



REPORT OF THE CORPORATE GOVERNANCE COMMITTEE

The Corporate Governance Committee (CGC 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 2018, 8 meetings were held to consider several matters, which can be summarized as follows.

1. Rectified the Good Corporate Governance Handbook based on the “**Corporate Governance Code for listed companies 2017 (CG Code)**”, according to the Notification of the Securities and Exchange Commission which is effective from year 2019 onward.
2. Amended the CGC Committee Charter and the Code of Conduct, and disseminated them on the Company’s website and intranet system.
3. 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 parts of employee trainings, as well as disseminating the information to employees.
4. Reviewed the self-assessment form on the performance of the Board of Directors as a whole and as an individual at least once a year by using the assessment forms as guided by the Thai Institute of Directors (IOD) and the Stock Exchange of Thailand as improvement guidelines for the assessment forms of the Company. In year 2018, the Company established that there were the self-assessment on the performance of the Board of Directors, Sub-Committees as a whole and as an individual, having the following objectives:
 - 4.1 For acknowledgment of problems and obstacles which have caused the work not achieving its objective during the past year.
 - 4.2 For more effective work of the Board of Directors due to clear acknowledgment of its roles, duties and responsibilities.
 - 4.3 For improvement of relationship between the Company’s Board of Directors and the Management.
 - 4.4 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 2018 had an average score ranging between 88.3 and 99.3 percent. Accordingly, the committee members gave suggestions for work improvement for each of the committees, which were beneficial to the Company.
5. The directors, executives, and employees of the Company have participated in the following training programs in year 2018:
 - 5.1 The seminar on information disclosure as per the CG Code, being held on May 17, 2018 by the Securities and Exchange Commission as a preparation for compliance by listed companies.
 - 5.2 The Sharing Session on “**Information Disclosure as per the CG Code by using “Apply or Explain” principle**”, being held on June 12, 2018 by the Thai Listed Companies Association, in cooperation with the Securities and Exchange Commission, as a guideline for list companies for compliance with the Corporate Governance Code for Listed Companies 2017 (CG Code), as well as for implementation to sustainably foster values for companies in context of the Company’s business.
6. In year 2018, the Company received the following awards of pride relating to the assessment of corporate governance:
 - 6.1 The Company was presented with “**2018 Thailand Sustainability Investment (THSI) Award**” or “**Sustainable Stock**” for 2 consecutive years from the Stock Exchange of Thailand. The award was for listed companies with sustainable business practice that consider the Environment, Society, and Governance (ESG).
 - 6.2 The Company received a **five-star award** () for the assessment of corporate governance among Thai listed companies year 2018, in which the Company received 90% score and was placed in the “**Excellent**” group, and ranked in the **Top Quartile** level within the group of companies with market capitalization of Baht 3,000 million to Baht 9,999 million.
 - 6.3 The Company received a **five-star award** () for the annual general meeting (AGM) quality assessment of the listed companies year 2018, in which the Company received 100% score and was placed in the “**Excellent**” group.

