mission; operational strategies; operation master plan; governance policies, management policies, annual budget and business plans; long-term and medium-term business plan; performance based operational goals; monitoring and evaluation of operational plan. The Board of Directors has delegated certain financial authority limits for a series of operational business matters set out below:

- 1) Negotiation as well as entering into contracts or agreements, producing letters or documents, and procurement related to the Company's business operation such as capital expenditure, and purchase of machinery, equipment, raw materials, fuels, trading, etc.
- 2) The procurement for the general management including selling expenses, marketing expenses, office supplies, travelling, training, donation, etc.
- 3) Financial transactions including the loan approval, credit contract, and mortgage or pawn contract, applying from guarantee from a bank or financial institution, letter of credit (L/C) application for the payment for goods or raw material.
- 4) Approval of the credit loan for customers

If, for any of the above transactions, the transaction limit defined by the Board of Directors is exceeded, the management should propose to the Board of Directors meeting to approve the transaction.

7.3 Subcommittee Information

The Board appointed the Sub-Committees to perform the duties in order to support works of the Board as follows;

- 1) The Audit Committee (“AC”)
- 2) The Executive Committee (“Comex”)
- 3) The Nomination Remuneration and Corporate Governance Committee (“NCR_CG”)
- 4) The Risk Management and Sustainability Development Committee (“RM and SD”)

In 2024, the Company disclosed the board and sub-committees’ performance through the electronic One Report (e-One Report) on the SETLink system. This report is presented by adapting the presentation format from the e-One Report system, and the order of presentation may differ from the reports presented in previous years.

7.3.1 Roles of subcommittees

Sub-Committees

Sub-committees are appointed by the board of directors to manage specific tasks or address issues assigned to them. Their structure and primary functions include the following:

- 1. Focused Responsibilities:** The board appoints sub-committees, like the audit committee, to evaluate auditing accounts, assess internal controls, and recommend independent candidates for auditor positions.
- 2. Meeting Coordination:** Sub-committees are tasked with scheduling meetings to review and monitor issues within their designated scope, following the guidelines set out in their charter.
- 3. Findings and Recommendations:** Sub-committees present their findings and suggestions to the board of directors, ensuring that decisions are made based on thorough and relevant information.
- 4. Decision Support:** Sub-committees aid the board by offering insights, data, and valuable recommendations to enhance the decision-making process.

Roles of Sub-Committees

Audit Committee (AC)

The Board of Directors has appointed the Audit Committee, which consists of independent directors who can provide opinions independently and in accordance with relevant criteria. The AC’s duties include supporting corporate governance, reviewing the accuracy and reliability of financial reports, internal control and audit systems, compliance with laws and regulations, and overseeing the operations of the company and its subsidiaries to ensure efficient, effective, and transparent management.

Executive Committee (COMEX)

The Executive Committee is a sub-committee of Golden Lime Public Company Limited. The committee's duties include supporting the operations of the Board of Directors, performing duties in accordance with laws, announcements, regulations, and relevant laws, as well as adhering to the company's policies.

Nomination, Remuneration, and Corporate Governance Committee (NR_CG)

The Nomination, Remuneration, and Corporate Governance Committee is established by the approval of the Board of Directors. It is a sub-committee of Golden Lime Public Company Limited. The committee's duties include supporting the operations of the Board of Directors in accordance with laws, announcements, regulations, and relevant laws, as well as adhering to the company's policies.

Risk Management and Sustainability Development Committee (RM_SD)

The Risk Management and Sustainability Development Committee supports the work of the Board of Directors by collaborating with management to manage risks or crises to ensure business continuity. The committee participates in meetings with management and department heads and regularly holds sub-group meetings to jointly oversee the continuous operation of the company's business.

Audit Committee

Role	Reference for the charter (The company's website)
<ul style="list-style-type: none"> • Audit of financial statements and internal controls • To perform their duties under the Audit Committee's charter 	https://www.goldenlime.co.th/board.asp?lang=E

Scope of authorities, role, and duties

- 1) Review the financial report to oversee that the reports are sufficient and correct.
- 2) Review the internal control system to oversee that they are adequate, appropriate and efficient. In addition, to observe the independence of the internal audit unit, as well as to approve the appointment, transfer and dismissal of the head of the internal audit unit or any other units responsible for the internal audit.
- 3) Review the business operating procedure to oversee that they are in compliance with rules and regulation of the Security Exchange Commission and those of the Stock Exchange of Thailand as well as other laws relative to the company business.
- 4) Recommend to the Board the independent persons to respond the company's auditors and deliberate his or her compensation including to attend a meeting with the auditor without the presence of the management at least once a year, including considering to discharge the Company's external auditor(s) in the following events:
 - (1) The external auditor(s) violates and/or fails to comply with Section 89/25 of Securities and Exchange Act B.E. 2535 (1992) (as amended);
 - (2) The license of the external auditor(s) is not valid under the professional accounting laws;
 - (3) The external auditor(s) commits a misconduct, violates or fails to comply with the rules and ethics of professional auditors in material manner and is suspended from practicing or delicensed under the professional accounting laws; or
 - (4) The Federation of Accounting Professions Committee considers the behavior of the external auditors(s) to be damaging to the honor of the accounting profession.
- 5) Review the connection transaction or transaction that may have conflict of interest to oversee that they are accurate, complete and in compliance with rules and regulations of the Stock Exchange of Thailand as well as disclose complete information of the transactions to ensure that they are appropriate and most beneficial to the Company.
- 6) Issue an Audit Committee Report to be included in the company's annual report and the report must be signed by the Audit Committee Chairperson and must at least contain the following information:
 - a) Opinions concerning with the correctness, completeness and trustworthiness of the financial reports of the Company.
 - b) Opinions concerning with the adequacy of the Company's internal control system.
 - c) Opinions concerning with the Company's compliance with the laws and regulations of the Securities and Exchange and regulations of the Stock Exchange of Thailand, or any law governing the Company's business.
 - d) Rules and regulations of the Securities and Exchange and regulations of the Stock Exchange of Thailand, or any law governing the Company's business.
 - e) Opinions concerning with the appropriateness of the auditor.
 - f) Opinions concerning with the transactions that may involve conflict of interest.

Subcommittee

- g) The number of the Audit Committee's Meetings and attendance record for each of the Audit Committee Members.
 - h) Opinions or overall observation that the Audit Committee has found during performing its duty according to the Charter of the Audit Committee.
 - i) Other reports which should be acknowledged by the shareholders and general investors under the duties and responsibilities assigned from the Board of Directors of the Company.
- 7) Perform other activities as delegated by the Company's Board of Directors with consent from the Audit Committee. The Audit Committee is responsible to the Board of Directors and the Board of Directors is still responsible for the Company's operation to other persons.
- In case have change of duty and scope of work of the Audit Committee, the Company shall submit the resolution to change the duty and scope of work of the Audit Committee report to the Stock Exchange of Thailand (SET) by SET requirement within 3 days from the date of such change.
- 8) Performance of Audit Committee, if found or suspect in some particulars or any action may be affected significantly to the financial status and operation results of the company, then the audit committee shall report to Board of Directors of the company in order to improve, to revise within the time determined by the Audit Committee.
- 1) Transaction that involves conflict of interest
 - 2) Fraud or irregularity or material defect in the internal control system
 - 3) Infringement the Securities and Exchange Act, requirements of the Stock Exchange of Thailand.
- If the Board of Directors or management can not to improve, to revise within the time determined, the member of the Audit Committee may report the transaction or activities above to the Security Exchange Commission and the Stock Exchange of Thailand.
- 9) At least once per year or appropriate time, review the Audit Committee Charter.

Executive Committee

Role	Reference for the charter (The company's website)
<ul style="list-style-type: none"> • To support the Board of Directors in its duties as assigned • To perform their duties under the Executive Committee's charter 	https://www.goldenlime.co.th/board.asp?lang=E

Scope of authorities, role, and duties

1. Executive Committee shall prepare the vision, mission including strategy, direction, and policy to carry out the business. It set targets, guidelines, operational plan and budget of the Company and its subsidiaries and proposes it to Board of Directors for consideration and approval.
2. Executive Committee shall supervise and control the operations of the Company and its subsidiaries in accordance with the policy, target, strategy and operational plan. Executive Committee is authorized to approve such specific matter or any action that is deemed as normal business of the Company.
 - a) Authorize normal operational expenditures of the Company, within the financial authority limits approved by Board of Directors;
 - b) To negotiate and enter contracts, agreements, instruments and other documents, including those relating to sales, services and procurements that fall within the ordinary course of business of the Company and are within the financial authority limits approved by the Board of Directors.
 - c) To approve the borrowing, conclusion of loan contracts, conclusion of mortgage contracts and/or pledge contracts with the bank and/or financial institution within the financial authority limits approved by the Board of Directors.
 - d) To have the power to approve the opening or closing of deposit accounts, to define the name of the person authorized to withdraw money from the deposit accounts of the Company, and to perform other actions relating to such deposit accounts.

Subcommittee

- e) To approve amendments of location of the head office and branch offices of the Company provided that the amendment of the location of the head office is within Nonthaburi Province only.
- f) To approve amendments to the conditions of credit limit usage and/or methods of withdrawal from the credit limit that the Company has with the bank and/or financial institution.
3. To consider the investment projects of the Company in order to propose the same to the Board of Directors for approval.
4. To approve important investment as set out in the annual expenditure budget as assigned by the Board of Directors of the Company or has already been approved in principle by the Board of Directors of the Company.
5. Implement operational and administrative policies as assigned by the Board of Directors.
6. To allocate premiums, rewards, and bonuses approved by the Board of Directors of the Company to employees or staff of the Company.
7. To be the Board of consultants to manage the policies relating to finance, marketing, operation, and other management.
8. Executive Committee shall appoint a working committee and/or other person to scrutinize and screen the matters that are to be proposed to the Executive Committee or to take any action that is useful to the performance of Executive Committee or to take any action as delegated by Executive Committee within the scopes of authorization of Executive Committee.
9. Executive Committee shall set out the organization structure and efficient administration, covering selection, training, employment and termination of employment of the Company and its affiliates' personnel who are group of management or high-level management. The Managing Director or other suitable position may be authorized to execute the employment contract on behalf of the Company.
10. Executive Committee shall adopt and revise as appropriate the Charter of Executive Committee Charter in order to propose it to Board of Directors for approval.
11. Executive Committee shall engage in necessary actions to promote and protect the interests of the Company and shall perform any other duty as assigned to it by Board of Directors.

The power of the Executive Committee shall not include the approval of any transaction wherein the Executive Committee may have a conflict of interest or stand to benefit in any other nature with the Company or the subsidiary company (if any) in accordance with the rules of the Securities and Exchange Commission and the Stock Exchange of Thailand. Approval of a transaction of such nature is required to be proposed at a meeting of the Board of Directors and/or a Shareholders' Meeting for consideration and approval in accordance with the Articles of Association of the Company or as specified by related laws, unless it is the approval of a transaction that is in the ordinary course of business that the Board of Directors has clearly specified within the established consideration framework.

The Nomination Remuneration Committee

Role	Reference for the charter (The company's website)
<ul style="list-style-type: none"> • Director and executive nomination • Remuneration • To perform their duties under the Nomination Remuneration Committee's charter 	https://www.goldenlime.co.th/board.asp?lang=E

Scope of authorities, role, and duties

1. Ensure that the structure, size, and composition of the Board of Director are appropriate for the Company and the changing business environment.
2. Develop criteria for the Company's director; Screen and identify, in a transparent way, a qualified candidate to propose for the Board endorsement before proposing to the shareholder meeting for approval of appointment.
3. Screen and identify, in a transparent way, a qualified candidate for the position of Managing Director to propose to the Board for approval and appointment.
4. Develop succession plan for the Managing Director position and regularly revisit the plan and its progress.

Subcommittee

5. Design a fair and sensible remuneration plan and related criteria for the Company's directors, members of each committee and the Company's Managing Director by considering referenced information of compensation in other companies in the same or similar industries; propose such remuneration plan for directors and committee members to the Board for endorsement before proposing to the Shareholder meeting for approval
6. Evaluate the performance of the Company's Managing Director in order to assess the adequacy of his/her remuneration package; make recommendations regarding the overall compensation plan and other fringe benefits of the Company's employees proposed by the Managing Directors's preliminary advice.
7. Review, change and amend this Nomination and Remuneration Committee Charter to keep up with the changing situation and submit any proposed revisions to the Board of Directors for consideration and approval.
8. Perform other duties assigned by the Board of Directors.

The Corporate Governance Committee

Role	Reference for the charter (The company's website)
<ul style="list-style-type: none"> • Corporate Governance • To perform their duties under the Corporate Governance Committee's charter 	https://www.goldenlime.co.th/board.asp?lang=E

Scope of authorities, role, and duties

1. Consider and specify the policies/guidelines relating to good corporate governance, morale and business ethics as well as the policies and guidelines relating to sustainable business and presentation thereof to the Board of Directors.
2. Supervise, advise, review, and evaluate the policies and guidelines for good corporate governance, morale and business ethics including the guidelines relating to the implementation of sustainable business development, social responsibility and environmental concern and making sure such policies continue to be appropriate and compliant with up-to-date standards
3. Review, change and amend this Corporate Governance Committee Charter to keep up with the changing situation and submit any proposed revisions to the Board of Directors for consideration and approval.
4. Perform other duties assigned by the Board of Directors.

According to the scope of duties, the Corporate Governance Committee is authorized to seek for necessarily useful opinions and documents by requiring relevant managements, section heads or staff to attend the meeting to obtain such additional information. In addition, under the duties, responsibilities and authorities of this charter, the Corporate Governance Committee may seek advice from external independent professional advisors or specialists in other professions as deemed necessary at the Company's cost.

The Risk Management Committee

Role	Reference for the charter (The company's website)
<ul style="list-style-type: none"> • Risk Management • To perform their duties under the Risk Management Committee's charter 	https://www.goldenlime.co.th/board.asp?lang=E

Scope of authorities, role, and duties

- 1) Establish and review the risk Management policy and the guidelines to manage the Company's business

crises.

- 2) Drive all risk management implementation practices; risk assessment, risk treatment, identifying emerging risks.
- 3) Determine Risk Appetite aligned with corporate strategy and value.
- 4) Supervise and support the implementation of enterprise risk management to be in line with the sustainability business strategy, internal controls, ESG risks including the crises and changes that may affect the business operations.
- 5) Suggest and follow-up to evaluate the potential risk management including the guidelines or the measure of prevention, control or mitigation (Mitigation Plan) for the development of risk management system continuously.
- 6) Supervise to assign the Management to implement the sustainability ESG risk and enterprise risk management plan to minimize the impact including follow-up, review to ensure sufficient and appropriate organizational risk management plan.
- 7) Support and develop the risk management to cover all levels both internal and external as well as to build relationships with relevant Stakeholders to jointly to reduce risks that may affect the business.
- 8) In the case of any significant strategic risks, financial risks, ESG sustainability risks, operational risks, the Risk Committee shall report to the Board of Directors and the management. For example, if there is an urgent matter it can be reported via email.
- 9) Perform other duties assigned by the Board of Directors.

To perform its duties, the Risk Management Committee may seek any information it considers necessary from the management, department heads or related employees by asking them to attend the meeting, make statement or submit written related documents as necessary. In addition, under the duties and responsibilities, authorities of this charter, the Risk Management Committee may seek advice from external independent professional advisors or specialists in other professions as deemed necessary at the Company's cost.

The Sustainable Development Committee

(GRI:2-12 /2-14)

Role	Reference for the charter <small>(The company's website)</small>
<ul style="list-style-type: none"> • Sustainability Development • To perform their duties under the Sustainability Development Committee's charter 	https://www.goldenlime.co.th/board.asp?lang=E

Scope of authorities, role, and duties

- 1) Evaluate the sustainability development operational framework established by the major shareholder group to adopt and establish the relevant policies including the targets to propose to the Board as well as lead the company in the direction of sustainability regarding economic, social, and environmental factors following relevant policies to propose to the Board of Directors.

- 2) Encourage sustainability development implementation/ involvement in all areas to facilitate growth and execution. Each department aligns with the sustainability mission: "We contribute to a better world. We join in making the world better."
- 3) Supervise, advise, review and evaluate the policies and guidelines for sustainability development with social responsibility and environmental concern and ensure such policies continue to be appropriate and compliant with up-to-date standards
- 4) Encourage and support employees across all levels to collaborate and implement strategies for assessing and handling ESG risks, adding value for stakeholders, and fostering business growth alongside key stakeholders.
- 5) Supervise and assign relevant personnel to perform duties and coordinate in accordance with the specified strategies.
- 6) Supervise and ensure that relevant personnel operate within the scope of the value chain by mitigating impacts arising from material sustainability issues that may affect the business and stakeholders.
- 7) Review, change and amend this Charter to keep up with the changing situation and propose revisions to the Board of Directors for consideration and approval.
- 8) Perform other duties assigned by the Board of Directors.

The Sustainability Development Committee can request input, require attendance at meetings, or ask for documents from the management, department heads, or employees of the Company as part of its responsibilities. Furthermore, while carrying out its duties as outlined in the Charter, the Committee may consult with external independent experts or consultants when necessary and appropriate, with the Company covering all associated costs.

7.3.2 Information on each subcommittee

List of audit committee

List of directors	Position	Appointment date	Skills and expertise
1. Mr. Sripop Sarasas Gender: Male Age: 68 Education: Master's degree Major: Finance Nationality: Thai: Yes Residence in Thailand: Yes Experience in auditing: Yes	Chairman of the Audit Committee (Non-Executive Director, Independent Director) Type of Director : Former Director (Director who is still in the position according to the reported year and has not resigned during the year)	2 Apr 2014	Audit, Finance, Banking

Subcommittee

List of directors	Position	Appointment date	Skills and expertise
2. Mrs.Ladda Chatchaluy ^(*) Gender: Female Age: 66 Education: Master's Degree Major: Accounting Nationality: Thai: Yes Residence in Thailand: Yes Experience in auditing: Yes	Audit Committee (Non-Executive Director, Independent Director) Type of Director : Director whose term has expired and reappointed	5 Apr 2017	Accounting, Audit, Finance
3. Mrs. Vannee Abakaz Gender: Female Age: 65 Education: Master's Degree Major: Accounting Nationality: Thai: Yes Residence in Thailand: Yes Experience in auditing: No	Audit Committee (Non-Executive Director, Independent Director) Type of Director : Former Director (Director who is still in the position according to the reported year and has not resigned during the year)	15 May 2018	Finance, Accounting

Additional explanation :

() Directors with expertise in accounting review*

List of executive committee members

List of directors	Position	Appointment date
1. Mr. GEZA EMIL PERLAKI Gender: Male Age: 55 Education: Master's degree Major: Engineering Nationality: Thai: No Residence in Thailand: Yes	Chairman of the executive committee	13 May 2020
2. Ms. NISHITA SHAH Gender: Female Age: 45 Education: Bachelor's Degree Major: Business Administration Nationality: Thai Residence in Thailand: Yes	Member of the executive committee	29 Sep 2016

Subcommittee

List of directors	Position	Appointment date
3. Mr. KRISHNAN SUBRAMANIAN AYLUR Gender: Male Age: 57 Education: Master's Degree Major: Business Administration Nationality: Thai Residence in Thailand: Yes	Member of the executive committee	29 Sep 2016
4. Mr. TIMOTHE ARTHUR MARIA VAN DEN BOSSCHE Gender: Male Age: 54 Education: Master's Degree Major: Business Administration Nationality: Thai : No Residence in Thailand: No	Member of the executive committee	10 Nov 2023
5. Mr. BEN HARRATH FAOUZI Gender: Male Age: 56 Education: Bachelor's Degree Major: Engineering Nationality: Thai : No Residence in Thailand: No	Member of the executive committee	10 Nov 2023

Note: 1) During the development of the eONE Report system, it was determined that the format for presenting individual data for the sub-committee member list relies on the names of directors in section 7.2. The input data for director information is not fully complete. Modifying or removing data in section 7.2 will impact the data in section 7.3, potentially leading to errors and preventing data from being saved in that section.

2) The display of titles in the English version of the report uses Thai titles in the English version.

Other Subcommittees

Subcommittee name	Name list	Position
The Nomination Remuneration Committee	Mrs. LADDA CHATCHALUAY	The chairman of the subcommittee (Independent director)
	Mr. TIMOTHE ARTHUR MARIA VAN DEN BOSSCHE	Member of the subcommittee (Non-executive Director)
	Mr. KRISHNAN SUBRAMANIAN AYLUR	Member of the subcommittee (Non-executive Director)
	Mrs. VANNEE ABAKAZ	Member of the subcommittee (Independent director)
Corporate Governance Committee	Mrs. LADDA CHATCHALUAY	The chairman of the subcommittee (Independent director)
	Mr. TIMOTHE ARTHUR MARIA VAN DEN BOSSCHE	Member of the subcommittee (Non-executive Director)
	Mr. KRISHNAN SUBRAMANIAN AYLUR	Member of the subcommittee (Non-executive Director)
	Mrs. VANNEE ABAKAZ	Vice-chairman of the subcommittee (Independent director)
Risk Management Committee	Mr. GEZA EMIL PERLAKI	The chairman of the subcommittee (Director of the company)
	Mr. KEETAWIT MALANON	Subcommittees (Senior Executive)
	Mr. SOMCHAI JATURANONT	Subcommittees (Senior Executive)
	Mrs. SUTHARINEE CHAIRATANA	Subcommittees (Senior Executive)
	Ms. BUNYAWHAD THANASOMBOON	Subcommittees (Senior Executive)
	Mr. SORAWEE RUANGTUP	Subcommittees (Senior Manager)
The Sustainability Development Committee (GRI: 2-13)	Mr. GEZA EMIL PERLAKI	The chairman of the subcommittee (Director of the company)
	Mr. KEETAWIT MALANON	Subcommittees (Senior Executive)
	Mr. SOMCHAI JATURANONT	Subcommittees (Senior Executive)
	Mrs. SUTHARINEE CHAIRATANA	Subcommittees (Senior Executive)
	Ms. BUNYAWHAD THANASOMBOON	Subcommittees (Senior Executive)
	Mr. SORAWEE RUANGTUP	Subcommittees (Senior Manager)

7.4 Information on the executives

In 2024, the format for presenting the names of executives was modified to correspond with the One Report system, particularly the e-One Report available on the SETLink platform identifying practices to present executives' details in accordance with the database format outlined by the system.

The report has been updated to align the disclosure of executive information with the e-One Report system guidelines. In 2024, the list of disclosed executive information has been modified to reflect changes in the organizational structure and the shift in management control authority that took place during the year.

1) The change of command in the Human Resources Department.

Following the recruitment of personnel to support the key succession plan and oversee the Human resources development planning resulting in the recruitment of new personnel to hold the position of Senior Executive of Human Resources, the direct reporting structure to the Managing Director and Senior Manager of Human Resources who will retire in 2025 has been changed. The original Human Resources line of command that reported directly to the Deputy Managing Director has been changed to report directly to the Senior Executive of Human Resources, effective from October 1, 2024. (No.3 as depicted in diagram)

2) Transition of the top position in accounting and finance.

The Senior Manager of Accounting and Finance previously held the highest level of responsibility within the Accounting and Finance department. This structure has been revised, with the position now reporting directly to the Senior Executive of Accounting and Finance, who has been elevated from the role of Manager of Financial Analysis and Control. This change will take effect on October 1, 2024, as part of a strategy to align with the succession plan for key roles, which has been developed in response to the personnel retirement plan. ((No.4 as depicted in diagram))

The disclosing executive names follow the announcement by the SEC Office. Executives whose names will be disclosed are executives or the management according to the Notification of the Capital Market Supervisory Board No. TorChor.23/2551 the Definition of "Executives" means the manager or the next four executives succeeding the manager, and persons who are executives holding the position of manager or equivalent in accounting or finance departments.

The list of executives disclosed according to the above guidelines includes five executives reporting directly to the managing director and two individuals holding executive positions in the accounting or finance departments at the manager level or higher. In total, there are eight executives as detailed in section 7.4.1.

For the disclosure of executive compensation in sections 7.4.1-7.4.2 of the annual report, which aligns with the notes to the financial statements, the company continues to manage the executive compensation structure. This structure includes the highest-level executives and the next four levels below them, as well as the highest executives in subsidiaries and managers in subsidiary companies.

7.4.1 List and positions of the executive

As of December 31, 2024, following the restructuring during the year and in accordance with the SEC Office's disclosure guidelines, there are a total of eight executives. This includes the managing director as the highest executive, five executives reporting directly to the managing director, and two individuals holding executive positions in the accounting or finance departments at the management level or higher, as follows:

Information on the executives

List of executives	Position	First appointment date	Skills and expertise
<p>1. Mr. Geza Emil Perlaki Gender: Male Age : 54 years Highest level of education : Master's degree Major of highest degree: Business Administration Thai nationality : No Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No</p> <p>Accounting supervisor : No</p>	<p>Managing Director (The highest-ranking executive)</p>	<p>5 Apr 2017</p>	<p>Petrochemicals & Chemicals, Engineering, Business Administration</p>
<p>2. Mr. Keetawit Malanon Gender: Male Age : 47 years Highest level of education : Master's degree Major of highest degree: Business Administration Thai nationality : Yes Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No</p> <p>Accounting supervisor : No</p>	<p>Deputy Managing Director in the Operation</p>	<p>15 May 2018</p>	<p>Petrochemicals & Chemicals, Business Administration, Project Management, Corporate Management, Engineering</p>
<p>3. Mrs. Sutharinee Chairatana Gender: Female Age : 40 years Highest level of education : Master's degree Major of highest degree: Human Resources and Organization Management Thai nationality : Yes Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No</p> <p>Accounting supervisor : No</p>	<p>Senior Executive Manager Human Resources</p>	<p>1 Oct 2024</p>	<p>Human Resource Management, Corporate Management</p>
<p>4. Ms. Bunyawhad Thanasomboon^(***) Gender: Female Age : 36 years Highest level of education : Master's degree Major of highest degree: Business Administration Thai nationality : Yes Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : Yes</p> <p>Accounting supervisor : No</p>	<p>Financial & Accounting, Senior Executive Manager</p>	<p>1 Oct 2024</p>	<p>Finance, Data Analysis, Budgeting, Commerce, Banking</p>

Information on the executives

List of executives	Position	First appointment date	Skills and expertise
5. Mr. Somchai Jaturanont Gender: Male Age : 53 years Highest level of education : Master degree Major of highest degree: Business Administration Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Sales, Marketing and Logistic Senior Executive Manager.	15 May 2018	Petrochemicals & Chemicals, Marketing, Engineering, Transportation & Logistics
6. Ms. Thidarat Sihawanlop Gender: Female Age : 53 years Highest level of education : Bachelor's degree Major of highest degree: Computer Information Management Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Office Administration Senior Manager and Company Secretary	15 May 2018	Sustainability, Data Management, Corporate Management, Budgeting, Data Analysis
7. Ms. Amornpan Suwanrat Gender: Female Age : 57 years Highest level of education : Bachelor's degree Major of highest degree: Accounting Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : Yes	Finance and Accounting Senior Manager	15 May 2018	Accounting, Budgeting
8. Mr. Tanintorn Nantanaph ^(*) Gender: Male Age : 41 years Highest level of education : Bachelor's degree Major of highest degree: Accounting Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : Yes	Finance & Accounting Manager	2 Jan 2020	Accounting, Audit, Budgeting

Additional Explanation :(*) Highest responsibility in corporate accounting and finance

(**) Accounting supervisor

(***) Appointed after the fiscal year end of the reporting year

- Note: (1) In case there are any changes of the persons holding equivalent position to the fourth executive, the Company shall report and disclose to SEC and SET accordingly. In case of holding the company's shares (or holding SUTHA shares), the holdings and changes in holdings from either purchase or sell of the company's shares must be reported in accordance with the 59 SEC's Report Form.
- (2) For details on the education, background information, and experience of the executives, the company has provided this information in **Attachment 1** : Details of directors, executives, controlling persons, the person assigned to take the highest responsibility in Accounting and Finance, the person assigned to take direct responsibility for accounting supervision, the Company's secretary.

Organization structure diagram of the highest-ranking executive and the next four executives

Separation of Chairman and Managing Director roles

1. The Board of Directors defines the roles and responsibilities of Chairman and Managing Director of the Company to ensure that both positions have effective checks and balances of power. The two positions should be held by different individuals.
2. Managing Director is the highest-ranking officer across the Company and its subsidiary Company. He is responsible for the day-to-day business of the Company and its subsidiary companies, within the authorities as delegated by the Board of Director. The primary duties of the Managing Director are as follows;

Duties of a Managing Director or a chief of the management are;

Perform their duties in accordance with the laws, the Articles of Association and the objectives of the Company as well as all legitimate resolutions of the Board of Directors meetings and the shareholders meetings and in compliance with **their duty of care and duty of loyalty (Securities and Exchange Act. Section 89/7, Section 89/8, Section 89/9 and Section 89/10)**

SECTION 89/7. In conducting the business of the company, an executive shall perform his duty with responsibility, due care and loyalty, and shall comply with all laws, the objectives, the articles of association of the company, the resolutions of the board of directors and the resolutions of the shareholders' meeting.

SECTION 89/8. In performing duty with responsibility and due care, an executive shall act in the similar manner as an ordinary person undertaking the like business under the similar circumstance.

Any matter proven by the executive that, at the time of considering such matter, his decision has met the following requirements shall be deemed that the said executive has performed his duty with responsibility and due care under the first paragraph:

- (1) decision has been made with honest belief and reasonable ground that it is for the best interest of the company;
- (2) decision has been made in reliance of information honestly believed to be sufficient; and
- (3) decision has been made without his interest, whether directly or indirectly, in such matter.

SECTION 89/9. In considering whether each executive has performed his duty with responsibility and due care, the following factors shall be taken into account :

- (1) position in the company held by such person at that time;
- (2) scope of responsibility in the position of such person in accordance with the laws or as assigned by the board of directors and;
- (3) qualification, knowledge, capability, and experience including purposes of appointment.

SECTION 89/10. In performing duty with loyalty, an executive shall :

- (1) act in good faith for the best interest of the company;
- (2) act with proper purpose and;
- (3) not act in significant conflicts with the interest of the company.

- a) Supervise and responsible for the operating results of the Company in profit and loss.
 - b) Supervise the operation and /or daily management of the management department to ensure that it is in accordance with objectives and goals received from the Board of Directors and policies from the group of shareholders, including the implementation of laws, regulations and related laws.
 - c) Control in order to comply with accounting, tax, labor, environment, safety and other matters associated.
 - d) Representing the authorized person from the Company in accordance with the law to communicate with external stakeholders (in terms of the environment, departments that are licensed, local government organizations, government agencies, banks, private organizations).
 - e) To comply with policies, plans, and budgets approved by the Board of Directors or the Executive Committee including policies from the group of shareholders and the scope of the following matters;
 - 1) Developing strategies, plans, operations, and monitoring.
 - 2) Business development under the coordination of support in licensed businesses, including production, investment, together with environmental responsibility and risk management.
 - 3) Relevant rules and regulations;
 - 4) Human resource administration and responsibility including organizational structure adjustment and human resource management and communication with employees in accordance with labor laws and disciplinary processes and to ensure adequate resource planning.
 - 5) Implementation and management to work in the workplace are professional and effective.
 - 6) Be a leader in negotiating procurement and conducting related activities with managing important assets.
 - 7) Management for stakeholders according to the good corporate governance policy and business ethics.
3. Administrate the Company's business in line with the objectives, regulations, policy rules, requirements, orders and resolutions of the General Meeting of Shareholders, or the Board of Directors and the Executive Committee.

However, the authority of the Managing Director does not cover the approval of any transactions likely to cause conflicts or any transactions with which the Managing Director or his related parties may have conflicts of interests with the Company or its subsidiaries according to regulations of the Stock Exchange of Thailand (SET). Approval for such actions must be presented to a meeting of the Board of Directors and/or the General Meeting of Shareholders as required by the Company's regulations or related laws unless the approval is for the regular business operation which has been deliberated and approved by the Board of Directors.

Directorship in other listed companies held by Chief Executive Officer or Managing Director and Top Management of the Company

The Board of Directors allows the Chief Executive Officer or Managing Director or top executives of the Company to take directorship in the Group companies or Subsidiaries and most of them are appointed as directors of companies in the Group and Subsidiaries; in all it is of benefit to the Company, not affecting the performance of their respective duties and responsibilities.

Succession Planning Policy for Directors and Top management

The Board is responsible for succession planning to assure the effectiveness and the good preparation when changes have occurred or any directors or top management resigns (whether planned or not) to ensure the continuity in operations and management. The Board should consider to promote people from inside the organization and, in case of absence of internally qualified and capable people, recruit from outside. The Persons proposed to the Board of Directors Meeting for consideration shall meet the qualification of directors or qualification of the Executives for the Listed Company and must not have any prohibited characteristic under the Public Limited Companies Act and the Securities Exchange Act. In case of a newly proposed director, the Board of Directors shall propose the candidate

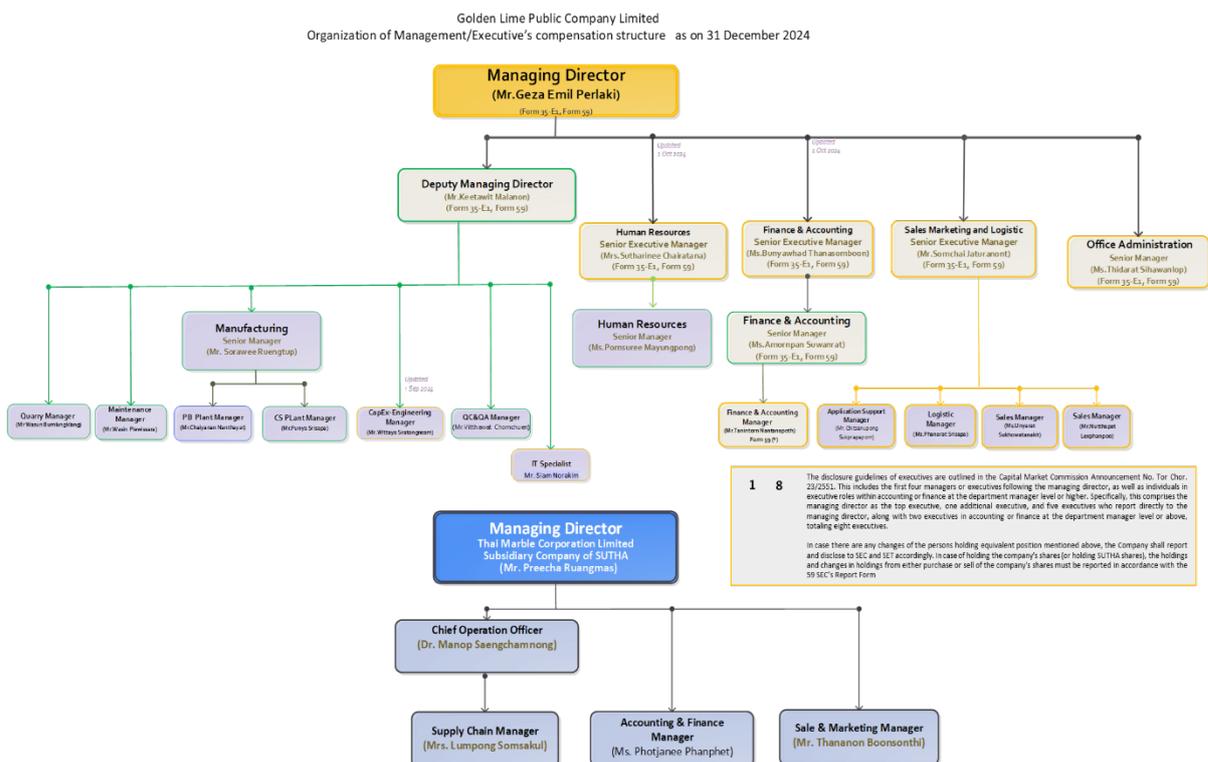
director to the Shareholders Meeting for approval of the appointment.

The Managing Director is responsible for ensuring a succession plan is in place for the Head of Divisions in the Company with the assistance from the top Management. Alternatively, the Chief of each division will select the internal appropriate person or, in the absence of internally qualified people, shall consider recruiting from outside or mandate a professional recruitment company to find appropriate candidate persons to be sent to the Company for selection.

Organization structure diagram of the highest-ranking executive and the next four executives

Organization structure of the highest-ranking executive and the next four executives as of date: 31 Dec 2024

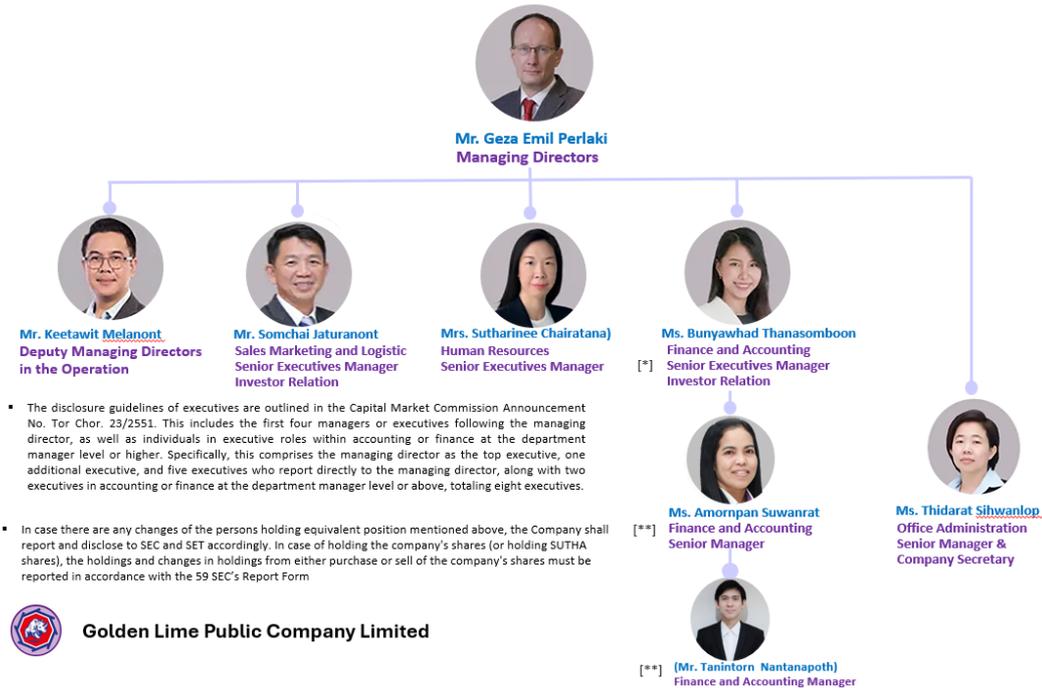
			% Male		% Female
Highest-ranking executives and the next four executives	6	3	50%	3	50%
Accounting supervisor	2	1	50%	1	50%
Executives according to the Notification from SEC	8	4	50%	4	50%
The company and its subsidiary's Executives					
Executives high level	6	4	15%	2	8%
Senior Managers	5	2	8%	3	12%
Management	15	10	38%	5	19%
Executives and Management	26	16	62%	10	38%
Local	25	96%	15	58%	10
Foreigner	1	4%	1	4%	-



1 8 The disclosure guidelines of executives are outlined in the Capital Market Commission Announcement No. Tor Chor. 29/2551. This includes the first four managers or executives following the managing director, as well as individuals in executive roles within accounting or finance at the department manager level or higher. Specifically, this comprises the managing director as the top executive, one additional executive, and five executives who report directly to the managing director, along with two executives in accounting or finance at the department manager level or above, totaling eight executives.

In case there are any changes of the persons holding equivalent position mentioned above, the Company shall report and disclose to SEC and SET accordingly, in case of holding the company's shares (or holding SUTHA shares), the holdings and changes in holdings from either purchase or sell of the company's shares must be reported in accordance with the 59 SEC's Report Form.

Executives Information ("SUTHA")



7.4.2 Remuneration policy for executive directors and executives

Directors' Remuneration

The Company maintains a policy of compensating directors and executives at a suitable level, which is determined by comparing industry standards and evaluating the Company's performance, as well as the specific duties and responsibilities of each director and executive. Directors who serve on the audit committee will be compensated for their roles, while those on the nomination committee will also receive remuneration, with attention to both compensation and corporate governance.

The Shareholders meeting must approve the remuneration for the directors, while the Board of Directors meeting is responsible for approving the remuneration of the Executives.

- 1) Yearly remuneration
- 2) Board of Director Meeting Allowance
- 3) Audit Committee Meeting Allowance
- 4) Nomination Remuneration and Corporate Governances Committee Meeting
- 5) Bonus which is considered as per proposed by the Nomination and Remuneration Committee to the Board of Directors under the amount approved by the shareholders' meeting.

Guidelines

- 1) Directors' remuneration must be approved by the company's shareholder meeting.
- 2) The remuneration of directors is proposed to the Nomination and Remuneration Committee then the board must review the proposal before presenting it to the annual general shareholders' meeting for approval.
- 3) Remuneration depends on each director's responsibilities, duties, performance added with attendance fee; Board meetings, Audit Committee Meeting, NRCG meeting with fixed rate paid to the Chairman and each

director.

- 4) Director who has been holding office for less than one year, his remuneration is based on the office period in the year.
- 5) Bonus for directors based on the dividend payment not exceeding 0.5 percent of the estimated number of dividends paid and not exceeding the amount approved by the shareholders' meeting. If no dividend payment is announced, no bonuses for directors in that year.
- 6) Remuneration shall follow what has been approved by AGM only without any other additional privileges
- 7) Any change shall be presented to the NRCG meeting then to the Board of Directors meeting and proposed to the shareholder meeting accordingly.
- 8) The disclosure of each remuneration either individual or entire payment should be presented in the annual report via SET and the website of the company.

The Executive Committee's Remuneration:

The company has not determined the remuneration for the Executive Committee

Does the board of directors or the remuneration committee have an opinion on the remuneration policy for executive directors and executives : Yes

In 2024, the Nomination Remuneration Committee reviews the annual remuneration proposal, which will be included in the agenda for its annual meeting. The proposal for executive annual remuneration is scheduled in February. Additionally, the bonus proposal, based on performance or rewards in line with the bonus policy (Incentive package) for top executives, will be addressed in April.

CEO and Executives' Remuneration

The Company has set the remuneration to the Executives individual that shall receive appropriate remuneration, in consideration of their employment agreement as an individual contract and individual duties and responsibilities, knowledge and experience, as well as the executive's performance (KPI) in conjunction with the company's overall operational performance, according to the remuneration policy. Moreover, the assessment of economic prospects and the Company's plans are also used for determining remuneration for the executives.

Guidelines

- 1) Remuneration for the top executive will be reviewed by the major shareholders if the executive is nominated by that shareholder. The payment rate will align with the employment contract agreed upon with the main shareholder. The Nomination Remuneration Committee will assess the appropriateness of the rewards and provide their opinion before presenting it at the annual board meeting.
- 2) The Company discloses total compensation for directors and executives during NRCG and Board meetings, which will be included in the annual report. Details on top executive pay, annual salaries of other executives, and overall executive compensation will also be available in the annual report and on the Company's website.

Compensation or other non-monetary benefits

The Company provides not only monetary remuneration to Directors and Executives but also compensation or other non-monetary benefits, which will be considered as income for them as outlined below.

Information on the executives

1. Directors' and Officers' Liability Insurance (D&O) provides coverage for Management Liability of Directors and Officers, whether actions were taken or merely alleged. The primary coverage includes financial damages and legal defense costs, limited as specified in the annually renewed policy.
2. Life and health insurance for senior executives is provided according to the terms outlined in their employment contracts.
3. Senior executives receive accommodation, medical expenses, and child tuition fees as stipulated in their individual employment agreements.
4. Official vehicles are provided for senior executives in designated positions, following the Company or its subsidiaries' policies. The Company covers all related costs, including inspections, repairs, registration, insurance, tolls, and fuel.
5. Senior executives in specific roles are provided with mobile phones and coverage for telephone and internet services, with the Company responsible for all associated costs.

In 2024, the Compensation Committee approved the adjustment of the criteria for considering the bonus payment guidelines (additional rewards to incentivize performance) for middle management. The approved criteria adjustments are as follows

The criteria are as follows: (Incentives)

Middle management : Nominal 15% payout based on recommendation by superior + validation by higher management in a performance discussion session

KPIs such as:

1. Revenue growth
2. Free cash flow
3. EBITDA
4. ROCE (return on capital employed)
5. Health & Safety achievement

Criteria for Incentive package based on performance for senior executives:

The incentive package for senior executives is established based on the performance metrics of each individual, which are assessed by the top executive and subsequently approved by the management of the Shareholders' group. The evaluation of the top executive or CEO involves a review of performance outcomes according to established criteria, alongside the evaluation standards set by regional managements. The results of this evaluation will be submitted to the Nomination and Remuneration Committee for annual review and approval.

Resolution of the Nomination and remuneration Committee: deemed it appropriate to approve the proposal

7.4.3 Remuneration of executive directors and executives

In 2024, the Company adjusted the disclosure format of the remuneration of directors and executives according to the eOne Report platform disclosing the monetary remuneration of directors and executives and other remuneration of directors and executives.

Monetary remuneration of executive directors and executives

Directors and Executives' Remuneration	Y2022	Y2023	Y2024
Executives Directors	N/A	N/A	N/A
<i>Executives who are members of the Executive Committee</i>	N/A	N/A	N/A

Executives on Subcommittees	Y2022	Y2023	Y2024
The Risk Management and Sustainable Committee	N/A	N/A	N/A
Executives who serve as the RMSD Committee.	N/A	N/A	N/A

The Executives of SUTHA and its subsidiaries	Y2022	Y2023	Y2024
Numbers of Executives of SUTHA and its Subsidiaries paid the remuneration during the period	28	31	27
Salary	29,321,090	27,461,028	32,427,524
Bonus	3,137,669	3,670,157	3,545,532
Other compensations vary by director's contract	vary by director's contract.	vary by director's contract.	vary by director's contract.
Total Executives Remuneration	50,978,669	49,817,917	54,864,855
The Executives Remuneration average /person	1,831,732	1,558,210	1,892,812

Other remunerations of executive directors and executives

The Executives' Remuneration of SUTHA and its subsidiaries	2022	2023	2024
Company's contribution to provident fund for executive directors and executives (Baht)	1,521,918	1,513,419	1,866,122
Employees Stock Ownership Plan (ESOP)	No	No	No
Employees Joint Investment Program (EJIP)	No	No	No

Remuneration or benefits payable to directors and executives

Remuneration or benefits payable to directors and executives in the past year : 0.00
 Estimated remuneration of executive directors and executives as for the current year : 0.00

7.5 Employees Information

The Company recognizes the significance of values in Human Resources as a crucial element contributing to organizational success. It is dedicated to enhancing the skills and abilities of its employees while fostering their social and environmental responsibilities. This commitment includes the creation of a positive work environment characterized by equitable treatment of all employees and laborers. On August 17th, 2021, the Company was awarded a certificate by the Department of Labor Protection and Welfare in acknowledgment of its implementation of Good Labor Practice (GLP) within its business management and administration.



Human Resources Policy and practices towards employees:

(GRI:402-1)

1. Employments and Terminations:

The Company's employment, termination and other practices towards employees are controlled in order for compliance with the law, rules and regulations for with the respect and defense of human rights as well.

1.1 Employment

- **Manpower Rate:** Hiring and employment is considered necessarily in alignment with the work plan, strategy, developing framework, regulations, rules, working methods, internal control and budget including economic overview and adapting to various crisis. These all elements are taken into consideration to recruit or adjust manpower pooling to fit business operations.

- **Recruitment and selection of employees:** The Company provides the opportunity to obtain employment without discrimination regardless of race, religion, skin color, gender or personal belief including people with disabilities or disadvantaged people. Employees to be hired and recruited will be considered for their qualifications, experience, skills, abilities that are appropriate and consistent with the position considered. And there is no illegal employment of foreign workers.

- **Hiring people with disabilities, underprivileged people or the elderly:** Agreed to support government policy, the Company considered to act appropriately. However, if the Company cannot meet the government regulations, the Company willingly contribute to the State Fund for Rehabilitation of Disabled Persons Fund.

- **The Company has no policy of exploitation by infringement of the human rights of child laborers.** The Company on the contrary cooperates with educational institutions to promote internships for students according to the qualifying training program that complies with regulations and laws on the basis of consent and voluntary of attending students.

1.2 Termination and termination of employment: The Company's employees will be retired from being employees in the event of death, retirement, resignation and termination.

- **Resignation:** Employees wishing to resign must submit a resignation letter at least 30 days in advance by following the guidelines in accordance with the resignation regulations as specified in the employee handbook.
- **Employee Retirement Countdown:** When employees reach 60 years of age, if necessary, the Company may employ retired employees. This requires the consent of both the company and its employees.
- **Termination of employment with compensation:** The Company may consider termination of employment in need of reorganization, dissolution, business crisis or termination of employment due to wrongdoing or evaluation of the performance and quality of work outcome, health problems of employees that interrupt work performance including other grounds in accordance with the termination regulations with compensation to employees who have been terminated fairly and in accordance with applicable criteria and laws.

2. Scope of duties, responsibility and guidelines for employees

- 2.1 Perform as per scope of duties (Job Description) specified by the position, including the rules and procedures for working in the responsible work area.
- 2.2 In addition to complying with the scope of duties according to the position, every employee has a duty to uphold and comply with the Code of Business Conduct, Anti-Corruption Policy corporate values, relevant laws, and operate in accordance with work regulations, notices, orders and policies of the Company inclusive of internal control guidelines for prevention and mitigation of various risks that may arise in accordance with the framework of responsibilities. Respecting and adhering to human rights principles, anti-corruption and sustainable economic social and environmental guidelines is part of the responsibility of all employees.

In order to comply with the anti-fraud policy regulated by the Board, administrators and any employees who act against corruption must be provided with protection measures. By this means, they will be exempted from punishment or position downgrade.

3. Compensation and welfare benefits

- 3.1 **Pay and Compensation:** The Company has a policy to consider compensation for employees based on fairness and appropriateness with their duties and individual responsibilities in consistent with wage management according to the ability of an individual employee and legal wage rates including the determination of fair and appropriate benefits and welfare.
- The company will consider raising wages according to the legal wage rate, the Company yearly performance, plans and strategies together with capability and efficiency of employees as a department and individuality to offer proper welfare for benefits to employees at all levels according to their needs and the Company's performance and financial conditions regarding to social, economy conditions and consequently well-being of employees.

- 3.2 **Welfares:** The Company's policy is to provide welfare for employees not less than what is required by law and appropriately localized to provide employees with the necessary benefits with a social security fund, compensation fund, provident fund, annual health checks, X-ray arrangements, lung, life and accident insurance, uniforms, shuttle buses (for branches or sites) and company cars (for those who need a car to travel on duty) help in funeral costs to a death of an employee, diligence allowance, a well gift basket, medical expenses, annual bonuses (depending on operating results), etc., More details can be found in the employee handbook. All mentioned above is a guarantee for creating healthy living and well-being for employees.

4. Training and development

(GRI:2-24)

- 4.1 for compliance with the company's policies, guidelines, regulations, the Human Resources Department is to organize orientation training for new employees and provide employees an accessible to the Company handbook in shared drive so that employees can study to make understanding to various policies such as sustainability development policy, corporate governance, anti-corruption, social responsibility, code of conduct for business and stakeholders, safety and environmental policies including rules, regulations, guidelines that employees should know as practice guidelines for employees.
- 4.2 **Development and promotion of knowledge, competence, expertise, practical skills and managing skills:** To promote stability and advancement of employees as per below:
- **On the Job training:** The supervisors of each department are responsible for providing detailed training on work process according to the scope of duties and responsibilities to their subordinate employees.
 - **Promoting the development of knowledge and skills for equal career development and advancement:** The Company encourages the Human Resources Department in coordination with section heads and staff themselves to analyse and provide needed courses for development or training for employees. To develop skills and knowledge in accordance with the Company direction, plans, strategies, career advancement by allowing each department to propose budgets and plans for training courses in accordance with the annual Company budget and financial plan.
 - **Promoting sustainability development guidelines,** knowledge and practices to enhance with changing situations both in terms of laws, rules, regulations and modification to process to prevent potential risks: the Company encourages employees and supervisor to coordinate with the Human Resources Department to promote knowledge development and the development of operational guidelines in accordance with changes in working standards to cope with such changes and provide prevention measures to dangers, and epidemic including practice guidelines for crisis situations to minimize impacts to maintain happiness in workplace and employees' good life.

5. Promoting a safe work environment both socially and environmentally

- 5.1 **Promotion and protection of human rights:** Fair and equal treatment of employees under Thai labour law in order to create stability, peace, and promote career advancement, capability of employees as well as taking care of employees' standard of living by adhering to the principles of human rights and labour of the United Nations. These include refraining from using child labour and comply with the local labour laws in each country where the Company has operated the business. The Company provides a safe working environment and good health according to international standards with no discrimination from the origin, ethnicity, gender, age, skin colour, religion,

disability or any type of violations in remedying the human rights damage by healing, apology, restoration, financial compensation or other non-monetary ways and punitive enforcement measures (whether criminal or administrative (such as fines) and the prevention of damages by means of a court order prohibiting or guaranteeing their recurrence, etc.). The procedures for providing remedies should be neutral to prevent fraud and free from political interference and others which may affect remedies or any status that is not related to work as well as providing fair employment and supervision to assure there are no threats or intimidation or being violated personal rights and freedoms between the directors and employees or related persons and realize and respect the privacy of personal information by implementing the privacy policy to all stakeholders in supply chain.

- 5.2 **Supervision of Occupational Health and Safety for Employees:** The Company supports and promotes safe working environments ,process and protective equipment including maintaining good health of all employees and encourage them to work safely for sake of all colleagues. The Company is to appoint an individual Occupational Health, Safety and Environment Committee to every project All supervisors must be responsible for the safety of their subordinates' to comply with the safety regulations and supervise to ensure that the practice is carried out seriously including communication to personnel in the organization and the public.
- 5.3 **Promoting employees relations, work atmosphere and positive working environment:** The Company is to create a good understanding between the Company and all levels of employees by appointing a factory welfare committee from all department representatives to participate welfare management and to discuss and resolve conflicts that may arise including taking care of employees' happiness and working conditions and treat employees like family members with fairness to employees at all levels. All supervisors must be reliable and be a good example.

6. Performance appraisal, employee motivation, engagement, and retention.

6.1 Policy regarding performance appraisal program for executives and employees and reward in employee motivation

The Company requires annual performance evaluations of senior executives, managers, and employees, starting with the determination of work goals, actual operations, problem-solving to achieve the goals. For senior executives will be evaluated by the Managing Director. The manager level will be evaluated by senior executives and staff will be evaluated by the managers of each department. The evaluation will be based on accuracy, reliability, and fairness in order to motivate all personnel to perform duties for the growth of the Company.

Performance Evaluation of Senior Executives, Managers, and Employees divided into 2 types:

1. Senior Executives prescribed by their agreed employment contracts specifying subtleties of operations for the Company, such as preparing annual plans, indicators and performance evaluation methods.

Evaluation method - Managing Director conducts evaluating by Self-Assessment form which will be provided to senior executives at the beginning of the year to identify annual plans for operations throughout the year and weight in of importance in each plan. If the senior executive is able to work as planned, he or she will be considered incentive and reward.

2. Managers and Employees under permanent contract. Key Performance Indicator (KPI) is implemented in alignment with each individual indicator according to their work process and actual performance of each department.

Employees Information**Evaluation method**

- 2.1 Managers will be evaluated by Senior Executives
- 2.2 Employees will be evaluated by Managers

Criterion for incentive and reward in employee motivation

Criteria is to be determined from Financial Performance obtained from Earnings before Interest, Tax, Depreciation, and Amortization (EBITDA) deducted by expenses (Stay in Business Capital Expenditure) At the beginning of the year, the Company is to inform the executives and employees to acknowledge financial performance and the consideration process then starts after the end of the accounting period as of 31 December of each year. In case the operating results appears in accordance with the prepared financial performance, the Company will consider paying rewards from performance results to all personnel in the Company including considering special rewards based on the operating results of each project.

- 6.2 Employee relation, work atmosphere and work conditions:** The Company is obligated to create a good understanding between the Company and the employees by establishing a welfare committee, wherein representatives of all employee sections jointly manage welfare, as well as resolve any conflicts that may arise including taking care of well-being and work condition for better and proper livelihood.

7. Successions Planning for directors, senior management, and important positions

The Company recognized the importance of continuity of management which leads to sustainable growth and advancement. Succession planning requires collaboration across the organization. It is a process designed to ensure that the company and its subsidiaries identify and prepares employees for high-level management positions through mentoring, training and job rotation to fill vacant positions due to retirement, resignation, death or new business opportunities. A Succession Planning Policy is developed to ensure the stability and accountability of the organization by preparing for an eventual permanent change in leadership, either planned or unplanned, to ensure continuity support in operation and service when a director or senior manager leave their positions.

The Company aims to develop a diverse pool of candidates by developing career paths for employees that will facilitate the Company's ability to recruit, train and retain top performing or highly talented employees.

To develop a diverse pool of candidates, the Company should assess the current and future leadership needs of the Company to ensure the selection of qualified and capable leaders who are a good fit for the Company's mission, vision, and objectives; coupled with the necessary skills for the Company.

- o **Succession Planning**

- 1) **Nomination and election by the Board of Directors**

(GRI:2-10)

- o Directors
- o Managing Director of the Company and its subsidiaries

The Board is responsible for succession planning for the Directors, Managing Director and Managing Director of the subsidiaries. The Board should consider either to promote either internal persons in the organization or to recruit from outside. The Person proposed to the Board of Directors Meeting should meet the qualifications of directors or qualifications of the Executive for the Listed Company and should not have any prohibited characteristics under the Public Limited Companies Act and the Securities Exchange Act. For new directors, the Board of Directors shall propose the persons to be appointed to the Shareholder Meeting for approval.

2) Nomination and selection by the Managing Director or Head of Department

- o Executive Manager
- o Senior Manager
- o Manager
- o All Head of Divisions

The Managing Director is responsible for ensuring a succession plan is in place for the Head of Divisions in the Company with the assistance from the top Management. In the case the Company does not have a person who has the qualifications internally, on the outside candidate will be considered. The Company may assign the professional recruitment company to find the appropriate person.

3) Succession Planning Progress

- 3.1 The Company should define qualification, ability and skills of personnel required in the key positions according to the Company's vision, mission and strategy.
- 3.2 Determine the required capabilities for critical positions;
- 3.3 List down competency profile of the selected talents or employees;
- 3.4 Analyze and match the competencies between the critical positions and select employee to fill the gaps;
- 3.5 Create high-level development plans for the selected employees to grow into the target positions;
- 3.6 Assess the performance of the selected employees on a periodic basis;
- 3.7 Monitor and track the overall progress.

4) Key Success Factors

The backing of the Board of Directors, Executive Directors, Managing Director, and Executive Management is crucial for the succession planning process. This support will provide all employees with a clear understanding of the significance of succession planning for the Company.

Number of Employees

The number of employees of the Company and its subsidiaries as of December 31

	2022	2023	2024
Total employees (persons)	447	488	451
Male employees (persons)	299	341	314
Female employees (persons)	148	147	137

Dated 31th December, the total number of employees under the employment contracts are as follows;

(GRI: 2-7)

	จำนวนพนักงาน ณ 31 ธันวาคม								
	2022			2023			2024		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
									
Company	159	91	250	194	96	290	164	90	254
% by Gender	64%	36%	100%	67%	33%	100%	65%	35%	100%
Subsidiaries	140	57	148	147	51	198	150	47	197
% by Gender	71%	29%	100%	74%	26%	100%	76%	24%	100%
Total	299	148	447	341	147	488	314	137	451
% by Gender	67%	33%	100%	70%	30%	100%	70%	30%	100%

Remark: (1) In 2024, the company and its subsidiaries experienced a rise in employee numbers attributed to the reassignment of personnel from Golden Lime Engineering Co. This transition aimed to create an engineering department, effective September 1, 2024, in alignment with the company's policy for managing its budget and revenue structure.

Number of employees by position

Number of male employees by position

The number of male employees of the Company and its subsidiaries as of 31 December;

	2022	2023	2024
Number of male employees in Operation level (Persons)	273	323	285
% Employee Operation Level	61%	66%	63%
Number of male employees in Management level (Persons)	21	14	24
% Employee Management Level	5%	3%	5%
Number of male employees in Executives level (Persons)	5	4	5
% Employees Senior Executives	1%	1%	1%

Number of female employees by position

The number of female employees of the Company and its subsidiaries as of 31 December;

	2022	2023	2024
Number of female employees in Operation level (Persons)	138	140	125
% Employee Operation Level	31%	29%	28%
Number of female employees in Management level (Persons)	10	7	10
% Employee Management Level	2%	1%	2%
Number of female employees in Executives level (Persons)	0	0	2
% Employees Senior Executives	0%	0%	0%

Significant changes in the number of employees

Significant change in number of employees over the pass 3 years : No

Information on employee's remuneration

Employee's remuneration

The company provides compensation and benefits to employees, including both short-term and long-term benefits.

Employee Benefits:

Short-term Benefits:

- Employees receive salaries, wages, bonuses, and social security contributions. These are recognized as expenses when incurred and are paid in accordance with labor and tax laws, and on time.

Long-term Benefits:

- The provident fund is a post-employment benefit from a defined contribution plan, funded by both employee and the Company's contributions. The Company has kept the provident fund's assets separate from the Company's assets, and the report discloses the total amount the Company has contributed to employees for the year indicated.

Long-term employee benefits aim to encourage savings and ensure financial security for staff, reflecting the Company's operational conditions and business model. Employees will receive benefits upon retirement, and they will also take part in establishing a provident fund designed for their advantage, with the Company contributing after their employment ends when they retire.

Information on employee remuneration

	2022	2023	2024
Total employee remuneration (Baht)	161,713,268	169,074,326	179,808,330
% by Gender	100%	100%	100%
Total male employee remuneration (Baht)	118,445,329	123,577,520	130,536,376
% by Gender	73%	73%	73%
Total female employee remuneration (Baht)	43,267,939	45,496,806	49,271,954
% by Gender	27%	27%	27%

Details as follows:

Remunerations of Employees	2022	2023	2024
Salary / Remuneration Monthly	155,204,438	162,655,031	171,283,668
Bonus	6,508,830	6,419,295	8,524,662
Grand total Remunerations of Employees	161,713,268	169,074,326	179,808,330
Average of Employees paid remuneration Baht/persons/year	333,429	305,188	327,520

(GRI : 401-2)

Comparative information of welfare arrangements for employees in 2022-2024



The Company considers compensation and benefits in both short-term benefits such as salaries, wages, bonuses, social security contributions that are recognized as expenses incurred and long-term benefit by means of the fund that the Company is to promote savings among employees and offer financial security to employees based on the Company's business and its business conditions. This post-employment benefit for employees upon their retirement is what the Company and the employees have jointly established as for the benefit of employees as well as the provident fund itself, the expense then is incurred and paid in time of employee's retirement.

The 2023 social security contribution that was higher than the Y2021's and Y2022's resulted from

In 2023, the mandatory Social Security Fund contributions under section 33 of the SSA return to its usual rate at 5 % for the entire year.

In 2021 and 2022, the Social Security Board agreed to reduce the contributions to alleviate the suffering of insured persons from the impact of Covid-19;

Y2022, the contributions for both employers and employees insured under Section 33 reduced from the current 5% to 3% of wages effective for three months, from October to December 2022.

Provident Fund:

(GRI: 201-3)

An investment fund that is jointly contributed monthly by employees and the employer. The employer deducts from the payroll of employees with their voluntary consent to contribute to the provident fund at the rate of 2% of the salary for employees who have worked for more than 5 years or at any agreed rate according to an individual employment contract. The employees, for sake of their own financial security upon their resignation, can opt for the employee's contribution rate that can go from 2 to 15% of the salary and the whole year total amount of employee's contribution paid to the fund is tax deductible as per prescribed by law.

The Nomination and Remuneration Committee convened on April 4, 2024, and approved the consideration and adjustment of the new provident fund contribution rate as outlined below:

Employees Information

The provident fund comprises the funds accumulated by employees alongside the monthly contributions made by the company. The employer will withhold a portion of the salary based on the employee's preference, subsequently transferring the funds to the provident fund at a rate of 3 percent of the salary for general employees who have been with the company for one year or more, or at a rate specified in the individual employment contract. Employees also have the option to participate in this scheme by selecting the percentage of their salary that they wish the company to deduct for the purpose of contributing to their future income security after employment. The monthly contribution that employees may opt to deduct for the provident fund ranges from 3 percent to 15 percent, and the total annual contributions can be utilized to reduce personal income tax in accordance with legal stipulations, benefiting those who voluntarily enroll in the fund.

These contributions empower employees to take advantage of tax reductions while simultaneously saving for the future. This benefit will take effect from May 1, 2024.

The proportion of voluntary members to the Company provident fund is as follows;

Provident fund for employees of the Company and its subsidiaries	2022	2023	2024
Number of employees voluntarily joining in PVD (persons)	197	214	278
Proportion of employees who are PVD members (%)	44%	39%	53%
Total amount of provident funds contributed by the Company (baht)	2,520,648	2,589,580	3,437,542

7.6 Other Significant Information

7.6.1 Chief Financial Officer, Company Secretary and Internal Auditor

The person taking the highest responsibility in finance and accounting (Chief Financial Officer: CFO) and the person supervising accounting (Chief Accountant)

Responsible Person	Skill Matrix of CFO and Chief Accountant		
	Qualified as per applicable regulations by SET		
	Education	Experiences	Training
Chief Finance & Accounting (Formerly) Ms. Amornpan Suwanrat Finance and Accounting Senior Manager, is taking the highest responsibility in finance and accounting, which has been assigned the highest responsibility in accounting Currently is Ms. Bunyawhad Thanasomboon, Finance and Accounting Senior Executive Manager, is taking the highest responsibility in finance and accounting, which has been assigned the highest responsibility in accounting and finance reports effective from October 1, 2024	- minimum bachelor's degree or equivalent	- accounting or financial experience during the last 3 out of 5 years, or experience in other areas directly useful to the company's operation during the last 5 out of 7 years	- used to take a CFO/Chief Accountant position at a listed company and completed 6 hours of refresh course per year - never been a CFO/Chief Accountant position at a listed company - to take at least 12 hours of orientation program.
	Present designated personnel qualified as per SET regulations		
Accounting Officer Mr. Tanintorn Nantanapoth Finance and Accounting Manager who has been assigned to supervise and control accounting directly.	- Master of business Administration (MBA) - Bachelor of Business Administration, major in Banking and Finance	- 4 years' experience in Finance Controller & Analysis Manager of Golden Lime Public Company Limited	- 12 hours of CFO Orientation training course is scheduled within November 2024.
	Present designated personnel qualified as per SET regulations		
	- successfully registered as an accountant as per criteria specified by Department of Business Development	- accounting experience during the last 3 out of 5 years	- continuous accounting knowledge improvement training in compliance with the Department of Business Development
Present designated personnel qualified as per SET regulations			
	Bachelor's degree in accounting and Certified Public Accountant	- over 10 years' experience in external audit and taking joint responsibility in the Company accounting since 2 January 2020 till now	- continuous accounting knowledge improvement training in compliance with the Department of Business Development

7.6.2 Company Secretary

The Board of Director has appointed a Company Secretary in accordance with Article 89/15 of the Securities Exchange and the Stock Exchange Act of B. E. 2535 (Revision of statutes also referred). By this, the secretary is obliged to perform the following tasks:

1. Providing and storing the documents as follow:
 - (A) The Committee Registration
 - (B) The meeting arrangements, the minutes and the annual report
 - (C) The meeting arrangement and the minutes of the Shareholders' Meeting
2. Storing (Keeping) the connected transaction reports by the Board of Directors and its subcommittees
3. Performing any other tasks as required by the capital market committee.

Other Significant Information

Besides the duties and responsibilities described above, the Company Secretary is to provide legal suggestions concerning various regulations and seek coordination to have the Board of Directors and its subcommittees' resolutions abided by. In order to achieve such goals, the Company Secretary should be continuously trained and developed particularly on the law as well as accounts and the Secretary's duties.

At the Board of Directors Meeting No. 1/2013 held on 28 January 2013, the Board of Directors appointed Ms. Thidarat Sihawanlop to the office of Company Secretary with duties complying with Section 89/15 of the Securities Exchange Act of 2535 (1992), (including amendments). These included qualifications to perform the duties listed below:

1. To be competent and have a good understanding of the Company's business and other related work
2. To have good knowledge about the relevant rules, regulations, and laws
3. To work carefully with high responsibility and honesty
4. To have good communication with other people needed for dealing with many sections
5. Knowledge in Accounting and Finance

Experience, education, and training related to the Board of Directors and the duties of Company Secretary as follows;

Education		
- Bachelor of Computer Information Management St. John University		
- Diploma / High vocational Certificate (Dip. / High Voc. Cert.) Computer Business/ Rajamangala University of Technology Phra Nakhon		
- Vocational Certificate (Voc. Cert.) in Accountancy Rajamangala University of Technology Phra Nakhon		
Work experience in previous 5 years and present position in other companies		
Period	Organization/Companies	Position
November 8, 2024 - Present	The coordinator and secretary to RM_SD Committee	Golden Lime Public Company Limited
February 25, 2020 - Present	The NR_CG Committee Secretary	Golden Lime Public Company Limited
May 15, 2018 - Present	Office Administration Senior Manager and Company Secretary Audit Committee Secretary	Golden Lime Public Company Limited
May 11, 2017 - 2018	Secretary to the Audit Committee Office Administration Manager Company Secretary and Secretary to the Board of Directors Secretary to the Audit Committee	Golden Lime Public Company Limited
2006 - 2017	Office Manager Company Secretary and Secretary to the Audit Committee Secretary to the Managing Director	Golden Lime Co., Ltd
2000 - 2005	Managing Director Secretary	Lime Quality Co., Ltd
1996 - 1999	Head of Management Information System Department	Lime Quality Co., Ltd
1994 - 1995	Programmer	Silathip Saraburi Co., Ltd
1992 - 1993	Programmer	Clexpert (Thailand) Co., Ltd

Other Significant Information

Training Course	Trainings / Annual development 2024
<ul style="list-style-type: none"> ○ Company Secretary Program (CSP) 47/2012, (IOD) ○ EMT 24/2012 Effective Minute Taking (IOD) ○ BRP 8/2012 Board Reporting Program (IOD) ○ DAP SEC/2013 Director Accreditation Program (IOD) ○ 2561 "GRI Standards Introductory Workshop" THAIPAT ○ Disclosure, Sustainability and other training courses organized by SEC and SET ○ CERTIFICATE IN ESG MANAGEMENT (C-ESG) 2033 	<ul style="list-style-type: none"> - Cybersecurity Knowledge Sharing No. 7/2024 - Human Rights Due Diligence (HRDD) in conducting business in the Thai Capital Market (Phase 3) - Role and duty of the Company Secretary - Preparing for Environmental measures No. 1 - Next step SET ESG Ratings: preparing for FTSE Russell assessment - Knowledge and awareness of Biodiversity - Training series 101 FTSE Russell ESG Scores: Methodology - Dividend payment - Training series 102: Workshop on FTSE Russell ESG Scores – assessment topics - Refining criteria for Material Transaction (MT) and related party transaction (RPT) of listed companies - Q&A in One report - ESG reporting and disclosures to attract analyst and investors - ESG Risks Management: Navigating Climate Risks - Public hearing in elevating criteria to match International Sustainability Standards Board (ISSB Roadmap)

7.6.3 Internal Auditor

Previously, the Audit Committee was selecting and hiring to appoint a team of internal control auditors whether from the Carmeuse group, a major shareholder, to travel inbound to conduct internal control audit to its umbrella company or internal control auditors who have the expertise in internal control system audit from a service provider based in Thailand.

Then Audit committee meeting No. 2/2024 on May 9th 2024 resolved to appoint Inter Audit from Carmeuse Group (Group Internal Audit Directors of Carmeuse) to be the internal control system auditor for the year2024

Internal Auditor Leader

1) **Ms. Cathy Cully,**

Group Internal Audit Directors of Carmeuse

Education:

1985-1989 Master of Business Administration (MBA), Accounting

1981-1985 Bachelor of Business Administration (BBA) Economics & Finance

CPA (Jan 2012-Dec 2014)

Experience:

North America Internal Audit Director

2) **Mr. Mustafa ESAT,**

Group Internal Auditor of Carmeuse

Education:

Izmir Institute of Technology Izmir Institute of Technology

Other Significant Information

Faculty of Engineering, Chemical Engineering Engineering 2003 - 2009

Experience:

Group Internal Auditor of Carmeuse 7 years

In addition, to enhance the internal control system audit, the internal personnel had been appointed to coordinate supportively the audit process as per the resolution granted from the Audit Committee Meeting No. 2/2022, held on May 13 2022 and reported to the Board of Directors Meeting No. 3/2022 on an appointment of

- Mr.Tanintorn Nantanapoth - Financial & Accounting Manager as the coordinator of the Internal Control with following duties and responsibilities;
Supervise, follow up, and coordinate in the preparation of the internal control system audit plan with both the external internal control system audit team and the annual internal control system audit team including the selection of the internal control system audit team to propose to the Audit Committee meeting to select and appoint to conduct the annual internal control system audit.
- **Qualifications: knowledge and experience of the appointed coordinator**
Mr.Tanintorn Nantanapoth
Position: Financial & Accounting Manager
Knowledge and experience:
-Bachelor's Degree, Faculty of Business Administration, Accounting, Kasetsart University
-Certified Public Accountant (CPA)
-More than 15 years of working experience; as an assistant, an auditor and a senior management in audit
- The Company's Internal control system sufficiency evaluation by the management for the year 2024, conducted the 2024 internal control system sufficiency evaluation and submitted to the Secretary of the Audit Committee to compile and summarize the results for submission to the Audit Committee Meeting. All 5 aspects of evaluation by 7 assessors were as follows;
 - 1) Control Environment
 - 2) Risk Assessment
 - 3) Control Activities
 - 4) Information & Communication
 - 5) Monitoring Activities

The 2024 internal control system evaluation result was found sufficient and appropriate.

In 2024 Anti-Corruption the Company strictly continues in accordance with the Anti-Corruption policy. No complaints were found regarding corruption from stakeholders.

7.6.4 Investor Relation

The Investor Relation (IR) is the representative of the Company in respect of contacts with shareholders, institutional investors, research analysts and other relevant organizations and the goal of his/her duties is to create and strengthen a good relationship. A person who is IR should be trained and developed by participating in training to develop knowledge and exchange of experiences for the good relations by participating in the training Investor Relation Program from the Stock Exchange of Thailand for improve the Communication Skills Development.

At the Board of Directors Meeting No. 1/2018 held on 22 February 2018, the Board of Directors appointed Mr. Somchai Jaturanont, Sales, Marketing and Logistic Senior Executive Manager, to the office of Relation Investor of the Company.

Other Significant Information

The Board of Directors Meeting of the Company on Friday 12th May 2023 resolved to appoint Miss Bunyawhad Thanasomboon ,Finance Controller & Analysis Manager, as an addition to investor relations to enhance investor relations, dissemination, and communication via the website, the announcement of the company's investor relations operation and contact details.

The channel of communication; The Company shall disclose information about the Company on the Company's website and will arrange the meetings with investors or analysts who are interested or need more information about the Company. The Managing Director or the Deputy Managing Director, Investor Relations and Financial controller and analysis Manager are responsible for answering queries and providing public information under the rules of disclosure. The Company also regularly provides answers and specific information for investors or interested persons via the Company's website, email or by phone, as well as gives information and talk to clarify and update on the most interesting topics for investors. The company provides appointments for a meeting with business analysts and investors who are interested and provides appointments and information to analysts and investors who occasionally request to participate in the meeting.



2024 IR activities	Dissemination channel
<p>SET Opportunity Day arranged not less than 2 times a year to communicate operating result.</p> <ol style="list-style-type: none"> 1) Opportunity Day Year End/2023 (15 March 2024) 2) Opportunity Day Quarter 1/2024 (17 May 2024) 3) Opportunity Day Quarter 2/2024 (4 September 2024) 	<p>Past episodes on the company's website at https://www.goldenlime.co.th/webcasts</p> 
<p>Contact Investor Relations: Golden Lime Public Company Limited Registration No. / Tax ID.: 0107556000248 Head Office: No. 89 Cosmo Office Park, 6th Floor, Unit H, opular Road, Banmai, Pakkret, Nonthaburi 11120: THAILAND.</p>	
<p>Mr.Somchai Jaturanont Senior Executive Manager of Sales Marketing and Logistic Mobile : +66 (0) 81257 8094</p>	<p>Tel. No. +66 (0) 2017 7461 - 3 Fax. No. +66 (0) 2017 7460 Website: www.goldenlime.co.th Email: irsutha@goldenlime.co.th</p> <p>Miss Bunyawhad Thanasomboon Senior Executive Manager of Finance and Accounting Contact : +66 (0) 2 017 7461-3</p>
<p>https://www.goldenlime.co.th/home</p>	

