



REPORT OF THE CORPORATE GOVERNANCE COMMITTEE

The Corporate Governance Committee operates according to the good corporate governance principles in order for the Company to manage the business with effectiveness, transparency and fairness, adhering to the business code of conduct that is acceptable by every group of stakeholders. During the year 2017, 5 meetings were held to consider several matters, which can be summarized as follows.

1. Rectified the Good Corporate Governance Handbook based on the rules on corporate governance as stipulated according to the notifications of the Capital Market Supervisory Board and the Stock Exchange of Thailand including rectification of the Guidelines to Good Corporate Governance and Code of Conduct. This information has been disseminated on the Company’s website and intranet system.
2. Monitored and supervised so that the Good Corporate Governance Handbook and the Code of Conduct were followed and developed into a corporate culture by assigning the subject on corporate governance and code of conduct as part of the orientation for new employee, employee training and development program, ISO and safety training, as well as printing pamphlets for dissemination of information to every employee for acknowledgment.
3. Reviewed the self-assessment of the Board of Directors’ performance form once a year by using the assessment form as guided by the Thai Institute of Directors (IOD) and the Stock Exchange of Thailand with adjustments made appropriate for the Company. In year 2017, the Company established that there were the self-assessment of the performance of the Board of Directors, Sub-Committees as a whole board and as an individual, having the following objectives.
 - 3.1 For acknowledgment of problems and obstacles which have caused the work not achieving its objective during the past year.
 - 3.2 For more effective work of the Board of Directors due to clear acknowledgment of its roles, duties and responsibilities.
 - 3.3 For improvement of relationship between the Company’s Board of Directors and the Management.
 - 3.4 Summary results of the self-assessment of the performance of the Board of Directors, Sub-Committees as a whole board and as an individual for year 2017 had an average score ranging between 82.3 and 99.3 percent. Accordingly, the committee members gave suggestions for work improvement for each of the committees, which were beneficial to the Company.
4. The directors, executives, and employees of the Company have participated in the following training programs in year 2017:
 - 4.1 “Zoom In: Thai Business Trend through Big Data” being held on April 21, 2017 by the Stock Exchange of Thailand in cooperation with Market for Alternative Investment (MAI), with the objectives to promote better understanding and application of Big Data for business operations.
 - 4.2 “Qualification of Chief Financial Officers and Chief Accounts” being held on August 3, 2017 by the Stock Exchange of Thailand, with the objectives to promote good financial reports from listed companies and to ensure compatibility of governance by the Stock Exchange of Thailand and the Securities and

Exchange Commission.

- 4.3 “Extensive Drill for full 100 Score for AGM Checklist” being held on December 12, 2017 by Thai Listed Companies Association in cooperation with the Stock Exchange of Thailand, with the objectives to review and facilitate the preparation of the annual general meetings of shareholders, including the meeting invitations and related reports and disclosure.
5. In year 2017, the Company received the following awards of pride relating to the assessment of corporate governance:
 - 5.1 The Company was presented with “**Thailand Sustainability Investment (THSI) 2017**” award from the Stock Exchange of Thailand and Money&Banking Magazine. The award was for listed companies with sustainable business practice that consider the Environment, Society, and Governance (ESG).
 - 5.2 The Company received a five-star award () for the annual general meeting (AGM) quality assessment of the listed companies year 2017, in which the Company received 97% score and was placed in the “**Excellent**” group.
 - 5.3 The Company received a four-star award () for the assessment of corporate governance among Thai listed companies, in which the Company received 91% score and was placed in the “**Very Good**” group.
6. The improvement guidelines for the corporate governance in year 2018 include:
 - 6.1 Updating the Corporate Governance Handbook in accordance with the Corporate Governance Code or the CG Code as per the announcement of the Securities and Exchange Commission, which will replace the Principles of Good Corporate Governance for Listed Companies 2012 to be used from year 2019 onwards.
 - 6.2 Organizing company-wide activities promoting corporate culture and corporate governance, improving knowledge towards adherence of the corporate governance, for example, incorporating corporate governance training in new employee orientations continuously, introducing whistle-blowing channels, setting up informational booths or board to provide knowledge on corporate governance, and organizing “**CG Day**” promoting and fostering awareness among employees on the importance of good corporate governance, etc.

During the past year, the Corporate Governance Committee has achieved its established plan on the work involving the corporate governance. The Corporate Governance Committee is determined to improve on the good corporate governance including the anti-corruption task in order to have effective and transparent management which should continuously build confidence and be accepted by every group of stakeholders.

January 29, 2018

On behalf of the Corporate Governance Committee



Mr. Thanit Pulivekin
Chairman of the Corporate Governance Committee

